BY-LAWS

Emergency Communications Commission

St. Louis County, Missouri

Adopted 2-8-2010
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SECTION 1 – NAME

The name of the commission governed under these By-Laws and created pursuant to the Sections 650.390 to 650.405 of the Revised Statutes of the State of Missouri (hereinafter “Enabling Act”) and Chapter 725 of the Revised Ordinances of St. Louis County (hereinafter “Chapter 725”), shall be known as the Emergency Communications Commission, St. Louis County (hereinafter “ECC” or “Commission”).

SECTION 2 – STATEMENT OF PURPOSE

The ECC is a St. Louis County (hereinafter “County”) board created for the purpose of administering an emergency communication system (hereinafter “System”) including an interoperable county-wide wireless radio communication network providing communications links that permit participating governmental entities (hereinafter “Users”) to communicate within the geographic boundaries of County. The component parts of the System include, but are not limited to, the radio backbone, the emergency alert system and the enhancements to the 911 system.

The System is to be developed through the cooperation of County, fire districts and municipal governments located in County. The System shall enhance the ability of County, fire districts, municipal police and fire departments, applicable federal and state agencies and ancillary agencies to have interoperable radio communications throughout the greater St. Louis urban area and potentially beyond the region.

SECTION 3 – COMMISSION

Section 3.1 Composition of Commission, Term and Appointment

The number of commissioners, their term and manner of appointment shall be as provided in the Enabling Act and Chapter 725, as now existing or hereafter amended and attached as Exhibit 1 and Exhibit 2 respectively.

Section 3.2 Powers and Responsibilities

The powers and responsibilities of the Board shall be as provided in the Enabling Act and Chapter 725, as now existing or hereafter amended.

Section 3.3 Compensation

Except as otherwise provided by ordinance, all members of the ECC shall serve without compensation.

Section 3.4 Voting

The act of the majority of the members of the ECC present in person or by telephone, internet or any other voice or electronic means, at a regular or special meeting at which a quorum is present shall be an act of the Commission unless a greater number is required by law or these by-laws. The Commission shall act by motion or written resolution.
Section 3.5  Interference

Individual members of the ECC shall have no power or authority to act individually but only when acting through and as a member of the Commission or as otherwise prescribed in these by-laws.

Except for the Superintendent of Police or his designee, no member of the ECC shall give orders to any employee or consultant of County either publicly or privately. The chairman may provide direction to the executive director within the policies of the commission in order to enhance coordination between meetings of the commission.

SECTION 4 – OFFICERS

The officers of the ECC shall consist of a Chairperson, a Vice-Chairperson and a Treasurer. All officers must be duly appointed members of the ECC.

SECTION 5 – ELECTION AND REMOVAL OF OFFICERS

Section 5.1  Except in the case of the first election held under these By-Laws, the ECC shall elect officers at the regular meeting in December of each year or as soon thereafter as practical. Officers shall assume office on January 1 of the next year and hold office until December 31st of that year or until their successor has been otherwise duly elected.

Section 5.2  The election of officers shall be by a majority vote of the members of the ECC. The vote shall be by motion duly made and seconded and a roll call vote shall be taken and recorded. A separate vote is required for each office. The election shall be conducted as the final order of business of that meeting.

Section 5.3  A candidate receiving the affirmative vote of a majority of the Commission members present in person or by telephone, internet or any other voice or electronic means at the meeting shall be declared elected.

Section 5.4  An officer may not succeed himself/herself in the same office more than twice. Those officers filling a vacancy for less than one year shall be eligible to succeed himself/herself in office for two additional terms.

Section 5.5  Vacancies for officers shall be handled as follows:

A. A vacancy in the office of Chairperson shall be immediately filled by the Vice-Chairperson who shall serve out the remaining term.
B. A vacancy in the office of Vice-Chairperson or Treasurer shall be filled as soon as possible and in accordance with the election procedures set forth herein for election to that office.
C. All Vacancies – Any Commission member filling a vacancy shall complete the unexpired term of the office being filled, or until such time as a successor has been duly elected.

Section 5.6  Removal of Officers

A. Except under extenuating circumstances as approved by a majority of the Commission, any officer who fails to attend three (3) consecutive regular meetings of the ECC shall be deemed to have forfeited their office and a vacancy shall exist. Filling of the vacancy shall be in accordance with Section 5.5 of the Section.
B. Any officer may be removed during his/her term with or without cause upon an affirmative vote of five (5) or more Commission members at a regularly scheduled meeting of the ECC.

SECTION 6 – DUTIES AND RESPONSIBILITIES OF OFFICERS

Section 6.1 – Emergency Communication Commission     All authority and power is vested in the ECC. Under these By-Laws, certain duties and responsibilities are delegated to the named officers.

Section 6.2 – Chairperson   Shall have the following duties and responsibilities:

A. To preside at all meetings and hearings of the ECC;
B. To appoint all members of committees of the ECC subject to a motion adopted by the majority of members present;
C. To provide policy guidance to the Executive Director of the ECC between meetings;
D. To serve as or designate the spokesperson for the ECC;
E. To carry out other duties normally conferred by parliamentary rules;
F. To engage in other activities as directed or authorized by the ECC;
G. To have a voice and vote on all matters or questions before the ECC.

Section 6.3 – Vice-Chairperson   Shall have the following duties and responsibilities:

A. To act as Chairperson in the absence of the Chairperson;
B. To perform duties delegated by the Chairperson.

Section 6.4 – Treasurer     Shall have the following duties and responsibilities:

A. To coordinate the financial affairs of the ECC with the Director of Administration of County;
B. To Chair the Budget and Finance Subcommittee of the ECC;
C. To Serve as Chairperson in the absence of the Chairperson or Vice-Chairperson.

SECTION 7 – MEETINGS

Section 7.1  The ECC shall hold a minimum of one regular monthly meeting on a date and time and at a location determined by the members of the Commission. Every effort shall be made to have such regular meetings on a consistent schedule. Notice of such meetings shall be given consistent with the provision of Sections 610.010 to 610.030 RSMo (“the Sunshine Law”) and Sections 101.250 through 101.280 of the Revised Ordinances of County (“the Sunshine Policy”).

Nothing herein shall preclude the members of the ECC from scheduling more frequent meetings in accordance with the provision of this section or from rescheduling such regular meetings as may be necessary to achieve a quorum. The commission shall make reasonable attempts to schedule special and emergency meetings to include attendance by all members.

Section 7.2  Special meetings may be called by a majority vote of the members of the ECC at any regular meeting of the Commission; by the Chairperson or by written request of three (3) Commission members with a minimum of three working days notice to the other members.
Section 7.3  Regularly scheduled meetings of the ECC may be cancelled by the members of
the ECC at a prior meeting or by the Chairperson when no business is pending before the ECC
or when the ECC does not anticipate the presence of a quorum.

Section 7.4  The Commissioners of the ECC may participate in a committee or regular,
special or emergency meeting, by means of conference telephone or other communication
equipment whereby all persons attending the meeting, including the general public can hear and
communicate when appropriate. Participation in a committee or board meeting in this manner
shall constitute presence in person at the meeting.

Section 7.5  A simple majority of Commission members shall constitute a quorum, but a
smaller number present at any meeting may adjourn from day to day or to a certain day. Each
Commission member shall have one vote.

Section 7.6  The Chairperson for the Commission shall act as parliamentarian and decide all
questions of order. Decisions of the parliamentarian may be appealed by two Commission
members. Any appeal shall be decided without debate except the Commission members
appealing shall be permitted to state their reason(s). Appeals shall be decided by a two-thirds
vote of the Commission members present and voting.

Section 7.7  Robert’s Rules of Order, Newly Revised, 1990 Edition, shall govern conduct of
meetings of the Commission except when contrary to these By-Laws.

SECTION 8 – AGENDA

Section 8.1  The normal order of business at regular meetings shall be as follows:

1. Call to order/Roll Call
2. Approval of Agenda
3. Public Comments
4. Consent Agenda
   a) Minutes of Prior Meetings
   b) Financial Reports
5. Reports of Officers and Committees
6. Old Business
7. New Business
8. Announcements
9. Adjournment

Section 8.2  Preparation, Posting and Distribution of Agenda

A. The Superintendent of Police of County (hereinafter “Superintendent”) or his designee
shall have responsibility for preparing and posting the agenda in accordance with the
Sunshine Law and the Sunshine Policy.

B. Items may be placed on the agenda at the direction of the Chairperson or by written
request of two or more members of the Commission. The agenda may be amended at
any regular meeting if requested by one Commission member and agreed to by the
majority of the members of the Commission present at the meeting.
C. The agenda for all meetings shall be provided to the members of the ECC, together with all resolutions and reports, no less than forty-eight hours prior to the time and date of the meeting except in emergencies. Nothing herein shall prohibit the ECC from amending the agenda at the meeting to include items for which prior notice was not given.

SECTION 9 – ATTENDANCE POLICY

Section 9.1 Each member of the Commission is expected to attend and participate in all regular meetings of the Commission and to make every reasonable effort to participate in all special or emergency meetings of the Commission.

Section 9.2 Except under extenuating circumstances as approved by a majority of the Commission, after a Commission member’s absence from three consecutive regular meetings or six regular meeting absences in any twelve month period, the ECC shall send notification to the County Executive and the Commission member’s nominating entity requesting removal of the Commission member. The notice shall be copied to the Commission member.

Section 9.3 In the event of anticipated absences, the Commission member shall promptly notify the Executive Director or Chairperson of the pending absence.

SECTION 10 – COMMITTEES

Section 10.1 The ECC shall have three (3) standing committees and such number of subcommittees, user groups, task forces or ad hoc committees as specified herein or as the Commission may deem necessary and create by motion or resolution.

In making appointments to committees and subcommittees, the ECC shall make every reasonable effort to ensure that committees and subcommittees are representative of the Users.

Section 10.2 GOVERNANCE COMMITTEE

The purpose of the Governance Committee is to develop and make recommendations to the full Commission on matters of budget, finance, planning and personnel. The Governance Committee shall review and recommend such charges in all matters relating to by-laws, non-binding memorandums of understanding and general rules and regulations of the Commission which do not relate to operational issues or protocols pertaining to radio services.

The Governance Committee shall be composed of the officers of the ECC. The Executive Director of the ECC shall be an ex-officio member of the Governance Committee but shall not have voting privileges. The Executive Director, or his designated representative, shall provide staff support to all standing committees and subcommittees established herein.

The Governance Committee shall be assisted by two (2) standing subcommittees appointed by the Chairperson with consent of the ECC.

1. Budget And Finance Subcommittee

The purpose of the Budget subcommittee is to advise the Commissioners on all matters relating to budget and finance including submission of an annual budget and a recommended three (3) year capital budget.
The Budget subcommittee shall be chaired by the Treasurer of the ECC and shall include two additional members of the Commission. The ECC may, by motion or resolution, expand the membership of the Budget and Finance Subcommittee to add additional subcommittee members whose background, experience and expertise will be helpful to the subcommittee and ECC.

2. Planning & Policy Subcommittee

The purpose of the planning and policy subcommittee is to plan for the purchase, construction, operation, maintenance and replacement of the System and each of its parts.

The planning and policy subcommittee shall be composed of the Vice-Chairperson of the ECC and two additional members of the ECC. The ECC may, by motion or resolution, expand the membership of the Policy and Planning Subcommittee to add additional members whose background, experience and expertise will be helpful to the subcommittee and ECC.

Section 10.3 OPERATIONS COMMITTEE

The purpose of the Operations committee is to advise the ECC on setting minimum standards for all users tied into the System and to provide a mechanism to establish protocols for its use and resolve issues that may arise regarding use or design.

The Operations Policy Committee shall be composed of the following members:

a) The three (3) uniformed members of the ECC representing municipalities or fire protection districts.
b) The County Police Superintendent or his designee.
c) The County Emergency Operations Manager.
d) The Chairperson and Vice-Chairperson of each User Group established herein.

Section 10.4 USER GROUPS

The purpose of user groups is to provide as broad based input as possible in development of standards, protocols, training and use of the System.

The Commission shall establish, by motion or resolution, such number of user groups as it believes necessary to ensure representation of all Users, which shall at a minimum include the following (6) user groups:

1. Law Enforcement Group
2. Fire Services Group
3. Dispatch (PSAP and Secondary Dispatch) User Groups
4. EMS and Hospital Group
5. Public Works Group
6. Technical Group

The number, size and composition of each user group shall be established by the ECC and every effort shall be made to ensure that each user group is representative of the stakeholders including first responders.

All recommendations of the user groups shall be advisory to the Operations Committee and to the ECC.
Section 10.5 GOVERNMENTAL AFFAIRS COMMITTEE

The purpose of the Governmental Affairs Committee is to provide input to the ECC on its relationship with Users and the services being provided to them.

Any user may have a representative on the Governmental Affairs Committee. Such representative must be an elected official of such entity. Users shall notify the ECC of their designated representative.

The Governmental Affairs Committee shall be Co-Chaired by representatives of a municipality and of a fire protection district appointed by the Chairman of the ECC. No person may serve as a co-chair of the Governmental Affairs Committee for more than two (2) years nor may a co-chair succeed a representative from his or her own organization.

The Governmental Affairs Committee shall meet annually, at a date and time approved by the ECC, at which meeting the ECC shall present an annual report on finances and operations for the prior fiscal year and to present plans for the continued development and operation of the System.

SECTION 11 – RULES AND REGULATIONS

Section 11.1 The ECC may adopt rules and regulations, consistent with the Enabling Act and Chapter 725.

Section 11.2 A rule or regulation may be voted on only at the second regular ECC meeting after its introduction at a regular meeting unless there is unanimous consent to declare the change an emergency and upon such a declaration, the rule or regulation may be voted on and become effective immediately.

Section 11.3 Approval of any rule or regulation shall be by a simple majority vote of the ECC members present at the meeting.

Section 11.4 When there is a conflict between any rule or regulation and these By-Laws, the By-Laws shall govern.

SECTION 12 – STAFF

Section 12.1 The ECC shall recommend that County employ an Executive Director and such other staff, which, in the opinion of the ECC, are necessary for the effective and efficient operation of the System and the business of the ECC.

The Executive Director shall be interviewed and selected by a majority of the members of the ECC and may be removed from office in the same manner, consistent with County ordinances and personnel rules. The Executive Director shall be selected based upon his/her experience and qualifications. The ECC shall establish a job description for the Executive Director, which shall outline the general responsibilities and duties.

Section 12.2 All staff assigned to work with the ECC shall remain employees of the St. Louis County Police Department and remain under the administrative control of the department subject to all rules, regulations and policies of the Police Department and St. Louis County Government.
SECTION 13 – FINANCES

Section 13.1 The fiscal year for the ECC shall be the same as the fiscal year for County.

Section 13.2 The ECC may adopt such user fees as the Commission shall deem appropriate and necessary for the effective operation, maintenance and replacement of the System and training relating thereto.

Section 13.3 The ECC will submit a proposed budget to County in accordance with rules, procedures and timelines required by County. The ECC shall be responsible for management of the Commission’s budget pursuant to the Enabling Statute and Chapter 725.

Section 13.4 Unless otherwise included in annual audits performed on behalf of County, the ECC shall have an independent annual audit of its financial records.

SECTION 14 – MISCELLANEOUS

Section 14.1 The ECC shall establish a principal office within the County as designated by a majority of the Commission.

Section 14.2 The ECC shall comply with the Sunshine Law and the Sunshine Policy, as now existing or hereafter amended. The Superintendent or his designee shall be the custodian of all ECC records.

Section 14.3 The members of ECC shall comply with applicable laws relating to conflict of interest.

SECTION 15 – AMENDMENT OF BY-LAWS

Section 15.1 The Policy Committee established in Subsection (2) of Section 10.2 shall annually review these by-laws and make any recommendations for changes to the ECC.

Section 15.2 Any proposed changes in the by-laws shall be reduced to writing with a minimum of twenty-one (21) days public notice given at a regular meeting of the ECC prior to any vote on changes.

Section 15.3 These By-Laws may be amended by an affirmative vote of not less than four (4) members of the ECC and not by any lesser number of Commissioners.