

# **BY-LAWS OF THE MARQUETTE SAWYER REGIONAL AIRPORT BOARD OF ADVISORS**

## **ARTICLE 1 – NAME & OFFICE**

1.1 The name of the Airport advisory board is the “Marquette Sawyer Regional Airport Board of Advisors”, hereinafter sometimes referred to as the “Board”. The principal office of the Board shall be located at the Marquette Sawyer Regional Airport at 125 G Avenue Gwinn, MI 49841.

## **ARTICLE 2 – CREATION**

2.1 The Board was created by action of the Marquette County Board of Commissioners on December 3, 2024, via Action Item b. – “Consideration to Modify Airport Advisory Board.” The Board shall consist of members in the number and for the terms, tenure and qualifications provided for in such resolution. The purpose of the Board is enumerated within the resolution, and broadly outlined as follows: to advise the County relative to the administration, operation and management of the Airport and to advise the Airport Manager with regard to such other programs and strategies relative to the Airport as he/she may undertake.

## **ARTICLE 3 - CHAIR, VICE CHAIR AND SECRETARY OF THE BOARD**

3.1 The Board shall annually elect a Chair, a Vice-Chair, and a Secretary. Such officers shall be members of the Board. All officers will be elected to a term of one (1) year, expiring on December 31 or until his or her successor is elected; provided that if the initial term is a partial year, terms will expire on December 31 of the following year or until successors are elected.

3.2 Chairperson. It will be the duty of the Chairperson to preside at all meetings of the Board, to preserve order and to decide all questions of order subject to appeal to the Board. It will be the duty of the Chairperson to nominate members to all Standing Committees and all Ad Hoc Committees. Nominees shall be subject to majority vote of the Board. In the event of a vacancy on any Committee, the Chairperson will nominate a member to fill the vacancy. Nominees shall be subject to a majority vote of the Board. Additionally, if necessary by virtue of a vacancy, the Chair shall (re)designate the Chairperson of a Committee. Except as otherwise provided, the Chairperson will not have any executive or administrative functions other than as a member of the Board. It will be the duty of the Chairperson, acting in his or her legitimate leadership role, to interpret the goals and policies of the Board to the public and the County, to the best of his or her understanding.

At meetings of the Board, the Chairperson may engage in discussions and debate and vote on all

questions except on an appeal from his or her own decision.

The Chairperson may serve as an ex-officio member of all Committees. The Chairperson will not have a committee vote except in the absence of a regular member of a Committee, in which event, the Chair may serve as an alternate and participate and vote on all matters.

3.3 Vice Chairperson. In the event of temporary absence from meetings of the Board, the Vice-Chairperson of the Board will succeed the Chairperson until such time as the Chairperson becomes available. The powers of the Vice-Chairperson will be limited to those normally exercised by the Chairperson in conducting the meetings of the Board. In the event of resignation or permanent absence of the Chairperson, the Vice-Chairperson will assume the duties as Chairperson with all powers as Chairperson until a Chairperson is elected at the next regular meeting.

3.4 Secretary. The Secretary will fulfill the duties and responsibilities outlined by the resolution creating the Board. The Secretary will be the recording officer of the Board. He or she will attend all sessions of the Board and act as clerk thereof, and will record all votes and the minutes of all proceedings, and will perform like duties for any committee of the Board, when required. He or she will give, or cause to be given, notice of all meetings of the Board and its committees, and will perform such other duties as may be prescribed. The Airport Manager, or their designee, may serve to record the official minutes and actions of the Board on behalf of the Secretary.

#### ARTICLE 4 – COMMITTEES

4.1 Upon a vote of the Board, standing and Ad-Hoc committees may be created from time to time as their need arises in the process of advising the Board. Such committees will be proposed in name and function by the Chairperson and will remain in existence for the term determined by the Board vote at the time of its formation.

#### ARTICLE 5 - MEETINGS

5.1 Organizational Meeting. As soon as practical after the first of January each year, the Board will hold its annual organizational meeting for the purpose of electing from its own members a Chairperson and Vice-Chairperson, a Secretary, and such additional officers of the Board as the Board considers necessary, adopting the Board's meeting calendar, and such other business as is necessary to the organization of the Board.

5.2 Regular Meetings. The Board will hold regular meetings, not less than quarterly, at such times and places as established by the Board at its first meeting each year or as otherwise established by the Board from time to time.

5.3 Special Meetings. The Board may hold special meetings as the business of the Airport may demand upon the call of the Chairperson; additionally, the Chairperson will call a special meeting upon request of three members of the Board. However, no approval of the Board's annual budget for the Airport may be granted at a special meeting.

5.4 Meeting by Teleconference or Similar Method. Meetings shall be held at mutually agreed place and times to encourage maximum participation. Meetings may be held in person or by any combination of audio, document, or video conferencing techniques. Any member or the Airport Manager may participate in a meeting by teleconference or any similar method through which all persons participating in the meeting may hear each other, if all participants are advised of the communications equipment and the names of the participants in the conference are divulged to all participants. Participation in a meeting pursuant to this Section constitutes presence in person at the meeting.

5.5 Quorum. A majority of the members of the Board appointed and serving will constitute a quorum for the transaction of business of the Board, but a smaller number may adjourn the meeting. A vacancy in office will not count toward a quorum.

5.6 Majority Vote. Except for matters requiring two-thirds vote of the Board appointed and serving as set forth below, all questions that arise at meetings of the Board will be determined by the votes of a majority of the members present and voting.

5.7 Two-Thirds Majority. The following measures may only be decided by two-thirds (2/3) majority of the entire Board appointed and serving:

- (a) Amend or suspend the Bylaws at any time during a regular or special meeting of the Board so long as a notice of the proposed alteration, repeal, or substitution be contained in the notice of such meeting.

- (b) Removal of a member of the Board of Advisors.

5.8 Roll Call Vote. The following measures will be voted on by roll call vote:

- (a) Motion to go into or come out of closed session.

- (b) Matters requiring a 2/3 vote.

- (c) Any other measure when a roll call will be required by statute or as called for by a member of the Board.

5.9 Voice Vote. All other questions will be voted on by voice vote. If a member of the Board present does not respond to the call for the voice vote, his or her vote will be recorded as an affirmative

vote, unless good cause is shown for abstaining.

5.10 Motions. The name of the originator of a motion and its second shall be recorded.

5.11 Conflicts of Interest. Members of the Board shall avoid conflicts of interest in accordance with State law. When a Board member determines that they have a conflict of interest, the member with the conflict shall notify the Board, which shall then be noted in the minutes. The member may participate in discussions on such matters but shall not vote.

5.12 Open Meetings Act. Except in the case of sub-quorum committees, the business of the Board and its Committees will be conducted as public meetings held in compliance with the Open Meetings Act. Notice of the time, date and place of meetings of the Board and its Standing Committees will be given in the manner provided by the Open Meetings Act, 1976 P.A. 267, being MCL 15.261 et seq. The Board and its Committees may hold closed sessions only as authorized by Section 8 of the Open Meetings Act.

5.13 Public Comment. Public comment by members of the public shall be permitted at the designated public comment section(s) of the Board's agenda subject to the following:

(a) Any person desiring to give public comment will be requested to identify themselves and provide the Secretary with their mailing address.

(b) Public comment shall be limited to three (3) minutes per person, unless otherwise provided an extension by the Chairperson.

(c) Public comment is reserved for comment on any item relating to the Board, the Airport, or agenda items.

(d) The Chairperson shall have the authority to limit and terminate any public comment that becomes disruptive, obscene, unduly repetitive, or impedes the orderly progress of the meeting.

## ARTICLE 6 – BUDGET

6.1 Before the beginning of each fiscal year, the Board shall prepare, in coordination with County staff, an advisory budget for the Airport containing an itemized statement of the estimated current operational expenses and the expenses for capital outlay including funds for the operation and development of the airport(s) under the oversight of the Board, and the amount necessary to pay the principal and interest of any outstanding bonds or other obligations of the Airport maturing during the ensuing fiscal year or which have previously matured and are unpaid, and an estimate of the revenue of the Airport from

all sources for the ensuing fiscal year. The Board shall subsequently submit the budget to the County Board for their consideration and adoption.