

By-Laws of the Jackson Transit Authority

Jackson, TN

Amended on October 17, 2003

Article I – Authority and Objectives

This Authority was established pursuant to an ordinance adopted by the Board of Commissioners of the City of Jackson, Tennessee, on April 5, 1966 under authority of Section 16-1601 et seq., of the Tennessee Code Annotated. These by-laws are adopted under the authority of such ordinance and statutes for the purpose of efficient administration of the affairs of the Authority.

Article II – Board of Directors

Section 1 The management of the Jackson Transit Authority is vested in a Board of Directors, which shall consist of seven members, all of which shall be citizens of Madison County and designated by the Jackson City Council on the recommendation of the Mayor.

Section 2 The terms of the members shall be five years with a staggered expiration date in accordance with the aforesaid ordinance.

Section 3 Any member of the Board of Directors, who shall fail to attend two successive regular meetings of such Board without an excuse acceptable to a majority of the Board submitted on or before the date of such second absence, shall be deemed to have resigned as a member of the Board of Directors. The President shall report the vacancy created by such resignation to the Mayor of Jackson for the designation of a replacement.

Article III – Officers

Section 1 The officers of the Authority shall consist of:

A **President** who shall preside at all meetings and hearings of the Board of Directors with all duties and powers normally conferred by parliamentary usage on such officer. The President shall have the power to appoint committees, call special meetings and perform other duties as may be ordered by the Board; the President shall also have the privilege of discussing all matters before the Board and to vote thereon.

A **Vice President** who shall preside at all meetings in the absence of the President, and shall act for the President in case of his/her inability to act.

A **Secretary** who shall keep the minutes and records of the Board; prepare the agenda of regular and special meetings, arrange proper and legal notice of hearings, attend to correspondence of the Board and other duties as prescribed by the Board.

Section 2 The President and Vice President shall be elected from the members of the Board for a term of one year or until successors are selected and assume office.

The Secretary, at the option of the Board, may be a Board member or another appropriate party who will attend all Board meetings.

All officers shall be elected at the annual organizational meeting, which shall be the regular October meeting, and shall take office immediately following their election.

All officers shall be eligible to succeed themselves.

Vacancies in offices shall be filled immediately for the unexpired term by regular election procedure.

Article IV – Meetings

Section 1 Regular monthly meetings shall be held on the last Thursday of each month at ~~4:30 PM~~ in the Conference Room of the ~~Jackson Transit Authority Transfer Center~~ or such other place as shall be designated in advance by the President. The President may recess any regular meeting to a definite date.

*12 Noon
Main office*

Section 2 The President or four members of the Board may call special meetings when necessary. The notice of the special meeting shall specify the purposes of such a meeting and no other business may be considered except by unanimous consent of the members of the Board in attendance. The Secretary shall notify all members of the Board not less than forty-eight (48) hours in advance of such special meeting.

Section 3 A majority of the entire membership shall constitute a quorum. A quorum shall be present before any business is transacted. The vote by a majority of the Directors present at the time of the vote, if a quorum is present at such time, shall be the act of the Board. A record of the vote of each member on each major question shall be kept as a part of the minutes.

Section 4 All meetings of the Board shall be held in conformance with the requirements of Chapter 44 of Title 8 of the Tennessee Code Annotated, commonly referred to as the “Sunshine Law”

Section 5 The Board will follow a practice of considering only such items of business at regular meetings that have been included on a printed agenda furnished to each member at least five days prior to such meeting.

Items not on the agenda shall be considered only on the following basis:

1. After the President, when he/she considers that an item not on the agenda deserves special consideration, has stated to the members present its general nature without going into specific detail, or allowing any discussion of the details of the matter; and
2. After a motion for consideration of the item in question has been made and received a unanimous vote of the members present.

Section 6 The order of business at the regular monthly meetings shall be:

- A. Call to order and determination of quorum.
- B. Public Comment
- C. Approval of Minutes of previous meeting
- D. Review of Financial Statements of previous month
- E. Old Business
- F. New Business
- G. Adjournment

Article V – Committees

The President for any purposes and terms, which the Board approves, may appoint special committees.

Article VI – Amendment

These by-laws may be amended at a regular meeting by a five-sevenths (5/7) majority vote of the entire membership of the Board. Any such amendment shall have been proposed at the previous regular meeting. Each member shall receive a copy of the proposed amendment at or immediately following the meeting at which the proposal is presented.