

BYLAWS
CENTRAL CONNECTICUT REGIONAL PLANNING AGENCY

ARTICLE I - NAME

The name of this organization is the Central Connecticut Regional Planning Agency (the "Agency").

ARTICLE II - PURPOSE

The Agency shall have such rights, powers and duties as are conferred or imposed upon it by the regional planning provisions of Chapter 127 of the General Statutes of the State of Connecticut and any amendments thereto. These purposes include, but are not limited to, the completion of basic studies such as the regional plan of development, land use plans, housing needs assessments, the regional transportation plan, descriptions of transportation features, and services, regional strategic economic development plans, and plans related to parks, playgrounds, recreation areas, schools, public institutions, public utilities, energy efficiency and pollution abatement, and the provision of such other assistance to municipalities in related areas as in the opinion of the Agency, will be beneficial to the Region.

Pursuant to Agency Board Resolution No. 215 adopted 12/01/94, the Agency serves as the administrator of ADA (Federal Americans with Disabilities Act) Paratransit Services for the Region and also uses the name "Central Connecticut Regional Planning Agency - Paratransit Service (CCRPA-PS)."

ARTICLE III - GOVERNING BOARD

The Agency is governed by a Board which includes representatives from the member towns who are selected in accordance with Chapter 127, Section 8-31 of the General Statutes of Connecticut. Questions concerning terms of office, and the authorized representative from any particular member municipality are resolved by reference to the most recent certification from the Town Clerk of the municipality.

In the event a member of the Agency Board resigns, a copy of the letter of resignation shall be filed with the Agency Secretary.

After three consecutive unexcused absences Board members shall be sent a letter asking whether they are interested in continuing to serve. A copy of the letter will be given to the member's appointing official/commission.

ARTICLE IV - MEETINGS

A) REGULAR MEETINGS - Unless otherwise determined, the Board shall meet at 7:30 P.M. on the first Thursday of every month except in July and August.

B) ANNUAL MEETING - Unless otherwise determined by the Agency Board, the annual meeting of the Agency shall be held on the First Thursday in June.

C) SPECIAL MEETINGS - Special meetings may be called by the Agency Board Chairperson, or by petition to the Secretary by 20% of the Agency Board members representing at least three towns.

D) CALL OF MEETINGS - Each Agency Board Member will be sent a meeting agenda and minutes from the previous meeting, at least seven days in advance of the meeting. Any business not on an Agenda may be considered and acted upon by the Board provided it is added to the agenda by a two-thirds vote of the members present.

E) QUORUM - For the conduct of business, Agency Board Members representing four or more member municipalities must be present. If a quorum is not present, those present may set a time, place and date for an adjourned meeting, provided that notice of such adjourned meeting shall be mailed to each member who was not present.

F) VOTING - Each duly appointed individual shall have one vote on matters before the Agency Board. Actions of the Agency Board shall be by majority vote of those present and voting; provided, however, that adoption of a

regional plan of development, or any part or amendment thereof, shall be by the affirmative vote of not less than a majority of the members.

ARTICLE V - OFFICERS

A) TERMS - Offices shall include a Chairperson, Vice Chairperson, Secretary, and Treasurer, who shall be elected at the annual meeting and shall serve from July 1 to June 30 one year hence, until the next annual meeting, or until their successors have been elected. In the event of a vacancy, a successor shall be elected at the next meeting of the Agency Board to serve the unexpired term.

B) SELECTION - Officers shall be chosen from duly appointed or elected representatives from different municipalities by vote of the Agency Board after nominations from the floor and from a nominating committee at the annual meeting. No individual can be elected to a given office for more than two consecutive terms. The nominating committee shall be composed of one representative from each member municipality who shall be appointed by the Chairperson and confirmed by majority vote of the members present and voting at the regular meeting two months prior to the annual meeting. When three or more are nominated for any office, the final two nominees shall be selected by a plurality on the first ballot. The two nominees who receive the greatest number of votes shall be considered nominees for the office and a second vote will then be held.

C) REMOVAL - Officers may be removed by majority vote of the Agency Board with at least three member municipalities represented in the majority.

D) CHAIRPERSON - The Chairperson shall preside at all meetings. The Chairperson shall sign all official reports, plans and publications which have been adopted by the Agency, and when authorized, shall sign contracts in the name of the Agency. As a member of the Agency Board, the Chairperson shall have the right to vote on all matters which may come before the Agency. The Chairperson shall be a member of all standing and special committees, ex officio without vote, except in the case of a tie, or when required for a quorum. The Chairperson shall be responsible for selecting all standing committee members and Chairpersons, subject to confirmation by the Agency Board. During the temporary absence or incapacity of the Treasurer, the Chairperson shall assume the duties of the Treasurer and the Chairperson shall be bonded by the Agency.

E) VICE CHAIRPERSON - In the absence of the Chairperson, the Vice Chairperson shall assume the powers and duties of the Chairperson.

F) TREASURER - In the absence of the Chairperson and Vice Chairperson, the Treasurer shall preside over Agency Board meetings. The Treasurer shall oversee the receipt of all money, property and securities delivered to the Agency. The Treasurer shall require the deposit of all money so received to the credit of the Agency in a bank, or banks, selected by the Agency Board. The Treasurer shall ratify all disbursements. The Treasurer shall assure that Agency staff keeps an accurate record of receipts and disbursements and shall assure that a report thereon is made at each regular Agency Board meeting. The Treasurer shall submit the books and records for annual audit under the provisions of U.S. Government Auditing Standards. The Treasurer shall be bonded by the Agency.

G) SECRETARY - In the absence of the Chairperson, Vice Chairperson, and Treasurer, the Secretary shall preside over Agency Board meetings. The Secretary shall oversee the staff as the keeper of the official records. Such records shall be open to inspection at reasonable times and places by the Agency members and the public. In the absence of the Secretary at a meeting of the Agency, the Chairperson shall appoint a Secretary Pro Tem.

ARTICLE VI - COMMITTEES

A) STANDING COMMITTEES - Shall be appointed at, or after, the Annual Meeting to serve until their successors are appointed. Each member municipality shall be represented on each Standing Committee. A quorum for committee action shall be 50% of the committee membership. Vacancies may be filled by the Agency Chairperson subject to approval by majority vote of the Agency Board at the next regular meeting.

B) PROGRAM, FINANCE AND PERSONNEL (PFP) COMMITTEE - The PFP Committee shall prepare and recommend a budget to the Agency Board for adoption at the Annual meeting; shall supervise the annual audit of the Agency's books and records; and shall employ auditors approved by the State of Connecticut Tax Department.

The PFP shall also exercise those duties required of it by the Agency's Administrative and Personnel Policies.

The PFP Committee shall have final authority regarding the employment, probationary period reviews, evaluations, grievances and potential termination of the Executive Director. Such actions shall be approved by those present and voting, and based on a majority affirmative vote.

C) COMPREHENSIVE PLAN COMMITTEE (CPC) - The CPC is responsible for the preparation of the Agency's planning and programming policy and acts on behalf of the Agency Board in relation to all types of referrals requiring an advisory report, providing that the CPC decision is unanimous. The CPC includes one representative from each municipality and is subject to all Agency meeting notice and citizen participation requirements and/or procedures. The CPC may recommend that significant planning, programming, and/or referral items be acted upon by the full Agency even if the Committee decision on the item is unanimous.

Staff shall act on behalf of the Agency in response to all referrals received during the summer months when the CPC does not meet. A full account of summer referral activity shall be provided to the CPC Members at the following September regular meeting. In cases where referrals are deemed significant by the CPC Chairperson a special CPC summer meeting may be called

D) LEGISLATIVE ACTIVITY COMMITTEE (LAC) - The LAC shall be responsible for keeping the Agency advised of proposed legislation which might affect the work or recommendations of the Agency. The Committee shall also be responsible for establishing and supervising working relationships between the Agency and Federal, State, and Local Agencies whose work will affect, or be affected by, the Agency's programs .

E) SPECIAL COMMITTEES - The Agency Board may appoint such special committees from time to time as it may see fit with such powers and duties as the Agency may determine, consistent with law and these bylaws, and consisting of such number of persons, whether of the Agency or not, to be chosen, appointed or elected as the Agency may determine.

F) PENSION TRUSTEES - The Agency participates in a Pension Plan for its employees. The Pension Plan names Trustees for the Plan which are members of the Agency Board, and which change from time to time. It is the Agency's policy that there should be three Trustees for the Pension Plan, and that one of them should be the Chair of the Program, Finance, and Personnel Committee.

ARTICLE VII - STAFFING

Within the approved budget, and in a manner prescribed by the Agency Board, technical and clerical staff, and consultants may be employed to carry out the Agency's work .

ARTICLE VIII - REPORTS AND PLANS

All reports and plans adopted by the Agency, shall be filed with the chief executive officer, municipal clerk, planning commission and zoning commission, if any, of each member municipality and with the Connecticut Office of Policy and Management. Such reports shall include the annual report, reports on the several elements of the regional plan and the annual budget, but shall not include such reports as are incidental to the conduct of business by the Agency, unless so voted by the Agency Board.

ARTICLE IX - FINANCING

A) Acceptance of gifts, bequests, grants and contributions may only be approved by the Agency Board.

B) Requests for approval of expenditures shall be made upon forms, and by procedures, authorized by the PFP Committee and approved by the Agency Board.

ARTICLE X - AMENDMENTS

These Bylaws may be amended by a vote of two-thirds of the members present and voting at an Agency Board meeting, provided that notice of the complete text of the proposed amendment shall have been mailed with the call of the meeting to all members.

ARTICLE XI - GENERAL

A) These bylaws shall become effective immediately upon their adoption.

B) All meetings shall be conducted in accordance with these bylaws, where they apply, and, otherwise, in accordance with Roberts Rules of Order, Revised.

C) Code of Ethics

No Agency Board or staff member, shall engage in or participate in any business or transaction, including outside employment with a private business, or have an interest, direct or indirect, which is incompatible with the proper discharge of the individual's office responsibilities in the public interest, or which would tend to cloud independent judgment or action in the performance of the individuals' official responsibilities. No Agency Board or staff member shall solicit or accept any gift worth forty-five (45) dollars or more from any person or entity which, to the Agency Board or staff member's knowledge, is interested in any pending matter within such individual's official responsibility.

Agency Board and staff members shall not vote on, or otherwise participate in the discussion of any matter before the Agency which involves a business with which s/he is associated, or an individual with whom s/he is associated, or immediately related, who has a financial, or personal interest in the transaction or contract, involving, but not limited to, the sale of real estate, material, supplies or services. In the event of such a conflict, the individual involved shall verbally describe the nature and extent of such interest to the Agency Board, or committee involved, which will determine whether the individual should be disqualified from participation in the decision-making on the matter. Failure to describe such a potential conflict may result in removal from the Board, and/or notification of this failure to the respective municipality by the Agency. Notwithstanding the above, however, a public employee or public official may vote or otherwise participate in a matter if it involves a determination of general policy which involves an interest shared with a substantial segment of the population .

Revised: 10/02/03; 10/06/05; 09/04/08; 090309

Executive Director