

TEMPO Bylaws

Amended and Adopted March 2023

1. Purpose

The Association of Texas Metropolitan Planning Organizations (TEMPO) exists to:

- 1.1 Provide a conduit for exchange of information and ideas between Metropolitan Planning Organizations (MPOs) in the State of Texas;
- 1.2 Coordinate Texas MPO's participation in the review and comment on opportunities related to state and federal metropolitan transportation planning policy development;
- 1.3 Promote professional development and continuing education for MPO Directors or persons with equivalent title and responsibility and staff;
- 1.4 Promote and develop improved metropolitan transportation planning in the State of Texas; and
- 1.5 Enhance working partnerships between Texas MPOs and their planning partners including the Texas Department of Transportation (TxDOT) and the U.S. Department of Transportation (USDOT).

2. Membership

Definitions

Associate members: Staff from TEMPO's planning partners including, but not limited to, the Texas Department of Transportation, Federal Highway Administration, and the Federal Transit Administration.

Member: The MPO Director or person with an equivalent title and responsibility regardless of Transportation Management Area (TMA) or MPO classification.

Proxy: The authority to represent and vote in the absence of someone else. Within TEMPO this means another MPO staff person may serve at the request of its MPO Director.

Transportation Contractors: Private sector practitioners who may be available to provide expert assistance on relevant topics.

Applicability: MPOs representing any area or portion of an area within Texas are members in TEMPO. Each MPO is represented by its member or proxy. An MPO represented by a proxy for a specified meeting shall submit the name and title of the person to the TEMPO Chair in written form (letter or email) not less than one week prior to the scheduled MPO meeting. The notice for proxy representation shall expire immediately following its intended purpose with no continuation to future voting privilege. This procedure applies to regularly scheduled, Executive Committee and/or subcommittee meetings.

Associate members are invited to attend and participate in TEMPO meetings, but voting is reserved for MPO members or proxies.

TEMPO may periodically rely upon the input and assistance of Texas academia or transportation contractors who would be requested to participate as “ad hoc” or “special purpose advisors”.

3. Dues

There are currently no dues assessed or collected for TEMPO membership. Dues are assessed for each MPO by the American Metropolitan Planning Organization (AMPO) and collected by TxDOT upon each annual allocation of PL-112/5303 funding. It is the responsibility of the presiding Chair’s MPO to pay the AMPO dues and collect reimbursement from TxDOT using the standard TxDOT monthly billing process.

The Executive Committee shall have the authority to create a TEMPO dues structure including membership dues assessment and collection, should the need arise. A two thirds affirmative vote by all members will enact the dues structure.

4. Executive Committee, Chair, and Vice Chair

Executive Committee: A seven (7) member Executive Committee of TEMPO members will oversee and guide the activities of TEMPO. The Executive Committee membership will include the TEMPO Chair and Vice Chair and the remaining five (5) positions will be elected from the remaining MPO representatives, with two (2) positions reserved for TMA members and three (3) positions reserved for non-TMA members. Associate members are ineligible to serve on the Executive Committee. Executive Committee Members shall hold two-year terms ending on September 30th and beginning on October 1st. For continuity, two (2) members shall be elected in even years (one TMA and one non-TMA) and three (3) members (one TMA and two non-TMAs) shall be elected in odd years.

Chair: The TEMPO membership will select an MPO Director to serve as Chair and another Director as Vice Chair. The Chair and Vice Chair shall serve three-year terms ending on September 30th and beginning on October 1st.

The Chair and Vice Chair may be elected for a second three-year term at the pleasure of the TEMPO membership. The Chair, under direction of the Executive Committee and TEMPO membership, will be responsible for:

- 4.1 Organizing regularly scheduled and an annual meeting for TEMPO;
- 4.2 Serving as Secretary and Treasurer of TEMPO;
- 4.3 Producing communications for TEMPO;
- 4.4 Representing TEMPO in matters with regard to state and federal policy;
- 4.5 Coordinating the collection and expenditure of dues and other financial resources for the business of TEMPO;
- 4.6 Serving as Chair for all TEMPO meetings; and
- 4.7 Assisting Associate Members, transportation contractors, and/or academia to analyze data as needed.
- 4.8 The Chair may delegate duties and responsibilities to the Vice Chair and/or the Executive Committee as appropriate.

The Vice Chair shall assume the responsibilities of the Chair should the Chair be unable to complete the term of office, or unable to attend a scheduled meeting. The term of office and eligibility requirements for the Vice Chair shall be identical to the Chair.

Should the Chair or Vice Chair be unable to complete his or her term of office. The Chair will place on the agenda for the next TEMPO meeting an election to fill that position.

Should an Executive Committee member be unable to complete his or her term of office. The Chair will place on the agenda for the next TEMPO meeting an election to fill that position.

Should both the Chair or Vice Chair be unable to complete their respective terms of office at the same time, then the Executive Committee will select one of its members to act as Chair and another as Vice Chair and they shall conduct an election to fill the vacant office(s) for the remainder of the term at the next regularly scheduled meeting.

5. Voting

It is requested that each MPO will have in-person representation at the TEMPO meetings or register a proxy.

MPO members who are not able to attend in person may attend virtually and may vote as if they were present however, this practice is not encouraged.

6. Meetings

TEMPO shall meet on a quarterly basis in each calendar year beginning in March. Such meetings may be cancelled due to a lack of agenda items by the Chair at least three weeks prior to the scheduled meeting. When possible, meetings should be coordinated with other events at which MPOs will be in attendance. Examples include the TxDOT Forum, TxDOT Planning Conference, training events, and AMPO (when held in Texas). The place and schedule of all meetings will be determined by the Chair with the coordination of the Executive Committee. A quorum at any meeting is representation of 51% or greater of the member MPOs present and ready to vote. A quorum may include virtual attendance and voting as described in Section 5.

As an operational policy, the regularly scheduled fall quarterly meeting will also be the called Annual Meeting. The Annual Meeting may extend over a longer period of time to accommodate featured speakers, TEMPO membership training activities, or other activities deemed appropriate by the Executive Committee.

Short Notice Meetings: A meeting may be called by the Chair or Vice Chair should the need arise where quick direction and decisions are needed for the benefit of the membership. Any meeting of this nature shall require 24-hour electronic notification to the TEMPO membership. The notification shall include an invitation to a Short Notice Meeting indicating time, place, and subject matter. Such meetings will include virtual attendance.

Executive Session: The Chair or Vice Chair may call an Executive Session during a regular TEMPO meeting to discuss matters of significance involving TEMPO leadership. Executive sessions shall be attended by the Executive Committee. Such meeting shall not be open to regular members or proxies without a specific invitation.

All regularly scheduled TEMPO meetings will be open to the public. Associate Members and transportation contractors are encouraged to attend.

Meeting Minutes: The Chair shall designate an attendee to keep a record of the meetings.

Rules of Order: All meetings shall be governed by *Robert's Rules of Order*.

As an operational policy, representatives of Texas Transportation Institute contracted by TxDOT are currently authorized to provide services to TEMPO that include but are not limited to:

- 6.1 Clerical assistance
- 6.2 Record keeping
- 6.3 GIS assistance
- 6.4 Audio planning and implementation
- 6.5 Meeting logistics
- 6.6 Other responsibilities as contracted by TxDOT
- 6.7 Website development and maintenance
- 6.8 Development of all Planning Products

7. Subcommittees

Subcommittees of TEMPO may be formed to support the overall purpose of TEMPO to exchange ideas and information. The subcommittees shall have a specific name and purpose as identified by the subcommittee membership and/or Executive Committee. At the time of formation, each subcommittee will be informed if they will be dissolved upon completion of their task or shall be identified as a long-term standing committee to provide recommendations to TEMPO membership. Examples include:

- 7.1 Freight and/or Border
- 7.2 Transportation Improvement Program.
- 7.3 Bylaws,
- 7.4 Legislative,
- 7.5 Unified Planning Work Program,
- 7.6 Transportation Performance Measures,
- 7.7 Livability,
- 7.8 Annual Meeting Planning,
- 7.9 Travel Demand Modeling, and
- 7.10 Public Participation

The number of subcommittees is not limited. However, it is expected that each subcommittee will submit and present a report to the TEMPO membership annually. Subcommittees may not always be needed for the general purpose of TEMPO and as such, may be established and removed as deemed necessary by the Subcommittee membership.

Subcommittees shall identify a Chair who will lead subcommittee activities.

8 Adoption and Amendment of Bylaws

Initially, the TEMPO bylaws must be adopted by a two-thirds vote of the TEMPO members. The TEMPO bylaws were adopted on 09/30/2004 and may be amended by a two-thirds vote of TEMPO members

present in-person or virtual in accordance with Section 5 at any regularly scheduled TEMPO meeting with two weeks' electronic notice to TEMPO members of proposed changes.

9 TEMPO Website

TEMPO shall maintain a website for sharing MPO, Federal, State, or other relevant published documents, information, meeting schedules and agendas, minutes, job openings, and other features.