

Federal Law and Regulations Governing MPO Policy Board Composition, Designation, Redesignation, and Governance

Scope

This memo summarizes the principal federal statutes, regulations, and agency materials governing MPO policy board composition, MPO designation and redesignation, metropolitan planning area (MPA) boundaries, institutional agreements, representation, and related governance issues.

Summary

Federal law sets minimum representation requirements for TMA MPOs and establishes formal redesignation triggers, but it does not prescribe a single nationwide MPO board structure. Many questions involving additional members, citizen seats, appointment mechanisms, alternates, voting structures, and internal governance remain governed by State/local law and MPO governing documents unless the change conflicts with federal minimum requirements or rises to the level of a substantial change requiring redesignation.

- The central federal authorities are [23 U.S.C. § 134](#) and [49 U.S.C. § 5303](#), implemented primarily through [23 C.F.R. Part 450](#), Subpart C. 49 C.F.R. [Part 613](#) directs FTA metropolitan planning requirements back to the joint FHWA/FTA regulations in 23 C.F.R. Part 450.
- Federal law defines the MPO as the policy board of the organization designated to carry out the metropolitan transportation planning process.
- For Transportation Management Areas (TMAs), federal law requires the MPO policy board to include:
 - (1) local elected officials;
 - (2) officials of public agencies that administer or operate major modes of transportation, including public transportation representation; and
 - (3) appropriate State officials.
- Federal law does not require every voting member of an MPO policy board to be an elected official. It also does not establish a general federal prohibition on additional appointed or citizen voting members. The permissibility of those seats ordinarily depends on State/local law, the MPO designation, enabling authority, and bylaws, subject to federal minimum requirements.
- A change in board membership does not automatically require MPO redesignation. Under [23 C.F.R. § 450.310\(j\)](#), redesignation is required when there is a substantial change in the proportion of voting members representing the largest incorporated city, other units of general-purpose local government, and the State(s), or a substantial change in MPO decision making authority, responsibility, or procedures established under the bylaws.
- The regulations expressly identify several changes that generally do not require redesignation, including adding members after an MPA expansion, adding members to satisfy TMA membership requirements, and periodically rotating local-government

representatives in accordance with MPO bylaws, provided the change does not independently constitute a substantial change under § 450.310(j).

1. Core Federal Statutory Authorities

The two principal statutes are [23 U.S.C. § 134](#) (highway-side metropolitan transportation planning) and [49 U.S.C. § 5303](#) (transit-side metropolitan transportation planning). The two provisions are substantially parallel on MPO designation, policy board composition, MPA boundaries, coordination, and TMA requirements.

Authority	Issue	Key Federal Requirement
23 U.S.C. § 134(b)(2)	Definition of MPO	Defines a MPO as the policy board of an organization created as a result of the designation process and designated to carry out the metropolitan transportation planning process.
23 U.S.C. § 134(d)(1)	Initial designation	Requires an MPO for each urbanized area with a population over 50,000. Designation is made by agreement between the Governor and general-purpose local governments representing at least 75 percent of the affected population, including the largest incorporated city, or under procedures established by applicable State or local law.
23 U.S.C. § 134(d)(2)	TMA policy board composition	For an MPO serving a TMA, requires representation by local elected officials; officials of public agencies that administer or operate major modes of transportation in the metropolitan area, including public transportation representation; and appropriate State officials.
23 U.S.C. § 134(d)(3)(A)	Selection of required representatives	Provides that selection of officials and representatives required for a TMA MPO is determined by the MPO according to its bylaws or enabling statute.
23 U.S.C. § 134(d)(3)(B)	Dual transit/municipal representation	Allows a representative of a provider of public transportation to also represent a local municipality, if permitted by the MPO bylaws or enabling statute.
23 U.S.C. § 134(d)(3)(C)	Commensurate authority	Requires officials representing major modes of transportation to have responsibilities, duties, voting rights, and other authority commensurate with the other officials described in the TMA composition provision.
23 U.S.C. § 134(d)(3)(D)	Equitable and proportional representation	For a TMA MPO designating the required officials and representatives for the first time, requires the MPO to consider the equitable and proportional representation of the population of the MPA, subject to the MPO bylaws or enabling statute.
23 U.S.C. § 134(d)(4)	Grandfather provision	Preserves certain public agency structures operating under State laws in effect on December 18, 1991, where those agencies perform multimodal transportation planning functions.

Authority	Issue	Key Federal Requirement
<u>23 U.S.C. § 134(d)(5)</u>	Continuing designation	Provides that a designation remains in effect until the MPO is redesignated in accordance with federal law.
<u>23 U.S.C. § 134(d)(6)</u>	Redesignation	Establishes the Governor/local government agreement needed for redesignation and expressly allows an MPO to be restructured to satisfy TMA composition requirements without redesignation.
<u>23 U.S.C. § 134(d)(7)</u>	More than one MPO in an urbanized area	Allows more than one MPO to be designated within an existing urbanized area only if the Governor and the existing MPO determine that the size and complexity of the area make multiple MPOs appropriate.
<u>23 U.S.C. § 134(e)</u>	MPA boundaries	Establishes requirements for the metropolitan planning area and MPO/Governor agreement on the boundary. A newly identified urbanized area within an existing MPA does not, by itself, require redesignation.
<u>23 U.S.C. § 134(f)-(g)</u>	Multistate and multi-MPO coordination	Addresses multistate metropolitan planning and coordination where more than one MPO serves an urbanized area or where investments cross MPA boundaries.
<u>23 U.S.C. § 134(k)</u>	Transportation Management Areas	Addresses TMA designation, additional planning requirements, TMA project-selection authority, and federal certification. Urbanized areas with populations over 200,000 are designated as TMAs; additional areas may be designated on joint request of the Governor and MPO.
<u>49 U.S.C. § 5303</u>	Parallel transit statute	Provides the corresponding transit-side statutory framework for metropolitan transportation planning, including MPO designation, policy board composition, MPA boundaries, coordination, and TMA provisions.

2. Federal Regulations Governing MPO Governance

23 C.F.R. § 450.104 - Definitions

The regulation defines an MPO as the policy board of the organization created and designated to carry out the metropolitan transportation planning process. It separately defines the MPA and metropolitan planning agreement. This distinction can matter where MPO staff are housed within a council of governments, regional commission, county, or other host entity; the host organization is not necessarily identical to the federally designated MPO policy board.

23 C.F.R. § 450.310 - Metropolitan Planning Organization Designation and Redesignation

This is the principal federal regulation for MPO designation, board composition, and redesignation.

- **Initial designation:** Implements the requirement to designate an MPO for each urbanized area with a population over 50,000 and the Governor/local government agreement framework.

- **TMA policy board membership:** Requires local elected officials, officials representing major transportation modes (including public transportation), and appropriate State officials.
- **Selection of representatives:** Leaves the selection process to the MPO bylaws or enabling statute, consistent with the statute.
- **Dual-capacity representation:** Permits the public transportation representative to also represent a local municipality when allowed by the MPO governing documents.
- **Commensurate authority:** Requires representatives of major transportation modes to have voting and other decision making authority commensurate with other required officials.
- **Continuing designation:** Existing MPO designation continues until official redesignation.
- **Redesignation threshold:** Requires the Governor and general-purpose local governments representing at least 75 percent of the existing MPA population, including the largest incorporated city, to agree to redesignation.
- **Multistate MPOs:** Redesignation requires agreement of the Governors of the affected States and the required local-government population threshold.

IIJA statutory note: [23 U.S.C. § 134\(d\)\(3\)\(D\)](#) contains an equitable-and-proportional-representation consideration for a TMA MPO that is designating required officials and representatives for the first time.

What Changes Trigger Redesignation? - [23 C.F.R. § 450.310\(j\)](#)

Redesignation is required when an MPO proposes either of the following:

- A substantial change in the proportion of voting members representing the largest incorporated city, other units of general-purpose local government, and the State(s).
- A substantial change in the decision making authority or responsibility of the MPO, or in decision making procedures established under the MPO bylaws.

The regulation does not define “substantial” numerically. There is no federal percentage threshold in the CFR that automatically determines when a board-composition change becomes substantial. The question is situation-specific and may warrant coordination with the State DOT, FHWA Division Office, and FTA Regional Office before implementation.

Changes That Generally Do Not Require Redesignation - [23 C.F.R. § 450.310\(l\)](#)

Subject to the rule that a change cannot independently amount to a substantial change under § 450.310(j), redesignation is not required solely because of:

- Identification of a new urbanized area within an existing MPA following a decennial Census.
- Addition of members to the MPO policy board to represent new local governments after expansion of the MPA.
- Addition of members to satisfy the TMA policy board membership requirements.
- Periodic rotation of local-government representatives in accordance with MPO bylaws.

[23 C.F.R. § 450.312](#) - Metropolitan Planning Area Boundaries

- The MPA boundary is established by agreement between the MPO and the Governor.

- The MPA must include, at a minimum, the entire existing urbanized area plus the contiguous area expected to become urbanized within the 20-year forecast period for the metropolitan transportation plan.
- MPA boundaries may not overlap.
- Where an urbanized area extends into an adjacent MPA, the affected MPOs must establish written coordination arrangements or adjust the boundaries as appropriate.
- A new Census urbanized area appearing within an existing MPA does not itself trigger redesignation.
- A boundary adjustment that changes the composition of the MPO may implicate the redesignation requirements in § 450.310.
- MPOs must review MPA boundaries after each decennial Census.

23 C.F.R. § 450.314 - Metropolitan Planning Agreements

The MPO, State, and operators of public transportation must cooperatively determine their mutual responsibilities in carrying out the metropolitan transportation planning process and document those responsibilities in written agreements.

- Agreements can allocate responsibilities among the MPO, State DOT, and transit operators.
- The regulation contains coordination provisions for areas served by more than one MPO and for multistate MPAs.
- It addresses coordination where a TMA overlaps an adjacent non-TMA MPA.
- It addresses coordination with air quality agencies where those agencies are separate from the MPO.
- It also addresses responsibilities for performance data collection and target setting.

23 C.F.R. § 450.316 - Interested Parties, Participation, and Consultation

This provision is related to representation but is distinct from policy board membership.

MPOs must maintain a documented participation plan and provide reasonable opportunities for affected individuals, public agencies, transportation providers, freight interests, persons with disabilities, and other interested parties to participate in the metropolitan planning process. Consultation or public-participation requirements do not, by themselves, create a federal requirement that those interests receive voting seats on the MPO policy board.

23 C.F.R. § 450.336 - Federal Self-Certification and TMA Certification

- Each MPO and State must periodically self-certify that the metropolitan transportation planning process complies with applicable federal requirements, including 23 U.S.C. § 134, 49 U.S.C. § 5303, and 23 C.F.R. Part 450.
- FHWA and FTA jointly conduct certification reviews of the metropolitan planning process in TMAs at least every four years.
- FHWA/FTA may certify, conditionally certify with corrective actions, or take other certification action when deficiencies are identified.
- Federal law authorizes the Secretary, in specified circumstances, to withhold up to 20 percent of certain funds attributable to the metropolitan area if the planning process is not certified.

49 C.F.R. Part 613 - FTA Cross-Reference

49 C.F.R. § 613.100 directs users to the joint FHWA/FTA metropolitan planning requirements in 23 C.F.R. Part 450. Accordingly, the detailed federal regulatory rules for MPO designation, redesignation, board composition, MPA boundaries, and planning agreements are found primarily in Title 23.

3. Policy Board Composition: What Federal Law Requires - and What It Does Not

A. TMA MPOs

For an MPO serving a Transportation Management Area, federal law is prescriptive about minimum categories of representation. The policy board must include local elected officials, officials representing major transportation modes (including public transportation), and appropriate State officials.

Federal law does not state that every voting board member must be elected. Indeed, the required categories themselves contemplate officials who may be appointed rather than elected, including transit and State agency representatives. The statute and regulation also leave the selection of required officials and representatives to the MPO bylaws or enabling statute.

B. Non-TMA MPOs

For MPOs outside TMAs, federal law does not impose the same three-category policy board composition requirement. Board composition therefore depends more heavily on the original designation, applicable State and local law, enabling authority, designation agreements, and MPO bylaws, while remaining subject to the broader federal metropolitan planning requirements.

C. Appointed or Citizen Voting Members

There is no general federal statute or regulation stating that an MPO policy board must consist solely of elected officials, and there is no general federal provision categorically prohibiting an additional appointed or citizen voting member. Whether such a seat is permissible ordinarily turns on State/local law and the MPO governing documents. A federal redesignation issue can arise, however, if the change substantially alters voting representation or MPO decision making authority or procedures under [23 C.F.R. § 450.310\(j\)](#).

D. Voting Rights of Required Modal Representatives

For TMA MPOs, officials representing major modes of transportation must have responsibilities, duties, voting rights, and other authority commensurate with other required officials. This is important where a board proposes to make a required transit or modal representative non-voting while other required members retain full voting rights.

4. FHWA/FTA Guidance and Rulemaking Materials

2014 FHWA/FTA Policy Guidance on MPO Representation

The June 2, 2014 policy guidance addressed implementation of MAP-21 representation requirements for providers of public transportation. Among other things, it explained that an appropriate public transportation representative may be an elected or appointed member of a



transit provider governing board or an appropriate senior officer of the provider. It also emphasized meaningful representation in MPO decision making.

Important Note: *The 2014 guidance predates the FAST Act. To the extent it suggested that a transit representative should not simultaneously fill another required role, later statutory and regulatory language expressly permits a public transportation representative to also represent a local municipality when allowed by the MPO bylaws or enabling statute. Current statute and regulation control.*

2016 FHWA/FTA Final Metropolitan Planning Rule

The preamble to the May 27, 2016 final planning rule is useful because FHWA and FTA responded to requests for more prescriptive federal governance rules. The agencies declined to prescribe detailed requirements beyond the statute, noting that the statute leaves substantial authority to Governors, local officials, applicable State/local law, and MPO governing documents. The agencies also treated issues such as alternates and specific representation mechanics as matters generally governed at the State/local level, subject to federal minimum requirements.

2023 FHWA/FTA TMA Designation Notice

FHWA and FTA published TMA designations following the 2020 Census. The notice is useful for determining whether an MPO is subject to the TMA-specific board composition and federal certification requirements.

5. Governance and Redesignation Decision Matrix

Proposed Change	Federal Result	Key Authority	Notes
Add a required transit/modal representative to a TMA board	Generally no redesignation solely for this change	23 U.S.C. § 134(d)(6) ; 23 C.F.R. § 450.310(l)	Federal law expressly permits restructuring/additions to satisfy TMA membership requirements without redesignation, unless the change independently becomes substantial under § 450.310(j).
Add members after expansion of the MPA	Generally no redesignation solely for this change	23 C.F.R. § 450.310(l)	Adding members to represent new local governments after MPA expansion is expressly identified as not requiring redesignation, subject to the substantial-change rule.
Rotate local-government representatives according to bylaws	Generally no redesignation	23 C.F.R. § 450.310(l)	Periodic rotation permitted under existing bylaws is expressly identified as not requiring redesignation, subject to § 450.310(j).
Add an appointed or citizen voting member	Not categorically prohibited by federal law; redesignation analysis may be needed	23 C.F.R. § 450.310(j) ; State/local law and MPO governing documents	Check enabling law, designation documents, bylaws, and the effect on voting proportions and decision making. A substantial change can trigger redesignation.
Change the share of votes held by the largest city, other local governments, or State	Potential redesignation trigger	23 C.F.R. § 450.310(j)(1)	Redesignation is required if the change is substantial. No numerical federal threshold defines “substantial.”
Materially change board voting rules, veto authority, quorum/decision procedures, or decision making responsibility	Potential redesignation trigger	23 C.F.R. § 450.310(j)(2)	A substantial change in MPO decision making authority, responsibility, or procedures established under the bylaws requires redesignation.
A new Census urbanized area appears within the existing MPA	No redesignation solely because of this event	23 U.S.C. § 134(e) ; 23 C.F.R. §§ 450.310(l), 450.312	The new urbanized area does not itself require redesignation, though boundary and representation adjustments may require separate analysis.
Change MPA boundary	Not automatically a redesignation; composition effects matter	23 C.F.R. §§ 450.310, 450.312	Boundary changes are handled by MPO/Governor agreement. If the boundary change alters board composition in a substantial way, redesignation may be implicated.

Proposed Change	Federal Result	Key Authority	Notes
Create more than one MPO within the same urbanized area	Special federal determination required	23 U.S.C. § 134(d)(7) ; 23 C.F.R. § 450.310	Requires the Governor and existing MPO to determine that the size and complexity of the urbanized area make multiple MPOs appropriate.
Redesignate a multistate MPO	Redesignation agreement required	23 C.F.R. § 450.310(k)	Requires agreement of the Governors of each affected State and the applicable local-government population threshold, including the largest incorporated city.

6. Sample Review Checklist for an MPO Board-Composition Change

When evaluating a proposed change to an MPO policy board, the following sequence is a useful starting point:

1. Determine whether the MPO serves a TMA. If yes, confirm that all mandatory federal representation categories are satisfied.
2. Review the MPO's original designation and any later redesignation documents.
3. Review applicable State enabling statutes, local law, interlocal agreements, compacts, and other legal authorities governing the MPO.
4. Review the MPO bylaws, particularly membership, voting, quorum, alternates, appointment, and amendment provisions.
5. Identify whether the proposal changes the proportion of voting members representing the largest incorporated city, other general-purpose local governments, or the State(s).
6. Identify whether the proposal changes voting weights, veto rights, quorum rules, decision making authority, decision making responsibility, or procedures established in the bylaws.
7. Assess whether the change could be considered "substantial" under 23 C.F.R. § 450.310(j).
8. If the proposal is close to the redesignation threshold, coordinate with the State DOT, FHWA Division Office, and FTA Regional Office before final action.
9. If redesignation is required, confirm the applicable Governor and local-government agreement thresholds and any multistate requirements.

7. Primary Federal Sources and Reference Materials

- [23 U.S.C. § 134 - Metropolitan transportation planning](#)
- [49 U.S.C. § 5303 - Metropolitan transportation planning](#)
- [23 C.F.R. § 450.104 - Definitions](#)
- [23 C.F.R. § 450.310 - MPO designation and redesignation](#)
- [23 C.F.R. § 450.312 - Metropolitan planning area boundaries](#)
- [23 C.F.R. § 450.314 - Metropolitan planning agreements](#)
- [23 C.F.R. § 450.316 - Interested parties, participation, and consultation](#)
- [23 C.F.R. § 450.336 - Self-certification and federal certification](#)
- [49 C.F.R. § 613.100 - Purpose and cross-reference to 23 C.F.R. Part 450](#)
- [FHWA/FTA Policy Guidance on Metropolitan Planning Organization Representation \(June 2, 2014\)](#)



- [FHWA/FTA Metropolitan Planning Final Rule, 81 Fed. Reg. 34050 \(May 27, 2016\)](#)
- [FHWA/FTA Transportation Management Area Designations following the 2020 Census \(2023\)](#)