

# *Bylaws of the Oregon Freight Advisory Committee*

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## **Mission**

The mission of the Oregon Freight Advisory Committee is to advise the Oregon Department of Transportation, Oregon Transportation Commission and Oregon Legislature on priorities, issues, projects and funding needs to improve freight mobility and to advocate for the importance of an efficient and connected freight transportation system to support the economic vitality of the State of Oregon.

## **ARTICLE I. PURPOSE, VALUES, ROLES AND RESPONSIBILITIES**

### **Section 1. Purpose**

- a. The Oregon Freight Advisory Committee (OFAC or COMMITTEE) is defined in statute by ORS 366.212.
- b. Bylaws of OFAC are created, deleted or amended consistent with ORS 366.212 and upon deliberation and approval of a quorum of the Oregon Transportation Commission (OTC).
- c. The purpose of OFAC is to advise the OTC and the Director of the Oregon Department of Transportation (DIRECTOR) on matters relating to the priorities, issues, freight mobility projects and funding requirements that impact multimodal freight mobility in Oregon.
- d. Upon request, report to the Legislative Assembly on OFAC business and issues affecting freight mobility.

### **Section 2. OFAC Values**

- a. OFAC values inclusiveness in deliberations, respect for a variety of interests in transportation decisions, and informed decision making.

OFAC shall:

- (1) Serve as a forum for discussion, an opportunity for joint action, and a source of knowledge and advice for State transportation decisions affecting freight mobility;
- (2) Value the opportunity to engage the private sector and focus the committee on addressing private sector needs and ensure the balance of the representation reflects this;
- (3) Promote the cross-sharing of information between private and public sectors (e.g. local, state and federal government agencies) on freight issues;
- (4) Advocate the importance of freight mobility to the economic well being of the State of Oregon and the region;
- (5) Champion a sound multi-modal freight and goods delivery network;

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- (6) Communicate and coordinate regional priorities with other organizations, including ODOT Regions, Area Commissions on Transportation (ACTs), Metropolitan Planning Organizations (MPOs), regional partnerships, regional investment boards, ODOT advisory committees, Economic Revitalization Teams (ERTs), etc.;
- (7) Inform and advise the OTC and DIRECTOR on policy, issues, freight mobility projects and funding requirements that impact freight mobility;
- (8) Make an annual report to the OTC on OFAC business and freight transportation policy recommendations;
- (9) Upon request, report to the Legislative Assembly on OFAC business and freight transportation policy recommendations.

## **Section 3 The roles and responsibilities of OFAC shall include but are not limited to:**

### a. Policy Development

- (1) Advise in the development and update of a Freight Master Plan for the State of Oregon.
- (2) Review and make recommendations on policy and planning initiatives that affect the multi-modal freight system network.
- (3) Monitor policy developmental activities of jurisdictions as they affect the movement of freight and the multi-modal freight network.

### b. Freight Mobility Project Selection Recommendations

- (1) Focus on identifying separate modal lists of high-priority freight projects in each of ODOT's five regions.
- (2) Review and make recommendations regarding project-funding priorities for the State's multi-modal freight network.

## **ARTICLE II. MEMBERSHIP**

### **Section 1. Composition of Committee**

- a. The total membership of the COMMITTEE shall consist of not more than 32 members with at least 70% targeted for private sector representation.
- b. Membership in the COMMITTEE shall be open to any adult representative of a freight service provider, shipper, trade association, or business directly related to freight activities, representatives of development commissions, ACTs, MPOs, Maritime Administration, and Federal Highway Administration and citizens experienced in freight mobility issues. Public agencies with interest in freight movement within the State of Oregon and throughout the region are also eligible but will serve as Ex-Officio members. Ex-Officio members are voting members. Members should be interested in advocating and advising on the cost

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effective and efficient movement of goods and services and able to contribute to the development and implementation of investments, policies and practices that benefit inter- and intra-state freight mobility. Members must be willing to attend meetings and actively participate in the work of designated sub-committees.

- c. In addition to the general membership requirements, the COMMITTEE should strive to enhance diversity of freight interests by ensuring its membership draws upon all of the freight modal areas including trucking, rail, maritime, air, and pipeline. Membership should represent different geographic areas of the state and represent a cross-section of the major industrial sectors within the state. Additionally, ODOT is not a voting member and will participate to help inform discussions. ODOT staff shall include TDD Administrator, Planning Section Manager, Freight Program Manager and Freight Planning Unit Staff Liaison.

## **Section 2. Appointment**

- a. Applications for membership shall be available through the Freight Planning Unit of ODOT.
- b. The DIRECTOR shall appoint members.

## **Section 3. Sub-committees**

- a. The COMMITTEE shall have standing sub-committees on “membership and nominations,” “policy and projects.” Other ad hoc sub-committees may be formed from time-to-time to conduct COMMITTEE business.
- b. Sub-committee membership will be approved by simple majority of members at a regularly scheduled meeting.
- c. Sub-committee membership may include any member in good standing.
- d. All Sub-committee members shall have one vote each to cast during attendance at any subcommittee meeting.

## **Section 4. Voting**

- a. Members shall have one vote each to cast during attendance at any general or special meeting.

## **Section 5. Terms of Membership; Transitions to Staggered Terms**

- a. Members shall be appointed by the Director and shall serve a four-year term.
- b. Thereafter, membership status will be reviewed annually by the membership sub-committee with one quarter of the members being reviewed annually.
- c. If any member is absent without good cause from three consecutive regularly scheduled meetings, the CHAIR may declare this position vacant. The DIRECTOR will appoint an individual to fill the vacant position

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for the remainder of the vacant position's term. ( DEF. OF GOOD STANDING)

- d. If any Member no longer works in the membership category for which they were originally appointed, they will be removed as a Member and a new representative for that membership category will be appointed by the Director based upon recommendations from the Standing Sub-Committee on Membership.

## **ARTICLE III. OFFICERS**

### **Section 1. Officers**

- a. Officers of the OFAC will include the CHAIR, Vice-chair, and standing sub-committee chairs.
- b. Ad hoc sub-committee chairs are not officers of OFAC.

### **Section 2. Committee Chairs**

- a. There shall be a Chair (CHAIR) and Vice-chair for the COMMITTEE, and chairs for each of the designated standing sub-committees, as well as any ad hoc sub-committees approved by the COMMITTEE.
- b. All members are eligible for the positions of CHAIR, Vice-chair or standing sub-committee chair.
- c. Members may serve as chair of ad hoc sub-committees and are appointed by the CHAIR.
- d. The CHAIR shall be elected by a simple majority vote of members present.
- e. The Vice-chair shall be elected by a simple majority of the members present.
- f. Standing and ad hoc sub-committee chairs shall be appointed by the CHAIR.
- g. The CHAIR is ineligible to chair any sub-committee.

### **Section 3. Responsibilities of the CHAIR and Vice-Chair**

- a. The CHAIR shall:
  - (1) Appoint standing and ad hoc sub-committee chairs;
  - (2) Appoint members of standing and ad hoc committees;
  - (3) Develop in coordination with ODOT Freight Planning Staff, the agendas and conduct OFAC meetings;
  - (4) In January of each year provide a schedule of meetings for that year;
  - (5) Select the location of regularly scheduled meetings (see Article IV Section 1);

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- (6) Call for elections of the CHAIR and Vice-chair prior to the expiration of their respective terms consistent with Sections 4 and 5 of this Article.
- b. The Vice-Chair shall:
  - (1) Perform all functions of and serve as the CHAIR in the absence of the CHAIR.

## **Section 4. Terms of Officers**

- a. Each CHAIR, Vice-chair, and standing sub-committee chairs shall each serve a planned two-year term. Terms begin in January of even-numbered years and end in December of odd-numbered years.
- b. The CHAIR and Vice-chair and standing sub-committee chairs may serve multiple and or consecutive terms but shall stand for re-appointment every two years in December.
- c. In the event the CHAIR has been in office for at least a six-month period and then vacates office for any reason, the Vice-chair will accede to the CHAIR for the remainder of the vacating CHAIR's planned two-year term. If the CHAIR has been in office for less than a six-month period and then vacates office for any reason, an election is required to select a CHAIR for the remainder of the vacating CHAIR's term.
- d. If the Vice-chair accedes to the CHAIR due to Article III, Section 4, (c), then an election is required to select a Vice-chair for the remainder of said term.

## **Section 5. Nominations**

- a. The CHAIR shall receive nominations from the Membership and Nominations Sub-committee for the CHAIR and Vice-chair positions during a regularly scheduled meeting. Consideration for the CHAIR and Vice-chair position will be from the membership of the COMMITTEE only.

## **ARTICLE IV. MEETINGS**

### **Section 1. Meetings**

- a. Regularly scheduled COMMITTEE meetings will be held a minimum of four times per calendar year.
- b. Special COMMITTEE meetings may be called upon consensus of the need to do so by the officers of the COMMITTEE. Sufficient advance notice will be given to comply with the requirements of the Oregon Public Meetings Law.
- c. Two regularly scheduled COMMITTEE meetings will be scheduled in Salem.
- d. A calendar for regularly scheduled COMMITTEE meetings will be submitted to the COMMITTEE by the CHAIR not later than January 31<sup>st</sup> of

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each calendar year for that calendar year. The calendar for regularly scheduled COMMITTEE meetings will specify date, time, and city in which the meeting will be held.

## **Section 2. Conduct of Meetings**

- a. A simple majority of members present with full standing shall constitute a quorum for convening a meeting.
- b. COMMITTEE business will be conducted by Roberts Rule of Order.
- c. ODOT Freight Planning staff shall be responsible for meeting minutes, distributing the meeting agendas, and other associated administrative duties required to support the business of the COMMITTEE.
- d. Any member may request the CHAIR to place business on the agenda.

## **Section 3. Public Involvement and Citizen Input**

- a. OFAC will comply with the requirements of the Oregon Public Meetings Law, ORS 192.610 to 192.690. Any general or sub-committee meeting is open to any person and to all that may wish to be heard regarding any agenda item.
- b. All members of OFAC are eligible to vote.

## **ARTICLE V. AMENDMENTS TO BYLAWS**

- a. The COMMITTEE may propose amendment to the bylaws at any regularly scheduled meeting by vote of members under the following conditions:
  - (1) The COMMITTEE shall agree to consider one or more amendments to the bylaws during a regularly scheduled meeting;
  - (2) Meeting notes reflect the discussion;
  - (3) Written notice of the proposed amendment(s) is sent to members and posted for public notice not later than 60-days prior to the regularly scheduled meeting at which subject amendment is to be considered.
- b. Committee recommendations to the OTC for proposed amendments to the bylaws shall require a two-thirds (2/3) vote of approval by the membership, present at the meeting.
- c. Proposed amendments that receive two-thirds (2/3) approval of the membership present at the meeting will be submitted to the OTC for consideration. The OTC has full and sole discretion to take proposed amendments under consideration.