

Georgia Association of MPOs (GAMPO)

A formal organization of Metropolitan Planning Organizations in the State of Georgia

I. PURPOSE

The Georgia Association of MPOs (GAMPO) provides a forum for the metropolitan planning organizations (MPOs) in the State of Georgia to exchange information and experiences, enhance the practice of metropolitan planning, provide educational opportunities, and discuss issues relative to local, state and federal policies and requirements for transportation planning. The association also provides a forum for state and federal transportation agencies to provide information and guidance on transportation planning to the MPOs in a collective manner.

II. MEMBERSHIP

A. Types

1. General Membership is provided to the professional staff of each metropolitan planning organization within the State of Georgia.
2. Affiliate Membership is provided to state and federal organizations such as the Georgia Department of Transportation (including planning and intermodal), Georgia Regional Transportation Authority, Federal Highway Administration - Georgia Division, Georgia Regional Development Centers, Federal Transit Administration - Region 4, Environmental Protection Agency - Region 4, transportation consultants, and other interested parties.

B. Voting rights

1. General Members - each MPO shall have one vote.
2. Affiliate Members of the Association shall have NO voting rights.

C. Dues and Fees - Membership dues are not charged. There may be fees charged for organizational meetings at the discretion of the organizing MPO.

D. Meetings

1. Annual meeting - There shall be an annual meeting of the membership of the association hosted by a Georgia MPO. At the annual meeting, a volunteer MPO will be solicited to host the next annual meeting. The host MPO will be responsible for establishing date, location and other arrangements. The agenda for the annual meeting will be established by the host MPO with input from interested member and affiliate member organizations.
2. Annual work session - There shall be an annual work session of the membership focused around information dissemination and discussion with affiliate members. The

work session will be held in the Atlanta area and organized by ARC and GHMPO, with input from GAMPO members.

3. **Special meetings** - A special meeting of the members shall be held upon the call of the Board of Directors. Attendance may be in person or electronically, as designated by the Board.

E. Notice - The Secretary of the Association shall notify all members of the Association of each meeting by e-mail not more than sixty (60) days nor less than ten (10) days before the date of the meeting. In the case of a special meeting, the notice shall state the purpose for which the meeting is called.

F. Quorum - The presence in person of the Association Directors representing 50% of the MPOs in the State shall constitute a quorum for the transaction of the business at any meeting of the membership. If no quorum is present, the meeting or work session may be held for informational purposes only.

III. BOARD OF DIRECTORS

A. General Powers - The property, affairs, and business of the Association shall be managed and controlled by its Board of Directors. The Board of Directors may by general resolution delegate to officers of the Association and to committees such powers as are provided for in these Bylaws.

B. Membership - The number of Directors shall be fifteen, one from each MPO, and shall include the Chairman, Vice Chairman, and Secretary. Each Director shall be the Director of the MPO or the MPO Director's designee.

C. Terms - A Director may serve terms unlimited terms, consistent with their current status with their MPO.

D. Vacancies - Any vacancy on the Board of Directors will be filled by the applicable MPO.

E. Meetings - The Chairman shall set the time and place of the regular or special meetings of the Board of Directors.

F. Quorum. - The presence in person of the Association Directors representing 50% of the MPOs in the State shall constitute a quorum for the transaction of the business at any meeting of the membership.

G. Manner of Acting

1. **Formal** - The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

2. **Informal** - Any action required by law to be taken at a meeting of Directors, or any action that may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, is approved by a majority of the Directors. The written approval may be obtained through e-mail. All such e-mails shall be entered into the minutes of the next GAMPO meeting.

IV. OFFICERS

- A. Chairman** - The Chairman shall be the chief executive officer and shall exercise general supervision over the affairs of the Association consistent with policies established by the Board of Directors. The Chairman shall preside at all meetings of the Board of Directors or the Association; shall be the principal spokesperson for the Association; shall appoint the chairpersons of, and serve ex officio on, all committees; and in general shall perform all duties incident to the office of Chairman and such other duties as may be prescribed by the Board of Directors.
- B. Vice Chairman** - In the absence of the Chairman, or in the event of the Chairman's inability or refusal to act, or in the event of the Chairman's resignation, removal, disqualification, or death, the Vice Chairman shall perform the duties of the Chairman. The Vice Chairman shall perform such other duties as may from time to time be prescribed by the Board of Directors or the Chairman.
- C. Secretary** - The Secretary shall give notice and attend all meetings of the Association; shall keep all non-financial records of the Association; and shall perform all other duties assigned by the Chairman of the Board of Directors.
- D. Coordinator** - A Coordinator for the Board shall be appointed by the Board to provide administrative support to the Association. The Coordinator shall have no vote on the Board.

V. ELECTIONS

- A. Terms of Office** - Each Officer of the Association shall be elected by the Directors to serve a two year term of office, and may not serve more than two consecutive terms in each office.
- B. Nomination Procedure** - Nominations for Officers will be solicited every two years from among the Directors.
- C. Election Procedure** - The elections shall be held prior to the Annual Meeting of the membership in a manner to be developed by the Board of Directors.

VI. COMMITTEES

- A. Authority** - The Chairman may designate such ad hoc committees as are considered to be necessary to carry out the purposes of the Association. Standing committees may be established by action of the Board of Directors.
- B. Chairs** - The Chairman shall appoint all chairpersons of committees.
- C. Manner of Acting** - Unless otherwise provided in these Bylaws of the Board of Directors 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. Each committee may adopt rules for its own governance not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

VII. PROCEDURE - The rules contained in the most recent edition of Robert's Rules of Order shall provide the rules of procedure for the Association where they are not inconsistent with the provisions of these Bylaws. .

VIII. AMENDMENTS TO BYLAWS - These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted by the affirmative vote of two-thirds of the members present in person at a Regular or Special Meeting, if at least thirty (30) days written or electronic notice, setting forth the proposed changes, is given of intention to alter, amend, or repeal, or to adopt new Bylaws at such meeting

Approved July 11, 2008, at the GAMPO Work Session in Atlanta

*Attending MPOs: Athens, Atlanta, Augusta, Chattanooga, Dalton, Gainesville,
Hinesville, Macon, Rome, Savannah, Valdosta, Warner Robins*