



---

**Transportation Planning Board**  
A Metropolitan Planning Organization (MPO)

**RULES AND OPERATING  
PROCEDURES**

**Approved May 4, 2011**



## Introduction

The Madison Area Transportation Planning Board (TPB), a Metropolitan Planning Organization (MPO), is the policy body responsible for cooperative, comprehensive regional transportation planning and decision making for the Madison Metropolitan Planning Area as designated by the Governor of the State of Wisconsin under Federal law and regulations. The Madison Area TPB was created through an intergovernmental agreement redesignating the MPO signed by the Governor and local units of government representing over 75% of the Madison Metropolitan Planning Area population, effective May 2, 2007. This agreement superseded and voided a redesignation agreement dated November 29, 1999.

The responsibilities of the Madison Area (TPB), an MPO, include:

1. Carrying out a cooperative, continuous and comprehensive planning process for making transportation investment decisions in the metropolitan area with program oversight from the Federal Highway Administration, the Federal Transit Administration and the Wisconsin Department of Transportation.
2. Preparing and maintaining a long-range multi-modal transportation plan.
3. Preparing and implementing an annual work program.
4. Preparing a transportation improvement program to provide for transportation investments to meet metropolitan transportation needs.
5. Other duties as required to comply with State and Federal regulations.

These rules and operating procedures are adopted by the Madison Area TPB, an MPO, to facilitate the performance of its transportation planning and programming responsibilities<sup>1</sup> and establish guidance on issues pertaining to the MPO that are not otherwise addressed in other documents.

### **SECTION I – AUTHORITY**

The Madison Area TPB, an MPO, has authority granted under the redesignation agreement, effective May 2, 2007, and Federal laws and regulations, including but not limited to 23 U.S.C. 134 and 23 C.F.R. Section 450. Because the Madison Area TPB is not a corporate entity, the City of Madison serves as its fiscal and administrative agent.

### **SECTION II – BOARD MEMBERSHIP AND OFFICERS**

#### **A. Board Membership<sup>2</sup>**

---

<sup>1</sup> These responsibilities are outlined under United States Code (23 USC 134 and 49 USC 5303-5306), 23 CFR 450.300-450.338, as amended by the Safe, Accountable, Flexible, Efficient, Transportation Equity Act: A Legacy for Users (SAFETEA-LU).

<sup>2</sup> The composition of the Madison Area Transportation Planning Board is outlined under “An Agreement Redesignating the Metropolitan Planning Organization for the Madison Urbanized Area,” signed by then Governor Jim Doyle and those local units of government representing at least 75% of the population in the MPO Planning Area, including the largest incorporated city (Madison), effective on May 2, 2007.

The Madison Area TPB consists of fourteen (14) members appointed by the local units of government within the Madison Metropolitan Planning Area, Dane County, and the Wisconsin Department of Transportation. Each appointee to the MPO Policy Board must reside within the Madison Metropolitan Planning Area and shall serve until their successor is appointed.

The appointments to the MPO Policy Board are made as follows:

- The Mayor of the City of Madison appoints six (6) members. Appointees serve a period of two (2) years. A minimum of two-thirds or four (4) of the six appointees must be elected officials.<sup>3</sup>
- The Dane County Executive appoints three (3) members. Appointees serve a period of two (2) years. A minimum of two-thirds or two (2) of the three appointees must be elected officials.<sup>3</sup>
- Three (3) members of the policy board shall be appointed by a simple majority vote of the chief elected officials of the cities and villages within the Metropolitan Planning Area other than Madison. Appointees serve a period of two (2) years. A minimum of two-thirds or two (2) of the three appointees must be elected officials.<sup>3</sup>
- One (1) member of the policy board shall be appointed by a simple majority vote of the Chairpersons of the towns with land area within the Metropolitan Planning Area. The appointee serves a period of two (2) years. The appointee must be an elected official.
- One (1) member shall be appointed by the Secretary of the Department of Transportation. The appointee serves a two-year term.

When making appointments, the appointing authorities are encouraged to keep in mind the MPO's commitment to meeting the transportation needs of all citizens, particularly those who have traditionally been under-represented in the transportation planning process. These include the transit dependent, low-income and minority populations, and persons with disabilities. The appointing authorities are also encouraged to consider the desirability of maintaining geographic balance within the municipality or among municipalities of board members appointed.

#### **B. Changes to Policy Board Composition**

Future changes to the composition of the Policy Board may be made to ensure appropriate representation as the number of local units of government within the MPO Planning Area increases. Such a change requires notification of the appointing authorities and all local units of government in the MPO Planning Area, a public hearing, and ratification by those units of government with at least 75 percent of the population within the MPO Planning Area, including the City of Madison. A simple majority vote of the Board is required to initiate this process to submit a change to the local units of government for ratification.

---

<sup>3</sup> Appointments that are not elected officials must be officials of public agencies that administer or operate major modes of transportation in the Metropolitan Planning Area, including members from local boards and commissions with a focus on transportation or land use. Appointments can also be appropriate state officials.

### **C. Procedure for Nomination and Voting on City/Village and Town Appointments**

The MPO Transportation Planning Manager shall send a memo, followed by an email if necessary, to the chief elected officials of all cities and villages and towns in the MPO Planning Area informing them of expiring or open appointments and requesting nominations to fill them. The memo shall include information on the appointment requirements and a deadline for submitting candidate names. Following receipt of the nominations, the MPO Transportation Planning Manager shall send out another memo or email to the chief elected officials with the list of candidates requesting a vote either via email or regular mail. It should be noted that voting for the candidates via this method is a matter of public record and therefore not confidential. The city/village appointee(s) must receive a vote from a majority of the chief elected officials of the cities/villages in the MPO Planning Area other than Madison. The town appointee must receive a vote from a majority of the Chairpersons of the towns in the MPO Planning Area. If no candidate receives a vote of the majority of the elected officials, the two or more candidates with the most votes will be resubmitted for a second vote. Following the voting, the Planning Manager shall send out a final memo or email informing the chief elected officials of the new appointments.

### **D. Changes to Appointments**

While the terms of all appointments to the Board are two years, members may be replaced prior to the end of their two-year term by the appointing authority. In such case, the new member fills the remainder of the term of the member replaced.

For the city/village and town appointments, the process for removal of an appointment prior to the expiration of the term can be initiated by a written request submitted to the MPO Transportation Planning Manager by at least one-third of the chief elected officials of the cities/villages or Chairpersons of the towns in the MPO Planning Area. Upon receipt of a request by the requisite number of chief elected officials, the MPO Manager shall send a memo or email to all chief elected officials for a vote on the removal of the appointee. If a majority of the chief elected officials vote for removal, the procedure for nomination and voting on appointments shall be followed to appoint a new member to fill the remainder of the term of the member removed.

### **E. Officers**

The officers of the MPO Policy Board shall consist of a Chair and Vice Chair. Nominations for the Chair and Vice Chair shall be made from the floor by Board members. Once nominations are closed, Chair shall call a vote with separate votes for each officer. Election shall be by simple majority vote.

The terms for the Chair and Vice Chair shall be one year, unless extended by a majority vote of the Board. Election of the Chair and Vice Chair shall generally take place at the July meeting. In the event that a vacancy occurs in either office, a successor shall be elected at the next Board meeting to serve out the unexpired term.

1. Chair – The duties of the Chair shall be to: (a) consult with the MPO Transportation Planning Manager in setting Board meeting agendas; (b) preside at all Board meetings; (c) appoint MPO representatives to study committees and MPO subcommittees, as may be required, with confirmation by the Board; (d) act as official signatory for MPO resolutions

and other documents; (e) serve as the official spokesperson of the MPO in reporting actions taken by the MPO<sup>4</sup>; and (f) perform such other duties as may be agreed to by the Board.

2. Vice Chair – The duties of the Vice-Chair shall be to preside at all Board meetings and act as official signatory for MPO resolutions and other documents in the absence of the Chair.

In the absence of both the Chair and Vice Chair at a meeting, those present shall elect a chair pro tem to preside at the meeting.

### **SECTION III – MPO COMMITTEES AND STAFF**

#### **A. Subcommittees of the MPO Policy Board**

Subcommittees may be appointed by the MPO Policy Board Chair with confirmation by the Board to consider such matters and perform such tasks as are referred to them by the Policy Board. Such subcommittees may include MPO Technical Coordinating Committee members, local officials, public citizens, and others in addition to MPO Board members.

#### **B. MPO Technical Coordinating Committee**

##### **1. Authority and Responsibilities**

The MPO Policy Board shall establish an intergovernmental Technical Coordinating Committee (TCC) with staff from local units of government in the metropolitan area and various agencies or facets of transportation planning to assist in carrying out its responsibilities. The TCC provides professional expertise in the development of the MPO's transportation plans and programs, ensuring a high quality technical review of the planning process and a direct communication liaison with the Policy Board. The TCC shall review, coordinate, and advise on all transportation planning matters, and provide input to the Board on issues directed to it by the Board or MPO Transportation Planning Manager. Drafts of all required documents and programs shall be submitted to the TCC for review and recommendation to the Board.

##### **2. Membership, Voting, and Officers**

The TCC is comprised of 19 voting and 2 non-voting members. For voting purposes, the eight representatives from the smaller cities and villages are paired with each pair having a combined vote. If both members are present, each has ½ vote. If only one member is present, that member has a full vote. The community pairs are Sun Prairie/ Stoughton, Verona/Fitchburg, Monona/McFarland, and Middleton/Waunakee.

The TCC is comprised of the following agency staff:

*Voting TCC Members:*  
City of Madison  
Traffic Engineer  
City Engineer

---

<sup>4</sup> The Chair may also designate the MPO Transportation Planning Manager to communicate actions taken by the MPO.

Planning Division Director  
 Metro Transit Planning Manager  
 City of Fitchburg  
     City Engineer or Planning Director  
 City of Middleton  
     Public Works or Planning Director  
 City of Monona  
     City Engineer  
 City of Stoughton  
     Public Works or Planning Director  
 City of Sun Prairie  
     Public Works or Planning Director  
 City of Verona  
     Public Works or Planning Director  
 Village of McFarland  
     Public Works Director  
 Village of Waunakee  
     Public Works Director  
 Dane County  
     Assistant Commissioner, Public Works & Transportation Dept.  
     Planning Director, Planning & Development Dept.  
     Deputy Director, Dane County Regional Airport  
 Wisconsin Department of Transportation  
     Director, Bureau of Planning  
     Transit Director, Bureau of Transit and Local Roads  
     Region Planning Supervisor, Southwest Region  
 University of Wisconsin-Madison  
     Transportation Planning Manager, Facilities Planning & Management Office

*Non-Voting TCC Members:*

Federal Highway Administration  
     Community Planner, Wisconsin Division  
 Federal Transit Administration  
     Planner, Region V

The TCC shall elect a Chair by simple majority vote of the voting members. The Chair shall be responsible for presiding at all meetings. The term of the Chair shall be two years. There shall be no limit on the number of terms a member may hold the office of Chair. In the absence of the Chair, the TCC shall select another member to preside at that meeting.

**3. Meetings and Quorum**

Regular meetings shall be held monthly in accordance with the annual meetings schedule included in the annual Unified Planning Work Program, unless cancelled by the MPO Transportation Planning Manager due to a lack of a sufficient number of agenda items. Special meetings may be held as needed. A quorum is formed by the presence of a simple majority of the voting membership or nine (9) members. Voting members may designate an

alternate to attend meetings and represent them in their absence. Such designation may be on a standing basis or for a specific meeting. Alternates shall count for quorum purposes and have voting privileges. No action shall be taken without a quorum in attendance at that meeting.

#### **4. Subcommittees of the TCC**

The MPO Policy Board shall establish a standing Congestion Management Subcommittee of the TCC. In addition, additional ad hoc subcommittees may be created to address specific issues or projects.

##### **(a) Congestion Management Subcommittee**

###### **(1) Function**

The Congestion Management Subcommittee shall be responsible for assisting in development and implementation of the MPO's federally required Congestion Management Process (CMP). The CMP is a coordinated, systematic process for identifying and managing congestion in the region, using performance measures to direct funding towards projects and strategies that are most effective. The CMP is integrated into the overall metropolitan planning process and recognizes other transportation goals.

###### **(2) Membership**

The subcommittee shall include TCC members as well as other agency staff with expertise in traffic operations, Intelligent Transportation Systems (ITS), or other relevant fields.

###### **(3) Meetings**

The subcommittee shall meet as necessary to carry out its duties.

#### **C. MPO Citizen Advisory Committee**

##### **1. Authority and Responsibilities**

The MPO Policy Board shall establish a Citizen Advisory Committee (CAC). The CAC shall provide advice to the Board on transportation planning matters. Drafts of all required documents and programs shall be submitted to the CAC for review and recommendation to the Board.

##### **2. Membership**

The CAC shall consist of representatives of various public and/or private interest groups, the transportation industry, and local citizens to provide a broader base of review of the MPO's programs and plans. The committee shall include a maximum of fifteen (15) members.

##### **3. Meetings and Quorum**

Regular meetings shall be held every other month in accordance with the annual meetings schedule included in the annual Unified Planning Work Program, unless cancelled by the MPO Transportation Planning Manager due to a lack of a sufficient number of agenda items. Special meetings may be held as needed. A quorum is formed by the presence of a simple majority of the members. No action shall be taken without a quorum in attendance at that meeting.

#### **D. Madison Area TPB Staff**

The City of Madison is responsible for providing professional staff services to the Madison Area TPB. Madison Area TPB staff are directed by Madison Area TPB policies and approved documents.

The Transportation Planning Manager of the Transportation Planning Services Section of the City of Madison Planning Division within the City's Department of Planning & Community & Economic Development (hereinafter referred to as the "MPO Transportation Planning Manager") shall be the chief staff person for the MPO Policy Board. The MPO Transportation Planning Manager shall be responsible for direction of all administrative and operational functions of the Madison Area TPB, including supervision of the TPB staff. The MPO Transportation Planning Manager shall be responsible for preparing agendas, supporting documentation, information and technical support for TPB meetings, posting TPB meeting notices, maintaining accurate records of all TPB meetings, and transmitting notice of all official actions taken by the TPB to its constituent members, WisDOT, FHWA, and FTA.

The City of Madison Planning Division Director is the appointing authority and supervises the MPO Transportation Planner Manager. The City of Madison Planning Division Director is encouraged to communicate closely with and involve the MPO Policy Board and its Chair in the hiring of the MPO Transportation Planning Manager, who serves as the chief staff person for the Madison Area TPB. If the MPO Policy Board has concerns about the professional staff services it is receiving, the Board should communicate those concerns to the MPO Transportation Planning Manager and/or City of Madison Planning Division Director.

The Administrative Clerk for the Transportation Planning Services Section (hereinafter referred to as the "MPO Recording Secretary") shall record all meetings.

### **SECTION IV – MPO BOARD MEETINGS**

#### **A. Public Notice, Accessibility, and Conduct**

All meetings shall be publicly noticed with both the City of Madison and Dane County. Agendas and meeting packets shall also be posted on the MPO's website. Meetings shall be located in a place that is accessible to all persons, and conducted in conformance with Sections 19.81 to 19.98 of the Wisconsin Statutes, which set forth the public policy and requirements for open meetings of governmental bodies. Accommodations will be made for persons with disabilities if the attendee gives advance notice of a need for an interpreter, materials in alternate forms, or other accommodations to access the meeting.

#### **B. Meetings**

##### **1. Regular Meetings**

The MPO Policy Board shall generally meet once a month at a location to be determined by the Policy Board in consultation with the MPO Transportation Planning Manager.

When there are insufficient agenda items for a meeting, the meeting will be cancelled at the discretion of the Chair. If the regular meeting date is a holiday, the meeting will be

rescheduled or cancelled. However, a special meeting may be called in lieu of the regular meeting.

## **2. Special Meetings**

Special meetings may be held as needed and may be called at any time by the Chair. The Chair shall set the date, time, and place of the special meeting. In the absence of a Board Chair, the Vice Chair may call a special meeting.

Telephonic participation for quorum purposes and voting is permitted for special meetings. A maximum of two members may participate via telephone. The public notice, accessibility, and conduct of the special meeting shall still meet state requirements for open meetings. The public notice for the meeting shall indicate those members that will not be participating in person. For all meetings at which some members are participating via telephone, a roll call vote shall be conducted for all actions taken so the vote of each member can be acknowledged and recorded.

## **3. Joint Meetings**

Joint meetings may be held with other agencies, committees, or commissions on items of mutual interest.

### **C. Agenda**

Meeting agendas shall be prepared by the MPO Transportation Planning Manager in consultation with the Chair. Items for the agenda, accompanying information, and written communications intended for consideration as part of an agenda item should be received by the MPO Transportation Planning Manager no later than ten (10) days prior to the scheduled meeting. However, written communications received after this deadline will be reported and provided to the Board at the meeting.

All agendas and accompanying information packets shall be mailed to Board members and posted on the MPO's website no later than seven (7) days in advance of the scheduled meeting. A mailing list for the agendas and minutes based on requests for same will be maintained by the MPO Recording Secretary.

#### Order of Business for Meetings

- Roll Call
- Approval of Minutes
- Communications
- Public Comment

(Note: This item is intended to offer the public an opportunity to comment on an issue that is not on the agenda, such as introducing an issue that the person would like the MPO Policy Board to consider at a future meeting.)

- Public Hearing  
(Note: A set time is to be noticed)
- Items Intended for Action

(Note: In general, items intended for action are to be presented to MPO Policy Board members with a staff report that includes a cover sheet with staff comments and recommendation/rationale, a copy of any applicable resolution, and any other accompanying materials to assist members in considering the item.)

- Other Items

(Note: Items for which action may or may not be taken should also generally be presented with a staff report and accompanying materials, if available, to assist members in considering the item. A cover sheet may also be prepared for items intended for discussion only.)

- Status Report on Projects Potentially Involving the MPO
- Discussion of Future Work Items
- Announcements and Schedule of Future Meetings
- Adjournment

The Board may alter the above order of the agenda items at the meeting.

#### **D. Public Comment**

Persons wishing to speak on an agenda item must register and give the registration form to the MPO Recording Secretary, preferably before the item comes up on the agenda. The time limit for comments on items for which a public hearing has not been scheduled is three (3) minutes per person, unless waived by a 2/3s majority vote of the members present. Questions of the speaker may occur following the speaker's presentation, unless questioning is anticipated to last longer than three minutes. Then questions will be held until after all public comments on the item.

#### **E. Attendance**

Board members are to inform the MPO Transportation Planning Manager or Administrative Clerk and Board Chair in advance (preferably two days) if they are not able to attend a meeting. Absences without advance notice or those of an avoidable nature will be recorded as unexcused. Board roster attendance information shall be provided to Board members on a biennial basis. The Chair may remind Board members of their responsibility to attend and participate in Board meetings in the event of poor attendance. If the problem persists, the Board may authorize the Chair to send a letter to the appointing authority or authorities informing them of the Board member's poor attendance.

#### **F. Motions**

Motions shall be restated by the Chair before a vote is taken. The name of the maker of the motion and the person seconding it shall be recorded. A motion made at the following meeting to reconsider an item may be made, but if notice of reconsideration has not been published, the motion is to be referred to the next meeting so that adequate public notice can be provided.

#### **G. Parliamentary Procedure**

Board meetings shall be governed by *Roberts Rules of Order Newly Revised* unless otherwise provided for herein.

## **H. Quorum**

A majority of the Board or eight (8) members shall constitute a quorum for the conducting of business and taking of official action. Board members are not permitted to designate an alternate to attend meetings for quorum and voting purposes when they cannot be present.

Whenever a quorum is not present within thirty (30) minutes of the scheduled beginning meeting time, the Chair shall not call the meeting to order and the meeting shall be rescheduled to a time and date selected by the Chair.

## **I. Reports**

The Board may ask for reports and recommendations, if any, from staff and the MPO Technical Coordinating Committee (TCC) and/or Citizen Advisory Committee (CAC) on any matters before it. [See Agenda regarding staff reports to accompany agenda items and Subsection B and D of Section III regarding the TCC and CAC.]

## **J. Voting**

Voting shall be by voice. Only whether the motion or resolution passed or failed shall be recorded, unless a roll call is requested or a member requests that the votes cast be recorded by number and/or name. All persons will be assumed voting in the affirmative unless they verbally cast a “no” vote or indicate at the time of the vote that they wish to abstain. If there is any question, the Chair will restate the votes cast for record purposes.

[Note: It is advisable that members who abstain from voting indicate their reason(s) for doing so. If a member abstains from voting due to a conflict of interest, he/she should not participate in the discussion.]

A motion for reconsideration of any agenda item from a previous meeting may only be made by a member who was present at that meeting and voted on the prevailing side or who is recorded as an excused absence. All members who are in attendance at the meeting where reconsideration is being considered may vote on the issue.

## **SECTION V – PUBLIC HEARINGS**

The Board shall schedule and hold public hearings on all items required by law (e.g., Regional Transportation Plan, Transportation Improvement Program) and may hold public hearings on any other matters.

### **A. Public Notice and Comments**

Reasonable effort shall be made to notify affected local units of government and the general public of hearings through posting and mailing of notices, through the news media, and other means.

Persons wishing to speak at a hearing must register and give the registration form to the MPO Recording Secretary, preferably before the start of the hearing. The time limit for comments at a public hearing is five (5) minutes per person, unless waived by a two-thirds majority vote of the members present. Questions of the speaker may occur following the speaker’s presentation, unless questioning is anticipated to last longer than three (3) minutes. The Board will not engage in discussion or debate with the speakers. Further questions will be held until after all public comments are completed.

**B. Conduct and Record of Hearing**

At the beginning of the hearing, the Chair shall briefly identify the subject(s) under consideration and instruct the public on how the hearing will proceed. MPO staff may give a presentation on the subject, if deemed appropriate. Board members may then ask questions or pose questions during the presentation by permission of the Chair. Public comments will then be allowed. A record of the names, addresses, and positions of those appearing shall be made. If questions by the public are permitted, they shall be directed to the Chair. Any member of the Board may question a speaker on his/her statements. These rules may be suspended or modified, or a speaker allowed more time, with approval by a majority vote of the Board.

**SECTION VI – PUBLIC PARTICIPATION PLAN AND UNIFIED PLANNING WORK PROGRAM**

**A. Public Involvement Plan**

The Madison Area TPB shall develop and use a documented public participation plan that defines a process for providing citizens, affected public agencies, private transportation providers, users of the transportation system, and others with reasonable opportunities to be involved in the metropolitan transportation planning process in accordance with 23 C.F.R. Section 450.316.

**B. Unified Planning Work Program and Budget**

The Madison Area TPB shall annually develop, in cooperation with Wisconsin Dept. of Transportation and public transit operators, a Unified Planning Work Program (UPWP) and budget that outlines transportation planning activities to be performed using Federal and state transportation funding in accordance with 23 C.F.R. Section 450.308.

Because the City of Madison provides staff services and is the fiscal agent for the MPO, the MPO's budget is incorporated into the budget for the City's Planning Division in the Department of Planning & Community & Economic Development. Preparation and review of the MPO Work Program and budget by MPO staff and Board shall occur along the same general timeline as the City's budget process to ensure coordination and consistency of the Work Program and budget and consistency between the budgets approved by the MPO and the City of Madison.

**SECTION VII – MISCELLANEOUS**

No member of the MPO Policy Board shall take any action, which may be interpreted as representing the view of the MPO Policy Board as a whole unless he/she has been authorized to do so by the Board as a body or by the Chair.

Suspension or Amendment to the Bylaws and Operating Rules and Procedures – The Board may suspend or amend these rules and procedures by a two-thirds vote of the total membership (10 members).

MPO Board members shall be governed by the Code of Ethics of their appointing governmental bodies. In the event that the appointing governmental body does not have a Code of Ethics, the Board member shall simply strive to maintain high moral and ethical standards, including

avoidance of conflicts between their personal interests and their public responsibilities as Board members.

#### **SECTION VIII – AMENDMENTS**

The Madison Area TPB Bylaws and Operating Rules and Procedures may be amended at any meeting by a simple majority vote of the Board present, provided the item has been publicly noticed. Amendments may be initiated by Board members or the MPO Planning Manager.