

MIDWEST HIGH-SPEED RAIL STEERING GROUP

BY-LAWS

Adopted September 16, 2009

Article I NAME

The name of the organization will be the Midwest High-Speed Rail Steering Group. The short name will be the Steering Group.

Article II PURPOSE

The purpose of the Midwest Multi-State Steering Group will be to coordinate the region's applications and work associated with all ARRA applications to provide guidance, leadership and a single advocacy voice in support of the region's collective passenger rail priorities. The Chair of the Steering Group shall serve as a point of contact between Participating States and the United States Department of Transportation, the Federal Railway Administration, and other relevant entities.

Article III MEMBERSHIP

The Steering Group will be composed of one high level representative from each signatory to the Implementation of High-Speed Rail Passenger Service and Connections Involving Corridors Linking Cities in their Respective States Memorandum of Understanding, dated July 27, 2009. The representatives may add member organizations as full voting partners or as non-voting ex-officio members by a simple majority vote of all members of the Steering Group.

Article IV OFFICERS

The officers of the Steering Group will consist of a Chair, a Vice-Chair, and a Secretary. The officers will serve a term of one year which will commence each September 1. The Chair will rotate each year among the member organizations starting with Illinois. The Chair will assume responsibility for support staff and logistics of all meetings and events held during the year of Chairmanship. The group will list the order of the next two organizations to hold the office of Chair at the next regular meeting. The representative of the organization to become Chair next year will assume the office of Vice-Chair immediately. The representative of the organization chosen for the following year will assume the office of Secretary immediately. Each September 1, the Vice-Chair and Secretary will move up one office and the Steering Group will select a representative to become Secretary and join the order of succession of officers. The Chair will preside at all meetings of the Steering Group.

In the absence of the Chair, the Vice-Chair will preside at the meeting.

The Secretary will be responsible for minutes of all meetings, will keep all approved minutes and will provide copies of the minutes of the previous meeting to all Steering Group members at the start of the next meeting for review, corrections and approval.

Article V COMMITTEES

The Steering Group may appoint standing and ad hoc committees as needed.

Article VI MEETINGS

Regular meetings will be scheduled by a consensus of all members of the Steering Group. An annual schedule of regular meetings will be established by January 1 of each year. The regular meetings will be scheduled at intervals that allow for the group to most efficiently and effectively accomplish its goals which will in any case not be less than once per month. Special meetings may be scheduled by any member through a request to the Chair. The Chair upon receiving a request for a special meeting will contact all members and establish a time and date and make any necessary arrangements for the special meeting. Steering Group members may attend meetings in person or via telecommunications equipment. Any parliamentary procedure not specifically covered in these by-laws may be resolved through amendment to the by-laws or by following the guidance provided in Roberts Rules of Order.

Article VII VOTING

In order for any motion to be called for a vote at least two-thirds of the voting members of the Steering Group must be participating in the meeting either in person or via telecommunication equipment.

Passage of a motion before the Steering Group requires a simple majority of those members participating in the meeting.

Article VII AMENDMENTS

Amendments to the by-laws may be recommended to the Steering Group by any member. Any proposed amendment must be presented in writing to the Secretary for distribution to all members prior to the next regular meeting. At the next regular meeting, any proposed amendment will be considered and voted upon by the steering Group. Passage of an amendment will require the approval of two-thirds of the members of the Steering Group.