

# **BYLAWS**

## **BANNOCK PLANNING ORGANIZATION**

### **Article I. Name**

The legal name of this organization is the Bannock Planning Organization. Bannock Planning Organization does business under the name of Bannock Transportation Planning Organization (BTPO).

### **Article II. Officers**

#### **Section 2.01 Officers of the Policy Board**

Officers of the Board shall be elected and serve as provided in Section 11.3 of the Amended and Restated Articles of Association of the Bannock Transportation Planning Organization, a non-profit association doing business as the Bannock Transportation Planning Organization.

#### **Section 2.02 Duties of the Officers**

##### **(a) Chair**

The Chairperson shall be the chief executive officer of the Bannock Transportation Planning Organization. The Chairperson shall preside over all meetings of the Board and shall see that all orders and resolutions of the Board are carried into effect.

##### **(b) Vice-Chair**

The Vice-Chair shall perform the duties and exercise the powers of the Chair in case of the Chair's illness or temporary absence and shall perform such other duties as may from time to time, be granted or requested by the Board.

##### **(c) Term of Office**

The Chair and Vice-Chair shall hold office for one year. There is no limit to the number of terms.

#### **Section 2.03 Appointment of Officers**

Upon the resignation of an officer, the Board shall appoint a Board member to fill such vacant office. The appointed officer shall serve out the remainder of the term of the replaced officer.

## **Article III. Conduct of Meetings**

### **Section 3.01 Place of Meeting.**

All meetings of the Board shall be held at BTPO's principal office at 214 E. Center Street, Suite 70, Pocatello, Idaho 83201, or at such other place as the Board may direct before the call of such meetings. The time and place shall be stated in the notice of the meeting.

### **Section 3.02 Regular Meetings**

Regular meetings of the Board shall be held on the first Monday of the month unless that day is a legal holiday and, if a legal holiday, then on the second Monday of the month. The Board shall approve a meeting calendar at the October Board meeting that details the scheduled meetings for the next year.

### **Section 3.03 Special Meetings**

Special Meetings of the Board may be called at any time by the representatives of any two members or special purpose members serving notice upon the Planning Director.

### **Section 3.04 Executive Session**

A motion entering into Executive Session may be entered into during a Regular or Special meeting to discuss one of the exemptions listed in Idaho Code § 74-206. A two-thirds (2/3) vote is required to enter Executive Session reflected in the Regular or Special meeting minutes.

### **Section 3.05 Notice or Call for Meetings**

Association representatives shall be notified of each regular or special meeting of the Board at least forty-eight (48) hours in advance of each meeting. Notifications may be delivered via electronic mail, regular mail, facsimile, or hand-delivered. All notices should be published on the organization's website. Annually, at the last regularly scheduled regular meeting, a schedule of the regular meeting for the following year shall be adopted and distributed in a manner determined by the Board or as identified in the Public Involvement Plan.

### **Section 3.06 Conduct of Meeting**

All meetings must be open to the public. Meetings may be conducted using telecommunications devices which enable all members of a governing body participating in the meeting to communicate with each other. These provisions remote attendance shall be in compliance with § 74-203 of the Idaho Code.

### **Section 3.07 Quorum**

A quorum for purposes of conducting business shall consist of a simple majority of members.

### **Section 3.08 Procedure**

All meetings shall be conducted according to Robert's Rules of Order.

### **Section 3.09 Presiding Officer**

The Chair shall preside at all meetings. In the absence of the Chair, the Vice-Chair shall preside. In the absence of the Chair and Vice-Chair, the Board shall select a temporary Chairperson for the meeting.

## **Article IV. Voting**

### **Section 4.01 Voting Board Members**

Voting Board members and Alternative Board members shall be selected by their appointing agency as provided in Section 11 of the Amended and Restated Joint Powers Agreement and Articles of Association.

### **Section 4.02 Votes per Member**

Each member or their alternate shall have one vote.

### **Section 4.03 Voting**

All matters before the Board shall be disposed of by simple majority vote of all votes cast by voting members present at the meeting unless otherwise provided in these Bylaws or the Amended Articles of Association.

## **Article V. Planning Director**

### **Section 5.01 Appointment**

The Board shall appoint a Planning Director as provided in Section 11.11 of the Articles of Association of the Bannock Transportation Planning Organization.

### **Section 5.02 Powers and Duties**

The Planning Director may enter into any contract or execute in the name of Bannock Transportation Planning Organization contracts and agreements and other documents as may be authorized by the Policy Board in the approved UPWP. The Planning Director shall also have the general powers and duties of supervision and management, including but not limited to hiring and dismissal of members of the staff.

### **Section 5.03 Conditions of Employment**

Salary and other conditions of employment for the Planning Director shall be established by the Board.

## **Article VI. Membership Dues**

### **Section 6.01 Members**

Membership dues shall be determined consistent with Section 10.4 of the Amended and Restated Articles of Association of the Bannock Transportation Planning Organization. The Planning Director shall submit this annual assessment for acceptance by March 15 of each year.

## **Section 6.02 Ex Officio Members**

Ex Officio members pay no membership dues.

## **Article VII. Standing Committees**

### **Section 7.01 Articles of Association Govern**

All meetings of committees established and authorized under this section shall be conducted according to and are subject to the same requirements as established in the Articles of Association.

### **Section 7.02 Establishment**

The following are hereby established as standing committees by the BTPO Policy Board.

#### **(a) Technical Advisory Committee**

The purpose of this committee is to assist the Bannock Transportation Planning Organization staff and the Policy Board by reviewing and recommending appropriate action(s) to the Policy Board with regard to all transportation-related matters.

#### **(b) Interagency Consultation Committee**

Idaho Administration Code for the Department of Environmental Quality (IDEQ) (§58.01.01.567) requires each nonattainment or maintenance area to form an Interagency Consultation Committee (ICC). The ICC shall undertake consultation procedures, as applicable, in preparing for and before making conformity determinations in developing long-range transportation plans (LRTP), transportation improvement programs (TIP), and applicable implementation plans.

### **Section 7.03 Membership**

The number and appointment of membership on standing committees shall be reviewed and approved by the Policy Board.

### **Section 7.04 Bylaws**

Bylaws for standing committees shall be prepared and may be amended from time to time by each committee. Bylaw provisions become effective after the approval of the Policy Board.

### **Section 7.05 Other Committees**

The Policy Board may, from time to time, create other committees and task forces as it sees fit. Such committees and task forces shall be comprised of members approved by the Policy Board. The Policy Board will establish the duties, powers, and authority for the established committees or task forces.

## **Article VIII. Amendments to the By-Laws**

These bylaws may be amended or repealed and replaced by the adoption of such new bylaws as may be approved by a two-thirds (2/3) vote of the Policy Board at any regular meeting providing, however, that such amendments(s) shall be introduced at a regular meeting of the Policy Board and may not be voted upon before the next meeting of the Policy Board.

Bylaws Approved  
Approved August 2002  
Revision 1 (Approved June 2, 2014)  
Revision 2 (Approved August 5, 2019)  
Revision 3 (Approved February 7, 2022)