

Board Committees

Committee Composition. Beginning January 1, 2022, standing committees will no longer be committees of the whole. Standing committees will be composed of between five and seven members as determined by the Executive Committee.

Standing Committees. The four standing committees will be as follows:

- **Finance and Planning Committee** – Responsible for agency financial matters, including but not limited to budget and monthly financial statement review, determination of the fiscal impact of all Board actions, and long-range planning and capital projects
- **Operations and Safety Committee** – Responsible for operational matters, including all contracted and non-contracted bus, rail, paratransit, and microtransit services, as well as safety and security matters
- **Performance Committee** – Responsible for performance management of the General Manager and CEO and the GM/CEO's contract and annual comprehensive performance evaluation, as well monitoring metrics as to the agency's performance related to the Strategic Plan success outcomes
- **Executive Committee** – Responsible for agenda review for each regular meeting of the Board and addressing ministerial matters affecting the Board, public affairs, external relations, and legislation

Executive Committee. The Executive Committee will consist of five officers, including the Chair, First Vice Chair, Second Vice Chair, Secretary, and Treasurer. The process for nomination and selection of members will mirror recent practices, and officers will serve for a term of one year.

Committee Membership. Based upon Directors' stated interest in serving on standing committees, the Executive Committee will select the membership for each committee, and the Board will ratify the selections.

Committee Chairs. The Chairs and Vice-Chairs will be selected by the members of the committee. The term of each committee chair and vice chair will be one year.

Quorum. For standing committees of five members, a quorum necessary to conduct business will be reached with three Directors present and participating, whether in person or attending virtually. For committees of six or seven members, a quorum will be reached with four Directors present and participating.

Audit Committee. A separate, independent Audit Committee will also be created. The committee's composition, structure, operation, processes, and procedures, including the quorum necessary for the committee to conduct business, will align with the International Professional Practices Framework of the Institute of Internal Auditors as suggested by the contracted independent audit consultant and separately ratified by the Board.



Meeting Schedule. Meetings will be scheduled as follows:

- The Finance and Planning Committee and the Operations and Safety committee will typically be scheduled for the second Tuesday and the following Wednesday of each month, after 5:30 p.m., except as stated in bullet point 3.
- The Board Meeting will typically be scheduled for the fourth Tuesday of every month, except as stated in paragraph c. When no recommended actions must be addressed during a Board Meeting in a given month, the Board reserves the option to cancel the meeting.
- Unless the agency's business needs require otherwise, no standing committee meetings or monthly Board Meetings will be scheduled in August or December of each year.
- Executive Committee meetings will be typically scheduled for noon on the third Thursday of each month.
- Performance Committee and Audit Committee meetings will be scheduled as necessary to fulfill the committees' responsibilities.

Public Comment. Public commentary germane to the topics listed in the published meeting agenda for the current and immediately preceding month will be taken at the beginning of each committee meeting. The Board Office has established a process where individuals can submit comments in advance via email to RTD.BoardOffice@rtd-denver.com. Any comments received will be incorporated into the public record of the appropriate meeting by way of a pdf attachment of the email to the end of the meeting transcript.