

Bylaws for the Ohio Travel Demand Model Users' Group

With proposed change (October, 2006)

MISSION STATEMENT

To Educate, Inform, Improve, and Promote Travel Demand Forecasting as a part of the Transportation Planning Process amongst Ohio's Metropolitan Planning Organizations, Department of Transportation, Consultants, Government Leaders, and Educational Institutions.

PREAMBLE

The Ohio Travel Demand Model Users' Group is a voluntary organization of metropolitan planning organizations (MPO's), consultants, government leaders, and educational institutions from throughout the State of Ohio, operating in association with the Ohio Department of Transportation. The primary purpose of the OTDMUG is to foster a cooperative effort in travel demand forecasting and the design and implementation of travel demand models throughout the entire state. The OTDMUG will also serve as a forum for the discussion and study of common problems of a statewide nature, and for the development of policy and action recommendations relating thereto.

ARTICLE I - FUNCTIONS

A. The functions of the OTDMUG shall include:

1. To foster, develop and aid in coordinating travel demand forecasting and the design and implementation of travel demand models.
2. The OTDMUG may undertake studies, collect data, and engage in such other activities as the group finds necessary or desirable for the solution of travel demand forecasting and the design and implementation of travel demand models.
3. To serve, as an advisory council related to travel demand forecasting and the design and implementation of travel demand models.

ARTICLE II - MEMBERSHIP

1. Membership is open to all interested parties.
2. The Secretary shall maintain a membership list.
3. All persons present at the ratification of the Bylaws shall be a member.
4. Additional members may be added later by majority vote of existing members present and voting at future meetings.
5. Any member that has had 4 consecutive absences of regularly scheduled meetings will be removed from the membership roster.
6. A member can request to be removed from the member or non-member list at any time.

ARTICLE III - OTDMUG MEMBERS

A. Voting

1. Each member present at the meeting shall be entitled to one (1) vote in the deliberations of the OTDMUG.

2. Unless otherwise specified by group Bylaws, voting in OTDMUG on any questions for passage will require an affirmative simple majority of those present and voting. Voting in OTDMUG meetings may be either by voice or roll call vote. A roll call vote shall be conducted upon the demand of a member present, or at the discretion of the presiding officer.

B. Meetings

The OTDMUG shall hold regular meetings. Any necessary action that must be pursued in the period of time between the regular meetings will be conducted at meetings of the Executive Committee. Additional OTDMUG meetings can be held upon call of the Chairman or twenty percent of the members of the OTDMUG. The time, date, and location of regular and special meetings of the OTDMUG shall be determined by the membership. Notice of the regular meetings of the OTDMUG shall be distributed at least seven (7) days prior to each meeting.

C. Duties

Major duties include:

1. Electing the OTDMUG Officers.
2. Approving membership in standing and ad-hoc committees.
3. Resolving any membership questions.
4. Recommending and approving amendments to the OTDMUG Bylaws.
5. Recommending policy statements and service programs for implementation by the group.
6. Reviewing any action of the Executive Committee.

ARTICLE IV - OTDMUG COMMITTEES

The OTDMUG shall have two (2) standing committees which shall be the Executive Committee, and the Rules Committee. The rules governing these committees are described and defined in Sections IV-A and IV-B respectively. Notice of the regular meetings of any standing committees should be distributed at least seven (7) days prior to each meeting. An agenda for the meeting shall accompany the notice.

A. The Executive Committee of the OTDMUG shall have the following functions and responsibilities.

1. Representation

Membership of the Executive Committee shall consist of the Chairman, Vice-Chairman, Secretary and Event Coordinator of the OTDMUG.

The Chairman of the OTDMUG shall also serve as the Chairman of the Executive Committee. The Secretary shall serve as the Clerk of the Executive Committee, recording the minutes of the committee and performing related duties at committee meetings. The Executive Committee of the group shall meet on call of the OTDMUG Chairman.

2. Duties

- a. Setting the agenda for meetings of the OTDMUG.

- b. Serve as an executive body, empowered to make decisions for the OTDMUG in the periods between regularly scheduled meetings.
- c. Serve as representatives of the OTDMUG to other groups and organizations.

B. A Rules Committee of the OTDMUG will have the following functions and responsibilities.

1. Representation

The Rules committee shall be composed of at least two (2) members. Members of the Rules committee shall be appointed by the Chairman of the OTDMUG, subject to the approval of a majority vote of the OTDMUG.

2. Duties

The Rules committee shall maintain and update the by-laws of the OTDMUG, and shall also be responsible for maintaining a complete listing of any specific rules of order adopted by the OTDMUG.

ARTICLE V - AD HOC COMMITTEES

A. The OTDMUG may allow the establishment of ad hoc committees to advise it as it sees fit. The membership, voting privileges, duties, powers and committee rules will be stated by the OTDMUG when creating each committee.

ARTICLE VI - OFFICERS, ELECTIONS, REPRESENTATIVES, AND VACANCIES

A. Officers

Officers of the OTDMUG shall consist of a Chairman, Vice-Chairman, Secretary and an Event Coordinator. The Chairman, Vice-Chairman, Secretary and Event Coordinator shall be chosen biennially from the official membership of the OTDMUG, and will serve for two (2) years. The elections of these four officers shall occur in alternating years, with the election of the Vice-Chairman and the Secretary being held in the first year, and the election of the Chairman and Event Coordinator being held in the following year. Neither the Chairman, Vice-Chairman, Secretary or Event Coordinator shall hold office for more than two successive terms.

B. Elections

Elections shall be held immediately after the roll call of members, adoption of the minutes of the previous meeting, and the reports and communications of the Chairman at the beginning of the final scheduled calendar year meeting of the OTDMUG. Newly elected officers shall take office as of January 1 of the following year.

C. Vacancies

A vacancy shall immediately occur, in the office of Chairman, Vice-Chairman, Secretary or Event Coordinator upon the resignation or death of the person holding such office. Upon a vacancy occurring in the office of Chairman, the Vice-Chairman shall automatically become Chairman for the balance of the unexpired term. Upon a vacancy occurring in the office of the Vice-Chairman, Secretary or the Event Coordinator, the OTDMUG shall elect a Vice-Chairman, Secretary and/or Event Coordinator at the group's next meeting from among its membership to serve for the balance of the unexpired term.

ARTICLE VII - AMENDMENTS

Amendments to these Bylaws may be proposed by any member of the OTDMUG. Each proposed amendment shall be tabled until the time of the next scheduled meeting of the OTDMUG. During the time that the motion is tabled a copy of the official text of the proposed amendment shall be forwarded by the Secretary to all members of the OTDMUG, at least thirty (30) days prior to the next meeting of the OTDMUG, at which time the proposed amendment will be voted upon. A two-thirds (2/3rds) majority vote of those members present and voting passes the amendment, which takes immediate effect. Any other provisions of these Bylaws may be suspended by unanimous consent of those present at a convened meeting, provided such suspension is necessary as an emergency measure to advance the goals of the group.

ARTICLE VIII - EFFECTIVE DATE

These Bylaws, and any amendments thereto, shall go into effect immediately upon adoption by the OTDMUG.

Rules of the OTDMUG

SECTION I - Meetings

1. Regular meetings of the OTDMUG shall be held at a time and place to be determined at the previous meeting.
2. All regular and special meetings of the OTDMUG shall be public.
3. A quorum is required to conduct and vote on business. The Chairman will determine what constitutes a quorum.

SECTION II - Officers of the OTDMUG

1. The Chairman, and in his absence the Vice-Chairman, shall preside over meetings of the OTDMUG. In the absence of both Chairman and Vice-Chairman, the Secretary shall pick a Users Group member to preside over the meeting.
2. The presiding officer shall call all meetings of the OTDMUG to order at the appointed hour and shall proceed with the order of business. If a quorum be present, he shall offer the members an opportunity to correct the minutes of the previous meeting.
3. The presiding officer shall not speak on any matter on which the Users Group is to act without first relinquishing the chair to the Vice-Chairman.
4. The presiding officer shall preserve order and decorum, confine members in debate to the questions under discussion; shall decide all points of order, subject to any appeal to the OTDMUG, and shall appoint all standing committees unless otherwise stipulated by the OTDMUG.
5. The Secretary, or in his absence, such other voting member as the presiding officer shall designate as acting Secretary, shall serve as the official clerk of the OTDMUG, record the minutes and perform such other and additional duties as these Rules may require.
6. The Secretary shall keep the records of the OTDMUG, keep a proper file of all papers and documents which are part of the transactions of the OTDMUG, all orders of the group, and make such records available on request.
7. The Secretary will make available a list of members to the OTDMUG prior to a meeting where officers are to be elected. If a member list is not made available to the meeting, it can be distributed at the meeting prior to officer elections.

8. The Secretary will maintain a list of non-members of the OTDMUG that would like to receive meeting notices and other general OTDMUG related information. The secretary shall send, by email, meeting notices and other general information that it provides to OTDMUG members. Any removed OTDMUG member will be automatically added to the non-member list.

9. The Secretary of the OTDMUG shall provide a sign in sheet at meetings and maintain an attendance database for purposes of administering Article II, item 5 of the bylaws.

10. The Secretary of OTDMUG shall provide a signed certificate of attendance containing at a minimum the following: OTDMUG logo, name of participant, list of session topics, speakers, speaker's affiliation and presentation duration for any member requesting same.

11. The Event Coordinator will oversee the scheduling of the meeting facility, ensure appropriate audio-visual equipment is present and see to the provision of refreshments at OTDMUG meetings.

SECTION III - Committee Procedures

1. All members of standing committees shall be appointed by the presiding officer of the OTDMUG, unless otherwise provided for in Article IV. The presiding officer shall also have the authority to fill vacancies, whether caused by resignation or otherwise.

2. Members of all special and ad hoc committees shall be appointed by the Chairman of the OTDMUG.

3. Vacancies on a committee shall be reported promptly to the Chairman of the OTDMUG by the Clerk of the committee, at which time the Chairman shall appoint a person to fill said vacancy.

4. One-half (1/2) of the committee membership of a special, ad hoc committee, or standing committee shall constitute a quorum for the transaction of business.

5. Matters to be referred to committees shall be so referred by the presiding officer.

6. No matter referred to a committee for action shall be approved or disapproved and reported out of committee, unless it has first been considered at a committee meeting called as provided herein.

7. Committees shall present verbal reports at the meetings of the OTDMUG. Failure of a committee to report on a resolution or rule shall require an explanation as to their progress.

8. All committees shall act by majority vote of members present and voting, provided that those dissenting from committee action may have their dissent recorded on the committee meeting minutes.

9. Minutes of committee meetings shall be included in the agenda package prepared for the OTDMUG.

10. Except as herein otherwise provided, proceedings of committees shall be governed by Robert's Rules of Order, Revised, latest revision.

SECTION IV - Rules Governing Procedure

1. The presiding office may, at any time, with a concurrence of a two-thirds (2/3rds) vote of the members present and voting, permit a member to introduce a resolution or motion out of regular order.

2. All votes shall be taken by yeas and nays. The results shall be noted and entered accordingly in the minutes by the Secretary.

3. When a motion is made and seconded, it shall be stated by the presiding officer before any debate be in order. Any member may request a motion be in writing.
4. Unless otherwise herein provided, the latest edition of the Robert's Rules of Order, Revised, shall govern OTDMUG procedure.

SECTION V - Resolutions

1. Only members may introduce Resolutions.
2. Resolutions may be introduced in the OTDMUG in either verbal or written form.
3. The enacting clause of all Resolutions shall be: "Be it resolved by the OTDMUG."
4. All OTDMUG Rules shall require, for adoption, a majority vote of members present. The vote on the adoption shall be taken by yeas and nays entered on the record, except as otherwise provided in these Rules.
5. Resolutions, Motions, and Rules adopted by the OTDMUG shall take affect immediately after being adopted, unless otherwise indicated.