



# **CASS COUNTY BOARD OF COMMISSIONERS**

## **BYLAWS AND RULES OF PROCEDURE**

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# CASS COUNTY BOARD OF COMMISSIONERS BYLAWS AND RULES OF PROCEDURE

## ARTICLE I - BOARD ORGANIZATION

- 1.1 **Board Membership.** The Board of Commissioners shall consist of eight (8) members elected from single-member districts apportioned on the basis of population as provided by law. Throughout this document, all references to "Board" shall refer to the Board of Commissioners. ([MCL 46.409](#))
- 1.2 **Term of Commissioners.** The term of office of each commissioner elected at the general November election shall be for four (4) years. The term of office begins on January 1 following the election and continues until a successor is elected and qualified. ([MCL 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 the 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 regardless of whether the year is an election year or an odd year. ([MCL 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. ([MCL 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. ([MCL 46.415](#))
- 1.6 **Other Offices.** No commissioner, while he/she is a member of such Board, shall be eligible for 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. ([MCL 46.3](#))
- 1.7 **Officers, Agents, and Employees.** Except as provided in Section 1.8, 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. ([MCL 46.3](#), [MCL 46.13a](#))
- 1.8 **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 ([MCL 46.3](#)).
- 1.9 **Powers and Duties.** The Board shall have such powers and duties as shall from time to time be provided for by law.
- 1.10 **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 over 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. He/she shall serve as an ex-officio member of all committees and subcommittees of the Board.
  - 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 customs.
- 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 prepare the agenda and 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.
  - 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. ([MCL 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 the Commissioner who is the oldest. ([MCL 46.32](#))
- 2.4 Clerk.** The County Clerk 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 Legal Counsel.** The Board Chairperson may appoint, with confirmation of the Board, Legal Counsel to represent the Board and County. Legal Counsel may be removed by the Board Chairperson with the concurrence of the Board.
- 2.6 Appointments to Boards, Councils, Commissions, etc.: Appointment Committee**
- A. Based upon the recommendation of the Board, 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).
  - B. In their capacity as a Commissioner or County employee, whenever a Commissioner or County employee is appointed to a board, council, commission, etc., his/her appointment shall be contingent upon if he/she remains a Commissioner or County employee.
  - C. All elections or appointments by the Board shall be determined by a majority vote of the members elect unless otherwise provided by law. Any member so appointed by the Board of Commissioners that fails to attend three (3) consecutive regular scheduled meetings of the Board or Commission that the member was appointed to, without approval of the chairman of

said Board of Commission, a vacancy shall be declared, and an appointment shall be made as a special order of business at the earliest possible meeting together of the Board of Commissioners following notification of said vacancy.

- D. When outboard committee appointments/re-appointments are made, the Board of Commissioner's decision shall take into consideration the recommendation of the remaining seated members of said committee.

### **ARTICLE III - MEETINGS**

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

- A. Unless the Board shall otherwise specify, the Board shall meet on the first Thursday of each month at such time that the Board shall determine.
- B. All regular meetings of the Board shall be held in the Board of Commissioners' Chambers unless the Board shall otherwise specify.

**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 either by e-mail, FAX or handwritten note with date affixed to each format addressed to the County Clerk 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 48 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. ([MCL 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. ([MCL 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 267 of 1676.

**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. Public Comment (On Agenda Items Only) - Limit to 3 minutes/person
- F. Additions/Deletions to the Agenda
- G. Approval of the Agenda
- H. Recognitions
- I. Presentations - Limit to 10 minutes
- J. Consent Agenda
- K. Committee Reports
- L. Administrator's Report
- M. County Partners - Limit to 5 minutes
- N. Elected Officials

- O. Unfinished Business
- P. New Business
- Q. Public Comment - Limit to 3 minutes/person
- R. Closed Session, if needed
- S. Board member Comments/Announcements
- T. Adjournment

- 3.5 Quorum.** A majority of the Commissioners shall constitute a quorum for the transaction of the ordinary business of the County. ([MCL 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. ([MCL 15.262](#)) Closed sessions may be held for the purposes listed in [MCL 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. ([MCL 15.262](#))
- 3.7 Preparation of Minutes.** 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 and posted to the County intranet. Approved minutes shall be available in the County Clerk'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 and posted to the County website. Corrections to 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. ([MCL 15.269](#); [MCL 46.9](#))
- 3.8 Record of Discussion.** The Clerk shall not be responsible for maintaining a written record or summary of the discussion or comments of the Board members nor of the comments made by members of the public. The minutes of each meeting shall only reflect whether comments of any members of the public were given or not given.
- 3.9 Board Orders, Record.** Every order, resolution, motion, 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. ([MCL 46.29](#))

## **ARTICLE IV - RULES OF GENERAL CONDUCT AND PROCEDURE**

- 4.1 General Conduct.**
- A. Practice civility and decorum in discussion and debate.
  - B. Demonstrate effective problem-solving approaches.
  - C. Treat all staff as professionals.
  - D. Do not solicit political support from staff.
  - E. Be fair and impartial when listening to public testimony.
  - F. Be fair and equitable in allocating public hearing time.
  - G. Give the appearance of active listening.
  - H. Ask for clarification but avoid debate and argument with the public.
  - I. No personal attacks of any kind, under any circumstance.
  - J. Be clear about representing the County or personal interests.

- 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 [MCL 15.321](#) et seq. and/or [MCL 46.30](#).
- 4.3 **False Statements**. No member shall knowingly 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 four (4) business days prior to the meeting. Any changes should be received by Wednesday, one (1) business day prior to the meeting date. The Chairperson shall determine which items shall be placed on the Board agenda subject to the following:
- A. An item may be placed on any current or future Board agenda by motion approved by a majority vote of the Commissioners present.
  - B. Pursuant to Section 5.2, an item may be placed on any future Board agenda by action of a Committee of the Whole.
  - C. A time-sensitive item which requires a decision prior to action of the next Committee of the Whole and subsequent Regular Meeting may be placed under New Business of the next scheduled Regular Meeting.
- 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. ([MCL 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 County, in which case the majority of all the Commissioners elected and serving shall be necessary. ([MCL 46.3](#))
  - C. At the request of any Commissioner, 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. 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 "yes," "no," 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.
  - B. 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.
  - C. The Board Chairperson shall inquire as to whether any Commissioner desires to remove an item from the Consent Agenda. Any Consent Agenda items that are requested to be removed shall be voted on separately.
  - D. 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.

- 4.8 Public Comment.** During Public Comment, an opportunity shall be afforded to any member of the public in attendance to deliver their comments to the Board of Commissioners. These comments will be limited to a maximum of three (3) minutes unless extended by the Chair of the Board. Comments should be made directly to the Board. Discussions with the audience during the public comment section of the agenda are expressly forbidden unless solicited by the Chair.
- 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.
- 4.10 Codification.** All laws, regulations, policies, and ordinances shall be codified by the staff in such a form as may be required for their proper use.
- 4.11 Rules of Order.** Robert's Rules of Order shall govern the Board and its committees on all their deliberations insofar as practicable, except as modified by statute or rule with the exception that the Chairman shall vote.

## **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 members of a special committee. A special committee may report recommendations to the Board for appropriate action and shall be automatically dissolved when their 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. Recommendations of a Committee of the Whole shall be placed on the Board agenda pursuant to Section 4.5.
- 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 third Thursday of each month at such time that the Board or the Committee of the Whole shall determine.
  - B. All regular meetings of the Committee of the Whole shall be held in the Board of Commissioner's Chambers unless the Board or the Committee of the Whole shall otherwise specify.
  - C. Minutes shall be prepared for all meetings pursuant to [MCL 15.269](#) and shall be a public record.
- 5.4 Order of Business for Committee of the Whole Meetings.** The order of business shall be as follows:
- A. Call to Order
  - B. Invocation
  - C. Pledge of Allegiance
  - D. Roll/Call
  - E. Public Comment (On Agenda Items Only)- Limit to 3 minutes/person
  - F. Additions/Deletions to the Agenda
  - G. Approval of the Agenda
  - H. Approval of the Minutes
  - I. Finance Report
  - J. Unfinished Business
  - K. New Business
  - L. Public Comment - Limit to 3 minutes/person
  - M. Closed Session, if needed
  - N. Board member Comments/Announcements
  - O. Adjournment

- 5.5 **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.

## **ARTICLE VI - AMENDMENT**

- 6.1 **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.