

# Colorado Freight Advisory Council

## 1 Freight Advisory Council Intent

In an effort to better address goods movement, create a more collaborative environment, and respond to guidance provided in federal transportation legislation, the Colorado Department of Transportation (CDOT), in collaboration with the private sector and planning partners, has formed the Colorado Freight Advisory Council (FAC). The FAC will provide a continuing platform for the freight industry, other parties interested in freight, and the public to raise issues so CDOT and the FAC can make well-informed decisions and/or recommendations based on multiple freight perspectives.

The FAC is entirely advisory in nature, and has no governmental powers in and of itself. The FAC will conduct its business in an open manner, whereby any interested person is permitted to attend and observe these meetings.

### 1.1 Mission of the Freight Advisory Council

The Freight Advisory Council will serve as a forum for the private sector to advocate for commercial transportation needs, influence transportation policy, and collaborate with partners to develop a transportation system which supports the economic vitality of Colorado by providing for the safe, efficient, coordinated and reliable movement of freight.

### 1.2 Purpose

The FAC will:

- a) Advise CDOT on freight-related issues, priorities, projects, and funding needs.
- b) Educate the public and other stakeholders on the importance of freight, its connection to the economy, and its reliance on the transportation system.
- c) Serve as a forum to discuss opportunities and strategies to influence freight-related decisions.
- d) Seek opportunities for leveraging partnerships to improve freight movement.
- e) Collaborate with other agencies and organizations on data and information sharing to promote informed decision making.
- f) Identify short and long term initiatives that will benefit the freight industry and promote a healthy transportation system.
- g) Advise CDOT and other public organizations during transportation planning efforts.

## 2 Membership

The FAC membership will consist of a representative cross-section of public and private sector freight stakeholders. To the extent possible, the FAC will represent the geographic and economic diversity of the state.

### 2.1 Eligibility for Membership

Any interested party with professional knowledge of freight as it relates to the economy and industry, freight modes, or commercial transportation, meeting the criteria in Section 2.2.1., or a member of another designated body identified under Section 2.2.2, who will enhance the conversation of the FAC, may sit as a member of the FAC when selected in accordance with the protocols in this Charter outlined under Section 2.3.

### 2.2 Types of Membership

#### 2.2.1 Member

A member is a member who serves on the FAC based on their professional knowledge of freight including; representatives of shippers, carriers, warehousing, providers of freight or logistics support, freight-related associations, economic development organizations, academia, and other community groups. Members have one vote per member when voting occurs as outlined in Section 4.3.2.

#### 2.2.2 Ex Officio Member

An ex officio member is a member who serves by virtue of holding another designated position in an organization not directly representing the freight industry or its interests. The following have been identified as ex officio positions:

- One member from the Statewide Transportation Advisory Committee
- One member of CDOT senior management

Ex officio members have one vote per member when voting occurs as outlined in Section 4.3.2.

#### 2.2.3 Alternates

Members may designate one alternate to participate in their stead in the event they are unable to attend. Alternates for ex officio members shall be designated by the organization they represent. Alternates shall be identified via letter or email to the Chair and Secretary. The Secretary will maintain a list of designated alternates. When a member is no longer able to serve on the FAC, that member's alternate will not assume the role of the member, unless elected as a member according to Section 2.3.2.

#### 2.2.4 Partners of the Freight Advisory Council

Partners of the Freight Advisory Council are representatives from organizations which may benefit from the activities of the FAC and may contribute a unique perspective or context which may guide industry discussions. Partners include organizations such as Metropolitan Planning Organizations, government agencies, and others. Partners may attend all meetings and contribute to the conversation with consent of the Chair. Partners may participate on committees as directed by the Chair. Partners have no voting privileges.

## 2.3 Member Selection Process

Members of the FAC will be selected by the following processes:

### 2.3.1 Inaugural Membership

Members: Individuals who meet the requirements of Section 2.2.1, and who have actively partnered with CDOT on previous freight-related activities, or who have participated in the creation of the FAC, will be appointed by CDOT to become members.

Ex officio Members: Individuals who meet the requirements in Section 2.2.2 will become members when the Secretary is notified in writing by the organization which they represent.

### 2.3.2 Membership

Future members may be nominated by a current FAC member (or members) and voted in as a member of the FAC in quorum (as defined under Sections 4.3.2 and 4.1), by a majority vote.

Future ex officio members will become members when the Secretary is notified in writing by the organization which they represent.

### 2.3.3 Terms

A Member will serve a two-year term. Terms will be staggered among the membership to ensure continuity. Members may be reelected at the end of a term.

## 2.4 Member Responsibilities

Each member of the FAC will participate in development of recommendations, provide relevant input when it is required and appropriate, and on other items as deemed necessary.

### 2.4.1 Rules of Engagement

FAC members are expected to act in a manner which allows others to be heard, and maintain a level of civility and respect for all opinions and perspectives aired. Members that fail to act appropriately may be considered for removal from the FAC.

### 2.4.2 Conflict of Interest

In the event a member has a conflict of interest with serving on the FAC, or an issue before the FAC, it is incumbent on that member to inform the FAC that such conflict or appearance of conflict might exist. In such an event, the member should take the appropriate actions to avoid the appearance of impropriety.

### 2.4.3 Attendance

Consistent attendance is important to ensure FAC members make well-informed recommendations and decisions. Lack of consistency results in inefficiencies related to time required to bring absent members up to speed, decisions made with limited knowledge of circumstances, and a level of disrespect to the other members who are fully engaged. Members neglecting to attend regularly may risk being removed from the FAC.

### 2.4.4 Member Expectations:

It is expected that FAC members will:

- a) Work collaboratively, helping to ensure FAC recommendations and decisions balance the varied interests of freight stakeholders.
- b) Serve as ambassadors for freight, bringing information from and representing the general interests of their networks of industry contacts and affiliated interest groups.
- c) Be actively engaged in the FAC by being prepared for and involved in FAC activities.
- d) Accept and adhere to the parameters outlined in this Charter.
- e) Represent a constituency broader than their individual business, organizational membership, or any other group which they serve on a daily basis.
- f) Keep their respective alternate apprised of FAC issues and subjects.

#### 2.4.5 Alternate Responsibilities:

Alternates will:

- a) Assume the responsibilities identified in Section 2.4.4 when member is not present.
- b) Stay informed of all matters of the FAC.
- c) Alternates may attend meetings with the member but is not to participate in member duties when the member is present.
- d) The alternate of the Chair or Vice-Chair will perform only the duties assigned to alternates listed above, but will not assume the responsibilities as outlined in Sections 3.1 and 3.2.

### 3 Leadership

A Chair and Vice-Chair will be elected from the FAC membership by FAC members, and will assume the responsibilities outlined in Sections 3.1 and 3.2 respectively.

#### 3.1 Chair

A Chair will perform the following responsibilities:

- a) Serve as the FAC's spokesperson.
- b) Facilitate meetings (facilitation of particular meetings or topics may be facilitated by individuals outside of the FAC membership, as deemed appropriate by the Chair).
- c) Collaborate with the Secretary on the development of FAC agenda and other materials.
- d) Oversee membership-related items.
- e) Review letters and notices as appropriate.
- f) Other functions as appropriate.

A Chair and is elected for a one-year term

#### 3.2 Vice-Chair

A Vice-Chair will perform the following responsibilities:

- a) Assist the Chair in the performance of the Chair's responsibilities.
- b) Act as the Chair and perform responsibilities of the Chair in the absence or unavailability of the Chair.
- c) Assume the role of Chair in the event of a vacancy of the Chair, until another Chair is elected by the FAC.
- d) Other functions as appropriate.

A Vice-Chair is elected for a one-year term consistent with the term of the chair.

#### 3.3 Secretary

The Secretary of the FAC shall be the CDOT Freight Program Manager. The Secretary will perform the following responsibilities:

- a) Work as a liaison between CDOT and the FAC.
- b) Serve as Chair in the absence of the Chair and Vice Chair.
- c) Develop agendas and related materials on behalf of the FAC in collaboration with Chair.
- d) Maintain a membership and designated alternate list.
- e) Maintain FAC records.
- f) Coordinate all communication within the FAC.
- g) All other administrative duties as required.

## 4 Protocols

### 4.1 Quorum

The FAC is in quorum when a majority of members are present.

### 4.2 Meetings

- a) The FAC will provide input on what specific topics/issues will be addressed at FAC meetings.
- b) These topics/issues will be prioritized and tentatively scheduled for future meetings.
- c) Information and material will be sent to members in advance of each meeting to the best extent possible.
- d) Regular FAC meetings will be held no less than quarterly. Special meetings may be called at the discretion the Chair. When possible, 30-day notice will be given prior to the next meeting. However, some urgent matters may require the FAC to convene on shorter notice.
- e) An annual schedule of Regular Meetings for the next State Fiscal Year shall be published to members no later than the date of the last Regular Meeting of each State Fiscal Year.
- f) When possible, 30-day notice will be given prior to an FAC meeting being cancelled, unless unforeseen circumstances are involved, e.g., due to weather conditions. Consultation with the Chair will occur before a decision is made to cancel an FAC meeting.
- g) FAC meeting locations will generally occur at CDOT Headquarters. Another location may be chosen by the Chair, and adequate notification will be provided.
- h) FAC meeting arrangements will be handled by the Secretary in consultation with the Chair.

### 4.3 Decision Making

#### 4.3.1 Consensus

FAC recommendations shall be made primarily by consensus. Consensus means that all members of the FAC agree to support a recommendation, having sought to understand all perspectives and generating a recommendation that they think is most beneficial in addressing the pertinent topic. Members might not completely agree with the action, but they do agree to support it, both within and outside of the FAC. Consensus is not a majority vote.

#### 4.3.2 Voting

Voting is to be used for administrative items and is limited to the members of the FAC. Testimony and comments may be considered from non-members at the discretion of the Chair. These administrative items include, but are not limited to:

- Election of Chair and Vice-Chair (Section 3)
- Member selection (Section 2.3.2) and removal (Sections 2.4.1 and 2.4.3)
- Charter Amendments (Section 4.5)

The FAC may determine other instances when voting is appropriate. Voting shall be conducted by a simple majority (or two-thirds for charter amendments) when a quorum of members are present as delineated in Section 4.1.

### 4.4 Committees

Committees may be formed, as deemed appropriate by the Chair, to conduct specific business in greater detail than would normally be performed at a FAC meeting, or to research and explore key issues and

concerns raised by the FAC. All committee recommendations and findings will be brought forth to the full FAC for consideration. The specific membership and duration of the committee will be identified at the time of creation of the committee. Committees may be comprised of members, ex officio members, Partners of the FAC, or other individuals that have specific subject matter expertise.

#### **4.5 Charter Amendment**

The Charter may be amended with the support of a two-thirds majority of those in quorum (as defined in Section 4.1). Proposed changes will be submitted to all members of the FAC no less than thirty (30) days prior to the meeting at which the vote will take place. The vote must be included on the meeting agenda.

#### **4.6 Public Communication**

Public information, news releases, and other communications related to the FAC may be issued with the consent of the Chair. Individual FAC members shall not issue any form of public information or news releases on behalf of the FAC, or speak on behalf of the FAC, unless requested to do so by the Chair. All communication will be released through CDOT's Office of Communication.

#### **4.7 Reimbursement**

FAC members shall receive no salary for conducting membership duties and will not be reimbursed by CDOT or the FAC for travel or other related expenses.