



NOTICE and AGENDA for
Kalamazoo County Consolidated Dispatch Authority
Executive Committee
March 1, 2022

PLEASE TAKE NOTICE that a REGULAR Meeting of the Kalamazoo County Consolidated Dispatch Authority Executive Committee will be held on **Tuesday, March 1st** at 4:00 p.m. in the Administrative Conference Room at Kalamazoo County Consolidated Dispatch Authority, 7040 Stadium Drive, Kalamazoo Michigan for consideration of items, namely, on this Agenda.

ITEM 1 – CALL TO ORDER

ITEM 2 – ROLL CALL

| | | | |
|-------------------------------|--|-------------|--|
| Jan Van Der Kley, Chairperson | | Jim Ritsema | |
| Rick Fuller | | Don Martin | |
| Adam Herringa | | | |

ITEM 3 – APPROVAL OF MEETING MINUTES

ITEM 4 – CITIZENS' TIME

The Committee welcome members of the public to express their ideas or concerns about issues affecting Kalamazoo County Consolidated Dispatch Authority. Members of the public wishing to speak are requested to stand at the podium and state your full name and address for the record. Each member of the public is limited to four minutes or less.

ITEM 5 – FOR CONSIDERATION

- A. Old Business
- B. New Business
 - 1. County ARPA Funds Grant Application
 - 2. National Interop Workshop – Salt Lake City July 26-28
 - 3. Review Agenda Items for Board of Directors Meeting on March 10th

ITEM 6 – OTHER ITEMS

- C. Announcements and Member Comments
- D. Next Meeting – May 3, 2022 at 4:00 p.m.

ITEM 7 – ADJOURNMENT



NOTICE and AGENDA for
Kalamazoo County Consolidated Dispatch Authority
BOARD OF DIRECTORS
March 10, 2022 – Regular Meeting

PLEASE TAKE NOTICE that a REGULAR Meeting of the Kalamazoo County Consolidated Dispatch Authority (KCCDA) Board of Directors will be held in the Chief Switalski Meeting Room at KCCDA, 7040 Stadium Drive, Kalamazoo, Michigan on **Thursday, March 10th, 2022** at 3:30 p.m. for consideration of items, namely, on this Agenda.

NOTE: All individuals attending this meeting who can medically tolerate a face covering, must wear a face covering.

ITEM 1 – CALL TO ORDER

ITEM 2 – ROLL CALL

ITEM 3 – APPROVAL OF MEETING MINUTES

- A. January 13, 2022 – Regular Meeting

ITEM 4 – CITIZENS' TIME

The Board welcomes members of the public to express their ideas or concerns about issues affecting Kalamazoo County Consolidated Dispatch Authority. Members of the public wishing to speak are requested to stand at the podium and state your full name and address for the record. Each member of the public is limited to four minutes or less.

ITEM 5 – FOR CONSIDERATION

- A. Executive Director Report
 - 1. Administrative Monthly Report
 - 2. January and February Reconciliation Reports
 - 3. Year-to-Date Budget Performance Report
 - a. FY-2022
 - b. FY-2021
 - 4. Correspondence:
- B. Committee Reports
 - 1. Executive Committee – Jan Van Der Kley
 - a. County ARPA Funds Grant Application
 - b. National Interoperability Workshop – Salt Lake City, 7/26-7/28
 - 2. Personnel Committee – Adam Herringa
 - a. Meeting Minutes from January 25th and February 16th, 2022
 - b. Executive Director Performance Evaluation
 - c. Letter of Understanding with UAW for Contract/Temporary PT Pool
 - 3. Technical Advisory Committee – Bryan Ergang
 - a. Meeting Minutes from January 5th and March 2nd, 2022
 - 4. Finance Committee – Don Martin
- C. Old Business
 - 1. Bylaw Revisions
- D. New Business

ITEM 6 – OTHER ITEMS

- A. Announcements and Member Comments
- B. Next regular scheduled meeting – May 12, 2022 (Chief Switalski Meeting Room)

ITEM 7 – ADJOURNMENT

Kalamazoo County Consolidated Dispatch Authority (KCCDA) meetings are open to all without regard to race, color, national origin, sex or handicap. The KCCDA will provide special aid or assistance to attend a KCCDA meeting and will provide necessary reasonable auxiliary aids and services, such as signers for the hearing impaired and audio tapes of printed materials being considered at the meeting/hearing, to individuals with disabilities, upon four (4) business days' notice to the KCCDA. Individuals with disabilities requiring auxiliary aids or services should contact the KCCDA by writing (email: admin@kccda911.org) or calling: Chris McComb, KCCDA, 7040 Stadium Drive, Kalamazoo, 49009, Telephone: (269) 488-8911.

Executive Director Performance Appraisal

EMPLOYEE NAME: JEFFERY TROYER

POSITION TITLE: EXECUTIVE DIRECTOR

REVIEW PERIOD: February 2021 - January 2022

APPRAISAL DATE: 14-Feb-22



INSTRUCTIONS:

The Executive Director shall provide to the Personnel Committee a summary of accomplishments, including the mutually agreed upon goals/performance objectives for the review period. In the form, you will be asked to rate the Executive Director's performance for a number of essential job functions.

The Committee will convene a regular meeting in late January or early February to discuss each category and come to a consensus on an agreeable score for each sub-categorical. The categorical score will be formulated by the average of the sub-categorical ratings or if no sub-categories exist (mutually agreed upon goals/performance objectives), the categorical score will be inserted by the Committee. Committee members should be prepared to offer supporting comments for any areas in which you feel the Executive Director either excelled or performed poorly.

Each item will be scored on a one (1) thru (5) scale, as follows:

- 5 -- Far Exceeds Normal Job Expectations**
Performance always exceeds normal job requirements/expectations and shows exceptional commitment to the position and tasks involved. Displays significant work effort that far exceeds the normative responsibilities.
- 4 -- Exceeds Normal Job Expectations**
Performance often exceeds normal job requirements/expectations.
- 3 -- Achieves Normal Job Expectations**
Performance meets normal job requirements/expectations but does rarely exceeds them.
- 2 -- Below Normal Job Expectations**
Performance is below normal job requirements/expectations in important areas and immediate improvement is required.
- 1 -- Far Below Normal Job Expectations**
Performance is significantly below normal job requirements/expectations especially in essential areas. Reassignment or termination should be considered.

Following the evaluation session, the Committee and the Executive Director will work to develop goals/performance objectives for the next review period. The Committee shall take action to present the completed performance appraisal and the mutually agreed upon goals/performance objectives for the next review period to the Board of Directors at their next regular scheduled meeting for consideration.

The Board of Directors shall review, consider any changes/modifications and ultimately approve the performance appraisal at which time the Board Chair, Personnel Committee Chair and the Executive Director shall sign the form.

| CATEGORY 1: Operational Management | 6.875% of Score | Overall Rating: <u>4.29</u> |
|---|------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> |
| 1a -- Knowledge of PSAP statutory requirements and best practices | | <u>5</u> |
| 1b -- Develops and implements operational procedures | | <u>4</u> |
| 1c -- Analyze/Identify issues and works with partners to develop innovative solutions | | <u>4</u> |
| 1d -- Effectively manages time and competing priorities | | <u>4</u> |
| 1e -- Effectively implements operational decisions | | <u>4</u> |
| 1f -- Develops strategies and plans for the future | | <u>4</u> |
| 1g -- Seeks input from agencies and committees on issues impacting the operation | | <u>5</u> |

| CATEGORY 2: Financial Management | 6.875% of Score | Overall Rating: <u>4.00</u> |
|---|------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> |
| 2a -- Develops and adequately implements and manages the budget | | <u>4</u> |
| 2b -- Adequately plans and manages project budgets | | <u>4</u> |
| 2c -- Knowledge of Generally Accepted Accounting Principles and the Uniform Budget and Accounting Act | | <u>4</u> |
| 2d -- Adequately balances KCCDA's general ledger against financial statements | | <u>4</u> |
| 2e -- Plans for short and long-term capital improvement projects | | <u>4</u> |
| 2f -- Develops efficient and innovative strategies to minimize business costs | | <u>4</u> |
| 2g -- Develops and recommends fiscal policies with strong checks and balances | | <u>4</u> |

| CATEGORY 3: HR and Personnel Management | 6.875% of Score | Overall Rating: <u>3.71</u> |
|--|------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> |
| 3a -- Adequately promotes and recruits quality personnel | | <u>3</u> |
| 3b -- Maintains a healthy work environment | | <u>4</u> |
| 3c -- Treats all employees with respect making them feel valued | | <u>4</u> |
| 3d -- Maintains good interpersonal relations with staff | | <u>4</u> |
| 3e -- Develops and implements employee benefit and incentive programs | | <u>4</u> |
| 3f -- Develops and trains employees to improve their skills | | <u>3</u> |
| 3g -- Works well with various employee groups to address employee needs while remaining fiscally responsible | | <u>4</u> |

| CATEGORY 4: Project Management | 6.875% of Score | Overall Rating: <u>4.25</u> |
|---|------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> |
| 4a -- Ability to control all project activities and progress in a result-oriented manner | | <u>4</u> |
| 4b -- Produces clear status reports, communicates candidly and tactfully; makes others aware of issues with the project | | <u>5</u> |
| 4c -- Identifies, analyzes, and prioritizes both internal and external project issues and develops mitigation plans | | <u>4</u> |
| 4d -- Analyzes and defines a problem, evaluates alternatives, finds a solution and decides how and when to implement the solution | | <u>4</u> |

| CATEGORY 5: Leadership Skills | | 6.875% of Score | Overall Rating: <u>4.00</u> |
|--------------------------------------|--|----------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> | |
| 5a -- | Treats others with respect and dignity | | <u>4</u> |
| 5b -- | Acts as a motivator | | <u>4</u> |
| 5c -- | Maintains open and honest communication platform with employees | | <u>4</u> |
| 5d -- | Provides mentorship to others | | <u>4</u> |
| 5e -- | Acknowledges the success of employees and recognizes their contributions | | <u>4</u> |
| 5f -- | Promotes and encourages teamwork | | <u>4</u> |
| 5g -- | Delegates key responsibilities to team members on a rational basis | | <u>4</u> |

| CATEGORY 6: Communication Skills | | 6.875% of Score | Overall Rating: <u>4.00</u> |
|---|---|----------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> | |
| 6a -- | Written Communications | | <u>4</u> |
| 6b -- | Verbal Communications | | <u>4</u> |
| 6c -- | Listening Skills | | <u>4</u> |
| 6d -- | Quality and Quantity of Communications with Board Members | | <u>4</u> |
| 6e -- | Quality and Quantity of Communications with Committee Members | | <u>4</u> |
| 6f -- | Quality and Quantity of Communications with Municipal Partners | | <u>4</u> |
| 6g -- | Quality and Quantity of Communications with End-User Agencies (Law, Fire & EMS) | | <u>4</u> |

| CATEGORY 7: Professionalism | | 6.875% of Score | Overall Rating: <u>4.14</u> |
|------------------------------------|---|----------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> | |
| 7a -- | Acts ethically and honestly | | <u>4</u> |
| 7b -- | Deals constructively with setbacks and failures | | <u>4</u> |
| 7c -- | Acceptable to feedback | | <u>4</u> |
| 7d -- | Remains calm under pressure | | <u>4</u> |
| 7e -- | Displays a passionate and positive attitude | | <u>5</u> |
| 7f -- | Represents KCCDA well in front of all audiences | | <u>4</u> |
| 7g -- | Projects a professional image in dress and appearance | | <u>4</u> |

| CATEGORY 8: Board Relations | | 6.875% of Score | Overall Rating: <u>4.00</u> |
|------------------------------------|--|----------------------------|------------------------------------|
| | | <u>Sub-Category Rating</u> | |
| 8a -- | Provides timely communications to Board Members on important topics impacting the organization | | <u>4</u> |
| 8b -- | Works well with the Executive Committee to timely set meeting agendas | | <u>4</u> |
| 8c -- | Prepares and assembles all reports and materials for the Board | | <u>4</u> |
| 8d -- | Prepares and assembles all reports and materials for the Board's Committees | | <u>4</u> |
| 8e -- | Responds to Board Member questions and concerns in a timely manner | | <u>4</u> |

GOAL/PERFORMANCE OBJECTIVE #1**15% of Score****Rating: 4**

Continue to increase staffing levels over the next year by at least five (5%) percent to meet organizational needs. This should include recommendations, if necessary, for recruitment and retention incentives.

GOAL/PERFORMANCE OBJECTIVE #2**15% of Score****Rating: 4**

Successfully manage the Motorola Radio Communications Expansion project and ensure tasks are completed on time.

GOAL/PERFORMANCE OBJECTIVE #3**15% of Score****Rating: 5**

Develop and present strategies and processes that can be used with vendors to stabilize the KCCDA Computer Aided Dispatch and primary Emergency Telephony System.

PERFORMANCE APPRAISAL SUMMARY

| | <u>Overall</u> <u>Rating</u> | <u>Weight</u> | <u>Wiegthed</u> <u>Score</u> |
|--|---------------------------------|---------------|---------------------------------|
| CATEGORY 1: Operational Management | 4.2857 | 6.875% | 0.2946 |
| CATEGORY 2: Financial Management | 4.0000 | 6.875% | 0.2750 |
| CATEGORY 3: HR and Personnel Management | 3.7143 | 6.875% | 0.2554 |
| CATEGORY 4: Project Management | 4.2500 | 6.875% | 0.2922 |
| CATEGORY 5: Leadership Skills | 4.0000 | 6.875% | 0.2750 |
| CATEGORY 6: Communication Skills | 4.0000 | 6.875% | 0.2750 |
| CATEGORY 7: Professionalism | 4.1429 | 6.875% | 0.2848 |
| CATEGORY 8: Board Relations | 4.0000 | 6.875% | 0.2750 |
| GOAL/PERFORMANCE OBJECTIVE #1 | 4.0000 | 15% | 0.6000 |
| GOAL/PERFORMANCE OBJECTIVE #2 | 4.0000 | 15% | 0.6000 |
| GOAL/PERFORMANCE OBJECTIVE #3 | 5.0000 | 15% | 0.7500 |
| | | | 4.1770 |

SIGNATURES:*Personnel Committee Chairperson*

Date: _____

Board of Directors Chairperson

Date: _____

Executive Director

Date: _____

**LETTER OF UNDERSTANDING (“LOU”) BETWEEN
UNITED AUTO WORKERS (“Union”)
AND
KALAMAZOO COUNTY CONSOLIDATED DISPATCH AUTHORITY (“Employer”)**

WHEREAS, the Union and Employer are parties to a collective bargaining agreement effective January 1, 2021 through December 31, 2022 (the “CBA”); and

WHEREAS, to address current labor market and staffing conditions, and to provide additional flexibility regarding staffing, overtime and scheduling of vacations and leave for Union members, the Union has proposed a trial program wherein the Employer will seek to recruit, employ and regularly schedule a limited pool of qualified Part-Time Communications Officers designated by Employer as temporary or contract employees who are not represented by the Union nor under the terms of the CBA (the “Contract/Temporary P-T Pool”); and

WHEREAS, Section 1.2 of the CBA provides, inter alia, certain parameters and limitations regarding the definition of full-time, regular part-time and irregular employees:

For purposes of the recognition granted the Union and for purposes of this Agreement, the following definitions shall be applicable:

Full-Time Employee. A full-time employee is an employee who is budgeted to regularly work between (60) and eighty (80) hours per fourteen (14) day work period on a regular basis in a job classified by the Employer as permanent.

Regular Part-Time Employee. A regular part time employee is an employee who is budgeted to regularly work less than sixty (60) hours per fourteen (14) day work period on a regular basis in a job classified by the Employer as permanent.

Irregular Employee. An irregular employee is an individual not included within the above definitions of full time or regular part-time employee who is working on any other basis, including temporary, casual or seasonal.

WHEREAS, the Union and Employer are agreeable to up to a two year trial program recruiting, employing and scheduling a Contract/Temporary P-T Pool on the following terms and conditions.

NOW THEREFORE, IT IS AGREED that:

1. The Employer is authorized – for the trial period set forth in this LOU – to recruit, determine the terms and conditions of compensation and employ, assign and schedule during any month up to, but no more than, five (5) qualified Emergency Communication Officer II and/or I as a member of the Contract/Temporary P-T Pool.

2. For the period of this LOU, the Union waives any and all application or limitations of Section 1.2 or any other provision of the CBA as to the members assigned to the Contract/Temporary P-T Pool. Individuals designated by Employer as members of Contract/Temporary P-T Pool shall not be represented by the Union nor shall the terms and conditions of employ of the CBA apply to the members of the Contract/Temporary P-T Pool. All matters regarding the recruitment, compensation, tenure, discipline, discharge and/or other terms and conditions of employ of members of the Contract/Temporary P-T Pool shall be in the sole discretion of the Employer.

3. Members of the Contract/Temporary P-T Pool will be scheduled by the Employer and may be scheduled to a normative fixed or flexible schedule and/or shift as determined by the Employer. The current intent is that members of the Contract/Temporary P-T Pool will be scheduled an average of 24 to 30 hours per week, but actual scheduling may be adjusted in the discretion of the Employer based upon staffing levels and needs of the Employer.

4. Members of the Contract/Temporary P-T Pool who actively work eighty (80) hours or more during the month preceding the holiday shall be eligible to receive four (4) hours of pay for a recognized holiday. In order to be eligible for holiday pay an eligible full-time or part-time employee must be on the active payroll as a member of the P-T Pool as of the date of the holiday. For purposes of this section, a person is not on the active payroll of the Employer during short-term disability, paid or unpaid leaves of absences, layoffs, or on an administrative leave or disciplinary suspension. In addition, a member of the P-T Pool must satisfy the following conditions and qualifications:

- A. If the member is scheduled to work on a recognized holiday, the member must work all regular scheduled hours; or,
- B. An eligible member not scheduled to work the holiday, must work all hours on the member's last regularly scheduled workday before the holiday and on the member's first regularly scheduled workday after the holiday.

5. The initial term and trial period shall be March 15, 2022 through March 14, 2023 but may be extended for an additional one-year term (March 15, 2023 through March 14, 2024) if mutually agreed upon in writing by both parties.

6. If the LOU expires by its terms, and is not extended by the Union and Employer, it is the members of the Contract/Temporary P-T Pool may be retained by the Employer as Irregular Employee, Regular Part-Time Employee or Full-Time Employee. If retained on a Regular Part-Time or Full-Time basis the anniversary date and bargaining unit seniority date of the applicable Contract/Temporary P-T Pool members will be adjusted to include the period of employment in the Contract/Temporary P-T Pool.

7. No matter regarding the Contract/Temporary P-T Pool including, but not limited to, recruitment, compensation, tenure, discipline, discharge, scheduling and/or terms and conditions of employment shall be subject to the grievance or arbitration provisions of the CBA.

87. The Parties agree that nothing in this LOU may be construed as setting any precedent regarding the interpretation of any provision of the collective bargaining agreement or matters between the parties.

9. This LOU constitutes the entire agreement and understanding of the parties, and there are no additional promises, assurances, or terms of agreement among the parties concerning this matter other than those written herein. This LOU shall not be modified except in writing signed by the Parties.

**UNITED AUTOMOBILE, AEROSPACE &
AGRICULTURAL IMPLEMENT WORKERS
OF AMERICA**

**KALAMAZOO COUNTY
CONSOLIDATED DISPATCH
AUTHORITY BOARD OF DIRECTORS**

Neville J. Mark,
UAW Bargaining Representative
Date: _____

Jan Van Der Kley,
Chairperson
Date: _____

UAW LOCAL 2990, UNIT 5

**KALAMAZOO COUNTY
CONSOLIDATED DISPATCH**

Unit Chairperson
Date: _____

Jeffery Troyer,
Executive Director
Date: _____

Adopted March 10, 2022

**BYLAWS
OF
THE KALAMAZOO COUNTY CONSOLIDATED DISPATCH AUTHORITY**

**ARTICLE I
PURPOSE**

The purpose of the Kalamazoo County Consolidated Dispatch Authority is to create, operate, maintain, and equip, a single and separate entity which is an efficient and non-duplicative way of providing cost effective and efficient dispatch and integrated communication of emergency police, fire, and medical services within Kalamazoo County.

**ARTICLE II
INTERPRETATION**

If any provision of these Bylaws conflicts with provision of the Interlocal Agreement Creating the Kalamazoo County Consolidated Dispatch Authority (Interlocal Agreement) the provisions of the Interlocal Agreement shall control.

**ARTICLE III
BOARD OF DIRECTORS**

Section 1. General Powers. The affairs of the Consolidated Dispatch Authority shall be managed by its Board of Directors. The Consolidated Dispatch Authority shall have such powers that are authorized in these Bylaws, and the "Interlocal Agreement Creating the Kalamazoo County Consolidated Dispatch Authority" (Interlocal Agreement) signed by the City of Kalamazoo, the Charter Township of Kalamazoo, the City of Portage, Western Michigan University, and the County of Kalamazoo, effective on November 19, 2014.

Section 2. Number, Tenure and Qualifications. The Consolidated Dispatch Authority shall consist of thirteen (13) Directors (Members). The Members shall be appointed and serve in accordance with the provisions of the Interlocal Agreement. In addition, each governmental entity that appoints a Member to the Board shall also appoint an alternate for each Member and the alternate appointee shall act on behalf of the Member if he/she is unavailable or absent.

Section 3. Expiration of Term - Continuation in Office - Filling of Vacancy. Members whose term of office has expired shall continue to hold office until his/her successor has been appointed by the appointing agency responsible for making the appointment. A Member may be reappointed. If a vacancy is created by the death, resignation or removal of a Member, a successor shall be appointed by the appointing agency responsible for making the appointment to hold office for the remainder of the term so vacated.

Adopted March 10, 2022

Section 4. Removal from Office. An appointing agency responsible for appointing a Member, and the Member's Alternate, may remove the Member, and the Member's Alternate.

Section 5. Compensation. A Member shall serve without compensation.

Section 6. Annual Meeting. An Annual Meeting of the Board of Directors shall be held at the first meeting in the month of January of each year for the purpose of electing officers and for the transaction of such other business as may come before the meeting.

Section 7. Regular Meetings. Regular meetings of the Board shall be held at such time and place as the Board shall from time to time determine. Public notice of the time, date, and place of the meeting shall be given in the manner required by the Open Meetings Act (1976 PA 267, as amended).

Section 8. Special Meetings. Special meetings of the Board may be called by or at the request of the Chairperson or any three (3) Members.

Section 9. Notice of Special Meetings. Notice of a special meeting shall be given to each Member at least 48 hours before the holding thereof. Such notice may be given by telephone to a number indicated by each Member as the one to be used for such purposes, or by any other means of communication. The Clerk shall keep a written record of the method of notification and confirmation for each Member.

Section 10. Quorum and Voting. A majority of the members of the Board constitutes a quorum for the transaction of the ordinary business of the Authority. The votes of 2/3rds of the members present, or a majority of the members appointed and serving, whichever is greater, are required on final passage or adoption of an item that does not appear on the printed Agenda prepared and available before the Board's meeting.

Section 11. Public Meetings. The Authority is a public body as defined in the Michigan Open Meetings Act, as amended, Act 267 of the Public Acts of 1977, being MCL 15.261 et seq., and shall comply with the Provisions of the Open Meetings Act.

Section 12. Order of Business. Board of Director meetings shall normally be conducted in the following order of business:

- ITEM 1 Call to Order ~~and~~
- ~~ITEM 2~~ Roll Call
- ITEM ~~23~~ Meeting Minutes
- ~~ITEM 3~~ ~~Addition of Items to the Agenda~~
- ITEM 4 Citizen's Time/Limited Public Comment
- ITEM 5 For Consideration
 - A. Executive Director Report
 - 1. Administrative Report

Adopted March 10, 2022

- 2. Reconciliation Report(s)
- 3. Budget Performance Report(s)
- 4. Correspondence
- B. Committee Reports
 - 1. Executive Committee
 - 2. Personnel Committee
 - 3. Technical Advisory Committee
 - 4. Finance Committee
- C. Old Business
- D. New Business
- ITEM 76 Other Items
 - A. Announcements and Member Comments
 - B. Next Regular Scheduled Meeting
- ITEM 87 Adjournment

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Section 13. FOIA. The Authority is a public body as defined in the Michigan Freedom of Information Act, as amended, Act 442 of the Public Acts of 1976, being MCL 15.231 et seq., and shall comply with the Provisions of the Freedom of Information Act.

Section 14. Public Comment and Communications. The Board will provide an opportunity for public comment at the beginning ~~and end~~ of each meeting. Each person will be permitted to speak, either at the beginning or the end of the meeting, for four (4) minutes, except that if it appears a large number of people wish to speak at a meeting the chairperson may ask those wishing to speak to identify themselves and if there are more than 20 may announce that the allotted time per person will be two (2) minutes, except where extended privileges are granted by the chairperson.

Immediately after the conclusion of public comment, the presiding Chairperson may respond to issues raised by a speaker, to correct a factual misunderstanding or provide helpful information regarding the Authority's consideration of the matter. Any such response should be limited to factual matters and not exceed one minute. The response should not be used to criticize the previous speaker, explain political positions, or engage in debate.

Section 15. Form of Reports and Communications. All written reports and communications to the Board and its committees and members from any office, agency, member of the public or employee of KCCDA, should be submitted ~~on 8-1/2 by 11 inch~~ paper in writing and, to the extent possible, will be included in the agenda packet for the Board's next meeting.

Section 16. Referral to Committees. It shall be the duty of the Chairperson to refer all petitions, communications, resolutions, motions and other business that may come before the Board to the proper committee unless objection be made by some member, in which event a motion made and adopted with reference to the subject shall preclude the Chairperson's action.

Adopted March 10, 2022

Section 17. Discharge of Committee. The Board may, by a majority vote of all its members, discharge any committee from further consideration of any matter referred to the committee for general referral if the motion to discharge was properly placed upon the meeting agenda at which action is desired. Any motion to discharge that does not appear on the agenda of the meeting at which action is desired, shall require a two-thirds (2/3) vote of all members elected and serving for passage.

Section 18. Rules of Order. Robert's Rules of Order, Newly Revised, shall govern the Board and its committees on all of their deliberations except as modified by statute or rule.

Section 19. Rights and Duties of Members:

A. **SPEAKING PRIORITIES.** The sponsor of any properly moved and seconded motion, resolution, or report, shall have the right to speak for up to five minutes after the formal introduction, but prior to any discussion of the matter on the floor. In any case, where there may be more than one sponsor to a particular motion, resolution, or report, it shall be in the discretion of the chairperson which person shall exercise the right given by this rule to first speak on the pending matter. Each member shall be limited to speak for a 5-minute time limit per recognition by the chairperson. Before speaking, each member shall address himself/herself to the chairperson. If two or more members desire to speak at the same time, the chairperson shall designate the order in which they shall speak. No member shall speak more than twice on the same question, except upon special permission by the chairperson; provided, however, that the chairperson of a committee shall not be restricted in his/her right to discuss matters upon which he/she is reporting his/her committee's activities and recommendations. No member, while addressing the Board, shall be interrupted, except to be called to order; and thereupon, he/she shall immediately cease talking.

Before speaking to an audience member or employee at a meeting, each member of the Board shall request permission to address said individual from the Chairperson and shall not proceed with the question unless authorized by the Chairperson or by majority vote of the Board

B. **LEAVING SEAT, INTERRUPTIONS.** While the chairperson is putting any question or while the roll is being called by the clerk, no member shall leave his/her seat or entertain private discourse. When a member is speaking, he/she shall not be unduly interrupted.

C. **LEAVING THE MEETING.** No member shall leave a meeting prior to adjournment, unless first excused by the chairperson. The clerk shall record in the official journal the time and point in the proceedings at which a member enters and leaves the meeting while the Board is in session.

Adopted March 10, 2022

D. PHYSICAL PRESENCE. A member may participate in a Board meeting without being physically present if they meet a physical presence exception requirement as outlined in the Open Meetings Act, 1976 PA 267 ~~are: (i) in the active military service and he/she has been ordered to serve out of the State of Michigan; or (ii) unable to attend due to a scheduling conflict and all of the following terms and conditions are met:~~

- ~~1) A quorum of the Board of Members is physically present at a duly constituted Board meeting.~~
- 2) Any Member who meets this requirement must participate by speaker phone or by video conference so that he/she can be heard at the meeting.

E. ORDER AND DECORUM. The Chairperson shall at all times preserve order and decorum pursuant to these rules.

F. APPEAL FROM DECISION OF CHAIR. When an appeal is taken from the decision of the chair, the member taking the appeal shall be allowed to state his/her reason for doing so. The question shall be then immediately put in the following form: "Shall the ruling of the chair be sustained?" The question shall be determined by a majority vote of the members present, except the chairperson shall not preside over such a vote.

Section 20. Motions, Resolutions and Committee Reports. No motion shall be debated or voted upon unless seconded. Any motion may, with the permission of the person who moved and seconded it, be withdrawn at any time before the same has been adopted. Every motion shall be put in writing at the request of any member of the Board. All motions, resolutions, committee reports and amendments or substitutes thereto shall be entered at large upon the minutes unless withdrawn.

A. VOTING. The vote on any question may be taken by a yea and nay roll call when requested by any member of the Board. Closed sessions may be held, provided the Open Meetings Act, 1976 PA 267, is adhered to.

B. ORDER OF PRECEDENCE OF MOTIONS. When a motion is seconded and before the Board, no other motion shall be received except the following:

- 1) To adjourn -- not debatable.
- 2) To rise to a question or privilege -- not debatable.
- 3) To lay on the table -- not debatable.
- 4) To call for the previous question -- not debatable.
- 5) To limit or extend limits of debate.
- 6) To postpone to a certain day.
- 7) To commit or refer or re-commit to a committee.
- 8) To amend.
- 9) To postpone indefinitely.
- 10) To reconsider (may be debated if original motion was debatable).

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 These motions shall have precedence in the order named above.

C. MOTIONS TO ADJOURN. A motion to adjourn shall always be in order except while a vote is being taken on any other motion already before the Board, or when a member has the floor.

D. MOTIONS TO RECONSIDER. A motion for the reconsideration of any question shall be in order if made on the same day or at the Board meeting next succeeding that on which the decision proposed to be reconsidered was made; providing, however, that a second reconsideration of any question or a reconsideration at a later date may be had with the consent of two-thirds (2/3) of the members elected and serving, but in such event, the moving member shall file written notice of his/her intention to move for a reconsideration in the office of the clerk of the Board at least one day before making such a motion.

E. AMENDMENTS. No motion or proposition not germane to a subject under consideration shall be admitted under color of an amendment. Members shall give all amendments in writing or orally to the clerk. If oral, the clerk shall write it out and read it back prior to a vote being taken on the matter.

F. DIVISION OF QUESTION. Upon request by any member, any question before the Board may be divided and separated into more than one question; provided, however, that such may be done only when the original is of such a nature that, upon division, each of the resulting questions is a complete question, permitting independent consideration and action.

G. REPORTS AND MOTIONS REQUIRING SIGNATURES. All reports of Committees shall be in writing or presented verbally and the names of the members of such Committees concurring in such reports shall be noted thereon. Every written resolution or motion shall have noted the name of the member or members introducing the same.

H. MOTION TO CLEAR THE FLOOR. If, in the judgment of the chairperson, there is a confusion of parliamentary procedure existing, the chair shall have the right to request a "motion to clear the floor", which motion, if made and seconded, shall be undebatable, shall take precedence over all other motions, shall be put by the chair, and, if carried, shall clear the floor completely and with the same effect as if all matters on the floor were withdrawn. The motion to clear the floor shall not be reconsidered; but its passage shall not limit the right of any member to move the reconsideration of any other matter in the same manner as, but for the passage of the motion to clear the floor, would be in accordance with these rules.

ARTICLE IV
OFFICERS

Adopted March 10, 2022

Section 1. Officers. The officers of the Consolidated Dispatch Authority shall be a Chairperson, a Vice-Chairperson, Clerk and Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board may elect or appoint such other officers, including an Assistant Clerk and Assistant Treasurer as it shall deem desirable, such officers to have the authority and perform the duties prescribed by the Board. The officers, ~~with the exception of~~ except for the Assistant Clerk and Assistant Treasurer, shall be members of the Board.

Section 2. Election and Term of Office. The officers of the Consolidated Dispatch Authority shall be elected annually by the Board at the regular Annual Organizational Meeting of the Board. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently possible. New offices may be created and filled at any meeting of the Board. Except in the event of resignation or death each officer shall hold office until her/his successors shall have been duly elected and shall have qualified. A Member serving as an Officer may resign his/her position as an Officer but remain as a Member.

Section 3. Vacancies. If there is a vacancy in the Office of Chairperson, Vice-Chairperson, Clerk or Treasurer of Consolidated Dispatch Authority Board of Directors because of death, resignation, removal, disqualification or otherwise, the Consolidated Dispatch Authority Board of Directors may elect a member of the Consolidated Dispatch Authority Board of Directors to complete the unexpired portion of the term.

Section 4. Chairperson. The Chairperson shall be the principal executive officer of the Consolidated Dispatch Authority Board and shall, in general, supervise and control all of the business and affairs of the Consolidated Dispatch Authority, but he/she may from time to time delegate all or any part of his/her duties to the Vice-Chairperson, Treasurer or the Clerk. He/she shall preside at all meetings of the members and of the Board. He/she may sign and execute, with the Treasurer or Clerk or any other officer of the Consolidated Dispatch Authority authorized by the Board, any and all authorized deeds, mortgages, bonds, contracts, checks or other instruments and obligations and execute bonds and/or interest coupons with his/her facsimile signature in the name of the Consolidated Dispatch Authority (to be attested in the same manner by the Clerk) when so authorized by the Board; provided, however, that any bonds executed by facsimile shall be authenticated by an original signature of a duly appointed Member appointed to act on behalf of the bondholders; and, in general, he/she shall perform all duties incident to the office of Chairperson and such other duties as may be prescribed by the Board. He/she shall be an ex officio member of all standing committees and shall have the general power and duties of supervision and management of the Consolidated Dispatch Authority. In the Chairperson's absence, the Vice-Chairperson shall perform the above functions.

Section 5. Vice-Chairperson. In the absence of the Chairperson, or in the event of his/her inability or refusal to act, the Vice-Chairperson shall perform the duties of the Chairperson and, when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice-Chairperson shall perform such other duties as may be assigned to him/her by the Chairperson or by the Board.

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Section 6. Clerk. The Clerk shall keep the minutes of the meetings of the members and of the Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; sign with the Chairperson or Treasurer in the name of the Consolidated Dispatch Authority all bonds, contracts and other obligations and execute interest coupons and/or attest bonds with his/her facsimile signature in the name of the Consolidated Dispatch Authority (to be executed in the same manner by the Chairperson) when so authorized by the Board; and when so ordered, he/she shall affix thereto or cause to be imprinted thereon the seal of the Consolidated Dispatch Authority; be custodian of the Consolidated Dispatch Authority records and of the seal of the Consolidated Dispatch Authority; and, in general, perform all duties incident to the office of Clerk and such other duties as may be assigned to him/her by the Chairperson or by the Board. In the Clerk's absence, the Assistant Clerk shall perform the above functions.

Section 7. Treasurer. The Treasurer is assigned the primary responsibility of overseeing the management and reporting of the Authority's finances. The Treasurer has many important duties specific to its role, including:

- A. Bank account maintenance - Selecting a bank, signing checks, and investing excess funds in accordance with state statute and Authority policies.
- B. Financial transaction oversight - Being knowledgeable about who has access to the Authority's funds, and any outstanding bills or debts owed, as well as developing systems for keeping cash flow manageable.
- C. Budgets - Developing the annual budget with the assistance of the Executive Committee and the Executive Director.
- D. Financial Policies - Overseeing the development and observation of the Authority's financial policies with the assistance of the Executive Committee and the Executive Director.
- E. Reports - Keeping the board regularly informed of key financial events, trends, concerns, and assessment of fiscal health in addition to completing required financial reporting forms in a timely fashion and making these forms available to the board.
- F. Finance Committee (if applicable) - ~~Serving~~ Serves as Chair of the Finance Committee.

The Treasurer shall perform such other duties as may be assigned to him/her by the Chairperson or by the Board.

Section 8. Assistant Clerk. The Assistant Clerk, in general, shall perform such duties as shall be assigned to him/her by the Clerk or by the Chairperson of the Board.

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Section 9. Assistant Treasurer. The Assistant Treasurer, in general, shall perform such duties as shall be assigned to him/her by the Treasurer or by the Chairperson of the Board.

ARTICLE V COMMITTEES

Section 1. Committees. The Board, by resolution adopted by majority of the Members present at any meeting, may designate and appoint one or more committees, each of which shall consist of five or more members and shall have and exercise such authority as shall be granted to them by such resolution; provided, however, such committee shall not have the power or authority to amend the Articles of Incorporation, adopt an agreement of merger or consolidation or any agreement for the sale, lease or exchange of all or substantially all of the Consolidated Dispatch Authority's property and assets, dissolve the Consolidated Dispatch Authority; or amend the Bylaws of the Consolidated Dispatch Authority. Except as otherwise provided in said resolution, the majority of members of such committees shall be Members of the Board of Directors and the chairperson shall appoint the members thereof. Any committee member may be removed by the person or persons authorized to appoint such member whenever, in their judgment, the best interests of the Consolidated Dispatch Authority shall be served by such removal.

Section 2. Term of Office. Each member of a committee shall continue as such until the next Annual Meeting of the Board and until his/her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof. Committees whose work carries over from one year to the next may retain some or all of their members subject to reappointment by the Chairperson or other appointing authority identified in the Resolution establishing the committee initially.

Section 3. Chairperson. The Chairperson of the Consolidated Dispatch Authority Board of Directors, in consultation with the Members, shall appoint one member on the committee to serve as the Chairperson except for the Technical Advisory Standing Committee (TAC): The Members of the TAC shall elect a chairperson and vice-chairperson annually at the first regular meeting of the Committee each calendar year.

Section 4. Quorum. Unless otherwise provided in the Resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 5. Personnel Standing Committee. It shall be the duty of this committee to work closely with the Executive Director to analyze and advise the Board with respect to personnel policies, benefits and contracts that may directly or indirectly impact Consolidated Dispatch Authority employees.

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Section 6. Technical Advisory Standing Committee. In addition to any committee formed under the authority provided to the Board in Section 1 of this Article, the Board shall also appoint a Technical Advisory Committee in accordance with the provisions of the Interlocal Agreement.

Section 7. Executive Standing Committee. The Chairperson, Vice-Chairperson, Treasurer, Clerk and the Personnel Committee Chairperson of the Consolidated Dispatch Authority Board of Directors shall constitute the Executive Committee which shall initially be responsible for preparing the Agendas for the meetings of the Authority Board and scheduling presentations to the Authority Board. The membership of the Executive Committee may be expanded in accordance with a Resolution properly adopted by the Board of Directors. The duties and responsibilities of the Executive Committee may also be changed accordance with a Resolution properly adopted by the Board of Directors.

Section 8. Finance Standing Committee. It shall be the duty of this committee to study and advise the Board with respect to all appropriations, review and recommend to the Board a budget for the Consolidated Dispatch Authority's operating expenses by a date specified by the Board for the ensuing year; study and advise the Board with respect to all matters pertaining to purchases; recommend action on claims submitted to the Consolidated Dispatch Authority for payment; and study and advise the Board with respect to all grants submitted for approval by the Board.

Section 9. Standing Committee Membership. Only Consolidated Dispatch Authority Board members may be appointed as chairperson to standing committees except for the TAC elected chairperson. The Consolidated Dispatch Authority may request that staff and non-Consolidated Dispatch Authority members attend standing committee meetings to provide assistance or information.

Section 10. Committee Meetings. Meetings of a standing or special committee may be convened by its chairperson or by a majority of its members at any time upon reasonable notice to its members and to the Chairperson of the Board, provided the notice complies with the requirements of the Open Meetings Act, 1976 PA 267. A quorum is required to conduct business. In order for a committee to move a matter to the Board for consideration, a majority of those voting is required.

All committee meetings shall be open, except that a committee may vote to go into closed session as provided by the Open Meetings Act, 1976 PA 267. Each committee shall have a prepared agenda at least one day prior to the committee meetings, which shall include, as far as is practicable, all items to be considered by the committee; the agenda shall be posted and made available to the public on request as provided by the Open Meetings Act, 1976 PA 267. The chairperson of each committee shall either prepare an agenda in cooperation with the Executive Director or shall delegate that authority. All committees shall keep minutes of their meetings as required by the Open Meetings Act, 1976 PA 267, and said minutes shall be kept on file.

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Every committee or subcommittee will provide an opportunity for public comment at the beginning ~~and end~~ of each agenda. Each person will be permitted to speak, ~~either at the beginning or the end of the meeting,~~ for four (4) minutes, except that if it appears a large number of people wish to speak at a meeting the chairperson may ask those wishing to speak to identify themselves and if there are more than 20 may announce that the allotted time per person will be two (2) minutes, except where extended privileges are granted by the chairperson.

ARTICLE VI
CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board may authorize any officer or officers, agent or agents of the Consolidated Dispatch Authority, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Consolidated Dispatch Authority.

Section 2. Checks, Drafts, etc. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Consolidated Dispatch Authority, shall be signed by such officer or offices, agent or agents of the Consolidated Dispatch Authority and in such manner as shall be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the chairperson or Vice-Chairperson and countersigned by the Treasurer or Clerk of the Consolidated Dispatch Authority.

Section 3. Deposits. All funds of the Consolidated Dispatch Authority shall be deposited to the credit of the Consolidated Dispatch Authority in such banks, trust companies or other depositories as the Board may select.

Section 4. Gifts. The Board may accept on behalf of the Consolidated Dispatch Authority any contribution, gift, bequest or devise for a general purpose or for any special purpose of the Consolidated Dispatch Authority.

Section 5. Loans. No loan shall be contracted on behalf of the Consolidated Dispatch Authority and no evidence of indebtedness shall be issued in its name unless authorized by a Resolution of the Board.

ARTICLE VII
BOOKS AND RECORDS

The Consolidated Dispatch Authority shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the Board and committees having any of the authority of the Board, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Consolidated Dispatch Authority may be inspected by any Member, or his/her agent, or attorney, for any proper purpose at any reasonable time.

**ARTICLE VIII
FISCAL YEAR**

The fiscal year of the Consolidated Dispatch Authority shall begin on the first day of January and end on the last day of December in each year.

**ARTICLE IX
DISCHARGE OF DUTIES AND CONFLICTS OF INTEREST**

Conflict of Interest. No Member, or any of its officers or employees, shall have any interest directly or indirectly in any contract for property, materials or services to be acquired by the Consolidated Dispatch Authority, except as permitted by law. Members should make all reasonable efforts to avoid any appearance of impropriety, or any appearance of a conflict of interest. Reasonable efforts to avoid an appearance of impropriety or the appearance of a conflict of interest include, but are not limited to, voluntarily disclosing business and non-business interests in matters coming before the Consolidated Dispatch Authority.

A Member of the Board shall discharge the duties of the position in a nonpartisan manner, in good faith, in the best interests of the State of Michigan and the citizens, and with the degree of diligence, care, and skill that an ordinarily prudent person would exercise under similar circumstances in a like position. A Member of the Board shall not make or participate in making a decision, or in any way attempt to use his or her position as a Member of the Board to influence a decision, on a matter before the Authority in which the Member is directly or indirectly interested. A Member of the Board shall not be interested directly or indirectly in any contract with the Authority or that would cause a substantial conflict of interest. A Member of the Board shall comply with all of the following:

- (a) The Lobbyists, Lobbying Agents, and Lobbying Activities Act, Act 472, Public Acts of Michigan, 1978, as the same may be amended from time to time, as if the Board member were subject to that act and that Board member's receipt of a gift or compensation would be in violation of that act if given by a lobbyist, a lobbyist agent, or a representative of a lobbyist under that act.
- (b) The Incompatible Offices Act, Act 566, Public Acts of Michigan, 1978, as the same may be amended from time to time.

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- (c) The Conflict of Interest Act, Act 318, Public Acts of Michigan, 1968, as the same may be amended from time to time, as if the Board member were a state officer.
- (d) The Contracts of Public Servants with Public Entities Act, Act 317, Public Acts of Michigan, 1968, as the same may be amended from time to time, as if the Board member were a public servant.

ARTICLE X
IMMUNITY, INDEMNIFICATION AND INSURANCE

Section 1. No Personal Liability. A member, officer, appointee or employee of the Authority shall not be subject to personal liability when acting in good faith within the scope of his or her authority or on account of the liability of the Authority.

Section 2. Insurance and Indemnification. The Authority shall indemnify and procure insurance indemnifying board members against liability arising out of the discharge of his or her official duties, or for liability asserted by a person with regard to his or her acting as a director or within the scope of his or her authority, from any personal liability or accountability by reason of his or her acting as a director or within the scope of his or her authority or by reason of any other action taken or the failure to act by the Authority. A Board member is presumed to act in good faith absent clear and convincing evidence to the contrary, and the Authority shall indemnify and hold harmless any Board member from the outset of any claim to the extent provided by law. The Board shall use competitive procurement methods to obtain insurance pursuant to this Section.

A. The Authority shall, in addition to the insurance referred to above, purchase, using competitive procurement methods, and maintain insurance on behalf of each member of the Board and each officer and appointee of the Authority against any liability arising out of the status of that person or asserted against that person and incurred by that person in any capacity. Pursuant to the Act, the Authority may procure or become a self-funded insurer against loss in connection with the property, assets, or activities of the Authority.

B. Indemnification or other payment under this Article may be for expenses, including attorneys' fees, actually and reasonably incurred, and for judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred.

ARTICLE XI
AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of all Members appointed and serving at any regular meeting or at any

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special meeting, if at least Sixty (60) days written notice is given of intention to alter, amend or repeal or to adopt new Bylaws at such meeting.

The foregoing Bylaws were adopted by the Kalamazoo County Consolidated Dispatch Authority Board of Directors at a meeting duly held on the ~~9th day of January 2020~~. 10th day of March 2022

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Revised effective ~~9 January 2020~~ 10 March 2022.