

# HUMBOLDT COUNTY ASSOCIATION OF GOVERNMENTS

## TECHNICAL ADVISORY COMMITTEE (TAC) BY-LAWS

ADOPTED AUGUST 17, 2023

### **Article 1.00 - Designation**

#### **1.01 - Name**

The name of this organization shall be the Technical Advisory Committee, hereinafter referred to in this document as the TAC to function in an advisory capacity to the Humboldt County Association of Governments hereinafter referred to in this document as HCAOG), in its role as the designated Regional Transportation Planning Agency. Actions of HCAOG creating the TAC are directed under the Cooperative Agreement for the Formation of HCAOG, Resolution No. 1.

#### **1.02 - Jurisdiction**

The area of jurisdiction for the TAC shall be the entire geographic jurisdictional area of Humboldt County.

### **Article 2.00 - Purpose**

It shall be the purpose of the TAC to advise HCAOG on all matters general or relevant to the solution of common problems for all local entities, and to qualify entities for the allocation of State and federal funds necessary to carry out projects on an areawide basis.

### **Article 3.00 - Responsibility**

It is the responsibility of the TAC pursuant to the Memorandum of Understanding executed by HCAOG and Caltrans, as well as HCAOG's Cooperative Agreement to function at a staff level role to review, comment, and advise the HCAOG Board on matters related to transportation and relevant regional issues, in carrying out their regional duties.

### **Article 4.00 - Membership**

#### **4.01 - Committee Composition**

The membership of the TAC consist of:

- An engineering/planning representative from each of HCAOG's member entities (8 total)
- A representative from the general public transit providers (3 total)
- A representative from Caltrans District 01
- A representative from the regional office of the California Highway Patrol
- A representative from the Karuk Tribe
- A representative from the Trinidad Rancheria
- A representative from the Yurok Tribe
- A representative from the Hoopa Valley Tribe
- A representative from the Blue Lake Rancheria
- A representative from the Bear River Band of the Rhonerville Rancheria

The names of representatives shall be submitted to HCAOG.

#### **4.02 - Term of Office**

Of the appointments to the TAC, the term of office is indefinite as directed by the appropriate appointing entity.

#### **4.03 - Voting Rights**

Each member of the TAC shall be entitled to one vote only and may cast that vote on any issue submitted to a vote for the action of the TAC. Proxy voting and absentee voting shall not be permitted for any item brought before the TAC. For any member that misses more than 3 meetings in a calendar year may have voting rights removed and become advisory members by vote of the TAC. Once a member is an advisory member, they will no longer be counted towards the quorum. Advisory members wanting to have voting rights reinstated may do so by requesting a vote of the TAC.

#### **4.04 - Transfer of Membership**

Local entities may select within their agency an alternate for representation at meetings of the TAC in their absence. The names of alternative representatives shall be submitted to HCAOG and shall be voting members in the absence of the primary representative.

#### **4.05 - Conflict of Interest**

When any member of the TAC has personal financial interests or benefit, or is a member of an agency, business, or organization with financial interests or benefit, such member shall immediately disclose his/her interest and shall not vote on the issue. Conflicts do not exist in the actions of members which benefit parent entities and do not enrich or profit personal interests.

#### **4.06 - Termination of Membership**

Membership may be terminated for any member who is absent from three regular meetings in a calendar year. Upon the absence of three calendar year meetings, TAC Chair may notify the appointed agency, in writing, of impending termination. The member will have an opportunity to explain the absences to the TAC who may recommend action to terminate to the HCAOG Board. Such termination shall be effective on the date that concurring action of the HCAOG Board is made in response to written Notice of Termination from the TAC Chair.

### **Article 5.00 - Meetings**

#### **5.01 - Regular Meetings**

The Committee shall meet regularly on the first Thursday of every month or as necessary, or unless such day falls on a legal holiday, in which event the regular meeting shall be held at the same hour and place on the next succeeding day. Regular meetings are open to the public. All convened meetings of the TAC are public meetings to be noticed as such by HCAOG staff in the same manner as all other regular meetings of HCAOG's various bodies. All matters and materials related to items under consideration at meeting of the TAC shall be considered public information.

#### **5.02 - Place of Meetings**

The Committee shall conduct all of its meetings in a facility to be determined by HCAOG staff. TAC members from the Hoopa Valley, Yurok and Karuk Tribes may participate virtually in accordance with the Brown Act. This requires notification to HCAOG staff prior to publishing the TAC agenda so that the location of virtual participants can be included in the agenda. TAC members participating virtually agree to participate from a location that is accessible to the public and to post the agenda at that location at least 72 hours in advance of the meeting. Prior to the agenda posting virtual participants must provide written verification to HCAOG that the remote location is in compliance with the American's with Disabilities Act (ADA) accessibility standards.

### **5.03 - Special Meetings**

Special meetings may be called whenever necessary for the purpose of the conduct of special business in any of the following ways:

- 1) By the request of the Chair;
- 2) By the request of the Vice-Chair, in the absence of, or inability to act by the Chair;
- 3) By the request of the HCAOG Board.

### **5.04 - Notice of Meetings**

All meetings of the TAC, being public meetings, shall be noticed in the same manner as all other meetings of the various bodies of HCAOG in conformance with the Brown Act, as amended. Required notices shall state date, hour, and location of the meeting and on the HCAOG website and shall be emailed to TAC members not less than 72 hours in advance of the date of such meetings.

### **5.05 - Decisions of Committee**

All decisions of the TAC shall be made only after an affirmative vote of a majority of its members in attendance provided a quorum is present.

### **5.06 - Quorum**

At any meeting properly called and noticed, a quorum shall consist of 50% or more of the appointed members.

### **5.07 - Conduct of Meetings**

All points of order otherwise not covered in these By-laws shall be decided by Robert's Rules of Order, revised.

## **Article 6.00 - Officers**

### **6.01 - Officers**

The Officers of the TAC shall be a Chair and Vice-Chair, and any other such officer as deemed desirable.

### **6.02 - Election and Term of Office**

The Officers of the Advisory Committee shall be elected for a one-year term and may be re-elected for a second one-year term.

### **6.03 - Removal**

Any officer elected or appointed by the TAC may be removed by a vote of a quorum of appointed members of the TAC.

### **6.04 - Chair**

The Chair shall preside at all meetings of the TAC and may sign all letters, reports, and other communications from the TAC. In addition, the Chair shall perform all duties incidental to the office and such other duties as may be prescribed by the TAC from time-to-time.

### **6.05 - Vice-Chair**

It shall be the duty of the Vice-Chair to represent the Chair in assigned tasks and to substitute in the absence of the Chair. The Vice-Chair shall also perform such other duties as from time-to-time may be assigned by the Chair or the TAC.

## **Article 7.00 - Amendments**

Amendments to these By-laws may be initiated by a two-thirds affirmative vote of appointed TAC members provided the amendment is to further carry out the objectives of the TAC as herein expressed, with the final authority of the HCAOG Board.

## **Article 8.00 – Sub-Committees**

### **8.01 – Sub-Committees**

The TAC shall have the authority to create sub-committee bodies through initiating By-Law amendment pursuant to Article 7.00. The HCAOG Board will retain authority to establish and/or dissolve standing or special sub-committees as needed for the conduct of business. Conduct of business for all TAC Sub-Committees shall be governed through extension of TAC By-Laws in accordance with the Brown Act, as amended. At any meeting properly called and noticed, a quorum shall consist of a simple majority of members.