

BYLAWS OF THE HARRY S TRUMAN COORDINATING COUNCIL

ARTICLE I

NAME, AREA, AND OFFICE LOCATION

- Section 1** **Name** – The Organization shall be known as the Harry S Truman Coordinating Council and abbreviated as the HSTCC.
- Section 2** **Area** – The HSTCC shall encompass that area of the State of Missouri known as the Harry S Truman Coordinating Council, which is composed of Barton, Jasper, Newton, and McDonald counties.
- Section 3** **Office Location** – The HSTCC shall maintain its principal office in a place within the area of the HSTCC to be designated hereafter by the Board of Directors.

ARTICLE II

PURPOSE AND FUNCTIONS

- Section 1** **Purpose** – The purpose of the HSTCC shall be to foster increased communication, cooperation, and coordination between the member governments and the planning and development of a comprehensive guide for the orderly development of the HSTCC area.
- Section 2** **Functions** – In support of its overall purpose, the HSTCC shall conduct but not be limited to the following functions:
- 2.1 To prepare and adopt a comprehensive plan which shall show the HSTCC's recommendations for the physical, social and economic development of the HSTCC area.
 - 2.2 To gather and analyze all data pertinent to the above function, preparing such maps, charts, tables and documents as necessary.
 - 2.3 To provide, upon request, special planning services and other types of technical assistance to local units of government within the HSTCC area.
 - 2.4 To review and comment upon request on the proposed use of federal funds within the HSTCC area to ensure that these funds and/or projects will aid, rather than hinder, planned development of any specific city or county plan.
 - 2.5 To initiate and prepare applications for funds from governmental or private agencies, to contract or to assist local units in contracting with regard to such funds in order to

further the effectiveness of individual local units of government and the HSTCC, and to provide for the general development of the HSTCC area.

- 2.6 To initiate communication with all local governments, at least bi-annually, inquiring as to local projects and problems, offering updates on all assistance and programs available thereby keeping them informed of what the HSTCC is currently accomplishing and what might be available to local governments.
- 2.7 To consider such other matters of concern to the HSTCC as may come before the Council.
- 2.8 At any time that the Board of Directors deems appropriate, the HSTCC can offer and provide services to clients beyond the boundaries of the HSTCC area.

ARTICLE III **BOARD OF DIRECTORS**

Section 1 **Board Composition**

- 1.1 *Board Member* – Each city and county unit of government in the HSTCC area whose dues are in good order, and has submitted a Resolution as specified in Chapter 251.250 RSMo (1969) shall constitute a Board Member of the HSTCC.
- 1.2 *Associate Member* – Associate members are allowed. Associate members may represent entities other than local government, such as: nonprofit organizations, economic development organizations, private businesses or individuals. Such members shall be voting members.

Section 2 **Board of Directors**

- 2.1 *Composition* – Each city and county unit of government in the HSTCC area whose dues are in good order and has submitted a Resolution as specified in Chapter 251.250 RSMO (1969) shall appoint one representative from its jurisdiction to serve on the Board of Directors. Such representative shall be one of the following:
 - Mayor or President of the Board of Trustees
 - A member of the City Council or Board of Trustees
 - A County Commissioner
 - Any other individual designated by the governing body to serve as a representative of its jurisdiction on the HSTCC Board of Directors.

- 2.2 Powers & Responsibilities– The Board of Directors shall:
- a) Establish policies for the operation of the HSTCC and the development of the region.
 - b) Elect the Executive Committee of the Board, and appoint a nominating committee for the election of the Executive Committee, if so desired.
 - c) Propose amendments to the Bylaws and to amend the Bylaws through the process stated in these Bylaws.
- 2.3 Meetings - The Board of Directors shall meet quarterly, at a time and location designated by the Board of Directors.
- 2.3 Term of Office – Board members shall serve for the term of the incumbency of their elected office or the period of four (4) years, whichever shall first occur, and shall be eligible for reappointment.
- 2.4 Termination – Members shall be terminated when they no longer serve on the County Commission, or as a designee of the County Commission; or as a Mayor, Chairman, or Commissioner, or as the designee of a Mayor, Chairman, or Commissioner. Their successor shall be appointed in a timely manner by the governing body making the original appointment.
- 2.5 Resignation – In the event that any representative shall resign or be unable or unwilling to serve, their successor shall be appointed in a timely manner by the governing body of the voting member making the original appointment.

Section 3 **Executive Committee**

- 3.1 Powers & Responsibilities – The Executive Committee has the responsibility to oversee the Board of Directors and the Executive Director
- 3.2 Composition – The Executive Committee consists of four (4) officers and five (5) other members. Officers shall be: the Chair, Vice-Chair, Secretary, and the Treasurer of the HSTCC, along with five (5) other members .
- a) Four (4) of the those Executive Committee members will represent the County Commissions of Barton, Jasper, McDonald, and Newton counties respectively, only if the county has its dues in good order.
 - b) One (1) Executive Committee member will represent the City of Joplin.

- c) Four (4) Executive Committee members will represent the municipalities of the County in which they serve as elected officials or designated representatives. If there exists a vacancy of the Executive Board as a result of any County or the City of Joplin failing to pay its dues, the Executive Board may appoint a replacement until such time the County or City of Joplin has its dues in good order.

4.1 Terms of Office and Duties

- a) *Chair* – Serves for a one-year term and/or until his/her successor is elected. The Chair shall lead and preside at all meetings of the Board of Directors and shall perform all other duties incident to the office, including signing the approved meeting minutes.
- b) *Vice-Chair* – Serves for a one-year term and/or until his/her successor is elected and qualified. The Vice Chair shall, in the absence or disability of the Chair, perform the duties and exercise the powers of the Chair.
- c) *Secretary* – Serves for a one-year term and/or until his/her successor is elected and qualified. The Secretary shall assume the office of the Chair in the absence of the Chair and the Vice-Chair. The Secretary shall ensure that a record all the proceedings of the meetings of the Board of Directors are maintained and available for inspection. S/he shall work with staff to ensure members are aware of upcoming meetings. The Secretary may sign the approved meeting minutes in the absence of the Chair.
- d) *Treasurer* – Serves for a one-year term and/or until his/her successor is elected and qualified. The Treasurer shall ensure the funds of the HSTCC are accurate and in good order, and available for inspection.

All Officers listed above shall be authorized to serve as signators on checks or other official documents that require an Officer's signature.

- 4.2 Election Procedure – The election of officers shall take place at the regular June Board of Directors meeting; at which time, the Chair shall relinquish the Chair to the Executive Director or other staff person, who shall serve as temporary chairperson during the election of officers.

The temporary chairperson shall call for nominations for each office from the Board of Directors. Elections shall begin with that for the office of Chair, and then proceed with the other offices of the Executive Committee. The power to elect officers shall reside with the Board of Directors. The officers so elected shall take office at the regular June Board of Directors meeting.

- 4.3 Termination and Resignation – Officers shall be terminated when they no longer serve as a director on the Board of Directors. Their successor shall be appointed by the Board of Directors during the next regular meeting immediately following their termination. In the event that any officer shall resign or be unable or unwilling to serve, their successor shall be appointed by the Board of Directors during the next regular meeting immediately following their resignation.

ARTICLE IV MEETINGS

- Section 1 Regular Meetings – All regular and special meetings of the Board of Directors shall be open and public meetings. Regular meetings shall be held quarterly, at a time and location as designated by the Board of Directors.
- Section 2 Special Meetings -- The Chair may call special meetings of the Board of Directors with five (5) days written notice at such time and place and for such purpose as the said Chair shall designate. The business of any special meeting shall be limited to the stated purpose of that meeting.
- Section 4 Notice of Meetings – Written notice of regular and special meetings of the Board of Directors shall be given to each voting member at least five (5) days prior to the date of the meeting. Notice of meeting and tentative agenda shall be posted publicly at least 24 hours prior to any meeting. The notice shall include a tentative agenda for that meeting. A notice shall be deemed to be duly given when mailed, faxed, or sent via email to each member.
- Section 5 Quorum – Seven (7) members of the Board of Directors constitutes a quorum for the transaction of business at such meetings. If said quorum is reached, every decision of the majority of members present at any regular meeting shall be valid as the binding act of the full Board of Directors.
- Section 6 Voting – Each member of the Board of Directors, including the Chair, shall have one (1) vote on all matters voted upon. Proxy voting shall be permitted. In the event of a hung board, the Chair shall cast the deciding vote.
- Section 7 Meeting Minutes – The minutes of each meeting shall be prepared and made available to the Board of Directors within 14 days following the Board meeting. A copy of the minutes from each meeting shall be sent to Missouri State Office of Administration for informational purposes. The minutes of each meeting and any corrections thereof, duly adopted, shall be signed by the Board Chair. Or Board Secretary.

ARTICLE V
STANDING COMMITTEES

Section 1 **All Standing Committees** shall meet no less than one (1) time per year, after which time, a representative of the Standing Committee shall make a report of the Committee's activities to the full Board of Directors.

Section 2 **Budget & Finance Committee** – Each July, the Chair (with board consent) shall appoint a Budget & Finance committee composed of three (3) members of the Board of Directors, one (1) of which shall be the Treasurer. This committee shall oversee all program expenditures of the HSTCC, and shall assist the Executive Director in the preparation of a preliminary annual budget for the upcoming fiscal year for final action by the Board of Directors at the next June meeting. Meetings shall be called as necessary by the committee Chair.

Section 3 **Economic & Community Development Committee** – Each July, the Chair (with Board consent) shall appoint an Economic Development-Community Development Committee composed of three (3) members of the Board of Directors. This committee shall review the actions of the HSTCC with regards to Economic Development and Community Development (ED-CD). This Committee will also recommend policy and goals for the HSTCC as it relates to ED-CD. Meetings shall be called as necessary by the committee Chair.

Section 4 **Membership & Communication Committee** – Each July, The Chair (with board consent) shall appoint Membership & Communications committee composed of three (3) members of the Board of Directors. The committee will be responsible for assisting staff with a Communications Plan that will keep the membership, staff, and public informed of the activities of the HSTCC. The committee shall also assist in increasing membership. The committee Chair shall call meetings as necessary.

Section 5 **Ad-Hoc Committee** – The Chair, with the approval of the Board of Directors, shall have the power to create any such committee as the need arises.

ARTICLE VI
STAFF

Section 1 **Selection** – The Executive Committee shall select the Executive Director for the HSTCC. The Chair may create a Selection Committee or hire appropriate Consultants to help in this project, with the approval of the Board of Directors.

Section 2 **Executive Director** – The staff shall be headed by an Executive Director, who will administer programs of the HSTCC, including the administration of finances, the selection of personnel, the coordination of the work programs, assistance in the conduct of meetings by all committees, and the production of studies in the work program. The Executive Director will be directly responsible to the Board of Directors, while keeping any other committees fully informed at all times on the progress of the work, and coordinating the work programs with the members of these committees. The Executive Director shall serve at the pleasure of the Board of Directors. The Executive Director will have authority to borrow money and conduct business affairs, to be a representative of the HSTCC, and an authorized signatory for the organization. The performance of the Executive Director will be reviewed annually, prior to April 1, by the Executive Committee.

Section 3 **Other Staff Members** – The Executive Director will hire all other members of the staff. All staff personnel will be responsible to the Executive Director for the performance of their duties. The staff members shall serve at the pleasure of the Executive Director.

ARTICLE VII
FINANCES AND ANNUAL REPORT

Section 1 **Fiscal Year** – The fiscal year of the Council shall be from July 1 to June 30.

Section 2 **Annual Membership Dues** – Each city and county unit of government in the HSTCC area shall be assessed dues annually to the support the operations of the HSTCC. Each year the Budget and Finance Committee shall recommend to the Board of Directors the appropriate dues for membership.

Section 3 **Computation of Dues** – The computation of dues of members shall be based upon an assessment of the local units of government, using the latest census figures available from the United States Department of Commerce, Bureau of the Census, for the entire area, unless otherwise designated by the Board of Directors.

Section 4 **Budget**

4.1 **Work Program** – Annually and at least thirty (30) days prior to the end of the HSTCC’s fiscal year, the Executive Director shall prepare a work program setting forth the proposed activities and work of the HSTCC for the ensuing fiscal year and the budget and staff requirements for such programs, which shall be used as the operating guide for the HSTCC. Each of the Standing Committees will submit input

provided, shall be submitted to all members of the Board of Directors within thirty (30) days prior to the end of the fiscal year, and placed within a file designated "Resolutions of Dissolution of the Council", which file shall become a part of the official records of the Board of Directors.

ARTICLE IX
AMENDMENTS

Section 1 **Submission** – Any voting member of the HSTCC, may at any time propose amendments to these Bylaws. The proposed amendment shall be submitted to the Board of Directors at least twenty-five (25) days prior to a meeting of the Board of Directors for consideration by the Board of Directors.


Section 2 **Action by the Board of Directors** – The Board of Directors shall make a full report concerning the amendment no later than ten (10) days prior to the Board of Directors meeting at which the proposed amendment will be considered.

Section 3 **Annual Review of the Bylaws** – The HSTCC shall annually review the Bylaws and report any suggested or recommended amendments to the Board of Directors for final action at the June Board of Directors meeting. This discussion shall be held prior to the election of officers for the coming year.


Section 4 **Adoption and Effective Date of Amendments** – Amendments to the Bylaws, proposed as stated previously, may be adopted by a majority of the voting membership present at any regular meeting of the Board of Directors, and shall become effective upon adoption or upon the date specified in the amendment.

ARTICLE X
EFFECTIVE DATE

The effective date of these revised By-Laws shall be in effect as of July 1, 2016.



Chair, Jim Swatswenbarg



Attest: Vice-Chair, Steve Lawver