

# **BYLAWS**

## **ALLIANCE OF ROUGE COMMUNITIES**

*Adopted Pursuant to  
Part 312, Watershed Alliances,  
Michigan Natural Resources and Environmental Protection Act  
as Amended by Public Act 517 of 2004*

*Adopted by the Full ARC on November 7, 2012  
Ratified by ARC Membership in April 2013*

### **ARTICLE I. STATEMENT OF PURPOSES**

#### **A. Purpose**

It is the purpose of these Bylaws to set forth the composition, duties, and responsibilities of the Alliance of Rouge Communities (hereinafter the ARC), a 501(c)(3) organization, formed under the provisions of Part 312 Watershed Alliances, Natural Resources and Environmental Protection Act as amended by Public Act 517, 2004. Local public agencies and communities within the Rouge River Watershed believe there are substantial benefits that can be derived under this Watershed Alliance through cooperative management of the Rouge River and in providing mutual assistance in meeting state water discharge permit requirements to the Rouge River. The purpose of the ARC is to provide an institutional mechanism to encourage watershed-wide cooperation and mutual support to meet water quality permit requirements and to restore beneficial uses of the river to the area residents. The Appendices attached and referred to in these Bylaws are provided for informational purposes only and are not a part of the Bylaws. The Appendices will be periodically updated to reflect the actual boundaries of the ARC based upon number of eligible public entities who formally accept membership, as well as allocation of assessments, and voting shares in subsequent years

#### **B. 501(c)(3) Designation**

The ARC is organized exclusively for educational, scientific and charitable purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) of the Internal Revenue Code of 1954, as amended and which support the mission of the ARC.

#### **C. Prohibited Activities**

No part of the net earnings of the ARC shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I.A hereof.

No substantial part of the activities of the ARC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the ARC shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

## ARTICLE II. DESCRIPTION AND STRUCTURE

### A. Geographic Boundaries

The geographic boundaries encompass the land area within the Rouge River watershed located in portions of Wayne, Oakland and Washtenaw counties in southeastern Michigan shown in the informational map attached as Appendix A (Geographic Boundaries) to these Bylaws. Under state law the boundaries of the ARC are limited to the jurisdictional boundaries of its members. Appendix A will be updated periodically to show the jurisdictional boundaries of those cities, townships, and villages that have adopted the Bylaws and formally accepted membership. In the event that some eligible Rouge River watershed communities (cities, townships, or villages) do not become members or elect to not maintain ARC membership, county members may: 1) include all of their county political boundary within the Rouge River watershed where they intend to exercise their independent water management responsibilities; or 2) include only that portion of the county within the Rouge River watershed where communities have accepted membership in the ARC.

### B. Membership of the ARC

#### 1. *Types of Membership*

##### a. Primary Members

The Primary Members of the ARC shall consist of a representative, or designated alternate of each township, city, village and county (or county agency) whose legal jurisdiction incorporates areas wholly or partially within geographic boundaries identified in Appendix A and whose governing body by resolution, voluntarily adopts these Bylaws.

##### b. Associate Members

The Associate Members of the ARC shall consist of a representative, or designated alternate of a public school district, public college or university, or any other local or regional public agency that has been issued a state permit for a water discharge into the Rouge River and who submits a written acceptance of the bylaws from a representative authorized to oversee these activities.

#### 2. *Cooperating Partners*

The ARC encourages the involvement of non-profit organizations, other public agencies or entities, businesses, and residents who share a common interest in protection and restoration of the Rouge River. Those who a) provide their time, services, expertise or other resources toward the common goal of protection and restoration of the river, and b) comply with the ARC policy for Cooperating Partners, will be recognized as non-voting, *Cooperating Partners*.

3. *Termination*

A member may terminate its membership in writing at any time, however; there shall be no refund of any assessment already paid to the ARC. Other financial impacts of termination are described in the ARC Dues Policy

**C. Organization Structure**

1. *Full ARC*

The ARC, a 501(c)(3) organization, is a voluntary public watershed entity currently comprised of municipal governments (i.e. cities, townships and villages), three counties (Wayne, Oakland and Washtenaw), associate members and cooperating partners (i.e. other organizations) as authorized by Part 312 (Watershed Alliances) of the Michigan Natural Resources and Environmental Protection Act (MCL 324.101 to 324.90106) as amended by Act No. 517, Public Acts of 2004.

2. *Officers*

The officers of the ARC are the Chair, Vice-Chair and Treasurer.

3. *Executive Committee*

The ARC Executive Committee shall have 14 voting members consisting of:

- a. (3) The elected Chair, Vice-Chair, Treasurer of the ARC,
- b. (3) One representative or alternate from each member county,
- c. (7) One representative or alternate from each of the seven Subwatershed Advisory Groups.
- d. (1) The immediate Past Chair, Past Vice-Chair, or Past Treasurer of the ARC shall serve as a member or alternate member with preference given first to the Past Chair, then the Past Vice-Chair, and then the Past-Treasurer.

The three counties shall appoint their respective representatives and alternates to the Executive Committee. Representatives and alternates serving on the Executive Committee shall be limited to those individuals representing a member public agency that has adopted these Bylaws and has paid its membership assessment. In an effort to assure the broadest participation by ARC members, reasonable efforts should be made to assure representation throughout the watershed.

4. *Standing Committees*

The ARC has established standing committees on technical issues (Technical Committee), financial management (Finance Committee) and public involvement and education (PIE Committee). The Treasurer shall Chair the Finance Committee and the officers shall appoint the Chairs of the Technical and PIE committees from members of the Executive Committee. The standing committee Chairs may appoint Vice-Chairs of their respective committees provided such Vice-Chairs represent members. Participation on standing committees is open to ARC members, Cooperating Partners and other interested parties.

5. *Special Committees*

From time to time, the ARC may choose to establish special committees to consider specific issues or questions.

a. Organization Committee

The ARC shall appoint members and the Chair or Co-Chairs of the Organization Committee that reflect the broad diversity of the ARC membership with respect to geographic location, land area

and population within the watershed, and type of public agency. Current officers shall not be members of the Organization Committee

b. Nominating Committee

The ARC Chair shall appoint an ARC member to Chair a Nominating Committee in advance of ARC elections to oversee nominations for officer positions.

6. *Support Services*

The ARC may choose to appoint or hire an Executive Director and/or support staff. A recommendation for Executive Director and/or any contracted support services will be made by the Executive Committee and forwarded to the Full ARC for approval.

### **ARTICLE III: ROLES AND RESPONSIBILITIES**

#### **A. Full ARC**

The Full ARC meetings are chaired by the ARC Chair. All official actions of the ARC including the election of officers, adoption of budgets, assessment of costs to members, and all other matters not otherwise specifically delegated to the elected officers, committees or Executive Director shall be made by the Full ARC at a regular meeting consistent with the voting procedures in Article IV.C. of these Bylaws. The Full ARC shall:

1. Maintain official written record of meetings that includes attendance, issues discussed, and official actions taken;
2. Recommend to members any subsequent changes needed to these bylaws;
3. Take other actions required, including delegation of responsibilities to the elected Chair or Executive Committee to carry out the purpose and conduct the business of the ARC including, but not limited to, directing the activities of any committees established under the Bylaws;
4. Encourage and promote public involvement in actions and activities of the ARC, and assure compliance with the ARC Open Meetings and Freedom of Information Policy.
5. Develop policies and procedures related to official actions of the ARC, including but not limited to contracting for services, disbursement of funds and related fiduciary responsibilities, and
6. Prepare an annual report on the goals and accomplishments of the ARC together with a comprehensive audit report on the expenditures and revenues.

#### **B. Officers**

1. *Chair*

The Chair serves a two-year term and sets the vision for the ARC. The Chair presides over the Full ARC and the Executive Committee and appoints Committee Chairs.

2. *Vice-Chair*

The Vice-Chair serves in the absence of the Chair, and assists the Chair with general operation of the ARC.

3. *Treasurer*

The Treasurer Chairs the Finance Committee and oversees the ARC's annual audit. The Treasurer is responsible to the ARC for all financial operations as outlined in the ARC Accounting Procedures Manual.

**C. Executive Committee**

The meetings of the Executive Committee shall be Chaired by one of the three elected officers. The elected Chair of the ARC shall Chair the Executive Committee, with the responsibility succeeding to the elected Vice-Chair if the elected Chair is unavailable. If neither the elected Chair nor the elected Vice-Chair is present at an Executive Committee meeting, the elected Treasurer shall serve as Chair for the meeting.

The Executive Committee shall, with the advice of the standing committees:

1. Provide oversight of the expenditure of ARC monies consistent with the approved annual budget by reviewing financial status reports prepared by the Finance Committee;
2. Provide a forum for discussion and, if appropriate, make recommendations to the Full ARC to resolve issues related to the management of the ARC brought to its attention by any member of the ARC;
3. Assist the standing committees and any other special committees of the ARC in meeting their respective responsibilities;
4. Maintain a written record of each Executive Committee meeting including, as a minimum, attendance, list of issues, and a record of decisions and recommendations, and
5. Take other actions that are consistent with the provisions of these Bylaws and direction provided by the ARC.

**D. Standing Committees**

The ARC shall establish and outline a purpose for the three standing committees on technical issues (Technical Committee), financial management (Finance Committee) and public involvement and education (PIE Committee). The Treasurer shall Chair the Finance Committee, and the officers shall appoint the Chairs of the Technical and PIE Committees from members of the Executive Committee. The standing committee Chairs may appoint Vice-Chairs of their respective committees provided such Vice-Chairs represent members. Any member, designated alternate or other representative of a member may serve on any standing committee. Cooperating partners or other members of the public may be invited to participate in a standing committee, but all official actions of a standing committee shall be limited to participation by those on the committee representing ARC members. Committee duties and responsibilities are defined in ARC Committee Responsibilities document. In addition, the Executive Committee may define other responsibilities for any standing committee.

1. *Finance Committee*

The Finance Committee shall be chaired by the ARC Treasurer and its membership made up of members of the ARC.

2. *Technical Committee*

The Technical Committee shall be chaired by an ARC member who sits on the Executive Committee. The committee Chair may appoint a vice-Chair provided the Vice-Chair is an ARC member. Participation in the Technical Committee is open to ARC members and other interested parties.

3. *Public Involvement and Education (PIE) Committee*

The PIE Committee shall be chaired by an ARC member who sits on the Executive Committee. The committee Chair may appoint a Vice-Chair provided the Vice-Chair is an ARC member. Participation in the PIE Committee is open to ARC members and interested parties.

**E. Special Committees**

From time to time, the ARC may choose to establish special committees to consider specific issues or questions. Any special committee shall be established by the ARC, the ARC Chair or the Executive Committee. The Special Committee Chair(s) and Co-Chair(s) appointed shall be representatives of members of the ARC. The duties and responsibilities of Special Committees shall be defined by the Executive Committee.

1. *Organization Committee*

The ARC shall establish the Organization Committee to consider changes to its Bylaws; develop and/or review policies and procedures; consider membership requests and make recommendations to the Full ARC. The ARC shall appoint members and the Chair or Co-Chairs of the Organization Committee that reflect the broad diversity of the ARC membership with respect to geographic location, land area and population within the watershed and type of public agency.

2. *Nominating Committee*

The ARC Chair shall appoint an ARC member to Chair a Nominating Committee in advance of ARC elections to oversee nominations for officer positions. The ARC shall consider the recommendations of the nominating committee.

**F. Executive Director**

Any Executive Director selected by the Executive Committee shall exercise his or her duties and responsibilities under the direction of the ARC Chair or other ARC officer designated by the Chair. The Executive Director shall serve as an ex-officio member without vote for all committees and special committees and provide supporting information and recommendations.

**G. Contracted Services**

Duties and responsibilities will be defined by contract.

**ARTICLE IV: GOVERNANCE**

**A. Election of Officers**

The ARC shall consider recommendations from the Nominating Committee and may elect for a two-year term, from among its members, a Chair, Vice-Chair and Treasurer. The three ARC officers shall be limited to an elected or appointed official, or employee of a *Primary Member* of the ARC as defined in these Bylaws. Officers shall be elected to two-year terms at a regularly scheduled ARC meeting through a formal action as described under Article IV. C. of these Bylaws. The Chair, Vice-Chair and

Treasurer of the ARC shall serve until replaced by a majority vote of the members. The elected Vice-Chair, or the elected Treasurer in the event the Vice-Chair is unavailable, shall assume the duties of the Chair if the Chair is unavailable. Newly elected officers will assume their duties at the conclusion of business of the meeting at which those officers were elected.

## **B. Officer Vacancy**

In the event of an officer vacancy the Chair shall appoint an interim representative from the ARC members until such time that an election of the vacant officer position can be held. If the Chair position becomes vacant, the position shall be filled by the elected Vice-Chair, or the elected Treasurer shall assume the duties of Chair, in the event the Vice-Chair is unavailable.

## **C. Decision Making**

### *1. Full ARC*

The ARC shall take all formal actions, by a simple majority vote of all eligible *Primary* and *Associate Members* at a meeting at which a quorum is present. A quorum shall consist of one more than fifty percent (50%) of all members, eligible to vote and present. Voting shall be limited to members or their designated alternates who are physically present at an ARC meeting. Eligible members are those appointed by an appropriate governing authority that has adopted these Bylaws by resolution and that has paid its assessment. Provided, however, any eligible *Primary Member* may request that formal actions on a specific action item be subject to a voting of shares, and, if supported by at least four other *Primary Members*, the formal decision of the ARC will be based on voting shares. The elected officers may not vote on any issue before the ARC unless they are also serving as the designated ARC representative of their respective public agency.

### *2. Executive Committee*

The Executive Committee will seek consensus on all issues brought before it. In the absence of consensus, the Executive Committee will adopt motions only when a majority of its members (8) vote in favor of a motion. Each member will have one vote including the elected officers of the ARC. A county or SWAG may designate an alternate to serve and vote on behalf of their appointed representative to the Executive Committee.

### *3. ARC Standing and Special Committees*

The ARC Standing and Special Committees will seek consensus on all issues brought before them. Failure to reach consensus will result in no recommendation.

## **D. Voting Shares**

If a voting of shares is requested and supported by a total of five members, adoption of formal actions shall require a simple majority of the voting shares of a quorum based upon the following allocation:

### *1. Primary Members*

The voting shares for city, township and village members shall be based upon the financial contribution of each based upon the approved ARC annual budget and assessment of costs to members. The specific voting shares will be proportional to the annual assessments to each city, township and village as determined under Article V. of these Bylaws with one voting share based upon the annual assessment for each divided by \$750 rounded to the nearest whole number. If an assessment is less than \$750, one voting share shall be provided.

The combined voting shares of the three counties and county agencies combined shall be limited to twelve percent (12%) of total voting shares and the allocation of voting shares between the three counties shall be determined by the proportional amount of land in each county within the Rouge River watershed. For the purposes of these Bylaws, counties are defined as the appointed/elected Road Commission, the elected County Water Resources Commissioners, the elected County Executive, or the elected County Commission. Provided, however, only one member or designated alternative shall represent each county.

2. *Associate Members*

The specific voting shares will be proportional to the annual assessments to each with one voting share based upon the annual assessment for each divided by \$750 rounded to the nearest whole number. If an assessment is less than \$750, one voting share shall be provided.

3. *Cooperating Partners*

Cooperating Partners shall not have voting privileges, but shall be invited to participate in meetings of standing committees and noticed of all meetings of the ARC and its Executive Committee.

**E. Meetings**

An effort shall be made to schedule meetings at locations throughout the Rouge River Watershed, allowing any member community or agency to host a meeting. All meetings of the Full ARC and Executive Committee shall operate under the Robert's Rules of Order unless modified by a majority vote of the ARC members.

1. *Alliance of Rouge Communities*

The Full ARC shall meet at least twice each calendar year at a designated time and location established by the Executive Committee. Agendas for ARC meetings will be distributed and circulated to all members in advance of all meetings. All official actions of the Full ARC including the election of officers, adoption of budgets, assessment of costs to members, and all other matters not otherwise specifically delegated to the elected officers, committees or Executive Director shall be by the Full ARC at a regular meeting consistent with the voting procedures in Article IV. D. of these Bylaws.

2. *Executive Committee*

The ARC Executive Committee will meet at least four times each year at the call of the Chair.

3. *Other Committees*

Other committees shall meet as needed.

**ARTICLE V. BUDGET AND ASSESSMENTS**

The ARC shall adopt an annual, fiscal year budget for the period from January 1 through December 31 on or before December 15, of each year for the following calendar year. Assessments for members will be set at the time each budget is adopted. Modifications to the budget may be adopted at any regularly scheduled ARC meeting, provided however, that assessments once established for any member, shall not be increased during the calendar year for which they were established. Notwithstanding this provision restricting mid-year changes in assessments, members may voluntarily agree to increase their payments for special services provided by the ARC.



**A. Primary Members**

*1. City, Village and Township Members*

The assessments to cities, villages and townships will be determined by subtracting the amount of dollar contributions from the approved budget to be provided by counties, Associate Members, and from grants, money gifts, and other income including any balances from prior year ARC budgets. The amount remaining after subtracting these other sources of revenue will be prorated and assessed to each city, village and township primary members based upon equal weight to the population of the unit of government within the watershed according to the most recent United States census, and the land area within the watershed as shown as a part of Appendix B (Voting Shares). Provided, however, that maximum assessment to any member shall be limited to no more than 15% of the total assessments for all other Primary Members in any fiscal year.

*2. County Members*

Based upon the in-kind contributions currently provided by Oakland, Washtenaw and Wayne counties, the three counties will not be assessed to support the budget of the ARC as determined by the Policy for County In-kind Contributions.

**B. Associate Members**

The ARC shall assess *Associate Members* at the time they become a member based upon a dollar amount approved by the ARC and agreed upon by the *Associate Member*. The assessment shall reflect the ARC membership benefits provided each *Associate Member*, and any other contributions made by the *Associate Member* to the ARC. The annual assessment to an *Associate Member*, however, shall not be less than the lowest amount assessed any *Primary Member* or \$750 whichever is greater, nor more than \$30,000 or the highest amount assessed any *Primary Member* whichever is greater.

**C. Adjustment of Assessments**

Once adopted as part of a given fiscal year budget, the annual assessments to primary members shall not be lowered based upon the addition of new members or any other additions to income not considered as part of the approved annual budget for that year. *Primary and Associate Members* joining after the adoption of the fiscal year budget shall be assessed shall be assessed proportionately based on the quarter of the year they join using the same formula as was applied to other members. Primary and Associate members terminating membership after the start of the fiscal year budget and after paying their assessments shall not be given a refund of dues.

**ARTICLE VI. RESOLUTION**

The eligible members adopting these Bylaws shall do so by the passage of a formal resolution, an example of which is attached as Appendix C (Model Resolution), and exercise of existing authority that includes the ability to commit to the annual payment of assessments for support of ARC as identified in the annual ARC budget. Once a resolution is passed and a certified copy forwarded to the ARC, the public entity will remain a member so long as its assessments are paid in a timely manner. Services provided through the ARC and any grant funding it receives shall be, to the extent practical, limited to Primary and Associate Members that have adopted the Bylaws and met their respective assessed financial obligations established consistent with the Bylaws.

## **ARTICLE VII. INDEMNIFICATION**

To the extent permitted by law, the ARC may hold any officer, committee Chair, Executive Director, agent or employee and their respective designees harmless from personal liability for claims made or civil actions commenced against the officer, committee Chair, Executive Director, agent, employee or designee; when acting in good faith within the scope of his/her authority; while discharging his/her official duties on behalf of the ARC; for acts in or not opposed to the best interest of the ARC; or on account of liability of the ARC; only if their actions do not amount to gross negligence and are not contrary to the law. The ARC, pursuant to bylaw or resolution of its board, may obligate itself in advance to defend and hold harmless persons.

The ARC shall purchase and maintain Director and Officers Liability insurance on behalf of any officer, committee Chair, Executive Director, agent or employee and their designees against any liability asserted against the person and incurred by the person in any capacity or arising out of the status of the person as an officer, committee Chair, Executive Director, agent or employee of the ARC.

The amount of fees and costs which the ARC shall pay for on behalf of any officer, committee Chair, Executive Director, agent, employee or designee's defense shall be limited to and shall not exceed insurance limits of the policy, if any, covering the claim or action.

The decision to defend and represent any individual officer, committee Chair, Executive Director, agent, employee or designee will be made in the sole discretion of the ARC; acting on advice from its legal counsel as to whether said individual, officer, committee Chair, Executive Director, agent, employee or designee was acting while in the scope of his/her authority was discharging his/her official duties on behalf of the ARC and if the acts were in or not opposed to the best interest of the ARC.

## **ARTICLE VIII. EXPENDITURE CONTROLS AND AUDITING**

The Executive Committee will have full and complete access to records concerning the use of the funds collected from the members. The expenditures of monies collected through assessments to members will be audited through a process determined to be appropriate by the Finance Committee. The Finance Committee will provide oversight of all expenditures of member assessments and report the status of income and expenditures at each meeting of the Executive Committee.

## **ARTICLE IX. DISSOLUTION OF THE ARC**

In the event of the dissolution of this Corporation, all assets, real and personal, shall be distributed to one or more organizations which qualify as tax exempt and publicly supported under Sections 501(c)(3) and 509(a)(1), respectively of the Code, or the corresponding provisions of any subsequent Federal tax laws, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

## **ARTICLE X. AMENDMENTS TO BYLAWS**

- A.** Except as provided in Section X.B for select amendments to Article V of these bylaws, any amendments proposed to these bylaws shall be first reviewed by the Organization Committee who shall, after

consideration of proposed amendments, make recommendations to the Executive Committee and the Full ARC. Any amendment(s) to the Bylaws shall be: 1) formally noticed to all members at least 30 days prior to the Full ARC meeting at which they are to be voted upon; and, 2) approved by at least two thirds of all members (or two thirds of all member shares if a voting of shares is requested) at a meeting at which a quorum is present. A quorum shall consist of one more than fifty percent (50%) of all members, eligible to vote and present.

- B.** Proposed amendments to Article V of these bylaws, which will change the way that assessments to members are determined, shall be approved by the ARC as provided in Section X.A. In addition, after approval by the Full ARC of proposed amendments to Article V, the proposed amendments to Article V shall also be sent to all members for review and approval by the member's respective governing bodies. The members' governing boards shall have five (5) months following the date of the ARC action formally recommending amendments to Article V to approve the amendment. The amended Bylaws shall become effective when at least half of the governing bodies of members approve the amended Bylaws within the specified time limit.

## **INFORMATIONAL APPENDICES TO THE BYLAWS**

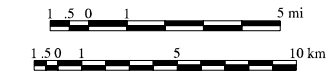
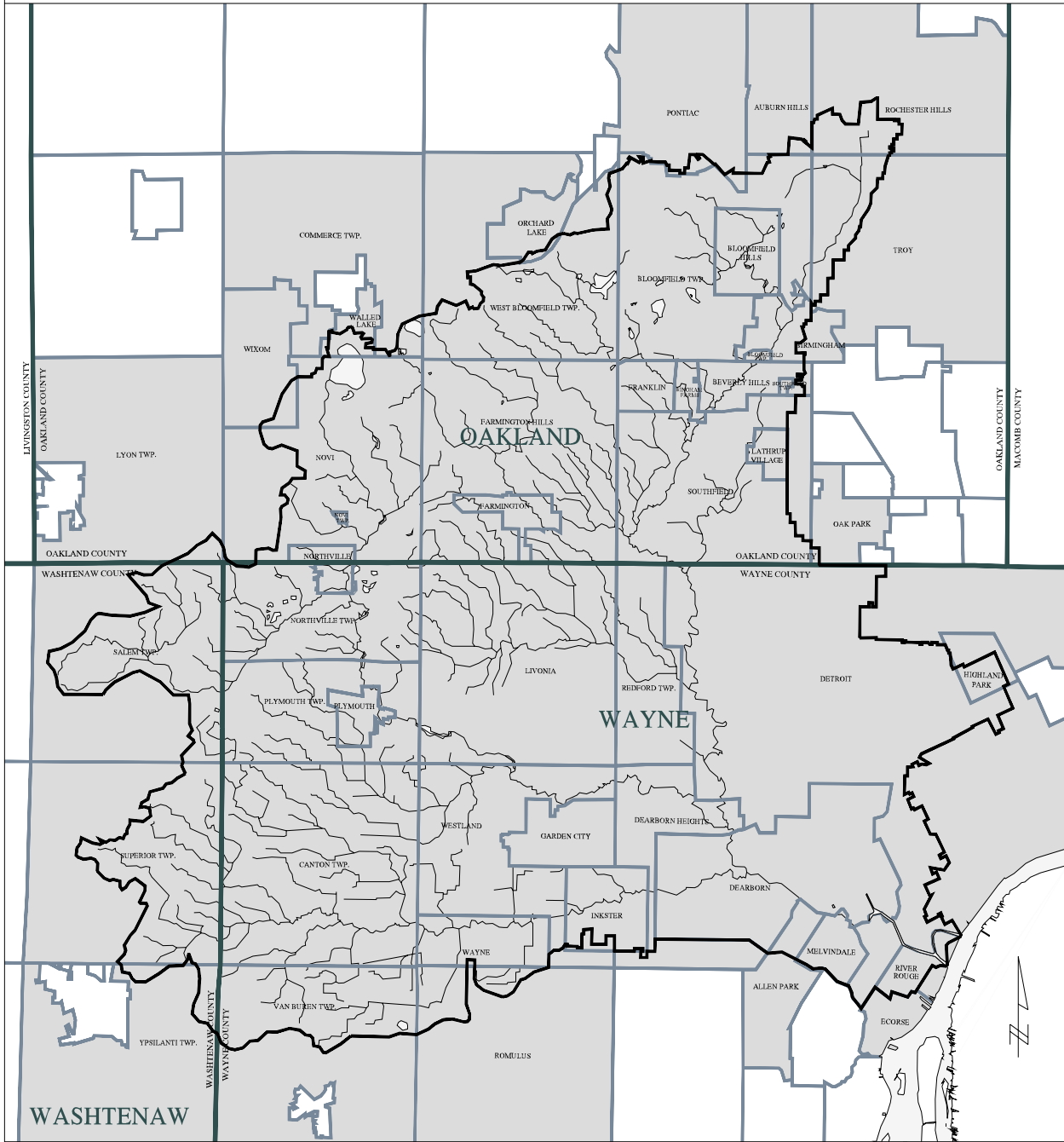
**Appendix A Proposed Geographic Boundaries of the Rouge River Watershed**

**Appendix 6 Allocation of Costs and Voting Shares**

**Appendix 7 Example Resolution**

# APPENDIX A

## ROUGE RIVER WATERSHED ARC Eligible Communities



- LEGEND**
- Watershed boundary
  - Rouge River major branches & tributaries
  - City/township boundaries
  - County boundaries
  - ARC Eligible Communities

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**APPENDIX D** (Page 1 of 2)

**Eligible Primary Members of Proposed Alliance of Rouge Communities**

<b>Current Assembly Eligible Members -- Watershed Acres/Population, and Allocation of Costs and Voting Shares for 2005 Fiscal Year</b>									
	<b>Community/County</b>	<b>Watershed Area (Acres)</b>	<b>Watershed Population</b>	<b>% Watershed Area</b>	<b>% Watershed Population</b>	<b>Weighted % Area &amp; % Population</b>	<b>Cost/\$297,503 Weighted</b>	<b>Member Voting Shares</b>	<b>Co. Watershed Area (Acres)</b>
	<b>[1]</b>	<b>[2]</b>	<b>[3]</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]</b>	<b>[7]</b>	<b>[8] [9]</b>	<b>[12]</b>
1	Allen Park*	892	1,490	0.36%	0.15%	0.26%	\$768	1	
2	Canton Twp.	23,123	76,366	9.39%	7.90%	8.65%	\$25,722	34	
3	Dearborn	15,659	97,627	6.36%	10.11%	8.23%	\$24,488	33	
4	Dearborn Heights*	5,301	37,740	2.15%	3.91%	3.03%	\$9,012	12	
5	Garden City	3,752	30,047	1.52%	3.11%	2.32%	\$6,892	9	
6	Inkster*	3,696	27,987	1.50%	2.90%	2.20%	\$6,541	9	
7	Livonia	22,952	100,545	9.32%	10.41%	9.86%	\$29,342	39	
8	Melvindale*	1,726	10,541	0.70%	1.09%	0.90%	\$2,665	4	
9	Northville	1,298	6,458	0.53%	0.67%	0.60%	\$1,778	2	
10	Northville Twp.*	10,603	20,990	4.30%	2.17%	3.24%	\$9,635	13	
11	Plymouth	1,410	8,987	0.57%	0.93%	0.75%	\$2,235	3	
12	Plymouth Twp.	10,251	27,833	4.16%	2.88%	3.52%	\$10,476	14	
13	Redford Twp.	7,215	51,622	2.93%	5.34%	4.14%	\$12,306	16	
14	Romulus*	2,458	3,994	1.00%	0.41%	0.71%	\$2,099	3	
15	Van Buren Twp.*	8,421	8,535	3.42%	0.88%	2.15%	\$6,399	9	
16	Wayne*	3,829	18,830	1.55%	1.95%	1.75%	\$5,212	7	
17	Westland*	12,457	84,177	5.06%	8.71%	6.89%	\$20,484	27	
18	<b>Wayne County</b>							32	176,099
19	Auburn Hills*	191	935	0.08%	0.10%	0.09%	\$260	1	
20	Beverly Hills*	2,382	9,488	0.97%	0.98%	0.97%	\$2,899	4	
21	Bingham Farms	783	1,030	0.32%	0.11%	0.21%	\$632	1	
22	Birmingham*	1,978	12,243	0.80%	1.27%	1.04%	\$3,080	4	
23	Bloomfield Hills	3,219	3,940	1.31%	0.41%	0.86%	\$2,551	3	
24	Bloomfield Twp.*	16,303	41,204	6.62%	4.27%	5.44%	\$16,190	22	
25	Commerce Twp.*	606	1,054	0.25%	0.11%	0.18%	\$528	1	
26	Farmington	1,706	10,423	0.69%	1.08%	0.89%	\$2,635	4	
27	Farmington Hills	21,311	82,112	8.65%	8.50%	8.58%	\$25,513	34	
28	Franklin	1,680	2,958	0.68%	0.31%	0.49%	\$1,470	2	
29	Lathrup Village	963	4,236	0.39%	0.44%	0.41%	\$1,234	2	
30	Novi*	15,231	42,927	6.18%	4.44%	5.31%	\$15,807	21	
31	Pontiac*	450	1,576	0.18%	0.16%	0.17%	\$514	1	
32	Rochester Hills*	1,977	4,562	0.80%	0.47%	0.64%	\$1,896	3	
33	Southfield*	14,982	64,683	6.08%	6.70%	6.39%	\$19,007	25	
34	Troy*	3,835	13,826	1.56%	1.43%	1.49%	\$4,445	6	
35	West Bloomfield Twp.*	11,081	40,956	4.50%	4.24%	4.37%	\$12,998	17	
36	Walled Lake*	585	2,547	0.24%	0.26%	0.25%	\$745	1	
37	Wixom*	548	1,319	0.22%	0.14%	0.18%	\$534	1	
38	<b>Oakland County</b>							18	100,052
39	Superior Twp.*	10,371	7,668	4.21%	0.79%	2.50%	\$7,444	10	
40	Ypsilanti Twp.*	1,097	2,624	0.45%	0.27%	0.36%	\$1,066	1	
41	<b>Washtenaw County</b>							4	22,275
	<b>All Assembly Members</b>	<b>246,321</b>	<b>966,080</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>\$297,503</b>	<b>451</b>	<b>298,426</b>

**APPENDIX D'**(Page 2 of 2)

**Eligible Primary Members of Proposed Alliance of Rouge Communities**

<b>Non-Assembly, Eligible Members -- Watershed Acres/Population, and Projected Allocation of Costs and Voting Shares for 2005 Fiscal Year</b>									
	<b>Community/County [10]</b>	<b>Watershed Area (Acres) [2]</b>	<b>Watershed Population [3]</b>	<b>% Watershed Area [4]</b>	<b>% Watershed Population [5]</b>	<b>Weighted % Area &amp; % Population [6]</b>	<b>Cost/\$297,503 Weighted [7]</b>	<b>Adjusted Limit [11]</b>	<b>Member Voting Shares [8]</b>
42	Detroit*	38,779	444,102	13.60%	31.49%	22.55%	\$67,079	\$44,625	60
43	Ecorse*	5	51	0.002%	0.01%	0.004%	\$11	\$11	1
44	Highland Park*	902	9,201	0.36%	0.94%	0.65%	\$1,946	\$1,946	3
45	Lyon Twp.*	468	243	0.19%	0.03%	0.11%	\$319	\$319	1
46	Oak Park*	82	689	0.03%	0.07%	0.05%	\$155	\$155	1
47	Orchard Lake*	159	125	0.06%	0.01%	0.04%	\$115	\$115	1
48	River Rouge*	1,370	9,731	0.55%	1.00%	0.78%	\$2,306	\$2,306	3
49	Salem Twp.*	10,339	2,389	4.03%	0.25%	2.14%	\$6,359	\$6,359	8
	<b>Potential Total Additions</b>	<b>52,103</b>	<b>466,531</b>					<b>\$55,837</b>	<b>78</b>

**Key to Notations for APPENDIX B Tables**

- [1] Communities/Counties that Signed August 2003 Memorandum of Agreement forming the Rouge River Watershed Local Management Assembly (Rouge Assembly)
  - [2] Community Acres within Rouge River Watershed, RPO Data Base
  - [3] Community Population within Rouge River Watershed, 2000 Census Data (SEMCOG/RPO)
  - [4] Percent Land Area within Rouge River Watershed Compared to Total within Watershed
  - [5] Percent of Population within Watershed Compared to Total Population within Watershed
  - [6] Percent Land Area Plus Percent Population Divided by Two (i.e., equal weight to each factor)
  - [7] Total \$297,503 Assessed - Equal Weight Given to Population and Land Area Within Watershed
  - [8] Community Shares = Assessment Divided by \$750 Rounded to the Nearest Whole Number
  - [9] County Shares = 12% of Total Shares -- Allocated Based on % County Land Area in Watershed
  - [10] Rouge Watershed Communities Who Did Not Sign August 2003 Memorandum of Agreement forming the Rouge river Watershed Local Management Assembly (Rouge Assembly)
  - [11] Limited to No More Than 15% of Total Assessment of All Other Primary Members
  - [12] Includes All County Land Area Within the Watershed - Community Total Membership Land Area in County May Be Less
- \* Indicates Communities with Some Portion of Land Area Outside of the Rouge River Watershed

Informational attachment to July 2005, Alliance of Rouge Communities Bylaws submitted for adoption by member governing bodies.

**Appendix C**  
**MODEL RESOLUTION**

*(The following is a model resolution – the essential elements are contained in the “Resolved” paragraphs which adopt the bylaws and designates the representative and alternate)*

**Acceptance of Membership and Adoption of Bylaws**  
**ALLIANCE OF ROUGE COMMUNITIES**

WHEREAS, Watershed Alliance legislation passed the Michigan House of Representatives and the Michigan Senate and was signed into law by the Governor on January 3, 2005, as Act No. 517, Public Acts of 2004, based upon a draft provided and supported by the Rouge River watershed communities; and

WHEREAS, the formation of the Alliance of Rouge Communities under this new state law provided the public agencies within the watershed the authority to directly seek grants, enter into contracts, and manage its own resources that have been provided in the past by and through Wayne County with federal funds as part of the Rouge River National Wet Weather Demonstration; and

WHEREAS, at its meeting on November 7, 2012, the Alliance of Rouge Communities completed the revised attached Alliance of Rouge Communities bylaws, and recommended adoption by the appropriate governing bodies of those public agencies within the Rouge River watershed eligible for membership.

THEREFORE BE IT RESOLVED, that the *(Insert Name of Public Entity’s Governing Body or, if appropriate, elected public official)* formally adopts bylaws for, and accepts membership in the Alliance of Rouge Communities.

FURTHER BE IT RESOLVED, that consistent with the terms of the Alliance of Rouge Communities bylaws, the *(insert the name of the public entity’s governing body or, if appropriate, elected public official)* formally appoints *(insert name or title of representative)* as its designated representative to the Alliance of Rouge Communities, *(insert name or title of alternate)* as the alternate representative, and authorizes *(Insert name or title of person with authority to appoint)* to designate additional persons to represent the *(Insert Public Entity’s Name)*, if needed, as an alternate to assure voting representation on the Alliance of Rouge Communities.

FINALLY, BE IT RESOLVED that *(insert name of public entity)* continuing membership will be evidenced by payment of its voluntary assessment on an annual basis to the Alliance of Rouge Communities.

Adopted *(Date)* \_\_\_\_\_

*(Certifying Official and Title)*

*To report the results of your community’s/county’s official action on the bylaws, please email James Ridgway, Alliance of Rouge Communities Executive Director at:*

*jridgway@allianceofrougecommunities.com*

*To formally confirm adoption of the bylaws and membership in the Alliance of Rouge Communities, please send a signed, official copy of the resolution to:*

*Chris O’Meara, Staff  
Alliance of Rouge Communities  
c/o ECT, 719 Griswold St., Suite 820  
Detroit, MI 48226*