

Florida Freight Advisory Committee (FLFAC) Committee Bylaws

(adopted April 21, 2017, Res. No. 1-1)

Statement of Purpose: The development of the Florida Freight Advisory Committee (FLFAC) is in response to guidance provided in the federal transportation legislation: sec. 1117 (b) Moving Ahead for Progress in the 21st Century (MAP-21) and Fixing America's Surface Transportation (FAST) Act. State Freight Advisory Committees should be charged with: Advising the State on freight-related priorities, issues, projects, and funding needs; Serving as a forum for discussion of State decisions affecting freight transportation; Communicating and coordinating regional priorities with other organizations; Promoting the sharing of information between the private and public sectors on freight issues; and Participating in the development of the State's Freight Plan.

Section 1. Definitions. As used in these bylaws, the following terms shall be defined as follows:

(a) "FLFAC" shall mean the Florida Freight Advisory Committee which will be a representative cross-section of public and private sector freight stakeholders, including representatives of ports, shippers, carriers, freight-related associations, the freight industry workforce, the transportation department of the State, and local governments in response to guidance provided in the federal transportation legislation: Moving Ahead for Progress in the 21st Century (MAP-21) and Fixing America's Surface Transportation (FAST) Act [49 U.S.C. 70202](#).

(b) "Record" shall include all documents, papers, letters, maps, books, tapes, photographs, films, sound recordings, or other material, regardless of physical form or characteristics, made or received pursuant to law or ordinance or in connection with the transaction of official business by the FLFAC. A record shall be as specified in Section 119.011, Florida Statutes, or as determined pursuant to judicial interpretation of Chapter 119, Florida Statutes.

Section 2. FLFAC Organization.

(a) The FLFAC further referred to as "Committee" is composed of a twenty-three (23) members as of April 2017.

These may include representatives of:

- The State transportation department;
- Metropolitan planning organizations, councils of government, regional councils, and other regional and planning organizations;
- Local and tribal governments;
- Independent transportation authorities, such as seaport and airport authorities, toll highway authorities, and bridge and tunnel authorities;
- Private infrastructure owners, such as railroads and pipelines;
- Carriers, including carriers operating on their own infrastructure and carriers operating on publicly-owned infrastructure;
- Shippers and freight forwarders;
- Freight-related associations;
- Organizations representing the freight industry workforce;
- Environmental, safety, and community organizations; and
- Independent transportation experts, including academic specialists and consultants.

(b) Governing Board. The FLFAC Governing Board will consist of a Chair, Vice Chair, and a member of the Florida Department of Transportation, who will serve as an ex officio Administrative Director of the appointed Florida Freight Advisory Committee.

(c) The development of the FLFAC is in response to guidance provided in the federal transportation legislation: Moving Ahead for Progress in the 21st Century (MAP-21) and Fixing America's Surface Transportation (FAST) Act). Consistent with legislative guidance, the FLFAC will consist of "a representative cross-section of public and private sector freight stakeholders, including representatives of ports, shippers, carriers, freight-related associations, the freight industry workforce, the transportation department of the State, and local governments."

In addition to the FLFAC there will be a contact list further identified as the Florida Freight Executive Affiliates. The list will be notified of all FLFAC committee meetings, and may be asked to replace members of the FLFAC in the event that they suspend participation, fail to meet annual attendance requirements, or depart their organization. Details for this process are outlined in Part (2) below.

(1) FLFAC committee membership will take place on a three (3) year cycle. In order to always have an overlap of veteran and new members, the committee membership cycles will be staggered. Every one and a half (1.5) years, the half of the committee members who have been on the board for three (3) years (veteran members) will be replaced. To set up the staggered cycle of membership, we will do a special application process to allow current FLFAC committee members to reapply to remain on the committee for an additional half cycle or one and a half (1.5) years.

FLFAC committee membership - three (3) year cycle

Applications and Elect Chair and Vice-Chair - half cycle or every one and a half (1.5) years

The FLFAC shall at its first meeting of the half cycle elect a Chair and Vice-Chair. The Chair and Vice-Chair shall take office upon election, and shall serve until the completion of next regular election which shall be held at the first meeting in the next half cycle, or until a successor is thereafter elected, whichever event shall first occur. The Chair and Vice-Chair must at all times during their term of office be members of the FLFAC.

(2) If a vacancy occurs in for the FLFAC, the Governing Board shall identify a contact from the Florida Freight Executive Affiliates list to serve as a replacement FLFAC committee member, if appropriate, until the next half cycle, or until a successor is thereafter elected, whichever event shall first occur. If no contact from the Florida Freight Executive Affiliates list fills the needed gap in representation to keep the FLFAC a cross-section of public and private sector freight stakeholders, then the Governing Board may request additional applications for a replacement FLFAC committee member.

The procedure to replace members of the committee after three (3) years will involve application submissions. Applications will be made available on FreightMovesFlorida.com and interested parties will be able to submit applications to the Governing Board during a specified timeframe. Decisions on FLFAC committee member replacements will be made by the Governing Board.

(3) In order to remain on the committee, members must attend at least half of the yearly meetings. Members are expected to be at every meeting, but due to scheduling conflicts, it is permissible to miss several meetings with notice to the board. If a member is consistently failing to attend meetings and

misses more than half of the yearly meetings with no notice, he or she will be asked to step down, and a replacement will be found through the process identified in Section 2 (c) (2).

Section 3. Meetings.

Meetings of the Committee shall occur at the call of the Governing Board setting the date, time, and location of said meeting. Alternatively, a vote of a majority of the Committee may set a meeting time, date, and location for a meeting. A vote of the Committee shall take precedence over a determination to call a meeting by the Chair.

(a) The FLFAC shall meet no less than twice per calendar year based on an annual schedule established by the Governing Board which schedule may be amended from time to time by the Governing Board, unless said meeting is cancelled or rescheduled by the Chair. The Chair shall be empowered to cancel any of the foregoing regular meetings, as necessary. Regular meetings, may be held at a location, date, and time, to be determined annually by a majority of the Governing Board members voting.

(b) Special meetings may be called by the Governing Board Chair at a date, location, and time in the Chair's call for the special meeting or through a letter of petition from at least three (3) members of the Governing Board; provided, that all public notice requirements are satisfied. The letter shall state the purpose of the special meeting and may propose a time, location, and date for the special meeting. In the event of any petition which does not set a time, location, and date for a special meeting, the Chair, after coordinating with the Administrative Director, shall set the time, location, and date of the meeting.

(c) The Chair may cancel a Committee meeting if the reasons for the meeting to be held no longer exist, or if there is a lack of business to be considered.

(d) Sub-committees, as necessary to assist the Governing Board may be established by the Chair, or by a majority vote of those voting at a Governing Board meeting. A vote of the Governing Board shall take precedence over an appointment by the Chair.

Section 4. Open Meetings; Public Records

(a) Open Meetings. All meetings of the Governing Board, Committee, and sub-committees, will be open to the public, except as provided by applicable federal or Florida law, if any.

(b) Records. All FLFAC records shall be open to the general public, unless such records are subject to an exemption from Chapter 119, Florida Statutes, or are confidential as required by law. The general public can review, or obtain copies of records (provided said public records are not non-reproducible pursuant to 17 U.S.C. §101 et seq.), unless said records are exempt or confidential pursuant to Section 119.071, Florida Statutes, or other provisions of federal or Florida law. Charges for copies may be made pursuant to Chapter 119, Florida Statutes. Public records shall be made available to the public for inspection at the principal office of the Florida Department of Transportation (FDOT).

Section 4. Setting the Agenda.

(a) At least ten (10) days prior to a meeting or workshop of the FLFAC, the FLFAC Administrative Director, in consultation with the committee Chair, shall prepare the agenda for the committee meeting.

(b) Any person desiring to have an item placed on the agenda of a meeting of the Governing Board, Committee, and sub-committees, shall request in writing that the item be considered at the next regularly scheduled meeting of the Governing Board, advisory committee, or a subcommittee, as appropriate; provided, however, such request must be received thirty (30) days in advance of said regularly scheduled meeting. Written requests for placing an item on the agenda must describe and summarize the item and shall be mailed, e-mailed, or hand delivered to the FLFAC Administrative Director.

(c) The agenda shall be specific as to items to be considered. All matters involving the exercise of discretion shall be listed on the agenda. The agenda shall include a disclaimer as required pursuant to Sections 286.0105 and 286.26, Florida Statutes. Any items added to an agenda after its publication should be for information or reporting and not for action, unless the item is added as an emergency business item, an item that must be acted on because of a time deadline and which item was not known or available at the time that the agenda was prepared, or for consideration of solely ministerial or internal-administrative matters, which do not affect the interests of the public generally.

(d) The order of business for a regular meeting of the Governing Board or the Committee shall be as follows:

1. Call to Order & Roll Call
2. Approval of Minutes
3. Administrative Director's Report
4. Business Items & Presentations
5. Public Comments
6. Member Comments
7. Adjournment

In preparing the agenda, the Director may vary the order of items.

(e) The agenda shall list the items in the order they are to be considered; provided, however, that for good cause stated in the record by the person who is designated to preside at the event, items may be considered out of their listed order.

Section 5. Notice of Meetings and Workshops.

(a) Except in the case of an emergency meeting (further details in section 6), the FLFAC Administrative Director shall give written notice that will ensure receipt of said notice by all members and the general public at least seven (7) days prior to any non-emergency meeting or workshop of the Governing Board, Committee, and sub-committees. In addition, staff shall prepare and make available a copy of said notice: for distribution on request to any interested person who pays the reasonable cost for a copy of said notice; to any person named in said notice; and to any class of individuals to whom action is directed. Meeting notices shall be advertised on the FDOT public meeting notice website, and in the Florida Administrative Register at least seven (7) days prior to any non-emergency meeting. Meeting notices given pursuant to this paragraph shall include a copy of the meeting agenda.

(b) Notices of regular meetings shall be sent to the FLFAC members at least thirty (20) days prior to the meeting date.

(c) The notice of meetings or workshops shall, at a minimum, provide:

1. The date, time, and place of the meeting or workshop.
2. Advise the general public that at the meeting or workshop committee will accept written or oral comment from the public with regard to agenda items; that agenda items may be reviewed by the public; the location, days, and time during which the agenda items may be examined by the public; and that anyone who wishes to appeal any action of the committee with regard to a decision made at the meeting may need a verbatim transcript of the hearing and that said person shall be responsible for furnishing said transcript, as well as the cost of furnishing the transcript; and that at least 48 hours prior to the meeting, a written request by a physically handicapped person to attend the meeting, directed to the Chair of such board or committee or the FLFAC Governing Board shall provide a manner by which such person may attend the meeting at its scheduled site or reschedule the meeting to a site which would be accessible to such person.

(e) Except as otherwise provided herein, notice may be given by regular U.S. mail, postage paid, by nationally recognized overnight courier (delivery prepaid), or by e-mail. Governing Board agenda packages, including backup information for all agenda items, shall be provided by email unless otherwise requested.

Section 6. Emergency Meetings.

(a) Governing Board, Committee, and sub-committees may hold an emergency meeting, notwithstanding the provisions of any other section of these bylaws for the purpose of acting upon matters affecting the public health, safety, aesthetics, economic order, or welfare. The form of notice shall be as set forth in Section 8.

(b) Whenever an emergency meeting is scheduled to be held, the committee clerk shall notice said meeting, as soon as possible prior to the meeting, in the Florida Administrative Register and the FLFAC website stating where the meeting will take place and the time, date, place and general purpose of the meeting or workshop.

(c) Following an emergency meeting the committee clerk shall cause to be published on the FLFAC website, notice as set forth in Section 8(a)(3), a statement setting forth the reasons why an emergency meeting was necessary, and a statement setting forth the action taken at the meeting.

Section 7. Rules of Procedure; Action by Consent.

(a) Rules of Procedure. All meetings of the Governing Board, Committee, and sub-committee, shall be governed by Robert's Rules of Order as most recently revised.

(b) By general, unanimous, or silent consent, the Governing Board, Committee, and sub-committees, can do business with little regard for the rules of procedure, as they are made for the protection of the minority, and when there is no minority to protect, there is little need for the restraint of the rules, except such as to protect the rights of absent members. In the former case the consent of the absentees

cannot be given. A single objection defeats a request for general consent. By the legitimate use of the principle that the rules are designed for the protection of the minority, and generally need not be strictly enforced when there is no minority to protect, business may be greatly expedited. When there is evidently no opposition, except in the case of state law requiring a recorded vote or when a written resolution is being adopted in final form, the formality of voting can be avoided by the Chair asking if there is any objection to the proposed action, and if there is none, announcing the result. The action thus taken is said to be done by general consent, or unanimous or silent consent. Thus, after an order has been adopted limiting the speeches to three minutes each, if a speaker is so interesting that when said speaker's time has expired, there is a general demand for the speaker to be permitted to continue making remarks, the Chair as the presiding officer, instead of waiting for a motion and taking a vote, could accept it as the will of the assembly that the speaker's time be extended, and would direct the speaker to proceed. Or, the speaker's time might say that if there is no objection, the member's time will be extended two minutes, or some other time. (Excerpted from Robert's Rules of Order).

Section 8. Public Comment.

(a) Public Comment with regard to Non-Agenda Items.

(1) In the early stages of a Governing Board, and the Committee, or other sub-committees, meeting, time will be reserved for comment by members of the general public and other non-committee individuals. Individuals speaking during "Public Comment" will limit their comments to items not on the agenda. Members of the public and non-committee personnel comments are limited to not more than three (3) minutes per person, although the speaker is permitted to submit commentary in writing of any length provided that copies are made for all members of the board or committee being addressed by the speaker and the board secretary. No members of the public or non-committee personnel may lend speaking time to another speaker. The Chair of the Governing Board, as applicable, may extend the time for an individual person speaking, or the overall "Public Comment" period, for limited periods and for good cause shown.

(2) During a presentation by a member of the public or other non-committee personnel, other members of the public, non-committee personnel, Governing Board Members, Members of the Committee, or committee staff members (other than the meeting Chair in said individual's role as the presiding officer) shall avoid interrupting the speaker. After all speakers have completed comments or a presentation, the Chair, Governing Board Members, members of the Committee, and committee staff may question the speakers. Time for question and answer of a speaker will not be deducted from the speaker's three (3) minute speaking limitation.

(b) Public Comment with regard to Agenda Items.

(1) With regard to an agenda item, time will be reserved for comment by members of the public and other non-committee personnel. Members of the public and non-committee individuals will limit their comments to the specific agenda item under consideration or the individual's comments will be considered to be out of order. Comments by members of the public and non-committee personnel are limited to not more than three (3) minutes per person, although the speaker is permitted to submit commentary in writing of any length provided that copies are made for all members of the board or committee being addressed by the speaker and the board secretary. No members of the public or non-committee individuals may lend speaking time to

another speaker making comment. The Chair of the Governing Board, the Committee, or other FLFAC committees, as applicable, may extend the time for an individual making comment for limited periods for good cause shown.

(2) During a presentation by a member of the public or other non-committee personnel, other members of the public, non-committee personnel, Governing Board Members, Members of the Committee, or committee staff members (other than the meeting Chair in said individual's role as the presiding officer) shall avoid interrupting the speaker. After all speakers have completed comments or a presentation, the Chair, Governing Board Members, members of the Committee, and committee staff may question the speakers. Time for question and answer of a speaker will not be deducted from the speaker's three (3) minute speaking limitation.

(c) Members of the public or non-committee personnel seeking to address the Governing Board, Committee, and sub-committees, should prepare their remarks in an effort to be concise and to the point. Speakers must come to the lectern to speak, but they may come to the lectern only after they have been recognized by the presiding Chair. Members of the public shall not address individual members of the Governing Board, the Committee, or individual members of the Staff, but shall address the board or committee being addressed as a whole through the presiding Chair.

(d) Any speaker, or member of the audience at a meeting, who becomes unruly, screams, uses profanity, or shows poor conduct, may be asked to leave the lectern and return to the speaker's seat, or to refrain from further outbursts, by the presiding Chair. Should the speaker, or member of the audience, refuse to leave the lectern and return to speaker's seat, or to refrain from further outbursts, the Chair, as the presiding officer, may rule the speaker "out of order." Should the speaker, or member of the audience, still refuse to leave the lectern and return to the speaker's seat, or to refrain from further outbursts, the Chair may ask a law enforcement officer to remove the speaker from the meeting.

(e) Sign-up Sheets to be used. Sign-up sheets will be provided for each member of the public or non-committee personnel addressing the Governing Board, the Committee, or another FLFAC committee, as applicable, during public comment on non-agenda items or during public comment on an individual agenda item. For public comment on non-agenda items, the person seeking to speak must present a sign-up sheet to the board or committee secretary not later than the beginning of the public comment on non-agenda items. For public comment on an agenda item, the person seeking to speak must present a sign-up sheet to the board or committee secretary not later than the beginning of the agenda item. Sign-up sheets shall provide that the speaker identify the speaker's name, address, who the speaker is representing (if anyone), the agenda item that the speaker wishes to address, and the sign-up sheet must include the signature of the person seeking to comment. If a speaker wishes to speak with regard to more than one agenda item, individual sign-up sheets must be submitted for each agenda item. The street address for individuals under the age of eighteen (18) may be omitted from being completed on a sign-up sheet.

Section 10. Amendment of Bylaws.

(a) These policies and procedures may be adopted, amended, or repealed by amending the adopting resolution.

(b) These policies and procedures shall supplement and supervene Robert's Rules of Order to the extent of a conflict.

(c) These policies and procedures may be adopted, amended, suspended, or repealed by a two-thirds vote of the Committee members voting.

Effective Date. These rules are effective immediately upon adoption.