

Bylaws for the Lawrence-Douglas County Metropolitan Planning Organization (L-DC MPO) Policy Board

Section 1 Name

The name of this organization, established by the Designation Agreement executed on December 8, 2008, between the City of Lawrence, Douglas County, and the Kansas Department of Transportation (KDOT), shall be the Lawrence-Douglas County Metropolitan Planning Organization (L-DC MPO).

Section 2 Purpose

In accordance with 23 CFR 450.300(a) the L-DC MPO is to carry out a continuing, cooperative, and comprehensive multimodal transportation planning process, including the development of a metropolitan transportation plan and a transportation improvement program (TIP), that encourages and promotes the safe and efficient development, management, and operation of surface transportation systems to serve the mobility needs of people and freight (including accessible pedestrian walkways and bicycle transportation facilities) and foster economic growth and development, while minimizing transportation-related fuel consumption and air pollution. This and other items included in 23 CFR 450 and related laws are part of the purpose of the L-DC MPO.

In addition to the federal regulations and laws that set the charge (as seen by Congress) for what the L-DC MPO is supposed to do and how it is supposed to implement the continuing, comprehensive, and cooperative (3C) regional transportation planning process for the Lawrence-Douglas County Metropolitan Planning Area (MPA), there are several similar and complimentary items that the local governments in the region have made a part of the L-DC MPO purpose.

The one county and four cities in the MPA desire that the L-DC MPO act as a regional forum for the creation and maintenance of a planning process that integrates transportation and land use planning for the improvement of the region as a whole and for each local government area in the region. The L-DC MPO will consider the following items (and any others added later by the L-DC MPO) in the creation and maintenance of its regional planning programs, processes, and documents:

Regional Focus - the L-DC MPO will be aware and respect local political, social and economic concerns but it will maintain a regional view as it creates and maintains regional transportation system plans and programs

Transportation and Land Use Planning Coordination – the L-DC MPO will conduct comprehensive planning for the region that recognizes the important relationships between these two types of planning and accomplish that planning through a continuing process of cooperation between federal, state and local levels of government with ample public

participation

Multi-Modalism – the L-DC MPO will pursue planning for all transport modes and include all of them in a unified system plan

Mobility and Access Balance – the L-DC MPO will understand that each classification of transportation facility and service (road, bikeway, transit route) serves different levels of mobility versus land access and therefore needs different levels of access restrictions to perform its primary function in the system

Roadways – the L-DC MPO will work with other agencies to make plans and programs for a system of regionally significant roads that are coordinated with other transportation modes and land use patterns in the region

Transit – the L-DC MPO will work with other agencies to conduct planning for transit services that meet the needs of transit-dependent and choice riders, and complements plans for other transportation modes and land uses in the region

Non-Motorized Transportation – the L-DC MPO will recognize that walking, cycling and other forms of human-powered transportation play an important role in the region's multi-modal transportation system and work with other agencies to include these non-motorized modes in the region's transportation plans and programs

Railroads - the L-DC MPO will recognize the historic and current impacts (land use, economic, social) and importance of railroads in the region and work with other agencies to plan for both rail freight and passenger services

Economic Development – the L-DC MPO will understand that the creation and maintenance of the transportation system and the economic development of land depend on each other and recognize that the multi-modal transportation system is an important economic development tool

Environmental Issues – the L-DC MPO will understand the impacts of transportation facilities and services on air, water, land, plant, wildlife, and human health and consider these impacts on the environment in the creation of plans and programs

Natural Resources – the L-DC MPO will consider the preservation of natural landscape features and how the transportation system can work with those features as much as possible in developing plans and programs

Sustainability – the L-DC MPO will consider the impacts of transportation on land use patterns, the environment, local and regional economies, political structures, and social institutions over the long-term in the development of plans and programs

Historic and Heritage Resources – the L-DC MPO will work with other agencies to identify

and preserve places that are important to our region's past and will enhance its future, and will consider the preservation of these places in the development of transportation plans and programs

Justice – the L-DC MPO will act to foster fairness in making decisions about how transportation facilities and services are designed and funded so that decisions are based on transportation system needs and so that no one group is disproportionately hurt or helped by those decisions

Section 3 Membership

3.1 L-DC MPO Policy Board Composition

The membership of the L-DC MPO Policy Board is as follows:

Voting Members (7 people)

Two (2) Lawrence City Commissioners as selected by a majority vote of the Lawrence City Commission at a regularly scheduled meeting, and;

One (1) Douglas County Commissioner as selected by a majority vote of the Douglas County Board of County Commissioners at a regularly scheduled meeting, and;

Two (2) Lawrence-Douglas County Metropolitan Planning Commission members (one appointed by the Lawrence City Commission and one appointed by the Douglas County Board of County Commissioners) as approved by a majority vote of the Lawrence-Douglas County Metropolitan Planning Commission at a regularly scheduled meeting, and;

One (1) elected official from the governing body of Baldwin City, Eudora, or Lecompton, located in Douglas County, as prescribed in the L-DC MPO Re-Designation Agreement signed on December 8, 2008, and following the rotation schedule noted below:

2009 Eudora

2010 Lecompton

2011 Baldwin City

Repeat cycle with annual changes made at the first meeting of the calendar year, and;

One (1) representative from KDOT as appointed by the Secretary of Transportation.

Non-Voting Members (5 people)

One (1) representative from the Federal Highways Administration (FHWA) Kansas Division Office selected by the Division Administrator, and;

One (1) representative from the Federal Transit Administration (FTA) Region 7 Office selected by the Regional Administrator, and;

One (1) representative from the University of Kansas selected by the KU Executive Vice Chancellor and Provost, and;

One (1) elected official from the governing body of Baldwin City, Eudora, and/or Lecompton not presently represented on the L-DC MPO by a voting member, as approved by a majority vote of the governing body of each city.

Non-voting members shall sit with the same rights and privileges as voting members (request agenda items, participate in discussions, advise the L-DC MPO, receive meeting packets, etc.) except that non-voting members shall not have the right to present resolutions, motions or second same, or to vote upon any motions or resolutions of the L-DC MPO Policy Board.

3.2 Policy Board Member Selections and Termination

All persons holding the above mentioned positions on the L-DC MPO Policy Board shall be selected as prescribed in the L-DC MPO Re-Designation Agreement dated December 8, 2008 and Section 3.1 of these L-DC MPO Policy Board Bylaws. Vacancies on the Policy Board shall be filled in this same manner.

A person's membership on the Policy Board shall be terminated upon the member leaving his or her position named for membership on the Policy Board, or by the group represented by the person choosing a replacement representative.

3.3 Alternates for Policy Board Members

Each Policy Board Member may provide the name of an alternate that can represent the Policy Board Member if he or she cannot attend a meeting. The alternate must be a member of the same body that the policy board member represents. Elected officials named to the Policy Board cannot send staff as an alternate. The Policy Board Member Alternate shall notify the MPO Chairperson with this information before a meeting is called to order, and the Chair shall announce the presence of the alternate member. The alternate for voting members will retain the voting privilege.

Policy Board members shall not send an alternate to more than 50% of regularly scheduled meetings in each calendar year. If this occurs then the seat of that member shall be considered vacant for the meetings after this limit is reached, and the MPO Chairperson shall notify the group represented by this member that their seat is vacant and ask for a replacement to be selected within 30 days. The seat on the Policy Board will remain vacant until a new representative is selected as prescribed in the L-DC MPO Re-designation Agreement dated December 8, 2008 and these L-DC MPO Policy Board Bylaws.

Section 4 Elected Officers

The elected officers of the L-DC MPO Policy Board shall be a Chairperson and a Vice-Chairperson.

4.1 Election of Chairperson and Vice-Chairperson

The first elected Chairperson and Vice-Chairperson shall be elected by the voting membership of the L-DC MPO Policy Board at a regularly scheduled meeting within six months of the execution of the L-DC MPO Re-Designation Agreement dated December 8, 2008 (by June 8, 2009). The terms for the Chairperson and Vice-Chairperson shall begin immediately upon their election.

For the first elected Chairperson and Vice-Chairperson the terms shall end on December 31, 2009. All other terms for the Chairperson and Vice-Chairperson shall coincide with a calendar year and be for one-year periods.

Elections for the Chairperson and Vice-Chairperson for the upcoming year shall take place before the current year ends.

The Chairperson and Vice-Chairperson positions shall be filled by voting members of the L-DC MPO Policy Board.

4.2 Chairperson

The Chairperson shall preside at L-DC MPO Policy Board meetings, appoint Policy Board representatives to subcommittees as needed, sign all L-DC MPO approved resolutions including resolutions approving required L-DC MPO documents, and sign the L-DC MPO approved self-certification agreement stating that the L-DC MPO has a planning process that complies with federal regulations.

4.3 Vice-Chairperson

The Vice-Chairperson shall serve as Chairperson in the absence of the Chairperson.

Section 5 Appointed Officers

5.1 MPO Secretary

The Lawrence-Douglas County Planning Director, or his or her designee, shall serve as the Secretary to the L-DC MPO Policy Board. The L-DC MPO Secretary shall perform secretary tasks as described in these bylaws, the Unified Planning Work Program, and other duties as assigned by the L-DC MPO Policy Board.

5.2 Other Appointed Officers

The L-DC MPO Policy Board may appoint other officers as necessary to perform MPO duties for the region. These appointments will be coordinated with the Lawrence-Douglas County Planning Director and the L-DC MPO Staff, and noted in the next amendment or approval of the Unified Planning Work Program, and documented in the Policy Board Meeting Minutes.

Section 6 Quorum

A quorum of the L-DC MPO Policy Board shall consist of a majority of the voting members (at least 4 of 7). The L-DC MPO Policy Board shall not conduct official actions in the absence of a quorum. A quorum is not lost when a member or members abstain from voting.

Should a quorum not be obtained within fifteen (15) minutes after the scheduled meeting time the Chairperson may adjourn the meeting. In that event, those members present may, by unanimous agreement, select another time to meet and instruct the MPO staff to arrange for the meeting to take place at that new time.

In the absence of the L-DC MPO Chairperson and Vice-Chairperson, but with a quorum of L-DC MPO Policy Board Members present, the MPO Secretary shall verify that a quorum is present and then call for the election of a Temporary Chairperson. That Temporary Chair shall preside over the meeting until it ends or until the elected Chairperson or Vice-Chairperson arrives. Upon the arrival of the elected Chairperson or Vice-Chairperson, the Temporary Chairperson shall relinquish the Chair upon conclusion of the business item immediately before the Policy Board.

Section 7 Policy Board Meetings

7.1 Regular Meetings

The L-DC MPO Policy Board shall meet in regular meetings not less than four (4) times per year. The location and time for regular meetings shall be as agreed to by a majority of the voting members. Locations for regular meetings shall be held at locations accessible by persons with disabilities. The L-DC MPO Secretary shall give public notice of regular meetings not less than seven (7) calendar days prior to the meeting. This public notice of regular meetings will at a minimum include the posting of the meeting agenda on the L-DC MPO web site and the availability of the meeting agenda at the L-DC MPO staff offices. Changes to meeting time, place or date and any cancellations of regular meetings shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.

7.2 Special Meetings

Either the Chairperson or a majority of the voting members may call Special Policy Board Meetings. The L-DC MPO Secretary shall give public notice of special meetings not less than seven (7) calendar days prior to the meeting. This public notice of special meetings will at a

minimum include the posting of the meeting agenda on the L-DC MPO web site and the availability of the meeting agenda at the L-DC MPO staff offices. In the event that the Chairperson or other caller of the meeting wishes to cancel or change the meeting time of a Special Policy Board meeting, advance notice of such cancellation or change shall be made as soon as practicable and at least twenty-four (24) hours prior to when such meeting was to have taken place. Locations for Special Policy Board meetings must be accessible to persons with disabilities.

7.3 Policy Board Actions

All official actions of the L-DC MPO Policy Board shall be by approval of resolutions or motions. Unless as otherwise required of these bylaws, approval of resolutions and motions shall be made by an affirmative vote of a majority of the quorum present at the meeting. Action by adoption of a resolution shall occur for all matters required by federal or state regulations for approval of agreements, contracts, budgets; organizational structure, planning documents, etc., and any other matters deemed by the L-DC MPO Chairperson to be of sufficient importance to warrant adoption by a formal resolution. All other actions of the Policy Board shall be by approval of a motion. A tie vote of the L-DC MPO Policy Board on a resolution or the lack of approval of a motion of a majority of a quorum present and eligible to vote shall be considered a denial of the resolution or motion. All official actions of the Policy Board shall be recorded in the meeting minutes and kept in the L-DC MPO permanent files. Verbatim transcripts are not required, but meeting minutes shall include an accurate summary of discussions and actions taken.

7.4 Voting Requirements

Each L-DC MPO Policy Board voting member shall have one vote. In the absence of a regular Policy Board voting member, the designated alternate shall have the voting power.

7.5 Agendas

Regular L-DC MPO Policy Board Meetings

There shall be an official agenda for every regular meeting of the Policy Board, which shall determine the order of business conducted at the meeting. The L-DC MPO Secretary will draft an agenda for each regular meeting, and this may be done in consultation with the Policy Board Chair if the Chair deems it necessary. The L-DC MPO Secretary shall be responsible for drafting the meeting agendas and sending them out to Policy Board Members in a timely fashion. Meeting agendas sent to Policy Board Members shall be accompanied by appropriate materials (e.g., staff reports, draft documents, etc.). Regular meeting agendas shall be distributed to Policy Board Members at least seven (7) calendar days in advance of the meeting. Upon delivery of the agenda to Policy Board Members the agenda shall be available for public inspection at the L-DC MPO staff offices and posted on the L-DC MPPO website as soon as possible.

Special L-DC MPO Policy Board Meetings

Special Meeting agendas are restricted to the business designated in the call for the meeting. The L-DC MPO Secretary will deliver agendas for those meetings to the Policy Board Members in a timely fashion.

7.6 Record of Proceedings

At all meetings of the L-DC MPO Policy Board, the L-DC MPO Secretary shall record a roll of members, minutes of proceedings, a record of votes, and shall keep a record of proceedings of the Policy Board. The L-DC MPO Secretary shall record the minutes of each meeting as a matter of public record and should present such minutes to the Policy Board for approval at the Board's next meeting. Approved Minutes of the Policy Board Meetings shall be available for public inspection at the L-DC MPO staff office and posted on the L-DC MPO web site within a week after their approval.

7.7 Call for Public Comments Before Policy Board Actions Are Taken

Before the MPO Policy Board takes a vote on an agenda item the Chair shall announce that the Policy Board is preparing to vote on that item and then ask those in attendance at the meeting if there are any public comments on the item. Persons with public comments on the item before the Board will be allowed to present those comments to the Board before they vote on the item. The Policy Board Chair may impose time limits on comments from one person or one organization.

7.8 General Public Comments

The Policy Board agenda for regularly scheduled meetings shall have a General Public Comment item at the end of the agenda. This item will allow persons to present public comments on items related to regional transportation planning and the work of the MPO. The Policy Board Chair will limit these comments from any one individual or organization to five minutes.

7.9 Parliamentary Authority

The L-DC MPO Policy Board may establish parliamentary rules for the Policy Board by a two-thirds vote of the voting membership (at least 5 of 7).

7.10 Appearance Before the L-DC MPO Policy Board

Petitioners or their representatives, members of the community at large, or individuals or their representatives who feel they will be affected by any L-DC MPO Policy Board action may appear before the Policy Board to present views and statements either for or against agenda items. Persons addressing the Policy Board must limit their comments to items on the agenda. The Policy Board Chair may impose time limits on comments from one person or one organization. The public may address their comments or concerns to the Policy Board in person or in writing.

7.11 Open Meetings

All meetings of the L-DC MPO Policy Board shall be open to the public.

7.12 Conflict of Interest

No member of the L-DC MPO Policy Board shall participate in, discuss or vote on a matter in which he or she has a substantial interest as defined by K.S.A. 75-4301a *et seq.* Should any member have such a substantial interest on a matter coming before the Policy Board or its committees, the Chairperson shall declare an abstention for each affected Policy Board member for that item on the agenda. During an item for which a member has declared an abstention because of a conflict of interest that member shall physically leave the meeting room.

Section 8 Staff Support for the L-DC MPO Policy Board

As described in the Re-Designation Agreement for the L-DC MPO dated December 8, 2008 the Lawrence-Douglas County Metropolitan Planning Office shall provide staff to the L-DC MPO for the completion of work task as outlined in the annual Unified Planning Work Program.

Section 9 Advisory Committees

The L-DC MPO Policy Board may designate advisory committees as necessary to investigate and report on specific subject areas of interest to the Policy Board, to assist and advise the Policy Board on the development of required MPO documents and processes, and/or perform duties related to MPO purposes required by the FHWA, FTA and/or KDOT. The Policy Board shall discuss the purpose of each advisory committee before it is designated and then designate it by a formal motion or resolution. The Policy Board will request that each advisory committee create bylaws stating the purposes of the committee and describing how it is to conduct business. Because the Technical Advisory Committee (TAC) is a creation of the MPO and an integral part of the MPO process, the bylaws for the TAC must be approved by both the TAC and the Policy Board. Bylaws for other advisory committees may be reviewed and approved by the Policy Board.

9.1 Technical Advisory Committee

The L-DC MPO Policy Board shall have a permanent advisory committee called the Technical Advisory Committee (TAC) to assist the L-DC MPO Policy Board with collecting information, performing technical reviews, formulating recommendations, setting priorities, drafting MPO documents, maintaining MPO processes, and other matters as directed by the L-DC MPO Policy Board. The TAC shall assist MPO Staff and the Policy Board in completing the work tasks described in the Unified Planning Work Program. The TAC will also perform duties and be part of MPO processes as described in the Public Participation Plan and other L-DC MPO documents and MPO related federal regulations and laws.

9.2 Additional Committees

Other advisory committees to the L-DC MPO Policy Board on metropolitan transportation planning related issues and processes may be designated by the majority vote of the L-DC MPO Policy Board.

Section 10 Sub-Committees

The L-DC MPO Chairperson may designate Policy Board members to serve on sub-committees with the consent of a majority of the Policy Board. The name and purpose of the sub-committee shall be designated by the Chairperson. These sub-committees may be composed of only Policy Board Members or be composed of Policy Board Members and others. No more than two Policy Board Members may serve on the same sub-committee. These sub-committees are to work on MPO items and then to report back to the full Policy Board. These sub-committees may be temporary or permanent. These sub-committees may work with MPO advisory committees and staff.

Section 11 Amendments to Bylaws

These bylaws may be amended by a two-thirds vote of the Policy Board voting membership provided that all Policy Board members have been notified in writing of the proposed change at least seven (7) calendar days in advance and the proposed amendments have been placed on the agenda. The Chairperson shall propose amendments to these bylaws whenever changes are made to the L-DC MPO Designation Agreement that make a Bylaws change necessary to avoid conflicts and/or confusion between the Bylaws and Designation Agreement. New amended Bylaws shall be delivered to Policy Board members (both voting and non-voting) at or before the next regular Policy Board meeting following the approval of the Bylaws amendments.