

Washington Metropolitan Area Transit Authority  
**Board Action/Information Summary**

Action  Information

MEAD Number:  
201295

Resolution:  
 Yes  No

**TITLE:**

Accessibility Advisory Committee Bylaws Revisions

**PRESENTATION SUMMARY:**

The presentation outlines proposed revisions to the Accessibility Advisory Committee (AAC) Bylaws

**PURPOSE:**

To request Board approval of proposed revisions to the AAC Bylaws; and, for authorization for staff to revise the AAC and RAC Standards of Conduct Policy so that both are aligned and consistent with the Board Code of Ethics.

**DESCRIPTION:**

In February 2011, Metro's Board of Directors amended the reporting relationship with the AAC and as a result, the Board has approval authority over the AAC Bylaws.

**Key Highlights:**

- The AAC was created in 1979 and in 2011 the AAC Bylaws were amended to change the reporting relationship of the Committee to Metro's Board of Directors.
- The Bylaws document rules and procedures for how the AAC will operate and be governed.
- The Bylaws require periodic review and this will be the first review since the Board approval to amend the reporting relationship in February 2011.

Recommended changes for the Board's consideration include:

- Adding the quarterly meetings between the AAC Leadership and the Board Executive Committee to the AAC's responsibilities;
- Changing the AAC members' terms from a maximum of four (4) three-year terms to three (3) four-year terms;
- Establishing an attendance policy for the AAC and both subcommittees, including a due process clause prior to removal of a committee member as with the RAC;
- Changing the officer selection process to elevate the Vice-chair of the AAC or of a subcommittee to the Chair position until an election can be held;

- Moving rules of conduct regarding representation of positions to the Standards of Conduct Policy in Attachment B, to be revised concurrently with those of the RAC;
- Requiring meeting materials in accessible format upon request and that the location for meetings be accessible; and,
- Adding a provision whereby the AAC can initiate review of its composition, structure or bylaws, and recommend changes for the Board's review.

### **Background and History:**

Metro established the Accessibility Advisory Committee in 1979 as a way to provide active consumer participation in the transportation planning process. The Committee advises Metro on transportation issues which may affect the accessibility of public transportation of seniors and persons with disabilities within Metro's service area.

On February 24, 2011, in Resolution No. 2011-09, the Board of Directors amended the AAC reporting relationship so that the Committee will advise Metro's Board of Directors in a manner consistent with the process approved for the Riders' Advisory Council; and, approved the AAC's Bylaws.

### **Discussion:**

Article X of the current AAC Bylaws states, "The Board of Directors will periodically review the operation of the AAC and may modify its composition, structure or bylaws. Such review shall occur no less frequently than every five years." Outlined below are proposed substantive changes with the rationale for such changes as identified by the AAC and staff for Board approval. Other minor changes that make clarifications or administrative updates are reflected in Attachment A.

#### **Article II – Mission**

The "Goals of the AAC" section changes the AAC's relationship from working with the GM/CEO on the AAC Annual Work Plan to working with the Board. This is to better reflect the revised working methodology under the reporting relationship changed in Resolution No. 2011-09. The goal to "Aim for a higher level of rider satisfaction" now adds "and a higher level of service performance with fixed route and paratransit."

The "Responsibilities" section specifies the Metropolitan Washington Council of Governments Transportation Planning Board Access for All Committee as one of the regional advisory groups for AAC interaction. New responsibilities are added to attend public hearings, town hall meetings, and ad hoc work group meetings; and, to engage with the Board's Executive Committee on a quarterly basis. The AAC modified this language to more accurately reflect their responsibilities.

#### **Article III – Membership**

The "Term of Office" section changes the terms of office of AAC members from four (4) three-year terms to three (3) four-year terms, to be aligned with the Board term structure.

#### **Article IV – Termination of Membership**

The proposed revision restructures the attendance policy to add the requirement to

attend a portion of the subcommittee meetings in addition to the main AAC meetings, and to add the requirement for members to attend two-thirds of a meeting to be given credit for attendance; this is to encourage full participation by members. A process has been added to notify members in advance of a recommendation for termination and provide them with an opportunity to offer mitigating factors for consideration and give them the option to resign in lieu of recommendation for removal. This is to align with the process used by the RAC.

#### **Article V- Officers**

In the “Chair and Vice-Chairs” section under “Elections,” the AAC modifies the election process to elevate a Vice-Chair of the AAC or its subcommittees to the Chair position until an election can be held, generally by the next AAC meeting. This revision is intended to ensure continuity of leadership.

Under “Eligibility,” the requirement for elected officers to be from separate jurisdictions is removed, and is changed to reflect the “most capable member” for the position, independent of disability and jurisdiction. This is to ensure the elected leader is the most qualified to effectively conduct business.

#### **Article VI – Meetings**

In the “Regular Meetings” section, the proposed changes clarify member expectations for accessible formats of meeting materials and accessible locations for meetings, in compliance with the guidelines on accommodation in Title II of the Americans with Disabilities Act.

In the “Quorum” section, the change is to clarify that a quorum is not required to conduct subcommittee business, as subcommittee business is forwarded to the AAC for vote, and the AAC requires a quorum. This provision is to ensure subcommittees can be productive when attendance is an issue. Additionally, a clarification to the simple majority requirement for AAC decisions to be valid has been added to identify that a greater number of votes can be required when expressly stated elsewhere in the bylaws.

#### **Article VII – Agenda, Minutes and Rules of Conduct**

This section is retitled to “Agenda, Minutes and Rules of Order,” as the portion regarding representation and conduct of members will be moved to the Standards of Conduct in Attachment B to more closely align this section with the Board’s Code of Ethics.

In the “Agendas” section, the change sets a delivery schedule for the dissemination of meeting materials to members at three days prior to each AAC meeting. The timeline aligns with the dissemination of materials to the Board.

In the “Minutes” section, requirements have been added to include the date/time of the meeting, members present, items discussed and disposition of any item subject to a vote. This change is to mirror the RAC bylaws.

In the “Rules of Conduct” section, now entitled “Rules of Order,” representation of positions on issues have been removed and will subsequently be incorporated into Attachment B, as described earlier.

#### **Article VIII – Subcommittees**

The proposed revision clarifies that the subcommittees support the AAC in its work, and that the Chairs of the subcommittees are approved by the AAC.

**Article IX – Bylaw Amendments**

The revision acknowledges the AAC’s partnership with staff, by adding that the bylaws may be altered, amended or annulled at any time by a majority vote of the Board of Directors “in consultation with WMATA staff.”

**Article X – Term of AAC**

The revision allows the AAC to initiate review of its composition, structure and bylaws and recommend changes for the Board’s review. This measure gives the AAC the flexibility to proactively initiate a change to their bylaws.

**FUNDING IMPACT:**

This is a change to advisory council governance; there is no impact on funding.

**TIMELINE:**

<b>Previous Actions</b>	1979 - Accessibility Advisory Committee established  February 2011 - AAC’s reporting relationship changed to advise the Metro Board of Directors and Bylaws adopted in Resolution No. 2011-09
<b>Anticipated actions after presentation</b>	April 2015 – Coordinate revisions with AAC

**RECOMMENDATION:**

Approval of the proposed revisions to the Accessibility Advisory Committee Bylaws as reflected in Attachment A; and, for authorization for staff to revise the AAC and RAC Standards of Conduct Policy so that both are aligned and consistent with the Board Code of Ethics.

**PRESENTED AND ADOPTED: April 23, 2015**

**SUBJECT: APPROVAL OF REVISIONS TO ACCESSIBILITY ADVISORY COMMITTEE BYLAWS**

**2015-20**

**RESOLUTION  
OF THE  
BOARD OF DIRECTORS  
OF THE  
WASHINGTON METROPOLITAN AREA TRANSIT AUTHORITY**

WHEREAS, The Washington Metropolitan Area Transit Authority (Metro) is committed to providing persons with disabilities and seniors access to all Metro-provided public transportation and services per these regulations; and

WHEREAS, Metro established the Accessibility Advisory Committee (AAC) in 1979, as a way to provide for active consumer participation in the transportation planning process for Metro-provided public transportation and services by seniors and persons who have disabilities as required under 49 CFR Part 27; and

WHEREAS, The AAC advises Metro on transportation issues that may affect the accessibility of public transportation of seniors and persons with disabilities within WMATA's service area, and

WHEREAS, The Board of Directors adopted Bylaws for the governance of the AAC in Resolution 2011-09; and

WHEREAS, Article X of the AAC Bylaws (Bylaws) states the Board of Directors will periodically review the operation of the AAC and modify its composition, structure, or Bylaws, and that such review shall occur no less frequently than every five years; and

WHEREAS, The Bylaws further state that "the proposed Bylaws change will be made final upon approval by the Board of Directors;" and

WHEREAS, In August 2014, the AAC initiated an internal review of its Bylaws and forwarded recommendations to Metro staff for additional review; and

WHEREAS, The Bylaws revisions include: providing quarterly meetings between the AAC Leadership and the Board Executive Committee; changing the AAC members' terms from a maximum of four three-year terms to three four-year terms; changing the officer selection process to elevate the Vice-Chair of the AAC or of a subcommittee to the Chair position until an election can be held; requiring meeting materials in accessible format upon request and that the location for meetings be accessible; establishing an

**Motioned by Mrs. Hynes, seconded by Mr. Euille**

**Ayes: 8 – Mr. Downey, Mr. Goldman, Mr. Euille, Mr. Price, Ms. Tregoning, Ms. Harley, Mrs. Hynes and Mr. Bulger**

attendance policy for the AAC and both subcommittees, including a due process clause prior to removal of a committee member; and, that the AAC may also review its composition, structure or bylaws, and recommend changes for the Board's review; and

WHEREAS, It is best practice to ensure that advisory bodies to the Board of Directors are subject to similar ethics standards as those adopted by the Board in its Code of Ethics; and

WHEREAS, The AAC ethics standards, called Standards of Conduct, and the subsequently identical Riders' Advisory Council (RAC) Standards of Conduct, differ from the Board Code of Ethics; now, therefore be it

*RESOLVED*, That the Board of Directors approves the recommended changes to the AAC Bylaws as reflected in Attachment A of this Resolution; and be it further

*RESOLVED*, That the Board of Directors authorizes staff to revise the AAC and RAC Standards of Conduct Policy so that both align and are consistent with the Board Code of Ethics; and be it finally

*RESOLVED*, That this Resolution shall be effective within 30 days of its adoption by the Board of Directors.

Reviewed as to form and legal sufficiency,



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Mark R. Pohl  
Acting General Counsel

WMATA File Structure Nos.:  
1.1.1 Accessibility Advisory Committee  
2.3.3 RAC Policy and Procedures

**Washington Metropolitan Area Transit Authority  
Accessibility Advisory Committee**

**BYLAWS**

**ARTICLE I  
NAME OF THE COMMITTEE**

The name of the advisory group shall be the Washington Metropolitan Area Transit Authority (WMATA) Accessibility Advisory Committee, and may be referred to as "AAC."

**ARTICLE II  
MISSION**

A. MISSION STATEMENT

The AAC is an advisory committee that provides recommendations on accessibility related issues to the WMATA Board of Directors. The mission of the AAC is to actively seek input from a broad range of seniors and persons with disabilities and organizations with an expressed interest in public transportation for seniors and persons with disabilities on operational issues that affect the accessibility of Metrorail, Metrobus and MetroAccess services; advise the Board on ways to resolve such issues in order to improve Metrorail, Metrobus, and MetroAccess; promote WMATA responsiveness to riders who are seniors or persons with disabilities; and recommend possible solutions to the Board of Directors and staff, based on public input, so that WMATA can effectively address the diverse concerns of seniors and persons with disabilities who use WMATA services.

This mission is consistent with WMATA's goal to encourage public input in order to provide the best reliable service to all of its customers.

B. GOALS OF THE AAC

1. Work with the Board of Directors each year to develop an AAC Annual Work Plan that captures accessibility items on which WMATA is seeking advice from the AAC. The work plan will address itself to accessibility related operating items.
2. Assist staff in developing a list of candidates to become AAC members for the Board of Directors approval;

3. Encourage awareness of seniors and persons with disabilities of the AAC and the opportunities that it provides to make their voices heard;
4. Seek input from a broad range of WMATA riders who are seniors or persons with disabilities on accessibility related items;
5. Promote meaningful public participation in WMATA decision-making processes on accessibility related items;
6. Encourage an open decision-making process by WMATA that clearly reflects the needs and concerns of WMATA riders who are seniors and persons with disabilities;
7. Recommend improvements in the accessibility of WMATA's services;
8. Aim for a high level of rider satisfaction and a higher level of service performance within fixed route and paratransit services with WMATA; and
9. Strive for a high level of public confidence in WMATA.

C. RESPONSIBILITIES

The AAC shall serve in an advisory capacity providing recommendations to the Board of Directors and may work with staff to:

1. Educate themselves about Metrorail, Metrobus, and MetroAccess and the administrative process, as they relate to providing accessible transportation by bus, rail, and paratransit;
2. Review, analyze, and prepare recommendations on issues that relate to the provision of accessible Metrorail, Metrobus, and MetroAccess service;
3. Attend, listen, and speak at community meetings to better learn and represent riders' perspectives;
4. Develop recommendations which take into consideration the accessibility needs of people who use Metrorail, Metrobus, and MetroAccess and that consider the financial impacts of different solutions on both customers and WMATA;
5. Assist WMATA in soliciting consumer comments on pending Federal mass transit legislation and paratransit legislation;
6. Support, when appropriate, WMATA's applications for federal grants;
7. Assist WMATA in publicizing WMATA programs and information affecting the transportation of customers who are seniors or who have disabilities;

8. Execute and adhere to the AAC Standards of Conduct Policy as outlined in Attachment B, including any subsequent revisions;
9. Establish annual goals for the AAC, which are derived from the subcommittee work plans;
10. Interact with the Riders' Advisory Council (RAC), which advises the Board of Directors on WMATA's mainstream transportation facilities;
11. Interact with other regional advisory groups to include Metropolitan Washington Council of Governments' Transportation Planning Board Access for All Committee; and other disability related transportation advisory groups;
12. Work with WMATA to support hearings for customers appealing MetroAccess eligibility determinations and/or suspensions of MetroAccess service;
13. Attend public hearings, town hall meetings, and ad hoc work group meetings; and
14. Engage with the Board's Executive Committee quarterly to discuss disability-related issues with fixed-route and paratransit service.

**D. COMMUNICATION WITH BOARD AND STAFF**

To ensure communication of activities with the Board of Directors and staff, the AAC will provide minutes of its monthly meetings to the Department of Access Services which shall share those minutes with the GM/CEO and the Board of Directors. The AAC leadership will report its activities to the Board on a quarterly basis. A brief report may be made at the beginning of either a regular Board or AAC meeting that is open to the public on items that are within the mission and goals of the AAC.

**ARTICLE III  
MEMBERSHIP**

**A. COMPOSITION**

The AAC shall consist of 18 regular members and two additional members recommended by the Chair of the Metropolitan Washington Council of Governments Access for All Committee (AFA). All members of the AAC will be appointed by WMATA's Board of Directors; six from each of WMATA's signatory jurisdictions. Additional Honorary, Emeritus, and/or ex-officio members may also be appointed by the Board Secretary. Honorary and ex-officio members are entitled to the rights and privileges of membership whenever such a member is available to participate in the scheduled

meetings of the AAC, as a non-voting member. To ensure the representative nature of the AAC, to the extent possible, the AAC will work to ensure that membership is equitably apportioned among the jurisdictions, types of disability, and seniors. An AAC member may be both a senior citizen and a person with a disability, and may also be selected by the Board of Directors from an organization serving persons with disabilities and/or seniors.

To ensure that a broad diversity in viewpoints are represented, preference will be given to prospective members that have affiliations with organizations serving the disabled or seniors and who have expertise and experience in the activities and policies of those organizations sufficient to represent the customers those organizations serve.

To ensure effective participation in evaluating service, all persons seeking AAC membership must either be users of WMATA's fixed-route or paratransit service or be a part of an organization that represents users of WMATA's fixed-route or paratransit service. Prospective Committee members must have a willingness to work with WMATA toward the improvement of that service delivery system for all customers. WMATA employees or elected officials are not eligible for membership on the AAC.

Four candidates from the AFA will be presented to the Board of Directors for consideration and approval by the Board if the AFA position on the AAC becomes vacant or will become vacant. Resumes and an endorsement by the Chair of the AFA to the WMATA Board Chair shall be presented by the AFA to the Board of Directors along with the nominations. The Board of Directors will make final selections.

## B. TERM OF OFFICE

### 1. Members

- a. The term for each member of the AAC shall be for four (4) years or until replaced by the appointment of a new member of the AAC.
- b. Terms shall follow the WMATA fiscal year and normally commence July 1 after action by the Board of Directors. Terms shall expire on the later of June 30 or when the Board makes new appointments to the AAC.
- c. Members may be considered for reappointment at the end of their term through the established selection process. The selection process shall consider the value of retaining some historical knowledge as well as the value of new ideas.

- d. Persons presently serving on the AAC will complete their current terms of office thereby continuing the staggered terms of office and thereby providing continuity of experience.
- e. Members are limited to three (3), four-year terms.

D. RESIGNATION

Members may resign by filing a written resignation with the WMATA Board of Directors.

E. MID-TERM VACANCY

If membership vacancies arise during the year, the Board of Directors will fill the vacancy for the unexpired term.

**ARTICLE IV  
TERMINATION OF MEMBERSHIP**

- A. A member's appointment to the AAC may be terminated upon an affirmative vote of the majority of the WMATA Board of Directors, including at least one affirmative vote by a Board member representing the same signatory jurisdiction as the member being terminated. A member's appointment to the AAC may be terminated upon an affirmative determination that a member:
  - 1. Has attended no regular AAC and subcommittee meetings for three consecutive months or has missed two-thirds of regular meetings within a six-month period. If a member has attended no main committee meeting for three consecutive months or has missed two-thirds of regularly scheduled subcommittee meetings within a six-month period, their membership will be placed under review. Additionally, AAC members must stay for at least 2/3 of the meeting to be counted as having attended the required AAC or subcommittee meeting.
  - 2. At the time of appointment, materially misrepresented use of the rail, bus or paratransit systems, or affiliation with a community organization upon which his/her appointment was based. The omission of information substantially relevant to the basis for the appointment shall be considered to be a material misrepresentation, thereby subjecting the AAC member to removal as provided in this Article.
  - 3. Engaged in a consistent pattern of disruptive behavior in AAC or other WMATA-related meetings which includes use of slurs, derogatory

comments, or any other conduct, whether physical, verbal or written directed at another person or based upon another person's race, color, origin, sex, religion, sexual orientation, disability, or age.

4. Refuses to execute or adhere to the AAC Standards of Conduct Policy and any subsequent revision.
- B. The AAC may recommend that the Board of Directors terminate an AAC member's term for the reasons listed above following a vote by the AAC at a regular meeting with two-thirds of the members present and voting and which constitutes a majority of all members holding appointments to the AAC.
  - C. Before a vote to recommend termination of an AAC member to the Board, the AAC Chair or Vice-Chair shall notify the AAC member in writing of the basis for the termination recommendation and provide the member an opportunity to offer mitigating factors for consideration by a quorum of the AAC. The member in question will have the option to resign in lieu of recommendation for removal.
  - D. Following the vote as described in Section B, the Chair of the AAC will notify the subject member and the WMATA Board of Directors of the recommendation to terminate his or her membership. The Board of Directors may then take action to terminate this membership and may then appoint a new member to serve the unexpired term of the terminated member.

## **ARTICLE V OFFICERS**

### A. CHAIR

The membership of the AAC will biennially elect a Chair from its membership. The AAC Chair will develop an agenda, lead meetings and keep order, present reports to the WMATA Board of Directors, and prepare and sign all letters, reports and other communications of the AAC.

### B. VICE-CHAIRS

The membership of the AAC shall biennially elect a First Vice-Chair and a Second Vice Chair from its membership.

In the absence or inability of the Chair to serve, for purposes of succession the individual next in line shall be the First Vice-Chair. This individual shall have all of the powers and shall perform all of the duties of the Chair in an acting capacity.

C. CHAIR AND VICE-CHAIRS

1. Term of Office: The officers of the AAC shall serve for a two-year term. No person shall serve as Chair or Vice-Chair for more than three (3) two-year terms, except under the circumstances described in Article V. Section C.5 "Failure to Elect."
2. Vacancy: A vacancy in any office shall be filled by a special election held by the AAC at the next regularly-scheduled meeting following the announcement of the vacancy and shall be for the unexpired term.
3. Temporary Vacancies: If the Chair and all Vice-Chairs of the AAC and subcommittees are absent from any meeting and/or are unable to act, the meeting shall be called to order by staff. The staff shall immediately call for the election of a Temporary Presiding Officer.
4. Elections: Election of officers shall occur at the first regular meeting of the fiscal year. A Vice-Chair can be elevated to Chair of the AAC or its subcommittees until an election can be held for the position, generally by the next main AAC meeting. An affirmative vote of two-thirds of members present is required to postpone an election.
5. Failure to Elect: If the AAC fails to elect a Chair or Vice-Chair(s), the existing Chair or Vice-Chair(s) shall continue to serve until successors are elected.
6. Eligibility: All officers shall be chosen based on the most capable member independent of disability or jurisdiction.

D. STAFF SUPPORT

The Department of Access Services and the Office of the Board Secretary will designate staff persons to act as AAC liaison to prepare meeting notices, agendas, and minutes as required, and to serve as liaison between the AAC, the WMATA Board of Directors, the GM/CEO, and staff.

WMATA shall provide a specific amount of space on its external website for the general public for use by the AAC and shall take all necessary steps within a reasonable time to post AAC-provided information on that website. The sole review of the AAC content shall be to ensure that the posted information is in a form conducive to use on the website and not defamatory, false, misleading or deceptive.

Staff support to the AAC is limited by the resources available from WMATA.

## **ARTICLE VI MEETINGS**

### **A. REGULAR MEETINGS**

All regular meetings of the AAC shall be held at least once a month, generally in the evening, and conducted in accordance with Robert's Rules of Order, as revised from time to time, and these bylaws. Meeting agendas shall be posted on WMATA's website in the same manner as agendas posted for meetings of the Board of Directors. Meetings will be open to the public, held in a location accessible to people with disabilities, and within the Transit Zone. Materials will be made available in accessible formats upon request.

All meetings shall be conducted in compliance with Americans with Disabilities Act (ADA) Title II requirements and the U.S. Department of Justice Guidelines on Accessible Meeting Sites: When meetings, or portions thereof, are proposed to be held at pre-existing or historic stations or sites, program accessibility shall be provided, upon request, in compliance with the ADA and Section 504 of the Rehabilitation Act of 1973, as amended including moving the meeting to an accessible site and/or provision of other reasonable accommodation.

The AAC may cancel a regularly-scheduled meeting at any prior meeting by a two-thirds affirmative vote of members present at the prior meeting where a quorum is present. The AAC Chair, in consultation with the Vice-Chairs, may reschedule or cancel a meeting due to an emergency situation, as determined by the Chair and Vice-Chairs. Notice shall be provided to the public of the cancellation or, if rescheduled, notice shall be provided to the public of the new meeting date.

At least 72 hours prior to a regular meeting, an agenda must be posted which contains a brief general description of each item to be transacted or discussed at the meeting. Members of the public have the right, and should be solicited by the AAC, to attend and directly address the AAC on any item on the agenda that is within its subject matter, before or during the consideration of the item.

**B. SPECIAL MEETINGS**

Special meetings may be called by the AAC Chair when in the opinion of the Chair, the business of the AAC requires it, or by the request of a majority of the AAC membership. Notice for special meetings will conform to the requirements of notice for regular meetings. No other business shall be considered at such meetings.

**C. QUORUM**

A majority of the appointed members of the AAC (50 percent of the membership, plus one) must be present in order to constitute a quorum necessary for the transaction of the business of the AAC. A quorum is not required for meetings of the subcommittees. No decision of the AAC shall be valid unless a majority of members present and voting concur by their vote, unless a greater number is required as expressly stated elsewhere in these bylaws.

**D. DECISIONS AND ADVICE OF THE AAC**

The AAC will coordinate with WMATA staff to obtain information and reports necessary for the AAC to advise the Board of Directors.

WMATA staff will provide either Information or Action items to the AAC. Information items are reports intended to inform the AAC of accessibility related matters at WMATA and no action by the AAC is required or needed. Action items are reports made to the AAC, where AAC advice is required on specific recommendations presented by WMATA staff. When presented an Action Item, the AAC is required to take a formal vote and either: a) accept the recommendation; b) continue the item and require further information or discussion; or c) escalate the item to the attention of the Board of Directors, through WMATA staff.

All decisions of the AAC require a formal vote provided a quorum is present.

**ARTICLE VII  
AGENDA, MINUTES AND RULES OF ORDER**

**A. AGENDAS**

1. The AAC Chair and subcommittee chairs, with the support of WMATA staff, will prepare an agenda for regular meetings. Members approve the agenda by vote as part of the meeting proceedings. Members may contact the Chair to have

items put on the agenda. Also, each meeting agenda calls for members to put items on future agendas.

2. The AAC staff liaison shall be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting. Agenda materials shall normally be transmitted to members at least 3 days prior to each AAC meeting in a format that is accessible to all members.

#### B. MINUTES

Minutes of each AAC meeting shall be prepared by the AAC staff liaison and distributed to members, the GM/CEO, and the Board of Directors, together with the agenda for the next meeting. Minutes, at a minimum, must include the date/time of the meeting, members present, items discussed and disposition of any item subject to committee vote.

#### C. RULES OF ORDER

All regular and special meetings of the AAC shall be conducted in accordance with these bylaws and with the most current edition of Robert's Rules of Order. In case of conflict, these bylaws shall take precedence over Robert's Rules of Order.

The AAC Chair and subcommittee chairs are responsible for the orderly conduct of the meeting. Every member desiring to speak shall address the Chair, and upon recognition by the Chair, shall speak only to the question under debate.

### **ARTICLE VIII SUBCOMMITTEES**

The AAC will maintain two Subcommittees to assist with completion of its work. Those Subcommittees are the MetroAccess Subcommittee and the Bus/Rail Subcommittee. These Subcommittees will operate in the same fashion as the main AAC meeting, according to the requirements of these bylaws and Robert's Rules of Order as revised from time to time.

Membership in these Subcommittees shall be open to all members of the AAC. The AAC Chair shall designate an individual to convene and conduct the meetings of the Subcommittee until such time as the Subcommittee membership selects a person to

Chair the Subcommittee from among its membership for approval by the AAC.

Notice for AAC and special AAC meetings shall be provided to all AAC members and the public in accordance with the procedures for notice of regular meetings of the AAC.

**ARTICLE IX  
BYLAWS AMENDMENTS**

The bylaws may be proposed for amendment or repeal by a motion that is made, seconded, and passed by a two-thirds (2/3) vote of regular members at any regular AAC meeting. The 2/3 vote shall be based on the number of persons currently holding appointments to the AAC whether present at the meeting or not. Written and oral notice of the proposed amendment must be given at the prior regular monthly meeting to all members. The notice must contain both the original language and the proposed amending language to the bylaws in accessible formats as requested. The proposed bylaws change will be made final upon approval by the Board of Directors. Any bylaw may be altered, amended or annulled at any time by a majority vote of the Board of Directors in consultation with WMATA staff.

**ARTICLE X  
TERM OF AAC**

The Board of Directors will periodically review the operation of the AAC and may modify its composition, structure or bylaws. Such review shall occur no less frequently than every five (5) years.

The AAC may also initiate review of its composition, structure or bylaws, and recommend changes for the Board's review.

In accordance with the bylaws of WMATA's Board of Directors,

Approved:  
Revisions: V1-2015