

Mountainland MPO

Bylaws

Adopted
November 1, 2007

Amended
June 5, 2008
October 2, 2014
November 3, 2022



MAG

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Purpose

These Bylaws define the membership, officers, functions, duties, and responsibilities of the Mountainland Metropolitan Planning Organization (MPO).

Article I | Establishment, Purposes, and Service Area

Section 1.1 - Name

There is established an organization to be known as Mountainland Metropolitan Planning Organization (MPO).

Section 1.2 - Origin

This organization is established under provisions of the bylaws of the Mountainland Association of Governments (MAG), a voluntary association established and authorized under provision of the Interlocal Cooperation Act, Title 11, Chapter 13, Utah Code Annotated, (1953) as amended.

Section 1.3 - Purposes and General Responsibilities

- a) To complete the activities necessary to maintain a comprehensive, cooperative, and continuing multi-agency transportation planning program, including the development of the Regional Transportation Plan (RTP), Transportation Improvement Program (TIP), and Unified Planning Work Program (UPWP).
- b) To promote public participation in the transportation decision-making process through public outreach held pursuant to state and federal guidelines.
- c) To exercise leadership and initiative in planning and assisting in the development of an efficient, cost-effective, integrated transportation system in the Utah County urban area.
- d) To provide transportation air quality analysis for the Regional Transportation Plan and prepare conformity determination reports in keeping with the provisions of the Clean Air Act, 40 CFR 93, the Conformity Rule, and the State Implementation Plan (SIP).

Section 4 - Service Area

The service area encompasses all municipalities in Utah County and the contiguous unincorporated areas between municipalities. Transportation air quality analyses will include all of the Utah County area for regionally significant projects.

Article II | Mountainland MPO Board

Section 2.1 - Establishment

There is established within the Mountainland MPO the Mountainland MPO Board.

Section 2.2 - Responsibilities

The MPO Board is responsible for all action agreements and functions to be carried out by the MPO. These responsibilities include:

- a) Serve in a policy review capacity to ensure that all federal and state assisted projects are consistent with integrated regional transportation plans and program.
- b) Review and approve policies and actions related to air quality. Comment on and/or approve State Implementation Plan development.
- c) Give final approval for the UPWP, RTP, TIP, and Conformity Determination Reports.
- d) Review and approve new MPO funded projects or major scope changes to the TIP, RTP, or UPWP.
 1. New projects or major scope changes to the TIP funded by the Utah Department of Transportation (UDOT) or the Utah Transit Authority (UTA) are approved administratively by the MPO TIP Program Manager and presented to the MPO Technical Advisory Committee and MPO Board for information.
- e) Accept contributions and grants in aid.
- f) Contract with the Federal Government for planning assistance and other transportation related planning projects, products, and services.
- g) Contract with other state and local entities and consultants for the provision and receipt of planning or associated products or services.
- h) Approve related third-party contracts, work scopes and the planning process.
- i) Give final approval for all official MPO documents.

Section 2.3 - Membership and Representation

- a) Each unit of local government shall be represented by its mayor or commissioners.
- b) The Utah Transportation Commission, Utah Transit Authority Board of Trustees, and the Utah Air Quality Board are invited to each designate one person from among its appointed board members to serve as a voting member of the MPO Board.
- c) Ex-officio non-voting members to the committee represent the following organizations: Federal Highway Administration (FHWA), the Federal Transit Administration (FTA). Additional ex-officio members may be added from time to time with the approval of the voting membership. Ex-officio members may fully participate in each meeting's discussion.
- d) Alternates: An alternate member of the MPO Board, during the absence of the member for whom that individual is an alternate, shall act in the place and stead of such member and perform such other duties as assigned. An MPO Board member may select the following as an alternate:

1. For local governments; an elected official or senior staff.
2. For agencies; a commission or board member or senior staff.

The MPO Board member shall send notice, preferably electronically, to the MPO Board Chair and MPO staff notifying them of the member's inability to attend the meeting.

- e) Any member who for any reason shall no longer be in the service of the voting entity shall have his/her position vacated automatically, and another member shall be appointed by the appropriate voting entity.

Section 2.4 - Officers

- a) The MPO Board, in consultation with MPO staff, shall nominate from its membership for the positions of chair and vice chair. Both chair and vice chair shall be elected officials from jurisdictions within the MPO. Ratification of nomination shall require a simple majority vote. The position of chair and vice chair shall be for one-year terms. Successive terms are not limited. Individuals may request to be replaced at any time.
- b) If the chair should relinquish his or her elected position early, they shall be replaced by the vice chair and a new vice chair will be elected.
- c) In the absence of the chair the vice chair shall have the powers of chair. If both are absent the quorum may elect a temporary chair.
- d) The chair and vice chair will serve without compensation and shall serve while they are in their current term of public office.
- e) The chair and vice chair shall be able to vote on all matters before the committee. They shall sign on behalf of the MPO all documents requiring MPO Board signatures and shall perform all other duties required of the chair or vice chair.

Section 2.5 - Voting and Meetings

- a) MPO Board meetings can be held in person and/or virtually.
- b) Each represented jurisdiction/agency and each Utah County Commissioner shall have one vote. Ex-officio members do not vote.
- c) The number of voting members will be established during the Call to Order to determine the presence of a quorum. Duly appointed alternates and proxies shall be counted as quorum members.
- d) A quorum for the MPO Board consists of twelve (12) voting members. Members attending through electronic means shall be included in the quorum count and have all privileges and responsibilities normally accruing. Meetings may be conducted without a quorum present.
- e) If a quorum is not present, the chair may seek consensus from those voting members present to contact absent quorum members during the meeting. Voting members will be contacted until a quorum is reached. If a quorum cannot be assembled, no binding actions may be taken.

- f) A simple majority of the voting quorum present at the meeting will constitute passage. A tie vote is a failure to pass.
- g) Each member may cast a vote on behalf of only one entity to the MPO Board. If a member is in a position to act for more than one body, he or she must declare which one they are acting for. The member may still represent both entities in terms of the discussion. An alternate or alternates may be appointed to represent the other entity if desired by the member.
- h) Conflict of Interest: A potential conflict of interest may arise if, on any matter before the MPO Board, a voting member, or a member of his or her immediate family has material economic involvement regarding the matter being discussed. When such a situation presents itself, the member must declare the potential conflict. If such conflict appears to exist and the member has not made it known, the chair shall make inquiry.
- i) The MPO Board shall follow the Open Meetings Laws of the state of Utah.
- j) Parliamentary procedure at all meetings shall be governed by Robert's Rules of Order, except as otherwise modified herein or unless the rules are suspended by a majority of the voting quorum.
- k) The MPO Board will meet bi-monthly unless the chair cancels the meeting, and the regular attendees are notified. The chair may call for a non-scheduled meeting, adhering to state meeting notification laws.
- l) All MPO Board meetings will be open to the public and agenda will be posted on the Mountainland.org website and Utah Public Notice Website. Each jurisdiction will be responsible for public input at the project level and will participate on a regional level with MPO staff to meet Unified Planning Work Program objectives.

Section 2.6 - Subcommittees and Advisory Committees

- a) The chair may set up standing sub-committees, ad-hoc committees, and public advisory committees for the MPO Board as deemed necessary. Such shall report progress, findings, and make recommendations to the MPO Board and shall receive staff support from the MPO.
- b) All subcommittee and advisory committee meetings shall be open to the public.

Article III | Mountainland Technical Advisory Committee

Section 3.1 - Establishment

There is established within the Mountainland Metropolitan Planning Organization the MPO Technical Advisory Committee (MPO TAC).

Section 3.2 - Responsibilities

The MPO TAC has the primary responsibility to conduct technical reviews and analyses regarding all work activities of the Unified Planning Work Program, any related issues as specified by the MPO Board, and to so advise the MPO Board on appropriate actions to be taken. The MPO TAC works closely with the MPO staff providing support and advice for development of plans, projects, programs, and documents. Responsibilities include:

- a) Reviews and recommends policies and actions related to air quality.
- b) Reviews and recommends final approval for the Unified Planning Work Program, Regional Transportation Plan, Transportation Improvement Program, and Conformity Determination Reports.
- c) Reviews and recommends new MPO funded projects/major scope changes to the Transportation Improvement Program, Regional Transportation Plan, or Unified Planning Work Program.

Section 3.3 - Membership

- a) MPO TAC is composed of planning and engineering staff representatives from each of the MPO member entities. In addition, the Utah Department of Transportation, Utah Transit Authority, and Utah Division of Air Quality are also represented. Additional organizations, citizens or agencies may be added with approval of the MPO Board.
- b) Consulting Firms: Consultants to MPO member jurisdictions may be appointed as their representative to the MPO TAC, subject to the following:
 - 1 A written letter of designation from the jurisdiction must be submitted to the MPO TAC chair before the consultant may vote.
 - 2 If a third-party contract with the MPO is to be discussed during regular MPO TAC meetings or any subcommittee meetings, any consultant that anticipates bidding on the contract must leave the meeting during the discussion and vote. Failure to do so will result in forfeiture of eligibility to bid on the contract.

Section 3.4 - Officers

- a) The members of the MPO TAC shall nominate and elect a chair and a vice chair. Each shall serve without compensation, for a period of 2 years.

- b) In the absence of the chair or upon their inability to act or serve, the vice chair shall assume the duties of the chair. If the chair and vice chair are absent, then a temporary chair may be selected by the quorum.
- c) Elected officers of the MPO TAC shall serve on a rotation basis, whereby when the chair's position is vacated; the vice chair assumes the position of chair. The MPO TAC shall then elect another member to serve as vice chair.
- d) If the chair no longer represents a member jurisdiction, they shall be replaced by the vice chair and a new vice chair will be elected.
- e) The chair and vice chair shall be able to vote on all matters before the committee.
- f) They shall sign on behalf of the MPO TAC all documents requiring signatures and shall perform all other duties required of the chair or vice chair.
- g) Any officer may request to be replaced at any time.

Section 3.5 - Voting and Meetings

- a) MPO TAC meetings can be held in person and/or virtually.
- b) Each member jurisdiction and agency shall have one vote, regardless of the number of representatives attending. Each entity shall decide how to cast its vote.
- c) Ex-officio members shall not have a vote nor make motions.
- d) Ex-officio members include MPO staff, representatives of public agencies not included in the regular membership, and members of public advisory committees to the MPO TAC.
- e) The number of voting members will be established during the Call to Order to determine the presence of a quorum.
- f) A quorum of the MPO TAC shall consist of seven (7) entities represented by voting members.
- g) If a quorum is not present, the chair may seek consensus from those voting members present to contact absent quorum members during the meeting. Voting members will be contacted until a quorum is reached. If a quorum cannot be assembled, no binding actions may be taken.
- h) A simple majority of the voting quorum present at the meeting will constitute passage. A tie vote is a failure to pass.
- i) The chair or vice chair of the MPO TAC shall attend the MPO Board meetings as an ex-officio member presenting views and formal motions of the technical committee.
- j) The MPO TAC shall follow the federal and state guidelines for public involvement and open meetings.
- k) Robert's Rules of order shall govern the parliamentary proceedings for meetings unless they are suspended by a majority of the voting quorum.
- l) The MPO TAC shall meet regularly, bi-monthly, unless canceled by the chair and notification is given to all regular attendees. The chair may call for a non-scheduled meeting, adhering to state meeting notification laws.

- m) Members will be notified of all meetings electronically generally one week prior to meeting.
- n) All MPO TAC meetings will be open to the public and agendas posted generally one week prior to the meeting on the Mountainland.org website and Utah Public Notice Website. Each jurisdiction will be responsible for public input at the project level and will participate on a regional level with MPO staff to meet Unified Planning Work Program objectives.

Section 3.6 - Subcommittees and Advisory Committees

- a) The chair may set up standing sub-committees, ad-hoc committees, and public advisory committees for the MPO TAC as deemed necessary. Such shall report progress, findings, and make recommendations to the MPO TAC, and shall receive staff support from the MPO.
- b) All subcommittee and advisory committee meetings shall be open to the public.

Article IV | Mountainland MPO Staff

Section 4.1 - Relationship to MAG

The MAG Executive Council is the final policy body regarding the MPO staff. It approves all administrative documents and policies relating to the operation of the MPO, staffing and staff assignments.

Section 4.2 - Responsibilities

The MPO staff provides support to the MPO Board and MPO TAC as needed, and is responsible for development of the following essential products:

- a) Unified Planning Work Program and Budget
- b) The Regional Transportation Plan
- c) The Transportation Improvement Program
- d) Conformity Determination Reports
- e) Title VI Civil Rights Review
- f) Third party contracts and work scopes as applicable
- g) Other projects deemed essential may be authorized by the MPO Board and specified in the Unified Planning Work Program.

Section 4.3 - Finances

- a) Fiscal Year: The MPO fiscal year shall commence on July 1 of each year.
- b) Funding: MAG receives and distributes funds for and on behalf of the MPO. While the MAG Executive Council approves the staffing plan and budget of the MPO, the MPO Board has final approval of the Unified Planning Work Program.
- c) Audit: The annual audit of the financial affairs of the MAG includes the Mountainland MPO. The audit is made by a certified public accountant selected by the voting members of the association at the end of each fiscal year. The audit report is made available to all association members.

Article V | Adoption and Amendment of These Bylaws

Section 5.1 - Majority Vote for Adoption

These bylaws may be adopted by a majority of the voting quorum of the MPO Board at a scheduled meeting.

Section 5.2 - Majority Vote for Amendment

These bylaws may be amended by a majority of the voting quorum of the MPO Board at a scheduled meeting.

Chair, Mountainland MPO Board

Date