

BYLAWS

KALAMAZOO AREA TRANSPORTATION STUDY (KATS) POLICY COMMITTEE

ARTICLE I NAME OF ORGANIZATION

The name of the organization shall be the Policy Committee of the Kalamazoo Area Transportation Study (“KATS”), an Intermunicipality Committee established under Act 200 of 1957 of the Public Acts of Michigan (MCL 123.631 – MCL 123-637) and shall be referred to in these Bylaws as the “Committee.”

ARTICLE II PURPOSE AND RESPONSIBILITY

Section 1

Purpose. KATS is a “Metropolitan Planning Organization” pursuant to 23 U.S.C. 134 and 49 U.S.C.1603, 1605 and 1607, which provides coordinated leadership and direction for the development and conduct of the continuing, cooperative, and comprehensive transportation planning process to implement the provisions of, and in accordance with, the applicable sections of the Federal Highway Act of 1962, the Urban Mass Transportation Act of 1964, and the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU), all as amended, as well as such other federal statutes, regulations and rules which apply to Metropolitan Planning Organizations. The Committee shall constitute the forum for cooperative transportation decision making by principal elected officials of general purpose local government organized to develop areawide multi-modal transportation plans and programs.

Section 2

Responsibility. The Committee shall develop transportation plans and programs for the Kalamazoo Study Area, integrally considering local, county, regional and state plans and programs. In addition, the Committee’s broad objectives encompass, but are not limited to, the following:

- A. To develop transportation plans and programs and establish processes for the continuing review of plans, recommendations, and programs to facilitate the movement of persons and goods in the Kalamazoo Study Area;
- B. To design and carry out the assembling and analysis of information pertaining to transportation within the area;
- C. To coordinate transportation facility implementation and operation within the Kalamazoo Study Area;
- D. To review and evaluate the planning and programming of transportation related activities, projects and programs within the Kalamazoo Study Area, as they may impact the transportation system;

- E. To assist in project implementation where such projects require organizational, functional and operational analysis and/or to undertake those implementation functions not reserved to other agencies or as may be appropriately delegated by such agencies;
- F. To establish and implement a continuing program of public information regarding transportation planning, programs and projects;
- G. To integrate air quality and congestion management analysis into transportation planning, as required;
- H. To ensure that the transportation planning process complies with federal Title VI and environmental justice requirements; and
- I. To promote coordination and cooperation in transportation planning and projects between transportation service providers.

ARTICLE III

MEMBERSHIP

- Section 1 General. Membership on the Committee shall be made of local elected and/or appointed officials from cities, townships and villages within the Kalamazoo Area Transportation Study Metropolitan Area Boundary (hereafter the “Study Area”), representatives of designated State and Federal transportation agencies, and such other organizations as the Committee shall admit as Members as provided by these Bylaws. Members will be classified as voting or non-voting.
- Section 2 Voting Members. Elected representatives from cities, townships, and villages within the Study Area may be voting members. Road Commissions, the Michigan Department of Transportation, and any and all public transportation authorities formed pursuant to the laws of the State of Michigan which service any part of the Study Area may also have voting membership. Any of the previously identified municipalities or agencies that are not voting members may request voting member status using the provisions in ***Section 3, Additional Voting Members.*** Current voting members are listed in Appendix A.
- Section 3 Additional Voting Members. Additional voting members may be admitted to the Committee upon approval following the procedures required for Bylaw amendments.
- Section 4 Non-Voting Members. Non-voting members may be added to the Committee 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. Current non-voting members of the Policy Committee are listed in Appendix B.

Section 5 Assignment of Votes. Each governmental unit shall be assigned one vote for each 20,000 population or portion thereof within the Study Area. The population used shall be based on the most recent decennial Federal Census. Boards of Commissioners, Boards of County Road Commissioners, the Michigan Department of Transportation Statewide Planning, the Michigan Department of Transportation Southwest Region, and all Study Area public transportation authorities shall each have one vote.

Section 6 Designation of Members and Alternates. Governmental units and/or agencies with membership on the Committee shall designate by name, one member and one alternate from among the elected officials of that unit or members of that agency, whichever is applicable. A list of members and alternates will be maintained and kept current. Alternates of voting members will only be eligible to vote in the absence of that member, however, are encouraged to attend the meetings.

Section 7 Suspension of Voting Privileges and Reinstatement. Voting Members who fail to attend and/or whose alternate fails to attend three (3) consecutive regular monthly meetings shall have their voting privileges suspended. A Member's voting privileges shall be reinstated upon attending three (3) consecutive regularly scheduled meetings of the Committee after the suspension of voting privileges, or upon a majority vote of any meeting of the Committee where a quorum is present.

ARTICLE IV **OFFICERS**

Section 1 Officers. The Committee shall have a Chair, Vice-Chair and a Secretary.

Section 2 Duties of the Chair. The Chair shall preside at all meetings, appoint such Committees as shall be deemed necessary, appoint standing committees with the approval of the voting membership, and perform such other duties as may be delegated by the membership. The Chair shall have the full right to propose motions and vote on all motions and resolutions. The Chair shall be an ex-officio member on all committees. Voting membership is needed in order to be Chair of the Committee.

Section 3 Duties of the Vice-Chair. The Vice Chair shall preside at meetings in the absence of the Chair, and perform such other duties as may be delegated by the membership. Voting membership is needed in order to be Vice Chair of the Committee.

Section 4 Duties of the Secretary. The Secretary shall keep a record of all meetings of the Committee, keep a record of all plans, programs, etc., brought before the Committee, notify the membership of meetings and provide agenda, and generally perform the duties of this office. The duties of the Secretary may be delegated to the Study Director, the Chair of the Technical Committee, or such individual considered appropriate, with the approval of the Committee.

Section 5 Election of Officers. Election of officers of the Committee shall be at the first meetings of each calendar year.

- Section 6 Vacancy of Office. If a vacancy occurs in any of the offices during the year, the membership may fill the vacancy at any regular meeting by a simple majority vote of those present.
- Section 7 Terms of Office. The terms of office shall be for one year.
- Section 8 Nomination of Officers. The Chair shall, at the meeting preceding the first meeting of each calendar year, appoint a nominating committee to present nominations for the officers of Chair, Vice-Chair, and Secretary. Nominations for all offices may be presented from the floor with the consent of the nominee.

ARTICLE V

SUBCOMMITTEES

- Section 1 Establishing Subcommittees. The Committee shall establish such subcommittees as it deems necessary or appropriate.
- Section 2 Standing Subcommittees. Standing subcommittees, established to act in an advisory capacity to the Committee on a continuing basis, shall be established by the approval of the voting membership. Standing subcommittees may develop their own bylaws, such bylaws subject to the approval of the Committee.
- Section 3 Other Subcommittees. Other subcommittees shall be established to address specific functional areas or individual issues as deemed appropriate.

ARTICLE VI

MEETINGS AND AGENDAS

- Section 1 Regular Meetings. Regular meetings of the Committee shall be held on the dates approved by the Committee, at times and locations established by the Committee.
- Section 2 Special Meetings. Special meetings may be called by the Chair, by a majority vote of the membership, or upon written request to the Chair by four (4) or more voting members of the Committee.
- Section 3 Changes in Meetings. In the event a regular meeting falls on a holiday, a substitute meeting shall be set by the Committee. Cancellation or changes in the date of scheduled meetings shall be communicated to the members as promptly as possible.
- Section 4 Open Meetings. All meetings shall be open to the public and shall be held in conformance with Act 267 of the Public Acts of Michigan of 1976 known as the “Open Meetings Act.”
- Section 5 Notices of Meetings. Notices of all regular meetings, including an agenda, shall be mailed to the members no later than five (5) business days prior to the meeting. Notices of special meetings may be communicated to the members by telephone. Members may elect in writing to receive all notices and materials by email.

Section 6 Agendas. An agenda shall be mailed out no later than five (5) business days prior to a meeting. The Chair has the responsibility of determining the agenda. Any member may submit items to the chair for inclusion on the agenda. The Chair may delegate the responsibility to determine the agenda to the Study Director, the Chair of the Technical Committee, or such individual considered appropriate, with the approval of the Committee.

ARTICLE VII **RULES**

Section 1 General. Except where specific rules and procedures are set forth herein, the most current version of Robert’s Rules of Order shall govern all meetings.

Section 2 Quorum. A quorum shall be required before any formal action can be taken on agenda items. A simple majority of the voting membership shall constitute a quorum for purposes of conducting business.

Section 3 Actions by the Committee. Except where otherwise specifically stated, formal adoption of a motion or resolution or other action shall be with the assent of a simple majority of the assigned votes of those present at the meeting, with at least a quorum of the voting membership present at such meeting. Any item, not included on the agenda as mailed, requires a 2/3 majority of the assigned votes of those present at the meeting.

ARTICLE VIII **FUNDS AND BUDGET**

Section 1 Budget and Cost Allocation Formula. The membership shall annually adopt a budget and appropriately recommend a cost allocation formula to cover the local costs to the member units.

Section 2 Disbursement of Funds. All monies accruing to the Committee through local contributions or other sources shall be deposited in a specially designated account with one of the member agencies or in such member banks of the Federal Deposit Insurance Corporation that the membership shall select. The signature of the Study Director on a proper requisition shall be required to disburse Committee funds.

Section 3 Expenditure or Obligation of Funds. The Study Director may cause the expenditure or obligation of funds, if such expenditure or obligation is within and contemplated by the budget approved by the Committee. Examples of such approved expenditure or obligation include salary and fringe benefit costs, indirect costs of operation associated with the conduct of business, and direct costs identified in the budget. The Study Director shall provide the Committee a report of such expenditures upon request, but no less frequently than on an annual basis.

Section 4. Membership Dues. A membership dues structure may be set by the Committee at a regular meeting of the Committee.

ARTICLE IX

AMENDMENTS

Section 1

Procedure of Amendment. These Bylaws may be altered, amended or replaced at any regular or special meeting of the Committee by 2/3 vote of the voting members, each member having one (1) vote for purposes of Bylaw amendment. A copy of the proposed changes shall be filed with the Secretary at least ten (10) days prior to the meeting, where such action is proposed to be taken, and the Secretary shall send a copy of the proposed changes to each member, so they will have them at least five (5) days prior to the meeting, together with written notices as to the time and place of such meeting.

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 laws or regulations of the State of Michigan or the United States.

These bylaws were formally adopted by the Kalamazoo Area Transportation Study Policy Committee on Wednesday, July 26, 2006.

Appendix A

Current Voting Members

City of Kalamazoo
City of Portage
City of Parchment
City of Galesburg

Village of Schoolcraft
Village of Vicksburg

Charter Township of Comstock
Charter Township of Cooper
Charter Township of Kalamazoo
Charter Township of Oshtemo
Charter Township of Texas

Township of Brady
Township of Pavilion
Prairie Ronde Township
Township of Richland
Township of Ross
Township of Schoolcraft

Kalamazoo County Board of Commissioners

Board of County Road Commissioners of Kalamazoo County
Michigan Department of Transportation Statewide Planning
Michigan Department of Transportation Southwest Region

Any and all public transportation authorities formed pursuant to the laws of the State of Michigan, which service any part of the Study Area.

Appendix B

Current Non-Voting Members

Federal Highway Administration
Federal Transit Administration
Federal Aviation Administration

Village of Augusta
Village of Climax
Village of Richland

Alamo Township
Charleston Township
Climax Township
Wakeshma Township

Southcentral Michigan Planning Council

Kalamazoo Area Transportation Study Citizens Advisory Committee

Kalamazoo Area Transportation Study Technical Committee Chairperson