



**NVTC Policy for
Appointing NVTC Members to the WMATA Board of Directors**

– Adopted October 4, 2018 –

1. NVTC shall appoint its members to the WMATA Board in a manner that provides for the strongest Northern Virginia Transportation Commission District representation on the WMATA Board.
2. NVTC shall strive to appoint its representative principal and alternate directors based on a rotation schedule that will allow a member from the four largest NVTC jurisdictions to serve as a principal director for at least one term within a 12-year period of time with consideration given for the scale of jurisdictional financial subsidy to WMATA.
3. NVTC's approach and timing in its WMATA Board member appointments shall take into consideration opportunities for NVTC's appointee to serve in leadership roles on the WMATA Board. Therefore, NVTC shall appoint members to a term of at least two years with the ability to be extended by the Commission.
4. NVTC recognizes the need to be flexible in the selection of its WMATA Board appointees to ensure that those NVTC members deemed the most effective representative of all NVTC jurisdictions serve in that capacity.
5. The NVTC WMATA Committee, as established in NVTC's By-Laws, will serve as the primary venue for NVTC jurisdictions to discuss issues with the appointed NVTC WMATA Board members.
6. The Virginia Secretary of Transportation or his/her designee is required by statute to be one of NVTC's principal appointees to the WMATA Board. As such, NVTC requests that the Secretary consult with NVTC in naming a designee.

Background

Since the inception of the Washington Metropolitan Area Transit Authority (WMATA) and as provided in the WMATA Compact¹, the Northern Virginia Transportation Commission (NVTC) has served as the appointing body² for the Virginia representation on the WMATA Board. Representation on the WMATA Board includes two principal directors and two alternate directors.

The Virginia Code already included considerations for technical expertise and experience with the WMATA system. Specifically, Virginia's appointees to the WMATA Board of Directors must have experience in transit, transportation, or land use planning; transit, transportation, or other public-sector management; engineering; finance; public safety; homeland security; human resources; or the law and who are familiar with the WMATA system.³ In addition, Virginia's WMATA Board members must be regular patrons of the services provided by WMATA.⁴

Most recently updated in 2012, the Virginia Code designates the NVTC appointments to the WMATA Board as the Secretary or his/her designee and any appointed member of the NVTC. In appointing members to the WMATA Board of Directors, NVTC "shall include the Secretary or his [her] designee as a principal member."⁵

All WMATA directors – principals and alternates – have played active roles on the WMATA Board. Both principal and alternates served on WMATA Board committees and participated in WMATA Board meetings. Alternates have been voting members of WMATA Board committees but non-voting members of the full Board.

In 2018, the General Assembly passed HB1539/SB856 which, among its provisions, authorized dedicated capital funding for WMATA (§33.2-1526.1.C.3) and established a set percentage of the Commonwealth Mass Transit Fund for WMATA purposes (§33.2-33.2-3401).

In this legislation, release of funds for WMATA under the Commonwealth Mass Transit Fund are contingent on a number of conditions, one of which is the elimination of participation by alternates on the WMATA Board when both principal directors are present. Specifically, the legislation states that "the Commonwealth Transportation Board shall withhold 20 percent of [Commonwealth Mass Transit Funds available to WMATA] if, i) any alternate directors participate or take action at an official WMATA Board or committee meeting when both principle members are present or ii) WMATA Board has not adopted bylaws that would prohibit the limited participation of alternate members."⁶

In June 2018, the WMATA Board adopted bylaws to include limitations on the formal role of alternates, as follows: "An Alternate Director may participate in, be counted towards a quorum, and vote at a Board meeting only in the absence of the Director for whom he/she has been appointed an alternate, except that either Alternate Director may be an alternate for either Director selected by the District of Columbia. An Alternate Director may participate in an executive session of the Board or an executive session of a Committee only in the absence of the Director for whom he/she has been appointed an alternate, except that either Alternate Director may be an alternate for either Director selected by the District of Columbia."⁷

As a result of these changes, NVTC sets forth the above policy to guide the appointing of NVTC members to the WMATA Board of Directors.

¹ Washington Metropolitan Area Transit Authority Compact as Amended Through August 2009, also found in 2009 Acts of Assembly of Virginia, Ch. 77

² In 2012, § 33.2-1907 was amended to replace one of NVTC's two principal directors on the WMATA Board with the Secretary of Transportation or his designee.

³ See Enactment Clause 13 from HB1539/SB856 (2018) and Virginia Code §33.2-1907.B

⁴ See Virginia Code §33.2-1907.B

⁵ See Virginia Code §33.2-1907.B

⁶ See Enactment Clause 7 from HB1539/SB856 (2018)

⁷ Bylaws of the Washington Metropolitan Area Transit Authority, adopted June 28, 2018, Article II, Section 11.