



**Sunset Empire Transportation District
TRANSPORTATION ADVISORY BYLAWS COMMITTEE**

**February 13, 2025 10:00 AM
900 MARINE DR, ASTORIA, OR**

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Meeting ID: 286 862 164 808

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AGENDA:

1. CALL TO ORDER
2. PLEDGE OF ALLEGIANCE
3. ROLL CALL
4. CHANGES TO AGENDA
5. PUBLIC COMMENT
6. TAC BYLAWS Update
7. OTHER BUSINESS
8. NEXT MEETING
9. ADJOURNMENT



**Sunset Empire Transportation District
TRANSPORTATION ADVISORY COMMITTEE**

**In person and Microsoft Teams Meeting
TAC AND TAC BYLAW COMMITTEE MINUTES
February 21, 2025 10:00 AM**

- 1. CALL TO ORDER- Board Chair Debbie Boothe-Schmidt called the meeting to order at 10:00 AM
- 2. PLEDGE OF ALEGIANCE-
- 3. ROLL CALL:

Larry Miller	Lin Anderson	Daymon Edwards	Pamela Alegria	Lorraine Battista
Present	Excused	Present	Present	Present

Staff –Executive Director Debbie Boothe-Schmidt and Executive Assistant Mary Parker

- 4. CHANGES TO AGENDA- None
- 5. PUBLIC COMMENT- None
- 6. ELECTIONS OF OFFICERS- Chair Boothe-Schmidt called for the election of a Chair and Vice Chair, Daymon Edwards nominated himself to be Chair. There were no other nominations. Daymon Edwards became chair and chaired the meeting. Pamela Alegria nominated Larry Miller as Vice Chair, however Larry said reported that he has just accepted a job with the state and does not know how busy he will be so declined at this time. Lorraine Battista was asked if she would want to serve as Vice Chair. Lorraine declined, explaining she had a very busy schedule at this time. After discussion Chair Edwards asked for a motion to table the election of a Vice Chair until the committee had more members.
- 7. APPROVAL OF THE JANUARY 8, 2025, TAC MEETING- Chair Edwards asked if anyone had any changes to the minutes. Chair Edwards said we will forgo the spelling and grammar and asked for a motion to approve the minutes. Larry Miller so moved. Commissioner Alegria seconded the motion. Chair Edwards asked if there was any further discussion. There was none. Motion passed by unanimous aye vote.
- 8. NEW MEMBER- Mary Parker reported that Brian Vitulli has applied to be a member of the TAC however his application must be approved by the Board first. Brian’s application will be presented to the Board next week at the February 27th Board of Commissioners’ meeting. Mary also reported that she had not received any response from the many emails announcing the TAC meetings from committee member Renee Bickmore but recently received a phone message from Renee saying that she has moved and will no longer be on the TAC. Mary also reported that she had received an email from TAC committee member Tita Montero stating she was resigning immediately but would remain on the SETD Budget Committee. Mary read Tita’s email to the committee. There was discussion about how new committee members are selected. Mary explained a request for members is done by public notice, however there was discussion that the bylaws need to be updated prior to placing the ad so that the specific background or experience for the new members can be placed in the public notice.

9. TAC BYLAWS- Chair Edwards said our (SETD) bylaws have to meet all the regulatory standards, but we can narrow a lot of this down. Chair Edwards said he and Pamela were on the committee and we would like one more person and we can wait and see if anyone is interested in the new members. Chair Edwards added that mostly this will show the public that even though we represent different areas that conflict of interest is taken care of and how the meetings are run and specifically what our duties are. Chair Edwards added that by us working on the bylaws staff can help us and so where we think we have some authority maybe we don't in that particular case since we are advisory. We can come up with a plan for anything we want since we are an advisory committee and then we can send it up to the board and they decide if it is yes or no. Chair Edwards said we are not here to just rubber stamp the funding when it comes to us.

Commissioner Alegria said there is a question that she has, the selection of the projects is by whom. It seemed like as a board member when we received it, it was done and we could not change it. Chair Edwards said we had the same thing. It was given to us to put in order, but we were told that if we changed anything and sent it up it would have to go through a whole new process. Commissioner Alegria said the bylaws want a lot of representatives from the community, but when push comes to shove there isn't representation on the projects because first it comes through the advisory committee, and they put it in order because it's selected by the executive director and then it's approved by the board, and they can't change it. Chair Edwards said we can change it but if we had changed anything, even a little bit, the board the next day would have had to refile the project and the date that it needed to be submitted was a day or two after the board meeting. Chair Edwards said even if there was something glaring and we wanted to change it, what effect would it have? Chair Boothe-Schmidt explained that the board did not have any time to make any changes with this, but by getting this committee back up and going the board will be able to present issues to the advisory committee earlier that we did. Mary added that the way this has been done in the past is the Executive Director and staff put the grants together and then it is presented to the TAC for their input and approval and then it is brought to the Board for approval. So the function of the committee depends on what is put in the bylaws. Mary added that she would try to get other TAC bylaws as resources. Chair Edwards said the bylaws are the only way we can achieve anything because if it is not in the bylaws we can't do it, so now is the time to think about what this committee does and where the committee fits in the process. Commissioner Alegria said what she would like to see is people from different interests represented. Chair Edwards agreed but said we have to get more people on the committee. Larry Miller asked Chair Edwards if he had met prior to this meeting to review the by laws and had a new document? Chair Edwards said he did not have a document but had met which has brought us to the TAC policy from Bend and this conversation. Chair Edwards said we can't go through and correct the policies if we don't know how the organization is working. He added that if we have the example from central Oregon and a couple of other bylaws it will give us an idea of what other transportation advisory committees are doing and then we can start whittling down the language so it gives us a starting point of what we want to do. Larry asked if the committee had made a document yet. Mary said there has not been enough time to do that and she wants to get a copy of Tillamook TAC bylaws as well. Chair Edwards said there are so many transportation districts in the United States, it is not like we have to reinvent the wheel, and we just need a broader picture. Chair Edwards said when he moved back to Astoria he began using the bus and had some problems using the bus, so he thought being on this committee would be an opportunity and that is his primary goal. Chair Edwards said that he wanted to get more information and resources for the committee to use. Commissioner Alegria said she also thought that having all the OAR's printed out that govern this committee is important because the board and the TAC bylaws committee has to adhere to those. Mary will print out the OAR's for the committee.

Lorraine reminded the committee that she had volunteered to be on the TAC Bylaws Committee at the last meeting and had given her phone number to Pamela, but no one had reached out to her. Chair Edwards said we have not done anything since the creation of the Bylaws committee, just working with Mary to get information about the bylaws and said he had Lorraine on his the list now. Commissioner Alegria apologized saying she thought that Lorraine was going to call or email her so contact her. Chair Edwards apologized and said it was his responsibility and that he had dropped the ball. Mary also apologized for not getting contact information out to the whole committee, but she had sent the 4 original members' phone numbers and emails out to Edwards. Chair Edwards said since Tita has resigned, he thought that just having 3 on the TAC Bylaws committee would be enough people and asked the other members if that was ok and they agreed.

There was discussion about when the next meeting should be. Lorraine said Thursdays were good for her. After discussion it was decided to have the meeting on March 13th TAC meeting at 10:00 AM and the Bylaws committee at 10:45 AM. The meeting packs will go out by the March 7th and include bylaw examples and the OAR's discussed earlier. Larry said he has many years of experience on committees and working with bylaws and

that he had read through the current TAC Bylaws and he said whoever had put them together did an exceptionally good job. They are very good.

10. OTHER BUSINESS- None

11. NEXT MEETING- March 13 at 10 AM.

12. ADJOURNMENT- Larry Miller moved to adjourn the meeting
Commissioner Alegria seconded the motion
Motion passed unanimously.

Meeting was adjourned at 10:42 AM

Mary Parker, Recording Secretary

Copies and meeting recordings are available on request. Contact Mary Parker mary@ridethebus.org

**BYLAWS GOVERNING PROCEDURES AND CONDUCT OF THE
STATEWIDE TRANSPORTATION IMPROVEMENT FUND ADVISORY COMMITTEE
OF SALEM AREA MASS TRANSIT DISTRICT**

DEFINITIONS:

High Percentage of Low-Income Households -

For purposes of evaluating projects seeking Statewide Transportation Improvement Funds (STIF), Salem Area Mass Transit District (SAMTD), in its role as the Qualified Entity, defines High Percentage of Low-Income Households as: geographic areas within Marion and Polk counties where there are more Low-Income Households (households with income less than 200% of the poverty level as defined by poverty guidelines updated periodically in the Federal Register by the U.S. Department of Health and Human Services under of 42 U.S.C. 9902(2) for the 48 Contiguous States and the District of Columbia) than households above this income level. As of the date of these Bylaws, the U.S. Census and American Community Survey (ACS) data is contained in the current Salem Area Mass Transit District Title VI Plan, in Part V: Demographic Analysis, Section V-7 Low-Income Population.

In applying for STIF funding, transit improvements benefiting Low-Income Households may be demonstrated in the following manner:

- Fare programs that have a positive benefit for Low-Income Households;
- New route miles that provide service improvements to Low-Income Households, and areas benefitting individuals from Low-Income Households;
- New service hours that provide service improvements to Low-Income Households, and areas benefitting individuals from Low-Income Households;
- Purchases of new capital equipment or construction of new facilities that have a demonstrated improvement to Low-Income Households, and areas benefitting individuals from Low-Income Households; or
- Any combination of the aforementioned improvements that result in an overall improvement of services to Low-Income Households, and areas benefitting individuals from Low-Income Households.

Improvements benefiting Low-Income Households are not limited to services provided directly to areas with high percentages of Low-Income Households. Improvements are also defined as services that connect individuals from Low-Income Households with employment, services, shopping, social centers, places of worship, etc. In evaluating the value of proposed improvements, this aspect is an important consideration.

Project –

A plan or project proposed by a Public Transportation Service Provider that is eligible for

funding by the District with STIF monies.

Terms not otherwise defined in these Bylaws shall have the meaning set forth in ORS 184.751-184.766 or, if not defined therein, in the applicable implementing regulations (OAR Chapter 734 Division 40).

ARTICLE I – ADVISORY COMMITTEE: PURPOSE, ROLES AND RESPONSIBILITIES

Section 1. Purpose and Mission of the STIF Program

The State of Oregon has established a Statewide Transportation Improvement Fund (“STIF”) for the purpose of financing and enhancing public transportation programs as provided under ORS 184.751-184.766. The Oregon Department of Transportation (ODOT) Rail and Public Transit Division administers the STIF program. Pursuant to State law, Salem Area Mass Transit District (“SAMTD” or “District”) is the designated Qualified Entity eligible to receive STIF Funds for Marion and Polk Counties. The SAMTD Board of Directors hereby establishes an advisory committee to advise and assist the Board of Directors with regard to the District’s STIF program within the two counties.

Section 2. Committee Name and Purpose

The name of the committee is the Statewide Transportation Improvement Fund Advisory Committee, also referred to as the STIFAC, hereinafter “Committee”. The purpose of the Committee is to advise and assist the SAMTD Board of Directors in prioritizing the Projects to be funded as part of the District’s STIF Plan.

Section 3. Committee Procedures and Duties

In a manner consistent with ORS 184.751-184.766 and implementing regulations, the Committee shall review every Project, and advise and assist the Board of Directors in prioritizing Projects. After a Project proposal is transmitted by the Board of Directors to the Chair of the Committee, the Chair will promptly distribute the Project proposal to members of the Committee. At the next regular meeting of the Committee following the distribution of the Project by at least 30 days, the Committee will set a schedule for its review, deliberation and recommendation of the Project. The schedule may be modified by the Committee upon a majority vote at any subsequent meeting.

The Committee may also advise the Board of Directors regarding opportunities to coordinate Projects with other local or regional transportation programs and services to improve service delivery and reduce gaps in service.

In addition, the Committee may propose changes to the policies or practices of the Board of Directors when the Committee considers that such changes are necessary to ensure that: (a) a public transportation service provider that has received funding under ORS 184.758 has applied the moneys received in accordance with and for the purposes described in the provider's plan or project proposal; and (b) a plan or project proposal submitted by a public transportation service provider does not fragment the provision of public transportation services.

The Committee will consider the following criteria when reviewing Projects:

- A. Whether the Project increases the frequency of bus service to areas with a high percentage of Low Income Individuals;
- B. Whether the Project expands bus routes and bus services to serve areas with a high percentage of Low Income Individuals;
- C. Whether the Project reduces fares for public transportation for Low Income Individuals;
- D. Whether the Project will procure buses that are powered by natural gas or electricity for use in areas with a population of 200,000 or more;
- E. Whether the Project will improve the frequency and reliability of service connections between communities inside and outside of the Qualified Entity's service area;
- F. Whether the Project increases the coordination between Public Transportation Service Providers to reduce fragmentation of service and fill service gaps;
- G. Whether the project provides student transit services for students in grades 9 through 12.
- H. Whether the Project will maintain a productive service funded by the STIF Formula funds during a previous funding cycle; and
- I. Other factors to be determined by the District such as geographic equity.

Section 4. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

A quorum of the Committee shall consist of a majority of all the members, and a quorum must be present for any business to be conducted. A majority vote of those members present is needed to approve any recommendation. No member may vote unless present.

The meetings shall be conducted according to *Roberts Rules of Order, Newly Revised*. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one week's notice and will be held at the District's Administration Office; or such other place as designated by the District, and so noticed in conformance with applicable laws.

Section 5. Ethics

Members of the Committee must comply with the Oregon Ethics Laws, ORS Ch. 244, and must refrain from using the Committee member's position to obtain financial gain or avoid financial detriment to the member, relative, or business in which the member or relative has an interest. Members and their relatives and members of their household must refrain from accepting gifts in excess of \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the STIF Advisory Committee. In the case of any actual or potential conflict of interest, the Member must publicly announce the actual or potential conflict of interest, refrain from participating in any discussion or debate on the matter, disclose the same in writing to SAMTD Board of Directors and, unless there is a quorum of the members who do not have an actual or potential conflict of interest, the Committee shall request direction from the SAMTD Board of Directors prior to taking action on the matter.

ARTICLE II – APPOINTMENT, MEMBERSHIP, QUALIFICATION, AND TERMS

Section 1. Appointment and Membership

Members of the Committee are appointed by the SAMTD Board of Directors, and serve at the pleasure of the SAMTD Board of Directors. The Committee is composed of no less than seven (7) members and no more than eleven (11) members. Each member must meet any one or more of the qualifications identified in Article II, Section 2 of these Bylaws at the time of their appointment and for the duration of their term.

The Committee must include at least one person who is or represents low-income individuals; people with disabilities, or individuals age 65 or older; and a Public Transportation Service Provider or non-profit public transportation service provider.

The Board will appoint Committee members from both within and outside District boundaries to the extent practicable. The Board will attempt to appoint members to the Committee who represent diverse interests, perspectives, geography, and the population demographics of the area.

Section 2. Qualification

To be qualified to be appointed and continue to serve as a member of the Committee, the

person must be knowledgeable about the public transportation needs of residents or employees located within or traveling to and or from the District. In addition, to be qualified to be appointed and continue to serve, the person must be a member of or represent any one or more of the following:

- (A) local governments, including land use planners;
- (B) Public Transportation Service Providers;
- (C) non-profit entities which provide public transportation services;
- (D) neighboring public transportation service providers;
- (E) employers;
- (F) public health, social and human service providers;
- (G) transit users;
- (H) transit users who depend on transit for accomplishing daily activities;
- (I) individuals age 65 or older;
- (J) people with disabilities;
- (K) low-income individuals;
- (L) social equity advocates;
- (M) environmental advocates;
- (N) bicycle and pedestrian advocates;
- (O) people with limited English proficiency;
- (P) educational institutions; or,
- (Q) major destinations for users of public transit.

Section 3. Terms of Service

Committee members shall initially either serve for a term of one year, or two years. The initial one year term will be from January 1, 2023 through December 31, 2023. The initial two year term will be from January 1, 2023 through December 31, 2024. In addition to the initial terms identified above, members will also serve during a period from the date of Board appointment through December 31, 2022. Member serving an initial one year term will be allowed to serve for a consecutive two year term, for a total of three years.

At the point of appointment by the Board of Directors, the members shall be assigned as follows:

Total Number of Members	Number of Members Serving Initial One Year Plus Term	Number of Members Serving Two Year Plus Term
7	4	3
8	4	4
9	5	4
10	5	5
11	6	5

Following the initial appointment, Committee members shall serve for a term of two years, commencing on January 1. Members are eligible for re-appointment for up to two consecutive terms for a total of four years. Terms will be staggered so that no less than one-third and not more than one-half of the voting members have a term that expires in the same year.

A Committee member who has served two consecutive two-year terms may not serve a third consecutive term. However, the Committee member may thereafter be appointed for future terms following the end of their second term after waiting at least 12 months for reappointment.

Section 4. Chair and Vice-Chair Election and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board of Directors. The Chair and Vice Chair shall serve for a term of 12 months; and no more than two consecutive terms. The Committee may nominate and recommend to the Board, members to serve as Chair or Vice Chair.

Nominations for the Chair and Vice-Chair are to be held every December (or in the meeting month closest to the end of the calendar year) prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside at the meetings, and perform other duties assigned by the Board. The Chair, on behalf of the Committee, shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee. The Chair may, at the Board's direction, appoint sub-committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair, in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend the scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact District staff or the Chair at least 24 hours or one business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two consecutive meetings, or misses more than two meetings over a one-year period, will be reported to the SAMTD Board, and the Board may terminate that member's term and declare that member's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the SAMTD Board of Directors, and may be removed with or without cause at any time at the sole discretion of the Board of Directors.

The Committee may recommend removal of one of its members to the SAMTD Board of Directors by majority vote. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the SAMTD Board of Directors may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on term of service under Article II, Section 3 of these Bylaws. The Board of Directors may select an appointee from among people expressing an interest in such appointment, or from a call for applications for the position. Appointments are subject to the requirements of Article II, Sections 1 and 2 of these Bylaws.

Section 7. Staff Role and Responsibility

The SAMTD General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee in orientation, and the preparation and presentation of background information concerning agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

ARTICLE III – MEETINGS

Section 1. Frequency

The Committee will meet as often as necessary to carry out the responsibilities of the Committee; however, the Committee shall meet at least two times each year. District staff and the Chair will confer as to the meeting schedules. Meetings shall be held at the offices of SAMTD or other place designated by the District in consultation with the Chair, and so advertised in conformance with applicable laws.

Section 2. Agendas

Staff will consult with the Chair in developing meeting agendas. Staff will be responsible for distributing the final agenda including preparing or compiling the associated agenda materials for each meeting.

The agenda and other information associated with any agenda action item will be distributed in advance of the meeting. These may be paper or electronic copies.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present for any business to be conducted.

Each member of the Committee has one vote. All actions of the Committee will be by a motion passed by a majority of the members present and voting at a meeting where a quorum is present.

The chair will be entitled to vote.

Actions taken at the Committee shall be conducted under *Roberts Rules of Order, Newly Revised*, including special provisions applicable to small boards.

Section 4. Minutes

Minutes of Committee meetings will be prepared and distributed by staff. Minutes will note major points discussed and any conclusions reached or actions taken.

Section 5. Recommendations to the SAMTD Board of Directors

The Chair and the Chair's designee may present recommendations of the Committee to the SAMTD General Manager or SAMTD Board of Directors in person or in writing.

ARTICLE IV – AMENDMENTS

The SAMTD Board of Directors shall have the authority to amend these Bylaws at any meeting of the Board of Directors. The Committee may propose amendments of these Bylaws to the Board of Directors.

Amended by Board Resolution No. 2022-02 on April 28, 2022

Previous versions adopted through Board Resolutions:

#2020-06 on July 23, 2020; and

#2018-08 on September 27, 2018

**BYLAWS OF THE ENGLEWOOD TRANSPORTATION ADVISORY COMMITTEE (ETAC)
CITY OF ENGLEWOOD, COLORADO**

ARTICE I

1. Name

The name of the organization is "Englewood Transportation Advisory Committee" hereinafter referred to as the "Committee."

2. Creation

The Committee was duly organized as a result of an ordinance adopted by the City Council on November 5, 2001, which created the "Englewood Transportation Advisory Committee" with City Ordinance #65, Series of 2001.

3. Purpose

The Englewood Transportation Advisory Committee is established as an advisory group to the City Council focused on transportation issues in the City of Englewood.

4. Powers and Duties

The Transportation Advisory Committee shall have the following powers and duties:

- A. Act as a conduit of communication between the City and the community, and gather and assess the information necessary to make sound and consistent recommendations to the City for transportation studies, mitigation strategies and transportation improvements.
- B. Review, monitor and suggest recommendations for City transportation matters including, but not limited to: streets and highways, bus and rail service, provision for the needs of the mobility impaired, bicycle and pedestrian traffic; transportation system management and residential permit parking within the City.
- C. Make recommendations regarding the allocation of funds for capital expenditures related to roadway and transportation improvements.
- D. Review, monitor and recommend changes to municipal ordinances intended to prevent or abate situations that are deemed detrimental to the health, safety and welfare of the community as provided primarily in Title 11 of the Municipal Code. The Committee shall make recommendations to the City Council for the addition, deletion and revision of ordinances.

- E. Review, monitor and recommend changes to the City Transportation Element of the Comprehensive Plan, the City Transportation Action Plan and the Traffic Calming Policies and Procedures Manual.
- F. Review and suggest recommendations for placement and enforcement of warning, regulatory and guide signs on City streets.
- G. Perform such other duties as may be referred to the Transportation Advisory Committee by the City Council.

(EMC 2-12-5 (Ord. 01-65))

ARTICLE II

1. Composition and Membership

ETAC will be comprised of five (5) regular members and one (1) alternate appointed by City Council. Members must be residents of the City of Englewood.

2. Officers

The Chair and the Vice Chair will be elected by a majority vote of the Committee. Officers of the Committee shall be elected for a two (2) year term. No officer shall serve in the same capacity for more than two (2) consecutive terms. (2-11-6A Englewood Municipal Code)

3. Committees

The Committee may establish subcommittees which are necessary for the purposes of the Committee.

4. Ex-Officio Members

Ex-officio members of the Committee include the Staff Liaison representatives and a City Council advisor. Ex-officio members may participate in meetings and serve on subcommittees.

5. Voting Rights

All City Council appointed members of the Committee will have one vote equal in weight. All voting will be by voice vote; provided, however, the Chair of the Committee may, at his/her discretion, call for a roll call vote. A secret ballot may only be used in the election process for Chair or Vice Chair. Ex-officio members serve as non-voting members.

ARTICLE III

1. Regular Meetings

Meetings will be held 4 times per year in March, June, September and November. Should such meeting fall on a legal holiday, then that meeting may be held at another date and time specified by the Committee.

The Chair, at his or her discretion, may allow members to use alternative electronic or telephonic mean to participate in ETAC meetings. Members using this form of attendance should make arrangements with staff at least 3 business days in advance of the ETAC meeting to allow for this accommodation. A majority of members necessary to comprise a quorum must be present at the meeting. E.g. if a quorum is 3 then 2 members must be in attendance and no less than 1 can participate via electronic/telephonic means to constitute a quorum.

2. Special Meetings

Special meetings of the Committee may be held when called by the Chair of the Committee or by any 2 Committee members. For such special meetings, at least three (3) days notice must be given to each Committee member.

3. Open Meetings

All meetings will be open to the public. Public notice of all regular and special Committee meetings will be posted a minimum of 48 hours prior to the meeting. Notice will be posted on the City's official bulletin board and website as designated by the City Council.

4. Quorum

A simple majority of the number of duly appointed Committee members will constitute a quorum for the transaction of business.

5. Transaction of Business

Every act or decision done or made by a majority of the Committee members present at a duly held meeting at which a quorum is present will be regarded as the act of the entire Committee.

6. Time Duration

Meetings will commence promptly at the time designated by the Committee members.

7. Robert's Rules of Order

All meetings will be conducted according to these Bylaws and Robert's Rules of Order, Current Edition.

8. **Records**

Records of approved minutes of regular Committee meetings will be maintained in the office of the City Clerk.

ARTICLE IV

1. **Tenure**

Initially the terms will be as follows: two (2) members will be appointed to a term of one (1) year; two (2) members will be appointed to a term of two (2) years; and three (3) members will be appointed to a term of three (4) years. Thereafter, members will be appointed to overlapping terms of four (4) years. (2-11-3 Englewood Municipal Code)

2. **Resignation and Removal**

Any member may resign at any time giving written notice to the Chair and City Council. Such resignation will take effect on the date of receipt of such notice unless otherwise specified therein, the acceptance of such resignation will not be necessary to make it effective. Any Committee member missing more than three (3) consecutive meetings without prior notice, in a calendar year, may be removed by the City Council. Any member missing a total of four (4) meetings in a calendar year, with or without prior notice, may be removed by the City Council. Prior notice is considered to be either a written or verbal statement to supporting staff members.

3. **Vacancies**

A vacancy on the Committee will be filled by City Council appointment. Whenever there is a vacancy, the Committee may make a recommendation or recommendations to Council to fill the vacancy. The member appointed to such vacancy will serve for the remainder of the term of the member replaced.

4. **Duties**

The duties are as follows:

1. **Chairperson:** The Chair will conduct Committee meetings; serve as ex-officio member of all committees and perform all other duties as the Committee elects.
2. **Vice Chairperson:** The Vice Chair will act in the place and stead of the Chair in the event of his/her absence, inability, or refusal, to act, and will exercise and discharge such other duties as may be required of him/her by the Committee.
3. **Staff Liaison:** The Staff Liaison will be the managing officer of the Committee. Staff will present reports to the Committee, the individual members of the Committee, and to the City of Englewood as the business of the Committee may require.
4. **Members:** Committee members will attend regular meetings and are encouraged to participate on ad hoc committees. Members will participate in Committee events and

special functions. Members will actively promote and support the Committee and its activities.

ARTICLE V

1. Compensation

A. The members of the ETAC serve without compensation. (2-11-4A Englewood Municipal Code)

B. Reasonable expenses directly related to performing the duties of the ETAC are allowed. (2-11-4B Englewood Municipal Code)

ARTICLE VI

1. Amendments

These By-Laws may be amended by a two-thirds (2/3) vote of the Committee members present at any regular meeting provided:

A. A quorum is present; and

B. Notice was presented in writing at the previous Committee meeting.

ARTICLE VII

1. Conflicts

In the case of any conflict between an Ordinance and these By-laws, the Ordinance will control.

2. Majority

Unless otherwise stated all decisions will be a majority vote. As used in By-Laws, the term "majority" means those votes totaling more than fifty (50%) percent of the members or a group designated.

These Bylaws have been approved by the Englewood Transportation Advisory Committee by a vote on October 8, 2020.

By: Neil Sarno
Chair

Attest: Lorraine DeGuer
Secretary

