



Flint Hills Area Transportation Agency

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Flint Hills Area Transportation Agency Board

By-Laws

SECTION 1.0 NAME

The name of the inter-local public agency is THE FLINT HILLS AREA TRANSPORTATION AGENCY BOARD (FHATA). The governing body for the FHATA Board shall be known as the "Public Transit Board" (Board).

SECTION 2.0 PURPOSE

The purpose of the FHATA Board is to facilitate its members' commitment to engage in cooperative efforts in order to provide a cost-effective, public transit system that will be administered by the FHATA Board; and,

To enable the parties forming the FHATA Board (the "Parties," consisting of the City of Manhattan, Kansas, Riley and Pottawatomie Counties, Kansas, and Kansas State University) to apply for federal funds pursuant to an allocation letter from the Governor of Kansas and to be a Direct Recipient of Section 5307 Urban Formula Funds for the Manhattan Urbanized Area (MUA) which is eligible for federal funding assistance for transit services provided within the MUA or that start or end in the MUA; and

To plan, manage, and operate public transit services that can serve the Flint Hills Region which covers all or parts of the jurisdictions of the Parties; and

To seek federal assistance on behalf of the FHATA Board from the Federal Transit Administration for other federal assistance authorized by 49 U.S.C. Chapter 53, title 23, United States Code, or other federal statutes authorizing a project administered by the Federal Transit Administration.

To undertake all actions necessary or beneficial to achieving the above purposes.

SECTION 3.0 MEMBERSHIP

3.1 BOARD COMPOSITION

The Board consists of seven (7) **voting members** as follows:

- One (1) City of Manhattan Commissioner as selected by a majority vote of the City Commission at a regularly scheduled meeting;
- One (1) Riley County Commissioner as selected by a majority vote of the County Commission at a regularly scheduled meeting;
- One (1) Pottawatomie County Commissioner as selected by a majority vote of the County Commission at a regularly scheduled meeting;
- Director of Housing and Dining Services for Kansas State University;
- Director of Transportation and Parking Services for Kansas State University;
- Director of the Flint Hills Metropolitan Planning Organization;
- One (1) at large representative from a business, commercial, professional, or labor entity or organization representing the region's contemporary interests and concerns and financial stakeholder to the Board

The **ex-officio and non-voting members** of the Board include:

- One (1) Representative from the Kansas Department of Transportation (ex-officio and non-voting);
- One (1) at large representative from a social services agency (non-voting)
- One (1) at large representative from a transit agency partnership (non-voting)
- One (2) at large community representatives (non-voting)

Ex-officio and non-voting members shall sit with the same rights and privileges as the Board voting members (request agenda items, participate in discussions, advise the Board, receive meeting packets, etc.) except that ex-officio and non-voting members shall not have the right to present resolutions, motions or second same, or to vote upon any motions or resolutions the FHATA Board.

The Parties may later add additional members to the board not to exceed a total of (15) members.

3.2 MEMBER SELECTIONS AND TERMINATION

The represented agencies charged with selecting their representatives to sit on the Board, shall select the member to represent that agency according to their represented agency's own practices.

A person's membership on the Board shall be terminated upon the member leaving his or her position named for membership on the Board, or by the group represented by the person choosing a replacement representative.

Persons interested in serving as an at-large member should provide an interest statement to FHATA staff. FHATA staff will supply the Board with a list of interested and/or eligible representatives, upon which the Board will vote on to fill the vacant positions.

At large members will serve a one year term with the option to extend the term for an additional year with board approval.

3.3 ALTERNATES

Each member of the Board may send a previously designated alternate when unable to attend a meeting. The alternate must be a member of the same body that the member of the Board represents (for example, elected officials named to the Board cannot send staff as an alternate). The member of the Board shall notify the Board Chairperson of the Board with this information before a meeting is called to order, and the Chair shall announce the presence of the alternate to the Board. The alternate for voting members will retain voting privileges.

3.5 VOTING PROCEDURES

- a. Matters relating to 49 U.S.C. § 5307 funded projects shall be subject to the following:
 1. These actions shall require approval by a majority vote; and
 2. Voting privileges for such items are limited to the following members:
 - a) City of Manhattan representative;
 - b) Riley County representative;
 - c) Pottawatomie County representative;
 - d) Director of Housing and Dining for Kansas State University; and
 - e) Director of Transportation and Parking Services for Kansas State University.
- b. Other decisions relating to all other matters shall be subject to the approval by a majority of the Board members in attendance at the meeting assuming the presence of a quorum.

SECTION 4.0 OFFICERS

The Board shall elect a chairperson (chair) and a vice-chairperson (vice-chair) from among its voting members at a regularly scheduled meeting.

4.1 ELECTION OF CHAIRPERSON AND VICE-CHAIRPERSON

Terms for Chair and Vice-chair shall begin immediately upon their election. Their term of office shall be one (1) year. The Chair and Vice-chair positions are to be filled by voting members of the Board .

In the event of a vacancy in the office of Chair or Vice-chair, a member shall be elected to serve the remainder of the term of office. Notice of such election shall be placed as an agenda item and the election shall be conducted in the manner provided in this section.

4.2 CHAIRPERSON

The Chairperson shall preside at the Board meetings; appoint subcommittees as needed; sign all resolutions, agreements, financial document, etc. after Board approval.

4.3 VICE-CHAIRPERSON

The Vice-chairperson shall serve as Chair in the absence of the Chairperson.

SECTION 5.0 QUORUM

A quorum of the Public Transit Board shall consist of a majority of the voting members. The Board shall conduct no official business in the absence of a quorum. A quorum is not lost when a member or members abstain from voting.

Members or their alternates must be physically present at the meeting to vote unless the Chairperson or Vice-Chairperson authorize a phone/computer connection to stand in place of their physical attendance. Any Board member joining the meeting via phone/computer must be on speaker for all meeting attendees to hear and the meeting minutes should reflect those participating by phone/computer.

Any "at-large" voting position considered vacant should not count towards quorum. Any time an at-large member resigns from the Board, FHATA staff should notify the Board and begin to gather letters of interest to fill the vacant position. Once the Board appoints an individual to the Board, the position will no longer be considered vacant, regardless of whether the at-large member is present at the meetings.

Should a quorum not be obtained within fifteen (15) minutes of the scheduled meeting time, those members present may, by unanimous agreement; select to continue the meeting as a public information meeting or workshop to discuss items on the agenda that do not require approval or action by the Board.

In this event, the names of the members present at such public information meeting or workshop and brief minutes of items discussed shall be recorded.

In the absence of the Chair and Vice-chair, a staff representative shall determine whether a quorum is present, and in that event, shall call for election of a temporary chairperson. Upon the arrival of the Chairperson, or Vice-Chairperson, the temporary chair shall relinquish to the Chairperson upon conclusion of the business immediately before the Board.

SECTION 6.0 MEETINGS

6.1 REGULAR MEETINGS

The Public Transit Board shall hold regular meetings in accordance with a day, location, and time as agreed to by a majority of the voting members. Locations for Board meetings shall be held at locations accessible by persons with disabilities.

The FHATA staff shall give public notice of regular meetings not less than seven (7) calendar days prior to the meeting. Changes to meeting time, place, or date, and any cancellations of regular meetings, shall be made as soon as practicable or at least twenty-four (24) hours prior to when such meeting was to have taken place.

Opportunities for public comment shall be provided at each meeting.

6.2 SPECIAL MEETINGS

The Chairperson or a majority of the voting members may call a special meeting of the Public Transit Board. FHATA staff shall give public notice of special meetings not less than seven (7) calendar days prior to the meeting.

In the event that the Chair or other caller of the meeting wishes to cancel or change the meeting time of a special Public Transit Board meeting, advance notice of such cancellation or change shall be made as soon as practicable and at least twenty-four (24) hours prior to when such meeting was to have taken place. Locations for special Public Transit Board meetings must be accessible.

6.3 EXECUTIVE SESSIONS

Personnel or other sensitive matters will be discussed by the Public Transit Board in an executive session. To go into executive session, a Board Member must make a motion to move into executive session and another member second the motion. A time limit should be initially established for the executive session. Depending on the topic of discussion, members of FHATA staff may be asked to leave the room.

If additional time is needed for the executive session, the Chair should ask for a motion to extend the executive session by a specific amount of time. At the end of the executive session, the Chair should ask for a motion and second to adjourn from executive session and resume the Public Transit Board Meeting for any required action.

6.4 CONDUCT OF MEETINGS

The meetings of the Board will be held in accordance with the Kansas Open Meeting Act (KOMA).

Locations for all FHATA Board meetings shall be accessible by persons with disabilities.

6.5 RECORD OF PROCEEDINGS

At all meetings of the Board, the Secretary shall record a roll of members, minutes of proceedings, and votes.

The Secretary shall record the minutes of each meeting as a matter of public record and should present such minutes to the Board for approval. Approved minutes of the Board meetings shall be available for public inspection at the office of the Secretary and posted on the website.

6.6 AGENDAS

There shall be an official agenda for every regular meeting of the Public Transit Board, which shall determine the order of business conducted at the meeting.

FHATA staff shall draft the meeting agenda. Meeting agendas sent to the Board members will have links or attachments of all pertinent materials (e.g., staff reports, draft documents, etc.).

Regular meeting agendas shall be distributed to the Board members at least seven (7) calendar days in advance of the meeting.

6.7 ALTERNATIVE MEETING FORMATS

In certain circumstances, the Chair may allow a phone/computer connection to serve in lieu of a physical meeting of the Public Transit Board. If it is determined that a conference call/virtual meeting is the appropriate forum to hold a Public Transit Board meeting, all items mentioned in Section 6.0 (above) must still be followed. The agenda should include language regarding a conference call/virtual meeting being used in lieu of an in-person meeting. An FHATA staff member must be present at the location publicized on the agenda with the conference call on speakerphone, or virtual meeting displayed, to allow members of the public opportunity to participate.

Proxy voting is not allowed at the Transit Board meetings.

6.8 CONFLICT OF INTEREST

No member of the Board shall participate in, discuss, or vote on a matter in which he or she has a substantial interest as defined by K.S.A. 46-229 et seq. Should any member have such a substantial interest on a matter coming before the Board, the Chairperson shall declare an abstention for each affected Board member for that item on the agenda.

SECTION 7.0 SUB-COMMITTEES

Subcommittees may be designated by the Public Transit Board as necessary.

SECTION 8.0 AMENDMENTS TO BYLAWS

These bylaws may be amended by a two-thirds (2/3) vote of the Public Transit Board voting membership at any regular meeting, provided that the members have been notified in writing of the proposed change at least seven (7) calendar days in advance and the proposed amendment has been placed on the agenda.

The Public Transit Board Bylaws shall be reviewed whenever changes are made to the FHATA Interlocal Agreement to avoid conflicts and/or confusion between the Board Bylaws and the Interlocal Agreement.

All amendments to these Bylaws shall be recorded by date and incorporated into this document.

Revised Bylaws shall be delivered to the Public Transit Board members (both voting and non-voting) at the next regular Public Transit Board meeting following the amendment.

SECTION 9.0 EFFECTIVE DATE

The above and foregoing bylaws are hereby adopted as the Board Bylaws of the FHATA Board.

Adopted this 5th day of May 2021.