



Minutes

Governance Committee November 19, 2015

Mrs. Hynes called the meeting to order at 1:13 p.m. Present were:

Committee Members

Mrs. Mary Hynes
Mr. Tony Costa
Ms. Keturah Harley
Mr. Corbett Price (via phone)

Other Members Present

Mrs. Catherine Hudgins
Ms. Harriet Tregoning
Mr. Jack Evans
Mr. Leif Dormsjo
Mr. Anthony Giancola
Mr. Jim Corcoran
Mr. Mortimer Downey
Mr. Michael Goldman
Mr. Tom Bulger
Ms. Kathryn Porter
Mr. Malcom Augustine

Mr. Price moved, seconded by Ms. Harley, to remove Changes to the Board Bylaws from the agenda. Mr. Price and Ms. Harley voted in favor of the motion; Mrs. Hynes and Mr. Costa voted against the motion. The motion failed by way of a tie vote.

The minutes of the May 28, 2015 meeting were approved as submitted.

Information Items

A. Required Annual Board Member Ethics Training

Metro's Ethics Officer Phill Staub fulfilled the Board members' requirement to receive annual, in-person ethics training as outlined in the Board's Code of Ethics. Topics covered included identifying and resolving actual and apparent conflicts, making disclosures, and rules regarding acceptance of gifts.

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B. Changes to Board Bylaws and Procedures and Initial Nominating Update

Staff and Chair Hynes led the Committee through a discussion of its yearly review of the Bylaws, Procedures and Code of Ethics, followed by a brief review of the procedure for Board Officer nominations.

The committee adjourned at 2:26 p.m.