

SPECIAL Board of Directors Work Session Agenda

October 03, 2022

11:00 AM

VRT Board Room – 700 NE 2nd Street – Meridian, Idaho

This is an in-person meeting.

If you are unable to attend in person, you may participate in the meeting via MTeams at https://www.valleyregionaltransit.org/Special_Brd_Work_Sess_October2022 or by dialing in at **469-965-2358** Conference ID: **354 589 958#**

- I. **Calling of the Roll** Chair Debbie Kling
- II. **Agenda Additions/Changes**
- III. **Public Comments** (*Comments will be limited to no more than three (3) minutes*).
- IV. **Information Items**
 - A. WORK SESSION- Board Strategic Plan Update**
Page 2-6 | Chris Danley, Vitruvian Planning
Chris Danley will update the Board of Directors on the Board Strategic Work Plan and get input from the Board on the path they would like to take moving forward.
- V. **Adjournment**

Θ = Attachment

Agenda order is subject to change.

Next VRT Board of Directors Meeting:

January 9, 2023

VRT Boardroom

700 NE 2nd Street

Meridian, ID 83642

Mission Statement: Valley Regional Transit's mission is to leverage, develop, provide, and manage transportation resources and to coordinate the effective and efficient delivery of comprehensive transportation choices to the region's citizens. (ValleyConnect 2.0 Plan approved 04/02/18)

The public is invited to provide written comment on an agenda item or provide comment at the VRT Board meetings. Please refer to the VRT Board Agenda Preparation and Approval Policy (approved 07/15/09) at the following weblink:

<https://www.valleyregionaltransit.org/media/1493/boardagenda-preparationpolicy.pdf>

Arrangements for auxiliary aids and services necessary for effective communication for qualified persons with disabilities or language assistance requests need to be made as soon as possible, but no later than three working days before the scheduled meeting. Please contact Mark Carnopis, Community Relations Manager at 258-2702 if an auxiliary aid is needed.

To: VRT Board
From: Chris Danley, Principal, Vitruvian Planning
RE: Strategic Board Work Plan, Project Update
Date: 10/3/22

Project Highlights

- Spring/Summer 2022- Document review, ridership profiles, and initial working paper completed and submitted.
- Summer 2022 – Extensive interviews with Board members, staff, and community partners
- Late summer 2022- National transit organization research, transit agency interviews.
- Early Fall 2022 – Presenting Board options

Summary.

To date, the results of the strategic planning process has revealed several observations and sentiments. Those collecting findings have made it clear that the current Board structure and/or approach has limitations. The limitations make Board participation, dialogue, staff directive, and funding advocacy a challenge. The unearthed challenges have led the project towards determining and presenting Board governance structure options to better fulfill the mission of VRT. Board models worth exploring further are presented for consideration and rooted in national research, regional transit agency interviews, and through results of extensive VRT interviews.

The four Board models to be discussed include:

- *Maintain Existing Board Structure*
- *Streamlined Board*
- *Concentrated Board (Strong Financial Model)*
- *Concentrated Board (Geographic/Population Model)*

Structure Options

Maintain Existing Board Structure

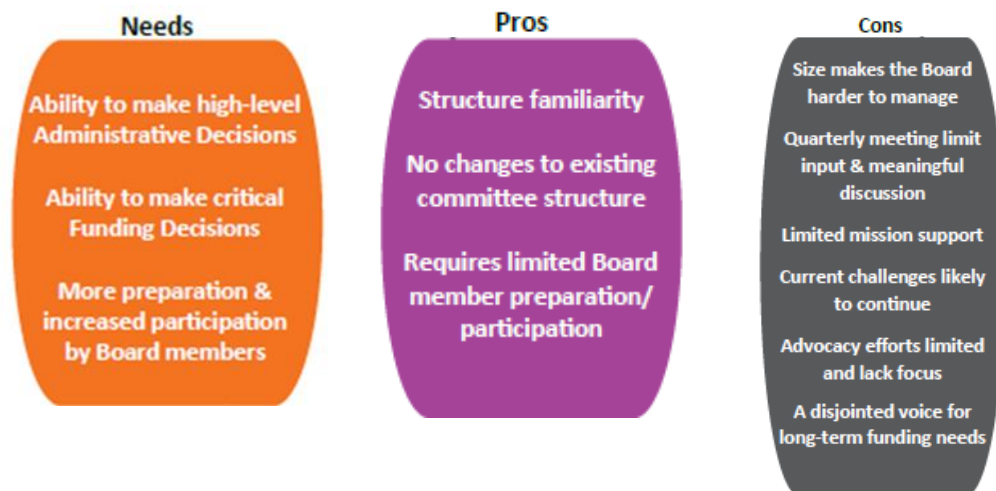
Maintaining the existing Board structure continues to provide the maximum opportunity for the region's municipalities and other organizations that support transit to maintain a voice in transit decisions.

Some characteristics of the existing board structure include:

- Certain authorities assigned to Executive Board.
- Fewer meetings of the full Board.
- Board acts as an approval body for high-level budget and operation decisions, with limited input and discussion on other topics.
- Staff, at the directive of the Director, maintain current operational approach.

While the existing Board model is structured to provide maximum opportunity for participation by the agencies within Ada and Canyon Counties, it has resulted in limited success on key initiatives. The most notable of these initiatives is long-term funding via individual agency contributions and state-level permission to pursue local option sales tax.





Streamlined Board

Converting to a Streamlined Board model would reduce the overall number of Board members to 16 to 20. This could be achieved in two ways:

- Limiting each City and County government to only one representative; allowing service contributors Boise State University and College of West-ern Idaho a seat. This would result in 18 Board members.
- Agencies that contribute to VRT's Services fund have two (2) members each, with Boise State and CWI also having a seat. This would result in 16 Board members. Agencies contributing only through assessments/dues would select two to four agency appointees—one or two from each county to serve as their representatives on the Board.



Some characteristics of the Streamlined Board Model include:

- Maintain existing board composition in terms of agencies represented but reducing overall seats.
- Board takes more decisive actions to direct staff.
- Meetings will mean greater dialogue, questions of staff and significant input of Board.
- Gives staff specific action steps and expectations.

An option to consider is allowing agencies with a full seat on the Board to ap-point someone to that seat who may not be an elected officials or staff member of the agency. This means a citizen who is involved in transportation or other allied interests could serve as an agency's designee to the Board and likely be able to dedicate more time to representing that agency's interests. The Board would outline expectations of non-elected members to frequently update and report to the elected officials of the agencies they represent.



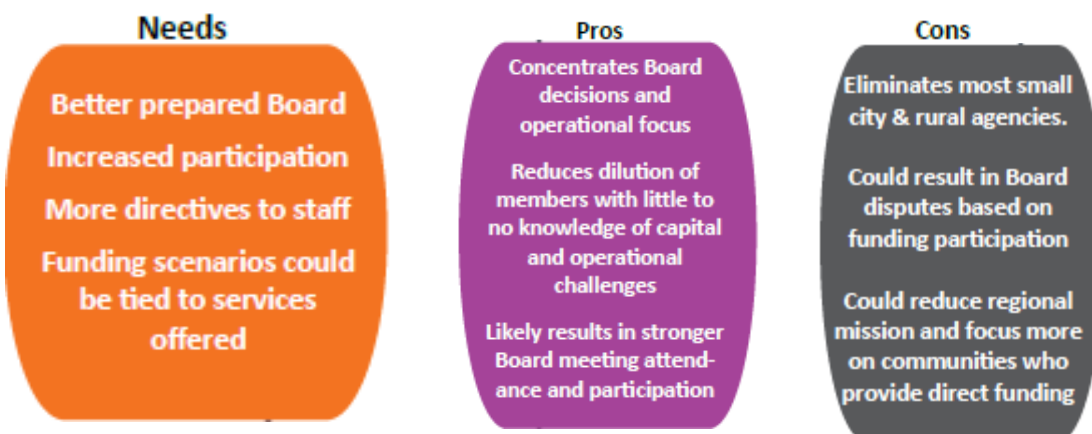
Concentrated Board (Strong Financial Model)

A Concentrated Board established under a strong financial model would limit the Board to those agencies and organizations that are contributing funds to VRT beyond their annual dues and special contributions. This focuses the decision-making on those who have the greatest commitment to VRT and therefore have the most to gain or lose in the decisions made by the Board.



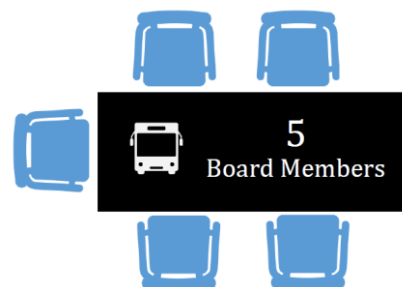
Some characteristics of this model include:

- Board is limited to organizations contributing to Service & Capital funds.
- Reduces need for a separate Executive Board.
- Could be either a Strong Board or Strong Staff model.
- Reduce Board size and result in more urban/institutional focus.
- More input/preparation from agencies who have major financial stake.
- Likelihood of a stronger perception of the Board's meaning and role.
- Members may be appointed by the member agency and could be an elected official, department leader, or citizen.
- May result in a better regional dialogue and increased financial support.



Concentrated Board (Geographic/Population Model)

A Concentrated Board based on geographic representation would be the most aggressive method of streamlining the Board and allow it to focus on championing key initiatives. The idea behind this model is to create singular, high-impact voices for public transit among those elected officials who are most interested in championing VRT services and promoting its long-term vision.



The proposed model would reduce Board member to five (5):

- City of Boise designee, due to its level of financial commitment and population size.
- Ada County designee (2), chosen by elected boards of the cities and County, not including Boise.
- Canyon County designee (2), chosen by the elected boards of the cities and County in Canyon County.

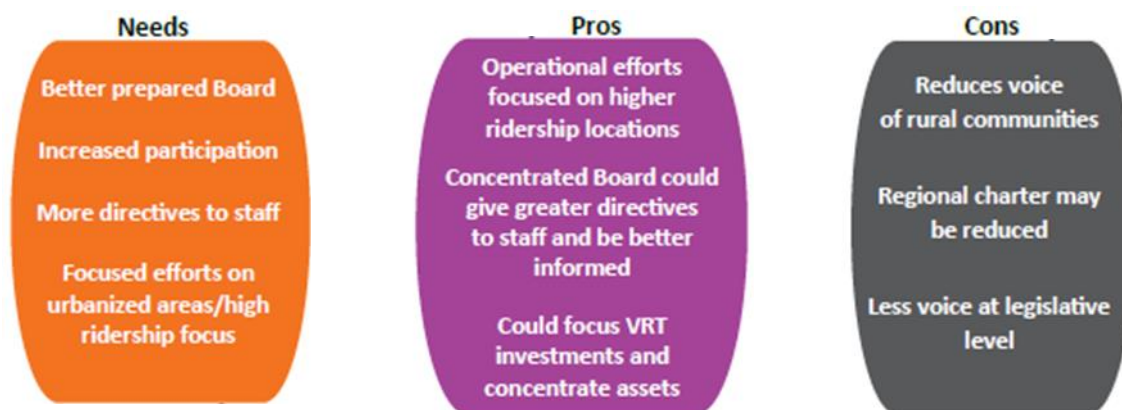
Characteristics of a Concentrated Board include:

- Participation by designees who have the greatest interest in public transportation.
- Concentrated decision-making on key initiatives.
- Opportunity to build rapport among smaller number of Board members.
- Need for other Subcommittees to address specific topics/needs.
- Members are most likely elected officials, but others could be considered based on an individual's level of interest and professional expertise.
- Focus would likely consist of more urban/suburban issues and less rural.

These five Board members would be viewed as The Voices for public transit in the region.

The five members would present more of a united front for public transit in the region.

They would speak on behalf of VRT at major legislative functions, in media interviews, and be the face of the agency when major decisions are made.



Discussion Questions

- Do participants feel the current Board has too many members to be effective?
- Would the Board be more effective, and be prepared to act on current and future transit policies, by including only those agencies who make substantial contributions to VRT beyond annual assessments/dues?
- Must the Board be comprised solely of elected officials or staff designees? Or can it be comprised of members appointed by VRT's member agencies, which means it could be an elected official but does not have to be?
- Would a more focused Board with fewer members improve the chance of achieving VRT's goal for a long-term, stable funding source?

For detailed information contact: Chris Danley, Vitruvian Planning, Principal, 208 570 3561, cdanley@vitruvianplanning.com