



Ada County Highway District
Commercial Developers Advisory Committee Bylaws
(FINAL DRAFT NOVEMBER 2013)

ARTICLE I: Name

The name of said committee shall be the Ada County Highway District Commercial Developers Advisory Committee (hereinafter referred to as the “committee”).

ARTICLE II: Form of Committee

The committee shall be an advisory committee made up of volunteers who are active in the commercial development industry. Committee members must live or work in Ada County, and the committee should represent as many jurisdictions as practical and encompass a broad cross section of commercial development interests.

ARTICLE III: Purpose

The committee shall make recommendations to ACHD on issues of concern to the commercial development industry. The function of the committee shall include, but not be limited to, making recommendations to the ACHD Commission regarding development policy, process revisions and improvements and scheduling of roadway improvement projects for the ACHD Integrated Five Year Work Program.

ARTICLE IV: Membership

Regular membership in this committee shall be open to any individual, without regard to ethnicity, religion, sex, national origin, age, disability, economic status, sexual orientation or any other classification protected by federal or state law. Appointments and terms shall be as follows:

- A. The committee shall consist of a minimum of six (6) volunteer members, and a maximum of ten (10).
- B. Committee members shall serve terms of two (2) years. Members may serve an unlimited number of terms. All members will be required to request renewal of membership bi-annually. The membership renewal request must be submitted in writing, including e-mail, to the committee chairperson, as defined below.
- C. Member Vacancy -- A committee member position shall be deemed vacant when:

1. An appointee who has not yet been confirmed withdraws his/her application;
 2. A member no longer continues to meet qualifications for appointment during the term of office;
 3. A member voluntarily resigns prior to the expiration of an appointed term;
 4. A member is removed by the ACHD Commission President, with the advice and consent of the ACHD Commission, prior to the expiration of an appointed term.
- D. Members may represent groups, organizations and/or businesses that serve Ada County residents.
- E. The ACHD staff member assigned to the committee, or a designee, shall attend all meetings but shall not serve as a member of the committee. Other ACHD staff members may also attend based on need. One Commissioner may be appointed as a liaison member of the committee.
- F. The committee shall make all reasonable accommodations to enable the participation of its members and/or guests who are persons with disabilities.
- G. There shall be no fee required for membership. Members may receive reimbursement for reasonable travel expenses associated with committee meetings, including but not limited to expenses for accessible transportation and/or personal assistance. Other actual and necessary expenses may be allowed with the prior approval of the Director. Verification and documentation of all expenses incurred must be submitted and approved before reimbursement will be made.
- H. Members may not speak to the media or policy making boards on behalf of the committee without permission of the committee. At no time shall volunteer committee members present or portray themselves to the media and or policy making boards as ACHD employees.
- I. Member Resignation: A committee member may resign from committee membership by giving notice, by letter or e-mail, to the chairperson. The notice shall specify an effective date of resignation, and whenever possible, should be submitted at least thirty (30) days prior to the effective date of resignation.
- J. The committee may recommend to the ACHD Commission that a member be removed for failure to participate in committee activities or for behavior that negatively impacts the committee's purpose or reflects poorly on the District's mission to serve the community.

ARTICLE V: Meetings

The committee shall meet once a quarter unless otherwise determined by a majority of voting members. The time, hour and place of these meetings shall be set by a consensus of the committee. All meetings of the committee shall be called, noticed, held and conducted in accordance with the State of Idaho Open Meeting Law. In the event of the absence of the chairperson at the meeting, the vice-chairperson shall run the meeting. In the absence of the vice-chairperson, a committee member who receives the most votes by the committee shall preside over that meeting.

- A. **Additional Meetings:** When deemed expedient, or at the request of the majority of the committee, the committee chairperson may call additional meetings of the committee to be held at such time and place as stated by the committee chairperson. Additional meetings shall be called, noticed, held and conducted in accordance with the State of Idaho Open Meeting Law.
- B. **Quorum:** At any meeting, a quorum shall consist of a majority of the committee/subcommittee(s) members. No action item requiring the committee's vote shall be resolved in the absence of a quorum.
- C. **Conflict of Interest:** Committee members shall disqualify themselves from participation in any discussion and/or vote on any matter in which a committee member or his/her family has a financial interest (tangible gain) or a personal interest which would affect independence of judgment or action in the performance of the member's duties.
- D. **Voting:**
 - 1. The vote on all questions coming before the committee/subcommittee(s) shall be by voice vote, a show of hands or other effective method. The chairperson of the committee shall vote in all cases, when present. To pass, a question must receive a majority of the votes; in the case of a tie, the question fails.
 - 2. Upon request by any committee member, a vote will be tallied and recorded in the meeting minutes.
- E. **Attendance:** Members are expected to attend all regular meetings, but up to two (2) absences per year may be excused.
- F. **Minutes:**
 - 1. Minutes will be kept of all meetings.
 - 2. Draft meeting minutes will be sent to the committee members, at least five (5) business days before the next meeting. All official records of the committee shall be kept at ACHD's Adams Street office.

3. Draft minutes will be considered for adoption at the next committee meeting and, after approval, will be posted on the ACHD web site and, upon request, will be made available for public inspection during regular business hours.

ARTICLE VI: Officers

- A. The committee chairperson and vice-chairperson shall be elected by majority vote of the committee.
- B. Officers shall serve one-year terms and may be reelected by majority vote of the committee.
- C. Officers – Duties:
 1. Chairperson:
 - a. The chairperson shall preside over all regular committee meetings.
 - b. The chairperson shall formulate the agenda with input from members and ACHD staff.
 - c. The chairperson shall oversee the committee work plan.
 - d. The chairperson shall serve as the spokesperson for the committee.
 - e. The chairperson shall perform such other duties as required and approved by the committee.
 2. Vice-Chairperson:
 - a. The vice-chairperson shall assist the chair in fulfilling his/her duties and shall serve as chairperson during the absence of the chairperson.
 - b. The vice-chairperson shall chair subcommittees on special subjects as designated by the committee.
 - c. The vice-chairperson shall ensure that all committee activities adhere to the committee bylaws.
 - d. The vice-chairperson shall also perform such other duties as required and approved by the committee.
- D. Officer Resignation: A committee officer may resign from office by giving written notice or e-mail to the chairperson. The notice should be submitted at least thirty (30) days prior to the effective date of resignation.

- E. Officer Vacancy: In the event the chairperson is unable to fulfill his/her duties or resigns in the middle of a term, the process of Article VI A. shall apply.

ARTICLE VII: Recruitment, Appointment and Confirmation of Members

Committee vacancies and resignations will be filled in the following manner:

- A. Current committee members may forward names of potential committee members for consideration.
- B. Committee members will be appointed by the ACHD Commission President, with the advice and consent of the ACHD Commissioners.

ARTICLE VIII: Subcommittees

The chairperson shall have the authority to create subcommittees that may be deemed helpful to the work of the committee and the accomplishment of its purpose. Subcommittees shall cover issues relevant to the mission of the committee.

ARTICLE IX: Finances

The committee shall neither receive funds nor make disbursement of its own authority.

ARTICLE X: Support Services

The ACHD staff member assigned to the committee shall serve as coordinator of the committee. Mailing, telephone and other support services essential to the work of the committee will be provided by the ACHD's Engineering Department.

ARTICLE XI: Amendments

These bylaws may be amended by a majority vote at any meeting of the committee provided that notice of the proposed amendment(s) have been sent to all members ten (10) business days in advance of the meeting.