

# LAKES REGION PLANNING COMMISSION, INC.

## BY- LAWS

Including Amendments through  
April, 1982  
June, 1998  
April, 2008  
October, 2017

### PROPOSED BYLAW AMENDMENT 2021

#### ARTICLE 1. LEGAL BASIS FOR PLANNING COMMISSION

- 1.1 The legal basis for the Regional Planning Commission is contained in Chapters 36:45 N.H. RSA.
- 1.2 The legal basis for the provision of technical assistance is contained in Chapter 292 N.H. RSA.

#### ARTICLE 2. NAME

- 2.1 The name of this Regional Planning Commission shall be:

"THE LAKES REGION PLANNING COMMISSION, INC." (DELETE HIGHLIGHTED SECTION)

#### ARTICLE 3. PURPOSE

- 3.1 The purpose of the Lakes Region Planning Commission shall be to promote the growth and prosperity of cities, towns and villages in the Lakes Region. This purpose will be advanced by promoting a spirit of regional cooperation and decision making; providing technical assistance, on request, to member communities; and otherwise serving as a regional planning commission as set forth in RSA 36:45-58.

#### ARTICLE 4. REPRESENTATION OF MEMBER MUNICIPALITIES AND THE COUNTIES

- 4.1 Each municipality and county which shall become a member of the Lakes Region Planning Commission, Inc. shall be entitled to representation on said Commission as provided by Chapter 36:46 N.H. RSA.
- 4.2 Representation

Representation on the Commission shall be by: Commissioners, Alternate Commissioners and Associate Commissioners.

Commissioners to the Lakes Region Planning Commission shall be persons from municipalities comprising Planning and Development Region #2 as delineated by Governor's Executive Order, which have fully paid current assessments.

4.3 Alternate Commissioners

Each member municipality or county may appoint Alternate Commissioners, who shall be authorized to act as Commissioners for the municipality in the absence of a Commissioner. In no case shall the total number of votes cast by a municipality or county exceed the authorized number of Commissioners.

4.4 Associate Commissioners

Municipalities, which have not paid current assessments or which are otherwise ineligible for full voting membership, but are nevertheless interested in Regional Planning, may be Associate Members and appoint Associate Commissioners to the Commission. The Lakes Region Planning Commission may also, by vote, accept as Associate Commissioners any person who has an interest in Regional Planning.

ARTICLE 5. VOTING PRIVILEGES

- 5.1 Commissioners shall have full voting privileges and shall be eligible to hold any office in the Commission, except those for which remuneration is provided. Alternate Commissioners may exercise the voting privileges of an absent Commissioner from his municipality or county.

ARTICLE 6. FINANCES

6.1 City and Town Appropriations to the Commission

The Commission shall prepare an annual budget and shall determine on a reasonable and equitable basis in relation to the current State valuations and population of municipalities the amount to be paid by each member. The amount to be paid by each member shall be certified to its municipal officers in sufficient time to allow an appropriation to be made.

The failure of a member to appropriate and pay the amount determined by the Commission within a year of the mailings of the assessment notice terminates its membership except as provided under Section 4.4.

ARTICLE 7. DUTIES AND RESPONSIBILITIES OF THE COMMISSION

7.1 Commission

The Commission shall be comprised of the Commissioners from each member municipality having voting rights as established by these Bylaws.

7.2 Duties

The Commission shall be the policy making body and, as such, shall establish positions to be taken on all matters of regional importance, shall determine the Goals and Objectives for the Regional Planning Program, and shall review and approve the Annual Work Program and Budget which shall provide the operational framework for the Executive Board.

7.3 Standing Rules

The Commission may adopt Standing Rules for the purpose of establishing Employee Policies, Financial Procedures and other Commission policies. Such Rules may be amended by a majority vote of the Commission at any regular meeting upon recommendation of the Executive Board.

7.4 Responsibilities

Commissioners shall attend all regular meetings of the Commission. In the event a Commissioner misses three (3) consecutive regular meetings, the appointing authority shall be so notified in writing by the Executive Board.

ARTICLE 8. EXECUTIVE BOARD AND STAFF

8.1 Executive Board

The officers of the Commission shall include a Chairman, a Vice-Chairman, a Secretary, a Treasurer and an Executive Board consisting of the previously mentioned officers, four (4) Area Commissioners and up to four (4) At Large Commissioners elected by the Commission. The Area Commissioners shall each reside within and represent one of the four geographic Areas within the LRPC Region as shown in Fig. 1 (Area Map). The four (4) At Large Commissioners shall provide the same geographic representation insofar as possible. Commissioners shall not be reimbursed for their services, but may be reimbursed for expenses incurred on behalf of the Commission upon approval of the Executive Board.

8.2 Staff

- a. The Staff of the Commission shall include an Executive Director.
- b. The Executive Director shall annually prepare and submit to the Executive Board a recommended schedule of personnel required to carry out the annual work program. Such schedule to include at a minimum the number of positions, job description and salary range.
- c. The Executive Board shall take action, as required, on the recommended schedule for submission to the Commission as part of the Annual Work Program and Budget.
- d. The Executive Director shall be responsible for filling the approved positions in a manner consistent with the Commission's Personnel Policies.
- e. Staff members shall not have voting powers in Commission affairs.

### 8.3 Nomination of Executive Board

A Nominating Committee of up to five (5) Commissioners shall be appointed by the Executive Board of the Commission at least one hundred eighty (180) days in advance of the Annual Commission meeting. The Nominating Committee shall consider the interest, ability and residency of Commissioner members in serving as members of the Executive Board. This information shall be used in preparing a ballot to be submitted to the Commission. The Nominating Committee may nominate one or more candidates for each office.

### 8.4 Election of Executive Board

The Executive Board shall be elected by the affirmative written ballots of a majority of the Commissioners voting at the Annual Meeting every two (2) years. The results of the ballots shall be totaled and announced at that meeting. Commissioners are privileged to vote for any qualified person, whether or not he be nominated by the Nominating Committee. In case no candidate for a particular office shall receive a majority of the votes cast, a second ballot shall be cast between the two candidates with the most votes. Then, in the event of a tie, the office will be determined by lot.

### 8.5 Terms of Office

The Chairman, Vice-Chairman, Secretary and Treasurer shall be elected for terms of two (2) years. The terms of office of Executive Board Members shall begin immediately after the Annual Meeting of each year at which they are declared elected and shall end immediately after the end of the Annual Meeting of each year at the end of their term; but officers shall hold office until their successors have been elected and assume the duties of the office.

### 8.6 Vacancies

The Executive Board may temporarily fill vacancies in office occurring between annual elections, Executive Board Members so elected to hold office only for the balance of the current year or until their successors are elected and assume the duties of the office.

### 8.7 Duties of Executive Board

The Executive Board shall be responsible for the carrying out of the Annual Work Program within the Budget as approved by the Commission.

For this purpose, the Executive Board is authorized to take all actions necessary to implement the Work Program, including but not limited to, approving and signing of contracts in the name of the Commission and publicizing the position of the Commission on matters of concern to local and Regional Planning issues.

The Chairman shall call meetings of the Commission and the Executive Board and shall preside at these meetings. He shall, except as otherwise provided, create and discharge standing committees and special committees and serve as a non-voting ex-officio

member of all committees, except in the case of a tie when he shall vote. He shall also perform such other duties as are customary to the office.

The Vice-Chairman shall act as Chairman in the absence or incapacity of the Chairman.

The Secretary shall perform such duties as are customary to the office, including responsible direction of such secretarial duties as are assigned by these By-laws, and shall put into effect the directives of the Commission.

The duties of the Recording Secretary may be assigned to the Commission's staff by the Commission. In the absence of the Secretary at any meeting, a Secretary Pro Tem shall be appointed by the Chairman for that meeting.

The Treasurer shall perform such duties as are customary to the office, including responsible direction of such financial duties as are assigned by these By-laws and shall put into effect the directives of the Commission.

The Treasurer, Chairman, and Vice-Chairman shall be bonded for the faithful performance of their duties if and when so voted by the Commission in an amount to be determined and approved by the Commission. The premiums for such bonds shall be paid from Commission funds.

It is the duty of the Area Commissioner to convene Area meetings and bring issues of local concern to the attention of the Executive Board, along with representing the interest of the Commissioners in their area on any matters that may come to a vote before the Executive Board. It is also the responsibility of the Area Commissioner to bring certain matters as requested by the Executive Board to the attention of the Commissioners within their area for consideration and recommendations.

Any contract previously approved by the Executive Board may be signed by the Executive Director, with confirmation by the Chairman. If such confirmation is given verbally, it shall be confirmed in writing by the Chairman within thirty (30) days.

#### 8.8 Duties of Staff

The Executive Director shall be in charge of the office and all other employed staff; shall conduct a regional planning program subject to the approval of the Executive Board; shall be in charge of all general correspondence of the Commission; shall prepare an annual budget, including estimated revenues and expenditures for the fiscal year, to be reviewed by the Executive Board prior to submission for approval by the Commission; and shall keep accounts which shall at all times be open to inspection by the Officers and Executive Board and which shall be submitted for an annual auditing as prescribed by the Executive Board. He shall be bonded for the faithful performance of his duties and shall further undertake such other duties as the Executive Board shall assign to him.

#### 8.9 Annual Reports

The Executive Director shall prepare an annual written report which shall be presented to the Commission at its first meeting following the Annual Meeting, including an

audited statement by a C.P.A. as of June 30. He shall also submit monthly financial reports to the Executive Board.

## ARTICLE 9. MEETINGS

### 9.1 Commission Meetings

There shall be at least two meetings a year of the entire Commission to be held at a time and place to be determined by the Executive Board which shall best serve the convenience of the greatest number of Commissioners. The Annual Meeting shall be held in June.

#### 9.1.1 Area Commission Meetings

There shall be at least one (1) and up to two (2) meetings a year of the Commission in each of the four Areas hosted by the Commissioners from each of the four Areas.

### 9.2 Additional Meetings

Additional meetings may be called by the Chairman or by a majority vote of the Executive Board.

### 9.3 Notice of Meetings

Seven (7) days notice of all meetings of the Commission shall be mailed by the Secretary or Executive Director to all Commissioners, Alternate Commissioners and Associate Commissioners, except in an emergency, when, with the approval of a majority of the Executive Board, the Chairman may call a meeting on shorter notice. Distribution of a semi-annual calendar of meetings shall meet the requirement for a meeting notice if a reminder is distributed to the Commissioners prior to each meeting.

### 9.4 Minutes of Meetings

Minutes of all monthly meetings of the Commission and the Executive Board shall be kept by the Secretary or a person designated by the Executive Board

### 9.5 Meetings of the Executive Board

Meetings of the Executive Board shall be called by the Chairman as frequently as, in his judgment, the accumulation of business to be transacted shall demand and at places and times to be determined by him.

### 9.6 Quorum

#### 9.6.1 Commission/and Area Meetings

Commissioners from 50% 51% of the member municipalities, which have voting privileges and which have appointed at least one Commissioner, shall constitute a quorum. In circumstances when a quorum is not present and when Commission action is essential, the Chairman may declare a quorum upon the

unanimous approval of those Commissioners present. (DELETE HIGHLIGHTED SECTION)

#### 9.6.2 Executive Board

Seven (7) Executive Board Members shall constitute a quorum.

In circumstances when a quorum is not present and when Executive Board action is essential, the Chairman may declare a quorum upon the unanimous approval of those Executive Board Members present. (DELETE HIGHLIGHTED SECTION)

#### 9.7 Parliamentary Procedures

Roberts Rule of Order, as amended, shall govern in questions of parliamentary procedure, except as herein otherwise provided.

#### 9.8 ***Electronic Participation in Meetings (ADD ENTIRE NEW SECTION)***

The Lakes Region Planning Commission, its Executive Committee, Transportation Technical Advisory Committee and any other committee or sub-committee that may be established shall allow one or more members of those bodies to participate in a meeting by electronic means of communication for the benefit of the public and the specific committee subject to the provisions of RSA 91-A:2, III.

Except in cases of emergency as defined in RSA 91-A: 2, III (b), a quorum of the Commission, Executive Committee, Technical Advisory Committee or any other committee or sub-committee shall be physically present at the location specified in the meeting notice as the location of the meeting.

To follow the provisions of RSA 91-A:2, III, if any Commission and/or committee member(s) participates in a meeting by electronic means, the following must occur:

1. Each member of the public body participating virtually must articulate for the minutes why they cannot physically attend the meeting (i.e. the member cannot participate due to work, health, or personal reasons);
2. Each member participating virtually must identify other persons present in the location from which the member is participating.
3. Each part of the meeting must be audible “or otherwise discernable” to the public at the location of the meeting, and
4. All votes taken during the meeting must be roll call votes recorded in the minutes.

#### ARTICLE 10. AMENDMENTS

Upon authorization of the Executive Board or upon request by resolution through written ballot by a majority of the Commissioners a proposed amendment to the By-laws shall first be submitted to the Commissioners in preliminary form for consideration and comment for a period of not less than thirty (30) days. Not later than thirty (30) days after this period, the Executive Board shall submit to the Commission a report summarizing the comments received by, and recommendations of, the Executive Board and the proposed amendment in final form as a written ballot. Adoption of any amendments shall require **(ADD "a Quorum and")** the affirmative vote of a two-thirds (2/3) majority of the Commissioners present and voting.

#### ARTICLE 11. SAVING CLAUSE

Any portion of these By-laws found to be contrary to law shall not invalidate other portions.