

Maine Aeronautical Advisory Board

May 20, 2020
1:00 p.m. to 2:00 p.m.
via Zoom videoconference

Join Zoom Meeting

<https://mainedot.zoom.us/j/95525728335?pwd=RGhPNWc3NG5iMHVVQUhQcTROenZiZz09>

Meeting ID: 955 2572 8335

Password: 006394

Dial +1 646 558 8656

Meeting ID: 955 2572 8335

AGENDA

- 1:00** **Call to Order** – Scott
- 1:05** **Roll Call and Establishment of Quorum** – Stacie
- 1:10** **Proposed Bylaw Amendments** – Discussion and Vote
- 1:30** **Board Nominations** – Status Report and Discussion
- 1:45** **Annual Meeting Agenda** – Discussion
- 2:00** **Adjourn**

Maine Aeronautical Advisory Board Bylaws

Adopted 3-28-18 – Amended 6-12-19 – Proposed for Amendment 5-20-20

ARTICLE I Name and Origin

The name of this organization is the Maine Aeronautical Advisory Board and shall be referred to herein as the MAAB, or the board.

ARTICLE II Purpose and Duty

The purpose and duty of the MAAB is to actively advise the Maine Department of Transportation (hereinafter the Department) on all matters related to aeronautics, including recommended changes to state statute.

ARTICLE III Membership and Terms

1. The MAAB shall be comprised of no fewer than seven (7) nor more than fifteen (15) voting members appointed by the commissioner of the Department according to the provisions of 6 MRSA §302.
2. Terms shall normally be for two years, except for one-year terms assigned to balance terms expiring in odd- and even-numbered years. In addition, a member may be appointed to serve out the remainder of a term in the case of a vacancy. To the extent practicable, terms shall be staggered so that approximately half the board terms are refreshed each year. At the completion of a term, a member may be reappointed to serve at the pleasure of the commissioner. There are no term limits.
3. Members shall be expected to maintain regular communications with the clerk, typically via email. Attendance at all meetings is an expectation of board service. If a member is unable to attend all or part of a meeting, the member is expected to notify the clerk and supply an explanation. Such absences, at the discretion of the chair and clerk, may be considered excused.
4. A board member shall be considered to have vacated her or his position following unexcused absence of three (3) meetings during any two (2) year term. Such a vacancy shall be recommended by the board to the respective appointing authority, who shall make the final decision. The clerk will send a warning to any member who has missed two (2) meetings unexcused, requesting that the member reaffirm her or his intention and ability to fully participate.
5. Should a member wish or need to resign from the board before the end of her or his term, a written notification including the effective date must be submitted to the clerk. Advance notice is appreciated to the extent possible to enable timely action on filling the vacancy.

ARTICLE IV Officers

1. The Commissioner of Transportation or designee shall serve as secretary of the board. This position shall be non-voting and ensure that the Department provides the necessary support for the board to fulfill its duties.
2. The secretary shall appoint a clerk from among Department staff, responsible for all board records, legal filings and meeting support. The clerk's position shall not be counted toward the board membership.
3. A chair and vice chair of the board shall be nominated and elected by a simple majority of board members at the Annual Meeting. The terms of office shall be one year, beginning on July 1 of the year of the election.
4. The duties of the chair shall be to preside at the meetings of the MAAB; to schedule, arrange for, and prepare the agenda for meetings in conjunction with the clerk and vice chair; and to appoint subcommittees as needed to conduct business of the board.
5. The vice chair shall perform such duties as may be prescribed by the chair or board and, in the absence of the chair, exercise all power and duties of the chair.
6. Resignation from an officer position shall be done via written notification to the clerk. Should a vacancy occur in an officer position during the year, the board shall elect a replacement at its earliest opportunity to fill out the remainder of the term.

ARTICLE V Meetings and Voting

1. The board shall meet at the call of the chair, or at the call of at least three (3) voting members of the board. The date, time and place of all meetings, as well as business to be conducted, shall be set by the chair and vice chair in conjunction with the clerk.
2. All meetings of the board are public proceedings as defined in Maine's Freedom of Access Act, 1 M.R.S.A. sect. §401 et seq. Meetings of the board are open to the public. Notice of all meetings, including the agenda, shall be posted on the MaineDOT web site. Meeting minutes shall be posted on the MaineDOT web site once they are approved at a subsequent meeting.
3. Meeting discussion shall be reserved for board members, MaineDOT staff and invited guests. However, the board shall reserve time at each meeting to invite public comment from non-members who may be in attendance.
4. There must be an Annual Meeting, normally held during June, at which time officers are elected, recommendations for any upcoming vacancies are made to appointing authorities, and objectives are set for the coming year. Members must be physically present at the Annual Meeting to count toward a quorum and vote. Notwithstanding the above, the chair may determine that the annual meeting will be conducted by teleconference or videoconference if holding a physical meeting would violate an order of the Governor or Commissioner.
5. As a best practice goal, the board shall strive to meet quarterly. Meetings other than the Annual Meeting may be held all or in part by teleconference or videoconference provided ~~a main location~~ is-proceedings are fully accessible to the public.
6. The latest edition of The Modern Rules of Order: A Guide for Conducting Business Meetings shall govern the deliberations of the board in all cases where they do not conflict with these bylaws.

7. 51% of voting members present constitutes a quorum for conduct of official business. Provided a quorum is reached during a meeting, the entire meeting's actions shall be considered valid; however, a minimum of 4 affirmative votes must be cast on any motion for it to carry. If fewer than a quorum is present at a duly called meeting, the only formal action that may be taken is adjourning the meeting to a subsequent date. Those members present may discuss and deliberate, with opinions expressed recorded in meeting minutes, to inform a future meeting at which formal action may be taken.

8. At the outset of discussion on any issue in which a member has a potential direct or indirect pecuniary, familial or other conflict of interest, the member must declare the conflict. The member may then engage in discussion before the board unless a majority of the board votes that this would be inappropriate. The member must recuse her or himself from voting on any such matter and upon request of any other board member may be directed by the chair to leave the room while discussion and voting on that matter is conducted.

ARTICLE VI Finances

1. Board members shall receive no compensation specific to their board service and shall provide for their own transportation to board meetings.

2. The Maine Department of Transportation shall cover necessary meeting, notice, photocopying and other incidental costs incurred by the board in conducting its business. Costs including the clerk's staff time shall be recorded and reported annually to the Maine board of Commissions.

ARTICLE VII Amendments

These by-laws may be amended by a two-thirds majority of members present at any properly noticed meeting containing proposed revisions at which a quorum is present. Proposed bylaw language may be amended on the floor. Final adoption is subject to Department of Transportation legal review and Commissioner approval.

CERTIFICATION OF ADOPTION

As clerk of the board, I attest that the foregoing constitutes the official bylaws of the Maine Aeronautical Advisory Board as amended on May 20, 2020.

_____ Date: _____
 Stacie Haskell, clerk

Approved by MaineDOT Legal Division:

_____ Date: _____
 Toni Kemmerle, Principal Attorney

Approved by MaineDOT Commissioner:

_____ Date: _____
 Bruce A. Van Note