

1 **Washington Metropolitan Area Transit Authority**

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3 **Riders' Advisory Council**

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6 **BYLAWS**

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9 **ARTICLE I**

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12 **NAME**

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14 The name of the advisory group shall be the Washington Metropolitan Area Transit Authority  
15 (WMATA) Riders' Advisory Council, and may be referred to as the "RAC."  
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18 **ARTICLE II**

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21 **MISSION**

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23 **A. MISSION STATEMENT**

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25 To actively seek input from a broad range of riders on operational and budgetary issues  
26 that affect Metrorail, Metrobus, and MetroAccess riders and organizations with an  
27 expressed interest in public transit; advise the Board on ways to resolve such issues in  
28 order to improve Metrorail, Metrobus and MetroAccess; promote WMATA  
29 responsiveness to riders; and recommend possible solutions to the Board and staff,  
30 based on public input, so that WMATA can effectively address the diverse needs of the  
31 riding public.  
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33 **B. ROLES AND RESPONSIBILITIES**

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35 The RAC shall serve in an advisory capacity to the WMATA Board and will work with  
36 WMATA staff to:

- 37  
38 1. Provide advice and recommendations to the WMATA Board on operating and  
39 budgetary issues that have a direct impact on Metrorail, Metrobus and Metro Access  
40 riders;  
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42 2. Foster rider awareness of the RAC and of the opportunities available for riders to  
43 make their voices heard;

- 44 3. Seek input from a broad range of WMATA ridership;  
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46 4. Promote meaningful public participation in WMATA decision-making processes;  
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48 5. Encourage open decision-making by WMATA that clearly reflects riders' needs and  
49 concerns;  
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51 6. Review, analyze and prepare recommendations on issues that relate to the provision  
52 of Metrorail, Metrobus and MetroAccess services;  
53  
54 7. Hold public forums with special focus on an issue, geographical location or targeted  
55 group as necessary to respond to riders' concerns and apprise WMATA of the date  
56 and time of such public forums;  
57  
58 8. Attend, listen and speak at community meetings to better learn and represent riders'  
59 perspectives;  
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61 9. Develop recommendations which take into consideration the needs of people  
62 throughout the Transit Zone<sup>1</sup> and which consider the financial impacts of different  
63 solutions on both customers and WMATA;  
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65 10. Collaborate with advisory groups established by WMATA, including the WMATA  
66 Accessibility Advisory Committee (AAC), which advises the WMATA Board on issues  
67 that impact senior citizens and people with disabilities;  
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69 11. Establish annual goals for the RAC;  
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71 12. Execute and adhere to the RAC Standards of Conduct policy.  
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73 C. COMMUNICATION WITH BOARD AND STAFF  
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75 The RAC may communicate with the WMATA Board and appropriate staff on a regular  
76 schedule as established by the WMATA Board, and may send additional reports or  
77 recommendations, as appropriate. A brief report may be made during each regular  
78 WMATA Board meeting that is open to the public, on items that are within the purview of  
79 the RAC. Reports may be made at Board Committee meetings on an *ad hoc* basis at the  
80 discretion of the Board Committee Chair. The RAC may also provide advice in other  
81 areas not within their purview after prior consultation with the WMATA Board Executive  
82 Committee.  
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85 **ARTICLE III**  
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<sup>1</sup> The WMATA Transit Zone consists of the District of Columbia, the suburban Maryland counties of Montgomery and Prince George's and the Northern Virginia counties of Arlington, Fairfax and Loudon and the cities of Alexandria, Fairfax and Falls Church.

88 **MEMBERSHIP**

89 A. COMPOSITION

90  
91 The RAC shall be composed of up to twenty-one (21) members: six (6) members from  
92 each of the signatory jurisdictions in the Transit Zone, two (2) at-large members, and the  
93 Chair of the Accessibility Advisory Committee. Members of the RAC will reflect a broad  
94 representation of ages, genders, races, disabilities, commute patterns and geographic  
95 locations in the Transit Zone. Members should also represent a cross-section of bus,  
96 rail, paratransit and multimodal trip patterns. They shall not reflect the views of any  
97 particular advocacy group. WMATA employees or elected officials are not eligible for  
98 membership on the RAC.  
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100 B. APPOINTMENT

101  
102 The WMATA Board appoints RAC members. Board members may request input from  
103 current or former RAC members in recruiting new appointees. WMATA staff will assist  
104 Board members in the recruitment process as requested.  
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106 C. TERM OF OFFICE

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108 1. Length of Term

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110 The term for each member of the RAC shall be effective for three (3) years, unless  
111 said appointment is interrupted by expiration of the term, or the  
112 resignation/termination of the RAC member. In order to stagger membership, one-  
113 third (1/3) of the initial RAC members shall serve for a one-year term, one-third (1/3)  
114 of the initial RAC members shall serve for a two-year term, and one-third (1/3) of the  
115 initial RAC members shall serve for a three-year term, all of which were initially  
116 selected by lots. Such staggering of terms shall continue with successive  
117 appointments. If a member leaves the RAC before the expiration of his or her term,  
118 the new member is initially appointed to finish the remainder of that term.  
119

120 2. Schedule of New Appointments

- 121  
122 a. New appointments to the RAC will begin in January.  
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124 b. Reappointments to the RAC will begin in January. Members may be considered  
125 for reappointment by the WMATA Board at the end of their term. In making  
126 reappointments, the Board will consider the value of retaining historical  
127 knowledge, as well as the value of new ideas. However, no person shall serve on  
128 the RAC for more than four (4) complete terms, with the exception of the Chair of  
129 the WMATA ACC, who shall not be so limited. Appointments to fill unexpired  
130 terms will be filled as needed by the WMATA Board.  
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D. MID-TERM VACANCY

If membership vacancies arise during the year, the WMATA Board will fill the vacancy of the unexpired term. Such time serving an unexpired term shall not count against the four (4) complete term limitation on RAC membership.

E. RESIGNATION

Members shall resign by submitting a written resignation to the WMATA Board through the WMATA RAC Staff Coordinator as soon as they become aware of their inability to serve on the RAC.

F. TERMINATION OF MEMBERSHIP

1. A member's appointment to the RAC may be terminated upon an affirmative vote of the majority of the of the WMATA Board, including at least one affirmative vote by a Board member representing the same signatory jurisdiction as the member being terminated. An appointment to the RAC shall be terminated upon an affirmative determination that a member:
  - a. At the time of the appointment, materially misrepresented use of the Metrorail, Metrobus or MetroAccess system 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 RAC member to removal as provided in this Article.
  - b. Refused to execute or adhere to the RAC Standards of Conduct policy.
  - c. Engaged in a consistent pattern of disruptive behavior in RAC or other WMATA – related meetings which include the 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, skin color, national origin, gender identity, religion, sexual orientation, disability or age.
  - d. Attended no regular meetings for three consecutive months or has missed two-thirds (2/3) of regular meetings within a six (6)-month period.
2. The RAC may recommend that the WMATA Board terminate a RAC member's term for the reasons listed above following a vote by the RAC at a regular meeting with two-thirds (2/3) of the members present and voting and which constitutes a majority of all members holding appointments to the RAC.

- 175 3. Following the vote as described in Article II, Section E, Subsection 2, the RAC Chair  
176 will notify the RAC member in question and will recommend termination to the  
177 WMATA Board. The WMATA Board may then take action to terminate this  
178 membership and may then appoint a new member to serve the unexpired term of the  
179 terminated member.  
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182 **ARTICLE IV**

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184 **OFFICERS**

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187 A. **CHAIR**

- 188  
189 1. The RAC will elect a Chair from its membership annually. The RAC Chair will be  
190 elected without regard to jurisdiction. Nominations for Chair shall be made by a  
191 member of one jurisdiction and seconded by a member of another jurisdiction.  
192  
193 2. The RAC Chair will develop regular meeting agendas; lead meetings and keep order;  
194 create committees and working groups with the concurrence of the RAC; present  
195 reports to the WMATA Board; and, prepare and sign all letter, reports and other  
196 communications of the RAC. Additionally, the Chair may discuss matters of interest  
197 directly with the Chair of the WMATA Board.  
198

199 B. **VICE CHAIRS**

- 200  
201 1. The RAC shall elect Vice Chairs from its membership to represent each of the three  
202 signatory jurisdictions within the Transit Zone annually. Nominations for Vice Chair  
203 shall be made and seconded by members from that jurisdiction. For the purpose of  
204 election and voting, at-large members shall be considered as members of their home  
205 jurisdiction.  
206  
207 2. The Vice Chairs will act in the absence of the Chair at meetings, presentation, etc.  
208 The Vice Chairs shall actively participate in the setting of regular RAC meeting  
209 agendas and the preparation of monthly reports and communications with the  
210 WMATA Board. Each Vice Chair shall also actively communicate with the RAC  
211 members from his or her signatory jurisdiction of appointment and serve as the  
212 primary liaison for those members to suggest agenda items or other topics of  
213 discussion. Each Vice Chair shall also communicate with members of the WMATA  
214 Board representing his or her jurisdiction of appointment and work to maintain and  
215 strengthen the relationship between those Board members and the RAC.  
216

217 C. **CHAIR AND VICE CHAIRS**

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- 219 1. Term of Office: The officers of the RAC shall serve for one (1) year. No person shall  
220 serve as Chair for more than three one-year terms, except under the circumstances  
221 described in Article IV, Section C, Subsection 5 "Failure to Elect."  
222
- 223 2. Vacancy: A vacancy in any office shall be filled by a special election held by the RAC  
224 at the next meeting following the announcement of the vacancy and shall be for an  
225 unexpired term.  
226
- 227 3. Temporary or Permanent Vacancies: If the Chair and all Vice Chairs are absent from  
228 any meeting and/or are unable to act, the meeting shall be called to order by the  
229 WMATA RAC Staff Coordinator. The WMATA RAC Staff Coordinator shall  
230 immediately call for the election of a Temporary Presiding Officer.  
231
- 232 4. Elections: Election of officers shall occur at the first regular meeting of the calendar  
233 year. An affirmative vote of two-thirds (2/3) of members present is required to  
234 postpone an election.  
235
- 236 5. Failure to Elect: If the RAC fails to elect a Chair or Vice Chair, the existing Chair or  
237 Vice Chair shall continue to serve until successors are elected.  
238
- 239 6. Eligibility: The position of Chair shall be elected without regard to jurisdiction of  
240 residence. Members appointed to the RAC at-large shall be considered members  
241 from the signatory jurisdiction of their primary residence for the purpose of  
242 establishing eligibility to serve as an officer of the RAC. A-large members are eligible  
243 for officer positions, except for the at-large position held by the Chair of the ACC who  
244 is ineligible for the position of Chair of the RAC.  
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## ARTICLE V

### **STAFF SUPPORT**

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- 251 1. The Board Secretary shall designate a person to serve as the WMATA RAC  
252 Coordinator. Said individual shall prepare meeting notices, agendas, and minutes as  
253 required and serve as a liaison between the RAC, the WMATA Board, and WMATA  
254 staff. Requests for information shall generally flow from the RAC Officers and  
255 Committee Chairs to the Staff Coordinator. The RAC Coordinator shall be a WMATA  
256 employee hired by a committee composed of up to three members of the RAC, one  
257 from each signatory jurisdiction, selected by the RAC members of that jurisdiction  
258 and the Board Secretary. A recommendation shall be made by a majority vote of the  
259 hiring committee with such authority containing at least one affirmative vote from  
260 the RAC appointees and one affirmative vote from the Board Secretary. A  
261 representative from the WMATA Office of Human Resources shall sit on the hiring

262 committee and participate in its discussions, but shall not have a vote in the hiring  
263 decision. The RAC shall have input into the development of the job description for  
264 the position and the annual performance plan for the employee. These documents  
265 shall be prepared by the Board Secretary in cooperation with the RAC leadership  
266 and in compliance with all WMATA policies and procedures.

- 267
- 268 2. WMATA shall provide a specific amount of space on its external website for the  
269 general public for use by the RAC and shall take all necessary steps within a  
270 reasonable time to post RAC-provided information on that website. The sole review  
271 of the RAC content shall be to ensure that the posted information is in a form  
272 conducive to use on the website and not defamatory, false, misleading or deceptive.

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275 **ARTICLE VI**

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278 **COMMITTEES AND SPECIAL COMMITTEES**

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- 281 1. The RAC shall have five (5) standing committees. Standing Committees will remain in  
282 place unless eliminated by a two-thirds (2/3) vote announced at least one month in  
283 advice of such motion. The five (5) standing committees of the RAC are the Governance  
284 Committee, Budget and Finance Committee, Customer Service Committee, Program,  
285 Projects and Planning Committee, and the RAC Leadership Team, which is composed  
286 of the Chair and Vice Chairs. Chairs of these committees will be elected no later than the  
287 second meeting of the calendar year. Standing committee Chairs may be reelected for  
288 up to three (3) one year terms.
- 289
- 290 2. The Chair has the authority, with concurrence by the RAC to create other committees  
291 and/or special committees to address issues not within the purview of the standing  
292 committees. All committees and special committees shall expire at the end of the last  
293 general RAC meeting of the calendar year and may be reestablished by a majority vote.
- 294
- 295 3. Membership in the standing committees, committees and/or special committees shall be  
296 open to all members of the RAC. Upon creation of a special committee or special  
297 committee, the Chair shall designate an individual to convene its first meeting and  
298 conduct the meeting until such time as the committee or special committee selects a  
299 Chair from among its membership. Committee and special committees will operate  
300 according to the requirements of these bylaws and Robert's Rules of Order, as revised  
301 from time-to-time.
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- 303 4. Notice for committee and special committee meetings shall be provided to all RAC  
304 members and the public in accordance with the procedures for notice of all regular  
305 meetings of the RAC.

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5. The Chair has authority, with concurrence by the RAC, to create committees and/or special committees to address issues. Committees and special committees will operate according to the requirements of these bylaws and Robert's Rules of Order, as revised from time-to-time.

## **ARTICLE VII**

### **MEETINGS**

#### **A. REGULAR MEETINGS**

1. All regular meetings of the RAC shall be held at least once per 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 WMATA Board. Meetings will be open to the public, held in a location accessible to people with disabilities, and within the Transit Zone. Special accommodations will be made available for individuals attending a meeting of the RAC, provided that 24 hours advance notice of such need is requested.
2. The RAC may cancel a regularly scheduled meeting at any prior meeting by a two-thirds affirmative vote of members, provided a quorum is present. The Chair, in consultation with the Vice Chairs, 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.
3. At least three (3) business days prior to a regular meeting, an agenda must be posted on WMATA's website, which will contain 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 RAC to attend and directly address the RAC on any item on the agenda that is within its subject matter, before or during the consideration of the item.

#### **B. SPECIAL MEETINGS**

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

#### **C. QUORUM**

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A majority of the appointed members of the RAC (50 percent of the membership, plus one) must be present in order to constitute a quorum necessary for the transaction of business of the RAC. No decision of the RAC shall be valid unless a majority of members present and voting concur by their respective votes.

D. DECISIONS

All decision of the RAC which require a formal vote shall be made only after an affirmative vote of a majority of its members in attendance unless otherwise expressly stated in these bylaws, provided a quorum is present. The RAC Staff Coordinator or Board Secretary shall forward minutes of meeting, as well any special reports or communication desired by the RAC, to the WMATA Board. Additionally, the Chair or a designee may present reports to the WMATA Board or an appropriate Board Committee in person, with the concurrence of the Board or Committee Chair.

**ARTICLE VIII**

**AGENDAS, MINUTES AND RULES OF CONDUCT**

A. AGENDAS

1. The Chair, with the support of WMATA staff, will prepare an agenda for regular meetings. The RAC members shall approve the agenda by vote as part of the regular monthly meeting proceedings. Members may contact the Chair or work through the Vice Chairs to have items placed on the agenda. Also, each meeting agenda calls for members to put items on future agendas.
2. The RAC Staff Coordinator shall be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting. Agenda materials shall normally be provided to the members three (3) business days prior to each meeting.

B. MINUTES

Minutes of each RAC meeting shall be prepared by the RAC Staff Coordinator and distributed to members together with the agenda for the next meeting.

C. RULES OF CONDUCT

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

394 Robert's Rules of Order. The RAC may also establish standard operating procedures  
395 and approve them as needed. The following rules will be followed:  
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- 397 1. Chair Responsibility: The Chair is responsible for the orderly conduct of the meeting.  
398 Any RAC member desiring to speak shall address the chair, and upon recognition of  
399 the Chair, shall speak only to the question under debate.  
400
- 401 2. Public Comment: The RAC shall provide an opportunity for members of the  
402 community to provide comments during its monthly meetings. From time-to-time the  
403 Chair may invite staff members, consultants, community organizations, or other  
404 parties to make a presentation or comment on a particular issue.  
405
- 406 3. Representation: Representation of positions on issues shall conform to the following  
407 principles:
  - 408 a. No member of the RAC shall misrepresent the position of the RAC on any issue,  
409 including the absence of any formal position on an issue, in a communication  
410 with the general public, including the media.  
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  - 412 b. No member of the RAC shall be seen as representing any position of WMATA to  
413 the general public, including the media, without first having been so authorized  
414 by the WMATA Board.  
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  - 416 c. Every member is free to express individual opinions, after making a good faith  
417 effort to describe his or her comments as such, to the general public including the  
418 media on any topic that the member chooses to address.  
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## 420 421 ARTICLE IX

### 422 423 **OTHER PROCEDURES**

424  
425 The RAC may develop and approve other procedures to govern its operations. These  
426 procedures will be reviewed annually and amended, as approved by the RAC by no later than  
427 its second meeting. The RAC Leadership Team or Governance Committee will work with the  
428 RAC Coordinator to develop an Orientation package to be provided annually to new and  
429 continuing members.  
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## 431 432 ARTICLE X

### 433 434 **BYLAWS AMENDMENTS** 435 436 437

438 The bylaws may be proposed for amendment or repeal by a motion that is made, seconded and  
439 passed by two-thirds (2/3) vote of regular members at any regular meeting. The two-thirds vote  
440 shall be based on the number of persons currently holding appointments to the RAC whether  
441 present at the meeting or not. Written and oral notice of the proposed amendment must be  
442 given at the prior regular monthly meeting to all members. The notice must contain both the  
443 original language and the proposed amending language to the bylaws. The proposed change to  
444 the bylaws will be made final upon approval by the WMATA Board. Any bylaw may be altered,  
445 amended or annulled at any time by a majority vote of the WMATA Board.  
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## **ARTICLE XI**

### **RAC OPERATIONAL REVIEW**

453 The WMATA Board will periodically review the operation of the RAC and may modify its  
454 composition, structure or bylaws. Such review shall occur no less frequently than every five (5)  
455 years, but may occur more frequently as appropriate. The RAC will also initiate a periodic  
456 review of its bylaws.

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                  V2-  
                  V3- September 3, 2014