

**RESOLUTION 2017-01**

**A RESOLUTION IN SUPPORT OF THE UPDATED FMATS POLICY BOARD BYLAWS**

**WHEREAS**, the above reference parties entered into the Fairbanks Metropolitan Area Transportation System (hereinafter the "FMATS") Inter-Governmental Operating Agreement and Memorandum of Understanding for Transportation and Air Quality Planning (hereinafter the "Operating Agreement") on March 15, 2003; and

**WHEREAS**, under the Operating Agreement, FMATS was designated as the metropolitan planning organization to coordinate and carry out the transportation planning process and receive federal funding; and

**WHEREAS**, the original FMATS Policy and Technical Committees Bylaws (hereinafter the "Bylaws") were approved on April 14, 2003; and

**WHEREAS**, the above referred parties entered into the FMATS Memorandum of Understanding for the Implementation of a FMATS Coordinator's Office on November 2, 2007; and

**WHEREAS**, the above referenced parties amended and adopted the Bylaws on April 16, 2008 and again on June 20, 2012; and

**WHEREAS**, the above referenced parties amended and adopted the Operating Agreement via Amendment 1 on December 13, 2013; and

**WHEREAS**, in order to make the Bylaws more transparent and more easily understood, FMATS amended the FMATS Policy Board Bylaws so they are current with the direction of the transportation planning process.

**NOW THEREFORE BE IT RESOLVED**, that the Policy Board of the Fairbanks Metropolitan Area Transportation System fully supports the updated Policy Board Bylaws which replaces all previous versions of the Bylaws.

**PASSED AND APPROVED** this 18<sup>th</sup> day of January, 2017.



**Bryce J. Ward, Mayor**  
**FMATS Policy Committee Chair**

**FMATS POLICY BOARD  
BYLAWS**

**ARTICLE I**

Metropolitan Planning Organization

- SECTION 1 The Fairbanks Metropolitan Area Transportation System (FMATS) Policy Board is designated to be the Metropolitan Planning Organization (MPO) for the Fairbanks Metropolitan Planning Area (MPA) by the Governor of the State of Alaska. As the MPO, the Policy Board is responsible for carrying out the transportation planning process in the metropolitan planning area and to serve as the board of directors for FMATS. The MPO Coordinator shall serve as the Executive Director of the MPO.
- SECTION 2 FMATS board and committee meetings are subject to AS 44.62.310 Government Meetings Public.

**ARTICLE II**

Members and Officers

- SECTION 1 In accordance with Section 5 of the FMATS Inter-Governmental Operating Agreement and Memorandum of Understanding for Transportation and Air Quality Planning, the Fairbanks Metropolitan Area Policy Board, hereafter referred to as the “Policy Board”, shall have as voting members the Northern Region Director of the State of Alaska Department of Transportation and Public Facilities (DOT&PF), the Fairbanks North Star Borough (FNSB) Mayor, the Mayor of the City of Fairbanks, the Mayor of the City of North Pole, a representative of the State of Alaska Department of Environmental Conservation (Air Quality Division), a designated representative of the FNSB Assembly, and a designated representative of the Fairbanks City Council. Each member is authorized one vote.
- SECTION 2 The Policy Board shall elect a board Chair and Vice-Chair from its members annually at its regularly scheduled meeting no later than the end of December.
- SECTION 3 Policy Board members may be represented by a proxy during a board meeting so long as the Executive Director has authorization, in writing from the Board member.
- SECTION 4 The Policy Board shall appoint an Executive Director, who shall serve as Secretary of the Policy Board and perform other duties as described by these Bylaws or directed by the Policy Board. The Secretary shall provide all

administrative support for the Policy Board. The Transportation Planner/Assistant of FMATS is designated as Assistant Secretary to serve in the absence of the Executive Director and to provide additional support to the Policy Board and Technical Committee.

- SECTION 5 The Chair, or in their absence or disability, the Vice-Chair, shall preside at all meetings and hearings of the Policy Board. In the absence or disability of both the board Chair and Vice-Chair, an acting Chair shall be selected by the members present for the meeting.
- SECTION 6 The Chair shall decide on all points of order and procedure in accordance with Robert's Rules of Order, Newly Revised, unless changed and adopted by the rules agreed upon by the Policy Board.
- SECTION 7 The Chair shall nominate, with the exception of the Technical Committee which is established by the Bylaws, all committee members and their respective chairs found necessary for the purpose of expediting the work of the Policy Board. All members nominated shall be confirmed by a majority vote of the Policy Board.
- SECTION 8 The Chair shall report on activities taking place that have not come to the attention of the Policy Board at the next regularly scheduled or special meeting of the Policy Board.
- SECTION 9 When required, the Chair shall execute on behalf of the Policy Board all documents it authorizes or approves.

### **ARTICLE III**

#### **Policy Board Meetings**

- SECTION 1 All Meetings must be noticed according to A.S. 44.62.310 Government Meetings Public and shall be strictly adhered to in conduct of the meeting and agenda schedule.
- SECTION 2 Regular meetings of the Policy Board shall be held monthly at a time to be determined by the Policy Board.
- SECTION 3 All regular or special meetings shall be open to the public. An agenda schedule for each meeting of the Policy Board shall be prepared by the Secretary to insure Policy Board business is conducted in an efficient manner.
- SECTION 4 Special meetings shall be held at the call of the Chair issued upon his own initiative or at the request of one (1) or more members of the Policy Board, when necessary, to act upon matters before the Policy Board, providing notice is given in accordance with all applicable open meeting laws.

SECTION 5 A quorum shall consist of four (4) members of the Policy Board. Four supporting votes are required to approve any action.

SECTION 6 In the absence of a quorum no meeting shall be held.

SECTION 7 A roll-call vote will be called for on all matters being voted on by the Policy Board unless it passes without objection.

#### **ARTICLE IV**

##### **Agenda**

SECTION 1 The Secretary shall prepare for each meeting of the Policy Board or its Committees, when appointed, an agenda of the items to be considered.

SECTION 2 Any member of the Policy Board may instruct the Secretary to add any matter to the agenda for discussion or action by the Policy Board.

SECTION 3 All agenda items to be considered by the Policy Board must be submitted no later than the close of business one week before the meeting.

SECTION 4 Informational items not on the agenda may be presented to the board, so long as no action is taken until the next meeting of the Policy Board.

#### **ARTICLE V**

##### **Order of Business**

SECTION 1 The order of business of meetings shall be as follows:

- A. Meeting called to order
- B. Introduction of Members and Attendees
- C. Approval of the Agenda
- D. Approval of the Minutes of the previous meeting
- E. Committee/Workgroup Reports (including the Chair's report)
- F. Public Comment Period (items not on the agenda)
- G. Old Business
- H. New Business
- I. Other Issues
- J. Informational Items
- K. Committee Comments
- L. Adjournment

SECTION 2 Public Comment shall be accepted for all old business and new business items.

SECTION 3 The length of the public comment period, per speaker, may be determined at the discretion of the Chair at the beginning of any public meeting. The public comment period will be closed when all speakers have had an opportunity to comment on the item before the Policy Board.

## **ARTICLE VI**

### **Records**

SECTION 1 The minutes of all Board and Committee meetings shall be recorded by the MPO staff and maintained as a public record in the MPO Coordinator's office and shall be accessible to the public during regular office hours.

## **ARTICLE VII**

### **Committees**

SECTION 1 All Committees shall consist of at least three (3) members each.

SECTION 2 Members of the Policy Board shall be a non-voting member of each Committee.

SECTION 3 Committee meetings may be called at the request of the Committee Chair or at the request of two (2) members. A written or verbal report of Committee business shall be made at the next meeting of the Policy Board by any Committee member or the Executive Director.

SECTION 4 All Committee meetings must be noticed according to AS 44.62.310, which shall be strictly adhered to in conduct of the meeting.

## **ARTICLE VIII**

### **Technical Committee Purpose and Duties**

SECTION 1 The MPO shall have a standing Technical Committee to review items of a technical nature.

SECTION 2 The purpose of the Technical Committee shall be to evaluate the technical feasibility of proposed plans and projects, provide technical data and information, and make recommendations to the Policy Board.

SECTION 3 The Technical Committee shall have approval authority during construction of projects as outlined in the Policies and Procedures.

SECTION 4 Membership of the Technical Committee shall consist of representatives, such as engineer, planner, or other specialist, from the following agencies or transportation organizations and groups:

City of Fairbanks (City Engineer)  
City of Fairbanks (Lead Engineer)  
City of North Pole (Director)  
Fairbanks North Star Borough Planning (Director)  
Fairbanks North Star Borough Transit (Director)  
Fairbanks North Star Borough Planning Commission Representative  
State of Alaska Department of Transportation & Public Facilities  
(Planning Representative)  
State of Alaska Department of Transportation & Public Facilities  
(Preconstruction Engineer)  
State of Alaska Department of Environmental Conservation Division of  
Quality  
Fort Wainwright (Planning Representative)  
University of Alaska Fairbanks (Facilities Representative)  
Fairbanks International Airport (Manager)  
Freight Industry Representative  
Alaska Railroad Corporation  
Tribal Representative

SECTION 5 The Technical Committee shall elect a Chair and Vice-Chair from its regular members annually at its regularly scheduled meeting no later than the end of November.

SECTION 6 The Chair shall decide on all points of order and procedure in accordance with Robert's Rules of Order, Newly Revised, unless changed and adopted by the rules agreed upon by the Committee.

SECTION 7 The Chair, or in their absence or disability the Vice-Chair, shall preside at all meetings and hearings of the Policy Board. In the absence or disability of both the Chair and Vice-Chair, an acting Chair shall be selected by the members present for the meeting.

SECTION 8 The Executive Director shall serve as Secretary of the Technical Committee. The Secretary shall provide all administrative support for the Technical Committee. The Transportation Planner of FMATS is designated as Assistant Secretary to serve in the absence of the Executive Director and to provide additional support to the Technical Committee.

SECTION 9 All committee members shall be entitled to one vote each.

SECTION 10 A quorum of voting members must be present for a vote to take place. A quorum will consist of 7 or more voting members of the Technical Committee. A majority of the voting members present at a meeting are required for an affirmative vote.

SECTION 11 Voting members of the Technical Committee will comply with Article X and XI of the Policy Board Bylaws regarding conflict of interest and ethics decisions.

SECTION 12 The Technical Committee may adopt the use of appointed workgroups, if deemed necessary for the continuing transportation planning process. The workgroups will be appointed by the Technical Committee Chair and ratified by the Technical Committee. Workgroup appointments will usually be temporary in nature and will be terminated at the conclusion of the specific project concerned.

SECTION 13 Regular meetings of the Technical Committee shall be held monthly. The Committee Chair may call special meetings provided public notice is given as provided by AS 44.62.310. Roberts Rules of Order, Newly Revised shall govern the conduct of all meetings of the Committee, except for rules set forth or adopted by the Technical Committee.

SECTION 14 The Technical Committee shall have the following duties and all additional duties assigned by the Policy Board:

- A. Develop the Draft Unified Planning Work Program (UPWP) for the Policy Board. This includes recommendation of tasks and task priority.
- B. Develop and prioritize transportation projects for inclusion in the Metropolitan Transportation Plan (MTP) and the Transportation Improvement Program (TIP).
- C. Monitor the development of projects included in the TIP. This includes reporting on the status of projects and recommendations if a project is delayed.
- D. Approve changes during construction in accordance with the FMATS Policies and Procedures.

## **ARTICLE IX**

### **Conflict of Interest**

Section 1 Declaration of policy. The Policy Board declares that members operate as a State and Federally mandated Policy Board; and any effort to realize personal gain through official conduct is a violation of that trust. Policy Board and committee members shall not only be impartial and devoted to the best interests of the Policy

Board's jurisdiction but also shall act and conduct themselves both inside and outside the Policy Board and committee's service as not to give occasion for distrust of their impartiality or of their devotion to the best interests of the citizens they represent.

Section 2 Definitions. As used in this article:

Conflict of Interest shall mean every member shall vote on all questions unless he has a direct or substantial indirect financial or personal interest in the matter being discussed.

**Financial Interest** shall mean any interest that shall yield, directly or indirectly, a monetary or other material benefit for services to the Policy Board and committee's jurisdiction to the member or other person retaining the services of the member.

**Personal Interest** shall mean any direct or substantial indirect interest arising from blood or marriage relationships or from close business or political associations, whether or not any financial interest is involved.

**Confidential Information** shall mean all information pertaining to City, Borough or State interests that is not available to the public in general including but not limited to information pertaining to any claims or lawsuits pending against the Board and personnel matters.

Section 3 Disclosure of interest. No member who has a direct or indirect financial or personal interest in any matter before the Policy Board or assigned Committees shall use his office or position to exert influence on such matter.

If known by the member, a member who participates in the discussion or expresses an opinion to the Policy Board on any matter before it shall disclose the nature and extent of any direct or indirect financial or other personal interest he has in such matter to the Policy Board. The Chair will determine whether the member has a conflict of interest and whether the member must recuse himself from the discussion.

Section 4 Disclosure of information. No member shall disclose any confidential information acquired by him in the course of his official duties or use such information to further his or others' financial, personal or political interests. This section shall not prohibit any such member from acquiring and utilizing any information which is available to the public in general so long as such information is obtained in the same manner as it would be obtained by an ordinary citizen.

Section 5 Securing special privileges. No member shall use or attempt to use the member's position to secure privileges, financial gain or exemption for himself or others.



No member shall grant any special consideration, treatment or advantage to any citizen beyond that which is available to every other citizen.

- Section 6 Post-Membership Activities. No member, after the termination of service with the Policy Board, shall appear before the Policy Board in relation to any case, proceeding or application in which he personally participated during the period of his service or which was under his active consideration.

## **ARTICLE X**

### **Policy Board Code of Ethics**

- Section 1 The Policy Board shall adopt the “American Planning Association (APA) Ethical Principles in Planning” dated May 1992 as broad, general guidelines for the ethical conduct of its members. The guidelines, while directed to AICP and APA members, reflect the ethics FMATS and its members will use to guide their efforts. This statement is attached and hereby made a part of these by-laws (Attachment #1).

## **ARTICLE XI**

### **Miscellaneous**

- Section 1 **Minor Changes to Documents.** In instances when documents are approved by the Policy Board and signed by the Chair which are subsequently discovered to contain unintended or incorrect information or language, and when, in the opinion of the Chair, the document submitted to accomplish their correction will not alter the intent of the Policy Board in its original approval, the Chair is authorized to sign such a document, provided that the Secretary provides written concurrence with this action. The Secretary documents, which have been approved by a legislative body (i.e. City Council or the Borough Assembly), must be corrected by amended documents or in accordance with applicable State statutes regarding scrivener errors.
- Section 2 **Standards of Conduct.** The Policy Board shall adopt and maintain a written policy prescribing a standard of conduct for its involvement in litigation or potential litigation.
- Section 3 **Attendance.** Attendance shall be in person or telephonically. If any member, except ex-officio members, has three consecutive unexcused absences, it shall be cause for an alternative representative to be designated from their organization. If for any reason an alternative representative is not designated, the Policy Board shall instruct the Chair of the Policy Board to inform the proper legislative body of the requirements of this section of the by-laws.

The only exception to the above procedures and requirements shall be in cases of illness or conditions beyond the control of the individual member, as judged by the majority of the Policy Board members. Any member seeking an exception should request an item be placed on the agenda. Said judgment or ruling on the condition beyond the control of a member shall be voted on at a regular meeting or special called meeting for this particular purpose.


Section 5 Legislative Policy Board Member Appointment. Upon appointment to the Policy Board and confirmation by the respective Council Assembly, the members so confirmed will be seated at the next regular or special meeting.

## ARTICLE XII

### Amendments

Section 1 In accordance with Article II, Section 5, these rules may be amended, rescinded or supplemented by the Policy Board provided such amendments are presented in writing at a regular meeting or special meeting called for this particular purpose and action taken thereon at a subsequent regular meeting.

These Bylaws, as amended, were passed and approved by a duly constituted quorum of the FMATS Policy Board on January 18, 2017.

  
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Bryce J. Ward, Chair

ATTEST:

  
\_\_\_\_\_  
Donna J. Gardino, Secretary

PASSED

Yes: 6

No: 0

Absent: 1

## **Ethical Principles in Planning (As Adopted May 1992)**

This statement is a guide to ethical conduct for all who participate in the process of planning as advisors, advocates, and decision-makers. It presents a set of principles to be held in common by certified planners, other practicing planners, appointed and elected officials, and others who participate in the process of planning.

The planning process exists to serve the public interest. While the public interest is a question of continuous debate, both in its general principles and in its case-by-case application, it requires a conscientiously held view of the policies and actions that best serve the entire community.

Planning issues commonly involve a conflict of values and, often, there are large private interests at stake. These accentuate the necessity for the highest standards of fairness and honesty among all participants.

Those who practice planning need to adhere to a special set of ethical requirements that must guide all who aspire to professionalism.

The Code is formally subscribed to by each certified planner. It includes an enforcement procedure that is administered by AICP. The Code, however, provides for more than the minimum threshold of enforceable acceptability. It also sets aspirational standards that require conscious striving to attain.

The ethical principles derive both from the general values of society and from the planner's special responsibility to serve the public interest. As the basic values of society are often in competition with each other, so do these principles sometimes compete. For example, the need to provide full public information may compete with the need to respect confidences. Plans and programs often result from a balancing among divergent interests. An ethical judgment often also requires a conscientious balancing, based on the facts and context of a particular situation and on the entire set of ethical principles.

This statement also aims to inform the public generally. It is also the basis for continuing systematic discussion of the application of its principles that is itself essential behavior to give them daily meaning.

**The planning process must continuously pursue and faithfully serve the public interest.**

Planning Process Participants should:

1. Recognize the rights of citizens to participate in planning decisions;
2. Strive to give citizens (including those who lack formal organization or influence) full, clear and accurate information on planning issues and the opportunity to have a meaningful role in the development of plans and programs;

3. Strive to expand choice and opportunity for all person, recognizing a special responsibility to plan for the needs of disadvantaged groups and person;
4. Assist in the clarification of community goals, objectives and policies in plan-making;
5. Ensure that reports, records and any other non-confidential information which is, or will be, available to decision makers is made available to the public in a convenient format and sufficiently in advance of any decision;
6. Strive to protect the integrity of the natural environment and the heritage of the built environment;
7. Pay special attention to the interrelatedness of decision and the long range consequences of present actions.

**Planning process participants continuously strive to achieve high standards of integrity and proficiency so that public respect for the planning process will be maintained.**

Planning Process Participants should:

1. Exercise fair, honest and independent judgment in their roles a decision makers and advisors;
2. Make public disclosure of all ;personal interests: they may have regarding any decision to be made in the planning process in which they serve, or are requested to serve, as advisor or decision maker (see also Advisory Ruling “Conflicts of Interest when a Public Planner Has a Stake in Private Development”);
3. Define “personal interest” broadly to include any actual or potential benefits or advantages that they, a spouse, family member or person living in their household might directly or indirectly obtain from a planning decision;
4. Abstain completely from direct or indirect participation as an advisor or decision maker in any matter in which they have a personal interest, and leave any chamber in which such a matter is under deliberation, unless their personal interest has been made a matter of public record; their employer, if any, has given approval; and the public official, public agency or court with jurisdiction to rule on ethics matters has expressly authorized their participation;
5. Seek no gifts or favors, nor offer any, under circumstances in which it might reasonably be inferred that the gifts or favors were intended or expected to influence a participant’s objectivity as an advisor or decision maker in the planning process;
6. Not participate as an advisor or decision maker on any plan or project in which they have previously participated as an advocate;
7. Serve as advocates only when the client’s objectives are legal and consistent with the public interest.
8. Not participate as an advocate on any aspect of plan or program on which they have previously served as advisor or decision maker unless their role as advocate is authorized by applicable law, agency regulation, or ruling of an ethics officer or agency; such participation as an advocate should be allowed only after proper disclosure to, and approval by, their affected client or employer; under no circumstance should such participation commence earlier that on year following termination of the role as advisor or decision maker;
9. Not use confidential information acquired in the course of their duties to further a personal interest;
10. Not disclose confidential information acquired in the course of their duties except when required by law, to prevent a clear violation of law or to prevent substantial injury to third persons; provided that disclosure in the latter two situations may not be made until after

verification of the facts and issues involved and consultation with other planning process participants to obtain their separate opinions’

11. Not misrepresent facts or distort information for the purpose of achieving a desired outcome (see also Advisory ruling “Honesty in the Use of Information”);
12. Not participate in any matter unless adequately prepared and sufficiently capacitated to render thorough and diligent service;
13. Respect the rights of all persons and not improperly discriminate against or harass other based on characteristics which are protected under civil rights laws and regulation (see also Advisory “Sexual Harassment”).

**APA members who are practicing planner continuously pursue improvement in their planning competence as well as in the development of peers and aspiring planners. They recognize that enhancement of planning as a profession leads to greater public respect for the planning process and thus serves the public interest.**

APA Members who are practicing planners:

1. Strive to achieve high standards of professionalism, including certification, integrity, knowledge, and professional development consistent with the AICP Code of Ethics;
2. Do not commit a deliberately wrongful act which reflects adversely on planning as a profession or seek business by stating or implying that they are prepared, willing or able to influence decisions by improper means;
3. Participate in continuing professional education;
4. Contribute time and effort to groups lacking adequate planning resources and to voluntary professional activities;
5. Accurately represent their qualification to practice planning as well as their education and affiliations;
6. Accurately represent the qualifications, views, and findings of colleagues;
7. Treat fairly and comment responsibly on the professional view of colleagues and members of other professions;
8. Share the results of experience and research which contribute to the body of planning knowledge;
9. Examine the applicability of planning theories, methods and standards to the facts and analysis of each particular situation and do not accept the applicability of a customary solution without first establishing its appropriateness to the situation;
10. Contribute time and information to the development of students, interns, beginning practitioners and other colleagues;
11. Strive to increase the opportunities for women and members of recognized minorities to become professional planners;
12. Systematically and critically analyze ethical issues in the practice of planning. (See also Advisory Ruling “Outside Employment or Moonlighting”).