



Motion No. M2021-47

A motion of the Board of the Central Puget Sound Regional Transit Authority authorizing the first of three one-year employment agreement extensions to retain Peter M. Rogoff as Sound Transit's chief executive officer.

Background

In November 2015, the Board adopted Motion No. M2015-109 to appoint Peter M. Rogoff as Sound Transit's chief executive officer and directed the Board Chair to negotiate an employment agreement consistent with the terms and conditions adopted by the Board.

In December 2015, the Board adopted Motion No. M2015-125 to approve an agreement to employ Mr. Rogoff as Sound Transit chief executive officer for a period of three years and one month, beginning January 1, 2016 and ending January 31, 2019.

In November 2018, through Motion No. M2018-155, the Board approved an employment agreement to retain Peter M. Rogoff to serve as Sound Transit's chief executive officer for a three-year and one month term (December 1, 2019 through December 31, 2021), with three one-year options covering the period January 1, 2022 through December 31, 2024 if agreed to and approved by the Board.

The terms of the agreement remain the same for this one year extension, from January 1, 2022 through December 31, 2022. The employment agreement contains standard employment terms and contains the following terms and conditions:

- The term of the employment agreement is three years, beginning December 1, 2018 and ending December 31, 2021, and renewing for three one-year periods (ending December 31, 2024) upon agreement of the parties and approval of the Board 90 days in advance.
- The annual base salary is \$365,000, effective on December 1, 2019. The base salary will be evaluated annually and adjusted at the Board's discretion in accordance with Sound Transit's compensation, salary and performance management guidelines currently in effect for agency employees. Mr. Rogoff will be paid an additional \$416.33 per month (\$5,000 annualized) for miscellaneous routine business expenses he may incur. The Board may authorize an additional annual performance award, in accordance with the agency's contribution and performance award policy and guidelines currently in effect.
- Mr. Rogoff will participate in the retirement and deferred compensation plans available to all employees. Sound Transit is required by law to contribute an amount equal to 12% of his annual base salary to his 401(a) retirement account. Sound Transit also will contribute the maximum allowable amount, not to exceed \$24,000, to his 457(b) deferred compensation retirement account.
- Sound Transit will provide the standard benefits (e.g., medical, dental, vision and ORCA pass) and flexible spending arrangement available to all employees.
- Mr. Rogoff will receive \$2,500 as an annual allowance to facilitate the CEO's continued eligibility for federal retiree benefits.
- Mr. Rogoff will accrue 30 days paid vacation and 12 days paid sick leave annually in accordance with Sound Transit's policies and procedures.
- Sound Transit will provide equipment and supplies necessary for a home office and reimbursement for a personal mobile phone consistent with agency's policies.

- The Board may terminate the employment with or without cause. If terminated without cause, or if Mr. Rogoff voluntarily resigns for good reason, he will receive a severance package of salary and benefits equivalent to one year's compensation if within the first three years of the contract or the first renewal year, or six months' compensation if within the second or third renewal year.
- If the Board elects not to renew the agreement for the first renewal year, Mr. Rogoff will receive a severance package of salary and benefits equivalent to one year's compensation. If the Board elects not to renew the agreement for the second or third renewal year, Mr. Rogoff will receive a severance package of salary and benefits equivalent to six months' compensation.
- The agreement does not provide for mandatory arbitration, but instead requires that all legal proceedings be commenced in state and federal court.
- The agreement includes a one-year prohibition against CEO soliciting or recruiting Sound Transit employees to work elsewhere.

Motion

It is hereby moved by the Board of the Central Puget Sound Regional Transit Authority that the first of three one-year options to extend the employment term for one year is exercised to retain Peter M. Rogoff as Sound Transit's chief executive officer for the period January 1, 2022 through December 31, 2022.

APPROVED by no less than a 2/3 affirmative vote of the entire membership of the Board of the Central Puget Sound Regional Transit Authority at a regular meeting thereof held on _____
_____.

Kent Keel
Board Chair

Attest:

Kathryn Flores
Board Administrator