

KALAMAZOO COUNTY GOVERNMENT
BOARD OF COMMISSIONERS

BYLAWS AND RULES OF PROCEDURE



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TABLE OF CONTENTS
for
BYLAWS AND RULES OF PROCEDURE

ARTICLE I: BOARD ORGANIZATION Page

1.1	Board Membership	3
1.2	Term of Commissioners.....	3
1.3	Vacancies in Office	3
1.4	Reapportionment	3
1.5	Compensation	3
1.6	Neglect of Duties.....	3
1.7	Other Offices	3
1.8	Officers, Agents and Employees	4
1.9	Term of Office of Chairperson	4
1.10	Powers and Duties	4
1.11	Indemnification.....	4

ARTICLE II: OFFICERS AND EMPLOYEES

2.1	Chairperson	4-5
2.2	Vice Chairperson	5
2.3	Board Leadership Succession	5
2.4	Clerk.....	5
2.5	Labor Counsel	5
2.6	Appointments of Commissioners and/or County Employees to Boards, Councils, Commissions, etc.	6

ARTICLE III: MEETINGS

3.1	Regular Meetings	6-7
3.2	Special Meetings	7
3.3	Organizational Meeting of the Board.....	7-8
3.4	Order of Business for Regular Meetings.....	8
3.5	Quorum.....	8
3.6	Public Meetings	8
3.7	Preparation of Minutes and Publication of Notice	8-9
3.8	Board Orders, Records	9

ARTICLE IV: RULES OF GENERAL CONDUCT AND PROCEDURE

CONDUCT

4.1	General Conduct.....	9-10
4.2	Conflict of Interest.....	10
4.3	False Statements.....	10
4.4	Gifts, Entertainment, and Favors.....	10

ARTICLE IV: RULES OF GENERAL CONDUCT AND PROCEDURE (cont'd)

GENERAL PROCEDURE

4.5	Agenda	10
4.6	Voting	10-11
4.7	Consent Agenda.....	11
4.8	Citizen Participation.....	11
4.9	General Conduct.....	11
4.10	Codification	12
4.11	Rules of Order	12

ARTICLE V: COMMITTEES OF THE BOARD

5.1	Special (Ad Hoc) Committees	12
5.2	Committee of the Whole	12
5.3	Time and Place of Regular Committee of the Whole Meetings.....	12
5.4	Committee of the Whole Rules.....	12
5.5	Committee of the Whole Agenda.....	12-13
5.6	Board Liaison	13

ARTICLE VI: AMENDMENT

6.1	Review of Bylaws.....	13
6.2	Procedure to Modify Bylaws	13

KALAMAZOO COUNTY BOARD OF COMMISSIONERS

BYLAWS AND RULES OF PROCEDURE

ARTICLE I - BOARD ORGANIZATION

1.1 Board Membership. The Board of Commissioners shall consist of members elected from single-member districts apportioned on the basis of population as provided by law. (MCLA 46.409)

1.2 Term of Commissioners. The term of each Commissioner shall be for two (2) years and shall be concurrent with that of State Representatives. (MCLA 46.410)

1.3 Vacancies in Office. When a vacancy occurs in the Office of Commissioner by death, resignation, removal from the district, or removal from office, the vacancy shall be filled by appointment within 30 days by the County Board of Commissioners of a resident and registered voter of that district. The person appointed to fill a vacancy shall serve for the remainder of the unexpired term. If the County Board of Commissioners does not fill the vacancy by appointment within 30 days, that vacancy shall be filled by a special election. (MCLA 46.412)

1.4 Reapportionment. The Board shall be reapportioned, in the manner provided by law, within sixty (60) days after the publication of the latest United States official decennial census figures. (MCLA 46.401)

1.5 Compensation. Commissioners shall receive the compensation and mileage reimbursement fixed by resolution of the Board. Changes in compensation shall become effective only at the time the County Board of Commissioners commence their terms of office after a general election. The per mile mileage reimbursement fixed by the Board shall not exceed the mileage reimbursement set for State officers as determined by the State Officers Compensation Commission. As used in this section, "compensation" shall not include mileage reimbursement. (MCLA 46.415)

1.6 Neglect of Duties. Section 1.6 was repealed by the Board of Commissioners on February 1, 2011.

1.7 Other Offices. No commissioner, while he/she is a member of such Board, shall be eligible to election or appointment to any other County office or position, the election or appointment of which is within the jurisdiction of such Board of Commissioners. (MCLA 46.3)

Bylaws and Rules of Procedure

1.8 Officers, Agents, and Employees. Except as provided in Section 1.9, the Board shall elect at its first meeting in each year a Chairperson and a Vice Chairperson and may appoint such other representatives, agents, and employees as may be deemed necessary by it to carry out any of its powers. (MCLA 46.3, 46.13a)

1.9 Term of Office of Chairperson. The Chairperson shall be elected each odd-numbered year for a two-year term, unless the County Board provides by resolution that the Chairperson shall be elected annually for a one-year term. (MCLA 46.3). Prior to the election of the Chairperson in an odd-numbered year, the Board shall consider the adoption of a resolution to elect the Chairperson for a one year term.

1.10 Powers and Duties. The Board shall have such powers and duties as shall from time to time be provided by law.

1.11 Indemnification. The County shall indemnify and save harmless all Commissioners against expenses actually and necessarily incurred by them in connection with the defense of any action, lawsuit, or proceeding in which they are made parties by reason of being or having been a Commissioner, except in relation to matters as to which any such member shall be adjudged in such action, lawsuit or proceeding to be liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability. The foregoing right to indemnification shall not be exclusive of other rights to which a member may be entitled.

ARTICLE II - OFFICERS AND EMPLOYEES

2.1 Chairperson. The Chairperson shall be elected by and from the membership of the Board. His/her duties and powers shall include the following:

- A. He/she shall prepare the agenda and preside at all meetings of the Board.
- B. He/she shall, with the confirmation of a majority of the Board, appoint and may remove the members of all special committees of the Board.
- C. The Board of Commissioners shall, as a committee of the Whole, interview applicants for positions on the following boards/commissions/etc.:
 - i. Initial Appointments, to Position(s) on the Kalamazoo County Board of Road Commissioners, the Kalamazoo County Transportation Authority, the Kalamazoo County Community Mental Health and Substance Abuse Services; the Kalamazoo County Aeronautics Board of Trustees, the Kalamazoo County Land Bank Authority, the Kalamazoo County Housing Authority, their successor agencies; and,
 - ii. Initial Appointments to Position(s) upon Authorities, Boards and Committees, created after May 1, 2006.

Bylaws and Rules of Procedure

iii. Reappointments, and Replacement appointments to Positions identified in subsections i. and ii., above, do not require a full Board interview unless the Board of Commissioners, by a majority vote, decides to interview an individual as a Committee of the Whole.

D. He/she shall affix his/her signature to all contracts, bonds, and other documents requiring the signature of the Chairperson.

E. He/she shall be the ceremonial representative of the County and shall perform such other duties as specified by law, by the Board, or by custom.

2.2 Vice Chairperson. The Vice Chairperson shall be elected by and from the members of the Board. His/her duties and powers shall include the following:

A. He/she shall preside in the absence of the Chairperson.

B. He/she shall affix his/her signature to all contracts, bonds, and other documents requiring the signature of the Chairperson when the Chairperson is unable to do so because of illness or other exigency which, in the opinion of the Board, prevents the Chairperson from performing the functions of the office. (MCLA 46.3)

C. He/she shall serve as an ex-officio member of all committees and subcommittees of the Board.

D. He/she shall perform such other duties as may be from time to time assigned by the Chairperson or by the Board. (MCLA 46.3)

2.3 Board Leadership Succession. In the absence of the Chairperson and the Vice Chairperson, Board leadership succession shall be based upon seniority of service as a County Commissioner, regardless of whether the years of service are consecutive or not, and that person shall be the acting Chairperson of the Board of Commissioners and perform the duties of the Chairperson; provided, however, said acting Chairperson shall not affix his/her signature to any contracts, bonds, and other documents requiring the signature of the Chairperson unless, in the opinion of the Board, the Chairperson is prevented from performing the functions of the office because of illness or other exigency. If two or more members have the same seniority, then the tiebreaker will be for the members to draw straws. (MCLA 46.3)

2.4 Clerk. The County Clerk/Register or, in his/her absence, his/her deputy shall be the Clerk of the Board and shall perform such duties as required by law or as from time to time assigned by the Board.

2.5 Labor Counsel. The Board Chairperson may appoint, with confirmation of the Board, Labor Counsel to represent the Board and County. Labor Counsel may be removed by the Board Chairperson with the concurrence of the Board.

Bylaws and Rules of Procedure

2.6. Appointments to Boards, Councils, Commissions, etc.; Appointment Committee

- A. The Board Chairperson shall appoint, with confirmation of the Board, a sufficient number of Commissioners to serve as an Appointment Committee.
(revised 4/18/06)
- B. The Appointment Committee shall, except as provided in Section 2.6 C of these By-Laws, review all applicants for appointment, and reappointment, to various boards, councils, commissions, etc.; interview the applicants; and submit recommendations to the Board Chairperson for the appointment of specific individuals. Commissioners not serving on the Appointment Committee may attend all meetings of the Appointment Committee and observe all interviews conducted by the Committee. The Board of Commissioners shall, as a committee of the Whole, interview applicants for positions on the following boards/commissions/etc.:
 - i. Initial Appointments, to Position(s) on the Kalamazoo County Board of Road Commissioners, the Kalamazoo County Transportation Authority, the Kalamazoo County Community Mental Health and Substance Abuse Services; the Kalamazoo County Aeronautics Board of Trustees, the Kalamazoo County Land Bank Authority, the Kalamazoo County Housing Authority, their successor agencies. Provided that an individual applying to serve on the Kalamazoo County Community Mental Health and Substance Abuse Services Board, as a representative of the Consumer Sector, may elect to be interviewed for appointment or reappointment by the Appointment Committee; and,”
 - ii. Initial Appointments to Position(s) upon Authorities, Boards and Committees, created after May 1, 2006.
 - iii. Reappointments, and Replacement appointments to Positions identified in subsections i. and ii., above, do not require a full Board interview unless the Board of Commissioners, by a majority vote, decides to interview an individual as a Committee of the Whole.
- C. Based upon the recommendations submitted by the Appointment Committee and/or the Board, acting pursuant to Section 2.6 B of these By-Laws, the Board Chairperson may then appoint, with confirmation of the Board, all individuals to the various boards, councils, commissions, etc., as the County’s representative(s).
- D. Whenever a Commissioner or County employee is appointed to a board, council, commission, etc., his/her appointment shall be contingent upon he/she remaining a Commissioner or County employee, as the case may be.

ARTICLE III - MEETINGS

3.1 Regular Meetings. Except as otherwise required by law, the regular meeting of the Board shall be held as follows:

Bylaws and Rules of Procedure

- A. Unless the Board shall otherwise specify, the Board shall meet on the first and third Tuesdays of each month at such time that the Board shall determine. If a regular meeting date shall be a national holiday, the meeting shall be held on the next secular day.
- B. All regular meetings of the Board shall be held in the Board of Commissioners' Room unless the Board shall otherwise specify.
- C. Unless the motion of adjournment shall otherwise direct, any regular meeting of the Board may be reconvened by the Board Chairperson by serving the other Commissioners a written notice of the time and purpose of any such reconvened meeting; provided, however, service may be waived in writing by a commissioner, and said waiver shall become a part of the permanent record. Service of such notice may be made by delivering the notice to the Commissioners personally or by leaving the same at each Commissioner's residence with some person of the household at least twenty-four (24) hours before such meeting is to take place or by depositing the same enclosed in a sealed envelope plainly addressed to such Commissioner at his/her last-known residence address in a government mail receptacle at least seventy-two (72) hours before such meeting is to take place. Such service may be made by a Commissioner or by an employee or agent of the Board. (MCLA 46.1) A public notice stating the date, time, and place of a rescheduled regular or special meeting shall be posted in the Administration Building at least twenty-four (24) hours before the meeting. Any adjournment necessitated because of a lack of a quorum shall be sine die, subject to being reconvened by the Chairperson of the Board as provided in this subsection.

3.2 Special Meetings. A special meeting of the Board shall be held only when:

- A. Requested by at least one-third (1/3) of the Commissioners, which request shall be in writing, addressed to the County Clerk/Register and specifying the time, date, place and purpose of such meeting. Upon receipt of such request, the Clerk shall notify each Commissioner of such meeting at least 24 hours before the holding thereof. Such notice may be given by telephone to a number indicated by each Commissioner as the one to be used for such purposes, or by any other means of communication. The Clerk shall keep a written record of the method of notification for each Commissioner. (MCLA 46.10)
- B. In the event of a severe and imminent threat to the health, safety, or welfare of the public, an emergency session of the Board of Commissioners may be called to meet at such time, date, and place as deemed appropriate; and notice of such meeting shall be given to the Commissioners by the best available means of communication; provided, however, two-thirds (2/3) of the commissioners must decide that delay would be detrimental to efforts to lessen or respond to the disaster or threat. (MCLA 15.265)
- C. The Board may, by an appropriate motion, agree to hold a special meeting provided proper notice is given pursuant to the Open Meetings Act.

Bylaws and Rules of Procedure

3.3 Organizational Meeting of the Board. The Board shall at its first regular meeting in each calendar year, or at such other time as may be required by law, convene for the purpose of electing officers and transacting any other business properly brought before the Board.

3.4 Order of Business for Regular Meetings. The order of business shall be as follows:

- A. Call to Order
- B. Invocation
- C. Pledge of Allegiance
- D. Roll Call
- E. Approval of Minutes
- F. Communications
- G. Citizens' Time (For items not on the Consent Agenda)
- H. Items for Consideration
 - i. Recommendation for Approval of Transfers and Disbursements
- I. Old Business
- J. New Business
- K. County Administrator's Report
- L. Chairperson's Report
- M. Vice Chairperson's Report
- N. Members' Time (for items not on the Agenda)
- O. Adjournment

3.5 Quorum. A majority of the Commissioners shall constitute a quorum for the transaction of the ordinary business of the County. (MCLA 46.3)

3.6 Public Meetings. Every meeting of the Board of Commissioners shall be open to the public and shall be held in a place available to the public. A "Meeting" shall mean the convening of a quorum of the Board of Commissioners for the purpose of deliberating toward or rendering a decision on a public policy. A "Decision" shall mean a determination, action, vote, or disposition upon a motion, proposal, recommendation, resolution, order, ordinance, bill, or measure on which a vote by the Commissioners is required to effectuate or formulate public policy. (MCLA 15.262) Closed sessions may be held for the purposes listed in MCLA 15.268. A "Closed Session" shall mean a meeting or part of a meeting of the Board of Commissioners which is closed to the public. (MCLA 15.262)

3.7 Preparation of Minutes and Publication of Notice. Prepared minutes of each Board meeting shall be available for public inspection not more than eight (8) business days after the meeting to which the minutes refer. Approved minutes shall be available in the County Clerk/Register's Office for public inspection and copying without charge not later than five (5) business days after the meeting at which the minutes are approved by the Board.

Bylaws and Rules of Procedure

Corrections in the minutes shall be made not later than the next meeting after the meeting to which the minutes refer. Corrected minutes shall be available no later than the next subsequent meeting after correction. The corrected minutes shall show both the original entry and the correction. Copies of the minutes shall be mailed to individuals upon request without charge and a notice that the minutes are available in the County Clerk/Register's Office shall be published in at least one (1) well-established newspaper in the County. (MCLA 15.269; MCLA 46.9)

3.8 Board Orders, Record. Every order, resolution, and determination of the Board shall be recorded in the records of the Board and signed by the Board Chairperson and Clerk/Register of such Board. (MCLA 46.29)

ARTICLE IV - RULES OF GENERAL CONDUCT AND PROCEDURE

CONDUCT

4.1 General Conduct. The Kalamazoo County Board of Commissioners places great emphasis and importance upon the proper discharge of their duties and responsibilities. In order to encourage collegiality and respect between Commissioners, and to earn the respect of the residents of Kalamazoo County, the Board adopts the following Code of Ethics. This Code of Ethics is intended to serve as the minimum standards of conduct Commissioners should follow in all of their actions as elected officials:

A County Commissioner should:

- ✦ Properly administer the affairs of the county.
- ✦ Promote decisions which only benefit the public interest.
- ✦ Actively promote public confidence in county government.
- ✦ Keep safe all funds and other properties of the county.
- ✦ Conduct and perform the duties of the office diligently and promptly dispose of the business of the county.
- ✦ Maintain a positive image to pass constant public scrutiny.
- ✦ Evaluate all decisions so that the best service or product is obtained at a minimal cost without sacrificing quality and fiscal responsibility.
- ✦ Inject the prestige of the office into everyday dealings with the public employees and associates.
- ✦ Maintain a respectful attitude toward employees, other public officials, colleagues and associates.
- ✦ Effectively and efficiently work with governmental agencies, political subdivisions and other organizations in order to further the interest of the county.
- ✦ Faithfully comply with all laws and regulations applicable to the county and impartially apply them to everyone.

Bylaws and Rules of Procedure

A commissioner should, whenever possible, respect the chain of command understanding the role of a commissioner as a policy-making position as opposed to an administration's responsibility of overseeing the day-to-day operations.

A County Commissioner should not:

- ✦ Engage in outside interests that are not compatible with the impartial and objective performance of his or her duties.
- ✦ Improperly influence or attempt to influence other officials to act in his or her own benefit.
- ✦ Accept anything of value from any source which is offered to influence his or her action as a public official.

4.2 Conflict of Interest. A Commissioner shall not be interested directly or indirectly in any contract or other business transaction with the County unless he/she complies with the requirements of MCLA 15.321 et seq. and/or MCLA 46.30.

4.3 False Statements. No member shall make a false statement for the purpose of receiving compensation or reimbursement for expenditures.

4.4 Gift, Entertainment, and Favors. County Commissioners shall not directly solicit nor accept any gift, whether in the form of money, services, loan, travel, entertainment, hospitality, promise, or any other form, under circumstances which could reasonably be inferred or expected, as determined by a majority vote of the Commissioners present, that the gift was intended to influence the Commissioner in the performance of his/her official duties.

GENERAL PROCEDURE

4.5 Agenda. The agenda shall be distributed to the Commissioners at least one (1) business day prior to the meeting. The Chairperson shall determine which items shall be placed on the Board agenda subject to the following:

- A. The item of "Recommendation for Approval of Transfers and Disbursements" shall automatically be placed on each Board agenda.
- B. Any Commissioner may place an item on any future Board agenda.

4.6 Voting. The voting procedure shall be as follows:

- A. No votes shall be taken by secret ballot, except the vote for Chairperson may be by secret ballot provided a motion to elect the chairperson by secret ballot is approved by the Board. (MCLA 46.3a)
- B. Except as otherwise provided by statute or rule, all questions shall be determined by the votes of the majority of the Commissioners present, except upon the final passage or adoption of any measure or resolution, or the allowance of any claim against the

Bylaws and Rules of Procedure

County, in which case the majority of all the Commissioners elected and serving shall be necessary. (MCLA 46.3)

- C. A roll call vote shall be taken on the adoption of an ordinance, resolution, or appointment or election of an officer; the adoption of the budget; the adoption of a Consent Agenda; or at the request of any Commissioner. The call of the roll shall not be interrupted. A Commissioner at the completion of the call may give a brief statement for the record, without argument or repetition, of his/her reasons for voting "aye," "nay," or for abstaining.

4.7 Consent Agenda: The Board may use a Consent Agenda under the following conditions:

- A. The Board Chairperson and/or Board Vice Chairperson shall, with input from staff, determine which items on the Board Agenda shall be considered on the Consent Agenda. The Consent Agenda items shall be designated with an asterisk (*) to the immediate left of the agenda item.
- B. At Citizens' Time on the Board Agenda, the Chairperson shall announce that if a citizen wishes to comment on an item on the Consent Agenda, to please request such at that time or at the time the motion to approve the Consent Agenda is made. If a request is made, then the item will be removed from the Consent Agenda and voted on separately.
- C. A Commissioner shall announce the items on the Board agenda which shall be considered on the Consent Agenda. Those items which are not announced by the Commissioner shall be considered separately.
- D. The Board Chairperson shall inquire as to whether any Commissioner or citizen desires to remove an item from the Consent Agenda. Any Consent Agenda items that are requested to be removed shall be voted on separately.
- E. There shall be no discussion of any item on the Consent Agenda. If a request for discussion or a question is raised concerning a Consent Agenda item before the vote, that item shall be removed from the Consent Agenda and voted on separately.
- F. A roll call vote shall be taken on the Consent Agenda motion.

4.8 Citizen Participation. Any citizen may comment upon agenda items prior to the taking of a vote thereon. Speakers other than Commissioners, after being recognized, shall identify themselves by name and address and shall ordinarily limit their presentation to four (4) minutes, unless the time is otherwise extended by the Chairperson or by vote of the Board.

4.9 General Conduct. No Commissioner nor other person shall speak until duly recognized by the Chairperson; if a Commissioner or other person speaks without being recognized by the Chairperson, he/she shall immediately cease speaking if ruled out of order.

Bylaws and Rules of Procedure

4.10 Codification. All laws, regulations, policies, and ordinances shall be codified by the staff in such form as may be required for their proper use.

4.11 Rules of Order. Robert's Rules of Order, Newly Revised, shall govern the Board and its committees on all of their deliberations except as modified by statute or rule.

ARTICLE V - COMMITTEES OF THE BOARD

5.1 Special (Ad Hoc) Committees. The Board may establish from time to time such special committees as are deemed necessary which shall only be advisory in nature. The purpose shall be determined at the time the special committee is established. At least two (2) Commissioners shall be a member of a special committee. A special committee may report recommendations to the Board for appropriate action and shall be automatically dissolved when its specific task is completed.

5.2 Committee of the Whole. The Board may resolve itself into a "Committee of the Whole" at a regular or special meeting of the Board or at the call of the Board Chairperson.

5.3 Time and Place of Regular Committee of the Whole Meetings.

- A. Unless the Board or the Committee of the Whole shall otherwise specify, the Board shall meet as a Committee of the Whole on the first and third Tuesdays of each month, prior to the Board meetings on said dates, at such time that the Board or the Committee of the Whole shall determine. If a regular meeting date shall be a national holiday, the meeting shall be held on the next secular day.
- B. All regular meetings of the Committee of the Whole shall be held in the County Administration Building unless the Board or the Committee of the Whole shall otherwise specify.
- C. Minutes shall be prepared for all meetings pursuant to MCLA 15.269 and shall be a public record.

5.4 Committee of the Whole Rules. A majority of the Commissioners shall constitute a quorum and a majority vote of the Commissioners present shall be necessary to approve any motion.

5.5 Committee of the Whole Agenda. The agenda shall be distributed to the Commissioners at least one (1) business day prior to the meeting. The Chairperson, in conjunction and consultation with the Vice-Chairperson, shall determine when items shall be placed on the Board agenda subject to the following:

- A. The item "Review of Transfers and Disbursements" shall automatically be placed on each agenda.
- B. Any Commissioner may place an item on any future Board agenda.

Bylaws and Rules of Procedure

5.6 Board Liaison. A Commissioner who is appointed by the Board as liaison to a County board or commission should attend the meetings of the board or commission and shall act as a conduit of information to the Board of Commissioners.

ARTICLE VI - AMENDMENT

6.1 Review of Bylaws. The Board of Commissioners shall review the Bylaws in January of each year relative to the organizational structure of the Board of Commissioners only. The Board may approve a motion recommending a change in the organizational structure of the Board of Commissioners. This recommendation will go to the Board of Commissioners at their second meeting in January of each year for action.

6.2 Procedure to Modify Bylaws. These Bylaws and Rules may be amended, altered, changed, added to or repealed by the affirmative vote of a majority of the members of the entire Board at any regular or special meeting, provided notice of the intention to amend has been included in the call.

The Bylaws and Rules were adopted by the Kalamazoo County Board of Commissioners at a meeting called for the purpose of adopting such Bylaws and Rules held on February 1, 2005 and revised on April 18, 2006, and revised February 6, 2007 reaffirmed December 4, 2007, and revised on January 4, 2011, and revised on February 1, 2011, and revised on February 15, 2011, and revised on January 2, 2013, and revised on January 20, 2015, and revised on February 17, 2015, and revised on February 2, 2016 and revised February 7, 2017.

Dale Shugars, Chairman

Kalamazoo County Board of Commissioners