

1 Adopted in September 2013; to be effective upon execution of the amended MOU by all parties.
2 Effective January 16, 2014

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4
5 **BY-LAWS**
6 **WINSTON-SALEM URBAN AREA**
7 **TECHNICAL COORDINATING COMMITTEE**
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10 **ARTICLE I - NAME**
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12 The name of this organization shall be the **Winston-Salem Urban Area Technical**
13 **Coordinating Committee**, hereinafter referred to as the "TCC".
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16 **ARTICLE II - PURPOSE**
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18 The purpose and goals of this committee shall be:
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- 20 1. To provide general review, guidance and coordination of the continuing,
21 cooperative and comprehensive transportation planning process in the Urban
22 Area.
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- 24 2. To prepare and make recommendations to the Transportation Advisory
25 Committee (TAC) regarding matters relating to transportation planning.
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- 27 3. To facilitate coordination and communication between policy boards and agencies
28 represented on the TAC and TCC.
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- 30 4. To facilitate coordination of transportation planning with other planning efforts
31 such as those concerning land use, public utilities and maintenance of air quality.
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34 **ARTICLE III - MEMBERS**
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36 Section 1 - Number and Qualifications: As specified in the Memorandum of Understanding
37 (MOU), the TCC shall include professional staff from local and State governmental agencies
38 directly related to and concerned with the transportation planning process for the Planning Area.
39 Representatives from member governments may include elected officials acting in a professional
40 capacity and not currently serving as a member or alternate member of the Transportation
41 Advisory Committee. Each member agency's representative(s) shall be designated by the chief
42 administrative officer of that agency.
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44 The voting membership shall include, but not be limited to, the following members:

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- Deputy County Manager, Forsyth County
- Director, Forsyth County Office of Environmental Assistance and Protection
- Assistant City Manager for Public Works, City of Winston-Salem
- Director of Transportation, City of Winston-Salem DOT (WSDOT)
- Community Planner, North Carolina Division of FHWA
- Urban Area Coordinator, NCDOT--Transportation Planning Branch
- Ninth Division Engineer, NCDOT
- Director, City-County Planning Board
- Planning Development Coordinator, WSDOT
- Transportation Planning Coordinator, City-County Planning Board
- The Manager from each of the following municipalities:
 - Bermuda Run
 - Bethania
 - Clemmons
 - Kernersville
 - King
 - Lewisville
 - Midway
 - Rural Hall
 - Tobaccoville
 - Walkertown
 - Wallburg
 - Municipalities joining the MPO by becoming party to Memorandum of Understanding (MOU)
- The Manager from each of the following counties:
 - Davidson
 - Davie
 - Stokes
- Director, Piedmont Authority for Regional Transportation (PART)
- Director, Winston-Salem Transit Authority (WSTA)
- Planner, Northwest Piedmont Rural Planning Organization (RPO)
- Representatives of Major Modes of Transportation (i.e., Trucking Firms, Railroads, Intercity Bus, Taxi Companies, etc.)

Non-voting, advisory membership shall include, but not be limited to, the following members:

- Director, Public Transportation Division, NCDOT

Section 2 - Terms of Office: There shall be no limitation on the length of time a member may serve on the TCC subject to the authorization to do so by their respective agency.

1 Section 3 - Alternates: Each member agency may appoint an alternate to its representative
2 provided each alternate also meets the same qualifications of membership. That alternate
3 member may serve as a full voting member during any meeting where that board's representative
4 is not in attendance. Proxy and absentee voting are not permitted.
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7 **ARTICLE IV - OFFICERS**

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10 Section 1 - Officers Defined: The officers of the TCC shall consist of a Chairman and Vice-
11 Chairman, to be elected by the majority vote of the eligible voting members of the TCC.
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13 Section 2 - Elections: The Chairman and Vice-Chairman shall be elected annually at the first
14 regularly scheduled meeting of the calendar year. The newly elected Chairman and Vice-
15 Chairman shall take office immediately following the election.
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17 Section 3 - Terms of Office: The term of office for officers shall be one year. Officers may
18 serve successive terms. Each officer shall hold office until his/her successor shall have been duly
19 elected or until his/her earlier death, resignation, disqualification, incapacity to serve, or removal
20 in accordance with the law.
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22 Section 4 - Duties of Officers: The Chairman shall call and preside at meetings and appoint
23 committees. The Chairman shall appoint a clerk who will provide or otherwise delegate staff
24 services for the TCC, as needed, and will be responsible for taking summary minutes of the
25 Committee's proceedings.
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27 In absence of the Chairman, the Vice-Chairman shall preside and complete all other duties of the
28 Chairman.
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31 **ARTICLE V - MEETINGS**

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33 Section 1 - Regular Meetings: Meetings shall be held at least bi-monthly but may be canceled
34 due to the lack of agenda items. Meetings will be held on the third Thursday of the months of
35 January, February, March, May, July, September and November.
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37 Section 2 - Special Meetings: Special meetings may be called by the Chairman with seven (7)
38 days notice, or at the request of the majority of the eligible voting members. Whenever possible,
39 at least seven (7) days notice shall be given.
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41 Section 3 - Quorums: A quorum shall be constituted by the presence of at least fifty-one percent
42 (51%) of the members at the beginning of the meeting. Members may call in to a meeting via
43 telephone or other electronic means and be counted as present at the meeting provided that the
44 electronic means allows the member to hear and to participate in all deliberations and votes.
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1 Section 4 - Attendance: Each member shall be expected to attend each regular meeting and each
2 special meeting provided at least seven (7) days notice is given. Subject to his/her member
3 agency's approval, a member may appoint an alternate to serve in his/her absence provided that
4 the member informs the Clerk of the Committee prior to the meeting which the alternate will
5 attend. This notification shall authorize the alternate to vote in the member's absence.
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7 Voting members (or their authorized alternates) not attending three (3) consecutive regular
8 meetings will be considered non-voting members for the purpose of determining a quorum as of
9 the fourth meeting. A member's or alternate's voting privileges will be reinstated automatically
10 by his/her attendance at a subsequent TCC meeting.
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12 Section 5 - Agenda: The agenda is a list of considerations for discussion at a meeting. Items on
13 the agenda originate as a carryover from previous TCC meetings, or are placed on the agenda
14 prior to its distribution by any member of the TCC, by request from any jurisdiction party to the
15 MOU, or by the request of the Chairman of the Transportation Advisory Committee. Additional
16 items may be placed on the regular agenda following discussion of the last item on the regular
17 agenda, as long as a majority concurrence of the present and eligible voting members is received.
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19 Section 6 - Voting Procedures: The Chairman and any member may call for a vote on any issue,
20 provided that it is seconded and within the purposes set forth in Article II and provided the issue
21 is on the agenda as outlined in Section 5 of this article. Each voting member of the TCC shall
22 have one vote. A majority vote of the members (or their authorized alternates) present and
23 eligible to vote shall be sufficient for approval of matters coming before the Committee. The
24 Chairman is permitted to vote. Abstentions shall be considered affirmative votes. By approval
25 of the TCC, a member may withdraw from voting on an issue. In the absence of any direction
26 from these By-laws or other duly adopted voting procedures pursuant to certain approval actions,
27 ***Robert's Rules of Order, Newly Revised*** will designate procedures governing voting.
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30 **ARTICLE VI – PARLIAMENTARY PROCEDURES**

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32 The rules contained in the current edition of ***Robert's Rules of Order, Newly Revised***, shall
33 govern the TCC in all cases to which they are applicable and in which they are not inconsistent
34 with the MOU, these bylaws and/or any special rules of order the TCC may adopt.
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37 **ARTICLE VII - AMENDMENTS TO BY-LAWS**

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39 Amendments to these By-laws of the TCC shall require the affirmative vote of at least a majority
40 (51%) of the TCC's eligible voting members, provided that written notice of the proposed
41 amendment has been received by each member at least seven (7) days prior to the meeting at
42 which the amendment is to be considered and provided that such amendment does not conflict
43 with the letter or fundamental intent of the MOU governing this document. In the event of any
44 conflict, the MOU shall carry precedence over these By-laws.