

# ***The Alliance for Community Transportation Bylaws***

## **Article I: Name**

The name of the ***Regional Coordination Council*** (hereinafter called the RCC) shall be ***The Alliance for Community Transportation*** (hereinafter called ACT). These bylaws shall provide the procedures for conduct of business of the ACT.

## **Article II: Purpose**

ACT's service area includes the municipalities comprising Region 10: Barrington, Brentwood, Brookfield, Dover, Durham, East Kingston, Epping, Exeter, Farmington, Fremont, Greenland, Hampton, Hampton Falls, Kensington, Kingston, Lee, Madbury, Middleton, Milton, New Castle, New Durham, Newfields, Newington, Newmarket, Newton, North Hampton, Northwood, Nottingham, Portsmouth, Rochester, Rollinsford, Rye, Seabrook, Somersworth, South Hampton, Strafford, Stratham and Wakefield.

Established by its founding members, ACT is organized to:

- Help develop, implement, and provide guidance for the coordination of shared ride transportation options within the region so that (1) seniors, low-income and persons with disabilities can access local and regional transportation services to get to locations within the regions and between regions; and (2) municipalities, human service agencies and other organizations can purchase such shared ride coordinated transportation services for their citizens, clients, and customers.
- Recruit, select [with approval from the State Coordination Council for Community Transportation (hereinafter called the SCC)], guide, direct, assist, monitor, and if necessary replace the Regional Transportation Coordinator (hereinafter called the RTC), an organization which will be responsible for the day-to-day coordination of community transportation in the region.
- Provide feedback and reports to the SCC relative to the policies that ACT has established.

- Periodically measure and assess the effectiveness of the program with appropriately determined indicators and consider means by which to continue to improve the program.
- In addition to actual service delivery options, the focus of ACT's mission may encompass, but not be limited to, transportation planning and resource development as well as administrative functions.

## **Article III: Membership of the Council**

### **III.1 Membership Eligibility Criteria**

ACT shall be composed of organizational and citizen members as follows:

- **Organizational members** – Any of the following organizations will become a member of ACT upon formal adoption of ACT's Memorandum of Understanding by that governmental unit or organization, the designation of one (1) representative and up to two (2) alternate representatives, and formal acceptance by ACT:
  - Any public, private non-profit, or for-profit organization based in the region which currently funds, arranges or provides such transportation services for its citizens, clients or customers;
  - Any regional public transportation agency or state or regional agency involved in the planning or provision of public transportation in the region;
  - Organizations representing groups of consumers and constituents that would be positively affected by such mobility and access improvements in the region.
- **Citizen members** – Citizen members must be residents of the service area and take an active interest in improving mobility for seniors and persons with disabilities. There shall be at least one (1) citizen member on ACT. The maximum number of citizen members on ACT shall equate to no more than 10% of the total organizational members. The term of each citizen member shall be two years. Citizen members may serve multiple terms, but must submit an application at the end of each term. Applications to be a citizen member must be submitted to the Secretary no later than 10 days prior to ACT's regular monthly meeting. Appointed by the Chair, the Membership Committee will review the applications and recommend the appropriate number of citizen members, to be voted upon by the

membership at ACT's regular monthly meeting. Citizen members have voting rights but do not have the right to designate an alternate.

- **State & Federal agency members** – State and federal agency members associated with the work of ACT are automatically ex-officio members of the RCC. A letter of commitment to serve in this capacity (so as to help determine the quorum for meetings) must be submitted to the Chair, and renewed on an annual basis.

### **III.2 Rights and Responsibilities of Membership**

Each member is afforded one (1) full vote on any decision put to a vote. Each organizational member's vote can be cast by his/her representative or alternate representative.

To be in "good standing," a member or alternate must (1) attend at least 66% of the ***regularly scheduled meetings in a year.***

### **III.3 Annual Membership Dues**

There may be annual membership dues to cover the administrative costs and other business of the RCC, the amount to be determined annually. Membership dues for any citizen member may be waived per the vote of ACT.

### **III.4 Termination of Membership**

A member may terminate its membership in ACT with thirty (30) days written notice to ACT officers.

## **Article IV: Officers of the Council**

### **IV.1 Officers and Terms of Office**

The Officers of ACT shall be as follows:

- Chair (***Initial term to run 2010-2011***)
- Vice Chair (***Initial term to run 2010-2011***)
- Secretary (***Initial term to run 2010***)

***An individual must participate in some facet of the RCC's work to be elected as an officer. Except for the Secretary's initial term, a term is to be for a two (2) year period.***

## **IV.2 Election of Officers and Operating Year**

The RCC's operating year shall begin October 1st. The RCC's *annual meeting* shall be the first general membership meeting following the start of the operating year.

Officers will be elected by majority vote on an annual basis at the RCC's *annual* meeting.

Nominations for officers must be given to the Secretary no later than *thirty (30) days prior to the Annual Meeting*.

## **IV.3 Responsibilities of the Officers**

The Chair, or in the event of his/her absence, the Vice Chair, shall preside at all meetings of the RCC; but neither shall be deprived of his/her right to vote.

The Chair or Vice Chair shall have such other powers and perform such other duties as may from time to time be voted by ACT, including the establishment of committees and appointment of committee members as may be necessary or convenient for carrying out the business of the RCC.

The Secretary shall be responsible for attending all meetings and keeping accurate records thereof.

Collectively, the Chair, Vice Chair, Secretary and two (2) at-large members appointed by the Chair shall comprise the Executive Committee. The at-large member appointees must be members in good standing.

## **IV.4 Vacancies**

If an officer vacates an office for any reason the Chair (or Vice Chair if the vacancy is the Chair) shall declare the vacancy at the next regularly scheduled meeting. The Chair (or Vice Chair if the vacancy is the Chair) may accept nominations from the floor at the meeting at which the vacancy has been declared. If nominations from the floor are accepted, voting will take place at the next scheduled meeting.

## **IV.5 Removal of Officers**

An officer under consideration for removal should have the opportunity to be advised and be able to speak to the concerns of the membership. Such matters and discussions should take place in an executive session of the general membership. The officer under consideration for removal may be given a 30-day period to correct any deficiencies before the vote is taken. Members, by 2/3 ballot vote of members present, may remove an officer at the next meeting.

## **Article V: Meetings of the Council**

### **V.1 Regular Meetings**

ACT shall meet bi-monthly, or at the call of the Chair. The RCC may vote not to hold the next regular scheduled bi-monthly meeting. The Chair may also cancel a regular bi-monthly meeting. Should the regular bi-monthly meeting be cancelled by the Chair, the reason(s) for that decision will be provided along with the notice of the cancellation.

At the regular meetings, ACT may take such actions, pass such resolutions, or conduct such other business as are on the agenda or may otherwise be properly brought before it.

### **V.2 Special Meetings**

The Chair, or in the event of his/her absence, the Vice Chair may call a special meeting of the RCC as required and shall call a special meeting at the request of one-third (1/3) of the members. Business at special meetings shall be limited to the subjects stated in the call for them.

### **V.3 Information Meetings**

The Chair may call an informational meeting as may be required for the presentation and dissemination of reports, analyses, or other data, and for the informal discussion thereof by the RCC. No formal action by ACT shall be taken at such meetings. Resolutions may be introduced and discussed at such meetings, but formal debate and action on such resolutions may take place only at future regular or special meetings.

#### **V.4 Meeting Notice and Agenda; Open Meetings**

Not less than seven days advance notice in writing of regular or informational meetings shall be given to all members. Not less than three business days advance notice in writing of special meetings shall be given to all members. Such notices, for a regular, informational or special meetings, shall contain the time, place and proposed agenda.

All meetings of the Executive Committee shall be noticed three business days in advance.

The form of the meeting notices shall follow the notice requirements of RSA 91-A:2.

All meetings of ACT shall be subject to the New Hampshire's Right to Know laws (RSA 91-A).

All regular meetings shall be open to the general public.

#### **V.5 Quorum**

Five members present of the membership constitutes a quorum.

#### **V.6 Structure and Conduct of Meetings**

Parliamentary procedures for the conduct of meetings shall be vested with the Chair. ACT procedures shall provide an opportunity for all members to be heard on any given issue and for the efficient conduct of business.

#### **V.7 Public Participation at Meetings**

Any person is welcome to attend all regular and special meetings of the RCC, excluding any required executive sessions, and be permitted to address ACT under direction from the Chair. There shall be two separate opportunities for public comment in these meetings – the first shall be specific to other business, the second specific agenda items. The Chair shall establish when these opportunities shall occur in the agenda. Each public comment shall be limited to 3 minutes. This limit may be extended at the discretion of the Chair.

Any person wishing to comment at the meeting must first provide his/her name and address, and to the Secretary.

## **Article VI: Voting**

No member will be permitted to vote unless its duly-designated representative has signed the ACT Conflict of Interest Policy.

No vote on a substantive matter shall be taken unless the issue to be voted on has been listed in the proposed agenda, and timely notice (see Article V.4) has been given to all members. Election of Officers and Citizen Members are considered to be substantive issues. Financial commitments of the RCC and its members are also considered substantive issues. A quorum must exist before any formal vote is taken (see Article V.5).

Each member is afforded one (1) vote on any decision put to a vote and must be present to vote. In the absence of a voting organizational member representative, a designated alternative may cast the vote if present at the meeting. Otherwise, no proxy voting is permitted.

All decisions put to a vote, with the following exceptions, require a majority vote of all members present to pass. The exceptions, which require a 2/3 vote of all members present to pass, include changes or amendments to these by-laws (see Article VIII) and officer removals (see Article IV.4).

## **Article VII: Committees of the RCC**

On an annual basis, ACT shall establish or continue standing committees as may be necessary or convenient for carrying out the business of the RCC. Standing committees will be chaired by members of ACT but may include non-ACT members.

In addition to the Executive Committee, standing committees may include:

- Marketing/Public Information Committee
- Membership Committee

Additional standing committees can be established if deemed necessary or convenient to conduct the business of the RCC. These committees can be established upon the affirmative vote of the majority of the ACT members present at a regular or special meeting.

The Chair, or in his/her absence, the Vice Chair, shall establish ad-hoc committees and appoint committee members as may be necessary or convenient for carrying out the business of the RCC. Non-members, because of their special expertise or association with particular issues, and at the discretion of the Chair, may be appointed to ad-hoc committees.

### **Article VIII: Amendments**

These by-laws may be amended by the affirmative vote of 2/3 vote of the RCC present at a regular meeting thereof, if the notice of such meeting has contained a copy of the proposed amendment. Amendments are considered a substantive issue.

### **Article IX: Effective Date**

These by-laws will become effective upon adoption by 2/3 vote of the ACT members present.