

Michigan Infrastructure Council Bylaws

Approved by the Council March 6, 2025

ARTICLE 1. Adoption of Bylaws

The Michigan Infrastructure Council adopts these Bylaws to govern its organization and operations pursuant to the Michigan Infrastructure Council Act, (“the Act”) Act No. 323 of 2018.

ARTICLE 2. 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.

ARTICLE 3. Council Member Terms

The members of the Council, their terms of office, and the method of selecting the members shall be as set forth in Sections 3 (1) and (2) of the Act. Appointed members of the Council serve at the pleasure of, and may be removed by, their respective appointing official and/or organization.

ARTICLE 4. Membership, Chairperson and Other Officers

Section 4.1 - 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

Section 4.2 - 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 their designee
- 2) The chairperson of the Transportation Asset Management Council (TAMC) or their designee
- 3) The director of the Department of Agriculture and Rural Development or their designee
- 4) The director of the Department of Environmental Quality or their designee
- 5) The director of the Department of Natural Resources or their designee
- 6) The director of the Department of Technology, Management, and Budget or their designee
- 7) The director of the State Transportation Department or their designee
- 8) The State Treasurer or their designee
- 9) The chairperson of the Michigan Public Service Commission or their designee

Section 4.3 - 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[s], or other officers.
- 2) Election of Officers: Elections for Chairperson, Vice-Chairperson[s], 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[s] to chair scheduled MIC meetings, publicly represent the MIC, and speak on its behalf. If the Chairperson or the Vice-Chairperson[s] fails to meet this responsibility, the voting membership of the MIC may dismiss the Chairperson or Vice-Chairperson[s] by majority vote.

Section 4.4 - 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.

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[co-chaired] by a voting member of the MIC whom the Chairperson designates. 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.

2) Subject Matter Expertise (SME) Groups

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. The

Chairperson of the Council shall appoint a chair[s] for these groups and is subject to changes depending on the chairperson's discretion.

ARTICLE 5. 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 calendar year. The established schedules shall be made available to the public no later than the first meeting of the calendar year in compliance with the Open Meetings Act, 1976 P.A. 267, MCL 15.261 to 15.275.

Section 5.1 - Organization of Meetings

The Chairperson shall preside at all MIC meetings. In their absence, the Vice-Chairperson[s] shall preside at such meeting. In the absence of both the Chairperson and Vice-Chairperson[s], 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.

Section 5.2 - Annual Meeting

The MIC shall designate one meeting as the Annual Meeting. The Annual Meeting shall be held no later than December 31 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

Section 5.3 - Other Meetings

The Chairperson or the Chairperson’s designee shall approve the agenda for the meeting. If a quorum of voting and nonvoting members is present the meeting shall abide by the Open Meetings Act rules.

Section 5.4 – Attendance

To be counted towards quorum, both voting and nonvoting members of the MIC shall attend MIC meetings in person, unless the member’s absence is due to military duty. Voting and Nonvoting members of the Council shall inform MIC staff of any expected absences from quarterly meetings as soon as they are aware of them.

Section 5.5 - 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.

Section 5.6 - 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.”

Section 5.7 - 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.”

Section 5.8 – Minutes

Minutes of all the Council meetings, including all votes, shall be kept on file in the Department of Treasury and be made available to the public, in compliance with the Open Meetings Act, Act No. 267, Michigan Public Acts of 1976 and the Freedom of Information Act, Act No. 442, Michigan Public Acts of 1976.

Proposed minutes for a Council meeting shall be posted within eight business days following the meeting. The minutes shall be corrected and approved at the succeeding meeting. If amended, the public record will be corrected to reflect the approved meeting minutes.

Section 5.9 - Manner of Voting

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.”

The voting on a resolution or substantive business matter shall be held by a roll call vote and the record will be reflected in the minutes, with the option for voting members to abstain. Abstaining from a vote will be counted towards the majority opinion.

The voting on all other procedural or non-substantive matters at a meeting of the Council shall be held by the chairperson asking for all those in favor and all those opposed, with no option to abstain and the votes will not be recorded in the meeting minutes, unless a member requests a roll call vote, in which members can then abstain. In the case of a roll call vote, the members vote shall be recorded in the minutes of that meeting.

Section 5.10 - Resolutions and Effective Date

All resolutions shall be in writing and shall be kept on file in the Department of Treasury. Resolutions shall become effective on the day of passage, upon adjournment of the meeting, unless otherwise stated in the resolution.

ARTICLE 6. Council Duties

Section 6.1 – Legislative Responsibilities

The council shall carry out all of 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.

Section 6.2 - 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: Michigan Municipal League, Michigan Townships Association, Michigan Association of Counties, and Michigan Association of Drain Commissioners:
 - a. MIC will request nominations from the association[s] by August 1 of the expiration year.
 - b. Nominations shall be submitted to the MIC Nominations Committee by September 30 of the expiration year.
 - c. WAMC appointments will be made at the Annual Meeting.
- 2) For WAMC appointments representing the four non-association positions: regional drinking water/wastewater/storm water authority, water infrastructure association, drinking water/wastewater/storm water asset management experience, and a region:
 - a. MIC will publicly request nominations for the open position(s) by August 1 of the expiration year.
 - b. Nominations shall be submitted to the MIC Nominations Committee by September 30 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. WAMC members who vacate position prior to the end of their term will deliver letter of resignation to the MIC.
 - b. MIC will request nominations from the affected association(s) and/or for the open position[s] no more than thirty (30) days following the receipt of the written resignation.
 - c. Nominations shall be submitted to the MIC Nominations Committee within forty- five (45) days of the official request by MIC.
 - d. 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 the request.
 - e. A vacancy shall be filled within one hundred twenty (120) days following the receipt of written resignation.

Section 6.3 - Transportation Asset Management Council Appointments

TAMC appointments will take place in accordance with P.A. 325 of 2018

Section 6.4 - Removal of Members from the Transportation Asset Management Council and Water 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’s leadership before removing a member of that council.

Section 6.5 - 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.”

ARTICLE 7. Miscellaneous Provisions

Section 7.1 - Fiscal Year

The fiscal year of the Council shall be the same as the State of Michigan’s fiscal year.

Section 7.2 - Conflict of Interest

Members of the Council and contractors or agents of the Council shall be subject to the provisions of Act No. 317, Michigan Public Acts of 1968 and Act No. 318, Michigan Public Acts of 1968 as well as any ethics policy adopted by the Council.

Section 7.3 - Conflict with the Act

To the extent that there is any conflict between these Bylaws and the Act or the underlying statutes, the Act and the underlying statutes shall control.

Section 7.4 - Ethical Duties

Palencia Mobley, P.E. - Chair
Kathleen Lomako – Vice Chair
Doug Matthews
Marco Bruzzano



Erin Kuhn – Vice Chair
Roger Blake
Charles Marshall
Dr. John Daly III

Members of the Council and contractors or agents of the Council shall be subject to the provisions of the State Ethics Act, Act No. 196, Michigan Public Acts of 1973 as well as any ethics policy adopted by the Council.

ARTICLE 8. Adoption, Amendment and Suspension of Bylaws

Section 8.1 – Adoption

To adopt or amend the MIC bylaws, a majority vote from the voting members of the MIC is required. Final versions of proposed amendments must be distributed to the members at least eight (8) business days prior to the meeting they are set to be discussed and amended at.

Section 8.2 - Amendment[s]

These Bylaws may be amended by resolution adopted by the affirmative vote of a majority of the voting members. Advance notice of motions to amend the Bylaws need not be given.

Section 8.3 – Suspension

Any and all of the provisions of the Bylaws, except those required by state law, may be suspended by the affirmative vote of a majority of the members.