



# National Committee on Uniform Traffic Control Devices

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## NATIONAL COMMITTEE ON UNIFORM TRAFFIC CONTROL DEVICES BYLAWS

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## **ARTICLE 1: NAME AND PURPOSE**

**1.1 Name.** The name of this organization shall be the National Committee on Uniform Traffic Control Devices (NCUTCD).

**1.2 Purpose.** The objectives and purposes of this organization are those exclusively charitable, educational, and scientific and which are or have a public purpose. The NCUTCD purposes include, but are not limited to, the following:

- (1) Assist in the development of practices, standards, guides, and warrants for traffic control devices used to regulate, warn, and guide traffic on streets, highways, and bikeways.
- (2) Educate the public, further public safety, and stimulate research concerning traffic control devices.

**1.3 Activities.** To fulfill its purpose, NCUTCD activities include, but are not limited to, the following:

- (1) Recommend to the Federal Highway Administration (FHWA) and to other appropriate organizations, proposed revisions and interpretations to the Manual on Uniform Traffic Control Devices (MUTCD) and other accepted national standards and guidelines;
- (2) Submit docket comments in response to federal rulemaking notices related to traffic control device issues;
- (3) Develop public and professional awareness of the principles of safe traffic control devices and practices;
- (4) Provide a forum for members with diverse backgrounds and viewpoints to exchange information about traffic control devices;
- (5) Analyze and interpret findings from studies and other sources; and
- (6) Stimulate research for the continuing development and improvement of traffic control devices and practices.

## **ARTICLE 2: GENERAL PROVISIONS**

**2.1 General Provisions.** For the purpose of these Bylaws, it is declared that:

- (1) The NCUTCD recognizes that the FHWA owns, administers, and adopts changes to the MUTCD.
- (2) The NCUTCD does not promulgate, regulate, or enforce standards, policies, or laws.
- (3) The NCUTCD recognizes statutes, regulations, orders, and agency directives that affect the NCUTCD's functions with federal, state, county, and municipal governments.

## **ARTICLE 3: SPONSORING ORGANIZATIONS**

**3.1 Sponsoring Organizations.** The following sponsoring organizations shall be the principal supporters of NCUTCD activities:

- American Association of State Highway and Transportation Officials (AASHTO)
- American Automobile Association (AAA)
- American Highway Users Alliance (AHUA)
- American Public Transportation Association (APTA)
- American Public Works Association (APWA)
- American Railway Engineering and Maintenance of Way Association (AREMA)

- American Road and Transportation Builders Association (ARTBA)
- American Society of Civil Engineers (ASCE)
- American Traffic Safety Services Association (ATSSA)
- Association of American Railroads (AAR)
- Association of Pedestrian and Bicycle Professionals (APBP)
- Human Factors Resources (HFR)
- Institute of Transportation Engineers (ITE)
- Intelligent Transportation Society of America (ITSA)
- International Association of Chiefs of Police (IACP)
- International Bridge, Tunnel and Turnpike Association (IBTTA)
- International Municipal Signal Association (IMSA)
- League of American Bicyclists (LAB)
- National Association of City Transportation Officials (NACTO)
- National Association of County Engineers (NACE)
- National Safety Council (NSC)

**3.2 Composition.** Each sponsoring organization shall be assigned to one of the following Groups:

- **Group I.** Group I sponsoring organizations shall generally represent state, county, and municipal highway officials having the legal responsibility of administering public highway programs. Group I sponsoring organizations are: AASHTO, APWA, ITE, NACTO, and NACE.
- **Group II.** Group II sponsoring organizations shall represent national organizations with a membership that includes officials directly associated with traffic operations and regulations. Group II sponsoring organizations are: APTA, AREMA, ASCE, AAR, APBP, ITSA, IACP, IBTTA, and IMSA.
- **Group III.** Group III sponsoring organizations shall represent the general public and/or private highway user groups. Group III sponsoring organizations are: AAA, HFR, LAB, and NSC.
- **Group IV.** Group IV sponsoring organizations shall represent industry-oriented organizations that include, but are not limited to, manufacturers, distributors, and installers of traffic control devices and related equipment, and industry highway users groups. Group IV sponsoring organizations are: AHUA, ARTBA, and ATSSA.

Sponsoring organizations shall appoint Members and Associate Members in accordance with Sections 6.2 and 6.3.

**3.3 Admission of New Sponsoring Organizations.** Any organization that demonstrates that it has a substantial and continuing interest in traffic control may apply for admission to become a sponsoring organization in accordance with Operating Procedure II. An applicant will become a sponsoring organization only upon affirmative votes of at least two-thirds vote of the Council.

**3.4 Termination or Suspension of Sponsorship.**

- (1) A sponsoring organization may withdraw from the NCUTCD at any time by submitting an email or letter to the Executive Board through the Executive Secretary.
- (2) Failure by a sponsoring organization to be represented by a full voting delegation at an extended number of Council meetings may constitute grounds for

termination of the sponsoring organization through a Bylaws change (Operating Procedure II).

- (3) Notwithstanding Article 22, when a sponsoring organization withdraws or no longer exists, all references to that sponsoring organization shall be deleted from the Bylaws without the required approval of the Executive Board and/or the Council. All remaining sponsoring organizations shall be notified of the change.

#### **ARTICLE 4: NCUTCD MEMBERS**

- 4.1 Membership.** The NCUTCD membership shall consist of Members, Associate Members, Technical Members, Distinguished Members, and Honorary Members. The NCUTCD does not discriminate in member representation in terms of race, sex, geographical distribution, and different points of view.
- 4.2 Members and Associate Members.** Members and Associate Members shall be appointed by the sponsoring organizations and shall be equally entitled to all NCUTCD privileges with the exception that only Members shall be eligible to hold the following positions: Chair, Vice-Chair, and member of the Executive Board. The NCUTCD Chair, with the approval of the Executive Board, shall appoint each Member and each Associate Member to a technical committee. All Members and Associate Members shall have the privilege of taking part in discussions, serving on committees and voting on all matters except as otherwise provided herein. In case of a vacancy, the sponsoring organization shall promptly appoint an individual. Each sponsoring organization will file with the NCUTCD office a list of all Members and Associate Members representing its organization whenever there is any change in its appointed Members and Associate Members. No one shall serve as a Member or Associate Member from a sponsoring organization while also serving as a Member or Associate Member from another sponsoring organization.
- 4.3 Technical Members.** Application for Technical Member shall be in accordance with Operating Procedure I. The Executive Board has the authority to approve individuals as Technical Members on each technical committee. Technical Members shall enjoy all privileges of membership except the right to vote in the Council and to hold the following positions: Chair, Vice-Chair, Treasurer, and member of the Executive Board. A Technical Member shall be eligible to vote in technical committee proceedings, to serve as the Research Chair; chair, vice-chair, or secretary to a technical committee; and to be appointed as a joint task force chair, multi-committee task force chair, or task force chair.
- 4.4 Distinguished and Honorary Members.** Individuals who have contributed to the NCUTCD in an outstanding manner may be designated as “Distinguished Members” or “Honorary Members” by the Executive Board in accordance with Operating Procedures I-C and I-D.
- 4.5 Verification of Membership.** Each newly appointed Member, Associate Member, Technical Member, Distinguished Member, and Honorary Member shall receive verification of membership in the NCUTCD upon appointment.
- 4.6 Termination of Membership.**
  - (1) A Member or Associate Member may resign at any time from the NCUTCD upon receipt by the sponsoring organization and the NCUTCD office of his or her resignation.

- (2) A Technical Member may resign at any time by submitting a resignation to the NCUTCD Executive Secretary and/or to his or her technical committee chair.
- (3) A sponsoring organization may terminate the membership of a Member or Associate Member at any time.
- (4) The Executive Board may terminate the membership of a Technical Member at any time.
- (5) A consistent failure to attend meetings and to participate in NCUTCD assignments shall be considered a demonstration of lack of interest. When a Member, Associate Member, or Technical Member is absent for three consecutive Annual/Midyear Meetings, or consistently fails to participate in NCUTCD business, the Executive Board may, in the case of Members and Associate Members, recommend to the sponsoring organization the termination of the individual's membership. In the case of a Technical Member, the Executive Board may terminate the membership.

## **ARTICLE 5: NCUTCD ANNUAL AND MIDYEAR MEETINGS**

- 5.1 NCUTCD Annual and Midyear Meetings.** NCUTCD Annual and Midyear Meetings are open to all NCUTCD members and guests, require registration to attend, and include meetings of multiple NCUTCD units. A meeting of an NCUTCD unit that does not meet all of these criteria is considered to be a meeting of the individual unit as addressed in the Bylaws and Operating Procedures.
- 5.2 Annual Meeting.** The NCUTCD Annual Meeting shall be held early in the calendar year at a time and place determined by the Executive Board. It includes meetings of the Council, the Executive Board, technical committees, joint committees, and joint task forces. Meetings of individual units that occur immediately prior or after an Annual Meeting are considered part of the Annual Meeting.
- 5.3 Midyear Meeting.** The NCUTCD Midyear Meeting is normally held near the middle of the calendar year at a time and place determined by the Executive Board. If held, the Midyear Meeting includes meetings of the Executive Board, technical committees, joint committees, and joint task forces. The Midyear Meeting may include a Council meeting. Meetings of individual units that occur immediately prior or after a Midyear Meeting are considered part of the Midyear Meeting.
- 5.4 Meeting Format.** The Annual and Midyear Meetings are normally held as an in-person meeting. The Executive Board may change an Annual or Midyear Meeting to a virtual meeting.
- 5.5 Registration.** Registration is required in order to attend or participate in a NCUTCD Annual or Midyear Meeting. Exceptions may be allowed as determined by the NCUTCD Chair or Executive Board.

## **ARTICLE 6: COUNCIL**

- 6.1 Powers and Functions.** The NCUTCD governing body shall be the Council. As the governing body, the Council shall act upon proposed changes and proposed position statements received from the technical committees, joint committees, joint task forces, and the Executive Board. Approval by Council is required before any such policies, recommendations, or other matters become NCUTCD official statements.

**6.2 Council Composition.** Council shall consist of voting delegates appointed by the sponsoring organizations as described in Section 6.6. Honorary Members serve as nonvoting delegates of the Council. Each of the voting delegates shall have one vote. The voting delegates shall normally be the Member(s) appointed by the sponsoring organizations. For each Council Member, there shall be an Associate Member from the same sponsoring organization who may substitute for the Member as a voting delegate on Council. If neither the Member nor Associate Member from a sponsoring organization is available to serve as a voting delegate for a Council meeting, the sponsoring organization may appoint a Technical Member to represent them as a substitute voting delegate of the Council for that meeting. A sponsoring organization shall not appoint an individual as a substitute voting delegate who is not a Member, Associate Member, Technical Member, Distinguished Member, Honorary Member, or staff member of a sponsoring organization.

**6.3 Council Appointments.** The sponsoring organizations shall appoint Members and Associate Members to Council in the following manner:

- **Public Agency Representation.** A minimum of 50 percent of the voting delegates of Council shall be appointed by Group I sponsoring organizations.
- **Group I.** Each of the Group I sponsoring organizations shall designate a Member to serve as its delegation chair. The number of Members and Associate Members appointed by each of the Group I sponsoring organizations shall be as follows:
  - ♦ AASHTO: 8 Members & 8 Associate Members
  - ♦ ITE: 8 Members & 8 Associate Members
  - ♦ APWA: 3 Members & 3 Associate Members
  - ♦ NACE: 3 Members & 3 Associate Members
  - ♦ NACTO: 3 Members & 3 Associate Members
  - ♦ At least 70 percent of the Members and Associate Members for each of the Group I sponsoring organizations shall be, at the time of their initial appointment, government representatives as defined in Operating Procedure I-B.
- **Group II.** The number of Members and Associate Members appointed by each of the Group II sponsoring organizations shall be as follows:
  - ♦ AAR: 1 Member & 1 Associate Member
  - ♦ APBP: 1 Member & 1 Associate Member
  - ♦ APTA: 1 Member & 1 Associate Member
  - ♦ AREMA: 1 Member & 1 Associate Member
  - ♦ ASCE: 1 Member & 1 Associate Member
  - ♦ IACP: 1 Member & 1 Associate Member
  - ♦ IBTTA: 1 Member & 1 Associate Member
  - ♦ IMSA: 1 Member & 1 Associate Member
  - ♦ ITSA: 1 Member & 1 Associate Member
- **Group III.** The Members and Associate Members appointed by Group III sponsoring organizations shall be the following:
  - ♦ AAA: 1 Member & 1 Associate Member
  - ♦ HFR: 1 Member & 1 Associate Member
  - ♦ LAB: 1 Member & 1 Associate Member
  - ♦ NSC: 1 Member & 1 Associate Member
- **Group IV.** The Members and Associate Members appointed by Group IV sponsoring organizations shall be the following:



- ♦ AHUA: 1 Member & 1 Associate Member
  - ♦ ARTBA: 1 Member & 1 Associate Member
  - ♦ ATSSA: 1 Member & 1 Associate Member
- 6.4 Council Quorum.** A quorum of Council is two-thirds of the total voting delegates of the Council.
- 6.5 Council Votes.** An affirmative vote of at least two-thirds of the voting delegates of the Council determines the policy of the NCUTCD. The proportion of votes on a Council action is based on the total Council voting delegates on Council and not the number of voting delegates present for an individual vote.
- 6.6 Council Voting Procedures.** Operating Procedure VI covers the process for presenting material to Council and obtaining Council approval. In no instance shall the number of votes cast on an issue by the representative(s) of a sponsoring organization be greater than the number of Members for that sponsoring organization.
- 6.7 Council Meetings.** Council meetings are normally held during the NCUTCD Annual and Midyear Meetings as described in Article 5. Council meetings may be held at times other than during the Annual and Midyear Meetings when called by the NCUTCD Chair with the approval of a majority of the Executive Board or at the written request of a simple majority of the Council Members. Council meetings held at times other than during Annual or Midyear Meetings are normally held virtually. The NCUTCD Chair typically serves as the presiding officer at Council meetings.
- 6.8 Council Meeting Agenda.** The NCUTCD Chair shall prepare and distribute an agenda for all Council meetings in accordance with Operating Procedure III.
- 6.9 Communications.** Messages, proposals, recommendations, and other communications distributed to Council Members shall also be distributed to Council Associate Members.

## **ARTICLE 7: OFFICERS**

- 7.1 Officers.** The NCUTCD officers are the Chair, Vice-Chair, Research Chair, and Treasurer. The Chair and Vice-Chair shall each be a Member of the Council. The Treasurer shall be a Member or Associate Member of the Council. The Research Chair shall be a Member, Associate Member, or Technical Member.
- 7.2 Election and Terms.** The NCUTCD Chair, the Vice-Chair, Research Chair, and the Treasurer shall be elected by the Council during the Annual Meeting in even-numbered years. A term is two NCUTCD years, beginning with the adjournment of the Annual Meeting during which the person is elected. During the term of office, an NCUTCD officer may not serve in any other officer position; as chair, vice-chair, or secretary of a technical committee or joint task force; or any of the non-officer positions on the Executive Board.
- 7.3 Nominating Committee.** At the Midyear Meeting in odd-numbered years the Executive Board shall appoint a Nominating Committee in accordance with Operating Procedure IV. The Nominating Committee shall be responsible for solicitation of the Members and Associate Members for nominations for NCUTCD officers and preparation of a list of candidates for the officer positions. The nomination, election procedures, and form of ballot(s) shall be in accordance with Operating Procedure IV.
- 7.4 Vacancies.** If the office of the Chair becomes vacant, the Vice-Chair becomes the Chair for the unexpired term. If the office of the Vice-Chair, the Research Chair, or the

Treasurer becomes vacant, the Executive Board, by majority vote, shall elect a successor to fill the unexpired term. The successor shall meet the requirements for that office.

## **ARTICLE 8: EXECUTIVE BOARD**

**8.1 Powers and Function.** The Executive Board shall be responsible for the NCUTCD's administrative functions and its members shall also serve as directors in the NCUTCD's incorporated status.

**8.2 Operating Procedures.** The Executive Board is responsible for adopting Operating Procedures that are consistent with the Bylaws to guide in the administration of NCUTCD activities and actions.

**8.3 Voting Member Composition.** The Executive Board shall be composed of the following voting members representing the various units of the sponsoring organizations:

- The NCUTCD Chair.
- The AASHTO delegation Chair.
- The NACE delegation Chair.
- The APWA delegation Chair.
- The ITE delegation Chair.
- The NACTO delegation Chair.
- The two elected representatives of the Group II delegation. These persons shall be elected by the Members of the sponsoring organizations representing Group II.
- The Group III delegation Chair. The Group III Chair shall be elected by the Members of the sponsoring organizations representing Group III.
- The Group IV delegation Chair. The Group IV Chair shall be elected by the Members of the sponsoring organizations representing Group IV.

Each voting member of the Executive Board shall have one vote.

**8.4 Non-Voting Member Composition.** The Executive Board shall be composed of the following non-voting members:

- The Vice-Chair
- The Research Chair
- The Treasurer

**8.5 Term and Vacancies.** The term of a member of the Executive Board is two years, beginning with the adjournment of an Annual Meeting in an even-numbered year. A vacancy in the position of a Group I delegation Chair on the Executive Board shall be filled for the remainder of the unexpired term by a Member selected by the sponsoring organization of the position that was vacated. A vacancy in the Executive Board representatives for Groups II, III or IV shall be filled as described in Section 8.3 for the remainder of the unexpired term.

**8.6 Alternate Representation.** In the event of the absence of a Group I delegation Chair from an Executive Board meeting, the sponsoring organization may designate one of its other Members to serve in the delegation Chair's absence. In the event of the absence of an Executive Board representative for Groups II, III or IV, an alternate representative shall be designated by the Group in the same manner as described in Section 8.3 to serve in the representative's absence.

**8.7 Meetings.** The Executive Board shall meet in conjunction with the Annual Meeting and Midyear Meeting or hold a virtual meeting shortly before or after said meetings. Other meetings of the Board may be held on the call of the NCUTCD Chair or at the request of

five or more voting members of the Executive Board. The NCUTCD Chair shall prepare and distribute an agenda for all Executive Board meetings in accordance with the Operating Procedures.

**8.8 Voting.** A quorum is two-thirds of the voting members of the Executive Board. Unless otherwise provided in these Bylaws or the Operating Procedures, an affirmative vote by a majority of the total voting members is required for Executive Board approval of any action before the Executive Board.

**8.9 Meeting Leadership.** The NCUTCD Chair shall preside over all meetings of the Executive Board. If the Chair is not able to preside, the Vice-Chair shall preside. If neither the Chair nor Vice-Chair is available to preside over an Executive Board meeting, the NCUTCD Chair shall name a Group I member of the Executive Board to preside over the Executive Board meeting.

## **ARTICLE 9: TECHNICAL COMMITTEES**

**9.1 Technical Committees.** Technical committees are permanent committees in which the primary activity is development of proposed MUTCD content for consideration by the NCUTCD Council. The technical committees are:

- Regulatory and Warning Signs Technical Committee.
- Guide and Motorist Information Signs Technical Committee.
- Markings Technical Committee.
- Signals Technical Committee.
- Railroad and Light Rail Transit Highway Grade Crossings Technical Committee.
- Temporary Traffic Control Technical Committee.
- Bicycle Technical Committee..

**9.2 Composition.** Members, Associate Members, Technical Members, Honorary Members, and Distinguished Members shall comprise the voting membership of a technical committee, appointed as described in Sections 4.2 and 4.3. Each member serving on a technical committee shall have one vote in technical committee proceedings. The majority of members on a technical committee shall be government representatives as defined in Operating Procedure I-B. The NCUTCD Chair, the Vice-Chair, and the Research Chair are non-voting members of every technical committee during their term of office. After the term of office ends, the former officer shall resume membership in their prior committee. A technical committee shall have no non-voting members other than the non-voting NCUTCD officers.

**9.3 Terms.** The term of a technical committee member ends with the adjournment of the Annual Meeting in an even-numbered year. Technical committee members may be reappointed to additional terms.

**9.4 Officers.** Each technical committee shall have a chair and vice-chair appointed by the NCUTCD Chair and approved by the Executive Board. The Executive Board may approve up to two vice-chairs for a technical committee. The technical committee chair may appoint a secretary to perform secretarial duties for the technical committee. The term of the technical committee chair and vice-chair ends with the adjournment of the Annual Meeting in even-numbered years. Technical committee chairs and vice-chairs may be reappointed by the NCUTCD Chair and approved by the Executive Board. All technical committee officers shall be members of that technical committee.

- 9.5 Meetings.** Technical committees shall meet at the NCUTCD Annual and Midyear Meetings. Other meetings of a technical committee may be held on the call of the technical committee chair or at the request of 50 percent of the members of the technical committee.
- 9.6 Voting.** A quorum is the majority of the members of a technical committee. A vote by two-thirds of the members present at a meeting of the technical committee determines the position of the technical committee with respect to technical committee proceedings.
- 9.7 Creation, Deletion, or Combination of Technical Committees.** The creation, deletion, combination, division, or renaming of a technical committee(s) is accomplished through a change to the Bylaws.
- 9.8 Task Forces:** A technical committee chair may create one or more task forces to conduct technical committee business (Operating Procedure III).
- 9.9 Coordination of Technical Committee Activities.** The chairs of individual technical committees shall be responsible for coordinating activities of their technical committee that may overlap with the activities of another technical committee. Where such overlaps exist, the respective chairs of the technical committees may appoint Multi-Committee Task Forces to address the overlapping content as described in the Operating Procedure III.

#### **ARTICLE 10: JOINT COMMITTEES**

- 10.1 Joint Committees.** Joint committees are permanent committees in which the primary activities are coordinating activities conducted by the technical committees and other activities. The NCUTCD joint committees are:
- Edit Committee.
  - Research Committee.
- 10.2 Composition.** Each technical committee shall have an equal number of voting members on a joint committee. The joint committee chair is a voting member of the joint committee. Voting members are appointed by a technical committee chair as described in Operating Procedure III.
- 10.3 Edit Committee.** The Edit Committee shall be responsible for developing formatting guidelines for technical committees to follow in developing recommended practices. The Edit Committee may have other activities assigned to it by the NCUTCD Chair or the Executive Board. The Vice-Chair shall serve as the Edit Committee Chair. The Edit Committee may have a vice-chair approved by the NCUTCD Chair and a secretary appointed by the Edit Committee Chair. Operating Procedure III provides additional information on the Edit Committee.
- 10.4 Research Committee.** The Research Committee shall be responsible for stimulating traffic control device research on subjects identified by the technical committees, developing research problem statements for submission to research sponsors, and carrying out other tasks as may be assigned to it by the NCUTCD Chair or the Executive Board. The Research Chair shall serve as the Research Committee Chair. The Research Committee may have a vice-chair approved by the NCUTCD Chair and a secretary appointed by the Research Committee Chair. Operating Procedure III provides additional information on the Research Committee. A non-voting member or individual shall not assume voting privileges when a voting member is not present.

- 10.5 Creation, Deletion, or Combination of Joint Committees.** The creation, deletion, combination, division, or renaming of a joint committee(s) is accomplished through a change to the Bylaws.
- 10.6 Terms.** The appointment of a joint committee member ends with the adjournment of the next Annual Meeting in an even-numbered year. Joint committee voting members may be reappointed to additional terms by the respective technical committee chair.
- 10.7 Meetings.** Joint committees shall meet in conjunction with the NCUTCD Annual and Midyear meetings. Other meetings of a joint committee may be held on the call of the joint committee chair or at the request of 50 percent of the voting members of the joint committee.
- 10.8 Voting.** A quorum is the majority of the voting members of a joint committee. A vote by two-thirds of the voting members present at a meeting of a joint committee determines the position of the joint committee with respect to joint committee proceedings.
- 10.9 Task Forces.** A joint committee chair may create one or more task forces to conduct joint committee business (Operating Procedure III).

#### **ARTICLE 11: JOINT TASK FORCES**

- 11.1 Joint Task Forces.** The primary purpose of a joint task force is the coordination of MUTCD content for topics that overlap the jurisdictions of all the technical committees. A joint task force is created by the action of the Executive Board and will act until disbanded by the Executive Board. The activities of a joint task force are defined in Operating Procedure III.
- 11.2 Composition.** Each technical committee shall have an equal number of voting members on a joint task force as specified in Operating Procedure III. The joint task force chair is a voting member of the joint task force but is not considered as part of the technical committee representation on the joint task force. Voting members are appointed by a technical committee chair as described in Operating Procedure III. At least one of the voting members appointed to a joint task force by a technical committee chair shall be a government representative as defined in Operating Procedure I. Each technical committee chair may also appoint an alternate member to a joint task force. A joint task force may include an unlimited number of non-voting members as described in Operating Procedure III. An alternate member may vote in place of a voting member when the voting member is not present. A non-voting member shall not assume voting privileges when a voting member is not present.
- 11.3 Terms.** The appointment of a joint task force member ends with the adjournment of the next Annual Meeting in an even-numbered year. Joint task force voting members may be reappointed to additional two-year terms by the respective technical committee chair.
- 11.4 Meetings.** A joint task force may meet at the NCUTCD Annual and Midyear Meetings and at other times as determined by the joint task force chair.
- 11.5 Voting.** A quorum is the majority of the voting members of a joint task force. A vote by two-thirds of the voting members present at a meeting of the joint task force determines the position of the joint task force with respect to joint task force proceedings.
- 11.6 Task Forces.** A joint task force chair may create one or more task forces to conduct joint task force business (Operating Procedure III).

## **ARTICLE 12: AUTONOMY**

- 12.1 Autonomy of Sponsoring Organizations.** The participation of a sponsoring organization in the NCUTCD is voluntary. The NCUTCD Bylaws and its actions do not bind a sponsoring organization or their representatives or subject it or them to a financial or other obligation that it or they does/do not voluntarily assume. However, the sponsoring organization shall comply with the Bylaws provisions governing its representation in the Council, the Executive Board, and the requirements of Article 3.
- 12.2 Autonomy of Technical Members.** The participation of an NCUTCD Technical Member is voluntary. The NCUTCD Bylaws and its actions do not bind a Technical Member or subject him or her to a financial or other obligation that he or she does not voluntarily assume. However, the Technical Member shall comply with the Bylaws provisions governing representation on technical committees.
- 12.3 Autonomy of NCUTCD.** Sponsoring organizations, Members, Associate Members, Technical Members, Distinguished Members, and Honorary Members are expected to respect the autonomy and actions of the NCUTCD.

## **ARTICLE 13: PARLIAMENTARY PROCEDURE**

- 13.1 Parliamentary Procedure.** On questions of parliamentary procedure not covered in the Bylaws or Operating Procedure VI, Robert's Rules of Order (latest edition) shall prevail.

## **ARTICLE 14: PROPOSALS AND RECOMMENDATIONS**

- 14.1 Actions.** The NCUTCD Council may establish a position or recommendation, including: recommended changes to the MUTCD; docket comments on proposed rulemaking; resolutions related to traffic control device practices; reports; or other actions consistent with the NCUTCD purposes.
- 14.2 Actions and Labeling.** Content developed by technical committees and other NCUTCD units shall be clearly labeled as a proposed change or proposed position statement prior to approval by the Council. Only those recommendations and position statements that have been approved by the Council shall be labeled as recommendations or official NCUTCD positions.
- 14.3 Review and Comment on Proposed MUTCD Changes.** The Executive Secretary shall distribute proposed MUTCD changes received from technical committees, joint committees, and joint task forces to the sponsoring organizations for review and comment after the conclusion of the Annual or Midyear Meetings as described in Operating Procedure VI.
- 14.4 Distribution.** Official position statements and recommendations established through Council action as described in these Bylaws shall be posted on the NCUTCD website and submitted to FHWA as appropriate.

## **ARTICLE 15: RECOMMENDATIONS, MEETING SUMMARIES, AND REPORTS**

- 15.1 Transmittal.** The NCUTCD Chair or the Chair's designee shall transmit NCUTCD recommended MUTCD changes and other items as appropriate to the appropriate federal officials and/or official rulemaking docket.
- 15.2 Meeting Summaries.** As described in Operating Procedure III, meeting summaries shall be recorded of each Council meeting and posted on the NCUTCD website.

**15.3 Annual Report.** The Executive Board shall issue an annual report for the NCUTCD to the sponsoring organizations.

#### **ARTICLE 16: NCUTCD REPRESENTATION**

**16.1 Representation.** Only the NCUTCD Chair shall represent or speak for the NCUTCD. No other member may represent the NCUTCD, the Council, or a technical committee before a legislative body or government agency unless specifically authorized by the NCUTCD Chair.

**16.2 Personal Views of Members.** Any member who, when making a public utterance, permits himself/herself to be identified as having an official connection with the NCUTCD, Council, its technical committees, or any other NCUTCD organizational unit, shall do the following:

- If the NCUTCD position on the subject matter of the utterance has been determined by the Council, accurately state that position and, if he/she expresses views at variance with it, clearly identify the variance as his/her personal views.
- If there is not an NCUTCD position on the subject matter, or if he/she has no knowledge of any such stated position by the NCUTCD, he/she shall nevertheless identify his/her utterance as his/her personal views.

#### **ARTICLE 17: SECRETARIAT SERVICES**

**17.1 NCUTCD Executive Secretary.** The Executive Board shall appoint the Executive Secretary. The Executive Secretary shall carry out secretariat services at the direction of the Executive Board and under the supervision of the NCUTCD Chair. The duties and responsibilities of the Executive Secretary shall be determined by the Executive Board.

#### **ARTICLE 18: RECORDS**

**18.1 Records.** The NCUTCD shall maintain adequate records of its business. As determined by the NCUTCD Chair, such records should be posted on the NCUTCD website. Personnel, membership, and financial records shall not be posted on the publicly accessible portions of the website.

#### **ARTICLE 19: FINANCES**

**19.1 Oversight.** Operating Procedure VII shall establish a process for providing oversight and auditing of NCUTCD financial transactions.

**19.2 Budget.** The Executive Board shall approve an annual budget that addresses income and expenses, including the Executive Secretary contract, meetings, voluntary sponsor contributions, and other items.

**19.3 Financial Support.** Any sponsoring organization or individual may voluntarily contribute additional financial assistance.

#### **ARTICLE 20: CONTRACTS AND BANKING**

**20.1 Contracts.** The Executive Board may authorize the NCUTCD Chair and/or Executive Secretary to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

- 20.2 Loans.** No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Executive Board. Such authority may be general or confined to specific instances.
- 20.3 Checks and Other Instruments.** All checks, drafts, or other orders for the payment of money, notes, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be approved by the NCUTCD Chair or Executive Secretary or Treasurer.
- 20.4 Deposits.** All funds of the corporation not otherwise employed shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the Executive Board may select.

## **ARTICLE 21: ACCOUNTING YEAR**

- 21.1 Accounting Year.** The accounting year of the corporation shall begin on the first day of October and end on the last day of September of the subsequent year.

## **ARTICLE 22: AMENDMENTS TO THE BYLAWS**

- 22.1 Amendments to the Bylaws.** The procedure for amending these Bylaws shall be as follows:
- (1) A proposal to amend the Bylaws shall be presented to the Executive Board. After review and consideration of the proposal, the Executive Board shall vote on the proposed Bylaws change(s). An affirmative vote of at least two-thirds of the voting members of the Executive Board is required to advance consideration of a proposed Bylaws change(s).
  - (2) After approval by the Executive Board, the Executive Secretary shall distribute the proposed Bylaws change(s) to all NCUTCD Members, Associate Members, and sponsoring organizations. The Executive Secretary shall provide at least 60 calendar days for review and comment of the proposed Bylaws change(s).
  - (3) Comments from Members, Associate Members, and sponsoring organizations shall be distributed to the Executive Board for consideration at least 30 calendar days before an Executive Board meeting. An affirmative vote of at least two-thirds of the Executive Board is necessary for the proposed Bylaws change(s) to advance. The Executive Board may amend the proposed Bylaws change(s) as part of the voting process. Any proposed Bylaws change(s) that do not receive the required vote shall not advance for further consideration. The Executive Board may resend the proposed Bylaws change(s) to the sponsoring organizations for review and comment if the revisions are significant.
  - (4) Upon Board approval, the NCUTCD Chair shall present the proposed Bylaws change(s) to Council for consideration, discussion, and action at any NCUTCD Annual or Midyear Meeting. The Bylaws shall be amended upon affirmative votes of at least two-thirds the Council voting delegates. Unless otherwise provided, the revised Bylaws become effective at the adjournment of the meeting at which it was approved by the Council.
- 22.2 Exceptions to Bylaws Amendment Procedure.** The Executive Secretary may revise the Bylaws without following the procedure in Section 22.1 to make any of the changes listed below:



- (1) To remove a sponsoring organization that has withdrawn from the NCUTCD (Section 3.4).
- (2) To change a reference in the Bylaws to an Operating Procedure.
- (3) To make an editorial correction.

#### **ARTICLE 23: STATUTORY AGENT**

**23.1 Statutory Agent.** The statutory agent of the corporation shall be the Executive Secretary as identified on the NCUTCD website.

#### **CERTIFICATE**

I, Gene Hawkins, the duly appointed and qualified Chair of the National Committee on Uniform Traffic Control Devices, an Arizona Corporation, do hereby certify that the above and foregoing are the Bylaws of this corporation duly and regularly adopted by the Executive Board and the Council thereof at meetings duly and regularly called.

IN WITNESS WHEREOF, I have hereunto set my hand on the January 12, 2024.

Gene Hawkins, Chair