

ARTICLES OF AGREEMENT

EAST CENTRAL INTERGOVERNMENTAL ASSOCIATION

ARTICLE I

The Association Region

The East Central Intergovernmental Association of local governments (hereinafter referred to as "the Association") is hereby established and created as a voluntary organization of counties, municipal corporations, and such other local governments in the Association region. All territory embraced within the counties of Cedar, Clinton, Delaware, Dubuque and Jackson, State of Iowa, is hereby designated as the Association region which may be extended to include adjacent territory as decided by the Association. Upon the effective date of these Articles of Agreement, the Association shall assume all the rights, duties and obligations of the East Central Intergovernmental Association.

ARTICLE II

Authority and Power

The Association is organized pursuant to the provisions of Chapter 473A and Chapter 28E, Code of Iowa (1973), with the power to carry out the purposes hereinafter listed. Under the authority granted, the Association is hereby designated a regional planning commission and shall perform joint planning functions as required for its member governments. The Association may also be delegated the powers, privileges and authority which may be granted to a separate legal entity under Chapter 28E, Code of Iowa (1973), more particularly designated Section 28E.4 thereof, upon the formal request of any one or more member governments to undertake a special plan, perform service or implement any plan or project for such governments, through either the Association or a subsidiary legal entity. Each such undertaking must be subject to a separate written agreement approved by the Association and by each member government participating in the undertaking which describes the scope and responsibilities of the service or plan, its financing requirements, the delegation of powers being granted the Association or the separate legal entity, and the time period covered thereby. The Association is also authorized, upon approval by the State of Iowa, as a review and comment agency for Federal grants. Except as otherwise herein, the powers of the Association shall be exercised by the representatives, where appropriate, the alternate representatives, appointed by and from the member governments.

ARTICLE III

Purposes

The purposes for which the Association is established are as follows:

- (1) To foster, promote and achieve objectives of regional planning as provided and set for the in Chapter 473A, Code of Iowa (1973):
- (2) To provide a continuing, organized forum for local governments through which common problems of government can be discussed and evaluated; and recommendations formulated to strengthen the effectiveness and efficiency of local governments;
- (3) To furnish general and technical aid to member governments, as directed by the Association and to coordinate and review Federal, State and local programs of regional importance;
- (4) To provide for the mechanism to legally review Federal and State grant-in-aid programs;
- (5) To develop plans for the development of the area within the Association, to include, but not limited to , recommendations with respect to existing and proposed highways, bridges, airports, streets, parks and recreational areas, public institutions and public utilities, public open spaces, and sites for public buildings and structures; districts for residence, business, industry, recreation, agriculture, and forestry; water supply, sanitation, drainage protection against floods and other disasters; areas for housing development, slum clearance and urban renewal and redevelopment; location of private and public utilities, including but not limited to sewerage and water supply systems; and such other recommendations concerning current and impending problems as may affect the area;
- (6) To foster, develop and review policies, plans, and priorities for growth development and conservation, in the Association region and to coordinate independent functional planning and operational agencies;
- (7) To serve as a vehicle for the collection and exchange of information of interest to the member governments; to facilitate agreements and cooperative action proposals among member governments for specific projects or other inter-related developmental needs and for the adoption of common policies and plans with respect to common problems;
- (8) To maintain liaison with member governmental units, and public and private groups and organizations;
- (9) To furnish general and technical aid to member governments, as may be directed, to promote and accomplish Association approved agreements, policies and plans;

(10) To serve as the comprehensive planning and review agency for the Association region, upon designation;

(11) Upon request of any two or more member governments, to perform any function or implement any plan for such governments, either through the Association or a subsidiary legal entity. The financing of such function or plan shall be by the requesting member governments only and upon such terms and conditions as all of them and the Association may agree;

(12) To cooperate with member governments in any other manner they direct.

ARTICLE IV

Federal and State Certification

In addition to meeting the requirements described in Article III-Purposes, the Association shall provide such professional and technical services on a regional basis as to maintain area-wide certification for State and Federal grant-in-aid programs.

Certification of these elements requires close coordination and cooperation of local government officials and local city and county departments. It shall therefore be incumbent upon local government to assure such cooperation and coordination of local officials.

ARTICLE V

Membership

Section 1. Eligibility: Membership in the Association shall be open to each county and municipal government within the Association jurisdiction. Special purpose local governments or other legal entities may be allowed membership status as may be provided for by the Association Council.

Section 2. Membership Attainment: To become a member of the Association, a county or municipality must adopt the Articles of Agreement creating this Association by Resolution of its governing body. An original or certified copy of the Resolution must be filed with the Secretary of the Association at which time membership shall be effective.

Section 3. Membership Retention: To retain membership in the Association, each member government must comply with requirements of the Association, but not limited to, the payment of its annual operating budget assessment.

Section 4. Removal: Any local government adopting the Articles of Agreement of the Association may be removed, with cause, by the majority vote of the Council of the Association. Such removal may be based upon the delinquency in payment of the annual operating assessment, any other cause, stated in writing. Such action shall be delivered to the member government by certified mail at least 60 days prior to the effective date of such removal.

Section 5. Withdrawal: A member government may withdraw membership in the Association when its governing body requests such withdrawal by Resolution and delivers an original or certified copy thereof to the Secretary of the Association. Such withdrawals shall be effective upon delivery and shall not relieve the local government of its obligations for the year in which the withdrawal occurs. Any member which has withdrawn and incurred an obligation shall settle delinquent financial or other obligations as agreed upon by the Association Council.

ARTICLE VI

Organization

The organizational structure of the East Central Intergovernmental Association shall consist of a Council and committees established pursuant to the direction of the Council.

Section 1. Council Representation: There shall be created a Council of the East Central Intergovernmental Association which shall consist of 30 representatives. Such representatives shall be chosen as follows:

A. Twenty (20) representatives shall be elected officials of general purpose local government. Four elected official representatives shall be chosen from each county within the Association jurisdiction by a caucus of a majority of member governments.

Elected-officials representatives shall consist of county supervisors, mayors, city councilmen, or administrative personnel directly responsible to the titular head of local government. Elected officials serving on the Association's Council shall be from units of general purpose local government having full and current Association membership.

The Association Council may remove an elected-official representative if it has been determined that, 1) the representative is from a local government currently not a member, or 2) if such representative has missed at least three consecutive Council meetings or more than 50 percent of the meetings since appointed. A majority of member governments may hold a caucus at any time and remove any or all elected-official representatives from their county jurisdiction.

Upon finding a vacancy in the elected-official representation, the Council shall cause the Secretary to inform the member governments within the county not having four elected-official representatives that such vacancy now exists, giving such member governments 60 days in which to caucus and appoint a new representative. If such caucus does not take place, the Council, at their discretion, may appoint a local elected official from that county.

All representatives who are elected officials of member governments shall serve during the term they hold office entitling them to such representative status.

Each elected-official representative position may be filled by an alternate who shall also be a local elected official. The Chairman of the Council shall, at each meeting, authorize alternated in the following priority: 1) having a written proxy from an absent representative, 2) being the titular head of a member government entity, or 3) being an elected official of a member governmental entity. The alternate will have full voting rights in the absence of the appointed representative.

B. Ten (10) representatives shall be non-elected officials chosen from written nominations submitted to the Council. Such representatives shall be chosen from a variety of special interests representing at least: agriculture, business and commerce, labor, industry, the low-income, and the disadvantaged.

Two (2) non-elected officials shall be appointed from each county. Non-elected officials shall not be appointed if their majority interest lies within non-member jurisdictions.

The Association Council may remove a non-elected official representative if such representative has missed at least three consecutive Council meetings or more than 50 percent of the meetings since appointment.

Upon finding a vacancy in the non-elected official representation, the Council shall cause the Secretary to prepare a public notice which shall be published at least 15 days prior to final acceptance of written nominations in a newspaper of general circulation in an effected county. Prior nominations shall be considered and verified as current. If no nominations exist by the end of the designated period, the Council may appoint a representative.

Initially, the Council shall appoint four (4) non-elected representatives to three (3) year terms, three (3) non-elected representatives to two (2) year terms, and three (3) non-elected representative to one (1) year terms. Thereafter non-elected representatives shall serve for a period of three years. All non-elected representatives shall serve during the term they hold an office or position from which they are nominated.

Each non-elected representative position may be filled by an alternate for not longer that two consecutive meetings, unless specifically authorized by the Council, when a proxy is submitted in writing from that non-elected representative. The alternate shall have full voting rights in the absence of the representative.

Section 2. Minority Representation: It shall be the policy the Association that the Council and its committees shall have representation from minority interests in direct portion to the ratio of minorities to the total population of the Association's jurisdiction. Minority representation may be qualified as either elected or non-elected representatives.

ARTICLE VII

Termination – Disposal of Property

The method to accomplish the partial or complete termination of the Association is by withdrawal of member governments as set forth above. In the event of a partial termination, all property of the Association shall remain with the Association. In the event of complete termination, all property of the Association shall be distributed to the member governments at the time of such termination based upon the population of each governmental jurisdiction as shown by the most recent Federal census, with the population of counties based upon the population of their unincorporated areas.

ARTICLE VIII

Fiscal Affairs

(1) Budget and Proration: A share of the annual operating budget adopted by the Association Council shall be prorated among the member governments based upon the population of each, as shown by the most recent Federal census, and submitted to the member government at least sixty (60) days prior to the meeting at which such government adopt their annual budgets. The prorated share for each member government shall be the same percentage of the whole budget as the population, so determined of that member government. Payment of its prorated share shall be made to the Association Council on or before the first day of April of each year. Failure to so pay its share shall preclude a member from voting on matters before the Association. If such payment is not made before the end of the calendar year in which due, the member government shall be deemed to have withdrawn its membership in the Association.

(2) In the event the Association Council shall undertake a special plan, perform services, or implement any plan or project pursuant to separate written agreement of and with one or more members, then the payments to the Association Council by those members shall be augmented in the amounts and in the manner so agreed upon and shall be deemed separate and apart from those members' shares of the annual operating budget of the Council. The prorated annual operating budget of the Association Council shall be calculated and determined separate and apart from the costs of any such plan, services or project.

(3) The Council may cooperate with, contract with and accept and expend funds from Federal, State and local agencies, public or semi public, private individuals, and corporations, in the conduct of its business.

ARTICLE IX

Duties and Responsibilities

- (1) Association Council Duties:
 - (a) To establish general policies and guidelines;
 - (b) To recommend specific projects and programs;
 - (c) To elect the officers of the Association Council at the annual meeting by roll call vote;
 - (d) To approve the annual operating budget, as well as special planning programs to be undertaken by the Council staff by roll call vote;
 - (e) To employ an Executive Director and legal counsel.

(2) Association Council Officers: The officers of Association Council shall be the Chairman, Vice Chairman, Secretary and Treasurer. The officers other than the Secretary shall be elected from among the appointed representatives on the Association Council for terms of one (1) year each at the annual meeting. The Secretary shall be elected by and serve at the pleasure of the Association Council and need not be an appointed representative of a member government.

ARTICLE X

Meetings – Notice – Quorum

Section 1. Notice of each meeting of the Association Council, including the agenda to be considered, shall be mailed to representatives at least seven (7) days prior to such meetings. Notice of meetings of committees of the Council shall be given as each committee shall determine.

Section 2. A quorum shall be required for the conduct of Council business. A quorum of the Association shall consist of one-third of the representatives or alternatives in good standing. In the ordinary conduct of the Council's business, the vote needed shall be determined by the ratio of those representatives present and voting.

ARTICLE XI

Amendments

The terms and provisions of these Articles of Agreement may be amended by a two-thirds (2/3) roll call vote of the members of the Association Council at any regular or special meeting called upon notice given pursuant to Article X and approved by resolution by a majority of the governing bodies of the member governments.

Validity-Severability

If any one or more of the provisions of these Articles of Agreement or the application thereof to any person or circumstances is held and declared unconstitutional or contrary to law, such invalidity shall not effect other provisions or applications of this Articles of Agreement which can be given effect without the invalid provisions or application, and to this end, the provisions of this Articles of Agreement are declared to be severable.

ARTICLE XIII

Effective Date

These Articles of Agreement shall become effective at such date as approved by each county Board of Supervisors and the major municipality of each county as long as it represents at least 75% of the total population of the Association Region.

ARTICLE XIV

Duration

It is the intention of this agreement that the Association be a perpetual organization made up of the original signatories hereto and any public entity which may later sign the agreement and agree to the budgetary and other terms stipulated hereto.

First Amendment adopted by the Council at Maquoketa, Iowa the 20th day of October, 1976, approved by a majority of member governments by Resolution duly recorded.

Second Amendment adopted by the Council at Dubuque, Iowa the 27th day of January, 1993, approved by a majority of member governments by Resolutions duly recorded.