



MPO-CVTPO Policy Board Bylaws

These bylaws were officially adopted by the Central Virginia Transportation Planning Council (~~now~~formerly Central Virginia Metropolitan Planning Organization and now Central Virginia Transportation Planning Organization) on October 25, 1979; amended on January 24, 1980; amended on January 28, 1982; amended on March 18, 1999; ~~and~~ amended on November 18, 1999, and amended on DATE, 2019.

Commented [WSS1]: Possible name change was discussed by the TTC at its 3/14/19 meeting and those present were in agreement. See staff report for additional details.

ARTICLE I - NAME AND AUTHORITY

Section 1 - Name. The name of the organization shall be the Central Virginia ~~Metropolitan Transportation~~ Planning Organization (hereinafter referred to as the ~~Metropolitan Transportation~~ Planning Organization, or ~~TMPO~~).

Section 2 - Authority. Originally known as the Central Virginia Transportation Planning Council and subsequently as the Central Virginia Metropolitan Planning Organization, ~~the~~ ~~TMPO~~ was established pursuant to a cooperative agreement executed on September 13, 1979 and as amended or updated, by the City of Lynchburg and the Counties of Amherst, Bedford and Campbell, as authorized under ~~Section 15-1-24~~ Title 33.2, Subtitle IV, Chapter 32 of the Code of the Commonwealth of Virginia. ~~The MPO,~~ On November 27, 1979, the organization was designated by the Governor of the Commonwealth of Virginia as the Metropolitan Planning Organization (MPO) for the Greater Lynchburg Area Transportation Study (~~hereinafter referred to as "GLATS"~~), also known as the Central Virginia TPO Urbanized Area (hereinafter also referred to as the "urbanized area" or "study area").

The TPO shall have such authority as prescribed in a "Memorandum of Understanding on Metropolitan Transportation Planning Responsibilities for the Central Virginia Metropolitan Planning Area" dated June 1, 2018, (as amended or updated) between the TPO, the Commonwealth of Virginia (hereinafter referred to as the COMMONWEALTH), the Greater Lynchburg Transit Company (the primary local transit provider, hereinafter referred to as GLTC), and the Central Virginia Planning District Commission (formerly Region 2000 Local Government Council (hereinafter referred to as the PDC), acting as a regional clearinghouse responsible for carrying out Executive Order 12372, Intergovernmental Review of Federal Programs.

ARTICLE II - PURPOSE AND POWERS

Section 1 - Purpose. The ~~TMPO~~ shall be the policy decision-making body ~~for the GLATS~~ for the purpose of carrying out the continuing, cooperative, comprehensive (3-C*) transportation planning and programming process as defined in the United States Code Title 23, Section 134

and Title 49 Section 1607 ~~current law and regulations of the U. S. Department of Transportation regarding the transportation planning process for metropolitan areas~~; and in accordance with the constitution and statutes of the Commonwealth of Virginia, particularly Title 33, Chapter 32 of the Code of Virginia. In carrying out its responsibilities, the TMPO shall:

- a. Establish policy for the continuing, comprehensive and cooperative ~~(3-C)~~ transportation planning process;
- ~~a-b.~~ Develop the long-range transportation plan (LRTP) for the study area known as the Central Virginia TPO Urbanized Area;
- ~~b-c.~~ Review the ~~transportation plan~~ LRTP for the GLATS study area on an annual basis;
- ~~e-d.~~ Determine when a re-evaluation of the transportation plan for the GLATS area is necessary in coordination with U.S. Department of Transportation requirements Update the LRTP no less frequently than every five years or as required by the COMMONWEALTH;
- ~~d.~~ Review the results of the re-evaluation;
- e. Recommend action by other appropriate agencies;
- f. Coordinate and conduct transportation planning and conceptual design studies with local
- ~~e-g.~~ Governments, GLTC, and the COMMONWEALTH;
- h. Revise the GLATS-Central Virginia TPO Urbanized Area, defined by the "cordon boundary," as required, and in conjunction with the Virginia Department of Transportation – Transportation Planning Division (hereinafter referred to as VDOT-TPD) COMMONWEALTH;
- ~~f-i.~~ Develop, in coordination with local governments and the COMMONWEALTH, socio-economic data for the regional traffic model;
- ~~e-j.~~ Review systems and proposals required by federal and state agencies;
- ~~h-k.~~ Review-Develop and approve the annual planning and programming requirements documents as described in the U.S. Department of Transportation regulations, as amended; and
- ~~i-l.~~ Perform other studies, reviews, evaluations, and tasks that may be required.

Section 2 - Powers. The TMPO shall have the power to enter into or assign ~~contracts,~~ and contracts and receive and disperse funds necessary to carry out its purpose, as defined in Article II, Section 1.

ARTICLE III - MEMBERSHIP

Section 1 - Voting Members. The voting membership of the TMPO shall be composed of two (2) representatives from each ~~participating jurisdiction~~ local government wholly or partially within the Central Virginia TPO Urbanized Area, ~~and one (1) representative from VDOT-TPD.~~ One of the representatives from each local jurisdiction shall be an elected member from the appointing local jurisdiction's governing body, and the other representative shall be either an elected member of the governing body or an appointed representative designated by the governing body, and who is a qualified voter and resident of the appointing jurisdiction. If the governing body is a member of the Central Virginia Planning District Commission (hereinafter referred to as PDC), at least one of the two appointees shall be one of the governing body's

representative on the PDC. ~~The voting membership shall also include one (1) designated by the Secretary of Transportation of the COMMONWEALTH.~~

Commented [WSS2]: This is currently Chris Winstead. The language now matches our MOU between the MPO/GLTC/and Secretary of Transportation.

Section 2 - Non-Voting Members. Non-voting members of the TMPO shall include one (1) representative each designated by and representing the following agencies or organizations: the PDC, from Federal Highway Administration, a representative from Federal Transit Administration, a representative from Federal Aviation Administration, Virginia Department of Transportation (hereinafter referred to as VDOT), a representative from Virginia Department of Rail & Public Transportation (hereinafter referred to as VDRPT), and a representative from Greater Lynchburg Transit Company, and Liberty University. Upon two-thirds vote, the TMPO may designate other appropriate non-voting members.

Commented [WSS3]: This is new and acknowledges the MPO Secretary as a board member

Commented [WSS4]: An LU rep was added years ago, but the bylaws were never adjusted to reflect it

~~**Section 3 - Alternate Members.** The appointing authority may provide an alternate for its representative(s) on a like for like manner (i.e., an elected official for an elected official, non-elected person for a non-elected person), provided the name of the alternate is submitted in writing to the secretary of the MPO prior to the alternate participating in MPO activities. An alternate shall not vote except in the absence of the member.~~

Commented [WSS5]: See "proxy voting" below

Section 4- Vacancies. If for any reason an appointing authority's position on the TMPO becomes vacant, the affected appointing authority shall appoint a replacement in a like-for-like manner.

ARTICLE IV - TERMS OF OFFICE AND VOTING

Section 1-Terms of Office. The terms of office of TMPO members shall be as follows:

- a. TMPO members who are specifically appointed as members of the PDC shall serve coincident with their terms of office on said PDC.
- b. TMPO members who are also members of the local governing body shall serve coincident with their elected terms of office or such shorter terms, as their governing bodies shall determine.
- c. TMPO members who are not members of local governing bodies or the PDC, as described in Article IV, Section 1 (a) herein, shall serve for a three (3) year term on a fiscal year basis.
- d. The TMPO member appointed by Secretary of Transportation of the COMMONWEALTH, VDOT, TPD, Federal Highway Administration, Federal Transit Administration, Federal Aviation Administration, VDOT, VDRPT, and Greater Lynchburg Transit Company, and Liberty University shall serve continuously at the respective pleasure of each appointing authority.

Section 2 -Voting Rights. Each TMPO member with voting rights shall have one (1) equal vote in all matters before the TMPO.

Section 3 - Recorded Vote. The vote of each TMPO member, including affirmative, negative or absentia votes, shall be recorded in the official minute book of the TMPO.

~~**Section 4 - Proxy Votes.** Voting by proxy at regular or special meetings shall not be permitted.~~ shall be permitted only by the designated representative of the voting member. The

Commented [WSS6]: This language now agrees with the PDC bylaws.

proxy shall be designated in a like-for-like manner (i.e., an elected official for an elected official, a non-elected person for a non-elected person).

Section 5- Voting in Lieu of a Meeting. Any action required or permitted to be taken by the TMPO may be taken in emergency situations without a meeting if seventy-five percent of the full TMPO voting membership consent via a written or electronic ballot authorizing the action. Said action shall be ratified at the next meeting of the TMPO.

ARTICLE V- OFFICERS

Section 1 - Types of Officers. Officers of the TMPO shall consist of a chair~~man~~, vice-chair~~man~~ and secretary. The secretary shall be a non-voting officer and shall be the executive director of the PDC, or his/her official designee.

Section 2 - Terms of Office. The chair~~man~~ and vice-chair~~man~~ shall be elected by and from the membership of the TMPO, shall serve for one year or until ~~there~~their successors are elected, ~~and shall be eligible for reelection.~~ The chair and vice chair may serve no more than two consecutive terms.

Section 3 - Election of Officers. The election of officers shall be held at the TMPO's last regular meeting of the fiscal year and the members elected to office shall assume their duties at the first convened meeting of the next fiscal year. A majority vote of the full TMPO voting membership shall be required for election to any office. The chair and vice chair must be voting members.

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 TMPO, and the new officer so elected shall complete the unexpired term of the ~~vacated office~~succeeded officer.

Section 5 - Powers and Duties of the Officers. The powers and duties of the officers of the TMPO shall be as follows:

- a. The chair~~man~~ shall have the recognized and inherent duties and powers of the office of the chair~~man~~, including the following. The chair shall:
 - i. ~~shall~~ preside over all meetings of the TMPO;
 - ii. ~~shall~~ be eligible to vote on all issues;
 - iii. ~~shall~~ appoint all committees necessary to the TMPO;
 - iv. ~~shall~~ have the authority to delegate any routine function to the secretary or an official designee; and
 - v. ~~shall~~ perform such other duties as may from time to time be required to carry out the duties of the MPO chair~~man~~.
- b. The vice-chair~~man~~ shall, in the absence or inability of the chair~~man~~, perform all the duties and exercise all the powers of the chair~~man~~ and such other duties assigned by the TMPO.
- c. The secretary shall keep a record of all resolutions, proceedings, and actions of the TMPO and give notice of all meetings and perform such other duties as the TMPO may direct.

Section 6 - Line of Succession. At any given meeting when the chairman and the vice-chairman are absent, the first order of business at the meeting shall be the election of a temporary chairman for that meeting.

ARTICLE VI- STAFF SUPPORT AND FINANCIAL RESPONSIBILITIES

Section 1 - General Staff Support. The staff of the TMPO shall be the staff of the PDC with the assistance of the staffs of VDOT-~~TPD~~ and VDRPT.

Section 2 - Allocation of Funds. The TMPO shall prepare the required annual Unified Transportation Planning Work Program (UTPWP) which allocates available transportation planning funds for the metropolitan area.

Section 3 - Financial Records. The PDC shall maintain the financial records of the TMPO at the direction of the TMPO.

Section 4 - Fiscal Year. The fiscal year of the TMPO shall be July 1- June 30.

Section 5 - TMPO Member Liability. Individual TMPO members, acting- as members of the TMPO, shall not be personally liable for any loss of funds as a result of acts performed in good faith while conducting ~~official~~the usual business of the TMPO.

ARTICLE VII - COMMITTEES

Section 1 - ~~Urban~~ Transportation Technical Committee. ~~The TPO shall create a Transportation Technical Committee composed of individuals with technical knowledge in transportation and land use matters to provide technical review, comment, and recommendations on transportation plans, programs, studies and other appropriate documents, and on regional transportation issues. The Committee shall integrate land use and environmental considerations into all of its activities in order to forge a stronger link between transportation, land use and the environment. The MPO shall create an Urban Transportation Technical Committee to provide technical review and comment of the MPO's multi-modal urban transportation plans and programs.~~ The committee shall be composed of members with technical knowledge in multi-modal transportation matter(s) and shall include one (1) representative each of the following jurisdictions, agencies, and organizations:

- the Planning Division (Community Development Department) and Engineering Division (Public Works Department) of the City of Lynchburg;
- One staff representative from the Community Development Department of each member county comprising Planning District Commission Eleven (11);
- A planning or management staff representative of each town within Planning District Commission Eleven (11);
- ~~One staff representative each from the Planning and Public Works Departments of the City of Lynchburg with one combined vote;~~
- Up to oOne (1) citizen with technical knowledge in transportation matters from each member jurisdiction (preferably a member of the local planning commission) appointed by the local governing body;

Commented [WSS7]: All changes to this section were discussed with the TTC at its 3/14/19 meeting and those in attendance were in agreement.

- ~~One representative from~~ VDOT's Transportation Planning Division;
- ~~One representative from~~ VDOT's Lynchburg and Salem Construction Districts;
- ~~One representative from~~ VDRPT;
- ~~One representative from~~ the Greater Lynchburg Transit Company; and
- ~~One representative from~~ the Lynchburg Regional Airport;
- One representative from Liberty University;

The TMPO may request any additional appropriate agency or organization to appoint a ~~representative, or representative or~~ may directly appoint a specific individual to serve on the committee as an advisory (non-voting) member. The Federal Highway Administration (FHWA), Federal Transit Administration (FTA), VDOT resident engineers for each member county, and the Virginia Department of Aviation, ~~and a representative from the Community Transportation Advisory Committee~~ each shall have a non-voting representative on the committee. The committee shall meet as frequently as necessary to fulfill its responsibility to the TMPO. ~~A simple majority,~~ Twenty Five Percent (25%) of the currently seated voting members shall constitute a quorum of the committee for official action to be taken. The election of a chair shall be held at the committee's last regular meeting of the fiscal year and chair shall assume his/her duties at the first convened meeting of the next fiscal year, and shall be eligible for reelection.

Commented [WSS8]: Because of the size of the TTC, it is currently almost impossible to achieve a quorum.

~~**Section 2 - Community Transportation Advisory Committee.** The MPO shall create a Community Transportation Advisory Committee to identify new issues and provide feedback to the MPO on current issues relative multi-modal transportation plans and programs. The committee shall be composed of transportation users represented and appointed by the following organizations, or their successors:~~

Commented [WSS9]: This committee has not been constituted in over 15 years. The LRBA's Lynchburg Regional Transportation Advocacy Group, GLTC's customer advisory and ADA committees, and other organizations can be used for citizen input when needed. Existing practices of involving the general public through meetings and workshops, surveys, and other means during the development of the long-range plan or other studies will not be affected by this change.

- ~~Builders and Associates of Central Virginia;~~
- ~~Central Virginia Area Agency on Aging;~~
- ~~Central Virginia Disabilities Services Board;~~
- ~~Chamber of Commerce from each participating jurisdiction;~~
- ~~Friends of the Lynchburg Stream Valleys;~~
- ~~Lynchburg Community Action Group;~~
- ~~Lynchburg League of Women Voters;~~
- ~~Local Chapter of National Railroad Historical Society;~~
- ~~Local Workforce Investment Agency;~~
- ~~NAACP Chapter from each participating jurisdiction;~~
- ~~Redevelopment & Housing Authority from each participating jurisdiction;~~
- ~~Virginia's Region 2000; and~~
- ~~United Way of Central Virginia.~~

~~Additional appropriate agencies as determined by the MPO and/or any individual specifically appointed by the MPO may serve on the committee (e.g. biking community, trucking organizations). The committee shall meet on call, but at least twice each year.~~

Section 3 - Special Committees. The MPO chair may from time to time establish such special committees as deemed desirable for the effective promulgation of TMPO affairs and shall appoint the members thereto with concurrence of the TPO.

Section 4 - Nominating Committee. The chair~~man~~ shall appoint a nominating committee of three members of the TMPO no later than ~~thirty-twenty-five (3025)~~ days prior to the regular TMPO meeting at which time the election of TMPO officers is held.

ARTICLE VIII - MEETINGS

Section 1 - Regular Meetings. Regular meetings of the TMPO shall be held ~~the third Thursday of each month during the first month of each quarter~~ -and shall be held at the offices of the PDC unless otherwise designated by the chair~~man~~. The chair~~man~~ shall have the right to cancel any regular monthly meeting when no action items are required.

Section 2 - Special Meetings. Special meetings may be called by the chair~~man~~ or must be called by the chair~~man~~ on petition of one-third of the TMPO voting members.

Section 3 - Public Hearings. The TMPO shall conduct public hearings as determined to be in the public interest or as required by law or regulation.

Section 4 - Meetings Open to the Public. Meetings of the TMPO shall be open to the public. The TMPO, however, may hold executive sessions in accordance with the Virginia Freedom of Information Act. At least one period will be set aside during each meeting for general comments from the public. Public hearings will be held and other public involvement efforts will be made prior to major decisions in accordance with the TPO Public Participation Plan. At the discretion of the Chair, the floor may be opened during a meeting for additional public comments; for example, the Chair may ask for public comments prior to calling for a vote on a significant issue.

Section 5 - Quorum. ~~A majority~~Five of the voting members of the full TMPO shall be required in order to constitute a quorum for regular and special meetings. Vacancies shall not be considered in the establishment of a quorum.

Commented [WSS10]: In principal, this now matches the PDC bylaws

Section 6 - TMPO Minutes. The secretary of the TMPO shall assist the chair~~man~~ and vice-chair~~man~~ in preparing the agenda, conducting the meeting and preparing the minutes of each meeting. The minutes shall be presented at the next TMPO meeting for approval. After the minutes have been duly approved, said minutes shall be distributed to all members of any transportation-related and other appropriate organizations, agencies, or individuals, and shall be recorded in an official minute book of the TMPO.

ARTICLE IX - COORDINATION RESPONSIBILITIES

Section 1- Coordination. The TPO 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 LRTP and the Central Virginia TPO Urbanized Area. This can include the coordination, conduction, and participation by TPO staff in any related transportation planning and conceptual design studies. The MPO shall be responsible for the coordination of all '3-C's transportation planning activities of the various transportation related agencies that have both a direct and indirect impact on GLATS area.

Section 2 - Intergovernmental Regional Review Agent. ~~The TPO shall act as the agent for those agencies applying for federal and state funds through the Unified Transportation Planning Work Program and Transportation Improvement Program, except when a funding agency otherwise directs, and shall submit the notice of intent application to the area-wide clearinghouse. When required the MPO shall review and comment on federal and state transportation planning and programming applications as required by Federal and State laws and regulations.~~

Section 3- Citizen Complaint Process. The ~~T~~MPO is to be responsive to all citizens served by the ~~T~~MPO. ~~Policies and procedures for public participation and inclusion, along with complaint procedures, may be found in the TPO's Public Participation Plan and Title VI Plan, which are made publicly available. Citizens have a right to file a complaint with the MPO subject to local, state, and federal laws and regulations, including but not limited to Executive Order 12357, Civil Rights Title VI, EEOC, and the Virginia Area Development Cooperation Act. The administrative procedure for coordinating citizen complaints shall be maintained by the MPO staff, and will be periodically reviewed by the MPO and made available for public distribution.~~

ARTICLE X - PARLIAMENTARY PROCEDURE

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

ARTICLE XI -AMENDMENTS

Proposed amendments to these bylaws shall be presented in writing to the members at a regular ~~T~~MPO meeting. The members of the ~~T~~MPO shall have at least ~~thirty-two~~ thirty ~~five~~ (2530) days to review the proposed amendments. At a regular meeting of the MPO thereafter, a majority vote of the full ~~T~~MPO voting membership shall be required to adopt any proposed amendment to the bylaws.

ARTICLE XII - EFFECTIVE DATE

These bylaws, and any amendments thereto, shall become effective immediately upon adoption by the ~~T~~MPO.