

Bylaws of the Michigan Infrastructure Council

Adopted December 10, 2020

1. Purpose.

The Michigan Infrastructure Council (MIC/the council) will bring together local utility and infrastructure owners, regional representatives, finance and policy experts, and state departments to coordinate infrastructure goals, safeguard investments, and endeavor to provide efficiencies to the overall infrastructure planning process to minimize the duplication of efforts.

The statutory responsibilities of the Michigan Infrastructure Council are as established in P.A. 323 of 2018, P.A. 324 of 2018 and P.A. 325 of 2018.

2. Membership, Chairperson and Other Officers.

a. **Voting Members.** The council shall consist of nine appointed voting members in accordance with P.A. 323 of 2018. The voting members shall be appointed as follows:

- 1) Five by the Governor
- 2) One by the Senate Majority Leader
- 3) One by the Speaker of the House
- 4) One by the Senate Minority Leader
- 5) One by the House Minority Leader

b. **Nonvoting Members.** The council shall consist of nine nonvoting members in accordance with P.A. 323 of 2018.

- 1) The chairperson of the Water Asset Management Council (WAMC) or his or her designee
- 2) The chairperson of the Transportation Asset Management Council (TAMC) or his or her designee
- 3) The director of the Department of Agriculture and Rural Development or his or her designee
- 4) The director of the Department of Environmental Quality or his or her designee
- 5) The director of the Department of Natural Resources or his or her designee
- 6) The director of the Department of Technology, Management, and Budget or his or her designee
- 7) The director of the State Transportation Department or his or her designee
- 8) The State Treasurer or his or her designee
- 9) The chairperson of the Michigan Public Service Commission or his or her designee

- c. **Chairperson and Other Officers.** Per P.A. 323 of 2018, the council shall elect a chairperson from among its members. The council may elect other officers as it considers appropriate.
- 1) **Eligibility:** All voting members of the council are eligible to be Chairperson, Vice-Chairperson, or other officers.
 - 2) **Election of Officers:** Elections for Chairperson, Vice-Chairperson, and other officers shall be held at the Annual Meeting of the MIC or as needed to fill a vacant officer position. Election shall be by a majority vote of the attending voting MIC members at a meeting where a quorum is present.
 - 3) **Term of Office:** All officers' terms of office shall be for a one-year term, except as needed to fill a vacancy for the balance of the term. Officers may be reelected to additional terms by the MIC. Terms may be consecutive.
 - 4) **Responsibility and Dismissal:** It is the responsibility of the Chairperson and in the absence of the Chairperson, it is the responsibility of the Vice-Chairperson to chair scheduled MIC meetings, publicly represent the MIC, and speak on its behalf. If the Chairperson or the Vice-Chairperson fails to meet this responsibility, the voting membership of the MIC may dismiss the Chairperson or Vice-Chairperson by majority vote.

3. **Subsidiary Bodies.**

In carrying out its duties and responsibilities, the MIC may establish and abolish committees and subject matter expertise (SME) groups as it considers appropriate.

- a. **Committees:** MIC committees may be comprised of voting and nonvoting MIC members, as selected by the Chairperson. Member assignments may be reviewed and changed by the MIC Chairperson as necessary during the Chairperson's term of office. Each committee shall be chaired by a voting member of the MIC. Any committee may include for support, technical, or other reasons, non-MIC members as advisory participants on the committees.
- 1) **Nominations Committee:** The committee will develop and manage the evaluation and nomination process for WAMC members per Article 7. b. of these Bylaws and P.A. 324 of 2018.
 - a) **Responsibilities.**
 - i. Advise the council on matters pertaining to WAMC appointments.
 - ii. Propose a slate of nominees to fill the expiring WAMC terms to the full council for consideration and vote.
 - iii. Propose a nominee to fill a vacancy of an unexpired term to the full council for consideration and vote.
 - b) **Membership.** The committee shall be comprised of five (5) members as appointed below and all five members shall have a vote on the committee for the actions of the committee.
 - i. A minimum of two, but not more than three voting members of the council. One of the voting members shall be appointed as Chairperson of the Committee.

- ii. A minimum of two, but not more than three nonvoting members of the council, one of which shall be the WAMC Chairperson or his/her designee. The designee does not have to be a current member of WAMC but is not eligible to be nominated for the WAMC.
 - iii. If the vacancy under consideration is the WAMC Chairperson's appointment, the WAMC Chairperson shall recuse himself/herself as a member of the committee and the MIC Chairperson shall appoint a WAMC designee for the committee.
- b. **Subject Matter Expertise (SME) Groups:** MIC SME groups may be comprised of voting and nonvoting MIC members, as selected by the Chairperson. Furthermore, any SME group may include for support, technical, or other reasons, non-MIC members as advisory participants in the SME group. Member assignments may be reviewed and changed by the MIC Chairperson as necessary during the Chairperson's term in office.

4. Meetings.

Per P.A. 323 of 2018, "the MIC shall meet at least quarterly, or more frequently at the call of the Chairperson or if requested by 3 or more members." Council meeting schedules are established by January 1 for the following annual year. The established schedules shall be made available to the public in compliance with the Open Meetings Act, 1976 P.A. 267, MCL 15.261 to 15.275.

- a. **Organization of Meetings.** The Chairperson shall preside at all MIC meetings. In his/her absence, the Vice-Chairperson shall preside at such meeting. In the absence of both the Chairperson and Vice-Chairperson, the Chairperson shall designate another member of the MIC to preside over such meeting. If the Chairperson fails to designate such member, a voting member of the MIC shall be selected by a majority of the voting members in attendance at such meeting, and that member shall preside over the meeting.
- b. **Annual Meeting.** The MIC shall designate one meeting as the Annual Meeting. The Annual Meeting shall be held no later than December 15 of that year, beginning in 2019 and reoccurring every year thereafter. The order of business at the Annual Meeting shall include:
 - 1) Roll Call
 - 2) Public Comment
 - 3) Approval of Agenda
 - 4) Approval of Minutes
 - 5) Election of Officers
 - 6) Appointment of Water Asset Management Council Members
 - 7) Review of Bylaws
 - 8) Confirmation of Meeting Schedule for the Calendar Year
 - 9) Conduct Other Council Business as Provided in Meeting Notice
- c. **Other Meetings.** The Chairperson or the Chairperson's designee shall develop the agenda for the meeting.

- d. **Remote Attendance.** Voting and nonvoting members of the MIC may attend MIC meetings in person, by phone, or by videoconferencing (if available).
- e. **Public Comment.** Each scheduled MIC meeting shall include a forum for Public Comments, whereby members of the general public may address the council. Each speaker shall register to speak and be granted 3 minutes to address the council. The Chairperson may extend the speaking time, in a consistent manner, across all registered speakers.

5. Quorum and Voting.

Per the Michigan Open Meetings Act, 1976 P.A. 267, MCL 15.261 to 15.275, a “meeting” is the convening of a public body at which quorum is present for the purpose of deliberating toward or rendering a decision of a public policy. Per P.A. 323 of 2018, a quorum as it pertains to the MIC shall be defined as, “a majority of the voting members of the Michigan Infrastructure Council and a majority of the nonvoting members of the Michigan Infrastructure Council.”

Per P.A. 323 of 2018, “an affirmative vote of the majority of the voting members of the Michigan Infrastructure Council is required for official action of the Michigan Infrastructure Council.”

- a. **Remote Voting.** Voting members may vote in person, by phone, or by videoconferencing (if available). When one or more voting members is attending remotely, all voting will take place via roll-call vote.

6. Freedom of Information Act.

Per. P.A. 323 of 2018, “A writing created by the Michigan Infrastructure Council in the performance of an official function is subject to the freedom of information act, 1976 P.A. 442, MCL 15.231 to 15.246.”

7. Council Duties.

- a. **Council Responsibilities.** The council shall carry out the duties assigned in P.A. 323 of 2018, Section 4 by delivering the work plans, reports, and recommendations as required.
 - 1) Within 180 days of the first meeting, the MIC shall develop a three (3) year work plan and strategy.
 - 2) Within three (3) years of the effective date of P.A. 323 of 2018, the MIC shall begin the second phase to develop predictive analytics, a public dashboard and produce a 30-year integrated infrastructure investment and management strategy for the State of Michigan.
- b. **Water Asset Management Council Appointments.** Per P.A. 324 of 2018, the MIC shall appoint members to the Water Asset Management Council (WAMC) in accordance with the WAMC membership requirements of P.A. 324 of 2018.

- 1) For WAMC appointments from the four associations: i. Michigan Municipal League, ii. Michigan Townships Association, iii. Michigan Association of Counties, and iv. Michigan Association of Drain Commissioners:
 - a) MIC will request nominations from the association(s) by September 1 of the expiration year.
 - b) Nominations shall be submitted to the MIC Nominations Committee by November 15 of the expiration year.
 - c) WAMC appointments will be made at the Annual Meeting.
 - 2) For WAMC appointments representing the four non-association positions: i. regional drinking water, wastewater, or storm water authority, ii. water infrastructure association, iii. drinking water, wastewater, or storm water asset management experience, and iv. a region:
 - a) MIC will publicly request nominations for the open position(s) by September 1 of the expiration year.
 - b) Nominations shall be submitted to the MIC Nominations Committee by November 1 of the expiration year.
 - c) WAMC appointments will be made at the Annual Meeting.
 - 3) For filling the vacancy of an unexpired term, per P.A. 324 of 2018, "A vacancy on the water asset management council shall be filled in the same manner as the original appointment."
 - a) MIC will request nominations from the affected association(s) and/or for the open position(s) no more than thirty (30) days from the vacancy.
 - b) Nominations shall be submitted to the MIC Nominations Committee within forty-five (45) days of the official request by MIC.
 - c) WAMC appointments to fill vacancies shall be made at the next scheduled MIC meeting or at a special meeting by the request of the Nominations Committee within thirty (30) days of nominations.
 - d) A vacancy shall be filled within one hundred twenty (120) days.
- c. **Transportation Asset Management Council Appointments.** TAMC appointments will take place in accordance with P.A. 325 of 2018
- d. **Removal of Members of the Water Asset Management Council and Transportation Asset Management Council.** Per P.A. 324 of 2018 and P.A. 325 of 2018, the MIC may remove members of the WAMC or TAMC in accordance with the respective public act.
- 1) Per P.A. 324 of 2018, "A member of the Water Asset Management Council may be removed for incompetence, dereliction of duty, malfeasance during his or her tenure in office, or any other cause considered appropriate by the Michigan Infrastructure Council."
 - 2) Per P.A. 325 of 2018, "A member of the Transportation Asset Management Council may be removed for incompetence, dereliction of duty, malfeasance during his or her tenure in office, or any other cause considered appropriate by the Michigan Infrastructure Council."

- 3) The MIC shall consult with the respective council before removing a member of that council.

8. Staffing.

Per P.A. 323 of 2018, “the Departments of Agriculture and Rural Development; Environmental Quality; Natural Resources; Technology, Management, and Budget; Transportation; and Treasury shall provide qualified administrative and technical staff to the Michigan Infrastructure Council.” Furthermore, “the Department of Technology, Management, and Budget shall serve as the central data storage agency for the statewide database provided for this act.”

9. Bylaw Adoption and Amendments.

An affirmative vote of the majority of the voting members of the MIC is required to adopt and amend the MIC bylaws. Proposed amendments, in final form, must be distributed to the members at least ten (10) business days prior to having them on the MIC agenda as an action item.