

BYLAWS
Southwest Minnesota Regional Radio Board
September 18, 2008

ARTICLE I: Name

As provided in the Joint Powers Agreement creating this board it shall be named the **Southwest Minnesota Regional Radio Board**.

ARTICLE II: Purpose

The purpose of the Southwest Minnesota Regional Radio Board is to provide for regional administration of enhancements to the Statewide Public Safety Radio and Communications System (ARMER) and to encourage, create and maintain functional interoperable public safety communications between the parties.

ARTICLE III: Members

1. Membership. The membership of the Southwest Minnesota Regional Radio Board shall be governed by the Joint Powers Agreement between the parties.
2. Board members and alternates. Each party to the Agreement creating the Southwest Minnesota Regional Radio Board shall appoint a Board Member and may appoint an alternate to serve in the absence of the appointed member, as provided by the Joint Powers Agreement. If the member appointed is a County Commissioner or City Councilperson the alternate shall also be a County Commissioner or City Councilperson.
3. Notification of changes. Each party to the Agreement creating the Southwest Minnesota Regional Radio Board shall notify the Chairperson of the Board following any changes to appointed members.

ARTICLE IV: Officers

The officers, their term and selection process shall be as provided in Article II, Section 3, subdivision 1 of the Joint Powers Agreement creating the Southwest Minnesota Regional Radio Board.

ARTICLE V: Board Meetings

1. Meeting schedule. The Southwest Minnesota Regional Radio Board shall meet at least annually not later than June 30th of each Year. The officers of the Board shall be selected at this meeting. The Board shall adopt a regular meeting schedule for the twelve (12) month period following the annual meeting that shall provide for meetings at least quarterly.
2. Meeting cancellation. Regular meetings may be cancelled by the Chair upon agreement by a majority of the members. Notice of such cancellation shall be provided as far in advance of the scheduled meeting as possible, but not less than 48 hours.
3. Meeting location. The Board shall make every reasonable effort to provide for meetings throughout the region represented by the Board. Locations shall be clearly specified in the schedule of Board meetings adopted by the Board. All meetings shall be held at public facilities that provide for adequate space and access to properly conduct public meetings.

4. Quorum. Except as provided in Article II, Section 3, subdivision 4 of the Joint Powers Agreement, a simple majority of the membership shall constitute a quorum.
5. Meeting Agenda. The agenda for each Board meeting shall be established and published by the Chair and be sent to the Board members prior to the meeting. At the beginning of a regular meeting any member may move to amend the published meeting agenda. The agenda and supporting material may be distributed electronically.
6. Regular meetings of the Board will be conducted in the following order:
 - a. Call to order
 - b. Motions, if any, by members to amend the published agenda;
 - c. Approval of the minutes of prior meeting(s);
 - d. Reports by standing committees;
 - e. Updates from members;
 - f. Special reports;
 - g. Old business;
 - h. New business;
 - i. Other business;
 - j. Adjourn.
7. Upon the request of any Board member, immediately preceding a vote by the Board, the Recording Secretary shall repeat the motion, name of the person making the motion and the name of the person who has seconded the motion. Any Board member may request to have their vote entered in the minutes.
8. Special Meeting. Special meetings of the Board may be called by the Chair with the consent of a majority of the Board. Notice of special meetings shall include the date, time, place and agenda and be sent to Board members at least five calendar days prior to the meeting. Electronic transmission of meeting notice and agenda shall be sufficient. Business at special meetings shall be limited to the subjects listed in the published agenda.
9. When a member/designee and their alternate are present at a regular meeting or committee meeting, only the member is to be seated at the meeting table.
10. When a member/designee and their alternate are present at a regular meeting or committee meeting, only the member may cast votes and be recorded in proceedings.

ARTICLE VI: Committees

1. The Joint Powers Agreement provides for the creation and defines the duties and membership of the following committees:
 - a. Southwest Minnesota Regional Advisory Committee
 - b. Southwest Minnesota Regional Radio System User Committee
 - c. Southwest Minnesota Owners and Operators Committee
2. Each of the required committees provided in the Joint Powers Agreement shall adopt by-laws for their operation. Following adoption by the committee the by-laws shall be submitted for approval by the Board.

3. In addition to the committees provided in the Joint Powers Agreement the Board may establish committees and advisory bodies to assist the Board in performing its duties and responsibilities. The Board shall have sole discretion in the appointment or process of appointment of committees and advisory bodies other than those specifically provided in the Joint Powers Agreement. Membership on committees and advisory bodies is not limited to existing Board members but may include subject matter experts as determined by the Board. The Board shall endeavor to appoint an existing Board member to serve as the Chairperson of each committee or advisory body so created when compatible with the function or purpose of the committee or advisory body.
4. Committee Meetings. Except for those committees required by the Joint Powers Agreement who shall adopt by-laws for their governance, the time and place for committee meetings shall be determined by the committee chair and the procedures for notice, cancellation, quorum, rules of order and the conduct of business at committee meetings shall be the same as those for meetings of the full Board.
5. Board members other than those serving on the committee may attend and participate in committee debate but may not cast votes or be counted for the purpose of making a quorum.

ARTICLE VII: Rules of Order.

Unless otherwise specified, the latest edition of Robert's Rules of Order will prevail in Board or Committee proceedings.

ARTICLE VIII: Amendment of Bylaws

These Bylaws may be amended at any regular meeting of the Board by a two-thirds vote of the members present representing a quorum, after a 10-day notice to Board members setting forth in detail the contents of the proposed amendment(s).