

## JAUNT Board of Directors Committee Structure

February 14, 2018

### General Rules

- **Committee Chair:** Each committee should have a chair, appointed by the full Board of Directors. Each BOD member should be encouraged (it could be a requirement in the by-laws) to participate in at least two committees. No vice-chair or secretary is needed. Absence of chair would default to staff to run the meetings.
- **Quorum:** They should be required to have a quorum of at least three members.
- **Full Report to Board:** All committees are expected to report to the full Board on its discussions, actions and recommendations. No committee will take action independent of the full Board's consent. Board members are asked to serve on at least two committees.
- **Meeting Format:** Format of the committee meetings will be less procedural, and more general discussion in order to provide clear direction to staff.
- **Summaries In-Lieu of Minutes:** Because committee members and staff are expected to engage in productive dialogue committee minutes are not required. In-lieu of minutes, and to ensure there is general documentation of committee actions and recommendations, each committee chair shall submit to the Board a summary of the committee meeting. These will include specific direction to staff and action taken. Chair summaries will be included in the Board's minutes and subsequent approval.
- **Format, Timing, Materials:** Each committee chair shall have the flexibility to establish with each responsible staff the format, place, time, length, conveyance of materials and other matters that relate to the productive outcomes of the committee meetings.
- **Teleconference Options:** Meetings can be conducted via teleconference calls if no action is required.

### **Executive Committee**

Membership – Elected Officers plus one additional Board member

Meeting Frequency – As called by Board President

Meeting Dates – As needed

Staffing – Lead: Executive Director; and Leadership as needed. Staff time will reflect the current amount of staffing needed for this existing committee.

Purpose/Responsibilities – The Executive Committee's responsibilities include oversight/review of the Board's rules and structure, evaluation of the performance of the Executive Director, property management, asset management, personnel issues that are requests to be heard by any staff, legal issues, policy development and review, review of major capital projects, and any decisions that encumber JAUNT legally or financially beyond the approved budget or any approved financial plan.

### **Finance Committee**

Membership – The Chair is appointed by the Board of Directors. General board membership is voluntary and adopted by the full Board of Directors. All members are appointed at the first full Board of Directors meeting of the fiscal year.

Meeting Frequency – Minimum of three times a year: Required meeting purposes that impact the frequency include review and recommendations for draft budget, end of year financial statement, preliminary budget for funding requests, and final budget for new fiscal year.

Meeting Dates – A consistent day and time of the following months: August, October, and April

Staffing – Lead: Assistant Executive Director of Administration; supported by Finance Manager and Leadership as needed. Staff will need to dedicate more time to this committee in order to prepare members and facilitate the discussions that have traditionally been held at the full Board level. The additional time is related to preparing materials for discussion, however staff already prepares the expected material for internal review.

Purpose/Responsibilities – All aspects of JAUNT’s financial planning, recommendation and monitoring; financial planning, budgets, personnel compensation and market analysis, grant applications, financial statements, review of internal controls (and related processes and policies) and procurements

### **Advocacy and Engagement Committee**

Membership –The Chair is appointed by the Board of Directors. General board membership is voluntary and adopted by the full Board of Directors. All members are appointed at the first full Board of Directors meeting of the fiscal year.

Meeting Frequency – As needed

Meeting Dates – As needed

Staffing – Executive Director; and Leadership as needed. This committee is expected to require more time from the Executive Director and leadership in order to prepare and implement the advocacy. With the new strategic focus of the Board, this is to be expected. To help staff manage the expectations it would be helpful for this committee to prioritize staffs’ efforts, and participate in some efforts themselves.

Purpose/Responsibilities – To develop, recommend and implement ways to engage the region’s elected leaders, community leaders and the entities that support JAUNT. The committee will also recommend to the Board approaches to advocating for JAUNT’s interest in regional, state and federal regulatory and legislative initiatives. This committee differs from marketing and outreach in that it seeks to engage stakeholders on specific aspects of JAUNT and the issues that may impact JAUNT, versus a general broadcast of outreach.

### **Training and Safety Committee**

Membership –The Chair is appointed by the Board of Directors. General board membership is voluntary and adopted by the full Board of Directors. All members are appointed at the first full Board of Directors meeting of the fiscal year.

Meeting Frequency – Minimum of three times a year to review safety performance and training outcomes. It is recommended they would meet July to review past safety performance and resources needed for the pending proposed budget for the following fiscal year and April to discuss resources for the upcoming budget proposals.

Meeting Dates – As called by the chair

Staffing – Lead: Assistant Executive Director of Operations; supported by Training Manager and Leadership as needed. Staff will need to dedicate more time for meeting discussions and presentation of materials and outcomes. However, this additional time obligation will assist staff with improved accountability, reporting and assessment of outcomes.

Responsibilities – Work with staff on the safety and training of JAUNT’s operations program. This includes the new staff/driver training program and the refresher training efforts. The committee will review and help assess the safety outcomes to help tie training to improved safety.

## **Marketing and Outreach Committee**

Membership –The Chair and Vice-Chair are appointed by the Board of Directors. General board membership is voluntary and adopted by the full Board of Directors. All members are appointed at the first full Board of Directors meeting of the fiscal year.

Meeting Frequency –At least once a year to review and recommend an annual outreach and marketing plan.

Meeting Dates – As needed

Staffing – Lead: Assistant Executive Director of Operations; supported by Marketing/Outreach Manager and Leadership as needed. This committee will require more staff time to prepare and engage the committee members. However, the time spent will be offset by time saved with better clarity of the BOD's expectations.

Responsibilities – Discuss all marketing and outreach efforts. Including the outreach and interaction with other agencies and organizations, such as the work of the Mobility Manger. This committee would make recommendation to the BOD for funding related to marketing needs.

## **Planning and Technology Committee**

Membership –The Chair is appointed by the Board of Directors. General board membership is voluntary and adopted by the full Board of Directors. All members are appointed at the first full Board of Directors meeting of the fiscal year.

Meeting Frequency – As needed

Meeting Dates – As needed

Staffing – Lead: Assistant Executive Director of Administration; supported by Planning and Information Technology Managers and Leadership as needed. This committee will provide direction on two emerging aspects of JAUNT that have not previously been specifically discussed by the BOD. This means it will require more time from staff to prepare and engage committee members. However, the staff time dedicated is considered a good investment because it will provide clarity for JAUNT's priorities, as well as a "sounding board" for how best to communicate new initiatives.

Responsibilities – Discuss and provide direction of JAUNT's service planning and its technology platform. The committee will help staff review and assess the performance of its services, and recommend changes to better achieve its strategic goals. Service planning will go deeper in the details to evaluate how best tweak services to respond to community needs, and how to best communicate the information. The technology aspect includes how best to position JAUNT's resources for effective internal use, and external availability. This committee would make recommendation to the BOD for funding related to technology needs.

**JAUNT's Board of Directors** main meeting would now meet six times a year, preferably every other month. The optimal months identified by staff would be:

**January** – Primary reasons: Public Hearing for applications, authorize Executive Director to execute grants, adopt draft budget for grant submissions, and finalize strategic priorities

**March** – Primary reasons: Major policy analysis reports and updates

**May** – Primary reasons: Review salary and benefits market survey, discuss and develop Two-Year Fiscal Plan, and provide budget and policy direction for future budget development

**June** – Primary reasons: Adopt final budget to begin operations of new fiscal on July 1

**September** – Primary reasons: Review passenger and agency survey information, review draft budget for funding requests, and annual report

**December** – Primary reasons: Holiday party and strategic plan review