

**BYLAWS OF THE**

**CENTRAL MIDWEST INTERSTATE**

**LOW-LEVEL RADIOACTIVE WASTE COMMISSION**

As Adopted July 25, 1985

Amended July 17, 1986

Amended April 23, 1992

Amended November 30, 1995

Amended September 15, 1999

Amended December 10, 1999

Amended August 28, 2009

Amended April 14, 2014

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## **ARTICLE I**

### Name: Definitions

#### Section 1. Name

The organization shall be known as the Central Midwest Interstate Low-Level Radioactive Waste Commission, hereinafter referred to as the "Commission."

#### Section 2. Definitions

Unless the context clearly requires a different construction, terms used in these bylaws shall have the meanings prescribed in the Central Midwest Interstate Low-Level Radioactive Waste Compact, hereinafter referred to as the "Compact."

#### Section 3. Conflict of Interest

Applicable to all members and contractors of the Commission; the bylaws acknowledge that each person so associated with the Commission is bound by the ethics and conflict of interest statement signed with their state as a condition of appointment or when employed by the Commission.

## **ARTICLE II**

### Purpose of By-Laws

It is the purpose of these bylaws to govern and facilitate the operations and policies of the Commission in accordance with the provisions of the Compact Act. In the event of a conflict between these Bylaws and the Act, the Act shall govern.

## **ARTICLE III**

### Powers and Duties of Commission

#### Section 1. In General

The Commission's powers and duties are set forth in the Compact. The Commission may exercise such authorized powers as it deems appropriate and necessary for carrying out the purpose and policies of the Compact.

#### Section 2. Agreements Regarding Use of Facilities

The Commission may enter into an agreement with any person, state, or group of states for the right to use facilities in the region for waste generated outside the region and for the right to use facilities outside the region for waste generated within the region. The Commission may also enter into an agreement to allow waste described in Article VII(a)(6) of the Compact to be treated, stored, or

disposed of at regional facilities. The agreements are subject to approvals or revocations by party states as provided in Article III(i) of the Compact.

## **ARTICLE IV**

### States Party to the Compact

#### Section 1. Party States

Any eligible state shall become a party to the Compact upon enactment of the Compact into law and upon payment of the membership fee required by Section III(k)(1) of the Compact.

#### Section 2. Eligible States

The State of Illinois and the Commonwealth of Kentucky are parties to the Compact.

## **ARTICLE V**

### Membership on the Commission

#### Section 1. Representation of Party States

The membership of the Commission shall consist of two voting Commissioners from each party state eligible to be designated a host state, one voting Commissioner from the other party state, and, for each regional facility, one non-voting Commissioner who is an elected official of local government and a resident of the county where that regional facility is located. The Governor of each party state shall notify the Commission in writing of its Commissioners.

#### Section 2. Tenure

Each state shall determine the length of term for which its members shall be appointed. All Commission members shall hold office until a successor has been designated in accordance with the laws of the appropriate party state and the Governor of such party state has notified the Commission of the new member.

#### Section 3. Vacancies

Any vacancy of the Commission caused by the death, resignation, refusal, or inability of a Commission member to serve shall be filled pursuant to the laws of the appropriate party state for the unexpired portion of the term.

## **ARTICLE VI**

### Officers

#### Section 1. Chairperson and Secretary/Treasurer

The Commission shall elect from among its members a Chairperson and a Secretary/Treasurer. The term of each office shall be one year and until the election and qualification of a successor.

### Section 2. Method of Election or Appointment of Officers

The officers of the Commission shall be elected at the annual meeting. The officers shall be chosen by majority vote of all Commission members.

### Section 3. Vacancies

In the event of the death, resignation, refusal, or inability to serve of the Chairperson, the office of the Chairperson shall be filled by resolution of the Commission until the next election of a Chairperson.

## **ARTICLE VII**

### Staff

#### Section 1. Hiring Staff

The Commission may appoint, hire, or contract for and compensate such staff as is necessary to carry out its duties and function. The staff shall serve at the Commission's pleasure, irrespective of the civil service, personnel, or other merit laws of any of the party states or the federal government, except that staff hired as the result of securing federal funding shall be hired and governed under applicable federal statutes and rules. The Commission shall not appoint, hire, or contract for any person to serve the staff unless the Commission finds that the person has adequate experience and formal training to carry out the functions assigned to the person by the Commission.

#### Section 2. Executive Director

The Commission may appoint, hire, or contract for an Executive Director. Responsibilities of the Executive Director may include keeping records of the Commission's business, overseeing finances, supervising and directing staff, and, under the guidance and control of the Commission, performing such other duties as are directed to manage the offices of the Commission.

## **ARTICLE VIII**

### MEETINGS

The Commission will hold at least two meetings each year, one of which shall be designated as the annual meeting (Article III(d)), the other as a regular meeting. The date and location for each meeting shall be set by the Commission. Public notice of a meeting or its cancellation shall be provided pursuant to Article VIII, Section 5.

#### Section 1. Regular Meetings

The Commission may hold regular meetings. The regular meetings may be held by telephone or video teleconference. The regular meeting may be cancelled by a unanimous vote of the Commission.

### Section 2. Annual Meeting

The Commission shall hold an annual meeting during the first quarter of the Commission's fiscal year. The annual meeting shall be in person and include, but not be limited to, election of officers and adoption of a budget for that fiscal year. The annual meeting may be rescheduled by a unanimous vote of the Commission. Public notice of the annual meeting shall be provided pursuant to Article VIII, Section 5.

### Section 3. Special Meeting

Upon the call of any Commission member the Commission shall hold a special meeting. The Commissioner calling the meeting shall provide written notice of the time and place of the special meeting to all other Commission members. Such written notice shall be provided as much in advance as possible, but not less than five working days prior to the special meeting. Public notice of the special meeting shall be provided pursuant to Article VIII, Section 5.

### Section 4. Agenda

A. Prior to any annual or regular meeting of the Commission, a proposed agenda of business to be conducted at the meeting shall be prepared by the Chairperson and distributed to other Commissioners. Commission members may place items on the agenda by notifying the Chairperson prior to a regular meeting. Citizens may request a Commissioner place items on the agenda. The Commissioner shall either grant or deny the request.

B. At least 10 working days prior to an annual or regular meeting the Chairperson shall mail a copy of the agenda to every member of the Commission, to each person on the mailing list described below in Article VIII, Section 5.c, and to any other person the Chairperson deems appropriate under the circumstances. The agenda for an annual or regular meeting must be available for public inspection in the Commission offices at least 10 working days prior to the meeting for which the agenda has been prepared.

C. Order of Business: The order of business at the annual and regular meetings shall be substantially as follows:

1. Call to Order
2. Adoption or Modification of the Agenda
3. Election of Officers
4. Adoption of Minutes of the Previous Meeting
5. Executive Session
6. First Public Comment Period
7. Reports:

- a. Chairman & Host State Report
- b. Executive Assistant Report
- 8. Acceptance of Auditor’s Report (Annual Meeting)
- 9. Adoption of Fiscal Year Budget (Annual Meeting)
- 10. Acceptance of Annual Report (Annual Meeting)
- 11. Investment Review (Annual Meeting)
- 12. Other Business
  - a. Unfinished Business
  - b. New Business
- 13. Second Public Comment Period
- 14. Next Scheduled Meeting or Announcement of Special Meeting
- 15. Adjournment

D. The order of business may be changed or altered with respect to any meeting by a majority vote of the members of the Commission. An agenda must be prepared for all special meetings by the Commissioner calling the meeting and distributed to the other Commissioners as far in advance of the special meeting as possible, but not less than five working days prior to the meeting. The agenda for a special meeting must be available for public inspection in the Commission offices at least five working days prior to the meeting, and as far in advance of the meeting as reasonably possible.

Section 5. Public Announcement of Meetings

A. The commission Chairperson shall make a public announcement of the time, place, and general subject matter of each Commission annual or regular meeting and the name and telephone number of the person designated by the Chairperson to respond to requests for information about the meeting. The public announcement of all meetings or meeting cancellations shall be made as much in advance as possible, but in no event, not less than 10 working days prior to a regular or annual meeting and not less than five working days prior to a special meeting.

B. The public announcement shall include the publication of an official notice on the Commission Web site, and mailing of the agenda to each person on the Commission’s mailing list identified in Article VIII, Section 5. Both notices must occur at least 10 working days prior to an annual or regular meeting or five days prior to a special meeting.

C. The Commission shall maintain a mailing list of all persons who have submitted a written request to receive notice of all regular and special meetings of the Commission. The Commission shall periodically update this list by mailing to persons on the list a postage-paid questionnaire asking whether the person wishes to continue to receive notices of meetings. The Commission may delete from the mailing list any person who has failed to respond to the questionnaire.

Section 6. Quorum



A majority of the total voting membership of the Commission shall constitute a quorum for any meeting.

#### Section 7. Rules of Procedure

The official rules of procedure of the Commission for meetings shall be Roberts Rules of Order unless otherwise provided by the Compact or these bylaws.

#### Section 8. Public Participation in Commission Meetings.

Upon request made prior to or at a Commission meeting, any person who desires to present a statement on a matter that is on the agenda for the meeting must be afforded an opportunity to present an oral statement or submit written comments, or both, to the Commission at the meeting. The Chairperson may, depending on the circumstances, limit the time and manner of this statement. The Commission may, by majority vote, close a meeting to the public for the purpose of considering sensitive personnel or legal strategy matters. However, all Commission actions and decisions shall be made in open meetings and appropriately recorded.

#### Section 9. Minutes of Meeting

Written minutes of all Commission meetings shall be kept. The minutes shall record the final votes of each Commission member as to any Commission decision. The Chairperson shall furnish draft copies of minutes to each Commission member prior to the next meeting of the Commission.

### **ARTICLE IX**

#### Voting

##### Section 1. Number of Votes Required

Each voting member of the Commission is entitled to one vote. No action is binding unless a majority of the voting membership cast their vote in the affirmative.

##### Section 2. Actions taken by Telephone

Votes may be taken by telephone, but no action is binding when taken by telephone without the affirmative majority vote of the voting membership, provided that no telephone vote may be taken unless all voting members of the Commission are provided the opportunity to vote.

All telephone votes must be confirmed in writing by each Commission members voting within fifteen days of the day the vote was made. The Chairperson shall make a written record of each action taken by telephone, including a record of the vote of each Commission member. Within 7 days of receipt of written confirmation of a telephone vote, the Chairperson shall post a record of all votes taken by telephone on the Commission Web site as described in Article VIII, Section 4.C.

##### Section 3. Authorizing Access to Regional Facilities

Authorizing the use of regional facilities for waste generated outside the region requires the affirmative vote of all voting members of the Commission for the host state in which the facility is located.

## **ARTICLE X**

### Committees

The Commission may establish committees of its members or advisory committees of persons other than Commission members for the purpose of advising the Commission on any and all matters of interest to the Commission. The committee members shall elect a Chairperson. The committee shall meet at the call of the committee Chairperson. The committee Chairperson shall provide reasonable public notice of committee meetings. All meetings of a committee shall be open to the public, except that the committee may, by majority vote, close a meeting to the public for the purpose of considering sensitive personnel or legal strategy matters.

## **ARTICLE XI**

### Finances

#### Section 1. Fiscal Year

The fiscal year of the Commission shall begin on the 1<sup>st</sup> day of July and shall end on the 30<sup>th</sup> day of June of each year.

#### Section 2. Annual Budget

The Chairperson shall submit a proposed annual budget for adoption, or amendment and adoption, at the annual regular meeting of the Commission.

#### Section 3. Responsibility for Signing Commission Financial Documents

All checks, drafts, contracts, or other financial documents of the Commission shall be signed by an Authorized Signatory. Authorized Signatories are the Secretary/Treasurer and any person specifically designated by the Secretary/Treasurer and approved by the Commission as an Authorized Signatory, which person or persons may, but need not be, voting members of the Commission. The identities of all Authorized Signatories shall be matters of public records. Any check, draft, contract or other financial document which purports to commit the Commission to the expenditure of its funds in an amount exceeding Twenty-Five Hundred and 00/100 Dollars (\$2,500.00) shall be signed by two Authorized Signatories. Endorsement of checks to be deposited to the credit of the commission may be made by any single Authorized Signatory.

#### Section 4. Accounting Procedures

Generally accepted accounting procedures shall be used for accounting for all financial transactions conducted by the Commission. All Commission bank accounts shall be reconciled

periodically, but not less than once every three months, by a person who is not an Authorized Signatory. An independent account shall be designated by the Secretary/Treasurer. Bank statements shall be received unopened by the person designated to reconcile the accounts.

#### Section 5. Annual Audit

An independent certified public accountant shall annually audit all receipts and disbursements of the Commission funds and shall submit an audit report to the Commission. Such audit report shall be made part of the annual report of the Commission prepared pursuant to Article XII of these bylaws.

#### Section 6. Designation of Bank

The Chairperson and Secretary/Treasurer shall from time to time designate such bank or banks as shall be the official depository or depositories of the Commission. Any such depository must be insured by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation. Each such depository is authorized and directed to pay checks and other orders for the payment of money, including those drawn to the individual order of a signer, when signed in accordance with Section 3.

#### Section 7. Expenses of Commission Members

The Commission shall be responsible for the reasonable expenses of the Commission members.

### **ARTICLE XII**

#### Annual Report

##### Section 1. Annual Report

Within one month following the Annual Meeting, the Commission shall make an annual report to the Governor and the presiding officer of each body of legislature of the party states regarding the activities of the Commission during the preceding fiscal year and embodying such recommendations as have been adopted by the Commission. Each such report shall include a copy of the annual Commission audit required by Article XI, Section 5 of these bylaws. The report shall also detail the nature, amount and condition, if any, attendant upon any donation or grant received by the Commission together with the identity of the donor, grantor, or lender. The Commission shall provide written notice of the availability of the annual report to all persons on the mailing list maintained pursuant to Article VIII, Section 5.C., and shall provide a copy of the annual report to any person on request. The Commission may charge and collect a reasonable fee for a copy of the report in accordance with Article XIV, Section 3.

##### Section 2. Document Retention & Destruction

Documents are to be filed electronically unless otherwise specified by the Chairman or Commission. All electronic files will be backed up on a detachable drive system.

Items to be retained permanently:

1. Governance Records – Statutes, Bylaws and other organization documents, Commission Meetings and Committee Meetings.
2. Financial Records – Statement of Investments, Accounting Records, Audit Reports.
3. Member Records – Employment contracts and pay records
4. Property Records – This will include tangible as well as Intellectual property records
5. Other Records – Documents specified by the Chairman or the Commission to be retained.

Documents that are not designated for permanent retention are to be retained electronically for 5 years then disposed.

### **ARTICLE XIII**

#### Amendments of Bylaws

The Commission may, by a majority vote of the voting membership, amend, repeal, or replace these bylaws or any part thereof. The Commission member or members proposing the amendment, repeal, or replacement shall prepare a notice of the proposed action and shall present the notice at an annual or regular meeting of the Commission. Notice of the proposed amendment, repeal, or replacement shall include the full text of the motion or resolution by which the amendment, repeal, or replacement is proposed to be made. Such text shall include verbatim the proposed amendment or replacement, if any. The notice shall be carried in full in the draft minutes of the meeting. Commission action on the proposed amendment, repeal, or replacement may only take place at a subsequent annual or regular meeting of the Commission. Nothing contained herein shall be construed to limit amendatory action to a proposed amendment at any annual or regular meeting of the Commission, except that any amendment in the nature of a substitute shall not be in order.

### **ARTICLE XIV**

#### Availability of Information to the Public

##### Section 1. Inspecting and Copying of Records and Data

The provision of 5 United States Code Section 552 are applicable in determining those records and data of the Commission which are available to the public. Records and data of the Commission which the Chairperson determines to be available to the public are available for inspection and copying by any person, Monday through Friday, excluding legal holidays, between the hours of 9:00 am and 4:00 pm at the Commission's offices. Any inspection or copying of records or data must be made in the presence of a Commission member, the Commission's Executive Director, or a person designated by the Chairperson.

##### Section 2. Requests for Information

A. Any person who submits a written request for Commission records and data must reasonably describe the records and data desired. Within 10 days of the receipt of such request, the Chairperson shall determine in accordance with Article XIV, Section 1 whether the requested records are available to the public and shall promptly either furnish the requested records and data or else provide written notice to the person making such request of the reasons why the records and data cannot be furnished. If the Chairperson cannot make a determination within 10 days because of (A) the need to search for and collect the requested records from places other than the Commission offices, or (B) the need to search for, collect, and appropriately examine a voluminous amount of separate and distinct records which are demanded in a single request, or (C) the need for consultation, which shall be conducted with all practicable speed, with a state or federal agency having a substantial interest in the determination of the request, the Chairperson shall within ten days of the receipt of the request notify the person making the request of the date on which a determination is expected to be made.

B. If the Commission denies such a request for information, the Chairperson shall notify the person making such request of the determination and the reasons therefore and the right of the person to appeal the determination to the Commission. Appeals shall be made in writing and addressed to each Commission member. The Commission shall make a determination in response to any appeal and notify the appellant of the determination within 20 days after the receipt of such appeal. If on appeal the Commission upholds the denial of the request for information in whole or in part, the Commission's decision is subject to judicial review pursuant to 5 United States Code Section 552(a)(4).

### Section 3. Charge for Furnishing Records and Data

The Commission may charge and collect a reasonable fee for the production of any records and data, limited to the actual and direct costs of performing a document search and reproduction. The Commission may furnish records and data at a reduced cost or at no cost if the Commission finds that a waiver or reduction of the fee would be in the public interest.

## **ARTICLE XV**

### Effective Date of Bylaws

The bylaws shall become effective upon adoption by a majority vote of the Commission.