



MEMORANDUM

July 31, 2014

To: Atlanta Regional Commission

From: Transportation Leadership Coalition, LLC

Subject: Critique of Proposed ARC Bylaws

Concerned Citizens from Across the Atlanta Metropolitan Region Have Serious Concerns Regarding the Proposed Atlanta Regional Commission Governance Bylaws

These are some, but not necessarily all, of the issues we see with the current draft version dated 7/23/14.

Page 5 – Article VI, Section A – Composition, Subsection 2. a. Members at Large – “Members at large may hold no elective or appointed public office nor be employed by any of the political subdivisions of the Area.” The past and current chairmen have been chairman of Community Improvement Districts. According to the Georgia Constitution, Section VII, Paragraph I, CID’s are created by the General Assembly or by any county or municipality. In such, that is a political subdivision of the creating entity. This clause has been violated in the current Bylaws and appears to continue in the proposed Bylaws.

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Page 7 – Article VI, Section B - Terms of Office, Subsection 2. Members at Large – There is no limit on the number of terms for appointed citizen members at large. Some of the existing citizen members have served for as many as 15 years. There needs to be some limit on terms of citizen members since they are not accountable to voters through any local election. According to HB 1216, page 13, “The council may include any additional members determined necessary by the commissioner for purposes of complying with laws or regulations, or otherwise. Any such additional members shall be selected by the council and shall serve for a term of one year.”

Page 8 – Article VI, Section G, Subsection 1.a. Chair – The current and past chair of the ARC is/has been an appointed citizen member at large. The chair of the ARC should be a duly elected county commissioner, mayor, or CEO of one of the larger counties or municipalities. This should be a requirement of the bylaws. This position needs to have accountability to the people. In addition, there should be a limit of two successive terms, not two or more.

Page 8 – Article VI, Section G, Subsection 1.d. Duties – Chair has appointment power of all officers and committees. In addition, the power to appoint committee chairs and committee members as detailed on pages 9-22. This is an excessive centralization of power for one person. As a summary:

Officers Appointed	Committee Appointments
Chair appoints Vice-Chair	Governance – Officers + Chairs + additional members
Chair appoints Secretary	Budget & Audit Review – Chair (Treasurer) + 4 members
Chair appoints Treasurer	Ethics Committee – Chair (Secretary appointed)
Chair appoints Parliamentarian	Pension Board – Treasurer + Chair servers as Com. Chair
	Aging & Health Resources – Chair + 5 members
	Community Resources – Chair + 10 members
	Regional Transit – Chair
	Strategic Relations – 10 members
	Transportation & Air Quality – Chair
	Atlanta Regional Workforce – Chair + 3 members

Page 13 – Article VI, Section H, Subsection 5. Citizen Input – “Opportunities shall be provided for interested persons to address the Commission or the ARC Standing Board Committees in accordance with policy adopted by the Board from time to time.” Apparently, this could be changed at any time at the whim of the board. The current policy requires advance notice and approval of the board before citizens can speak at a regularly scheduled board meeting. This kind of wording “from time to time” and restrictions on public comment does not encourage the public to participate or give confidence that a consistent set of rules will be followed.

Page 21 – Article VI, Section I, Subsection 1.e. 4) Quorum under Transportation and Air Quality Committee – According to Roberts Rules of Order, a quorum consists of the majority of members of a committee. How can you have a quorum with 40% of the members present? This is one of the largest committees of the ARC. It has a high percentage of appointed members from other state agencies and has influence on one of the largest expenditures of the region, transportation. There should be more accountability than a 40% quorum.



Page 13 – Article VI, Section I, Subsection 1. a. Governance Committee – This is a major change from the current Executive Committee where membership “consists of the chief elected officials of the governments providing fiscal support to the commission under Official Code of Georgia Annotated Section 50-8-101”. The new Governance Committee consists of officers of the commission, chairs of technical policy committees, and additional members as appointed by the ARC Chairman. All of the members of the governance committee are appointed by the Chair. Even though the full board has to confirm appointments, it has been suggested that once a chairman presents a slate of officers and committee members, there’s a tendency to accept. There are scenarios where all of the members of the governance committee could be appointed citizen members without any accountability to the voters or citizens of the region. This is centralization of power into the chairman’s role.

This appointed structure may also be in violation of the Georgia enabling legislation as defined in HB 1216. According to the provisions on page 13, Section (e) “Each regional commission council shall elect from among its council members a chairperson, vice chairperson, and secretary or treasurer who shall serve for a term of two years and until their successors are elected and qualified.”

Considering that the chair has enormous appointment powers for most all ARC committees, this further entrenches an unelected and unaccountable governance structure. Further, the past and current chair had/have significant conflicts of interest in their professional careers with ties to real estate development and transportation projects within their respective CID’s and the region.

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While the current chairman may be a fine person, why set up a structure that could allow an unelected, unaccountable person to wield so much power. We have to understand human nature. “Power corrupts, absolute power corrupts absolutely.”

Because the Regional Commission has taxing authority on a per capita basis for each person living within the Atlanta Metropolitan area, this taxation entitles the citizens to representation. In addition, the ARC has influence on expenditure of federal, state and local dollars which also come from the taxpayers. When councils of government are appointed they are not accountable to the people. This is “taxation and legislation without representation”.