

**Amended August 13, 2019**

**THE WEST MEMPHIS METROPOLITAN  
PLANNING ORGANIZATION**

**BYLAWS**

**Amended August 13, 2019**

**THE CITY OF WEST MEMPHIS AS THE DESIGNATED  
METROPOLITAN PLANNING ORGANIZATION (MPO)  
FOR THE WEST MEMPHIS-MARION AREA  
TRANSPORTATION STUDY (WMATS)**

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This notice is available from the ADA/504/Title VI Coordinator in large print, on audiotape or CD and in Braille. Free language assistance is available for limited English proficient (LEP) individuals.

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**(Updated names on this notice, January 2019)**

# West Memphis MPO Bylaws

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## **ORGANIZATION AND ADMINISTRATION**

### **General Organization**

The transportation planning process of the West Memphis MPO is organized into long-term and short-term activities. These include such activities as coordinating the Transportation Improvement Program (T.I.P.) and the various elements of the Unified Planning Work Program (U.P.W.P). The administration of the planning process is through the various committees and the staff personnel.

### **Policy Committee**

The Policy Committee constitutes the forum for cooperative decision making by the representatives of the principal participants of the WMATS. Final responsibility for establishing policies and procedures for conducting the transportation planning process rests with the Policy Committee in accordance with this document and related documents and with the rules and regulations of the Arkansas Department of Transportation and the Federal Highway Administration.

The Policy Committee shall meet at least annually for the purpose of supplementing and revising the Continuing Phase Plan, as necessary, and for other purposes relative to the local transportation planning process. The bylaws of the Policy Committee shall govern the Committee's actions.

The responsibilities of the Policy Committee shall include but are not limited to the following:

1. Provide guidance and set policies for the Continuing Plan.
2. Review the study area boundary and revise if necessary.
3. Review and approve/disapprove recommendations of the Technical Committee and Citizens Advisory Committee.
4. Forward to the appropriate committee for further consideration any changes in the Continuing Phase Plan found necessary by the participating agencies.
5. Approve all reports prior to public distribution.
6. Revise the approved Transportation Plan, Transportation Improvement Program, and the Continuing Phase Plan, as appropriate.
7. Make available to the participating agencies any data developed by the Metropolitan Planning Organization committees.
8. Hold meetings as required in the bylaws.

## **Technical Committee**

The Technical Committee will consist of persons with technical expertise appointed by the Chairperson of the Policy Committee in accordance with the Bylaws. The Technical Committee shall meet on a called basis.

The Technical Committee shall serve as a team to guide the technical aspects of transportation planning and shall hold the following responsibilities:

1. Review all technical aspects of the Continuing Phase Plan prior to submission to the Policy Committee.
2. Review requests from other committees, agencies, organizations and individuals for changes in the Transportation Plan and make appropriate recommendations.
3. Provide technical guidance and direction for the other committees and agencies in the collection and evaluation of data.
4. Appoint subcommittees with specific duties as necessary for the conduct of the planning process.
5. Recommend revisions to the approved Transportation Plan, Transportation Improvement Program, the Continuing Phase Plan, and others as appropriate.
6. Determine if current transportation data is in accord with previous projections and examine the significance of any discrepancies that may exist.
7. Review the study area boundary and recommend revisions if necessary.
8. Maintain data on traffic patterns and trends relative to zonal traffic forecasts.
9. Review land use changes and evaluate the effect on projected land use trends and the Area Transportation Plan or subsequent land use plans.
10. Review requests for changing the West Memphis Land Use Plan.

## **Citizens Advisory Committee**

Citizen involvement in the planning process is accomplished through a program designed to maximize citizen participation. The Citizens Advisory Committee will advise the various committees and staff on proposed transportation projects and activities.

The Citizens Advisory Committee shall be established in accordance with the Policy Committee Bylaws, shall meet on a called basis, and shall have the following responsibilities:

1. Review community values and goals related to the area's transportation system and make appropriate recommendations to the WMATS Policy and Technical Committees.

2. Review trends in the transportation industry and advise the other committees of their possible effects upon the approved transportation system and recommend solutions.
3. Identify functional problems within the existing transportation system and recommend solutions.

Other means of involving citizens in the planning process include the use of surveys, hearings, workshops, other meetings, the mass media, newsletters, and citizen committees established for special purposes.

### **Administration**

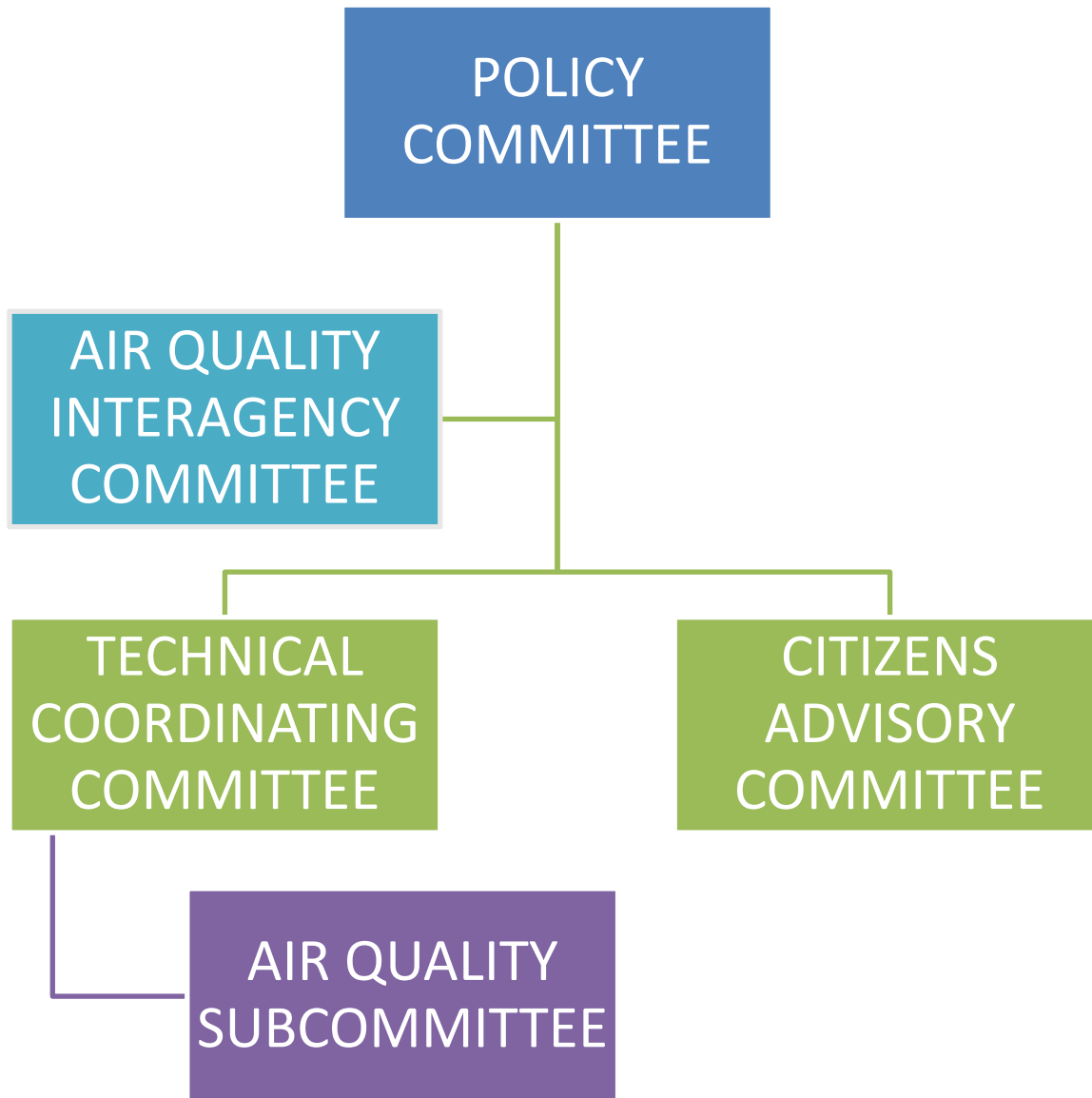
The primary administrative responsibility for the Continuing Phase Plan shall be vested in the Metropolitan Planning Organization acting under the jurisdiction of the Public Works Director and in cooperation with the Office of Planning and Development of the City of West Memphis. A qualified Study Director working under the auspices of the City of West Memphis shall have the technical and administrative responsibility for the conduct of the MPO's planning, traffic engineering, and related activities.

The MPO Study Director shall be responsible for completion of required analysis, documentation, scheduling transportation meetings and recording the proceedings thereof, disseminating data and information to participating agencies, complying with data requests from the private and public sectors, coordinating transportation planning with comprehensive urban planning and providing the media with transportation information. Each participating agency responsible for program development and project implementation must submit its respective program documentation and project schedules for consolidation by the MPO staff and subsequent review and approval/disapproval by the Policy Committee.

The Study Director shall have the following responsibilities:

1. Provide the overall supervision and administration of the conduct of the transportation-planning program including applicable requirements of the Arkansas Department of Transportation and Federal Highway Administration.
2. Prepare the annual Plan and budget outlines for conduct of the Continuing Transportation Planning Program.
3. Record and present significant findings and recommendations of the Plan.
4. Provide a public information program through presentations and distribution of appropriate study material.
5. Maintain adequate base maps.
6. Prepare an annual report with assistance from the cooperating agencies.

7. Conduct an annual public hearing on the Transportation Improvement Plan (T.I.P.).
8. Prepare necessary forms, documents, etc. for the Policy Committee.



## COMMITTEE BYLAWS

### ARTICLE I - OFFICES

The principal office of the West Memphis Area Transportation Study (WMATS) Metropolitan Planning Organization Transportation Policy Committee hereinafter referred to as the "Policy Committee" shall be located in the City of West Memphis, County of Crittenden State of Arkansas.

The official mailing address of the Policy Committee shall be WMATS Policy Committee, c/o The Mayor of West Memphis, 205 South Redding, West Memphis, AR 72301.

### ARTICLE II - MEMBERS

Section 1. **Membership.** Members shall consist of one representative each from the following:

- Chief elected official from study area governments:
  - Mayor of West Memphis,
  - Mayor of Marion,
  - Mayor of Sunset, and
  - Crittenden County Judge
- Arkansas Department of Transportation - District Engineer
- Arkansas Department of Transportation - Planning Division Head
- Marion City Planner
- Director, Office of Planning and Development of West Memphis
- Public Works Director of West Memphis
- Chairman, Public Works Committee of West Memphis
- Director, Economic Development of West Memphis
- Director, Economic Development of Marion

The WMATS Study Director will act as an ex-officio member. Membership is automatically renewed for succeeding terms.

The Crittenden County Judge will act as the elected representative of any newly incorporated area with a population of less than 500, falling either wholly within or partially within the study area, with the exception of Sunset who is an original member of the Policy Committee. The chief elected official of any newly incorporated areas having a population of more than 500 will be added to the Policy Committee. (The population for incorporated areas will be determined by the most recent decennial census data).

Section 2. **Election of Officers.** Officers shall be elected by a plurality vote of the membership.

Section 3. **Voting Rights.** Each Policy Committee member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4. **Termination of Membership.** A member shall forfeit membership on the Policy Committee at such time the member no longer holds the position set forth in Article II, Section I.



Section 5. **Resignation.** Any member may resign by filing a written resignation notice with the Secretary.

Section 6. **Transfer of Membership.** Membership in this Committee is not transferable or assignable. However, members may designate a proxy in the event attendance by the member is not possible.

### **ARTICLE III - MEETING OF POLICY COMMITTEE**

Section 1. **Annual Meeting.** Meetings shall be held on a called basis with at least one meeting per year, for the purpose of electing officers and for the transaction of such other business as may come before the committee. This annual meeting will also provide an opportunity to discuss the status of transportation planning.

Section 2. **Special Meetings.** The Chairperson, the WMATS Study Director, or not less than one-third of the members may call special meetings of the Policy Committee.

Section 3. **Place of Meetings.** The Study Director may designate any place as the location of meeting for any annual meeting or for any special meeting.

Section 4. **Notice of Meeting.** Written or printed notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, by or at the direction of the Study Director, or the officers or persons calling the meeting.

Section 5. **E-mail Voting.** In lieu of a special called meeting, the Chairperson or the WMATS Study Director may call for action on an issue, apart from a revision to these bylaws (see Article X), by calling for an e-mail vote. An e-mail vote shall be decided by a majority of the committee members.

Section 6. **Quorum.** A quorum shall consist of seven (7) voting members and/or proxies. If a quorum is not present at any meeting of members, a majority of the members present may adjourn from time to time without further notice.

Section 7. **Proxies.** At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member.

### **ARTICLE IV - OFFICERS**

Section 1. **Officers.** The officers of the Policy Committee shall be a Chairperson, a Vice-Chairperson, a Secretary/Treasurer, and such other officers as may be elected in accordance with the provisions of this Article.

Section 2. **Election and Term of Office.** The officers of the Policy Committee shall be elected annually by the Policy Committee membership. If the election of officers shall not be held at such

meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the membership. Each officer shall hold offices until his or her successor shall have been duly elected and shall have qualified.

Section 3. **Removal.** The members may remove any officer elected or appointed by the membership whenever, in their judgment, the best interests of the Policy Committee would be served thereby.

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the membership for the unexpired position of the term.

Section 5. **Chairperson.** The Chairperson shall be the principal executive officer of the Policy Committee and shall in general supervise and control all of the business and affairs of the Policy Committee. He or she shall preside at all meetings and shall perform all duties incident to the office and such other duties as may be prescribed by the Policy Committee from time to time.

Section 6. **Vice-Chairperson.** In the absence of the chairperson or in the event of his or her inability or refusal to act, the Vice-Chairperson shall perform the duties of the Chairperson, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice-Chairperson shall perform such other duties as from time to time may be assigned to him or her by the Chairperson or by the Policy Committee.

Section 7. **Secretary /Treasurer.** The Secretary/Treasurer or designee shall keep the minutes of the Policy Committee meetings and ensure all notices are duly given in accordance with the provisions of these bylaws. The Secretary/Treasurer shall also attest to the signatures of other officers, as required, and perform other duties as designated by the Policy Committee.

## ARTICLE V - COMMITTEES

Section 1. **Committees.** Other than the Policy Committee, there shall be two standing committees: the Technical Committee; and, the Citizens Advisory Committee. The Policy Committee shall determine the composition and number of members of these committees. Other committees not having and exercising the authority of the Policy Committee in the Management of the WMATS may be designated by a resolution adopted by a majority of the persons present at a membership meeting at which a quorum is present. Any member thereof may be removed by the person or persons authorized to appoint such members whenever, in their judgment, the interests of the Policy Committee shall be served by such removal.

Section 2. **Term of Office.** Each member of a committee shall continue as such until the next annual meeting of the members of the committee and until a successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 3. **Chairperson.** One member of each committee shall be appointed chairperson by the person or persons authorized to appoint the member thereof.

Section 4. **Vacancies.** Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 5. **Quorum.** Unless otherwise provided in the resolution of the Policy Committee designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 6. **Rules.** Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Policy Committee.

## **ARTICLE VI - CONTRACT, CHECKS, DEPOSITS AND FUNDS**

Section 1. **Contracts.** The policy Committee may authorize any officer or officers, agent or agents, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Policy Committee, and such authority may be general or confined to specific instances.

Section 2. **Financial Accounts.** All checks, drafts or orders for payment of money, notes, or other evidence of indebtedness issued in the name of the Policy Committee and all accounts relative to the activities of the Policy Committee shall be maintained by the Office of Planning and Development of West Memphis (OPD). It shall be the policy of the OPD to absorb the cost of the transportation planning activities and request reimbursement from the Arkansas Department of Transportation on a monthly basis. The general operating account of the OPD shall be utilized.

## **ARTICLE VII - BOOKS AND RECORDS**

The Policy Committee shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, and committees having any of the authority of the Policy Committee, and shall keep the registered or principal office a record giving the names and address of the members entitled to vote. All books and records of the Policy Committee may be inspected by any member for any purpose at any reasonable time. The books shall be submitted for an audit at the end of each fiscal year.

## **ARTICLE VIII - FISCAL YEAR**

The fiscal year of the Policy Committee shall begin on the first day of July and end on the last day of June in each year.

## **ARTICLE IX - INDEMNITY**

The Policy Committee shall indemnify any member, officer, agent or Committee person who undertakes any non-ultra vires act on the Policy Committee's behalf.

## **ARTICLE X - AMENDMENTS**

These bylaws may be amended by a two-thirds affirmative vote of the membership of the Policy Committee provided that official notice of the proposed amendment is given and included in the notice of the meeting as set forth in Article III, Section 4.

## **MEMBERSHIP FOR THE TECHNICAL AND CITIZENS' ADVISORY WMATS COMMITTEES**

### **Technical Coordinating Committee (13 members)**

One representative with technical expertise from each of the following:

- Study area planning commissions appointed by the:
  - Mayor of West Memphis,
  - Mayor of Marion,
  - Mayor of Sunset, and
  - Crittenden County Judge
- Arkansas Department of Transportation – Engineering Division
- Arkansas Department of Transportation – Planning Division
- West Memphis Area Transportation Study (WMATS)
- Office of Planning and Development of West Memphis
- Public Works Director/City Engineer, West Memphis
- Memphis Metropolitan Planning Organization
- Director, Economic Development of West Memphis
- Director, Economic Development of Marion
- Marion City Engineer

### **Citizens Advisory Committee**

Representatives from, but not limited to, the following groups:

- West Memphis Port Commission
- West Memphis Airport Commission
- City of West Memphis (public safety departments/utility commission)
- West Memphis Chamber of Commerce
- Transport Industry (taxicab/bus line/truck line representatives)
- West Memphis/Marion School Boards
- West Memphis Board of Realtors
- Homebuilders Association
- Local financial institutions (banks/savings and loan associations)
- East Arkansas Workforce
- State Representative
- Farm Bureau Co-op
- Local Industries