

## BYLAWS

### DUBUQUE METROPOLIAN AREA TRANSPORTATION STUDY

#### SECTION I – PREMISES

- A. **ARTICLES OF AGREEMENT.** The authority and basic rules for the Dubuque Metropolitan Area Transportation Study (DMATS) are established through Articles of Agreement effective March 25, 1976 and such agreement shall not hereby or herein be violated. The Bylaws shall clarify and expand upon the Articles of Agreement and any time there is a conflict, the Articles of Agreement shall prevail.
- B. **RULES OF ORDER.** These Bylaws shall constitute the standing rules and the rules contained in the latest version of Robert’s Rules of Order shall govern DMATS Committees in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or Articles of Agreement. Further rules of order shall be made as amendments to these Bylaws.

#### SECTION II – COMMITTEES

- A. **STANDING COMMITTEES.** The Policy Committee, the Technical Advisory Committee, and the Citizens Advisory Committee are established as standing committees. Membership on the Policy and Technical Advisory Committee is established in the Articles of Agreement.
1. Citizens Advisory Committee. The Policy Committee will select not more than 21 or less than 15 private citizens from applications. Selection will be made annually in January. In the case of a resignation during the year, the Policy Committee may appoint a new member as a replacement to complete the term of office. Members shall be chosen from a variety of special interests and shall be geographically distributed by place-of-work throughout the study area.
- Annually, the Secretary shall submit a notice to all local news media at least 15 days prior to final acceptance of nominations. If no nominations exist by the end of the designated period, the Policy Committee may appoint representatives.
- B. **OTHER COMMITTEES.** The Policy Committee may form sub-committees or other special study committees.
1. Sub-Committees. The Chair shall appoint members of any number less than simple majority, assign duties, and prescribe duration.

2. Study Committees. The Policy Committee may form a Study Committee by amending the Bylaws with a duly carried motion. Such motion shall state the members and their duties, and prescribe the duration of such committee. Representatives of Policy and/or Technical Committees shall be appointed and serve during the period in which they are representatives in good standing. Such committees shall be listed below with date of motion.

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|--------------------------------------|------------------|
| a. Rail Advisory Committee           | January 25, 1979 |
| b. Barge Fleeting Advisory Committee | May 23, 1986     |

### SECTION III – MEETINGS

- A. **TYPES OF MEETINGS** Each committee may hold Regular or Special meetings.

1. Regular. Each committee shall hold at least four (4) regularly scheduled quarterly meetings each calendar year. At the first meeting of each year a schedule of tentative meetings shall be issued. Each committee may set the time and place for its meetings.

Notice of each meeting shall be mailed to committee representatives at least seven (7) days prior to such meetings. Public news media shall receive a notice at the same time.

2. Special. The committee Chair or any two (2) committee representatives may call a special meeting by notifying representatives by mail, telephone, or telegram at least three (3) full days in advance stating the time, place, and purpose of such meeting. Public news media shall receive a notice in a like manner.
3. Joint Meeting. The Policy Committee may call for a joint meeting with the Technical Advisory Committee or any other committee or sub-committee during any regular or special meeting. The Chair may service or appoint a temporary Chair. A quorum of the Policy Committee shall be established prior to assembling jointly wherein the quorum shall be those present and voting.

- B. **QUORUM.** Each committee shall establish a quorum consisting of a majority of representatives prior to conducting official business.

1. Non-Voting. Representatives serving without a vote shall not be counted in determining a quorum.
2. Representatives in good standing. Each member of any committee shall not be counted in determining a quorum if that member has missed three (3) consecutive meetings or fifty percent (50%) of meetings occurring in the twelve meetings immediately proceeding. Such representatives shall be notified (with a copy to

the Chair of the Policy Committee) immediately. Any member whose status is established in the Articles of Agreement shall continue to receive notice of meetings and have full voting rights at any following meeting.

- C. ACTION. The Technical Advisory Committee, Citizens Advisory Committee, and any sub-committee or study committee shall take action on any and all matters as recommendations to the Policy Committee. Any recommendation made shall be placed upon the agenda of the next scheduled Policy Committee meeting.

#### SECTION IV – OFFICERS

- A. ELECTION AND TERM. The Chair of the Policy Committee shall be the Mayor of the City of Dubuque and serve as Chair for the duration of their elected term. The Vice-Chair shall be elected at the first meeting of the calendar year from the Policy Committee and serve for one (1) year. The Secretary shall be the representative of the East Central Intergovernmental Association and serve continuously. Other Committee Officers shall be elected or appointed at the annual meeting of each standing committee for a term of one year beginning upon election. Study committee shall elect or appoint officers for the term of the committees.
- B. NUMBER AND DUTIES. Each committee shall have a Chair, Vice Chair, and a Secretary. All officers shall be elected from among the duly appointed committee representatives except the Secretary who may be appointed from staff by the Chair subject to ratification by the committee.
1. Chair. The Chair shall preside at all regular and special meetings, and represent the committee when not in session. The Chair of the Technical Advisory Committee, the Citizens Advisory and any sub-committee or study committee may only represent committee policies before the Policy Committee unless otherwise directed by the Policy Committee.
  2. Vice Chair. The Vice Chair shall preside in the absence of the Chair at all regular and special meetings and perform all other functions and responsibilities of the Chair in their absence.
  3. Secretary. The Secretary shall take and keep the official records with the assistance of such staff members as shall be designated by the Secretary; assist the presiding officer in determining a quorum, counting ballots and votes, and determining questions of procedure in accordance with the standing rules; and receive and file reports.

## SECTION V – AMENDMENTS

- A. A two-thirds vote of all present and voting members of the Policy Committee shall be required to amend these Bylaws.
- B. Proposed amendments shall be submitted in written form to the Policy Committee at any regular meeting. The Secretary will mail or deliver a copy of the proposed amendment to each committee member not less than seven (7) days prior to the next meeting of the Policy Committee. The proposed amendment may be acted upon at the next regular meeting following the date of its submission.

Adopted by the Policy Committee, November 20, 1981

Revised and Adopted, October 28, 1983

Amended June 26, 1986 to add “Barge Fleeting Advisory Committee”.