

**BYLAWS
KALAMAZOO AREA TRANSPORTATION STUDY
TECHNICAL COMMITTEE**

ARTICLE I - PURPOSE

SECTION 1. Responsibility

The purpose of the Kalamazoo Area Transportation Study (KATS) Technical Committee is to provide technical advice, recommendations, assistance, and proposals concerning all aspects of engineering, planning, analysis, operations, development, funding, and implementation of the transportation system or transportation related activities addressed by KATS. This purpose shall specifically include the consideration and development of actions concerning the technical aspects of the development and conduct of the continuing, cooperative, and comprehensive (3C) transportation planning process carried out in accordance with applicable federal legislation.

This advice and other actions will be provided to, and for consideration by, the Policy Committee on matters of transportation policy, programs, and process and may be provided to the Policy Committee and/or the Director, acting as representative of, or agent for, the Policy Committee on matters of technical process, analysis, or program direction and administration.

These actions will cover all aspects of activity undertaken by KATS. The technical aspects of the process shall include, but not be limited to, the following:

- the development of transportation plans and programs;
- the development of related processes;
- the collection and analysis of data;
- the coordination of transportation facility implementation and operation;
- the review and evaluation of transportation related activities, projects, and programs;
- intergovernmental coordination and cooperation aspects of transportation; and
- all related activities as selected to be addressed by or as defined by the Policy Committee.

ARTICLE II - MEMBERSHIP

SECTION 1. Voting Members

The Committee membership shall consist of representatives from the local governmental units and local and state agencies in the KATS Metropolitan Area Boundary with responsibilities in the areas of transportation, planning, and/or administration. By nature of its duties, the KATS Technical Committee is intended to have a flexible size, giving it the ability to enlist a wide range of technical expertise. All local governmental units within the KATS Metropolitan Area Boundary shall be eligible to be a voting member of the Technical Committee.

Addition of a voting member, outside of already eligible agencies, shall follow procedures required for a bylaw amendment.

Agencies shall designate their voting members and alternates in writing to KATS , if changed from prior year.

SECTION 2. Non-Voting Members

Designation of non-voting members shall be by simple majority of voting members present at any regularly scheduled meeting. Non-voting members can and are encouraged to participate in all discussions. Non-voting members can recommend the consideration of motions, however, may not specifically make a motion. Standing non-voting members of the Technical Committee are listed in Appendix C. Addition of non-voting members shall not be considered to constitute a change in the bylaws.

SECTION 3. Alternate Representatives

Local governmental units, and local and state agencies with membership on the Technical Committee may designate a duly qualified individual, meeting the qualifications of a voting member, by name and in writing as an alternate representative(s). A list of alternate representatives shall be maintained and kept current. Alternates of voting members shall be eligible to vote in the absence of that member. Alternates are encouraged to attend all meetings and fully participate in discussion. The number of alternates designated by each agency or department shall be limited to *twice* their total number of representatives.

SECTION 4. Member Attendance

A voting member or their designated alternate shall not miss more than three (3) meetings throughout the calendar year or the governmental unit or agency shall relinquish that member's voting status on the committee. Member attendance shall be reviewed each January by the Technical Committee and appropriate changes to the voting membership made. Members that lose their voting membership become non-voting members and will have their voting membership reinstated upon attendance of three (3) consecutive regular Technical Committee meetings

SECTION 5. Assignment of Votes

Each PA 51 governmental unit shall be assigned one vote. Those receiving more than one vote, due to populations greater than 20,000, are listed within Appendix A. The population used shall be based on the most recent federal decennial census and updated in accordance with the official release of new data. Special consideration for assignment of voting membership to multi-jurisdictional organizations, transit agencies, and other local organizations are outlined in Appendix B. Each non PA 51 agency shall be allowed 1 voting membership.

ARTICLE III - OFFICERS

SECTION 1. Officers

The Technical Committee shall have a Chairperson and a Vice-Chairperson.

SECTION 2. Duties of the Chairperson

The Chairperson shall preside at all meetings, appoint such committees as shall be deemed necessary, appoint standing committees with the approval of the voting membership, represent the Technical Committee at Policy Committee meetings, and perform such other duties as may be delegated by the

membership. The Chairperson shall have the full right to propose motions and to vote on all motions and resolutions. The Chairperson shall be an ex-officio member on all committees.

SECTION 3. *Duties of the Vice-Chairperson*

The Vice-Chairperson shall preside at meetings in the absence of the Chairperson and perform such other duties as may be delegated by the Chairperson or the membership.

SECTION 4. *Election of Officers*

Election of officers of the Technical Committee shall be every other year at the January meeting, or as soon as possible thereafter.

SECTION 5. *Vacancy of Office*

If a vacancy occurs in any office during the term of office, the membership may fill the vacancy at any regular meeting by a simple majority vote of those present, with at least a quorum of the voting membership present at such meeting.

SECTION 6. *Terms of Office*

The term of office shall be for two (2) calendar years or until a successor is elected.

SECTION 7. *Nomination of Officers*

The Chairperson shall at the November meeting, or as soon as possible thereafter, appoint a Nominating Committee to present nominations for the offices of Chairperson and Vice-Chairperson (at the January meeting). Nominations for each office may be presented from the floor with the consent of the nominees.

ARTICLE IV - MINUTES AND RECORDS

SECTION 1. *Executive Director*

The Kalamazoo Area Transportation Study Executive Director (Director) shall be responsible for developing a record of all meetings of the Technical Committee including all plans, programs, and other materials presented to the Committee. The Director shall also notify the Technical Committee of all meetings and provide an agenda for each meeting. The Director may assign KATS staff to assist.

ARTICLE V - SUBCOMMITTEES/ADVISORY COMMITTEES/TASK FORCES

SECTION 1. *Establishing Subcommittees/Advisory Committees/Task Forces*

The Technical Committee may establish such Subcommittees, Advisory Committees, and/or Task Forces as it deems necessary or appropriate. Membership on such Subcommittees, Advisory Committees, and/or Task Forces is not limited to members of the Technical Committee.

SECTION 2. Standing Subcommittees/Advisory Committees/Task Forces

Standing Subcommittees, Advisory Committees, and/or Task Forces shall be established by the approval of the voting membership. Standing Subcommittees, Advisory Committees, and/or Task Forces may develop their own bylaws; such bylaws shall be subject to the approval of the Technical Committee and Policy Committee. The Chair of a Standing Subcommittee, Advisory Committee, and/or Task Force will periodically present a report to the Technical Committee as merited and appropriate.

ARTICLE VI - MEETINGS

SECTION 1. Regular Meetings

The schedule of regular meetings of the Technical Committee shall be established at the December Technical Committee meeting, or as soon as possible thereafter. Meetings shall take place at a time and location established by the Technical Committee. The schedule for and development of materials may merit changes in meetings and such changes shall be communicated by the Director in accordance with *Article VI, Section 3, Changes in Meetings*, and Noticed in accordance with *Article VI, Section 5, Notice of Meetings*.

SECTION 2. Special Meetings

Special meetings may be called by the Director or Chairperson, by a majority vote of the membership, or by request to the Director or Chairperson by three (3) or more voting members of the Technical Committee. A record of the request for a special meeting shall be maintained by the Executive Director.

SECTION 3. Changes in Meetings

Cancellation or changes in the date of scheduled meetings, or special meetings of the Technical Committee shall be communicated to the members as promptly as practical.

SECTION 4. Open Meetings

All meetings shall be open to the public.

SECTION 5. Notices of Meetings

Notices of all regular meetings (including agenda) shall be communicated to the members no later than five (5) business days prior to the meeting. Notices of special meetings may be communicated to members by telephone and/or e-mail.

SECTION 6. Agendas

An agenda shall be sent to the membership no later than five (5) business days prior to a meeting. The Director has the responsibility of determining the Technical Committee agenda. Any voting member of the Technical Committee may contact the Director and request the inclusion of a specific agenda item.

ARTICLE VII - RULES

SECTION 1. General

Except where specific rules and procedures are set forth herein, as may be or otherwise promulgated, the 10th edition of *Robert's Rules of Order* shall govern the conduct of all meetings. It shall be the responsibility of the Chairperson to assure proper meeting procedures.

SECTION 2. Quorum

A quorum must be present before any formal action can be taken on agenda items. A simple majority of the *active* voting membership shall constitute a quorum for purposes of conducting business. If a quorum is present at any time during the meeting, a quorum shall be considered to exist throughout the meeting.

SECTION 3. Actions by the Technical Committee

Except where otherwise specifically stated, formal adoption of a motion, resolution, or other action shall be with the assent of a simple majority of those present at the meeting, with at least a quorum of the active voting membership present at such meeting. Any action item not included on the agenda, as communicated, requires a two-thirds majority of those present at the meeting to be added to the agenda. Meeting minutes shall reflect a record of the vote on each motion. A roll call vote may be requested by any voting member present or by the Executive Director to assure the accurate tabulation of votes. There shall be no absentee or proxy votes.

ARTICLE VIII - AMENDMENT

SECTION 1. Procedure of Amendment

These bylaws may be altered, amended, or replaced at any regular or special meeting of the Technical Committee by a two-thirds vote of the active voting members pursuant to the following process: a copy of the proposed change(s) shall be filed with the Director at least ten (10) business days prior to the meeting where such amendments will be introduced to the Technical Committee; action on a proposed change(s) shall be a formal agenda item at a subsequent Technical Committee meeting. Amendments to the Technical Committee bylaws shall require Policy Committee approval.

SECTION 2. Continuation and/or Conflict

The bylaws will remain in full force and effect until such time as amendments are made and approved or if the bylaws are in conflict with the laws or regulations of the State of Michigan or the United States of America.

These bylaws were adopted by the KATS Technical Committee on August 26, 1993.
These bylaws were approved by the KATS Policy Committee on December 15, 1993.

Revised: February 16, 1995

Revised: July 7, 1995

Revised: June 11, 1998

Reviewed and Revised by Technical Committee: July 14, 2005

Reviewed and Revised by Policy Committee: October 26, 2005

Reviewed and Revised by Technical Committee: August 9, 2012

Reviewed and Amended by Policy Committee: August 29, 2012

APPENDIX A

Each governmental unit within the Kalamazoo Area Transportation Study’s Metropolitan Area Boundary is eligible to have one voting member on the Technical Committee. Those PA 51 governmental units, based on population as of the 2010 Census, are eligible to have more than one voting member on the committee as follows:

<u>Population</u>	<u>Votes</u>
1 to 20,000	1
20,001 to 40,000	2
40,001 to 60,000	3
60,001 +	4
City of Kalamazoo	4 members
City of Portage	3 members

APPENDIX B

Voting membership for multi-jurisdictional agencies within the Kalamazoo Area Transportation Study's Metropolitan Area Boundary are given special consideration. Voting membership for these agencies are listed below.

Kalamazoo County Road Commission	2 members
Van Buren County Road Commission	2 members
Kalamazoo County Transportation Authority	1 member
Kalamazoo Metro Transit	1 member
Kalamazoo/Battle Creek International Airport	1 member
Michigan Department of Transportation- Lansing	1 member
Michigan Department of Transportation- Region	1 member
Michigan Department of Transportation- Kalamazoo TSC	1 member
Michigan Department of Transportation- Coloma TSC	1 member
Western Michigan University	1 member
Kalamazoo County Planning	1 member
Van Buren Public Transit	1 member

APPENDIX C

Standing Non-Voting Members of the Technical Committee are listed below.

Federal Highway Administration
Federal Transit Administration
Department of Environmental Quality Representative - Air Quality Division
KATS Policy Committee Chairperson
Citizens Advisory Committee Representative
MDOT Statewide Urban Travel Analysis