



**SALEM AREA MASS TRANSIT DISTRICT
COMMUNITY ADVISORY COMMITTEE
BYLAWS**

GOVERNING PROCEDURES AND CONDUCT

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ARTICLE I

MISSION, PURPOSE, AND DUTIES

Section 1. Mission

The mission of the Community Advisory Committee, (hereinafter Committee), established by the Salem Area Mass Transit District (hereinafter District) Board of Directors by Resolution No. 2017-13 on December 14, 2017, is to advise the Board on District-related transportation issues.

Section 2. Purpose

The purpose of the Committee is to discuss, review, and make recommendations to the Board of Directors, on the District's transportation policies, programs and services, and perform other duties as assigned by the Board, including but not limited to the facilitation of ongoing public participation of persons with disabilities in accordance with the U.S. Department of Transportation Federal Transit Administration Circular C 4710,1.

Section 3. Procedures and Duties

Committee members are responsible for advising the Board based on their own experiences and the perspectives of the communities they represent, recognizing that communities consist of diverse viewpoints. Members are selected for their unique eligibility and representation to ensure diverse insights.

The Committee's leadership (Chair and Vice-Chair), in collaboration with the Board of Directors, will lead the development and implementation of a two (2) year work plan that incorporates the Committee's actions and goals. This work plan should be updated and reviewed annually during a joint work session between Committee leadership and the Board of Directors.

ARTICLE II

GOVERNANCE PROCEEDINGS

Section 1. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

The meetings shall be conducted in accordance with the provisions of the most current edition of Robert's Rules of Order for small boards. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one (1) weeks' notice to the members and

will be held in the Board Room of the District, unless a different place is designated from time to time, and so noticed in conformance with applicable laws. In compliance with Oregon Public Meeting Law, virtual means of attendance shall also be made available to ensure accessibility and participation by the public and Committee members. In the event of an emergency or special meeting, the District will notify all members no later than 24 hours prior to such meeting.

Section 2. Ethics

Members of the Committee must comply with the Oregon Ethics Laws, ORS Chapter 244, and must refrain from using the Committee member's position to obtain financial gain or avoid financial detriment to the member, relative, or business in which the member or relative has an interest. Members and their relatives and members of their household must refrain from accepting gifts in excess of \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the Committee. In the case of any actual or potential conflict of interest, the member must publicly announce the actual or potential conflict of interest. Further, in the case of an actual conflict of interest, the member must refrain from participating in any discussion or vote on the matter.

ARTICLE III APPOINTMENT, MEMBERSHIP, ELIGIBILITY, REPRESENTATION, AND TERMS

Section 1. Appointment and Membership

Members of the Committee are appointed by the Board of Directors, and serve at the pleasure of the Board of Directors. The Committee shall consist of up to 13 voting members, as determined by the Board of Directors. Each member must meet any one (1) or more of the eligibility and representations identified in Article III, Section 2 at the time of their appointment and for the duration of their term.

The Board will strive to appoint Committee members who represent a variety of perspectives, geographic areas, and population demographics within the community or as representatives of the community.

Section 2. Eligibility and Representation

District Employees are not allowed to serve on the Committee. To serve as a member of the Committee, an individual must live and/or work in the Urban Growth Boundary service area, represent a cross-section of the Salem/Keizer community, and meet at least one (1) of the following criteria:

- **At-large Member:** A community member who does not represent a specific group or organization but brings a general perspective on the broader community's transportation needs and who regularly uses public transportation.
- **Business Interest Organization:** A representative from a local organization dedicated to supporting and advocating for business interests, economic growth, and community development.
- **Chambers of Commerce:** A representative from either the Salem or Keizer Chamber of Commerce, with membership alternating between the two (2) chambers.
- **Local Employer -** A representative from a locally operated business or franchise, excluding national chain franchises without significant local ownership or involvement.
- **Medical Community/Care Provider:** A representative from the healthcare sector, such as a doctor, nurse, therapist, or administrator, who brings insights into how transportation impacts access to medical care.
- **Community Member Three (3):** To the extent not represented in the other categories, the Board shall ensure that these Community Members are a representation of the Community. This category may be used to ensure that there is equal racial, ethnic, age, gender, and disability representation on the committee.
- **Paratransit User:** A person who regularly uses paratransit services, which are specialized, accessible public transportation options for individuals with disabilities or mobility challenges who are unable to use standard transit services.
- **Bike/Pedestrian Advocate:** An individual who actively promotes, supports, and uses cycling infrastructure, and pedestrian-friendly initiatives, advocating for safe and accessible routes for non-motorized transportation.
- **School District Representative/Educational Community:** A person from the education sector, such as a school board member, administrator, or teacher, representing the transportation needs of students, faculty, and staff.
- **Social Services Agency Representative:** A person representing an organization that provides support and resources to individuals or families in need, such as housing assistance, mental health services, or food security programs.
- **Youth Leader - between 16-24 years of age:** An individual who actively engages in leadership activities, representing the perspectives and transportation needs of youth and young adults within the community.

Section 3. Terms of Service

Committee members shall serve for a term of two (2) years, commencing on January 1. Members are eligible for re-appointment for one (1) term. Terms will be staggered so that no less than one-third and not more than one-half of the voting members have a term that expires in the same year.

A Committee member who has served two (2) consecutive two (2) year terms may not serve a third consecutive term. However, the Committee member may thereafter be appointed for future terms following the end of their second term after waiting at least twelve (12) months for reappointment.

Section 4. Chair and Vice-Chair Appointment and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board of Directors. The Chair and Vice-Chair shall serve for a term of twelve (12) months; and no more than two (2) consecutive terms. The Committee may nominate and recommend to the Board of Directors, members to serve as Chair or Vice-Chair.

Committee recommendations are to be completed by October of each year in order for appointments to be made at the December Board meeting prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside at the meetings, and perform other duties assigned by the Board. The Chair, on behalf of the Committee shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee in accordance with the workplan. The Chair may appoint committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair, in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend the scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact District staff or the Chair at least 24 hours or one (1) business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two (2) consecutive meetings, or misses more than two (2) meetings over a one (1) year period, will be reported to the District Board, and the Board of Directors may declare that person's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the Board of Directors, and may be removed with or without cause at any time, at the sole discretion of the Board of Directors.

The Committee may recommend removal of one (1) of its members to the Board of Directors by a vote of the majority of all its voting members. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the Board of Directors may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on term of service under Article III, Section 3 of these Bylaws. The Board of Directors may select an appointee from among people expressing an interest in such appointment, or from a call of applications for the position. Appointments are subject to the requirements of Article III, Sections 1 and 2 of these Bylaws.

Section 7. Staff Role and Responsibility

The District General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee in orientation, and the preparation and presentation of background information concerning agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

ARTICLE IV MEETINGS

Section 1. Frequency

The Committee will meet at a frequency determined by the work plan, with a minimum of once per quarter and a maximum of once per month. District staff will collaborate with the Chair to determine meeting schedules.

Section 2. Agendas

Staff will consult with the Chair and the Board Liaison in developing meeting agendas. Staff will be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting.

The agenda and other materials related to any agenda action item will be distributed in advance of the meeting and may be provided in paper or electronic format.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present to conduct any official business.

Each member of the Committee has one (1) vote. All actions of the Committee will be by a motion passed by a majority of the members present, either physically or virtually, and voting at a meeting where a quorum is present.

The chair will be entitled to vote.

Section 4. Minutes

Committee meeting minutes will be prepared and distributed by staff. Minutes will note major points discussed, any conclusions reached and any actions taken.

Section 5. Recommendations

The Chair or their designee may present recommendations of the Committee to the District General Manager or Board of Directors in person or in writing.

Section 6. Meeting Protocols and Interactions

Conduct: Committee members must conduct themselves in a respectful and professional manner when engaging with the public, the Board of Directors, District staff, and one another. Members are expected to listen, consider different perspectives, and communicate constructively.

Discussion Procedures: The majority of each meeting will focus on discussing relevant issues and developing recommendations for the Board of Directors. Discussions will occur only after District staff has provided necessary briefings and presentations.

Meeting Decorum: The following principles shall be observed:

1. Adherence to Agenda: Members shall focus on agenda topics to ensure efficient use of time and resources.
2. Equal Participation: Members shall allow equitable contributions to discussions.
3. Conflict Resolution: Disagreements shall be addressed constructively, with an emphasis on solutions.

Representation: Committee members shall accurately represent the committee's recommendations when communicating externally.

ARTICLE V SUBCOMMITTEES

Subcommittees may be formed if outlined in the work plan and approved by Committee leadership and the Board of Directors.

ARTICLE VI AMENDMENTS

The Board of Directors shall have the authority to amend these bylaws at any meeting of the Board of Directors. The Committee may propose amendments of these bylaws to the Board of Directors.

Adopted by Board Resolution #2022-05 on December 15, 2022.

Amended by Board Resolution #2023-05 on April 27, 2023.

Amended by Board Resolution #2025-08 on June 26, 2025.