



Policy Board Bylaws

SECTION 1.0 NAME

The name of the Metropolitan Planning Organization designated for the Manhattan Urbanized Area will be the Flint Hills Metropolitan Planning Organization (MPO).

SECTION 2.0 PURPOSE

The Flint Hills MPO is created to be a forum for cooperative, regional transportation decision-making. This includes fulfilling state and federal regulations related to current and future transportation plans and programs.

The Policy Board should uphold and implement the MPO Operations Manual.

SECTION 3.0 MEMBERSHIP

3.1 POLICY BOARD COMPOSITION

The Flint Hills MPO Policy Board consists of seven (7) **voting members** representing the local jurisdictions and state department of transportation, as follows:

- One (1) City of Manhattan Commissioner as selected by a majority vote of the City Commission at a regularly scheduled meeting
- One (1) Riley County Commissioner as selected by a majority vote of the County Commission at a regularly scheduled meeting
- One (1) Pottawatomie County Commissioner as selected by a majority vote of the County Commission at a regularly scheduled meeting
- One (1) City of Wamego Commissioner as selected by a majority vote of the Wamego City Commission at a regularly scheduled meeting
- One (1) City of Junction City Commissioner as selected by a majority vote of the City Commission at a regularly scheduled meeting
- One (1) Geary County Commissioner as selected by a majority vote of the County Commission at a regularly scheduled meeting
- One (1) representative from KDOT as appointed by the Secretary of Transportation

The **ex-officio and non-voting members** of the Flint Hills MPO Policy Board include federal transportation agencies, state and federal institutions, and other transportation providers:

- One (1) representative from the Federal Highway Administration (FHWA) Kansas Division Office selected by the Division Administrator
- One (1) representative from the Federal Transit Administration (FTA) Region 7 Office selected by the Regional Administrator
- One (1) representative from Fort Riley selected by the Garrison Commander
- Flint Hills Area Transportation Agency Director, or their appointee

Ex-officio and non-voting members shall sit with the same rights and privileges as the Policy Board voting members (request agenda items, participate in discussions, advise the MPO, receive meeting packets, etc.) except that ex-officio and non-voting members shall not have the right to present resolutions, motions or seconds, or to vote upon any motions or resolutions of the Flint Hills MPO Policy Board.

3.2 MEMBER SELECTIONS AND TERMINATION

The represented agencies charged with selecting their representatives to sit on the Policy Board, shall select the member to represent that agency according to their represented agency's own practices.

A person's membership on the Policy Board shall be terminated upon the member leaving his or her position named for membership on the Policy Board, or by the represented group choosing a replacement position to serve as representative.

3.3 ALTERNATES

Each Policy Board member may send a previously designated alternate when unable to attend a meeting. The alternate must be a member of the same body that the Policy Board member represents (for example, elected officials named to the Board cannot send staff as an alternate). The Policy Board member shall notify the Policy Board Chairperson with this information before a meeting is called to order, and the Chair shall announce the presence of the alternate to the Policy Board. The alternate for voting members will retain voting privileges.

3.4 VOTING PRIVILEGES

Those jurisdictions not providing timely financial support for the MPO (as further defined by the Fiscal Agreement), will maintain membership on the Policy Board, but will lose voting privileges. Voting privileges will be restored upon payment to the MPO.

3.5 VOTING PROCEDURES

- a. Financial decisions relating to MPO Core Products, which are activities that are required by federal law or the activities that support the development of those products, shall be subject to the following:
 - 1) These actions shall require approval by a 2/3 vote of the total votes of the Board; and,
 - 2) The votes of the Board members shall be weighted, as follows:
 - a) The City of Manhattan representative shall have three (3) votes;

- b) The City of Junction City representative shall have two (2) votes; and
- c) All other representatives shall have one (1) vote.

Financial relating to non-core work products (activities that are elective), shall be subject to the following:

- 1) These actions shall require approval by a 7/11 vote, or 2/3 of the members in attendance at the meeting.
- 2) The votes of the Board members shall be weighted, as follows:
 - a) The City of Manhattan representative shall have three (3) votes;
 - b) The City of Junction City representative shall have two (2) votes;
 - c) The KDOT representative shall have two (2) votes;
 - d) The City of Wamego representative shall have one (1) vote;
 - e) The Riley County representative shall have one (1) vote;
 - f) The Pottawatomie County representative shall have one (1) vote; and
 - g) The Geary County representative shall have one (1) vote.

SECTION 4.0 OFFICERS

The Policy Board shall elect a chairperson (chair) and a vice-chairperson (vice-chair) from among its voting members at a regularly scheduled meeting.

4.1 ELECTION OF CHAIRPERSON

Terms for Chair shall begin immediately upon their election. Their term of office shall be one (1) year. The Chair position is to be filled by voting members of the Flint Hills MPO Policy Board. The Chair can serve up to two (2) consecutive terms, if nominated and approved by the Policy Board.

In the event of a vacancy in the office of the Chair, a member shall be elected to serve the remainder of the term of office. Notice of such election shall be placed as an agenda item and the election shall be conducted in the manner provided in this section.

4.2 CHAIRPERSON

The Chairperson shall preside at the Flint Hills MPO Policy Board meetings; appoint subcommittees as needed; sign all resolutions, and self-certifications after Policy Board approval.

4.3 VICE-CHAIRPERSON

The Vice-Chair position is held by the Kansas Department of Transportation representative. The Vice-Chair shall serve as Chair in the absence of the Chairperson. The Vice-Chairperson is also able to sign all resolutions, documents, or agreements in the absence of the Chair.

SECTION 5.0 QUORUM

For business to be transacted, there must be a recognized quorum of voting members. A quorum of the Flint Hills MPO Policy Board shall consist of a majority of the voting members, four (4) members. The Board shall conduct no official business in the absence of a quorum. A quorum is not lost when a member or members abstain from voting.

Should a quorum not be obtained within fifteen (15) minutes of the scheduled meeting time, those members present may, by unanimous agreement, select to continue the meeting as a public information meeting or workshop to discuss items on the agenda that do not require approval or action by the Policy Board.

In this event, the names of the members present at such public information meeting or workshop and brief minutes of items discussed shall be recorded.

In the absence of the Chair and Vice-chair, a staff representative shall determine whether a quorum is present, and in that event, shall call for election of a temporary chairperson. Upon the arrival of the Chairperson, or Vice-Chairperson, the temporary chair shall relinquish to the Chairperson upon conclusion of the business immediately before the Policy Board.

SECTION 6.0 MEETINGS

6.1 REGULAR MEETINGS

The Policy Board shall hold regular meetings in accordance with a day, location, and time as agreed to by a majority of the voting members. Locations for regular Policy Board meetings shall be held at locations accessible by persons with disabilities.

The MPO staff shall give public notice of regular meetings not less than seven (7) calendar days prior to the meeting. Changes to meeting time, place, or date and any cancellations of regular meetings shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.

Opportunities for public comment shall be provided at each meeting.

6.2 SPECIAL MEETINGS

The Chairperson or a majority of the voting members may call special Policy Board meetings. MPO staff shall give public notice of special meetings not less than seven (7) calendar days prior to the meeting.

In the event the Chair or other caller of the meeting wishes to cancel or change the meeting time of a special Policy Board meeting, advance notice of such cancellation or change shall be made as soon as

practicable and at least twenty-four (24) hours prior to when such meeting was to have taken place. Locations for special Policy Board meetings must be accessible.

6.3 EXECUTIVE SESSIONS

Personnel or other sensitive matters will be discussed by the Policy Board in an executive session. To go into executive session, a Policy Board Member must make a motion to move into executive session and another member second the motion. A time limit should be initially established for the executive session. All voting and non-voting Policy Board Members may participate in the executive session. Depending on the topic of discussion, MPO staff may be asked to leave the room.

To maintain consistency and retain all personnel-related files (i.e. performance evaluations for the MPO Director), the KDOT Policy Board representative will serve as the Executive Session Chair (ES Chair). It will be ES Chair's role to facilitate the discussion during the executive session and ensure all items are tended to. The ES Chair will retain all documentation, as necessary, and keep it on file at KDOT.

If additional time is needed for the executive session, the ES Chair should ask for a motion to extend the executive session by a specific amount of time. At the end of the executive session, the ES Chair should ask for a motion and second to adjourn from executive session and resume the Policy Board Meeting.

6.4 CONDUCT OF MEETINGS

The meetings of the Policy Board will be held in accordance with the Kansas Open Meeting Act (KOMA). Locations for all Flint Hills MPO meetings shall be accessible by persons with disabilities.

6.5 RECORD OF PROCEEDINGS

At all meetings of the Policy Board, MPO staff shall record a roll of members, minutes of proceedings, and votes.

MPO staff shall record the minutes of each meeting as a matter of public record and should present such minutes to the Policy Board for approval. Approved minutes of the Policy Board meetings shall be available for public inspection at the MPO office and posted on the website.

6.6 AGENDAS

There shall be an official agenda for every regular meeting of the Policy Board, which shall determine the order of business conducted at the meeting.

Flint Hills MPO staff shall draft a meeting agenda. If Policy Board Members would like a specific item to be addressed at one of the meetings, said member should contact MPO staff.

Meeting agendas sent to the Policy Board members will have links or attachments of all pertinent materials (e.g., staff reports, draft documents, etc.).

Regular meeting agendas shall be distributed to the Policy Board members at least seven (7) calendar days in advance of the meeting.

Public notice of regular Policy Board meetings shall be made at least seven (7) calendar days in advance in accordance with the adopted Flint Hills MPO Public Participation Plan.

6.7 ALTERNATIVE MEETING FORMATS

Members or their alternates must be physically present at the meeting to vote unless the Chair authorizes, in advance, a phone/computer connection to stand in place of their physical attendance.

In certain circumstances, the Chair may allow a phone/computer connection to serve in lieu of a physical meeting of the Policy Board. If it is determined that a conference call/virtual meeting is the appropriate forum to hold a Policy Board meeting, all items mentioned in Section 6.0 (above) must still be followed. The agenda should include language regarding a conference call/virtual meeting being used in lieu of an in-person meeting. An MPO staff member must be present at the location publicized on the agenda with the conference call on speakerphone, or virtual meeting displayed, to allow members of the public opportunity to participate.

Proxy voting is not allowed at the Policy Board meetings.

6.8 CONFLICT OF INTEREST

No member of the Policy Board shall participate in, discuss, or vote on a matter in which he or she has a substantial interest as defined by K.S.A. 46-229 et seq. Should any member have such a substantial interest on a matter coming before the Policy Board or its committees, the Chairperson shall declare an abstention for each affected Policy Board member for that item on the agenda.

SECTION 7.0 MPO SUB-COMMITTEES

Subcommittees may be designated by the Flint Hills MPO Policy Board as necessary to investigate and report on specific subject areas of interest to the MPO.

7.1 TECHNICAL ADVISORY COMMITTEE

The Flint Hills MPO, as stated in the Designation Agreement, shall include a Technical Advisory Committee (TAC) to assist the MPO with collecting information, performing technical reviews, formulating recommendations, setting priorities, and other matters as directed by the Policy Board.

7.2 ADDITIONAL COMMITTEES

Other sub-committees to advise the MPO on metropolitan transportation planning related issues and processes may be appointed by the Flint Hills MPO Policy Board.

SECTION 8.0 AMENDMENTS TO BYLAWS

These bylaws may be amended by a two-thirds (2/3) vote of the Flint Hills MPO Policy Board voting membership at any regular meeting, provided that the members have been notified in writing of the proposed change at least seven (7) calendar days in advance and the proposed amendment has been placed on the agenda.

The Policy Board Bylaws shall be reviewed whenever changes are made to the Flint Hills MPO Designation Agreement to avoid conflicts and/or confusion between the Policy Board Bylaws and the Flint Hills MPO Designation Agreement.

All amendments to these Bylaws shall be recorded by date and incorporated into this document.

Revised Bylaws shall be delivered to the Policy Board members (both voting and non-voting) at the next regular Policy Board meeting following the amendment.

SECTION 9.0 EFFECTIVE DATE

The above and foregoing bylaws are hereby adopted as the Policy Board Bylaws of the Flint Hills Metropolitan Planning Organization.

Adopted this 19th day of February, 2020.