



Date: June 20, 2006
 Committee Meeting Date: July 12, 2006
 Board Meeting Date: N/A
 ACTION X DISCUSSION INFO

BOARD MEMORANDUM

TO: Bicycle and Pedestrian Advisory Committee
 Santa Clara Valley Transportation Authority
 Board of Directors

THROUGH: Michael T. Burns *Michael T. Burns*
 General Manager

FROM: Carolyn M. Gonot *Carolyn M. Gonot*
 Chief Development Officer

SUBJECT: Nominating Subcommittee for Replacement Vice Chairperson

RECOMMENDATION:

Form a nominating subcommittee to identify members interested in serving as the vice chairperson for the remainder of the current vice chairperson term, which is until the January 2007 meeting.

BACKGROUND:

The bylaws for VTA's five advisory committees specify that each committee shall elect from its membership a chairperson and a vice chairperson. The duties of the chairperson are to preside at all meetings of the committee and represent the committee before the VTA Board of Directors. The duty of the vice chairperson is to perform the duties of the chairperson when the chairperson is absent. The chairperson and vice chairperson positions serve for a one-year term coinciding with the calendar year and are eligible for election to successive terms.

DISCUSSION:

The BPAC chairperson elected by the Committee at its January 2006 meeting, Marc Jensen, will not be returning to the committee for the new term starting July 1, 2006. As such, the BPAC bylaws provide that the vice chairperson automatically and immediately assumes the chairperson position and that an election should be held as soon as practical to fill the vacant vice chairperson position for the remainder of the term (in this case, until the January 2007 meeting).

Normally, the election process for chairperson and vice chairperson is comprised of three distinct components that occur at three consecutive committee meetings. The first component is the appointing of the nominating subcommittee. The second is presentation of the nominating subcommittee's report. And the last component is election of the chairperson and vice

chairperson. Each of these components is conducted during the committee meeting. Given that there are only six scheduled meetings remaining in calendar year 2006, including the July one, and the normal election process would consume three of them, staff recommends that the process to elect a replacement vice chairperson be compressed to two meetings. At the first meeting (July), the Committee would form a nominating subcommittee to identify members interested in serving. At the second meeting (August), the nominating subcommittee would provide its report and the Committee would conduct voting to elect a vice chairperson.

The mission of the nominating subcommittee is to identify members interested in serving as the vice chairperson. This is done by securing nominations from members, either for themselves or other members. Additionally, it is the nominating subcommittee's responsibility to determine that members who have been nominated are willing to serve in those positions. The nominating subcommittee is formed by the chairperson's requesting volunteers to serve on it, which is typically comprised of two to four members. If there are no volunteers or an insufficient number, it is the chairperson's prerogative to appoint committee members to serve. The Committee then votes to approve the composition of the nominating subcommittee.

At the August BPAC meeting, the nominating subcommittee will provide a verbal report identifying committee members who have confirmed their willingness to serve. The nominating subcommittee is automatically discharged when its report is formally presented to the committee. No action is required of the committee other than to accept the report.

Also at the August meeting, the election to choose a replacement vice chairperson will be conducted. Immediately prior to the vote, the chairperson will ask whether there are any nominations from the floor, at which time any member may nominate a committee member from the floor. The chairperson will then close the nominating process to establish the candidates for the position. In order to conduct the election, a quorum needs to be present. If during the election there are multiple candidates for each position, the highest number of affirmative votes determines the victor, who assumes the vice chairperson duties immediately.

Prepared by: Stephen Flynn, Sr. Management Analyst