

Bylaws for the Northeast Florida Regional Transportation Commission

BYLAWS FOR THE NORTHEAST FLORIDA REGIONAL TRANSPORTATION COMMISSION

Revised December 3, 2014

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ARTICLE I – PREAMBLE

Section 1 – Creation

The Northeast Florida Regional Transportation Commission, henceforth the “Commission”, is a body politic and corporate and an agency of the state of Florida created and established by Chapter 343, Florida Statutes, consisting of ss. 343.1001-343.1013. In the event of a direct conflict, the terms of Chapter 343 shall have control over the terms of these bylaws.

Section 2 – Counties

The region is comprised of six (6) counties, these being: Baker, Clay, Duval, Nassau, Putnam and St. Johns.

ARTICLE II – GOVERNING BOARD

Section 1 – Membership and Terms

The Commission shall consist of a governing Board of nine (9) members as appointed by the counties.

The County Commission of Baker, Clay, Nassau, Putnam and St. Johns Counties shall each appoint one (1) person, who may be an elected official of such county. However, in order to ensure continuity on the initial governing Board, the initial appointees under this paragraph shall draw lots at the first meeting of the governing Board to determine which two (2) members shall serve initial terms of two (2), which member will serve an initial term of three (3) years, and which two (2) members shall serve initial terms of four (4) years.

The City of Jacksonville shall be represented by four members, who may be elected officials of the city. Of the four members, the mayor of the City of Jacksonville shall appoint two (2) members, and the Jacksonville City Council shall appoint two (2) members. However, in order to ensure continuity on the initial governing Board, the initial appointees shall draw lots at the first meeting of the governing Board to determine which member shall serve an initial term of two (2) years, which two (2) members shall serve initial terms of three (3) years, and which member shall serve an initial term of four (4) years.

Except for the initial Board, members shall be appointed for four (4) year terms. A member may not serve more than two (2) consecutive terms.

The initial Board of Commissioners having been appointed as specified in this section, successors to the initial Board members shall be appointed on the following schedule: The Baker County Commission shall appoint one member in 2017; The Clay County Commission shall appoint one (1) member in 2017; The Mayor of the City of Jacksonville shall appoint one (1) member in 2015 and one (1) member in 2017; The Jacksonville City Council shall appoint two (2) members in 2016; The Nassau County Commission shall

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appoint one (1) member in 2016; The Putnam County Commission shall appoint one (1) member in 2015; and the St. Johns County Commission shall appoint one (1) member in 2015.

The Commission shall notify the appointing authority of the need to make a scheduled appointment no later than September 30 of the calendar year in which an appointment is required. Such notification shall inform the appointing authority if the then current member is eligible for re-appointment. The newly appointed Commission members' terms shall commence at the later to occur of (i) the Commission's October meeting in the year of appointment or (ii) the next Commission meeting occurring after such appointment. After appointment of the successor to each initial Board member, subsequent successors' terms shall commence on the fourth (4th) anniversary of the commencement of the prior member's.

Statutory Authority: Section 343.1003 (2) (a), (b) & (d)

Section 2 – Quorum and Voting

A quorum of the governing Board must be present to take any action. Having six (6) members present at the governing Board will constitute a quorum. The Commission may meet upon the presence of a quorum. A vacancy on the Board does not impair the ability of a quorum to exercise all rights and perform all duties of the Commission.

Each member of the governing Board shall represent one (1) vote. Voting by proxy or telephonic participation shall not be allowed. Only the votes of those members present during the time of the vote shall be allowed. A simple majority of the members of the governing Board who are present is necessary for any action to be taken.

Statutory Authority: Section 343.1003 (10)

Section 3 – Designee

An appointed member may not select or have a designee selected to serve in the absence of the member, whether such member is an elected officer or otherwise. However, if an appointed member is designated by the appointing entity by title, such as the chair of a county commission or the chair of a transportation or planning agency, the successor or vice chair may serve for such appointee in his or her absence.

Statutory Authority: Section 343.1003 (2) (c)

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Section 4 – Appointment by the Department of Transportation

The Secretary of the Department of Transportation (hereinafter "FDOT" or "Department") shall appoint a nonvoting advisor to the Board.

Statutory Authority: Section 343.1003 (3)

Section 5 – Compensation and Statement of Financial Interests

The members of the Board shall serve without compensation but are entitled to receive reimbursement from the Commission for travel expenses and per diem incurred in connection with the business of the Commission as provided in s. 112.061, Florida Statutes.

Notwithstanding s. 348.0003(4)(c), Florida Statutes, members of the Board shall file a statement of financial interest with the Commission on Ethics pursuant to s. 112.3145, Florida Statutes.

Statutory Authority: Section 343.1003 (5) & (6)

Section 6 – Removal

An appointing county commission, or, in the case of Duval County, upon request of the mayor or the city council president, the Jacksonville City Council, may remove a member appointed by it for cause, including, but not limited to, failure to attend two (2) or more meetings of the Commission during any nine (9) month period.

Statutory Authority: Section 343.1003 (12)

ARTICLE III – OFFICERS

Section 1 – Officers of the Commission’s Governing Board

At its inaugural meeting, the Board shall establish the duties and powers of its officers and its initial rules of conduct and meeting procedures.

At its inaugural meeting, the Board shall elect a Chair, Vice Chair, Secretary, and Treasurer from among its members, to serve until the end of the following calendar year. Thereafter, election of officers shall be held in December of each year and new officers shall take office in January of each year. Officers shall serve for a term of one (1) year. No person may hold the office of Chair for more than two consecutive terms.

Statutory Authority: Section 343.1003 (7) & (8)

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Section 2 – Nomination and Election of Officers

A. Nomination Procedure:

- i. A motion to open nominations will be brought forward and seconded by members for the nomination process to start.
- ii. A member might nominate the candidacy of himself or a fellow member of the Commission's Governing Board to the positions of Chair, Vice Chair, Secretary and Treasurer.
- iii. A motion to close nominations will be brought forward and seconded by members for the nomination process to be closed.
- iv. When more than one person is nominated, an election by voice vote shall take place.

B. Election Procedure:

- i. Each member shall represent one vote, and no member shall be permitted to vote by proxy in the election of officers.
- ii. The election will be by voice vote.
- iii. The nominated candidates who receive 50% or more of the vote will be declared the elected officer.
- iv. In case none of the nominations receive 50% or more of the vote, a second voice vote will take place with only the top two (2) nominated candidates.

The Commission's Governing Board will select first its officers in the following order: Chair, Vice Chair, Secretary and Treasurer.

Section 3 – Powers and Duties

The officers of the Commission's Governing Board will have the following duties, except if these are transferred entirely, or in part, to an Executive Director, his designee or other staff of the Commission.

A. The Chair of the Commission will:

- i. Serve as the presiding officer of meetings of the Commission's Governing Board;
- ii. Approve the agenda for meetings;
- iii. Sign agreements, resolutions, correspondence, and other official documents approved by the Commission's Governing Board;
- iv. Perform such additional functions assigned by the Commission's Governing Board, and such other functions as are provided in these Bylaws.

B. The Vice Chair of the Commission will:

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- i. Have and exercise all of the powers and duties of Chair during the absence, unavailability or inability of the Chair;
 - ii. Perform additional functions as may be assigned by the Chair and/or the Commission's Governing Board.
- C. The Secretary of the Commission will:
- i. Notice all of the meetings and hearing of the Commission's Governing Board.
 - ii. Prepare and supervise the minutes and records of the meetings and hearings of the Commission's Governing Board;
 - iii. Maintain all official records, files, reports and accounts of the Commission;
 - iv. Have and exercise all of the powers and duties of Chair during the absence, unavailability or inability of the Chair and Vice Chair;
 - v. Perform additional functions as may be assigned by the Chair and/or Commission's Governing Board.
- D. The Treasurer of the governing Board will:
- i. Maintain all official financial records, files and report of the Commission;
 - ii. Prepare and provide all official financial records, files and reports for purposes of audit;
 - iii. Prepare and provide all official financial records, files and reports for purposes of the Commission's budget.
 - iv. Have and exercise all of the powers and duties of Chair during the absence, unavailability or inability of the Chair, Vice Chair and Secretary;
 - v. Perform additional functions as may be assigned by the Chair and/or Commission's Governing Board.

Section 4 – Vacancies

A vacancy in the officers' positions of the governing Board will occur when the member filling the role is no longer a member of the governing Board. In the case of a vacancy, the governing Board will select a member to finish the corresponding officers' term.

ARTICLE IV – COMMISSION

Section 1 – Powers and Duties

The express purposes of the Commission are to improve mobility and expand multimodal transportation options for persons and freight throughout the six-county North Florida region. The Commission shall, at a minimum:

- (a) Use the data contained in the Long Range Transportation Plan of the North Florida Transportation Planning Organization and other data to develop a multimodal and prioritized regional transportation plan consisting of transportation projects of regional significance; and

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- (b) Research and develop an implementation plan that identifies available but not yet imposed, and potentially developable, sources of funding to execute the regional transportation plan. In developing the regional transportation plan, the Commission shall review and coordinate with the future land use, capital improvements, and traffic circulation elements of the counties' local government comprehensive plans, the Strategic Regional Policy Plan of the Northeast Florida Regional Council, and the schedules of other units of government having transit or transportation authority within whose jurisdictions the projects or improvements will be located in order to define and resolve potential inconsistencies between such plans and the Commission's regional transportation plan. The Commission shall present the regional transportation plan and updates to the governing bodies of the constituent counties within 90 days after adoption. The Commission shall update the regional transportation plan and the implementation plan at least every other year.

The Commission may plan, develop, coordinate, and promote transportation projects and transportation services of regional significance which are identified in the Commission's regional transportation plan.

- (a) Subject to available funding and with the approval of the affected counties and transportation authorities, the Commission may provide transportation services of regional significance which are identified in the regional transportation plan.
- (b) To ensure coordination of its plans with those of local governments, the Commission shall consult with local governments concerning the Commission's regional transportation plan.
- (c) The Commission may facilitate efforts to secure funding commitments from federal and state sources, or from the applicable counties, for the planning, development, construction, purchase, operation, and maintenance of transportation projects that are of regional significance or that support intercounty mobility for persons or freight.

In carrying out its purposes and powers, the Commission may request funding and technical assistance from the department and from federal and local agencies. In order to carry out the purposes and powers of the Commission for its first 5 years, the Commission shall also timely request annually that each constituent county appropriate a cash contribution of up to 30 cents per capita per year, based on the latest decennial census, to support its budget; however, the contribution of Duval County may not exceed 45 percent of the Commission's budget for any fiscal year.

The Commission may exercise all powers necessary, appurtenant, convenient, or incidental to carrying out the purposes identified in Chapter 343, Florida Statutes.

Section 2 – Advisory Panels and Committees

The Board may create an advisory panel, with membership to be determined by the Board, and may establish committees by and at the will of the chair, or upon vote of the Board. Members of any advisory

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panel or committee may be members of the Board or non Board members as determined by the Board or Chair.

Persons appointed to a committee or an advisory panel shall also serve without compensation but may be entitled to per diem or travel expenses incurred in connection with the business of the commission as provided in s. 122.061, Florida Statutes.

Statutory Authority: Section 343.1003 (4) & (5)

Section 3 – Executive Director and Staff

The Commission may employ an executive director and an administrative assistant to the Board and to the executive director. The Commission may employ permanent or temporary staff, including consultants, as it determines necessary or convenient, or, subject to approval by their respective Boards or administrative chiefs, may use the staff of:

- (a) The Jacksonville Transportation Authority, its legal counsel, technical experts, engineers, and other administrative employees.
- (b) The North Florida Transportation Planning Organization, for planning matters.
- (c) The Northeast Florida Regional Council, for planning and coordination matters.
- (d) The department.
- (e) The Jacksonville Port Authority.
- (f) The counties represented on the Commission Board, on an as-needed basis.

Statutory Authority: Section 343.1003 (11)

Section 4 – Coordination with other Agencies

The regional transportation plan and implementation plan shall be forwarded to the North Florida Transportation Planning Organization for inclusion in its long range transportation plan and other planning documents as required by law. To the extent feasible, the Commission's planning activities, including the development and adoption of the regional transportation plan and the implementation plan, shall be coordinated with the work of the North Florida Transportation Planning Organization, the Northeast Florida Regional Council, and the Department.

Statutory Authority: Section 343.1006

ARTICLE V – MEETINGS

Section 1 – Public Meetings and Hearings

The Commission shall hold regular public meetings at the times and locations determined by the chair. Meetings shall be monthly or more often at the discretion of the Board, but shall be held at least quarterly.

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Before the adoption of the regional transportation plan or the implementation plan, a public hearing shall be conducted by the Commission in each of the counties affected, at least one of which must be before the Board. Any interested party shall have the opportunity to be heard in person or by counsel and to introduce testimony in his or her behalf at the hearing. Reasonable notice of each public hearing must be published in a newspaper of general circulation in each county in which such hearings are required to be held, at least 7 days before the hearing. The Commission shall comply with all applicable federal and state requirements related to new or altered transportation facilities or services.

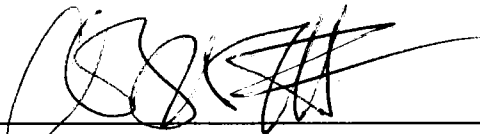
Statutory Authority: Section 343.1011

ARTICLE VI – AMENDMENT OF BYLAWS


Section 1 – Procedure

These Bylaws may be amended at any regular meeting of the Commission’s Governing Board, by majority vote of members present having established quorum, provided that notice of any proposed amendment and a draft thereof have been provided in writing to all the Commission’s Governing Board Members at least seven (7) days prior to the meeting at which the amendment is to be considered.

APPROVED AND ADOPTED ON December 3, 2014



Chair



Secretary