

BALTIMORE METROPOLITAN PLANNING ORGANIZATION

**BALTIMORE REGIONAL TRANSPORTATION BOARD
RESOLUTION #19-14**

**APPROVING REVISIONS TO THE BYLAWS OF
THE PUBLIC ADVISORY COMMITTEE**

WHEREAS, the Baltimore Regional Transportation Board is the designated Metropolitan Planning Organization for the Baltimore region, encompassing the Baltimore Urbanized Area, and includes official representatives of the cities of Annapolis and Baltimore, the counties of Anne Arundel, Baltimore, Carroll, Harford, Howard, and Queen Anne's, as well as representatives of the Maryland Department of Transportation, the Maryland Department of the Environment, the Maryland Department of Planning, the Maryland Transit Administration, and Harford Transit; and

WHEREAS, the Bylaws of the Baltimore Regional Transportation Board established a Public Advisory Committee that is governed by its own set of Bylaws, subject to review and approval by the Baltimore Regional Transportation Board; and

WHEREAS, the Public Advisory Committee has updated its own set of Bylaws and approved these updated Bylaws at its September 5, 2018 meeting as described in Attachment 1; and

WHEREAS, the amended Bylaws for the Public Advisory Committee were presented to the Technical Committee for consideration at their November __, 2018 meeting.

NOW, THEREFORE, BE IT RESOLVED, that the Baltimore Regional Transportation Board approves the revised Bylaws of the Public Advisory Committee.

I HEREBY CERTIFY that the Baltimore Regional Transportation Board as the Metropolitan Planning Organization for the Baltimore region approved the aforementioned resolution at its November 27, 2018 meeting.

Date

Michelle Pourciau, Chair
Baltimore Regional Transportation Board

Reading changes to the attachment:

~~Text with strikethrough and in red means the text is to be deleted~~

Text highlighted in yellow is revised or new text.

BYLAWS FOR THE BRTB PUBLIC ADVISORY COMMITTEE

ARTICLE I: NAME

The name of this Committee shall be the Public Advisory Committee (PAC).

ARTICLE II: ORGANIZATION

Section 1. Authority

The PAC shall be governed by the policies and guidelines set forth by the Baltimore Regional Transportation Board (BRTB) or as amended.

Section 2. Area

The area to be served by the PAC consists of ~~Baltimore City, the city of Annapolis, and Anne Arundel, Baltimore, Carroll, Harford and Howard counties~~ the area represented by the BRTB as the Metropolitan Planning Organization for the Baltimore region, as outlined in the BRTB Bylaws, Article III – Membership, Section I – Voting Membership.

Section 3. Nondiscrimination

No person or organization shall, on the grounds of ~~race, color or national origin~~ race, color, religion or creed, sex, age, ancestry or national origin, marital status, physical or mental disability, sexual orientation and gender identity be excluded from participating in, be denied the benefits of, or be subject to discrimination from the PAC.

ARTICLE III: PURPOSE

Section 1. Purpose

The purpose of this Committee is to:

- A. Serve as an advisory body to the BRTB. The PAC has the responsibility for providing advice to the BRTB on policies, plans, programs, budgets and to assist in community outreach. The PAC shall be provided with staff assistance from the Baltimore Metropolitan Council (BMC) as described in the Unified Planning Work Program to assist the PAC in carrying out their responsibilities. The Chairperson of the PAC shall prepare and present a report of the PAC's activities at each regularly scheduled Empowered Representative BRTB meeting. At a minimum, the PAC shall advise the BRTB on the following major activities and work products:
 - The Unified Planning Work Program;
 - The Long Range Transportation Plan;

- The Transportation Improvement Program;
- Amendments to the TIP or Plan that affect the region's conformity with federal air quality requirements;
- The Public Participation Plan; and
- Regionally significant land use and transportation issues, plans and programs.

B. Promote public awareness and participation in the regional transportation planning process.

C. Promote equity in the regional transportation planning process.

ARTICLE IV: MEMBERSHIP

Section 1. Composition and Representation

The PAC shall be made up of 30 members appointed by the BRTB.

Section 2. Additional Criteria

Members must have a sincere interest in serving the community and must have the time to review pertinent materials and attend meetings of the Committee.

Section 3. Selection

~~Appointments shall be made to encourage a balanced cross-section of the region's population representing environmental, business and civic organizations; including people with low-income, minorities and persons with disabilities.~~

The membership of the PAC shall include a full range of interested individuals and representatives of affected non-governmental agencies and groups, such as neighborhood and civic organizations, business and environmental groups, public interest groups, providers of transportation services and traditionally underserved populations such as people with low-income, minorities, seniors, and persons with disabilities. Membership, to the extent practical, shall include representatives of the various regional jurisdictions represented on the BRTB to provide public representation from these areas.

The BRTB shall provide a non-voting liaison to the PAC.

Because the PAC was created to provide broad community input into the planning process and because a key responsibility of PAC members is to assist with increasing public awareness and participation, it is preferred that members be affiliated with a recognized group or organization. Additional members may be added with the approval of the BRTB.

Section 4. Term of Membership

Members shall be appointed for a three-year staggered term. If an appointed member wishes to serve for an additional term, he or she may formally make a request to the BRTB for consideration.

Section 5. Absenteeism Participation in PAC Meetings

Maximum attendance by members is expected. Members missing three consecutive, regularly scheduled meetings ~~or a total of six regular meetings, during a twelve-month period shall be automatically reviewed by the Membership Sub-Committee. When a Committee member has been absent for the third consecutive time or has been absent for the sixth time in any twelve-month period, the PAC Chair shall contact the member, informing the member that another absence will result in his/her membership being reviewed. If attendance does not improve, other actions including removal may be taken by the BRTB~~ will be removed so that another volunteer may fill the vacancy.

The PAC recognizes that factors such as transportation challenges, illness, scheduling conflicts, and other issues can impact the physical presence of a member at a PAC meeting. Therefore, Committee members may participate virtually in up to half of regularly scheduled PAC meetings. In order to maintain quorum, virtual participation in Committee meetings is limited to up to 1/3 of the current Committee membership.

Section 6. Leave of Absence

Any member may be granted an excused temporary leave of absence from serving on the Committee upon submitting a written request to the Chair of the PAC explaining the reason(s) for the requested absence and subject to approval of the BRTB.

Section 7: Alternates and Proxies

If a member is unable to attend meeting(s), an alternate should be designated and BMC staff should be notified. The member should be prepared to designate the alternate as a proxy if a decision on an action item is required.

If the alternate cannot attend, the member may appoint another PAC member as their authorized proxy for a specific meeting. The member should notify BMC staff in writing (fax, mail, e-mail) of this intention prior to the start of the meeting.

A proxy is defined as "written authorization given by a member to their alternate or another member for the purpose of representing him or her and to vote his or her opinion at a meeting."

Attendance by an Alternate will count towards a member's attendance record. A member who designates a proxy who is not their alternate enables the proxy to act and cast votes on their behalf, but the member would be counted as absent.

Section 8. Vacancies and Appointments

The Committee shall make recommendations to the BRTB to fill vacancies. The BRTB, thereafter, reviews all recommendations and appoints members to this Committee.

Members filling a vacancy shall be appointed to serve the remainder of an unexpired term.

Section 9. Resignations

Members are encouraged to send written notice of intent to resign to the BRTB Chair and a copy to the Committee Chair and to the administrative office of the member entity represented as soon as possible but at least one (1) month before the termination date. If a member representing an organization resigns, a request should be made for a replacement from the same organization.

ARTICLE V: OFFICERS

Section 1. Officers

Officers of the Committee shall consist of a Chair and two Vice-Chairs.

Section 2. Selection of Officers

Only appointed members of the Committee are eligible to be officers. Officers may be nominated from the floor at the November PAC meeting. Nominees shall be presented to the membership for election at the last regularly scheduled meeting of each year. Election shall be by ballot with a majority vote electing the officers.

Section 3. Term of Office

Elected officers shall serve for a term of one (1) year, using a calendar year (January through December). Thus, officers will be elected at the end of each year, with their term of service beginning in January and ending in December. Such officers shall hold office until they resign, are removed, are otherwise disqualified to serve, or until their successors shall be elected, whichever occurs first. Officers may be re-elected but may not serve more than three (3) consecutive terms.

Section 4. Vacancies

A vacancy in any office shall be filled for the unexpired portion of the term. In the event of a vacancy in the office of the Vice-Chair, the Chair may temporarily appoint a new Vice-Chair until such time as an individual is elected to fill the unexpired term.

The election for Chair and Vice-Chair shall be held at a regularly scheduled meeting within sixty (60) days after the vacancy occurs. The election shall follow the nominating/voting process established by Article V, Section 2.

A member elected to fill an unexpired term of six (6) months or longer shall be considered to be filling a full term of office.

Section 5. Removal and Resignations

Any request for removal of an officer will be submitted to the BRTB. The BRTB, after investigation, may remove the officer and call for a special election for a new officer.

Any officer may resign his/her position as an officer at any time by giving written notice to the Chair of the Committee and the BRTB Chair. Any such resignation shall take effect on the date of the receipt of such notice or at any later date specified

therein, not to exceed the expiration date of the regular term of the office. The acceptance of such resignation shall not be necessary to make it effective.

Section 6. Duties of the Officers

The Officers shall serve in the following capacities:

- A. Preside at all meetings of the Committee and shall be eligible to vote on all matters;
- B. Be responsible for the effective, efficient and timely conduct of the Committee's meetings;
- C. Work closely and coordinate with the assigned BMC staff liaison in developing annual objectives of the Committee to be communicated to and approved by the BRTB;
- D. Appoint all Chairs of Subcommittees;
- E. Serve as an ex-officio non-voting member of all Subcommittees created by the Committee;
- F. Be responsible to the BRTB to assure that all Subcommittees are accomplishing their objectives;
- G. Perform such other duties as may be assigned from time to time by the Committee or requested by the BMC staff assigned to the Committee; and
- H. Attend BRTB meetings and represent the PAC.

ARTICLE VI: MEETINGS, DECISION-MAKING PROCESS & QUORUM

Section 1. Public Meeting

All meetings of the Committee are open to the public. Members of the public are welcome at meetings and may express their opinions at such times as designated by the agenda or when recognized by the Chair.

Section 2. Regular and Special Meetings

- A. Regular meetings of the Committee shall be held monthly or as needed. Notice of meetings and all available meeting materials shall be mailed (via regular mail or e-mail) to each Committee member at least fourteen (14) days prior to the meeting.
- B. Special meetings of the Committee may be called at the discretion of the BMC staff in consultation with the Chair or by written petition by any three (3) Committee members mailed or delivered personally to the Chair with a copy to the BMC staff liaison. The BRTB shall fix the time, date and location for holding any special meeting. Committee members shall be notified by mail, e-mail, fax, telephone, or in person of such special meetings, and said notice shall specify the nature of any and all business to be conducted at such meetings.

Section 3. Procedures and Decision-Making Process

The latest version of Robert's Rules of Order shall govern the conduct of business at all meetings of the Committee and its Subcommittees except when such Rules are in conflict with these bylaws.

Although Robert's Rules of Order shall be used for decision-making, PAC members are encouraged to strive for consensus when making decisions on whether to approve or disapprove of a specific action item that is being considered. Guidelines for the consensus process are listed in Appendix A and members are encouraged to follow these guidelines.

If there is a significant minority opinion, it will be included with the recommendation given to the BRTB.

Section 4. Quorum

Fifty percent of the current Committee membership (rounded up to the nearest whole number) plus one, including authorized proxies, shall constitute a quorum. A quorum shall be necessary for the transaction of any business at any meeting of the Committee.

A quorum shall also be necessary for the transaction of any business conducted online (for example, if the PAC is unable to meet as a group due to unforeseen circumstances such as inclement weather). Online voting will only be used for issues of timeliness when a meeting of the PAC is unable to be scheduled or rescheduled. Results of votes cast online will be reported in the minutes for the following meeting.

Section 5. Secretarial Duties

The BMC staff liaison will meet the secretarial needs of the Committee and shall keep the bylaws as amended, minutes of all meetings of the Committee, a current membership list containing the names, addresses, telephone numbers, and e-mail addresses (if applicable) of all Committee members, and all other official documents of the Committee.

ARTICLE VII: SUBCOMMITTEES

Section 1. Standing Subcommittees

Several standing subcommittees will carry out the work of the Committee. These subcommittees are as follows:

- A. The Membership Subcommittee shall consist of ~~a minimum of 5 voting members~~ the PAC Chairs and Subcommittee Chairs. This subcommittee shall focus on orientation of new members, work with staff to monitor and address member attendance, and recruit new members when necessary.
- B. The Public Involvement and Outreach Subcommittee shall consist of a minimum of 5 voting members. This subcommittee shall focus on improving the public

involvement and outreach activities of the BRTB. Activities include, but are not limited to:

- Public Participation Plan;
 - Participation Plan for long-rang transportation plan;
 - Speaker's Bureau;
 - Evaluation of public involvement techniques; and
 - Outreach.
- C. The Policy and Legislation Subcommittee shall consist of a minimum of 5 voting members. This subcommittee shall focus on areas such as education for members about the transportation planning process and updating members on relevant local, regional, and federal legislation and policy.
- D. The Transportation Equity Subcommittee shall consist of a minimum of 5 voting members. This subcommittee shall focus on reviewing regional transportation plans and programs through the lens of transportation equity and environmental justice. Activities include, but are not limited to:
- Advocate for the development and implementation of policies and plans that address the crucial role of transportation in providing access to opportunity for minorities, people with low-incomes and other vulnerable or traditionally underserved populations.
 - Support the capacity of the PAC to apply the lens of equity and environmental justice to public participation efforts and transportation investments, policies and plans through relationship building with transportation equity groups and coordination of presentation and speakers.
 - Examine the impact on minority, vulnerable and low-income populations of proposed and current policies, projects, and programs in terms of increased transportation options, reduced isolation, improved affordability and increased access.
 - Review measurable outcomes and assess if those outcomes represent transportation equity for minority, vulnerable and low-income populations.

Section 2. New Subcommittees

The PAC may from time to time create other Subcommittees or ad-hoc groups (example: Nominating Committee) as it deems necessary to carry out the work of the Committee.

Section 3. Subcommittee Appointments

Any interested member may volunteer to serve on any Subcommittee. The term of service for Subcommittees shall be one year. Service on ad-hoc groups shall be for the duration of the groups work. All members should strive to serve on one Subcommittee and PAC Chairs shall serve as ex-officio members for each Subcommittee.

Section 4. Subcommittee Vacancies

Vacancies on any Subcommittee may be filled for the unexpired portion of the term in the same manner as provided in the case of original appointments.

ARTICLE VIII: CONFLICT OF INTEREST

Section 1. Announcing Conflict

Whenever a Committee or Subcommittee member has cause to believe that a matter to be discussed would involve him/her in a conflict of interest, she or he shall announce the conflict of interest and shall request a ruling by the Committee on discussing such matters.

Section 2. Abstention from Decision Making Process

No Committee or Subcommittee member shall be involved in the decision-making process on any matter which would involve a conflict of interest.

ARTICLE IX: AMENDMENT OF BYLAWS

Action may be initiated at any duly constituted meeting of the Committee to alter, amend or repeal these bylaws and have new bylaws adopted. Notice of any proposed amendment to, or repeal of, these bylaws shall be presented at a duly constituted meeting of the Committee, and shall then be voted on at the next duly constituted meeting of the Committee. A copy of the current bylaws with the proposed changes shall be distributed to all Committee members at least thirty (30) days in advance of the meeting at which the amendment will be presented for approval. Consent of the Committee members is necessary for amendment adoption. The Committee's recommendation to amend these bylaws is then subject to approval by the BRTB.

The BRTB may from time to time amend its bylaws, or change its policies, necessitating revisions in the bylaws of this Committee. Should such a case occur, the BRTB Chair shall notify or cause to notify the Chair of the PAC to implement such changes.

Appendix A

Guidelines for the Consensus Process*

- a. **FORMAL VOTING:** No formal votes will be taken during discussions of issues. Informal votes can be taken to assess whether consensus has been reached.
- b. **PRESENTATION OF VIEWS:** Members of the PAC agree to present their own views and views of their constituents in a respectful, constructive way.
- c. **RESOLUTION OF DIFFERENCES:** Members agree to try to bridge gaps in understanding, seek creative resolution of differences and commit to the goal of achieving consensus.
- d. **BLOCKING CONSENSUS:** Members should not block or withhold consensus unless they have serious reservations with the approach or solution that is proposed for consensus.
- e. **OFFERING ALTERNATIVE SOLUTIONS:** If members disagree with the proposed approach or solution they should make every effort to offer an alternative that is acceptable to other members.
- f. **ALTERNATES:** A member's alternate at a discussion should be authorized to participate in the discussion of an issue and act as the member's proxy in reaching consensus. If a member and his/her alternate are both absent, their absence should not be interpreted as either agreement or disagreement with the issue. As long as a quorum is present, consensus can be reached in the absence of the member and his/her alternate.
- g. **SUPPORT FOR AN AGREEMENT:** If consensus is reached, members agree to support and advocate for the agreement within their own organizations and before the BRTB.
- h. **LACK OF CONSENSUS:** As an advisory body to the BRTB, PAC members are requested to convey differences of opinion directly to the BRTB, rather than to external organizations. If consensus is not reached on an issue, the lack of consensus shall be conveyed to the BRTB.
- i. **GUESTS:** Guests are invited to observe and listen to the proceedings, but are not permitted to interrupt the discussion taking place.

* Adapted from the Consensus Building Institute, Inc.