

# Mid-State Regional Coordinating Council for Community Transportation Bylaws

## **Article I: Name**

The name of the Council shall be the Mid-State Regional Coordinating Council for Community Transportation (hereinafter called the Council or RCC). These bylaws shall provide the procedures for conduct of business of the Council.

## **Article II: Purpose**

The region served includes the following towns:

Belknap County – Alton, Barnstead, Belmont, Center Harbor, Gilford, Gilmanton, Laconia, Meredith, New Hampton, Sanbornton, and Tilton

Hillsborough County – Deering and Hillsborough

Merrimack County – Andover, Allenstown, Boscawen, Bow, Bradford, Canterbury, Chichester, Concord, Danbury, Dunbarton, Epsom, Franklin, Henniker, Hill, Hopkinton, Loudon, Newbury, New London, Northfield, Pembroke, Pittsfield, Salisbury, Sutton, Warner, Webster, and Wilmot.

Established by its founding members, the Council is organized:

- To help develop, implement, and provide guidance for the coordination of community transportation services and information within the region so that people can access local and regional transportation services to get to locations within the region and between regions;
- To recommend, guide, and monitor a Regional Community Transportation Coordinator, an entity that will be responsible for the provision of mobility management services/options and the coordination of community transportation services and information in the region;
- To advise the community, including governmental officials, philanthropic organizations, and business and community leaders on the need for funding of these mobility management and coordination efforts;
- To seek additional public and private funding sources to support these mobility management and coordination efforts, as well as,
- To advise the State Coordination Council for Community Transportation on existing and future policies affecting community transportation services.

## **Article III: Membership of the Council**

### **III.1 Membership Eligibility Criteria**

The Council shall be composed of organizational and citizen members as follows:

- Organizational members – Any of the following organizations are automatically a member of the Council upon formal adoption of the Council's Memorandum of Understanding by that governmental unit or organization, and formal acceptance by the Council:
  - Any public, private non-profit, or for-profit organization based in Region 3 that currently funds, arranges, or provides such transportation services for its citizens, clients, or customers;
  - Any public transportation agency or state/regional/county entity involved in the planning or provision of public/passenger transportation in Region 3;
  - Organizations representing groups of consumers and constituents that would be positively affected by such mobility and access improvements in Region 3;
  - Medical centers, hospitals and rural healthcare providers in or near Region 3;
  - Organizations representing the needs of persons with low income in Region 3;
  - Institutions providing adult and post-secondary education in Region 3; and
  - Employers in the public and private sectors in Region 3.

Each organizational member shall designate one representative and up to two alternate representatives to the Council.

- Citizen members – Citizen members must be residents of New Hampshire and take an active interest in improving mobility. There shall be at least 1 citizen member on the Council. The maximum number of citizen members on the Council shall equate to no more than 10% of the total organizational members. The term of each citizen member shall be two years. Citizen members may serve multiple terms, but must submit an application at the end of each term. Applications to be a citizen member must be submitted to the Secretary no later than the Council's regular meeting. Appointed by the Chair, the Membership Committee will review the applications and recommend the appropriate number of citizen members, to be voted upon by the council at the Council's regular meeting. Citizen members have voting rights but do not have the right to designate an alternate.

### **III.2 Rights and Responsibilities of Membership**

Each member is afforded one full vote on any decision put to a vote. Each organizational member's vote can be cast by his/her representative or alternate representative. Citizen members must be present at meetings to vote; proxy votes for citizen members will not be permitted.

To be in "good standing," a member (1) must attend at least 75% of the regular monthly meetings, and miss no more than two consecutive regular monthly meetings in a calendar year; and (2) must participate in some facet of the Council's work program. The Chair may determine if a missed meeting is excused; an excused miss shall not count as non-attendance.

## **Article IV: Officers of the Council**

### **IV.1 Officers and Terms of Office**

The Officers of the Council shall be as follows:

- Chair
- Vice Chair
- Treasurer/Secretary

The term of each officer shall be one year. Officers may serve multiple terms.

### **IV.2 Election of Officers and Operating Year**

The Council's operating year shall begin July 1.

Officers will be elected by majority vote on an annual basis at the Council's July meeting.

Nominations for officers must be given to the Secretary no later than at the Council's May meeting

### **IV.3 Responsibilities of the Officers**

The Chair, or in the event of his/her absence, the Vice Chair, shall preside at all meetings of the Council; but neither shall be deprived of his/her right to vote.

The Chair or Vice Chair shall have such other powers and perform such other duties as may from time to time be voted by the Council, including the establishment of committees and appointment of committee members as may be necessary or convenient for carrying out the business of the Council.

The Secretary/Treasurer shall be responsible for advising the Council on policy matters pertaining to financial management and the collection of annual dues (if any) and disbursement of funds for the conduct of Council business.

The Secretary/Treasurer shall be responsible for disseminating information to Council members, writing Council correspondence, keeping meeting attendance records, and taking minutes of meetings.

Collectively, the Chair, Vice Chair, and Secretary/Treasurer shall comprise the Executive Committee. The Chair, Vice Chair, and Secretary/Treasurer must be members in good standing.

#### **IV.4 Vacancies**

If an officer vacates an office for any reason (non-attendance, resignation), the Chair (or Vice Chair if the vacancy is the Chair) shall declare the vacancy at the next regularly scheduled meeting. The Chair (or Vice Chair if the vacancy is the Chair) can wait until the next nomination/election period or may accept nominations from the floor at the meeting at which the vacancy has been declared. If nominations from the floor are accepted, voting will take place at the next scheduled meeting.

#### **IV.5 Removal of Officers**

Members, by 2/3 vote of members present, may remove an officer. An officer under consideration for removal should have the opportunity to be advised and be able to speak to the concerns of the membership. Such matters and discussions should take place in an executive session. The officer under consideration for removal may be given a 30-day period to correct any deficiencies before the vote is taken.

### **Article V: Meetings of the Council**

#### **V.1 Regular Meetings**

The Council shall meet bi-monthly (once every two months) or on another date and/or at another time at the call of the Chair. The Council may vote at a prior meeting not to hold the next regular bi-monthly meeting. The Chair may also cancel a regular bi-monthly meeting.

At the regular meetings, the Council may take such actions, pass such resolutions, or conduct such other business as are on the agenda or may otherwise be properly brought before it.

#### **V.2 Special Meetings**

The Chair, or in the event of his/her absence, the Vice Chair may call a special meeting of the Council as required and shall call a special meeting at the request of one-third (1/3) of the members. Business at special meetings shall be limited to the subjects stated in the call for them.

#### **V.3 Informational Meetings**

The Chair may call an informational meeting as may be required for the presentation and dissemination of reports, analyses, or other data, and for the informal discussion thereof by the Council. No formal action by the Council shall be taken at such meetings. Resolutions may be introduced and discussed at such meetings, but formal debate and action on such resolutions may take place only at future regular or special meetings.

#### **V.4 Meeting Notice and Agenda; Open Meetings**

Not less than seven days advance notice in writing of regular or informational meetings shall be given to all members. Not less than three business days advance notice in writing of special meetings shall be given to all members. Such notices shall contain the

time, place, proposed agenda, proposed resolutions on substantive matters, and the substance of any matter proposed to be voted on.

All meetings of the Council shall be subject to the New Hampshire Open Meetings Act.

All meetings of the Executive Committee shall be posted three business days in advance, and shall be open to all Council members in good standing.

#### **V.5 Quorum**

Seven members of good standing or one-third of the membership including an officer, whichever is lower shall constitute a quorum.

#### **V.6 Structure and Conduct of Meetings**

Parliamentary discretion for the conduct of meetings shall be vested with the Chair. Council procedures shall provide an opportunity for all members to be heard on any given issue and for the efficient conduct of business.

#### **V.7 Public Participation at Meetings**

Any person is welcome to attend all regular and special meetings of the Council, excluding any legally exempt executive sessions, and be permitted to address the Council under direction from the Chair.

There shall be two separate opportunities for public comment in these meetings – the first shall be specific to agenda items, the second specific to other business. The Chair shall dictate when these opportunities shall occur in the agenda. Each public comment shall be limited to 3 minutes. This limit may be extended at the discretion of the Chair.

### **Article VI: Voting**

No vote on a substantive matter shall be taken unless the issue to be voted on has been listed in the proposed agenda, and timely notice (see Article V.4) has been given to all members. Election of Officers and Citizen Members are considered to be substantive issues. Dues payments and contractual or financial commitments of Council members are also considered substantive issues. A quorum must exist before any formal vote is taken (see Article V.5).

Each member is afforded one vote on any decision put to a vote and must be present to vote. In the absence of a voting organizational member representative, a designated alternative may cast the vote if present at the meeting. Otherwise, no proxy voting is permitted.

All decisions put to a vote, with the following exceptions, require a majority vote of all members present to pass. The exceptions which require a 2/3 vote of all members present to pass include changes or amendments to these bylaws (see Article XI) and officer removals (see Article IV.5).

## **Article VII: Committees of the Council**

On an annual basis, Council shall establish or continue standing committees as may be necessary or convenient for carrying out the business of the Council. Standing committees will be chaired by members of the Council but can include non-Council members. Standing committees may include:

- Advocacy Committee
- Consumer Liaison Committee
- Design/Operations/Projects Committee
- Executive Committee
- Finance Committee
- Land Use/Transportation Planning Committee
- Marketing/Public Information Committee
- Membership Committee
- Regulatory/Policy Committee
- Nominating Committee

Additional standing committees can be established if deemed necessary or convenient to conduct the business of the Council. These committees can be established upon the affirmative vote of the majority of the Council members present at a regular or special meeting.

The Chair, or in his/her absence, the Vice Chair, shall establish ad-hoc committees and appoint committee members as may be necessary or convenient for carrying out the business of the Council. Non-members, because of their special expertise or association with particular issues, and at the discretion of the Chair, may be appointed to ad-hoc committees.

## **Article VIII: Compensation of Officers**

The Officers of the Council shall serve without salary. Payment by the Council of reasonable expenses incurred by the Officers in the performance of their duties or reasonable compensation for special services rendered by any Council Member may be authorized by vote of the members.

## **Article IX: Discrimination**

The Council shall not, in any of its activities, policies or programs, discriminate against any person on the basis of race, age, religion, national origin, sexual orientation, gender or any other status covered in the laws of the State of New Hampshire or the United States Code.

## **Article X: Conflicts of Interest**

The Council Conflict of Interest Policy, incorporated by reference in these bylaws, shall apply to all members and guide the conduct of business.

## **Article XI: Amendments**

These bylaws may be amended by the affirmative vote of 2/3 vote of the Council present at a regular meeting thereof, if the notice of such meeting has contained a copy of the proposed amendment.

## **Article XII: Effective Date**

These bylaws will become effective upon adoption by 2/3 vote of the Council present.

Amended by vote of the Council September 9, 2014 TPaige





**Date: August 25, 2014**

**Memo: To All Current Members of the Mid-State Regional Coordination Council (RCC)**

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