

**BYLAWS GOVERNING PROCEDURES AND CONDUCT OF THE
STATEWIDE TRANSPORTATION IMPROVEMENT FUND ADVISORY COMMITTEE
OF SALEM AREA MASS TRANSIT DISTRICT**

DEFINITIONS:

High Percentage of Low-Income Households -

For purposes of evaluating projects seeking Statewide Transportation Improvement Funds (STIF), Salem Area Mass Transit District (SAMTD), in its role as the Qualified Entity, defines High Percentage of Low-Income Households as: geographic areas within Marion and Polk counties where there are more Low-Income Households (households with income less than 200% of the poverty level as defined by poverty guidelines updated periodically in the Federal Register by the U.S. Department of Health and Human Services under of 42 U.S.C. 9902(2) for the 48 Contiguous States and the District of Columbia) than households above this income level. As of the date of these Bylaws, the U.S. Census and American Community Survey (ACS) data is contained in the current Salem Area Mass Transit District Title VI Plan, in Part V: Demographic Analysis, Section V-7 Low-Income Population.

In applying for STIF funding, transit improvements benefiting Low-Income Households may be demonstrated in the following manner:

- Fare programs that have a positive benefit for Low-Income Households;
- New route miles that provide service improvements to Low-Income Households, and areas benefitting individuals from Low-Income Households;
- New service hours that provide service improvements to Low-Income Households, and areas benefitting individuals from Low-Income Households;
- Purchases of new capital equipment or construction of new facilities that have a demonstrated improvement to Low-Income Households, and areas benefitting individuals from Low-Income Households; or
- Any combination of the aforementioned improvements that result in an overall improvement of services to Low-Income Households, and areas benefitting individuals from Low-Income Households.

Improvements benefiting Low-Income Households are not limited to services provided directly to areas with high percentages of Low-Income Households. Improvements are also defined as services that connect individuals from Low-Income Households with employment, services, shopping, social centers, places of worship, etc. In evaluating the value of proposed improvements, this aspect is an important consideration.

Project –

A plan or project proposed by a Public Transportation Service Provider that is eligible for

funding by the District with STIF monies.

Terms not otherwise defined in these Bylaws shall have the meaning set forth in ORS 184.751-184.766 or, if not defined therein, in the applicable implementing regulations (OAR Chapter 734 Division 40).

ARTICLE I – ADVISORY COMMITTEE: PURPOSE, ROLES AND RESPONSIBILITIES

Section 1. Purpose and Mission of the STIF Program

The State of Oregon has established a Statewide Transportation Improvement Fund (“STIF”) for the purpose of financing and enhancing public transportation programs as provided under ORS 184.751-184.766. The Oregon Department of Transportation (ODOT) Rail and Public Transit Division administers the STIF program. Pursuant to State law, Salem Area Mass Transit District (“SAMTD” or “District”) is the designated Qualified Entity eligible to receive STIF Funds for Marion and Polk Counties. The SAMTD Board of Directors hereby establishes an advisory committee to advise and assist the Board of Directors with regard to the District’s STIF program within the two counties.

Section 2. Committee Name and Purpose

The name of the committee is the Statewide Transportation Improvement Fund Advisory Committee, also referred to as the STIFAC, hereinafter “Committee”. The purpose of the Committee is to advise and assist the SAMTD Board of Directors in prioritizing the Projects to be funded as part of the District’s STIF Plan.

Section 3. Committee Procedures and Duties

In a manner consistent with ORS 184.751-184.766 and implementing regulations, the Committee shall review every Project, and advise and assist the Board of Directors in prioritizing Projects. After a Project proposal is transmitted by the Board of Directors to the Chair of the Committee, the Chair will promptly distribute the Project proposal to members of the Committee. At the next regular meeting of the Committee following the distribution of the Project by at least 30 days, the Committee will set a schedule for its review, deliberation and recommendation of the Project. The schedule may be modified by the Committee upon a majority vote at any subsequent meeting.

The Committee may also advise the Board of Directors regarding opportunities to coordinate Projects with other local or regional transportation programs and services to improve service delivery and reduce gaps in service.

In addition, the Committee may propose changes to the policies or practices of the Board of Directors when the Committee considers that such changes are necessary to ensure that: (a) a public transportation service provider that has received funding under ORS 184.758 has applied the moneys received in accordance with and for the purposes described in the provider's plan or project proposal; and (b) a plan or project proposal submitted by a public transportation service provider does not fragment the provision of public transportation services.

The Committee will consider the following criteria when reviewing Projects:

- A. Whether the Project increases the frequency of bus service to areas with a high percentage of Low Income Individuals;
- B. Whether the Project expands bus routes and bus services to serve areas with a high percentage of Low Income Individuals;
- C. Whether the Project reduces fares for public transportation for Low Income Individuals;
- D. Whether the Project will procure buses that are powered by natural gas or electricity for use in areas with a population of 200,000 or more;
- E. Whether the Project will improve the frequency and reliability of service connections between communities inside and outside of the Qualified Entity's service area;
- F. Whether the Project increases the coordination between Public Transportation Service Providers to reduce fragmentation of service and fill service gaps;
- G. Whether the project provides student transit services for students in grades 9 through 12.
- H. Whether the Project will maintain a productive service funded by the STIF Formula funds during a previous funding cycle; and
- I. Other factors to be determined by the District such as geographic equity.

Section 4. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

A quorum of the Committee shall consist of a majority of all the members, and a quorum must be present for any business to be conducted. A majority vote of those members present is needed to approve any recommendation. No member may vote unless present.

The meetings shall be conducted according to *Roberts Rules of Order, Newly Revised*. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one week's notice and will be held at the District's Administration Office; or such other place as designated by the District, and so noticed in conformance with applicable laws.

Section 5. Ethics

Members of the Committee must comply with the Oregon Ethics Laws, ORS Ch. 244, and must refrain from using the Committee member's position to obtain financial gain or avoid financial detriment to the member, relative, or business in which the member or relative has an interest. Members and their relatives and members of their household must refrain from accepting gifts in excess of \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the STIF Advisory Committee. In the case of any actual or potential conflict of interest, the Member must publicly announce the actual or potential conflict of interest, refrain from participating in any discussion or debate on the matter, disclose the same in writing to SAMTD Board of Directors and, unless there is a quorum of the members who do not have an actual or potential conflict of interest, the Committee shall request direction from the SAMTD Board of Directors prior to taking action on the matter.

ARTICLE II – APPOINTMENT, MEMBERSHIP, QUALIFICATION, AND TERMS

Section 1. Appointment and Membership

Members of the Committee are appointed by the SAMTD Board of Directors, and serve at the pleasure of the SAMTD Board of Directors. The Committee is composed of no less than seven (7) members and no more than eleven (11) members. Each member must meet any one or more of the qualifications identified in Article II, Section 2 of these Bylaws at the time of their appointment and for the duration of their term.

The Committee must include at least one person who is or represents low-income individuals; people with disabilities, or individuals age 65 or older; and a Public Transportation Service Provider or non-profit public transportation service provider.

The Board will appoint Committee members from both within and outside District boundaries to the extent practicable. The Board will attempt to appoint members to the Committee who represent diverse interests, perspectives, geography, and the population demographics of the area.

Section 2. Qualification

To be qualified to be appointed and continue to serve as a member of the Committee, the

person must be knowledgeable about the public transportation needs of residents or employees located within or traveling to and or from the District. In addition, to be qualified to be appointed and continue to serve, the person must be a member of or represent any one or more of the following:

- (A) local governments, including land use planners;
- (B) Public Transportation Service Providers;
- (C) non-profit entities which provide public transportation services;
- (D) neighboring public transportation service providers;
- (E) employers;
- (F) public health, social and human service providers;
- (G) transit users;
- (H) transit users who depend on transit for accomplishing daily activities;
- (I) individuals age 65 or older;
- (J) people with disabilities;
- (K) low-income individuals;
- (L) social equity advocates;
- (M) environmental advocates;
- (N) bicycle and pedestrian advocates;
- (O) people with limited English proficiency;
- (P) educational institutions; or,
- (Q) major destinations for users of public transit.

Section 3. Terms of Service

Committee members shall initially either serve for a term of one year, or two years. The initial one year term will be from January 1, 2023 through December 31, 2023. The initial two year term will be from January 1, 2023 through December 31, 2024. In addition to the initial terms identified above, members will also serve during a period from the date of Board appointment through December 31, 2022. Member serving an initial one year term will be allowed to serve for a consecutive two year term, for a total of three years.

At the point of appointment by the Board of Directors, the members shall be assigned as follows:

Total Number of Members	Number of Members Serving Initial One Year Plus Term	Number of Members Serving Two Year Plus Term
7	4	3
8	4	4
9	5	4
10	5	5
11	6	5

Following the initial appointment, Committee members shall serve for a term of two years, commencing on January 1. Members are eligible for re-appointment for up to two consecutive terms for a total of four years. Terms will be staggered so that no less than one-third and not more than one-half of the voting members have a term that expires in the same year.

A Committee member who has served two consecutive two-year terms may not serve a third consecutive term. However, the Committee member may thereafter be appointed for future terms following the end of their second term after waiting at least 12 months for reappointment.

Section 4. Chair and Vice-Chair Election and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board of Directors. The Chair and Vice Chair shall serve for a term of 12 months; and no more than two consecutive terms. The Committee may nominate and recommend to the Board, members to serve as Chair or Vice Chair.

Nominations for the Chair and Vice-Chair are to be held every December (or in the meeting month closest to the end of the calendar year) prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside at the meetings, and perform other duties assigned by the Board. The Chair, on behalf of the Committee, shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee. The Chair may, at the Board's direction, appoint sub-committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair, in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend the scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact District staff or the Chair at least 24 hours or one business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two consecutive meetings, or misses more than two meetings over a one-year period, will be reported to the SAMTD Board, and the Board may terminate that member's term and declare that member's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the SAMTD Board of Directors, and may be removed with or without cause at any time at the sole discretion of the Board of Directors.

The Committee may recommend removal of one of its members to the SAMTD Board of Directors by majority vote. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the SAMTD Board of Directors may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on term of service under Article II, Section 3 of these Bylaws. The Board of Directors may select an appointee from among people expressing an interest in such appointment, or from a call for applications for the position. Appointments are subject to the requirements of Article II, Sections 1 and 2 of these Bylaws.

Section 7. Staff Role and Responsibility

The SAMTD General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee in orientation, and the preparation and presentation of background information concerning agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

ARTICLE III – MEETINGS

Section 1. Frequency

The Committee will meet as often as necessary to carry out the responsibilities of the Committee; however, the Committee shall meet at least two times each year. District staff and the Chair will confer as to the meeting schedules. Meetings shall be held at the offices of SAMTD or other place designated by the District in consultation with the Chair, and so advertised in conformance with applicable laws.

Section 2. Agendas

Staff will consult with the Chair in developing meeting agendas. Staff will be responsible for distributing the final agenda including preparing or compiling the associated agenda materials for each meeting.

The agenda and other information associated with any agenda action item will be distributed in advance of the meeting. These may be paper or electronic copies.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present for any business to be conducted.

Each member of the Committee has one vote. All actions of the Committee will be by a motion passed by a majority of the members present and voting at a meeting where a quorum is present.

The chair will be entitled to vote.

Actions taken at the Committee shall be conducted under *Roberts Rules of Order, Newly Revised*, including special provisions applicable to small boards.

Section 4. Minutes

Minutes of Committee meetings will be prepared and distributed by staff. Minutes will note major points discussed and any conclusions reached or actions taken.

Section 5. Recommendations to the SAMTD Board of Directors

The Chair and the Chair's designee may present recommendations of the Committee to the SAMTD General Manager or SAMTD Board of Directors in person or in writing.

ARTICLE IV – AMENDMENTS

The SAMTD Board of Directors shall have the authority to amend these Bylaws at any meeting of the Board of Directors. The Committee may propose amendments of these Bylaws to the Board of Directors.

Amended by Board Resolution No. 2022-02 on April 28, 2022

Previous versions adopted through Board Resolutions:

#2020-06 on July 23, 2020; and

#2018-08 on September 27, 2018