



Minutes

Governance Committee January 23, 2014

Chair Dyke called the meeting to order at 10:43 a.m. Present were:

Committee Members

Mr. James Dyke, Chair
Mrs. Artis Hampshire-Cowan
Mr. Mortimer Downey
Mr. Tom Downs*

Other Members Present

Mrs. Catherine Hudgins
Mr. Tony Giancola

*Designated Jurisdictional Representative

The agenda was approved as presented.

The minutes of the December 19, 2013 meeting were approved as submitted.

Action Item

A. Acceptance of Board Self-Evaluation

Mrs. Hampshire-Cowan moved, seconded by Mr. Downs, approval to forward to the Board for its consideration the 2013 Board Self-Evaluation. The motion was unanimously approved.

Information Item

A. Review of Resolutions and Governance Documents

The committee had a discussion regarding the recently-established database of Board-approved resolutions and asked that the General Counsel come back to the committee at a future meeting with a plan to cull outdated or superseded resolutions, along with a cost estimate for such a plan.

**Washington
Metropolitan Area
Transit Authority**

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Washington, DC 20001
202/962-1234

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Judiciary Square--Red
Line
Gallery Place-Chinatown--
Red, Green and
Yellow Lines
By Metrobus:
Routes D1, D3, D6, P6,
70, 71, 80, X2

*A District of Columbia,
Maryland and Virginia
Transit Partnership*

The committee also had a discussion about proposed changes to its Governance Documents – its Code of Ethics and the processes that it requires, the Board's relationship and communication with the General Counsel, and the membership and meeting schedule of the Board's Audits and Investigations Committee. The committee asked that the General Counsel return to the Governance Committee with final recommendations for any revisions to these documents at its February meeting.

The committee adjourned at 11:20 a.m.