

Date: October 28, 2015
To: Board of Directors
From: Neil McFarlane 
Subject: **RESOLUTION 15-10-63 OF THE TRI-COUNTY METROPOLITAN TRANSPORTATION DISTRICT OF OREGON (TRIMET) ELECTING TRIMET BOARD OFFICERS AND CONFIRMING COMMITTEE APPOINTMENTS**

1. Purpose of Item

The purpose of this item is to elect TriMet Board of Directors (“Board”) officers, and to confirm appointments to Board committees, as well as other committees.

2. Type of Agenda Item

- Initial Contract
- Contract Modification
- Other: Elect TriMet Board Officers; Confirm Committee Appointments

3. Reason for Board Action

The reason for this Board action is to elect Board officers, and confirm committee appointments.

4. Type of Action:

- Resolution
- Ordinance 1st Reading
- Ordinance 2nd Reading
- Other _____

5. Background

Pursuant to ORS 267.120, the Board elects officers to serve for a term of two years. The last slate of officers was elected in February 2014. The attached Resolution 15-10-63 would elect a new slate of officers designating Bruce Warner as President, T. Allen Bethel as Vice-President, and Travis Stovall as Secretary/Treasurer to replace prior Board member Consuelo Saragoza.

In addition to the election of Board Officers on a periodic basis, the Board President is authorized to appoint Board members to serve on various committees to help ensure that the Board effectively conducts its policy level oversight of the affairs of the District. Committee appointments were most recently confirmed by the Board in February 2014. However, since that time, Board President Warner has appointed T.Allen Bethel to replace Consuelo Saragoza on the Transit Equity Advisory Committee. In addition, in May 2015, Lori Irish Bauman and Shelley Martin were appointed to the Board, and new committee appointments are now recommended by the Board President to effectively staff the committees.

The role of the Board committees and appointed Board liaison members is listed below:

Board Committees:

- **Committee on Accessible Transportation (CAT) – Lori Irish Bauman**

The CAT committee was formed in 1985 to advise the TriMet Board and staff on plans, policies and programs for seniors and people with disabilities. CAT has 15 community members: seven seniors and/or people with disabilities who use TriMet, six representatives of seniors and/or people with disabilities and one local government representative, as well as one member of the TriMet Board. All CAT members are appointed by the General Manager for a two-year term. Together with TriMet staff, CAT develops an annual work plan to identify major issues and prioritize the year's activities.

- **Finance & Audit Committee – Craig Prosser, Chair; Bruce Warner; Travis Stovall**

The Finance & Audit Committee assists the Board with oversight of TriMet's financial strategy and objectives, the integrity of TriMet's financial statements, the independent auditor's qualifications and independence, and TriMet's enterprise risk issues, programs, management practices and initiatives to ensure that systems and risk management tools are in place and functioning effectively.

Other Committees:

- **Accountability Committee – T. Allen Bethel**

The Accountability Committee was organized in November 2013 to consider ever-changing informational needs and to ensure that the agency's web page is up to date with the most relevant information with due consideration to current issues. In addition, the Accountability Committee can consider technological advances, as they occur, that can cost effectively further these goals in innovative ways. The Accountability Committee is made up of appropriate staff and one Board member and reports its recommendations to the General Manager.

- **Amalgamated Transit Union (ATU)/TriMet Pension Trust Fund – Joe Esmonde**

The TriMet Board President appoints a Board member to serve as a member of the ATU/TriMet Pension Trust Board of Trustees. TriMet's Executive Director of Finance and Administration and Executive Director of Labor Relations and Human Resources, also serve as Trustees. The Board of Trustees meets on a regular basis to accomplish the general objectives of the Trust, including diversification of investments. The appointed Board member reports to the Board on any significant issues, as determined by the member.

- **Metropolitan Policy Advisory Committee (MPAC) – Shelley Martin (Primary); Bruce Warner and Craig Prosser (Co-Alternates)**

Established by the Metro Chapter in 1992, MPAC advises the Metro Council on the amendment or adoption of the Regional Framework Plan, which includes issues surrounding regional transportation and management of the urban growth boundary. MPAC is composed of 21 voting members representing cities, counties, special districts, and the public and six non-voting members. A TriMet Board member serves on the Committee.

- **Transit Equity Advisory Committee (TEAC) – T. Allen Bethel**

The TEAC was organized in early May 2013 to extend the agency's outreach and involvement to transit dependent riders, as well as serve as a link to community organizations. The TEAC also provides direction on the agency's transit equity strategy. The committee provides input and guidance on equity issues related to Title VI and Environmental Justice analysis, service planning, operational and capital investments, improving service to transit dependent riders, and disseminating information about transportation services to community-based organizations, social service agencies and community at large. Committee membership is appointed by the General Manager and currently consists of a 14-member panel with one TriMet Board member.

6. Financial/Budget Impact

There is no financial/budget impact.

7. Impact if Not Approved

While the Board could adopt this Resolution as proposed or make changes to the elected officers or committee appointments, Board officers must be elected by majority vote of the Board in order to conform to State law.

RESOLUTION 15-10-63

RESOLUTION OF THE TRI-COUNTY METROPOLITAN TRANSPORTATION DISTRICT OF OREGON (TRIMET) ELECTING TRIMET BOARD OFFICERS AND CONFIRMING COMMITTEE APPOINTMENTS

WHEREAS, Oregon Revised Statutes 267.120 authorizes the election of TriMet Board of Directors ("Board") officers to serve for terms of two years; and

WHEREAS, the general duties of TriMet Board officers are outlined in Chapter 2.30 of the TriMet Code; and

WHEREAS, the TriMet Board desires to elect members to fill the office of President, Vice-President, Secretary and Treasurer, to serve for terms of two years; and

WHEREAS, for purpose of efficiency in the governance and administration of Board affairs, the office of Board Secretary and Treasurer ("Secretary") shall be held by a single Board member, and the Executive/Board Administrator shall serve as Recording Secretary to the Board and is designated to keep a record, provide notices and prepare minutes of Board meetings; and

WHEREAS, the TriMet Board President has authority to appoint Board members to various committees to help ensure that the Board effectively conducts its policy level oversight, and to take administrative actions on behalf of and relating to the affairs of TriMet;

NOW, THEREFORE, BE IT RESOLVED THAT THE TRIMET BOARD DULY ELECTS THE FOLLOWING PRESIDENT, VICE-PRESIDENT AND SECRETARY, AND CONFIRMS AND AUTHORIZES THE TRIMET BOARD PRESIDENT TO APPOINT COMMITTEES TO ACT FOR THE BOARD AND TO APPOINT BOARD MEMBERS TO COMMITTEES AS SET FORTH BELOW:

A. Board President, Vice-President and Secretary

President: Bruce Warner

Vice-President: T. Allen Bethel

Secretary: Travis Stovall

B. Board Committee Appointments

1. Committee on Accessible Transportation: Lori Irish Bauman

2. Finance & Audit Committee: Chair, Craig Prosser; Bruce Warner; Travis Stovall

C. Other Committee Appointments

1. Accountability Committee: T. Allen Bethel
2. ATU/TriMet Pension Trust: Joe Esmonde
3. Metro Policy Advisory Committee: Shelley Martin (Primary); Bruce Warner and Craig Prosser (Co-Alternates)
4. Transit Equity Advisory Committee: T. Allen Bethel

Dated: October 28, 2015

Presiding Officer

Attest:

Recording Secretary

Approved as to Legal Sufficiency



Legal Department