

# OKALOOSA-WALTON TRANSPORTATION PLANNING ORGANIZATION AND ADVISORY COMMITTEE BYLAWS

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OKALOOSA-WALTON TRANSPORTATION PLANNING ORGANIZATION  
BOARD OF DIRECTORS BYLAWS

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OKALOOSA-WALTON TPO TECHNICAL COORDINATING COMMITTEE (TCC)  
BYLAWS

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**OKALOOSA-WALTON TPO CITIZENS' ADVISORY COMMITTEE  
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# OKALOOSA-WALTON TPO BYLAWS

## 1.01 TPO BOARD PREAMBLE

The Okaloosa-Walton Transportation Planning Organization (TPO) was created in accordance with federal and state requirements to perform the area-wide transportation planning process in the Okaloosa-Walton TPO Study Area. The TPO area includes the Fort Walton Beach Urbanized Area and adjacent areas in Okaloosa and Walton Counties. The powers, privileges, and authority of the TPO are contained in the Interlocal Agreement for Creation of the Okaloosa-Walton TPO. In compliance with the Interlocal Agreement, the following sets forth the operating rules and procedures of the TPO.

## 1.02 TPO BOARD PURPOSE AND FUNCTIONS

- (1) The purposes of the TPO shall be the following:
  - (a) To carry out a continuing, cooperative, and comprehensive transportation planning process in the Okaloosa-Walton TPO area consistent with applicable federal, state, and local laws in cooperation with the Florida Department of Transportation.
  - (b) To develop transportation systems embracing various modes of transportation to maximize the mobility of people and goods within and through Okaloosa-Walton TPO area and minimize, to the maximum extent feasible, transportation-related fuel consumption and air pollution.
  - (c) To develop transportation plans and programs, in cooperation with the Florida Department of Transportation, which provide for the development of transportation facilities that will function as a multi-modal and intermodal transportation system for the TPO area.
  - (d) To assure the continued eligibility for the receipt of federal and state capital and operating assistance for transportation projects in the Okaloosa-Walton TPO area.
- (2) The TPO shall:
  - (a) Generate and maintain a Long-Range Transportation Plan.
  - (b) Generate and maintain a Unified Planning Work Program (UPWP).
  - (c) Generate and maintain a Transportation Improvement Program (TIP).
  - (d) Generate and maintain a Congestion Management Process (CMP).
  - (e) Assist the Florida Department of Transportation in mapping transportation planning boundaries required by federal and state law.

- (f) Ensure the compatibility of TPO plans and projects with state, and local county and city transportation plans and projects.
- (g) Ensure that all jurisdictional areas within the Okaloosa-Walton TPO Study Area are included in the transportation planning process.
- (h) Ensure that all transportation modes are considered in the transportation planning process.
- (i) Ensure that the transportation needs of all persons, including the elderly and persons with disabilities, are considered in the transportation planning process.
- (j) Ensure meaningful citizens participation in the transportation planning process and establish/maintain a Citizens' Advisory Committee (CAC).
- (k) Ensure local technical review and coordination with state and local plans in the transportation planning process and establish/maintain a Technical Coordinating Committee (TCC).
- (l) Ensure local technical review and coordination of bicycle/pedestrian projects to improve safety and encourage these modes by establishing/maintaining a Bicycle/Pedestrian Advisory Committee (BPAC) to the TPO.
- (m) Ensure collaboration with neighboring TPO's by participation in regional transportation planning coordination events by the ECRC (the designated Regional Transportation Area). Events to coordinate the regions three (3) contiguous MPO's shall take place annually and the coordination of the events shall include the region's three (3) TPO chairs as well as ECRC chair.
- (n) The TPO may also have other standing or ad-hoc advisory committees as necessary or specified in state statues, such as the Local Coordinating Boards for the Transportation Disadvantaged Programs in Okaloosa and Walton Counties, corridor management teams, or freight advisory committees.
- (o) Perform other duties delegated by federal and state laws or rules and regulations.

### **1.03 TPO BOARD MEMBERSHIP**

- (1) The Voting Membership of the TPO is apportioned among the local governmental entities, which constitute the TPO. Local governments within the TPO must appoint the allocated number of members to the TPO Board from elected officials, based on the Governor approved TPO Apportionment Plan.
- (2) The TPO voting member's term of office shall be held for the duration of their elected office. The membership of a member who is a public official automatically terminates upon said official leaving the elective or appointive office for any reason or may be terminated by a

majority vote of the total membership of the governmental entity represented by the member. A vacancy shall be filled by the original appointing entity.

- (3) The local government appointing body shall appoint members to fill any TPO Board membership vacancies.
- (4) The local government appointing body may appoint Alternate Voting Members from eligible officials to vote at TPO meetings in place of voting members who cannot attend.
- (5) Alternate voting members sit with the same rights and privileges as voting members.
- (6) Non-voting advisory members may be appointed by the TPO as deemed necessary.
- (7) All Non-voting advisory members shall not have the right to present resolutions, motions or second same, or to vote upon any motions or resolutions of the TPO.

#### **1.04 TPO BOARD OFFICERS AND ELECTIONS**

- (1) The officers of the TPO shall be the Chair and Vice-Chair. The officers shall be voting members elected by the TPO membership.
- (2) The Chair shall preside over TPO meetings and be responsible for the preparation of agendas and minutes (with staff assistance).
- (3) In the absence or incapacity of the TPO Chair, the Vice-Chair shall assume the duties of the Chair.
- (4) Nominations and election of TPO officers shall be part of the regular TPO meeting in June (or in the event there is not a meeting in June, the election shall take place at the next TPO meeting). The board shall rotate Chair and Vice-Chair positions from the counties and cities within the TPO area. During even years, the Chair shall be a representative of the Walton local governments and the Vice-Chair shall be elected from Okaloosa local governments. The Vice-Chair shall automatically be nominated for Chair upon successful completion of one year as Vice-Chair. Persons eligible for officer positions shall be a voting member and have served on the TPO board for a minimum of eighteen (18) months. In the event of multiple nominations for Vice-Chair position, the staff will ask for a roll call vote, the majority winner shall be the new Vice-Chair. Newly elected officers shall assume their duties at the next meeting following the election.
- (5) Officer positions shall serve a term of one year.
- (6) Election of officers shall be by a majority vote of the TPO Voting Members present.
- (7) In the event that either the Chair or Vice-Chair position becomes vacant, a replacement shall be elected at the next scheduled TPO meeting.

- (8) The TPO shall elect a Member and Alternate to the Florida Metropolitan Planning Organization Advisory Council (MPOAC). The TPO shall annually at the end of each calendar year, elect a voting member and alternate to serve on the MPOAC. They shall hold office for one year, or until their successors are elected, and they shall be eligible for reelection.

#### **1.05 TPO BOARD REGULAR MEETINGS**

- (1) Regular meetings of the TPO shall be held as needed, at the time and place designated by the TPO Chair; normally scheduled on the third Thursday of the month.
- (2) In the event that the TPO Chair wishes to cancel or change the meeting time of a regular TPO meeting, advance notice of such cancellation or change shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.
- (3) At least seven (7) days prior to a regular TPO meeting, public notice and tentative agendas shall be sent to the members of the TPO and local media services.

#### **1.06 TPO BOARD SPECIAL MEETINGS**

- (1) A special meeting of the TPO may be called by the TPO Chair or a majority of the voting members at a regular TPO meeting. Each member of the TPO shall receive a notification of such special meeting stating the date, hour and place of the meeting and the purpose for which such meeting is called, and no other business shall be transacted at that meeting.
- (2) In the event that the TPO Chair wishes to cancel or change the meeting time of a special TPO meeting, advance notice of such cancellation or change shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.
- (3) At least seven (7) days prior to a special TPO meeting, public notice and tentative agendas shall be sent to the members of the TPO and local media services stating the date, hour and place of the special meeting including a statement of the general subject matter to be considered.

#### **1.07 TPO BOARD EMERGENCY MEETINGS**

- (1) The TPO Chair may call an emergency meeting of the TPO when in his or her opinion an emergency exists which requires immediate action by the TPO. When such a meeting is called, each TPO member shall be notified, stating the date, hour and place of the meeting and the purpose for which it is called, and no other business shall be transacted at that meeting. At least twenty-four (24) hours advance public notice of such emergency meeting shall be given to local media services before the time the meeting is held.
- (2) If after reasonable diligence, it becomes impossible to give notice to each TPO member, such failure shall not affect the legality of the emergency meeting if a quorum is present. The minutes of each emergency meeting shall show the manner and method by which notice of such meeting was given to each member of the TPO or shall show a waiver of notice.

### **1.08 TPO BOARD PUBLIC HEARINGS AND WORKSHOPS**

- (1) A public hearing or workshop may be called by the TPO and may be scheduled before, during or after a regular meeting at the same meeting place or may be scheduled at another time and place.
- (2) Public notice shall be given to local media services and each TPO member stating the date, hour and place of a public hearing or workshop including a statement of the general subject matter to be considered at least seven (7) days (or as required by federal and state regulations) prior the event.
- (3) No formal business, for which notice has not been given, shall be transacted at a public hearing or workshop.

### **1.09 TPO BOARD MEETING AGENDA**

- (1) There shall be an official agenda for every meeting of the TPO, which shall determine the order of business conducted at the meeting.
- (2) Requests for agenda changes to any TPO meeting must be received by the Chair (or TPO staff) at least one (1) working day prior to the meeting date.
- (3) The TPO shall not act upon any matter, proposal or item of business not listed on the official agenda; however following call to order, the TPO Chair may authorize addition of new business to the agenda with the approval of two thirds (2/3) of the Voting Members present.
- (4) No agenda item listed on the TPO agenda for public hearing or vote thereon may be deferred until a later time unless two-thirds (2/3) of the voting members present shall vote in favor of such deferral.
- (5) Action on the following agenda items shall require a recorded roll call vote and approval by two-thirds (2/3) majority of voting members present constituting a quorum:
  - (a) Long Range Transportation Plan
  - (b) Transportation Improvement Program (TIP)
  - (c) Project Priorities
  - (d) Each Amendment to Such Plans and Programs
- (6) All agenda item requests shall be reviewed by the TPO staff and approved by the TPO Chair.

### **1.10 TPO BOARD OFFICIAL ACTIONS**

- (1) All official actions of the TPO shall be by adoption of resolutions or motions as follows:
  - (a) Action by adoption of a resolution shall occur for all matters where adoption of a resolution is required by federal or state regulations and any other matters deemed

by the TPO to be of sufficient importance to warrant adoption by a formal resolution.

- (b) All other actions of the TPO shall be by adoption of a motion.
- (2) All official actions of the TPO shall be recorded in the TPO Actions Report and meeting minutes and kept in the TPO's permanent files. Verbatim minutes are not required but minutes shall include an accurate summary of discussions and actions taken.

### **1.11 TPO BOARD CONDUCT OF MEETINGS**

- (1) All TPO meetings shall be consistent with the Florida Sunshine Law and open to the public and press.
- (2) Roberts Rules of Order shall be followed at all TPO meetings.
- (3) The attendance of 8 TPO Voting Members shall constitute a quorum. Virtual attendees do not count towards a quorum but shall be allowed to vote if an in-person quorum is determined. No official action shall be taken without a quorum.
- (4) The TPO Chair may adjourn the meeting if he or she determines that no quorum is in attendance fifteen (15) minutes after the hour appointed for the meeting. In that event, those members present may, by unanimous agreement, select another hour or day to meet. Those members present may also, by unanimous agreement, select to continue the meeting as a workshop to discuss items on the agenda as per paragraph 1.08. The names of the members present and their actions at such meeting shall be recorded in summary minutes.
- (5) All meetings of the TPO shall be conducted in accordance with the following:
  - (a) When a conflict of interest exists, it shall be declared by the member(s) with a conflict upon opening of discussion of a matter by the TPO. Any member of the TPO who has a conflict of interest on a matter is required to fill out the necessary Conflict of Interest Form that will be attached to the minutes for the meeting and shall be deemed absent for the purpose of constituting a quorum, voting or for any other purpose for that matter only.
  - (b) No member may abstain from voting on any matter unless a conflict of interest is declared.
  - (c) The TPO vote upon any resolution or motion may be by a voice vote unless the Chair or any member requests that a show of hands or a roll call vote be taken.
  - (d) Upon every TPO roll call vote the TPO staff representative shall call the roll, tabulate the votes, and announce the results.
  - (e) The minutes of prior TPO meetings shall be approved by a majority of the members present and upon approval shall become the official minutes.

- (f) Unless a reading of the minutes of a TPO meeting is requested by a majority of the TPO, the minutes shall not be read for approval provided the TPO staff delivers a copy thereof to each TPO member at least two (2) full working days prior to the meeting.
- (g) Each person, other than TPO staff members, who addresses the TPO shall give the following information for the minutes:
  - (1) name
  - (2) address
  - (3) party being represented
- (h) Unless further time is granted by the TPO, each person shall limit his or her address to three (3) minutes.
- (i) All remarks shall be addressed to the TPO as a body and not to any member thereof. No person, other than TPO members, and the persons having the floor, shall be permitted to enter any discussion, either directly or through a member, without permission of the Chair. No question shall be asked of a governing board member except through the Chair.

#### **1.12 TPO BOARD PUBLIC PARTICIPATION**

- (1) Public participation in the TPO transportation planning process is strongly encouraged and any citizen shall be entitled to be placed on the official agenda of a regular meeting of the TPO and be heard concerning any matter within the scope of the jurisdiction of the TPO.
- (2) The regular TPO meeting agenda shall include a "Public Forum" agenda item to provide an opportunity for citizens to address the TPO at each TPO meeting for any item including agenda action items.

#### **1.13 TPO BOARD SUBCOMMITTEES**

- (1) TPO Subcommittees may be designated by the TPO as necessary to investigate and report on specific subject areas of interest to the TPO.

#### **1.14 TPO BOARD CORRESPONDENCE AND POSITIONS OF COMMITTEE MEMBERS**

- (1) Any correspondence conducted by individual TPO Board (including TCC or CAC) members concerning TPO matters shall be represented as individual comments and opinions. Only when a position has been adopted by the TPO as a whole shall it be represented as the opinion of the TPO.

#### **1.15 TPO BOARD ADMINISTRATION**

- (1) The West Florida Regional Planning Council (WFPRC) doing business as Emerald Coast Regional Council (ECRC) Transportation staff shall serve as the planning staff of the TPO.

- (2) The ECRC Transportation staff is responsible for producing all notices and agendas for TPO meetings and recording the minutes of all meetings.
- (3) The ECRC staff shall furnish a recording secretary for all TPO meetings.
- (4) The ECRC staff shall prepare, duplicate, and distribute all materials necessary for TPO meetings.
- (5) All official actions of the TPO are to be recorded and kept in permanent minute files by the ECRC. These files shall be open for public inspection during regular office hours at the ECRC/TPO office.
- (6) The TPO is responsible for the supervision and review of all financial matters concerning it. In order to best execute this, the ECRC will keep, maintain, and manage all accounts, records, and documents, both of the technical and financial nature, for the TPO as specified in the Memorandum of Agreement between the TPO and the ECRC.

**OKALOOSA-WALTON TPO TECHNICAL COORDINATING COMMITTEE  
(TCC) BYLAWS**

**2.01 TCC PREAMBLE**

The TPO's Technical Coordinating Committee (TCC) has been created in accordance with federal and state requirements to provide technical assistance to the TPO in the performance of the transportation planning process in the Okaloosa-Walton TPO Area. The following sets forth the operating rules and procedures of the TCC.

**2.02 TCC PURPOSE AND FUNCTIONS**

- (1) The purposes of the TCC shall be the following:
  - (a) To ensure coordination and consistency with local, state, and regional plans, programs, and projects; and
  - (b) To provide technical review of TPO plans, programs, and projects to determine the need, feasibility, and technical accuracy.
- (2) The TCC shall assist the TPO in carrying out the TPO's planning function through recommendations to the TPO on various transportation issues.
- (3) As an advisory committee to the TPO, all TCC recommendations shall be in the form of recommendations to the TPO Board and not to other governmental entities, Florida Department of Transportation, private organizations, or individuals.
- (4) The functions of the TCC shall include, but not be limited to the following:
  - (a) Identify studies and projects to be considered by the TPO and/or the Florida Department of Transportation.
  - (b) Provide data to the TPO to assist the TPO with achieving coordination and consistency with local comprehensive plans, programs, and projects and TPO plans, programs, and projects. For example: accident data, parcel data, GIS files, local transportation revenue resources, capital improvement programs, existing and future land use, and other data.
  - (c) Identify projects with school safety concerns in the TPO's Long Range Plan and Transportation Improvement Program (TIP).
  - (d) Conduct any other functions assigned to the TCC by the TPO.

**2.03 TCC MEMBERSHIP**

- (1) The TCC includes technically qualified persons representing the various local and state

governmental entities, including local government representatives, local aviation, port, and public transit agency representatives, local utility and transportation authority representatives, school board representatives, and other appropriate representatives with some level of expertise in the area of transportation planning.

- (2) TCC Voting Memberships are attained through the appointment of members by the local governments represented on the TPO and other agencies to fill TPO approved standing TCC positions.
- (3) TCC Voting Members who fill the standing TCC positions serve at the pleasure of the appointing agency and the TPO.
- (4) In the event that the appointed member is unable to attend a TCC meeting, an alternate from their department or agency may serve as their representative at the meeting.
- (5) TCC Voting Members shall retain their membership so long as the local government or agency employs them in the position approved by the TPO.
- (6) If a Voting Member chooses to no longer serve on the TCC, or is removed from the committee, the local government or agency they represent shall appoint a replacement who holds a similar position in that organization.
- (7) There is no limit on the number of Voting Members who may serve on the TCC.
- (8) No county commissioner, city council member, or mayor shall serve on the TCC either as a member or alternate.

#### **2.04 TCC OFFICERS AND ELECTIONS**

- (1) The officers of the TCC shall be the Chair and Vice-Chair. The officers shall be Voting Members elected by the TCC membership.
- (2) The Chair shall preside over TCC meetings and be responsible for the preparation of agendas and minutes (with staff assistance).
- (3) In the absence or incapacity of the TCC Chair, the Vice-Chair shall assume the duties of the Chair.
- (4) Nominations and election of officers shall be part of the regular monthly meeting in June (or in the event there is not a meeting in June, the election shall take place at the next TCC meeting). Newly elected officers shall assume their duties at the next meeting following the election.
- (5) Officers shall hold office for a term of one year, or until their successors are elected, and they shall be eligible for reelection. Officers may serve multiple terms.

- (6) In the event that the Chair or Vice-Chair position becomes vacant, a replacement shall be elected at the next scheduled TCC meeting.

## **2.05 TCC REGULAR MEETINGS**

- (1) Regular meetings of the TCC shall be held as needed, at a time and place designated by the TCC Chair; normally the same day as the TPO meeting is scheduled.
- (2) In the event that the TCC Chair wishes to cancel or change the meeting time of a regular TCC meeting, advance notice of such cancellation or change shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.
- (3) At least seven (7) days prior to a regular TCC meeting, public notice and tentative agendas shall be sent to the members of the TCC and local media services.

## **2.06 TCC SPECIAL MEETINGS**

- (1) A special meeting of the TCC may be called by the TCC Chair or a majority of the Voting Members at a regular TCC meeting. Each member of the TCC shall receive a notification of such special meeting stating the date, hour and place of the meeting and the purpose for which such meeting is called, and no other business shall be transacted at that meeting.
- (2) In the event that the TCC Chair wishes to cancel or change the meeting time of a special TCC meeting, advance notice of such cancellation or change shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.
- (3) Seven (7) days before such special meeting, public notice shall be given of the date, hour and place of the special meeting including a statement of the general subject matter to be considered.

## **2.07 TCC EMERGENCY MEETINGS**

- (1) The TCC Chair may call an emergency meeting of the TCC when in his or her opinion an emergency exists which requires immediate action by the TCC. When such a meeting is called, each TCC member shall be notified, stating the date, hour and place of the meeting and the purpose for which it is called, and no other business shall be transacted at that meeting. At least twenty-four (24) hour advance notice of such an emergency meeting shall be given before the time the meeting is held.
- (2) If after reasonable diligence, it becomes impossible to give notice to each TCC member, such failure shall not affect the legality of the emergency meeting if the Chair deems a quorum is present. The minutes of each emergency meeting shall show the manner and method by which notice of such meeting was given to each member of the TCC or shall show a waiver of notice.

## **2.08 TCC WORKSHOPS**

- (1) A workshop may be called by the TCC and may be scheduled before, during or after a regular meeting at the same meeting place or may be scheduled at another time and place.
- (2) Public notice shall be given to local media services and each TCC member stating the date, hour and place of the workshop including a statement of the general subject matter to be considered at least seven (7) days before the event.
- (3) Only agenda items that are included in the advertisement shall be discussed at a workshop. No formal business, for which notice has not been given, shall be transacted at such workshops.

## **2.09 TCC MEETING AGENDA**

- (1) There shall be an official agenda for every meeting of the TCC, which shall determine the order of business conducted at the meeting.
- (2) Requests for agenda changes to any TCC meeting must be received by the TPO Chair (or TPO staff) at least one (1) working day prior to the meeting date.
- (3) The TCC shall not act upon any matter, proposal or item of business not listed on the official agenda.
- (4) No agenda item listed on the TCC agenda for a vote thereon may be deferred until a later time unless two-thirds (2/3) of the Voting Members present shall vote in favor of such deferral.

## **2.10 TCC OFFICIAL ACTIONS**

- (1) As an advisory committee to the TPO, all TCC actions shall be in the form of recommendations to the TPO and not to other governmental entities including FDOT, private organizations, or individuals. The TCC shall have the authority, however, to adopt motions to request information to assist in formulating a recommendation to the TPO.
- (2) All official actions of the TCC shall be by adoption of motions as follows:
  - (a) Action by adoption of a motion to recommend the TPO Board approve, a resolution shall occur for all matters where adoption of a resolution is required by federal or state regulations and any other matters deemed by the TPO to be of sufficient importance to warrant adoption by a formal resolution
  - (b) All other actions of the TCC shall be by adoption of a motion.
- (3) All official actions of the TCC shall be recorded in the meeting minutes and kept in the TPO's permanent files. Verbatim minutes are not required but minutes shall include an accurate summary of discussions and actions taken.

## **2.11 TCC CONDUCT OF MEETINGS**

- (1) All TCC meetings shall be consistent with the Florida Sunshine Law and open to the public and press.
- (2) Roberts Rules of Order shall be followed at all TCC meetings.
- (3) TCC Chair shall have the authority to determine when a representative number of members are present to declare a quorum and conduct committee business. Virtual attendees do not count towards a quorum but shall be allowed to vote if an in-person quorum is determined. No official action shall be taken unless the TCC Chair declares there is a quorum present.
- (4) The TCC Chair may adjourn the meeting if he or she determines that no quorum is in attendance fifteen (15) minutes after the hour appointed for the meeting. In that event, those members present may, by unanimous agreement, select another hour or day to meet. Those members present may, by unanimous agreement, select to continue the meeting as a workshop to discuss items on the agenda as per paragraph 2.08. The names of the members present and their actions at such meeting shall be recorded in summary minutes.
- (5) All meetings of the TCC shall be conducted in accordance with the following:
  - (a) When a conflict of interest exists, it shall be declared by the member(s) with a conflict upon opening of discussion of a matter by the TCC. Any member of the TCC who has a conflict of interest on a matter is required to fill out the necessary Conflict of Interest Form that will be attached to the minutes for the meeting and shall be deemed absent for the purpose of constituting a quorum, voting or for any other purpose for that particular matter only.
  - (b) No member may abstain from voting on any matter unless a conflict of interest is declared.
  - (c) The TCC vote upon any resolution or motion may be by a voice vote unless the Chair or any member requests that a show of hands or a roll call vote be taken.
  - (d) Upon every TCC roll call vote the TPO staff representative shall call the roll, tabulate the votes, and announce the results.
  - (e) The minutes of prior TCC meetings shall be approved by a majority of the members present and upon approval shall become the official minutes.
  - (f) Unless a reading of the minutes of a TCC meeting is requested by a majority of the TCC members present, the minutes shall not be read for approval provided the TPO staff delivers a copy thereof to each TCC member at least two (2) full working days prior to the meeting.

- (g) Each person, other than TPO staff members, who addresses the TCC shall give the following information for the minutes:
  - (1) name
  - (2) address
  - (3) representing
- (h) Unless further time is granted by the TCC Chair, each person shall limit his or her address to three (3) minutes; and
- (i) All remarks shall be addressed to the TCC as a body and not to any member thereof. No person, other than TCC members, and the persons having the floor, shall be permitted to enter any discussion, either directly or through a member, without the permission of the Chair. No question shall be asked of a TCC member except through the Chair.

## **2.12 TCC ADMINISTRATION**

- (1) The Emerald Coast Regional Council (ECRC) Transportation staff shall serve as the planning staff of the TCC.
- (2) The ECRC Transportation staff is responsible for producing all notices and agendas for TCC meetings and recording the minutes of all meetings.
- (3) The ECRC staff shall furnish a recording secretary for all TCC meetings.
- (4) The ECRC staff shall prepare, duplicate, and distribute all materials necessary for TCC meetings.
- (5) All official actions of the TCC are to be recorded and kept in permanent minute files by the ECRC. These files shall be open to public inspection during regular office hours at the ECRC/TPO office.

**OKALOOSA-WALTON TPO CITIZENS' ADVISORY COMMITTEE  
(CAC) BYLAWS**

**3.01 CAC PREAMBLE**

The TPO's Citizens' Advisory Committee (CAC) has been created in accordance with federal and state requirements to provide a forum for citizens' review and input to the TPO on the performance of the transportation planning process in the Okaloosa-Walton TPO Area. The following sets forth the operating rules and procedures of the CAC.

**3.02 CAC PURPOSE AND FUNCTIONS**

- (1) The purposes of the CAC shall be the following:
  - (a) To provide citizen review of planning proposals and to provide comment to the TPO with respect to the concerns of various segments of the population regarding their transportation needs.
  - (b) To provide citizens' review of TPO plans, programs, and projects to determine the need, feasibility, and desirability from the citizens' perspective.
- (2) The CAC shall assist the TPO in carrying out the TPO's planning function through recommendations to the TPO on various transportation issues.
- (3) As an advisory committee to the TPO, all CAC recommendations shall be in the form of recommendations to the TPO and not to other governmental entities, private organizations, or individuals.
- (4) The functions of the CAC shall include, but not be limited to the following:
  - (a) Assist in carrying out the processes described in the TPO's adopted "Public Participation Plan," which includes the establishment of a CAC.
  - (b) Assist in updating transportation goals and objectives for TPO approval, which guides the TPO's planning efforts, including the development of the Long-Range Transportation Plan.
  - (c) Assist in the evaluation of the effects of TPO transportation plans, programs, and projects on various segments/interest groups of the community and provide recommendations to the TPO based on this evaluation.
  - (d) Assist in any other functions as deemed desirable by the TPO Board.

### 3.03 CAC MEMBERSHIP

- (1) CAC Voting Members serve at the pleasure of the TPO Board. CAC members shall serve up to a concurrent term of the board member who nominates them. CAC members can be removed from the committee at any time by a majority vote of the TPO Board.
- (2) CAC Membership will be obtained as follows:
- (3) Each member of the TPO Board shall nominate a member to the CAC who is representative of his/her respective jurisdiction for the purpose of representing citizens from their respective jurisdiction. The TPO Board appointment will constitute nineteen of the 25 CAC voting member seats. All nominations are subject to ratification by a majority vote at a regular TPO board meeting at which a quorum is present. Members of CAC shall serve at the pleasure of the TPO members who nominate them. TPO staff will correspond with newly elected officials who have been selected to serve on the TPO board regarding this CAC membership recruitment process. The nomination of CAC members by TPO board members will represent the TPO Metropolitan Area as follows:

Okaloosa County	4
Walton County	3
City of Crestview	3
City of Fort Walton Beach	2
City of Destin	2
City of Valparaiso	1
City of Niceville	1
City of Mary Esther	1
City of DeFuniak Springs	1
City of Freeport	1

\*The number of representatives for each area is based on apportionment\*

Six (6) At-Large Members, representing each of the two counties within the TPO Metropolitan Area, to serve terms as listed in section one (1) of CAC membership. TPO staff will research and correspond with local interest/advocacy groups or organizations to serve terms as listed in section one (1) of CAC membership that represent the various segments of the Okaloosa-Walton TPO Study Metropolitan Planning Area population.

- (3) A limit of twenty-five (25) Voting Members may serve on the CAC.
- (4) Voting Members shall not be elected officials or employees of public or private agencies directly involved in transportation or land-use planning.
- (5) Prospective new members whether nominated by TPO board member, TPO staff, or local interest/advocacy group, must complete and apply along with a resume or Background Form

to the TPO staff for TPO consideration. Prospective new members must have read and understood all provisions in the application form. Prospective new members will be available for questions, if possible, from the appropriate committee and the TPO.

- (6) Three (3) consecutive unexcused absences will invoke the membership removal process. A member who misses three (3) consecutive meetings will require the nominating board member to be notified of absences. The nominating board member will determine if the appointed CAC member is still able to serve and if not, another citizen shall be appointed to the CAC.

### **3.04 CAC OFFICERS AND ELECTIONS**

- (1) The officers of the CAC shall be the Chair and Vice-Chair. The officers shall be Voting Members elected by the CAC membership.
- (2) The Chair shall preside over CAC meetings and be prepared to cover the agenda (with staff assistance) at the CAC meeting.
- (3) In the absence or incapacity of the CAC Chair, the Vice-Chair shall assume the duties of the Chair. In the absence of the CAC chair and vice-chair, the CAC staff representative shall determine whether a quorum is present, and in that event, shall call for election of a temporary chair. Upon the arrival of the chair or vice-chair, the temporary chair shall relinquish the chair upon conclusion of the business immediately before the CAC.
- (4) Nominations and election of officers shall be part of the regular monthly meeting in June (or in the event there is not a meeting in June, the election shall take place at the next CAC meeting). In the event of multiple nominations for an officer position, the staff will ask for a roll call vote, the majority winner shall be the new officer. Newly elected officers shall assume their duties at the next meeting following the election.
- (5) Officer positions shall hold office for one fiscal year, or until their successors are elected, and they shall be eligible for reelection.
- (6) In the event that the Chair or Vice-Chair position becomes vacant, a replacement shall be elected at the next scheduled CAC meeting.

### **3.05 CAC REGULAR MEETINGS**

- (1) Regular meetings of the CAC shall be held as needed, at a time and place designated by the TPO Chair; normally the same day as the TPO meeting is scheduled.
- (2) In the event that the CAC Chair wishes to cancel or change the meeting time of a regular CAC meeting, advance notice of such cancellation or change shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.

- (3) Seven (7) days prior to a regular CAC meeting, public notice and tentative agendas shall be sent to the members of the CAC and local media services.

### **3.06 CAC SPECIAL MEETINGS**

- (1) A special meeting of the CAC may be called by the CAC Chair or a majority of the Voting Members at a regular CAC meeting. Each member of the CAC shall receive a notification of such special meeting stating the date, hour and place of the meeting and the purpose for which such meeting is called, and no other business shall be transacted at that meeting.
- (2) In the event that the CAC Chair wishes to cancel or change the meeting time of a special CAC meeting, advance notice of such cancellation or change shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.
- (3) Seven (7) days before such special meeting, public notice shall be given of the date, hour and place of the special meeting including a statement of the general subject matter to be considered.

### **3.07 CAC EMERGENCY MEETINGS**

- (1) An emergency meeting of the CAC may be called by the Chair when in his or her opinion, an emergency exists which requires immediate action by the CAC. When such a meeting is called, each CAC member shall be notified, stating the date, hour and place of the meeting and the purpose for which it is called, and no other business shall be transacted at that meeting. At least twenty-four (24) hour advance notice of such emergency meeting shall be given before the time the meeting is held.
- (2) If after reasonable diligence, it becomes impossible to give notice to each CAC member, such failure shall not affect the legality of the emergency meeting if the Chair deems a quorum is present. The minutes of each emergency meeting shall show the manner and method by which notice of such meeting was given to each member of the CAC or shall show a waiver of notice.

### **3.08 CAC WORKSHOPS**

- (1) A workshop may be called by the CAC and may be scheduled before, during or after a regular meeting at the same meeting place or may be scheduled at another time and place.
- (2) Public notice shall be given to each CAC member stating the date, hour and place of the workshop including a statement of the general subject matter to be considered as per the public participation plan.

- (3) No formal business, for which notice has not been given, shall be transacted at such workshops.

### **3.09 CAC MEETING AGENDA**

- (1) There shall be an official agenda set by the TPO staff and approved by the TPO Board Chair for every meeting of the CAC, which shall determine the order of business conducted at the meeting.
- (2) Requests for agenda changes to any CAC meeting must be received by TPO staff and approved by the TPO Board Chair at least one (1) working day prior to the meeting date. The CAC shall not act upon any matter, proposal or item of business not listed on the official agenda.
- (3) No agenda item listed on the CAC agenda for vote thereon may be deferred until a later time unless two-thirds (2/3) of the Voting Members present shall vote in favor of such deferral.

### **3.10 CAC OFFICIAL ACTIONS**

- (1) As an advisory committee to the TPO, all CAC recommendations shall be in the form of recommendations to the TPO Board and not to other governmental entities, including FDOT, private organizations, or individuals. The CAC shall have the authority, however, to adopt motions to request information to assist in formulating a recommendation to the TPO.
- (2) All official actions of the CAC shall be by adoption of motions as follows:
  - (a) Action by adoption of a motion to recommend the TPO Board approve a resolution shall occur for all matters where adoption of a resolution is required by federal or state regulations and any other matters deemed by the TPO to be of sufficient importance to warrant adoption by a formal resolution.
  - (b) All other actions of the CAC shall be by adoption of a motion.
- (3) All official actions of the CAC shall be recorded in the minutes and kept in the TPO's permanent files. Verbatim minutes are not required but minutes shall include an accurate summary of discussions and actions taken.

### **3.11 CAC CONDUCT OF MEETINGS**

- (1) All CAC meetings shall be consistent with the Florida Sunshine Law and open to the public and press.

- (2) Roberts Rules of Order shall be followed at all CAC meetings.
- (3) The CAC Chair shall have the authority to determine when a representative number of members are present to declare a quorum and conduct committee business. Virtual attendees do not count towards a quorum but shall be allowed to vote if an in-person quorum is determined. No official action shall be taken unless the CAC Chair declares there is a quorum present.
- (4) The CAC Chair may adjourn the meeting if he or she determines that no quorum is in attendance fifteen (15) minutes after the hour appointed for the meeting. In that event, those members present may, by unanimous agreement, with staff assistance, select another hour or day to meet. Those members present may by unanimous agreement elects to continue the meeting as a workshop to discuss items on the agenda as per paragraph 3.08. The names of the members present and their actions at such meeting shall be recorded in summary minutes.
- (5) All meetings of the CAC shall be conducted in accordance with the following:
  - (a) When a conflict of interest exists, it shall be declared by the member(s) with a conflict upon opening of discussion of a matter by the CAC. Any member of the CAC who has a conflict of interest on a matter is required to fill out the necessary Conflict of Interest Form that will be attached to the minutes for the meeting and shall be deemed absent for the purpose of constituting a quorum, voting or for any other purpose for that particular matter only.
  - (b) No member may abstain from voting on any matter unless a conflict of interest is declared.
  - (c) The CAC vote upon any resolution or motion may be by a voice vote unless the Chair or any member requests that a show of hands or a roll call vote be taken.
  - (d) Upon every CAC roll call vote the TPO staff representative shall call the roll, tabulate the votes, and announce the results.
  - (e) The minutes of prior CAC meetings shall be approved by a majority of the members present and upon approval shall become the official minutes.
  - (f) Unless a reading of the minutes of a CAC meeting is requested by a majority of the CAC members present, the minutes shall not be read for approval provided the TPO staff delivers a copy thereof to each CAC member at least two (2) full working days prior to the meeting.
  - (g) Each person, other than TPO staff members, who addresses the CAC shall give the following information for the minutes:
    - (1) name

- (2) address
  - (3) representing
- (h) Unless further time is granted by the CAC Chair, each person shall limit his or her address to three (3) minutes.
- (i) All remarks shall be addressed to the CAC as a body and not to any member thereof. No person, other than CAC members, and the persons having the floor, shall be permitted to enter any discussion, either directly or through a member, without the permission of the Chair. No question shall be asked of a CAC member except through the Chair.

### **3.12 CAC PUBLIC PARTICIPATION**

- (1) Public participation in the TPO transportation planning process is encouraged and any member of the public shall be entitled to speak during public forum of a regular meeting of the CAC on agenda items.
- (2) The regular CAC meeting agenda shall include a "Public Forum" agenda item to provide an opportunity for citizens to address the CAC at each CAC meeting for any item including agenda action items.

### **3.13 CAC ADMINISTRATION**

- (1) The Emerald Coast Regional Council (ECRC) Transportation staff shall serve as the planning staff of the CAC.
- (2) The ECRC Transportation staff is responsible for producing all notices and agendas for CAC meetings and recording the minutes of all meetings.
- (3) The ECRC staff shall furnish a recording secretary for all CAC meetings.
- (4) The ECRC staff shall prepare, duplicate, and distribute all materials necessary for CAC meetings.
- (5) All official actions of the CAC are to be recorded and kept in permanent minute files by the ECRC. These files shall be open to public inspection during regular office hours at the ECRC/TPO office.