



CASS COUNTY BOARD OF PUBLIC WORKS

BYLAWS

MARCH 23, 2015

ARTICLE I

ORGANIZATION

The Cass County Board of Public Works was established by resolution of the Cass County Board of Commissioners on July 08, 1969 pursuant to Michigan County Department and Board of Public Works Act 185 of the Public Acts of Michigan of 1957, as amended ("[Act 185](#)"). The Board of Public Works will operate under the general control of the Board of Commissioners. The Board of Public Works shall have all of the powers and responsibility granted pursuant to the provisions of [Act 185](#). The Board of Public Works will consist of seven (7) members appointed by the Board of Commissioners and as further described in Article II of these bylaws. To effectively conduct its business, the Board of Public Works has adopted these bylaws.

ARTICLE II

BOARD ORGANIZATION

Section 2.01 **Board Membership:** The Board of Public Works shall be under the general control of the Cass County Board of Commissioners, and shall consist of seven (7) members, as determined by the Board of Commissioners, and such members shall be appointed or removed by the Board of Commissioner, with confirmation of such appointments or removal by a majority of the Board of Commissioners.

The Board member representing the Board of Commissioners is expected to maintain a liaison with the Board of Commissioners and shall bring before the Board any matter which may require consideration and discussion. However, the tenure of the office on the Board of Public Works is terminated whenever he/she ceases to be a member of the Board of Commissioners.

The Cass County Drain Commissioner shall be appointed as a member of the Board of Public Works; provided, however, that the tenure of the office on the Board of Public Works is terminated whenever he/she ceases to be the County Drain Commissioner.

Section 2.02 **Terms of Members:** Each member, other than the County Drain Commissioner, shall be appointed for a term of three (3) years. The terms of the members shall be staggered such that the terms of only two members expire in any single year. Each term shall expire at noon on January 1 of each respective year and each member shall hold office thereafter until his/her successor is qualified and appointed.

Section 2.03 **Board Vacancies:** When a vacancy occurs on the Board, either by death, resignation or removal, the vacancy shall be filled by the County Board of Commissioners for the unexpired term.

Section 2.04 **Compensation:** The compensation of the members of the Board of Public Works, if any, shall be as established by the separate resolution of the Board of Commissioner; however, reimbursement shall be paid any member of the Board for actual, reasonable and necessary expenses incurred in performance of their duties.

Section 2.05 **Neglect of Duties:** Any member who shall have three (3) or more consecutive unexcused absences from the regular meetings of the Board of Public Works shall be deemed to have vacated his/her office and said vacancy shall be filled by the Board of Commissioners for the unexpired term.

Section 2.06 **Officers:** The Board shall elect each year during the month of January a Chairperson, Vice-Chairperson and Secretary, however, if the Board does not meet in January such elections shall be at the first meeting of the Board following the month of January. In addition, the Board shall elect a Deputy Secretary whose duties shall be to perform any act imposed by the above officers or their agents.

Section 2.07 **Powers and Duties:** The Board of Public Works shall have such powers and duties as set forth in Act 185, as amended from time to time, and as assigned to the Board by the Cass County Board of Commissioners.

Section 2.08 **Indemnification:** The County shall indemnify and save harmless all Board members against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceedings in which they are made parties by reason of being or having been a Board member, except in relation to matters as to which any member shall be adjudged in such conduct in their 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 III

OFFICERS

Section 3.01 **Chairperson:** The Chairperson shall be elected by and from the membership of the Board. His/Her duties and powers shall include the following.

1. Preside at all meetings of the Board.
2. Appoint all standing and special committees of the Board and all commissions or agencies established by the Board.
3. Appoint representatives for attendance at state or district conferences or service on state and district committees.
4. Serve as an ex-officio member of all committees and sub-committees of the Board.
5. Affix his/her signature to all contracts, bonds and other documents requiring the signature of the Chairperson provided such contract, bond or document has been approved by the Board if such prior approval is required by law or required by the Board.
6. Be the ceremonial representative of the Board and shall perform such other duties as specified by law, the Cass County Board of Commissioners or by custom.

Section 3.02 **Vice-Chairperson:** The Vice-Chairperson shall be elected by and from the members of the Board; He/She shall preside in the absence of the Chairperson and shall perform such duties as may from time to time be assigned.

Section 3.03 **Secretary:** The Secretary shall be elected by and from the members of the Board and shall be the Secretary of the Board. It shall be the duty of the Secretary, or in his/her absence the deputy secretary, to:

1. Record all proceedings and actions of the Board.
2. Preserve and file all accounts acted on by the Board.

3. Prepare, subject to the approval of the Chairperson, copies of the minutes of the proceedings of the Board for distribution to the members of the Board.
4. Perform such other and further duties as the Board may by resolution require.

Section 3.04 **Deputy Secretary:** The Board may elect each year a Deputy Secretary to perform such duties as may from time to time be designed.

ARTICLE IV

MEETINGS

Section 4.01 **Regular Meetings:** Except as otherwise required by law, the regular meeting of the Board shall be held on the Wednesday following the second Monday of each month at seven-thirty (7:30) p.m. in the Kincheloe Room of the Cass County Historic Court House, unless the Board shall otherwise specify. If a regular meeting date shall be a national holiday, the meeting shall be held on an alternative date as specified by the Chairperson.

Section 4.02 **Special Meetings:** Special meetings may be called by the Chairperson or any two (2) members of the Board upon written notice to each member or left at his/her place of residence at least twenty four (24) hours prior to such meeting. Members may waive notice of any special meeting either before or after the holding thereof. The attendance of a member at a meeting constitutes a waiver of notice of the meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 4.03 **Order of Business for Regular Meetings:** The order of business for regular meetings will be as follows:

1. Call to Order
2. Roll Call
3. Approval of Agenda
4. Public Comments

5. Approval of Minutes
6. Communications
7. Old Business
8. New Business
9. Announcements
10. Member's Comments
11. Citizen's Comments (for items not on the agenda)
12. Adjournment

Section 4.04 **Adjourned Meetings:** Any legal meeting of the Board may be adjourned from time to time as the Board may deem necessary.

Section 4.05 **Quorum** A majority of the members shall constitute a quorum for the transaction of the ordinary business of this Board.

Section 4.06 **Voting** Except as otherwise provided by statute, all questions shall be determined by the votes of the majority of the members present.

Section 4.07 **Citizen Participation** Any citizen may comment upon agenda items during Public Comments. Citizens, after being recognized, shall identify themselves by name and address and shall limit their presentation to three (3) minutes unless the time is otherwise extended by the Chairperson or by vote of the Board. Any citizen may comment upon non-agenda items during Citizen's Comments. Citizens, after being recognized, shall identify themselves by name and address and shall limit their presentation to three (3) minutes unless time is otherwise extended by the Chairperson or by vote of the Board.

Section 4.08 **Distribution of Minutes:** A copy of the proposed minutes shall be mailed to each member prior to the next regular meeting.

Section 4.09 **Board Orders, Record:** Every order, resolution and determination of the Board shall be recorded in the records of the Board.

Section 4.10 **Rules of Order** Robert's Rules of Order, as amended from time to time, shall govern the Board and its committees in all deliberations, except as modified by these Bylaws and Rules. The Rules of Order

may be suspended at any meeting by a two-thirds (2/3) vote of those members present.

ARTICLE V

COMMITTEES OF THE BOARD

Section 5.01 **Committees:** The Board shall appoint such committees as are deemed necessary and proper.

Section 5.02 **Appointment of Committees:** The Chairperson of the Board shall have the power to appoint to such committees such members as shall be required.

ARTICLE VI

RULES OF GENERAL CONDUCT AND PROCEDURES

Section 6.01 **General Conduct:** A member shall not use profane, intemperate or discourteous language or conduct.

Section 6.02 **Conflict of Interest:** No member shall directly or indirectly be a member to any contract between himself/herself and the County of Cass or recommend or encourage any contract between the County of Cass and a relative or the employment of a relative, except upon proper disclosure to the Board at a public meeting. A relative shall include any member of the immediate family, grandchild, parent, grandparent, uncle, aunt, first or second cousin, niece or nephew. This provision herein shall be in addition to any conflict of interest provision now or hereinafter established by law.

Section 6.03 **False Statements:** No member shall make false statement for the purpose of receiving compensation or reimbursement for expenditures.

Section 6.04 **Enforcement:** No penalty shall be assessed against any member for the violation of the rules of conduct except on the filing of written charges and a hearing before the entire Board. No member shall be

found guilty except on three-fifth's (3/5) vote of the entire Board and the punishment may include censure or such other penalty as may be provided by law.

Section 6.05 Previous Question Every member present shall have an opportunity to speak to a question before there may be a call for a vote.

ARTICLE VII

AMENDMENT

The Board shall have the power to make, alter, amend, change, add to or repeal the Bylaws and Rules of the Cass County Board of Public Works by a majority vote of the members of the entire Board at any regular or special meeting, provided notice of the intention to amend has been included on the agenda and provided that such alteration, amendment, change, addition or repeal is approved by the Cass County Board of Commissioners.