

CAPITAL METRO BOARD OF DIRECTORS

BOARD OPERATING PROCEDURES POLICY

The Capital Metropolitan Transportation Authority (“Capital Metro”) Board of Directors (the “Board”) does hereby establish this Board Operating Procedures Policy (this “Policy”) to govern the administration and operation of the Board and Board meetings. This Policy does not supersede and is subject to any federal or Texas law or administrative rule, including the Texas Open Meetings Act.

I. BOARD PERSONAL FINANCIAL STATEMENT POLICY

Capital Metro desires to ensure that Board members comply with all state laws and best practices related to conflicts of interest as Board members. A Statement of Financial Interest and Affiliation is required of all Board members to assist in complying with these state laws. All Board members shall complete a Statement of Financial Interest and Affiliation no later than January 31st of each year for the prior year that shall be kept on file with Capital Metro and made available to the public upon request.

II. PUBLIC COMMENT POLICY AND PROCEDURES

It is the policy of the Board to value input from the public on matters of Capital Metro’s public business. Interested parties representing various points of view are allowed time to present their views in an orderly manner in accordance with this policy, while permitting the Board to conduct its meetings in an efficient and effective manner. This policy applies to Board meetings and Board committee meetings and is subject in all respects to the Texas Open Meetings Act requirements as applicable and in effect at any time.

Public comment shall be subject to the following procedures:

- (1) Speakers may elect to comment in person by physical attendance at the Board meeting, or remotely via Capital Metro’s videoconferencing system.
- (2) Members of the public may sign up to speak on any action item or topic prior to the Board meeting by (i) completing a Public Comment form available outside the Board meeting room prior to the meeting, or (ii) contacting Capital Metro via the email address or telephone number listed in the Public Comment section of the Capital Metro website by 9:00 A.M. on the day of the Board meeting to request access to testify via Capital Metro’s videoconferencing system.
- (3) Public comment on general topics and action items will be received as the first item on the meeting agenda.
- (4) Each speaker will receive a total of three (3) minutes to address the Board. Speakers with comments on multiple action items, or comments on general topics and one or more action items, will receive a total of five (5) minutes to address the Board. Non-English speakers requiring a translator will receive double the applicable time to address the Board.
- (5) If more than one member of the public from a particular group is present and requests to comment, the Chair may ask that the group select one representative of the group to present the group’s view. In such a case, the group’s representative will be allowed five (5) minutes to speak.

IN ITS SOLE DISCRETION THE BOARD RESERVES THE RIGHT TO WAIVE THE PROCEDURES CONTAINED IN THIS SECTION II WHEN NECESSARY TO CONDUCT BOARD MEETINGS EFFICIENTLY AND EFFECTIVELY. CAPITAL METRO RESERVES

THE RIGHT TO REMOVE PERSONS WHO CAUSE A DISTURBANCE AT AN OPEN MEETING OR TAKE OTHER ACTIONS TO PROMOTE AN ORDERLY MEETING.

III. COMMUNITY INVOLVEMENT POLICY

The Board believes that effective community involvement improves the quality of decision-making processes and builds trust in Capital Metro. This policy ensures that Capital Metro integrates, in a meaningful way, the knowledge and opinions of its many stakeholders into its decision-making processes.

- (1) *Community Involvement Program.* Capital Metro will maintain a comprehensive community involvement program that includes plans for receiving public comment for major decision-making processes including, but not limited to, policy development, strategic planning, budgeting, capital projects planning, fare adjustments, and transit service changes. Capital Metro's Community Involvement Program will include:
 - a. Methods to provide the public with access to accurate, understandable, and timely information to facilitate effective involvement in the decision-making process.
 - b. Methods to ensure a diverse range of stakeholders are engaged in the process.
 - c. Methods of providing the community with a sound understanding of the pertinent issues and options Capital Metro is considering.
 - d. Methods to ensure information and activities are accessible to stakeholders with disabilities and/or limited English proficiency.
 - e. Methods to ensure that the public has an opportunity to comment on Board matters before a vote on the matters occur.
- (2) *Board Consent Agenda.* The Board shall not utilize a consent agenda nor expedite consideration of Board matters at Board meetings unless it is for routine, noncontroversial matters. "Routine, noncontroversial matters" for placement on the Board Consent Agenda include, but are not limited to, the following items:
 - a. Contracts and agreement for the normal operation of a business, such as business services or furniture purchases, regardless of the dollar value.
 - b. All other contracts with a value less than \$5 million.

Items that should not be considered for placement on the Board Consent Agenda include, but are not limited to, the following items:

 - a. Substantive changes to Board adopted policies.
 - b. Actions requiring a public hearing such as fare and service changes.
- (3) *Annual Community Involvement Workplan and Quarterly Updates.* Capital Metro staff will annually provide the Board with a workplan memorandum outlining major opportunities for the public to provide comments on significant Board matters and a quarterly memorandum updating the Board on current outreach activities. Significant board matters for which Capital Metro will always seek community input include, but are not limited to, the approval of the annual budget, service changes, and fare changes.
- (4) *Community Input.* Capital Metro will seek community input that reflects all points of view and will carefully consider this input when making decisions.

- (5) *Decision-Making Processes.* Capital Metro will work to ensure that decision-making processes are open and accessible to all interested parties, including but not limited to:
- a. Those with limited financial and technical resources.
 - b. Persons with limited English proficiency.
 - c. Persons with disabilities.
 - d. Those with limited past experience participating in transportation decision-making.

THE BOARD OF DIRECTORS RESERVES THE RIGHT TO WAIVE THIS POLICY AND THESE PROCEDURES WHEN NECESSARY TO CONDUCT BOARD MEETINGS EFFICIENTLY AND EFFECTIVELY.

IV. BOARD TRAVEL POLICY

Board members may be required to travel for business reasons associated with Capital Metro. Board members are encouraged to attend transit-related conferences and pursue other educational opportunities for the betterment of Capital Metro. The purpose of this Board Travel Policy is to assure that authorized travel by Board members is conducted in a responsible manner and that all travel is done in the most efficient and cost-effective manner possible.

Board members shall follow all applicable business travel policies and procedures of Capital Metro, in addition to the terms of this policy to ensure that authorized travel is conducted in a responsible manner and that established procedures are followed consistently.

A. *Allocation of Board Travel Funds.* The Board shall establish an amount in each adopted annual budget for business travel and conference expenses by members of the Board for the upcoming fiscal year. Each Board member shall be allocated in the budget an equal amount for Capital Metro business travel, with an additional sum allocated to be dispersed at the discretion of the Chair for additional travel beyond an individual member's allocation. Travel funds shall further be subject to the following:

- (1) This amount shall include registration fees and all allowable reimbursable expenses such as air travel, lodging, per diem and other reasonable travel expenses. Payment for hotel or other lodging expenses within fifty (50) miles of the Board member's personal residence shall not be an allowable reimbursable expense.
- (2) Travel arrangements will not be made unless the Board member has funds available or has received approval from the Chair for the use of funds from the Chair's discretionary allocation.
- (3) Each Board member shall annually work with staff and submit to the Chair a list of anticipated travel for the upcoming fiscal year by September 15th based on the proposed budgeted amount allocated to each Board member for Board member travel. To assist with meeting planning and budgeting, the submission must include dates, location, and estimated costs for each planned trip.
- (4) Capital Metro shall not pay for Board members to travel when it would coincide with a regularly scheduled monthly meeting of the full Board unless it is deemed necessary for business reasons by the Chair or their designee.
- (5) Board members are expected to work with the Board Relations Manager to make

their travel arrangements prior to travel in accordance with Capital Metro travel policies.

- B. *Mileage Reimbursement.* Board members may receive personal mileage reimbursement at the IRS standard mileage reimbursement rate when traveling for the following Capital Metro business meetings or events:

- (1) Travel to and from meetings of the Board;
- (2) Travel to and from committee meetings on which the Board member serves;
- (3) Capital Metro events where board member attendance is requested.

Mileage reimbursement to Board members for local travel within the service area in furtherance of Capital Metro business shall NOT be deducted from the Board member's allocated travel fund.

- C. *No Attendance Stipend.* Board members will not receive a stipend for attending Capital Metro business meetings.
- D. *Exceptions to Board Travel Policy.* The Chair may consider and approve exceptions to this policy on a case-by-case basis when a need arises as the budget allows.

V. AMENDMENTS, SUPPLEMENTS, SUSPENSIONS

Subject to the terms of the Capital Metro Bylaws and applicable law, this Policy may, by an affirmative vote of two-thirds of the Board members in attendance at a meeting, be temporarily suspended to facilitate consideration of Board action in the event of emergencies or other special circumstances, or otherwise supplemented or amended.