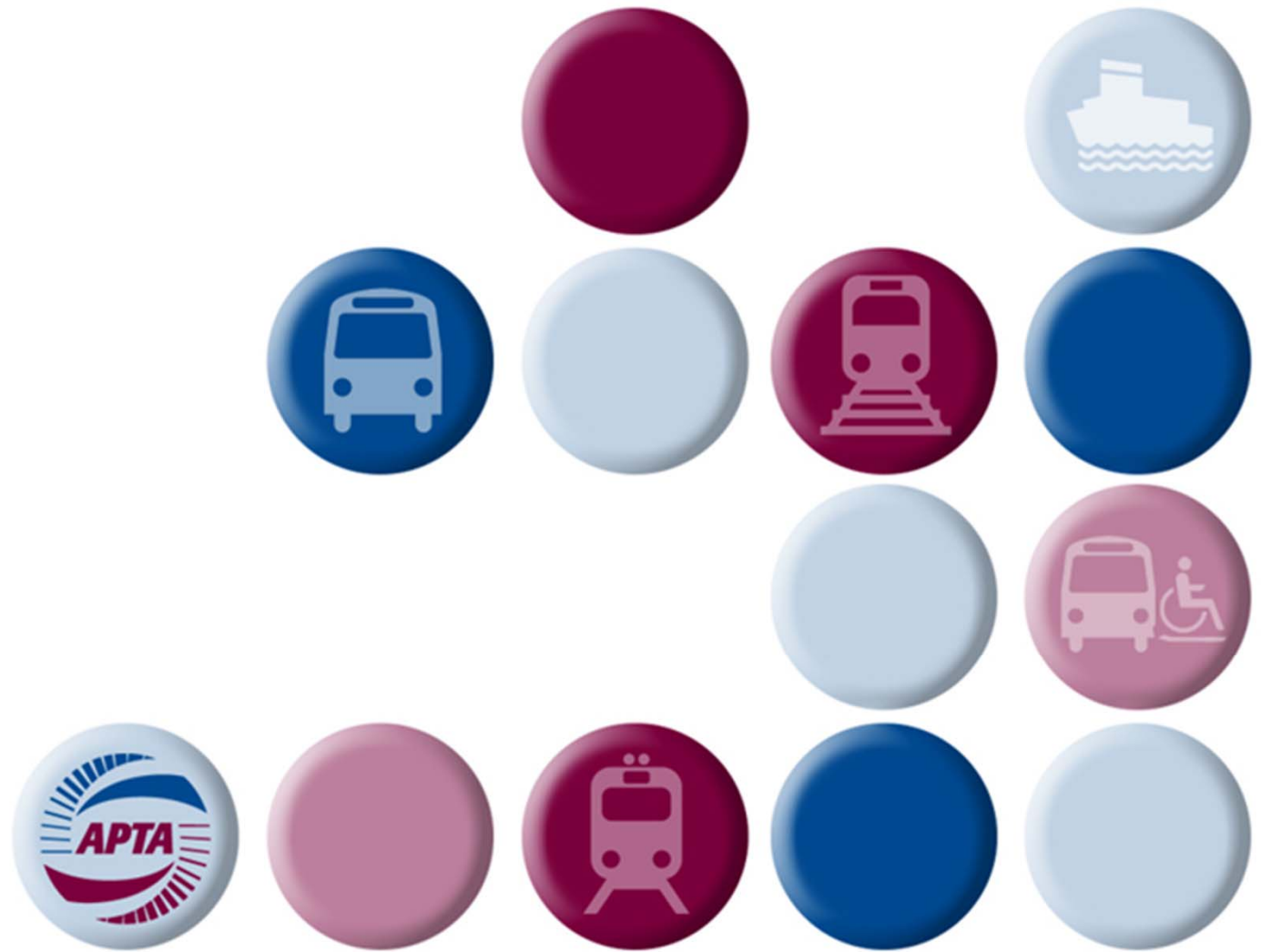


APTA Governance and Bylaws Review
Recommendations for a Stronger, More Unified and Inclusive APTA
Doran J. Barnes, APTA Chair, February 11, 2017



The Two Core Issues:

1. Composition of the Board & Executive Committee, and the Process for Nominations.
2. Responsibilities of the Board & Executive Committee.



Key Dates & Actions:

- May – October, 2016: Governance & Bylaws Review Task Force conducts outreach, deliberates on issues, and develops recommendations.
- October 22, 2016: Executive Committee unanimously endorses a proposed blueprint.
- January 21, 2017: APTA Board vote closes, with overwhelming support for the proposed bylaws.
- January 26, 2017: Package sent to the APTA membership for approval. Approval by an absolute two-thirds of the APTA membership is required (plural voting).

Task Force Leadership:

Chair:

- Nuria Fernandez, General Manager, Santa Clara Valley Transportation Authority

Co-Chairs:

- David Stackrow, Chairman, Capital District Transportation Authority
- Chuck Wochele, Managing Partner/Owner, TransitConsult, LLC

Ex-Officio Members:

- Doran Barnes, Chair, APTA
- Nathaniel Ford, Vice Chair, APTA
- Kim Green, Secretary/Treasurer, APTA



Task Force Membership:

- Valarie J. McCall
- Chris Boylan
- Andre Gibson
- Sharon Greene
- Jeff Hamm
- Leanne Redden
- Maxine Wortham
- Angela Iannuzziello
- Dave Turney
- Jeanne Krieg
- Marla L. Lien
- Paul Jablonski
- Michael Allegra
- Kevin Holzendorf
- Donna McNamee
- Lee Gibson
- Lester Bryant
- Alan Wulkan
- J. Barry Barker
- Paul Skoutelas
- Mike Schneider
- Peter Varga
- Natalie Cornell
- Mike Scanlon
- Rick Bacigalupo
- Hugh Mose
- Christian T. Kent
- Kelly Coyner



Board of Directors:

- Preserve the notion of a broad-based Board (104 members).
- Establish a clear set of defined responsibilities.
- Establish itself as the “strategic body.”



Strategic Responsibilities of the Board:

- Focus on broad strategic issues:
 - Legislative strategy
 - Association finances
 - Strategic goals
 - Board policy matters
- Authority to approve APTA's Annual Budget
 - Based on recommendations from the Executive Committee and Finance Committee
- The APTA President/CEO shall be hired, have his or her position extended, and, as necessary, be dismissed by the Board.

Executive Committee:

- Seats on the Executive Committee should align with strategic segments of the APTA membership.
- The 25-member Executive Committee would:
 - continue its longstanding oversight of programs, initiatives, and policies;
 - be responsible for the performance evaluation of the President/CEO, with appropriate reporting to the Board; and
 - report regularly to the Board on its actions and decisions.



Additional Issues:

1. Clarify that the APTA counsel represents the legal entity of APTA.
2. Clarify quorum requirements.
3. Conforming and Technical Changes/Clarifications.



Your Action Is Needed:

PLEASE VOTE!

Officers or officials of APTA member organizations are urged to vote and please encourage colleagues to vote as well:

- Vote in response to my email of January 26, or any subsequent email from me.
- Paper ballots are available here today. Please contact APTA Chief Counsel Linda Ford.
- We need your help in spreading the word and helping us get out the vote!

Time for discussion/questions

Thank you for your time and attention!

