

BYLAWS OF THE PIMA COUNTY TRANSPORTATION ADVISORY COMMITTEE

ARTICLE 1 - NAME AND PRINCIPAL OFFICE

The name of the organization shall be the Pima County Transportation Advisory Committee (hereinafter "PCTAC"). The principal office for the transaction of business for this Committee shall be in Pima County, Arizona.

ARTICLE II - MEMBERSHIP

1. Membership: The Board of Supervisors shall appoint a Committee of 13 members: two (2) appointed by each Supervisorial District within a city or town in the district, or they may be from the unincorporated area of the district; three (3) appointed by the County Administrator restricted to individuals with established transportation expertise, including management, finance, engineering and maintenance of transportation systems, preferably retired professionals with substantial background and expertise in transportation matters in Pima County.
2. Term: All members of the PCTAC shall serve a term of four years, which may be renewed by the Board of Supervisors.
3. The PCTAC was established on motion and order of the Board of Supervisors at its meeting on June 20, 2017, with reference to the County Administrator's Memorandum of June 20, 2017 (issued on June 7, 2017 in advance of the June 20 meeting).

ARTICLE III – OFFICERS, DUTIES AND CONDUCT OF MEETINGS

1. Officers: Chair and Vice-Chair: The members of the PCTAC shall elect, by majority of the total membership, a Chair and Vice-Chair.
2. Term of Office: The Chair and Vice Chair shall serve a term of two (2) years. A member holding office may not succeed himself or herself in that office, except as set forth in Paragraph 3 of this Article. However, after leaving office for a minimum of one (1) year, a member may again serve a two (2) year term in that office. Officer elections shall be held every two years in January.
3. Vacancy in Office: The Vice-Chair who fills the office of Chair upon a vacancy and the member elected to fill the office of Vice-Chair pursuant to Paragraph 4 (b) of this

Article, may succeed himself or herself in that office for a subsequent term, if so elected.

4. Officer's Duties:

- a. Chair: The Chair shall preside at all meetings of the PCTAC. The Chair, may from time to time, call special meetings of the PCTAC whenever he or she deems it necessary to do so. The Chair shall do and perform such other duties and have such other powers as, from time to time, may be assigned by the PCTAC. It is the responsibility of the Chair to approve the agenda for each PCTAC meeting prior to its posting.
- b. Vice Chair(s): In the event that the Chair is absent from a meeting of the PCTAC, a Vice-Chair shall preside. A Vice-Chair shall have such powers and shall perform such duties as may be assigned by the PCTAC and as may be delegated by the Chair. The Vice-Chair shall possess the power and may perform the duties of the Chair in the Chair's absence or disability. In the event that the Chair leaves office prior to the end of his or her two (2) year term, a Vice-Chair shall assume the position of Chair for the remaining portion of the term and a new Vice-Chair shall be elected by majority vote of the total membership.
- c. The staff person assigned by the Transportation Director to fulfill the responsibilities of a secretary shall: timely mail notices and agenda materials to all members of the PCTAC; post disclosure statements, meeting notices, and agendas as required by Arizona Open Meeting Law (A.R.S. § 38-431 et. seq.); keep minutes that provide a true and accurate account of all proceedings of the PCTAC; and, provide for safekeeping of all minutes and records of the PCTAC.

5. Meetings:

- a. Conduct of all Meetings: All meetings shall be conducted in accordance with Arizona Open Meeting Law (A.R.S. § 38-431 et. seq.). Where no law exists to the contrary, parliamentary procedures shall be conducted according to Roberts Rules of Order.
- b. Number of Meetings: The PCTAC shall meet at least once each month, unless a meeting is waived by a majority of the membership.

- c. Special Meetings: The Transportation Director may call a special meeting. Additionally, three (3) PCTAC members may request a special meeting upon written notice to the Chair. Such notice to the Chair shall include a statement of the purpose of and need for the meeting. Upon a receipt of such request, the Chair, in cooperation with the Transportation Director, shall set a convenient time within five (5) working days of the receipt of the request for the meeting. The notice and the agenda for the special meeting shall be delivered to each member at least 24 hours prior to the meeting. If a quorum for a special meeting cannot be obtained, the subject for that special meeting shall be placed on the agenda for the next regular meeting.
6. Quorums: Simple majority of the members of the PCTAC at any properly called meeting, regular or special, shall constitute a quorum. Vacant positions do not reduce the quorum requirement. Participation by conference telecommunications, in a manner consistent with the provisions of these bylaws may be considered sufficient to constitute a quorum. If quorum is not established within 20 minutes of the publicly noticed time, the meeting shall be cancelled.

If a quorum is lost at any time during a meeting, the remaining members may either choose to adjourn or to continue as an ad hoc committee. As an ad hoc committee, the members may hear the remaining items on the agenda, but may not take action of any kind. A report must be presented at the next meeting regarding what transpired before the ad hoc committee.
7. Attendance:
 - a. Absence: The Chair shall contact any member who has had two (2) consecutive absences to follow-up on the reasons for such an absence and the appropriate BOS member will be notified.
 - b. Proxy: Members may not attend a meeting or cast a vote by proxy.
 - c. Conference Telecommunications Attendance: Members may participate in, and act at any meeting of the PCTAC by means of conference telephone or similar communications equipment provided that all persons participating in the meeting, including the public, can hear the proceedings. Such participation

should be used only when there is no feasible means for physical presence at the meeting.

The member shall provide sufficient information, on record, to assure that his or her identity is established, that he or she can hear the proceeding, and that the public can hear the member participation via telecommunications.

Any individual member is limited to attending three (3) meetings via telephonic means in each year of that member's term.

ARTICLE IV - DUTIES AND RESPONSIBILITIES

1. PCTAC Duties:

- a. The PCTAC acts as an official advisory body to the Board of Supervisors.
- b. The PCTAC was established to make recommendations specifically related to transportation improvements, funding, operation and maintenance in the unincorporated area of Pima County and for transportation improvements, operation and maintenance within incorporated cities and towns where County funds are being spent for these purposes.
- c. The PCTAC provides recommendations for streets and highways where County funds are spent for street/highway repair or pavement preservation within cities and towns; recommendations will be joint recommendations with any city or town transportation advisory committee.
- d. Upon request of the Transportation Director, the PCTAC will provide recommendations on any roadway or highway capacity improvements that utilize any of the following funding sources: a. Regional Transportation Authority (RTA), b. Pima Association of Governments (PAG), c. Federal government, d. Highway User Revenue Funds (HURF), e. Pay-as-you-go County HURF.
- e. The PCTAC will make recommendations regarding the Department of Transportation's annual budget.
- f. The PCTAC will also provide recommendations regarding transportation policy and funding, including factual analysis of funding operation and maintenance claims or activities.

- g. The PCTAC will make recommendations regarding other transportation matters as requested by the Board of Supervisors at a public hearing.

2. Member Duties: It is the duty of each member of the PCTAC to:

- a. Be familiar with:
 - 1. Federal, state and local laws applicable to operations of the Pima County Department of Transportation.
 - 2. Community needs as they relate to Transportation programming and operations.
 - 3. Transportation standards and trends.
- b. Attend all PCTAC meetings, except for good cause.
- c. Review meeting agenda and materials prior to the meeting.
- d. Support and where appropriate, participate in the Transportation's public participation programs (i.e. public meetings, workshops, ground breaking/ribbon cutting events).
- e. Affiliate with professional organizations that will enhance the member's general knowledge of transportation issues, trends, and opportunities.
- f. At all times, conduct themselves in a civil and respectful manner during meetings and public participation programs.

ARTICLE V – COMMITTEES

Special Committees: The Chair may appoint Special Committees as deemed necessary for the completion of the special projects for the PCTAC. These committees shall be responsible to both the Chair and the PCTAC. A quorum shall be a simple majority of the number of appointed members. Arizona Open Meeting Law and these by-laws for meeting conduct apply to all meetings of the Special Committees.

ARTICLE VI – CONFLICTS OF INTEREST

- A. Member Conflicts: All members of the PCTAC shall comply with the provisions of A.R.S. §38-501, et seq. Any member of the PCTAC who has, or whose relative ("Relative" means the spouse, child, child's child, parent, grandparent, brother or sister of the whole or half blood and their spouses and the parent, brother, sister or child of a spouse as defined by A.R.S. §38-502 (9)) has, or who is employed by or associated with a firm or company which has a substantial financial interest in any decision of the PCTAC, shall make known such interest so that it is recorded in the minutes of the PCTAC. The member shall refrain from participating in any manner in such decision.

- B. Contracts and Agreements: The Pima County Department of Transportation shall not enter into any agreement with a member of the PCTAC, a relative of a member of the PCTAC, or a firm or company which employs or is associated with a member of the PCTAC, to provide equipment, materials, supplies or services to the PCTAC provided, however, such procedures shall not apply to an award or agreement after competitive bidding

ARTICLE VII – AMENDMENTS

These by-laws may be adopted, repealed or amended by a majority of the then serving PCTAC members at a regular or special meeting. Written notice of the proposed changes to the by-laws must be given to PCTAC members of the proposed changes at least five (5) days prior to the meeting. No part of these by-laws may be adopted or amended in a manner which creates a conflict with Arizona law.