

Washtenaw County Consortium for Solid Waste Management
Interlocal Agreement

ARTICLES OF AGREEMENT

I. Preamble

We the representatives of Washtenaw County, its local governments and public institutions hereby join together in a voluntary organization to be known as the Washtenaw County Consortium for Solid Waste Management (the Consortium), for the purpose of meeting at regular intervals to discuss and study solid waste, recycling and utilization of recycled products. Furthermore, we will meet to develop policy and programs for ratification and implementation by member representatives of the County and, local governments and public institutions.

II. Nature, Purpose and Goals of the Agreement

The need for a Consortium exists due to finite space within landfills, increased disposal costs and the importance of recycling throughout the County. The purpose of the Consortium is to maintain a voluntary organization to foster a cooperative effort in resolving problems and forming policies and plans in the areas of solid waste and recycling. The Goals of the Consortium include cooperative efforts on solid waste, recycling and utilization of recycled products as follows:

1. To serve as a mutual forum to identify, discuss, study and focus upon County and local challenges and opportunities.
2. To foster, develop, and review policies, plans and priorities.
3. To provide continuing organizational machinery to ensure effective communication and coordination among governments, agencies, and public institutions.
4. To facilitate agreements and cooperative action proposals among member governments and public institutions for specific projects or other related needs including Feasibility Studies and Service Programs.
5. To serve as a vehicle for the collection and exchange of information of interest to members.
6. To maintain a liaison with member governments, other governmental units and agencies, public institutions, and to serve as spokespeople for member county and local governments and public institutions.
7. To furnish general and technical aid to members to promote and accomplish Consortium approved agreements, policies and plans, when approved by participating members.
8. To review and coordinate federal, state and local programs of importance.
9. To recommend regional policies, studies, plans, or other appropriate matters.

10. To render advice and technical assistance on the request of members in regard to local problems having County impact.
11. To provide an opportunity for the regional, state, and federal governments and other agencies which have interests in Consortium activities to participate.

III. Definitions

1. Members or Member Community – Any of the following units:

Any village, city, township or public institution within Washtenaw County

and any other members approved by the required vote of existing members as further provided below. Each member shall have a single vote to be cast by its representative, who shall be its member's designated representative. A designated representative may not bind a member without the member's consent.

2. Executive Committee – A committee consisting of representatives of members who shall exercise the power granted by these Articles subject to approval of the members.

3. Officers – The officers of the Consortium shall consist of:

- a. A Chair, who shall: preside at meetings of the Consortium; see that all rules and policies of the Consortium are understood and observed; chair the executive committee; appoint any ad hoc committees which from time to time might be necessary; and, act as spokesperson for representatives of members of the Consortium.
- b. A Vice Chair. The Vice Chair shall preside in the absence of the Chair and carry out definite assignments of the Chair in conjunction with other officers and committee members, as applicable; shall assist the Chair in the Chair's duties and may act as a member *ex officio* of any standing or ad hoc committee.
- c. A Secretary-Treasurer. The Secretary-Treasurer shall record and maintain the minutes of all Consortium meetings; forward records and minutes of all Consortium meetings to members; forward any necessary notices and communications to the officers and committee people; maintain the By-laws and Constitution with current amendments and revisions; be responsible for Consortium finances; receive funds for the Consortium, sign checks, dispense Consortium funds, as approved by the majority of the general membership present at any official meeting of the Consortium; work with officers and any committees; prepare an annual budget and an annual financial statement. The Secretary-Treasurer need not be an official representative to the Consortium.

4. Consortium Service Program – A Consortium Service Program shall be any service provided jointly by two or more members and established by a joint agreement. Only those members entering into such an agreement shall be obligated to contribute to it financially and only such members shall participate and benefit from such a program.

5. Feasibility Study – A Feasibility Study shall be any study, including but not limited to short duration studies of ways and means to solve a problem or problems common to two or more members, duly undertaken by the Executive Committee or General Membership and requiring the expenditure of funds in excess of or in addition to amounts in the approved annual budget of the Consortium. Only those members entering into such a Study shall be obligated to contribute to it financially and only such members shall participate and benefit from such a program.

IV. Membership

1. The initial Members of the Washtenaw County Consortium are as set forth under Definitions above. Additional members may be admitted to the Consortium in accordance with the provisions of this Article IV.

2. Eligibility. Membership in the Consortium shall be open to any community or public institution of Washtenaw County.

3. Admission.

Communities that wish to become members of the Consortium following its formation by the initial Members shall:

- a. Submit an application on a form provided by the Consortium and pay the application fee, which shall be set and reviewed from time to time by the Consortium.
- b. The applicant will be admitted if it is approved by a majority of the members of the Consortium.
- c. By Resolution, Ordinance or Bylaw, the applicant's governing body must formally adopt or permit adoption of the Articles of Agreement of the Consortium and forward a certified copy of said formal adoption to the Secretary-Treasurer of the Consortium prior to being seated in the Consortium.

Public institutions that wish to become members of the Consortium following its formation by the initial Members shall:

- a. Submit an application on a form provided by the Consortium and pay the application fee, which shall be set and reviewed from time to time by the Consortium.
- b. The applicant will be admitted if it is approved by a majority of the members of the Consortium.

4. Representation. Each Member shall be entitled to one designated representative in the Consortium.

The member must formally submit to the Secretary-Treasurer of the Consortium, in writing, its Designated Representative's name, prior to that person being able to vote on behalf of the member.

5. Withdrawal. A member may withdraw from such membership when it serves formal notice to the Secretary-Treasurer of the Consortium.

A sixty (60) day notice of action shall be required. Withdrawal by a member from the Washtenaw County Consortium shall in no way serve to void or lessen any legal or financial obligation incurred by the member while a member.

6. Participation

- a. Any Member is eligible to participate in any Feasibility Study provided the governing body or appropriate budgetary authority of such a Member approves its participation by submitting formal notice of its intention with the Secretary-Treasurer of the Consortium.
- b. Any Member is eligible to participate in any Consortium Service Program provided that the governing body or appropriate budgetary authority of the member approves or permits its participation by executing Joint Agreement establishing said Program, a copy thereof to be filed with the Secretary-Treasurer of the Consortium.
- c. When a Member elects to participate in an on-going Feasibility Study or Service Program, it thereby obligates itself to pay its full share of pro-rated costs, as determined by the participating Consortium Members.
- d. A penalty will be charged to any participation Member when it withdraws from a Feasibility Study or Service Program. The penalty shall be outlined by the feasibility Agreement.

7. Dues. The annual dues shall be \$75.00 per year until changed by the Consortium. The dues shall be paid to the Secretary-Treasurer of the Consortium by dates designated by the General Membership. No member shall be responsible to pay additional sums to the Consortium without its further individual consent, except as indicated in other sections of this agreement.

8. Fees. Each Feasibility Study and Service Program, when established and undertaken, will have a fee structure for participation established and the fees will be pro-rated to the participants. Also, any projects undertaken by the Consortium will have a Cost Schedule established prior to the commencement of the project and the participants will determine the costs to be paid by each member.

V. Policy Bodies

This Council shall have two bodies – the General Membership and an Executive Committee.

1. General Membership.

- a. General Policy Body: The General Membership shall consist of all Members and shall be the policy body of the Consortium.
- b. Voting: Each member shall have one vote in the General Membership.
- c. Quorum: A quorum of the General Membership shall consist of one-third of the total membership.
- d. Meetings: The General Membership shall meet monthly when practical, but at least 4 times per year. The annual meeting shall be held in March and shall be the election meeting. Other meetings shall be held in accord with the determination of the General Membership or upon call of its Chair, or by petition of any three (3) Members of the General Membership. Written notification of such meeting shall be given to each Designated Representative at least 10 days in advance of a particular meeting.
- e. Spending Authority: The General Membership may authorize expenditures from the funds available to the Consortium. The General Membership may recommend additional expenditures however representatives from members may not commit finances to the Consortium without approval of the governing body or the appropriate budgetary authority.
- f. Responsibilities: The responsibilities of the General Membership are:
 1. To adopt the Consortium's budget and membership dues schedules.
 2. To authorize expenditures from the Consortium's treasury upon a majority vote of members present at a meeting of the Consortium.
 3. To adopt and amend by-laws.
 4. To review action of the Executive Committee.
 5. To initiate, advise, and aid in the establishment of cooperative arrangements, including interlocal agreements, among its Members.
 6. To resolve membership questions.
 7. To make recommendations to any local governments or other appropriate agencies, public institutions or entities.
 8. To elect all officers at the annual meeting of all even-numbered years. Officers will serve two-year terms.

2. Executive Committee:

- a. The membership of the Executive Committee shall consist of the Chair and Vice Chair elected by the General Membership of the Consortium plus the representatives of three additional members in the Consortium. The term of office for such officers and members shall be for two (2) years. Members of the Executive Committee may serve consecutive terms. Each member of the Executive Committee shall have one vote. The Secretary-Treasurer shall not be a member of the Executive Committee but shall serve as staff to the Executive Committee.
- b. Quorum: A quorum of the Executive Committee shall consist of a simple majority of its total voting membership.
- c. Voting: Official action of the Executive Committee shall be decided by the affirmative vote of the majority of the members present, provided there is a quorum.
- d. Meetings: The Executive Committee shall meet as necessary, on the call of its Chair, or any member, or at the direction of the General Membership. Emergency meetings may be called with a majority of Executive Committee concurring.
- e. Responsibilities: The responsibilities of the Executive Committee are:
 1. To consider and propose an annual budget and each participating members' share thereof to the General Membership.
 2. To nominate ad hoc or special committees.
 3. To nominate a slate of officers for the Consortium to present to the General Membership for approval and election.
 4. To conduct the business of the Consortium within the policy guidelines of the General Membership.
 5. To serve as the financial control body for the Consortium and secure audits.
 6. To fill any vacancy in the offices of Chair, Vice Chair, or Secretary-Treasurer, which occurs prior to the regular annual election.
 7. To recommend to the Washtenaw County Consortium GENERAL OPERATING PROCEDURES necessary for the orderly conduct of the affairs of the Consortium.
 8. To recommend policy as to the sharing of Consortium developed information with non-participating Consortium members, non-

Consortium members, agencies, individuals, and others requesting said information.

VI. Finances

- A. Funds, other than membership dues, which accrue to the Consortium or to the Executive Committee for use in furthering the aims and purposes of this voluntary organization shall be controlled, disbursed, and accounted for in a manner prescribed by the Executive Committee and approved by the General Membership.
- B. All dues and fees paid to the Consortium shall be placed in an interest-bearing account. The officers of the Consortium shall be empowered to sign checks and vouchers to satisfy incurred debt. Two signatures shall be required on all checks.

VII. Amendments

Amendments to these Articles of Agreement may be recommended from time to time by a simple majority vote of the General Membership present as a quorum. However, any amendments shall not be effectual until approved by a 2/3 vote of the entire membership.