

**BYLAWS OF THE  
RICHMOND AREA METROPOLITAN PLANNING ORGANIZATION**

**Ratified April 12, 1990  
Amendments to June 28, 2018**

**ARTICLE I – Name and Authority**

- Section 1.** The name of this organization shall be known as the Richmond Area Metropolitan Planning Organization, hereinafter called the MPO, generally referred to as the Richmond Regional Transportation Planning Organization or RRTPO.
- Section 2.** The MPO shall have such authority as prescribed by the Governor in his designation of September 11, 1995 and as prescribed in “A Memorandum of Understanding for Conducting the Metropolitan Transportation Planning and Programming Process in the Richmond Urbanized Area” and subsequent revisions to the Memorandum, hereinafter referred to as the MOU.

**ARTICLE II - Purpose**

- Section 1.** The purpose of the MPO is to perform policy and technical functions for Richmond Urbanized Area transportation planning reflecting a multimodal process founded upon coordination and cooperation between planning, transit, and service providers. The policy function is designed to make transportation policies to develop and implement the Richmond Regional Metropolitan Transportation Plan and related efforts. The MPO shall:
- a. establish policy for continuing, comprehensive and cooperative transportation planning process;
  - b. annually evaluate the current Transportation Plan, accept it when appropriate, determine when a re-evaluation of the Transportation Plan is necessary, and recommend appropriate action;
  - c. review the results of the re-evaluation;
  - d. determine the influence of current data upon the Transportation Plan in relation to previous data and projected trends;
  - e. cooperate in the evaluation of forecasts of transportation demands;
  - f. work cooperatively on any proposal, alternate lines, and work performed on the study, location, and design of facilities and programs in the Transportation Plan;

- g. assign special or standing committees, or ad hoc working groups to specific assignments;
- h. establish priorities for consideration in the development of the areawide Unified Planning Work Program, and to approve the areawide Unified Planning Work Program;
- i. approve programs of planning projects and programs of capital expenditures and construction projects, including the annual Transportation Improvement Program, its Annual Element, the Short-Range Transportation Plan, the Unified Planning Work Program; and
- j. perform and approve other plans and programs as may be required by state and federal regulations, and Executive orders and directives.

The technical function of the MPO is designed to establish, monitor and review the results of the technical process for urban transportation planning in the Richmond Urbanized Area. The MPO shall:

- a. establish the technical details of the continuing process through the MOU and pass-through agreements;
- b. establish detailed work activities through the Unified Planning Work Program process that fulfilled these agreements;
- c. review and certify the satisfactory completion of these activities; and
- d. in general, prepare the technical recommendations that the MPO needs to perform its policy functions in either ad hoc working groups, special or standing committees, or at MPO meetings.

### **ARTICLE III – Membership**

#### **Section 1. Membership**

The MPO policy board shall be composed of elected members of the governing bodies of member local governments, officials of public agencies that administer or operate major modes of transportation in the metropolitan planning area, providers of public transportation and appropriate state transportation officials representing the voting member organizations. The membership includes both voting and nonvoting members.

Each member organization may designate one or more alternate member(s), hereinafter referred to as alternate(s), to serve in place of an absent member of that member organization. The maximum number of alternates permitted for each member organization is equal to the number of regular members of that organization. All alternates shall be vested with the same powers and responsibilities as the regular member they are replacing.

#### **Section 2. Voting Membership**

The MPO policy board voting membership shall be composed of the following member organizations with total votes listed for each in the table below.

| <b>MEMBER</b>  | <b>VOTES</b> |
|--|--------------|
| Chesterfield County  | 4            |
| Henrico County   | 4            |
| City of Richmond   | 4            |
| Hanover County   | 3            |
| Goochland County   | 2            |
| New Kent County  | 2            |
| Powhatan County  | 2            |
| Town of Ashland  | 1            |
| Charles City County  | 1            |
| Capital Region Airport Commission                                | 1            |
| GRTC Transit System  | 1            |
| Richmond Metropolitan Transportation Authority                   | 1            |
| Commonwealth of Virginia Secretary of Transportation or Designee | 1            |
| <b>TOTAL VOTES</b>   | <b>27</b>    |

**Section 3. Nonvoting Membership**

The nonvoting membership of the MPO policy board shall be composed of one representative from each of the agencies or organizations listed below.

- Federal Highway Administration
- Federal Transit Administration
- RideFinders, Inc.
- Virginia Department of Aviation
- Virginia Department of Rail and Public Transportation
- MPO Community Transportation Advisory Committee Chairman

**Section 4 Term of Appointment**

Member organizations shall have the authority to determine the length of the terms of its member(s) and alternate(s) and whether or not they serve at the pleasure of the appointing member organization, but it is recommended that members and alternates serve for a two-year term and be eligible to be reappointed for successive terms.

**ARTICLE IV – Officers and Elections**

**Section 1.** The officers of the MPO shall consist of a Chairman, a Vice Chairman, and a Secretary. The Chairman and Vice Chairman shall be elected by the voting membership of the MPO. The Chairman and Vice Chairman must be MPO jurisdictional voting members; MPO alternate members are not eligible to serve as MPO officers. The Secretary shall be the Richmond Regional Planning District Commission (RRPDC) staff liaison to the MPO.

**Section 2.** The election of officers shall be held no later than June 30 of each year. The newly elected officers shall take office on July 1 and shall serve for a one-year term.

**Section 3.** The office of MPO Chairman shall be rotated among the member local governments and the MPO may consider an order of succession incorporated into a nonbinding guidance document approved by the MPO policy board.

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**Section 4.** Duties and Powers of MPO Officers:

a. Chairman

The Chairman shall preside over all meetings of the MPO except when not in attendance. The Chairman may address remarks to an issue before the MPO and may request appropriate actions. The Chairman may request an action, however, he or she will not be eligible to move or second any action for a vote. The Chairman shall be eligible to vote on all actions regardless of a tie vote. The Chairman will be responsible for appointing the Chairman for all MPO Committees except for the Community Transportation Advisory Committee and the Technical Advisory Committee. The Chairman is responsible for appointing all committee members, except as noted in Article VII of these Bylaws.

b. Vice Chairman

The Vice Chairman shall serve as Acting Chairman of the MPO in the absence of the Chairman. When the Vice Chairman is serving as Acting Chairman, the Vice Chairman shall be vested with authority to perform all the duties and exercise all the powers of the Chairman, including those vested in or delegated to the Chairman in these Bylaws.

c. Secretary

The Secretary shall be responsible for the preparation and maintenance of a permanent written record of all MPO actions and proceedings, and shall transmit notices, agendas, monthly status reports, and the minutes of each MPO meeting to each member one week prior to the next regular meeting.

**ARTICLE V - Meetings**

**Section 1.** Regular meetings of the MPO policy board shall be held monthly, as necessary, at a suitable meeting time and place, normally on the first Thursday of the month. Special meetings may be called by the Chairman. When a meeting falls on a holiday, the rescheduled meeting shall be determined by the Chairman. Members shall be notified in advance of a rescheduled meeting.

**Section 2.** A quorum shall exist when a majority of the votes allocated to voting member organizations are represented by members or alternates at the meeting. Vacancies shall not be considered in the establishment of a quorum.

**Section 3.** Meeting Agendas

a. The agenda for each MPO policy board meeting shall be prepared jointly by the Chairman and the MPO Secretary.

b. The agenda shall be transmitted ten (10) days prior to the next meeting.

d. Additions to the agenda shall be made at the beginning of the meeting upon an affirmative vote of two-thirds of the votes represented at the meeting. An item may be added to the agenda for the next MPO meeting upon an affirmative vote of a majority of the votes represented at the current meeting.

d. At the discretion of the Chairman, the agenda may include items for consent action. Any voting member shall have the right to request and to have a consent action item removed from the agenda for consent action and placed on that day's MPO meeting agenda for review and discussion, with the Chairman having the right to determine where to consider the item on the meeting agenda.

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- Section 4.** Parliamentary authority for MPO proceedings not otherwise specified by these bylaws shall be the most recently published edition of *Robert's Rules of Order*.
- Section 5.** Each voting member organization shall have the right to invite technical representatives to participate in meetings and discussions of the MPO as advisors on specific agenda topics.
- Section 6.** The MPO is a “public body” and subject to the Virginia Freedom of Information Act (§ 2.2-3700, et seq. of the Code of Virginia) (FOIA). In accordance with the provisions of FOIA, all meetings of the policy board or any committees or subcommittees established by the policy board shall be open to the public unless lawfully convened into a closed session in accordance with FOIA. No meeting during which MPO business is discussed shall be conducted through telephonic or electronic means where the members are not physically assembled.

#### ARTICLE VI - Voting

- Section 1.** Voting member organizations shall designate one representative to cast all of its votes or multiple representatives to cast any number of its votes, up to the number of representatives prescribed by the Governor of Virginia in the September 11, 1995 designation letter and listed in Article III, Section 2 of these Bylaws. Although member organizations may empower individual representatives with differing numbers of votes, each individual vote shall be cast as a whole vote and may not be split fractionally among multiple representatives.
- Section 2.** A voting member or alternate voting member of an organization that has more than one vote shall be allowed to cast the vote(s) of any absent voting member(s) of the same voting member organization. If the representative(s) and alternate(s) present at the meeting are unable to unanimously agree upon which of them shall cast the votes of any absent representative(s), then the vote of the absent representative(s) will not be counted.
- Section 3** All members and alternates of voting member organizations must be vested with the authority to speak for and act on behalf of the appointing organization in matters concerning regional transportation planning activities.
- Section 4.** Each member organization shall notify the MPO Secretary of its authorized representative(s) and alternate(s), and the number of votes designated to each of them, in writing at least three business days prior to the first meeting of the MPO policy board in which they will act in their official capacity.
- Section 5.** Voting on matters before the MPO policy board shall generally be conducted by voice vote. Either before or immediately following a voice vote, any member may request that the vote be conducted (or conducted again) by either a show of hands or a roll call. In conducting such votes, those members or alternates who are present and voting shall, when called upon by the MPO Secretary, announce the number of votes they are casting. It shall be up to the Chairman to determine the order in which voting representatives and alternates are asked to show or announce their vote(s).
- Section 6.** No proxy votes shall be allowed.

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**ARTICLE VII – MPO Committees**

**Section 1. Standing Committees**

The MPO is supported by Standing Committees as described below. These Bylaws shall be applicable to all standing committees.

**Section 2. Executive Committee**

There shall be an Executive Committee, which shall be a Standing Committee of the MPO. The Chairman of the MPO shall serve as a member and as the chairman of the Executive Committee. In addition, the Executive Committee shall consist of the officers of the MPO, the immediate past Chairman of the MPO, and one representative from each jurisdiction not having an officer on the MPO. The Chairman shall appoint these additional members of the Executive Committee. A quorum of the Executive Committee shall consist of a majority of the Executive Committee’s members. In making any recommendation, adopting any plan, or approving any proposal, action shall be taken by a majority vote of all members present, provided a quorum is present.

The Executive Committee shall have the following specific powers and duties:

- a. To facilitate work program planning and management of the regional transportation planning process by providing policy guidance and input on future agenda items.
- b. Any other power granted to it by an affirmative vote of the MPO policy board in an open meeting, provided a quorum is present at said open meeting, such as but not limited to
  - 1. recommend amendments to the MPO-adopted Unified Planning Work Program and Transportation Improvement Program;
  - 2. recommend additions and/or revisions to the highway functional classification system;
  - 3. approve socioeconomic data and forecasts; and
  - 4. recommend endorsements of requests from local governments, agencies, and other organizations seeking state and federal grant funds.

**Section 3. Technical Advisory Committee**

There shall be a Technical Advisory Committee (TAC) composed of one technical representative from each of the following local governments and organizations:

City of Richmond  
County of Charles City  
County of Chesterfield  
County of Goochland  
County of Hanover  
County of Henrico  
County of New Kent  
County of Powhatan  
Town of Ashland  
Capital Region Airport Commission  
GRTC Transit System

Richmond Metropolitan Transportation Authority  
 Richmond Regional Planning District Commission  
 RideFinders, Inc.  
 Virginia Department of Rail and Public Transportation  
 Virginia Department of Transportation

Each local government or organization shall be responsible for designating its member and alternate to TAC. A quorum shall consist of a majority of the TAC membership, which shall include, at a minimum, four of the local government representatives. Either TAC members or alternates will be considered in determining TAC meeting quorums, and for voting on actions before TAC.

The purpose of the TAC is to serve as a technical advisory committee to the MPO, providing technical review, comments, and recommendations on specific transportation plans, programs, studies, and other appropriate documents and regional transportation issues. The TAC shall address other matters and concerns if directed by the MPO or the MPO Chairman. TAC shall specifically be responsible for reviewing, and providing technical comments and recommendations to the MPO on the following:

- a. Unified Planning Work Program
- b. Transportation Improvement Program
- c. Long Range Transportation Plan
- d. Air Quality Planning

The TAC shall meet as required in the performance of its duties.

**Section 4. Community Transportation Advisory Committee**

There shall be a Community Transportation Advisory Committee (CTAC) to the MPO, with both citizen and organizational voting membership as shown in the chart below.

| <b>MEMBER</b>  | <b>Appointees</b> |
|--|-------------------|
| Chesterfield County  | 2                 |
| Henrico County   | 2                 |
| City of Richmond   | 2                 |
| Charles City County  | 1                 |
| Goochland County   | 1                 |
| Hanover County   | 1                 |
| New Kent County  | 1                 |
| Powhatan County  | 1                 |
| Town of Ashland  | 1                 |
| Up to twelve (12) at-large member organizations appointed by the MPO | 1 vote each       |

The officers of CTAC shall consist of a Chairman and Vice Chairman elected by the CTAC voting membership. Only jurisdictional representatives shall be eligible to be Chairman and Vice Chairman. The CTAC officers shall be elected to a one-year term of office beginning July 1 and ending June 30.

To the maximum extent possible, the at-large appointees should represent diverse organizations with recognized transportation planning concerns including transportation disadvantaged populations.

Each CTAC member jurisdiction or organization may appoint an alternate member to serve in the absence of each appointed CTAC member. Each appointee shall serve a two- year term and may be reappointed for successive terms. The CTAC should meet as necessary. A quorum shall consist of a majority of the Committee’s current membership.

The purpose of this Committee is to advise the MPO on issues, plans, studies, and matters necessary and appropriate for providing viable and reasonable citizen input. Resolutions approved by the CTAC shall be presented to the MPO.

The CTAC will be supported by a standing subcommittee addressing equity and the needs of the transportation disadvantaged. This subcommittee will be called the CTAC Transportation Equity Work Group. The purpose of this subcommittee is to advise the MPO, through CTAC, on issues, plans, studies, and other matters concerning the MPO’s “3-C” urban transportation planning process that effects transportation disadvantaged populations. This group should have flexible membership to maximize the opportunity for input on issues relative to equity for transportation disadvantaged populations.

**Section 5. Other Committees**

The MPO may create other committees by a two-thirds vote of those present, assuming a quorum is present. These bylaws apply to the operation of any MPO committee.

**ARTICLE VIII – Amendment**

**Section 1.** These bylaws may be amended by an affirmative vote of two-thirds of all votes on the MPO policy board at that time, at two consecutive meetings of the MPO policy board. Proposed changes in the bylaws shall be transmitted to each voting member at least 10 days prior to the meeting when the voting will be conducted.

**Section 2.** These bylaws shall become effective immediately upon ratification by a vote of the MPO policy board as described in Section 1 above. Each MPO member shall be given a copy.



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**AMENDMENT NOTES:**

1. Ratification Date: First reading of Bylaws amendment on March 15, 1990. Second reading and final adoption on April 12, 1990.
2. Bylaws Amendment: Article V, Section 2, amended by MPO on December 13, 1990.
3. Bylaws Amendment: Article VI, Section 4, amended by MPO on June 10, 1993.
4. Bylaws Amendment: Article IV, Section 3, amended by MPO on July 8, 1993.
5. Bylaws Amendments: Article I, Section 2; Article III, Sections 1, 2, and 3; Article IV, Section 3; Article V, Sections 1, 2, and 3; and Article VI, Section 2; amended by the MPO on November 9, 1995.
6. Bylaws Amendment: Article V, Section 2; amended by MPO on February 12, 1998.
7. Bylaws Amendment: Article III, Section 3; amended by MPO on May 11, 2000.
8. Bylaws Amendments: Article IV, Section 4, Subsection (a); Article V, Section 1; and Article VI, Section 1; amended by MPO on April 12, 2001.
9. Bylaws Amendment: Article V, Section 1; amended by MPO on March 14, 2002.
10. Bylaws Amendment: Article V, Section 3; amended by MPO on December 11, 2003.
11. Bylaws Amendments: Article III, Section 3; and Article V, Section 3; amended by MPO on February 10, 2005.
12. Bylaws Amendment: Article VI, Section 1, amended by MPO on February 14, 2013.
13. Bylaws Amendment: Article III, Section 3; and Article V, Sections 2 and 3; amended by MPO on November 7, 2013.
14. Bylaws Amendment: Article I, Section 1; Article III, Sections 1, 2, 3, 4 and 5; Article V, Section 1; Article VI, Sections 1, 2, 4 and 5; and Article VII, Section 1; amended by MPO on October 2, 2014.15. Bylaws Amendment: Consistent with the 2013 federal certification review report, the RRTPO undertook a comprehensive review of the Bylaws; the last comprehensive review was conducted in 1990. This comprehensive amendment resulted in document reorganization, changes recommended for clarity and consistency, several recommendations included in the 2017 federal certification review report, and re-incorporation of the Elderly and Disability Advisory Committee into the Citizens Transportation Advisory Committee as a standing work group; amended by MPO on June 28, 2018.