

SOUTHWEST MICHIGAN PROSPERITY COMMITTEE BY-LAWS

ADOPTED 04-02-2015

ARTICLE I DEFINITIONS

SECTION 1: Definitions

- A. FISCAL YEAR - October 1 through September 30.
- B. METROPOLITAN PLANNING ORGANIZATION (MPO) – As defined in 23 Code of Federal Regulations 450.104; including the Battle Creek Area Transportation Study, the Kalamazoo Area Transportation Study, the Niles-Buchanan-Cass Area Transportation Study, and the Twin Cities Area Transportation Study.
- C. QUORUM – Greater than 50% of the Committee membership.
- D. REGIONAL PLANNING COMMISSION – as defined by Act 281 of 1945; including the Southcentral Michigan Planning Council and Southwest Michigan Planning Commission
- E. REGION 8 - Geographic area defined by the counties of Berrien, Branch, Calhoun, Cass, Kalamazoo, St Joseph, and Van Buren.
- F. SIMPLE MAJORITY – Greater than 50% of the committee members present at a meeting.
- G. SOUTHWEST MICHIGAN PROSPERITY COMMITTEE (COMMITTEE) – The governing and policy body of the Regional Prosperity Initiative in Region 8
- H. STAFF – The staff of the Southcentral Michigan Planning Council and the Southwest Michigan Planning Commission
- I. REPRESENTATIVE - A person appointed to the Region 8 Prosperity Committee.

ARTICLE II MEMBERS

SECTION 1: Membership Composition

- A. The Committee shall be composed of members representing the following sectors:
 - a. Adult Education
 - b. Economic Development
 - c. Higher Education
 - d. MPO
 - e. Regional Planning
 - f. Transportation
 - g. Workforce Development
 - h. Representatives from additional sector may be appointed by the Committee (see Section 2 (c))
- B. Committee Membership:
 - a. Each of the following sectors will have three representatives:
 - i. Adult Education
 - ii. Economic Development

- iii. Higher Education
 - iv. Transportation
 - v. Workforce Development
 - b. Each of the following sectors will have two representatives:
 - i. Regional Planning
 - ii. MPO
- C. Non-Voting Members
 - a. The meeting participants who represent one of the sectors referenced above but were not selected to act as a member of the Committee shall be non-voting members
- D. Alternates
 - a. A Committee member may send another member of their organization's staff as an alternate
 - b. If a Committee member is absent and did not send an alternate from their organization, a non-voting member from the sector of the absent voting member may vote

SECTION 2: Appointment of Representatives

- A. The Committee is solely responsible for appointing representative. The Committee may receive recommendations from Staff on specific sector or individuals.
- B. Sectors Required to be Represented:
 - a. Adult Education
 - b. Economic Development
 - c. Higher Education
 - d. Transportation
 - e. Workforce Development
- C. Sector not required but approved by the Committee
 - a. Private Business
 - b. K-12 Education
 - c. Local Government
 - d. Regional Planning Agencies
 - e. Metropolitan Planning Organizations
 - f. Rail Transit
 - g. Air Transit
 - h. Logistics
 - i. Emergency Management
 - j. Health Care
 - k. Foundations
- D. Each Regional Planning Agency and each MPO not incorporated into a regional planning agency may appoint one representative (a total of four)
- E. The Committee may add sectors from outside the aforementioned sectors
 - a. The Committee must approve additional sectors with a simple majority vote
 - b. The Committee may determine the number of representatives from each additional sector through a simple majority vote.

SECTION 3: Term of Office

- A. Committee members are appointed by a majority of the Committee for one year terms. Committee membership for the following year is established at the last meeting of the fiscal year.

ARTICLE III COMPENSATION

SECTION 1: The Committee shall not pay compensation to members of the Committee except for actual expenses authorized by the Committee incurred in their role as representatives of the Committee.

ARTICLE IV PURPOSE AND FUNCTION

SECTION 1: The Committee is a voluntary organization organized to achieve the RPI Region 8 vision: Southwest Michigan is recognized as a region where successful, thriving, and innovative people, businesses, and communities prosper through sustainable practices and collaborative development.

SECTION 2: The Committee exists to achieve the goals and objectives in its prosperity plan.

SECTION 3: The Committee may have such additional purposes as may be provided by law.

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

ARTICLE V OFFICERS

SECTION 1: The officers of this Committee shall be:

- A. A Chairperson who shall execute any agreements and issue correspondence on behalf of the Committee. The Chairperson or officer acting in his/her stead shall have exclusive signatory power.
- 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.
- B. A Secretary whose duties shall be to function in the same capacity as Chairperson in the case of the Chairperson's and Vice Chairperson's absence or inability to act, and to recommend to the Committee a correct copy of minutes of any meeting at which RPI Region 8 Prosperity Committee business shall have been transacted, and such other duties as are usual to the office.

SECTION 2: The officers of the Committee shall be elected each year for a one-year term by the Committee from the voting members, at the first meeting of the fiscal year, or at such times as vacancies may occur.

ARTICLE VI PERSONNEL

SECTION 1: The Committee may utilize Staff 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.

ARTICLE VII MEETINGS

SECTION 1: The regular meetings of the Committee shall be held as prescribed by the Committee and adopted at the first meeting of the fiscal year. Special meetings may be held as required, subject to judgment of the Chairperson, or in the absence of the Chairperson by the Vice Chairperson, or by Staff.

Staff shall attend all meetings and keep a written record of all business conducted at meetings

SECTION 2: Staff shall notify the Committee members of the date and location of each meeting no less than seven (7) days prior to the date set for the meeting.

SECTION 3: A simple majority of the members shall constitute a quorum. No business shall be considered without the presence of a quorum, except to adjourn or recess. Any formal action must be made by a simple majority of the Committee members present with a quorum unless otherwise designated in these bylaws.

SECTION 4: At least one regular meeting shall be scheduled every month.

SECTION 5: 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 6: All regular meetings are open to the public and meeting notices are available through the RPI Region 8 website or that of the Southcentral Michigan Planning Council or the Southwest Michigan Planning Commission. 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 Committee may designate or invite any member of its Staff to be present if it so desires.

SECTION 7: The Annual Meeting shall be the first meeting of the fiscal year.

SECTION 8: The Committee may, by majority vote at a public meeting, designate a different day for any regularly occurring meeting as specified above.

SECTION 9: Committee members present at a regular meeting or a duly called special meeting may adjourn such meeting in the event a quorum is not present. Future meeting notification shall be as specified in these Bylaws.

SECTION 10: All regular and special meetings of the Committee shall be conducted in accordance with procedures as set forth in the Merriam-Webster *New Roberts Rules of Order*, subject to the discretion of the chair or facilitator.

ARTICLE VIII FINANCIAL CONSIDERATIONS

SECTION 1: To achieve the goals and objectives of the Committee and to meet concomitant financial needs, state grant programs may be utilized to the fullest extent possible.

ARTICLE IX ADOPTION OF PLANS

SECTION 1: For the adoption of Plans, or any substantial amendment thereof, an affirmative vote of a majority of the full membership of the Committee shall be required.

ARTICLE X AMENDMENTS

SECTION 1: The Bylaws may be amended by a majority vote of the full membership of the Committee at any regular meeting. Any proposed amendment to the Bylaws shall be submitted to the membership at least seven (7) days prior to such meeting.