

# BYLAWS OF THE LOWCOUNTRY COUNCIL OF GOVERNMENTS

## Article I Officers

### Section 1

The officers of The Council shall be elected to serve for terms of one (1) year and shall serve from the date of election to the 30<sup>th</sup> day of June following their election with eligibility for re-election, provided that no member may serve as Chairman for more than two (2) consecutive terms.

### Section 2

The Chairman shall preside at all meetings of The Council and shall have the authority to call and preside at special meetings. At each meeting the Chairman shall submit such recommendations and information as may be considered proper concerning the affairs and policies of The Council.

### Section 3

The Vice-Chairman shall in the absence of the Chairman or his inability assume the duties of the Chairman.

### Section 4

The Secretary or a staff member designated by The Council shall keep a record of all business transactions of The Council, serve notification to all members of all meetings, keep and file all official records of The Council, and perform such other duties in regard to records as The Council or the Chairman may direct.

### Section 5

The Treasurer or a staff member designated by The Council shall keep the financial records and books of account. Council funds shall be deposited in such bank or depositories as The Council may designate, provided that the funds be deposited as secured accounts. The Treasurer or staff designee shall make such reports of The Council's financial condition as may be directed by the Chairman or by resolution of The Council. An annual audit of the Council's books shall be made at the end of the fiscal year.

### Section 6

A vacancy occurring in any office shall be filled by election from among the duly appointed representatives of The Council for the unexpired term.

## Article II Meetings

### Section 1

The Council shall meet at least quarterly. All official meetings of The Council except executive sessions shall be open to the public.

Special meetings may be held at the call of the Chairman or by written request of three (3) representatives provided that notice of such meetings shall be given to all representatives at least 24 hours before the hour for which such meeting is called.

### Section 2

The Executive Director shall prepare an agenda for each regular meeting. The agenda shall be mailed to the representatives prior to the meeting. Copies of the agenda shall be made available to the public, if requested. Any matter not listed on the agenda may be introduced by any representative after the matters listed on the agenda have been considered.

### Section 3

Members of The Council, its Executive Committee, advisory committees and subcommittees shall attend in person at least fifty percent (50%) of all scheduled or called meetings during a calendar year. In the event a member is absent from fifty percent (50%) of the meetings held during a calendar year, The Council will ask that member to resign and will ask the appointing body to make a new appointment. The only exception to this would be when a Council member with a previously good attendance record has an illness requiring hospitalization and necessitating those absences. Whenever a member is unable to attend a meeting, he is encouraged to designate a proxy.

### Section 4.

Fifty percent (50%) of the total number of representatives on The Council shall constitute a quorum for the purpose of conducting business provided at least one representative from each county is present. If less than a quorum is present at any meeting a majority of those present in person may adjourn the meeting from time to time without further notice, provided that the Secretary shall notify any absent representatives of the time and place of such adjourned meeting.

### Section 5

Voting shall be by voice and shall not be recorded by yea's and nay's unless requested by a member of The Council. Secret ballots will be used if requested by any representative.

## Section 6

No representative shall vote or participate in the discussion on any issue in which he has a direct personal, professional or financial interest or where there exists a reasonable doubt as to a conflict of interest.

## Section 7

When a representative is unable to attend a meeting in person or must leave a meeting before a vote is taken, his proxy shall be accepted and used for voting as he directs, but only under the following circumstances:

- (a) The proxy may be either in writing and bear the signature of the absent representative or may be given orally to a Council staff person.
- (b) The proxy may specifically and clearly state the representative's vote or may be a general proxy with no voting instructions.
- (c) The proxy may be given only to another representative.
- (d) A representative may use a proxy no more than four (4) times in any one calendar year.

## Section 8

All meetings of The Council shall be governed by Roberts Rules of Order except when such rules of order are in conflict with these Bylaws.

## Article III Advisory Groups

### Section 1

The Council shall appoint all Advisory Committees.

### Section 2

Advisory Committees shall submit their findings and recommendations in writing to The Council for action as needed. No findings or recommendations of any Advisory Committee shall be reported or published until presented formally to The Council at an official meeting.

## Article IV Staff

### Section 1

The Executive Director shall be responsible to The Council for operating its affairs, employing personnel for authorized positions and directing, disciplining and coordinating the activities of employees; and budgeting in accordance with procedures approved by The Council. He may consult with and retain such experts as appears necessary. The Executive Director is authorized to sign contracts, agreements, reports and other instruments on behalf of The Council.

Section 2

The Council shall determine the extent of employee salaries and benefits provided for the staff.

Section 3

The Executive Director shall, in the absence of the Chairman, represent The Council. Toward this end he shall take official action in accordance with policies set by The Council. When there is an obvious conflict of interest, public controversy, or uncertainty as to any matter, he shall obtain prior approval of The Council before taking action thereupon.

Article V  
Amendments

Section 1

These Bylaws may be amended at any regular or special meeting by an affirmative vote of a majority of the members of The Council provided that an advance notice of the proposed changes be included in the agenda for the meeting.

Article VI  
Board Member Representation

Section 1

Members of The Council may be designated to represent private sector, educational, workforce, organized labor or other groups in order to meet the requirements of particular state or federal programs.

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These Bylaws were adopted at the regular meeting of The Council on July 27, 1972 and amended on January 29, 1976, March 26, 1987, April 22, 1999, May 27, 1999, May 31, 2007 and June 26, 2008.