

Bylaws

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Approved by the
Metropolitan Transportation Planning Organization
For the Gainesville Urbanized Area

Chair

August 19, 2025

I. Name

- a. The name of this organization shall be the Metropolitan Transportation Planning Organization (MTPO) for the Gainesville Urbanized Area.
- b. The governance area for the MTPO consists of the Gainesville Urbanized Area as determined by the most recent census, Alachua County, and Cities of Alachua, Archer, Hawthorne, High Springs, Newberry, and Waldo along with the Towns of La Crosse and Micanopy.

II. Purpose

- a. The MTPO in cooperation with the State of Florida and in cooperation with the publicly owned operators of mass transportation services shall be responsible for carrying out the metropolitan transportation planning process in the Gainesville Urbanized Area as prescribed by the state and federal laws and regulations. The MTPO shall be the forum for cooperative decision making by officials of affected government entities in the development of required plans and programs.
- b. The powers, duties, and responsibilities of the MTPO are specified in §339.175, F.S. and in an interlocal agreement authorized under §163.01, F.S. The MTPO shall perform all acts required by federal or state laws or rules, now and subsequently applicable, which are necessary to qualify for federal and state aid.
- c. The functions of the MTPO shall include, but not be limited to, the following:
 - i. To assure the eligibility of the Gainesville Urbanized Area to receive federal capital and operating assistance pursuant to 23 USC §134 and 49 USC § 5303, 5304, 5305, 5307, 5309, 5310, 5314, 5326, 5337, 5339, and 5340. The Interlocal Agreement for the Establishment of the Metropolitan Transportation Planning Organization, recorded on August 27, 2025, in Official Records instrument 3643407, Book 5230, Page 1845, Public Records of Alachua County, all as amended from time to time (the "Interlocal Agreement");
 - ii. To promote the coordination of transportation planning and programming process, in cooperation with the Florida Department of Transportation (FDOT), in accordance with Sections 334.30(10) (public-private facilities), 339.155 (3) and (4) transportation planning), 339.175 (Metropolitan Planning Organizations), 163.3161 – 1633211 (Comprehensive Planning Act), and Section 163.01 (the Florida Interlocal Cooperation Act of 1969), Florida Statutes;

- iii. To adopt Transportation Work Programs, including but not limited to the Long-Range Transportation Plan (LRTP), the Transportation Improvement Plan (TIP), the Unified Planning work Program (UPWP), incorporating performance goals, measures, and targets into the process of identifying and selecting needed transportation improvements and projects, and a congestion management process for the MTPO Area and coordinated development of all other transportation management systems as required by state or federal law. 23 CFR §450.306(d) and 23 CFR §§450.324, 450.326; and the Interlocal Agreement;
- iv. To assist in the development of transportation systems embracing various modes of transportation in a manner that will maximize the mobility of people and goods within and through the MTPO Area and minimize, to the maximum extent feasible, transportation-related fuel consumption and air pollution;
- v. To carry out the metropolitan planning process, in cooperation with the FDOT, as required by federal, state, and local laws;
- vi. Establish and maintain a Technical Advisory Committee (TAC) to the MTPO, guide and assist the TAC in its activities and ensure local technical review and coordination with state and local plans in the transportation planning process;
- vii. Establish and maintain a Citizens Advisory Committee (CAC) to the MTPO, guide and assist the CAC in its activities and public involvement programs and ensure meaningful citizen participation in the transportation planning process;
- viii. Ensure local review of bicycle and pedestrian projects to improve safety and encourage these modes by establishing and maintaining a Bicycle/Pedestrian Advisory Board to the MTPO;
- ix. To develop transportation plans and programs, in cooperation with the FDOT, that will function as a multi-modal transportation system for Alachua County and the Gainesville Urbanized Area;
- x. To implement and ensure a continuing, cooperative, and comprehensive transportation planning process that results in coordinated plans and programs consistent with the comprehensive planned development of the Gainesville Urbanized Area in cooperation with the FDOT; and
- xi. Perform other duties designated by federal and state laws or rules and regulations.

III. Membership

- a. Voting Members: Pursuant to the Apportionment Plan approved by the Florida Governor, the MTPO Board of Directors (Board) shall consist of the following voting members:
 - i. The five (5) members of the Alachua County Board of County Commissioners;
 - ii. The seven (7) members of the Gainesville City Commission;
 - iii. One (1) representative of the Gainesville-Alachua County Regional Airport Authority;
 - iv. One (1) School Board Member of Alachua County; and
 - v. One (1) One Rural Elected Official Representative from the rural municipalities of Alachua County (hereafter referred to rural municipal representative). For the initial term, an elected official representative from the City of Waldo, Florida, appointed by the City of Waldo's governing board, will serve as a voting member. Subsequently, the rural municipal membership will automatically pass to the next rural municipality in alphabetical order, beginning with the City of Alachua.

- b. Nonvoting Advisors: In addition to the voting members, the MTPO Board shall consist of one representative from the Florida Department of Transportation District 2 Secretary or his/her designee and one representative from the President of University of Florida or his/her designee.

- c. Terms:
 - i. The membership of elected officials representing the City of Gainesville and Alachua County as voting members of the MPO shall coincide with their respective elected terms. The term of office for representatives of the Gainesville-Alachua County Regional Airport Authority Governing Board and School Board shall be two years and these representatives may be appointed for one or more additional one-year terms. The School Board of Alachua County or Gainesville-Alachua County Regional Airport Authority Governing Board may remove and replace its representatives by majority vote. Vacancies shall be filled by the original appointing entity.
 - ii. The initial term of office for the rural municipal representative from the City of Waldo shall be two years. Thereafter, the rural municipal membership shall automatically rotate between the municipalities on an alphabetical basis, beginning with Alachua, then proceeding with Archer, Hawthorne, High Springs, La Crosse, Micanopy, Newberry and Waldo (collectively including the City of Alachua, the "Municipalities") for two-year terms. The term of each rural municipal representative shall begin immediately upon the expiration of the prior representative's term. If a rural municipality fails to appoint a representative to the MTPO within 30 calendar days of the term beginning, the MTPO shall notify the

rural municipality by certified mail of the need to appoint a qualified representative. If the rural municipality does not appoint a representative within 30 calendar days from receipt of such letter, then the term will automatically rotate to the next rural municipality.

- iii. All terms will commence on July 1 of the year of appointment and representatives appointed to fill an unexpired term shall be allowed to fulfill the remaining term before commencing with their two-year term. The term of any representative automatically terminates upon the representative leaving the elected or appointed office for any reason.

d. Member Participation: regular participation by Board members is critical to the effectiveness of the MTPO. As such:

- i. the MTPO Board will maintain a member attendance log that will be included in the regular Board meeting packet;
- ii. if either the rural representative or School Board representative is absent for more than 50% of the meetings in a year or three consecutive meetings, a majority of the MTPO Board may remove that representative and request a replacement; and
- iii. if the representative of the Gainesville-Alachua County Regional Airport Authority is absent for more than 50% of the meetings in a year or misses three consecutive meetings, a majority of the MTPO Board can request a replacement representative.

IV. Regular and Special Meetings

- a. Regular meetings of the MTPO Board shall be held in accordance with an annual regular meeting schedule as adopted and amended by the MTPO.
- b. Special meetings of the MTPO Board shall be called by the Chair or by the initiative of four (4) or more voting members of the MTPO petitioning the Chair.
- c. Notice of regular and special meetings and agendas shall be sent to members at least seven (7) calendar days prior to MTPO meetings.
- d. Regular meetings and special meetings shall be publicly noticed at least seven (7) calendar days prior to such meeting. The notice shall provide the date, time and place, a brief description of the purpose of the meeting and the address (including virtual meeting information) where interested persons may obtain a copy of the agenda.
- e. All MTPO meetings shall be open to the public and news media.

- f. Meetings shall be held in locations that are Americans with Disabilities Act (ADA) compliant.
- g. There must be majority representation to constitute a quorum for the transaction of business. A quorum is defined as 51 percent of the sitting voting members with at least one (1) member from both the Alachua County Board of County Commissioners and the Gainesville City Commission. A quorum must be present for any matters to be voted on at any duly convened meeting.
- h. Voting and non-voting members are allowed to attend virtually using the meeting information provided in the announcement. Voting members attending virtually are authorized to vote on agenda items. However, virtual attendance by a voting member does not count towards meeting the definition of quorum.

V. Officers and Elections

- a. The MTPO Board shall hold an organizational meeting each year for the purpose of electing the following officers:
 - i. Chair;
 - ii. Vice-Chair;
 - iii. Representative to the Florida Metropolitan Planning Organization Advisory Council; and
 - iv. Alternative representative to the Florida Metropolitan Planning Organization Council.

The Chair and Vice-Chair shall be members of different member governments.

- b. Officers shall be elected by a majority of the votes of members present at the organizational meeting, scheduled for the last MTPO meeting of the calendar year. If this meeting is cancelled, then the organizational meeting shall occur at the next regularly scheduled meeting. The Chair and Vice Chair shall serve a term of one year from January 1 to December 31. The representative and alternate to the Florida Metropolitan Planning Organization Advisory Council shall serve a term of three calendar years.
- c. The Chair shall preside over all meetings and shall sign official documents of the MTPO. In the event of the Chair's absence, or at the Chair's direction, the Vice Chair shall assume the powers and duties of the Chair. In the absence of both a Chair and Vice Chair at a regular or special Board meeting, a temporary Chair shall be elected by majority vote at said meeting to serve as Chair of the meeting, for this meeting alone. The Chair shall:

- i. Sign, on behalf of the MTPO resolutions, contracts, deeds, certifications, vouchers and all other instruments whether relating to real or personal property or otherwise;
 - ii. Approve or revise the final agenda presented by the Executive Director;
 - iii. Accept agenda items from other MTPO members with advice of the Executive Director;
 - iv. Draft the annual performance evaluation of the Executive Director, distribute it to MTPO membership for comments, and develop the final evaluation for the MTPO approval;
 - v. Have authority to approve certain personnel actions, such as salary adjustments, disciplinary actions, and final approval of staff evaluations completed by the Executive Director; and
 - vi. Perform other duties as, from time to time, may be assigned by the MTPO.
- d. If the Chair is unable to serve the remainder of the Chair's term, the Vice Chair shall automatically become the Chair and the MTPO Board of Directors shall elect a new vice-chair. In the event of the permanent inability of the Chair or Vice Chair of the MTPO Board of Directors to serve, a new officer(s) will be elected from the membership at the next meeting.

VI. Executive Director

- a. The Executive Director shall report directly to the MTPO Board for all matters regarding the administration and operation of the MPTO. The Executive Director and staff shall be county employees, however, the MTPO shall be an independent agency. Compensation for the Executive Director shall be established by the MTPO Board. The Alachua County Administrator, with the assistance of the County Human Resources Department, shall be responsible for managing the hiring process of the Executive Director, however the MTPO Board shall be responsible for the hiring and annual evaluation of the MTPO Executive Director. The MTPO Board shall have the exclusive authority to suspend, discharge or remove the MTPO Executive Director.
- b. The Executive Director shall assist the MTPO Board Chair in preparation and dissemination of agendas, notices, correspondence and reports. The Executive Director or his/her designee will serve as the MTPO clerk and be responsible for preparing meeting minutes and maintaining agency records.
- c. The Executive Director shall be authorized to take such actions, such as, but not limited to, signing all federal and state invoices for reimbursement of transportation planning expenses, as may be required consistent with applicable statutes, ordinances and MTPO Board approved agreements to enable the MTPO to achieve its purposes, including in emergency situations.

- d. The Executive Director shall be authorized to sign any new agreements, invoices or task orders containing obligations that are less than \$50,000 but shall place such signed agreements, invoices or task orders on the MPO Board agenda as a noted item.
- e. In the absence of the Executive Director, the County Manager or the County Manager's designee, shall be authorized to perform any duties of the Executive Director including, without limitation, those duties authorized by Section VI and VII.
- f. Annually present an audit report.

VII. Emergency Situations

- a. In cases of emergencies, the Executive Director is authorized to make decisions on staffing, procurement, and continuity of operations, as needed and in documented consultation with the County Administrator and with a written notice to the MTPO Chair (or next successor) when conditions warrant.
- b. In the event of a federal, state, or locally declared emergency which prevents the MTPO Board from convening:
 - i. The Executive Director is authorized to approve amendments to the Transportation Improvement Program (TIP) if said amendments either add a project already in the Long-Range Transportation Plan to the TIP, or add projects or phases of a project with a construction budget of five million dollars or less; and
 - ii. The Executive Director shall execute amendments, supplements, and administrative documents, contracts, Unified Planning Work Programs and other time sensitive agreements as needed to meet mandatory deadlines, to implement action taken by the MPO Board, or to reflect available funding or for de-obligation purposes.
- c. Authorizations and actions in accordance with state and federal laws bestowed upon the Executive Director shall not affect the allocation of funds to or by the MTPO or approved project priorities and shall be subject to ratification by the MTPO Board.

VIII. Meeting and Workshop Agendas

- a. At least five (5) to seven (7) days prior to a meeting or workshop, the MTPO shall have prepared, and shall make available, an agenda for distribution on the request of any interested person.

- b. The agenda shall list the items in the order they are to be considered. If directed by the Chair, items on the agenda may be considered out of their stated order.
- c. The agenda shall be specific as to items to be considered. All matters involving the exercise of MTPO discretion and policy making shall be listed and summarized on the agenda. Additions to agenda items shall be for considering solely ministerial or internal-administrative matters which do not affect the interests of the public generally, unless the public has been provided with an opportunity to be heard on such matters in accordance with Section 286.0114, Florida Statutes, or the matter is otherwise exempt from the requirements of Section 286.0114, Florida Statutes.
- d. The MTPO shall provide that the meeting or workshop shall be open to the public unless specifically provided otherwise by law and in accordance with MTPO Public Participation Plan.

IX. Committees

- a. The following committees have been created by the MTPO Board of Directors, are ratified herein and shall serve as standing committees.:
 - i. The Technical Advisory Committee (TAC), which shall function as provided in Section 339.175(6)(d) and (8)(b), Florida Statutes, and as otherwise directed by the MTPO Board. The TAC serves at the pleasure of the MTPO Board.
 - 1. The TAC serves in an advisory capacity to the MTPO on matters related to coordinating transportation planning and programming including, but not limited to, review of MTPO related transportation studies, reports, plans and programs. The TAC shall assist the MTPO by providing technical resources and recommendations as requested.
 - 2. The membership of the TAC must include, whenever possible, planners; engineers; representatives. At minimum this includes representative(s) of the Gainesville-Alachua County Regional Airport Authority; Gainesville Regional Transit System; the University of Florida; and School Board of Alachua County; and other appropriate representatives of affected local governments.
 - 3. In addition, the TAC shall coordinate its actions with local school boards and other local programs and organizations within the metropolitan area which participate in school safety activities, such as locally established community traffic safety teams. Local school boards must provide the MTPO with information concerning future school sites and in the coordination of transportation service.

4. The TAC may have additional advisory (non-voting) members as the MTPO Board deems advisable.
 5. Each member of the TAC is expected to demonstrate interest in the TAC's activities through attendance at the regularly scheduled meetings except for reasons of an unavoidable nature. A majority of the TAC may recommend the removal of any member who fails to attend, or arrange for an alternate to attend, three or more meetings in a one-year period. Such recommendations shall be forwarded to the appointing agency or governmental unit through the MTPO Executive Director.
- ii. The Citizens Advisory Committee (CAC) shall function as provided in Section 339.175(6)(e)1 and (8)(b), Florida Statutes, and as otherwise directed by the MTPO Board. The CAC membership is subject to appointment by the MTPO Board and serves at the pleasure of the MTPO Board. The membership on the CAC must reflect a broad cross-section of local residents with an interest in the development of an efficient, safe, and cost-effective multimodal transportation system. Minorities, the elderly, and the handicapped must be adequately represented as well as representatives and users of various transportation modes.
1. The community at large shall be represented in the transportation planning process by the CAC. The CAC serves in an advisory capacity to the MTPO for the purpose of assisting in the formulation of the MTPO's goals and objectives, seeking reaction to planning proposals and providing comment with respect to the concerns of various segments of the population regarding their transportation needs.
 2. Notwithstanding the above provisions, the MTPO may, with the approval of the department and the applicable federal governmental agency, adopt an alternative program or mechanism to ensure citizen involvement in the transportation planning process.
- iii. By Resolution No. 95-3, the MTPO created a Bicycle/Pedestrian Advisory Board, to which the MTPO appoints four (4) members, for the purpose of studying and making recommendations to the MTPO, City of Gainesville, and Alachua County solely related to the maintenance of policies, programs and facilities for the safe and efficient integration of bicyclists and pedestrians into the metropolitan transportation system.
- b. Other standing or ad-hoc advisory committees may be established by the MTPO as necessary to investigate and report on specific subject areas of interest to the MTPO. Standing and ad-hoc committees meetings shall have the same meeting requirements as MTPO meetings.

X. Amendments

- a. These bylaws may be amended at any non-emergency meeting providing notice of the meeting has been given in accordance with Section IV, the consideration of a bylaws amendment has been included on the agenda made available in accordance with Section IV, and the text of the proposed amendment(s) has been provided with the agenda to each MTPO Board member and made available to the public.
- b. The affirmative vote of two-thirds of the voting membership of the MTPO Board shall be required to amend these bylaws.