



# By-Laws

of the

# Northeastern Connecticut Council of Governments

Adopted April 25, 2014

Readopted/Affirmed March 5, 2021

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William Rose IV, NECCOG Secretary

**Section 1 Organization**

This regional council of governments, established under Chapter 50, Section 4-124i through 4-124u of the General Statutes, as amended, shall be named the **Northeastern Connecticut Council of Governments**, hereinafter referred to as "NECCOG" or the "Council."

**Section 2 Geographical Area Served**

The towns of **Ashford, Brooklyn, Canterbury, Chaplin, Eastford, Hampton, Killingly, Plainfield, Pomfret, Putnam, Scotland, Sterling, Thompson, Union, Voluntown** and **Woodstock** shall constitute NECCOG and be eligible for membership in the Council of Governments.

**Section 2 Mission**

The mission of the Northeastern Connecticut Council of Governments is to serve as a chief-elected official driven - organized forum for the member towns to discuss, facilitate and develop responses to issues of mutual concern; having in place the staffing expertise to assist towns that they individually would not be able to either afford or justify, and; administer programs and projects for the betterment of the member towns collectively and individually.

**Section 2 Goals**

- a. Member initiated programs and projects resulting in measurable results
- b. Stay informed and take action on issues that are of mutual interest
- c. Seek solutions to issues of common concern through cost effective programs
- d. Provide a forum for communication and representation - facilitating the exchange of ideas and information
- e. To be responsive to our member towns
- f. Facilitate collaboration of regional solutions
- g. Consider new or expanded programs
- h. Maintain a workplace environment that cultivates and recognizes professional excellence, teamwork, and creativity
- i. Provide an expert resource for information and assistance in planning for a broad mix of local government services;
- j. Represent the interests and needs of member towns to local, regional, state and federal interests;

- k. Identify and be able to respond to unforeseen local or regional needs;
- l. Be efficient with staff time and resources

### Section 3     **Membership**

- a. Each member of the NECCOG shall be entitled to one representative on the council who shall be the chief elected official of such member, or in the absence of any such chief elected official, an elected official appointed in the manner provided by ordinance of the legislative body of such member. Each representative of a member shall be entitled to one vote in the affairs of such council.
- b. The membership shall have the right, in accordance with these bylaws, and applicable State Statutes, to vote for the election of directors and to vote on any type of fundamental transaction; to participate on policy committees and vote on matters considered or transacted by those committees or the Council as a whole; and to receive services offered by the Council of Governments.
- c. Each member shall be required to pay an annual membership fee as determined by the NECCOG Board of Directors.
- d. Each member is entitled to one vote on all matters before the Board.

### Section 4     **Meetings**

- a. Meetings shall be held in compliance with State public meeting requirements.
- b. An annual meeting shall be held each year during the month of December, at which time the members shall elect individuals to serve as the following officers: chairperson, vice-chair, secretary, treasurer, and at-large member.
- c. The Board of Directors shall meet the fourth Friday of each month unless determined otherwise by the Board or its Chair. Written notice of such meetings and a proposed agenda thereat shall be served upon, mailed or emailed to each member of the Board, including their respective town clerks, at least seven (7) days prior to the meeting.
- d. In advance of the Annual meeting each calendar year, the Chair shall appoint a nominating committee composed of three (3) members who will at the Annual meeting place in nomination the names of NECCOG members for Chair, Vice-Chair, Secretary, Treasurer and At-Large members of the Executive Committee. Officers elected at the Annual meeting assume their offices at the conclusion of the Annual meeting.
- e. Special meetings of the Board may be called by the Chair on three (3) days' notice to each Board member and their respective town clerks. The notice of all special meetings of the Board shall include the written statement of the purpose or purposes of the special meeting.
- f. A majority of the members of the Council shall constitute a quorum for transacting its business.

- g. Meetings of the council shall be called by the chairman or as the bylaws shall otherwise provide and minutes of all meetings of the council, its committees and other official actions shall be filed in the office of the council and shall be of public record.
- h. All meetings of the Council shall be conducted under Roberts Rules of Order, newly revised; the chair shall have the privilege of determining proper procedures.

**Section 5     Executive Committee**

- a. The Executive Committee of the NECCOG shall be the Chairperson, Vice-Chairperson, Secretary, Treasurer and Member At-Large. The officers shall be elected at the annual meeting of the Council in December from among representatives of the voting members. Such officers shall serve one year terms and may serve no more than two consecutive terms in the same office. The duties of the Executive Committee officers are as follows:
  - 1. Chairperson - shall: 1) preside at all meetings; 2) prepare the agenda for such meetings; 3) be authorized to approve expenditures; 4) be authorized to call special meetings; 5) set the time and place of meetings (unless otherwise directed by the membership); 6) establish committees and appoint members to committees; 7) be the official representative of the COG before other groups and agencies; 8) perform such other duties as the membership shall direct.
  - 2. Vice-Chairperson - The Vice-Chairperson shall serve in the Chairperson's place in the absence of the chairperson and shall be authorized to approve expenditures.
  - 3. Treasurer - shall be responsible for overseeing the fiscal policies and procedures of the NECCOG and may, in the absence of the Chair or Vice-Chair serve in the Chairperson's place.
  - 4. Secretary - shall record and transmit all minutes of all Council meetings in accordance with these Bylaws and may, in the absence of the Chair or Vice-Chair serve in the Chairperson's place.
  - 5. At-Large - shall be to help assure that the NECCOG programs and services are responsive to the needs of members and may, in the absence of the Chair or Vice-Chair serve in the Chairperson's place.
- b. The Secretary and the Treasurer may delegate any of their respective duties to the Executive Director with the consent of the Executive Committee.
- c. The Executive Committee shall conduct the following activities, with the exception of specific duties of the Chair outlined in Section 5a:
  - 1. Review and recommend an agenda for all meetings of the Council.
  - 2. Recommend policy positions to the Council on issues concerning the NECCOG

3. Sign contracts, letters of obligation, and checks.
  4. Advise and direct the Executive Director on policy, administrative, fiscal, and personnel matters that require immediate NECCOG attention.
  5. Participate in the hiring of key professional positions, through finalist interviews and ratification of selection.
  6. Prepare a draft budget and work plan for the full consideration of the NECCOG Council.
  7. Perform such other duties as shall from time-to-time be established by the Bylaws.
- h. Unforeseen Changes to the Officers - In the event that any officer leaves a post prior to the end of his/her term, the next ranking officer in succession will fill the position. Vacancies created by this method will be filled by election.

#### **Section 6      Employees**

- a. The Board of Directors shall appoint the chief administrative employee of the corporation who shall be the Executive Director of the organization. The Executive Director shall be responsible for:
  1. providing advice and assistance to the Board and each of its committees;
  2. the establishment of personnel policies and practices, and administration of the schedule of employee compensation and benefits established by the Board;
  3. appointment of an employee to serve as Chief Financial Officer of the corporation, and the selection, appointment, assignment of duties and supervision of the other employees of the organization;
  4. procurement and administration of grants and contracts, and coordination of the work of consultants and other independent contractors;
  5. other aspects and responsibilities attendant upon the day to day management of the corporation; and
  6. such other duties as the Board may prescribe.

#### **Section 7      Budget and Finances**

- a. The fiscal year of NECCOG shall commence on July 1 and shall terminate on June 30 of the following calendar year.
- b. The NECCOG Council shall adopt a Budget and Work Plan annually prior to July 1 of each calendar year.

- c. The Executive Director, in consultation with the Executive Committee, shall provide member towns with proposed assessments for NECCOG programs on or before the first week of February.
- d. A proposed budget of the organization shall be submitted to the Board of Directors by the Executive Director at least 14 days before the Board of Directors meeting that precedes the April Regular meeting. The budget shall be submitted to the Board of Directors who shall approve or modify it
- e. Each year upon the adoption of the annual budget by the Board of Directors, assessments of the annual fee for all members shall be fixed. Assessments shall be in amounts sufficient to provide the funds required by the budget. Any member or other participant whose local government's annual assessment has not been paid by the end of the fiscal year for which the assessment was made shall forfeit all rights, privileges and prerogatives of membership and participation, until such assessment is paid in full.
- f. The annual assessment shall be on a per capita basis as reflected by the latest population estimates as made by the Connecticut Department of Public Health.
- g. The books of the organization shall be audited annually in full compliance with applicable state and federal laws and regulations by a Connecticut certified audit firm, and the audit report for each preceding fiscal year shall be made available to the members and participating governments no later than three (3) months after the close of the audit.

## **Section 8 Standing Committees**

### **A. Regional Human Services Coordinating Council**

- a. In accordance with Section 17a-760 of the General Statutes there is established a Regional Human Services Coordinating Council. The purpose of the Regional Human Services Coordinating Council is to encourage collaborations that will foster the development and maintenance of a client-focused structure for the health and human services system in the region.
  - 1. Membership on the Regional Human Services Coordinating Council shall include representatives from:
    - i. NECCOG municipalities;
    - ii. Eastern Workforce Investment Board;
    - iii. Northeastern Connecticut Against Substance Abuse;
    - iv. University of Connecticut Cooperative Extension System;
    - v. Day Kimball Hospital, Backus Hospital and Windham Hospital;

- vi. Northeast Connecticut District Department of Health, Eastern Highlands District Department of Health and Uncas Health District;
  - vii. United Services, ARC of Quinebaug Valley, Northeast Placement Services, Thompson Ecumenical Empowerment Group, TVCCA, ACCESS Agency, and Generations Health Care;
  - viii. Commissioners of Developmental Services, Social Services, Children and Families, Mental Health and Addiction Services, Correction, Education and Public Health, or said commissioners' designees, and the executive director of the Court Support Services Division of the Judicial Branch, or the executive director's designee.
9. Additional membership shall be determined at the discretion of the executive director of NECCOG.
  10. The Regional Human Services Coordinating Council shall meet not less than twice annually to (1) ensure that regional plans and activities are coordinated with the human service needs of each region, and (2) develop approaches to improve service delivery and achieve cost savings in the region.
  11. Reports as warranted from the Regional Human Services Coordinating Council shall be submitted to the NECCOG Council as warranted.
  12. Regional Human Services Coordinating Council shall develop bylaws and shall submit such and any modification to such bylaws as may be proposed for approval by the NECCOG Council.

**B. Regional Economic Development Committee**

- a. NECCOG shall appoint a Regional Economic Development Committee to develop and maintain the Region's Comprehensive Economic Development Strategy (CEDS). The purpose of the Regional Economic Development Committee is to:
  1. To promote economic development and opportunity in the NECCOG region;
  2. To increase employment opportunities for unemployed and underemployed persons and maximizes effective development and use of the workforce;
  3. Promotes the use of technology in economic development, including access to high-speed telecommunications;
  4. To assist and coordinate economic development planning efforts of local governments and local economic development organizations in the region;
  5. To coordinate economic development planning with transportation planning, smart growth, environmental protection, education, and other programs and activities that might stimulate the region's economic betterment;

6. To implement an economic development technical assistance program that includes workshops, assistance in implementing economic development programs, and assistance to local organizations in applying for grants for economic development purposes;
- b. The Regional Economic Development Committee shall represent the main economic interests of the region, and shall, in accordance with EDA regulations, include Private Sector Representatives as a majority of its membership. At a minimum the Regional Economic Development Committee shall include:
    1. Public officials;
    2. Community leaders;
    3. Representative of the Eastern Connecticut Workforce Investment Board;
    4. Representative of the University of Connecticut Cooperative Extension System;
    5. Representative of Quinebaug Valley Community College;
    6. Minority and Labor groups; and
    7. Private individuals;
    8. Eastern, Northeast and Windham Chambers of Commerce;
    9. Connecticut Farm Bureau
  - c. Additional membership shall be determined at the discretion of the executive director of NECCOG.
  - d. The Regional Economic Development Committee Council shall meet not less than quarterly to (1) ensure that the Comprehensive Economic Development Strategy is maintained and updated as needed, and (2) ensure the regular interaction of the public, private and non-profit sectors in the Region's economic development.
  - e. Regional Economic Development Committee shall develop bylaws and shall submit such and any modification to such bylaws as may be proposed for approval by the NECCOG Council.

## **Section 9      Organization Seal**

The organization seal shall have inscribed thereon the name of the corporation and the year of its organization. Said seal may be used by causing it or a facsimile thereof to be impressed or otherwise reproduced.

## **Section 10      Amendments to the By-Laws**



## By-Laws of the Northeastern Connecticut council of Governments

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These by-laws may be altered, amended or added to at the annual meeting of the membership, or at special meetings of the membership called for this purpose; provided, however, that (1) notice of the meeting shall contain a full statement of the proposed amendment or amendments, and (2) the enactment of the amendment shall require two-thirds vote of the members present.