



**TRI-COUNTY REGIONAL
PLANNING COMMISSION**

Planning Mid-Michigan's Future Together Since 1956

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MEMORANDUM

To: TCRPC Board of Commissioners
From: Jim Snell, Interim Director/Chief Transportation Planner
Date: January 4, 2018
Re: TCRPC Bylaws Working Group – Draft Document #1

Please find attached the proposed TCRPC Bylaws revisions. The suggested revisions were developed by the TCRPC Bylaws Working Group after three very thorough discussions. The Executive Committee reviewed the suggested revisions and sought a legal review. Those comments have been incorporated into the attached document and are ready for review by the full Commission. At the meeting on January 10th, staff and the members of the working group will delve into each comment and provide background on the revisions being proposed.

I understand there has been a great deal of discussion and sharing of information related to these proposed changes. Please read the attached and contact me personally if you have questions.



BYLAWS
OF THE
TRI-COUNTY REGIONAL PLANNING COMMISSION
(PROPOSED REVISIONS)

*Questions related to this draft document should be directed to:
Jim Snell, Interim Director/Chief Planner*

ARTICLE I - ESTABLISHMENT

- SECTION 1:** This Commission was created under the authority of Act 281 of Michigan Public Acts of 1945, as amended. It was established pursuant to resolutions adopted by the Boards of Supervisors of Clinton, Ingham and Eaton Counties on July 18, 1956. Membership was expanded to include the City of Lansing after 1968.
(No changes recommended)
- SECTION 2:** The official title of this Commission is the Tri-County Regional Planning Commission, hereinafter referred to as the Commission or TCRPC.
(No changes recommended)
- SECTION 3:** **For the purposes of these bylaws the term “major governmental member unit” is used to refer to Clinton, Eaton and Ingham counties as well as the City of Lansing. The term “governmental entities” is used to refer to other cities and townships in the region. The term “delegate” is used to define the person authorized either by the major governmental member unit or the governmental entity for representation on the Commission.**
(Section 3 is a new addition)

ARTICLE II - MEMBERS

- SECTION 1:** Membership Composition
- A. The Commission shall be composed of ~~eighteen (18)~~ **twenty-two (22)** members representing the region’s major governmental member units **and transportation providers: three (3) five (5)** from Clinton County, five (5) from Eaton County, five (5) from Ingham County and five (5) from the City of Lansing. **In addition, there shall be one (1) member from the Michigan Department of Transportation, and there shall be one member from the Capital Area Transportation Authority (CATA) for a total of eighteen (18) twenty-two (22) members.**
(Vote totals changed for Clinton and Lansing, CATA provided with independent seat)
- B. All governmental entities within a major **governmental member** unit shall be provided **representation by the major governmental member unit.**
(Minor wording changes to clarify units)

- ~~C. Each county shall allocate one or more of its membership positions on the Commission to those cities and townships having a population of more than 20% of the county population (excluding the City of Lansing from the counties' population), whichever is greater, and who desire membership on the Commission (section replaced)~~
- C. **Counties shall allocate one or more of its membership positions on the Commission to those cities and townships having a population of more than 20% of the county population (excluding the City of Lansing from the Ingham County population and the portion of the City of East Lansing within Clinton County from the Clinton County population), and who desire membership on the Commission.** (replaces previous Section C)
- D. Additional groups of cities, villages or townships desiring membership and having a combined population of 20% of the county population (excluding the City of Lansing from the counties' population), may also be allocated a membership by the county member unit
(No changes recommended)
- ~~E. Major transportation agencies, commissions, departments or providers shall be entitled to a membership allocated through the major governmental members. (section replaced)~~
- E. **Each county shall appoint a transportation delegate representative of its transportation road department. Each county may allocate an additional seat to its major transit providing agency, organization or department. Transportation delegates shall be provided full voting privileges for all commission actions.**
(Replaces previous Section E) (Full voting privileges verbiage added by the Executive Committee)
- F. Each county Board of Commissioners shall be represented by not less than two seats on the Commission that shall not be designated or assigned to any other governmental entity.
(Section F is a new addition to protect the representation of the three counties) .

SECTION 2: Appointment of Delegates

- ~~A. Governmental member units are responsible for appointing or removing their delegates. (Section removed and replaced)~~
- A. Governmental member units should appoint elected officials, whenever possible. **Major Governmental member units are responsible for appointing or removing their delegates with the exception of the delegates for those cities or townships having a population of more than 20% of the county population who have representation through a county, (excluding the City of Lansing from the Ingham County population and the portion of the City of East Lansing within Clinton County from the Clinton County population), and who desire membership on the Commission. Governmental units who meet the 20% criteria may nominate their delegate directly to the Commission.**
(replaces previous Section A)

- B. ~~Governmental member units should appoint elected officials, whenever possible, as their delegates.~~ At least fifty percent (50%) of the delegates from each member unit ~~shall~~ **should** be elected officials. Up to fifty percent (50%) of the delegates from each Major Governmental Member unit may be non-elected officials and will be called "at-Large Delegates." Appointments shall include delegates that reflect the minority population within their community when feasible. (Reduces mandate for elected officials)
- C. ~~Each governmental member unit shall appoint Transportation Delegates to include at least one representative of its transportation roads provider department. Governmental member units may allocate an additional seat to its major transit providing agency/organization/department. The City of Lansing shall allocate one (1) membership to the Capital Area Transportation Authority~~
(Section replaced by other sections above. Change: CATA no longer counting as a City of Lansing Delegate) (Sequential lettering revised upon adoption)
- D. The Michigan Department of Transportation delegate will be designated or removed by the director of the Michigan Department of Transportation and shall be a resident of the mid-Michigan tri-county region. (No change)
- E. The chief elected official of **major governmental member units** are ex-officio members of the Commission, without vote. (Minor clarification)
- F. **The Capital Area Transportation Authority (CATA) delegate shall be designated or removed by the CATA Board and shall be a resident of the mid-Michigan tri-county region.** (New addition – CATA independent)

SECTION 3: Term of Office

- A. Delegates who are elected officials may serve for terms equal to their terms of office or as appointed by their ~~governmental member unit~~ **appointing authority**.
- B. At-Large-Delegates may serve two-year terms beginning on ~~January 1~~ **the date of the Commission's Annual Meeting**.
- C. Major transportation provider delegates may serve for two-year terms or a period equal to their term of office, or as appointed by their ~~governmental member unit~~ **appointing authority**.
- D. Any delegate may be reappointed for additional terms by their ~~governmental member unit~~ **appointing authority**.
- E. Appointments **made in conformity with these bylaws** shall be the exclusive prerogative of the appointing authority and shall not be subject to challenge by any member of the Commission, or the Commission.

ARTICLE III - COMPENSATION

SECTION 1: The TCRPC shall not pay compensation to members of the Tri-County Regional Planning Commission for their services as members of the Commission; provided that this shall not affect in any way remuneration received by any state or local official who, in addition to his/her responsibilities and duties as a state or local official, serves also as a member of the Commission. All members may be reimbursed for actual expenses incurred outside the region as representatives of the Commission and as authorized by the Commission.

ARTICLE IV - PURPOSE AND FUNCTION

SECTION 1: The Commission is a voluntary organization of local governments and agencies organized to foster a cooperative effort in resolving problems, policies and plans that are common and regional with the greatest benefit to citizens of the mid-Michigan tri-county area while maximizing the efficient use of its resources.

SECTION 2: The purpose of the Tri-County Regional Planning Commission shall be to prepare and/or coordinate the development of plans and aid in the implementation of agreed upon plans and services within the mid-Michigan tri-county region.

SECTION 3: The Commission shall have such additional purposes as may be provided by law and shall have the following functions:

- A. To provide a mutual forum to identify, study, discuss and define regional issues and opportunities by utilizing the democratic processes and encouraging citizen participation.
- B. To assure a continuing practical vehicle to promote communication and cooperation for the exchange of information among area governmental units and agencies.
- C. To foster, develop and review plans for growth, development and conservation of the environment in the region.
- D. To encourage and assist in the development of region wide policies and proposals for coordinating human services, land use, transportation and other related physical planning programs among area local governments.
- E. To furnish general and technical aid to member governments and groups or organizations relative to regional issues and opportunities as they request and direct.
- F. To review and coordinate federal, state and local programs of regional importance as defined and approved by the Commission.

- G. To provide necessary assistance to local governments, agencies and individuals in securing federal and state funding programs that would have regional significance as defined by the Commission.
- H. To undertake such other activities consistent with the purposes as set forth under the authority of the State of Michigan's Regional Planning Act 281 of 1945, as amended which provides for regional planning; the creation, organization, powers and duties of regional planning commissions; the provision of funds for the use of regional planning commissions; and the supervision of the activities of regional planning commissions under the provisions of this act.
- I. To consider other matters that may benefit and be of value in promoting and accomplishing the purposes of the Commission.
- J. To encourage region wide cooperation to enhance economic opportunity between the public and private sectors in development, expansion, attraction, and retention of business and industry.

SECTION 4: The Commission shall make an annual report of its activities to the member units of government and the Executive Office of the Governor, and make that report available publicly.

ARTICLE V – OFFICERS

SECTION 1: The officers of this Commission shall be:

- A. A Chairperson who shall preside at meetings and shall have those ~~special~~ duties as prescribed by the Bylaws, and shall have the further authority to preside at any recessed meeting, or call and preside at any special meeting and who shall also chair the Executive and Personnel Committee.
- B. A Vice Chairperson who shall function in the same capacity as the Chairperson in the case of the Chairperson's absence or inability to act.
- C. A Treasurer whose duties shall be to function in the same capacity as Chairperson in case of the Chairperson's and Vice Chairperson's absence or inability to act, and such other duties as are usual to the office, and who shall chair the Finance Committee. The Treasurer and such other officers and staff members as are responsible for the handling of funds and shall be bonded in an amount to be determined by the Commission.
- D. A Secretary whose duties shall be to function in the same capacity as Chairperson in the case of the Chairperson's, Vice Chairperson's and Treasurer's absence or inability to act, and to recommend to the Commission a correct copy of minutes of any meeting at which TCRPC business shall have been transacted, and such other duties as are usual to the office, and who shall chair the Program and Grant Review Committee.

SECTION 2: The officers of the Tri-County Regional Planning Commission shall be elected each year for a one-year term by the Commission from the voting members, at their Annual Meeting in January, or at a recessed meeting of their first regular meeting in January, or at such times as vacancies may occur.

Each major **governmental** member unit shall choose its own nominee for the respective office. All members **representing each of the four major governmental member units** shall caucus with their membership to nominate a delegate for their unit prior to the annual meeting. Each office shall be rotated yearly among each major member units of government. The rotation will be Secretary to Treasurer to Vice Chairperson to Chairperson, and then back to Secretary. In the event a unit is unable to secure a nominee to serve in the respective office, the next unit of government, in turn, will be eligible to nominate a person for that office.

During the election of officers at the annual meeting, the Executive Director shall assume the chair until such time as the elected person shall assume the chair having been duly elected as prescribed by these Bylaws.

ARTICLE VI – PERSONNEL

SECTION 1: The Commission may employ an Executive Director and such employees as it deems necessary for its work, and may hire such consultants for part-time or full-time service as may be necessary for the execution of its responsibilities.

SECTION 2: The Commission shall prepare and adopt personnel policies and procedures which shall apply to the conduct of all personnel hired.

SECTION 3: The Executive Director of the Commission shall keep a written record of all business transacted by the Commission, serve notification to members of all meetings, keep on file all official records of the Commission, certify all maps, records and reports of the Commission, serve notice of all hearings and public meetings, and shall submit the Annual Report of the Commission's activities to the member units of government and the Office of the Governor.

~~**SECTION 4:** The Chairperson, Vice Chairperson, Treasurer, Secretary and Executive Director shall serve as the Committee representing the Commission and staff for the administration of the retirement fund, the Tri-County Regional Planning Commission Employee Profit Sharing Plan; and shall be trustees of the said fund. The Executive Director of the Commission shall be the Administrator thereof. (Section removed – No longer applicable)~~

ARTICLE VII – MEETINGS

SECTION 1: The regular meetings of the Commission shall be held as scheduled **and adopted** by the Commission at the annual meeting. Special meetings may be held as **necessary**, subject to call of the Chairperson, or in the absence of the Chairperson by the Vice Chairperson, or by no less than ~~six (6)~~ **seven (7) voting members**. The necessity for a meeting may be called to the attention of the Chairperson or Vice Chairperson by the Executive Director.

- SECTION 2:** A majority of the members shall constitute a quorum, which is ~~ten (10)~~ **twelve (12)** members of the Commission. No business shall be considered without the presence of a quorum, except to adjourn or recess. Any formal action **taken** must be by a majority of the Commission members present with a quorum unless otherwise designated in these Bylaws.
- SECTION 3:** The Chairperson in cooperation with the Executive Director/staff shall notify the Commission members of the date and location of each **regular** meeting no less than five (5) days prior to the date set for the meeting. **In accordance with the Open Meetings Act, Public Act 267 of 1976, as amended, special Commission meetings must provide an 18-hour notice prior to the special meeting.**
- SECTION 4:** In accordance with the Open Meetings Act, Public Act 267 of 1976, as amended, and other applicable statutes, members of the public are encouraged to attend all open public meetings and to address the public body **during public comment opportunities at such meetings.**
- SECTION 5:** All regular meetings **of the Commission** are open to the public and meeting notices are available on TCRPC's website and office. Special meetings **of the Commission** may be public or closed in accordance with the Open Meetings Act, Public Act 267 of 1976, as amended. At any closed meeting, the Commission may designate or invite any member of its technical staff or county/city official to be present if it so desires.
- SECTION 6:** The Annual Meeting shall be the January meeting.
- SECTION 7:** The Commission may, by majority vote at a public meeting, designate a different day for any regular monthly meeting as specified in SECTION 1 above.
- SECTION 8:** Commission members present at a regular meeting or a duly called special meeting may adjourn such meeting in the event a quorum is not present thereat. Future meeting notifications shall **follow procedures** specified in ARTICLE VII, SECTION 3 of these Bylaws.
- SECTION 9:** All members of the Commission including ex-officio members are required to keep the Executive Director of the Commission advised at all times of their current contact information including **their** email, phone/cellular/mobile phone numbers and mailing address. Notices sent by regular U.S. mail with prepaid postage or by electronic mail to the address supplied shall constitute adequate notice of such meeting to each such member.
- SECTION 10:** All regular and special meetings of the Commission and its Committees shall be conducted in accordance with procedures as set forth in the **Mariam-Webster New Roberts Rules of Order.**

ARTICLE VIII - BUDGET AND APPROPRIATIONS

SECTION 1: The Executive Director shall prepare the proposed preliminary line item budget for the next fiscal year **in consultation with the Finance Committee.** The preliminary budget shall be submitted to the Commission **by the Finance Committee** for adoption at its March meeting. The Commission may amend any budgetary recommendations of the Executive Director/**Finance Committee.**

Upon adoption of the preliminary budget, the Commission authorizes the Executive Director to request the allocation of funds from the **Clinton, Eaton and Ingham County** Boards of Commissioners, the City of Lansing, the Michigan Department of Transportation **and CATA.**

In September of each year, the Executive Director shall prepare and submit the proposed final budget for the next fiscal year, based on the most current estimate of revenues and expenditures. Upon adoption, the Commission authorizes the Executive Director to implement the budget and related work programs **in accordance with the TCRPC Operating Policies and Procedures Manual.**

SECTION 2: The **Clinton, Eaton and Ingham** County Boards of Commissioners and the Lansing City Council shall assume all financial responsibility for the budget of the Tri-County Regional Planning Commission. Each major **governmental** member unit shall pay a ~~one nineteenth (1/19)~~ **one twenty second (1/22)** share of the total annual allocation budget for each voting membership on the Commission. Any governmental unit or major transportation provider having membership on the Commission through a member County shall reimburse that County for its share of financial responsibility. The Michigan Department of Transportation will pay a ~~one nineteenth (1/19)~~ **twenty-second (1/22)** share of the total annual allocation budget directly to the Commission. The Capital Area Transportation Authority will pay a **one twenty-second (1/22)** share of the total annual allocation budget directly to the Commission. Each major governmental member **unit** shall be responsible for the dues for all its allocated memberships whether delegates are appointed to fill the memberships or they are left vacant.

SECTION 3: The fiscal year of the Commission shall be October 1 through September 30.

ARTICLE IX - ADOPTION OF PLANS

SECTION 1: For the adoption of Master Plans, or any substantial amendment thereof, or precise plans as designated in the Regional Planning Commission Act, Act 281 of Michigan Public Acts of 1945, as amended, an affirmative vote of a majority of the full membership of the Commission shall be required. The resolution for adoption shall be made in writing and attached to the plan and related maps with any descriptive information, approvals, signatures, and in accordance with appropriate laws and regulations. Before adopting a Master Plan or substantial amendment thereof, the Commission shall hold at least one public hearing thereon, notice of the time and place of which shall be given by one publication in a newspaper of general circulation in the ~~counties~~ **region**, not more than thirty (30) days or less than ten (10) days before such hearing.

ARTICLE X – COMMITTEES AND COUNCILS

SECTION 1: Committees, as deemed necessary by the Commission, shall be appointed by the Commission Chairperson who shall also select the committee chairpersons from the membership of the Commission, except for those committees where the chairperson is provided for in these Bylaws. **All committees of the Commission, including Executive, Standing and Advisory, shall adhere to the operating processes outlined in the TCRPC Policies and Procedures manual and all other Commission policies as outlined in the Personnel and Financial Policies and Procedures manuals.**

SECTION 2: Executive and Personnel Committee. The Executive and Personnel Committee shall consist of the four (4) officers of the Commission. The Chairperson of the Commission shall serve as the Chairperson of the Executive/Personnel Committee. The term of office of the Executive and Personnel Committee shall be for one (1) year effective from the date of the annual election **or until the next annual meeting, whichever comes last.**

The Executive and Personnel Committee recommendations and/or actions shall be submitted to the Commission for its review and action at the next Commission meeting following the Executive/Personnel Committee meeting. The majority shall constitute a quorum, which is (3) officers of the Committee. Formal action must be by a majority of officers present with a quorum.

SECTION 3: Standing Committees. There shall be 4 standing committees of the Commission. These standing committees shall be made up from the Commission members and shall be selected by the Commission Chairperson with the consent of the Commission. Standing committees may establish subcommittees, special work groups or task groups under guidance of the **respective** Committee Chairperson.

Recommendations and/or actions of the standing committees shall be submitted to the Commission for its review and action at the next Commission meeting following the respective committee meeting. Standing Committees shall meet early enough in a given month to allow for their recommended actions to be properly placed on the Commission agenda by the Executive Committee. Specific charges of each of the standing committees are defined in the TCRPC Operating Policies and Procedures document.

- A. Finance Committee: The members of the Finance Committee shall be appointed by the Commission Chairperson from the Commission members. The Treasurer of the Commission shall be the Chairperson of the Finance Committee.
- B. Program and Grant Review Committee: The members of the Program and Grant Review Committee shall be appointed by the Commission Chairperson from the Commission members. The Chairperson of the Program and Grant Review Committee shall be ~~the Secretary of the Commission~~ **appointed by the Commission Chairperson from the Commission members.**
- C. Transportation Review Committee: The members of the Transportation Review Committee shall be appointed by the Commission Chairperson from the Commission members. The Chairperson of the Transportation Review Committee shall be appointed by the Commission Chairperson **from the Commission members.**

- D. Growth Trends Steering Committee: The members of the Growth Trends Steering Committee shall be appointed by the Commission Chairperson and may be from the Commission membership as well as from others important to the work of the Committee. The Chairperson of the Growth Trends Steering Committee shall be appointed by the Commission Chairperson from the Commission members.

SECTION 4: Advisory Committees. The Commission may appoint advisory committees or councils to offer advice, ideas and guidance to the Commission on specific topics or issues. Members may consist of individuals whose experience, training or interest in the program(s) may qualify them to lend valuable assistance to the Commission on technical and special topics or issues. The Chairperson of an Advisory Committee shall be appointed by the Commission Chairperson and may be from the Commission members. Members of such advisory committees shall receive no compensation for their services.

SECTION 5: Any Bylaws, Guidelines or Rules used or adopted for the governing of advisory committees or councils (committees ~~or~~ councils as mentioned in SECTION 4) must be submitted to the Tri-County Regional Planning Commission Executive and Personnel Committee for review and recommendation to the full body of the Tri-County Regional Planning Commission for approval.

SECTION 6: The Tri-County Regional Planning Commission shall approve policies for any and all advisory committees, subcommittees and councils created for the purpose of coordinating intergovernmental planning in the mid-Michigan tri-county region.

SECTION 7: The Tri-County Regional Planning Commission, at its discretion, may establish committees as the Commission shall deem appropriate to carry out its functions. If the Commission believes it will be beneficial to bring into the Commission an agency which was established outside of the Commission's auspices, it may do so by resolution, contract or such other lawful action as may be appropriate in the circumstances. At the time of establishing each agency, the Commission shall state the agency's purpose, operating guidelines and the extent of its responsibility.

(This section added)

ARTICLE XI – WITHDRAWAL OR REINSTATEMENT ON THE COMMISSION

SECTION 1: Major Member Governmental Units and Governmental Units may withdraw from the TCRPC by submission of a letter of intent addressed to the Chairperson one hundred eighty (180) days prior to their withdrawal. The letter of intent shall include the reason(s) for withdrawal. The Commission shall review the letter of intent and make a determination as to the proper course of action. Withdrawal by any one major governmental member unit or governmental entity shall not affect the membership status of any other member. A request to have a letter of intent withdrawn within the above-mentioned one hundred eighty (180) day period shall also be in writing and shall be officially answered by the Chairperson on behalf of the Commission. All financial obligations including the dues owed by the withdrawing member shall continue through the end of the fiscal year.

A request for reinstatement of a member after withdrawal shall be submitted in writing to the Chairperson and such reinstatement shall require the approval of a majority of the Commission. (This article added)

ARTICLE XII – AMENDMENTS

SECTION 1: These Bylaws may be amended by a majority vote of the full membership of the Commission at a regular meeting. Any proposed amendment to the Bylaws shall be submitted to the membership at least five (5) days prior to such meeting.

ARTICLE XIII – STATUTE

SECTION 1: Act 281 of Michigan Public Acts of 1945, as amended, is incorporated in and is hereby a part of these Bylaws.

DRAFT



**BYLAWS OF
TRI-COUNTY REGIONAL PLANNING COMMISSION**

As amended and adopted December 16, 1992 and last amended and adopted July 25, 2012

ARTICLE I ESTABLISHMENT

SECTION 1: This Commission was created under the authority of Act 281 of Michigan Public Acts of 1945, as amended. It was established pursuant to resolutions adopted by the Boards of Supervisors of Clinton, Ingham and Eaton Counties on July 18, 1956. Membership was expanded to include the City of Lansing after 1968.

SECTION 2: The official title of this Commission is the Tri-County Regional Planning Commission, hereinafter referred to as the Commission or TCRPC.

ARTICLE II MEMBERS

SECTION 1: Membership Composition

- A. The Commission shall be composed of eighteen (18) members representing the region's major governmental member units: three (3) from Clinton County, five (5) from Eaton County, five (5) from Ingham County and five (5) from the City of Lansing for a total of eighteen (18) and one (1) from the Michigan Department of Transportation.
- B. All governmental entities within a major unit shall be provided membership through the major member unit.
- C. Each county shall allocate one or more of its membership positions on the Commission to those cities and townships having a population of more than 20% of the county population (excluding the City of Lansing from the counties' population), whichever is greater, and who desire membership on the Commission.
- D. Additional groups of cities, villages or townships desiring membership and having a combined population of 20% of the county population (excluding the City of Lansing from the counties' population), may also be allocated a membership by the county member unit.
- E. Major transportation agencies, commissions, departments or providers shall be entitled to a membership allocated through the major governmental members.

SECTION 2: Appointment of Delegates

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- B. Governmental member units should appoint elected officials, whenever possible, as their delegates. At least fifty percent (50%) of the delegates from each member unit shall be elected officials. Up to fifty percent (50%) of the delegates from each member unit may be non-elected officials and will be called "at-Large Delegates." Appointments shall include delegates that reflect the minority population within their community when feasible.

- C. Each governmental member unit shall appoint Transportation Delegates to include at least one representative of its transportation/roads/provider/department. Governmental member units may allocate an additional seat to its major transit providing agency/organization/department. The City of Lansing shall allocate one (1) membership to the Capital Area Transportation Authority.
- D. The Michigan Department of Transportation delegate will be designated or removed by the director of the Michigan Department of Transportation and shall be a resident of the mid-Michigan tri-county region.
- E. The chief elected official of member governments are ex-officio members of the Commission, without vote.

SECTION 3: Term of Office

- A. Delegates who are elected officials may serve for terms equal to their terms of office or as appointed by their governmental member unit.
- B. Delegates-at-Large may serve two-year terms beginning on January 1.
- C. Major transportation provider delegates may serve for two-year terms or a period equal to their term of office, or as appointed by their governmental member unit.
- D. Any delegate may be reappointed for additional like terms by their governmental member unit.
- E. Appointments shall be the exclusive prerogative of the appointing authority and shall not be subject to challenge by any member of the Commission, or the Commission.

ARTICLE III COMPENSATION

SECTION 1: The TCRPC shall not pay compensation to members of the Tri-County Regional Planning Commission for their services as members of the Commission; provided that this shall not affect in any way remuneration received by any state or local official who, in addition to his/her responsibilities and duties as a state or local official, serves also as a member of the Commission. All members may be reimbursed for actual expenses incurred as representatives of the Commission outside the region and as authorized by the Commission.

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- A. To provide a mutual forum to identify, study, discuss and define regional issues and opportunities by utilizing the democratic processes and encouraging citizen participation.

- B. To assure a continuing practical vehicle to promote communication and cooperation for the exchange of information among area governmental units and agencies.
- C. To foster, develop and review plans for growth, development and conservation of the environment in the region.
- D. To encourage and assist in the development of region wide policies and proposals for coordinating human services, land use, transportation and other related physical planning programs among area local governments.
- E. To furnish general and technical aid to member governments and groups or organizations relative to regional issues and opportunities as they request and direct.
- F. To review and coordinate federal, state and local programs of regional importance as defined and approved by the Commission.
- G. To provide necessary assistance to local governments, agencies and individuals in securing federal and state funding programs that would have regional significance as defined by the Commission.
- H. To undertake such other activities consistent with the purposes as set forth under the authority of the State of Michigan's Regional Planning Act 281 of 1945, as amended which provides for regional planning; the creation, organization, powers and duties of regional planning commissions; the provision of funds for the use of regional planning commissions; and the supervision of the activities of regional planning commissions under the provisions of this act.
- I. To consider other matters that may benefit and be of value in promoting and accomplishing the purposes of the Commission.
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- B. A Vice Chairperson who shall function in the same capacity as the Chairperson in the case of the Chairperson's absence or inability to act.
- C. A Treasurer whose duties shall be to function in the same capacity as Chairperson in case of the Chairperson's and Vice Chairperson's absence or inability to act, and such other duties as are usual to the office, and who shall chair the Finance Committee. The Treasurer and such other officers and staff members as are responsible for the handling of funds and shall be bonded in an amount to be determined by the Commission.

- D. A Secretary whose duties shall be to function in the same capacity as Chairperson in the case of the Chairperson's, Vice Chairperson's and Treasurer's absence or inability to act, and to recommend to the Commission a correct copy of minutes of any meeting at which TCRPC business shall have been transacted, and such other duties as are usual to the office, and who shall chair the Program and Grant Review Committee.

SECTION 2: The officers of the Tri-County Regional Planning Commission shall be elected each year for a one-year term by the Commission from the voting members, at their Annual Meeting in January, or at a recessed meeting of their first regular meeting in January, or at such times as vacancies may occur.

Each major member unit shall choose its own nominee for the respective office. All governmental member units having group membership shall caucus with their membership to nominate a delegate for their unit prior to the annual meeting. Each office shall be rotated yearly among each major member units of government. The rotation will be Secretary to Treasurer to Vice Chairperson to Chairperson, and then back to Secretary. In the event a unit is unable to secure a nominee to serve in the respective office, the next unit of government, in turn, will be eligible to nominate a person for that office.

During the election of officers at the annual meeting, the Executive Director shall assume the chair until such time as the elected person shall assume the chair having been duly elected as prescribed by these Bylaws.

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SECTION 1: The Commission may employ an Executive Director and such employees as it deems necessary for its work, and may hire such consultants for part-time or full-time service as may be necessary for the execution of its responsibilities.

SECTION 2: The Commission shall prepare and adopt personnel policies and procedures which shall apply to the conduct of all personnel hired.

SECTION 3: The Executive Director of the Commission shall keep a written record of all business transacted by the Commission, serve notification to members of all meetings, keep on file all official records of the Commission, certify all maps, records and reports of the Commission, serve notice of all hearings and public meetings, and shall submit the Annual Report of the Commission's activities to the member units of government and the Office of the Governor.

SECTION 4: The Chairperson, Vice Chairperson, Treasurer, Secretary and Executive Director shall serve as the Committee representing the Commission and staff for the administration of the retirement fund, **the Tri-County Regional Planning Commission Employee Profit Sharing Plan**; and shall be trustees of the said fund. The Executive Director of the Commission shall be the Administrator thereof.

ARTICLE VII MEETINGS

SECTION 1: The regular meetings of the Commission shall be held as prescribed by the Commission and adopted at the annual meeting as recorded and posted. Special meetings may be held as required, subject to call of the Chairperson, or in the absence of the Chairperson by the Vice Chairperson, or by no less than six (6) voting members. The necessity for a meeting may be called to the attention of the Chairperson or Vice Chairperson by the Executive Director.

SECTION 2: A majority of the members shall constitute a quorum, which is ten (10) members of the Commission. No business shall be considered without the presence of a quorum, except to

adjourn or recess. Any formal action must be by a majority of the Commission members present with a quorum unless otherwise designated in these bylaws.

SECTION 3: The Chairperson in cooperation with the Executive Director/staff shall notify the Commission members of the date and location of each meeting no less than **five (5) days** prior to the date set for the meeting.

SECTION 4: In accordance with the Open Meetings Act, Public Act 267 of 1976, as amended, and other applicable statutes, members of the public are encouraged to attend all open public meetings and to address the public body at that meeting.

SECTION 5: All regular meetings are open to the public and meeting notices are available through TCRPC's website or office. Special meetings may be public or closed in accordance with the Open Meetings Act, Public Act 267 of 1976, as amended. At any closed meeting, the Commission may designate or invite any member of its technical staff or county/city official to be present if it so desires.

SECTION 6: The Annual Meeting shall be the January meeting.

SECTION 7: The Commission may, by majority vote at a public meeting, designate a different day for any regular monthly meeting as specified in SECTION 1 above.

SECTION 8: Commission members present at a regular meeting or a duly called special meeting may adjourn such meeting in the event a quorum is not present thereat. **Future meeting notification shall be as specified in ARTICLE VII, SECTION 3 of these Bylaws.**

SECTION 9: All members of the Commission including ex-officio members are required to keep the Executive Director of the Commission advised at all times of their current contact information including electronic mail, phone, cellular/mobile phone and mailing address. **Notices sent by regular U.S. mail with prepaid postage or by electronic mail to the address supplied shall constitute adequate notice of such meeting to each such member.**

SECTION 10: All regular and special meetings of the Commission and its Committees shall be conducted in accordance with procedures as set forth in **the Mariam-Webster New Roberts Rules of Order.**

ARTICLE VIII BUDGET AND APPROPRIATIONS

SECTION 1: The Executive Director shall prepare the proposed preliminary line item budget for the next fiscal year. The preliminary budget is submitted to the Commission for adoption at its March meeting. The Commission may amend any budgetary recommendations of the Executive Director.

Upon adoption of the preliminary budget, the Commission authorizes the Executive Director to request the allocation of funds from the Boards of Commissioners, the City of Lansing, and the Michigan Department of Transportation.

In September of each year, the Executive Director shall prepare and submit the proposed final budget for the next fiscal year, based on the most current estimate of revenues and expenditures. Upon adoption, the Commission authorizes the Executive Director to implement the budget and related work programs.

SECTION 2: **The County Boards of Commissioners and the Lansing City Council shall assume all financial responsibility for the budget of the Tri-County Regional Planning Commission. Each major**

member unit shall pay a one nineteenth (1/19) share of the total annual allocation budget for each voting membership on the Commission. Any governmental unit, group of governmental units or major transportation provider having membership on the Commission through a member County or the City of Lansing shall reimburse that County or the City of Lansing for its share of financial responsibility. The Michigan Department of Transportation will pay a one nineteenth (1/19) share of the total annual allocation budget directly to the Commission. Each major governmental member shall be responsible for the dues for all its allocated memberships whether delegates are appointed to fill the memberships or they are left vacant.

SECTION 3: The fiscal year of the Commission shall be October 1 through September 30.

ARTICLE IX ADOPTION OF PLANS

SECTION 1: For the adoption of Master Plans, or any substantial amendment thereof, or precise plans as designated in the Regional Planning Commission Act, Act 281 of Michigan Public Acts of 1945, as amended, an affirmative vote of a majority of the full membership of the Commission shall be required. The resolution for adoption shall be made in writing and attached to the plan and related maps with any descriptive information, approvals, signatures, and in accordance with appropriate laws and regulations. Before adopting a Master Plan or substantial amendment thereof, the Commission shall hold at least one public hearing thereon, notice of the time and place of which shall be given by one publication in a newspaper of general circulation in the counties, not more than thirty (30) days or less than ten (10) days before such hearing.

ARTICLE X COMMITTEES AND COUNCILS

SECTION 1: Committees, as deemed necessary by the Commission, shall be appointed by the Commission Chairperson who shall also select the committee chairpersons from the membership of the Commission, except for those committees where the chairperson is provided for in these Bylaws.

SECTION 2: Executive and Personnel Committee. The Executive and Personnel Committee shall consist of the four (4) officers of the Commission. The Chairperson of the Commission shall serve as the Chairperson of the Executive/Personnel Committee. The term of office of the Executive and Personnel Committee shall be for one (1) year effective from the date of the annual election.

The Executive and Personnel Committee recommendations and/or actions shall be submitted to the Commission for its review and action at the next Commission meeting following the Executive/Personnel Committee meeting. The majority shall constitute a quorum, which is (3) officers of the Committee. Formal action must be by a majority of officers present with a quorum.

SECTION 3: Standing Committees. The standing committees of the Commission shall be made up from the Commission members and shall be selected by the Commission Chairperson with the consent of the Commission. Standing committees may establish subcommittees, special work groups or task groups under guidance of the Committee Chairperson.

Recommendations and/or actions of these committees shall be submitted to the Commission for its review and action at the next Commission meeting following the respective committee meeting.

- A. Finance Committee: The members of the Finance Committee shall be appointed by the Commission Chairperson from the Commission members. The Chairperson of the Finance Committee shall be the Treasurer of the Commission.
- B. Program and Grant Review Committee: The members of the Program and Grant Review Committee shall be appointed by the Commission Chairperson from the

Commission members. The Chairperson of the Program and Grant Review Committee shall be the Secretary of the Commission.

- C. Transportation Review Committee: The members of the Transportation Review Committee shall be appointed by the Commission Chairperson from the Commission members. The Chairperson of the Transportation Review Committee shall be appointed by the Commission Chairperson.
- D. Growth Trends Steering Committee: The members of the Growth Trends Steering Committee shall be appointed by the Commission Chairperson and may be from the Commission membership as well as from others important to the work of the Committee. The Chairperson of the Growth Trends Steering Committee shall be appointed by the Commission Chairperson from the Commission members.

SECTION 4: Advisory Committees. The Commission may appoint advisory committees or councils to offer advice, ideas and guidance to the Commission on specific topics or issues. Members may consist of individuals whose experience, training or interest in the program(s) may qualify them to lend valuable assistance to the Commission on technical and special topics or issues. The Chairperson of an Advisory Committee shall be appointed by the Commission Chairperson and may be from the Commission members. Members of such advisory committees shall receive no compensation for their services.

SECTION 5: Any Bylaws, Guidelines or Rules used or adopted for the governing of advisory committees or councils (committees or councils as mentioned in SECTION 1) must be submitted to the Tri-County Regional Planning Commission Executive and Personnel Committee for review and recommendation to the full body of the Tri-County Regional Planning Commission for approval.

SECTION 6: The Tri-County Regional Planning Commission shall approve policies for any and all advisory committees, subcommittees and councils created for the purpose of coordinating intergovernmental planning in the mid-Michigan tri-county region.

ARTICLE XI AMENDMENTS

SECTION 1: The Bylaws may be amended by a majority vote of the full membership of the Commission at a regular meeting. Any proposed amendment to the Bylaws shall be submitted to the membership at least five (5) days prior to such meeting.

ARTICLE XII STATUTE

SECTION 1: Act 281 of Michigan Public Acts of 1945, as amended, is incorporated in and is hereby a part of these Bylaws.