

**BYLAWS
OF
THE NEBRASKA ASSOCIATION OF TRANSPORTATION PROVIDERS**

ARTICLE I - NAME

The name of the organization shall be The Nebraska Association of Transportation Providers (NATP).

ARTICLE II - PURPOSE

The purpose is to do any and all things legal and proper to promote and support effective, safe and efficient public transportation throughout the State of Nebraska. The Association further recognizes the rights and needs of all Nebraskans to avail themselves to affordable and accessible public transportation.

ARTICLE III - MEMBERSHIP

SECTION 1. Membership shall be open to any individual, organization, agency, business, or transportation provider that supports the purpose of the organization as stated in Article II of these Bylaws.

SECTION 2. The Board of Directors shall determine membership categories, dues and any additional criteria deemed proper and beneficial for the effective operation of the Association.

SECTION 3. Transportation providers shall be the primary class of membership. Membership shall be open to any individual or public or private business or agency providing transportation whether directly or by contract.

ARTICLE IV - ORGANIZATION

SECTION 1. The Association shall be governed by a Board of Directors elected by the membership which shall not exceed nine (9) voting members.

SECTION 2. There shall be an Executive Director employed by the Board of Directors who will be paid a salary, or contracted amount determined by the Board of Directors.

SECTION 3. Advisory, non-voting board members shall be appointed by the President and ratified by the Board of Directors based on the need of the Board of Directors for certain expertise, including, but not limited to education, research, regulation or professional practice and shall serve as a liaison between the organization or institution the individual is associated and the board. An advisory, non-voting member would serve no longer than a two (2)-year term, with option of reappointment.

SECTION 4. Directors shall be elected for a two-year term by the Association membership at the annual meeting. Directors may be re-elected for a second two-year term. A Director may be elected to additional terms following a one-year time interval.

One *transportation provider* shall be elected from each of the following regions and on the following schedule. A transportation provider is defined as a public transit operator operating one or more vehicles.

1. Western Region Even-numbered years
The western region includes these counties: Arthur, Banner, Box Butte, Chase, Cheyenne, Dawes, Deuel, Dundy, Garden, Grant, Keith, Kimball, Morrill, Perkins, Scotts Bluff, Sheridan, and Sioux.

2. West Central Region Odd-numbered years
The west central region includes these counties: Blaine, Brown, Buffalo, Cherry, Custer, Dawson, Franklin, Frontier, Furnas, Garfield, Gosper, Greeley, Harlan, Hayes, Hitchcock, Holt, Hooker, Howard, Kearney, Keya Paha, Lincoln, Logan, Loup, McPherson, Phelps, Red Willow, Rock, Sherman, Thomas, Valley, and Wheeler.

3. East Central Region Odd-numbered years
The east central region includes these counties: Adams, Antelope, Boone, Boyd, Butler, Cedar, Clay, Colfax, Fillmore, Hall, Hamilton, Knox, Madison, Merrick, Nance, Nuckolls, Pierce, Platte, Polk, Seward, Stanton, Webster, and York.

4. Eastern Region Even-numbered years
The eastern region includes these counties: Burt, Cass, Cuming, Dakota, Dixon, Dodge, Douglas, Gage, Jefferson, Johnson, Lancaster, Nemaha, Otoe, Pawnee, Richardson, Saline, Sarpy, Saunders, Thayer, Thurston, Washington, and Wayne.

Two members-at-large shall be elected at the Annual Association Membership Meeting. One shall be elected in odd-numbered years and serve a two-year term. One shall be elected in even-numbered years and serve a two-year term.

Urban public transit systems from the cities of Omaha, Lincoln, and Grand Island shall each be offered a voting position on the Board of Directors. Appointment and length of service shall be determined within their own system.

SECTION 5. In matters related to the election of the Board of Directors, the vote may be taken by mail, electronic or fax ballots. The Board Secretary shall file a tabulation of the results of the ballots with the minutes of the Annual Meeting.

ARTICLE V - OFFICERS AND EXECUTIVE DIRECTOR

SECTION 1. The Board of Directors shall elect from among its members the officers of the Association. Officers shall be President, Secretary, and Treasurer. The officers shall take office at the close of the Board meeting in which they were elected.

SECTION 2. The officers shall serve one year or until a successor has been named.

SECTION 3. The duties of the officers shall be:

A. **President** The Board President shall preside over all meetings of the membership and the Board of Directors. He/She shall maintain order, explain and decide all questions of order, announce business, give signature where necessary, appoint committee chairpersons, and assign duties to members as necessary to carry out the purposes of the organization. The Board President shall vote only in case of a tie.

B. **Secretary** The Secretary shall maintain the minutes of all Board and General Association Membership Meetings, take roll at the meetings, and record the proceedings of meetings.

C. **Treasurer** The Treasurer shall receive and bank all monies of the organization and keep records of money received and disbursed. He/She shall pay by check, or other approved method, which shall be co-signed by the Executive Director, all bills when authorized and when receipts and/or invoices are presented. An accounting of funds shall be presented at all Board Meetings.

The Treasurer shall submit written statements and explanations to be reviewed annually. The financial review report shall be presented at the Annual Association Membership Meeting.

SECTION 4. The duties of the Board of Directors shall be to represent the best interests of the Association's membership, and to promote the Association's goals and purposes as set forth by these Bylaws.

SECTION 5. Any position on the Board of Directors may be deemed vacant by majority vote of the Board of Directors for the following reasons: resignation, death, prolonged illness or incapacity to perform duties. A Board member of the association may be removed from office for incompetence, no longer providing transportation, and neglect of duty or malfeasance in office.

SECTION 6. A vacancy on the Board of Directors resulting from other than expiration of a term of office shall be filled by appointment by the Board President, with approval, by majority vote of the Board of Directors.

SECTION 7. **Executive Director** The responsibilities of the Executive Director shall include, but not be limited to, planning, implementing and coordinating conferences, informational and educational workshops, training courses and Board of Directors and

Association Membership Meetings. He/She shall communicate to peers and public media through mailings, newsletters and other available means and shall be, whenever possible, instrumental in the development of training or informational materials. He/She shall research and collect data pertinent to transportation and distribute information at Association and Board of Directors meetings with an emphasis on the growth and effectiveness of the Association.

The Executive Director shall act as liaison between Association Members and State and Federal Departments. He/She shall prepare annual work plans to be presented to the Board of Directors and the State office, and long term plans when requested. The Executive Director shall coordinate and nurture relationships with state and national transportation associations and organizations; shall draw on their expertise and contribute and cooperate with them whenever possible.

The Executive Director shall display professional conduct and will be responsible and accountable to the transportation systems in the State, The Nebraska Association of Transportation Providers members and Board of Directors, the Nebraska Department of Roads, and the Rural Transit Assistance Program (RTAP).

The Executive Director shall prepare a draft budget prior to the beginning of the fiscal year. The Board of Directors shall review, revise, and adopt the budget for the fiscal year. The fiscal year is July 1 through June 30.

The Executive Director shall provide financial accounting as directed by the Board of Directors. The financial accounting shall be made available to the membership and the general public at all times. Equipment and facilities, expertise, bonding, insurance, and other items necessary to carry out the duties of the position shall be provided by the Executive Director. The position and the Executive Director's performance will be reviewed and evaluated annually.

The Executive Director shall read important correspondence, notify members of meetings, and take charge of the documents of the meetings.

ARTICLE VI - EXECUTIVE COMMITTEE

SECTION 1. The Executive Committee is composed of the elected officers and the executive director.

SECTION 2. The Executive Committee may act for the Board of Directors between meetings, reporting action for ratification at the next regular meeting of the Board.

SECTION 3. Electronic communication may be utilized for meetings.

ARTICLE VII - STANDING COMMITTEES

SECTION 1. The standing committees shall be: Events/Public Relations/Education, Advocacy/Legislative/Membership, Bylaws, and Financial Review.

A. Events/Public Relations/Education Committee

There shall be at least three members on the committee: two (2) board members and one (1) non-board member appointed by the Board of Directors.

Working with the Executive Director, the committee shall plan activities that support the purpose of NATP. Activities shall be approved by the Board of Directors.

B. Advocacy/Legislative/Membership Committee

There shall be at least three members on the committee: two (2) board members and one (1) non-board member appointed by the Board of Directors.

Working with the Executive Director, the committee shall plan activities that support the purpose of NATP. Activities shall be approved by the Board of Directors.

C. Bylaws Committee

There shall be at least three members on the committee: two (2) board members and one (1) non-board member appointed by the Board of Directors.

The committee shall receive all proposals for amending and/or revising the Bylaws, shall make recommendations for change to the Board of Directors and make proposals to the Annual Association Membership Meeting.

D. Financial Review Committee

There shall be a minimum of two (2) board members, excluding the treasurer, appointed by the Board of Directors.

The committee shall conduct an annual financial review within the first quarter of the new fiscal year which shall be presented to the membership at the Annual Association Membership Meeting for adoption.

ARTICLE VIII - MEETINGS

SECTION 1. The Board of Directors shall meet no less than four times each year and the membership no less than once each year. Board of Directors shall be allowed to utilize electronic media for meetings and shall retain any and all voting rights, as if physically present. Otherwise, the Board of Directors, Committees, and Membership may hold as many meetings as they each deem necessary to carry out their respective duties.

SECTION 2. Meetings of the Board of Directors may be called by the Board President, Executive Director, or any three (3) members of the Board so long as the need is specified in the call. All board members shall be notified at least seven (7) days prior to the meeting stating the purpose of the meeting.

SECTION 3. Annual Association Membership Meetings shall be called by the Board President, Executive Director, or a majority of the Board of Directors. The Executive Director shall notify, or arrange to have notified, all members of the organization at least seven (7) days prior to the meeting. Such notifications must specify time, date, and location of the meeting.

SECTION 4. A special meeting may be called by the Board President, Executive Director, or a majority of the Board of Directors. The Executive Director shall notify, or arrange to have notified, all members of the organization at least seven (7) days prior to the meeting. The purpose of the special meeting must be included in the notification.

SECTION 5. A quorum for a meeting of the membership shall be 20 members. A quorum for a meeting of the Board of Directors shall be a majority of the Board of Directors.

SECTION 6. A majority vote of members present and voting shall carry the business for meetings of both the Membership and the Board of Directors unless otherwise stated in these Bylaws. In the case of a tie, the vote of the Board President shall determine the issue. Voting membership for the general membership shall be established by the Board of Directors.

SECTION 7. The date of the Annual Association Membership Meeting shall be determined by the Executive Director. The membership and the Board of Directors shall be notified at least seven (7) days prior to the meeting date. The purpose of the Annual Association Membership Meeting shall be to elect directors, receive financial and committee reports, accept or amend the next year's operating plan and budget, report the past year's activities, and decide any unfinished or new business pertaining to the Association.

SECTION 8. Annual Association Membership Meetings, Board of Directors, and Committees shall be governed by the current edition of *Roberts Rules of Order Newly Revised* where it is not in conflict with these Bylaws and, specifically, when questions of procedure and/or order are raised.

SECTION 9. In the absence of the Board President, the Secretary shall fulfill the duties until the return of the Board President. In the absence of both the Board President and Secretary, the Treasurer shall fulfill the President's duties.

SECTION 10. In the event a matter arises requiring Board of Directors' approval, at a time other than at a scheduled Board of Directors Meeting, the Board President, or Executive Director may utilize email to obtain a majority vote of the Board of Directors for the matter being considered. Any such situation handled in this matter shall be placed upon the next regularly scheduled Board of Directors Meeting for ratification by the full Board of Directors.

ARTICLE IX– AMENDMENTS

SECTION 1. These Bylaws may be amended at any annual or special meeting of the Association membership by a two-thirds (2/3) vote of those present and voting. Proposed amendments shall be submitted at least 30 days prior to the annual or special meeting.

Revision: 3/9/2020