

BYLAWS
PORTLAND AREA COMPREHENSIVE TRANSPORTATION SYSTEM
Amended February 2011

ARTICLE I

Name

The name of this organization shall be the PORTLAND AREA COMPREHENSIVE TRANSPORTATION SYSTEM (known as PACTS).

ARTICLE II

Mission

PACTS is a “Metropolitan Planning Organization” established pursuant to Federal statute and rules. As such, PACTS is a collaborative effort of municipal, regional, State and Federal representatives responding to the transportation related goals and objectives of the greater Portland region and its citizens. PACTS develops plans, programs and funding priorities that seek to improve the safety, mobility, productivity, environmental quality and energy conservation of our region’s transportation facilities, systems and services.

ARTICLE III

Members

Section 1. Eligibility for active membership in this metropolitan planning organization is based upon rules published on October 16, 2001, in 23 CFR Part 450, and upon a vote of the PACTS Policy Committee effective November 8, 2004. In accordance with the Federal rules, the organizational structure of PACTS is based upon agreement among the units of general-purpose local governments in the urbanized area and the Governor of the State of Maine. The Federal rules further state that the principal elected officials of general-purpose local governments shall be represented in the organization.

Section 2. Participation by an individual as a representative of a municipality, the Maine Turnpike Authority (MTA), the Greater Portland Council of Governments (GPCOG), the Southern Maine Regional Planning Commission (SMRPC), MaineDOT, and the seven public transportation organizations listed in Article IX, Section 2, shall be established by

correspondence to the Policy Committee Chairperson from the chief elected or administrative officer of that organization, except in cases for which no such officer exists. Participation by that individual shall continue until the Policy Committee Chairperson is advised in writing of a new individual representative.

Section 3. Participation by an individual who does not represent an eligible organization listed in Section 2 (except for the private transportation operators on the Transit Committee, and the federal agency representatives) may be for a three-year term, and may be for successive terms at the discretion of the Executive Committee.

The individuals, who shall serve on the Technical, Planning and Transit Committees, shall be selected from a pool developed by various means, including a public notice in the Portland Press Herald, a memorandum sent to individuals known to be interested in transportation affairs, a memorandum sent to existing PACTS committee members, and other means.

Section 4. The SMRPC and GPCOG representatives shall represent all communities within the SMRPC and GPCOG service areas that are not otherwise represented on the committees. The SMRPC and GPCOG Executive Committees shall appoint the individuals, respectively. Participation by those individuals shall continue until the Policy Committee Chairperson is advised in writing of new representative(s).

Section 5. The public transportation seats on the Policy, Technical and Planning Committees shall be filled by votes of the Transit Committee. The representatives shall serve for two years, and may serve successive terms.

Section 6. The PACTS Metropolitan Planning Area is the area on a map adopted by the Policy Committee on March 18, 2004, and referenced in a PACTS/MDOT agreement to be signed in 2004 (or updated thereafter). The Policy Committee also adopted the PACTS Study Area map on March 18, 2004. PACTS will spend federal transportation planning funds throughout the Study Area. See the Appendix A map.

ARTICLE IV

Officers

Section 1. The officers of PACTS shall consist of Chairpersons and Vice Chairpersons for the Policy Committee, the Executive Committee, the Technical Committee, the Planning Committee and the Transit Committee.

Section 2. The two officers of each Committee shall represent different organizations. Effort shall be made, but it is not required, that the Chairpersons of each committee represent different organizations.

Section 3. The officers of the Policy Committee shall be elected for one year terms or until their successors are elected. A majority vote of those present and voting shall elect. The terms shall be based upon PACTS' fiscal years, July 1 to June 30. The officers of the Policy Committee shall also serve as the officers of the Executive Committee.

Section 4. The officers of the Transit, Planning and Technical Committees shall be elected for two year terms or until their successors are elected. A majority vote of those present and voting shall elect. The terms shall be based upon PACTS' fiscal years, July 1 to June 30.

Section 5. A Nominating Committee comprised of the existing Chairperson and the two immediate past chairpersons of the Policy Committee shall recommend a slate of officers for the Policy Committee. Nominating Committees comprised of the existing Chairperson and the immediate past Chairperson of the Technical, Planning and Transit Committees shall recommend a slate of officers for their respective committees.

Section 6. Vacancies in any office shall be filled by vote of the membership of each committee.

ARTICLE V
Policy Committee

Section 1. The Policy Committee shall be the policy making body of PACTS. The Policy Committee shall have the following functions and powers:

- a. to adopt the annual budget and work program,
- b. to establish and modify its, the Executive Committee's, the Technical Committee's, the Transit Committee's and the Planning Committee's structures,
- c. to appoint, fix the salary of, and remove the Director,
- d. to create and disband additional committees as deemed necessary,
- e. to develop and endorse a transportation plan for the region,
- f. to develop and endorse a Transportation Improvement Program and revisions, and submit them to MaineDOT,
- g. to hire consultants for the purpose of performing transportation planning studies, and
- h. to perform any other duties required by the Federal and State governments, including certification of the planning process.

Section 2. The membership of the Policy Committee shall be as follows:

<u>Organization</u>	<u>Representatives</u>
Biddeford	1
Cape Elizabeth	1
Cumberland	1
Falmouth	1
FHWA*	1 (non-voting)
FTA**	1 (non-voting)
Freeport	1
Gorham	1
GPCOG	1 (non-voting)
MaineDOT	1
MTA	1
North Yarmouth	1
Old Orchard Beach	1
Planning Committee	1
Portland	4
Transit Committee	2 (1 of which is non-voting)
Saco	1
Scarborough	1
SMRPC	1 (non-voting)

South Portland	2
Technical Committee	1
Westbrook	1
Windham	1
Yarmouth	1

* FHWA is the Federal Highway Administration.

** FTA is the Federal Transit Administration.

Section 3. Each voting representative shall have one vote. Attendance by representatives of eight municipalities shall constitute a quorum. No written evidence is required for a substitute representative to vote.

Section 4. The Policy Committee shall meet bi-monthly, or as needed, to conduct PACTS business.

ARTICLE VI

Executive Committee

Section 1. The Executive Committee shall have the following functions and powers:

1. To meet with staff to organize Policy Committee meetings and to coordinate the work of the PACTS committees.
2. To offer recommendations for action to the Policy Committee.
3. To make the following TIP project changes:
 - a. To revise the scope of work of funded MPO Allocation and FTA-funded projects as long as the amendments do not increase the PACTS contribution to those projects,
 - b. To endorse project substitution proposals per the PACTS Project Substitution policy,
 - c. To revise the PACTS TIP in order to fix administrative errors,
 - d. To add, delete or change other FHWA-funded and FTA-funded projects as requested by MaineDOT
4. To perform the annual evaluation of the Executive Director and report to the Policy Committee.

5. To appoint “appointees” to the Planning, Transit and Technical Committees (per Article III, Section 3).
6. To make the following Unified Planning Work Program changes:
 - a. To adjust the budgets for the FTA-funded planning tasks based on a Transit Committee recommendation, and
 - b. To use newly available study funds to fund a ranked study proposal not funded in the biennial UPWP adopted by the Policy Committee.
7. To take on other responsibilities as requested by the Policy Committee.

Section 2. The membership of the Executive Committee shall be as follows:

1. The Chairperson of the Policy Committee,
2. The Vice Chairperson of the Policy Committee,
3. The Immediate Past Chairperson of the Policy Committee,
4. The Chairperson, or a designated member, of the Transit Committee,
5. The Chairperson, or a designated member, of the Planning Committee, and
6. The Chairperson, or a designated member, of the Technical Committee

Section 3. Attendance by four members shall constitute a quorum. Members may not send substitutes to meetings.

Section 4. Each member shall have one vote. However, the members shall strive to make decisions through consensus rather than by voting.

Section 5. The Executive Committee shall meet monthly, or as needed.

ARTICLE VII

Technical Committee

Section 1. The Technical Committee shall advise the Policy Committee on any and all matters for which the Policy Committee seeks its advice, including, but not limited to the items listed in Article V, Section 1. The Technical Committee shall focus on technical project and program review issues which relate to a broad scope of transportation issues (ranging from road and highway construction to traffic control to different modes of transportation to alternative transportation systems). The Technical Committee shall also advise the Planning Committee and the Policy Committee on questions related to strategic transportation planning issues.

Section 2. The membership of the Technical Committee shall be as follows:

<u>Organization</u>	<u>Representatives</u>
Biddeford	1
Cape Elizabeth	1
Cumberland	1
Falmouth	1
FHWA*	1 (non-voting)
FTA**	1 (non-voting)
Freeport	1
Gorham	1
GPCOG	1 (non-voting)
MaineDOT	1
MTA	1
North Yarmouth	1
Old Orchard Beach	1
Executive Com. Appointees	2
Portland	1
Public Transportation	1
Saco	1
Scarborough	1
SMRPC	1 (non-voting)
South Portland	1
Westbrook	1
Windham	1
Yarmouth	1

* FHWA is the Federal Highway Administration.

**FTA is the Federal Transit Administration.

Section 3. The members appointed by the Executive Committee shall include representatives from freight transport, marine, and air constituencies, as well as citizens concerned with alternative transportation modes, energy, air and water pollution, and other environmental protection and community quality of life issues.

Section 4. Each voting representative shall have one vote. Attendance by representatives of five municipalities shall constitute a quorum. No written evidence is required for a substitute representative to vote.

Section 5. The Technical Committee shall meet monthly, or as needed.

Section 6. The Technical Committee shall select members to serve on the Policy Committee and Executive Committee in the event that the Chairperson chooses not to serve on those Committees.

ARTICLE VIII

Planning Committee

Section 1. The Planning Committee shall advise the Policy Committee, the Technical Committee, and staff on strategic transportation planning issues. The Committee shall focus on long-range planning issues and relationships with other public planning issues, such as land use, economic development, environmental protection, resource conservation and community enhancement.

Section 2. The membership of the Planning Committee shall be as follows:

<u>Organization</u>	<u>Representatives</u>
Biddeford	1
Cape Elizabeth	1
Cumberland	1
Falmouth	1
FHWA*	1 (non-voting)
FTA**	1 (non-voting)
Freeport	1
Gorham	1
GPCOG	1 (non-voting)
MaineDOT	1
MTA	1
North Yarmouth	1
Old Orchard Beach	1
Executive Com. Appointees	2
Portland	1
Public Transportation	1
Saco	1
Scarborough	1
SMRPC	1 (non-voting)
South Portland	1
Westbrook	1
Windham	1
Yarmouth	1

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Section 3. The members appointed by the Executive Committee shall include representatives from freight transport, marine, and air constituencies, as well as citizens concerned with

alternative transportation modes, energy, air and water pollution, and other environmental protection and community quality of life issues.

Section 4. Each voting representative shall have one vote. Attendance by representatives of five municipalities shall constitute a quorum. No written evidence is required for a substitute representative to vote.

Section 5. The Planning Committee shall meet monthly, or as needed.

Section 6. The Planning Committee shall select members to serve on the Policy Committee and Executive Committee in the event that the Chairperson chooses not to serve on those Committees.

ARTICLE IX

Transit Committee

Section 1.

The Transit Committee shall:

- a. Advise the Policy Committee on strategic public passenger transit issues, in support of the principles outlined in *Destination Tomorrow*.
- b. Submit to the Policy Committee a recommendation regarding the allocation of FTA Section 5307 Urban Formula Funds.
- c. Review and score proposals for use of the PACTS Transit Set-Aside funds, and then submit those recommendations to the Policy Committee.
- d. Select representatives: two (one each from York and Cumberland Counties) to the Policy Committee, one to the Technical Committee, one to the Planning Committee and one to the Executive Committee. (The representative shall serve for two years, and may serve successive terms.)

Section 2. The membership of the Transit Committee shall be as follows:

<u>Organization</u>	<u>Representatives</u>
CBITD	1
MaineDOT	1
Maine Turnpike Authority	1
METRO	1
NNEPRA	1
Executive Com. Appointees	2
Private Trans. Operator	1 (non-voting)
RTP	1
ShuttleBus/ZOOM	1
South Portland Bus	1
YCCAC	1
Planning Committee	1

Section 3. The members appointed by the Executive Committee shall be representatives of either an organization or a member of the public concerned with public passenger transportation, and interested in promoting the goals of *Destination Tomorrow*.

Section 4. Interested private transportation operators will each serve on the Transit Committee as a non-voting member on a monthly rotation. Each operator will be responsible for contacting another representative from their agency or another private operator if they cannot attend the scheduled meeting.

Section 5. Each voting representative shall have one vote. Attendance by representatives of four of the transit providers shall constitute a quorum. No written evidence is required for a substitute representative to vote.

Section 6. The Transit Committee shall meet quarterly, or as needed.

ARTICLE X

Meeting Procedures

The Parliamentary authority shall be the current edition of Robert's Rules of Order Newly Revised for all matters not covered in the bylaws.

ARTICLE XI

Fiscal Year and Financial Resources

Section 1. The fiscal year of PACTS shall begin on the first day of July and shall end on the thirtieth day of June. The fiscal year shall constitute the budget and accounting year.

Section 2. PACTS activities are financed typically with Federal and State funds, but the activities may be financed with any sources of funds felt to be appropriate by the Policy Committee.

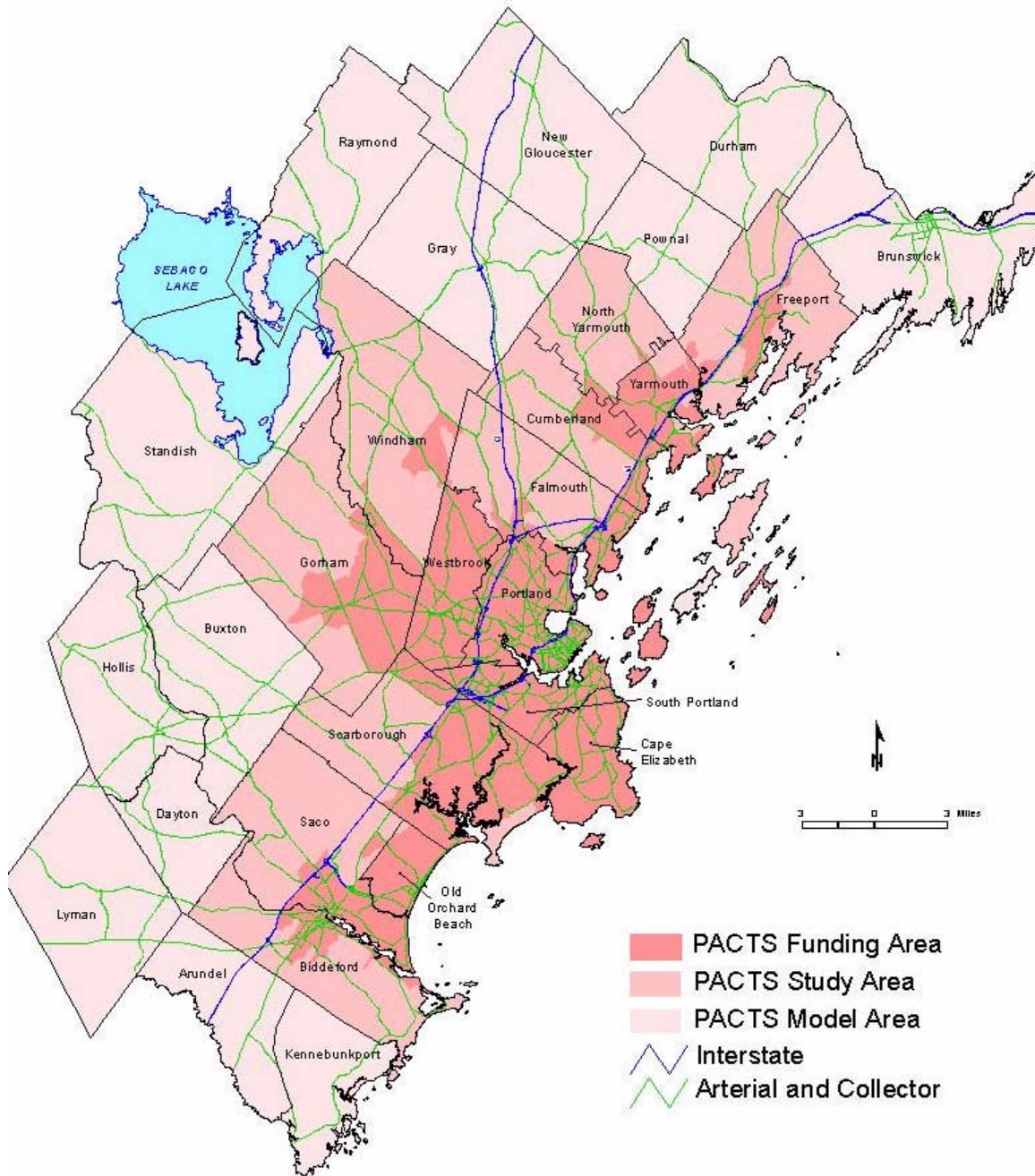
ARTICLE XII

Amendments

These bylaws may be amended by a simple majority vote of the representatives present and voting at any scheduled meeting of the Policy Committee. Members must be notified of a proposed amendment(s) prior to the meeting at which a vote is taken.

APPENDIX A
PACTS Study Area

PACTS Funding, Study and Model Areas



Produced by the Greater Portland Council of Governments, 2004.