

## **Bylaws Working Group Meeting Notes – January 14, 2019**

Attendance: Steve Lotspeich, Julie Potter, Bonnie Waninger, Nancy Chartrand

Meeting was called to order at 3:07 by Julie Potter.

**Agenda Changes:** Need to approve minutes from last meeting.

**Public Comment:** None

Minutes reviewed. S. Lotspeich moved J. Potter, seconded. Motion carried.

### **Discussion of CVRPC and other RPC Bylaws:**

The title of the document will remain with Articles of Constitution & Bylaws following research that was conducted regarding the need to maintain this language.

Section 202 – General Purpose: discussion regarding the language used. S. Lotspeich advised he like prior draft language better and that the 1<sup>st</sup> paragraph was very narrow. J. Potter suggested merging the two versions and amending as appropriate.

Section 204 – Municipal Planning  
Line 2 - add 'committees' following energy.

Section 206 – Municipal Service Agreements  
J. Potter explained what the agreements are and the need for the bylaws to enable such agreements.

Article 3:  
Line 35 – Parking Lot: S. Lotspeich advised what TAC's discussion had been on this issue in the past. J. Potter advised of her experience with this type of interaction at CCRPC and how other RPCs, including CVRPC have handled incorporating these types of members. Suggested we bring this issue to the EC for discussion.

Section 402: Officers  
Line 12 – Parking Lot: Discussion on how other RPCs are structured; and if we make a change in structure that we still keep EC at 7 members. Suggested we bring this issue to the EC for discussion and recommend combining Secretary/Treasurer and adding an "at large" member.  
Page 6, Line 5 – discussion on EC role in audit – Amend to "review and accept the annual audit".  
Line 11 – discussion on how these policies are currently handled; which was confirmed is by EC.  
Line 21 – add 'municipalities' at end of sentence.

Bonnie Waninger joined the meeting at 3:35. Additional discussion on signing of checks as well as other financial controls ensued. Suggested we bring this issue to the EC for discussion on how much Board oversight is appropriate.

Page 5, Line 46 – substitute 'organizational plan' for strategic plan.

Page 6 - Nominating Committee – discussion on adding duties related to recruitment and recommendation of members for other Board committees, as well as framing for setting up the Nominating Committee.

J. Potter requested S. Lotspeich review the TAC information on pages 8 and 9.

Section 404 – Page 7 – Line 34: Remove 1<sup>st</sup> sentence in #2.

Line 44: change to ‘relative to conformance with the Regional Plan’ vs. ‘criteria for Substantial Regional Impact’.

Page 8 – Line 2: remove ‘identified as having for Substantial Regional Impact’.

C, D & E – should be removed.

Line 24 – amend language to ensure there is a balance of at least two Commissioners with any alternates serving.

Line 25 – discussion ensued on elected vs. appointed (i.e. accepting Nominating Committee slate vs. each individual Committee, with the exception of PRC) and how this should be balloted.

Discussion about staff support to generate a survey or poll to facilitate sign-ups for Committees.

**Next Steps | Next Meeting:** Tentatively scheduled for 1/23/19, pending Steve’s confirmation.

Meeting adjourned at 4:35 pm.

Respectfully submitted,

Nancy Chartrand  
Office Manager