



BYLAWS
BICYCLE AND PEDESTRIAN ADVISORY BOARD
CITY OF CONWAY, ARKANSAS

Adopted September 19, 2013

ARTICLE I – NAME, AFFILIATION, INTRODUCTION

- A. Pursuant to City of Conway Resolution R-12-05, this committee shall be known as the *City of Conway Bicycle and Pedestrian Advisory Board*, hereinafter referred to as the Board.
- B. It is the intent of these bylaws to prescribe the organization of the Board and to establish orderly, equitable, and expeditious procedures for the conduct of its affairs to the end that all may be informed and the public well served. No bylaw shall conflict with any ordinance of the City of Conway nor any statute of the State of Arkansas.

ARTICLE II – PURPOSE

- A. The purpose of the Board shall be to support the City of Conway in achieving and maintaining official status as:
 - 1) A Bicycle-Friendly Community as per the League of American Bicyclists;
 - 2) An official Walk-friendly Community as designated by the UNC Highway Safety Research Center and the Pedestrian and Bicycle Information Center;
 - 3) A community that seeks to achieve the federal and state goals of Safe Routes to Schools.
- B. The Board seeks the broadest possible involvement of individuals, organizations, societies, associations, businesses, public and private agencies and groups interested in the objectives of the Board. The Board shall strive to help coordinate activities of institutions, entities, and persons involved in alternative transportation, to the ends that duplication and inefficiency are avoided and that beneficial, economical policies and practices are adopted whenever possible.

ARTICLE III – MEMBERSHIP AND OFFICERS

- A. Staff
 - 1. A staff member shall be named from the Department of Planning and Development of the City of Conway to serve as the Bicycle & Pedestrian Program Manager and

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will serve in an ex officio capacity on the Board. This person shall be the de facto “treasurer” and shall therefore have the responsibility of maintaining accurate records of all revenue generated (i.e. fundraising, grants awards, donations, etc.), the Board account register, and all expenses, and must submit a report detailing such to the Board quarterly. A working relationship with the City of Conway Finance Department and City Clerk will be necessary. This member will also be responsible for maintenance of the Board’s official city web page/site.

2. The City of Conway Street Department shall name a member to serve in an ex officio capacity on the board. This person shall act as the liaison between the Board and Street department informing the board of any Bicycle or Pedestrian relevant projects and or ordinance changes.
3. The City of Conway Police Department shall name a member to serve in an ex officio capacity on the board. This person shall act as the liaison between the Board and Police department working with the board on any relevant Bicycle or Pedestrian enforcement and education efforts.

B. Members and Terms

As per resolution R-12-05:

1. The Board shall be self-perpetuating and comprised of eleven members who will be citizens of the City of Conway, and will be appointed by the Mayor of the City of Conway and confirmed by the City Council.
2. The members will serve staggered three year terms. In the initial year, the members will draw for one, two and three year terms (with three members drawing three year terms). Each subsequent year, new, or renewed, members will be appointed for full three year terms. The board operates on the calendar year.
3. The Board will include at least two members who represent a recognized bicycle advocacy organization, and will be nominated through a slate of nominees presented by said organization.
4. The Board will include two members who represent pedestrian interests.
5. The Board will include two members who will represent Conway schools.

Additional Provisions

6. No member may succeed him/herself unless approved by a supermajority (2/3) of the membership, by the mayor and by the City Council.
7. Members who are selected to fill vacancies for unexpired terms shall join the Committee at the next meeting following their selection.
8. Any member who has missed three (3) consecutive regular meetings without reasonable cause shall be considered to have resigned from the committee.
9. All members on the Board will be responsible to recruit nominees for the board when vacancies exist.

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C. Officers

1. At the October meeting of each year, the Board shall elect from its membership a Chair, a Vice-Chair, and a Secretary for terms of one (1) calendar year each beginning January of the following year. The Treasurer will be a staff member from the Department of Planning and Development and shall not have a term limit.
2. The Chair shall:
 - a. Preside at all meetings and hearings of the Board. The Chair shall be in his or her second or later year of service on the Board.
 - b. Present to the Board for its approval the names of all persons appointed to committees established by the Board. The Chair shall designate one (1) member of each committee to serve as the committee Chair.
 - c. Sign all appropriate documents on behalf of the board.
 - d. Ensure an annual report is produced outlining the activities of the board for the previous year providing said report to the Mayor, City Council, and Ex-officio Board members.
3. The Vice-Chair shall:
 - a. be responsible for the orientation and training of new members.
 - b. assume all duties of the Chair in the Chair's absence.
 - i. In the event of the absence or disability of the Chair and Vice-Chair at any meeting, the chair shall appoint a temporary chair, or the other members shall elect a member to serve as the temporary Chair.
4. The Secretary shall be responsible for:
 - a. Monitoring the minutes of each meeting.
 - b. Maintaining a record of the bylaws of the Board.
 - c. Maintaining a record of current membership of the Board with their terms of office.
 - d. Maintaining a record of the organization of the Board.
 - e. Copies of all records shall be stored at the Department of Planning and Development

ARTICLE IV – COMMITTEES

A. Special Committees

Special Committees may be created by the Board. Membership on such committees shall be designated by the Chair with the approval of the Board. The Chair shall designate a date for the submission of the committee's final report. Special committees shall be dissolved when their particular function or task has been completed. No special committee shall exist for a term of more than twelve (12) consecutive months, except by the direction of the Board.

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B. Advisory Committees

The Board may create such advisory committees, as it deems necessary or desirable. Each advisory committee shall be composed of at least two (2) Members and other persons in a number determined by the Board. Generally, members shall be private, professional or technical representatives, public officials working on the problems with which the Board is concerned, and citizens who have special interest or experience with such problems.

ARTICLE V – MEETINGS

- A. The Chair shall prepare, or cause to be prepared, an agenda for every regular or special meeting of the Board.
- B. Regular Meetings
 - 1. The Board shall, on or before the last regular meeting each year, adopt a calendar of regular meeting dates for the forthcoming year with at least one meeting scheduled for each calendar month at a set time.
 - 2. The Board shall meet regularly in a public location announced at least one week before the meeting.
 - 3. Notice of all meetings shall be posted on the Board's website within the City of Conway's website under City Boards.
- C. Special meetings may be called by the Chair, or by a quorum of the Members, or by a majority of those present at a regular or called meeting.
- D. Where all items for Board action cannot be disposed of on the day set, the Board may adjourn from day-to-day or as necessary to complete the hearing of all items docketed.
- E. The Board may, at any time, meet in an informal meeting to discuss any and all matters or to confer with staff members. No official actions shall be transacted during such informal meetings.
- F. The Board may, either before, during or after any meeting, sit in executive or private session. No discussion or official actions shall be transacted during such session except privileged matters relating to personnel as allowed by law.
- G. All meetings of the Board shall be open to the public. In all appropriate Board activities, the requirements of the Arkansas Freedom of Information Act shall be observed.

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ARTICLE VI – CONDUCT OF BUSINESS

A. All meetings shall be conducted in accordance with an agenda, which may include these topics and cases.

1. Roll call
2. Finding of a quorum
3. Approval of previous minutes as mailed
4. Old business
5. New business
6. Committee reports
7. Adjournment

B. Standard Rule of Procedure

Except as may otherwise be set forth in these bylaws, a simplified “Roberts Rules of Order” per the attached shall be followed. Procedural provisions of these bylaws may be suspended with the consent of two-thirds (2/3) of those Board members present.

C. Rules of Procedure

1. A quorum for the transaction of business shall be a simple majority of Board members in good standing.
2. Each Member, including the Chair, shall be entitled to one (1) vote. No Member shall cast a vote for another Member by proxy. Any Member who may have a conflict of interest in any action or decision relating to such action, which shall be the subject matter of, or affected by, a decision of the Board may disqualify him/herself from participating in the public discussion or proceeding in connection therein.

Any matter of business requiring action by the Board may be presented by oral motion, and the members present may vote thereon by a show of hands, or a roll call vote at the discretion of the Chair.

3. Majority vote
 - a. A simple majority vote of the full Board shall be required in order to take final action on any formal issue requiring Board approval. An approval or a denial of an issue shall constitute final action.
 - b. A simple majority of a quorum at an official meeting shall be sufficient to approve any administrative or procedural action.

F. General Policies

1. Each meeting agenda shall be provided to all Board members by use of US mail, electronic mail, fax, or other appropriate means no fewer than seven (7) calendar days prior to each scheduled Board meeting. Any member wishing to add an item to the agenda shall notify the chair no fewer than ten (10) days prior to the scheduled meeting.

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2. All minutes of Board meetings and all petitions, applications, reports, and other documents shall be open to the public and available for inspection at reasonable times, as provided by law.
3. All items requiring Board action shall be considered only at a regular or special Board meeting.
4. Precedents: Each item docketed shall be decided upon its own merit and circumstances attendant thereto. No action shall be considered a precedent for future action.

ARTICLE VII – AMENDMENTS

These bylaws may be amended or repealed by an affirmative vote of not less than two-thirds (2/3) of the full membership of the Board. A proposed amendment, or a motion to repeal, shall first be presented in writing at a regular meeting and placed on the agenda of subsequent regular meetings for action unless ten (10) days written notice has been given to all Members, in which case, action may be taken at any regular or called meeting. No amendment shall conflict with any ordinance of the City of Conway or any statute of the State of Arkansas.

ATTACHMENTS

Roberts Rules of Order – Simplified

Guiding Principles:

- Everyone has the right to participate in discussion if they wish,
- Everyone has the right to know what is going on at all times.
- Only urgent matters may interrupt a speaker.
- Only one thing (motion) can be discussed at a time.

Overview of procedures:

- The Chair (or designee) will facilitate all discussions at official meetings.
- Topics for discussion will be discussed per the meeting agenda or as a topic is brought up as new business and as recognized by the Chair.
- After informal discussion of the topic, a motion may be made, the topic tabled, referred to committee, or postponed indefinitely.
- If a motion is made and seconded, formal discussion on the topic should occur during which time the motion may be amended by any member (if seconded) or withdrawn (by the original person raising the motion.)
- After satisfactory discussion has been made as recognized by the Chair, the Chair may call for a vote or table the motion for a future meeting if further discussion is and/or research is deemed necessary.
- All votes, if not unanimous by those in attendance, are to be counted by roll call, and recorded in the meeting minutes.

Definition:

A **motion** is the topic under discussion (e.g., “I move that we add a coffee break to this meeting”). After being recognized by the president of the board, any member can introduce a motion when no other motion is on the table. A motion requires a second to be considered. Each motion must be disposed of (passed, defeated, tabled, referred to committee, or postponed indefinitely).

How to do things:

You want to bring up a new idea before the group.

After recognition by the president of the board, present your motion. A second is required for the motion to go to the floor for discussion, or consideration.

You want to change some of the wording in a motion under discussion.

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After recognition by the president of the board, move to amend by

- adding words, or
- striking words, or
- striking and inserting words.

You like the idea of a motion being discussed, but you need to reword it beyond simple word changes.

Move to substitute your motion for the original motion. If it is seconded, discussion will continue on both motions and eventually the body will vote on which motion they prefer.

You want more study and/or investigation given to the idea being discussed.

Move to refer to a committee. Try to be specific as to the charge to the committee.

You want more time personally to study the proposal being discussed.

Move to postpone to a definite time or date.

You want to take a short break.

Move to recess for a set period of time.

You want to end the meeting.

Move to adjourn.

You are confused about a procedure being used and want clarification.

Without recognition, call for "Point of Information"

The president of the board will ask you to state your question and will attempt to clarify the situation.

You have changed your mind about something that was voted on earlier in the meeting for which you were on the winning side.

Move to reconsider. If the majority agrees, the motion comes back on the floor as though the vote had not occurred.

You want to change an action voted on at an earlier meeting.

Move to rescind. If previous written notice is given, a simple majority is required. If no notice is given, a 2/3rds vote is required.

You may INTERRUPT a speaker for these reasons only:

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- to get information about business – **point of information or clarification**
- to get information about rules – **parliamentary inquiry**
- if you can't hear, safety reasons, comfort, etc. – **question of privilege**
- if you see a breach of the rules – **point of order**
- if you disagree with the president of the board's ruling – **appeal**

Quick Reference					
	Must Be Seconded	Open for Discussion	Can be Amended	Vote Count Required to Pass	May Be Reconsidered or Rescinded
Motion : Administrative or Procedural	√	√	√	Majority in attendance	√
Motion: Formal Issue	√	√	√	Majority full board	√
Amend Motion	√			Majority in attendance	√
Kill a Motion				Majority in attendance	√
Recess	√			Majority in attendance	
Adjourn (End meeting)	√			Majority in attendance	
Refer to Committee	√	√	√	Majority in attendance	√
Postpone to a later time	√	√	√	Majority in attendance	√
Postpone Indefinitely	√	√	√	Majority in attendance	√