



*“Serving the Transportation Needs of the Southeast Missouri Region”*

# **BYLAWS AND PROCEDURES MANUAL**

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**Southeast Metropolitan Planning Organization  
C/O City of Cape Girardeau Development Services Department  
401 Independence Street, Cape Girardeau, Missouri 63703  
Phone: (573) 339-6327 Fax: (573) 339-6303  
[www.southeastmpo.org](http://www.southeastmpo.org)**

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# **SOUTHEAST METROPOLITAN PLANNING ORGANIZATION BYLAWS AND PROCEDURES MANUAL**

## **Preamble**

The following constitutes the Bylaws, procedures, and responsibilities which will serve to establish, organize, and guide the proper functioning of the Southeast Metropolitan Planning Organization. The intent is to provide for an organization which is responsible for fulfilling the requirements of the Federal Aid Highway Act of 1962, as amended, the Urban Mass Transportation Act of 1964, as amended, the Airport and Airway Development Act of 1970 and other subsequent laws setting forth requirements for multi-modal transportation planning. This metropolitan transportation planning process shall be continuous, cooperative, and comprehensive (3-C). Further, this organization shall carry out any other transportation planning and programming functions as set forth in any agreements entered into by this organization and state or federal transportation agencies, or in such manner as events shall dictate.

# Article I. General

## **Section 1 Organization Name**

- 1.1 The name of this organization shall be the Southeast Metropolitan Planning Organization (SEMPO).

## **Section 2 Organization Structure**

- 2.1 The organization shall be governed by a Board of Directors as specified in the Memorandum of Understanding executed by the participating entities.
- 2.2 A standing committee designated as the Technical Planning Committee shall be appointed as set out in Section 21.
- 2.3 Ad hoc committees or study groups may be appointed by the Board of Directors as needs arise. Ad hoc committees or study groups shall have a specific charge and operate for a defined period of time.

## **Section 3 Metropolitan Planning Area**

- 3.1 A map of SEMPO's Metropolitan Planning Area is shown in Appendix A. The Board of Directors will periodically review the Metropolitan Planning Area based on existing and projected urban development trends. Changes to the transportation planning area should be based on recommendations of the Metropolitan Transportation Plan.

## **Section 4 Transportation Study Goals**

- 4.1 The goals that will guide transportation studies are broadly defined as follows:
  1. A system of facilities that provides an efficient and adequate capacity for the safe movement of people and goods to and from and within the area;
  2. A choice of mode of transport providing access and circulation to and from and within the area and adequate terminal facilities; and
  3. A system of facilities which is realistically and functionally associated with sound growth and development policies for the area.

## **Section 5 Transportation Study Objectives**

- 5.1 The transportation study objectives are based on achieving an efficient transportation system and one that provides satisfactory service to the area and its member communities. These objectives are:
  1. Promotion of appropriate land uses in the planning area;

2. Innovations in addressing transportation issues;
3. Publicly oriented transportation;
4. Economic development;
5. An effective transportation system;
6. Increased safety;
7. Lower operating costs;
8. Economy in construction of new facilities; and
9. Increased marketing and public information.

## **Section 6 General Policies**

- 6.1 All development policies, reports, programs, and plans affecting regional transportation issues within the planning area should be coordinated with SEMPO and the Regional Planning Commissions.
- 6.2 The Board of Directors and all committees shall carry out their respective responsibilities and duties with proper consideration for all modes of transportation and associated facilities.
- 6.3 Individual modal planning programs should be designed to be coordinated with planning for all other transportation modes and with comprehensive planning for the metropolitan planning area.
- 6.4 Transportation planning activities should be used to promote an efficient urban development pattern. Reasonable forecasts of future land use and socio-economic conditions shall be made to guide these activities.
- 6.5 All published data and/or reports may be released to individuals or agencies. Participating jurisdictions and agencies shall follow their own procedures when requests are made for their own data.
- 6.6 Transportation planning activities are prioritized annually in the Unified Planning Work Program (UPWP). The amount of MPO planning funds is based on the population in the urbanized area. Although many of the planning activities focus on tasks within the urbanized boundary, there will be consideration of the planning needs of member jurisdictions outside the urbanized boundary. Planning activities will be undertaken within the entire planning area. Specific planning projects will be prioritized on need, development pressures, transportation issues, etc.
- 6.7 Use of Missouri transportation funds that are allocated directly to MPO entities that lie outside the urbanized boundary shall remain at the discretion of that jurisdiction, subject to the funds legal requirements. These projects shall be reported for transportation planning purposes in the Transportation Improvement Program (TIP).

## **Section 7 Transportation Planning Year**

7.1 The Board of Directors shall establish the transportation planning year for SEMPO.

*[Sections 7.2 to 9.99 Reserved]*

## Article II. Bylaws of the Board of Directors

### **Section 10 Authorization and Purpose**

- 10.1 The Board of Directors is established under the authority of Section 134, Title 23, United States Code. Section 134 states that a metropolitan planning organization be designated for each urbanized area with a population of more than 50,000 to develop transportation plans and programs for that area. These plans and programs shall be developed from a transportation planning process providing for consideration of all modes of transportation. This process shall be continuous, cooperative, and comprehensive (3-C), to the degree appropriate, based on the complexity of the transportation problems to be addressed. Section 134 also provides that no project in an urbanized area with a population of more than 50,000 shall be approved for federal-aid assistance unless it is based on such a 3-C transportation planning process. Metropolitan planning organizations are further required by 23 Code of Federal Regulation Part 450.306(i) to establish policy boards with appropriate representation from local elected officials, public transportation agency officials and state officials.

### **Section 11 Membership**

#### 11.1 Voting Members.

There shall be seven (7) voting members of the Board of Directors, comprised as follows (each entity shall have one (1) voting member unless otherwise specified):

- Cape Girardeau County\*
- City of Cape Girardeau (two (2) voting members)
- City of Jackson (two (2) voting members)
- Southeast Missouri Regional Planning and Economic Development Commission
- Transit\*\*

\*Cape Girardeau County representative will be alternately appointed by Cape Girardeau County Commission and Cape Special Road District every two (2) years.

\*\*Transit representative will be alternately appointed by Southeast Missouri State University and Cape Girardeau County Transit Authority every two (2) years.

#### 11.2 Non-voting Members. The following entities shall be non-voting members of the Board of Directors:

- Alexander County
- Bootheel Regional Planning and Economic Development Commission
- Cape Girardeau County\*
- Federal Highway Administration – Illinois
- Federal Highway Administration – Missouri
- Federal Transit Administration – Region 5
- Federal Transit Administration – Region 7

- Illinois Department of Transportation
- Missouri Department of Transportation
- Scott County
- Southeast Missouri Regional Port Authority
- Transit\*\*
- Village of East Cape Girardeau

\*Cape Girardeau County representative will be alternately appointed by Cape Girardeau County Commission and Cape Special Road District every two (2) years.

\*\*Transit representative will be alternately appointed by Southeast Missouri State University and Cape Girardeau County Transit Authority every two (2) years.

### 11.3 Appointments to the Board of Directors and Terms.

1. Appointments to the Board of Directors shall be made by the respective governing bodies of each participating entity except as otherwise specified. Participating entities may change their member representative(s) at any time during the member's term upon written notification.
2. Terms of Appointment. All members of the Board of Directors shall serve a two (2) year term. There shall be no limit on the number of terms a representative may serve as a member. Each term shall begin on the first day of SEMPO's fiscal year and end on the last day of the following fiscal year.
3. Alternates. Each representative appointed to the Board of Directors shall, in writing, designate an alternate, who may exercise full member powers during their absence. The representative and their alternate shall serve corresponding terms.
4. The Board of Directors may, as it deems essential and necessary, add or remove voting and non-voting members through the amendment of these Bylaws as set out in Article IV.

## **Section 12 Officers and Terms**

- 12.1 The Board of Directors shall elect officers at or before the last meeting of SEMPO's fiscal year. There shall be two (2) officer positions: Chairperson and Vice Chairperson. Additional officer positions may be created through the amendment of these Bylaws as set out in Article IV. Officer terms shall be for a period of one (1) year and begin on the first day of the fiscal year following the election.
- 12.2 The Chairperson shall preside at all meetings of the Board of Directors, and may call special meetings as necessary.
- 12.3 The Vice Chairperson shall assume the responsibilities of the Chairperson in his or her absence.
- 12.4 If the Chairperson and the Vice Chairperson are both absent, then the Board of Directors shall appoint a member to preside over the meeting.



### **Section 13 Meeting Procedures**

- 13.1 The rules of order herein contained shall govern deliberations and meetings of the Board of Directors. Any point of order applicable to the deliberations by the Board of Directors and not contained herein shall be governed by “Robert’s Rules of Order”.
- 13.2 Meetings of the Board of Directors shall be held at least semi-annually.
- 13.3 The Board shall establish and approve an annual meeting schedule. SEMPO staff shall be responsible for providing notice of each meeting in accordance with the Missouri Sunshine Law.
- 13.4 A quorum of the Board of Directors shall consist of at least four (4) voting members or their alternates. The Board of Directors shall not take official action on any matter unless a quorum is present.
- 13.5 All meetings of the Board of Directors shall be open to the public except as provided for in the Missouri Sunshine Law.
- 13.6 Voting members shall be physically present in order to vote during any Board of Directors meeting.

### **Section 14 Responsibilities**

- 14.1 The Board of Directors shall be responsible for the following:
  - 1. Adopting SEMPO maps, plans, programs, and governing documents and approving amendments thereto, including but not limited to: the Metropolitan Planning Area (MPA) map; the Unified Planning Work Program (UPWP), the Public Participation Plan (PPP), the Title VI Program, the Metropolitan Transportation Plan (MTP), the Transportation Improvement Program (TIP), the Memorandum of Understanding, and these Bylaws;
  - 2. Approving transportation needs and projects lists for use in the development of Missouri and Illinois Statewide Transportation Improvement Plans (STIPs), planning scenarios, ballot measures, and other purposes;
  - 3. Authorizing letters in support of or in opposition to: proposed legislation or ballot measures affecting transportation in the SEMPO MPA, grant applications for transportation projects in the SEMPO MPA, and other matters;
  - 4. Establishing SEMPO committees and groups;
  - 5. Providing oversight of SEMPO staff, committees, and groups;
  - 6. Assuring SEMPO conducts a continuous, cooperative, and comprehensive metropolitan transportation planning process; and
  - 7. Assuring SEMPO compliance with federal regulations.

### **Section 15 Staff Support**

- 15.1 The City of Cape Girardeau shall provide administrative services and staff support to the Board of Directors as authorized in the Memorandum of Understanding.

## **Section 16 Meeting Conduct Procedures**

- 16.1 Order of Business: The business of the Board of Directors shall be taken up for consideration and disposition in the following order, unless revised upon approval of a majority of the voting members present:
1. Call to Order
  2. Introductions
  3. Public Comments
  4. Adoption of Agenda
  5. Approval of Minutes of previous meeting(s)
  6. Financial Report
  7. Communications from the Chairperson
  8. New/Unfinished business
  9. Member Reports
  10. Staff Report
  11. Other Business and Communications
  12. Adjournment
- 16.2 No motion shall be debated or put to a vote unless seconded. When seconded, the proposer shall have the floor.
- 16.3 The motion shall be submitted in writing by the proposer when required by any voting member of the Board of Directors.
- 16.4 When a question is under debate, the following motions shall be in order and shall have precedence over each other in the order stated.
1. To adjourn to a certain day;
  2. To adjourn;
  3. To postpone to a certain time;
  4. To take a recess;
  5. To lay on the table;
  6. To call for the previous question; and
  7. To amend.
- 16.5 Motions 1 through 5 above shall be decided without debate.
- 16.6 Chairperson Shall Participate and Vote: The Chairperson may move, second, debate and vote. The Chairperson shall not be deprived of any of the rights and privileges enjoyed by a member by reason of their acting as Chairperson. "Robert's Rules of Order" shall control all other aspects of debate inconsistent with any provision of these Bylaws.

*[Sections 16.7 through 19.99 Reserved]*

## Article III. Bylaws of the Technical Planning Committee (TPC)

### **Section 20 Authorization and Purpose**

- 20.1 The Technical Planning Committee is established under the authority of Section 134, Title 23, United States Code and is part of the 3-C transportation planning process described in Section 10.
- 20.2 The purpose of the Technical Planning Committee is to serve as an advisory body to the Board of Directors on transportation issues and to propose and recommend plans, programs, studies, and other activities pertaining to transportation planning.

### **Section 21 Membership**

- 21.1 The Technical Planning Committee shall be composed of individuals involved in planning, engineering, public policy, or related fields and whose experience and expertise is valuable for supporting SEMPO.
- 21.2 Voting Members: There shall be fifteen (15) voting members of the TPC, comprised as follows (each entity shall have one (1) voting member):
- Alexander County
  - Bootheel Regional Planning and Economic Development Commission
  - Cape Girardeau Area MAGNET
  - Cape Girardeau County
  - Cape Girardeau County Transit Authority
  - Cape Girardeau Regional Airport
  - Cape Special Road District
  - City of Cape Girardeau
  - City of Jackson
  - City of Scott City
  - Scott County
  - Southeast Missouri Regional Planning and Economic Development Commission
  - Southeast Missouri Regional Port Authority
  - Southeast Missouri State University
  - Village of East Cape Girardeau
- 21.3 Non-Voting Members: The following entities shall be non-voting members of the Technical Planning Committee:
- Federal Highway Administration – Illinois
  - Federal Highway Administration – Missouri
  - Federal Transit Administration – Region 5
  - Federal Transit Administration – Region 7
  - Illinois Department of Transportation

- Missouri Department of Transportation

#### 21.4 Appointments to the Technical Planning Committee and Terms.

1. Appointments to the Technical Planning Committee shall be made by the respective governing bodies of each participating entity except as otherwise specified. Participating entities may change their member representative(s) at any time during the member's term upon written notification.
2. Terms of Appointment. All members of the Technical Planning Committee shall serve a two (2) year term. There shall be no limit on the number of terms a representative may serve as a member. Each term shall begin on the first day of SEMPO's fiscal year and end on the last day of the following fiscal year.
3. Alternates. Each representative appointed to the Technical Planning Committee shall, in writing, designate an alternate, who may exercise full member powers during their absence. The representative and their alternate shall serve corresponding terms.
4. The Technical Planning Committee may, as it deems essential and necessary, add or remove voting and non-voting members through the amendment of these Bylaws as set out in Article IV.

### **Section 22 Officers and Terms**

- 22.1 The Technical Planning Committee shall elect officers at or before the last meeting of SEMPO's fiscal year. There shall be two (2) officer positions: Chairperson and Vice Chairperson. Additional officer positions may be created through the amendment of these Bylaws as set out in Article IV. Officer terms shall be for a period of one (1) year and begin on the first day of the fiscal year following the election.
- 22.2 The Chairperson shall preside at all meetings of the Technical Planning Committee, and may call special meetings as necessary.
- 22.3 The Vice Chairperson shall assume the responsibilities of the Chairperson in his or her absence.
- 22.4 If the Chairperson and the Vice Chairperson are both absent, then the Technical Planning Committee shall appoint a member to preside over the meeting.

### **Section 23 Meeting Procedures**

- 23.1 The rules of order herein contained shall govern deliberations of the Technical Planning Committee. Any point of order or rule on debate applicable to the deliberations by the Technical Planning Committee and not contained herein shall be governed by "Robert's Rules of Order".

- 23.2 The Technical Planning Committee shall establish and approve an annual meeting schedule. SEMPO staff shall be responsible for providing notice of each meeting in accordance with the Missouri Sunshine Law.
- 23.3 All meetings of the Technical Planning Committee shall be open to the public except as provided for in the Missouri Sunshine Law.
- 23.4 A quorum of the Technical Planning Committee shall consist of at least six (6) voting members or their alternates. The Technical Planning Committee shall not take official action on any matter unless a quorum is present.
- 23.5 Voting members shall be physically present or participate by telephone or video conference in order to vote during any Technical Planning Committee meeting.

#### **Section 24 Responsibilities**

- 24.1 The Technical Planning Committee shall complete work set forth by the Board of Directors, including but not limited to, review proposals, and recommend technical methods, procedures, and standards on all policies, reports, programs, and plans related to development and transportation issues within the SEMPO MPA.
- 24.2 The Technical Planning Committee shall discuss and recommend alternative transportation plans and programs to the Board of Directors.

#### **Section 25 Staff Support**

- 25.1 The City of Cape Girardeau shall provide administrative services and staff support to the Technical Planning Committee and all other SEMPO committees and groups as authorized in the Memorandum of Understanding.

#### **Section 26 Meeting Conduct Procedures**

- 26.1 Order of Business. The business of the Technical Planning Committee shall be taken up for consideration and disposition in the following order, unless revised upon approval of a majority of the voting members present:
1. Call to Order
  2. Introductions
  3. Public Comments
  4. Adoption of Agenda
  5. Approval of Minutes of previous meeting(s)
  6. Financial Report
  7. Communications from the Chairperson
  8. New/Unfinished business
  9. Member Reports
  10. Staff Report

11. Other Business and Communications

12. Adjournment

- 26.2 No motion shall be debated or put to a vote unless seconded. When seconded, the proposer shall have the floor.
- 26.3 The motion shall be submitted in writing by the proposer when required by any voting member of the Technical Planning Committee.
- 26.4 When a question is under debate, the following motions shall be in order and shall have precedence over each other in the order stated.
1. To adjourn to a certain day;
  2. To adjourn;
  3. To postpone to a certain time;
  4. To take a recess;
  5. To lay on the table;
  6. To call for the previous question; and
  7. To amend.
- 26.5 Motions 1 through 5 above shall be decided without debate.
- 26.6 Chairperson Shall Participate and Vote: The Chairperson may move, second, debate and vote. The Chairperson shall not be deprived of any of the rights and privileges enjoyed by a member by reason of their acting as Chairperson. “Robert’s Rules of Order” shall control all other aspects of debate inconsistent with any provision of these Bylaws.

*[Sections 26.7 to 29.99 Reserved]*

## Article IV. Amendments of Bylaws

### **Section 30 Amendments of Bylaws**

- 30.1 These Bylaws may be amended upon approval by at least five (5) of the voting members of the Board of Directors. Any proposed amendment shall be in writing and distributed to the Board of Directors at least twenty-eight (28) days prior to the date of the meeting at which the amendment will be considered.

# APPENDIX A

