

**Bylaws of the Air Quality Forum
of the Mid-America Regional Council**

Adopted August 22, 1989
Amended September 14, 1990
Amended February 19, 1993
Amended April 16, 2002
Amended February 25, 2014
Amended XXX

Article I: Name

- Section 1. Name. The name of this committee shall be the Air Quality Forum of the Mid-America Regional Council, hereinafter referred to as the AQF.
- Section 2. Office and Records. The AQF shall use the offices and staff of the Mid-America Regional Council and shall record and maintain records of proceedings of all meetings of the AQF and of its advisory subcommittees.
- Section 3. Sunshine Law. The AQF and its advisory subcommittees shall comply with Chapter 610 of the Revised Statutes of Missouri, as amended, known as the Sunshine Law as it pertains to open records and open meetings.

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Article II: Purpose

The AQF has been created for the following purposes:

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1. To focus public and local government attention on metropolitan air quality issues, including ~~air pollution by criteria pollutants regulated by the Clean Air Act pollutants~~, air toxics, acid rain, and ~~global warming climate change~~, among others.
2. To serve as the organization delegated by the Mid-America Regional Council, which has been designated and certified by the Governor of Kansas and the Governor of Missouri under Section 174 of the Clean Air Act, to represent local governments in the Kansas City metropolitan region to jointly determine with each state which elements of a revised implementation plan will be planned for and implemented or enforced by the state and which elements will be planned for and implemented or enforced by local governments or regional agencies, or any combination of local governments, regional agencies or the state.
3. To promote consistent regulatory and enforcement activity within all geographical boundaries of the bi-state Kansas City metropolitan air quality planning region, to achieve attainment of health standards and to maintain healthful air quality.

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4. To conduct transportation/air quality planning ~~consistency conformity~~ determinations, ~~annually or~~ as required by federal laws or as need for metropolitan transportation planning purposes.
5. To evaluate transportation control measures by examining their impacts upon the economy, energy consumption, traffic congestion, noise levels and transportation safety to determine the cost effectiveness of transportation control measures in reducing air pollution, and to present evaluation findings to the state and local governments.
6. To focus public attention on health and environmental consequences of polluting activities.
7. To receive and disseminate information about air quality science and technology.
8. To receive and disseminate information about existing and proposed legislation that affects air quality and local governments in the Kansas City metropolitan region, nationwide and the global community.
9. To make recommendations to the MARC Board of Directors regarding existing and proposed legislation that affects air quality and local governments in the Kansas City metropolitan region, nationwide and the global community.
10. To provide a forum for state and federal representatives to confer with and address local government representatives about air quality issues.
11. To provide an opportunity for business and community groups to receive and offer information to local, state and federal representatives about air quality issues.

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Article III: Membership and Voting Rights

Section 1. Number of Members. The AQF shall consist of a total of thirty-~~four~~three (34~~3~~) voting members.

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Section 2. Local Government Representation. The AQF shall include representatives of the following governmental entities within the Kansas City metropolitan region as specified below:

Commented [KC1]: Added missing member cities/counties and adjusted membership for KCMO and UG which were over represented by population.

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- Kansas City, MO – ~~46~~ members
- Independence, MO – 1 member
- Olathe, KS – 1 member
- Overland Park, KS – 1 member
- Lee’s Summit, Mo – 1 member
- Jackson County – ~~2~~ members
- Unified Government of Wyandotte County/Kansas City, KS – ~~23~~ members
- Johnson County – ~~2~~ members

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Clay County – 1 member
Cass County – 1 member
Platte County – 1 member
Ray County – 1 member
Leavenworth County – 1 member
~~Miami County – 1 member~~

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~~A total of twenty-one (201) members shall represent local government. Local government representatives will be nominated by the local government. Each AQF member who represents a local government shall be nominated by the member of the Budget and Personnel Committee from the jurisdiction to be represented. Jurisdictions having a significant minority, female, and/or ethnic population residing within the jurisdiction shall take such factors into consideration in making appointments to the AQF to insure that their representation is reflective of such groups; however, nothing in these Bylaws shall be construed so as to vest in the Mid-America Regional Council the authority to mandate that any jurisdiction appoint representatives from any minority, female and/or ethnic group residing within any jurisdiction. Minimum minority representation for any committee that has a duty to review federal grant applications would be considered 12.5% of the membership and minimum female representation would be considered one female representative from each side of the state line.~~

Commented [KC2]: Nomination by Budget and Personnel is not typical. A nomination request will be sent via letters/email to leading elected official. AQF members/MARC staff may make suggestions on appointments.

Commented [KC3]: Moved to separate section so as to apply to all appointing organizations.

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Commented [KC4]: Origin of this number is uncertain and the AQF does not have the ability to enforce this based on the appointment process. We can only encourage appointing organization to make a good faith effort in considering diverse representation.

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Section 3. Business and Industry Representation. The AQF shall include three (3) voting members of businesses and industries with an interest in air quality issues as specified below:

Chamber of Commerce of Greater Kansas City – 1 member
Economic Development Corporation – 1 member
A For-Profit Corporation – 1 member

The entity to be represented shall appoint its member. The for-profit corporation shall be selected by the Chairperson(s) of the AQF, ~~and the Chairperson of the Mid-America Regional Council Board of Directors in consultation with each other.~~ A new selection shall be made every two years, beginning ~~January 1, 1991 to~~ rotating representation among various SIC codes with an interest in air quality issues, ~~when possible.~~

Section 4. Community Groups Representation. The AQF shall include a total of ~~five-seven~~ (75) voting members who represent community groups.

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~~Three (3) One~~ voting members shall represent a health organization related in some manner to health consequences of air pollution. The health organization shall be selected by the Chairperson(s) of the AQF, ~~and the Mid-America Regional Council Board of Directors in consultation with each other.~~ A new selection shall be made every two years, ~~beginning January 1, 1991, to~~ rotating representation among various health organizations with an interest in air quality issues, ~~when possible.~~

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Two (2) voting members shall represent established environmentalist organizations that hold meetings for their membership within the Kansas City metropolitan region.

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The environmentalist organizations shall be selected by the Chairpersons of the AQF, ~~and the Mid-America Regional Council Board of Directors in consultation with each other.~~ A new selection shall be made every two years, ~~beginning January 1, 1991, to~~ rotating representation among various environmentalist organizations with an interest in air quality issues, ~~when possible.~~

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Two ~~(2)~~ voting members shall represent established transportation organizations that hold meetings for their membership within the Kansas City metropolitan region. The transportation organizations shall be selected by the Chairpersons of the AQF, ~~and the Mid-America Regional Council Board of Directors in consultation with each other.~~ A new selection shall be made every two years, ~~beginning March 1, 2014, to~~ rotating representation among various transportation organizations with an interest in air quality issues, ~~when possible.~~

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Section 5. State of Missouri Representation. The AQF shall include two (2) voting members who represent the State of Missouri as specified below:

Missouri Highway and Transportation Department – 1 member
Missouri Air Pollution Control Program – 1 member

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Section 6. State of Kansas Representation. The AQF shall include two (2) voting members who represent the State of Kansas as specified below:

Kansas Department of Transportation – 1 member
Kansas Bureau of Air Quality – 1 member

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Section 7. Alternate Members. Each of the thirty ~~three~~ ~~four~~ (34) voting members of the AQF may designate in writing an alternate member to attend and vote in the place of the actual member at meetings of the AQF or its advisory subcommittees. The written designation of the alternate member is to be made a part of the AQF records kept at the offices of the Mid-America Regional Council, before and alternate member is allowed to cast a vote.

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Section 8. Representation. All appointing organization shall make a good faith effort to consider minority status, gender, and/or ethnicity when making appointments to the AQF to ensure that their representation is reflective of their residents or the diversity of the Kansas City metropolitan area. Nothing in these Bylaws shall be construed so as to vest in the Mid-America Regional Council the authority to mandate that any jurisdiction appoint representatives from any minority, female and/or ethnic group residing within any jurisdiction.

Section 98. Suspension of Membership. Failure to attend four (4) consecutive regularly scheduled AQF shall result in suspension of a designated representative's membership on the AQF. In the event of a suspension a notice shall be sent to the jurisdiction or organization represented by the suspended member, requesting designation of another representative for AQF membership if desired. Any suspended member may request reinstatement to the AQF in writing, and such reinstatement may be granted

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upon a two-thirds majority vote.

Section 109. Memberships of Advisory Subcommittees to the AQF. From time to time the Chairperson(s) of the AQF may appoint persons to Advisory-Subcommittees or work groups. Persons eligible for appointment may include members and non-members of the AQF. A person appointed to an advisory subcommittee shall be entitled to vote in those advisory subcommittee meetings. A person appointed to an advisory subcommittee is entitled to vote at an AQF committee meeting only if that person is a member of the AQF with AQF voting rights as described in these Bylaws. Any matter adopted by an advisory subcommittee must be presented to the AQF for adoption or rejection prior to implementation or any further action.

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Section 110. Vacancies. Vacancies shall be filled in the same manner as original appointments.

Commented [KC6]: This section covers the need for any ad hoc technical work groups that may be needed to address SIP or other regulatory issues outside of regular meetings.

Section 124. Attendance by Non-Members. Any other interested person including representatives of other governmental units, the media, other industries, and individual citizens may attend the AQF meetings and advisory subcommittee meetings.

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Article IV: Quorum and Voting Procedures

Section 1. Quorum for the AQF. A quorum of ten (110) voting members of the AQF or their alternates must be present to adopt or reject any matter.

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Commented [KC7]: Increased to account for increase in total members.

Section 2. Quorum Determination. Each meeting of the AQF shall include a determination as to whether or not a quorum is present prior to any voting. The record of any AQF meeting at which a vote is taken shall include a report of the presence or absence of a quorum. In the absence of a quorum, voting must be postponed until such time as a quorum is present.

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Section 3. Voting Procedures. When a quorum is present, a simple majority may adopt or reject any matter brought for a vote before the AQF.

Section 4. Quorum for an Advisory Subcommittee. A quorum of at least half of the persons appointed to an advisory subcommittee must be present to adopt or reject any matter.

Section 5. Quorum Determination for Advisory Subcommittee. Each meeting of an advisory subcommittee shall include a determination as to whether or not a quorum is present prior to any voting. The record of any advisory subcommittee meeting at which a vote is taken shall include a report of the presence or absence of a quorum. In the absence of a quorum, voting must be postponed until such time a quorum is present.

Section 6. Voting Procedures for Advisory Subcommittees. When a quorum is present, a simple majority may adopt or reject any matter brought for a vote before an advisory subcommittee.

Section 7. Tie-breaking. In the event of a tied vote at an advisory subcommittee meeting the Chairperson(s) of the AQF shall cast the deciding vote(s). In the event of a tie after the Chairperson(s) of the AQF vote, the vote is considered "failed to carry" and the subcommittee shall return to addressing the issue through consensus building and re-voting when appropriate. the Chairperson of the Mid-America Regional Council Board of Directors shall cast the deciding vote at the advisory subcommittee level. In the event the Chairperson of the Board is also an AQF Chairperson the First Vice Chairman of the Board shall cast the deciding vote. In the event both the Chairperson and the First Vice Chairman of the Board are AQF Chairpersons, the Second Vice Chairperson of the Board shall cast the deciding vote.

In the event of a tied vote at an AQF meeting, and further discussion and consensus building continue to lead to tied votes, the Chairperson of the Mid-America Regional Council Board of Directors may shall cast the deciding vote, unless this person is also a Chairperson of the AQF. In the event the Chairperson of the Board is also an AQF Chairperson, the First Vice Chairman of the Board the next non-AQF member in-line on the MARC Executive Board shall cast the deciding vote. In the event both the Chairperson and the First Vice Chairperson of the Board are AQF Chairpersons, the Second Vice Chairperson of the Board shall cast the deciding vote.

Section 8. Voting By Conference Call. In the event of inclement weather, voting members who must travel more than fifty miles to attend an AQF meeting may participate in meetings and cast votes via telephone. Members wishing to participate by telephone must notify the Mid-America Regional Council no fewer than two hours before a scheduled meeting to request a phone connection. A speakerphone shall be set up in the meeting room to enable phone participants to engage in two-way communication with members physically present at the meeting. Due to technical limitations, no more than two telephone lines will be available for use by members participating via conference call, and telephone access to meetings will be provided on a "first come, first served" basis.

All quorum requirements and voting procedures contained in these bylaws shall apply to meetings and votes conducted by conference call.

Article V: Chairpersons

The AQF shall be chaired by two local officials, one holding elective office in Kansas and one holding elective office in Missouri. The Chairperson(s) shall be selected by the Chairperson of the Mid-America Regional Board of Directors in consultation with the Executive Director of the Mid-America Regional Council. The Chairperson(s) shall vote along with the rest of the AQF members with voting rights.

Article VI: Meetings

Section 1. Date. The AQF shall have regular meetings to carry out the purpose and function of

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Commented [KC9]: Try to reach consensus, but may employ MARC Board member to cast tie-breaker vote, if needed.

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Commented [KC10]: Meetings will be hybrid moving forward.

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~~the forum. The regular meeting date for AQF meetings shall be the second Tuesday of the month at 10:00 a.m., when a meeting is scheduled for that month. A meeting date may be scheduled on any other business day if necessary to accommodate the schedules of AQF chairpersons or invited speakers.~~

Commented [KC11]: Adding flexibility of both meeting date and meeting schedule. The intent moving forward will be to hold at least 6 meeting per year on the first Tuesday of the month at 10am.

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Section 2. Location. The regular meeting location for AQF meetings and advisory subcommittee meetings shall be at the MARC offices.

Section 3. Advisory Subcommittee Meetings. Meetings of advisory subcommittees shall be scheduled the same day as a scheduled AQF meeting whenever feasible, to maximize meeting attendance and to minimize travel time for persons wishing to attend both meetings.

Section 4. Meeting Notice. At least seven (7) days prior to any scheduled AQF meeting or any scheduled advisory subcommittee meeting, a meeting notice including the agenda shall be emailed to all members invited to attend, as appropriate. In addition, a meeting notice will be posted at the MARC offices in compliance with Chapter 610 or the Revised Statutes of Missouri (Sunshine Law). Any nonmember may ask to be placed on the AQF mailing list and will subsequently receive meeting notices by email.

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Section 5. Meeting Procedures. The most recent revised version of Robert’s Rules of Order shall govern all meetings of the AQF and any advisory subcommittee, except where these Bylaws require a different procedure.

Article VII. Amendments

These Bylaws may be amended at any meeting by a two-step process. The first step is a vote of two-thirds of the quorum or two-thirds of AQF voting members present when more than the quorum are present. The second step is approval by a vote of the MARC Board of Directors. A written copy of a proposed amendment to the Bylaws must be mailed to members with voting rights ~~at least fourteen (14) no less than seven (7)~~ days prior to any meeting at which the proposed amendment is to be discussed or voted upon.

Article VIII. Liability

None of the members of the AQF nor any appointed member of an advisory subcommittee to the AQF shall be personally liable in connection with any undertaking of the AQF unless it is expressly unauthorized, according to meeting records, at the time of the act or omission, or unless it is a criminal offense under state or federal law at the time of the act or omission.