

CAPITAL AREA METROPOLITAN PLANNING ORGANIZATION BYLAWS AND OPERATING PROCEDURES

SECTION I DEFINITIONS

For the purposes of these bylaws, the following definitions apply:

- A. Metropolitan Transportation Planning Process.** The Metropolitan Planning Organization (MPO), designated as Capital Area Metropolitan Planning Organization (CAMPO), in cooperation with the State and with operators of publicly owned transit services, shall be responsible for carrying out the metropolitan transportation planning process in accordance with Section 134, Title 23, United States Code (23 USC 134) and applicable federal and state regulations. CAMPO shall have a continuing, cooperative, and comprehensive transportation planning process that results in plans and programs that consider all transportation modes and supports metropolitan community development and social goals. These plans and programs shall lead to the development and operation of an integrated, intermodal transportation system that facilitates the efficient, economic movement of people and goods.

The metropolitan transportation planning process includes the development of a transportation plan, transportation improvement program (TIP) and a unified planning work program (UPWP) that will encourage the achievement of community goals by evaluating the environmental, energy, economic, and social costs of transportation plans and systems, projecting future travel demands, determining viable transportation alternatives, and evaluating these alternatives to determine the optimum combination of all modes of travel to best serve the citizens of central Texas.

- B. Public Participation Program.** The metropolitan transportation planning process includes the development of a Public Involvement Program, also known as the Public Participation Program, and related staff procedures. The Program is intended to include all central Texas area citizens, groups, agencies, and transportation providers in a transportation effort that is proactive and provides complete information, timely public

notice, full public access to key decisions, and supports early and continuing involvement of the public in developing plans and programs including the Transportation Plan and Transportation Improvement Program. The Public Participation Program shall integrate the concerns of a wide variety of involved parties and encourage and provide for the greatest level of education of transportation issues. The program will provide opportunities for citizens to contribute ideas and voice opinions early and often, both during and after preparation of draft plans and programs. Public participation in CAMPO Transportation Policy Board (hereinafter the "TPB") meetings is governed by Section III. E. of this document (unless any emergency orders issued by the Governor of Texas, or other lawful local, state or federal authority, suspend the operation of these provisions).

- C. Transportation Plan.** The metropolitan planning process includes the development of a transportation plan addressing at least a twenty-year planning horizon. The plan shall include both long-range and short-range strategies/actions that lead to the development of an integrated intermodal transportation system that facilitates the efficient movement of people and goods, and includes a financial plan (fiscally constrained). The transportation plan shall be reviewed and updated at least every five years to confirm its validity and its consistency with current and forecasted transportation and land use conditions and trends and to extend the forecast period. The transportation plan must be approved (adopted) by the CAMPO TPB.
- D. Transportation Improvement Program.** The Transportation Improvement Program specifies how federal transportation funds, as well as state and local funds for regionally significant projects, are spent in central Texas for a minimum three-year period. The TIP will be prepared at least every other year and will include a financial plan that demonstrates how the Transportation Improvement Program can be implemented.
- E. Unified Planning Work Program.** The Unified Planning Work Program is a document required by federal law setting forth, by work element tasks, the planning priorities facing

the metropolitan area and documenting the planning activities to be performed with funds available to CAMPO. The estimated expenditures and funding sources for carrying out the work shall be identified for a minimum of one year and maximum two years in accordance with state and federal statutes, rules and guidelines.

- F. Metropolitan Planning Organization.** The Metropolitan Planning Organization (MPO) is that organization designated by the Governor as being responsible, together with the state, for carrying out the provisions of 23 USC 134 (The Urban Transportation Planning Process) and 49 USC 5303, as amended. The MPO is the forum for cooperative decision making by principal elected officials of general purpose local and state government and a representative from the Texas Department of Transportation and the Capital Metropolitan Transportation Authority.

SECTION II ORGANIZATION

The structure of the Metropolitan Planning Organization consists of the TPB, the Executive Committee, the CAMPO Office and other Committees, all as described in subsequent paragraphs of these bylaws and operating procedures.

- A. Transportation Policy Board.** The TPB furnishes policy guidance and direction for the six-county central Texas region. The TPB is the legal and governing body of CAMPO, as set out and described by the Joint Powers Agreement (dated August 5, 2013). Ultimate responsibility for the total transportation process including, but not limited to, review and approval of the recommended transportation plan and Transportation Improvement Program rests with the TPB.
- B. Executive Committee.** The Executive Committee are members of the TPB who make recommendations on transportation planning issues, projects and the process as directed by the TPB.

- C. **CAMPO Office.** The development of detailed transportation studies, maintenance of accurate data, preparation of reports, and performance of other activities requested by the TPB is the responsibility of the CAMPO Office. The Executive Director of the CAMPO Office is responsible solely to the TPB.
- D. **Other Committees.** The Chairperson, with the advice and consent of the Executive Committee, may establish other committees as needed.

SECTION III TRANSPORTATION POLICY BOARD

The following rules shall govern the operations of the TPB.

- A. **Membership.** Membership on the Transportation Policy Board is established by the Joint Powers Agreement.

B. **Voting Representation.**

1. **Voting Member.** Each member of the TPB as established by the Joint Powers Agreement is entitled to one vote on all items presented for action by the TPB.
2. **Alternate Designation; Proxy.** A member of the TPB may designate as a proxy any other member of the TPB to exercise some or all of that member's authority as a member of the TPB. The option provided herein for a TPB Member to designate any other member of the TPB to serve as his or her proxy shall not nullify nor override the authority of the governing body of a CAMPO member organization to appoint alternate voting members pursuant to the Joint Powers Agreement. The proxy designated by a member will count toward a quorum and may vote on any matter authorized by the member designating the proxy. A person designated as a voting proxy may vote as a proxy on behalf of only one designating member. A member who designates a proxy shall give written notice

of the proxy's name and voting authority to the Chairperson and Executive Director prior to the commencement of the first meeting for which the proxy is designated. The authority of a proxy designated under this subparagraph (B)(2) shall continue until it is rescinded or changed by written notice from the designating member to the Chairperson and Executive Director.

- C. **Quorum.** Fifty percent (50%) of the total members encompassed in paragraph A or their alternate or proxy shall constitute a quorum of the members for transaction of business at all meetings.
- D. **Officers.** The Transportation Policy Board elects a Chairperson, a Vice Chairperson, and a Secretary, each of whom shall be a current voting member of the TPB. Each shall serve for a term of two years. If the Chairperson resigns or is no longer eligible to be a voting member of the TPB, the Vice Chairperson will serve as Chairperson until the next election is held. It is the preference that the Vice Chair succeeds to the Chair position. However, the Executive Committee shall reserve the right to recommend that the Vice Chair not succeed to the Chair's position at the end of the two-year term. The Chair, Vice Chair and Secretary must come from different counties. Elections are to be held at the first meeting of each even year.
- E. **Meetings.** Except as modified by the provisions of these Bylaws, all meetings shall be conducted in accordance with Robert's Rules of Order. The Chairperson, with the advice and consent of the Executive Committee, shall establish the dates and times of meetings, and the Chairperson designates in the written notice of the meetings the location and business to be transacted or considered. Any Board member may submit a matter for consideration on a future agenda. If the Chairperson does not include that item on the agenda, the item may be placed on a future agenda by agreement of any seven (7) TPB members.

Written notice of the meeting, the agenda, and all supporting documents shall be mailed or otherwise provided to each member of the Board at least seven (7) days prior to the meeting.

All meetings are to be held as open meetings as defined in Chapter 551, Government Code, and the CAMPO Director shall insure that the written notice of the meeting is posted in the appropriate governmental offices and online on the CAMPO website at least seventy-two (72) hours prior to the meeting, and shall insure that at least two copies of the agenda and such supporting documentation as is available to the members of the TPB are made available for public inspection in the CAMPO Office and on the CAMPO website at the same time they are made available to Board members.

In the absence of the Chairperson and Vice Chairperson from a meeting of the TPB at which a quorum is present, the Executive Director will convene the meeting and the remaining members of the TPB present shall elect by a majority vote a presiding officer who shall serve until the conclusion of that meeting or until the arrival of the Chairperson or Vice Chairperson. At the commencement of each meeting, the Secretary shall certify the presence of a quorum.

Public participation in meetings shall be as follows: Persons wishing to comment on a specific agenda item must fill out the card provided by the CAMPO staff, or if meeting virtually, by electronic sign-up. The card will be presented to the Chairperson before the board begins consideration of the item. The card must specify the item on which they will comment and include the speaker's name and whom they represent. Upon publication of the TPB's meeting agenda, the Chairperson may set and publish reasonable and lawful limitations on the time made available to each speaker. If no such limitations are otherwise set, speakers are limited to three minutes and a speaker's time may not be assigned to another speaker. Speakers are requested not to directly address any individual members of the TPB or CAMPO staff.

Persons wishing to address the board about issues not on the agenda should offer their comments during the "Citizens Communication" agenda item. Persons wishing to speak during "Citizens Communication" must contact the CAMPO staff via phone,

electronic mail, or in person between 9:00 a.m. on the 6th day before the meeting at which they wish to speak and two hours prior to the commencement of the meeting on the day of the meeting at which they wish to speak. Such persons must give their name and specify the topic on which they wish to address the board. Topics are limited to those that directly or indirectly affect transportation in the CAMPO geographic area. Upon publication of the TPB's meeting agenda, the Chairperson may set and publish reasonable and lawful limitations on the time made available to each speaker. If no such limitations are otherwise set, speakers are limited to three minutes and a speaker's time may not be assigned to another speaker. Speakers are requested not to address directly any individual members of the TPB or the CAMPO staff. The Chairperson will enforce decorum.

- F. Functions.** The functions of the TPB shall be as delineated in the Joint Powers Agreement.
- G. Attendance.** If a member of the TPB (or their alternate or proxy) misses three (3) consecutive meetings of the TPB or more than half of the TPB meetings scheduled during a calendar year, the Chairperson may contact the member's appointing body to request a replacement appointee to the TPB.

SECTION IV EXECUTIVE COMMITTEE

- A. Membership.** The Executive Committee will consist of the TPB Chairperson, Vice-Chairperson, Secretary, and members of the Transportation Policy Board that are, at a minimum, representative of the jurisdictions that are signatory of the Joint Powers Agreement; provided, that if the Chairperson, Vice-Chairperson or Secretary are representative of any of the below-listed entities, no additional representative of that entity shall serve on the Committee. The members of the Executive Committee shall be appointed by the Chairperson of the TPB at the first meeting each year, provided, that the

total number of members of the Committee shall never constitute a quorum of the TPB.

The jurisdictional representatives of the Joint Powers Agreement are indicated below:

Texas Department of Transportation	1
City of Austin	1
County of Travis	1
County of Williamson	1
County of Hays	1
Capital Metropolitan Transportation Authority	1

B. Function. The functions of the Executive Committee shall be as follows:

1. Meet at the direction of the Chairperson.
2. Make recommendations on items to the TPB.
3. The Executive Committee will have no other distinctive powers unless granted by the TPB or established by these bylaws.

C. Attendance. A member of the Executive Committee may delegate attendance at an Executive Committee meeting to another TPB member. The member shall notify the Chairperson of the appointment of the alternate prior to the commencement of the Committee meeting.

SECTION V CAMPO OFFICE

The following rules govern the operations of the CAMPO Office:

A. Direction. The CAMPO Executive Director will be selected by the TPB. The CAMPO Executive Director will hire staff, supervise, and prepare contracts as necessary to perform the work outlined in the Unified Planning Work Program.

B. Funding. The budget of the CAMPO Office must be consistent with the Unified Planning Work Program.

SECTION VI OTHER COMMITTEES

The following rules govern the operations of other committees.

- A. **Other Committees.** Other committee(s) will perform tasks and functions as requested by the Chairperson, with the advice and consent of the Executive Committee, or as requested by a majority vote of the TPB.
- B. **Membership.** Members of other committees are appointed by the Chairperson with the advice and consent of the Executive Committee. Membership of each committee may include persons who are not board members with expertise of a nature that would be beneficial to the planning process.
- C. **Officers.** The Chairperson and any Vice Chairperson for the committee shall be designated by the Chairperson of the TPB.
- D. **Meetings.** Meetings of a committee are held as necessary to perform the tasks and functions of the committee. The Chairperson of the committee calls such meetings as necessary and shall notify all committee members of the time, date, and place of the meeting.
- E. **Technical Advisory Committee.** The Technical Advisory Committee shall be a standing committee. The Committee's purpose is to advise the TPB in its development of:
 - 1. The long-range metropolitan transportation plan;
 - 2. The Transportation Improvement Program, including review of and recommendations on candidate projects for the TIP;
 - 3. The Unified Planning Work Program;

4. Other transportation planning activities, as directed by majority vote of the TPB or CAMPO's Executive Director; and
5. Additionally, the Committee shall have the opportunity to advise and make recommendations on all other technical TPB agenda items to be considered for action by the TPB before the TPB is asked to take action.

SECTION VII ETHICS POLICY

A. A member of the TPB shall not:

1. Accept or solicit any gift, favor, or service that might reasonably tend to influence the member in the discharge of official duties or that the member knows or should know is being offered with the intent to influence the member's official conduct;
2. Accept other employment or engage in a business or professional activity that the member might reasonably expect would require or induce the member to disclose confidential information acquired by reason of the official position;
3. Accept other employment or compensation that could reasonably be expected to impair the member's independence of judgment in the performance of the member's official duties;
4. Make personal investments that could reasonably be expected to create a substantial conflict between the member's private interest and the public interest; or
5. Intentionally or knowingly solicit, accept, or agree to accept any benefit for having exercised the member's or official powers or performed the member's official duties in favor of another.

- B. Notwithstanding this subsection, a Board member who violates Subsection A. is subject to any applicable civil or criminal penalty if the violation also constitutes a violation of another statute or rule.
- C. The foregoing ethics policies shall apply in all respects to the CAMPO Office's employees and shall be included in the written employee policy guidelines or handbook maintained by the CAMPO Office.

SECTION VIII ADOPTION

These bylaws shall be in full force and effect at such time, and under such terms and conditions, as they have been approved by a majority vote of the TPB at a meeting at which a quorum, as defined herein, is present.

SECTION IX REVISIONS

These bylaws and operating procedures may be revised by approval of the TPB at a meeting at which a quorum, as defined herein, is present.

Adopted unanimously by the Capital Area Metropolitan Planning Organization Transportation Policy Board on June 10, 1996; revised by resolution on February 8, 1999, April 14, 2003, February 13, 2006, January 22, 2007, November 9, 2009, January 20, 2010, May 10, 2010, September 13, 2010, February 13, 2012, January 13, 2014, August 8, 2016, and May 10, 2021.

ATTEST:



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Counsel