

BYLAWS

SOUTHEAST IOWA REGIONAL PLANNING COMMISSION

NAME

THE NAME OF THE COMMISSION SHALL BE THE "SOUTHEAST IOWA REGIONAL PLANNING COMMISSION."

PURPOSE

"Whereas, the four counties of Des Moines, Henry, Lee, and Louisa, Iowa have by Articles of Agreement formed a regional planning commission to be known as the Southeast Iowa Regional Planning Commission for the purpose of meeting at regular intervals to discuss and study area-wide challenges of mutual interest and concern, and to develop policy and action, recommendations for ratification and implementation by local governments and organizations represented, as members, of the Commission.

We believe that the communities, which include cities, towns and counties of the four county Southeast Iowa Region, have many common problems and potentials which transcend their individual boundaries and jurisdictions. We realize that our individual and common destinies rest with the interdependent actions of all the local communities which comprise our region.

Our goal is to encourage and strengthen local home rule while combining our total resources for regional challenge beyond our individual capabilities. We believe that the expansion of the concept of cooperation among our local communities is an effective means to secure this goal. We believe that cooperation must be fostered in two ways: by strengthening the abilities of local communities to meet their individual needs; and, by forming this Regional Planning Commission to meet the broader common needs of the Southeast Iowa Region."

ARTICLE I – THE COMMISSION

SECTION 1 – OFFICE OF THE COMMISSION

The office of the Commission shall be the mailing address of the duly elected Secretary of the Commission address as designated by the Secretary.

ARTICLE II – MEMBERSHIP

SECTION 1 – MEMBERSHIP BOUNDS

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The Commission shall be formed by members from within the four county area as designated by the Articles of Agreement and include the counties of Des Moines, Henry, Lee and Louisa.

SECTION 2 – FULL BOARD MEMBERSHIP QUALIFICATIONS

The voting representation shall be as set forth as follows. Membership is based on the financial participation by those cities and counties who voluntarily contribute per capita dues to SEIRPC. Voting representation is established as one county member, one member each from the two largest cities per county, and one private sector representative chosen by the three members per county individually. The following table demonstrates a potential board structure.

Entity	Votes
Des Moines County	
Board of Supervisors	1
City of Burlington	1
City of West Burlington	1
Private Sector Representative	1
Henry County	
Board of Supervisors	1
City of Mt Pleasant	1
City of New London	1
Private Sector Representation	1
Lee County	
Board of Supervisors	1
City of Fort Madison	1
City of Keokuk	1
Private Sector Representation	1
Louisa County	
Board of Supervisors	1
City of Columbus	1
City of Wapello	1
Private Sector Representative	1
Southeastern Community College	1
Iowa Wesleyan College	1
Iowa Workforce Development	1

For those entities which are not supporting financially the SEIRPC with annual per capita dues, their position on the Board of Directors would then shift to the next largest populated entity in their respective

county. The most recent Census Population Statistics will be used in determining that entity. For those members who include SCC, IWC, and IWD no financial contribution is required for a seat on the Full Board and Executive Board.

SECTION 3 – EXECUTIVE BOARD

The SEIRPC shall form an Executive Board to conduct the business affairs of the Commission.

Membership shall consist of five members; to be elected from the members of the Commission with each county jurisdiction apportioned one seat. In addition the representatives from SCC, IWC and IWD shall select one member from their collective entities to represent them. In addition the Chairperson of any formed committee must be an Executive Board Member. The officers of the SEIRPC shall also be the officers of the Executive Board

Duties of the Executive Board shall be to supervise the fiscal affairs of the SEIRPC, regulate its internal economy, and approve individual expenditures in excess of \$5,000 according to prescribed rules. The Executive Board shall prepare an annual work program and budget to recommend to the SEIRPC Full Board with an annual assessment. The Executive Board shall appoint and remove the Executive Director of the SEIRPC and approve operations policies.

ARTICLE III - MEMBERSHIP RIGHTS

SECTION 1 – VOTING RIGHTS

Each Full Board Member shall have the right to cast one vote on matters before the Commission during Full Board meetings and Executive Board Members shall have the right to cast one vote at all board meetings.

SECTION 2 – CORRESPONDENCE

Each member will receive one copy of all official correspondence sent to the Board of Directors, including notice of meetings and minutes of meetings. Correspondence will be sent to the email address of the member's official representative and/or any other one address which may be designated by the member. Items will also be available on the Commission website and additional copies will be at the established meeting sites.

SECTION 3 – ANNUAL REPORT

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The Commission shall make an annual report of its activities to the member governments no later than October 31st following the completion of the previous fiscal year. The report shall also include the previous year's audit on the financial condition of Commission.

ARTICLES IV – OFFICERS OF THE COMMISSION

SECTION 1 – OFFICERS

The officers of the Commission shall be: Chairperson, Vice Chairperson, Secretary, and Treasurer, and they shall constitute the majority of the executive committee of the Commission.

SECTION 2 – CHAIRPERSON

The Chairperson shall preside at all meetings of the Commission and shall sign all official instruments made by the Commission. At each meeting, the chairperson shall submit recommendations and information, as they may deem proper, concerning the affairs and operations of the Commission.

SECTION 3 – VICE CHAIRPERSON

The Vice Chairperson, in the absence of the Chairperson, shall assume all responsibilities of the Chairperson. They shall also assume any duties which the Chairperson shall deem proper to delegate.

SECTION 4 – SECRETARY

The Secretary shall be the recording officer of the Commission and custodian of all records of the Commission, except those records which are specifically the responsibility of the Treasurer. In addition to keeping the minutes of all meetings, the Secretary or their designee shall perform the following duties:

- a. Keep a register or roll of all members and call the roll when require;
- b. Notify officers, committees and delegates of their appointment and to furnish all papers or correspondence referred to them;
- c. Keep an up-to-date book in which the bylaws and amendments are contained;

- d. Send out notices to all members' representatives of all called meetings and other meetings when necessary;
- e. Conduct the official correspondence of the Commission;
- f. Prepare, prior to any meeting, an agenda or order of business for use by the Chairperson;
- g. Maintain an accurate record of all standing or special committees;
- h. Cause to be emailed or delivered written notice of each regular or special meeting to each member of the SEIRPC Board of Directors and Member Governments no later than 12:00 noon, the second Friday of each month. Notice shall be deemed to be delivered when sent via email to the members their email address as it appears on the records of SEIRPC. Additional copies of the agenda and meeting information will be available at the meeting place the day of the meeting. Notice for special meetings shall state the purpose for which such meeting is called.

SECTION 5 – TREASURER

The Treasurer shall hold the funds of the Commission as deposited with him. They shall disperse all funds as ordered by the Commission and signed by the Chairperson and the Treasurer and shall keep a record of all financial transactions of the Commission, including a record of funds received. They shall report, at the annual meeting of the Commission, or at such other meetings of the Commission when so directed by the Chairperson, upon the financial condition of the Commission.

SECTION 6 - VACANCIES

Vacancies in any office of the Commission shall be filled for the remainder of the term, through appointment by the Commission.

SECTION 7 – COMMITTEES

The following Committees may be active at the discretion of the Commission and shall be chaired by one member of the Executive Board.

Administrative Committee – this committee is tasked with review of policies that establish structure and the overall operation of the Southeast Iowa Regional Planning Commission. Review may include Bylaw Revisions, Articles of Incorporation, Personnel Policy Review, and establishment of similar organizations that may be incorporated to benefit the SEIRPC members. This committee is to be chaired by the Chairperson of the SEIRPC

Comprehensive Economic Development Strategy - this committee is tasked with the development and annual review of the CEDS as formulated for the SEIRPC region and the Economic Development Administration guidelines. This committee is to be chaired by the Private Sector Representative on the Executive Board (SCC, IWC, or IWD).

Facilities Committee – this committee is tasked with the annual review of the facilities that the SEIRPC is operated from and to evaluate if any improvements need to be made or other locations evaluated. This committee is to be chaired by the Vice - Chairperson of the SEIRPC.

Finance Committee – this committee is tasked with preparing an annual budget in conjunction with the Executive Director and review of all financial policies and the economic health of the SEIRPC. This committee is to be chaired by the Treasurer of SEIRPC

Legislative Committee – this committee is tasked with reviewing pending state and federal legislation that may or may not have a benefit on the SEIRPC members. This committee is to be chaired by the Secretary of SEIRPC.

Loan Review Committee - this committee is tasked with reviewing and recommending loan applications to the Executive Board to the Executive Board as they pertain to the Revolving Loan Programs operated by the Commission. At least one member of the Full Board of Directors must be included on this committee.

All committee recommendations will be reviewed and recommended to the Executive Board for final review and approval.

SECTION 8 – MEETING CONDUCT

SEIRPC meetings shall be conducted in accordance with Roberts' Revised Rules of Order, and shall be open to the public.

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ARTICLE V – MEETINGS

SECTION 1 – MEETING SCHEDULE

SEIRPC Board Meetings will be held the third Tuesday quarterly and will include the months of January, April, July, and October and will begin at 12:30 p.m. at the SEIRPC offices. If the agenda does not warrant a meeting based on insufficient agenda items, the Executive Board may vote to postpone the meeting until the next scheduled time.

The Executive Board shall hold regular meetings monthly or as otherwise determined and will begin at 12:30 p.m. at the SEIRPC offices. Regular and special meetings of the Executive Board may be called at any time by the Chairperson of the Board of the Commission or by any two of its members by mail, telegraph, telephone, with 24 hours notice.

SECTION 2 – QUORUM

A quorum for the Executive Board shall consist of (4) of the total membership of the Executive Board (5). A simple majority of the members present at any regular or special meeting is required to adopt any resolution or approve any official action of the Commission, except where otherwise specified in these bylaws.

A quorum for the Full Board shall consist of a simple majority (10) of the Full Board Membership of the Commission (19). A simple majority of the members present at any regular or special meeting is required to adopt any resolution or approve any official action of the Commission, except where otherwise specified in these bylaws.

ARTICLE VI - STAFF

SECTION 1 - EXECUTIVE DIRECTOR

The Commission shall employ an Executive Director who shall be the Chief Executive Officer of the Commission.

1. Appointment and Removal – The Executive Board shall act as a personnel selection committee and recommend a candidate or alternate candidate to the Commission. At no time shall the Executive Director serve as a representative on the Council.

2. Duties – The Executive Director shall be responsible for advising the Commission in its deliberations; interpreting and communicating policies established by the Executive Board, appointing and removing staff, preparing and presenting work programs, budgets, and contracts to the Executive Committee to entities outside the Commission’s jurisdiction. Contracts with the membership of the Commission shall be executed by the Executive Director following the fee structure adopted by the Commission.

ARTICLE VII – SERVICES

SECTION 1 - POWERS AND DUTIES OF THE COMMISSION

1. The Commission shall have the power and duty to make comprehensive studies and plans for the development of the area it serves which will guide the unified development of the area and which will eliminate planning duplication and promote economy and efficiency in the coordinated development of the area.
2. The plans for the development of the area may include, but shall not be limited to, recommendations with respect to existing and proposed highways, bridges, airports, streets, parks and recreational areas, school and public institutions and public utilities, public open spaces, and sites for public buildings and structures; districts for residence, business, industry, recreation, agriculture, and forestry; water supply, sanitation, drainage, protection against floods and other disasters; areas for housing developments, slum clearance and urban renewal and redevelopment, location for private and public utilities, including but not limiting to sewerage and water supply systems; and such other recommendations concerning current and impending problems as may affect the area.
3. The plans may be changed, supplemented or abolished from time to time at the discretion of the Commission, but no plan shall be adopted, changed, supplemented or abolished without a public hearing thereon.
4. The Commission may also assist the governing bodies and other public authorities or agencies within the area it serve in carrying out any regional plan or plans, and assist any planning commission, board or agency of the cities and counties and political subdivisions in the preparation of effectuation of local plans, and plans consistent with program of the commission.
5. The Commission may employ such employees and staff as it may deem necessary for its work within the amounts duly appropriated,

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or otherwise received. The Commission, in performance of its duties, may cooperate with, contract with, and accept and expend funds from Federal, State or Local agencies, public or semi-public agencies, or private individuals or corporations, and may carry out such cooperative undertakings and contracts.

6. The Commission shall provide for a system of accounting for funds, for a depository, and for reasonable surety on persons responsible for such funds.
7. The Commission shall have all other powers and duties now or hereafter provided by law for Regional Planning Commissions.

ARTICLE VIII – FINANCIAL PROVISIONS

SECTION 1 – PER CAPITA FEES

1. The cost of maintaining the Commission so it can carry out the continuing duties and functions assigned shall be borne of the basis of the ratio of the population of the cities towns and counties to the total cost involved. In the case of county participation, the per capita ratio shall apply to residents living outside incorporated cities or towns unless otherwise agreed upon by such unit and the Commission.
2. The Commission shall determine the cost involved in maintaining the regular functions of the Commission for the next year and shall notify in writing by January 1 to each participating member the apportioned per capita cost share, for the purpose of budget planning. Appropriations may be supplemented or modified during the year as agreed upon by participating members.
3. Each cooperating member shall annually budget and appropriate funds for payment of its share of such expenses and shall pay such share in January of each year unless otherwise agreed upon by such unit and the Commission. The governing bodies of the area served by the Commission shall cooperate with the Commission and may aid the Commission by furnishing staff, service and property. Contributions shall be deposited with the Treasurer of the Commission at the designated depository.
4. The Commission shall notify in writing the individual participating member and additional required appropriations to cover requested and agreed upon special studies. Said appropriations will be the direct cost of providing special services to the individual members.

5. In the event the Commission membership is reduced below the required status as set forth in Chapter 10, Section 1 of the Iowa Code or as mutually agreed upon and in accordance with official procedures, the Commission shall cease to legally exist, in which case all unexpended funds shall be returned to participating members who held membership during the last calendar year on the basis of per capita ratio as set forth in provision VI, (1).

SECTION 2 - MEMBER SERVICES

1. Each member shall receive free grant writing services by Commission staff for funding opportunities. Commission staff will also conduct services and programs developed regionally that provide a collective benefit to the region. Examples of these programs include Revolving Loan Programs, Transportation Planning, and Economic Development project financing.
2. Service fees will be charged for those projects that are specifically targeted for each member beyond grant writing services. Fees shall be established by the Finance Committee and forwarded to the Executive Board for final approval prior to July 1st of the upcoming fiscal year. Non-member governments shall be a low priority and charged double hourly rates established. For those non-members seeking Revolving Loan Funds for their projects the interest rate will be two points higher than the traditional rate for member projects.
3. Community groups must receive permission of a member to contract with the Commission prior to receiving services.
4. Other charges may include the development of new programs and services rendered to members in administering local programs such as grant administration, implementation of special studies, development of niche programs and other member specific requests. If a federal or state agency is involved, rules and regulations will be strictly adhered to and fees will be charged upon initiation of the project.
5. All fees for services projects will be governed by contractually agreement between the member and the Commission to be executed by the Executive Director. For those projects that may include geographic areas outside the region the Executive Board must approve the contract before initiating the program or project.

ARTICLE VIII - AMENDMENTS

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SECTION 1 – AMENDMENTS TO BYLAWS

The Commission may, from time to time, alter or amend these bylaws by an affirmative vote of three-fourths (3/4) of the members at any regular or special meeting at which a quorum is present and only after each member has been notified of the proposed amendment or alteration at least five (5) days prior to the date of the meeting at which a vote is to be taken on the proposed amendment or alteration.

Amendments

October 21, 1986

December 8, 1987

June 18, 1991

May 16, 2006

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