

BYLAWS OF THE CHICAGO AREA TRANSPORTATION STUDY

June 14, 2007

BYLAWS OF THE CHICAGO AREA TRANSPORTATION STUDY

The Chicago Area Transportation Study, hereinafter called "CATS", is an entity whose principal interests and activities concern themselves with transportation planning in the seven northeastern counties of Illinois, namely, Cook, DuPage, Kane, Kendall, Lake, McHenry and Will counties and Aux Sable township in Grundy County. The following are its bylaws:

Organization and Membership

The Policy Committee shall be made up of one member each from the following named agencies, or groups, except for the Chicago Metropolitan Agency for Planning (CMAP) which shall have two members, plus such other parties as the Policy Committee may from time to time elect to membership under the provisions of these bylaws.

Members

Council of Mayors	Will County
Regional Transportation Authority (RTA)	Kane County
Chicago Department of Transportation (CDOT)	Illinois Department of Transportation (IDOT)
Commuter Rail Division of the RTA (Metra)	
Federal Transit Administration (FTA)	Illinois State Toll Highway Authority (ISTHA)
Cook County	Chicago Transit Authority (CTA)
Lake County	Federal Highway Administration (FHWA)
DuPage County	Suburban Bus Division of the RTA (Pace)
McHenry County	Northeastern Illinois Planning Commission (NIPC)
Private Providers	Railroad Companies (Class I)
Kendall County	Chicago Metropolitan Agency for Planning (CMAP)

The Federal Highway Administration and the Federal Transit Administration participate in an advisory and non-voting capacity.

New Members may be admitted to membership upon written application to the Chairman of the Policy Committee, and the affirmative vote of 13 members thereof taken at a regular meeting of the Policy Committee.

Function of the Policy Committee

The Policy Committee shall be the governing body of CATS. It shall appoint such standing or special committees as it may, from time to time, deem necessary or expedient.

The Policy Committee shall consider and act upon transportation matters presented by the Chicago Metropolitan Agency for Planning, any agency of the State of Illinois, the federal government, any county, the Council of Mayors, any unit of local government, any planning agency, the RTA or any operator, public or private.

Bylaws

The Policy Committee shall function under and pursuant to these bylaws.

These bylaws may be amended, by an affirmative vote of 13 members of the Policy Committee, after 30 days written notice thereof to the Policy Committee membership.

The written notice of any such amendments shall incorporate an exact statement of changes proposed in existing bylaws, and shall specifically identify the bylaw to be amended.

Officers

The Policy Committee shall have three officers - a Chairman, Vice-Chairman and Secretary.

The Illinois Secretary of Transportation shall be permanent Chairman of the Policy Committee.

The Policy Committee shall designate a member of the CMAP staff as Secretary of the Policy Committee.

The Vice-Chairman shall be elected annually in October of each year by those members, or alternates, of the Policy Committee in attendance at any meeting that month whose call and agenda shall have given notice to the full membership that an election of officers would be held at that time and place. The term of the Vice-Chairman shall commence on January 1 of the year following that election, and shall terminate on the following December 31. The Vice-Chairman shall hold office until a successor is elected.

If the office of the Vice-Chairman shall become vacant during the year, a special election shall be held to fill any vacancy at the next meeting of the Policy Committee. The call and agenda of any meeting

which shall include a special election shall give due notice to all the membership that a special election would be held at that time and place. The election shall be by those members, or alternates, in attendance at that meeting.

Each year during June, after notice to the membership in the call and agenda of a particular meeting, the Chairman shall appoint a subcommittee of three members of the Policy Committee to nominate at a meeting in October, the name or names of candidates for election to the office of Vice-Chairman of the Policy Committee for the following year.

The members of the Nominating Committee, so appointed, shall be as follows:

- (1) One member representing a municipal government or municipal corporation;
- (2) One member representing a highway or roads administration;
- (3) One member representing a public transportation agency, mass transit district, or other transportation provider.

The Chairman, Vice-Chairman and Secretary shall have and exercise all powers customary to those offices. The Vice-Chairman shall chair meetings of the Policy Committee in the absence of the Chairman, and shall exercise the powers of the Chairman during any times that the office of Secretary of Transportation is temporarily vacant.

By whatever means are convenient, the Chairman and Vice-Chairman shall regularly consult with each other prior to any meetings of the Policy Committee. Acting through CMAP staff, they shall jointly be responsible for the preparation and distribution of meeting notices and agendas.

In any case where the Chairman is called upon to sign documents in both his official capacity as Secretary of Transportation, and as Chairman of CATS, the Vice-Chairman shall sign on behalf of CATS.

Meetings

The Policy Committee shall meet four times a year on the second Thursday of January, March, June and October.

Special meetings may be called by the Chairman, or by three members of the Policy Committee, upon written notice in either case to all members of the Policy Committee.

Written notices of regular and special meetings must specify the time, date and place of any such meetings, and must be delivered to the voting membership of the Policy Committee at least seven days before any meeting. Copies of agendas for any meeting, together with supporting papers, must be delivered to voting members at least three working days before any meeting.

Bonafide emergency meetings may be required. They shall be convened at the call of the Chairman. Public notice of such meetings shall conform to the provisions of the Illinois Open Meetings Act.

The Chairman, in consultation with the Vice-Chairman, may postpone a regularly scheduled meeting of the Policy Committee for up to 30 days.

Robert's Rules of Order shall prevail at all meetings of the Policy Committee, the Transportation Committee, and the committees and subcommittees of each.

Quorum

A quorum of the Policy Committee shall be 10 persons.

Voting Membership

Each agency or group having Policy Committee membership shall have one vote, except for the Chicago Metropolitan Agency for Planning, which shall have two votes. The interests of each agency, or group, shall be voted by the person(s), or alternate(s), designated to vote the interests of that agency or group. The Chairman, or his alternate, shall vote the interest of Illinois Department of Transportation (IDOT).

Prior to January 1 of each year, all agencies or groups having Policy Committee membership shall designate, in writing, the name of the member, and alternates, who shall be empowered to cast its vote at Policy Committee during the ensuing calendar year. Only those persons so designated, or such persons who may be appointed to fill membership or alternate positions made vacant during the year, may cast a vote on behalf of their respective agency or group. When necessary a Policy Committee

member agency may designate, for a specific meeting a representative upon written authorization of the member.

Committees

Committees and subcommittees of the Policy Committee shall be formed, and their membership established, by a simple majority vote of the Policy Committee.

At the time any such committee or subcommittee is formed, the Policy Committee shall establish the number of members thereof, the lengths of their terms and shall define their duties and responsibilities in writing.

The Policy Committee shall determine the membership of the CMAP Transportation Committee in conjunction with the CMAP Board. The Policy Committee shall name one of its members or alternates as the Chair and Vice Chair of the Transportation Committee.

Unless otherwise directed by the Policy Committee, all recommendations and policy decisions of any committees or task forces which are intended for Policy Committee review, approval or other action shall be referred to the CMAP Transportation Committee for consideration and such other action as the Transportation Committee may determine. In reviewing all such matters, the Transportation Committee shall act with reasonable dispatch, and shall in each case, report to the Policy Committee whatever actions, if any, it has taken in respect to such matters.

As revised by the Policy Committee
June 14, 2007

BYLAWS: