

Ozark Transportation Organization Procedures and By-Laws

The following constitutes the By-Laws, procedures, and responsibilities which will serve to establish, organize, and guide the proper functioning of the Ozarks Transportation Organization. The intent is to provide for an organization which will be responsible for fulfilling the requirements of the Federal Aid Highway Act of 1962, as amended, the Urban Mass Transportation Act of 1964, as amended, the Airport and Airway Development Act of 1970 and other subsequent laws setting forth requirements for transportation planning for all modes of travel. This planning task will be accomplished within a cooperative framework properly related to comprehensive planning on a continual basis. This cooperative-comprehensive-continuing planning process is known as the 3-C Planning Process. Further, this organization shall carry out any other transportation planning and programming functions as set forth in any agreements entered into by this organization and the Missouri Department of Transportation, the United States Department of Transportation, or in such manner as events shall dictate.

ARTICLE I

Section 1.0: Organization Name

- A. The name of this organization shall be the Ozarks Transportation Organization.

ARTICLE II

Section 2.0: Organizational Structure

- A. This organization shall be incorporated by the City of Springfield and any eligible governmental unit may join the organization upon passage of an ordinance or resolution, whichever is appropriate, adopting these bylaws and payment of the applicable dues to the organization. The organization shall consist of two permanent (or standing) committees: the Board of Directors and the Technical Planning Committee.
- B. Ad hoc committees or study groups may be appointed from time to time by the Board of Directors as needs arise. Such ad hoc committees or study groups shall have specific charge and operate for a defined period of time as stated in the motion(s) creating them.
- C. The Board shall employ an executive director who shall have the power to carry out the day to day functions of the Organization as directed by the Board including, but not limited to, the power to execute contracts and approve expenditures as budgeted by the Board.

ARTICLE III

Section 3.0: Transportation Planning Area

- A. A description of the Ozarks Transportation Organization's transportation planning area is shown in Attachment A at the end of this document. The Board of Directors will periodically review the transportation planning area based on existing and projected urban development trends. Any changes to the transportation planning area should be based on Comprehensive Plan recommendations. Any needed modification to Attachment A of the bylaws shall adhere to the procedure outlined in Section 6.10.

Section 3.1 Transportation Study Goals

The transportation goals that will guide this study will be broadly defined as:

- A. A system of facilities that provides an efficient and adequate capacity for the safe movement of people and goods to and from and within the area.
- B. A choice of mode of transport providing access and circulation to and from and within the area and adequate terminal facilities.
- C. A system flexible enough to accommodate social, technological, and other changes.
- D. A system of facilities which is realistically and functionally associated with sound growth and development policies for the area.

ARTICLE IV

Section 4.0: Transportation Study Objectives

The transportation study objectives are based on achieving an efficient transportation system and one that provides satisfactory service to the area and its member communities. These objectives are:

- A. Promotion of appropriate land uses in the planning area.
- B. Innovations in addressing transportation issues.
- C. Publicly oriented transportation.
- D. Increase in individual mobility or transportation opportunities in select target groups (e.g. elderly, indigent persons, etc.).

- E. An effective transportation system.
- F. Increased safety.
- G. Lower operating costs.
- H. Economy in construction of new facilities.
- I. Increased marketing and public information.

ARTICLE V

Section 5.0: General Policies

- A. All development policies, reports, programs, and plans affecting regional transportation issues within the planning area should be coordinated with the Ozarks Transportation Organization.
- B. All committees shall proceed with their respective responsibilities and duties with proper consideration, at all times, for all modes of transportation and associated facilities.
- C. Individual modal planning programs should be designed to be coordinated with planning for all other transportation modes and with comprehensive planning for the urban area.
- D. Transportation planning activities should be used to promote an efficient urban development pattern. Reasonable forecasts of future land use and socio-economic conditions shall be made to guide these activities.
- E. All published data and/or reports may be released to individuals or agencies. Participating jurisdictions and agencies shall follow their own procedures when requests are made for their own data.
- F. Transportation planning activities are prioritized annually in the Unified Planning Work Program (UPWP). The amount of MPO planning funds is based on the population in the urbanized area. Although many of the planning activities focus on tasks within the urbanized boundary, there will be consideration of the planning needs of member jurisdictions outside the urbanized boundary. Planning activities will be undertaken within the entire planning area. Specific planning projects will be prioritized based on need, development pressures, transportation issues, etc. MPO staff shall assist MPO member jurisdictions outside the urbanized area with potential funding source information for transportation planning project needs that are not included in the MPOs UPWP.
- G. Use of Missouri Department of Transportation funds that are allocated directly to MPO members that lie outside the urbanized boundary shall remain at the discretion of that

jurisdiction, subject to the funds legal requirements. These projects shall be reported for transportation planning purposes in the annual Transportation Improvement Program (TIP).

Section 5.01 Funding

- A. The MPO shall have its administrative costs funded by dues paid by political subdivision members on an annual basis in the initial amount of forty cents per capita population for the first year dues and payable July 31st of each year. Dues shall be prorated based on the number of months of a year a jurisdiction is a member the first year of membership. Thereafter the dues shall be owed for a full twelve months. Dues shall be set, either decreased or increased, each year by April 30th of such that there are sufficient funds to cover all expenses including salaries of employees, benefits if any, and reimbursement to employees for travel and work expenses. Expenses may also include office space, equipment and any other lawful expense to be incurred in furtherance of the objectives of the organization. Any change from the previous year's dues shall require a seventy-five percent affirmative vote of the membership on the board representing dues paying members. If no change is made in the amount of dues owing, the dues from the previous year shall be the dues for the following year.

- B. The annual budget of the organization shall be adopted by April 30th of each year. In the event a budget is not adopted by April 30th, the prior year's budget shall continue in full force and effect until another budget is adopted by a majority of the membership of the board representing dues paying members.

Section 5.02 Powers

The Organization shall have all powers that are lawful for a not-for-profit corporation to possess under Missouri and federal laws including the power to contract, sue and be sued.

ARTICLE VI

Board of Directors By-Laws

Section 6.0: Authorization and Purpose

- A. The Board of Directors is established under the authority of Instructional Memorandum 50-3-71 from the Federal Highway Administration. This memorandum states that the Regional Federal Highway Administrator, on the recommendation of the State Transportation Department and the Division Engineer, shall certify annually that a continuing, comprehensive, cooperative (3C) transportation planning process is being conducted based on a number of considerations including establishment of a policy board with appropriate representation from the state and affected local jurisdictions, and the

existence of an area wide organization under which transportation planning is being conducted on a continuing basis. This certification is necessary under Section 134, Chapter I, Title 23, United States Code which provides that no project in an urban area of over 50,000 population shall be approved unless it is based on such a 3C transportation planning process.

- B. The purpose of the Board of Directors will be to serve as the designated Metropolitan Planning Organization (MPO) for the approved Transportation Planning Area (TPA), in order to provide official decision making responsibility for the Ozarks Transportation Organization. The coordination of elected officials and policy makers at this decision making level allows for a broad geographical impact on transportation planning decisions.

Section 6.1: Membership

- A. Board of Directors – Voting Members (provided entities listed below have joined the organization and are current in dues):

1. Two (2) Greene County Commissioner(s)
2. Three (3) Springfield City Council Member(s)
3. One (1) City Utilities Board Member
4. One (1) Springfield-Branson Regional Airport Board Member
5. Three (3) Citizen At-Large Representatives
 - One (1) Member Nominated by the Board of Directors and Appointed by the MPO
 - Two (2) Members Nominated by Springfield and Appointed by the MPO
6. One (1) Elected Official from the City of Republic
7. One (1) Elected Official from the City of Ozark
8. One (1) Elected Official from Christian County
9. One (1) Elected Official from the City of Nixa
10. One (1) Elected Official from the City of Willard
11. One (1) Elected Official from the City of Strafford
12. One (1) Elected Official from the City of Battlefield

- B. Board of Directors – Non-Voting Members

1. Federal Highway Administration Representative
2. Federal Transit Administration Representative
3. Federal Aviation Administration Representative
4. District Engineer, Missouri Department of Transportation (MoDot)

- C. The voting members of the Board of Directors shall serve terms on the Board coinciding with the terms of their respective offices, as determined by the specific local jurisdiction(s). The Citizen-at-Large Representatives shall serve a term of three (3) years, except for the inaugural year. The first years' Citizen-at-Large terms shall be the following:

- The member nominated by the Board of Directors and appointed by the MPO shall serve a term of one year.
- One member nominated by Springfield and appointed by the MPO shall serve a term of two years.
- One member nominated by Springfield and appointed by the MPO shall serve a term of three years.

The City of Springfield may determine which of their initial nominees will serve the two and three year positions.

Each elected representative or board representative shall name one (1) elected or appointed official as an alternate, in writing, who may exercise full member powers during their absence. Alternates for the Citizen-at-Large Representatives shall be nominated and appointed through the same process as the primary representative. The Alternate's term shall also correspond with the primary representative's term. No individual, whether elected, appointed, or designated as an alternate, may serve on both the Board of Directors and Technical Committee.

- D. Additional voting and non-voting members shall be appointed as is deemed essential or necessary by the members of the Board of Directors, through the amendment of the bylaws.

Section 6.2: STP-Urban Funding Allocation

- A. With the exception of congressional earmarks, which are designated for specific transportation projects or programs and cannot be suballocated, a Surface Transportation Program (STP) Funding Formula shall be established by the MPO, based on jurisdiction population within the urbanized area. This funding formula would be used to distribute funds to jurisdictions within the urbanized area. A jurisdiction may choose to suballocate part of their allocated STP funds to another MPO jurisdiction on a project that lies outside their boundaries but it is at their discretion. This type of deviation from the Funding Formula shall also require a 75% vote of the urbanized area jurisdictions. Provided however, no allocation shall be paid to any jurisdiction unless such jurisdiction is an active member and current in dues payments for the year the allocation is to be made.

Formal changes in the Funding Formula must be approved by a 100% vote of the urbanized area jurisdictions.

Section 6.3: Meeting Procedure

- A. The rules of order herein contained shall govern deliberations and meetings of the Board of Directors. Any point of order applicable to the deliberations by this Board and not contained herein shall be governed by Roberts Rules of Parliamentary Procedure.
- B. Meetings of the Board of Directors shall be held at least annually.

- C. The Board shall establish and approve an annual meeting schedule. Meeting notices and committee function(s) will normally be initiated by the MPO Staff. When providing notification for a meeting at least five days notice will be provided describing the time and location. A proposed agenda should also be provided to ensure that adequate preparation can occur. The five days notice may be waived if extenuating circumstances require an emergency meeting, provided that all members have received actual notice of such meeting.
- D. A quorum shall consist of at least one half of the voting members or alternates.
- E. All meetings of the Board shall be open to the general public who may participate at the discretion of the Chairman. Electronic and telephonic meetings and votes may take place as authorized by law.

Section 6.4: Officers

- A. The Board of Directors shall elect a representative from their membership to serve as Chairman at their initial meeting. The Chairman shall serve a one (1) year term to expire the first meeting of the calendar year following the first full-year of the position. Thereafter, each one (1) year term shall commence at the first meeting of the calendar year and end at the first meeting of the following calendar year. There must be a majority of the voting members present to vote on the Chairman position.
- B. The Board of Directors shall elect a Chairman Elect. The Chairman Elect position shall assume the duties of Chairman following his or her respective term. The newly elected position shall assume the Chairman Elect's duties. Chairman Elect will assume the responsibilities of the Chairman in his or her absence.
- C. Any appointed positions on the Board of Directors shall commence and/or conclude at the first meeting of the calendar year after the term expiration.
- D. A modification of the Board of Directors members may occur mid-year if there are elections, resignations or changes in representative board memberships.

Section 6.5: Responsibilities

- A. Review and approve the Transportation Improvement Program (TIP), the Unified Planning Work Program (UPWP), the Long-Range Transportation Plan (LRTP), the Public Involvement Policy, Bylaws, any changes to the Memorandum of Understanding, and any other MPO related policy, report, or programs that affect transportation issues within the Transportation Planning Area (TPA).
- B. Through the By-Law process, determine the jurisdictional representation of the Technical and Board of Directors.

- C. Take official action on any committee recommendations and other matters pertaining to furthering the planning process.
- D. Adopt transportation goals and objectives to guide the Ozarks Transportation Organization.
- E. Adopt a short-range transportation improvement program that is updated annually.
- F. Insure that citizen participation is achieved in transportation planning.
- G. Establish Federally funded project priorities consistent with Federal mandates.
- H. Establish an annual Unified Planning Work Program (UPWP) that outlines the MPO urban area planning projects for the fiscal year.

Section 6.6: Staff Support

- A. Staff support for the Ozarks Transportation Organizations Board of Directors function(s) shall be provided as identified in the annual Unified Planning Work Program. This support would include assistance with:
 - a). Coordination of the transportation planning program;
 - b). The Transportation Improvement Plan (TIP); and,
 - c). Various transportation related work plan tasks.

Section 6.7: Order of Business

- A. The business of the Board shall be taken up for consideration and disposition in the following order, unless the order shall be suspended by unanimous consent.
 - 1. Roll Call
 - 2. Approval of minutes of previous meetings
 - 3. Communications from the presiding officer
 - 4. Unfinished business
 - 5. New business
 - 6. Presentation of other communications to the committee
 - 7. Adjournment

Section 6.8: Motions

- A. No motion shall be debated or put to a vote unless seconded. When seconded, the proposer shall have the floor.
- B. The motion shall be reduced to writing by the proposer when required by the presiding officer, or any members of the Board.

C. When a question is under debate, the following motion shall be in order and shall have precedence over each other in the order stated:

1. To adjourn to a certain day
2. To adjourn
3. To postpone to a certain time
4. To take a recess
5. To lay on the table
6. To previous question
7. To amend

Motions 1-5 shall be decided without debate.

Section 6.9: Rules of Debate

The presiding officer may move, second, and debate from the Chair and shall not be deprived of any of the rights and privileges of a member by reason of their acting as the presiding officer. Roberts Rules of Order shall control all aspects of debate non-inconsistent with any provision of these By-Laws.

Section 6.10: Amendments of By-Laws

Any section herein contained may be amended at any meeting of the Board of Directors provided such amendment be delivered to the Chairman of this committee at least five (5) days prior to the meeting at which the amendment is to be presented to the committee. It shall be the duty of the MPO staff to include in the notice of such meeting, notice of the proposed amendment setting out the exact form of the proposed amendment. Such amendment shall be adopted if it receives the affirmative vote of a majority of at least a quorum of the voting members present.

Section 6.11: Amendments to Federally-Mandated Transportation Documents

The United States Department of Transportation mandates that every Metropolitan Planning Organization adopt specific transportation documents in order to maintain eligibility for federal transportation funds. For the Ozarks Transportation Organization these documents include, but are not limited to The Long-Range Transportation Plan (LRTP), Transportation Improvement Program (TIP), Congestion Management Process (CMP), Unified Planning Work Program (UPWP), the Public Involvement Policy, and the Major Thoroughfare Plan (MTP). Any section of any of these required documents may be amended at any meeting of the Board of Directors provided such amendment(s) have first been reviewed and a recommendation made by the Ozarks Transportation Organization's Technical Committee. In emergency situations, amendments to these documents can be made without Technical Committee review provided that such amendments are delivered to the Chairman of the Board of Directors who has discretion in determining whether the request is an emergency. Such amendments must be delivered to the Chair with enough lead-time to allow staff to conduct the required public

comment process as specified in the Public Involvement Policy. It shall be the duty of the MPO staff to ensure that any such amendment(s) shall fulfill the requirements of the public comment process as provided for in the Public Involvement Policy, and that staff shall include in the notice of such meeting the proposed amendment(s) setting out the form of the proposed amendment(s). Any emergency amendment(s) shall be adopted if they receive the affirmative vote of at least 2/3rds of the voting members present, provided that a quorum has been declared at the beginning of the meeting by the Chairman of the Board of Directors.

ARTICLE VII

Technical Planning Committee By-Laws

Section 7.0: Authorization and Purpose

- A. The Technical Planning Committee is established under the authority of Instructional Memorandum 50-3-71 from the Federal Highway Administration. This memorandum states that the Regional Federal Highway Administrator, on the recommendation of the Missouri Department of Transportation and the Division Engineer, shall certify annually that a continuing, comprehensive, cooperative (3C) transportation planning process is being conducted based on a number of considerations including establishment of a policy board with appropriate representation from the state and affected local jurisdictions, and the existence of an area wide organization under which transportation planning is being conducted on a continuing basis. This certification is necessary under Section 134, Chapter I, Title 23, United States Code which provides that no project in an urban area of over 50,000 population shall be approved unless it is based on such a transportation planning process.

- B. The purpose of the Technical Planning Committee is to analyze issues arising during the conduct of the Springfield Area Transportation Study from a technical perspective and make recommendations to the Board of Directors. The purpose is also to provide a linkage between planning and implementation.

Section 7.1: Membership

The Technical Planning Committee shall be composed of people involved in planning, engineering, public policy, or related fields and whose experience and expertise is valuable for supporting the Ozarks Transportation Organization.

- A. Technical Planning Committee - Voting Members
 - 1. MoDot (Jeff City), Urban Planning Engineer
 - 2. MoDot District 8 Office, District Engineer

3. Springfield/ Branson Airport Director of Aviation
4. Administrator, Greene County Highway Department
5. Traffic Engineer, Springfield Department of Public Works
6. City Utilities Director of Transit Services
7. Director, Greene County Planning Department
8. MoDot (Jeff City), Assistant Administrator of Transit
9. MoDot District 8 Office, Transportation Planning Manager
10. A representative of the Springfield Area Chamber of Commerce
11. A transit representative of Missouri State University
12. A representative of Ozark Greenways
13. Greene County Highway Department Chief Engineer
14. Springfield Director of Public Works
15. Springfield Director of Planning and Development
16. Representative from the City of Willard
17. Representative from the City of Strafford
18. Representative from the City of Republic
19. Burlington-Northern Representative
20. Trucking Representative
21. Private Transportation/Transit Provider Representative
22. R-12 School District Representative
23. Representative from Christian County
24. Representative from the City of Nixa
25. Representative from the City of Ozark
26. Representative from the City of Battlefield

B. Technical Committee - Non-Voting Members

1. Federal Transit Administration Representative
2. Federal Aviation Administration Representative
3. Federal Highway Administration Representative
4. Southwest Missouri Council of Governments Staff Member

C. Appointment of Alternates

Each representative may name one (1) member of their staff or a representative of their jurisdiction as an alternate, in writing, who may exercise full member powers during their absence. No individual, whether elected, appointed, or designated as an alternate, may serve on both the Board of Directors and Technical Committee.

Section 7.2: Meeting Procedure

- A. The rules of order herein contained shall govern deliberations of the Technical Planning Committee. Any point of order or rule on debate applicable to the deliberations by this committee and not contained herein shall be governed by Roberts Rules of Parliamentary Procedure.

- B. The Committee shall establish and approve an annual meeting schedule. Meeting notices and committee function(s) will normally be initiated by MPO Staff. When providing notification for a meeting at least five days notice will be provided describing the time and location. A proposed agenda should also be provided to ensure that adequate preparation can occur. The five days notice may be waived if extenuating circumstances require an emergency meeting and provided that all members have received actual notice of such meeting.
- C. All meetings of the committee shall be open to the general public who may participate at the discretion of the Chairman.
- D. A quorum shall consist of at least one-half of the voting members.

Section 7.3: Officers

- A. The Technical Committee shall elect a representative from their membership to serve as Chairman at their initial meeting. The Chairman shall serve a one (1) year term to expire the first meeting of the calendar year following the first full-year of the position. Thereafter, each one (1) year term shall commence at the first meeting of the calendar year and end at the first meeting of the following calendar year. There must be a majority of the voting members present to vote on the Chairman position.
- B. The Technical Committee shall elect a Chairman Elect. The Chairman Elect position shall assume the duties of Chairman following his or her respective term. The newly elected position shall assume the Chairman Elect's duties. Chairman Elect will assume the responsibilities of the Chairman in his or her absence.
- C. Any appointed positions on the Technical Committee shall commence and/or conclude at the first meeting of the calendar year after the term expiration.
- D. A modification of the Technical Committee members may occur mid-year if there are changes in staff or resignations.

Section 7.4: Responsibilities

- A. The Technical Planning Committee shall discuss options, facilitate cooperation among operating departments, review proposals, and recommend technical methods, procedures, and standards on all policies, reports, programs, and plans related to development and transportation issues within the planning area of the Ozarks Transportation Organization.
- B. The Technical Planning Committee shall discuss and recommend alternative transportation plans and programs to the Board of Directors.

Section 7.5: Staff Support

- A. Staff support for the Ozarks Transportation Organization's Technical Committee function(s) shall be provided as identified in the annual Unified Planning Work Program. This support would include assistance with:
 - a). Coordination of the transportation planning program;
 - b). Review and approval of the Transportation Improvement Plan (TIP); and,
 - c). Various transportation related work plan tasks.

Section 7.6: Order of Business

- A. The business of the committee shall be taken up for consideration and disposition in the following order, unless the order shall be suspended by unanimous consent.
 - 1. Roll call
 - 2. Approval of minutes of previous meeting(s)
 - 3. Communications from the presiding officer
 - 4. Unfinished business
 - 5. New business
 - 6. Presentation of other communications to the committee
 - 7. Adjournment

Section 7.7: Motions

- A. No motion shall be debated or put to a vote unless seconded. When seconded, the proposer shall have the floor.
- B. The motion shall be reduced to writing by the proposer when required by the presiding officer or any members of the committee.
- C. When a question is under debate, the following motion shall be in order and shall have precedence over each other in the order stated:
 - 1. To adjourn to a certain day
 - 2. To adjourn
 - 3. To postpone to a certain time
 - 4. To take a recess
 - 5. To lay on the table
 - 6. To previous question
 - 7. To amend

Motions 1-5 shall be decided without debate.

Section 7.8: Rules of Debate

The presiding officer may move, second, and debate from the Chair and shall not be deprived of any of the rights and privileges of a member by reason of their acting as the presiding officer.

Adopted by the Coordinating Committee, Ozarks Transportation Organization,
February 4, 1993

Revised by the Coordinating Committee, Ozarks Transportation Organization
December 16, 1993

Revised by the Coordinating Committee, Ozarks Transportation Organization
August 1, 1996

Amended by the Coordinating Committee, Ozarks Transportation Organization
October 3, 1996

Amended by the Coordinating Committee, Ozarks Transportation Organization
May 29, 1997

Amended by the Coordinating Committee, Ozarks Transportation Organization
August 7, 1997

Amended by the Coordinating Committee, Ozarks Transportation Organization
June 4, 1998

Amended by the Coordinating Committee, Ozarks Transportation Organization
October 7, 1999

Draft Bylaws for the proposed MPO Expansion, approved by the MPO Coordinating Committee on December 7, 2000.

Final Changes to the Draft Bylaws for the proposed MPO Expansion, May 11, 2001.

Amended by the Board of Directors, Ozarks Transportation Organization, June 14, 2007.

Amended by the Board of Directors, Ozarks Transportation Organization, August 16, 2007.

Adopted by the Incorporators of the Ozarks Transportation Organization, April 30, 2008

Adopted by the Board of Directors, Ozarks Transportation Organization, June 19, 2008