

Board Committee Assignments Effective December 12, 2019

Committee Membership:

Executive Committee:

Chair: Paul Smedberg

1st Vice Chair: *Stephanie Gidigbi*

2nd Vice Chair: Michael Goldman

Federal Representative: David Horner

Finance and Capital Committee:

Chair: Steve McMillin

Vice Chair: District of Columbia representative (Jeff Marootian – interim)

Pete Rahn

Paul Smedberg

Safety and Operations Committee:

Chair: Michael Goldman

Vice Chair: David Horner

Christian Dorsey

Stephanie Gidigbi

Committee Descriptions:

Executive Committee:

- The Executive Committee shall be responsible for enforcement of the Board's Code of Ethics and service as the Board's Ethics Committee, and such additional responsibilities as it may be assigned by the Board Chair. The Executive Committee shall have primary responsibility for recommending to the Board a candidate for General Manager, Secretary and Inspector General, and conducting the annual performance review of each such Officer with input from all members of the Board.
- The Committee shall provide oversight of the quality and integrity of WMATA's internal controls, compliance systems, and auditing and accounting systems. The Committee shall also oversee internal and external audits, and develop policy and provide guidance for the Inspector General. The Committee shall be responsible for conducting annual audit awareness training for all Board members. The Committee shall be responsible for accepting reports from the Inspector General,

including management's response and corrective actions. To the extent that the Committee is unable to accept a report, the Committee Chair shall forward the report to the Board Chair for the Board to consider. Final accepted reports may be made available to the public, subject to applicable law and WMATA policy.

- The Committee shall be responsible for Board governance (including Bylaws, Election of Board Officers and Committee Chairs and Members), and oversight of legislative planning, governmental/jurisdictional relations and related communications strategies. The Committee shall be responsible for conducting an orientation program for new Board members, and handling questions under the WMATA Compact.
- The Committee shall be responsible for oversight of pensions including reviewing investment results of WMATA's various trusts, processing plan amendments for Board adoption, and receiving regular reports on plan performance.
- The Committee shall also provide oversight for labor, human resources, procurement, civil rights and fair practice matters. The Committee shall also oversee the development of procurement procedures in accordance with federal requirements.

Finance and Capital Committee:

- The Finance and Capital Committee shall monitor the financial integrity and viability of WMATA and its programs and services, have primary responsibility for developing, in coordination with a working group of the whole, recommending and overseeing an annual operating and a capital budget to the Board each year, and have primary responsibility for setting policy with respect to fares and fees. The Committee's recommended annual operating and capital budgets shall be as voted by the working group of the whole.
- The Committee shall be responsible for capital program planning, including an annual capital plan; oversight of major capital projects delivery including scope, oversight, budget and on-time/on-budget metrics; regional corridor development; coordination with jurisdictions; and coordination of community development. The Committee shall be responsible for strategic, long-term planning, including establishing priorities based on technical analysis and stakeholder outreach. The Committee shall oversee the Joint Development Program and other real estate matters.

Safety and Operations Committee:

- The Safety and Operations Committee shall provide continual oversight and recommend policies to assure that all facilities, equipment and operations of the transit system are safe and secure for passengers, employees, and the public affected by WMATA services.

- The Committee shall be responsible for customer experience and service, and operating plans and performance. The Committee shall set the tone and provide leadership that safety comes first among all operational considerations. The Committee shall ensure that employees and the public have accessible channels for reporting safety, crime and security concerns.

PROPOSED