

**RESOLUTION NO. R2018-41**  
**Board Committee Responsibilities**

A RESOLUTION of the Board of the Central Puget Sound Regional Transit Authority updating the Board Committee Responsibilities and superseding Resolution No. R2010-19 and Motion Nos. M2010-29, M2010-30 and M2010-31.

WHEREAS, the Central Puget Sound Regional Transit Authority, commonly known as Sound Transit, was formed under chapters 81.104 and 81.112 of the Revised Code of Washington (RCW) for the Pierce, King and Snohomish Counties region by action of their respective county councils pursuant to RCW 81.112.030; and

WHEREAS, Sound Transit is authorized to plan, construct and permanently operate a high-capacity system of transportation infrastructure and services to meet regional public transportation needs in the Central Puget Sound region; and

WHEREAS, in general elections held within the Sound Transit district on November 5, 1996, November 4, 2008 and November 8, 2016, voters approved local funding to implement a regional high-capacity transportation system for the Central Puget Sound region; and

WHEREAS, the standing Board committees serve to advise and assist the Board in the performance of its duties; and

WHEREAS, the Board periodically reviews the structure of its standing Board committees to ensure that committee responsibilities align with the priorities and work of the agency; and

WHEREAS, the Board appoints Board members to each standing committee.

NOW, THEREFORE, BE IT RESOLVED by the Board of the Central Puget Sound Regional Transit Authority that Resolution No. R2010-19 and Motion Nos. M2010-29, M2010-30 and M2010-31 are hereby superseded with updated Board Committee Responsibilities, which are hereby adopted as follows:

**1.0 Scope**

1.1 This policy establishes the standing Board committees and describes their responsibilities and delegated authority.

**2.0 Policy**

**2.1 Executive Committee**

2.1.1 The Executive Committee carries out responsibilities such as reviewing:

2.1.1.a The Board's rules, operating procedures and governance structure.

2.1.1.b Policies and providing recommendations to the Board.

2.1.1.c The state legislative agenda, government relations strategies and related transactions.

2.1.1.d Strategies and transactions for systemwide programs, such as system access, innovation, sustainability, transit oriented development and surplus property, and providing recommendations to the Board.

- 2.1.1.e Proposed annual budgets for systemwide programs and providing recommendations to the Finance and Audit Committee and/or Board.
- 2.1.1.f Contract reports related to systemwide programs.
- 2.1.1.g The performance of the chief executive officer (CEO).
- 2.1.2 The Board delegates final approval authority to the Executive Committee for transactions related to its responsibilities above the CEO's approval level and within the amounts established in the Procurement, Agreements and Delegated Authority Policy or other Board authorization.
- 2.1.3 The Executive Committee may act in lieu of the Board in an emergency or special circumstance, subject to ratification by the Board.

## 2.2 Finance and Audit Committee

- 2.2.1 The Finance and Audit Committee carries out responsibilities such as reviewing:
  - 2.2.1.a The agency's financial plan and compliance with voter-approved financial policies.
  - 2.2.1.b Financial statements including any significant accounting or reporting issues or complex or unusual transactions.
  - 2.2.1.c Performance against capital and operating budgets.
  - 2.2.1.d Strategy for the agency's asset liability management and monitoring investment and debt performance and risks.
  - 2.2.1.e The approach for developing the annual budget.
  - 2.2.1.f The proposed annual budget upon recommendations from other committees.
  - 2.2.1.g The agency's risk management efforts.
  - 2.2.1.h Scopes, approaches and results of external and internal audits and monitoring the agency's response to audit findings.
  - 2.2.1.i Internal audit plans and selecting the annual performance audit topic.
- 2.2.2 The agency's internal audit director has direct access to and communication with the chair of this committee.

## 2.3 Rider Experience and Operations Committee

- 2.3.1 The Rider Experience and Operations Committee carries out responsibilities such as reviewing:
  - 2.3.1.a Activities and communications affecting the rider experience.
  - 2.3.1.b Operating plans, transit services and business models.
  - 2.3.1.c System enhancement and state of good repair projects consistent with the transit improvement plan.
  - 2.3.1.d Strategies for maintenance, fleet and facility plans and providing recommendations to the Board.
  - 2.3.1.e Administrative programs that support agency operations.

- 2.3.1.f Proposed annual budgets for system enhancement projects, state of good repair projects and agency operations and providing recommendations to the Finance and Audit Committee and/or Board.
- 2.3.1.g Contract reports related to agency operations and administration.
- 2.3.2 The Board delegates final approval authority to the Rider Experience and Operations Committee for transactions related to its responsibilities above the CEO's approval level and within the amounts established in the Procurement, Agreements and Delegated Authority Policy or other Board authorization.

**2.4 System Expansion Committee**

- 2.4.1 The System Expansion Committee carries out responsibilities such as reviewing:
  - 2.4.1.a Progress of system expansion projects consistent with the transit improvement plan.
  - 2.4.1.b Strategies for project development and delivery and providing recommendations to the Board.
  - 2.4.1.c Scope, schedule, budget, risks, construction activities, external engagement and claims for system expansion projects.
  - 2.4.1.d Proposed annual system expansion project budgets and providing recommendations to the Finance and Audit Committee and/or Board.
  - 2.4.1.e Contract reports related to system expansion.
- 2.4.2 The Board delegates final approval authority to the System Expansion Committee for transactions related to its responsibilities above the CEO's approval level and within the amounts established in the Procurement, Agreements and Delegated Authority Policy or other Board authorization.

**3.0 References**

- 3.1 Resolution No. R1-1 Amended Board Rules and Operating Procedures
- 3.2 Resolution No. R2018-40 Procurement, Agreements and Delegated Authority Policy
- 3.3 Resolution No. 81-2 Code of Ethics

ADOPTED by the Board of the Central Puget Sound Regional Transit Authority at a regular meeting thereof held on September 27, 2018, to be effective on January 1, 2019.

  
Dave Somers  
Board Chair

ATTEST:

  
Kathryn Flores  
Board Administrator