

# **BYLAWS OF THE TECHNICAL ADVISORY COMMITTEE**

FOR THE  
OAHU METROPOLITAN PLANNING ORGANIZATION

Endorsed by the  
OahuMPO Technical Advisory Committee  
on July 16, 2015

and

Approved by the  
OahuMPO Policy Board  
on July 20, 2015

Revised by the  
OahuMPO Technical Advisory Committee  
on March 9, 2018

and

Approved by the  
OahuMPO Policy Board  
On March 23, 2018

# TABLE OF CONTENTS

PREAMBLE .....	1
I. GENERAL PROVISIONS .....	1
A. Role.....	1
B. Vision and Mission .....	1
C. Responsibilities.....	1
D. Non-Member Participation .....	1
II. MEMBERSHIP.....	2
A. Voting Membership .....	2
B. Tenure of Membership.....	2
C. Non-Voting Membership.....	2
D. Appointment .....	3
E. Alternate Membership .....	3
III. RULES AND PROCEDURES FOR MEMBERS .....	3
A. Meeting Attendance .....	3
B. Officers .....	3
C. New Member Orientation .....	4
IV. CONDUCT OF BUSINESS .....	4
A. Order of Business.....	4
B. Meeting Schedule.....	5
C. Sub-Committees.....	6
D. Meeting Agenda.....	6
E. Quorum .....	6
F. Voting Procedures.....	7
G. Meetings by Interactive Conference Technology .....	7
H. Minutes .....	7
V. AMENDMENTS .....	8
A. Bylaws Amendments .....	8
VI. RULES OF ORDER .....	8
A. Parliamentary Authority.....	8

## **PREAMBLE**

These Bylaws govern the proceedings of the Technical Advisory Committee (TAC) established by the Policy Board of the Oahu Metropolitan Planning Organization (OahuMPO), which is responsible for fulfilling Federal planning requirements set forth under 23 U.S.C. 134 and 135 and 23 CFR 450.

### **I. GENERAL PROVISIONS**

#### **A. Role**

1. The TAC provides the technical input to carry out the continuing, cooperative and comprehensive multimodal transportation planning process for the OahuMPO. The members of the TAC will participate as representatives from and technical experts of their governmental agency; and as a whole the TAC shall serve as the technical advisor to the Policy Board and the OahuMPO Executive Director.

#### **B. Responsibilities**

The advisory functions of the TAC shall include, but not be limited to the following:

1. The TAC is the forum to discuss transportation and land use issues for the purpose of providing recommendations to the Policy Board and the OahuMPO Executive Director.
2. At TAC meetings the members of the TAC are to provide technical input and participate in discussion for items to be presented to the Policy Board.
3. To represent and act as the liaison for their agency.
4. To attend and participate at TAC meetings to discuss transportation issues as they relate to the 3-C Multimodal Transportation Planning Process planning and program deliverables.
5. To provide general technical reviews of the OahuMPO planning and program deliverables, such as the long-range transportation plan, transportation improvement program, congestion management process, unified planning work program, and public participation plan.
6. At a minimum, items voted affirmatively by the TAC and the meeting minutes of the TAC shall be provided to the Policy Board by inclusion on the Policy Board meeting agenda.

#### **C. Conflicts**

1. If any conflict exists between these bylaws and statutes of the State of Hawaii, State statutes shall govern.

#### **D. Non-Member Participation**

1. Every meeting of the TAC shall be open to the public and all persons shall be permitted to attend any meeting unless otherwise provided in the constitution or as closed pursuant to Hawaii Revised Statutes (HRS) §§ 92-4 and 92-5; provided that the removal of any person or persons who willfully disrupts a meeting to prevent and compromise the conduct of the meeting shall not be prohibited. The TAC shall afford all interested persons an opportunity to submit data, views, or arguments, in writing, on any agenda

item.<sup>1</sup>

## **II. MEMBERSHIP**

### **A. Voting Membership**

1. The OahuMPO TAC shall be composed of ten (10) voting members. These members shall include:
  - Two (2) staff members from the State Department of Transportation
  - One (1) staff member from the State Department of Business, Economic Development, and Tourism
  - One (1) staff member from the State Office of Planning
  - Two (2) staff members from the City Department of Transportation Services.
  - Two (2) staff members from the City Department of Planning and Permitting
  - Two (2) staff members from the Honolulu Authority for Rapid Transportation (HART)
2. Any person serving as a Policy Board member, delegated member, or alternate shall not serve as a TAC voting member or alternate.

### **B. Tenure of Membership**

1. Technical Advisory Committee members shall serve until they are replaced by the Director of their respective agency.

### **C. Non-Voting Membership**

1. The Policy Board may appoint non-voting members to the TAC as is deemed essential or necessary. Prior to the appointment by the Policy Board, the TAC will be afforded an opportunity to provide a written statement regarding the proposed appointment.
2. Non-voting members serve in an advisory capacity to the TAC and their presence does not count towards determining quorum.
3. Non-voting members of the TAC include:
  - One (1) representative of the Hawaii Transportation Association
  - One (1) representative from the Federal Highway Administration
  - One (1) representative from the Federal Aviation Administration
  - One (1) staff member from the Federal Transit Administration
  - One (1) staff member from the City Department of Design and Construction
  - One (1) staff member from the City Department of Facilities Maintenance

### **D. Appointment**

1. TAC staff members from the City and State transportation and planning agencies shall be designated by the Director or Executive Director of their respective agency.
2. Members representing the Federal agencies shall be designated by the respective Regional or Division Administrator.

---

<sup>1</sup> Section 92-3, Hawaii Revised Statutes

**E. Alternate Membership**

1. TAC members may designate a regular alternate by written letter or e-mail to the TAC Chair and the OahuMPO Executive Director. The alternate shall serve in the same department or represent the same agency as the regular member.
2. An alternate member's term shall be for no longer than the term of the regular member he or she represents.
3. In the event that both the regular member and their designated alternate attend the same TAC meeting, the alternate member will attend only as a non-voting member.

**III. RULES AND PROCEDURES FOR MEMBERS**

**A. Meeting Attendance**

1. To ensure quorum of the TAC is achieved and to ensure the consistency of discussion, if a member or their designated alternate misses two (2) or more consecutive meetings of the TAC, the TAC Chair may request that the appropriate participating agency provide a replacement member.

**B. Officers**

1. Officers of the TAC shall include a Chair and Vice-Chair chosen by the members.
2. The Chair shall be elected by the majority of the members in a duly constituted meeting on a rotating basis between representatives of the City Departments, representatives of the State Agencies/Departments, and representative of the Public Transportation Operator (see table below).
3. The Chair's term of office shall be two (2) years or until a successor is appointed. The term extends from January 1<sup>st</sup> until December 31<sup>st</sup> of the following year.
4. A Vice-Chair shall be elected by the majority of the members in a duly constituted meeting to serve in the Chair's absence or in case of the Chair vacating elected office. The Vice-Chair shall be a representative from a different jurisdiction or authority than that of the Chair (see table below). The Vice-Chair's term of office shall be two (2) years, concurrent with the term of the Chair.

<b>Chair (2 years)</b>	<b>Vice-Chair (2 years)</b>
City department representative	State or HART
State department representative	City or HART
HART representative	City or the State

5. Election of officers shall be at the first duly constituted meeting following January 1<sup>st</sup> of every other year.
6. The Chair shall be responsible for the establishing the meeting agenda of the TAC based on consultation with the OahuMPO Executive Director and Vice-Chair. The Chair shall place on the agenda for full hearing any issues, project, or subject matter related to transportation which is requested by the

Policy Board Chair, the OahuMPO Executive Director, or at least three (3) voting members of the TAC.

7. Any written request for matters to be placed on the TAC agenda from any governmental agency should be directed to the TAC Chair, with a distribution to the Policy Board Chair and OahuMPO Executive Director.

**C. New Member Orientation**

1. At least once per calendar year during a regularly scheduled meeting of the TAC, the Executive Director shall provide “refresher” orientation to TAC members and regular alternates of the roles and responsibilities of the OahuMPO under Federal, State, and local laws, the programs, processes and procedures, and work products and programs that are the responsibility of the OahuMPO, and the role and responsibilities of the TAC.
2. Upon designation to the TAC, each new member and new regular alternate must participate in a formal educational session with the Executive Director, upon which such program is established and approved by the Policy Board. Attendance of this new member education session is necessary for that member to receive voting rights.

**IV. CONDUCT OF BUSINESS**

**A. Order of Business**

1. The business of the TAC shall be taken up for consideration and disposition in the following order, unless changed by a unanimous vote of those TAC members in attendance.
  - Call to order by Chair
  - Roll call
  - Approval of minutes of previous meeting
  - Report of Executive Director
  - Old business
  - New business
  - Invitation to interested members of the public to be heard on matters not included in the agenda
  - Announcements Announcement of next scheduled meeting
  - Adjournment
2. After discussion of each agenda item listed under Old Business or New Business, members of the public in attendance shall be afforded the opportunity to comment. Public comment shall occur after TAC members have had the floor for discussion, but prior to any action or vote being taken by the voting members.

**B. Meeting Schedule**

1. TAC meetings shall be held monthly with no less than eight (8) meetings scheduled per calendar year. The Chair shall establish a regular meeting schedule (i.e., predetermined day and time) with consideration of the majority preferences of the members as determined by an annual written poll. The location for the meetings shall be arranged by the TAC Chair with support from OahuMPO staff, as needed.
2. The TAC membership shall be provided the agenda package by the Executive Director or his or her designated staff no later than seven (7)

business days in advance of a meeting. Members shall receive the agenda package via both electronic mail (e-mail) and the U.S. Postal Service.

3. Special meetings of the TAC, which are any meetings outside of the regularly scheduled monthly TAC meetings, may be called at any time by the Chair, by a majority of voting membership, or by the Executive Director. Notice of said meeting shall be made in accordance with the requirements of HRS Chapter 92, (Sunshine Law), and applicable laws.
4. Emergency meetings of the TAC may be called by a two-thirds agreement of the membership as deemed necessary and in accordance with HRS §92-8.
5. A Permitted Interaction Group of the TAC by majority vote under HRS §92-2.5(b) and shall consist of two or more members of the TAC but less than the number of members which would constitute a quorum. Meetings of a Permitted Interaction Group are not required to be publically noticed. The Permitted Interaction Group must report back to the full TAC at a publically-noticed meeting the matters presented and discussed. This meeting must be an informational meeting or presentation where no action on the subject matter is taken by the TAC. Following the information meeting, the TAC shall schedule a subsequent meeting where formal action may be taken concerning the subject matter discussed and deliberated by the Permitted Interaction Group.
6. To the extent practicable, TAC meetings shall be held at least fourteen (14) calendar days prior to Policy Board meetings on the action and discussion items to be presented at the Policy Board's meeting. This is intended to provide the TAC sufficient time to review and/or convene on said action and discussion items.

**C. Sub-Committees**

1. The TAC may, upon approval of a majority vote of the members present at a duly constituted meeting, form one or more sub-committees to investigate issues and make recommendations to the TAC.
2. Sub-committee voting membership will be comprised of three or more voting members of the TAC.
3. Sub-committees may invite anyone who may be of assistance to their mission to attend a sub-committee meeting providing that the person's presence does not violate any other law or statute.
4. Notice of sub-committee meetings shall be made in accordance with the requirements of HRS Chapter 92, (Sunshine Law), and applicable laws. Every meeting of a sub-committee shall be open to the public and all persons shall be permitted to attend any meeting unless otherwise provided in the constitution or as closed pursuant to Hawaii Revised Statutes (HRS) §§ 92-4 and 92-5; provided that the removal of any person or persons who willfully disrupts a meeting to prevent and compromise the conduct of the meeting shall not be prohibited.

**D. Meeting Agenda**

1. The agenda for each meeting shall be set by the Chair in consultation with the OahuMPO Executive Director and the Vice Chair.
2. Once publically noticed, items may only be added to the agenda by a two-thirds recorded vote of all members provided that no item shall be added to

the agenda if it is of reasonably major importance and action thereon by the TAC will affect a significant number of persons. Items of reasonably major importance not decided at a scheduled meeting shall be considered only at a meeting continued to a reasonable day and time.<sup>2</sup>

3. Meetings shall be conducted in the order of which the agenda is set unless otherwise proposed by a voting member.
4. If a representative (or representatives) of the public is present and would like to speak to the TAC prior to the members voting on a matter, or would like to bring something to the attention of the TAC, it is at the Chair's discretion as to the duration of the presentation.
5. All TAC meetings shall be open to the public and shall comply with applicable provisions of HRS Chapter 92 Part I and other laws as appropriate.

**E. Quorum**

1. Pursuant to HRS 92-15, a quorum shall consist of a majority of voting members, or their designated alternate.
2. No action shall be taken by the TAC without a quorum.
3. If a quorum is not present at a scheduled meeting, the meeting may be effectively canceled and presentations or public testimony may still be given so long as no action is taken by the TAC.
4. If a quorum is not present at a scheduled meeting, those present may tentatively reschedule the meeting to another day when a quorum can be obtained, consistent with HRS Chapter 92 Part I.

**F. Voting Procedures**

1. A vote by voice shall be by an affirmative vote of a majority of the members present once quorum is reached.
2. Any member may also request a roll call vote in addition to a vote by voice.
3. Only voting members may move and second formal motions, and cast votes.
4. Decisions shall be made by a majority vote of the members present.

**G. Meeting by Interactive Conference Technology**

1. The TAC may hold a meeting by interactive conference technology under HRS §92-3.5, provided that the interactive conference technology used by the TAC allows interaction among all members participating in the meeting and all members of the public attending the meeting.
2. Notice must be given of all locations where participating members will be physically present and indicates that members of the public may join TAC members at any of the identified locations.
3. Any member participating in a meeting by interactive conference technology shall be considered present at the meeting for the purpose of determining compliance with the attendance, quorum and voting requirements of this Section.
4. A meeting held by interactive conference technology shall be terminated when audio communication cannot be maintained with all locations where the meeting by interactive conference technology is being held, even if a quorum of the TAC is physically present in one location.

---

<sup>2</sup> Section 92-7, Hawaii Revised Statutes

5. If copies of visual aids required by or brought to the meeting by TAC members or members of the public are not available to all meeting participants, at all locations where audio-only interactive conference technology is being used, within fifteen minutes after audio-only communication is used, those agenda items for which visual aids are not available for all participants at all meeting locations cannot be acted upon at the meeting.
6. A TAC member with a condition that limits or impairs the member's ability to physically attend the meeting may participate in a TAC meeting from a location not accessible to the public; provided that that member is connected to other members of the TAC and the public by both visual and audio means, and the member identifies where the member is located and who, if anyone, is present at that location with the member.

#### **H. Minutes**

1. Minutes shall be kept for all TAC meetings and distributed in accordance with HRS Chapter 92.
2. Copies of the approved minutes shall be made available to the public at the business office of the OahuMPO as stated in the Oahu MPO Office Policy Regarding Duplication and Distribution of Meeting Materials.

### **V. AMENDMENTS**

#### **A. Bylaws Amendments**

1. Amendments to these Bylaws may be proposed by a voting member of the TAC, voting member of the Policy Board, or the Executive Director after they have been submitted in writing to the TAC Chair and placed on the agenda by the TAC Chair for vote by the membership. The Executive Director or his or her designated staff shall mail to each TAC member a copy of the proposed amendment to the bylaws at least seven (7) business days prior to the meeting where a vote of approval is to be taken. Amendments must be approved by an affirmative vote of at least two-thirds of the voting TAC membership in attendance. Following consideration and being voted upon by the TAC membership, the proposed amendment(s) must be transmitted to the Policy Board for approval by at least two-thirds of the voting Policy Board membership in attendance.

### **VI. RULES OF ORDER**

#### **A. Parliamentary Authority**

1. The current edition of *Robert's Rules of Order* shall govern only in cases where the *Bylaws of the Technical Advisory Committee for the OahuMPO* or HRS Chapter 92 are silent.