

BYLAWS

Maine Town and City Management Association Amended, August 2006

Article I - Name and Purpose

- A. **Name.** The name of the Organization is the "Maine Town and City Management Association, Inc."
- B. **Purpose.** The purposes of this Association shall be:
1. To increase the proficiency of Municipal Managers and other local government administrators;
 2. To strengthen the quality of local government through professional management;
 3. To recognize and promote the historical significance of the Manager forms of local government organization in Maine.

Article II – Membership

- A. **Classes of Membership.** The Corporate Members of this Association shall be designated as Members and Associate Members. All other classes of membership shall be designated non-corporate and shall be known as Cooperating, Junior-and Honorary Members. The privilege of voting is limited to corporate members.
- B. **Member.** A member shall meet one of the following qualifications:
1. Any person who is the full-time administrative head of a municipality recognized by the Association as operating under a manager plan as set forth in Article VII of these bylaws,

who has served in that capacity for at least three years, or in a position as defined in paragraphs B and C of Article VII, two years of which shall be continuous service in one such position, and whose professional conduct conforms to the code of ethics of the International City Management Association, shall be eligible to this membership.

2. Any person who is the full-time administrator of a municipality recognized by the Association as set forth in Article VII B of these bylaws, who has served in that capacity for at least three years or in a position as defined in paragraphs A and C of that article, two years of which shall be continuous service in one such position, and whose professional conduct conforms to the code of ethics of the International City Management Association, shall be eligible to this membership.
3. Any person who is the full-time administrative head of a legally constituted council of governments recognized by the Association as set forth in Article VII C, who has served in that capacity for at least three years or in a position as defined in paragraphs A and B of that article for at least three years, two years of which shall be continuous service in such position, and whose professional conduct conforms to the code of ethics of the International City Management Association, shall be eligible to this membership.

In meeting one of the above, graduation from a university of recognized standing, or status as Associate Member for two years, or five years in a responsible public administrative position shall be considered as equivalent to one year of active practice.

Upon receipt of the application and the payment of the proper dues, the 2nd Vice President shall cause to be published notice of such application on the MTCMA website, and conduct a verification process of the information submitted by the applicant. Results of the verification process shall be submitted to the Board of Directors.

If after fourteen days following such publication no written objection to the applicant is received, and the information submitted by the applicant has been verified to the satisfaction of the Board of Directors, the 2nd Vice President shall cast the ballot for the Association in favor of the applicant, and she/he shall

thereupon be duly elected. In the event any Corporate Member shall file with the 2nd Vice President written objection to any application within fourteen days after publication of such notice, then such application shall be submitted to the Board of Directors for further review. The Board of Directors shall conduct a background information investigation, with prior notice to the applicant, using an unbiased firm or methodology. Although participation in the background investigation shall be optional for the candidate, failure to do so will result in the termination of the membership process. At the completion of a background investigation the Board of Directors would review the findings, and a two-thirds affirmative vote of the board members shall be required for admission to membership of the applicant. Should membership be denied, a written explanation shall be sent to the applicant outlining the reasons for the decision to deny membership and providing the opportunity for rebuttal within a specified time period. Denial of membership is to be based on a determination that there has been violation of the ICMA Code of Ethics, violation of any Code of Ethics or rules of conduct adopted by the MTCMA, violation of Federal or State Law, violation of any Code of Ethics or rules of conduct of any other professional organization, or violation of any Code of Ethics or rules of conduct of an applicant's current or previous employer.

Any Member who has completed twenty-five years of membership during which time the member is eligible to hold office, upon retiring from active service with a municipality shall become a paid-up life member; provided, however, that if that person has been a member eligible to hold office for at least fifteen years upon his/her retirement at age sixty-five or later she/he shall become a paid-up life member. Any Member who has retired from active service with a municipality and who in the opinion of the Board of Directors has made an outstanding contribution to the development of the profession may be granted a life membership by vote of a majority of the Board of Directors.

C. Associate Member. An Associate Member shall meet one of the following qualifications:

1. Any person meeting the qualifications set forth for Member except that she/he does not fulfill the length of service requirement as defined in paragraph B above for Member. The application shall bear the endorsement of two Corporate Members.

2. Any person who is an administrative assistant, assistant city manager, assistant director of a council of governments, or an assistant administrator or some similarly titled position who has significant general administrative responsibilities in a municipality recognized by the Association as provided in Article VII of these bylaws as operating under a manager plan or providing for overall management responsibility in a designated position, who is appointed by the city manager or chief administrator, and who has a minimum of two years experience in said position. The application shall be signed by his/her manager, director of a council of governments, or administrator who is a Member or an Association Member, as defined above, and accompanied by a certification that the person applying has significant general administrative responsibilities that are oriented to a municipal management career. The application shall be countersigned by a Member or Associate Member.

Upon receipt of the application and the payment of the proper dues, the 2nd Vice President shall cause to be published notice of such application on the MTCMA website, and conduct a verification process of the information submitted by the applicant. Results of the verification process shall be submitted to the Board of Directors.

If after fourteen days following such publication no written objection to the applicant is received, and the information submitted by the applicant has been verified to the satisfaction of the Board of Directors, the 2nd Vice President shall cast the ballot for the Association in favor of the applicant, and she/he shall thereupon be duly elected. In the event any Corporate Member shall file with the 2nd Vice President written objection to any application within fourteen days after publication of such notice, then such application shall be submitted to the Board of Directors for further review. The Board of Directors shall conduct a background information investigation, with prior notice to the applicant, using an unbiased firm or methodology. Although participation in the background investigation shall be optional for the candidate, failure to do so will result in the termination of the membership process. At the completion of a background investigation the Board of Directors would review the findings, and a two-thirds affirmative vote of the board members shall be required for admission to membership of the applicant. Should membership be denied, a written explanation shall be sent to the applicant outlining the reasons for the decision to deny membership and providing the

opportunity for rebuttal within a specified time period. Denial of membership is to be based on a determination that there has been violation of the ICMA Code of Ethics, violation of any Code of Ethics or rules of conduct adopted by the MTCMA, violation of Federal or State Law, violation of any Code of Ethics or rules of conduct of any other professional organization, or violation of any Code of Ethics or rules of conduct of an applicant's current or previous employer.

- D. **Cooperating Member.** Any person who has attained a position in his/her special pursuit which qualifies him/her to cooperate with Members or Associate Members in the advancement of professional knowledge and practice shall be eligible for this classification.
- E. **Junior Member.** A Junior Member shall be active in some branch of public administration for at least two years or shall be a graduate of, or a student in, a course in Public Administration.
- F. **Honorary Member.** An Honorary Member shall be chosen because of distinguished public service, and no person who is eligible for a corporate membership in this Association shall be chosen as an Honorary Member. He/she may be proposed by a corporate member, and shall be elected upon a three-fourths vote of all members of the Board of Directors and a majority vote of the corporate members present at an annual meeting. An election of an Honorary Member shall be cancelled if an acceptance is not received within six months after the candidate has received the notice of his/her election.
- G. **Termination of Membership.** The Board of Directors may censure, either publicly or privately, suspend or expel, and prohibit reinstatement of a member for any violation of the ICMA Code of Ethics as adopted by the MTCMA Board. The Board of Directors shall establish procedures for the handling of complaints against members and for the investigation and determination thereof. In each case the member so involved shall be notified promptly.
- H. **Inactive Individual Membership.** Membership is not transferable; it shall be in the name of the individual and shall not be attached to the position. Any Corporate Member of this Association who has resigned or has been removed from his/her position with a municipality may retain his/her status as a Member or Associate Member provided she/he continues to pay dues, unless it shall be shown

to the satisfaction of the Board of Directors that she/he is either incompetent or has been guilty of unethical conduct, in which case his/her status shall be terminated at once by the Board of Directors. An Inactive member, who may be retired from the profession, shall be allowed to serve on a committee at the discretion of the committee chair.

Article III - Officers and Board of Directors

- A. **Officers.** The Officers of the Association shall be a President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer, each of whom shall be elected at the annual meeting and hold office for one year. The office of 2nd Vice President, Secretary and Treasurer shall be held by the same person. During any absence, disability, or upon the resignation of the President, the 1st Vice President shall immediately become acting President until a President shall be elected at the annual meeting.
- B. **Directors.** The Board of Directors shall include the President, 1st Vice President, 2nd Vice President, the immediate past President, and nine members at large, elected at the annual meeting, with geographical consideration being given for selection. The nine members at large shall serve four years with two Directors elected each year for three years, and three Directors elected every fourth year. Any vacancy in the Board of Directors, including 1st Vice President and 2nd Vice President, but excluding the President, shall be filled until the next annual meeting of the Association by a majority vote of the Board of Directors. The Board of Directors shall meet twice annually and at such other times as deemed necessary by the President. The Board of Directors shall carry on and transact any necessary business of the Association and shall make recommendations to the membership at meetings of the Association.
- C. **Duties.** The duties of the Officers shall be usual duties of their respective offices necessary in order to carry on the general activities of the Association, including but not limited to the following:
1. President--executive leadership of the Association.

2. 1st Vice President--responsible for professional growth of the Association and of its members; shall serve as chair of the Professional Development Committee.
3. 2nd Vice President--responsible for overseeing the financial and contractual affairs of the Association; serving as chair of the Finance Committee. The 2nd Vice President is also the Treasurer and Secretary of the Association.

Treasurer--to implement and maintain a sound system of financial records and management and maintain budgetary control.

Secretary--to be responsible for maintaining all records and transactions of the Association including membership, member standing, meeting accounts and by-laws.

- D. **Eligibility.** All members of the Board of Directors, including the Officers, shall be corporate members.

Article IV – Meetings

- A. **Annual Meeting.** The annual meeting of the Association shall take place during the week of the New England Management Institute, unless changed by the Board of Directors.
- B. **Special Meetings.** Special meetings may be called by the President and each member shall be notified by mail or e-mail of the time and place of the meeting by the Secretary-Treasurer. E-mail notification shall require confirmation of receipt.

Article V - Executive Secretary

The Board of Directors may appoint an Executive Secretary. The Executive Secretary may:

1. be removed at any time by the Board of Directors,

2. be part or full-time,
3. be or not be a member of the Association.

The duties and compensation of the Executive Secretary shall be set by the Board of Directors.

Article VI – Committees

The President shall annually appoint all committees deemed to be necessary for the conduct of the Association. Specifically, these shall include, but not be limited to the following:

- A. **Nominating Committee.** The Nominating Committee shall be selected by the President, and composed from members in attendance at the annual meeting as follows:
 1. An active past President serving a Maine Municipality.
 2. A member of the Board of Directors.
 3. A member at large of the Association.
- B. **Professional Development Committee.** This committee shall be under the direction of the first Vice President and shall provide for continuing education programs, development of professional affiliations and shall provide for recognition of the profession of local government administration.
- C. **Finance and Administration.** This committee shall advise the 2nd Vice President in matters of financial affairs of the Association.
- D. **Range Rider Committee.** The Association shall endeavor to elect a retired or inactive member to serve as Chair of the Range Rider Committee. Only in the event that there are no retired or

inactive members who wish to serve will an active member of the Association be elected to serve as Chair of the Range Rider Committee. The Chair of the Range Rider Committee shall be a member of the Board of Directors. It shall be the purpose of the Range Rider Committee to organize a group of retired, inactive and active members of the Association to serve as a source of information and support system for the membership.

Article VII - Recognition of Eligible Positions

Corporate membership shall be determined upon the basis of the applicant being employed in a position as defined below:

A. **Manager Position.** A municipality operating under a manager from a local government, and having established a manager position in accordance with the following criteria:

1. **Appointment:** The manager shall be appointed by a majority of the council/selectmen for an indefinite term unless otherwise provided for by written agreement, and removable only for cause.
2. **Policy recommendation:** The position shall have direct responsibility for policy recommendation.
3. **Budget:** The manager shall be designated by legislation as having responsibility for preparation of the budget, presentation to the council or selectmen, and direct responsibility for the administration of the approved budget.
4. **Appointing authority:** The manager shall be delegated by legislation the full authority for the appointment with or without confirmation and sole removal of at least most of the heads of the principal departments and functions of the municipal government.
5. **Organizational relationships:** Those department heads whom the manager appoints shall be designated by legislation as administratively responsible to the manager.

6. **External responsibilities:** Responsibilities of the position shall include extensive external relationships involving overall municipal operations.
7. **Qualifications required for position:** The qualifications for the position shall be based on the educational and administrative background of candidates.

B. **General Management Position.** A municipality which does not operate under a manager plan but which provides for overall general management responsibility in a designated position in accordance with the following criteria:

1. **Appointment.** The position shall be filled by appointment made by an elected representative and/or representatives and shall be responsible to an elected representative and/or representatives.
2. **Policy Recommendations.** (Same as under A).
3. **Budget.** The position shall have major responsibility for preparation and administration of the approved budget.
4. **Appointing Authority.** The position shall exercise significant influence in the appointment of key administrative personnel.
5. **Organizational Relationships.** The position shall have continuing direct relationships with operating department heads on the implementation and administration of programs.
6. **External Responsibilities.** (Same as under A).
7. **Qualifications Required For Position.** (Same as under A).

C. **Additional Criteria For Councils of Governments.** In addition to criteria shown above for "General Management Position," councils of governments must meet the following criteria:

1. **Governing body.** The council shall be legally constituted either under state legislation or by separate incorporation. The majority of the governing body should be composed of elected representatives.
2. **Functions of council.** The council shall be concerned with the majority of governmental activities of the area it serves, not just planning functions.
3. **Development control.** The council shall have at least indirect control over the general development plans of the area it serves, particularly the power to review major development projects in the area.

D. **Other Manager Municipalities (Savings Clause).** A municipality having been recognized by the Maine Town and City Management Association, Inc. as operating under a manager plan and where the individual holding the position of "manager" continues to hold said position, shall retain its eligibility for corporate membership.

Article VIII - Withdrawal of Recognition

The Board of Directors shall conduct a continuing review of all positions recognized under the terms of Article VII. The Board shall compile and maintain records documenting the positions so recognized. Members of the Association shall submit to the Board up-to-date copies of legislation and other documents relating to the establishment and operation of the position. Within one year subsequent to the adoption of this Article, the Board of Directors shall render a report on the status of all municipalities recognized as operating under the provision of Article VII at the time to the membership.

If at any time, the Board determines that a recognized position does not meet the criteria established in Article VII, it shall then inform the manager and council or board of selectmen involved of the areas in which the criteria are not being fulfilled. If no notice of any intent to take corrective action by a date certain is received by the Board within three (3) months thereafter, a second notification will be issued to the manager and council or selectmen involved indicating that the Board will be forced to withdraw recognition of the position unless corrective action is reported within one (1) year of this second notification. If no such

corrective action is reported, the Board shall withdraw recognition of the position and shall so notify the municipality and the Executive Director of the International City Management Association. Recognition may be withdrawn by the Board for any position which has remained vacant for more than one (1) year. In those instances where the local legislative body appears to be acting in a manner considered by reasonable people to be an affront to human and professional dignity, the Board shall inform said legislative body of its concerns, requesting information upon which to make a determination; such information to be submitted within one month. If upon review of the information submitted and such other data as the Board may wish to secure, it is determined the action was unwarranted, the Board shall notify said legislative body by certified mail advising that if corrective action is not completed within one (1) month the community will be immediately withdrawn from the list of recognized manager municipalities and that the ICMA is being so informed.

Article IX – Amendments

The bylaws may be amended at any meeting by a two-thirds vote of the Corporate members in attendance, providing that notice and a copy of proposed amendments shall be mailed to the membership at least one month in advance. A broadcast email will go out to the membership with a ten-day comment period.

Article X– Dues

- A. The fiscal year for the Association is January 1 to December 31.
- B. Membership dues for each fiscal year shall be:
 1. **Members.** \$ 40.00 plus 1/8th of 1% of that portion of the manager's salary over \$7,000.
 2. **Associate Members.** \$ 20.00 plus 1/8th of 1% of that portion of the manager's salary over \$7,000.

3. **New Members.** \$ 40.00 Base dues, waive the salary percentage, thereafter the membership dues will return to the regular formula for members and/or associate members.

4. **Inactive Member** \$25

5. **Cooperating and Junior Members.** \$10

6. **Honorary and Life Members.** \$0

C. Membership dues must be received before July 1 of each year. Any person not paying dues by June 30 shall no longer be a member of the Association until such dues are paid. Reinstatement to membership is automatic upon receipt of full payment of dues, provided that membership has not lapsed more than six months.

Article XI- Professional Certification

A. The purpose of professional certification as described below will be to provide Managers with recognition that she/he has demonstrated an ability to conduct the affairs of a local government jurisdiction as the Chief Administrative Officer, that she/he has completed prerequisite criteria demonstrating a potential for achievement in local government management, that she/he has attempted to improve his/her ability as a public manager, and that she/he has adhered to the Code of Ethics of the International City Management Association.

B. Managers who apply for membership after January 1, 1977, may apply to be granted the status of Certified Municipal Manager by the Board of Directors upon completion of the following criteria. The applicant shall have:

1. Corporate Membership status in this Association.

2. At least five (5) years experience as a Chief Administrative Officer in a local governmental jurisdiction with at least three (3) years experience in one community; or

have a Bachelor's Degree in a management related field from a recognized institution of higher learning with three (3) years experience in a local government jurisdiction, two (2) years of which shall have been in one community; or have a Master's Degree in a management related field from a recognized institution of higher learning with two (2) years experience, all of which shall have been in one community; or have an Associate Degree in a management related field with four (4) years experience, two of which have been in one community.

3. Participated in activities designed to improve or enhance his/her managerial skills in accordance with two of the following:

a. Active involvement in the activities of this Association through attendance at regularly scheduled events, or by involvement in another recognized Professional Association for Public Managers.

b. Participation per year in educational programs related to local government management to include technical courses on functional duties, general management courses, and personal development courses.

c. Development and dissemination of a program prepared for a local jurisdiction which has a general application to other jurisdiction of a similar size and character.

d. Intergovernmental Service.

4. Become certified in any duties ascribed to one's current managerial position where such duties require certification either by statute or professional organization.

C. Any Manager having the status of Certified Municipal Manager shall be subject to the following schedule of review for recertification

1. Corporate Members having less than five (5) years experience as a Chief Administrative Officer of a local government jurisdiction shall apply for recertification review by the Board of Directors one (1) year after initial certification and every three years thereafter.
 2. Corporate Members having less than fifteen (15) years but more than five (5) years experience as a Chief Administrative Officer of a local government jurisdiction shall apply for recertification review by the Board of Directors two (2) years after initial certification and every three years thereafter.
 3. Corporate Members having more than fifteen (15) years experience as a Chief Administrative Officer of a local government jurisdiction shall apply for recertification review by the Board of Directors three (3) years after initial certification and every three years thereafter.
- D. The Professional Development Committee shall meet three (3) times a year to review any applicants for professional certification under these By-laws. Upon completion of their review, the Professional Development Committee will have printed the names of those applicants who have been granted the status of Certified Municipal Manager, said printing to occur in sequence with the annual meeting of this Association. The Professional Development Committee will establish standards for professional certification and recertification and will be responsible for determining what activities will be allowed towards credits in accordance with Article XII-B. The recommendation of the Professional Development Committee will report to the Executive Board of Maine Town and City Management Association, Inc.
- E. If applicants for professional certification are not granted the status of Certified Municipal Manager by the Professional Development Committee, she/he may appeal the decision to the Board of Directors. The Board of Directors will conduct an appellate review of the decision of the PDC in which the Board of Directors will review the record created by the PDC and decide whether the record supports the original decision and whether the original decision is consistent with the certification and/or recertification standards.

Article XII – Budget

An annual operating budget shall be submitted by the 2nd Vice President and adopted by the Board of the Association prior to January 1 of the ensuing budget year.