

***South Central Regional Council of Governments
By-Laws***

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Preamble

The purposes of the South Central Regional Council of Governments are to serve as a continuing forum to promote cooperative arrangements between its members to initiate and implement programs and coordinate actions on a voluntary basis determined to be of benefit to the South Central Connecticut Region and to serve as a regular forum for contact and discussion of items of mutual interest among town and city officials. The Council shall consider such matters of a public nature common to two or more members of the Council as it deems appropriate, including matters affecting the health, safety, welfare, education and economic conditions of the area as comprised by its members.

Article I. Organization

- A. *Name.* The name of this voluntary association shall be the South Central Regional Council of Governments.
- B. *Structure and Definitions.* The internal structure and organization of this voluntary association shall be according to the statutes of the State of Connecticut and as further provided in these *By-Laws*, and, as used in these *By-Laws*, the following terms shall have the meanings hereinafter ascribed to them, unless the context shall otherwise require:
- (1) "Council" shall mean this regional council of governments as authorized and organized under Sections 4-124i through 4-124p of the *General Statutes* of the State of Connecticut.
 - (2) "Regional Planning Commission" shall mean a subdivision of the Council organized under Section 4-124o of the Connecticut *General Statutes*.
 - (3) Unless otherwise provided herein, terms used in these *By-Laws* shall have the same meanings as set forth in Section 4-124i of said *General Statutes*.
 - (4) "Member" shall mean each municipality of the South Central Region.
 - (5) "Representative" shall mean the mayor, first selectman or first selectwoman of the member city or town unless referenced in the context of the Regional Planning Commission.

Article II. Declaration of Policy

The Council finds and declares that the need for a Regional Council of Governments within the South Central Region (hereinafter "Region"), is based on the recognition that:

- A. Plans and decisions made by each local government with respect to land use, circulation patterns, capital improvements and economic development initiatives which affect the welfare of neighboring jurisdictions should be coordinated.
- B. It is imperative for the regional planning process to be directly related to the elected local government decision and policy makers, the chief elected officials.

- C. The people within the Region have a fundamental interest in the orderly development of the Region in which a large segment of the State's population is concentrated.
- D. Municipalities within the Region have a positive interest in the preparation and maintenance of a long-term comprehensive Plan of Development, hereinafter referred to as the "Plan", for the benefit of the Region to serve as a guide to the political subdivisions within the Region.
- E. The continuing growth of the Region presents problems that are not confined to the boundaries of any single town or city.
- F. The Region, by reason of its numerous governmental jurisdictions, presents special problems of development that can be dealt with best through a regional council of governments.
- G. In order to assure, insofar as possible, the orderly and harmonious development of the Region and to provide for the needs of future generations, it is necessary for the people of the Region to cooperatively plan for the future, as defined by statute, and for the Council to coordinate the activities of federal, state, regional and municipal agencies concerned with the Region and to render assistance and service and create public interest and participation for the benefit of the Region.

Article III. Powers and Responsibilities

The Council shall have all rights and authority and shall be subject to all of the responsibilities and duties as are granted to and required of a regional council of governments under the *General Statutes* of the State of Connecticut, as amended, or by special acts of the Connecticut General Assembly.

Article IV. Functions

- A. *Coordinating Functions.* The Council shall promote regional coordination and cooperation through activities designed to:
 - (1) Strengthen local governments and their individual capacities to deal with local problems.
 - (2) Serve as a forum to identify, study and resolve area-wide problems.
 - (3) Provide the organizational framework to insure effective communication and coordination among governmental bodies.
 - (4) Serve as a vehicle for the collection and exchange of information for the membership.
 - (5) Encourage action and implementation of regional plans and policies by local, state and federal agencies.
 - (6) Provide, if requested, mediation in resolving conflicts among members and between members and other parties.
 - (7) Provide technical and general assistance to members within its staff and financial capabilities.

B. Regional Plan. The Council may adopt a Plan of Development and recommend policy for the development of the Region. The Plan shall be based on comprehensive surveys and studies of the existing conditions and probable future growth of the Region. The Plan shall be made with the general purpose of guiding a coordinated and harmonious development that, considering present and future needs and resources, will best promote the health, safety and general welfare of the people and shall be developed in accordance with Article X.

Article V. Membership

A. Eligibility. All towns and cities within the Region are eligible for membership. To become a member of and retain membership in the Council, any town or city shall adopt Sections 4-124i through 4-124p of the Connecticut *General Statutes*, as amended, by ordinance of its legislative body.

B. Annual Assessments. Each member shall pay its annual assessment of Council costs as specified by the Council in an approved annual budget, provided that any such annual assessment shall be paid during July of each fiscal year as provided in Section C of Article XI. Any member who has failed to pay at least one-half of its assessment prior to October 1 and the balance by March 1 of any year shall be notified by the Secretary and shall not be eligible for continued voting membership on the Council after October 31 or March 31, respectively, of such year unless or until its dues for such year have been fully paid.

C. Withdrawal. Any member town or city may withdraw from the Council by adoption of an appropriate ordinance of its legislative body to become effective on the date of such adoption; provided that any such withdrawing member shall remain responsible for the payment of its dues for the balance of the then-current fiscal year of the Council, and, unless such withdrawing member shall give notice to the Council of its withdrawal not less than thirty (30) days prior to the end of the Council's fiscal year, such withdrawing member shall also be responsible for its dues assessment for the next succeeding fiscal year. Notice of withdrawal shall be given by certified mail of a copy of the pertinent ordinance to the attention of the Chairman(woman) of the Council as soon as reasonably possible following the adoption of such ordinance and shall be deemed given when received by the Chairman(woman).

D. Operations. The activities and affairs of the Council shall be managed by the representatives of its members.

E. Suspended Membership. Any member may be suspended from active membership for non-payment of assessments as provided in Section C, Article XI. Any such suspended member shall not be entitled to participate in the affairs of the Council but shall be permitted to again become an active member immediately upon payment of all its unpaid assessments.

Article VI. Representation and Meetings

A. Representation. Each member of the Council shall be entitled to one representative on the

Council who shall be the chief elected official and shall have one vote at meetings of the Council. In the event a chief elected official cannot attend a meeting of the Council, the chief elected official may, in writing, designate an alternate for that meeting who need not be an elected official. The designated alternate may vote on business matters presented to the Council.

B. Meetings

1. *Regular Meetings.* Unless otherwise specified by resolution of the Council, the regular meetings of the Council shall be held on the fourth (4th) Wednesday of January, February, March, April, May, June, July, August, September and October; the third Wednesday of November; and the second Wednesday of December at such times and places as may be established by the Council.
 2. *Special Meetings.* Special meetings shall be held by call of the Chairman(woman) or by petition to the Secretary of the Council from at least 20 percent of the representatives to the Council.
 3. *Annual Meeting.* Unless otherwise specified by resolution of the Council, the annual meeting shall be held in January of each calendar year.
 4. *Call of Meeting.* Each representative shall be sent notices of regular meetings in writing, postmarked at least ten (10) days before the meeting date. The notices shall include the place and time of the meeting and an agenda for the meeting. Only items included in the agenda shall be acted upon at such meeting other than routine ministerial and administrative matters, except by the unanimous approval of all representatives present and constituting a quorum. Notices of special meetings shall be sent in writing postmarked at least five (5) days before the meeting date provided that notice may be supplemented by fax and, in that case, the effective date of notification shall be considered the date of successful electronic transmission.
 5. *Minutes.* Minutes of the Council meetings and other official actions shall be filed in the Council's office and shall be of public record.
 6. *Standing Rules.* The Council may from time to time adopt or amend Standing Rules for the conduct of meetings of the organization.
- C. Quorum.* A majority of the members of the Council or of a committee shall constitute a quorum. All meetings of the Council or committees shall be conducted in accordance with *Roberts Rules of Order*.
- D. Action of the Council.* Action of the Council, except as otherwise provided, will require an affirmative vote of at least a majority of members of the Council present and voting and constituting a quorum.
- E. Action of the Council on Appeals from Article X, Sections C and D.* Appeals by parties to Regional Planning Commission findings conducted under Article X, Sections C and D, shall be acted on by a majority of the representatives of the Council. The Council shall consider the finding of the Commission regarding any such matter, but shall be entitled to take any action regarding such matter as it shall deem appropriate.
- F. Committees.* By resolution, the Council may establish such standing, special and advisory committees as it shall deem appropriate.

Article VII. Officers

- A. *Title and Terms.* Officers of the Council shall include a Chairman(woman), a Vice Chairman(woman), a Secretary and a Treasurer who shall be elected at the annual meeting of the Council and shall serve until their successors have been elected. No representative shall be eligible to serve more than one consecutive calendar year in the same office.
- B. *Election of Officers.* A Nominating Committee of three (3) members shall be appointed by the Council at the November meeting of the Council and shall serve until a succeeding Nominating Committee is appointed. The Nominating Committee shall mail to the members of the Council, at least ten (10) days prior to the annual meeting, its proposed slate of officers and members of the Executive Committee. The slate of officers and Executive Committee members shall be elected by a two-thirds (2/3) majority vote of those present.
- C. *Vacancies.* In the event any vacancy occurs in any office during the year, a successor shall be proposed by the Nominating Committee and elected by the Council to serve the unexpired term. Such service shall not constitute a calendar year of service as specified in Article VII, A.
- D. *Chairman.* The Chairman(woman) of the Council shall be a duly elected member of the Council. He(he) shall preside at all meetings of the Council, and in his(her) absence, the Vice Chairman(woman) will preside and in the absence of the Chairman(woman) and Vice Chairman(woman), a member of the Executive Committee designated by the Chairman(woman). When so authorized by the Council, the Chairman(woman) and/or Executive Director may sign contracts in the name of the Council.
- E. The Chairman(woman) may call special meetings of the Council as specified in Article VI, Section B. As a representative on the Council, the Chairman(woman) shall have the right to vote on all matters which may come before the Council. The Chairman(woman) shall be a voting member of all committees, but shall not be considered as part of the quorum.
- F. *Vice Chairman(woman).* At the request of the Chairman(woman) or in the absence of the Chairman(woman), or during his(her) inability to act, the Vice Chairman(woman) shall assume the powers and duties of the Chairman(woman). The Vice Chairman(woman) shall have such other powers and perform such other duties as may be assigned to him(her) by the Council.
- G. *Secretary.* The Secretary shall keep minutes of the meetings of the Council and the Executive Committee. The Secretary shall see that all meeting notices are duly given in accordance with the provisions of the *By-Laws* or as required by law, and shall perform such duties as may be assigned by the Council.
- H. *Treasurer.* The Treasurer shall receive all money, property and securities of the Council delivered to him (her). Under the direction of the Treasurer, the Executive Director, or his(her)designee, will take charge of all funds and deposit all money so received to the credit of the Council in a bank or banks selected by the Executive Committee. Under the directions of the Treasurer, the Executive Director, or his(her) designee, shall make all disbursements, and an accurate record of receipts and disbursements will be kept and a report given to the Council at each regular meeting of the Council.

Article VIII. Executive Committee

The Executive Committee shall be made up of eight (8) members: the Chairman(woman), the Vice Chairman(woman), the Treasurer and the Secretary and three members chosen by the Council. The Chairman(woman) in the preceding year shall be a member of the Executive Committee. A quorum shall consist of five (5) Executive Committee members.

The Executive Committee shall meet at the call of the Chairman(woman) provided there shall be ten (10) days written notice of a meeting and shall have such powers and duties as are granted to it by the Council.

The Executive Committee shall have the following powers and responsibilities:

- A. The Executive Committee shall supervise the annual audit of the books of the Council and employ auditors approved by the State Office of Policy and Management in connection therewith. The annual audit shall be made available for Executive Committee review no later than the second Wednesday in September following the end of the fiscal year and shall be reviewed for acceptance by a majority of the Executive Committee at the first Executive Committee meeting following receipt of the audit.
- B. The Executive Committee shall adopt such personnel policies, administrative regulations and financial procedures as may be needed within the pertinent *General Statutes*, Federal requirements, the *By-Laws* and the program and budget adopted by the Council.
- C. The Executive Committee shall have such other duties as are assigned to it by the Council as required for the management of the business affairs of the Council and consistent with the *General Statutes* and *By-Laws*.
- D. The Executive Committee shall have the authority to create and discontinue staff positions of the Council except that of the Executive Director and to fix salaries within the approved budget of the Council.
- E. The Executive Committee shall recommend for approval by the Council any and all contracts of the Council, including any contracts with the Federal, State or other public, non-profit and private organizations. Proposed agreements, except those with an agency of the State of the Connecticut or of the United States, shall be reviewed as to legal form by an attorney designated by the Council before being advanced to Committee.
- F. The Executive Committee shall develop procedures to be used for awarding of contracts and of all non-recurring expenditures above one thousand dollars (\$1,000).
- G. The Executive Committee shall have the authority to recruit, select and fix the salary of an Executive Director subject to approval of the Council.
- H. The Executive Committee shall be responsible for carrying out policy decisions made by the Council.

- I. The Executive Committee shall consider a budget, as prepared by the Executive Director, and recommend for approval a budget to the Council during April of each year. Budget proposals shall reflect: (1) annual Council goals advanced by the Committee and approved by the Council at the time of annual budget approval; and (2) January personnel evaluations conducted by the Executive Director, including his(her) self-evaluation, under the direction of the Committee. During the course of the fiscal year, the Executive Committee shall review proposals for budget changes, amendments and transfers of funds between accounts that may be made from time to time and shall have the authority to approve such changes, amendments or transfers provided such changes, amendments or transfers do not increase the assessments of the members of the Council and do not exceed ten percent (10%) of the approved budgeted item. In order to recommend the annual budget to the Council, the affirmative vote of not less than a majority of the Executive Committee membership is required.
- J. The Executive Committee may with the concurrence of the Council appoint an Acting Executive Director.

Article IX. Executive Director

- A. *Appointment.* The Council, upon recommendation of the Executive Committee, shall appoint an Executive Director by a majority vote of all representatives of the total membership of the Council. The salary of the Executive Director shall be fixed at the time of the appointment and shall thereafter be reviewed annually at the time of the adoption of the budget.
- B. *Removal.* The Council may remove the Executive Director by a majority vote of all representatives of the total membership of the Council.
- C. *Duties and Responsibilities.* The Executive Director shall be the chief administrative officer of the Council. He(she) shall be responsible to the Council for the administration of the Council's affairs placed in his(her) charge by or under these *By-Laws* and for implementing policy directives. The Executive Director shall have the following duties and responsibilities:
 - (1) The Executive Director shall prepare proposed annual Council fiscal year goals, January staff evaluations, proposed work programs and a proposed annual budget for submission to the Executive Committee and adoption by the Council. Upon adoption by the Council, he(she) shall execute the work program and budget.
 - (2) The Executive Director shall keep the Council advised as to progress of the work program of the organization by monthly reports accompanying meeting agendas and make recommendations to the Executive Committee concerning the affairs and operations of the organization as appropriate or necessary.
 - (3) The Executive Director shall prepare notices, agendas and other material necessary for meetings of the Council and Executive Committee. The Executive Director shall prepare minutes of the Council and Executive Committee meetings on behalf of and with the approval of the Secretary.
 - (4) The Executive Director shall prepare and administer the Council's financial accounting system in accordance with appropriate state and/or federal guidelines.

- (5) The Executive Director shall countersign with the Treasurer, or other designated officers, all checks issued by the Council. The Executive Director shall prepare and administer a system of internal control over all cash disbursements that is consistent with appropriate state and/or federal guidelines.
- (6) The Executive Director, subject to prior concurrence of the Executive Committee, shall appoint personnel within the limitations of the approved budget and, when he/she deems it necessary, suspend or remove any employee. The Executive Committee shall review proposed job qualifications and establish an initial salary for each appointment in advance of personnel selection by the Executive Director. Any staff suspension or removal shall immediately be communicated to the Executive Committee. The Executive Director may authorize appropriate staff personnel who are subject to his/her direction and supervision to exercise the duties and responsibilities placed in his charge by or under these *By-Laws*.
- (7) The Executive Director shall perform such other duties and responsibilities as are required or prescribed by the Council or the Executive Committee.

Article X. Regional Planning Commission

- A. *Powers and Duties.* As directed by the Council, the planning duties and responsibilities of the Council shall be carried out by the Regional Planning Commission. The Commission shall act on behalf of and as a subdivision of the Council according to procedures as may be established by the Commission and approved by the Council. The planning duties and responsibilities of the Commission shall include but need not be limited to (1) comprehensive planning and (2) functional planning as follows:
 - (1) *Comprehensive Planning.* As directed by the Council, the Regional Planning Commission shall propose and keep up-to-date a Plan of Development as called for in Section 8-35a and related sections of the Connecticut *General Statutes*, as amended.
 - (2) *Functional Planning.* As directed by the Council, the Regional Planning Commission shall carry out planning activities for specific functional areas, directed at achieving more immediate implementation of policies contained in the Plan of Development for the region .
- B. *Reports, Plans and Policies.* The Council may instruct the Regional Planning Commission to prepare and keep up-to-date a Plan of Development and to prepare reports, plans and policies as required by law and by the Connecticut *General Statutes*, as amended, and may instruct the Commission to prepare other plans and documents as the Council shall deem appropriate. Any such instructions of the Council shall specify a reasonable time period in which the Commission shall take action required by such instructions.
- C. *Zoning and Subdivision Referrals.* All zoning and subdivision matters which by *Statute* are referred to the Council may be considered by, commented upon, and findings issued by the Regional Planning Commission.

Any party initiating a referral request to the Council or initiating an application giving rise to a

referral by a municipal planning and/or zoning commission may appeal any finding of the Commission to the Council for further consideration. To be considered by the Council, all appeals must be received in writing within ten (10) days of the transmittal of the Commission finding; transmittal as established by postmark. Appeals shall fully state the reasons for review of the Commission's finding and, as initially received by the Council, shall constitute the sole basis for Council review.

Appeals by parties to Regional Planning Commission findings conducted under this Article shall be acted on by a majority of the members of the Council present at the next Council meeting. The Council shall consider the findings of the Commission regarding any such matter and the nature of the appeal but shall be entitled to take any action regarding such matter as it shall deem appropriate. If no appeal is filed, then the findings of the Commission shall be deemed the findings of the Council.

- D. Other Referrals.* Other referrals or requests for comment to determine consistency with regional plans and policies, arising as a result of federal or state law or regulation, shall be addressed by the Commission. Matters pertaining to surface transportation planning, generally falling within the purview of 23 USC 134 and 49 USC 1602, shall however be addressed directly by the Council.
- E. Submission of Commission Action to the Council.* Reports, plans and policies of the Commission, other than Commission findings in response to referrals under Sections C and D of this Article X from which no appeal has been taken as herein provided, shall be presented to the Council as proposals at the next regular meeting of the Council, and the Council shall act upon such submission (by adopting, rejecting, modifying or referring the same back to the Commission for further consideration) at the earliest practicable point in time.
- F. Membership and Representation.* Each member of the Council shall appoint one representative to the Regional Planning Commission. The representative shall be an elector and member of that member's planning commission. The representative shall be appointed by the planning commission with the concurrence of the appointing authority. Each member may also appoint an alternate who shall be an elector of such member and who shall be appointed by such planning commission with the concurrence of the appointing authority. The alternate shall, when the representative of the member from which he is appointed is absent, have all the powers and duties of the representative. The representative and alternate shall serve until a successor is appointed by the appointing authorities.
- Each representative shall be entitled to one vote in the affairs of the Commission but shall not be entitled a vote in the affairs of the Council.
- G. Resignation.* In the event a representative or alternate of the Commission resigns, a copy of the letter of resignation shall be filed with the Secretary of the Council and the Secretary of the Commission, and sent to the appointing authority of the member represented by such resigning party.
- H. Meetings of the Commission.* Unless otherwise specified by resolution of the Commission, the regular meetings of the Commission shall be held on the second (2nd) Thursday of each month subject to the right of the Chairperson of the Commission to cancel regular meetings in the absence of any business to come before any such meeting. Times and places of meetings shall be established by

the Commission.

- I. Special Meetings.* Special meetings of the Commission shall be held by call of the Council Chairperson or the Commission Chairperson or by petition of the Commission Secretary from not less than twenty percent (20%) of the representatives of the Commission.
- J. Call of Meeting.* Each representative shall be sent notices of regular meetings in writing, postmarked at least ten (10) days before the meeting date. The notices shall include the place and time of the meetings and an agenda for the meeting. Notices of each meeting shall also be sent to representatives to the Council. All items included in the agenda shall be acted upon at such meeting other than routine ministerial and administrative matters, except by the unanimous approval of all representatives present and constituting a quorum. Notices of special meetings shall be sent in writing postmarked at least five (5) days before the meeting date provided that notice may be supplemented by fax, and in that case, the effective date of notification shall be considered the date of electronic notice.
- K. Quorum.* A majority of the Commission's authorized representatives shall constitute a quorum.
- L. Action of the Commission.* Action of the Commission shall be by majority vote of those representatives constituting the quorum; provided, however, that adoption of a Plan of Development or part or amendment thereof, shall be by the affirmative vote of not less than a majority of all authorized representatives of the Commission.
- M. Officers.* Officers of the Commission shall include a Chairman(woman), a Vice Chairman(woman) and a Secretary, to be selected by the Commission representatives. The officers shall perform all duties incident to the particular office. The officers shall serve for one year with new officers to be selected once a year at the regular meeting of the Commission in the month of January. No representative shall be eligible to serve more than two (2) consecutive years in the same office.
- N. Executive Committee.* The Commission may establish an Executive Committee which may, in the absence a regular Commission meeting during a calendar month or in the absence of a quorum at a regular Commission meeting, address zoning, subdivision and other referrals on behalf of the Commission. The Executive Committee shall consist of the Chairman(woman), Vice Chairman(woman), Secretary and four additional representatives. Four Executive Committee members shall constitute a quorum. The Executive Committee shall be elected at the January meeting.
- O.* The Commission may, by resolution, establish such other committees as it shall deem appropriate.

Article XI. Fiscal Management

- A. Fiscal Year.* The fiscal year of the Council for purposes of work program development, budgeting, accounting, auditing and fiscal reporting shall commence July 1.
- B. Budget Adoption.* A preliminary budget shall be prepared on or before April 30 by the Executive Committee and disseminated to the Council. The preliminary budget advanced to the Council shall be based upon: (1) a detailed chart of expenditure accounts considered by the Executive Committee; (2)

January and July personnel evaluations conducted by the Executive Director under the guidance of the Executive Committee; (3) a staffing-salary plan approved by the Executive Committee; and (4) proposed goals for the ensuing fiscal year which shall accompany the proposed budget. The Council may amend the preliminary budget and shall adopt said budget on or before May 31 of each year. In the event a budget is not adopted for the ensuing fiscal year, the budget for the preceding fiscal year shall be considered to be the approved budget until a new budget is adopted.

- C. *Membership Assessments.* In January of each year preliminary assessments for all participating members shall be established by the Council upon recommendation of the Executive Committee to assist in the municipal budgeting process for the ensuing fiscal year. Preliminary assessments shall be determined by comparing the member's population to that of the aggregate population of the members in amounts sufficient to provide funds believed necessary to sustain the following fiscal year's budget. Final assessments shall be established in concert with the annual budget and shall not exceed those fixed as preliminary assessments. As used in this Section, population shall be determined by the latest U.S. Census or by the most recent State Department of Public Health and Addiction Services estimated populations available to the Council on January 1. The circumstances of any member whose annual assessments have not been paid by the end of the first quarter of the Council's fiscal year shall be reviewed by the Executive Committee which may take action as it deems appropriate in accordance with Sections B, C and E of Article V.
- D. *Disbursements.* All disbursements shall be by check drawn on the Council depository or depositories. Prior to signing any check, the disbursement voucher shall be pre-audited and certified in writing as to the correctness and propriety of the disbursement by staff persons designated by the Executive Director.
- Each check shall be signed by the Executive Director and countersigned by the Treasurer. In the absence of the Executive Director or Treasurer, or in the event of their inability to sign, checks may be signed or countersigned by the Chairman or Vice Chairman or an alternate member appointed by the Council. Facsimile signatures of the Executive Director or Treasurer may be used to sign and countersign checks, subject to policies approved by the Executive Committee.
- E. *Petty Cash Fund.* To facilitate prompt payment of small amounts, there may be a petty cash fund of a maximum of \$100.00. An advance of this principal sum is authorized to be placed in the custody of the Executive Director or a staff member designated by him(her), which fund when it nears depletion shall be replenished through the regular disbursement procedure.
- F. *Financial Reports.* At each regular meeting the Treasurer shall report to the Council on the Council's financial condition.
- G. *Annual Audit.* In accordance with Article VIII, Section B and under the direction of the Executive Committee, the Council shall contract with an independent certified public accountant to prepare a complete financial audit of its affairs under the provisions of the "Municipal Auditing Act" of the Connecticut *General Statutes*, as amended, and the U.S. Office of Management and Budget's Circular A-128 or its successor. Such audit shall be received by the Executive Committee not later than the second Wednesday in September following the close of the previous fiscal year and reviewed for acceptance by the Executive Committee at the first Executive Committee meeting following receipt of the audit and, upon acceptance, shared with representatives.

Copies of the annual audit shall be transmitted to persons as required by state *Statute* or specified in agreement(s) of the Council.

H. Funds, Gifts, Bequests, Contributions. Funds, gifts, bequests and contributions may be received by the Council for its own use and purposes from any source including local, state and federal governments, individuals, corporations or associations.

I. Purchase of Goods and Services

Good and services purchases will be accomplished at the lowest possible price consistent with qualitative needs and timely delivery. The Executive Director shall provide direct management control consistent with Article IX [duties of the Executive Director] of these *By-Laws*.

- (1) *Purchase Orders.* A purchase of or commitment to purchase goods and non-professional services shall occur only after approval of a purchase order by the Executive Director or his/her designee. The purchase order, signed by the Executive Director or his/her designee, shall assure adequate budget authority the availability of funds to make payment as necessary and Executive Committee approval if necessary. Each purchase order shall be associated with (charged to) an appropriate Council of Governments' project and work task.
- (2) *Expendable Supplies* Expendable supply purchases shall take advantage of favorable State of Connecticut Department of Administrative Services' purchasing arrangements when available and consistent with the Council's qualitative requirements. At a minimum, prices available to Connecticut agencies and municipalities as a result of statewide purchasing arrangements shall provide a bench mark. Expendable supplies may be purchased from other vendors offering goods below such prices or offering necessary goods unavailable from State of Connecticut sources. Annual comparisons may be secured and evaluated for goods purchased on a recurrent basis.
- (3) *Services.* Costs associated with vendor services, including repairs, shall be assessed on an annual basis prior to the onset of each fiscal year to insure that the Council continues to purchase services in the most cost effective manner possible. Annual review shall include, but not be limited to, computer repair and maintenance, insurance, telephone service, photographic and printing services. The Executive Director shall share a review and recommendations with the Executive Committee each March as the Council's draft budget for the succeeding fiscal year is being prepared. The provision of accounting/auditing services shall be reviewed at least every five years; the longer review period reflecting benefits inherent in a sustained relationship. Annual accounting/auditing fee agreements shall be reviewed by the Executive Committee and approved by the Council at the time of annual budget approval.
- (4) *Consultants.* Professional consulting services shall, in general, be secured via a qualifications-based process insuring broad outreach and review. Outreach to secure proposals or qualifications statements shall be effected by direct mail and paid legal advertising. The Executive Director may, at his/her discretion and under unusual circumstances, suggest that the Executive Committee consider only a single consultant possessing unique prerequisites; clearly establishing skills and background which might render "sole source" selection in the best interests of the Council. The Executive Committee

may refer resulting qualifications statements or proposals for comment and recommendation to committees established per Article V, F of these *By-Laws*.

- (5) The Executive Committee may, if deemed in the best interests of the Council, invite municipal, state and/or private sector personnel to frame requests for proposals or qualifications and/or assess consultant qualifications or proposals; sharing an assessment and a suggestion relative to a preferred consultant with committees established by the Council or the Council's Executive Committee. The Executive Committee shall consider each proposed agreement relative to budget, proposed fee and a recommendation received; advancing its recommendation to the Council of Governments. The Executive Committee's proposals shall be considered by the Council of Governments which shall make a final determination relative to consultant acceptability and fee.
- (6) *Capital Items.* Equipment purchases of \$1,000 or more (whether for a single unit or for several like units collectively costing more than \$999) shall be effected only after Executive Committee review and approval. A minimum of three quotations shall be secured for each item purchased. The Executive Director shall, reflecting upon a mix of cost, quality and COG experience, suggest a preferred vendor; clearly sharing the basis for the recommendation with the Committee. All major capital purchases, including computers, printers and copying equipment, shall be depreciated over their useful lives consistent with guidelines established in annual COG audits.

Article XII. Agreements

The Council may enter into agreements with local political jurisdictions, the state government and its agencies, the federal government and its agencies, regional agencies, and other public, non-profit and private organizations for the purpose of carrying out the powers and duties conferred upon the Council by the *General Statutes*, as amended.

Article XIII. By-Laws Amendments

These *By-Laws* may be amended by a vote of a majority of the representatives of the members of the Council at any regular or special meeting of the Council. Any proposed amendment to these *By-Laws* shall first be submitted to any regular or special meeting of the Council for preliminary consideration and only then, if preliminarily approved, placed on the agenda of the next succeeding regular or special meeting of the Council for formal adoption. Notice of any amendment shall be sent to all representatives of the Council.