

**Bylaws**  
of the  
**Region 2 Planning Commission**



As Adopted  
**July 9, 1998**

And Amended  
**November 11, 1999**

**Section 1 – Membership**

- A. The Commission shall be composed of those units of government within and including the Counties of Jackson, Lenawee, and Hillsdale which make regular annual contributions to the operating costs of the Commission, with the individual Commissioners who shall be residents of Region 2 Planning to be appointed to said Commission as hereinafter provided.
1. The Counties of Jackson, Lenawee, and Hillsdale shall appoint Commissioners as follows:
    - a. Jackson County – Fifteen (15) Commissioners
    - b. Lenawee County – Ten (10) Commissioners
    - c. Hillsdale County – Five (5) Commissioners
  2. Other governmental units, with the exception of school districts may appoint one (1) Commissioner for each 10,000 population plus one (1) for each fraction thereof based on the latest Census data.
  3. School districts, shall be provided a non-voting membership.
  4. The Commission shall be comprised of no less than 51% local elected officials, however, the units of government comprising this Commission recognize that the cooperative contributions of both elected officials and private citizens are essential to the successful performance of the Commission's function. The Commission will attempt to encourage active citizen participation on it's membership.
  5. An annual due in a per capita amount determined by the Region 2 Planning Commission, shall be required of counties, cities, villages, townships, and school districts as a condition of membership.
- B. Term of office shall be three (3) years. Whenever a vacancy occurs for any reason, the resulting vacancy shall be filled in the same manner as the original appointment, for the balance of the unexpired term of such member. Further, this Commission shall have the power to determine, by lot or otherwise, that Commissioners appointed at large may serve shortened or extended terms so that approximately one-third (1/3) of such terms shall expire in each year.
- C. Units of Government as referred to herein may include Counties, Cities, Townships, Villages, and School Districts.

**Section II – Regular Meetings**

Regular meetings of the Commission shall be held bi-monthly for the transaction of such business as may be brought before the Commission, at such time and at such place as Executive Committee may designate. Meetings of the Commission shall be open to the public.

**Section III – Special Meetings**

Special meetings of the Commission may be called at any time by direction of the Executive Committee, the Chairman, or upon written request to the Chairman by ten (10) or more Commission members. Notice of special meetings shall specify the business to be transacted and no other business shall be considered.

**Section IV – Notice**

Due and proper notice of regular or special meetings shall be considered to have been given if such notice is placed in the mail at least five (5) days prior to such meeting. Any Commissioner, however, shall have been deemed to waive such notice by his attendance at any such meeting.

**Section V – Quorum**

A quorum at any regular or special meeting shall consist of one-sixth (1/6) of the total membership of the Commission as of the date of such meeting.

**Section VI – Executive Committee**

- A. The exercise of power over board policy and management of the business of the Commission between regular meetings of the Commission shall be vested in an Executive Committee consisting of twenty-one (21) members of the Commission, as follows:
  - 1. Five (5) members from representatives of the County of Jackson,
  - 2. Two (2) members from representatives of the City of Jackson,
  - 3. Three (3) members from representatives of the County of Lenawee,
  - 4. One (1) member from the representatives of the City of Adrian,
  - 5. Two (2) members from the representatives of the County of Hillsdale,
  - 6. One (1) member from the representatives of the City of Hillsdale, and
  - 7. Seven (7) members from the membership at large.
  - 8. If any of the governmental units stated in 1 through 6 are not full members, i.e., contribute on a per capita basis, their Executive Committee seats shall be filled and elected from the membership at large.
  - 9. At least five (5) members of the Executive Committee shall not hold an elective position on any unit of government holding a membership on the Commission.
- B. The members of the Executive Committee shall be nominated and elected by the Commission at its regular meeting in January in of each year, which meeting shall be designated as the annual meeting.
- C. The Executive Committee shall have the following powers and duties:

1. To fill vacancies on the Executive Committee between elections.
  2. To recommend for approval by the Commission an Executive Director and appoint such employees as it may deem necessary, and to employ such consultants or experts as it may deem necessary to carry out its responsibilities.
  3. To exercise all powers of the Commission between regular meetings, subject to all the Commission's review and approval, and provided such actions are not inconsistent with general policy of the Commission.
- D. Meetings of the Executive Committee generally shall be held on the second Thursday of months in which the Commission does not meet at such time and place as the Committee may designate. Special meetings may be called by the Chairman or any three (3) members of said Committee. A quorum of any meeting shall consist of one-third (1/3) of the members of the Committee.

### **Section VII – Officers of the Commission**

The Officers of the Commission shall include a Chairman, Vice Chairman, immediate Past Chairman, Treasurer and Secretary. Each of said officers except the immediate Past Chairman, shall be elected by the Executive Committee from its members and shall serve for a period of not more than two years. Officer positions shall be rotated among counties.

### **Section VIII – Duties of the Officers**

#### **A. Duties of the Chairman**

The Chairman shall be the chief executive officer of the Commission and shall preside at all meetings of the Commission and Executive Committee. He/she shall appoint all committees, or advisory committees or councils established by the Commission unless otherwise provided by the Commission. The Chairman shall have a vote upon all business considered by the Commission and shall be, ex officio, a member of all committees except the Nominating Committee. He/she shall sign all contracts and legal documents authorized by the Commission.

#### **B. Duties of the Vice Chairman**

In the event that the office of Chairman shall become vacant by death, resignation or otherwise, the Vice Chairman shall become Chairman for the unexpired term of the Chairman. In the event of the absence of the Chairman and his/her inability to discharge the duties of his/her office, such duties for the time being shall be assumed by the Vice Chairman.

#### **C. Duties of the Treasurer**

The Treasurer shall perform the usual duties of the office, and such other duties as the Commission may direct. This, among other things, includes the following:

1. The Treasurer shall have charge and custody of all commission funds and securities, and shall deposit all monies, securities and other valuable effects in the name of the Commission in such depositories as may be designated for that purpose by the Commission.
2. The Treasurer shall be responsible to the Commission for a record of all property acquired by the Commission. He/she shall cause to be kept accounting record showing all financial transactions of the Commission in accordance with generally accepted governmental procedures and standards. He/she shall make a financial report at each regular meeting of the Commission, and shall permit inspection of all financial records by any Commissioner at any reasonable time.
3. The Treasurer shall disburse the funds of the Commission in accordance with the adopted budget and as otherwise authorized by the approval of the Commission or Executive Committee, taking proper vouchers for such disbursements. In the absence of the Treasurer, withdrawal vouchers on the funds of the Commission may originate with the Secretary or the Chairman or the Vice Chairman. All vouchers other than payroll must be countersigned by any of the above officers.

**D. Duties of the Secretary**

The Secretary shall perform the usual duties of the office, and such other duties as the Commission may direct. This among other things, specifically includes the following:

1. The Secretary shall attend all meetings of the Commission and Executive Committee, and record the minutes of the meetings. He/she shall have custody of the official minute books of the Commission.
2. The Secretary shall have charge of all correspondence and notices pertaining to the meetings and official actions of the Commission and Executive Committee.

**E. Executive Director**

The Commission may employ an Executive Director, who shall hold office at the will and pleasure of the Commission. The Executive Director shall be the chief administrative officer of the Commission, providing general discretion to its work and general management of its activities. He/she shall have general supervision of the operating staff of the Commission, and may employ or discharge any employee, except as otherwise provided by the Commission. He/she shall have such other powers and duties as may be delegated to him by the Commission. These shall include the following:

1. The Executive Director shall submit a report of staff activities at all regular meetings of the Commission, and shall submit a report on the accomplished, current and proposed program at least once (1) each year.

2. The Executive Director shall be ex officio a member of all advisory committees and subcommittees concerned with any element of the work program.
3. The Executive Director shall submit to the Commission in writing the purpose of, and estimated cost, for all out-of-state travel, and for all in-state travel anticipated to cost in excess of \$500. Such travel shall not be undertaken at the expense of the Commission except upon prior authorization by the Commission or its Executive Committee. However, any travel that is necessary in order to undertake an approved project of the Commission that cannot be authorized due to lack of advance notice, can be taken at the discretion of the Executive Director and approval of at least one (1) officer of the Commission and reported at the following Commission Meeting.
4. Except as stated in paragraph E-3 above, the Executive Director may make commitments or purchase in amounts not exceeding \$500.00 without prior authorization by the Commission; provided that the amount does not exceed the funds remaining in the approved budget allocation for that type of expenditure.
5. All publications for general distribution shall be submitted to the Commission for approval prior to publication.
6. The Executive Director shall certify to the Treasurer all payrolls and rates of pay and all invoices for property or services.
7. With the approval of the Commission the Executive Director may delegate to any of his/her subordinates certain of the special duties and powers assigned to him/her.

### **Section IX – Standing Committees**

All standing committees shall consist of a minimum of five (5) members appointed from the membership of the Commission.

#### **1. Personnel and Finance Committee**

- a. A Personnel and Finance Committee shall be appointed annually at the March meeting of the Commission by the Chairman. One of the Commissioners appointed shall be the Treasurer.
- b. The purpose of the committee is to review personnel and financial concerns of the Commission and provide recommendations to the Executive Director, the Executive Committee, and/or the Commission. Meetings shall be held at the request of the Executive Director or at the call of one of the Committee members.

#### **2. Nominating Committee**

- a. A Nominating Committee shall be elected each year at the November Full Commission Meeting. The Nominating Committee shall be responsible for recommending a slate of officers selected from the membership of the Executive

Committee. Election of officers will take place at the February Executive Committee meeting.

- b. The Nominating Committee shall also have the responsibility for recommending a slate of Region 2 Planning Commissioners for the election to the Executive Committee. The Executive Committee shall be elected at the Annual Meeting.
- c. Members of the Nominating Committee shall not be barred from becoming nominees for officer positions or positions on the Executive Committee. Each county shall be represented on the Nominating Committee, with one elected Commissioner. Additional members shall be elected from the Commission at-large.
- d. The Nominating Committee shall recommend a replacement for any vacant office position.

### **Section X – Fiscal Year**

The fiscal year for the Commission shall begin on the 1st day of October and close at midnight on the 30th day of September, commencing as such on October 1, 1979.

### **Section XI – Annual Report**

The Commission shall on or before the 15th day of January of each year, commencing in 1980, submit to the legislative bodies of all participating local governmental units, a written annual report of its activities during the preceding fiscal year.

### **Section XII – Powers**

The Commission shall exercise powers and perform such duties as authorized and provided by the statutes and laws of the State of Michigan, and particularly Act 281 of the Public Acts of 1945 as amended.

### **Section XIII – Amendments**

These rules or procedures or By-laws, or any of them, may be altered, amended, or added to or repealed by a two-thirds (2/3) majority of the Commission present and voting at any regular or special meeting.

### **Section XIV – Parliamentary Practice**

For meetings of the Commission, the rules of the parliamentary practice as set forth in "Robert's Rules of Parliamentary Procedure" as amended shall govern in all cases in which they are not inconsistent with the standing rules and orders of this Commission and not contrary to any existing laws of the State of Michigan.