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Public notice was given to *The Register-Guard* for publication on June 13, 2006.

**LANE TRANSIT DISTRICT
BOARD OF DIRECTORS
AD HOC COMMUNICATION & PROCESS COMMITTEE**

**June 15, 2006
8 a.m.**

**LTD CONFERENCE ROOM
3500 E. 17th Avenue, Eugene
(off Glenwood Blvd.)**

Public testimony will not be heard at this meeting

AGENDA

- I. CALL TO ORDER
- II. ROLL CALL
Eyster _____ Gant (chair) _____ Gaydos _____
- III. APPROVAL OF MINUTES (January 26, 2006)
- IV. BOARD OFFICER ELECTIONS Discussion
- V. PENSION TRUSTEES Attachment
- VI. POLICY ON TESTIMONY Discussion
- VII. NEXT MEETING
- VIII. ADJOURNMENT

BOARD COMMUNICATION & PROCESS COMMITTEE AGENDA ITEM SUMMARY

DATE OF MEETING: June 15, 2006

ITEM TITLE: State legislative policies and procedures

PREPARED BY: Linda Lynch, Assistant General Manager

ACTION REQUESTED:

BACKGROUND: The purpose of a recommended policy is to provide current information about the progress and substance of the legislative sessions to the Board of Directors, to keep the Board "in the loop".

Suggested for inclusion in such a policy are the following points:

- Board would meet with staff and contract lobbyist prior to legislative sessions for general discussion of issues and priorities (November or December)
- One board member would be assigned (or volunteer) to review the bill log, receive regular legislative updates from LTD lobbyist and from the Oregon Transit Association lobbyist (less regularly)
- Staff would proceed to or continue to respond to issues affecting transit in general, operational issues (such as workers' comp, public records, open meetings, road authority laws) unless the Board member reviewing bills wishes to bring issue to the Board or a Board committee for direction to staff
- Board positions should reflect consensus and individual board members would not publicly disagree with adopted policies or positions.

RESULTS OF RECOMMENDED ACTION:

An adopted policy would make at least one board member an active part of the review of legislative measures.

ATTACHMENT:

PROPOSED MOTION:

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MINUTES OF COMMUNICATION AND PROCESS COMMITTEE MEETING
LANE TRANSIT DISTRICT BOARD OF DIRECTORS

January 26, 2006

Pursuant to notice given to *The Register-Guard* for publication on January 24, 2006, and distributed to persons on the mailing list of the District, a meeting of the Lane Transit District Board of Directors *Ad Hoc* Communication and Process Committee was held at 7:30 a.m. on Thursday, January 26, 2006, in the District's conference room at 3500 E. 17th Avenue, Eugene.

Present:

Mike Eyster
David Gant, Chair
Gerry Gaydos
Mark Pangborn, Assistant General Manager
Linda Lynch, Government Relations Manager
Andy Vobora, Director of Marketing and Communications
Jo Sullivan, Clerk of the Board/Minutes Recorder

CALL TO ORDER: The meeting was called to order at 7:35 a.m. by Committee Chair David Gant. All were present.

LEGISLATIVE PROCESS: Ms. Lynch discussed past practices during the legislative process. She explained that generally LTD worked for more funding for paratransit services and watched for things that could affect how LTD does business. She noted that about 3,000 bills were introduced during each legislative session, and only about a dozen had an impact on transit. She outlined three options for the process in the future: (1) the process could remain the same as in the past and the Board may not know every bill staff were working on; (2) staff could prepare a document similar to the one in the packet that was used by the Ulum group; or (3) a Board committee could review a lot of the bills. Ms. Lynch added that an Oregon Transit Association lobbyist condensed the issues better than any one agency did.

Mr. Eyster and Mr. Gant said that they definitely did not feel the need for a committee.

Mr. Gant said that his issue was knowing what the issues were and which ones the Board should be involved in. Another issue for him was how staff knew how something related to standard policy, and whether there was a policy. He said that the elected board issue surprised him. Ms. Lynch said that this issue was in her monthly report, but maybe it was not clear that staff had been working on this bill.

Mr. Gaydos suggested that the Board could have a policy that says what needs to be brought to the Board prior to action by staff; those would be governance issues.

Mr. Gant thought it would be good to have some level of consistency so that the Board and staff would have a better understanding of how those decisions were made. He said that this could be as simple as talking about them, as the Committee was doing.

Ms. Lynch said that sometimes staff brought issues back to the Board to say, "This is why you should care about this issue." She thought it might be good to have someone on the Board read the list or summary of bills during the legislative session. Mr. Gant suggested that this could be done at least once before the session. He did not think the structure needed to be really defined, but that there should be some discussion. Mr. Pangborn said that the Board could use a one-hour work session before the legislative session, with a reminder that the session would begin, what the process was, etc.

FUTURE BOARD MEETINGS: Mr. Gant suggested short 15-minute segments once in awhile with the lawyers who represent the Board, so the Board would be a little clearer on how they could communicate with the attorneys. He also suggested a discussion on how the Board relates to the general manager. That could include quick discussions on how the Board and general manager were doing. He wondered if the Board could be more helpful to staff. Mr. Pangborn suggested that staff and the Board could discuss governance, finance, and operations to get to the issues Mr. Gant was talking about. Occasional discussions could be held with the attorneys, almost like the orientation sessions for new Board members.

Mr. Eyster said that his orientation session with the attorney was right on target, but he did not know for four or five months that LTD employed a lobbyist.

Mr. Gant suggested also discussing LTD's proper role in selection of new Board members, and what they should and should not do, to improve the Board's and staff's understanding about how that happens.

In response to Mr. Gant's comments about the recruitment of Board members, Mr. Pangborn said that sometimes it was clear who was planning to ask for reappointment. Otherwise, staff worked with the Governor's office to get the word out about vacancies.

Mr. Pangborn stated that sometimes Board members got dropped into issues without prior time to prepare, and that usually Board members came to LTD with less of an agenda than with a desire for education. He knew that it was hard to assimilate all the training at one time, so suggested that more could be done during the year. Mr. Gant thought this was a good idea. He said he liked the idea of continuing education and an opportunity to refine or improve the way particular things were done.

Mr. Gaydos said that Board selection was a reasonable issue to think about, but that often it was difficult to find people who were willing to serve. He said that one way Board members were found was after they had been on the Budget Committee or another committee and expressed some interest. He thought that a worthwhile discussion would be how to get more people involved.

A list of possible brief Board discussions included: (1) Board selection; (2) Mr. Vobora's community dialog; (3) potentially something with the attorneys; and (4) new Board member orientation, possibly by April.

Mr. Gant said that sometimes it was murky how things worked when they were one-step removed from Board action, such as the relationship between the Board president and the general manager. Mr. Gaydos said that this was true in any organization, and as president he tried to make sure there was more communication, not less.

Mr. Gant also said that it was a little disappointing to him that there was a defined agenda for the annual strategic planning retreat. Mr. Gaydos said that possibly some of the issues Mr. Gant wanted to have discussions about could be handled during work sessions during the year. Mr. Pangborn said that there were some ongoing issues about whether to take things to the Board rather than back to this committee. Mr. Gant thought that more general discussions rather than only recommendations should go to the full Board. He thought it was easy sometimes to overlook general discussions and go directly to things that needed to be done.

Ms. Lynch mentioned questions about calendaring Board activities. She explained that sometimes things that staff were doing did not require Board attendance, but the Board might want to know about them anyway. Mr. Gaydos said he would like to have that information, even if only by an e-mail message afterward. If events were included on the Board's calendar, Board members may decide that those events seem important for Board attendance, and express an interest in attending.

Mr. Pangborn said the staff would try alerting the Board by e-mail as well as including additional events or meetings on the calendars. He said that he would try different methods to make sure all Board members were better informed, and said he would want their feedback. This might include sending information to the Board in smaller pieces than in the monthly Board packet.

Mr. Gant thought that these kinds of discussions should be going on during the Board work sessions. He said that often the work sessions feel like a regular Board meeting.

Mr. Pangborn said that based on the Committee discussion, he would be redefining the information flow to the Board. He said that each board had its own personal characteristics, so staff would work to find the best method to get information to the Board.

Mr. Gant said he still wanted to focus on what kind of questions or agendas would be included for discussion in the work session format. For instance, would they always be particular to a specific issue, or for general discussion? He saw them as an opportunity to talk about general issues, but not all the time. He thought they could be less structured. He added that maybe this Committee could talk about those issues and take them to the Board to find out if they thought LTD was doing a good job at certain things.

Mr. Eyster suggested committing to one such work session a quarter to see how that worked. He thought that Mr. Gant was saying that this was not so much about the Board's interaction with staff, but with the other Board members, as well.

General discussion topics were listed as: (1) the Board's spokesperson; (2) the working relationship between the Board and the general manager and staff; (3) Board meeting dates; and (3) how the Board wants to request and receive legal opinions. Mr. Gant thought that the Communication and Process Committee's charge was to be the conduit

through which ideas flow for general Board discussions regarding such issues as how the Board conducts its business.

Mr. Gaydos asked if this committee should look at a communication plan on an annual basis. Mr. Vobora said that the Service Planning & Marketing Committee was reviewing a combined service and marketing plan. He asked which committee would be best for this discussion, and suggested that it might be good for a full Board discussion.

Again, Mr. Gant suggested that these issues might not take a full work session each time, but might be covered in 15-minute segments for each topic over time.

ADJOURNMENT: The meeting was adjourned at 8:35 a.m.

Recording Secretary

BOARD COMMUNICATION & PROCESS COMMITTEE AGENDA ITEM SUMMARY

DATE OF MEETING: June 15, 2006

ITEM TITLE: State legislative policies and procedures

PREPARED BY: Linda Lynch, Assistant General Manager

ACTION REQUESTED: None. Discussion only.

BACKGROUND: The purpose of a recommended policy is to provide current information about the progress and substance of the legislative sessions to the Board of Directors, to keep the Board "in the loop".

Suggested for inclusion in such a policy are the following points:

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RESULTS OF RECOMMENDED ACTION:

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BOARD COMMUNICATION & PROCESS COMMITTEE AGENDA ITEM SUMMARY

DATE OF MEETING: June 15, 2006

ITEM TITLE: PENSION TRUSTEES

PREPARED BY: Mark Pangborn, General Manager

ACTION REQUESTED: None, Discussion only

BACKGROUND: Currently, LTD maintains two pension trusts: one for union employees (ATU/LTD Pension Trust) and one for non-union employees (Salaried Employees Retirement Plan). These trusts differ somewhat in basic structure, but each has a Board of Trustees that has certain oversight responsibilities. The LTD Board is responsible for appointing three Trustees to the Salaried Trust and two Trustees to the ATU/LTD Trust. The three trustees for the Salaried Trust are the LTD Board president, the general manager, and the Human Resources director. The two trustees appointed by the Board for the ATU/LTD trust are the LTD Board president and the general manager.

As pension trust law has become more complicated, prior Board presidents have found themselves unprepared for the type of decisions that they are asked to make as a trustee and have raised the question of the necessity of their participation. The appointment of the LTD Board president as a member of each of the trusts is a matter of tradition. There is no legal or programmatic requirement for this to be so.

The Board president could be replaced by an LTD staff position. There are pros and cons to a change. The pros are that a staff position, such as a finance officer, is required to know and work with pension issues as part of his or her work requirements. Such a staff member would be prepared to know and represent the District's interests as a trustee. Moreover, the Finance director typically has had a longer tenure at the District than Board presidents, which would allow for ongoing training that would not be lost when the presidency changed. While the trustees meet only on a quarterly basis, it is yet another obligation for a volunteer Board member.

One "con" is that the Board would no longer be directly represented at the trustee meetings if the Board believes that is an important component of providing Board oversight of District matters. Another negative could be

the reaction of ATU. The union may misinterpret that because the Board president no longer sits as a trustee, this is somehow an indication that the Board is less interested in pension issues.

An immediate change is not required at this time. The current Board president has had two years to learn trust issues and is familiar with those issues. Nonetheless, now is a good time to discuss this issue before there is a change in Board presidency.

ATTACHMENT: None

PROPOSED MOTION: Discussion Only