

ITEM 15 – Notice

March 18, 2020

Proposed Addition to TPB Bylaws

Background:

The current TPB Bylaws do not explicitly provide for convening the Board for a virtual meeting, using a telephone conference call, videoconference, or online combination using the internet and/or telephone lines. The Board is providing notice to amend its bylaws to include this provision. The Board will review the attached draft language and take action at the next meeting which is currently scheduled for April 15, 2020.



MEMORANDUM

TO: Transportation Planning Board
FROM: Kanti Srikanth, TPB Staff Director
SUBJECT: Proposed Amendments to TPB Bylaws to allow totally remote attendance and voting at meetings when an emergency exists
DATE: March 18, 2020

The following depicts the changes to the TPB Bylaws proposed by TPB's legal staff. The proposed change is intended to clearly enunciate the provision for convening a virtual meeting (using a telephone conference call, videoconference, or online combination using the internet and/or telephone lines) of the TPB. The draft text below will be presented by staff to the TPB at its March 18, 2020 meeting. Members of the board will subsequently review the draft and consider acting on the proposed amendment to its Bylaws at its next meeting, currently scheduled for April 15, 2020. Proposed changes to the text of the Bylaws are in strikethrough and/or underline font.

PROPOSED AMENDMENTS TO TPB BYLAWS (2020) TO ALLOW TOTALLY REMOTE ATTENDANCE AND VOTING AT MEETINGS WHEN AN EMERGENCY AFFECTING PUBLIC SAFETY, TRAVEL OR OTHER CONSIDERATIONS EXISTS.

IV. Time and Place of Meeting

- a. The TPB shall hold regular meetings in January, March, April, May, June, September and November. Special meetings may be called by the Chairperson at any time on ten (10) days' notice in writing of the time, place, and general business to be transacted. The Chairperson shall call a special meeting of the TPB on the request of not less than one-third of the voting members of the TPB, or as required under Section VII.b.5.
- b. A member may be deemed "present" at a meeting through physical means or electronic communication means from a remote location with listening, speaking and voting capabilities, only as follows: The member shall give at least three (3) days' notice to the Director of Transportation Planning by either email or telephone, and indicate the remote location, acceptable to the TPB staff and which does not have distracting noise, from which the member will participate. Upon receipt of such notice, the Director of Transportation Planning shall advise the TPB by email or telephone, or the Chairperson will announce electronic participation at the beginning of the TPB meeting. Electronic presence is only permitted if there is a quorum physically present at the location of the meeting, unless the provisions of subsection c. below apply.

1. Such participation by the member shall be limited each calendar year to two meetings or 25% of the meetings of the TPB, whichever is fewer. The limitation shall apply to both the member and the member's alternate.

2. Electronic participation is contingent upon the ability of TPB staff to make arrangements for the voice of the remote participant member to be heard by all persons at the central meeting location.

3. The following procedures shall apply when a member is attending electronically:

i. The member shall verbally identify at the beginning of the meeting that the member is present electronically; and announce if the member is departing from the meeting, unless the meeting has adjourned;

ii. The member attending electronically shall verbally ask for recognition from the Chairperson if the member desires to speak;

iii. Votes taken during any meeting, when a member is attending electronically, shall be recorded by name in roll-call fashion and included in the minutes. The member attending electronically shall indicate his/her vote verbally when requested by the Chairperson;

iv. All other Bylaw provisions apply.

4. The Chairperson may determine that no electronic attendance is permitted at certain meetings of the TPB, or limit the number of electronic attendees to no more than four (4) based on a first notification basis. The Chairperson has the discretion to waive the three (3) days advance notice.

c. Meetings may be held by telephone conference call, videoconference, or online combination, upon the direction of the Chairperson or a Vice Chairperson, if the Chairperson is not available, after consulting with the Vice Chairpersons, if possible, and the Director of Transportation Planning. If possible, three (3) days' notice shall be given to the members by either email or telephone, which notice shall include the specific steps necessary to access the meeting. Such direction shall only be given upon a determination that a face-to-face meeting is effectively precluded by emergency conditions affecting public safety, travel or other considerations. Insofar as possible, all matters requiring a vote shall be proposed in writing and furnished to members at least three (3) days prior to the meeting.

IX. Public Participation

In order to foster greater participation by citizen, transportation, environmental, and other advocacy groups in the transportation planning process, the TPB will set aside a period of time at each of its regularly scheduled meetings to hear input from representatives of recognized regional groups.

The TPB will maintain a list of recognized regional citizen, transportation, environmental, and other interested advocacy groups. Groups not on the established list may request that the TPB add them to the list. At the discretion of the TPB Chairperson, individuals may also be recognized and given the opportunity to speak within the allotted public comment period.

Representatives of such groups desiring to speak before the TPB are requested to notify the Director of Transportation Planning that they wish to appear before TPB at least two (2) days before the scheduled date of the meeting. Such representatives should speak on topics of current interest to the TPB. Presentations to the TPB shall normally be limited to three (3) minutes. At least 50 written copies of the presentations and any additional information that the groups wish to present to the TPB should be provided when their representatives appear before the TPB. In the event that a meeting is held pursuant to Section IV.c., the Director of Transportation Planning shall make reasonable efforts to allow for the TPB to receive public input in writing, by phone or email, and shall provide notice on the website or at the beginning of the meeting, if prior notice on the website is not possible, of the manner in which public input will be received.

Special meetings of the TPB may be scheduled to hear citizen and special interest group input on topics of special interest as decided by the TPB, and citizens will be invited to participate in Advisory Groups and Task Forces established under VIIc.

X. Amendments of Bylaws

These Bylaws may be amended pursuant to the following procedures:

- a. With the approval of the majority of those voting members of the TPB present, physically or electronically, and voting, a proposal to amend the Bylaws introduced at any regular meeting of the TPB, shall be recorded in the minutes, and
- b. A special written notice setting forth such proposal shall be mailed to every member of the TPB at least ten (10) days before the next regular meeting.

The amendment shall be acted upon at the regular meeting next following the meeting at which it was proposed. A majority vote of the voting members of the TPB shall be required for adoption.