

Draft Presented on August 13, 2014

BYLAWS
DURHAM – CHAPEL HILL – CARRBORO
METROPOLITAN PLANNING ORGANIZATION
BOARD

ARTICLE I – NAME

The name of this organization shall be the Durham-Chapel Hill-Carrboro Metropolitan Planning Organization Board, hereinafter referred to as the “MPO Board”.

ARTICLE II – PURPOSES

The purpose and goals of this committee shall be:

1. To develop and direct a continuing, comprehensive, multimodal transportation planning process carried on cooperatively by the State and local communities in concurrence with federal guidelines.
2. To advise the policy boards within the Durham-Chapel Hill-Carrboro Urban Area on the status of the needs identified through the continuing multimodal transportation planning process.
3. To facilitate coordination and communication between policy boards and agencies represented on the MPO Board and the Technical Committee (TC).
4. To facilitate coordination between the policy boards of the Durham-Chapel Hill-Carrboro Urban Area and the North Carolina Board of Transportation.
5. To assist the general public in understanding decisions and policies of the policy boards.
6. To act as a forum for cooperative decision-making by elected officials of this urban area in cooperation with the State, thereby serving as the basis for a cooperative planning process.

ARTICLE III – RESPONSIBILITIES

As specified in the *Memorandum of Understanding* dated March 12, 2014, the responsibilities of this committee shall include:

1. Establishment of goals and objectives for the transportation planning process; and

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2. Review and approval of a Prospectus for transportation planning which defines work tasks and responsibilities for the various agencies participating in the transportation planning process;
3. Review and approval of the transportation Unified Planning Work Program (UPWP);
4. Review and approval of changes to the National Highway System, Functional Classification, and Metropolitan Planning Area boundary;
5. Review and approval of changes of the Comprehensive and Metropolitan Transportation Plans. As specified in General Statutes Section 136-66.2(a), the Comprehensive Transportation Plan shall include the projects in the Metropolitan Transportation Plan and may include additional projects that are not included in the financially constrained plan or are anticipated to be needed beyond the horizon year as required by 23 U.S.C. Section 134. As specified in General Statutes Section 136-66.2(d) revisions to the Comprehensive Transportation Plan are required to be jointly approved by the North Carolina Department of Transportation and the MPO Board;
6. Review and approval of the Transportation Improvement Program (TIP) and changes to the TIP. As specified in 23 U.S.C. Section 134(k), all federally funded projects carried out within the boundaries of a metropolitan planning area serving a transportation management area (excluding projects carried out on the National Highway System) shall be selected for implementation from the approved TIP by the metropolitan planning organization designated for the area in consultation with the State and any affected public transportation operator;
7. Review and approval of planning procedures for air quality conformity and review and air quality conformity determination for projects, programs and plans;
8. Review and approval of a Congestion Management Process;
9. Review and approval of the distribution and oversight of federal funds designated for the DCHC MPO under the provisions of MAP-21 and any other subsequent Transportation Authorizations;
10. Review and approval of a policy for public involvement for the DCHC MPO;
11. Review and approval of an agreement between the MPO, the State, and public transportation operators serving the Metropolitan Planning Area that defines mutual

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responsibilities for carrying out the metropolitan planning process in accordance with 23 C.F.R. 450.314;

12. Oversight of the Lead Planning Agency staff;
13. Revision in membership of the MPO Technical Committee;
14. Development and approval of committee bylaws for the purpose of establishing operating policies and procedures;
15. Review and approval of cooperative agreements with other transportation organizations, transportation providers, counties and municipalities.

ARTICLE IV – MEMBERS

Section 1 – Number and Qualifications:

As specified in the *Memorandum of Understanding* dated November 13, 2013, the MPO Board shall include as voting members:

- A. Two members of the Durham City Council;
- B. One member of the Chapel Hill Town Council;
- C. One member of the Carrboro Board of Aldermen;
- D. One member of the Hillsborough Board of Commissioners;
- E. One member of the Durham County Board of Commissioners;
- F. One member of the Orange County Board of Commissioners;
- G. One member of the Chatham County Board of Commissioners;
- H. One member of the North Carolina Board of Transportation; and
- I. One member of the Triangle Transit Board of Trustees

Representatives of the following bodies will serve as non-voting members of the Transportation Advisory Committee:

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- A. A representative of the Federal Highway Administration;
- B. A representative of the Federal Transit Administration;
- C. Other local, State and/or federal agencies impacting transportation in the planning area at the invitation of the MPO Board. It shall be the responsibility of each member jurisdiction to appoint a representative to the MPO Board.

Section 2 – Terms of Office:

All elected representatives serving on the MPO Board may serve for the length of their elected terms. A member may serve successive terms.

Section 3 – Alternates:

Each board will appoint an alternate(s) for its representative(s) provided each alternate also meets the same qualifications of membership. That alternate member may serve as a full voting member during any meeting where that board’s representative is not in attendance. Proxy and absentee voting are not permitted. No representatives may simultaneously serve as both voting members and alternate members for different policy boards.

Comment [BE1]: Added. In order to make sure that there is a transit representative on the MPO Board to comply with the MAP-21 requirement, Triangle Transit cannot be represented by a person who is also an alternate for a local government policy board.

ARTICLE V – OFFICERS

Section 1 – Officers Defined:

The officers of the MPO Board shall consist of a Chair and Vice-Chair to be elected by the members of the Committee.

Section 2 – Elections:

Officers shall be elected annually at the last regularly scheduled meeting of the calendar year, as the last agenda item. The newly elected Chair and Vice-Chair shall take office immediately upon their election.

Section 3 – Terms of Office:

The term of office for officers shall be one year. Officers shall not serve more than two successive terms. Each officer shall hold office until his/her successor shall have been duly elected or until his/her earlier death, resignation, disqualification, incapacity to serve, or removal in accordance with the law.

Section 4 – Rotation of Officers:

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The Chair shall rotate among the jurisdictions represented in Durham County, Orange County, and Chatham County so that successive chairs come from different counties (for example, if the Chair is from the City of Durham or Durham County, the next Chair shall be from Carrboro, Chapel Hill, Hillsborough, Orange County, or Chatham County). The Vice-Chair shall be from a jurisdiction located in either of the two other counties (i.e., both officers shall not be from that same county).

Section 5 – Duties of Officers:

The Chair shall call and preside at meetings and appoint committees. The Chair shall appoint a staff member to serve as Clerk of the Board. The Clerk shall provide or otherwise delegate staff service for the MPO Board, as needed, and will be responsible for taking summary minutes of the Board’s proceedings. The Clerk shall maintain a current copy of the Bylaws as an addendum to the *Memorandum of Understanding*, to be distributed to the public upon request.

In the absence of the Chair, the Vice-Chair shall preside and complete all other duties of the Chair.

ARTICLE VI – MEETINGS

Section 1 – Regular Meetings:

Meetings will be held regularly in accordance with a meeting schedule to be approved at the last meeting of each calendar year. Meeting notices and agendas are to be mailed by priority first class mail or emailed seven days prior to the meeting. Unless otherwise stated, all meetings will begin at 9:00 a.m. Regular meetings may be cancelled by the Chair should there be insufficient business on the Board’s tentative agenda.

Comment [BE2]: Added

Section 2 – Special Meetings:

Special meetings may be called by the Chair or at the request of the majority of the members. At least seven (7) days’ notice shall be given.

Section 3 – Quorums:

A quorum shall consist of a majority of the voting members whose votes together represent a majority of the total possible weighted votes identified in the vote schedule below (i.e., six (6) members representing twenty (20) weighted votes must be present for a quorum).

Section 4 – Attendance:

Each member shall be expected to attend each regular meeting and each special meeting provided at least seven (7) days’ notice is provided. For members not attending three (3) consecutive MPO Board meetings, the Chair will send to the chief elected officer of the

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jurisdiction of the member in question, a letter indicating the number of absences and requesting reaffirmation or re-designation of the jurisdiction’s representative.

Section 5 – Agenda

The agenda is a list of considerations for discussion at a meeting. Items on the agenda originate as a carryover from previous MPO Board meetings, or are placed on the agenda prior to its distribution by any member of the MPO Board, by request from any jurisdiction which is a party to the *Memorandum of Understanding*, or by the request of the Chair of the Technical Committee. Additional items may be added to the agenda at the beginning of the meeting as long as there is a majority concurrence of the eligible voting members. Additions to the agenda will follow discussion of the last item on the regular agenda. At the beginning of any meeting, items may be placed on the agenda at the request of citizens with majority concurrence by eligible voting Board members.

Section 6 – Voting Procedures:

Any voting member may make or second a motion. The Chair and any voting member may call for a vote on any issue, provided that it is seconded and within the purposes set forth in Article II, and provided the issue is on the agenda as outlined in Section 5 of this article. As specified in the *Memorandum of Understanding*, a majority vote of the voting membership shall be sufficient for approval of matters coming before the Board with the exception that a Board member may invoke the following weighted voting procedures on any matter.

Comment [BE3]: Changed from “Any member, voting or non-voting, may make or second a motion.” Since Triangle Transit now has a voting member on the Board, allowing non-voting members to make motions is no longer necessary.

GOVERNMENTAL BODY VOTES

City of Durham	16*
Town of Chapel Hill	6
Durham County	4
Orange County	4
Town of Carrboro	2
Chatham County	2
Town of Hillsborough	2
N.C. Board of Transportation	1
<u>Triangle Transit</u>	<u>1</u>
TOTAL	38

* 8 votes per representative.

The Chair and qualified alternates to voting members are permitted to vote. Non-voting members are not permitted to vote. Abstentions are not included in the tally of the vote. The vote of members who are present at the meeting, but absent during the vote, will be counted in the affirmative unless an authorized alternate is present and voting for the absent member. In the

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absence of any direction from these Bylaws, *Robert's Rules of Order* will designate procedures governing voting.

ARTICLE VII – AMENDMENTS TO BYLAWS

Amendments to these Bylaws of the MPO Board shall require the affirmative vote of at least six (6) jurisdictions' voting members, provided that written notice of the proposed amendment has been received by each member at least seven (7) days prior to the meeting at which the amendment is to be considered, and provided that such amendment does not conflict with the letter or fundamental intent of the *Memorandum of Understanding* governing this document. In the event of any conflict, the *Memorandum of Understanding* shall carry precedence over these Bylaws.

Presented to the MPO Board on August 13, 2014.