

Civil Rights Committee Charter

Committee Purpose:

The function of this committee is to

- Receive status/update reports from all components of the Civil Rights Department for review to ensure that RTD's continuing civil rights responsibilities/obligations are being fulfilled. The components of the Civil Rights department are Equal Employment Opportunity (EEO), Small Business Organizations (SBO), and Americans with Disabilities Act (ADA). See Bylaws (11/29/16) Art. VI, p.16.
- Inform the RTD Board of Directors regarding progress and changes that may impact on RTD's ability to identify, execute and monitor opportunities for significant participation by the small business community, disadvantaged business enterprises, and other entities as covered under the Civil Rights provisions.
- Assist with the development and implementation of strategies to improve the understanding of, and support for, the District's Civil Rights Programs, objectives, goals and to foster positive and effective ongoing relationships with the RTD's internal personnel, and the external business community and stakeholders including the community at large.

Operating Procedures:

- By close of business on Wednesday of the week preceding the committee meeting, the Civil Rights Department Senior Manager will submit the agenda, along with the appropriate Board reports, updates, or other documentation, by way of the IQM2 paperless packet system or its successor. The agenda will normally follow the order: Recommended action, updates, other matters, and next meeting date. The Committee Chair has the discretion to change the order as needed. See Bylaws (11/29/16) p. 15.
- The agenda and backup will be included in the Board packets sent to each Director on the Thursday preceding the committee meeting.
- During the committee meeting, staff will review or present the agenda items as appropriate and discuss any items of concern.
- The Committee Chair should call for a motion on any action item, following Robert's Rules (the Board's established parliamentary authority) in the discussion of the item.
- Items that are moved forward by a motion and properly discussed will be voted on. A majority vote is required to move an action forward to the full Board for approval.

- The currently adopted Board of Directors Operating Guidelines are to be followed at all meetings.

Authorization:

- CRS sections 32-9-109.5 and 32-9-114 of the RTD Act describe the administrative powers and authority given to the RTD Board of Directors. The Board Bylaws provide further descriptions of standing committees. A standing committee can take a vote on an action to move it forward to the full Board at a regular Board meeting, but the action is not official until approved at a formal Board meeting.

Membership and Leadership Composition:

- Each year the newly elected Chair of the Board will appoint the Chair and Vice Chair of the Civil Rights Committee.
- The Civil Rights Committee is a standing committee of the whole.
- As a body of elected officials, the standing committee of the whole allows maximum participation and representation of the respective Districts in the decision making process.
- All Board members are participating and voting members of this committee.
- A quorum is reached with five members participating.

Roles and Responsibilities:

- **Chair of the Committee:**
 - Works with the Civil Rights Senior Manager to develop and approve agenda for the semi-annual meetings.
 - Chairs/facilitates committee meetings following established Board protocols and parliamentary procedures.
 - Discusses items on the committee agenda and calls for a vote on recommended action items to move before the full Board at a formal Board meeting.
 - Follows the established order for the agenda as approved the in Board Bylaws but maintains flexibility to change when appropriate.
 - Maintains the proper communications flow and order for involvement and balanced participation of Board members.
 - Can make the decision to invite public comment or speaker if appropriate.
 - Appoints working groups or sub-committees as needed on specific issues.

- Can request Executive Session on items that are allowed per Colorado Open Meetings Law. CRS statute must be properly quoted, posted and noticed.
- **Vice-Chair of the Committee**
 - Performs all Committee Chair responsibilities in the absence of the Committee Chair.
- **Committee Members:**
 - Preview presentation/materials provided by staff before the meeting and come prepared to discuss or take appropriate action on items brought before the committee.
 - Attend meetings regularly.
 - Review committee minutes.

Reporting Requirements:

- All committee meetings are noticed and recorded per open meetings/open records requirements.
- Meetings with three or more Board members are considered open meetings and must be noticed and posted at least 24 hours before the meeting.
- All meetings must have an approved agenda.
- Minutes of each meeting are taken and included in the monthly Board agenda for the formal Board meeting.
- The minutes are a record of the proceedings of the Board and primarily consist of the meeting attendance, recommended actions and updates, motions, vote records, and essential ministerial information.
- Minutes are reviewed by the Committee Chair and the Civil Rights Senior Manager.
- Minutes from the meetings are permanent records and retained in the Board office via the Laserfiche document management system or per the document management or record storage system that is used by the agency at that time.
- The minutes of each meeting, along with the meeting's video recording and full-text transcript, are made available to the public via the Meeting Portal within a reasonable time after the meeting.

Staffing Requirements:

- Board members rely on the Civil Rights Senior Manager and designated staff for preparation of presentations, Board reports, and other materials used in the committee meetings.

- The Civil Rights Senior Manager and any designated staff participate in meetings, address any questions or concerns raised by Board members on a particular item, and submit any reports specified by the Board.
- The Civil Rights Senior Manager or designated staff perform analysis and provides follow-up to Board members on requested items.
- The Civil Rights Senior Manager (or designee) meets with Board members in one-on-one sessions or as requested to brief Board members on a particular issue.
- The Civil Rights Senior Manager reviews the agenda with the Committee Chair prior to the committee meeting.

Meeting Schedule and Process:

- The Civil Rights Committee meets twice each year, usually at 5:30 p.m. on the first Tuesday in April and October or at such other time as is decided upon by the full Board members.
- The order of the Civil Rights Committee, Government Relations Committee, and Planning/Capital Programs & FasTracks Committee meetings alternates on a monthly basis.
- Special committee meetings may be called at the discretion of the Committee Chair and with consent from the Chair of the Board.
- Prior to the meeting, the Committee Chair and Vice-Chair meet with the Civil Rights Senior Manager or his designee to discuss or review the agenda and any items of concern.

The Chair or Vice Chair have the flexibility to change the order of the agenda when deemed appropriate but should keep in mind that the purpose for doing recommended items first is to ensure a quorum is still present for voting the motion forward.

Approval Process:

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- Provided that there is a quorum of at least five Board members, a majority committee vote can advance an item forward.
- After a recommended action has been approved by the committee, the recommended action may be approved for final action during an official Board meeting either by:
 - An affirmative vote of at least eight Directors present and voting (CRS section 32-9-116(3)); or
 - In the case of action relating to the authorization of the construction of a regional fixed guideway mass transit system in any corridor, an

affirmative vote of a two-thirds majority of the board membership (i.e., at least 10 Directors) (CRS section 32-9-107.7(1)).

- Action items are placed on the Board agenda either under unanimous consent or recommended action according to whether the committee passed the item forward unanimously or with any opposing votes.
- A new item may be discussed for recommended action if brought forth by three or more committee members and provided to the Executive Manager of the Board in writing by Wednesday of the week preceding the committee meeting. This item must include all required elements of a recommended action, including any corresponding General Manager goals and financial impact.
- An action item passed by committee does not become an official action of the District unless approved in the formal Board meeting.