

Bylaws for the Albany Area Metropolitan Planning Organization Policy Board

Section 1: Name

The governing body of the Albany Area Metropolitan Planning Organization (AAMPO) shall be known as the Albany Area Metropolitan Planning Organization (AAMPO) Policy Board.

Section 2: Purpose

The purpose and goals of the MPO and its governing body shall be: To carry out planning, coordination and integration of activities necessary to maintain a comprehensive, cooperative, and continuing transportation planning program; and further, as specified by the Policy Board, carry out other related specific tasks.

The MPO shall:

- Establish a setting in which to undertake effective decision-making processes regarding transportation in the metropolitan area and evaluate transportation alternatives;
- Promote public participation in the decision making process; and
- Exercise leadership and initiative in planning and assisting development of efficient, integrated transportation system facilities and services in the metropolitan area.

Section 3: Responsibilities

As the MPO's governing body, the Policy Board is responsible for all actions, agreements, and functions to be carried out by the MPO, including the management, supervision, policy and direction of all programs, functions and activities established and operated under the MPO.

Specific responsibilities of the Policy Board related to federal and state transportation laws and regulations include development of the following:

- Annual Unified Planning work Program (UPWP) and budget
- Regional Transportation Plan
- Transportation Improvement Program
- Title VI and Nondiscrimination Plan and associated reports
- Public Participation Plan
- Audit of MPO activities
- Other products authorized by the Policy board as specified in the UPWP
- Formation of a Technical Advisory Committee

Section 4: Governing Body

A. Policy Board Membership

The Policy Board's voting membership shall consist of officials representing each Party to the IGA. This shall include one elected official representing each of the following jurisdictions and a staff member appointed by the Oregon Department of Transportation.

1. City of Albany
2. City of Jefferson
3. City of Millersburg
4. City of Tangent
5. Benton County
6. Linn County
7. Oregon Department of Transportation

The Policy Board may add additional organizations, as well as a citizen representative, a business representative or a freight stakeholder, as voting or as non-voting ex-officio members.

MPO Parties will be encouraged to have their MPO representative also represent the government entity on the Cascades West Area Commission on Transportation (CWACT) or Mid-Willamette Valley Area Commission on Transportation (MWACT).

B. Appointment and Tenure

Each Party will appoint its initial Policy Board member at its first business meeting following MPO designation by the Governor of Oregon. Thereafter, the represented Parties will appoint members to the Policy Board at the beginning of the calendar year. ODOT may replace that representative from time to time by written notice to the Chair.

C. Vacancies

Any vacancy on the Policy Board shall be filled by the represented Party with the vacancy. Policy Board members may be re-appointed by the represented Party.

D. Alternates

Members may designate alternates to serve in their place and vote on their behalf. Alternate need not be elected officials.

Section 5: Officers and Duties

A. Selection and Terms of Chair and Vice Chair

The Policy Board shall select a Chair and Vice Chair at its first meeting. Thereafter, the Policy Board shall select a Chair and Vice Chair at the first meeting of each calendar year. In the

absence of the Chair, or upon her/his inability to act or serve, the Vice Chair shall have the powers of the Chair. The Chair shall not serve for more than two consecutive years.

B. Duties

The Chair shall preside at and be responsible for the conduct at all meetings. The Chair shall be available for consultation by MPO staff on the development of meeting agendas and shall also serve as a liaison with the TAC and any other advisory group as the need arises.

C. Alternates

In the absence of the Chair from a Policy Board meeting, his or her alternate may sit only as a voting member of the Committee and the Vice Chair will preside over the meeting. In the absence of both the Chair and Vice-Chair at a Policy Board meeting, the MPO staff shall preside.

Section 6: Meetings

A. Regular Meetings

The first meeting of the Policy Board shall be held within sixty (60) days of the effective date of designation by the Governor of the State of Oregon. Thereafter, regular meetings of the Policy Board shall be held at such time and place as shall be determined by the Policy Board. Notice of Policy Board meetings may be given to Board members by phone, electronically or by mail.

B. Cancellation

Meetings may be cancelled if agenda items do not justify or a quorum cannot be achieved. Whenever possible, notice of cancellation or change of meeting date or time shall be at least five (5) days in advance of the regularly scheduled meeting and shall be sent to all members.

C. Telephonic and Electronic Meetings and Participation

Policy Board members may participate in any meeting telephonically or by other means of electronic communication provided the meeting is called to order at a place where the public can attend, hear, understand and/or read the comments of the members participating by telephonic or electronic means and the members also participating can fully hear, understand, and/or read the comments of the other members participating in the meeting.

D. Special or Emergency Meetings

Special or emergency meetings of the Policy Board may be called by the Chair or by a majority of the members. All Policy Board members are entitled to notice of any meeting, as described in Section 6.A. No action may be taken unless all Policy Board members are given proper notice.

E. Quorum

MPO business may be conducted provided a quorum of the Policy Board is in attendance. A quorum consists of at least four members of the Policy Board or their alternates. The Policy Board members may participate telephonically or by other means of electronic communication, as provided in Section 6.D.

F. Public Notice and Participation

All Policy Board meetings will be open to the public and a public comment period shall be provided for at all meetings. Oregon Open Meeting Law shall be adhered to at all times. All required notices to the public of Policy Board meetings shall meet, at a minimum, the public notice requirements of the Public Meetings laws of the State of Oregon as set forth in ORS 192.640.

G. Decision Making

The Policy Board shall make decisions and formulate recommendations using the following procedure:

1. The Policy Board will strive to reach decisions on a consensus basis.
2. If representatives of three Parties determine that consensus cannot be reached, they may request to call a vote.
3. Decisions made by vote require a majority of the Policy Board. Each party has one vote.
4. Policy Board decisions that create criteria that will be used to prioritize and/or rank transportation projects located within the MPO boundary must be made by a unanimous vote of all Policy Board members present.

H. General Conduct

Except as otherwise provided in these Bylaws or the IGA, Roberts Rules of Order shall be followed at all meetings. The Policy Board and its committees shall follow the Oregon Public Meeting Laws.

Section 7: Amendments to the Bylaws

These Bylaws may be amended, repealed or new bylaws may be adopted at any regular meeting of the Policy Board provided that written notice of, and the proposed amendment, has been sent to every member at least five (5) calendar days prior to the meeting at which the amendment is to be considered.

Section 8: Effective Date

These Bylaws for the Policy Board of the Albany Area Metropolitan Planning Organization have been reviewed and approved by the Albany Area Metropolitan Planning Organization Policy Board members, dated May 22nd, 2013.



Floyd Collins, Chair

6/18/13'
Date