



NORTH COUNTRY COUNCIL BYLAWS

Article I. Name

The name of this regional organization shall be the North Country Council. North Country Council is a Regional Planning Commission and Economic Development District.

Article II. Legal Authority

The Council is a legal subdivision of the State of New Hampshire as authorized in RSA Chapter 36.

Article III. Area Served

The area served by the Council for the purposes of the Regional Planning Commission shall be as delineated by the NH Office of Energy and Planning. The area served by the Economic Development District, as authorized by the US Department of Commerce Economic Development Administration, includes the entirety of the Regional Planning Commission in addition to all of Grafton County.

Section III.01 The Council may delineate subregional districts, within the area served, for administrative purposes to address regional planning issues, special projects, and community assistance.

Article IV. Purpose

The purpose of the Council shall be to:

Section IV.01 Maintain the identity, uniqueness, and integrity of each community in the region while promoting a spirit of regional cooperation and a sense of regional community.

Section IV.02 Help solve regional issues by making policies, setting priorities, approving programs and projects, and devising the means to carry out decisions.

Section IV.03 Provide a unified voice for the region's communities on regional issues in relations with the state and federal governments, and to provide assistance to meet state and federal project review and

approval procedures.

- Section IV.04 Encourage intergovernmental policy planning and coordination, linking local, state, and federal government for effective action.
- Section IV.05 Promote widespread public understanding and discussion of regional issues and problems.
- Section IV.06 Provide a regional body for a review of the inter-relationships of the needs of the municipalities and counties and propose projects to satisfy such needs.
- Section IV.07 Provide planning assistance to local communities as requested by said communities within budget and staff resources.
- Section IV.08 Participate actively in the economic development of the North Country, facilitating the formulation of a Comprehensive Economic Development Strategy.

Article V. Membership

A municipality or county may be a member of the Council after paying membership dues. Failure of the municipality or county to pay its assessed dues shall constitute a termination of the municipality's or county's vote in Council affairs and the eligibility to appoint Commissioners (formerly called Representatives) to the Council. Members shall pay dues to the Council in accordance with the NHRSA Chapter 36:49.

- Section V.01 Municipalities and counties shall be members of the Council on an annual basis.
- Section V.02 In towns, Commissioners are nominated by the Planning Board and appointed by the Selectboard. In cities, Commissioners are nominated by the Planning Board and appointed by the City Council. In counties, Commissioners are nominated by the Planning Board, if any, and appointed by the County Commissioners. Municipal Commissioners shall be residents of their communities. County Commissioners shall be residents of the county.
- Section V.03 Each member municipality and county shall be entitled to two (2) Commissioners who shall have rights as prescribed by these Bylaws and shall be known and referred to as Commissioners. A municipality with a population in excess of 10,000 in the most recent decennial federal census shall be entitled to a third Commissioner.
- Section V.04 The term of office of each Commissioner shall be four years. Any Commissioner may be reappointed upon expiration of the term.

Section V.05 All Commissioners serve without compensation, but may be reimbursed by the Council for necessary and reasonable expenses, as authorized by the Executive Committee.

Article VI. North Country Council Commissioners

Section VI.01 Powers and Duties of the NCC Commissioners:

- a) Review, advise on and approve Regional Plans.
- b) Review, advise on and approve the Housing Needs Assessment.
- c) Elect the Board of Directors and Officers of the Council from among the NCC Commissioners, at an Annual Meeting of the Council.
- d) Approve and adopt an Annual Budget and Work Plan.
- e) Commissioners shall attend meetings of the Council when there is business to conduct.
- f) Commissioners may serve on Committees of the Council.
- g) Set the annual municipal and county dues.
- h) Act as liaison between the municipalities/counties they represent and the Council.
- i) Keep the Council informed of local issues and interests.
- j) Approve any changes to the North Country Council Bylaws.

Section VI.02 Quorum for NCC Commissioner Meetings

A quorum for NCC Commissioner meetings will be met when 25% of the member municipalities are represented and two of the Commissioners are also Board members.

Article VII. Officers

The officers of the Council shall include a Chair, Vice-Chair, Treasurer and Secretary who shall be voting members of the Council.

Section VII.01 No two officers may be from the same municipality.

Section VII.02 The Chair shall call meetings of the Council, and act as the presiding officer at these meetings. The Chair shall set the agenda for Board of Directors meetings and preside over Council meetings. The Chair shall perform such other duties as are customary to the office and as may be assigned by the Board of Directors.

Section VII.03 The Vice-Chair shall have such powers as may be assigned by the Board of Directors, or the Chair. In the case of the absence or incapacity of the Chair to act, the Vice-Chair shall act in the place of the Chair.

Section VII.04 The Secretary shall see that a record is kept of the proceedings of all meetings of the Council. The Secretary shall perform those duties normally incidental to the office of Secretary and such other

duties as may be assigned by the Board of Directors or the Chair.

- Section VII.05 The Treasurer shall have full oversight for the custody and safekeeping of all funds of the Council and shall have charge of their collection, receipt and disbursement. The Treasurer shall keep full and accurate accounts of the transactions of the office and shall submit reports to the Council and Board of Directors as they may require.
- Section VII.06 The Officers and Directors of the Council shall be elected by a majority of the Council Commissioners present at an annual meeting.
- Section VII.07 The terms of officers begin immediately following a vote at an annual meeting. The term shall be for one year or until the next vote at an annual meeting. Officers may serve more than one term in office.
- Section VII.08 The Board of Directors may fill vacancies in an office. Officers so appointed shall serve only for the balance of the term.

Article VIII Board of Directors

The Board of Directors shall consist of the Council officers and no more than nine additional members.

Section VIII.01 The Chair of the Council shall preside over Board of Directors meetings.

Section VIII.02 Powers and Duties of the Board of Directors:

- a) Establish Committees to accomplish the necessary work of the Council, and define the scope, purpose and tenure of any Committees.
- b) Appoint Committee members – who may or may not be from the Board of Directors.
- c) Hire, evaluate and relieve, if necessary, an Executive Director.
- d) Establish an ad hoc Committee who will make recommendations to the Board for an interim or permanent Executive Director.
- e) Consider recommendations from Committees.
- f) Approve contracts over \$10,000 that were not approved by the Commissioners as part of the Annual Budget and Work Plan.
- g) Authorize the Executive Director and/or officers to sign contracts.
- h) Appoint and/or recommend members to represent the Council on other Committees or Organizations with related interests. (e.g. Connecticut River Joint Commissions).
- i) Authorize sole source contracting for purchases consistent with the Council's Financial Policy.
- j) Report to the Council when appointed to outside Commissions/Organizations/ Committees.
- k) Serve on Committees of the Council.
- l) Establish the budget to present to the NCC Commissioners.

- m) Approve unanticipated expenses over \$5,000.
- n) Set policy for the Council in consultation with the Executive Director.

Section VIII.02 A quorum of the Board of Directors shall be met when both a majority of the Board is present and when two officers are present.

Section VIII.03 The Board of Directors shall comply in all respects with requirements of New Hampshire RSA 7:19-A regarding pecuniary benefits.

Article IX Committees

The Council, through its Board of Directors, may create and recognize committees. Committees may be organized to address specific interests of region wide interest, such as water and sewer systems, housing, transportation, environmental quality, solid waste planning and economic development programs.

Section IX.01 With the exception of the Transportation Advisory Committee, North Country Scenic Byway Council, and the Comprehensive Economic Development Strategy Committee - the Board of Directors shall establish committee composition and membership.

Section IX.02 Committees may have members who are not NCC Commissioners, as long as two Committee members are from the Board of Directors.

Section IX.03 Each committee shall elect a Chairman from those serving on the Committee.

Section IX.04 Committees shall report to the Board of Directors on a regular basis.

Article X Fiscal Year

The Council's fiscal year shall be from July 1 to June 30.

Article XI Annual Meeting

The Annual Meeting of the Council shall be held in the fall of the year, at a time and place to be selected by the Board of Directors.

Article XII Amendments

These bylaws may be amended by resolution of the Council at any regular or special meeting of the NCC Commissioners, provided that the following conditions have been met:

Section XII.01 That amendments to these bylaws shall be presented to the NCC

Commissioners ten (10) days prior to the date of the Council meeting at which they are to be discussed.

Section XII.02 There is a quorum of the NCC Commissioners at the meeting.

Section XII.02 The Bylaws are approved by a vote of two-thirds (2/3) of the members present at the meeting.

We certify that the Bylaws of the North Country Council were duly authorized as adopted on _____.

Chair

Vice-Chair

Treasurer

Secretary