



MEMORANDUM

TO: Jeanne Stewart, RTC Board Chair
FROM: Matt Ransom, Executive Director
DATE: March 7, 2017
SUBJECT: RTC Bylaws Committee Process

BACKGROUND

Per the RTC Bylaws, the Bylaws of RTC shall be reviewed every five years. The most recent review was in 2012, with adoption of revised Bylaws at the December 2015 RTC Board meeting.

RTC DUES REVIEW SUB-COMMITTEE PROCESS

The Board Chair shall convene a sub-committee of the Board named the Bylaws Committee. This Committee shall consist of 3-5 members of the Board. The Vice-Chair to the Board shall chair the Bylaws Committee.

The Bylaws Committee will review the Bylaws for current best practice and ease of administration. The Bylaws stipulate that the Bylaws Committee shall put forward revisions to the Board, prior to Board action.

The proposed composition of the Bylaws Committee is as follows:

Sub-Committee Members:

- 1 - Clark County (MPO County)
- 1 - City of Vancouver (MPO Large City)
- 1 - City of Ridgefield (MPO Small City) *Committee Chair*
- 1 - C-TRAN (Special District)
- 1 - WSDOT (Special District)

RTC Staff & Legal Review

- Executive Director
- General Counsel (Ted Gathe)

Committee Meeting Process

The review of the Bylaws may focus on implementing any changes in policy, clarifying existing language, and reorganizing for ease of administration. Work completed by staff to date includes a complete review of the Bylaws and a matrix of potential amendments has been identified and will be presented to the Bylaws Committee.

Overall, the review process will be concise with clear goals established early on to ensure timely production of analysis and policy review. The proposed schedule is as follows:

Bylaws Committee Schedule:

- 3-4 Meetings (*more if needed*), with recommendation to full Board upon recommendation from Sub-Committee at conclusion of process
- Schedule:
 - o Start-up in April/May 2017
 - o Completion of Committee work by September 2017
 - o Briefings with Board – Fall 2017
 - o Board Action – December 2017

LOGISTICS

All meeting logistics will be managed by RTC staff. Sub-Committee involvement will likely occur in meeting settings and supplemental information will be distributed via email or other communication means.