

PALM BEACH METROPOLITAN PLANNING ORGANIZATION



GOVERNING BOARD BY-LAWS

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Chair, Palm Beach Metropolitan Planning Organization

Approved: February 18, 2016

These by-laws repeal the *RULES OF THE METROPOLITAN PLANNING ORGANIZATION OF PALM BEACH COUNTY FOR THE WEST PALM BEACH URBAN STUDY AREA*, last revised March 20, 2014.

PALM BEACH MPO GOVERNING BOARD BY-LAWS

1. PURPOSE

The by-laws facilitate efficient conduct by the Palm Beach Metropolitan Planning Organization (MPO) Governing Board as it leads in the planning, prioritizing and funding of a connected, efficient and dependable multimodal transportation system for all of Palm Beach County that represents local values and supports economic growth.

2. AUTHORITY

The federal government, under the authority of Title 23 United States Code (USC) §134 and Title 49 USC §5303, requires each metropolitan area, as a condition for the receipt of federal capital or operating assistance, to have a continuing, cooperative, and comprehensive transportation planning process that results in plans and programs consistent with the comprehensively planned development of the metropolitan area.

Further, Title 23 USC §134 and Title 49 USC §§5303-5305 and Section 339.175, Florida Statutes (F.S.), provide for the creation of Metropolitan Planning Organizations to develop transportation plans and programs for urbanized areas;

Finally, pursuant to Titles 23 USC §134(d), 49 USC §5303, 23 CFR §450.310(b), and Section 339.175(2), F.S., the Palm Beach MPO was designated by the Interlocal Agreement attached as Exhibit A, and as may be amended from time to time, between the Governor and units of general purpose local government representing at least 75 percent of the affected population in the Palm Beach County urbanized area.

3. DEFINITIONS

A. MPO - The Palm Beach Metropolitan Planning Organization (MPO), which serves as part of the Miami Urbanized Area Transportation Management Area (TMA).

B. Interlocal Agreement – The agreement executed by the Governor and units of general purpose local government representing at least 75 percent of the affected population in the Palm Beach County urbanized area which formally designates the MPO, as it may be amended from time to time.

C. MPO Governing Board – The policy-making body for the MPO responsible for coordinating the cooperative decision-making process of the MPO's actions and taking required actions as the MPO.

D. Governing Board Member – A unit of General Purpose Local Government or an agency that operates or administers a major mode of transportation with voting membership on the MPO pursuant to the Interlocal Agreement.

E. Representative – An elected official appointed by a Governing Board Member to exercise its voting membership on the MPO Governing Board.

F. Alternate - An elected official appointed by a Governing Board Member to exercise its voting membership on the MPO Governing Board in the event the Representative is not in attendance.

G. Robert's Rules of Order – *Roberts Rules of Order, Simplified and Applied (3rd Edition)*.

4. INTERPRETATIONS

If any provision of these by-laws conflicts with the Interlocal Agreement that designates the MPO, the Interlocal Agreement shall control. Furthermore, all provisions contained in these by-laws shall be interpreted to be consistent with applicable state and federal law and the MPO's Public Involvement Plan (PIP). In the event of a conflict, state or federal law and the PIP shall control.

5. MEMBERSHIP

A. Number of Governing Board Members

The number of Governing Board Members for the MPO shall be as determined by the Interlocal Agreement, as amended.

B. Representatives

Each Governing Board Member shall designate a Representative and notify the MPO in writing of this designation. The qualifications of Representatives shall be as specified in the Interlocal Agreement.

C. Alternates

Each Governing Board Member shall designate an Alternate(s) and notify the MPO in writing of this designation. The Alternate must meet the same qualifications as a Representative. An Alternate may serve as a Representative for the Governing Board Member during any meeting or portion of a meeting where that Governing Board Member's Representative is not in attendance.

D. Term of Office

Representatives and Alternates shall serve until the MPO has been notified in writing of a new designation by the Governing Board Member or until his/her earlier death, resignation, disqualification, incapacity to serve, or removal in accordance with the law.

6. OFFICERS

A. Officers Defined

The officers of the MPO shall consist of a Chair and a Vice-Chair.

B. Elections

The officers shall be elected annually at the last regularly scheduled meeting of the calendar year. The newly elected officers shall take office at the first regularly scheduled meeting of the following calendar year. Additional elections may be held as necessary if an officer cannot carry out his/her duties and complete the remainder of the appointed term.

C. Officer Criteria

The Chair must have served on the MPO Governing Board as a Representative for a minimum of one year prior to taking office. All officers must have completed the MPOAC Institute training program for elected officials, attended a national Association of MPOs (AMPO) Conference, or received similar training. The training criteria can be waived by majority vote of the MPO Governing Board.

D. Terms of Office

The term of office for officers shall be one (1) calendar year.

E. Duties of Officers

The Chair shall call and preside at MPO Governing Board meetings, set the order of business for each meeting and sign official documents for the MPO. In the Chair's absence, the Vice-Chair shall preside and complete all other duties of the Chair. In the absence of both the Chair and the Vice-Chair, the Representatives present shall elect a Chair Pro-Tem to preside and complete all other duties of the Chair.

In the event that the Chair is unable to carry out his/her duties for the remainder of the term, the Vice-Chair shall automatically become Chair and a new Vice-Chair shall be elected for the remainder of the term.

F. Agency clerk

The MPO Executive Director shall act as the Agency Clerk pursuant to Section 339.175(2)(e), F.S.

7. MEETINGS

A. Regular Meetings

Meetings will be held on the third Thursday of each month, except as noted on the meeting calendar published to the public on the MPO website. The Chair may cancel regular meetings should there be insufficient business on the MPO's tentative agenda or a lack of anticipated quorum.

B. Special Meetings

Special meetings may be called by the Chair with three (3) day notice. Whenever possible, at least seven (7) day notice shall be given.

Workshops may be called from time to time and shall not require a quorum; however, all workshops shall be noticed in the same manner as regular meetings of the MPO Governing Board. No official actions may be taken at a workshop.

C. Quorum

A quorum of the MPO Governing Board shall be constituted by the presence of a majority of Representatives or Alternates of the MPO Governing Board Members. Only designated Representatives or Alternates physically present shall count toward establishing a quorum.

D. Attendance

Each Representative shall be expected to attend each regular meeting. It shall be the obligation of the Representative to provide at least 24-hours advance notice to the MPO when the Representative will not be attending a meeting. It shall be the obligation of a Representative to provide reasonable notice to the Alternate when the Representative will not be attending a meeting. An absence without advance notice or without having an Alternate in attendance will be considered unexcused.

When a Representative or alternate for a Governing Board Member does not attend three (3) consecutive regular meetings, the MPO Executive Director will send a letter to the chief

elected officer of the Governing Board Member indicating the number of absences and requesting reaffirmation or reappointment of the Governing Board Member's Representative.

E. Agenda

The agenda is a published list of items for consideration (action items) or discussion (information items) at a meeting. The agenda and any backup material for an MPO Governing Board meeting shall be published to the public on the MPO website seven (7) days prior to the meeting or as early as practicable. Only when special extenuating circumstances warrant, a Representative, Alternate, or the MPO Executive Director may propose an additional item(s) for the agenda prior to adoption of the agenda for a given meeting, subject to approval by a majority of the Representatives/Alternates at the meeting; provided that consideration of such item(s) is consistent with the MPO's Public Involvement Plan noticing requirements.

Organizations wishing to make a presentation to the MPO Governing Board must contact the Executive Director at least ten (10) days prior to the meeting. The Executive Director shall consult with the Chair to determine if the presentation should take place during the public comment period or be added as a regular agenda item. Presentations added to the regular agenda shall be limited to ten (10) minutes or as allowed by the Chair.

F. Voting Procedures

The Chair and any Representative may call for a vote on any issue, provided that it is seconded and within the purposes set forth on the agenda. Representatives must be physically present to vote. At any given meeting, if a Representative(s) is absent, the Alternate(s), may vote in place of the absent Representative(s).

Voting shall be by voice but the minutes shall contain sufficient detail to record the vote of each Representative/Alternate. A Roll Call vote shall be held upon the request of the Chair, a Representative, or the MPO Executive Director. A tie vote shall be interpreted as a failure to pass.

Any Representative who voted on the prevailing side may make a motion for reconsideration at the meeting during which the vote was taken or at the next regularly scheduled meeting unless the action for which the vote was taken has been completed by the next regularly scheduled meeting and cannot be undone. A Representative desiring to request reconsideration of a matter shall advise the Executive Director no less than ten (10) days prior to the meeting. The Executive Director shall endeavor to provide notice of the request to the MPO Governing Board Members prior to the meeting. Any Representative who was not present at the meeting at which the vote was taken shall be deemed to be on the prevailing side unless the absence was unexcused. A motion to reconsider cannot be renewed if it has been voted on and defeated except by unanimous consent of those present at the meeting.

In the absence of any direction from these by-laws or other duly adopted voting procedures pursuant to certain approval actions, Robert's Rules of Order will designate procedures governing voting over any MPO Governing Board, advisory committee, subcommittee or ad hoc committee meeting. In the interest of efficiency or flexibility, a majority consensus of the MPO Governing Board may approve departures from Robert's Rules of Order.

Proxy and absentee voting are not permitted.

G. Public Comment Procedures

All MPO Governing Board meetings shall be open to the public. Members of the public are permitted to speak on any topics not on the Agenda during the General Public Comment period by providing a Speaker Card to the Executive Director or designee prior to the commencement of the meeting. Members of the public are allowed to speak on agenda items following presentation of the item to the MPO Governing Board but prior to Representative discussion, by providing a Speaker Card to the Executive Director or designee prior to the presentation of the item. Public comment shall be limited to three (3) minutes. The deadlines for submitting a Speaker Card and time limits for public comment may be waived by the Chair.

H. Florida's Open Meetings Law

Every Representative/Alternate shall comply with the State's Open Meetings Law. A Representative/Alternate shall report potential conflicts, file a memorandum of voting conflict, and recuse himself/herself from voting or discussing issues on which the Representative/Alternate has an identified conflict of interest. This also includes not discussing current board items or other matters that may foreseeably come before the MPO Governing Board for action with other members outside of a noticed meeting.

8. MPO BOARD COMMITTEES

As necessary, the MPO Governing Board may establish a committee of Representatives and/or Alternates to investigate and report on specific subject areas of interest to the MPO Governing Board.

An MPO Board Committee shall consist of at least three (3) Representatives and/or Alternates. A majority of the committee members must be physically present for the committee to take formal action. The committee shall meet and establish a chair and vice-chair. The chair or vice-chair shall report to the MPO Governing Board at its next regular meeting on the committee's activities.

An MPO Board Committee's authority shall be limited to making recommendations regarding items to be considered by the MPO Governing Board.

9. ADVISORY COMMITTEES AND AD HOC COMMITTEES

The MPO Governing Board relies on the standing advisory committees as outlined below to review and make recommendations regarding items to be considered by the MPO Governing Board. No advisory committee member may serve on more than one advisory committee to the MPO Governing Board at any time; however, advisory committee members may serve on more than one ad hoc committee in addition to serving on an advisory committee.

A. Technical Advisory Committee (TAC)

The TAC is made up of representatives of local governments, aviation departments, seaport departments, public transit departments/agencies, the School District of Palm Beach County, and other entities as deemed appropriate by the MPO Board and as required by Section 339.175(d), F.S. Membership and conduct are established by separate by-laws adopted by the MPO Governing Board.

B. Citizen's Advisory Committee (CAC)

The CAC is responsible for providing the MPO Governing Board with a "citizen's eye" view of ongoing transportation issues in Palm Beach County. Members are appointed by the MPO Governing Board according to required special designations in accordance with Section 339.175(e.)1., F.S. and other categories as identified by the MPO Governing Board. Membership and conduct are established by separate by-laws adopted by the MPO Governing Board.

C. Bicycle, Greenway, Pedestrian Advisory Committee (BGPAC)

The BGPAC is comprised of county and municipal planners; school district; health department; law enforcement; and bicycle advocacy groups selected from a variety of disciplines in order to address the comprehensive effort in implementing bicycle, greenway and pedestrian programs and initiatives. Membership and conduct are established by separate by-laws adopted by the MPO Governing Board.

From time to time an advisory committee or the Executive Director may form an ad hoc committee for the purpose of investigating specific subject areas of interest. Ad hoc committees shall report to the advisory committee(s) on their activities at the next available meeting.

10. LOCAL COORDINATING BOARD (LCB)

The MPO Governing Board is the Designated Official Planning Agency (DOPA) for the Palm Beach County Transportation Disadvantaged program, as designated by the Florida Commission for the Transportation Disadvantaged. In accordance with Section 427.0157, F.S., all members of the Local Coordinating Board (LCB) shall be appointed by the DOPA. Membership and conduct are established by separate by-laws adopted by the LCB.

The LCB is an advisory body to the Commission for the Transportation Disadvantaged and identifies local service needs and provides information, advice and direction to the Palm Beach County Community Transportation Coordinator (CTC) on the coordination of services to be provided to the transportation disadvantaged through the Florida Coordinated Transportation System.