

EXECUTIVE BOARD BY-LAWS

ADOPTED SEPTEMBER 12, 2013

Amended May 9, 2017

I. OBJECTIVE

The objective of the Sun Corridor Metropolitan Planning Organization (SCMPO) is to carry out planning, coordination, and integration of activities necessary to maintain a comprehensive, cooperative, and continuing multi-agency transportation planning program; and further, as specified by the Executive Board of the SCMPO, carry out other related specific tasks including implementation thereof. The underlying concept of the SCMPO shall be Local Governments and Citizens Working Together. The SCMPO will exercise leadership and initiative in planning and assisting development of the Sun Corridor Region.

II: METROPOLITAN PLANNING AREA

The Metropolitan Planning Area (MPA) covered by the SCMPO is the entire planning areas of Casa Grande, Coolidge, and Eloy as well as portions of Pinal County, AZ, as depicted in the finalized boundary map (Figure 1).

III: ORGANIZATION

The SCMPO's organizational chart is shown in Figure 2. Membership of the SCMPO include the Cities of Casa Grande, Coolidge, Eloy, Pinal County, and the Arizona Department of Transportation (ADOT). Elected officials (except for ADOT's representative, who is appointed by the Governor of the State of Arizona) from each of those agencies make up an Executive Board (EB); and management staff make up a Management Committee (MC). In addition, there may be other special committees such as technical subcommittees and/or citizen tasks forces. Each group is defined below:

- A. Executive Board:** The SCMPO Executive Board consists of elected officials from the Cities of Casa Grande, Coolidge, Eloy, and Pinal County; one member from the Arizona Department of Transportation's State Transportation Board who is appointed to the State Transportation Board by the Governor, or his/her designee, who may be an employee of Arizona

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Department of Transportation; and one ex-officio non-voting representative from each of the following agencies,: the Federal Highway Administration (FHWA), the Federal Transit Administration (FTA), and the Arizona Department of Environmental Quality. It is the function of the Executive Board to act as a policy making body coordinating and directing transportation and Economic Development planning, the implementation thereof (as authorized by the Executive Board), and related activities within the overall regional comprehensive planning process.

1. Executive Board Membership:

- a. To be an eligible member of the Executive Board, a representative must be a duly elected member of the governing body of a local government located in the SCMPO designated boundaries, excepting the member of the Arizona State Transportation Board (who is appointed by the Governor of the State of Arizona). Each local government shall designate the person or persons among its duly elected governing body to sit on the SCMPO Executive Board. The District 4 State Transportation Board Member for the SCMPO Region shall have a seat on the board, and all members shall serve as primary voting member(s) of the SCMPO Executive Board.

At its discretion, each government entity may select alternates who are duly elected members of the governing body, or a duly qualified employee or representative designated by the State Transportation Board's SCMPO representative, when the primary member is not available. The alternate(s) will have the same voting power and duties of the primary member(s).

- b. Designation of Primary and Alternate members (as well as the priority of qualification for service among Alternates) shall be in accordance with statute, ordinance or regulation governing each agency, and written verification shall be provided in a timely manner at least annually to the Executive Director of the SCMPO.

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- c. The number of eligible members on the Executive Board shall be as follows:

Jurisdiction	Number of Members
City of Casa Grande	1
Pinal County	1
City of Coolidge	1
City of Eloy	1
ADOT (Trans Board)	1
TOTAL	5

- d. Any member, who for any reason shall no longer be in the service of the governmental unit jurisdiction, shall have his/her position vacated automatically and another member shall be appointed by the appropriate governmental unit.
- e. Representatives of the following units of government are voting members of the SCMPO: City of Casa Grande, City of Coolidge, City of Eloy, Pinal County, and the Arizona State Transportation Board. Each agency of the Federal Highway Administration, the Federal Transit Administration, and the Arizona Department of Environmental Quality, may be considered ex-officio, non-voting members, and may participate on subjects of concern and interest to their geographic area, or due to noted/recognized expertise. Each ex-officio, non-voting member must be approved by his/her respective agency.

2. Voting:

- a. Each represented jurisdiction/ entity of the SCMPO shall have the following assigned number of votes:

Jurisdiction	Number of Members
City of Casa Grande	1
Pinal County	1
City of Coolidge	1
City of Eloy	1
ADOT (Trans. Board)	1
TOTAL	5

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- b. Upon the absence of a Primary member at any particular meeting, his/her votes may be cast by an alternate member from the same jurisdiction, declared during the Call to Order.
- c. Any declaration of abstention or conflict of interest must be stated prior to discussion of that particular agenda item. When a conflict of interest is declared, the proxy voting procedure may be used by the abstaining voting member to enable his/her vote to be cast by another voting member.

3. Officers:

- a. The members of the SCMPO shall elect the following officers: Chair, Vice Chair, and Secretary Treasurer. In the absence of the Chair, or upon his/her inability to act or serve, the Vice Chair shall have the powers of the Chair. The Chair, Vice Chair and Secretary Treasurer will serve without compensation and, shall serve for a period of one year.
- b. The Chair shall be able to vote on all matters before the SCMPO. He/she shall sign on behalf of the SCMPO all documents requiring signatures and shall perform all other duties required of the Chair. The SCMPO Executive Board may delegate to the Executive Director of the SCMPO such signatures it deems appropriate and/or necessary.
- c. The SCMPO Secretary Treasurer shall report the state of the finances of the SCMPO at the close out of the fiscal year. He/she shall perform other such services as required by the SCMPO and shall serve without compensation. The SCMPO Executive Board may delegate to an employee, or employees, of the SCMPO any or all of the duties and powers of the Secretary- Treasurer, with the exception of the Audit Committee chair
- d. If required by the SCMPO, the Secretary-Treasurer, and/or any employee, or retained consultant so delegated any or all of his/her functions, shall give the SCMPO a bond in such, and with such surety or sureties as shall be satisfactory to the SCMPO, for the faithful performance of the duties of this office.
- e. Elected officers of the SCMPO shall serve on a rotation basis; when the Chair or Vice Chair's position is vacated, the Vice Chair assumes the position of Chair, and the Secretary-Treasurer assumes the position of

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Vice Chair. The Executive Board must then elect another Executive Board member to the vacant office of Secretary Treasurer. Any modification to this requirement must be unanimously approved by the SCMPO Executive Board.

4. Responsibilities:

- a. The SCMPO Executive Board is responsible for all actions, agreements, and functions to be carried out by the Sun Corridor Metropolitan Planning Organization.
- b. The SCMPO is responsible for development of the following essential products:
 1. Regional Transportation Plan;
 2. Transportation Improvement Program ;
 3. Title VI Civil Rights and Public Participation Plan, and annual updates;
 4. Unified Planning Work Program and Budget;
 5. Audit and financial statement of SCMPO, if required;
 6. Air Quality Conformity Analyses;
 7. Transit – Human Services Transportation Coordination Plan
- c. Other products deemed essential, may be authorized by the Executive Board, and specified in the Unified Planning Work Program.

5. Meetings:

- a. The Executive Board of the SCMPO shall follow the Open Meeting Laws of Arizona.
- b. Regular meetings of the members may be held in Parliamentary procedures at all meetings shall be governed by Robert Rules of Order, except as otherwise modified herein or unless the Rules are suspended by a majority vote of all voting members.
- c. A quorum shall be required for the conduct of any business. A quorum shall consist of three (3) members present, or on the phone.
- d. The meetings may be held in Pinal County, Arizona, with the time, date and location of said meetings to be determined by the Executive Board. The notices of the meetings shall conform to the open meeting laws of Arizona. Members will be notified of all meetings.

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- e. Special meetings of the Executive Board may be held in Pinal County, Arizona, whenever called in writing by the Chair or Vice Chair. In the absence of the Chair, any three (3) members of the corporation may call said meetings. The place of holding special meetings shall be designated in the notice.

B. Management Committee. The SCMPO's Management Committee (MC) is composed of technical and/or managerial staff representatives from each of the participating agencies (including ADOT). In addition, there may be one or more ex-officio, nonvoting representatives from each agency of the FHWA and FTA, and the Environmental Protection Agency. Each ex-officio non-voting member must be approved by his/her respective agency.

The MC has authority and primary responsibility to conduct technical reviews and analyses regarding all work activities of the Unified Planning Work Program, and any related issues as specified by the SCMPO's Executive Board, and to so advise the Executive Board on appropriate actions to be taken. The MC works closely with the SCMPO staff, providing guidance and direction for development of the annual Unified Planning Work Program and Budget and work activities defined therein.

The development of the Management Committee may be delayed during the formation of the SCMPO, and until such time as the Executive Board votes to establish the committee.

1. Membership:

- a. Voting membership on the SCMPO Management Committee shall be as follows: the City or County Manager for each unit of local government, and the Assistant Director for Planning from ADOT, or his/her appointee.

The person in each of the above named positions may, by a written statement to the Chairman of the Executive Board and the Management Committee, designate a regular alternate. Non-regular alternates (i.e., for a particular meeting) must be declared when the meeting is called to order.

- b. In addition to the voting members listed above, one or more ex-officio non-voting representatives from the staffs of the member jurisdictions; the Federal Highway Administration, Federal Transit Administration, the Arizona Department of Environmental Quality may participate on issues

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of concern and/or subjects of particular technical expertise.

2. Voting:

- a. Voting procedures for the Management Committee shall follow the same voting procedures as the Executive Board, as set forth in III. 2 A, above.
- b. Elected officers of the MC shall serve on a rotation basis, whereby, when the Chair's position is vacated, the Vice Chair assumes the position of Chair. The MC must then elect another MC member to serve as Vice Chair.
- c. The MC's Chair and Vice Chair, respectively, shall be from jurisdictions other than those same officers' jurisdictions on the SCMPO Executive Board.

3. Responsibilities:

The SCMPO Management Committee shall be responsible for reviewing, studying, analyzing, and as appropriate, making recommendations to the SCMPO Executive Board on issues germane to the Sun Corridor Metropolitan Planning Organization.

4. Meetings:

- a. Parliamentary procedure at all meetings shall be governed by Robert Rules of Order, except as otherwise modified herein or unless the Rules are suspended by a majority vote of all voting members.
- b. A quorum shall be required for the conduct of any business. A quorum shall consist of three (3) members present, or on the phone.
- c. Regular meetings of the members may be held in Pinal County, Arizona, with the time, date and location of said meetings to be determined by the Executive Board. The notices of the meetings shall conform to the open meeting laws of Arizona. Members will be notified of all meetings.

IV. FINANCES

- A. Fiscal Year.** The Sun Corridor Metropolitan Planning Organization's fiscal year shall commence on July 1 of each year.

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- B. *Funding.*** The SCMPO shall have the power to receive funds from any public or private source including, but not limited to, the federal, state and local governments, voluntary associations, non-profit corporations, firms, partnerships, or person or any combination thereof, bequests, donations, devices, grants and gifts of all kinds of property.
- C. *Audit:*** SCMPO staff shall provide a yearend financial statement, developed by the City of Casa Grande, who is SCMPO's fiscal agent. The Secretary-Treasurer shall call for an annual audit of the financial affairs of the SCMPO to be made by a certified public accountant (CPA) selected by the voting members of the SCMPO if the following condition is applicable. Pursuant to U.S. Office of Management and Budget (OMB) Circular A-133, any MPO that expends \$750,000 or more of federal assistance in a fiscal year is required to have a single audit conducted by an independent CPA for that year. The SCMPO Executive Board will review and approve the final audit report. Any audit requested outside of this guideline shall be the financial responsibility of the party requesting. A majority vote of the SCMPO Executive Board, or the Management Committee may call for a special audit.

V. *SPECIAL COMMITTEES*

A. Formation.

1. Special committees may be created by the SCMPO Executive Board as deemed necessary. A special committee may be either an ad hoc committee for a specific work task, or a standing committee for one or more work tasks. Any such special committee will be responsible to the SCMPO Executive Board.
2. At the direction of the Chair of the Executive Board and the Management Committee, respectively, subcommittees may be formed to investigate some particular work task/issue germane to the Sun Corridor Metropolitan Planning Organization

- B. *Powers and Duties.*** The SCMPO Executive Board shall define the duties, and authorize the power of all special committees. Special committees shall follow parliamentary procedures as defined in these Bylaws for the Executive Board and Management Committee. Special committees, unless membership consists exclusively of employees of the member jurisdictions, shall observe the Open Meeting Laws of Arizona.

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C. Membership. Membership on a special committee shall be determined by the SCMPO Executive Board and/or the Management Committee. The SCMPO Executive Board and/or the Management Committee may appoint, at its discretion, any individual it deems qualified to serve on a special committee.

VI. STANDING COMMITTEE

A. Audit Committee

1. The Audit Committee shall consist of two (2) members of the Executive Board and two (2) members of the Management Committee appointed by the Executive Board, with one member being the Secretary-Treasurer who will chair the committee for the one year of the office. The committee will meet as needed and then report to the Board.

VII. AMENDMENT OF BYLAWS

These Bylaws can be amended by a majority vote of the Sun Corridor Metropolitan Planning Organization's Executive Board at any scheduled meeting.

VIII. MPO STAFF

The SCMPO staff consists of an Executive Director, Transportation Planning Supervisor, and/or supporting staff personnel. Each SCMPO staff will be an employee of the City of Casa Grande (as the SCMPO's Fiscal Agent), and are subject to the City's personnel policies and procedures. Selection, termination, and resignation procedures are covered in the City of Casa Grande Personnel Procedures.

SCMPO may develop policies and procedures at a future date.

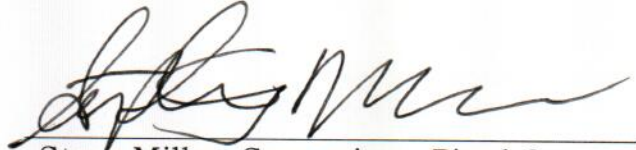
Signatures on next page:

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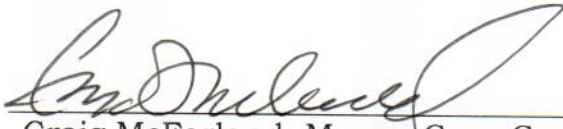
Sun Corridor MPO – Executive Board By-Laws – Signature Page



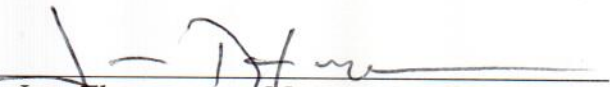
Joel Belloc, Mayor, Eloy
Sun Corridor MPO Chairman



Steve Miller, Supervisor, Pinal Co
Sun Corridor Vice Chairman



Craig McFarland, Mayor, Casa Grande
Sun Corridor MPO Secretary-Treasurer



Jon Thompson, Mayor, Coolidge
Sun Corridor MPO Board Member

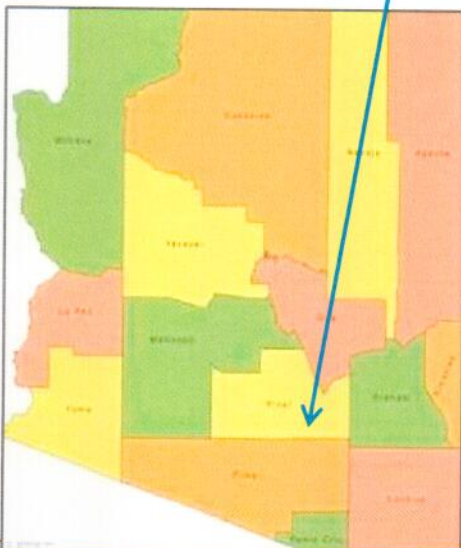
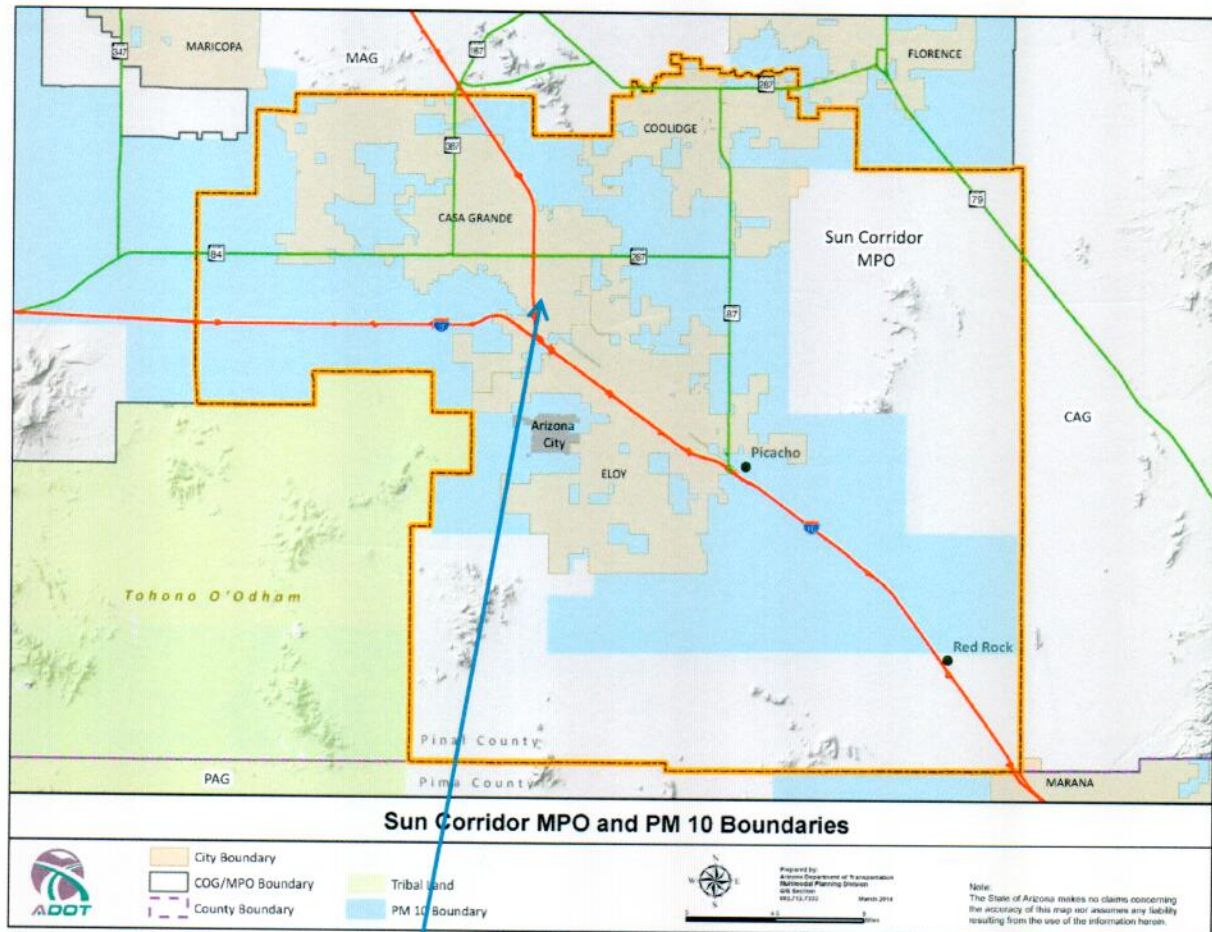


Steve Stratton, ADOT Board Member
Sun Corridor MPO Member

Signed: May 9, 2017

Figure 1

Sun Corridor MPO Official Boundary Map



The Sun Corridor MPO membership is comprised of:

City of Casa Grande

City of Coolidge

City of Eloy

and

Rural portions of Pinal County

Figure 2

SUN CORRIDOR MP ORGANIZATIONAL CHART

