

**BY-LAWS
GREENSBORO URBAN AREA METROPOLITAN PLANNING
ORGANIZATION
TRANSPORTATION ADVISORY COMMITTEE**

ARTICLE I - NAME

The name of this organization shall be the Greensboro Urban Area Transportation Advisory Committee, hereinafter referred to as the "TAC".

ARTICLE II - PURPOSE

The purpose and goals of this committee shall be:

1. To provide leadership and guidance for the coordination of the continuing, cooperative, and comprehensive transportation planning process in the Urban Area.
2. To keep the policy boards of the participating local governments informed of status and requirements of the transportation planning process.
3. To facilitate coordination and communication between policy boards and agencies represented on the TAC and TCC.
4. To facilitate coordination of metropolitan transportation planning with (a) transportation planning at the local, regional, and state level.
5. To assist in the dissemination and clarification of the decisions and policies of the policy boards; and for providing opportunities for citizen participation in the transportation planning process.
6. To make policy, program, and planning decisions vested to the Metropolitan Planning Organization by federal, state, and local law, regulation, and other authority.

ARTICLE III - MEMBERS

Section 1 – Number, Qualifications, and Vote Weighting: As specified in the Memorandum of Understanding (MOU), the TAC bylaws specify the number of representatives from towns, cities, and counties within the MPO's planning area boundaries. The TAC bylaws will also specify the voting representation for the State. TAC bylaws also establish such vote weighting procedures as may be adopted by the

TAC under the terms of the Memorandum of Understanding. All TAC voting members and alternates shall comply with the State Government Ethics Act (NCGS CH. 138A).

Voting Member

- Four members of the City of Greensboro City Council
- Two members of the Guilford County Board of County Commissioners
- One member of the North Carolina Board of Transportation
- One member selected from the Town Councils of the Towns of Oak Ridge, Pleasant Garden, Sedalia, Summerfield, and Stokesdale. This member will represent the Towns. The Towns are responsible for selecting this member by caucus and to maintain communication with the representative about their individual and collective priorities.

Each voting member has one vote.

Ex-Officio Non-Voting Members

- The Division Administrator, Federal Highway Administration or his or her representative shall serve as an ex-officio, non-voting member and will not be counted for the purposes of establishing a quorum.

Section 2 - Terms of Office: If the member is an elected official, that official's term of office on the TAC shall automatically expire upon the member leaving elected office. If the official is an appointed official, the term of office shall automatically expire upon that member leaving the appointed office.

Section 3 - Alternates: Each member agency shall appoint an alternate for its representative(s) provided that each alternate must also meets the same qualifications of membership. Alternate member(s) may serve as a full voting member during any meeting where that board's representative is not in attendance. Proxy and absentee voting are not permitted.

Section 4 – NC State Government Ethics Act: Every voting member shall comply with the State Ethics Act as per Chapter 138A of the NC General Statutes. This includes the affirmative duty to (a) annually file a Statement of Economic Interest, (b) biennially attend mandatory training on ethics, (c) report potential conflicts, and (d) recuse from voting or discussing issues on which the attending member has an identified conflict of interest.

ARTICLE IV - OFFICERS

Section 1 - Officers Defined: The TAC will have a Chair, responsible for presiding over meetings and for certain communication functions on behalf of the TAC. TAC may determine to create additional officers as needed without requiring a change of the bylaws. The Lead Planning Agency (LPA) will provide a staff member known as the MPO Planner to serve as Clerk of the Committee.

Section 2 - Elections: The TAC Chair shall appoint an alternate to serve in his or her stead as appropriate. Alternatively, the TAC Chair may determine to yield the position, through the mechanism of elections.

Section 3 - Terms of Office: If elections are utilized for the TAC Chair or other such officers as may be created, the term of office shall be one year with successive terms permitted. The Officers shall hold office until the election of a successor or such time as they vacate their TAC-associated position.

Section 4 – Ethics Liaison: The Transportation Planning Manager shall serve as the Ethics Liaison for the MPO for supporting compliance to the State Ethics Act as per Chapter 138A of the NC General Statutes.

ARTICLE V - MEETINGS

Section 1 - Regular Meetings: Meetings shall be held according to an annual schedule and may be cancelled on an as-needed basis. The regular schedule shall be kept on file with the clerk of the Lead Planning Agency and posted on the internet. If the schedule is changed, the changes should be given to the clerk at least one week prior to the first meeting held according to the revised schedule.

Section 2 - Special Meetings: Special meetings may be called by the Chair. Whenever possible, at least seven (7) days notice shall be given. At least 48 hours prior to the meeting notice for such meetings, other than emergency meetings, should be posted at the door of the usual meeting room and mailed or delivered to such media outlets as have requested such notice as well as posted on the internet. For an emergency meeting, notice shall be provided immediately after it has been provided to committee members.

Section 3 - Quorums: A quorum shall be established through the presence of at least half of the TAC members including at least one representative of the City of Greensboro.

Section 4 – Conflict Disclosure: At the start of meeting the Ethics Awareness & Conflict Of Interest Reminder is to be read by the Chair and any voting member with a conflict of interest is to identify the conflict and is to refrain from any participation in the particular matter before the TAC.

Section 5 - Attendance: Each member shall be expected to attend each regular meeting and each special meeting provided at least seven days notice is given. Subject to his/her member agency's approval, a member shall appoint an alternate to serve in his/her absence provided that the member informs the Clerk of the Committee prior to the meeting which the alternate will attend. This notification shall authorize the alternate to vote in the member's absence.

Section 6 - Standing: Good standing for all representatives shall be maintained through regular attendance at meetings. Following two consecutive absences without notice or sending an alternate, a representative's seat shall not be counted towards a quorum. Good standing shall automatically be restored upon a representative's attendance at a meeting. A replacement representative may be requested by Committee vote or at the discretion of the MPO secretary after a member has missed three consecutive meetings without notice or sending an alternate

Section 7 - Agenda: The agenda is a list of considerations for discussion or action at a meeting. The agenda is developed and distributed by the Lead Planning Agency (LPA) Staff. Items on the agenda may (a) be identified by LPA staff, (b) may originate as a carryover from previous TAC meetings, (c) may be requested by any member of the TAC, (d) may be requested from any jurisdiction party to the MOU, or (e) may be requested by the Chair of the Transportation Advisory Committee. Additional items may be placed on the regular agenda during a meeting, as long as a majority concurrence of the present and eligible voting members is received.

Section 8 - Voting Procedures: The Chairman and any member may call for a vote on any issue, provided that it is seconded and within the purposes set forth in Article II and provided the issue is on the agenda as outlined in Section 5 of this article. Each voting member of the TAC shall have one vote. A majority vote of the members (or their authorized alternates) present and eligible to vote shall be sufficient for approval of matters coming before the Committee. The Chairman has a vote like the other members. A member may withdraw from voting or abstain from voting on an issue without affecting the maintenance of a quorum. No secret ballot voting is allowed. E-mail voting is not allowed, however written ballots are allowed provided they are signed by each voter and included in the meeting record after the vote is taken. Written ballots shall be kept available for public inspection until the meeting minutes are approved. 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, Newly Revised*** will designate procedures governing voting.

ARTICLE VI – PARLIAMENTARY PROCEDURES

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised*, shall govern the TAC in all cases to which they are applicable and in which they are not inconsistent with the MOU, these bylaws and/or any special rules of order the TAC may adopt.

ARTICLE VII - AMENDMENTS TO BY-LAWS

Amendments to these By-laws of the TAC shall require the affirmative vote of at least two thirds of the TAC members present, provided that written notice of the proposed amendment has been transmitted to each member at least seven days prior to the meeting at which the amendment is to be considered and provided that such amendment does not conflict with the letter or fundamental intent of the MOU governing this document. In the event of any conflict, the MOU shall carry precedence over these By-laws. TAC bylaws adoption and amendment requires the approval of the TAC to become effective.

**APPROVED by the Greensboro Urban Area Metropolitan Planning Organization
Transportation Advisory Committee on March 20, 2013:**

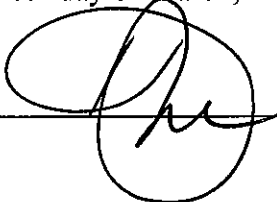
I, Robbie Perkins, TAC Chair
(Name of Certifying Official) (Title of Certifying Official)

do hereby certify that the above is a true and correct copy of an excerpt from the minutes of a meeting of the Greensboro Urban Area TAC duly held on this, the 20th day of March, 2013.



Chair, Transportation Advisory Committee

Subscribed and sworn to me on this, the 20th day of March, 2013.



Notary Public

My commission expires 8/27/16

Kimberly J. Thore
NOTARY PUBLIC
Rockingham County, NC