

SOUTHWEST MICHIGAN PROSPERITY INITIATIVE (SWMPI) BYLAWS OF ITS COMMITTEE ADOPTED 10-4-2018

ARTICLE I DEFINITIONS

SECTION 1: Definitions

- A. FISCAL YEAR - January 1 through December 31.

- 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 – at least seven Committee Members physically present, joining by telephone, or by virtual meeting applications.

- D. REGIONAL PLANNING ORGANIZATION – 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. SOUTHWEST MICHIGAN PROSPERITY INITIATIVE COMMITTEE (COMMITTEE) – The governing and policy body of the Regional Prosperity Initiative in Region 8.

- G. STAFF – The staff of the Southcentral Michigan Planning Council and the Southwest Michigan Planning Commission.

- H. MEMBER - A person appointed to the Committee.

ARTICLE II MEMBERS

SECTION 1: Membership Composition

- A. Committee Membership:
 - a. Each of the following sectors will have a minimum of one Member:
 - i. Adult Education
 - ii. Economic Development
 - iii. Higher Education
 - iv. Transportation
 - v. Workforce Development
 - vi. Regional Planning Organizations
 - vii. MPO
 - viii. K-12 Education
 - b. The Committee may appoint Members from other sectors

- B. Alternates
 - a. A Committee Member may send an alternate who represents his or her interest.
 - b. A Member shall notify Staff if an alternate will serve in the Member's place prior to a meeting.

SECTION 2: Appointment of Members

- A. The Committee is responsible for appointing Members except those appointed by MPOs and RPOs. The Committee may receive recommendations from Staff on specific sector or individuals.

- B. Each Regional Planning Organization and each MPO not incorporated into a regional planning agency may appoint one Member.

SECTION 3: Term of Office

Committee Members are expected to serve a minimum of one year. Members may serve no more than four full fiscal years beyond fiscal years 2018 without approval of the Committee.

SECTION 4: Termination of Membership

The Committee maintains the right to remove any Member for any reason. Any member who shall be absent without having been excused by the Chairperson or Staff at three consecutive meetings of the Committee or subcommittee to which he or she may have been assigned, or combination of both, shall be deemed to have resigned.

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 his or her role as a Member.

ARTICLE IV PURPOSE AND FUNCTION

SECTION 1: The Committee is a voluntary organization organized to achieve the SWMPI 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.
- C. 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 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 its 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 engage consultants for part-time or full-time service as may be necessary for the execution of its functions.

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 at the discretion of the Chairperson, or in the absence of the Chairperson, the Vice Chairperson.

SECTION 2: Staff shall attend all meetings, keep a written record of all business transacted at meetings, and record Members present, those excused, and those absent without excuse.

SECTION 3: Staff shall notify the Committee Members of the date and location of special meeting no less than seven (7) days prior to the date set for the meeting.

SECTION 4: No business shall be considered without the presence of a quorum, except to adjourn or recess. Any business may be transacted by a majority of Quorum, unless otherwise designated in these bylaws.

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 meetings are open to the public and meeting notices are available through the SWMPI webpage. 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: All meetings of the Committee shall be conducted in accordance with procedures as set forth in the Merriam-Webster *New Robert's Rules of Order as amended*, subject to the discretion of the Chairperson.

ARTICLE VIII SUBCOMMITTEES

SECTION 1: The Committee or Chairperson may create subcommittees when deemed necessary. The Committee or Chairperson will appoint Members to any subcommittee. Each subcommittee shall choose a chairperson.

SECTION 2: The Committee shall maintain an Executive Subcommittee comprised of the Officers of the Committee. The Executive Subcommittee shall have no power to amend the Bylaws, to adopt Plans, to make rules governing nominations and elections, to fill vacancies in its own membership, to elect Officers of the Committee, or approve budgets but unless otherwise ordered by the Committee, may exercise all other powers of the Committee between meetings of the Committee for matters deemed exigent by Staff.

SECTION 3: Each subcommittee chairperson shall report to Staff the attendance indicating those present, those excused and those absent without excuse at subcommittee meetings, and a summary of outcomes or discussions that transpired.

ARTICLE VIII FINANCIAL CONSIDERATIONS

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

ARTICLE IX ADOPTION OF PLANS

SECTION 1: For the adoption of its regional prosperity plan, 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 meeting. Any proposed amendment to the Bylaws shall be submitted to the membership at least seven (7) days prior to such meeting.