

**THE DEKALB-SYCAMORE AREA TRANSPORTATION STUDY (DSATS)
POLICY COMMITTEE BYLAWS
Adopted: July 1, 2011**

Article I: Purpose & Responsibilities-

- A.** The following rules and procedures are adopted by the DeKalb-Sycamore Area Transportation Study, hereinafter called “DSATS,” to facilitate the performance of its transportation planning and programming responsibilities as codified in the US Code of Federal Regulations 23 CFR 450.
- B.** As the designated Metropolitan Planning Organization for the DeKalb-Sycamore Urbanized Area, the responsibilities of the DSATS include:
1. Carrying out a cooperative, continuous, and comprehensive planning process for making transportation investment decisions in the DeKalb-Sycamore area with program oversight from the Federal Highway Administration, Federal Transit Administration, and Illinois Department of Transportation.
 2. Preparing, adopting, and maintaining a long-range multi-modal transportation plan for the DeKalb-Sycamore area, hereinafter known as the “LRTP”.
 3. Adopting and implementing an annual planning work program, hereinafter known as the “UPWP”.
 4. Adopting and updating a transportation improvement program, hereinafter known as the “TIP” to prioritize federal transportation investments in the DeKalb-Sycamore area.
 5. Adopting and updating a public participation plan, hereinafter known as the “PPP” to identify how DSATS and its member organizations shall provide public outreach for all transportation projects and activities.
 6. Adopting and updating a human services transportation plan, hereinafter known as the “HSTP” to identify how DSATS, area public transportation providers, and member agencies shall provide transportation to lower-income and minority populations in the DSATS region to area human service agencies and medical facilities.
 7. Adopting and updating plans and regulations, which identify the policies and procedures, which DSATS and its member agencies will follow to ensure federal conformity to all federal transportation regulations.
 8. Solving major transportation issues or problems that affect multiple jurisdictions or agencies within the DeKalb-Sycamore area.
 9. Other duties, as required, to comply with federal and state regulations.
- C.** The DSATS Policy Committee shall be the recognized decision-making body for the Metropolitan Planning Organization serving the DeKalb-Sycamore urbanized area. The Policy Committee shall guide and approve all DSATS planning activities, and

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shall have final authority over all decision-making matters within the jurisdiction of DSATS.

Article II: Membership

- A. The DSATS Policy Committee membership shall be comprised of a total of ~~eight (8)~~ nine (9) voting members, each having one vote:
1. City of DeKalb: *Mayor*
 2. City of DeKalb: *representative appointed by the Mayor*
 3. City of DeKalb: *representative appointed by the Mayor*
 4. City of Sycamore: *Mayor*
 5. City of Sycamore: *representative appointed by the Mayor*
 6. Town of Cortland: *Mayor*
 7. DeKalb County: *Chairman, County Board*
 8. Board of Trustees of Northern Illinois University: *President of NIU*
 9. State of Illinois: *Illinois Department of Transportation District Three (3) Representative*
- B. In addition to the voting membership, the following organizations shall have one (1) non-voting seat each on the DSATS Policy Committee:
1. Illinois Dept. of Transportation – Office of Policy and Planning: *Office of Policy and Planning Representative*
 2. Federal Highway Administration: *FHWA Illinois Representative*
 3. Federal Transit Administration: *FTA Region Five (5) Representative*
- C. Lengths of terms of Policy Committee members shall be left to the discretion of the Chief Elected Official or governing authority for each participating jurisdiction, as provided for by their respective rules for such appointments.
- D. Any Policy Committee member may designate proxy representatives to act as their alternate at any duly called meeting of the Committee. The names and contact information of the designated proxy representatives, identified by the Chief Elected Official or governing authority of the member agency in writing on official agency letterhead, will be kept on file with the DSATS Study Director. Should there be any changes in Policy Committee membership or designated proxy representatives, the Chief Elected Official or governing authority of the member agency shall submit a letter on official agency letterhead to the Study Director, identifying the changes.

Article III: Officers

- A. The DSATS Policy Committee shall choose from among their members a Chair and a Vice-Chair.

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- B.** The Chair shall be responsible for presiding at Policy Committee meetings; representing the Policy Committee membership, as needed; and perform such other duties as may be agreed to by the Policy Committee membership.
- C.** The Vice-Chair shall be responsible for presiding at Policy Committee meetings in the absence of the Chair and perform the duties of the Chair, should the Chair be unavailable to perform said duties, until such time the Chair returns or new officer elections are held.
- D.** The terms for the Chair and Vice Chair shall be one year, unless extended by a majority vote of the Policy Committee membership. Election of the Chair and the Vice Chair shall generally take place at the first Policy Committee conducted each calendar year.
- E.** In the event that both the Chair and Vice Chair positions are left unfilled due to resignations, loss of office, or other circumstances, the Chair of the Technical Committee shall serve as the Chair Pro-Tem of the Policy Committee until such time that officer elections can be held. The Chair Pro-Tem shall conduct officer elections at the beginning of the first Policy Committee meeting following the adoption of this amendment, and thereafter, at the first Policy Committee meeting at which the two officer positions are unfilled.

Article IV: Meetings

- A.** The Policy Committee shall generally meet on a monthly basis or as required, with the date and location of each meeting to be set by the Chair. Special meetings may be called by the Chair or by petition of four (4) voting members of the Committee. Should there be no items for the agenda, the Study Director, with approval by the Chair, may cancel the regularly scheduled monthly meeting. Any cancelation of meetings must be publicly posted no fewer than forty-eight (48) hours before the scheduled meeting.
- B.** In the absence of both the Chair and Vice-Chair at any meeting, a voting member from those members present shall volunteer or be nominated, and approved by voice vote to preside over the meeting by members present, for the duration of that meeting.
- C.** Policy Committee meetings shall be conducted in accordance with *Robert's Rules of Order, Newly Revised Edition*, unless otherwise provided for in these Bylaws.
- D.** Policy Committee meetings shall be open to the public, and shall be conducted in compliance with the Illinois Open Meeting Act (5 ILCS 120/1 et seq.). Written summaries of Policy Committee meetings, once approved by the Policy Committee at a subsequent meeting, shall be made available by the Study Director to the public upon request. All meetings must be held at a public location, which conforms to the accesses regulations in the US Americans with Disabilities Act.
- E.** All meetings shall conform to the requirements set forth in the DSATS Public Participation Plan hereinafter known as the "PPP", which has been developed to

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conform to the regulations set forth in the 2005 Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU) legislation and all subsequent federal transportation acts.

- F.** Reasonable effort shall be made to notify affected local governments and the general public of meetings through posting, mailing and/or emailing of notices, news media, or other means, though notice of DSATS Policy Committee meetings shall be publicly posted no fewer than forty-eight (48) hours before the scheduled meeting.
- G.** The Policy Committee reserves the right to enter into closed session for reasons limited to those specified in the Illinois Open Meetings Act section 5-ILSC-120/2. Should a closed session be held, all rules and regulations regarding closed session meeting procedures and documentation, as outlined in the Illinois Open Meetings Act (5-ILSC-120/1 et seq) will be strictly adhered to.
- H.** Members shall be allowed to teleconference or video conference into any meeting should the meeting location allow for such activities.

Article V: Quorum

- A.** At any meeting of the Policy Committee, a quorum shall consist of a simple majority of the total voting members of the Committee.
- B.** Whenever a quorum is not present, those present may adjourn the meeting to another day or hold the meeting for the purpose of considering such matters as are on the agenda. No action taken at such a meeting shall be final or official.

Article VI: Voting

- A.** All voting Policy Committee members shall have equal voting rights, and shall vote by voice. Only whether the motion or resolution passed or failed shall be recorded, unless a roll call is requested or a member requests that the votes cast be recorded by number and/or name. All persons will be assumed voting in the affirmative unless they verbally cast a “no” vote or indicate at the time of the vote that they wish to abstain. If there is any question, the Chair will restate the votes cast for record purposes.
- B.** Decisions by the DSATS Policy Committee shall be carried by the approval of a simple majority of the voting Policy Committee members present at a meeting at which quorum is achieved, except that approval by three-fourths of the total voting Policy Committee membership shall be required for the following:
 - 1.** Approval of the Transportation Improvement Program (TIP) and its amendments;
 - 2.** Approval of the Unified Planning Work Program (UPWP) and its amendments, including its accompanying budget;

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3. Approval of the Public Participation Plan (PPP) or updates (Annual updates of the PPP Appendixes shall only require a simple majority of members present);
4. Approval of any additional plans or policies, which deal with Federal Conformity issues. Staff shall maintain listing of all plans and policy documents which address Federal Conformity issues;
5. Changing the designated Lead Agency;
6. Approval of changes to the Policy Committee membership, allocation of representation, or allocation of the number of votes allocated to each member organization;
7. Approval of amendments to the Intergovernmental Agreement or to these Bylaws;

Article VII: Advisory Committees

- A. The DSATS Policy Committee shall appoint and direct a DSATS Technical Advisory Committee hereinafter known as the {"TAC"}, composed of professional and technical staff from the jurisdictions represented by the Policy Committee. The following representatives may be designated by their respective jurisdiction as members of the TAC, with each enumerated jurisdiction, agency or association having one vote:
1. City of DeKalb: *City Engineer, City Manager, Public Works Director, City Planner*
 2. City of Sycamore: *City Engineer, City Manager*
 3. Town of Cortland: *Town Administrator, Town Engineer*
 4. DeKalb County: *County Engineer, County Administrator, County Planning Director/Regional Planning Commission Director*
 5. Northern Illinois University: *NIU Staff representative identified by NIU President*
 6. Northern Illinois University Student Association (Huskie Bus): *SA President, Transportation Director*
 7. Voluntary Action Center (TransVAC): *Executive Director, Assistant Director*
 8. Illinois Department of Transportation: *District 3 representative identified by District 3 Director*
 9. Kishwaukee College: *Kishwaukee representative (appointed by Kishwaukee College, approved by Policy Committee)*

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- B.** In addition to the voting membership, the following organizations shall have one (1) non-voting seat each on the DSATS TAC:
1. DeKalb Taylor Municipal Airport: *Airport Manager*
 2. Illinois Dept. of Transportation - Office of Policy and Planning (OPP):
Representative identified by OPP Director
 3. Illinois Dept. of Transportation - Division of Public & Intermodal Transportation (DPIT): *Representative identified by DPIT Director*
 4. Federal Highway Administration (FHWA): *FHWA Illinois Representative*
 5. Federal Transit Administration (FTA): *FTA Region Five (5) Representative*
- C.** The Chief Elected Official or governing authority of each TAC member agency shall designate in writing on official letterhead, their TAC representative and designated proxy representatives to act on behalf of the member agency at any duly called meeting of the TAC. The names and contact information of the designated member and proxy representatives will be kept on file with the DSATS Study Director. Should there be any changes in TAC membership or designated proxy representatives, the Chief Elected Official or governing authority of the member agency shall submit a letter on agency letterhead to the Study Director, identifying the changes.
- D.** A quorum of the DSATS TAC shall consist of a simple majority of the voting jurisdictions represented on the TAC.
- E.** The Policy Committee authorizes the TAC to adopt Bylaws for their membership and functioning, provided that such Bylaws are approved by three-fourths of the voting jurisdictions represented on the TAC, and provided that such Bylaws do not violate or contradict any provision of the Policy Committee Bylaws. Unless otherwise amended by the adoption of Bylaws, the DSATS Technical Committee meetings shall be conducted in accordance with *Robert's Rules of Order, Newly Revised Edition*.
- F.** The Policy Committee Chair, with the confirmation of the majority of the voting Policy Committee members, may establish temporary ad-hoc "task force" committees to consider such matters and perform such tasks as are referred to them by the Policy Committee. Such ad-hoc committees may include Policy Committee members, TAC members, local officials, public citizens, and others as approved by the Policy Committee. The Chair shall designate the chair for an ad-hoc committee, and may set a sunset date for the committee, at which time the committee would be dissolved unless otherwise extended by the Chair or the majority of the voting Policy Committee members.
- G.** All Advisory Committee meetings shall be open to the public unless the meeting is authorized to meeting privately with a three-fourths (3/4) majority of the Policy Committee voting membership. Should a closed session be held, all rules and

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regulations regarding closed session meeting procedures and documentation as outlined in the Illinois Open Meetings Act (5-ILSC-120/1 et seq) will be strictly adhered to.

- H. The Policy Committee authorizes the TAC to establish temporary ad-hoc “task force” committees to consider such matters and perform such tasks as are referred to them by the Technical Advisory Committee. These committees shall operate under the rules set forth in the Technical Advisory Committee Bylaws, provided that such Bylaws do not violate or contradict any provision of the Policy Committee Bylaws. All TAC authorized ad-hoc Committee meetings shall be open to the public unless the meeting is authorized to meeting privately by the Policy Committee with a three-fourths (3/4) majority of the Policy Committee voting membership.

Article VIII: Staff

- A. As established by the Intergovernmental Agreement, the City of DeKalb shall serve as the local Lead Agency and is designated to act as the fiscal agent for and provide staff support to the DSATS.
- B. With the approval of the DSATS Policy Committee, the Lead Agency shall enter contracts, as needed, with the State of Illinois Department of Transportation to capture and utilize subsidies available for transportation planning purposes. The Lead Agency shall provide preliminary assurance, as needed, of matching funds sufficient to capture available State and Federal subsidies available for transportation planning purposes, with actual match to be provided by agencies or entities using said funds.
- C. For further administrative, coordinating and supervisory purposes, the City Manager of the City of DeKalb shall appoint a Study Director from within the Lead Agency, conditional upon the approval of the appointment by three-fourths of the Policy Committee voting membership. The Study Director shall act as the lead staff person assigned to work with DSATS, and shall be responsible for the ongoing supervision, management and coordination of the planning and administrative assistance provided to the DSATS. Pertaining to the management of the DSATS program and the completion of assigned tasks, the Study Director shall report to the DSATS Policy Committee Chair for direction.
- D. The Study staff, under the oversight of the Director, shall be responsible for preparing a draft Unified Planning Work Program (UPWP), the draft Long Range Transportation Plan (LRTP), and the draft Transportation Improvement Program (TIP), to be submitted to the Technical Advisory Committee for their recommendation and to the Policy Committee for adoption. Once adopted, the Study Director and the Technical Advisory Committee will be jointly responsible for the timely updating of these and other documents as directed by the Policy Committee.
- E. The Study staff, under the oversight of the Director, shall be responsible for the administrative and planning services of DSATS, including causing the preparation

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of meeting summaries for all DSATS Policy Committee meetings; record keeping; correspondence; funding disbursement and management; document maintenance; general information dissemination to the public, and other supportive services to and directed by the DSATS Policy Committee.

- F. The Study staff, under the oversight of the Director, with direction from the Policy Committee Chair, shall schedule meetings, prepare agendas, issue notices, prepare minutes and generally ensure that all meetings are conducted in accordance with the Illinois Open Meetings Act.

Article IX: Federal and State Conformity

- A. The DeKalb Sycamore Area Transportation Study (DSATS) and its member organizations shall agree to conform to all rules and regulations set forth in the US Code of Federal Regulations 23 CFR 450, the Transportation Equity Act for the 21st Century (TEA-21), the Intermodal Surface Transportation and Efficiency Act (ISTEA), the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU), and all subsequent transportation acts when using federal funds for any transportation projects or transportation planning within the DeKalb metropolitan region.
- B. DSATS shall maintain and update, as needed, the plans, policies, and regulations to ensure federal and state conformity. DSATS staff shall maintain a list of all plans, policies, and regulations, which have been adopted by the DSATS Policy Committee to ensure federal and state conformity and make those policies and procedures available for public review. Any adoption of new plans and/or regulations or modification of existing plans and/or regulations dealing with federal conformity issues shall be carried by the approval of a three-fourths (3/4) majority of the voting Policy Committee voting membership.
- C. When using any federal FHWA or FTA funds for transportation projects, all DSATS member agencies agree to conform to all federal and state of Illinois laws and regulations. In addition, agencies agree to conform to all policies, plans, and procedures developed by DSATS to ensure Federal and State Conformity.

Article X: Bylaws

- A. These Bylaws may be adopted and amended at any time by a three-fourths (3/4) majority of the voting membership of the Policy Committee. If any one or more of the provisions of these Bylaws are found to be unconstitutional or contrary to law, the validity of the remainder of the Bylaws shall not be affected thereby.

The Bylaws are approved on this 22nd day of June, 2011 by the DSATS Policy Committee.

Approved (6 of 8 members) by (Kris Povlsen, Mark Biernacki, Joel Maurer, T. J. Moore – City of DeKalb; Ken Mundy – City of Sycamore; Lou Paukovitz – IDOT District 3)