



# Citizens Advisory Committee

## REGULAR MEETING AGENDA

February 13, 2009  
10:00 a.m.

Board Room

800 NW 33<sup>rd</sup> Street, Suite 100  
Pompano Beach, FL 33064

*[www.sfrta.fl.gov](http://www.sfrta.fl.gov)*

### **SFRTA Board Members**

Commissioner Bruno Barreiro  
Alice N. Bravo  
James A. Cummings

Commissioner Josephus Eggelletion, Chair  
Marie Horenburger  
Commissioner Jeff Koons

Felix M. Lasarte  
George Morgan, Jr  
F. Martin Perry

### **Executive Director**

Joseph Giulietti

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**Directions to SFRTA: I-95 to Copans Road. Go west on Copans to North Andrews Avenue Ext. and turn right. Go straight to Center Port Circle, which is NW 33rd Street, and turn right. SFRTA's offices are in the building to the right. The SFRTA offices are also accessible by taking the train to the Pompano Beach Station. The SFRTA building is South of the station. Parking is available across the street from SFRTA's offices, at the Pompano Beach Station.**

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**CITIZENS ADVISORY COMMITTEE MEETING**  
**OF FEBRUARY 13, 2009**

The meeting will convene at 10:00 a.m., and will be held in the Board Room of the South Florida Regional Transportation Authority, Administrative Offices, 800 NW 33<sup>rd</sup> Street, Pompano Beach, Florida 33064.

**CALL TO ORDER**

**PLEDGE OF ALLEGIANCE**

**AGENDA APPROVAL** - Additions, Deletions, Revisions.

**MATTERS BY THE PUBLIC** – Persons wishing to address the Committee are requested to complete an “Appearance Card” and will be limited to three (3) minutes. Please see the Minutes Clerk prior to the meeting.

**DISCUSSION ITEMS**

D1 – Citizens Advisory Committee Strategic Visioning

**CONSENT AGENDA**

Those matters included under the Consent Agenda are self-explanatory and are not expected to require review or discussion. Items will be enacted by one motion in the form listed below. If discussion is desired by any Committee Member, however, that item may be removed from the Consent Agenda and considered separately.

There are no Consent Agenda Items.

**REGULAR AGENDA**

Those matters included under the Regular Agenda differ from the Consent Agenda in that items will be voted on individually. In addition, presentations will be made on each motion, if so desired.

R1 – MOTION TO APPROVE: Citizens Advisory Committee (CAC) 2009 Regular Meeting Schedule

**INFORMATION / PRESENTATION ITEMS**

Action not required, provided for information purposes only. If discussion is desired by any Member, however, that item may be considered separately.

I1 – INFORMATION: SFRTA Bylaws

I2 – PRESENTATION: South Florida Regional Transportation Authority Fiscal Year 2008-09 State Legislative Plan

EXECUTIVE DIRECTOR REPORTS/COMMENTS

1. General SFRTA Update

OTHER BUSINESS

ADJOURNMENT

In accordance with the Americans with Disabilities Act and Section 286.26, Florida Statutes, persons with disabilities needing special accommodation to participate in this proceeding, must at least 48 hours prior to the meeting, provide a written request directed to the Executive Department at 800 NW 33<sup>rd</sup> Street, Suite 100, Pompano Beach, Florida, or telephone (954) 942-RAIL (7245) for assistance; if hearing impaired, telephone (800) 273-7545 (TTY) for assistance.

Any person who decides to appeal any decision made by the South Florida Regional Transportation Authority Citizens Advisory Committee with respect to any matter considered at this meeting or hearing, will need a record of the proceedings, and that, for such purpose, he/she may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.

Persons wishing to address the Committee are requested to complete an “Appearance Card” and will be limited to three (3) minutes. Please see the Minutes Clerk prior to the meeting.

SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY  
CITIZENS ADVISORY COMMITTEE  
MEETING: FEBRUARY 13, 2009

AGENDA ITEM REPORT

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Consent     Regular     Public Hearing

CITIZENS ADVISORY COMMITTEE  
2009 REGULAR MEETING SCHEDULE

REQUESTED ACTION:

MOTION TO APPROVE:    Citizens Advisory Committee 2009 Regular Meeting Schedule.

The Citizens Advisory Committee (CAC) meetings are held bi-monthly on the second Friday of the month.

Friday, April 10, 2009  
Friday, June 12, 2009  
Friday, August 14, 2009  
Friday, October 9, 2009  
Friday, December 11, 2009

EXHIBITS ATTACHED:    N/A

CITIZENS ADVISORY COMMITTEE  
2009 REGULAR MEETING SCHEDULE

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Committee Action:

Approved: \_\_\_\_\_ Yes    \_\_\_\_\_ No

Vote: \_\_\_\_\_ Unanimous

Amended Motion:

Patricia Archer	_____	Yes	_____	No
Tomas Boiton	_____	Yes	_____	No
Isabel Cosio Carballo	_____	Yes	_____	No
Nadine Hankerson	_____	Yes	_____	No
Susan Haynie	_____	Yes	_____	No
Alan Hooper	_____	Yes	_____	No
Anthony Robinson	_____	Yes	_____	No
Rick Rodriguez Pina	_____	Yes	_____	No
VACANT	_____	Yes	_____	No

SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY  
CITIZENS ADVISORY COMMITTEE  
MEETING: FEBRUARY 13, 2009

INFORMATION ITEM REPORT

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Information Item

Presentation

SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY  
BY-LAWS

SUMMARY EXPLANATION AND BACKGROUND:

The SFRTA By-Laws govern all standing, special and advisory committees of the Authority. Article V of the By-Laws provide the foundation for the operating procedures related to the Citizens Advisory Committee.

EXHIBITS ATTACHED: Exhibit 1 - SFRTA By-Laws

**SOUTH FLORIDA REGIONAL  
TRANSPORTATION AUTHORITY  
(SFRTA)**

**BY-LAWS**

**AMENDED February 23, 2007**



**Members of the SFRTA Board**

**Commissioner Bruno Barreiro, Chair  
Mayor Josephus Eggelletion, Vice Chair**

**James A. Cummings  
Marie Horenburger  
Neisen Kasdin  
Commissioner Jeff Koons  
John Martinez  
George Morgan, Jr.  
Bill T. Smith**

**Executive Director**

**Joseph Giuliatti**

South Florida Regional Transportation Authority  
800 NW 33rd Street, Suite 100  
Pompano Beach, FL 33064

**BY-LAWS OF THE  
SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY**

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## **ARTICLE I - THE AUTHORITY**

1.1. NAME OF THE AUTHORITY. The name of the Authority shall be the “South Florida Regional Transportation Authority”. The Authority shall do business under the names “South Florida Regional Transportation Authority”, “Regional Transportation Authority”, “SFRTA”, “Tri-Rail” and/or any other fictitious names the Authority may file with the State of Florida Secretary of State’s office. The Authority shall in its discretion use any approved fictitious name, including any of those mentioned above, separately or in any combination thereof.

1.2. SEAL OF THE AUTHORITY. The seal of the Authority shall be in the form of a circle and shall bear the name of the Authority.

1.3. OFFICE(S) OF THE AUTHORITY. The office(s) of the Authority shall be located at such place(s) as the members of the Authority may designate from time to time.

1.4. GOVERNANCE OF THE AUTHORITY. The powers of the Authority shall be vested in the members thereof, who shall comprise its governing body. The governing body of the Authority shall consist of up to nine (9) members (the “Board”). All members of the Board shall be voting members. The members shall consist of: (a) one county commissioner from each county (Miami-Dade, Broward and Palm Beach), as appointed by the respective county commission; (b) one citizen representative (who is a non-commissioner, resident and qualified elector of the appointing county) from each county (Miami-Dade, Broward and Palm Beach), as appointed by the respective county commission; (c) one appointee of the Secretary of the Florida Department of Transportation (a district secretary or his or her designee from the districts within the area served by the Authority); and (d) two citizen appointees of the Governor (residents and qualified electors of the Authority’s service area, but not of the same county and not of the same county as the district secretary appointee).

In the event the Authority’s service area is expanded by the procedure outlined in Section 343.54(5), F.S., the following members shall be added to the Board: (a) one county commissioner from the added county, as appointed by that county commission; (b) one citizen representative from the added county (non-commissioner, resident and qualified elector of appointing county), appointed by that county commission; and (c) one citizen appointee of the Governor (resident, qualified elector and who is not a member of that county commission).

Board members are entitled to receive from the Authority their travel and other necessary expenses incurred in connection with the business of the Authority as provided by law, but they may not draw salaries or other compensation.

1.5. GENERAL POWERS AND DELEGATION OF AUTHORITY. The Board shall be the policy making entity of the Authority. Except as provided by Chapter 343, Florida Statutes, as amended, and as otherwise prescribed from time to time by applicable law, the power of the Authority shall be exercised by or under the authority of,

and the business and affairs of the Authority shall be managed under the direction of the Board. The Executive Director and staff of the Authority shall be responsible for carrying out the policies established by the Board and for the day-to-day management of the Authority. The Board may delegate to one or more of its members, agents or employees such of its power as it deems necessary to carry out its purposes.

1.6. BUDGET DEVELOPMENT AND AMENDMENT PROTOCOL. Each year, on or before the second month prior to the end of the fiscal year, the Executive Director shall cause to be delivered to each member of the Board a proposed budget of the Authority for the ensuing fiscal year. The proposed budget shall encompass all operations and maintenance, administrative and capital expenditures expected to be made by the Authority in the ensuing fiscal year. The Executive Director shall cause the proposed budget to be presented in such format as he or she shall determine to be necessary or appropriate in order to inform the Board as to the nature of anticipated expenditures. The Executive Director shall follow a similar procedure for adoption of budget amendments, except that they can be proposed at any time during the fiscal year.

## **ARTICLE II - PURPOSES AND POWERS**

2.1. PURPOSES. The purposes of the Authority shall be as prescribed by Chapter 343, Florida Statutes, as amended, and as otherwise prescribed from time to time by applicable law.

2.2. POWERS. The powers of the Authority shall be as prescribed by Chapter 343, Florida Statutes, as amended, and as otherwise prescribed from time to time by applicable law.

## **ARTICLE III - OFFICERS, EMPLOYEES AND AGENTS**

3.1. OFFICERS GENERALLY. At its initial meeting, the Board shall elect from its members a Chair (the "Chair") and a Vice Chair (the "Vice Chair"), each to serve until the end of the current fiscal year. At the end of the fiscal year and each fiscal year thereafter, the Board shall elect a new Chair and Vice Chair and each shall serve for a one (1) year term. Such election shall occur at either the last regularly scheduled meeting of the Board prior to the end of the Chair and Vice Chair's term or at a meeting called for that purpose.

Each officer of the Board shall hold office until a successor has been duly appointed, or until an earlier resignation, removal from office in accordance with applicable law or death.

3.2. CHAIR. The Chair shall call, and preside at, all meetings of the Board at which he or she is present and shall be interested in all affairs of the Authority. The Chair shall preserve strict order and decorum at all meetings of the Board. Except as otherwise authorized by resolution of the Board or these By-laws, the Chair may sign all contracts, deeds and other instruments on behalf of the Authority.

3.3. VICE CHAIR. The Vice Chair shall perform the duties and exercise the powers of the Chair in the absence or incapacity of the Chair. In case of the resignation, removal or death of the Chair, the Vice Chair shall perform the duties and exercise the powers until such time as the Board shall elect a new Chair pursuant to Section 3.8.

3.4. CHAIR PROTEM. In the absence or incapacity of the Chair, Vice Chair, and immediate past Chair, the members of the Board in attendance at any meeting may elect a Chair Protem for the purpose of presiding at such meeting, and the Chair Protem shall perform the duties of the Chair at such meeting. Upon the arrival of the Chair or the Vice-Chair, the Chair Protem shall relinquish the chair.

3.5. SECRETARY. The Executive Director shall serve as Secretary to the Board. The Secretary or his or her designee shall:

(a) accurately keep all the minutes of the meetings of the Board and its committees and such other records of the official business of the Authority as the Board shall require;

(b) prescribe for the Board any required publication notices, agreements, resolutions or By-law amendments;

(c) maintain and make available for public inspection an indexed file containing copies of these By-laws, every adopted resolution and agreement and every adopted amendment or notification of any of the foregoing; and

(d) except as may be otherwise provided by resolution of the Board, have the power to attest the seal of the Authority, but neither application of the seal of the Authority nor attestation of the seal by the Secretary shall be necessary to the effectiveness of any contract, deed or other instrument made by the Authority.

3.6. VACANCIES. Should any of the offices held by members of the Board become vacant, the members shall elect a successor at the earliest practicable opportunity. If any officer of the Board shall vacate such membership, such member shall be deemed to have vacated his or her position as officer as well.

3.7. ABSENCES. The Executive Director shall notify the Board of any members who were absent for three (3) regularly scheduled meetings during the current fiscal year. A Board member who also serves as an officer shall be deemed to have resigned from his/her duties as officer upon the three absences.

3.8. EMPLOYEES AND AGENTS GENERALLY. The Board shall employ an executive director (the "Executive Director") as it may require and shall determine the qualifications and fix the compensation of such person. The Board may retain such attorneys, including General Counsel to the Board, auditors and consultants as it may require and shall determine the qualifications and fix the compensation of such persons, firms or corporations.

### 3.9. EXECUTIVE DIRECTOR

The Executive Director shall be chosen on the basis of qualifications required by a job description to be prepared by the Board. The Executive Director shall serve at the will of the Board. Appointment and dismissal of the Executive Director shall require an affirmative vote by a majority vote of the entire Board and a written resolution and/or motion. The Executive Director shall not be engaged in any other business or employment during his or her employment as Executive Director and shall be a full-time employee.

By letter filed with the Authority, the Executive Director, or failing that, the Board, may designate a qualified Authority staff employee to exercise the powers and perform the duties of the Executive Director during any temporary absence or disability of the Executive Director. The Board may appoint a person to perform the duties of the Executive Director during any suspension, vacancy or prolonged absence from that position.

Subject to the general control of the Board and the supervision, direction, coordination, consent and approval of the Board, the duties and powers of the Executive Director shall be to:

- (a) report to all members of the Board, respond to all inquiries of Board members, carry out the directives of the Board and conduct investigations necessary to respond to inquiries of Board members;
- (b) act as the chief administrative and operating officer of the Authority, including being responsible to the Board for the proper administration and day-to-day operations of the Authority placed in the Executive Director's charge by and under these By-laws, except where prohibited by the Constitution and Laws of Florida;
- (c) manage the properties and business of the Authority and its employees;
- (d) plan and implement programs in furtherance of the Authority's objectives, goals and policies, as from time to time established by the Board;
- (e) manage the personnel matters of the Authority, including approval of a personnel policy, recruitment, selection, appointment, assignment, transfer or promotion and demotion, discharge or other discipline for cause of the employees of the Authority in accordance with all applicable laws and regulations;
- (f) provide leadership for the employees of the Authority;
- (g) serve as liaison to and representative of the Authority in connection with intergovernmental relations with local, state and federal governmental bodies, and civic and community affairs and other external matters;
- (h) in accordance with all laws of the state, faithfully execute all agreements, resolutions and orders of the Board;

(i) submit an annual comprehensive budget to the Board, as required by Section 1.6 of these By-laws, and budget amendments, as necessary;

(j) with written concurrence of General Counsel, have the authority to settle all legal claims against Authority up to an amount of Twenty Five Thousand (\$25,000.00) Dollars. All settlement of claims over this amount shall be approved by the Board. All settlement of claims will be reported to the Board at the Authority's monthly meetings;

(k) except as otherwise authorized by the Board and its policies and rules, and pursuant to applicable law, the Executive Director may sign all contracts, deeds and other instruments made by the Authority and may approve and sign without Board approval all contracts, deeds and other instruments with a value of Twenty Five Thousand (\$25,000.00) or less;

(l) make regular monthly reports to the Board on Authority matters and keep the Board fully advised on the financial condition and future needs of the Authority and make such recommendations concerning Authority affairs as deemed desirable by the Executive Director;

(m) provide for the books or records of Authority to undergo an annual fiscal audit and submit the results to the Board;

(n) develop and approve policies and procedures in accordance with the Authority's rules and procedures or in accordance with delegated authority from the Board;

(o) consolidate, eliminate or create any Authority departments and reassign related functions as he or she may determine to be in the best interests of the Authority, unless otherwise directed by the Board; and

(p) perform such other powers or duties as are required by these By-laws, the Board or as may be prescribed by the Board and as specified in his or her employment agreement with Authority.

#### **ARTICLE IV - AUTHORITY MEETINGS**

4.1. MEETINGS GENERALLY. Meetings shall be regular, special or emergency. Notice of all meetings shall be given in the manner required by applicable law and these By-laws. Public access to all meetings shall be afforded in the manner required by applicable law, and when not inconsistent therewith, the provisions of Article IV of these By-laws. The Chair shall call all meetings in its discretion, except that the Chair shall be required to call a special meeting if requested to do so in writing executed by one less than a majority of the members. To the extent not inconsistent with these By-laws or with applicable law, all meetings shall be conducted in accordance with Roberts Rules of Order Newly Revised and other rules of procedure as adopted by the Board from time to time. All voting shall be by voice or roll call vote, at the discretion of the Chair, unless a member shall require a roll call, in which case the Chair shall require that the roll

be called and the vote of each member entered in the minutes. All meetings of the Authority shall be recorded.

4.2. REGULAR MEETINGS. Regular meetings shall be held monthly, preferably the fourth Friday of each month, at whatever time of day is convenient for the Board, except that the Chair may determine not to hold a regular meeting in any particular month if he or she determines that it is unlikely that a quorum of the members will be available during that month or that the business and affairs of the Authority will not be affected adversely if no such meeting is held.

When the day fixed for any such regular meeting falls on a day designated by law as a legal holiday, such meeting shall be postponed or canceled by the Chair. Regular, special or emergency meetings may be otherwise postponed or canceled by resolution or motion adopted at a regular meeting by a majority of the Board members present. All regular meetings shall be held in such a place as may be approved by resolution or motion adopted at a regular meeting by a majority of the Board members present. When the agenda of the meeting has not been concluded, the Board shall either set a time certain for the conclusion of the scheduled order of business, or else by majority vote set such unfinished agenda items over to the next scheduled meeting.

4.3. REGULAR MEETING AGENDAS. The preliminary agenda of regular meetings shall be prepared by the Executive Director and shall include the following items: call to order, roll call, comments from the public, approval of minutes, Executive Director's report, General Counsel's report, committee reports (if applicable), action items, discussion items, informational items, announcements and adjournment. Each Board member, the Executive Director or the General Counsel may place an item on the agenda for discussion or action. The Executive Director shall provide a copy of each item upon which action is to be taken, including the text of each proposed resolution of the Board, to each member of the Board not less than four (4) calendar days prior to the regular meeting at which a vote is to be taken thereon. A member may request an action item to be tabled if the provisions of the preceding sentence have not been complied with. Unless a member requests that an action item be so tabled before the Board takes action thereon, such non-compliance shall be deemed waived. Any amendment to the agenda made within four (4) calendar days of the regular meeting shall be approved, in writing, by the Chair, by a majority of the Board or by the Executive Director at the meeting, subject to Board approval.

A copy of the agenda shall be posted on the Authority's website not less than four (4) calendar days prior to the Board meeting.

4.4. NOTICE OF REGULAR MEETINGS. The Authority shall publish notice of its regular Board meetings or workshops in: (1) the Florida Administrative Weekly; (2) the Authority's website; (3) at least one (1) local newspaper of general circulation throughout some or all of the Authority's service area; and (4) the office of the Authority and/or in such other location or locations and/or by such other method or methods as the Chair shall determine to be appropriate. All other public meetings, hearings and workshops shall be published, at a minimum, in the locations specified by items (1), (2)

and (4) above. The notice shall be published not less than seven (7) days before the event. The notice shall include a statement of the general subject matter to be considered, the date, time and place of the regular meeting and the address where interested persons may obtain a copy of the agenda for such regular meeting. The Executive Director shall provide a copy of the agenda, subject to amendments and subject to the provisions herein, for each regular meeting to each member not less than four (4) calendar days prior to such regular meeting. In addition, the Executive Director shall make a copy of such agenda available at the office of the Authority not less than four (4) calendar days prior to such regular meeting. The failure of a member of the Board to receive any such notice properly given shall not affect the legality of a meeting if a quorum is in attendance.

4.5 SPECIAL MEETINGS. Business transacted at a special meeting shall be limited to the business designated in the call of the meeting.

4.6 NOTICE OF SPECIAL MEETINGS. Notice of special meetings shall be the same as for regular Board meetings (see Section 4.4).

4.7. EMERGENCY MEETINGS. Business transacted at an emergency meeting shall be limited to the business designated in the call of the meeting which business shall be on account of any emergency. An “emergency” is defined as any situation that may constitute an immediate danger to the public health, safety or welfare and that requires immediate consideration by the Board. Emergency meetings may be called by the Chair, Vice Chair or Executive Director.

4.8. NOTICE OF EMERGENCY MEETINGS. The Authority shall give at least one (1) day’s public notice of any emergency meeting by posting such notice in any or all of the following: a local newspaper with general circulation in the Authority’s service area; the Authority’s website; the office of the Authority; and/or in such other location or locations and/or by such other method or methods as the Chair shall determine to be appropriate. Such notice shall also be delivered to the home or business address of each member of the Board not less than twelve (12) hours prior to such emergency meeting. Each such notice shall state the date, time and place of the emergency meeting and the purpose for which such emergency meeting has been called. The failure of a member of the Board to receive any such notice properly delivered shall not affect the legality of a special meeting if a quorum is in attendance.

4.9. SPECIAL AND EMERGENCY MEETING AGENDAS. The preliminary agenda of special or emergency meetings shall be prepared by the Executive Director and shall include the specific items which are the subject of the meeting, which may be items on a regular agenda. Each Board member, the Executive Director or the General Counsel may place an item on the agenda for discussion or action. The Executive Director shall provide a copy of each item upon which action is to be taken, including the text of each proposed resolution of the Board, subject to change and subject to the provisions herein, to each member of the Board not less than two (2) calendar days, if for a special meeting, and not less than twelve (12) hours, if for an emergency meeting, prior to the meeting at which a vote is to be taken thereon. A member may request an action item to be tabled if the provisions of the preceding sentence have not been complied with. Unless a member

requests that an action item be so tabled before the Board takes action thereon, such non-compliance shall be deemed waived. Any amendment to the agenda made within two (2) calendar days of the special meeting or within twelve (12) hours of the emergency meeting, shall be approved, in writing, by the Chair, by a majority of the Board or by the Executive Director at the meeting, subject to Board approval.

A copy of the agenda shall be posted on the Authority's website not less than two (2) calendar days, if for a special meeting, and not less than twelve (12) hours, for an emergency meeting.

4.10. NON-AGENDA MATTERS. Non-agenda matters shall be confined to items that cannot be addressed in a timely manner as an agenda item at a subsequent meeting or items that are informational only. Such matters may be raised only by majority vote of the entire Board.

4.11. QUORUM. A simple majority of the Board shall constitute a quorum, and the vote of a majority of those members present is necessary for the Board to take any action, except as indicated herein. A vacancy on the Board shall not impair the right of a quorum of the Board to exercise all of the rights and perform all of the duties of the Authority.

Should no quorum attend within thirty (30) minutes after the hour appointed for the meeting of the Board, the Chair or the Vice Chair, or, in their absence, the Executive Director or his/her designee, may adjourn the meeting until the next day, unless by unanimous agreement those members present select another hour or day.

Any member of the Board who announces a conflict of interest on a particular matter or in the proceedings related to that matter shall be deemed present for the purpose of constituting a quorum.

4.12. VOTING. The vote upon any resolution, motion or other matter may be by voice vote, provided that the Chair or any Board member may require a roll call vote to be taken. Upon every roll call vote, the names of the Board members shall be called alphabetically, except that the name of the presiding officer shall be called last.

4.13. RECONSIDERATION. An action of the Board may be reconsidered only at the same meeting at which the action was taken or at the next regular meeting thereafter. A motion to reconsider may be made only by a Board member who voted on the prevailing side of the question and must be concurred in by a majority of those present at the meeting. A Board member who was absent at the time a vote was taken shall be deemed to be on the prevailing side.

A motion to reconsider shall not be considered unless at least the same number of members are present as participated in the original vote under consideration. Adoption of a motion to reconsider places the issue being reconsidered in the exact position it occupied the moment before it was voted on originally.

4.14. RENEWAL. Once action is taken on a proposed resolution or motion, neither the exact same resolution or motion nor its repeal or rescission may be brought before the Board again during the six (6) month period following the said action (subject to the provisions of Section 4.12 above), unless a majority of the members of the Board present vote for renewal.

4.15. READING MINUTES. Unless a reading of the minutes of a meeting is requested by a majority of the Board, such minutes, when approved by the Board shall be considered approved without reading.

4.16. ADDRESSING BOARD, MANNER, TIME. Any person, other than salaried members of Authority staff, attorneys or consultants, who addresses the Board shall step up to the speaker's lectern and shall give the following information in an audible tone of voice for the minutes: (a) name; (b) address; and, if requested by any Board member, may be required to state:

1. Whether they speak for themselves, a group of persons, or a third party, and, if the speaker represents an organization, whether the view expressed by the speaker represents an established policy of the organization approved by its governing council;
2. Whether the speaker is being compensated by the person or persons for whom he or she speaks; and
3. Whether the speaker or any member of his or her immediate family has a personal financial interest in the pending matter, other than that set forth in paragraph 2 above.

The speaker shall limit remarks to three (3) minutes, unless the presiding officer or a majority of those members of the Board present shall approve a longer or shorter time limitation. All remarks shall be addressed to the Board as a body and not to any member thereof. No person, other than Board members and the person having the floor, shall be permitted to enter into any discussion, either directly or through a Board member, without the permission of the presiding officer.

4.17. DECORUM. Any person making impertinent or slanderous remarks or who becomes boisterous while addressing the Board shall be barred by the presiding officer from further audience before the Board, unless permission to continue or again address the Board be granted by the majority vote of the Board members present.

4.18. RESOLUTIONS, MOTIONS, CONTRACTS.

(a) APPROVAL OF DOCUMENTS BY GENERAL COUNSEL: To the extent possible, all resolutions and documents, before presentation to the Board, shall be reduced to writing and shall be approved as to form by the General Counsel.

(b) ACTIONS TO BE TAKEN BY WRITTEN OR VERBAL RESOLUTION OR MOTION OF THE BOARD: The adoption of the annual budget, amendments to these By-laws, or the appointment or dismissal of the Executive Director shall require a majority vote of the entire Board and a written resolution and/or motion. All other actions shall require a majority of the attending quorum. Whenever action cannot be taken because the vote of the Board members has resulted in a tie, the status quo shall continue in effect and the proposed resolution or motion that produced the tie vote shall be removed from the agenda without prejudice to its reintroduction on a de novo basis at a later time; provided that when action or a resolution pertaining to quasi-judicial matters results in a tie vote, such resolution shall be carried over to the next regularly scheduled meeting for the consideration of such quasi-judicial matters unless a majority of the Board, as present, designate a different time for such reconsideration.

4.19. ADJOURNMENT. A motion to adjourn shall be passed by a majority vote of the quorum present at the end of the meeting; all unfinished agenda items shall either be moved to be heard at a time certain if the meeting is to be continued the following day(s) or moved to be heard at the next regularly scheduled Board meeting, subject to Section 4.2.

4.20 MEETINGS CONDUCTED BY COMMUNICATIONS MEDIA TECHNOLOGY. At the discretion of the Chair, the Authority may conduct a regular, special, or emergency meeting by using the electronic transmission of audio or video, hereinafter referred to as “Communications Media Technology.” Such a meeting may only be held if a quorum is physically present at the meeting location. Prior to the conduct of a meeting by Communications Media Technology, notice of the meeting shall be given as otherwise required by these By-laws and by applicable law, except that such notice shall plainly state that the meeting is to be conducted by means of or in conjunction with Communications Media Technology and shall identify the specific type of Communications Media Technology to be used. The notice shall also describe how interested persons may attend and shall contain the address or addresses of all designated places where a person interested in attending the meeting may go for purposes of attending the meeting. The places so designated in the notice shall be open to the public during the meeting. If during the course of a meeting held by Communications Media Technology, technical problems develop with the Communications Media Technology that prevent interested persons from attending the meeting, the meeting shall be recessed until such problems have been corrected.

**ARTICLE V – COMMITTEES AND TASK FORCES**

5.1. COMMITTEES GENERALLY. Committees of the Authority shall be standing, special or advisory and task forces shall be appointed by the Board either by resolution or by amendment to the By-laws. The standing committees are described in

Section 5.413 of these By-laws and the standing task forces in Section 5.14 of these By-laws. The Board may create or dissolve one or more special committees or task forces from time to time at its discretion. The Board shall appoint or re-appoint members to standing committees, as outlined herein. The Board shall appoint members to special and advisory committees or task forces at its discretion and may designate from among the members of each special or advisory committee or task force a committee or task force chair. The Secretary of the Board, or his or her designee, shall act as secretary to each committee or task force. Standing, special and advisory committees and task forces shall have the powers set forth in these By-laws and as otherwise conferred by the Board and shall report to the Board. All such committees and task forces shall be governed by these By-laws. Any references in the By-laws to “committees” and their related responsibilities, obligations, etc. shall apply to any task force, unless otherwise determined by the Board.

The Board, at its option, may approve the appointment of alternates to the Committee. Each alternate shall be permitted to vote in place of the alternate’s designated committee member when such member is not present at a committee meeting.

All non-Authority employees on committees shall be volunteers and shall serve without compensation at the will of the Board. Each committee shall elect its own chair, unless otherwise directed by the Chair or these By-laws.

Except for those committees with specific delegated authority from the Board; (i) committees shall have no authority to act or obligate the Authority, or its officials, in any manner; (ii) committees may create subcommittees as they deem appropriate on either an ad hoc or ongoing basis; (iii) no committee shall issue a press release or make statements to the media; and (iv) after every committee meeting, the chair of a committee shall report to the Executive Director, prior to the next regularly scheduled meeting of the Board, and to the Board, at its next regularly scheduled meeting.

Committee members shall avoid any conflict of interest (this shall not apply to agreements entered into between the Authority and other governmental agencies whose representatives may serve on Authority committees) and prevent the appearance of undue influence. Committee members shall be governed by the same conflict of interest laws and regulations that apply to Board members.

The following shall result in termination of a committee member: (i) at the request of the Board or the nominating member (in the case of the Citizens’ Advisory Committee); (ii) conduct which conflicts with the objectives and policies of the Authority, as determined by the Board; (iii) absence from three (3) consecutive scheduled meetings without valid cause, or (iv) resignation. Items (ii) and (iii) do not apply if a committee member is also a Board member.

5.2. COMMITTEE CHAIRS. Subject to Section 5.4 of these By-laws, each committee chair shall call, and preside at, all meetings of the committee that he or she chairs and shall be interested in all affairs of the committee. In the event the committee chair is not present, the committee shall elect a chair protem for that meeting.

5.3. COMMITTEE MEETINGS GENERALLY. Committee meetings shall be either regular or special. Notice of all committee meetings shall be given in the manner required by applicable law. Public access to all meetings shall be afforded in the manner required by applicable law, and when not inconsistent herewith, the provisions of Sections 5.8 and 5.10 of these By-laws. The committee chair shall call all meetings in its discretion, except that the committee chair shall be required to call a special meeting if requested to do so in a writing executed by one less than a majority of the members of the committee. The committee chair shall determine the time and place of all meetings. To the extent not inconsistent with these By-laws or with applicable law, all meetings shall be conducted in accordance with Roberts Rules of Order Newly Revised. All voting shall be by voice or roll call vote, at the discretion of the committee chair, unless a member shall require a roll call, in which case the committee chair shall require that the roll be called and the vote of each member entered in the minutes.

5.4. REGULAR MEETINGS OF COMMITTEES. Regular meetings of committees shall be held not less often than bi-monthly, except that: (i) regular meetings of committees shall be held with such frequency as the Board shall determine or as specified by the By-laws, and (ii) the committee chair of each committee may determine not to hold a regular meeting if he or she determines that it is unlikely that a quorum of the members will be available at any time during the period when such meeting is otherwise required to be held or that the business and affairs of the committee will not be affected adversely if no such meeting is held.

5.5. REGULAR COMMITTEE MEETING AGENDAS. The agenda for a regular committee meeting, subject to change and subject to the provisions herein, shall be prepared by the Executive Director, or his or her designee, in consultation with the committee chair. Each committee member, the Executive Director or the General Counsel may place an item on such committee agenda for discussion or action. The Executive Director shall provide a copy of such agenda, including each item upon which action is to be taken, including the text of each resolution proposed for recommendation to the committee, to each committee member not less than four (4) calendar days prior to the regular committee meeting at which a vote is to be taken thereon. A committee member may request an action item to be tabled if the provisions of the preceding sentence have not been complied with. Unless a committee member requests that an action item be so tabled before the committee takes action thereon, such non-compliance shall be deemed waived. An amendment to the agenda made within four (4) calendar days of the regular meeting shall be approved, in writing, by the committee chair, by a majority of the committee or by the Executive Director at the meeting, subject to committee approval.

5.6. NOTICE OF REGULAR COMMITTEE MEETINGS. The notice requirement shall be the same as for regular Board meetings (see Section 4.4). The Executive Director shall provide a copy of the agenda, subject to change and subject to the provisions herein, for each regular committee meeting to each committee member not less than four (4) calendar days prior to such regular committee meeting. In addition, a copy of such agenda shall be made available at the office of the Authority not less than four (4) calendar days prior to such regular committee meeting. The failure of a Board

member to receive any such notice properly given shall not affect the legality of a special committee meeting if a quorum is in attendance.

5.7. SPECIAL MEETINGS OF COMMITTEES. Business transacted at a special meeting of a committee shall be limited to the business designated in the call of the meeting unless all of the members of the committee shall be present at such special meeting, in which event any and all business of the committee may be transacted at such special meeting.

5.8. SPECIAL COMMITTEE MEETING AGENDAS. The agenda of special committee meetings, subject to change and subject to the provisions herein, shall be prepared by the Executive Director, or his or her designee, in consultation with the committee chair. Each committee member, the Executive Director or the General Counsel may place an item on such committee agenda for discussion or action. The Executive Director shall provide a copy of such agenda, including each item upon which action is to be taken, including the text of each resolution proposed for recommendation to the committee, to each committee member not less than two (2) calendar days prior to the special committee meeting at which a vote is to be taken thereon. A committee member may request an action item to be tabled if the provisions of the preceding sentence have not been complied with. Unless a committee member requests that an action item be so tabled before the committee takes action thereon, such non-compliance shall be deemed waived. An amendment to the agenda made within two (2) calendar days of the special meeting shall be approved by the committee chair, by a majority of the committee or by the Executive Director at the meeting, subject to committee approval.

5.9. NOTICE OF SPECIAL COMMITTEE MEETINGS. The notice requirement for special meetings shall be the same as for regular committee meetings (see Sections 4.4 and 5.6). Such notice shall also be delivered to the home or business address of each member of the committee not less than twenty-four (24) hours prior to such special meeting of the committee. Each such notice shall state the date, time and place of the special meeting and the purpose for which such special meeting of the committee has been called. The failure of a Board member to receive any such notice properly delivered shall not affect the legality of a special meeting if a quorum is in attendance.

5.10. COMMITTEE QUORUM. The quorum for committee meetings shall be a number equal to a simple majority of the members of the committee. The vote of a majority of those regular members present is necessary for the committee to take any action. A vacancy on the committee shall not impair the right of a quorum of the committee to exercise all of the rights and perform all of the duties of the committee.

5.11. COMMITTEE MEETINGS CONDUCTED BY COMMUNICATIONS MEDIA TECHNOLOGY. At the discretion of the Board, a committee may conduct a regular or special meeting by using the electronic transmission of audio or video, hereinafter referred to as "Communications Media Technology," in compliance with all applicable laws. Such a meeting may only be held if a quorum is physically present at

the meeting location. Prior to the conduct of a committee meeting by Communications Media Technology, notice of the meeting shall be given as otherwise required by these By-laws and by applicable law, except that such notice shall plainly state that the committee meeting is to be conducted by means of or in conjunction with communications media technology and shall identify the specific type of communications media technology to be used. The notice shall also describe how interested persons may attend and shall contain the address or addresses of all designated places where a person interested in attending the committee meeting may go for purposes of attending the committee meeting. The places so designated in the notice shall be open to the public during the committee meeting. If during the course of a committee meeting held by Communications Media Technology, technical problems develop with the Communications Media Technology that prevent interested persons from attending the committee meeting, the committee meeting shall be recessed until such problems have been corrected.

5.12. JOINT COMMITTEE MEETINGS. Upon the agreement of the chair of each participating committee, joint meetings of two or more committees may be held. A simple majority of the members of each committee participating in such joint committee meeting shall constitute a quorum, and the vote of a majority of those members present is necessary for the joint committee meeting to take any action. For purposes of determining the presence of a quorum at a joint committee meeting, the position of committee members who serve on more than one of the committees participating in the joint committee meeting, if applicable, shall only be counted once and the member serving on both committees shall declare, for purposes of determining a quorum, which committee he or she is attending on behalf of. Actions taken by the joint committee meeting shall be reported to the Board as the actions of the joint committee meeting rather than as actions of the individual participating committees.

5.13. STANDING COMMITTEES. The standing committees of the Authority shall be as follows:

(a) *Construction Oversight Committee*

Purpose: with delegated authority from the Board, pursuant to limitations determined by future Board action, to address all contractual issues outside of the Executive Director's authority in order to facilitate capital improvement projects.

Scope: review and approve all change orders, amendments, supplemental agreements, etc. associated with on-going capital improvement projects.

Members: one (1) or more board members, or others, as deemed necessary and appointed by the Board.

Meeting Frequency: as-needed basis

Reports to: the Board

Term: to be determined by the Board, subject to annual review.

(b) *Citizens' Advisory Committee*

Purpose: to provide recommendations to the Board and the Executive Director on Authority issues referred to the committee for its consideration by the Board or the Executive Director, impacting regional transportation within the Authority's service area.

Scope: to be determined by the Board and the Executive Director, but may include: promoting ridership; contributing to marketing proposals; addressing complaints and recommendations from the public; developing ways to accommodate the needs of users; and discussing pending laws that affect ridership.

Members: each member of the Board shall nominate one member to the committee, subject to Board approval. Each member of the committee shall be a resident of a county within the Authority's service area.

Meeting Frequency: bi-monthly

Reports to: the Board and the Executive Director

Term: to be determined by the Board, subject to annual review.

5.14 TASK FORCES.

(a) *Property Task Force*

Purpose: to meet, when requested by the Board, to make recommendations to the Board regarding SFRTA property issues specifically delegated by the Board or the Chair. If the Chair delegates any issue to the Property Task Force, it shall be brought back to the Board at its next regularly scheduled meeting for ratification. Board members shall also be notified of any Chair-delegated issues.

Scope: scope is limited by Board delegation, applicable state and federal laws and stated purpose.

Members: three (3) Board members, with one (1) from each county, as deemed necessary and appointed by the Board.

Reports to: the Board

Term: one (1) year term from July 1 of each year until June 30 of the following year

## **ARTICLE VI - RULES AND REGULATIONS**

6.1. RULES AND REGULATIONS GENERALLY. By resolution and in accordance with applicable law, the Board may promulgate and amend from time to time rules and regulations regarding any matter or procedure within its purview. The Secretary shall keep a book of Authority rules and regulations.

## **ARTICLE VII – BOOKS AND RECORDS**

7.1. MAINTENANCE OF BOOKS AND RECORDS. Under the supervision of the Secretary, the Authority shall maintain such books and records as shall be required from time to time under applicable law and shall comply with all applicable law governing access to public records.

## **ARTICLE VIII – AMENDMENTS**

8.1. AMENDMENTS GENERALLY. These By-laws may be adopted, amended, waived or repealed by resolution approved by a majority vote of the entire Board at a regular meeting after consideration of the matter at a prior regularly scheduled Board meeting (except for the initial adoption which can occur after consideration at one (1) regularly scheduled Board meeting), unless approved by a supermajority of the Board membership at one(1) meeting. A supermajority shall be defined as two-thirds (2/3) of the members of the entire Board.

## **ARTICLE IX - EFFECTIVE DATE**

9.1. EFFECTIVE DATE. These By-laws shall take effect immediately upon adoption of an approving resolution of the Board.

## **ARTICLE X – CONSTRUCTION AND SEVERABILITY**

10.1. CONSTRUCTION. The powers granted by these By-laws shall be construed liberally in favor of the Authority.

10.2. SEVERABILITY. If any article, section, subsection, sentence, clause or provision of these By-laws or the application thereof shall be held invalid for any reason, the remainder of these By-laws and any agreements, regulations or resolutions made thereafter shall remain in full force and effect.

SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY  
CITIZENS ADVISORY COMMITTEE  
MEETING: FEBRUARY 13, 2009

INFORMATION ITEM REPORT

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Information Item       Presentation

SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY  
FISCAL YEAR 2008-09 STATE LEGISLATIVE PLAN

SUMMARY EXPLANATION AND BACKGROUND:

At the December 12, 2008 Governing Board Meeting, the South Florida Regional Transportation Authority (SFRTA) approved the Fiscal Year 2008-09 State Legislative Plan.

Broad in scope and flexible enough to accommodate a changing legislative landscape, the agenda seeks a dedicated funding source from a single or multiple revenue sources that would yield a minimum of \$50 million annually to leverage available Federal and State funds to build, maintain and operate an expanded regional transportation system in South Florida.

In addition, SFRTA has joined forces with other urban areas statewide to create the Florida Urban Transportation Coalition (FUTC). It seeks to define the transportation needs of the largest urban regions in Florida including South Florida, Central Florida, Jacksonville and the Tampa Bay area; working together to protect the revenue flowing into the Florida Transportation Trust Fund and seeking a common funding source for all transportation authorities are the top two priorities for this joint organization.

SFRTA anticipates the filing of language previously considered by both the House and Senate in regards to the current \$2 Rental Car Surcharge. There is also support by all the urban areas for an additional \$2 Rental Car Surcharge or other appropriate funding source to be distributed specifically to transit.

As the 2009 Legislative Session gears up over the next several weeks, SFRTA in conjunction with the FUTC and individual transportation authorities will continue dialogue with Legislators and Senators encouraging them to seek a dedicated funding source that will benefit all current and up and coming transportation authorities in the State of Florida.

A SFRTA staff will be available at the meeting to provide the current status of the State Legislative Plan.

EXHIBITS ATTACHED:    N/A

SOUTH FLORIDA REGIONAL TRANSPORTATION AUTHORITY  
ADA ADVISORY COMMITTEE  
MEETING: FEBRUARY 13, 2009

INFORMATION ITEM REPORT

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Information Item       Presentation

2009 TRANSPORTATION SUMMIT

SUMMARY EXPLANATION AND BACKGROUND:

At the August 2008 South Florida Regional Transportation Authority (SFRTA) Governing Board Meeting, the Board requested staff to convene a series of three transportation workshops, one in each county to be followed by a Regional Transportation Summit in early 2009. The Workshops, while considering the overall regional issues, were intended to focus on each county's unique needs, priorities and funding. Input from each Workshop would then be considered in planning of the Regional Summit.

The first of the three workshops was for Palm Beach County and was held on Friday, September 26, 2008 at the Florida Atlantic University. The second workshop was held in Miami-Dade County on Friday, November 14, 2008 at the Miami-Dade Expressway Authority and the final workshop was held in Broward County on Wednesday, November 17, 2008 at the IGFA Fishing Hall of Fame & Museum. Each half day Workshop brought out over 85 attendees and included elected officials, transportation industry professionals, local government administrators, community activists, and members of the general public. Mr. James Murley, Director of FAU Center for Urban and Environmental Solutions moderated the workshops.

On Saturday, February 21, 2009, the SFRTA will be hosting the 2009 Transportation Summit at the Broward County Convention Center. The theme of the Summit is that public transportation is crucial to the economic recovery and prosperity of South Florida.

Participants will learn more about why public transportation is valuable to South Florida. Specifically, they will hear how public transportation helps South Florida create jobs, reduce traffic congestion, reduce carbon emissions, promote personal mobility and support sustainable development.

The SFRTA will be inviting national, state and local leaders, as well as business leaders, transit advocates, environmental leaders, public transportation passengers and the general public to attend the summit, let their voices be heard and share the message.

A SFRTA staff member will be available at the meeting to provide a more detailed update on the 2009 Transportation Summit.

EXHIBITS ATTACHED:    Exhibit 1 - 2009 Transportation Summit Invitation