

BY-LAWS
of the
EAST CENTRAL WISCONSIN REGIONAL PLANNING COMMISSION

As amended on July 24, 2024

Adopted September 27, 1972
As Amended February 8, 1973
As Amended March 11, 1976
As Amended May 13, 1976
As Amended May 8, 1980
As Amended May 14, 1981
As Amended May 13, 1982
As Amended April 25, 1985
As Amended April 28, 1988
As Amended April 26, 1990
As Amended April 30, 1993
As Amended April 28, 1995
As Amended May 23, 2001
As Amended April 26, 2002
As Amended April 27, 2006
As Amended, April, 25, 2008
As Amended, October 30, 2009
As Amended, April 29, 2011
As Amended, October 26, 2013
As Amended, April 25, 2014
As Amended, July 25, 2014
As Amended, January 30, 2015
As Amended July 26, 2019
As Amended April 30, 2021
As Amended April 28, 2023
As Amended October 27, 2023
As Amended July 24, 2024

These By-laws were adopted by the Commission on the 27th day of September, 1972, as further amended on the 8th day of February, 1973, the 11th day of March, 1976, the 13th day of May, 1976, the 8th day of May, 1980, the 14th day of May, 1981, the 13th day of May, 1982, the 25th day of April, 1985, the 28th day of April, 1988, the 26th day of April, 1990, 30th day of April, the 28th day of April, 1995 the 23rd day of May, 2001, the 26th day of April, 2002, the 27th day of April, 2006, the 25th day of April, 2008, the 29th day of April, 2011, the 26th day of October, 2013, the 25th day of April, 2014, the 25th day of July, 2014, the 30th day of January, 2015, the 26th day of July, 2019, the 30th day of April, 2021, the 28th day of April, 2023, the 27th day of October, 2023, and the 24th day of July, 2024.

BY-LAWS
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EAST CENTRAL WISCONSIN REGIONAL PLANNING COMMISSION

PREAMBLE

These By-laws, consistent with the statutes of the State of Wisconsin, and the Articles of Organization of the East Central Wisconsin Regional Planning Commission, further define, regulate, and provide rules of procedure for the East Central Wisconsin Regional Planning Commission and those Committees and officers established by and responsible to it, and have been adopted by the Commission for that purpose. The word "Commission" used in these By-laws shall be construed to mean the East Central Wisconsin Regional Planning Commission. It is the express intent of the Commission and the purpose of these By-laws to advance the regional function of the Commission as provided for by applicable law and to carry on the business of regional metropolitan and non-metropolitan planning and development in all of its ramifications and branches and to render professional and technical services in conjunction therewith.

ARTICLE I - OFFICES

Section 1. The Commission shall establish its offices at such location as it may from time to time, except that such location will be within the East Central Wisconsin Region, which is comprised of the counties of Calumet, Fond du Lac, Menominee, Outagamie, Shawano, Waupaca, , and Winnebago.

ARTICLE II - POWERS, DUTIES AND RESPONSIBILITIES

Section 1. PURPOSE: The purposes for which the Commission is created are to engage in any lawful activity within the purposes for which regional planning commissions may be created under Section 66.0309 of the Wisconsin Statutes, as amended.

Section 2. POWERS, FUNCTIONS AND RESPONSIBILITIES: In general, the Commission shall have all of the powers necessary to enable it to perform its functions and promote regional planning.

The functions of the Commission shall be solely advisory to the local governments and local governmental officials comprising the area and shall include, but not be limited to, the following:

- A. The Commission may conduct all types of research studies, collect and analyze data, prepare maps, charts and tables and conduct all necessary studies for the accomplishment of its other duties.

- B. The Commission may make plans for the physical, social and economic development of the region and may adopt by resolution any plan or the portion of any plan so prepared as its official recommendation for the development of the region.
- C. The Commission may publicize and advertise its purposes, objectives and findings and may distribute reports thereon.
- D. The Commission may provide advisory services on regional planning problems to the local government units within the region and to other public and private agencies in matters relative to its functions and objectives.
- E. The Commission may act as a coordinating agency for programs and activities of such local units and agencies as they relate to its objectives.
- F. The Commission may accept aid in any form for the purpose of accomplishing regional planning for all governmental agencies whether local, state or federal if the conditions under which such aid is furnished is not incompatible with the provisions of Section 66.0309 of the Wisconsin Statutes, as amended.
- G. The Commission may accept gifts and grants from public or private individuals, entities or agencies if the conditions under which such grants are made in accordance with the accomplishment of its objectives.
- H. The Commission shall make an annual report of its activities to the legislative bodies of the local governmental units within the region and shall submit two copies of such report to the Wisconsin Legislative Reference Bureau per Wisconsin State Statutes § 66.0309(8)(b), as amended.
- I. The Commission shall prepare a comprehensive planning program for the physical development of the region and adopt a regional comprehensive plan consistent with Wisconsin State Statutes §66.1001(9) as outlined in the Wisconsin State Statutes §66.0309(9) and §66.0309(10), as amended. The Commission may amend, extend or add to the comprehensive planning program or carry any part of such matter into greater detail.
- J. The Commission shall annually on or before July 31 of each year prepare and approve a preliminary budget reflecting the cost of its operation and services to the participating governmental units within the region. The Commission's final budget shall be approved at the 1st Quarter meeting the year following.

ARTICLE III - MEETINGS

Section 1. ANNUAL MEETING: There shall be an annual meeting of the Commission in conjunction with, and following, the 2nd Quarter Meeting for the appointment of standing committee membership, a presentation of the Commission's Annual Report of its activities, approval of the regular Board and Committee schedule for the subsequent year, and any other business as may properly come before it.

Section 2. QUARTERLY MEETINGS: In addition to the annual meeting, quarterly meetings of

the Commission shall be held in each calendar quarter. When the agenda of any meeting does not include resolutions for deliberation by the Commission or consideration of said resolutions may be delayed to the next meeting without adversely impacting the work flow of the Commission, the Chairperson may cancel and then reschedule any meeting at their discretion, but may not cancel two consecutive meetings. The election of officers shall be conducted by the Commission at the 2nd Quarter meeting. The levy and draft annual budget shall be adopted by the Commission at the 2nd Quarter meeting. The annual budget and work program (not levy) shall be re-affirmed at the subsequent 1st Quarter meeting.

Section 3. SPECIAL MEETINGS: Special meetings may be called at any time by the Chairperson of the Commission. Special meetings shall also be called by the Chairperson upon written request by three or more members of the Commission.

Section 4. NOTICE OF MEETINGS: The Secretary of the Commission shall send to each and every member of the Commission notice of all meetings quarterly and the annual meeting, not less than five (5) days prior to said meetings and such notice shall state the day, time, place and general purpose of such meeting. Notices for special meetings, as described in Section 3 shall be e-mailed, mailed, or posted not less than three (3) business days prior to said meeting. In no case, shall an agenda, or amended agenda, be e-mailed or posted less than 24 hours in advance of said meeting.

Section 5. QUORUM: The presence at any meetings (including Standing Committees, unless otherwise noted) of a majority (defined as $\geq 50\%$) of the current Commission members, which majority shall also include representation from a majority (defined as $\geq 50\%$) of the member Counties assigned to the Committee, shall be necessary and sufficient to constitute a quorum for the transaction of any business and the election of officers. All matters relating to business shall require an affirmative vote of a simple majority of those members attending a legal meeting (when a quorum is present), unless otherwise noted in these By-laws as a 2/3 vote requirement.

Section 6. PUBLIC MEETINGS: Member County Planning/Zoning Directors and State Legislative Representatives from the region (unless already a member of the Commission), and the Wisconsin Economic Development Corporation, the Department of Natural Resources and other agencies, as may be determined from time to time, shall be notified of all meetings pursuant to Article III, Section 4. Meeting notices shall be e-mailed or mailed to local media, posted on ECWRPC premises, and posted to the Commission's website, www.ecwrpc.org for public viewing.

ARTICLE IV - COMPOSITION OF COMMISSION

Section 1. GENERAL: Adhering to the principle of representation based on population, the membership of the Commission shall be created pursuant to the provisions of § 66.0309 (3) (b) of the Wisconsin Statutes, as amended, determined and allocated among participating counties as follows:

- A. The Chairperson and the County Executive from each member county within the Commission. If a member county is organized without a County Executive, the County Chairperson shall appoint a member of the County Board to serve as the second elected official from that county.
- B. One elected official from the largest city, if the member County has a population of 50,000 or more as defined by the U.S. Decennial Census. If the member County

does not have a population of 50,000 or more per the U.S. Decennial Census, the member County may appoint a County Supervisor to the Commission Board.

- C. In addition to the representation specified in subsections A. and B., above, Counties with a population greater than 50,000 based on the U.S. Decennial Census are entitled to one additional member to the Commission Board for each full unit of 50,000 population that exceeds the 50,000 base number described in subsection B., above. (For purposes of illustration only, a County with a population of 180,000 would be entitled to 2 additional members to the Commission Board under this subsection C.)

Section 2. TERM OF OFFICE: Commissioners shall serve for a term of two (2) years, or until they cease to hold their public office, whichever comes first. Voting, ex-officio members shall serve continuously at the pleasure of the appointing body.

Section 3. COMMISSION ALTERNATES: Any member of the Commission selected pursuant to Section 1, of this Article may designate, in writing and with the concurrence of the Commission, a designee.

Section 4. RESIGNATION: Any Commissioner who resigns his or her Commission membership or his or her elective office shall submit his or her resignation effective as of the last day in office, and thereafter the vacancy shall be filled by appointment for the unexpired term by the County Board Chairperson (if a county) or the city council.

ARTICLE V - OFFICERS

Section 1. NUMBER: The officers of the Commission shall be comprised of a Chairperson, Vice-Chairperson, and Secretary-Treasurer, subject to the express condition that the offices of Chairperson and Vice-Chairperson shall never be concurrently held by Commissioners from the same County.

Section 2. ELECTION: The offices of Chairperson and Vice-Chairperson of the Commission shall be selected by ballot as the last order of business at the 2nd Quarter meeting of the Commission, to take office effective as of said date, and they shall hold their terms of office for a period of two years or until their successors have been duly elected and qualified. The Chairperson shall appoint a Nominating Committee for the purpose of nominating Commission members for election as officers, and the Chairperson shall advise the Commission of his or her selection of such a Nominating Committee at the 1st Quarter meeting.

Section 3. REMOVAL: Any of the officers may be removed for cause and may be removed if incapacitated or unable to attend meetings and perform the duties of his office. Removal from office shall require a two-thirds (2/3rds) vote of the Commissioners present, voting at a legal meeting.

Section 4. VACANCIES: Should any office become vacant for any cause, the Commission shall select a successor from among the Commission members who will serve until the next 2nd Quarter meeting of the Commission when the regular elections are held.

Section 5. CHAIRPERSON: The Chairperson of the Commission shall preside, and may vote,

at all meetings of the Commission. He or she may present to the Commission such matters as, in his or her judgment, require attention, and he or she shall perform such other duties as are entrusted to the Chairperson by statute or by these By-laws. Subject to any contrary requirements in these By-laws, the Chairperson shall be guided by Robert's Rules of Order in the conduct of meetings. In no event shall any one member serve as Chairperson for more than three consecutive terms. The Chairperson may also act on behalf of the Executive Committee and/or full Commission in the rare instances that a timely commitment of County levy funds is required in order to take advantage of state or federal grant funding opportunities. In such cases, the Chairperson's may approve such commitments for an amount equal to or less than \$50,000. In all cases, when such action is used, the item shall be placed on the next available Executive Committee agenda for review and follow up action by the Executive Committee as a whole. The Commission Chairperson will be compensated an additional annual net stipend of \$1,000 beginning in 2020, with the first payment to be made in March, 2021 and then annually thereafter.

Section 6. VICE-CHAIRPERSON: The Vice-Chairperson shall preside in the absence of the Chairperson or in the event that the Chairperson is incapacitated or unable to serve, and in the absence or disability of the Chairperson, his or her duties shall be performed by the Vice-Chairperson.

Section 7. SECRETARY-TREASURER: The Executive Director of the Commission shall be designated as the Secretary-Treasurer of the Commission and shall keep and distribute minutes of all meetings of the Commission and shall counter-sign all documents as required to be executed, and shall keep and preserve all resolutions, transactions, findings and determinations of the Commission. In the absence of the Secretary-Treasurer, the Chairperson may name a Deputy Secretary-Treasurer who shall perform the duties of the Secretary-Treasurer at that meeting, or until the office shall have been filled as heretofore provided. The Secretary-Treasurer of the Commission shall keep all the funds of the Commission except those funds held by governmental agencies in trust for the Commission, and shall deposit them in a depository authorized by the Commission, and shall keep an accurate record of all receipts and disbursements. He or she shall be required to supply a bond in the amount of Fifty-Thousand Dollars (\$50,000), the premium for which shall be paid out of the Commission's funds, and he or she shall make all the disbursements under the direction of the Commission.

Section 8. ADDITIONAL OFFICERS: The Commission, at an annual, special or quarterly meeting, may create such additional officers as it may deem in its judgment advisable and prescribe their duties.

ARTICLE VI - MANAGEMENT

Section 1. EXECUTIVE COMMITTEE: The Executive Committee shall be comprised of the entire Commission membership as set forth in Article IV.

Section 2. STANDING COMMITTEES: Appointments to Standing Committees shall be made by the Chairperson at its Annual Meeting based on recommendations of the Nominating Committee. Such appointments shall not include designation of the committee chairperson and vice-chairperson as such positions are nominated and elected by the Committees themselves.

There shall be Standing Committees and sub-committees including but not limited to the following:

- A. **Executive Committee:** The Executive Committee shall be composed of at least seven (7) members who serve as their respective county board chair or their designee. The Chairperson and Vice-Chairperson positions for the Committee can, but is not required to be, the same as the current Commission Chairperson and Vice-Chairperson positions. The Secretary-Treasurer of the Commission shall be the secretary of the Executive Committee and shall attend all meetings of the Committee, keep a record of the proceedings and perform such other duties as may be designated to him or her by the Committee. The Secretary-Treasurer shall be an ex-officio member of this Committee without voting privileges. The duties of the Committee shall include:
1. Ensure proper coordination and cooperation among the planning committees of the Commission and their respective citizens' or technical advisory committees.
 2. Act in emergency situations with the full power and authority of the Commission taking appropriate action until action is taken at the next Commission meeting, subject only to the limitation of \$50,000 for any expenditure resulting from such action. Refer also to Article V, Section 5 regarding additional Chairperson authorities for the timely approval of County levy commitments for state and federal funding opportunities, and the Commission's Financial Procedures Manual for authorities of the Executive Director.
 3. Keep the Commission advised of pending legislation affecting the Commission, its policies and its programs.
 4. Prepare and submit at the 2nd Quarter meeting a preliminary budget and work program for the purposes of establishing the levy.
 5. Recommend entering into contracts with member governmental units for the provision of staff planning services.
 6. Recommend the employment of auditors to audit the financials of the Commission.
 7. Direct the payment of any bills, claims or expenses incurred on behalf of and approved by the Commission.

8. Recommend the appointment of employees necessary to administer and carry out the functions of the Commission.
9. Recommend the salaries and wages of all employees of the Commission.
10. Recommend a per diem compensation, mileage and other expenses to be paid members of the Commission.
11. Direct and monitor the current planning, information system and administration, and overhead program elements.

B. Planning Committees: The composition of the various planning committees shall be determined by the Executive Committee. The general functions of the committees include:

1. Elect a Committee Chairperson and Vice-Chairperson as their first order of business at the first regular Committee meeting following the Annual Meeting. The Executive Committee Chairperson and Vice Chairperson shall generally be the same as the current Commission Chairperson and Vice-Chairperson, but it is not required.
2. Provide orientation information for new Planning Committee members at the first meeting following the Annual Meeting.
3. Prepare the annual work program statement of activities for their respective program element(s).
4. Review detailed study designs for major work elements.
5. Monitor progress on work activities, review staff drafts of analytical reports and alternative plan and program proposals.
6. Report, advise and recommend on activities for their respective program element(s) including their responsibilities for elements of the regional comprehensive plan to the full Commission for action.
7. Review specific project proposals for conformance with adopted plans and policies.
8. Coordinate activities with those of other committees when necessary and desirable.
9. Maintain liaison with appropriate citizen and technical advisory committees.

The specific duties of the Planning Committees are as follows:

- a) **Economic Development Committee:** This Committee directs and monitors the economic development and housing work program elements and maintains liaison with respective technical advisory committees, including the Comprehensive Economic Development Strategy (CEDS) Committee. The CEDS Committee composition and operational structure is managed through the guidelines adopted by the Commission in Resolution No. 29-09.

- b) **Environmental Management Committee:** This committee oversees the Water Quality Management Program (also known as the sewer service area program), the NR-135 Non-metallic Mining Program, and environmental planning programs as outlined within the Annual Work Program.
- c) **Transportation Committee:** This committee directs and monitors the transportation work program element in accordance with state and federal regulations.

Section 3. SPECIAL PROJECT COMMITTEES: The Commission may from time to time create special project committees from the Commission membership to perform under delegated authority of the Commission.

Section 4. ADVISORY COMMITTEES: The Commission shall seek the advice and cooperation of interested citizens, public officials and agency administrators. Citizen and Technical Advisory Committees shall be established as the Commission shall deem necessary to effectively carry out the purposes of the organization. The membership of the Citizen and Technical Advisory Committees shall be established in such manner as determined by the Commission.

Section 5. NOMINATING COMMITTEE: The Nominating Committee shall consist of one Commissioner from each County appointed by the Chairperson and approved by the Commission at their 1st Quarter meeting, provided that no officer may serve on the Committee. The nominating Committee shall review the results of an internal survey of Commissioners (developed and sent out by staff) as part of their deliberations on Committee assignments. The Committee may, at its discretion, develop and institute a standard rotation schedule of Committee assignments based on agreed upon criteria.

Section 6. STAFF: The Commission may conduct its operations through a permanent staff hired in a manner that the Executive Committee may determine, or through retention of part-time professional, technical and clerical employees, through consultants or through other personnel that it may deem qualified to assist in its business. The Commission may delegate to the staff and to those persons hired by it those functions that the Commission may determine, but the said Commission will remain solely responsible in all matters.

Section 7. DEPOSITORY: The Commission shall determine a depository for the funds of the Commission and direct the Secretary-Treasurer therein to deposit the funds in such designated depository in such manner so the deposits will not be made inconsistent with Wisconsin Law and which may be subject to review by the Commission as a body. The terms and conditions of the agreements between the depository and the Commission shall be incorporated as a part of the By-laws of the Commission.

Section 8. MEETING PAYMENTS AND EXPENSES: A payment for meetings, mileage, and other expenses shall be paid to Commissioners-by the Commission. All members shall be reimbursed for actual expenses incurred as members of the Commission in attending meetings and in carrying out the work of the Commission.

**ARTICLE VII - CONTRACTS AND EXECUTION OF INSTRUMENTS,
CHECKS AND DRAFTS**

Section 1. CONTRACTS: The Commission may enter into such contracts which are necessary to carry out the purposes and duties of the Commission and which are not inconsistent with the provisions of the Wisconsin law. The Commission may apply, contract for, receive, and expend for its purposes, any funds, grants, gifts or donations from any local governmental unit, the State of Wisconsin, the Federal Government or any other source.

Section 2. EXECUTION OF INSTRUMENTS: When the execution of any contract, conveyance or other instrument has been authorized without specification of the executing officers, the Chairperson or Vice-Chairperson, and the Secretary-Treasurer may execute the same in the name and behalf of the Commission per the limits expressed in the Financial Procedures Manual. The Commission shall have the power to designate the officers and agents who shall have authority to execute any instrument on behalf of the Commission.

Section 3. CHECKS AND DRAFTS: The Commission may authorize and direct the Secretary-Treasurer to issue such checks, drafts and vouchers as it may deem necessary for the payment of bills and expenses incurred for and on behalf of the Commission. All disbursements made by check drawn on the Commission's depository bank shall be signed by the Secretary-Treasurer. In the Secretary-Treasurer's absence, the Deputy Director may sign checks, drafts, and vouchers. To facilitate prompt payment of small bills and expenses, there is established a petty cash fund of \$100. This petty cash fund is authorized to be placed in the custody of the Secretary-Treasurer, or their designee, who may make payment of claims up to \$100.

ARTICLE VIII - FISCAL YEAR

Section 1. The fiscal year of the Commission shall be the calendar year.

ARTICLE IX - SEAL

Section 1. The Commission shall procure an official seal which shall contain the following legend: "EAST CENTRAL WISCONSIN REGIONAL PLANNING COMMISSION."

ARTICLE X - AMENDMENTS

Section 1. Except as described in Section 2, below, these By-laws may be amended at any quarterly meeting of the Commission. The Secretary-Treasurer shall be sent out to each member of the Commission a copy of the proposed amendment or amendments to the By-laws. This shall be done not less than five (5) days prior to the date of the meeting at which they will be considered. Amendment of these By-laws shall require a majority vote of the Commissioners present, voting at a legal meeting (when a quorum is present).

Section 2. Article IV, Section 1 hereof shall be amended only in accordance with resolutions approved by the governing bodies of a majority of local units within the Commission, and these units shall have in the aggregate at least half of the population of the region.

ARTICLE XI - COMPLIANCE WITH FEDERAL AND STATE OF WISCONSIN LAW

Section 1. INCONSISTENCIES: In the event that these By-laws, or any provisions herein contained, should in any manner be contrary to or violate of the provisions of Federal or State of Wisconsin Law, the provisions of the Federal or State of Wisconsin Law shall prevail.

ARTICLE XII – APPLETON (FOX CITIES) METROPOLITAN PLANNING ORGANIZATION POLICY BOARD

Section 1. NAME: The name of the board shall be the Appleton (Fox Cities) MPO Policy Board, and hereinafter shall be referred to as the Appleton (Fox Cities) Policy Board.

Section 2. PURPOSE: The purpose of the Appleton (Fox Cities) Policy Board shall be to carry out a continuing, cooperative and comprehensive urban transportation planning process that results in plans and programs consistent with the comprehensively planned development of the urbanized area, and thereby satisfies the conditions necessary for the receipt of federal capital, operating and planning assistance.

A. The physical, economic, and social well-being of the region, its residents, and business enterprises, now and in the future, are determined to a great extent by its transportation system. Therefore, decisions involving transportation systems and subsystems must consider the environmental, economic, and social impacts of the alternatives in the future development of the transportation system and must attain the principal objective of having an efficient, safe, and practical system for moving all people, goods, and services in the region according to their needs.

B. A transportation system can best be planned on a large-area basis involving town, village, city, county, regional, and state jurisdictional responsibilities and a proper mix of various modes of travel.

C. Counties, cities, villages, and towns have the local responsibility for anticipating and meeting the transportation needs for adequately moving people and goods within their jurisdictions. However, the Wisconsin Department of Transportation is charged, by law, with the responsibility for planning, designing, constructing, and maintaining the State Highway System. In addition, duly authorized transportation authorities are responsible for planning, developing, and operating public transportation services in their respective service areas. Under federal law, the Appleton (Fox Cities) MPO Policy Board has an expanded role in project selection, transportation project programming, and project funding.

D. Evaluation of transportation alternatives and the determination of the most desirable transportation system can best be accomplished through a Policy Board of local elected officials from the counties, cities, villages and towns in the

Appleton (Fox Cities) Metropolitan Planning Area, as defined in the Code of Federal Regulations 450.312. The Appleton (Fox Cities) Policy Board will be the forum for cooperative decision making by local elected officials of general-purpose local governments (i.e., counties, cities, villages, and towns) and including representatives of entities responsible for highway, transit, and ground access to air carrier aviation.

E. The Appleton (Fox Cities) Policy Board will make recommendations involving the regional transportation system, including the regional highway system, the regional public transportation system, and the regional aviation system, to the state, counties, cities, villages, towns and the authorities for all modes of transportation. Final decisions for implementing the Metropolitan Transportation Plan will be a cooperative effort between the governing bodies of the local governments, the Wisconsin Department of Transportation, the Appleton (Fox Cities) Policy Board, and the authorities.

F. The Appleton (Fox Cities) Policy Board will monitor the metropolitan transportation planning process to assure that it is conducted in a manner consistent with requirements of federal law and regulations.

G. In an attempt to fulfill the above concepts and to meet the requirements of the Federal Aid Highway Act of 1973, the Governor, on January 15, 1974, designated the Commission as the Metropolitan Planning Organization for transportation planning and to be the decision-making group for regional transportation policy for the Appleton (Fox Cities) Metropolitan Planning Area. The Commission serves as the fiscal agent and staff for the Appleton (Fox Cities) MPO. As the designated Appleton (Fox Cities) Metropolitan Planning Organization, the Commission must assure that transportation planning in the urbanized area is satisfactorily coordinated and integrated with other comprehensive planning in the region. These By-laws set forth the manner in which the Policy Board shall fulfill its responsibilities as the cooperative transportation decision-making group of the Metropolitan Planning Organization for the Appleton (Fox Cities) Metropolitan Planning Area.

Section 3. POLICY BOARD MEMBERSHIP: The Appleton (Fox Cities) Policy Board membership shall consist of local elected officials who represent at least 75 percent of the population of the Appleton (Fox Cities) Metropolitan Planning Area (including the largest incorporated city as named by the Bureau of the Census) as required in 49 U.S. Code 5303 (d). See Table 1 for listing of membership and voting structure. Population data for the Appleton (Fox Cities) MPO Policy Board will be updated with each U.S. Decennial Census. Represented entities will notify the Commission as soon as practicable of newly elected officials that will serve on the Appleton (Fox Cities) Policy Board. Each entity may use its own process to select the elected official to serve on the Appleton (Fox Cities) Policy Board.

Section 4. TERMS OF OFFICE: A member shall remain on the Appleton (Fox Cities) Policy Board until a successor has been duly elected or appointed, or until resignation, disqualification, incapacity to serve, or removal in accordance with Wisconsin law.

Section 5. OFFICERS: The officers of the Appleton (Fox Cities) Policy Board and the Technical Advisory Committee shall be a Chairperson, a Vice Chairperson and a Secretary.

A. Chairperson – The Chairperson shall preside over all the meetings and may appoint other members to represent the MPO on committees, task forces, etc., or at meetings or other events.

B. Vice Chairperson – In the event of the Chairperson’s absence or at their direction, the Vice Chairperson shall assume the powers and duties of the Chairperson.

C. Secretary – The Appleton (Fox Cities) Metropolitan Planning Organization Director shall serve as the Secretary of the Appleton (Fox Cities) Policy Board. This will be an ex officio position. The Secretary shall provide or otherwise delegate staff services for the MPO as needed, and will be responsible for the summary of proceedings and meeting materials and agendas. The Appleton (Fox Cities) Policy Board meeting agenda and supporting materials shall be prepared and distributed to the Board and the media 5 days prior to Board meetings.

D. Alternates – Alternates are not permitted. Should a member no longer be able to fulfill their duty on the Appleton (Fox Cities) Policy Board, refer to Section 3: Policy Board Membership and Section 4: Terms of Office.

E. Absences – Excused absences will be noted in the minutes. In the absence of an elected official, no votes may be taken on behalf of that member. Proxy and absentee voting are not permitted.

Section 6. ELECTION & TERM OF OFFICERS: The Appleton (Fox Cities) Policy Board shall elect officers at the first meeting of the Board by simple majority vote, to take office as of said date, and at the first meeting held after May 1 in even years thereafter. Officers shall be elected for two-year terms or until their successors have been duly elected and qualified.

Section 7 CODE OF ETHICS: Voting members of the Appleton (Fox Cities) Policy Board must adhere to the Codes of Ethics for Local Government Officials, as outlined in Wisconsin Statutes 19.59.

Section 8. MEETINGS: The Appleton (Fox Cities) Policy Board and Technical Advisory Committee will meet bimonthly (every two months) with additional meetings at the call of the Chairperson. Appleton (Fox Cities) Policy Board meetings will be held in the months

of February, April, June, August, October, and December, unless otherwise noted. Policy Board and Technical Advisory Committee meetings shall be conducted in accordance with Robert's Rules of Order; Newly Revised Edition and the Open Meetings Law of Wisconsin, as outlined in Wisconsin Statutes 19.81 – 19.98.

Section 9. QUORUM: At any meeting of the Appleton (Fox Cities) Policy Board or Technical Advisory Committee, a quorum shall consist of a majority (defined as $\geq 50\%$) of the current voting membership of the body.

A. VOTING MEMBERS - Each voting member shall have all voting privileges and be entitled to one (1) vote.

B. ADVISORY MEMBERS - Each advisory member may attend and participate in all meetings but shall not have voting powers.

Section 10. TECHNICAL ADVISORY COMMITTEE: A Transportation Technical Advisory Committee (TAC) made up of technical transportation representatives to advise the Appleton (Fox Cities) Policy Board on transportation matters shall be composed of staff from the municipalities within the Metropolitan Planning Area. The committee shall provide guidance on the Metropolitan Transportation Plan, Transportation Improvement Program (TIP), and other MPO activities. This includes but is not limited to state, federal, or local transportation funding programs for transportation projects in the Appleton (Fox Cities) MPO.

Section 11. SUB-COMMITTEES: The Appleton (Fox Cities) Policy Board may establish sub-committees to carry out the purpose and goals of the MPO. The Chairperson shall appoint sub-committee Chairpersons.

Section 12. GENERAL PROVISIONS: The MPO may cooperate with, and contribute or accept services from Federal, State, or local agencies, public or semi-public agencies, private individuals, or corporations and may carry out such cooperative undertakings as needed to fulfill its federal and state requirements.

A. FISCAL AGENT - The Commission shall be designated to serve as the fiscal agent for the Appleton (Fox Cities) MPO.

B. STAFFING - The Commission shall provide staffing for the Appleton (Fox Cities) MPO.

C. WORK PROGRAM - The MPO staff shall submit the required annual Unified Planning Work Program to the Appleton (Fox Cities) Policy Board for approval. Upon approval by the Appleton (Fox Cities) Policy Board, the Work Program will be submitted to Federal Highway Administration (FHWA), Federal Transit Administration (FTA), and Wisconsin Department of Transportation (WisDOT) for approval.

D. LOCAL MATCH - Outagamie, Calumet and Winnebago counties shall be responsible for providing the local matching contributions, through their annual levy contribution to the Commission. The Commission Board shall have budgetary authority over the local levy provided to support the local match requirements of the Appleton (Fox Cities) MPO.

Table 1

APPLETON (FOX CITIES) METROPOLITAN PLANNING ORGANIZATION				
<i>Updated 2/22 with adjusted MPA boundary populations</i>				
Member Jurisdiction	2020 Census		Policy Board Structure	
	Population within MPA Boundary	Population %	> 5,000 populaton = 1 vote; Additional vote(s) for each increment of 25K pop	
			Voting Seats	Advisory Seats
City of Appleton	75,913	30%	4	
Outagamie - 63,168				
Calumet - 11,304				
Winnebago - 1,441				
City of Neenah	27,319	11%	2	
Town of Grand Chute	23,650	9%	1	
Village of Fox Crossing	18,974	7%	1	
City of Kaukauna	17,094	7%	1	
City of Menasha	18,268	7%	1	
Winnebago - 15,261				
Calumet - 3,007				
Village of Greenville	12,118	5%	1	
Village of Harrison	12,091	5%	1	
Village of Little Chute	11,619	5%	1	
Village of Kimberly	7,320	3%	1	
Town of Buchanan	6,823	3%	1	
Town of Neenah	3,702	1%		1
Village of Combined Locks	3,634	1%		1
Town of Clayton	3,487	1%		1
Village of Sherwood	3,271	1%		1
Town of Center	1,859	1%		1
Town of Vandenbroek	1,627	1%		1
Town of Freedom	1,353	1%		1
Town of Kaukauna	1,020	0%		1
Town of Vinland	1,202	0%		1
Town of Ellington	945	0%		1
Village of Wrightstown	292	0%		1
Town of Woodville	149	0%		1
MUNICIPALITY TOTALS	253,730	100%	15	12
			Min. 1 vote; Additional vote(s) for each increment of 100,000 population	
COUNTIES				
Outagamie County	152,522	60%	2	
Winnebago County	71,386	28%	1	
Calumet County	29,822	12%	1	
COUNTY TOTALS	253,730	100%	4	0
REQUIRED MAJOR MODES OF TRANSPORTATION				
WISDOT			1	
Valley Transit			1	
Appleton International Airport			1	
MAJOR MODES TOTALS			3	0
REQUIRED NON-VOTING MEMBERS				
FHWA				1
FTA				1
MPO Director				1
REQUIRED NON-VOTING MEMBER TOTALS			0	3
GRAND TOTAL POLICY BOARD SEATS			22	15

ARTICLE XIII – OSHKOSH METROPOLITAN PLANNING ORGANIZATION POLICY BOARD

Section 1. NAME: The name of the board shall be the Oshkosh MPO Policy Board, and hereinafter shall be referred to as the Oshkosh Policy Board.

Section 2. PURPOSE: The purpose of the Oshkosh Policy Board shall be to carry out a continuing, cooperative and comprehensive urban transportation planning process that results in plans and programs consistent with the comprehensively planned development of the urbanized area, and thereby satisfies the conditions necessary for the receipt of federal capital, operating and planning assistance.

A. The physical, economic, and social well-being of the region, its residents, and business enterprises, now and in the future, are determined to a great extent by its transportation system. Therefore, decisions involving transportation systems and subsystems must consider the environmental, economic, and social impacts of the alternatives in the future development of the transportation system and must attain the principal objective of having an efficient, safe, and practical system for moving all people, goods, and services in the region according to their needs.

B. A transportation system can best be planned on a large-area basis involving town, village, city, county, regional, and state jurisdictional responsibilities and a proper mix of various modes of travel.

C. Counties, cities, villages, and towns have the local responsibility for anticipating and meeting the transportation needs for adequately moving people and goods within their jurisdictions. However, the Wisconsin Department of Transportation is charged, by law, with the responsibility for planning, designing, constructing, and maintaining the State Highway System. In addition, duly authorized transportation authorities are responsible for planning, developing, and operating public transportation services in their respective service areas. Under federal law, the Oshkosh Policy Board has an expanded role in project selection, transportation project programming, and project funding.

D. Evaluation of transportation alternatives and the determination of the most desirable transportation system can best be accomplished through a Policy Board of local elected officials from the counties, cities, villages and towns in the Oshkosh Metropolitan Planning Area, as defined in the Code of Federal Regulations 450.312. The Oshkosh Policy Board will be the forum for cooperative decision making by local elected/chief executive officials of general-purpose local governments (i.e., counties, cities, villages, and towns) and including representatives of entities responsible for highway, transit, and ground access to air carrier aviation.

E. The Oshkosh Policy Board will make recommendations involving the regional transportation system, including the regional highway system, the regional public

transportation system, and the regional aviation system, to the state, counties, cities, villages, towns and the authorities for all modes of transportation. Final decisions for implementing the Metropolitan Transportation Plan will be a cooperative effort between the governing bodies of the local governments, the Wisconsin Department of Transportation, the Oshkosh Policy Board, and the authorities.

F. The Oshkosh Policy Board will monitor the metropolitan transportation planning process to assure that it is conducted in a manner consistent with requirements of federal law and regulations.

G. In an attempt to fulfill the above concepts and to meet the requirements of the Federal Aid Highway Act of 1973, the Governor designated the Commission as the Metropolitan Planning Organization for transportation planning and to be the decision-making group for regional transportation policy for the Oshkosh Metropolitan Planning Area. The Commission serves as the fiscal agent and staff for the Oshkosh MPO. As the designated Oshkosh Metropolitan Planning Organization, the Commission must assure that transportation planning in the urbanized area is satisfactorily coordinated and integrated with other comprehensive planning in the region. These By-laws set forth the manner in which the Oshkosh Policy Board shall fulfill its responsibilities as the cooperative transportation decision-making group of the Metropolitan Planning Organization for the Oshkosh Metropolitan Planning Area.

Section 3. POLICY BOARD MEMBERSHIP: The Oshkosh Policy Board membership shall consist of local elected/chief executive officials who represent at least 75 percent of the population of the Oshkosh Metropolitan Planning Area (including the largest incorporated city as named by the Bureau of the Census) as required in 49 U.S. Code 5303 (d). See Table 2 for listing of membership and voting structure. Population data for the Appleton (Fox Cities) MPO Policy Board will be updated with each U.S. Decennial Census. Represented entities will notify the Commission as soon as practicable of newly elected officials that will serve on the Oshkosh Policy Board. Each entity may use its own process to select the elected/chief executive official to serve on the Oshkosh Policy Board.

Section 4. TERMS OF OFFICE: A member shall remain on the Oshkosh Policy Board until a successor has been duly elected or appointed, or until resignation, disqualification, incapacity to serve, or removal in accordance with Wisconsin law.

Section 5. OFFICERS: The officers of the Oshkosh Policy Board and the Technical Advisory Committee shall be a Chairperson, a Vice Chairperson and a Secretary.

A. Chairperson – The Chairperson shall preside over all the meetings and may appoint other members to represent the MPO on committees, task forces, etc., or at meetings or other events.

B. Vice Chairperson – In the event of the Chairperson’s absence or at their direction, the Vice Chairperson shall assume the powers and duties of the Chairperson.

C. Secretary – The Oshkosh Metropolitan Planning Organization Director shall serve as the Secretary of the Oshkosh Policy Board. This will be an ex officio position. The Secretary shall provide or otherwise delegate staff services for the MPO as needed, and will be responsible for the summary of proceedings and meeting materials and agendas. The Oshkosh Policy Board meeting agenda and supporting materials shall be prepared and distributed to the Board and the media 5 days prior to Board meetings.

D. Alternates – Alternates are not permitted. Should a member no longer be able to fulfill their duty on the Oshkosh Policy Board, refer to Section 3: Policy Board Membership and Section 4: Terms of Office.

E. Absences – Excused absences will be noted in the minutes. In the absence of an Oshkosh Policy Board member, no votes may be taken on behalf of that member. Proxy and absentee voting are not permitted.

Section 6. ELECTION & TERM OF OFFICERS: The Oshkosh Policy Board shall elect officers at the first meeting of the Board by simple majority vote, to take office as of said date, and at the first meeting held after May 1 in even years thereafter. Officers shall be elected for two-year terms or until their successors have been duly elected and qualified.

Section 7 CODE OF ETHICS: Voting members of the Oshkosh Policy Board must adhere to the Codes of Ethics for Local Government Officials, as outlined in Wisconsin Statutes 19.59.

Section 8. MEETINGS: The Oshkosh Policy Board and Technical Advisory Committee will meet bimonthly (every two months) with additional meetings at the call of the Chairperson. Oshkosh Policy Board meetings will be held in the months of February, April, June, August, October, and December, unless otherwise noted. Oshkosh Policy Board and Technical Advisory Committee meetings shall be conducted in accordance with Robert's Rules of Order; Newly Revised Edition and the Open Meetings Law of Wisconsin, as outlined in Wisconsin Statutes 19.81 – 19.98.

Section 9. QUOROM: At any meeting of the Oshkosh Policy Board or Technical Advisory Committee, a quorum shall consist of a majority (defined as $\geq 50\%$) of the current voting membership of the body.

A. VOTING MEMBERS - Each voting member shall have all voting privileges and be entitled to one (1) vote.

B. ADVISORY MEMBERS - Each advisory member may attend and participate in all meetings but shall not have voting powers.

Section 10. TECHNICAL ADVISORY COMMITTEE: A Transportation Technical Advisory Committee (TAC) made up of technical transportation representatives to advise the Oshkosh Policy Board on transportation matters shall be composed of staff from the municipalities within the Metropolitan Planning Area. The committee shall provide guidance on the Metropolitan Transportation Plan, Transportation Improvement Program (TIP), and other MPO activities. This includes but is not limited to state, federal, or local transportation funding programs for transportation projects in the Oshkosh MPO.

Section 11. SUB-COMMITTEES: The Oshkosh Policy Board may establish sub-committees to carry out the purpose and goals of the MPO. The Chairperson shall appoint sub-committee Chairpersons.

Section 12. GENERAL PROVISIONS: The MPO may cooperate with, and contribute or accept services from Federal, State, or local agencies, public or semi-public agencies, private individuals, or corporations and may carry out such cooperative undertakings as needed to fulfill its federal and state requirements.

A. FISCAL AGENT - The Commission shall be designated to serve as the fiscal agent for the Oshkosh Metropolitan Planning Organization.

B. STAFFING - The Commission shall provide staffing for the Oshkosh MPO.

C. WORK PROGRAM - The MPO staff shall submit the required annual Unified Planning Work Program to the Policy Board for approval. Upon approval by the Policy Board, the Work Program will be submitted to Federal Highway Administration (FHWA), Federal Transit Administration (FTA), and Wisconsin Department of Transportation (WisDOT) for approval.

D. LOCAL MATCH - Winnebago County shall be responsible for providing the local matching contribution, through their annual levy contribution to the Commission. The Commission Board shall have budgetary authority over the local levy provided to support the local match requirements of the Oshkosh MPO.

Table 2

OSHKOSH METROPOLITAN PLANNING ORGANIZATION				
<i>Updated 2/22 with adjusted MPA boundary populations</i>				
Member Jurisdiction	2020 Census		Policy Board Structure	
	Population within MPA Boundary	Population %	> 5,000 populaton = 1 vote; Additional vote(s) for each increment of 25K pop	
			Voting Seats	Advisory Seats
City of Oshkosh	66,923	84%	3	
Town of Algoma	6,761	9%	1	
Town of Oshkosh	1,981	2%		1
Town of Black Wolf	1,806	2%		1
Town of Omro	1,217	2%		1
Town of Nekimi	633	1%		1
Town of Utica	47	0%		1
Town of Vinland	39	0%		1
MUNICIPALITY TOTALS	79,407	100%	4	6
			Min. 1 vote; Additional vote(s) for each increment of 100,000 population	
COUNTIES				
Winnebago County	79,407	100%	1	
COUNTY TOTALS	79,407	100%	1	0
REQUIRED MAJOR MODES OF TRANSPORTATION				
WISDOT			1	
GO Transit			1	
TOTAL VOTING SEATS			2	0
REQUIRED NON-VOTING MEMBERS				
FHWA				1
FTA				1
MPO Director				1
REQUIRED NON-VOTING MEMBER TOTALS			0	3
GRAND TOTAL POLICY BOARD SEATS			7	9