

September 19, 2023



AGENDA ITEM 4 C

CRTPA BYLAW CHANGES

TYPE OF ITEM: Consent

STATEMENT OF ISSUE

This item seeks to update the CRTPA's current bylaws to reflect the following changes:

- Increase the Executive Director's expenditure authority to no greater than \$25,000.
- Provide the Executive Director the authority to approve a minor amendment to the Unified Planning Working Program, subject to final approval by state and federal agencies.
- Add a provision allowing regular meetings to be conducted in a hybrid virtual environment, subject to Board approval.
- Clarifies the process for notification to the local governments of their proportionate share cost.
- Removes the process associated with amending the Long-Range Transportation Plan.

EXECUTIVE COMMITTEE

At the August 22, 2023 the Executive Committee met and discussed the proposed changes to the Bylaws. The Executive Committee recommended approval with the addition that virtual participation by a member must first be approved by the Board. In response to the Executive Committee's recommendation, a provision is added requiring the Board first vote to allow virtual participation by a CRTPA member, subject to a meeting quorum.

BACKGROUND AND ANALYSIS

The CRTPA Bylaws define the membership, officers, functions, duties, and responsibilities of the CRTPA. From time to time, the Bylaws are reviewed and updated. Revisions are proposed in response to regulatory changes and/or in recognition of policy and procedural updates guiding the CRTPA. The Bylaws showing the proposed revisions are provided in **Attachment 1**. The CRTPA's legal counsel, the Florida, the Department of Transportation (FDOT), and the Federal Highway Administration (FHWA) have reviewed the proposed changes. In response to comments received by both agencies, provisions were added stating any amendment to the Unified Planning Work Program is subject to final approval by the FDOT and FHWA. In addition, the proposed Bylaws also stipulate any amendment which increases or decreases the contract budget must be approved by the Board or the Executive Committee. The CRTPA Legal Counsel also provided language regarding remote and virtual participation by a Board member.

BACKGROUND AND ANALYSIS

The following changes are proposed:

- 1) Per the CRTPA's current bylaws, the Executive Director's purchasing authority is capped at \$5,000. This item seeks to increase that authority to \$25,000 and add a provision requiring the purchasing authorizations be consistent with the adopted Unified Planning Work Program (UPWP). Any amount greater than \$25,000, or any change that would increase or decrease the CRTPA's contract budget, requires approval from either the Executive Committee or the CRTPA Board.

Section IV.D.1. CRTPA Bylaws Administration

The Executive Director shall serve at the pleasure of the Board and shall report directly to the CRTPA Board for all matters regarding the administration and operation of the CRTPA and any additional personnel as deemed necessary. CRTPA staff will report directly to the Executive Director and serve at the pleasure of the director. The Executive Director shall have authority to:

- a. Approve expenditures for the normal operations of staff and planning projects not to exceed ~~\$5,000~~ \$25,000 as long as those expenditures are consistent with the adopted Unified Planning Work Program (UPWP). Any item over this amount, or that increases or decreases the UPWP contract budget, requires approval by the Executive Committee or the Board.
 - b. Approve routine staff travel.
 - c. Hire, ~~fire~~ terminate, assign duties to, and evaluate CRTPA staff, subject to review and concurrence of the Chairperson.
 - d. Sign invoices, grant applications, and routine communications with local, state and federal agencies, except in those instances when the signature of the chair is required.
- 2) At times minor amendments to the CRTPA's Unified Planning Work Program are necessary. The following proposed addition to the Administration section of the Bylaws would provide the Executive Director the authority to approve minor amendments to the UPWP. What constitutes a minor amendment to an existing project is defined, and the requirement for final approval from FHWA and FDOT is explicit. Proposed subsection e. and f. would be added to the subsection discussed above:

Section IV.D.1. CRTPA Bylaws Administration

- e. Approve an amendment to the Unified Planning Work Program that provides a one-time extension to an existing project schedule by no more than six months. Amendments to the UPWP are subject to final approval by FDOT and FHWA. [23 CFR 420.115(a)]; and

Section IV.D.1. CRTPA Bylaws Administration (cont.)

f. Approve an amendment to the Unified Planning Work Program that allows for a one-time amendment to an existing project scope and/or cost by no more than \$25,000. Amendments to the UPWP are subject to final approval by FDOT and FHWA [23 CFR 420.115(a)].

- 3) Sometimes Board members utilize technology to participate remotely and virtually in CRTPA meetings. The following language is proposed in Section IV. of the Bylaws to clarify a physical-in-person quorum must be present for a Board member to participate virtually. In addition, language regarding virtual Board Workshops is. The following proposed changes are:

Section IV.E. CRTPA Bylaws Meetings

5. Remote and Virtual Participation: For any Board meeting, a Board member may participate in such meeting remotely and virtually provided that a physical in-person quorum of the Board is met and that the request by the Board member to appear remotely and virtually is approved via motion by the Board members in attendance, prior to the participation of the Board member.

8. Workshops: The CRTPA may choose to hold workshops from time to time. A quorum shall not be necessary for conducting a workshop; however, all workshops shall be noticed in the same manner as regular meetings of the CRTPA. If the Board meeting is a Board Workshop and no formal votes are taken at the Workshop, the Board may vote at a duly called meeting, prior to the Board Workshop to conduct the Board Workshop as a virtual meeting. If the Board decides to provide for a Board Workshop, remotely and virtually, the Board shall provide for a mechanism for the public to participate in the remote, virtual Workshop.

- 4) The proposed change removes the reference to modifying or amending the Long-Range Transportation Plan. Any amendments to the Long-Range Transportation Plan follow the processes set forth in the Public Involvement Plan and are carried out in accordance with the requirements of Florida Statute and Federal Code of Regulation.

~~Section VII. Modifications to the Long-Range Transportation Plan~~

~~Modifications to the Long-Range Transportation Plan~~

~~A. A request to amend the Long-Range Transportation Plan (LRTP) will be reviewed by the TAC to determine the technical applicability of the proposal for plan inclusion or removal and the CMAC recommendation, CRTPA Staff recommendation, and the recommendation of the TAC will be forwarded to the CRTPA Board.~~

~~B. If the CRTPA Board determines that the proposed amendment should be considered, the CRTPA Board may initiate the established plan amendment process in compliance and consistent with procedures established in Chapter 339 Florida Statutes and all applicable federal code. Per Chapter 339.175, Florida Statutes, any amendment that affects projects in the first three years of the LRTP must be approved on a recorded roll call vote or hand-counted vote of a majority of the membership present.~~

Section VII. Modifications to the Long-Range Transportation Plan (cont.)

~~C. In addition to the required public notification and public hearing of the plan amendment(s), efforts to communicate the plan amendment to the traditionally underserved (populations protected by Title VI of the Civil Rights Act of 1964) will be made and documented.~~

- 5) The last two proposed revisions are to Sections VIII. and IX. The revisions clarify the process for calculating the member governments' actual proportionate share cost, and the timeframe for notice and payment:

Section ~~VIII~~ VII. CRTPA Funding

- A. ~~Each~~ Annually, each member government, with the exception of the Leon County School Board, shall pay a proportional share of the operating costs of the CRTPA, over and above the amount annually provided by federal and state sources. Proportional costs are based on population. To the extent that funding allocated for CRTPA operations is exceeded by expenses, the balance shall be funded by the members, ~~with the exception of the Leon County School Board.~~, in proportion to their weighted vote without consideration of the weighted vote of the Leon County School Board. The Leon County School Board shall provide in-kind services in lieu of direct funding for CRTPA operations. ~~Unless otherwise agreed by the parties hereto, any change in the weighted voting occurring during the CRTPA's fiscal year shall result in a proration of financial responsibility of the members.~~
- B. The CRTPA staff will perform only those services required by applicable Federal Code and State Statute. If tasks are requested by the CRTPA that are not part of the statutory duty of the CRTPA staff, additional funding will be provided by the member governments.
- C. ~~An~~ Prior to July 1 an estimate of the local funding amount will be made known in the ~~annual~~ Unified Planning Work Program, ~~prior to July 1.~~ Concurrent with Subsequent to the adoption of the Final Unified Planning Work Program the CRTPA will adopt its annual operating budget. The Unified Planning Work Program is the de facto budget of the CRTPA.
- D. No later than December 31 the CRTPA will send to each member government, with the exception of the Leon County School Board, their proportional share amount due based on fiscal year expenditures from October 1 through September 30. Payment of funds by

participating governments ~~will~~must be made to the CRTPA no later than ~~December 31~~March 31.

Section ~~IX~~ VII. Notice

With the exception of the local government proportionate share notice of annual funding due, ~~All~~ all notices, demands and correspondence required or provided for under this Agreement shall be in writing and delivered in person or dispatched by certified mail, postage prepaid, return receipt requested.

NEXT STEPS

Upon final Board approval by of the revised CRTPA Bylaws, a copy will be posted on the website. A copy will be distributed to the Board and reviewing agencies.

RECOMMENDED ACTION

Option 1: The CRTPA approve of the revised Bylaws.
(Recommended)

Option 2: Provide other direction.

ATTACHMENT

Attachment 1: Revised Bylaws with Mark-up

**CAPITAL REGION TRANSPORTATION PLANNING AGENCY
REVISED BYLAWS, POLICIES
AND PROCEDURES**

Revised September 19, 2023

- I. Organization Name**
- II. Preamble**
- III. Purpose**
- IV. CRTPA Bylaws**
- V. CRTPA General Policies**
- VI. CRTPA Specific Policies**
- ~~**VII. CRTPA Long-Range Transportation Plan Amendment**~~
- VII. Funding**
- VIII. Notices**

I. Organization Name

The name for the Metropolitan Planning Organization (MPO) is the Capital Region Transportation Planning Agency (CRTPA).

II. Preamble

The following sets forth the Bylaws, Policies and Procedures that shall serve to guide the proper functioning of the urban transportation planning process by the CRTPA. The intent is to provide policies and procedures for the CRTPA and its Standing Committees for fulfilling the requirements of the Interlocal Agreement that creates the CRTPA; the applicable provisions of federal law; and the applicable provisions of Chapter 339.175, Florida Statutes. Any interpretations of the Interlocal Agreement by these bylaws shall be the preferred interpretation for the CRTPA unless there is a direct and express conflict with the Interlocal Agreement. Furthermore, all provisions contained in these Bylaws shall be interpreted to be consistent with all applicable state and federal law.

III. Purpose

Pursuant to Section 339.175, Florida Statutes, the purpose of the CRTPA is:

- A. To assist in the safe and efficient management, operation, and development of surface transportation systems embracing various modes of transportation in a manner that will serve the mobility needs of people and freight and foster economic growth and development within and through urbanized areas of this state while minimizing transportation-related fuel consumption, air pollution, and greenhouse gas emissions through the metropolitan transportation planning process;
- B. To develop, in cooperation with the state and public transit operators, transportation plans and programs for metropolitan areas. The plans and programs for each metropolitan area must provide for the development and integrated management and operation of transportation systems and facilities, including pedestrian walkways and bicycle transportation facilities that will function as an intermodal transportation system for the metropolitan area, based upon the prevailing principles provided in s. 334.046(1);
- C. To ensure that the process is integrated with the statewide planning process the CRTPA shall implement and ensure a continuing, cooperative, and comprehensive transportation planning process that considers all modes of transportation based on the complexity of the transportation problems to be addresses and results in coordinated plans and programs consistent with the comprehensively planned development of this affected metropolitan area in cooperation with the Florida Department of Transportation (“Department”);
- D. To ensure that the process is integrated with the statewide planning process the CRTPA shall develop plans and programs that identify transportation facilities that should function as an integrated metropolitan transportation system, giving emphasis to facilities that serve important national, state and regional transportation functions. For the purpose of this section, those facilities on the Strategic Intermodal System designated under s. 339.63 and facilities for which projects have been identified pursuant to s. 339.2819(4).

IV. CRTPA Bylaws

A. Membership and Board Membership

As designated by the Governor of the State of Florida, and as reflected in Article 4, Section 4.01(a) of the 2014, Interlocal Agreement, the CRTPA shall consist of voting representatives from Leon County, Gadsden County, Jefferson County, and Wakulla County, the City of Tallahassee, the City of Midway, the City of Quincy, the City of Chattahoochee, the City of

Greensboro, the City of Gretna, and the Town of Havana; the Leon County School Board; and one non-voting representative from the Department of Transportation.

The weighted vote of the voting members is as follows:

Governmental Entity	Number of Members	Voting Points
Leon County School Board	1	1
Jefferson County ¹	1	4
Gadsden Cities ²	1	5
Wakulla County ³	1	8
Gadsden County	1	8
Leon County ⁴	-	37
City of Tallahassee ⁵	-	37
Total		100

¹The County Representative will also represent the City of Monticello.

²The Cities of Chattahoochee, Greensboro, Gretna, Havana, Midway and Quincy will consolidate their membership and weighted vote into one membership.

³The County Representative will also represent the Cities of St. Marks and Sopchoppy.

⁴The number of voting members is determined by the Leon County.

⁵The number of voting members is determined by the City of Tallahassee.

As provided in Section 4.01(a)(1) of the Interlocal Agreement, for Leon County and the City of Tallahassee, the number of voting points is determined by the number of voting members as agreed upon by the Leon County Board of County Commissioners and the City of Tallahassee respectively.

1. The City of Tallahassee and Leon County commissions may change the number of their members to serve as members of the CRTPA Board no more than once annually. Similarly, Cities consolidating their memberships and weighted vote may reverse such consolidation no more than once annually. Should any membership adjustments be made pursuant to this section, the governmental entity shall notify the Executive Director of the CRTPA in writing of such a change. The written notice shall specifically reference this section as the basis for the change.
2. Board members from participating governments which have one voting member may designate an alternative member of that government to vote in the absence of the appointed member. Such designation may be changed no more frequently than annually unless the alternate leaves office. A

participating governmental entity that selects an alternative member shall notify the CRTPA in writing of that selection. No Board Member may vote by proxy.

3. As provided by Section 6.04 of the Interlocal Agreement, the Board may delegate authority to one or more of its members to act on behalf of the Board and may delegate certain duties to the Executive Director.
 - a. Delegation to one or more Board Members shall be pursuant to a majority vote of the Board, which shall identify the member(s) to whom authority is delegated, specify the scope (and time period if appropriate) for the delegation, and whether action of the Board member(s) shall be subject to Board ratification or approval. Any such delegation shall be subject to the requirements of the Sunshine Law, when applicable. The scope and time period of the delegation shall be appropriate for the intended purpose and shall be limited as necessary to comply with law. When practicable, the action of the Board members shall be subject to Board ratification or approval.
 - b. Delegation to the Executive Director shall be pursuant to a majority vote of the Board, which shall specify the scope, direction and purpose for the delegation and whether the action of the Executive Director shall be subject to ratification or approval of the Board, Board members or the Chairperson. Delegation to the Executive Director shall be subject to such limitations in scope, direction and supervision by the Board as appropriate for the intended purpose and as necessary to comply with law.

B. Membership Term of Office

1. The membership and terms of elected officials as voting members of the CRTPA Board shall be as prescribed in Section 339.175(3) and (4), Florida Statutes, and Sections 4.01 and 4.02 of the Interlocal Agreement. Board members from participating governments which have one voting member may appoint a substitute member to serve as a member of the CRTPA Board no more frequently than once annually unless the member leaves office.
2. The term of office of members of the CRTPA shall be four years. The membership of a member who is a public official automatically terminates upon said official leaving the elective or appointive office for any reason or may be terminated by a majority vote of the total membership of the governmental entity represented by the member. A vacancy shall be filled by the original appointing entity. A member may be appointed for one or more additional four-year terms. Where Counties and Cities have elected to

consolidate their memberships and weighted vote, the term of the representative member or members shall be no less than one year from the date of designation by the consolidated entity represented by the member.

3. Any governmental entity performing any actions under this section shall notify the CRTPA in writing of such actions.
4. The CRTPA may also provide for other non-voting advisors as needed.

C. Officers and Duties

1. The CRTPA Board shall hold an annual organizational meeting no later than the last Board meeting of the calendar year for the purpose of electing the following officers from its voting membership:
 - Chairperson
 - Vice-Chairperson
 - Representative to the Florida Metropolitan Planning Organization Advisory Council
 - Alternate representative to the Florida Metropolitan Planning Organization Advisory Council

The Chairperson and Vice-Chairperson shall be members of different member governments.

2. Officers shall be elected by a majority of the votes of members present at the organizational meeting. The Chairperson and Vice-Chairperson shall serve a term of one year. The representative and alternate to the Florida Metropolitan Planning Organization Advisory Council shall serve a term of three years.
3. The Chairperson shall preside over all meetings and shall sign official documents of the CRTPA. In the event of the Chairperson's absence, or at the Chairperson's direction, the Vice-Chairperson shall assume the powers and duties of the Chairperson. In the absence of both a Chairperson and Vice-Chairperson at a regular or special Board meeting, a temporary Chair shall be elected by majority vote at said meeting to serve as Chairman of the meeting, for this meeting alone. The Chairperson shall:
 - a. Sign, on behalf of the CRTPA, resolutions, contracts, deeds, certifications, vouchers and all other instruments whether relating to real or personal property or otherwise;

- b. Appoint subcommittees as needed;
 - c. Approve or revise the final agenda presented by the Executive Director;
 - d. Accept agenda items from other CRTPA members with advice of the Executive Director to ensure that the addition is submitted on a timeline that allows them to be fully staffed and distributed with the regular agenda materials;
 - e. Draft the annual performance evaluation of the Executive Director, distribute it to CRTPA membership for comments, and develop the final evaluation for CRTPA approval;
 - f. Have authority to approve CRTPA expenditures of greater than \$5,000, but no greater than \$25,000;
 - g. Have authority to approve certain personnel actions, such as salary adjustments, disciplinary actions, and final approval of staff evaluations completed by the Executive Director;
 - h. Perform other duties as, from time to time, may be assigned by the Board.
4. If the chair is unable to serve the remainder of the chair's term, the vice-chair shall automatically become the chair and the CRTPA shall elect a new vice-chair. In the event of the permanent inability of the Chairperson or Vice-Chairperson of the CRTPA to serve, a new officer(s) will be elected from the membership at the next meeting.

D. Administration

The administration of the CRTPA shall be as set forth in Sections 6.01 through 6.05 of the Interlocal Agreement. The Chairperson shall serve as the principle administrative officer of the Board. The Executive Director shall serve as the principal administrator of the CRTPA's operations and staff and shall have responsibility for advising the Board regarding official CRTPA business and administration.

1. The Executive Director shall serve at the pleasure of the Board and shall report directly to the CRTPA Board on all matters regarding the administration and operation of the CRTPA and any additional personnel as deemed necessary. CRTPA staff will report directly to the Executive Director and serve at the pleasure of the director. The Executive Director shall have

authority to:

- a. Approve expenditures for the normal operations of staff and planning projects not to exceed \$5,000; \$25,000 as long as those expenditures are consistent with the adopted Unified Planning Work Program (UPWP). Any item over this amount, or that increases or decreases the UPWP contract budget, requires approval by the Executive Committee or the CRTPA Board. Amendments to the UPWP are subject to final approval by FDOT and FHWA [23 CFR 420.115(a)]; and
 - b. Approve routine staff travel; and
 - c. Hire, ~~fire~~ terminate, assign duties to, and evaluate CRTPA staff, subject to review and concurrence of the Chairperson; and
 - d. Sign invoices, grant applications, and routine communications with local, state and federal agencies, except in those instances when the signature of the chair is required; and
 - e. Approve an amendment to the Unified Planning Work Program that provides a one-time extension by no more than six months to a project schedule. Amendments to the UPWP are subject to final approval by FDOT and FHWA [23 CFR 420.115(a)]; and
 - f. Approve an amendment to the Unified Planning Work Program that allows for a one-time amendment to the project scope and/or project cost by no more than \$25,000. Amendments to the UPWP are subject to final approval by FDOT and FHWA. [23 CFR 420.115(a)].
2. The Executive Director, or their designee, is responsible for the CRTPA meeting minutes and all notices and agendas for future meetings. The Executive Director shall also perform such other and additional duties as are necessary to carry out the objectives and functions of the CRTPA and the directives from the CRTPA membership.
 3. The CRTPA General Counsel shall be under a legal services contract, the term of which is not to exceed thirty-six (36) months and shall serve at the pleasure of the Board and shall perform such duties assigned by the Board, the Chairperson or the Executive Director.
 4. Executive Committee

- a. The CRTPA shall establish an Executive Committee comprised of the Chair, Vice-Chair and immediate Past-Chair. The Executive Committee shall meet as directed by the Chair for any items not requiring board action. The Executive Committee shall meet at least one week prior to a regularly scheduled CRTPA meeting for items that will require Board action at that Board meeting.
- b. Should the CRTPA determine that the composition of the Executive Committee, as provided for in section a, above, does not adequately provide the level of representation that the CRTPA desires, the CRTPA may expand the Executive Committee to include additional members, as the CRTPA determines is appropriate. The addition of any other members will only be for the term of the present Executive Committee. Any additional members appointed shall have the appointment automatically terminated upon the election of new_officers for the CRTPA. The appointment of additional members shall be by simple majority as provided herein.
- c. The duties of the Executive Committee shall include:
 - Advise and provide direction to the Executive Director on critical issues as they arise.
 - An annual evaluation of the Executive Director.
 - Review of the annual CRTPA Budget and Unified Planning Work Program (UPWP).
 - Development of annual legislative priorities in consultation with the designated MPOAC representative.
 - Review of legislative issues during session.
 - Establishment of CRTPA personnel policies and procedures.
 - Review of contracts.
 - Emergency approval of time-sensitive items.
- d. The Board shall have the authority to delegate additional duties to the Executive Committee.
- e. As needed, the above duties of the Executive Committee shall be provided to the full Board.

E. Meetings

1. **Regular Meetings** Regular meetings of the CRTPA shall be held as needed in the Tallahassee City Commission Chambers or other locations designated by the Chairperson.

2. **Meeting Dates:** Meetings will be held on the third Tuesday of each month, with the exception of July and August, and such other times as scheduled by the Chairperson. Meeting dates will be adjusted by the Chairperson to accommodate holidays or other conflicts.
3. **Special Meetings:** Special meetings of the CRTPA may be called by the Chairperson, or in the absence of the chair, by the vice-chair. Special meetings may also be called on the initiative of four (4) or more voting members petitioning the chair.
4. **Quorum:** There must be majority representation to constitute a quorum for the transaction of business. A quorum is defined as 51% of the voting interest of the CRTPA. An affirmative vote shall consist of a majority vote of the total quorum present. A quorum must be present for any matters to be voted on at any duly called CRTPA meeting.
5. **Remote or Virtual Participation:** For any Board meeting, a Board member may participate in such meeting remotely and virtually provided that a physical in-person quorum of the Board is met and that the request by the Board member to appear remotely and virtually is approved via motion by the Board members in attendance, prior to the participation of the Board member.
6. **Agenda:** Agenda materials for the CRTPA meetings shall be distributed to Board Members no later than seven days prior to the meeting, unless otherwise decided by the Chairperson. Supplemental materials shall be provided to the Board Members as soon as practicable.
7. **Meetings Open to the Public:** Meetings will be open to the public. Citizen comments and suggestions are welcomed. Any group which requests in writing will be notified of CRTPA meetings. Members of the public are allowed to speak on any items not on the Agenda during the Public Comment period, with established time limits, and by providing a Speaker Card at the CRTPA meeting as set out in section F.

Members of the public are allowed to comment on items on the agenda at the appropriate time following the same established rules for time limits and providing speaker cards.

8. **Workshops:** The CRTPA may choose to hold workshops from time to time. A quorum shall not be necessary for conducting a workshop; however, all workshops shall be noticed in the same manner as regular meetings of the CRTPA. If the Board meeting is a Board Workshop and no formal votes are taken at the Workshop, The Board may vote at a duly called meeting, prior to

the Board Workshop to conduct the Board Workshop as a virtual meeting. If the Board decides to provide for a Board Workshop, remotely and virtually, the Board shall provide for a mechanism for the public to participate in the remote, virtual Workshop.

9. **Roberts Rules of Order:** The most current edition of Roberts Rules of Order Revised is the adopted rule of meeting procedure. The Chairperson (or the Vice Chairperson when serving as Chairperson) shall preside at all meetings.
10. The General Counsel or his designee shall serve as the “parliamentarian”. The CRTPA General Counsel shall advise the Chairperson and the Board at the direction of the Chairperson.
11. CRTPA meetings will be recorded, and minutes will be prepared.
12. Where a Super-Majority Vote is required by the Interlocal Agreement or CRTPA Bylaws, such Super-Majority Vote shall be defined as two-thirds of the vote of the Board members in attendance and no less than 67 points, regardless of the number of members in attendance.
13. The Executive Director shall serve as the clerk of the CRTPA.
14. As necessary, subcommittees and the chair of subcommittees shall be designated by the chair to investigate and report on specific subject areas of interest to the CRTPA. A subcommittee shall consist of at least three members.

F. Citizen Participation at Board Meetings

1. Citizen comments will be accepted during the meeting during the public comment portion of an action item or the designated Citizen Comment section of the meeting agenda.
2. Citizens may speak on issues related to the approved agenda or any issue for which the CRTPA has the statutory authority to act upon.
3. In order to maintain an orderly flow of public comment, citizens will be asked to complete a Request to Speak card. If the citizen is unable to complete the card, s/he will be assisted by the CRTPA staff.
4. Citizens will be allowed to speak for three minutes.
5. Large groups of citizens wishing to speak are encouraged to designate a spokesperson to represent their views.

G. Bylaw Amendments

The CRTPA Bylaws may be amended by a majority vote of the CRTPA. The CRTPA Board may adopt resolutions as necessary to implement, supplement or clarify the CRTPA Bylaws, but shall not substantively alter the policies or procedures contained in the Bylaws except upon a Super-Majority Vote. No less often than annually, the Board shall consider amendments to the Bylaws to incorporate prior resolutions issued by the Board, as appropriate.

H. Creation of Committees

The following committees have been created by the CRTPA, are ratified herein and shall serve as standing committees, with membership subject to appointment by the CRTPA Board:

1. The Technical Advisory Committee (TAC), which shall function as provided in Section 339.175(6)(d) and (8)(b), Florida Statutes, and as otherwise directed by the CRTPA Board. The TAC serves at the pleasure of the Board.
 - a. The TAC serves in an advisory capacity to the CRTPA on matters related to coordinating transportation planning and programming including, but not limited to, review of CRTPA related transportation studies, reports, plans and programs. The TAC shall assist the CRTPA by providing technical resources and recommendations as requested.
 - b. The membership of the TAC must include, whenever possible, planners; engineers; representatives of local aviation authorities, port authorities, and public transit authorities or representatives of aviation departments, seaport departments, and public transit departments of municipal or county governments, as applicable; the school superintendent of each county within the jurisdiction of the CRTPA or the superintendent's designee; and other appropriate representatives of affected local governments.
 - c. In addition to any other duties assigned to it by the CRTPA or by state or federal law, the TAC is responsible for considering safe access to schools in its review of transportation project priorities, long-range transportation plans, and transportation improvement programs, and shall advise the CRTPA on such matters.
 - d. In addition, the TAC shall coordinate its actions with local school boards and other local programs and organizations within the metropolitan area which participate in school safety activities, such as locally established community traffic safety teams. Local school boards must

provide the CRTPA with information concerning future school sites and in the coordination of transportation service.

- e. The TAC shall have additional advisory (non-voting) members as the CRTPA deems advisable.
 - f. Each member of the TAC is expected to demonstrate interest in the technical advisory committee's activities through attendance at the regularly scheduled meetings except for reasons of an unavoidable nature. A majority of the TAC may recommend the removal of any member who fails to attend, or arrange for an alternate to attend, three or more meetings in a one-year period. Such recommendations shall be forwarded to the appointing agency or governmental unit through the CRTPA Executive Director.
2. The Citizens Advisory Committee (known as the Citizens Multimodal Advisory Committee) (CMAC), which shall function as provided in Section 339.175(6)(e)1 and (8)(b), Florida Statutes, and as otherwise directed by the CRTPA Board. The CMAC serves at the pleasure of the Board. The membership on the CMAC must reflect a broad cross-section of local residents with an interest in the development of an efficient, safe, and cost-effective multimodal transportation system. Minorities, the elderly, and the handicapped must be adequately represented as well as representatives and users of various transportation modes.
- a. The community at large shall be represented in the transportation planning process by the CMAC. The CMAC serves in an advisory capacity to the CRTPA for the purpose of assisting in the formulation of the CRTPA's goals and objectives, seeking reaction to planning proposals and providing comment with respect to the concerns of various segments of the population regarding their transportation needs.
 - b. Notwithstanding the above provisions, the CRTPA may, with the approval of the department and the applicable federal governmental agency, adopt an alternative program or mechanism to ensure citizen involvement in the transportation planning process.

V. CRTPA General Policies

- A. The CRTPA agenda will be limited to required items only as determined by the Chairperson. Board Members are requested to coordinate with the Executive Director on those items that they wish to have considered, so that they can be adequately staffed prior to being heard by the Board.

- B. The Executive Director is directed to assist the Chairperson in scheduling important matters for Board consideration, where practicable, for at least one discussion meeting prior to scheduling the matter for Board action at a subsequent meeting. Notwithstanding the foregoing, unless otherwise provided by law, Board action shall not be delayed nor subject to challenge simply because it was acted upon at the same meeting at which it was first discussed by the Board. Workshops, retreats and delegated subcommittees of Board Members shall also be considered as methods of exchanging information and opinions on and focusing the analysis of important matters that may later come before the Board for action.

VI. CRTPA Specific Policies

- A. Any policy that affects planning efforts and not administration nor procedural policies of the CRTPA shall be adopted solely by resolution and not become part of these bylaws. Examples of this are resolutions that promote bicycle and pedestrian transportation, preservation of right-of-way, and consideration of the needs of the Transportation Disadvantaged in plan development. All resolutions will be kept in a separate section of each member's agenda book for reference purposes.
- B. A majority vote will be required by the CRTPA when amending, adding, or deleting projects from the Transportation Improvement Program (TIP), the Priority Project List, any Project Development and Environment Study, and any intersection improvement study requiring the approval of the CRTPA. Per Chapter 339.175(13) Florida Statutes, any amendment that affects projects in the first three years of the TIP must be approved on a recorded roll-call vote or hand-counted vote of a majority of the membership present.

~~VII. Modifications to the Long-Range Transportation Plan~~

~~A. A request to amend the Long-Range Transportation Plan (LRTP) will be reviewed by the TAC to determine the technical applicability of the proposal for plan inclusion or removal and the CMAC recommendation, CRTPA Staff recommendation, and the recommendation of the TAC will be forwarded to the CRTPA Board.~~

~~B. If the CRTPA Board determines that the proposed amendment should be considered, the CRTPA Board may initiate the established plan amendment process in compliance and consistent with procedures established in Chapter 339 Florida Statutes and all applicable federal code. Per Chapter 339.175, Florida Statutes, any amendment that affects projects in the first three years of the LRTP must be approved on a recorded roll-call vote or hand-counted vote of a majority of the membership present.~~

~~C. In addition to the required public notification and public hearing of the plan amendment(s), efforts to communicate the plan amendment to the traditionally underserved (populations~~

~~protected by Title VI of the Civil Rights Act of 1964) will be made and documented.~~

VIII-VII. Funding of the CRTPA

- C. Annually, each member government, with the exception of the Leon County School Board, shall pay a proportional share of the operating costs of the CRTPA, over and above the amount annually provided by federal and state sources. Proportional costs are based on population. To the extent that funding allocated for CRTPA operations is exceeded by expenses, the balance shall be funded by the members.. The Leon County School Board shall provide in-kind services in lieu of direct funding for CRTPA operations.
- D. The CRTPA staff will perform only those services required by applicable Federal Code and State Statute. If tasks are requested by the CRTPA that are not part of the statutory duty of the CRTPA staff, additional funding will be provided by the member governments.
- E. ~~Annually p~~ Prior to July 1 an estimate of the local funding amount will be made known in the Unified Planning Work Program.. ~~Concurrent with~~ Subsequent to the adoption of the Unified Planning Work Program the CRTPA will adopt its annual operating budget. The Unified Planning Work Program is the de facto budget of the CRTPA.
- F. No later than December 31, the CRTPA will send to each member government, with the exception of the Leon County School Board, their proportional share amount due based on prior fiscal year expenditures from October 1 through September 30. Payment of funds by participating governments ~~will~~ must be made to the CRTPA no later than ~~December 31~~ March 31.

XI-VIII. Notices.

With the exception of the local government proportionate share notice of annual funding due, all notices, demands and correspondence required or provided for under this Agreement shall be in writing and delivered in person or dispatched by certified mail, postage prepaid, return receipt requested. Notice required to be given shall be as follows, addressed to the current incumbent:

City of Tallahassee

Mayor
300 South Adams Street
Tallahassee, FL 32301

City Attorney
300 South Adams Street
Tallahassee, FL 32301

Leon County Board of County Commissioners

Chairperson
301 S. Monroe Street, 5th Floor

County Attorney
301 S. Monroe Street, Suite 202

Tallahassee, Florida 32301

Tallahassee, Florida 32301

Gadsden County Board of Commissioners

Chairperson
9-B East Jefferson Street
Post Office Box 1799
Quincy, Florida 32353-1799

Jefferson County Board of County Commissioners

Chairperson
1 Courthouse Circle
Monticello, FL 32344

Wakulla County Board of County Commissioners

Chairperson
3093 Crawfordville Highway
Post Office Box 1263
Crawfordville, FL 32326

Gadsden County Municipalities

Mayor
City of Chattahoochee
P.O. Box 188
Chattahoochee, FL 32324

City Manager
City of Chattahoochee
P.O. Box 188
Chattahoochee, FL 32324

Mayor
Town of Greensboro
150 E 11th Street
Greensboro, FL 32330

Town Manager
Town of Greensboro
150 E 11th Street
Greensboro, FL 32330

Mayor
City of Gretna
Post Office Drawer 220
Gretna, Florida 32332

City Manager
City of Gretna
Post Office Drawer 220
Gretna, Florida 32332

Mayor
Town of Havana
P. O. Box 1068
Havana, FL 32333-1068

Town Manager
Town of Havana
P.O. Box 1068
Havana, FL 32333-1068

Mayor
City of Midway
50 M.L. King Blvd.
Midway, FL 32343

City Manager
City of Midway
50 M.L. King Blvd.
Midway, FL 32343

Mayor
City of Quincy
404 W. Jefferson Street
Quincy, Florida 32351-2328

City Manager
City of Quincy
404 W. Jefferson Street
Quincy, Florida 32351-2328

Leon County School Board
Chairperson
2757 W. Pensacola Street
Tallahassee, Florida 32304

Florida Department of Transportation
District III Secretary
1074 Highway 90
Chipley, Florida 32428

Capital Region Transportation Planning Agency
Executive Director
300 S. Adams Street, Mail Stop A-19
Tallahassee, FL 32301

General Counsel
300 S. Adams Street, Mail Stop A-19
Tallahassee, FL 32301

A party may unilaterally change its address or addressee by giving notice in writing to the other parties as provided in this section. Thereafter, notices, demands and other pertinent correspondence shall be addressed and transmitted to the new address and addressee.