

**CAPITAL REGION TRANSPORTATION PLANNING AGENCY
AMENDED BY-LAWS, PROCEDURES,
AND POLICIES**

November, 2006

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A. Preamble. The following sets forth the By-Laws, Policies and Procedures that shall serve to guide the proper functioning of the urban transportation planning process for the Capital Region Transportation Planning Agency.

B. CRTPA By-Laws

B-1. Membership and Board Membership

(1) As designated by the Governor of the State of Florida, and as reflected in Section 4.01(a)(1) of the May 12, 2005, Interlocal Agreement, the CRTPA shall consist of voting representatives from Leon County, the City of Tallahassee, the Leon County School Board, Gadsden County, Wakulla County, the City of Midway, the Town of Havana, and the City of Quincy, and one non-voting representative from the Department of Transportation. The weighted vote of the voting members is as follows:

Leon County	42
City of Tallahassee	42
Leon County School Board	1
City of Midway	1
Town of Havana	1
City of Quincy	2
Gadsden County	5
Wakulla County	6

As provided in Section 4.01(a)(1) of the Interlocal Agreement, Leon County and the City of Tallahassee may designate the number of members of their respective commissions to serve as members of the Board. Additionally, as provided in Section 4.02 of the Interlocal Agreement, Gadsden County and the Cities of Midway and Quincy and the Town of Havana have the option to consolidate their memberships and weighted vote into one or more memberships.

(2) The City of Tallahassee and Leon County Commission have each designated all members of their respective commissions to serve as members of the CRTPA Board. The Gadsden County and the Cities of Midway and Quincy and the Town of Havana have not opted to consolidate their memberships and weighted vote into one or more memberships. Accordingly, the number of “votes” allocated to each Board member shall be as follows:

<u>Member</u>	<u>Board Members</u>	<u>Votes Each</u>
City of Tallahassee City Commission	5	8.4
Leon County Board of County Commissioners	7	6
Leon County School Board	1	1
Wakulla County Board of County Commissioners	1	6
Gadsden County Board of County Commissioners	1	5
City of Quincy City Commission	1	2
Town of Havana Town Council	1	1
City of Midway City Commission	1	1

The City of Tallahassee and Leon County commissions may change the number of their members to serve as members of the CRTPA Board no more than once annually. Similarly, the Cities of Midway and Quincy and the Town of Havana may consolidate their memberships and weighted vote, or reverse such consolidation, no more than once annually.

(3) Board members from participating governments which have one voting member may designate an alternative member of that government to vote in the absence of the appointed member. Such designation may be changed no more frequently than annually, unless the alternate leaves office. No Board Member may vote by proxy.

(4) As provided by Section 6.04 of the Interlocal Agreement, the Board may delegate authority to one or more of its members to act on behalf of the Board and may delegate certain duties to the Executive Director.

(a) Delegation to one or more Board Members shall be pursuant to a majority vote of the Board, which shall identify the member(s) to whom authority is delegated, specify the scope (and time period if appropriate) for the delegation, and whether action of the Board member(s) shall be subject to Board ratification or approval. Any such delegation shall be subject to the requirements of the Sunshine Law, when applicable. The scope and time period of the delegation shall be appropriate for the intended purpose, and shall be limited as necessary to comply with law. When practicable, the action of the Board members shall be subject to Board ratification or approval.

(b) Delegation to the Executive Director shall be pursuant to a majority vote of the Board, which shall specify the scope, direction and purpose for the delegation and whether the action of the Executive Director shall be subject to ratification or approval of the Board, Board members or the Chairperson. Delegation to the Executive Director shall be subject to such limitations in scope, direction and supervision by the Board as appropriate for the intended purpose and as necessary to comply with law.

B-2. Membership Term of Office

(1) The membership and terms of elected officials as voting members of the CRTPA Board shall be as prescribed in Section 339.175(3)(b), Florida Statutes, and Sections 4.01 and 4.02 of the Interlocal Agreement. Board members from participating governments which have one voting member may appoint a substitute member to serve as a member of the CRTPA Board no more frequently than once annually, unless the member leaves office.

B-3. Officers and Duties

(1) The CRTPA Board shall hold an annual organizational meeting no later than the last Board meeting of the calendar year for the purpose of electing the following officers from its voting membership:

- Chairperson
- Vice-Chairperson
- Representative to the Florida Metropolitan Planning Organization Advisory Committee
- Alternate representative to the Florida Metropolitan Planning Organization Advisory Committee

The Chairperson and Vice-Chairperson shall be members of different member governments.

(2) Officers shall be elected by a majority of the votes of members present at the organizational meeting and shall serve a term of one year.

(3) The Chairperson shall preside at all meetings. In the event of the Chairperson's absence, or at the Chairperson's direction, the Vice-Chairperson shall assume the powers and duties of the Chairperson. In the absence of both a Chairperson and Vice-Chairperson at a regular or special Board meeting, a temporary Chair shall be elected by majority vote at said meeting to serve as Chairman of the meeting, for this meeting alone. The Chairperson shall:

- (a) Sign, on behalf of the MPO, resolutions, contracts, deeds, certifications, vouchers and all other instruments whether relating to real or personal property or otherwise;
- (b) Appoint subcommittees as needed;
- (c) Approve or revise the final agenda presented by the Executive Director;
- (d) Accept agenda items from other MPO members, with advice of the Executive Director and the Management Oversight Committee to ensure that the addition is submitted on a timeline that allows them to be fully staffed and distributed with the regular agenda materials;
- (e) Have authority to approve CRTPA expenditures of greater than \$5000, but no greater than \$25,000;
- (f) Have authority to approve certain personnel actions, such as salary adjustments, disciplinary actions, and final approval of staff evaluations completed by the Executive Director;
- (g) Perform such other duties as, from time to time, may be assigned by the Board.

(4) In the event of the permanent inability of the Chairperson or Vice-Chairperson of the CRTPA to serve, a new officer will be elected from the membership at the next meeting.

B-4 Administration

The administration of the CRTPA shall be as set forth in Sections 6.01 through 6.03 of the Interlocal Agreement. The Chairperson shall serve as the principle administrative officer of the Board. The Management Oversight Committee shall provide oversight of the Executive Director and perform other management oversight functions as approved by resolution of the Board. The Executive Director shall serve as the principal administration of MPO operations and staff, and shall have responsibility for advising the Management Oversight Committee and the Board regarding official MPO business and administration.

Management Oversight Committee

(1) The Management Oversight Committee shall consist of:

- (a) Tallahassee City Manager
- (b) Leon County Administrator
- (c) Wakulla Administrator
- (d) Gadsden County Administrator

(2) The Management Oversight Committee shall serve at the pleasure of the Board and shall report to the Board. The Management Oversight Committee shall have such administrative, management, and supervisory oversight authority as prescribed by the Board through resolution, including:

- (a) Supervising recruitment efforts for the Executive Director position,
- (b) Hiring and dismissal of the Executive Director, with approval from the CRTPA Board,
- (c) Administering the Annual Performance Evaluation of the Executive Director
- (d) Overseeing the work product of the Executive Director,
- (e) Reviewing budget recommendations prior to submittal to the Board, and
- (f) All other management oversight functions as approved in resolution of the Board.

The Management Oversight Committee will conduct the annual performance evaluation of the Executive Director and deliver their findings to the Chairperson and the Board for its review, comments, and approval.

(3) The City of Tallahassee City Manager and Leon County Administrator will serve as principle administrative officers of the Management Oversight Committee and will lead the oversight functions on a regular basis. However, the entire Management Oversight Committee shall be involved in the recommendation to employ or dismiss the Executive Director. The Management Oversight Committee will put in place any additional procedures needed for how it will be governed in its daily decision making process.

Executive Director

- (1) The Executive Director shall serve at the pleasure of the Board and shall report to the Chairperson. CRTPA staff will report directly to the Executive Director and serve at the pleasure of the director. The Executive Director shall have authority to:
 - (a) Approve expenditures for the normal operations of staff not to exceed \$5000;
 - (b) Approve of routine staff travel;
 - (c) Hire, fire, assign duties to, and evaluate CRTPA staff, subject to review and concurrence of the Chairperson; and
 - (d) Sign routine communications with local, state and federal agencies, except in those instances when the signature of the chair is required.

General Counsel

- (1) The CRTPA General Counsel shall serve at the pleasure of the Board and shall perform such duties as are assigned by the Board, the Chairperson or the Executive Director.

B-5 Meetings

- (1) Regular meetings of the CRTPA shall be held as needed in the Tallahassee City Commission Chambers or other locations designated by the Chairperson. Regular meetings will be held no less frequently than every two months, or six times a year.
- (2) Meetings will be held on the third Monday of any given month and such other times as scheduled by the Chairperson. Meeting dates will be adjusted by the Chairperson to accommodate holidays or other conflicts.
- (3) Special meetings may be called by the Chairperson.
- (4) There must be majority representation to constitute a quorum for the transaction of business. An affirmative vote shall consist of a majority vote of the total quorum present.
- (5) Agenda materials for the CRTPA meetings shall be distributed to Board Members no later than seven days prior to the meeting, unless otherwise decided by the Chairperson. Supplemental materials shall be provided to the Board Members as soon as practicable.
- (6) Meetings will be open to the public. Any group which so requests in writing, will be notified of CRTPA meetings.
- (7) Meetings will be open to the public. Citizen comments and suggestions are encouraged.
- (8) The most current edition of Roberts Rules of Order Revised is the adopted rule of meeting procedure. The Chairperson (or the Vice Chairperson when serving as Chairperson) shall preside at all meetings and shall either serve as the “parliamentarian” or designate another Board Member to serve as “parliamentarian.” The CRTPA General Counsel shall advise the Chairperson and the Board at the direction of the Chairperson.
- (9) CRTPA meetings will be recorded and minutes will be prepared.

(10) Upon the seconding of a motion for discussion purposes, comments from members will be limited to three minutes for that motion. Subsequent motions will allow members an additional three minutes each for discussion.

(11) Where a Super-Majority Vote is required by the Interlocal Agreement or CRTPA By-Laws, such Super-Majority Vote shall be defined as two-thirds of the vote of the Board members in attendance and no less than 50.1 votes, regardless of the number of members in attendance.

(12) The Executive Director shall serve as the clerk of the CRTPA.

B-6 Citizen Participation at Board Meetings

(1) Citizen comments will be accepted during the meeting.

(2) Citizens may speak on issues related to the approved agenda or any issue for which the CRTPA has the statutory authority to act upon.

(3) Citizens will complete a Request to Speak card. If the citizen is unable to complete the card, s/he will be assisted by the CRTPA staff.

(4) Citizens will be allowed to speak for three minutes.

(5) Large groups of citizens wishing to speak are encouraged to designate a spokesperson to represent their views.

B-7 By Law Amendments

The CRTPA By-Laws may be amended by a majority vote of the CRTPA. Proposed amendments shall be considered at the annual organizational meeting or at any other CRTPA meeting with thirty (30) days notice of the proposed amendment. The CRTPA Board may adopt resolutions as necessary to implement, supplement or clarify the CRTPA By-Laws, but shall not substantively alter the policies or procedures contained in the By-Laws except upon a Super-Majority Vote. No less often than annually, the Board shall consider amendments to the By-Laws to incorporate prior resolutions issued by the Board, as appropriate.

B-8 Creation of Committees

The following committees have been created by the CRTPA, are ratified herein and shall serve as standing committees, with membership subject to appointment by the CRTPA Board:

(1) The Technical Advisory Committee, which shall function as provided in Section 339.175(5)(d) and (7)(b), Florida Statutes, and as otherwise directed by the CRTPA Board.

(2) The Citizens Advisory Committee, which shall function as provided in Section 339.175(5)(e)1. and (7)(b), Florida Statutes, and as otherwise directed by the CRTPA Board.

(3) The Bicycle and Pedestrian Advisory Committee, which shall function xxx.

C. CRTPA General Policies

(1) The CRTPA agenda will include sections for Action, Information, and Citizen Involvement. Agenda items for Board action will be divided into consent, discussion and action sections.

(2) The CRTPA agenda will be limited to required items only as determined by the Chairperson. Board Members are requested to coordinate with the Executive Director on those items that they wish to have considered, so that they can be adequately staffed prior to being heard by the Board.

(3) The Executive Director is directed to assist the Chairperson in scheduling important matters for Board consideration, where practicable, for at least one discussion meeting prior to scheduling the matter for Board action at a subsequent meeting. Notwithstanding the foregoing, unless otherwise provided by law, Board action shall not be delayed nor subject to challenge simply because it was acted upon at the same meeting at which it was first discussed by the Board. Workshops, retreats and delegated subcommittees of Board Members shall also be considered as methods of exchanging information and opinions on and focusing the analysis of important matters that may later come before the Board for action.

(4) No other governmental organization shall preclude the scheduled convening or adjournment time of the CRTPA.

D. CRTPA Specific Policies

(1) Any policy that affects planning efforts and not administration nor procedural policies of the CRTPA shall be adopted solely by resolution and not become part of these bylaws. Examples of this are resolutions that promote bicycle and pedestrian transportation, preservation of right-of-way, and consideration of the needs of the Transportation Disadvantaged in plan development. All resolutions will be kept in a separate section of each member's agenda book for reference purposes.

(2) A supermajority vote will be required by the CRTPA when amending, adding, or deleting projects from the Transportation Improvement Program, the Priority Project List, any Project Development and Environment Study, and any intersection improvement study requiring the approval of the CRTPA.

E. Modifications to the Long Range Transportation Plan

(1) A request to amend the Long Range Transportation Plan may be initiated by the Citizen's Advisory Committee, the Transportation Technical Coordinating Committee, the CRTPA, or another governmental agency. Members of the CRTPA will be notified of a request to amend the Long-Range Transportation Plan.

(2) A request to amend the Long Range Transportation Plan will be reviewed by the Transportation Technical Coordinating Committee to determine the technical applicability of the proposal for plan inclusion or removal and the TCC recommendation, CRTPA Staff recommendation, and the recommendation of the Transportation Technical Coordinating Committee will be forwarded to the CRTPA.

(3) If the CRTPA determines that the proposed amendment should be considered, the CRTPA may initiate the following plan amendment process that will be in compliance and consistent with procedures established in Chapter 339 Florida Statutes and all applicable federal code.

(3) In addition to the required public notification and public hearing of the plan amendment(s), efforts to communicate the plan amendment to the traditionally underserved (populations protected by Title VI of the Civil Rights Act of 1964) will be made and documented.

F. Funding of the CRTPA

(1) Each member government shall pay a proportional share of the operating costs of the CRTPA, over and above the amount annually provided by federal and state sources. Proportional costs are based on population and stipulated in the interlocal agreements forming the CRTPA.

The CRTPA staff will perform only those services required by applicable Federal Code and State Statute. If tasks are requested by the CRTPA that are not part of the statutory duty of the CRTPA staff, additional funding will be provided by the member governments.

(2) An estimate of the amount will be made known in the annual Unified Planning Work Program, prior to July 1. Concurrent with the adoption of the Final Unified Planning Work Program the CRTPA will adopt its budget. The Unified Planning Work Program is the de facto budget of the CRTPA.

(3) Payment of funds by participating governments will be made to the CRTPA no later than December 31.