

CURRENT BYLAWS
AMENDED MARCH 28, 2018



BYLAWS OF THE FREDERICKSBURG AREA METROPOLITAN PLANNING ORGANIZATION POLICY COMMITTEE

ARTICLE I – NAME AND AUTHORITY

The name of this organization shall be known as the Fredericksburg Area Metropolitan Planning Organization (FAMPO) and shall have such authority as prescribed in a Memorandum of Understanding for Continuing, Cooperative, and Comprehensive Transportation Planning Process for the Fredericksburg Urbanized Area which has been executed by and between the Virginia Department of Transportation, hereinafter referred to as the DEPARTMENT, and the City of Fredericksburg and the counties of Stafford and Spotsylvania, hereinafter referred to as the LOCALITIES.

ARTICLE II – PURPOSE AND POWERS

The Policy Committee shall be the policy decision-making body for the Fredericksburg Area Metropolitan Planning Organization study area (hereinafter referred to as the “FAMPO Study Area”), shall be responsible for the coordination of all transportation planning activities of the various transportation-related agencies that have both a direct and indirect impact on the FAMPO Study Area for the purpose of carrying out the continuing, cooperative, and comprehensive (“3-C”) transportation planning and programming process as defined in Section 134 of Title 23 U.S.C.; Sections 3, 4(a), 5 and 8 of the Urban Mass Transportation Act of 1964 (49 U.S. C., Section 1602, 1603(a), 1604, and 1607); 23 CFR, Subchapter E, Parts 420 and 450; 49 CFR, Chapter VI, Part 613; and in accordance with the constitution and statutes of the Commonwealth of Virginia.

In carrying out its responsibility for the FAMPO Study Area, the Policy Committee shall:

- a. Establish and maintain policy for the continuing, comprehensive, and cooperative transportation planning process;
- b. Review the transportation plan for the FAMPO Study Area on a periodic basis;
- c. Determine when a reevaluation of the transportation plan for the FAMPO Study Area is necessary, but at least once every five (5) years;
- d. Review the results of the reevaluation;
- e. Recommend action by other appropriate agencies;
- f. Revise the FAMPO Study Area (defined by the “Metropolitan Planning Area boundary”), as required, and in conjunction with the DEPARTMENT;
- g. Review and approve the annual planning documents, as required, to expedite the process;
- h. Perform other reviews and evaluation that may be required to expedite the process; and
- i. Review and approve the technical and modeling process for the FAMPO Study Area.

ARTICLE III – MEMBERSHIP

The voting membership shall be in accordance with the Memorandum of Understanding (MOU) as adopted by the LOCALITIES and approved by the DEPARTMENT. Current voting representatives designated by their respective agencies include:

1. City of Fredericksburg – three (3) representatives

2. Stafford County – three (3) representatives
3. Spotsylvania County – three (3) representatives
4. State representative designated by and empowered to participate on behalf of the Secretary of Transportation – one (1) representative
5. Potomac and Rappahannock Transportation Commission (PRTC) – one (1) representative

Nonvoting representatives of the Policy Committee shall include:

1. Federal Highway Administration (FHWA)
2. Federal Transit Administration (FTA)
3. Virginia Department of Transportation (VDOT)
4. Virginia Department of Rail and Public Transportation (DRPT)
5. Commonwealth Transportation Board (CTB) Fredericksburg District Representative
6. Caroline County
7. King George County
8. FREDericksburg Regional Transit (FRED)
9. Citizens Transportation Advisory Committee (CTAC) Chair

Any other jurisdiction or agency may be agreed upon by a majority of all voting representatives of the Policy Committee.

ARTICLE IV – VOTING

SECTION 1 – VOTING RIGHTS – Each Policy Committee member with voting rights shall have one (1) equal vote in all matters before the MPO.

SECTION 2 – RECORDED VOTE – The vote of each Policy Committee member, both negative and affirmative, shall be recorded in the official meeting minutes of the MPO.

SECTION 3 – PROXY VOTES – Voting by proxy shall not be permitted.

ARTICLE V – OFFICERS

SECTION 1 – TYPES OF OFFICERS – Officers of the Policy Committee shall consist of a Chair, a Vice-Chair, and a Second Vice-Chair.

SECTION 2 – TERMS OF OFFICE – The Chair, Vice-Chair and Second Vice-Chair shall be elected by and from the membership of the Policy Committee and shall serve for one (1) year or until their successors are elected. The Chair, Vice-Chair, and Second Vice-Chair shall each be from different jurisdictions. The office positions shall rotate on a yearly basis between the respective FAMPO jurisdictions so that every FAMPO jurisdiction receives an equal opportunity to serve in each of the respective FAMPO officer positions.

SECTION 3 – ELECTION OF OFFICERS – The election of officers shall be held at the MPO’s annual June meeting, and those members elected to office shall assume their duties at the annual July meeting. A majority vote of the current voting membership of the Policy Committee shall be required for election to any office.

SECTION 4 – VACANCIES – If for any reason any office becomes vacant during the year, an election to fill the office shall be held at the next regular meeting of the Policy Committee, and the new officers so elected shall complete the unexpired term of the succeeded officer.

SECTION 5 – POWERS AND DUTIES OF OFFICERS – The powers and duties of the officers of the Policy Committee shall be:

The Chair shall have the recognized and inherent duties and powers of the office of the chair; shall preside over all meetings of the MPO; shall be eligible to vote on all issues; shall appoint all committees necessary to the MPO, with confirmation by the Policy Committee; shall have authority to delegate any routine function to FAMPO staff; and shall perform such other duties as may from time to time be assigned by the Policy Committee.

The Vice-Chair shall, in the absence or inability of the Chair, perform all the duties and exercise all the powers of the Chair and such other duties assigned by the Policy Committee.

The Second Vice-Chair shall, in the absence or inability of the Chair and Vice-Chair, perform all the duties and exercise all the powers of the Chair and such other duties assigned by the Policy Committee.

The FAMPO officers shall comprise the FAMPO Executive Committee and can meet to discuss FAMPO matters with appropriate public notice.

SECTION 6 – LINE OF SUCCESSION – At any given meeting when the Chair, Vice-Chair, and Second Vice-Chair are absent, the first order of business at the meeting shall be the election of a temporary chair for that meeting.

ARTICLE VI – STAFF SUPPORT AND FINANCIAL RESPONSIBILITIES

SECTION 1 – GENERAL STAFF SUPPORT – The staff of FAMPO shall be supervised by an Administrator, appointed by the Policy Committee from among the staff of the George Washington Regional Commission (GWRC) and serving at the pleasure of the Policy Committee. The other FAMPO staff shall also be from among GWRC staff and shall be assigned responsibilities after agreement between the FAMPO Administrator and the GWRC Executive Director, pursuant to the Memorandum of Understanding (MOU) between FAMPO and GWRC.

SECTION 2 – FISCAL AGENCY - GWRC in general, and the GWRC Executive Director specifically, shall serve as the Fiscal Agent for FAMPO. In this capacity, the GWRC Executive Director shall have authority to enter into grant agreements and contracts on behalf of FAMPO, as stated in the MOU between FAMPO and GWRC.

SECTION 3 – ALLOCATION OF PLANNING FUNDS – Under state and federal regulations, the MPO shall prepare the annual Unified Transportation Planning Work Program (UPWP), which allocates Section 112 (PL), and Section 5303 transportation planning funds and other such state, federal, local and private sector funds as may be available and required to carry out the UPWP.

SECTION 4 – FINANCIAL RECORDS – The financial records of the MPO shall be maintained by the GWRC Executive Director.

SECTION 5 – TRANSPORTATION IMPROVEMENT PROGRAM (TIP) – The MPO shall maintain a TIP, which shall include allocation of all available state, federal, local and other resources to specific project capital improvements, consistent with state and federal regulations. In maintaining a TIP, the MPO shall annually prioritize and allocate all available funds.

SECTION 6 – FISCAL YEAR – The fiscal year of the MPO shall be July 1 - June 30.

SECTION 7 – MPO MEMBERS LIABILITY – Individual Policy Committee members, acting as members of the MPO, shall not be personally liable for any loss of funds resulting from acts performed in good faith while conducting the usual business of the MPO.

ARTICLE VII – COMMITTEES

SECTION 1 – TECHNICAL ADVISORY COMMITTEE (TAC) – The Policy Committee shall create and maintain a Technical Advisory Committee, composed of individuals from member jurisdictions and other Regional organizations, who have technical knowledge in transportation matters, and shall provide technical review and comment to the Policy Committee. Non-voting members of the MPO may also be represented. Members of the TAC are subject to approval by their respective jurisdictions and organizations. The TAC, if desired, may adopt and update its own bylaws.

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SECTION 4 – SPECIAL COMMITTEES – The Chair may from time to time establish such special committees as deemed desirable for the effective promulgation of the MPO affairs and shall appoint the members thereto with concurrence of the Policy Committee.

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ARTICLE IX – PARLIAMENTARY PROCEDURE

Except as herein provided, all matters of procedure shall be governed by Roberts Rules of Order, latest revised edition.

ARTICLE X – AMENDMENTS

Any proposed amendment to these Bylaws shall be presented in writing to the members of the Policy Committee and read at a regular MPO meeting. The members of the Policy Committee shall have at least thirty (30) days to review the proposed amendments. At a regular meeting of the Policy Committee thereafter, a majority vote of the current voting members of the MPO shall be required to adopt any proposed amendments to the Bylaws.

ARTICLE XI – EFFECTIVE DATE

These Bylaws and any amendments thereto, shall become effective immediately upon adoption of the MPO.

PROPOSED BYLAWS CHANGES
(WITH EDITS TRACKED)



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(CLEAN VERSION)



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SECTION 6 – LINE OF SUCCESSION – At any given meeting when the Chair, Vice-Chair, and Second Vice-Chair are absent, the first order of business at the meeting shall be the election of a temporary chair for that meeting.

ARTICLE VI – STAFF SUPPORT AND FINANCIAL RESPONSIBILITIES

SECTION 1 – GENERAL STAFF SUPPORT – The Policy Committee is responsible for the hiring and oversight of the FAMPO Administrator who shall serve at the pleasure of the Policy Committee and have responsibility for the hiring and supervision of FAMPO staff, as stated in the Memorandum of Understanding (MOU) between FAMPO and GWRC.

SECTION 2 – FISCAL AGENCY - GWRC in general, and the GWRC Executive Director specifically, shall serve as the Fiscal Agent for FAMPO at the pleasure of the Policy Committee. In this capacity, the GWRC Executive Director shall have authority to enter into grant agreements and contracts on behalf of FAMPO, as stated in the MOU between FAMPO and GWRC.

SECTION 3 – ALLOCATION OF PLANNING FUNDS – Under state and federal regulations, the MPO shall prepare the annual Unified Transportation Planning Work Program (UPWP), which allocates Section 112 (PL), and Section 5303 transportation planning funds and other such state, federal, local and private sector funds as may be available and required to carry out the UPWP.

SECTION 4 – FINANCIAL RECORDS – The financial records of the MPO shall be maintained by the GWRC Executive Director and be available to the FAMPO Policy Committee (or its subcommittees) and the FAMPO Administrator upon request.

SECTION 5 – TRANSPORTATION IMPROVEMENT PROGRAM (TIP) – The MPO shall maintain a TIP, which shall include allocation of all available state, federal, local and other resources to specific project capital improvements, consistent with state and federal regulations. In maintaining a TIP, the MPO shall annually prioritize and allocate all available funds.

SECTION 6 – FISCAL YEAR – The fiscal year of the MPO shall be July 1 - June 30.

SECTION 7 – MPO MEMBER’S LIABILITY – Individual Policy Committee members, acting as members of the MPO, shall not be personally liable for any loss of funds resulting from acts performed in good faith while conducting the usual business of the MPO.

ARTICLE VII – COMMITTEES

SECTION 1 – TECHNICAL ADVISORY COMMITTEE (TAC) – The Policy Committee shall create and maintain a Technical Advisory Committee, composed of individuals from member jurisdictions and other Regional organizations, who have technical knowledge in transportation matters, and shall provide technical review and comment to the Policy Committee. Non-voting members of the MPO may also be represented. Members of the TAC are subject to approval by their respective jurisdictions and organizations. The TAC, if desired, may adopt and update its own bylaws.

SECTION 2 – CITIZENS TRANSPORTATION ADVISORY COMMITTEE (CTAC) – The Policy Committee shall create and maintain a CTAC composed of citizens with an interest in transportation issues. The purpose of the CTAC shall be to provide citizen input to the Policy Committee and to disseminate information on FAMPO projects, programs and policies to residents of the Region. Members of the CTAC are subject to approval of their local governing bodies, except that the Policy Committee may directly appoint up to six at-large members to the CTAC. The at-large members will be appointed for 2-year terms, with the option to be reappointed once the term has ended. The CTAC, if desired, may adopt and update its own bylaws.

SECTION 3 – BICYCLE AND PEDESTRIAN ADVISORY COMMITTEE (BPAC) – The Policy Committee shall create and maintain a BPAC composed of individuals with an interest in bicycle and pedestrian issues. The purpose of the BPAC shall be to advise the other FAMPO committees and FAMPO staff on issues relating to bicycle and pedestrian transportation. Members of the BPAC are subject to approval from the Policy Committee. The BPAC, if desired, may adopt and update its own bylaws.

SECTION 4 – SPECIAL COMMITTEES – The Chair may from time to time establish such special committees as deemed desirable for the effective promulgation of the MPO affairs and shall appoint the members thereto with concurrence of the Policy Committee.

ARTICLE VIII – MEETINGS

SECTION 1 – REGULAR MEETINGS – The MPO shall establish a regular date and place for its meetings at the annual organization meeting. The Chair may establish an alternate meeting date to substitute for conflicts caused by other reasons.

SECTION 2 – SPECIAL MEETINGS – Special meetings may be called by the chair on petition of one-third of the Policy Committee’s voting members.

SECTION 3 – PUBLIC HEARINGS – The MPO shall conduct all public hearings required by law or if such hearing will be in the public interest.

SECTION 4 – MEETINGS OPEN TO THE PUBLIC – Meetings of the Policy Committee shall be open to the public. The Policy Committee, however, may hold executive sessions in accordance with the Virginia Freedom of Information Act.

SECTION 5 – QUORUM – A majority of the current voting membership of the Policy Committee shall be required to constitute a quorum. At least one (1) voting representative each from Fredericksburg, Stafford County and Spotsylvania County must be present to establish a quorum. Vacancies shall not be considered in the establishment of a quorum.

SECTION 6 – AGENDA AND MEETING MINUTES – The FAMPO Administrator shall work with the approval of the Chair to prepare an agenda and review the minutes from each meeting. Any voting member from a FAMPO jurisdiction can add items to the agenda up to seven (7) calendar days prior to the next Policy Committee Meeting. The agenda and supporting materials shall be provided to the Policy Committee three (3) calendar days prior to the next Policy Committee meeting. Any voting member of the Policy Committee can suggest additions or deletions to the agenda at the beginning of a meeting, subject to a majority vote of the Policy Committee.

The meeting minutes shall be presented at the next Policy Committee meeting for approval. After the meeting minutes have been duly approved, they will be made available to the public on the FAMPO website.

SECTION 7 – MOTIONS – A jurisdiction may not second its own motion. That is to say, in order to be valid, a motion made by a member from a certain jurisdiction must be seconded by a member not from that same jurisdiction.

SECTION 8 – CORRESPONDENCE – Correspondence to be sent by FAMPO outside of FAMPO members, not related to ongoing contracts or other routine business, must be submitted by email to the full Policy Committee for prior review and comment. Responses must be received within forty-eight hours of the draft being sent. Unless a majority of the Policy Committee expresses opposition or supports changes, the correspondence will be sent.

ARTICLE IX – PARLIAMENTARY PROCEDURE

Except as herein provided, all matters of procedure shall be governed by Roberts Rules of Order, latest revised edition.

ARTICLE X – AMENDMENTS

Any proposed amendment to these Bylaws shall be presented in writing to the members of the Policy Committee and read at a regular MPO meeting. The members of the Policy Committee shall have at least thirty (30) days to review the proposed amendments. At a regular meeting of the Policy Committee thereafter, a majority vote of the current voting members of the MPO shall be required to adopt any proposed amendments to the Bylaws.

ARTICLE XI – EFFECTIVE DATE

These Bylaws and any amendments thereto, shall become effective immediately upon adoption of the MPO.