

PREAMBLE

WHEREAS, we, the representatives of local governments in the MO-KAN REGIONAL COUNCIL, hereby join together to develop policy and action recommendations for ratification and implementation by member local governments.

WHEREAS, we realize that our individual and common destinies rest with interdependent actions of the local governments which comprise our region.

WHEREAS, this voluntary association which we have formed is a vehicle for closer cooperation between the States of Missouri and Kansas.

THEREFORE, our goal is to combine our total resources for regional challenges beyond our individual capabilities.

MO-KAN REGIONAL COUNCIL shall be a voluntary organization of local governments designed to foster a cooperative effort in resolving problems, policies, and plans that are common and regional. The purpose of this organization is:

- A. To serve as a mutual forum to identify, discuss, study, and bring into focus regional challenges and opportunities.
- B. To serve as liaison with members, governmental units and groups or organizations for the collection and exchange of information of regional interest.
- C. To provide a continuing organizational machinery to insure effective communication and coordination among government and agencies.
- D. To foster, develop, and review policies, plans, and priorities for regional growth, development, and conservation.
- E. To facilitate agreements and proposals for specific projects or other interrelated development needs and for the adoption of common policies and plans with respect to common regional challenges.
- F. To furnish general and technical aid to member governments, as they direct, to promote and accomplish Council approved agreements, policies and plans.
- G. To review and coordinate Federal, State and local programs of regional importance.



**BY - LAWS
OF
MO-KAN REGIONAL COUNCIL
(Revised July 2009)**

ARTICLE I

NAME AND LOCATION OF PRINCIPAL OFFICE

- 1.1 A bi-state planning commission is hereby created and established and shall be known as the Mo-Kan Regional Council, (hereinafter referred to as the Council).
- 1.2 The region covered by this Council shall include all territory embraced within the ABCD Regional Planning Commission of the State of Missouri; the County of Doniphan, the City and County of Atchison, and the Cities of Horton, Hiawatha and Morrill of the State of Kansas, and within such other counties and municipalities of either state as may later join herein by proper action and resolution of its governing body.
- 1.3 The Council shall maintain its principal office at St. Joseph, Missouri, and may establish field offices at such other places as it may deem appropriate.

ARTICLE II

POWERS AND DUTIES GENERALLY

- 2.1 The Council shall exercise and discharge its powers and duties as provided by pertinent state laws and policies of the States of Missouri and Kansas; and other duties and responsibilities as may be added by action of the Council, and accordingly shall:
 - a. Adopt, amend and repeal by-laws, 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 Council.
 - c. Appoint and fix the salary of an Executive Director and such other personnel as may be necessary to enable the Council to carry out its functions, provided, however, that such appointments shall be with the approval of the Personnel Committee and the Council as hereinafter provided;

- d. Accept, use and dispose of gifts or donations or 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 Agreement and consistent therewith.
- 2.2 The Council may conduct all types of research studies, collect and analyze data, prepare maps, charts and tables, and conduct all necessary studies for the accomplishment of its other duties; it may make plans for the physical, social and economic development of the Region, and may adopt by resolution any plan or the portion of any plan so prepared as its official recommendation for the development of the Region; it may publicize and advertise its purposes, objectives and findings and may distribute reports therein; it may provide advisory services on regional planning problems to the local government units within the Region and to the other public and private agencies in matters relative to its functions and objectives, and may act as a coordinating agency for programs and activities of such local units and agencies as they relate to its objectives. All public officials shall, upon request, furnish to the Council within a reasonable time, such available information as it requires for its work. In general, the council shall have all powers necessary to enable it to perform its functions and promote regional planning. The functions of the Council shall be solely advisory to the local governments and local government officials comprising the Region.
- 2.3 The Council shall provide, upon request, special planning services to local units of government and shall coordinate matters of local interest throughout the Region. By agreement between the Council and a local governmental unit, special compensation to the Council for unique and special services provided to such local governmental unit may be arranged.
- 2.4 The Council shall serve as the Regional Review Agency as required to perform the Regional Clearinghouse Function.
- 2.4.1 All member agencies, (including all sub-agencies eligible for Federal or State grants within the boundaries of the member agency) either voting or associate, shall receive the required review as a benefit of their annual membership in the Council.
- 2.4.2 Proposals for non-member counties, municipalities, or other governmental subdivisions that qualify for voting membership in the Council, shall be reviewed for informational purposes only.

ARTICLE III

ELIGIBLE VOTING MEMBERSHIP

3.1 VOTING MEMBERS - The following governmental entities are eligible for a voting membership:

3.1.1 Members of the ABCD Regional Planning Commission

3.1.2 Doniphan County, Kansas

3.1.3 City of Atchison, Kansas

3.1.4 Atchison County, Kansas

3.1.5 Municipalities of Brown County, Kansas

3.1.6 Any geographically contiguous governmental agency having planning authority through Federal, State or local laws.

3.1.7 VOTING MEMBERS - Voting members shall be selected or appointed for terms of two (2) years as follows:

a. **PUBLIC OFFICIAL REPRESENTATION**

KANSAS - The Kansas membership shall be entitled to eleven (11) representatives, all of whom shall be elected public officials, or chief appointed officials and allocated as follows:

- 5 - Representatives from Doniphan County
- 2 - Representatives from the City of Atchison
- 2 - Representatives from Atchison County
- 1 - Representative from the City of Hiawatha
- 1 - Representative from the City of Morrill

MISSOURI - The ABCD Regional Planning Commission shall designate from their membership the following representatives, all of whom shall be elected public officials, or chief appointed officials:

- 3 - Representatives from Buchanan County
- 2 - Representatives from Clinton County
- 2 - Representatives from DeKalb County
- 3 - Representatives from the City of St. Joseph

1 - Representative from Andrew County

- b. CITIZEN VOTING MEMBERS - The following citizen members, representative where practical, low income, minority groups, school boards, service clubs, and a similar organization, shall be voting members and shall serve for a term of two (2) years.

KANSAS

- 2 - Members appointed by Doniphan County Commissioners
1 - Member appointed by Mayor of City of Atchison
1 - Member appointed by Atchison County Commissioners
1 - Member appointed by Municipalities of Brown County, Kansas

MISSOURI

- 4 - Members as appointed by each participating county commission and/or the municipalities, selected by caucus of ABCD representatives from each County.
1 - Member to be selected by caucus of City of St. Joseph representatives on the ABCD Commission.

- c. The Council membership shall include minority representation which equals or exceeds the percentage of minority population within the Region.
- d. All the aforesaid members, including the Chairman, shall have the right to vote on all matters before the Commission.

3.1.8- A minimum of 35% (10 or 11 depending on how you round) of the Regional Council total board membership (32 members) shall consist of at least one private sector representative of the business community and one or more of the following: Executive Directors of Chambers of Commerce, or representatives of institutions of post-secondary education, workforce development groups or labor groups. Such members shall be approved by the Regional Council Board as business community representatives and every effort should be made to reflect the variety of businesses of the region.

3.2 TERMS OF VOTING MEMBERS - All public official representatives shall be members for two-year terms, eligible for reappointment during the time they hold the office entitling them to membership, provided that a public official serving as a member by designation of his local governing body or mayor may be removed without cause by such body or mayor prior to the expiration of the term for which he may have been elected to the public office and another qualified public official designated as a member.

All citizen members shall be appointed for terms of two years each and shall serve until their respective successors are appointed and shall have qualified.

For the purpose of computing the expiration date of the terms of members, the terms of all members shall be deemed to commence May 1, even though said members may have been appointed and assumed office prior to this date, and said terms shall expire on April 30 of the appropriate year.

- 3.3 VACANCIES OCCURRING - A member may be removed at any time during his term of office by the governmental authority or authorities which appointed him. Any member who is absent for three (3) consecutive regular meetings shall be considered as having resigned from the Council. Any Council member, who shall miss two (2) consecutive regular meetings, shall be notified, in writing, by the Executive Director, that a further consecutive absence shall cause a vacancy. A copy of this notice shall be sent to the appointing authority. In the event of removal for three (3) absences, the appointing authority shall be notified of the vacancy. Vacancies shall be filled for the unexpired term in the same manner as the original appointment.
- 3.4 COMPENSATION FOR MEMBERS - No compensation shall be paid members of the Council provided that this shall not affect in any way remuneration received by any State or local official, who serves also as a member of the Council. All members may be reimbursed for actual expenses incurred as members of the Council in carrying out the work of the Council, according to Council Personnel Policy and amendments thereto, including mileage to and from regular meetings.
- 3.5 INCREASE OF MEMBERSHIP - The membership of the Council shall be increased when any other county, municipality or other political sub-division, within or without the Regional Planning Area, having planning authority, may become a party hereto by petition to the Council and appropriate action of the Council and appropriate action by the governing body of the county, municipality or political sub-division manifesting its assent to be bound by the terms hereof.
- 3.6 EX-OFFICIO NON-VOTING MEMBERS - There may be ex-officio non-voting members who may attend all meetings of the Council and participate in all deliberations, but shall not have the right to vote. Such ex-officio members shall be appointed by and from such interested Federal, State and local governmental agencies as are approved from time to time by the Council. Ex-officio members shall serve at the pleasure of the authority appointing them, and shall include but not be limited to the following named positions or their assigned representatives:
 - a. The Senators and Representatives, who are members of the General Assembly of Kansas and Missouri, and whose districts include any part of the Mo-Kan Region.

- b. Chief Engineer - Department of Transportation - Missouri.
 - c. Chief Engineer - Department of Transportation - Kansas
 - d. Representative of Planning Department - City of St. Joseph
 - e. Representative of Missouri Office of Administration - Regional and Local Planning Section - Division of State Planning and Analysis
 - f. Representative of Kansas Department of Commerce & Housing.
- 3.7 ASSOCIATE MEMBER CLASSIFICATION - Any governmental or quasi-governmental agency, not otherwise eligible for a voting membership, may apply for membership as an Associate Member of the Council upon the payment of annual assessment to be established at the annual budget meetings each year of the Council. Such membership is generally available to school boards, public and quasi-public agencies and authorities and public service utilities.
- 3.7.1 Such membership includes benefit of review procedures for Federal loans and grants.
- 3.7.2 Associate members are not required to participate financially in Council programs other than the annual assessment.
- 3.7.3 Council staff services, other than review of applications, will be provided at an "at cost" basis for associate members at their request and dependent on availability of staff to perform such requests.

ARTICLE IV

MEETINGS

- 4.1 All regular meetings and special meetings of the Council shall be open and public meetings.
- 4.2 Regular meetings of the Council shall be held each month in the office of the Regional Council, unless a member or other representative of a member governing body specifically requests a meeting be held at another designated location and such change of meeting place is agreed upon by the Council.
- 4.3 Special Meetings of the Council may be called by the chairman with seven (7) days notice at such time and place and for such purpose as the said chairman shall designate. Special meetings of the Council shall be called upon the written request

of one-third (1/3) of the members of the Council filed with the secretary, which request shall designate the time and place and purpose of the meeting. The business of any special meeting shall be limited to the stated purposes of that meeting.

- 4.4 Written notice of regular and special meetings of the Council shall be given to each voting member and to each ex-officio member by the secretary at least seven (7) days prior to the date of the meeting. The notice shall include a copy of the tentative agenda for the meeting. Notice may be waived in writing by a member and attendance at the meeting shall constitute waiver of notice unless a member files with the secretary a written statement that he is attending specially for the purpose of protesting and holding of the meeting and the notice given. By unanimous consent of all members of the Council, the requirement of notice can be waived. A telegraphic waiver shall be accepted. A notice shall be deemed to be duly given when mailed by ordinary mail, postage prepaid, to each member of the Council at his last known address as appears on the records of the Council.
- 4.5 Each voting member of the Council, including the chairman, shall have one vote on all matters voted upon. Proxy voting shall not be permitted.
- 4.6 A quorum for the transaction of business at meetings shall consist of all voting members of the Council present. Every decision of a majority of the members present at any meeting at which there is a quorum shall be valid as the binding act of the Council.
- 4.7 The minutes of each meeting shall be prepared and distributed to the Council members. A copy of the minutes of each meeting shall be sent to the appropriate State Planning Agencies for information purposes. The minutes of each meeting and any corrections thereof, duly adopted, shall be signed by the secretary.

ARTICLE V

OFFICERS

- 5.1 The Council shall, at the first regular meeting in May of the appropriate year, elect from its voting membership a chairman, a vice-chairman, a secretary and a treasurer. The treasurer, and all officers and employees who handle funds or who are custodians of property, shall give a faithful performance bond in such amount as shall be fixed by the Council. The terms of these officers shall be for two years and such officers shall be eligible for re-election. Not more than one of such officers shall be representative of the same governmental unit.

- 5.2 The chairman shall preside at all meetings of the Council. He shall execute all instruments for and on behalf of the Council. He shall co-sign all checks, together with the treasurer and or Executive Director for and on behalf of the Council.
- 5.3 The vice-chairman shall, in the absence or disability of the chairman, perform the duties and exercise the powers for the chairman, including the co-signing of checks.
- 5.4 The secretary shall act as temporary chairman in the absence of the chairman and the vice-chairman. The secretary shall cause to be recorded all the proceedings of the meetings of the Council in a book to be kept for that purpose. He shall give notice of all meetings of the Council as required. The secretary shall have custody of and provide for safekeeping of all documents of the Council, provided, however, that he may delegate clerical duties to the Executive Director or his/her assignee.
- 5.5 The treasurer shall have the custody of the funds of the Council and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Council and shall deposit all monies in the name and to the credit of the Council in such depositories as may be designated by the Council. He shall disburse the funds of the Council along with the chairman, and/or Vice-Chairman, and/or Executive Director, taking proper vouchers for such disbursements, and shall render to the members an account of his transactions and of the financial condition of the Council as required by the members.
- 5.6 In addition there shall be an Executive Director of the Council and such assistant secretaries and assistant treasurers as may from time to time be determined. The Executive Director, upon the absence or disability of the chairman, vice-chairman or treasurer, shall be authorized to co-sign checks.
- 5.7 Any duty of the secretary or treasurer may be performed by an assistant secretary or assistant treasurer, or may be performed by the Executive Director under the supervision of the secretary or treasurer.
- 5.8 The officers shall perform such other duties as may, from time to time, be prescribed by the members of the Council.
- 5.9 All officers shall be elected by the Council and shall serve for a term of two years and until their successors are elected and shall have qualified.
- 5.10 An officer elected by the members of the Council may be removed at any time with cause by the affirmative vote of the majority of the members of the Council. 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.

- 5.11 All officers and employees who handle funds, or who are custodians of property, shall be bonded in an amount to be determined by the Council.

ARTICLE VI

PERSONNEL

- 6.1 The Executive Director shall be the chief administrative officer of the Council and shall be in charge of and responsible for all professional planning work and of the administration of the functions and offices of the Council, subject, however, to the policies established by the Council. Director shall, with the advice and consent 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 Council and may consult and confer with appropriate public officials on behalf of the Council in connection with the program of the Council.
- 6.2 The Council, may, by proper resolution, grant either general or specific authority to the Executive Director to execute instruments for and on behalf of the Council.
- 6.3 The Executive Director must be recommended by the Personnel Committee. The recommendation of the Personnel Committee shall be submitted to the Council. If the Council does not approve the name submitted the Personnel Committee, the Personnel Committee will submit an additional name to the Council.
- 6.4 The Executive Director, with the Personnel Committee, shall from time to time, recommend to the Council the size of the staff required and the composition thereof. Such personnel as are authorized shall be appointed by the Executive Director with the consent of the Personnel Committee. Promotions and salaries shall be determined the Council which shall receive and consider but shall not be bound the recommendations of the Executive Director and Personnel Committee.
- 6.5 All staff personnel shall be subject to such personnel policies as may, from time to time, be established by the Council.
- a. No employee of the Council shall be related to another employee of the Council, or any officer, or any member of the Council, when relationship is in the direct family (i.e. mother, father, sister, brother, son, daughter, wife or husband or any such relationship by marriage). At any time any two employees or an employee and officer or member of the Council intermarry, then one or the other shall within a period not exceeding three months,

submit their resignation either as an employee, officer or member of the Council.

- 6.6 The Council shall have authority to utilize existing staff of the member governmental agencies when so authorized by the member government.
- 6.7 The Executive Director shall be responsible for professional planning, development, and administration of the staff; subject to policy guidance and general supervision by the Council.
- 6.8 The Executive Director shall be evaluated by the Personnel Committee annually according to procedures set forth in the personnel policies.

ARTICLE VII

COMMITTEES

- 7.1 There shall be a Budget Committee composed of six members of the Council, three from Kansas and three from Missouri, appointed by the chairman of the Council, for a term of two years and shall be eligible for reappointment. The Budget Committee shall have duties, powers, and functions as provided in these by-laws, or by resolution of the Council.
- 7.2 There shall be a Personnel Committee composed of six members of the Commission, three from Kansas and three from Missouri, appointed by the chairman of the Council for a term of two years and shall be eligible for reappointment. The Personnel Committee shall recommend to the Council the person who shall serve as Executive Director and shall be charged with screening and recommending all other personnel to be employed as members of the staff. The Personnel Committee shall have such other duties, powers, and functions as provided by these by-laws or by resolution of the Council.
- 7.3 There shall be a Nominating Committee composed of six (6) members of the Council, three (3) from Kansas and three (3) from Missouri, appointed by the Chairman of the Council for a term of two (2) years and who shall be eligible for reappointment. It shall be the duty of the Nominating Committee to prepare a slate of officers for consideration of the Council at the first regular meeting in May of the appropriate year.
- 7.4 There shall be such other committees as the chairman of the Council, with the approval of the members, shall from time to time designate. The members of any said committee shall be appointed by the chairman and shall have such authority and perform such duties as the members shall designate by resolution.

- 7.5 The Committee structure shall not include an Executive Committee nor an Comprehensive Economic Development Strategy Committee. Duties ordinarily assigned to such committees shall be the responsibility of the Commission as a whole.
- 7.6 In the event it shall be necessary to employ legal counsel, or a public accounting firm for auditing or budgeting purposes, the same shall be selected by the Council.
- 7.7 There shall be a By-laws Committee composed of seven (7) members, with at least one (1) member being from each of the counties within the Region, and the Chair shall appoint such a committee. The By-laws Committee shall have such duties, powers, and functions as provided in the By-laws, or by resolution of the Council. Specific duties will include, but are not limited to:
- a. Review the By-laws as needed in order to assure compliance with such By-laws, and shall recommend such changes in the By-laws which seem necessary for the efficient operation of the Council.

ARTICLE VIII

FISCAL YEAR

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

ARTICLE IX

BUDGET

- 9.1 The member governing bodies of the Council agree to provide funds for the operation and program of the Council to carry out the purpose and intent of this agreement. Upon approval of the annual budget of the Council by the member governing bodies, said members governing bodies agree to include their proportionate share in their annual budget and appropriate the necessary funds therefore.
- 9.2 The proportionate shares of said costs, expenses and budget shall, so far as possible, be related to the population of the various political jurisdictions. Payment of said funds shall be made not less frequently than annually from each of the member governing bodies. All of said funds shall be held by the Council and disbursed by it, and the Council shall be accountable to the member governing bodies and shall report its receipts and disbursements not less frequently than annually. An authorized representative of any of the member governing bodies shall have the right to inspect the books and financial records of the Council during regular business hours.

Newly accepted, or renewed, memberships of counties, cities, towns, and villages will require payment of a pro-rata share of the current fiscal year's budget, and it shall be the option of the Council to require an additional fee for membership.

9.3 Annually and at least prior to the end of the Council's fiscal year, the Executive Director shall prepare a work program setting forth the proposed activities and work of the Council for the ensuing fiscal year and the budget and staff requirements for such programs which shall be used as the operating guide of the Council for the particular period. The work program shall be submitted to the Council for appropriate action.

9.4 A budget to underwrite the aforesaid work program shall be prepared by the Budget Committee and the Executive Director, which shall be submitted to the Council for approval of each year. The budget shall show the proportionate share of each local governmental unit participating in the Council.

The budget shall be submitted to the Council for adoption, or amendment and adoption, in sufficient time to present to the units of local government representatives prior to the end of the Council's fiscal year. The budget, as adopted by the Council, shall be presented to the political subdivisions, parties to the agreement and resolution, for appropriate action by each, pursuant to the provisions of these by-laws and the states of Missouri and Kansas.

9.5 The Budget Committee shall consult with and assist the Executive Director in the preparation of the budget to the Council and to the parties to the agreement and resolution; it shall review proposals for budget changes, amendments and transfers of funds between accounts that may be made throughout the year, and make recommendations, as appropriate to the Council.

ARTICLE X

ANNUAL REPORT

10.1 By November 30 of each year, the Executive Director shall prepare an annual report, setting forth the activities and work of the Council for the previous fiscal year. The Annual Report shall be submitted to the Council for appropriate action.

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 and the Kansas General Assembly representing any district which is within or partly within the Region, and to the appropriate State Planning Agencies. The Annual Report shall also be made available to the general public.

- 10.3 The fiscal records of the Commission may be audited as required, by a certified public accountant.

ARTICLE XI

GENERAL

- 13.1 The Commission may adopt and amend from time to time by-laws and rules for the transaction of business.
- 13.2 The Commission shall keep complete records of their activities, which shall be public records.
- 13.3 None of the members of the Commission shall be personally liable under, upon, or in connection with any agreements or undertakings entered into by the Commission, or in connection with any other obligations or liabilities of the Commission.
- 13.4 In any case, where a provision of these by-laws 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

- 14.1 The by-laws 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 the notice of such regular or special meeting shall include a reference to the proposed amendment.