



Great Rivers Greenway

Tuesday, March 14, 2023

Bylaw, Rules and Policy Committee Agenda

Great Rivers Greenway
Bylaw, Rules and Policy Committee
District Offices, 3745 Foundry Way, Suite 253, St. Louis, MO 63110
TIME 10:30am

1. Opening of Meeting

A. CALL TO ORDER

Per Bylaws Article IV. Section 8: Acceptance of participation via conference call or videoconference is acceptable by a majority of the members present. Action item to approve Board Member(s) participation via conference call

Join from a PC, Mac, iPad, iPhone or Android device:

Please click this URL to join. <https://us02web.zoom.us/j/83948918932>

Or One tap mobile:

+13092053325,,83948918932# US

+13126266799,,83948918932# US (Chicago)

Or join by phone:

Dial(for higher quality, dial a number based on your current location):

US: +1 309 205 3325 or +1 312 626 6799 or +1 646 931 3860 or +1 929 205 6099 or +1 301 715 8592 or +1 305 224 1968 or +1 253 215 8782 or +1 346 248 7799 or +1 360 209 5623 or +1 386 347 5053 or +1 507 473 4847 or +1 564 217 2000 or +1 669 444 9171 or +1 669 900 6833 or +1 689 278 1000 or +1 719 359 4580 or +1 253 205 0468

Webinar ID: 839 4891 8932

International numbers available: <https://us02web.zoom.us/j/83948918932>

B. Approval of the Agenda

2. New Business

A. Review and referral to the Board adopting Resolution 2023.19 approving amendments to the Bylaws and authorizing other actions as necessary to effectuate the same. - Michelle Bock

Recommended Action Referral to Board

The Bylaws of the Board are intended to codify the framework and governance structure that guide its operations and, in turn, the interactions with GRG staff and the public. It is best practice to periodically review them and record modifications that improve efficiency or reflect changes in governance. The last update was in February 2021. Several of the recommended changes include:

- Modifications to meeting details explicitly allowing attendance and voting via telephone or videoconference.
- Order of Agenda to conform to current practice
- Changes in two (2) committee names (Public Relations to "Promote" and Conservation and Community to "Sustain")
- Removal of Intergovernmental Affairs and Legislation Committee
- Clarification of timing for Annual Report and Regional Plan
- Clarification of General Counsel's duties to increase flexibility for the District, particularly with litigation

RELEVANT RESOLUTIONS:

RESOLUTION #	DESCRIPTION
2021.11	Amendment to Bylaws

RESOLUTION APPROVING AN AMENDMENT TO THE BYLAWS AND AUTHORIZING OTHER ACTIONS AS NECESSARY TO EFFECTUATE THE SAME.

WHEREAS, the Metropolitan Park and Recreation District d/b/a The Great Rivers Greenway District (the "District") is a metropolitan park and recreation district authorized under Section 67.1700 to 67.1769 of the Revised Statutes of Missouri, as amended (the "District Act");

WHEREAS, pursuant to the Clean Water, Safe Parks, and Community Trails Initiative ("Proposition C"), the qualified voters of St. Louis County, St. Charles County, and St. Louis City approved the creation of the District;

WHEREAS, the District was formed to undertake the development, operation and maintenance of a public system of interconnecting trails and parks throughout the areas and counties comprising the District (the "District's Mission");

WHEREAS, in furtherance of the District's Mission, and in accordance with the Bylaws of the District, the District adopted "Building the River Ring" as the

Regional Plan for the District, and which contains the comprehensive plan of the District, its existing and proposed interconnecting greenway, park and trail projects, and any proposed land acquisitions (the “River Ring Regional Plan”);

WHEREAS, the Metropolitan Park and Recreation District d/b/a Great Rivers Greenway District (“the District”) staff completed a review of the District’s Bylaws to ensure policies and procedures of the District are current;

WHEREAS, pursuant to Resolution 2021.11, the District approved and adopted the existing District Bylaws as amended (the “Existing Bylaws”);

WHEREAS, District staff have recommended revisions to the Bylaws (the “Revised Bylaws”), which if approved by the Board of Directors of the District (the “Board”), will replace the Existing Bylaws;

WHEREAS, the Revised Bylaws have been presented to the Bylaw, Rules and Policy Committee (the “Committee”) on March 14, 2023 for their approval; and

WHEREAS the Bylaws, Rules and Policy Committee desires approves and refers the Revised Bylaws to the Board for approval and adoption;

WHEREAS, at a meeting of the Committee, convened at 11:30 am, on March 14, 2023, at the District Offices at 3745 Foundry Way, St. Louis, Missouri, at which was present a quorum of the Board, the Board took the action further described herein.

NOW, THEREFORE, BE IT RESOLVED BY THE METROPOLITAN PARK AND RECREATION DISTRICT D/B/A THE GREAT RIVERS GREENWAY DISTRICT AS FOLLOWS:

1. The District hereby approves and the Revised Bylaws.
2. The portions of this Resolution shall be severable. In the event that any portion of this Resolution is found by a court of competent jurisdiction to be invalid, the remaining portions of this Resolution are valid, unless the court finds the valid portions of this Resolution are so essential and inseparably connected with and dependent upon the void portion that it cannot be presumed that the Board would have enacted the valid portions without the invalid ones, or unless the court finds that the valid portions standing alone are incomplete and are incapable of being executed in accordance with the legislative intent.
3. This Resolution shall be in full force and effect immediately from and after its adoption as provided by law.

ADOPTED this 14th day of March, 2023

METROPOLITAN PARK AND RECREATION DISTRICT
D/B/A THE GREAT RIVERS GREENWAY DISTRICT

Monica M. Huddleston, President

ATTEST:

Glenn Powers, Secretary

Vote:

Aye:

Nay:

Abstain:

Absent:

Not Present:

File Attachments

[REDLINE GRG - Revised Bylaws - 2023 \(3.8.23\).pdf \(158 KB\)](#)

[4891-7013-5884.5 GRG - Revised Bylaws - 2023clean.docx \(42 KB\)](#)

3. Adjournment

A. CLOSED SESSION NOTICE

The Board of the Metropolitan Park and Recreation District, d/b/a Great Rivers Greenway, may go into closed session at this meeting if such action is approved by a majority vote of the Board members who constitute a quorum, to discuss legal, confidential or privileged matters under RSMo. §610.021(1); leasing, purchase or sale of real estate under §610.021(2); personnel actions under §610.021(3); specifications for competitive bidding under §610.021(11); sealed bids under §610.021(12); personnel records under §610.021(13); or records under §610.021(14) which are otherwise protected from disclosure by law; or confidential or privileged communications with the District's auditor, including auditor work products under §610.021(17).

TO LEARN MORE ABOUT RSMo. 610, [click here](#).

B. Adjourn the meeting