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BYLAWS
of REGION 1 JOINT REGIONAL PLANNING COMMISSION

WHEREAS, the County Boards of the Counties of Winnebago and Boone in the State of Illinois previously adopted a resolution authorizing execution of an Intergovernmental Agreement to establish the Region 1 Joint Regional Planning Commission (“Commission”); and

WHEREAS, the County Boards of the Counties of Winnebago, Boone, and McHenry in the State of Illinois having entered into such Intergovernmental Agreement establishing and/or joining the Commission.

NOW, THEREFORE, BE IT RESOLVED, that the following bylaws are hereby adopted as the official bylaws of the Commission.

ARTICLE 1: NAME AND LOCATION

Section 1.1 Name. The trade name of the Commission shall be the “Region 1 Planning Council.”

Section 1.2 Location. The Commission shall establish its offices at such location as it may determine, to be located, however, within the Commission’s territory as set forth in Section 1.3 of the Bylaws.

Section 1.3 Territory. The Commission’s territory shall comprise of all of Boone County, Illinois; Winnebago County, Illinois; and McHenry County, Illinois. All references in these Bylaws to “territory” shall refer to the Commission’s territory as defined in this section.

Section 1.4 Service Area. The Commission’s service area comprises its territory as well as the territory of any county, city, or other municipality with Commission Membership, as specified in Section 4 of these Bylaws. All references to “service area” or “region” shall refer to the Commission’s service area as defined in this section.

ARTICLE 2: POWERS AND RESPONSIBILITIES

Section 2.1 Legal Authority. The Commission shall function in accordance with Section 5-14, Regional Planning, of the Counties Code (55 ILCS 5/5-14001, *et seq.*), the previously adopted county board resolutions, and the Intergovernmental Agreement establishing the Commission.

Section 2.2 Economic Development District. If so designated by the U.S. Economic development Administration (EDA), the Commission shall serve as the EDA-approved Economic Development District (EDD), as defined in the Public Works and Economic Development Act of 1965 as revised (42 U.S.C. §



40 3121 *et seq.*) and 13 CFR §304., for Boone, Winnebago, and McHenry counties. As EDD, the Commission
41 shall administer and oversee the EDA-approved Comprehensive Economic Development Strategy
42 (CEDS), including developing, implementing, and managing the CEDS and its supporting activities, per
43 EDA regulations. In fulfillment of its EDD-related responsibilities, the Commission shall maintain the
44 following objectives, which are not exhaustive:

- 45 (a) To support, coordinate and align economic development activities within the region for one or
46 more economically distressed areas;
- 47 (b) To increase employment opportunities for the unemployed and underemployed;
- 48 (c) To assist and coordinate regional economic development efforts of local governments and
49 organizations; and
- 50 (d) To provide services to and on behalf of local governments and organization to stimulate job
51 creation and improve the economic climate of the region.

52

53 **Section 2.3 Powers and Responsibilities.** In accordance with the legal authority cited in Section 2.1, and
54 in furtherance of the operation and functioning of the Commission as described in Section 2.2, the
55 Commission shall exercise certain powers and responsibilities including but not limited to:

- 56 (a) Encouraging the cooperation of the political subdivisions within the region in any matters that
57 may concern the CEDS or other plans established through the Commission as an aid toward
58 coordination of municipal plans with regional goals and objectives;
- 59 (b) Preparing and recommending, from time to time, plans for necessary improvements in
60 accordance with the CEDS or other plans established through the Commission;
- 61 (c) Coordinating with units of government concerning the use of information, reports, and data
62 related to planning;
- 63 (d) Coordinating with units of government the relationship of any local plans, projects, proposals and
64 policies applicable to the region;
- 65 (e) Contracting with any general-purpose unit of local government, special taxing district, or other
66 public or private for-profit or non-profit organization to provide specialized planning, technical,
67 or other staff assistance for appropriate reimbursement, when deemed appropriate by the
68 Commission's Executive Director;
- 69 (f) Accepting, receiving, and subsequently administering and expending, or passing through to its
70 constituent local governments, funds, grants, and services from public or private sources for
71 planning, technical assistance, grant writing and management, business development, finance, or
72 other lawful purposes;
- 73 (g) Accepting, and receiving loan funds from local, regional, state and federal funding sources and
74 offering security (where necessary) for such indebtedness in connection with the establishment
75 and operation of area-wide direct loan programs of benefit to the region (including the
76 administration of one or more area-wide revolving loan programs designed to promote private
77 sector investments that create or retain local employment opportunities and/or remove
78 impediments to the region's orderly growth and development);



- 79 (h) Negotiating, entering into, and awarding contracts for necessary support services (by competitive
- 80 bidding or sole source selection means) in connection with any funds, grants, or loans from
- 81 whatever source derived, within the limits of such funds provided for in the Commission's
- 82 approved annual budget; and
- 83 (i) Taking any other action permitted by applicable law, including but not limited to the Legal
- 84 Authority set forth in Section 2.1 of these Bylaws.

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ARTICLE 3: MEMBERSHIP AND OFFICERS

87 **Section 3.1 Membership.** The Commission shall be composed of Commissioners representing the region.

88 There shall be the following classifications of Commissioners:

89

90 **(a) Standing Members:**

- 91 i. Elected members of the Metropolitan Planning Organization (MPO) Policy Committee
- 92 ii. Organizations of the WINGIS Policy Committee
- 93 iii. County Board Chair of any County in the service area.
- 94 iv. Chief elected official of any municipality that has in effect an Intergovernmental
- 95 Agreement with the Commission, and who represents the economic interests of the
- 96 region.
- 97 v. Mayor of the largest city in any County in the service area. If the largest city Mayor does
- 98 not wish to participate as a Standing Member, the County Board Chair may designate
- 99 another Mayor serving within the County to replace the largest city Mayor as a Standing
- 100 Member.
- 101 vi. No standing member will be granted dual representation or additional votes on the basis
- 102 of meeting more than one of the criteria established above.

103

104 **(b) Associate Members:**

- 105 i. A representative from any participating Economic Development Organization that has
- 106 entered into an active service contract with the Commission
- 107 ii. A representative from The Workforce Connection
- 108 iii. A representative from Northern Illinois University
- 109 iv. A representative from Rock Valley College
- 110 v. A representative from Highland Community College
- 111 vi. A representative from McHenry Community College
- 112 vii. A representative appointed by the Board of Commissioners of the Chicago Rockford
- 113 International Airport
- 114 viii. A representative from Commonwealth Edison
- 115 ix. A representative from Nicor Gas
- 116 x. A representative from Rockford Mass Transit District
- 117 xi. A representative of labor from Northwestern Illinois Building Trades



118 xii. A representative of the Board’s Community Advisory Forum

119
120 (c) All Standing and Associate members shall have a right to vote on matters brought before the
121 Board of Commissioners with the following exception:

122 i. Standing or Associate Members that represent an organization, agency, municipality, or
123 county that is otherwise represented as part of an EDA-designated Economic
124 Development District may not vote on economic development-related matters coming
125 before the Board of Commissioners.

126
127 (d) **Ex Officio:**

128 i. Additional organizations not participating as standing or associate members who
129 broadly represent the principal economic interests of the Region, which may include
130 the private sector, public officials, community leaders, representatives of workforce
131 development boards, institutions of higher education, minority and labor groups, and
132 private individuals.

133 ii. Ex Officio members may participate in discussions and make recommendations but do
134 not have voting authority.
135 Ex Officio members are appointed by the Chair of Region 1 Planning Council.

136
137 **Section 3.2 Election of Officers.** The Commission’s Standing and Associate Members shall vote to elect
138 the officers of the Commission at the Commission’s regular meeting immediately preceding the start of
139 the upcoming fiscal year. Officers shall be determined annually by majority vote. Only Standing Members
140 of the Commission are eligible to serve as Officers.

141
142 **(a) Chair:** The Chair of the Commission shall preside over all meetings of the Commission and all
143 meetings of the Executive Committee. The Chair may present such matters as, in his or her
144 judgment, require attention, and shall perform such other duties as are entrusted to the Chair by
145 statute or by these Bylaws. Subject to any contrary requirements in these Bylaws, the Chair shall
146 be guided by Robert’s Rules of Order in the conduct of meetings.

147
148 **(b) Vice Chair:** The Vice Chair shall preside over all meetings of the Commission and all meetings of
149 the Executive Committee in the absence of the Chair, or in the event that the Chair is incapacitated
150 or unable to serve; in the absence or disability of the Chair, the duties of the Chair shall be
151 performed by the Vice Chair for the remainder of the Chair’s term or until the Chair is able to
152 serve again, whichever occurs first.

153
154 **(c) Additional Officers:** The Commission may, regular or special meetings, create additional officers
155 and prescribe their duties as it deems necessary.

156



157 **(d) Removal:** Any elected officer may be removed for cause. Cause may include but may not be
158 limited to reasons of incapacitation, inability to attend the meetings of the Commission and
159 Executive Committee; or insufficiency in attending to the requirements of his or her office.
160 Removal from office shall require a two-thirds (2/3) vote of the Commissioners present, but shall
161 not in any event be less than a majority of the Commissioners.

162
163 **(e) Vacancies:** With the exception of Chair, should any office become vacant for any cause, the
164 Executive Committee of the Commission is empowered to designate an interim officer who shall
165 serve in that office until the next regularly scheduled Commission meeting. The Commission shall
166 consider the interim designation of an officer by the Executive Committee to constitute a
167 nomination of a successor to serve the remaining term. The Commission shall thereupon act to
168 elect a permanent successor at the earliest opportunity, who shall, upon election, serve the
169 remainder of the vacated term. Should the office of Chair become vacant, the Vice Chair shall
170 succeed as described in Section 3.2(b).

171 ARTICLE 4: COMMITTEES

172 **Section 3.3 Conflicts of Interest.** Commissioners shall avoid the appearance of impropriety and shall sign
173 and follow the *Region 1 Joint Regional Planning Commission Board of Commissioners Conflict of Interest*
174 *Policy*.

175
176 **Section 4.1 Committees.** There shall be an Executive Committee plus five (5) other committees: the MPO
177 Policy Committee; the WINGIS Policy Committee; the Council of Governments; the Northern Illinois Land
178 Bank Authority; and the CEDS Strategy Committee. The duties of these standing committees shall be as
179 set forth either in these Bylaws, or in the respective Bylaws and/or Intergovernmental Agreements of the
180 MPO, WINGIS, NILBA, or other committees. The Commission may have additional committees as it deems
181 necessary.

182 **Section 4.2 Executive Committee.** The Executive Committee shall act for the Commission on
183 administrative matters that the Chair of the Commission may present to the Executive Committee.

184
185 **(a) Composition.** The Executive Committee shall consist of no more than nine (9)

186 Members and shall include:

- 187 1. the Chair and Vice Chair of the Commission;
- 188 2. the Chairs of the MPO Policy Committee, WINGIS Policy Committee, and Council
189 of Governments; and
- 190 3. members appointed by consensus of the Commissioners presiding as County Board
191 Chairs and Mayors/Municipal Presidents, provided that such appointees are
192 elected officials who are Standing Members of the Commission and subject to the
193 other provisions of this Section. The Chair of the Commission shall cast any
194 necessary vote to determine consensus.

195



196 (b) **Representation.** No single municipality or jurisdiction shall have more than one member serving
197 on the Executive Committee. In the event that the Chair of the MPO Policy Committee, the
198 WINGIS Policy Committee, or the Council of Governments cannot serve due to this limitation, the
199 Vice Chair of the Committee shall serve in representation.

200
201 (c) **Powers and Duties:** Administrative matters within the purview of the Executive Committee may
202 include, but need not be limited to: oversight of the Commission’s Executive Director; oversight
203 of certain contractual agreements for service and representation provided by the Commission; or
204 providing consistency and resolving contradictory issues within the Commission on all planning
205 and legislative actions of the Commission’s committees. The Executive Committee shall report its
206 actions on all matters to the Commission at the next meeting of the Commission first following
207 the taking of the action.

208
209 **Section 4.2 CEDS Strategy Committee.** Pursuant to 13 CFR § 303.6(b)(1), the CEDS Strategy
210 Committee shall “represent the main economic interests of the Region, which may include Indian
211 tribes, the private sector, State and other public officials, community leaders, private individuals,
212 representatives of workforce development boards, institutions of higher education, minority and
213 labor groups, and others who can contribute to and benefit from improved economic development in
214 the relevant Region. In addition, the Strategy Committee must demonstrate the capacity to
215 undertake a collaborative and effective planning process.”

216 (a) **Membership:** Members of the CEDS strategy committee may include Standing, Associate, Ex
217 Officio members, and other members of the region needed to satisfy the compositional
218 make-up needed to fully represent the broad economic interests of the region. In some
219 cases, more than one member of a municipality or organization may serve on the CEDS
220 Strategy Committee in order to represent the broad economic interest of the region (for
221 example, if two members of the same organization represent two different departments,
222 each which represent a unique economic interest).

223 (b) **Selection:** Great care will be taken to ensure an equal balance of private and public sector
224 participation. Representation will be sought from every industry of significant economic
225 activity in the region.

226 (c) **Appointment:** Upon selection, an organization or municipality will be provided an overview
227 of the CEDS process and participation requirements. Consenting members are added to the
228 CEDS Strategy Committee.

229
230 ARTICLE 5: MEETINGS AND RULES

231 **Section 5.1 Budget and Election of Officers.** The annual budget for the Commission shall be adopted no
232 later than June 30 of each year. Commission Officers elections shall be at the last regular meeting
233 preceding each fiscal year.

234 **Section 5.2 Meetings.** A minimum of four (4) meetings of the Commission shall be held each year.



235 **Section 5.3 Special Meetings.** In addition to the regularly scheduled meetings, special meetings may be
236 called at any time by the Chair of the Commission. Special meetings shall also be called by the Chair upon
237 written request by a Quorum of Commissioners.

238 **Section 5.4 Committee Meetings.** Committee meetings shall be held as necessary and as determined by
239 the rules, bylaws, or governing agreements of the Committee.

240
241 **Section 5.5 Notice of Meetings.** The Commission’s Executive Director shall send to each of the
242 Commissioners notice of all Commission meetings not less than five (5) days in advance of the meeting.
243 Such notice shall state a time and place of such meeting, and shall also be posted in accordance with the
244 Illinois Open Meetings Act.

245 **Section 5.6 Quorum.** The majority of the voting members of the Commission or its Committees physically
246 present at the location of the meeting shall constitute a quorum at any meeting. Adoption of a budget or
247 the voting of an appropriation shall require a two-thirds (2/3rds) vote of the Commissioners present,
248 voting at a legal meeting, but in no event less than a majority of the Commissioners. A majority vote shall
249 control all other decisions and recommendations of the Commission.

250
251 **Section 5.7 Meeting Attendance by Audio Conference.** Consistent with the Open Meetings Act of Illinois,
252 so long as the Commission meeting is convened with a quorum (physically present at the location of the
253 meeting), a Commissioner may attend a meeting by audio conference where he or she is prevented from
254 attending in person due to the following:

- 255 (a) Personal illness or disability;
- 256 (b) Employment purposes or the business of the Commission; or
- 257 (c) A family or other emergency.

258 In instances other than an emergency, Commissioners shall provide the Executive Director with at least
259 10-days notice that he or she will need to attend a meeting by audio conference.

260 Exceptions to this requirement are permitted under order of the State of Illinois.

261 **Section 5.8 Vote by Proxy.** Commissioners who cannot attend a meeting in person or by audio conference
262 under the circumstances described in Section 5.7 may instead send a proxy authorized to vote on the
263 Commissioners’ behalf. Any such authorized proxy may attend in person or via audioconference. A
264 Commissioner who wishes to send an authorized proxy to attend and vote on his/her behalf shall notify
265 the Executive Director in writing in advance of the meeting.

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ARTICLE 6: PERSONNEL

268 **Section 6.1 Executive Director.** The Executive Director shall be appointed as a permanent employee by a
269 majority vote of the Commissioners and shall be responsible for all professional and administrative work.
270 With the assistance and advice of the Commission, appropriate committees, contracting agencies, or local,
271 state, or federal units of government, the Executive Director shall be responsible for preparing all budgets,
272 reports, and publications of the Commission, and shall be responsible for directing the work of the staff.
273 The Executive Director shall assign staff as administrative liaisons to committees of the Commission. The



274 Executive Director shall be authorized to execute official documents, contracts, and other legal
275 instruments of the Commission.

276 **Section 6.2 Commission Staff.** The Executive Director shall be responsible for the employment of staff in
277 conformance with the approved budget. The number and organization of staff shall be based on the
278 needs of the Commission to meet the goals and objectives of the Commission and the contractual
279 requirements of the local, state, and federal governments with which the Commission transacts official
280 business.

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ARTICLE 7: FINANCES

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284 **Section 7.1 Fiscal Year.** The fiscal year of the Commission, and organizations receiving their fiscal agency
285 from the Commission, shall be the consistent with the State of Illinois fiscal year.

286 **Section 7.2 Fund Management and Budget.** All funds received or disbursed by the Commission shall be
287 in accordance with the budget and in accordance with the financial procedures outlined in standing
288 intergovernmental agreements. The Executive Committee will direct the Executive Director to be
289 responsible for administering the Funds of Commission entities in coordination with the Commission's
290 fiscal services provider. The Executive Director shall be responsible for preparing and presenting an
291 annual budget for the following fiscal year to the Commission prior to the May Commission meeting. The
292 budget will be prepared and revised as necessary to be in compliance with the goals, objectives,
293 guidelines, and contractual conditions of the Commission and various local, state, and federal agencies
294 and units of government with which the Commission does business.

295 **Section 7.3 Membership Fees.** The annual membership fees of Standing Members shall be determined
296 by their committee participation. Voluntary fees for technical assistance provided to Standing and
297 Associate Members shall be contracted through a fee-for-service arrangement under separate agreement
298 with the Commission.

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ARTICLE 8: AMENDMENTS

300 **Section 8.1 Amendments.** These Bylaws may be amended at any regularly scheduled meeting of the
301 Commission or at any special meeting called by the Chair in accordance with these Bylaws. The
302 Executive Director shall send by email to each member of the Commission a copy of the proposed
303 amendment to the Bylaws in advance of such meeting. This shall be done not less than ten (10) days
304 prior to the date of the meeting. Amendment of these Bylaws shall require a two-thirds (2/3rds) vote of
305 the Commission present, voting at a legal meeting, but in no event less than a majority of the
306 Commissioners.

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ARTICLE 9: COMPLIANCE WITH ILLINOIS LAW

310 **Section 9.1 Compliance with Law.** In the event that these Bylaws or any provision herein should in any
311 manner be contrary to the provisions of the Illinois law, Illinois Law shall prevail and the rest of the Bylaws
312 that comply with Illinois law shall remain in effect.



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315 These bylaws were adopted by action of the Region 1 Joint Planning Commission, on December 15, 2017,
316 and revised by action of the Commission on: December 19, 2019, June 23, 2020, September 14, 2022,
317 **February 16, 2023.**