

MID MISSOURI REGIONAL PLANNING COMMISSION

These bylaws supersede any previous bylaws and amendments thereto, of the Mid-Missouri Regional Planning Commission.

ARTICLE I MISSION

The purpose of the Regional Planning Commission shall be to increase communication, cooperation, and coordination between the member governments in the planning and development of policies and activities for the orderly development of the Mid Missouri Region.

Name and Location of Principal Office

- 1.1 The Commission shall be known as the Mid Missouri Regional Planning Commission and shall be composed of the counties of Boone, Callaway, Cole, Cooper, Howard and Moniteau and the local units of government within.
- 1.2 The Commission shall maintain its principal office in a place within the Mid Missouri Region to be designated hereafter by the Board of Directors.

ARTICLE II Powers and Duties Generally

- 2.1 The Commission shall exercise and discharge its powers and duties as provided by the State and Regional Planning and Community Development Act of 1966 (Chapter 251, RSMo.) (The Act), and accordingly shall:
 - a. Adopt, amend and repeal bylaws, rules and regulations governing the conduct of its business and the performance of its functions;
 - b. Provide for the internal organization and administration of the Commission;
 - c. Appoint and fix the salary of an Executive Director and such other personnel as may be necessary to enable the Commission to carry out its functions; provided, however, that such appointment(s) shall be with the approval of the Personnel Committee and Board of Directors as hereinafter provided;
 - d. Accept, use and dispose of gifts or donations of services or property (real, personal, or mixed, tangible or intangible);
 - e. Enter into and perform such contracts, leases, agreements or other transactions as may be necessary in carrying out its functions;
 - f. Take such other action and incur such other expenses as may be necessary or appropriate to carry out its purposes under the Act and consistent therewith.
- 2.2 The Commission shall prepare and adopt a comprehensive plan for the Region showing its recommendations for development of such items as main traffic arteries and bridges, parkways and public areas, parks and recreational areas, public buildings, airports, waterways, public transit, main and interceptor

- sewers, public utilities whether publicly or privately owned, and areas for industrial, commercial, residential, or agricultural development. Such plans shall be designed to serve as a guide to a coordinated and harmonious regional development that will promote the public welfare and economic prosperity of the Region in an efficient and economic manner.
- 2.3 The Commission may provide, upon request, special planning services to local units of government and may coordinate matters of local interest throughout the Region.

**ARTICLE III
Membership and Elections**

Membership

- 3.1 The membership of the Commission shall be composed of representatives from the municipal and county governments which are now or which may be found in the future within the counties of Boone, Callaway, Cole, Cooper, Howard and Moniteau. Each of the member municipal or county governing bodies shall be entitled to one representative who shall have one vote.

Membership is obtained by resolution or other appropriate action of the relevant governing body and by payment of dues.

No member shall control more than ten (10) percent of the vote.

At no time shall there be less than twenty-five (25) members.

There must be at least one Commission member representing the following constituencies:

Elderly	Labor
Education	Minority Groups
Professions	Finance
Utilities	Business
Disabled	Agriculture
Tourism	Transportation
Community Groups	Local Governments
Women	Health
Unemployed	Underemployed
Industry	Economic Development

Each at large representative shall have one vote.

At least twenty (20) percent of the membership of the Commission shall be persons who are non-government affiliated in accordance with the provisions of EDA regulations.

At the June Executive Board meeting, the Board shall appoint the necessary at large members to bring the Commission membership in line with

EDA/Economic Development District regulations 302.3(c). At large members shall serve for one year.

Elections

- 3.2 The Chairman of the Commission shall appoint a nominating committee. The committee shall: 1.) Solicit nominations from the membership for officers 2.) Verify the availability and willingness of nominees to serve; 3.) Select from among the nominees one person to be presented to the Commission as the Committee's recommendation for each of the positions to be filled; 4.) The Chair of the Nominating Committee will report the Committee's recommendations to the commission at the May meeting. Additional nominations from the floor will be solicited and accepted by the Commission Chairman; 5.) If more than one person is nominated for a position, paper ballots will be distributed for a closed vote and will be tallied during the course of the meeting. The person receiving the highest number of votes for each position will be elected; 6.) Those elected at the May meeting will take office the first of July
- 3.3 The Commission representative from the municipalities shall be the Mayor or their designee. The Commission representative from the counties shall be the Presiding Commissioner or their designee. Mayors and Presiding Commissioners shall retain their positions as Commission members under this section only so long as they hold the required office in their respective governments.
A Designee of the Mayor or Presiding Commissioner shall be announced in writing to the Chairman of the Commission. Withdrawal of the Designee as a representative of the respective local governing body shall be similarly announced. The term of a Designee on the Commission shall expire when their sponsor no longer holds the office, which permitted them to name a Designee.
- 3.4 The Commissioner of the Office of Administration, or their designee, shall be an ex-officio nonvoting member of the Commission.
- 3.5 State Senators and Representatives whose districts include any part of the six-county area served by the Commission shall be ex-officio nonvoting members of the Commission.
- 3.6 Any member county or municipality having paid its dues and appointed representation to the Commission, in accordance with these bylaws, shall be considered to be actively participating in the Commission's activities.
- 3.7 The Chairman of the Commission shall appoint a nominating committee. The committee shall: 1.) Solicit nominations from the membership for officers and at large members as required; 2.) Verify the availability and willingness of nominees to serve; 3.) Select from among the nominees one person to be presented to the Commission as the Committee's recommendation for each of the positions to be filled; 4.) The Chair of the Nominating Committee will report the Committee's recommendations to the commission at the May meeting. Additional nominations from the floor will be solicited and accepted by the Commission Chairman; 5.) If more than one person is nominated for a position, paper ballots will be distributed for a closed vote and will be tallied during the course of the meeting. The person receiving the highest number of votes for each position will be elected; 6.) Those elected at the May meeting will take office the first of July.

ARTICLE IV

Meetings

- 4.1 All regular meetings and special meetings of the Commission shall be conducted in compliance with the Sunshine Laws of the State of Missouri.
- 4.2 Regular meetings of the Commission shall be held at least quarterly, at a time and place set by the Board of Directors. Additional special meetings may be called by the Board of Directors, with five (5) days notice, at a place and time to be designated by the Board of Directors. The Board of Directors shall meet monthly.
- 4.3 The Chairman may also call special meetings of the Commission at such time and place and for such purposes, as the Chairman shall designate. Special meetings of the Commission shall be called upon the written request of one-third (1/3) of the members of the Commission filed with the Secretary, which request shall designate the time and place and the purpose of the meeting. The business of the meeting shall be limited to the stated purposes of that meeting.
- 4.4 Written notice of regular and special meetings of the Commission shall be given to each member at least five (5) days prior to the date of the meeting. The notice shall include a copy of the agenda for the meeting. RSVP may be waived unless a member files with the Secretary a written statement that he is attending specifically for the purpose of protesting the holding of the meeting and the notice given. By unanimous consent of all members of the Commission, the requirement of notice can be waived. An electronic notification shall be accepted. A notice shall be deemed to be duly given when personally delivered or posted by mail, FAX or electronic media to each member of the Commission at their last know address as appears on the records of the Commission.

Public notice of meetings shall be give at least twenty-four hours prior to the commencement of the meeting by posting such notice as is required by Chapter 610 of the Revised Statues of Missouri in a prominent place which is easily accessible to the public in the office of the Commission, unless for good cause such notice is impossible or impractical, in which case as much notice as is reasonably possible shall be given. Copies of the notice shall be made available to any representative of the news media who request notice of a particular meeting.
- 4.5 The Commission shall meet at least quarterly on the fourth Wednesday of the month in Ashland, Mo. Meetings may be held at other locations as agreeable to the membership. Matters of urgency, which must be handled before the next regular meeting will be decided by the Board of Directors and such action, reported to the full membership at the next regularly scheduled meeting.
- 4.6 Each member of the Commission, except where specifically noted as “nonvoting” shall have one vote. A quorum shall consist of a majority of voting members present and voting but not less than five (5) members.
- 4.7 The minutes of each meeting shall be prepared and distributed to the Commission members not later than one week prior to the next regular meeting. A copy of the minutes shall be sent to the Office of Administration.

ARTICLE V
Officers

- 5.1 **BOARD OF DIRECTORS** – The Board of Directors shall consist of at least twenty-one (21) members. There shall be three representatives from each county. One member shall be a member of the county commission or its designee. The other member shall be either a mayor of a town, city or village or their designee. The Presiding County Commission (er) shall appoint the county and community representative from those eligible members from their respective counties. Each appointee shall serve for a two-year term. The past-chairman of the Commission shall also be a member of the Board of Directors for a one-year term following his term of office. The Board shall appoint other members to the Board of Directors, as necessary, to comply with EDA/Economic District requirements. The officers of the Commission shall be chosen from the Board of Directors and shall be a Chairman, Vice Chairman, Secretary, Treasurer, Chairman of the Budget Committee and Chairman of the Personnel Committee.
- 5.2 All officers shall be elected by the Commission and shall serve for a term of one year.
- 5.3 An officer elected by the members of the Commission may be removed at any time without cause by the affirmative vote of the majority of the members of the Commission. Any vacancy occurring in any office shall be filled for the unexpired term thereof by the members in the same manner as provided for elections.
- 5.4 The members of the Commission may appoint such agents and employees as shall be deemed necessary, who shall hold their offices or employment for such times and shall exercise such powers and perform such duties as shall be determined from time to time by the members.
- 5.5 The Chairman shall preside at all meetings of the Commission. He shall execute all instruments for and on behalf of the Commission.
- 5.6 The Vice Chairman shall, in the absence or disability of the Chairman, perform the duties and exercise the powers of the Chairman.
- 5.7 The Secretary shall cause to be recorded all the proceedings of the meetings of the Commission. He shall give notice of all meetings of the Commission for which such notice is required. The Secretary shall have custody of and provide safekeeping of all documents of the Commission.
- 5.8 The Treasurer shall have the custody of the funds of the Commission and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Commission and shall deposit all monies in the name and to the credit of the Commission in such depositories as may be designated by the Commission. He shall disburse the funds of the Commission as ordered by the members, taking proper vouchers for such disbursements, and shall render to the members an account of all transactions and of the financial condition of the Commission as required by the members.
- 5.9 A staff person under the supervision of the Executive Director may perform any duty of the Secretary or Treasurer.
- 5.10 The Commission may, by proper resolution, grant either general or specific authority to the Executive Director to execute instruments for and on behalf of the Commission.
- 5.11 The officers shall perform such other duties as may, from time to time, be prescribed by the members.

- 5.12 All officers and employees who handle funds, or who are custodians of property, shall be bonded in an amount to be determined by the Board of Directors.
- 5.13 The Board of Directors shall designate those persons approved to sign checks on behalf of the Commission.

ARTICLE VI Personnel

- 6.1 The Executive Director shall be the chief administrative officer of the Commission and shall be in charge of and responsible for all professional planning work and of the administration of the functions and offices of the Commission; subject, however, to the policies established by the Commission and to the general supervision of the Commission. He shall, with the advice of the appropriate committee, make appointments of staff personnel, prepare a recommended budget, prepare reports and publications, and direct the work of the staff. The Executive Director may testify before appropriate public bodies or committees thereof on such policies and recommendations as may be adopted and approved by the Commission and may consult and confer with appropriate public officials on behalf of the Commission in connection with the program of the Commission.
- 6.2 The Executive Director, with the Personnel Committee, shall recommend from time to time, to the Board of Directors the size of the staff required and the composition thereof. The Executive Director with the advice of the Personnel Committee shall appoint such personnel as are authorized. The Executive Director shall be solely responsible for the employment, supervision, and conduct of all staff personnel. Promotions and salaries shall be determined by the Board of Directors with the approval of the Commission, which shall receive and consider, but shall not be bound by, the recommendations of the Executive Director and Personnel Committee.
- 6.3 All staff and personnel shall be subject to such personnel policies as may, from time to time, be established by the Board of Directors and approved by the Commission.
- 6.4 A new executive director will be selected in the following manner: 1.) The Chair will appoint a temporary Search Committee of not less than three members; 2.) This committee will seek out and recommend to the Board of Directors at least three candidates; 3.) The Board of Directors will interview the candidates and recommend one of them to the commission; 4.) The Board will announce to the commission the date, time and place that a vote will be taken on the individual selected (this may be at a regular or special called meeting of the commission); 5.) A vote of two-thirds (2/3) of the commission members present and voting will be necessary to approve the individual selected; 6.) Should the candidate fail to obtain the necessary two-thirds (2/3) vote, the Board of Directors may submit another name from the list of three candidates submitted by the search committee or request the Search Committee to recommend additional candidates; 7.) No more than one name may be presented for a vote at any one meeting of the commission.

**ARTICLE VII
Committees**

- 7.1 Budget Committee. There shall be a Budget Committee composed of at least three (3) members, and no more than seven (7) members, of the Commission, appointed by the Chairman of the Board of Directors. The Budget Committee shall have such duties, powers and functions as provided in these bylaws, or by resolution of the Commission, or the Board of Directors. No more than one (1) member of this committee shall reside in any one county of the planning Region.
- 7.2 Personnel Committee. There shall be a Personnel Committee composed of at least three (3) members, and no more than seven (7) members, of the Commission, appointed by the Chairman of the Board of Directors. No more than one (1) member of the Personnel Committee shall reside in any one county of the planning Region. The Personnel Committee shall assist the Executive Director in determining staff levels required in order to adequately provide services to the Commission's membership. The Personnel Committee shall assist in reviewing personnel matters and in developing and updating an official Personnel Policy Manual for the Commission. The Personnel Committee shall have such other duties, powers, and functions as provided by these bylaws or by resolution of the Commission or the Board of Directors.
- 7.3 There shall be such other committees, as the Chairman of the Commission, with the approval of the members, shall, from time to time, designate. The members of any said committees shall be appointed by the Chairman and shall have such authority and perform such duties as the member shall designate by resolution.

**ARTICLE VIII
Fiscal Year**

- 8.1 The fiscal year of the Commission shall be from July 1 to June 30.

**ARTICLE IX
Budget**

- 9.1 Annually, and at least thirty (30) days prior to the end of the Commission's fiscal year, the Executive Director shall prepare a work program setting forth the proposed activities and work of the Commission for the ensuing fiscal year and the budget and staff requirements for such programs which shall be used as the operating guide of the Commission for the particular period. The work program shall be submitted to the Board of Directors for appropriate action and, if approved, to the Commission for approval.
- 9.2 A budget to underwrite the aforesaid work program shall be prepared by the Executive Director and submitted to the Budget Committee for its review, and after review and adjustments are made at the direction of the Budget Committee, the budget and work program shall be submitted to the Commission membership for approval prior to July 1 of each year. The budget shall show the proportionate share for each local government unit participating in the Commission. The budget, as approved by the Budget Committee, shall be submitted to the Commission for adoption, or amendment and adoption, in sufficient time to present to the units of local government within the planning region for action prior to the end of the Commission's fiscal year. The budget, as adopted by the Commission, shall be presented to political subdivisions, parties

to the agreement and resolution, for appropriate action by each, pursuant to the provisions of the State and Regional Planning and Community Development Act of 1966, as amended.

- 9.3 The Budget Committee shall consult with and assist the Executive Director in the preparation of the budget which shall be presented to the Commission and to the parties to the agreement and resolution; it shall review proposals for budget changes, and amendments that may be made throughout the year, and make appropriate recommendations to the Commission membership, which shall have the authority to approve such changes or amendments.
- 9.4 The Executive Director shall have authority to expend funds as outlined within the annual budget. The Board of Directors shall first approve any purchase exceeding \$2,000.00. The commission must approve any changes exceeding 10% of the budget amount allocated.

ARTICLE X Annual Report

- 10.1 By September 1 of each year, the Executive Director shall prepare an annual report, setting forth the activities and work of the Commission for the previous fiscal year. The annual report shall be submitted to the Executive Committee for appropriate action and, if approved, to the Commission for adoption.
- 10.2 Upon adoption, the annual report shall be submitted to the local governments within the Region, to the members of the Missouri General Assembly representing any district, which is within or partly within the Region, and to the Missouri Office of Administration. The annual report shall also be made available to the general public.
- 10.3 The fiscal records of the Commission shall be audited annually by a certified public accountant that maintains an office in the six-county area of the Commission.

ARTICLE XI General

- 11.1 None of the members of the Commission shall be personally liable under, upon, or in connection with any other obligations or liabilities of the Commission.
- 11.2 In any case where a provision of these bylaws, or an amendment thereto, may be in conflict with the agreement and resolution establishing the Commission, and any amendments thereto, said agreement and resolution, and any amendments thereto, shall prevail.

ARTICLE XII Amendments

- 12.1 The bylaws of the Commission may be amended by the majority vote of the members present at any regular meeting of the Commission, or at any special meeting thereof, at which a quorum is present; provided that notice of such regular or special meeting shall include a reference to the proposed amendment. The Board of Directors shall have no power or authority to amend or repeal the bylaws.

ARTICLE XIII

Dues

- 13.1 Annual Membership Dues: Each member of the Council shall be assessed dues at the rate of .30 (thirty cents) per capita annually as hereinafter provided for the financial support of the Council. Dues structure may be amended by 2/3 majority of Council as needed for budgetary purposes on a fiscal year basis.
- 13.2 Computation of Dues: The computation of dues of members shall be based upon **the latest** available census of population information, including annual estimates, prepared by the Missouri State Demographer in conjunction with the U.S. Census Bureau, unless otherwise designated by the Commission. Delinquent dues will be required to be paid before membership privileges are fully restored.
- 13.3 Dues will be paid on or before July 1st of each year and are considered delinquent if not paid within sixty (60) days of the date or with prior approval of the Board of Directors.

ARTICLE XIV

Parliamentary Authority

- 14.1 Meetings of the Commission shall be conducted according to procedures contained in Robert's Rules of Order, Revised, unless such procedures are in conflict with the Commission's bylaws, in which case the Commission's bylaws shall prevail.

ARTICLE XV

Civil Rights

- 15.1 This organization shall be an Equal Opportunity Employer and shall conform to the provisions of the Civil Rights Act of 1964 and related legislation.