



**Salem Area Mass Transit District
Board Of Directors Meeting Agenda Packet**

Thursday, March 26, 2026 at 5:30 p.m.

Directors: Ramiro Navarro Jr., Sadie Carney, Maria Hinojos Pressey, Ian Davidson, Sara Duncan,
Bill Holmstrom

Available meeting formats:

- **In Person:** Senator Hearing Room, 555 Court St. NE, Salem, OR 97301
- **Watch the Live Stream on CC Media's YouTube** or view on **Comcast Channel 21**
- **Zoom Gov:**
 - **Join the Board Meeting Virtually**
Meeting ID: 161 115 6964; Passcode: 680098
 - Phone: (669) 254-5252 (US)

Public Comment: The public may provide comments on transit-related matters during the meeting. Public comment is limited to three minutes per speaker.

Comments can be submitted:

- In person
- Via ZoomGov
- By email - Board@cherriots.org
- By mail - Attn: District Board of Directors, 555 Court St. NE, Suite 5230, Salem, OR 97301

Written comments received by 12:00 p.m. on the meeting day will be included in the official record.

Consent Calendar: Routine items are approved by a single motion. Any Director may request that an item be removed from the Consent Calendar for separate discussion and action.

Board of Director Reports: Directors report on transit-related issues, including committee participation, community outreach, and special projects representing the District.

Closed Captioning (CC): Live closed captioning is available through ZoomGov.

Alternative Formats: Individuals who need meeting materials in alternative formats, sign language interpretation, translation, or other auxiliary aids or services are encouraged to contact the Clerk of the Board at (503) 588-2424 or clerkoftheboard@cherriots.org or TTY 711 (Oregon Relay Service), at least 48 hours in advance of the meeting.

Electronic Copies: [Download Board Meeting Agenda Packet.](#)

Email Distribution List: Email clerkoftheboard@cherriots.org to join the District's public meeting distribution list.

Formatos de reunión disponibles:

- **En persona:** Senator Hearing Room, 555 Court St. NE, Salem, OR 97301
- **[Vea la transmisión en vivo en el canal de YouTube de CC Media](#)** o en el canal 21 de Comcast.
- **Zoom Gov:**
 - **[Participe virtualmente en la reunión de la junta directiva.](#)**
Meeting ID: 161 115 6964; Código de acceso: 680098
 - Teléfono: (415) 449-4000 (US)

Comentarios del público: El público puede presentar comentarios sobre asuntos relacionados con el transporte público durante la reunión. Los comentarios públicos están limitados a tres minutos por persona.

Los comentarios pueden enviarse:

- En persona
- A través de ZoomGov
- Por correo electrónico: Board@cherriots.org
- Por correo postal: A la atención de: Junta Directiva del Distrito, 555 Court St. NE, Suite 5230, Salem, OR 97301

Los comentarios escritos recibidos antes de las 12:00 p.m. del día de la reunión se incluirán en el acta oficial.

Calendario de Consentimiento: Los puntos rutinarios se aprueban mediante una única moción. Cualquier director puede solicitar que se elimine un punto del calendario de consentimientos para su debate y resolución por separado.

Informes de la Junta Directiva: Los directores informan sobre cuestiones relacionadas con el transporte público, incluida la participación en comités, la divulgación comunitaria y los proyectos especiales que representan al Distrito.

Subtítulos (CC): Se ofrecen subtítulos en directo a través de ZoomGov.

Formatos alternativos: Se recomienda a las personas que necesiten materiales de la reunión en formatos alternativos, interpretación en lengua de signos, traducción u otras ayudas o servicios auxiliares que se pongan en contacto con el secretario de la Junta en el (503) 588-2424 o en clerkoftheboard@cherriots.org o TTY 711 (Servicio de Retransmisión de Oregon), al menos 48 horas antes de la reunión.

Copias electrónicas: **[Descargue el paquete de la agenda de la reunión de la Junta.](#)**

Lista de distribución por correo electrónico: Envíe un correo electrónico a clerkoftheboard@cherriots.org para unirse a la lista de distribución de reuniones públicas del Distrito.

Agenda

1. Call To Order

- A. Note Attendance for a Quorum
- B. Safety Minute – Finance
- C. Announcements and/or Changes to the Agenda

2. Presentations

- A. Recognition of Million-Mile Transit Operator4

3. Public Comment

4. Consent Calendar

- A. Approval of Minutes
 - I. February 26, 2026 Board Meeting6
 - II. March 12, 2026 Board Work Session 10
- B. Routine Business Items
 - I. Adopt the following Resolutions: 12
 - 2026-02, Amending the Board Bylaws
 - 2026-03, Amending the CAC Bylaws
 - 2026-04, Amending the STIFAC Bylaws
 - 2026-05, Adopting the Budget Advisory Committee Bylaws
 - II. Adopt Resolution 2026-06, Establishing Personnel & Administrative Policies & Delegating Administrative Authority to the General Manager: 114

5. Items Deferred from Consent Calendar

6. Action Items

- A. Adopt Resolution 2026-07, Reaffirming District TAM Plan 119
- B. Approve General Manager Job Description 131

7. Informational Reports

- A. Service Briefing for May 2026 137

8. Reports

- A. General Manager
- B. Board of Directors 139

9. Adjourn

Next Meeting: April 23, 2026 at 5:30 P.M.

Board Meeting Memo – Agenda Item 2.A

To: Board of Directors
From: Tom Dietz, Chief Operations Officer
Thru: Allan Pollock, General Manager
Date: March 26, 2026
Subject: Million-Mile Operators

Issue

Shall the Board recognize Transit Operators Pavel Kuzmenko and David Nichols-Alarcon as achieving one-million miles without a preventable accident?

Background And Findings

In the transit industry, the Million-Mile Club recognizes operators who demonstrate exceptional safety and long-term commitment. While programs vary by district, location, size of service area, etc., they share a common purpose: honoring operators who consistently prioritize safety and deliver an excellent rider experience.

At the District, Million-Mile status is achieved when an operator meets the following criteria:

- Works a minimum of 1,600 hours per calendar year of their employment; and
- Completes 12 consecutive years of revenue service driving without a preventable accident.

The District is proud to honor Transit Operators Kuzmenko & Nichols-Alarcon for achieving Million-Mile status and for meeting the 1,600-hours requirement each year.

Each of these outstanding operators will receive:

- Recognition at a regularly scheduled Board of Directors meeting;
- A reserved parking space at the Operations Headquarters;
- A bomber Jacket with a Million-Mile Club patch;
- A medallion decal placed on the curbside of a bus;
- \$1,000 for each million miles achieved (after taxes); and
- Placement on the wall of fame plaque at Operations Headquarters.

Financial Impact

Funding for this program will be covered by the operating budget from the Operations Division as approved and adopted in the FY 2026 budget.

Parking Space	Award (gross)	Jacket	Decal	Plaque
\$ 60.00	\$1,555.96	\$ 310.00	\$ 88.00	\$ 70.00
\$ 60.00	\$1,772.74	\$ 310.00	\$ 88.00	\$ 70.00
\$120.00	\$3,328.70	\$620.00	\$176.00	\$140.00
Grand Total				\$4,384.70

Recommendation

Staff recommends the Board recognize Transit Operators Pavel Kuzmenko and David Nichols-Alarcon as achieving one-million miles without a preventable accident.

Proposed Motion

I move that the Board recognize Transit Operators Pavel Kuzmenko and David Nichols-Alarcon as achieving one-million miles without a preventable accident.



Salem Area Mass Transit District Board Of Directors Meeting Minutes

Thursday, January 22, 2026 at 5:30 p.m.

Index of Board Actions

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Approve the Consent Calendar	3
A. Approval of Minutes	
I. January 22, 2026 Board Meeting	
II. February 12, 2026 Executive Session	
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B. Routine Business Items	
I. Fiscal Year 2026 Quarter 2 (FY26 Q2) NTD Reportable Assault Data	
Accept the District’s Shared Micromobility Feasibility Study, as presented in Attachment A, and review the study recommendations in a future Board Work Session to determine a strategy to move forward	3-4

Attendance

Board Directors:

Present:

President Maria Hinojos Pressey
 Ramiro Navarro Jr.
 Ian Davidson
 Sara Duncan
 Bill Holmstrom

Absent:

Sadie Carney

Staff:

GM Allan Pollock
 DGM David Trimble
 CSO Cliff Carpentier
 CBDO Jaél Rose
 CPDO Shofi Azum
 COO Tom Dietz
 Budget & Grants Manager Peggy Greene
 Strategic Initiatives Administrator Bobbi Kidd
 Commuter Options Coordinator Kiki Dohman
 Executive Assistant Crisandra Williams
 Executive Assistant Kirra Pressey

Guests:

Legal Counsel Sara Sayles (Virtual)
 Adrian Witte (Virtual)
 Malia Schilling (Virtual)

Meeting Information

1. **Call To Order**

A. Note of Attendance for a Quorum

President Hinojos Pressey called the meeting to order at 5:30 p.m.
Attendance was noted and a quorum was present.

B. Safety Minute

Customer Service Manager Hamlin provided the safety minute highlighting the Smith Safe Driving System Key 1: Aim High in Steering.

C. Announcements and/or Changes to Agenda

None

2. **Presentations**

None

3. **Public Comment**

Public comment was received from Tyler McCulley for the Board's review and consideration.

4. **Consent Calendar**

A. Approval of Minutes

- I. January 22, 2026 Board Meeting
- II. February 12, 2026 Executive Session
- III. February 12, 2026 Board Work Session

B. Routine Business Items

- I. Fiscal Year 2026 Quarter 2 (FY26 Q2) NTD Reportable Assault Data

Action

- Motion: I move to approve the Consent Calendar as presented.
- Motion by: President Hinojos Pressey
- Second: Director Davidson
- Vote: Aye: President Hinojos Pressey, Directors, Navarro, Davidson, Duncan, and Holmstrom.
Nay: None
- Outcome: Motion passes unanimously 5-0

5. **Items Deferred From Consent Calendar**

None

6. **Action Items**

A. Accept the Shared Micromobility Feasibility Study

Presenter: Commuter Options Coordinator Kiki Dohman, Toole Design's Senior Planner Malia Schilling, Toole Design's Professional Engineer Adrian Witte

Agenda Packet: Pg. 15-134

Commuter Options Coordinator Dohman introduced the shared micromobility feasibility study conducted by Toole Design. The study evaluated opportunities for shared micromobility in the Salem-Keizer region, including review of peer programs, local conditions, community input, and potential integration with the transit network.

Malia Schilling of Toole Design presented the study findings. The analysis builds on District's Long-Range Transit Plan and identifies shared micromobility as a potential tool to strengthen first- and last-mile connections to transit. The study included community engagement, peer agency research, and spatial analysis identifying downtown Salem and West Salem as key

opportunity areas.

The recommended model proposes a privately operated docked or hybrid bike share system of approximately 250 bikes within a pilot service area. Board members engaged in questions and discussion following the presentation.

Action

- Motion: I move to accept the District's Shared Micromobility Feasibility Study, as presented in Attachment A, and review the study recommendations in a future Board Work Session to determine a strategy to move forward.
- Motion by: Director Holmstrom
- Second: Director Davidson
- Vote: Aye: President Hinojos Pressey, Directors, Navarro, Davidson, Duncan, and Holmstrom.
Nay: None
- Outcome: Motion passes unanimously 5-0

7. Informational Reports

A. FY26 Q2 Strategic Plan Report

Presenter: Strategic Initiatives Administrator Bobbi Kidd

Agenda Packet: Pg. 135-139

Strategic Initiatives Administrator Kidd presented the FY26 Q2 Strategic Plan Report, reviewing progress toward the four strategic outcomes, with customer satisfaction and employee engagement exceeding established goals. All organizational and divisional goals remain in progress and on track for completion by the end of the fiscal year.

B. FY26 Q2 Performance Report

Presenter: CBDO Shofi Azum

Agenda Packet: Pg. 140-180

CPDO Azum presented the agency performance report, noting stable, high-performing operations with Q2 ridership at just over 900,000 rides and year-to-date ridership at 1.8 million. Service reliability and on-time performance exceeded goals, accessibility metrics remained strong, and route productivity highlighted Route 21 as the top performer. Youth pass and LIFT ridership increased, the Vanpool program saw growth and received ODOT recognition, and battery electric buses showed positive results. Major accomplishments included TSP system launch, UMO adoption, and capital project progress. Looking ahead, priorities include completion of APC data, shared micromobility and microtransit studies, and origin-destination survey analysis.

C. FY26 Q2 Financial Report

Presenter: Budget and Grants Manager Peggy Greene

Agenda Packet: Pg. 182-183

Budget and Grants Manager Green reported that the District remains within budget at the end of Q2, with general fund revenues at 53% of annual budget and expenditures at 46%, all divisions below anticipated midyear levels. Transportation programs and capital funds are on track, with increases expected later in the year as projects progress and battery electric buses arrive.

D. Board Policy Review and Update

Presenter: Strategic Initiatives Administrator Bobbi Kidd & Executive Assistant Kirra Pressey

Agenda Packet: Pg. 184-274

Strategic Initiatives Administrator Kidd and Executive Assistant Pressey presented the comprehensive Board policy review completed by the Policy Standardization Team, focusing on standardizing language, modernizing terminology, and ensuring consistency across all policies. Directors were asked to review the provided red-line and clean versions and submit feedback by March 12, with final drafts scheduled for Board action at the March 26 Board meeting.

E. Board Bylaws and Advisory Committee Bylaws Review and Update

Presenter: Executive Assistant Kirra Pressey

Agenda Packet: Pg. Addendum A

Executive Assistant Pressey presented the draft bylaw updates for the Board of Directors, Community Advisory Committee, and the Statewide Transportation Improvement Fund Advisory Committee, focusing on clarity, consistency, and alignment with current legal requirements. All drafts have been submitted to legal counsel for review, with feedback due from Board members by March 12, with final consideration scheduled for the March 26, Board meeting.

8. Reports

A. General Manager's Report

GM Pollock reported on District business, including visual updates on newly installed Semmi-Seats and the delivered yard tug (naming contest planned), media coverage of the \$3 million federal grant for the South Salem Transit Center, monthly employee meetings highlighting survey results, the annual winter event, and attendance at the Keizer Chamber meet-and-greet to maintain community connections.

B. Board Of Directors Report

President Hinojos Pressey and Directors provided reports on committees and activities in which they represent the District.

9. Adjourn

President Hinojos Pressey adjourned the meeting at 7:23 p.m.

Respectfully Submitted

Maria Hinojos Pressey, Board President



Salem Area Mass Transit District

Board Work Session Minutes

Thursday, March 12, 2026 at 5:30 p.m.

Attendance

Board Directors:

Present:

President Maria Hinojos Pressey

Ramiro Navarro Jr.

Ian Davidson

Sara Duncan

Bill Holmstrom

Absent:

Sadie Carney

Staff:

GM Allan Pollock

DGM David Trimble

CSO Cliff Carpentier

CBDO Jaél Rose

CPDO Shofi Azum

COO Tom Dietz

Executive Assistant Crisandra Williams

Executive Assistant Kirra Pressey

Guests:

Legal Counsel Sara Sayles

Legal Counsel Laura Kentnesse

1. **Call To Order**

A. Note of Attendance for a Quorum

President Hinojos Pressey called the meeting to order at 5:30 p.m.

Attendance was noted.

B. Safety Minute

Financial Services Manager Reedy presented the safety moment, highlighting tips to stay safe when using a ladder.

C. Announcements | Changes to Agenda - None

2. **Presentations - None**

3. **Discussions**

A. Legal Update RE: Food, Beverage, & Transportation Benefits

Presenter: Legal Counsel Sara Sayles & Laura Kentnesse

Legal counsel presented on recent changes to Oregon ethics law related to food, beverages, and transportation benefits for public officials. Recent legislation now allows public bodies to provide food and beverages at meetings and official events without requiring inclusion in a compensation package, resolving prior concerns raised by earlier guidance.

Transportation benefits, such as transit passes, were noted as not included in the statutory exemption and may constitute a financial gain under ethics law. The Board discussed potential approaches, including coordination with the Governor's office, conflict-of-interest considerations, impacts to volunteers and committee members, and tax implications.

B. Board Policy & Bylaw Review

Presenter: GM Allan Pollock & Executive Assistant Kirra Pressey

Executive Assistant Pressey presented three sets of revised bylaws, along with new Budget Advisory Committee bylaws, all of which had undergone legal redline review. Feedback was requested ahead of final drafts to be presented at the March 26 work session.

Board members noted improved consistency and clarity, with a suggestion to use mixed-case formatting for accessibility, which staff confirmed had already been addressed. Feedback was requested by Tuesday for inclusion in the next board packet.

C. Task Force Update

Presenter: GM Allan Pollock

GM Pollock provided updates on upcoming Task Force activities, including the March 25 meeting, an April 3 Del Webb tour, and additional April meetings as the group progresses to the negotiation and recommendation phase.

4. General Manager Comments

A. Upcoming Agenda Items

B. Board Calendar

GM Pollock provided an update on the upcoming agenda items and Board calendar. GM Pollock also presented the General Manager job description for Board review and affirmation, a prerequisite for executive session discussions on recruitment. The description, last updated in summer 2025, was reviewed for accuracy.

Concerns were raised about potentially restrictive language in the physical requirements and Oregon driver's license sections, suggesting some criteria might unnecessarily limit qualified candidates. The Board agreed to provide feedback by Tuesday via email.

5. Adjourn

President Hinojos Pressey adjourned the meeting at 6:39 p.m.

Respectfully Submitted

Maria Hinojos Pressey, Board President

Board Meeting Memo – Agenda Item 4.B.I

To: Board of Directors
From: Kirra Pressey, Executive Assistant
Thru: Allan Pollock, General Manager
Date: March 26, 2026
Subject: Adopt Resolutions, Amending and Adopting Bylaws

Issue

Shall the Board adopt the following Resolutions:

Resolution No.	Purpose	Attachment
2026-02	Amend the Board Bylaws	A
2026-03	Amend the Community Advisory Committee (CAC) Bylaws	B
2026-04	Amend the Statewide Transportation Improvement Fund Advisory Committee (STIFAC)	C
2026-05	Adopt the Budget Advisory Committee Bylaws	D

Background and Findings

The GM Division has completed a comprehensive update to the Board, CAC, and STIFAC Bylaws to improve clarity and align governance policies and procedures with current legal requirements, best practices, and operational needs. The GM Division has also drafted Budget Advisory Committee Bylaws for proposed adoption, consistent with these alignments.

The proposed amendments include the following key updates:

- **Structure and Formatting:** Reformatted for consistency and readability; sections and headings have been standardized, and redundant language has been eliminated.
- **Governance Policies:** Policies related to appointments, membership, terms, officer roles, conflicts of interest, public meeting requirements, and record-keeping have been clarified and updated to align with state law and District practice.
- **Language Updates:** Outdated or ambiguous terminology has been revised to ensure clear, inclusive, and legally precise language.
- **Legal Review:** The updated Bylaws have been reviewed by District legal counsel to ensure compliance with applicable Oregon statutes and administrative rules. Counsel's recommended revisions have been incorporated into the proposed Bylaws as seen in Attachment E, F, and G.

A draft of the proposed revisions was provided to the Board on February 26, 2026, to allow adequate time for review in advance of formal adoption.

Financial Impact

None.

Recommendation

Staff recommends the Board adopt the following:

- Resolution No. 2026-02, amending the Board Bylaws;
- Resolution No. 2026-03, amending the CAC Bylaws;
- Resolution No. 2026-04, amending the STIFAC Bylaws; and
- Resolution No. 2026-05, adopting the Budget Advisory Committee Bylaws.

Proposed Motion

I move to adopt the following:

- **Resolution No. 2026-02, amending the Board Bylaws;**
- **Resolution No. 2026-03, amending the Community Advisory Committee Bylaws;**
- **Resolution No. 2026-04, amending the STIFAC Bylaws; and**
- **Resolution No. 2026-05, adopting the Budget Advisory Committee Bylaws.**



RESOLUTION NO. 2026-02

AMENDING THE BOARD BYLAWS OF THE SALEM AREA MASS TRANSIT DISTRICT

WHEREAS, the Salem Area Mass Transit District, hereafter referred to as "District," is duly established and empowered under ORS 267; and

WHEREAS, on January 25, 1990, the Board adopted Resolution No. 90-1, setting forth rules governing proceedings and conduct of the Board; and

WHEREAS, the General Manager Division has completed a comprehensive update to the Board's Bylaws to improve clarity and align governance policies and procedures with current legal requirements, best practices, and operational needs; and

WHEREAS, the updated Bylaws have been reviewed by District legal counsel to ensure compliance with applicable Oregon statutes and administrative rules;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF SALEM AREA MASS TRANSIT DISTRICT;

THAT, the Board adopt Resolution No. 2026-02, amending the Board Bylaws, attached hereto as Exhibit A.

ADOPTED by the Board of Directors of the Salem Area Mass Transit District this 26th day of March 2026.

Maria Hinojos Pressey
Board President

ATTEST:

Kirra Pressey
Clerk of the Board



**Salem Area Mass Transit District
Board Of Directors
Amended And Restated Bylaws**

**Amended by Resolution No. 2026-02
March 26, 2026**

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Article I

The Mass Transit District

Section 1. Organization and Purpose

The Salem Area Mass Transit District ("District") is a mass transit district created pursuant to ORS 267.080 for the purpose of providing mass transit services within the Salem and Keizer areas. The legal and corporate name of the municipal corporation duly established under the laws of the State of Oregon, is the "Salem Area Mass Transit District."

Section 2. Office

The office of the District shall be located within the boundaries of the District in the State of Oregon. The Board of Directors ("Board") may, from time to time, designate a different location for the office as it deems appropriate.

Section 3. Seal

The District may adopt a corporate seal. If adopted, the seal shall be circular and bear the name of the District and year of its organization.

Section 4. Powers and Authorities

The District shall have all powers, rights, and privileges granted to, or otherwise available to, municipal corporations of its class under the Constitution and laws of the State of Oregon. The District shall also be subject to all duties, obligations, liabilities, and limitations imposed on municipal corporations of like character.

Article II

Board Of Directors

Section 1. Purpose of the Board of Directors

The District shall be governed by a Board of Directors. Directors serve as public officials, and are responsible for establishing District policy and setting strategic direction of the organization. The General Manager and District staff implement Board-adopted policies and exercise authority delegated by the Board.

Section 2. Appointment

All Directors shall be appointed by the Governor of the State of Oregon. Each Director, upon Senate confirmation and before assuming the duties of office, shall take and subscribe to an oath to honestly, faithfully, and impartially perform the duties of a Director and to disclose any conflict of interest in matters before the Board.

No individual who is an employee of the District shall be eligible to serve as a Director. The Board shall make good faith efforts to encourage appointments that reflect the geographic, demographic, and socioeconomic composition of the community served by the District.

Section 3. Composition and Residency Requirements

The Board shall consist of seven Directors, each representing one of the seven distinct subdistricts within the District. Directors must reside in the subdistrict they represent. If a Director moves from their subdistrict during their term of service, they must immediately resign from the Board.

Section 4. Vacancies

In the event of a vacancy on the Board, the presiding officer shall direct the General Manager to notify the Governor's office of the vacancy and take such action as may be reasonably necessary to assist the Governor in seeking applications for and filling the vacancy.

Section 5. Terms

The term of a Director shall be four years. Each Director serves at the pleasure of the Governor. Before the expiration of a Director's term, a successor shall be appointed by the Governor. A Director is eligible for reappointment as determined by the Governor.

In the event of a vacancy for any cause, the Governor shall appoint a person to serve the remainder of the unexpired term. A Director whose term has expired shall continue to serve until a successor is appointed, unless relieved earlier by the Governor.

Section 6. Training

To comply with ORS 192.700, Directors shall complete annual training on Oregon's Public Meeting Law (ORS 192.610-192.705). The training, developed or approved by the Oregon Government Ethics Commission, may be provided through live sessions, online sessions or recorded formats.

Section 7. Board Acting as a Body

The Board shall act collectively in making decisions and in communicating those decisions. No individual Director may speak or act on behalf of the Board without prior authorization, unless otherwise specifically provided in these Bylaws.

Section 8. Ethics and Conflicts of Interest

Directors are subject to Oregon's Government Ethics Law (ORS 244 and OAR 199), which governs the ethical performance of duties and the avoidance of perceived or actual conflicts of interest.

Without limiting the provisions of Oregon law:

- **Prohibited Interests During Tenure:** During their tenure, no Director may have any interest, directly or through an affiliate, in a contract prohibited by the District.
- **Prohibited Interest After Tenure:** No Director may, at any time within six months following the expiration of their tenure, have any interest in any prohibited contract awarded by the District during their tenure or within six months immediately following, whether directly or through an affiliate.
- **Disclosure and Abstention:** In the case of any actual or potential conflict of interest, the Director must publicly disclose the conflict before any action is taken. In the case of an actual conflict, the Director must refrain from participating in any discussion or vote on the matter.
- **Compliance with Law:** Directors must comply fully with Oregon law and applicable federal law regarding conflicts of interest, potential conflicts of interest, and statutory or regulatory standards of ethical conduct.
- **Definitions:** For purposes of this Section:
 - **"Affiliate"** includes:
 - A Director's spouse, civil union partner, domestic partner, child, stepchild, sibling, stepsibling, child-in-law, parent or stepparent;
 - Any child, stepchild, sibling, stepsibling, child-in-law, parent or stepparent of a Director's spouse;
 - Any individual for whom the Director has a legal obligation to provide support or who provides benefits to the Director arising out of an employment relationship;
 - Any business in which the Director or any of the foregoing persons is an officer, Director, partner, owner, agent or employee;
 - Any corporation in which the Director or any of the foregoing owns or owned stock valued at \$1,000 or more in the preceding calendar year.
 - **"Economic interest"** exists if the Director or their affiliate would receive a financial, pecuniary, or other economic benefit.
 - **"Interest in a prohibited contract"** exists if a Director, or their affiliate, is a party to, or an intended beneficiary of, a prohibited contract.

- **“Prohibited contract”** is a contract or agreement to which the District is a party, or as to which the District is an intended beneficiary.

Section 9. Resignation and Removal

A Director may resign at any time by submitting written notice of their intent to resign to the Board President.

Directors may be removed by the Governor at any time. Only the Governor has the authority to remove a Director prior to the expiration of their term.

In the event a Director violates applicable statutes or administrative rules, Oregon’s Public Meeting Law, Oregon Government Ethics Law, or District policies, the Board may, by majority vote, recommend the removal of the Director to the Governor.

Section 10. Committees

A. Establishment and Authority

The presiding officer, or the Board by majority vote at any meeting where a quorum is present, may establish standing or special committees and appoint Directors and, where appropriate, community members or representatives of organizations to serve. At the time of appointment, the presiding officer or Board shall state the purpose and duties of the committee.

Committees shall perform only those duties assigned at the time of creation and remain subject to the direction and control of the Board. All committees shall have a chair elected as provided in the bylaws or governing document establishing the committee. Committee recommendations are advisory only unless expressly authorized by the Board.

B. Standing Advisory Committees

The purpose, organization, membership composition, terms of appointment, and procedures for filling vacancies of each standing advisory committee shall be set forth in attachments to these Bylaws or, where applicable, in the committee’s own bylaws.

C. Application of Bylaws

Unless otherwise provided, the provisions of these Bylaws applicable to the Board shall apply to committees and their meetings to the extent relevant, substituting “committee” for “Board,” “committee member” for “Director,” and “committee chair” for “presiding officer.”

D. Compensation

Directors and committee members serve without compensation unless approved by the Board and permitted by law, as confirmed by District legal counsel.

E. Board Subcommittees

Standing subcommittees composed solely of Directors shall not exceed three members and shall be established for the limited purpose of developing recommendations for consideration by the full Board.

F. Budget Advisory Committee

The District shall maintain a Budget Advisory Committee in accordance with ORS 294.414 and other applicable provisions of Oregon law. The Budget Advisory Committee shall consist of the Directors and an equal number of qualified electors appointed by the Board. The composition, terms, and procedures of the Budget Advisory Committee shall be governed by statute and by separate Budget Advisory Committee Bylaws adopted by the Board.

G. Executive Subcommittee

The President, Vice-President, and Treasurer shall serve on the Executive Subcommittee. In the absence of an Executive Subcommittee member, the Secretary may attend.

The Executive Subcommittee may meet at the discretion of the presiding officer to address emergency policy or legislative matters requiring action between regularly scheduled Board meetings. The Executive Subcommittee remains subject to the authority of the Board, and its actions shall not conflict with prior Board action on the same subject. To the extent practicable, matters requiring action should be referred to a special meeting of the Board.

Article III Officers

Section 1. Elections

By majority vote of the Board's full membership, the Board shall elect from among its Directors the following officers: President, Vice-President, Secretary, and Treasurer, with duties as provided in Article III, Section 2.

Elections shall be held at the first regular meeting in July of each odd-numbered year. Officers shall serve two-year terms, or until their successors are elected and qualified.

No officer may serve more than two consecutive terms in the same office; however, an officer may serve subsequent terms in a different office.

If a vacancy occurs in any office other than by expiration of the term, the Board shall fill the vacancy by election at the next regular meeting or when the need arises. The newly elected officer shall assume office immediately upon election and shall serve the remainder of the unexpired term.

Section 2. Authorities and Responsibilities of Officer Positions

- A. President:** The President shall call meetings to order at the appointed time, preside over all meetings, decide questions of order, and appoint chairs for committees, commissions, and task forces.
- B. Vice-President:** The Vice-President shall preside and perform the duties of the President in the President's absence.
- C. Secretary:** The Secretary shall attest to signatures of the District and may affix the seal to contracts and other instruments authorized to be executed by the District.
- D. Treasurer:** The Treasurer shall report on the financial status of the District, and monitor expenditure reports submitted by staff.

Article IV Meetings

The Board shall hold regular meetings, special meetings, and executive session meetings. Subcommittees established under these Bylaws may also hold meetings as needed.

All regular, special, and executive session meetings are subject to the requirements of Oregon's Public Meetings Law (ORS 192.610-192.705), including the notice requirements of ORS 192.640 and the notice of authority for executive session requirements of ORS 192.660.

Subcommittee meetings held for the purpose of conducting the business of the District, including developing recommendations to be presented to the Board, are also subject to the requirements of Oregon's Public Meetings Law.

Section 1. Types of Meetings and Required Notice

A. Regular Meetings

Except for meetings cancelled or rescheduled in advance, the Board of Directors shall hold regular meetings on the evening of the fourth Thursday of each month. If the day

fixed for a regular meeting falls on a day designated by law as a legal or national holiday, the meeting shall be held on another date and time as designated by the Board.

Regular meetings shall normally be held in the Board Room of the District, unless a different location is designated by the Board. In compliance with Oregon Public Meeting Law, the District shall provide virtual attendance options to ensure accessibility and participation for both the public and Directors.

No notice of regular meetings need be given to Board members. Public notice of time, place, and principal subjects of each meeting shall be provided in a manner reasonably calculated to give actual notice to interested persons. In the event an ordinance is to be considered at a meeting, the notice shall comply with the provisions of Article V.

B. Special Meetings

A special meeting of the Board may be called by the Board President or by a majority of the Directors. Notice of a special meeting shall be provided by the Clerk of the Board in accordance with ORS 192.640, and shall be given at least 24 hours in advance to Directors, the news media that have requested notice, and to the public.

Under no circumstances may a special meeting, unless it qualifies as an emergency meeting, be held with less than 24 hours' notice. A special meeting is an open meeting, and no business other than that described in the notice may be considered or acted upon at the meeting.

C. Emergency Meetings

An emergency meeting is a type of special meeting called with less than 24 hours' notice due to an actual emergency. The Board President or a majority of the Directors may call an emergency meeting. The Board must be able to articulate a valid reason why at least 24 hours' notice could not be given.

Notice of an emergency meeting shall be provided in a manner appropriate to the circumstances. The Clerk of the Board shall make reasonable efforts to notify the news media and other interested persons. Minutes of the meeting shall describe the emergency justifying the abbreviated notice.

D. Executive Sessions

The Board may hold executive sessions during regular, special, or emergency meetings after the presiding officer identifies the specific statutory authorization under Oregon's Public Meetings Law, for holding such an executive session.

If an executive session is the only portion of the meeting to be held, notice shall be provided to Directors, the news media that have requested notice, and to the public, stating the specific provision of law authorizing the executive session.

Representatives of the news media shall be allowed to attend executive sessions, except for sessions relating to certain labor negotiations. The Board may require that specified information discussed in executive sessions remain confidential.

Section 2. Notices

A. Directors

Notices to Directors shall be deemed given when delivered in a manner reasonably calculated to provide notice, including but not limited to electronic communication, personal delivery, or mail, using the contact information most recently provided to the District.

B. Public

Public notice of all meetings shall be provided to any member of the public requesting such notice and shall be posted on the District website and social media platforms, or by other means determined by the District to be reasonably calculated to provide actual notice to interested persons. Notice of public hearings or consideration of an ordinance shall also be published in one or more newspapers of general circulation within the District.

Section 3. Meeting Conduct

The Board President, or in their absence, the Vice-President, shall preside at all Board meetings. In the absence of both, the Secretary shall preside, and in the absence of the other officers, the Treasurer shall preside. The presiding officer may vote on all matters, make and second motions, and participate in discussions and debate. The presiding officer is responsible for maintaining order and decorum during all meetings and may, when necessary, appoint a Sergeant-at-Arms to assist in enforcing the rules of conduct and the orders of the presiding officer.

Time allotted for public testimony or comments at Board meetings, including public hearings, may be limited or extended for each speaker or subject at the discretion of the presiding officer or by majority vote of the Directors present. All questions and discussions from the public shall be addressed by the presiding officer, who shall recognize speakers, request that they identify themselves, and require comments to be confined to the matter under consideration. Direct discussion between audience

members and Directors or District staff is permitted only at the discretion of the presiding officer.

Section 4. Quorum

A majority of the Directors, and in no case fewer than four Directors, shall constitute a quorum for the transaction of business.

Section 5. Rules of Procedure

Meetings of the Board and its committees shall be conducted in accordance with the most current edition of *Robert's Rules of Order for Small Boards*, except where a specific statute, ordinance, or Board resolution provides otherwise.

Section 6. Public Meetings

All meetings of the Board and its committees shall be open to the public in accordance with Oregon's Public Meetings Law, except for executive sessions held pursuant to statute. Meetings may be conducted by telephone or other electronic means. For any meeting that is not an executive session, the District shall provide the public with at least one physical location or one electronic means to observe or listen to the meeting in real time. Any physical location provided need not include the presence of any Directors.

Section 7. Voting

All actions of the Board shall be decided by voice. If a vote is not unanimous, a show of hands or a roll call vote shall be taken. Any Director may request a roll call vote at any time.

Section 8. Minutes

The Secretary, or a person designated by the Board as the Clerk of the Board, shall keep a record of the proceedings and prepare minutes of all Board meetings. A full transcript or recording is not required, except as otherwise provided by law. Minutes must provide a true reflection of the matters discussed and the views of participants. They shall be made available to the public within a reasonable time after the meeting and must include at least:

- The names of all Directors present.
- All motions, proposals, resolutions, orders, ordinances, and measures proposed, and their disposition.
- The results of all votes, including each Director's vote by name.
- The substance of any discussion on any matter.

- References to any documents discussed, subject to ORS192.311-192.478 relating to public records.

Minutes of executive sessions shall be maintained in the same manner, except that a recording, audio or digital, may be used in lieu of written minutes, and need not be transcribed unless required by law. Information discussed during an executive session may be withheld from public disclosure if releasing it would be inconsistent with the purpose of the executive session, except as otherwise ordered by a court pursuant to ORS 192.650(2).

Article V Ordinances

Section 1. Authority

The Board may adopt ordinances in accordance with these Bylaws and Oregon law governing special districts, including ORS 198.510-198.530. Ordinances establish rules or regulations for the operation of the District.

Section 2. Notice

A. Regular Ordinances: Except in an emergency, no ordinance shall be considered unless included in the published agenda of a Board meeting. The agenda shall:

- State the time, date, and place of the meeting;
- Provide a brief description of the ordinance; and
- Note that copies of the ordinance are available at the District office and will be posted on the District website.

B. Publication: The presiding officer shall publish a Notice of Proposed Ordinance not more than ten days nor less than four days before the meeting in one or more newspapers of general circulation within the District.

C. Numbering: Ordinances shall be consecutively numbered each calendar year and filed in the order adopted.

Section 3. Reading and Adoption

A. Except for emergency ordinances, each ordinance shall be read at a regular Board meeting and passed to the next regular meeting for a second reading. Reading may be by title only if copies are available to all attendees and the Board directs that the ordinance be read by title only.

B. Adoption requires the affirmative vote of a majority of Directors, and in no case fewer than four Directors, except as provided for emergency ordinances.

Section 4. Emergency Ordinances

- A.** An emergency ordinance may be introduced, read once, and adopted at a regular or special Board meeting, without prior inclusion in a published agenda if it states the reasons requiring immediate action.
- B.** Adoption requires unanimous approval of all Directors present, provided quorum exists.

Section 5. Signing, Filing, and Publication

- A. Non-Emergency Ordinances:** Within seven days of adoption, ordinances shall be:
 - Signed by the presiding officer;
 - Attested by the Clerk of the Board;
 - Filed in the District records; and
 - Filed with the Marion County Clerk, to be available for public inspection.
- B. Emergency Ordinances:** In addition to the requirements under Subsection (A) above, notice of adoption shall be published within 15 days in one or more newspapers of general circulation. The notice shall:
 - Briefly describe the ordinance;
 - State the adoption and effective dates; and
 - Indicate where a copy may be inspected.

Section 6. Effective Date

- A.** Non-emergency ordinances take effect on the 30th day after adoption unless a later date is specified in the ordinance or the ordinance is referred to District voters.
- B.** Emergency ordinances take effect immediately upon adoption.

Article VI Resolutions

Section 1. Authority

The Board may take action by resolutions except where Oregon law requires action by ordinance.

Section 2. Numbering and Filing

Resolutions shall be consecutively numbered each calendar year and filed in the order adopted.

Section 3. Adoption

A resolution may be adopted by the affirmative vote of a majority of Directors present at a meeting where a quorum is present.

Section 4. Signing and Recordkeeping

All resolutions shall be signed by the presiding officer, attested by the Clerk of the Board, and filed in the District records.

Article VII General Manager

The General Manager shall manage the day-to-day operations of the District and administer the programs and policies adopted by the Board. The General Manager shall attend all meetings of the Board and may participate in discussion but shall have no vote. In the absence of the General Manager, the General Manager Pro Tempore shall attend and may participate in the same manner.

Article VIII Miscellaneous

Section 1. Amendment

These Bylaws may be revised or amended at any regular or special Board meeting by a majority vote of the Board's full membership, except as otherwise provided herein. Proposed revisions or amendments must be made available to each Director at least one week prior to the meeting at which they will be considered.

Section 2. Indemnification

To the fullest extent permitted by law, and except in cases of malfeasance, willful misconduct, or gross negligence, the District shall defend, indemnify, and hold harmless each Director, officer, employee, and agent against any civil claim, demand, or liability, including claims that are groundless, false, or fraudulent, arising from acts or omissions performed within the scope of their duties.

Such indemnification includes reasonable attorney's fees and any costs of judgement or settlement. The District reserves the right to select the attorney who will provide legal services and receive compensation under this provision.

Such legal services and indemnification shall apply regardless of whether the District is a party to the underlying action or is itself subject to liability.



RESOLUTION NO. 2026-03

AMENDING BYLAWS OF THE COMMUNITY ADVISORY COMMITTEE OF SALEM AREA MASS TRANSIT DISTRICT

WHEREAS, the Salem Area Mass Transit District, hereafter referred to as "District," is duly established and empowered under ORS 267; and

WHEREAS, the District adopted Bylaws governing the Community Advisory Committee (CAC), which have been previously adopted and amended; and

WHEREAS, the District Staff have completed a comprehensive update to the CAC Bylaws to improve clarity and align governance policies and procedures with current legal requirements, best practices, and operational needs; and

WHEREAS, the updated CAC Bylaws have been reviewed by District legal counsel to ensure compliance with applicable Oregon statutes and administrative rules;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF SALEM AREA MASS TRANSIT DISTRICT;

THAT, the Board adopt Resolution No. 2026-03, amending the CAC Bylaws, attached hereto as Exhibit A.

ADOPTED by the Board of Directors of the Salem Area Mass Transit District this 26th day of March 2026.

Maria Hinojos Pressey
Board President

ATTEST:

Kirra Pressey
Clerk of the Board



**Salem Area Mass Transit District
Community Advisory Committee Bylaws**
Governing Procedures and Conduct

**Amended by Resolution No. 2026-03
March 26, 2026**

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Article I

Mission, Purpose, and Duties

Section 1. Mission

The mission of the Community Advisory Committee, (“Committee”), established by the Salem Area Mass Transit District (“District”) Board of Directors (“Board”) by Resolution No. 2017-13 on December 14, 2017, is to advise the Board on District-related transportation issues.

Section 2. Purpose

The purpose of the Committee is to discuss, review, and make recommendations to the Board, on the District's transportation policies, programs and services, and to perform other duties as assigned by the Board, including but not limited to the facilitation of ongoing public participation of persons with disabilities in accordance with the U.S. Department of Transportation Federal Transit Administration Circular C 4710.1.

Section 3. Duties

Committee members are responsible for advising the Board based on their own experiences and the perspectives of the communities they represent, recognizing that communities consist of diverse viewpoints. Members are selected for their unique eligibility and representation to ensure diverse insights.

The Committee’s leadership (Chair and Vice-Chair), in collaboration with the Board, will lead the development and implementation of a two-year work plan that incorporates the Committee’s actions and goals. This work plan should be updated and reviewed annually during a joint work session between Committee leadership and the Board.

Article II

Governance Proceedings

Section 1. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

The meetings shall be conducted in accordance with the provisions of the most current edition of *Robert's Rules of Order for Small Boards*. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one weeks’ notice to the members and will be held in the Board Room of the District, unless a different place is designated from time to time, and noticed in conformance with applicable laws. In compliance with Oregon Public Meeting Law, virtual means of attendance shall also be made available to ensure accessibility and participation by the public and Committee members. In the event of an

emergency or special meeting, the District will notify all members no later than 24 hours prior to such meeting.

Section 2. Legal and Ethical Compliance

Committee members shall comply with all applicable laws and policies, including Oregon Public Meetings Law, Oregon Government Ethics Law, Oregon Public Records Law, and other relevant legal or policy requirements. Members must refrain from using their Committee position to obtain financial gain or avoid financial detriment for themselves, their relatives, or business in which they or their relatives have an interest. Members, their relatives, and their household members must not accept gifts exceeding \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the Committee. Any actual or potential conflict of interest must be publicly disclosed. In the case of an actual conflict of interest, the member shall not participate in any discussion or vote on the matter.

Article III

Appointment, Membership, Eligibility, Representation, And Terms

Section 1. Appointment and Membership

Members of the Committee are appointed by the Board, and serve at the pleasure of the Board. The Committee shall consist of up to 13 voting members, as determined by the Board. Each member must meet one or more of the eligibility and representations identified in Article III, Section 2 at the time of their appointment and for the duration of their term.

The Board will strive to appoint Committee members who represent a variety of perspectives, geographic areas, and population demographics within the community.

Section 2. Eligibility and Representation

District staff are not allowed to serve on the Committee. To serve as a member of the Committee, an individual must live or work in the Urban Growth Boundary service area, represent a cross-section of the Salem/Keizer community, and must represent at least one of the following:

- **At-large Member:** A community member who does not represent a specific group or organization, but brings a general perspective on the broader community's transportation needs and who regularly uses public transportation.
- **Business Interest Organization:** A representative from a local organization dedicated to supporting and advocating for business interests, economic growth, and community development.
- **Chambers of Commerce:** A representative from either the Salem or Keizer Chamber of Commerce, with the position rotating between the two chambers each term.

- **Local Employer:** A representative from a locally operated business or franchise, excluding national chain franchises without significant local ownership or involvement.
- **Medical Community/Care Provider:** A representative from the healthcare sector, such as a doctor, nurse, therapist, or administrator, who provides insights on transportation impacts on access to medical care.
- **Community Member (three positions):** To the extent not represented in the other categories, the Board shall ensure that these community members represent the community. This category may be used to ensure that there is racial, ethnic, age, gender, and disability representation on the committee.
- **Paratransit User:** An individual who regularly uses paratransit services, which are specialized, accessible public transportation options for individuals with disabilities or mobility challenges who are unable to use standard transit services.
- **Bicycle and Pedestrian Advocate:** An individual who actively promotes, supports, and uses non-motorized infrastructure and advocates for safe and accessible routes.
- **Educational Community/School District Representative:** A representative from the education sector, such as a school board member, administrator, or teacher, representing the transportation needs of students, faculty, and staff.
- **Social Services Agency Representative:** A person representing an organization that provides support and resources to individuals or families in need, such as housing assistance, mental health services, or food security programs.
- **Youth Leader:** An individual aged 16-24 who actively engages in leadership activities, representing the perspectives and transportation needs of youth and young adults within the community.

Section 3. Terms of Service

Committee members shall serve for a term of two years, commencing on January 1. Members are eligible for re-appointment for one additional consecutive term. Terms will be staggered so that at least one-third but no more than one-half of the voting members have terms that expire in the same year.

A Committee member may serve no more than two consecutive two-year terms. After completing two consecutive terms, the member may be reappointed following a waiting period of at least 12 months.

Section 4. Chair and Vice-Chair Appointment and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board. The Chair and Vice-Chair shall each serve for a term of 12 months and may serve no more than two consecutive terms. The Committee may nominate members to serve as Chair or Vice-Chair and recommend them to the Board.

Committee recommendations are to be completed by October of each year in order for appointments to be made at the December Board meeting prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside at meetings and perform other duties assigned by the Board. The Chair, on behalf of the Committee, shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee in accordance with the work plan. The Chair may appoint Committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact staff, the clerk of the Committee, or the Chair at least 24 hours or one business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two consecutive meetings, or misses more than two meetings over a one-year period, will be reported to the Board, and the Board may declare that member's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the Board, and may be removed with or without cause at any time, at the sole discretion of the Board.

The Committee may recommend removal of one of its members to the Board by a vote of the majority of all its voting members. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the Board may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on terms of service under Article III, Section 3 of these Bylaws. The Board may select an appointee from among people expressing an interest in such appointment, or in response to a call for applications for the position. Appointments are subject to the requirements of Article III, Sections 1 and 2 of these Bylaws.

Section 7. Staff Roles and Responsibilities

The District General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee with orientation, and with preparing and presenting background information on agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

Article IV Meetings

Section 1. Frequency

The Committee will meet at a frequency determined by the work plan, with a minimum of once per quarter and a maximum of once per month. Staff will collaborate with the Chair to determine meeting schedules.

Section 2. Agendas

Staff will consult with the Chair and the Board Liaison in developing meeting agendas. Staff will be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting.

The agenda and other materials related to any agenda action item will be distributed in advance of the meeting and may be provided in paper or electronic format.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present to conduct any official business.

Each member of the Committee has one vote. All actions of the Committee will be by a motion passed by a majority of the members present, either physically or virtually, and voting at a meeting where a quorum is present.

The Chair will be entitled to vote.

Section 4. Minutes

Committee meeting minutes will be prepared and distributed by staff. Minutes will note major points discussed, any conclusions reached and any actions taken.

Section 5. Recommendations

The Chair or their designee may present recommendations of the Committee to the District General Manager or Board in person or in writing.

Section 6. Meeting Protocols and Interactions

Conduct: Committee members must conduct themselves in a respectful and professional manner when engaging with the public, the Board, staff, and one another. Members are expected to listen, consider different perspectives, and communicate constructively.

Discussion Procedures: The majority of each meeting will focus on discussing relevant issues and developing recommendations for the Board. Discussions will occur only after staff has provided necessary briefings and presentations.

Meeting Decorum: The following principles shall be observed:

1. Adherence to Agenda: Members shall focus on agenda topics to ensure efficient use of time and resources.
2. Equal Participation: Members shall allow equitable contributions to discussions.
3. Conflict Resolution: Disagreements shall be addressed constructively, with an emphasis on solutions.

Representation: Committee members shall accurately represent the Committee's recommendations when communicating externally.

Article V Subcommittees

Subcommittees may be formed if outlined in the work plan and approved by Committee leadership and the Board.

Article VI Amendments

The Board shall have the authority to amend these Bylaws at any meeting of the Board. The Committee may propose amendments of these Bylaws to the Board .

Amended by Board Resolution No. 2026-03 on March 26, 2026.

Amended by Board Resolution No. 2025-08 June 26, 2025.

Amended by Board Resolution No. 2023-05 on April 27, 2023.

Adopted by Board Resolution No. 2022-05 on December 15, 2022.



RESOLUTION NO. 2026-04

AMENDING BYLAWS OF THE STATEWIDE TRANSPORTATION IMPROVEMENT FUND ADVISORY COMMITTEE OF SALEM AREA MASS TRANSIT DISTRICT

WHEREAS, the Salem Area Mass Transit District, hereafter referred to as "District," is duly established and empowered under ORS 267; and

WHEREAS, the District adopted Bylaws governing the Statewide Transportation Improvement Fund Advisory Committee (STIFAC), which have been previously adopted and amended; and

WHEREAS, the District Staff have completed a comprehensive update to the STIFAC Bylaws to improve clarity and align governance policies and procedures with current legal requirements, best practices, and operational needs; and

WHEREAS, the updated STIFAC Bylaws have been reviewed by District legal counsel to ensure compliance with applicable Oregon statutes and administrative rules;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF SALEM AREA MASS TRANSIT DISTRICT;

THAT, the Board adopt Resolution No. 2026-04, amending the STIFAC Bylaws, attached hereto as Exhibit A.

ADOPTED by the Board of Directors of the Salem Area Mass Transit District this 26th day of March 2026.

Maria Hinojos Pressey
Board President

ATTEST:

Kirra Pressey
Clerk of the Board



**Salem Area Mass Transit District
Statewide Transportation Improvement Fund
Advisory Committee Bylaws
Governing Procedures and Conduct**

**Amended by Resolution No. 2026-04
March 26, 2026**

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Article I

Mission, Purpose, and Duties

Section 1. Mission

Pursuant to Oregon Administrative Rule 732-040-0030, the Salem Area Mass Transit District (“District”) Board of Directors (“Board”) shall appoint a Statewide Transportation Improvement Fund Advisory Committee (“Committee”). The Committee serves as an advisory body to assist the District in carrying out the purposes of the Statewide Transportation Improvement Fund (“STIF”) and to advise on the prioritization of projects to be funded by STIF moneys received by the District.

Section 2. Purpose

The purpose of the Committee is to advise and assist the Board in:

1. Prioritizing Projects to be funded as part of the District’s STIF Plan; and
2. Identifying opportunities to coordinate STIF-funded Projects with other local or regional transportation programs and services to improve public transportation service delivery and reduce gaps in service.

Section 3. Duties

In a manner consistent with ORS 184.751-184.766 and OAR Chapter 732, Divisions 040, 042, and 044, the Committee shall:

1. Review every Project proposal transmitted by the Board and provide advice and recommendations regarding Project prioritization;
2. Consider the following criteria when reviewing Projects:
 - A. Whether the Project would:
 - i. Increase the frequency of bus service to areas with a high percentage of Low-Income Households;
 - ii. Expand bus routes and services to serve communities with a high percentage of Low-Income Households;
 - iii. Reduce fares for public transportation in communities with a high percentage of Low-Income Households;
 - iv. Result in procurement of buses powered by natural gas or electricity for use in areas with a population of 200,000 or more;

- v. Improve the frequency and reliability of service connections between communities inside and outside of the District's service area;
 - vi. Increase the coordination between Public Transportation Service Providers to reduce fragmentation in the provision of public transportation service; or
 - vii. Expand student transit services for students in grades 9 through 12.
- B. Whether the Project maintains an existing, productive service previously funded by STIF Formula funds;
 - C. The extent to which the Project goals meet public transportation needs and are a responsible use of public funds; and
 - D. Other factors as determined by the District, such as geographic equity.
3. The Committee shall also review Projects under the STIF Discretionary and Intercommunity Funds. The Discretionary Fund is intended to provide a flexible funding source to improve public transportation in Oregon. It is not a source of ongoing operations funding. The Intercommunity Discretionary Fund is for improving connections between communities and between communities and other key destinations important for a connected Statewide Transit Network. As a competitive funding source, ongoing operations Projects are subject to risk of not receiving continuous funding.

When reviewing a Project proposal for acceptance, rejection, or prioritization, the Committee shall consider the extent to which the Project:

- A. Supports the purpose, as applicable, of the Discretionary Fund or the Intercommunity Discretionary Fund, as described in OAR 732-044-0000 and set forth in Section 3, above.
- B. Meets the criteria established under OAR 732-044-0030(1), as set forth below:
 - i. Improvement of Public Transportation Service to Low-Income Households;
 - ii. Improved Coordination between Public Transportation Service Providers and reduced fragmentation of Public Transportation Services;
 - iii. Consistency with Oregon Public Transportation Plan goals, policies, and implementation plans, including:
 - Integrated public transportation planning where affected communities planned or partnered to develop proposed Projects;
 - Technological innovations that improve efficiencies and promote a seamless and easy to use Statewide Transit Network;

- Advancement of State greenhouse gas emission reduction goals;
- Support or improvement of a useful and well-connected Statewide Transit Network;
- Operations Projects that do not substantially rely on discretionary state funding beyond a pilot phase;
- Geographic equity or an ability to leverage other funds (these factors apply when all other priorities are held equal); and
- Other factors as determined by the Oregon Transportation Commission.

C. Meets any additional criteria established by the Oregon Transportation Commission.

Article II Governance Proceedings

Section 1 . Open Meetings and Records

All meetings shall be conducted according to Oregon’s Public Meetings Law and are open to the public.

The meetings shall be conducted in accordance with the provisions of the most current edition of Robert’s Rules of Order for small boards. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one weeks’ notice to the members and will be held in the Board Room of the District, unless a different place is designated from time to time, and so noticed in conformance with applicable laws. In compliance with Oregon Public Meeting Law, virtual means of attendance shall also be made available to ensure accessibility and participation by the public and Committee members. In the event of an emergency or special meeting, the District will notify all members no later than 24 hours prior to such meeting.

Section 2 . Legal and Ethical Compliance

Committee members must comply with all applicable laws and policies, including the Oregon Public Meetings Law, Oregon Government Ethics Law, Oregon Public Records Law, and other relevant legal or policy requirements. Members must refrain from using their Committee position to obtain financial gain or avoid financial detriment for themselves, their relatives, or business in which they or their relatives have an interest. Members, their relatives, and their household members must not accept gifts exceeding \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the Committee. Any actual or potential conflict of interest must be publicly disclosed. In the case of an actual conflict of interest, the member shall not participate in any discussion or vote on the matter.

Article III

Appointment, Membership Eligibility, Representation, and Terms

Section 1. Appointment and Membership

Members of the Committee are appointed by the Board, and serve at the pleasure of the Board. The Committee is composed of no less than seven members and no more than 11 members. Each member must meet one or more of the eligibility and representations identified in Article III, Section 2 at the time of their appointment and for the duration of their term.

The Board will strive to appoint Committee members who represent a variety of perspectives, geographic areas, and population demographics within the community and may include individuals who represent community interests but reside outside District boundaries.

Section 2. Eligibility and Representation

District staff are not allowed to serve on the Committee. To serve as a member of the Committee, an individual must be knowledgeable about the public transportation needs of residents or employees who live, work, or travel to and or from the District and must represent at least one of the following:

- **Local governments, including land use planners:** Representatives from city or county governments who are involved in transportation planning, land use decisions, or community development.
- **Public transportation service providers:** Individuals who operate or manage public transportation services, including bus, rail, or paratransit programs.
- **Non-profit entities that provide public transportation services:** Representatives from non-profit organizations that provide or support public transportation services.
- **Neighboring public transportation service providers:** Representatives from transit agencies outside the District's service area who may coordinate or connect with District services.
- **Employers:** Individuals representing local businesses or organizations that have a stake in employee transportation needs and access to transit.
- **Public health, social services and human services providers:** Individuals from agencies or organizations providing health care, social services, or human services that rely on or are impacted by public transportation.
- **Transit users:** Individuals who regularly use public transportation services.

- **Transit users who depend on transit for accomplishing daily activities:** Individuals who rely on transit to access essential activities, such as work, school, healthcare, or other daily needs.
- **Individuals age 65 or older**
- **People with disabilities:** Individuals with physical, sensory, or cognitive disabilities who rely on accessible public transportation options.
- **Low-income individuals**
- **Social equity advocates:** Individuals who work to ensure equitable access to public transportation and consider the needs of underrepresented populations.
- **Environmental advocates:** Individuals who promote sustainable, low-emission, or environmentally friendly transportation solutions.
- **Bicycle and pedestrian advocates:** Individuals who actively promote, support, and use non-motorized infrastructure and advocate for safe and accessible routes.
- **People with limited English proficiency:** Individuals who represent the needs of people for whom English is not their primary language, ensuring accessible and equitable transit services.
- **Educational institutions:** Representatives from schools, colleges, or universities who provide input on student and staff transportation needs.
- **Major destinations for users of public transit:** Representatives from large employers, shopping centers, healthcare facilities, or other destinations that are key transit hubs.

The Committee must include at least one member who is a member of or represents each of the following three groups:

- Low-income individuals;
- Individuals age 65 or older or people with disabilities; and
- Public transportation service providers or non-profit entities that provide public transportation services.

Section 3. Terms of Service

Committee members shall serve for a term of two years, commencing on January 1. Members are eligible for re-appointment for one additional consecutive term. Terms will be staggered so that at least one-third but no more than one-half of the voting members have terms that expire in the same year.

A Committee member may serve no more than two consecutive, two-year terms may. After completing two consecutive terms, the member may be appointed following a waiting period of at least 12 months.

Section 4. Chair and Vice-Chair Appointment and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board. The Chair and Vice-Chair shall each serve for a term of 12 months and may serve no more than two consecutive terms. The Committee may nominate members to serve as Chair or Vice-Chair and recommend them to the Board.

Committee recommendations are to be completed in advance of the December Board meeting to allow for appointments to be made at the December Board meeting prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside at meetings and perform other duties assigned by the Board. The Chair, on behalf of the Committee, shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee. The Chair may appoint Committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair, in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact staff, the clerk of the Committee, or the Chair at least 24 hours or one business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two consecutive meetings, or misses more than two meetings over a one-year period, will be reported to the Board, and the Board may declare that member's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the Board, and may be removed with or without cause at any time, at the sole discretion of the Board.

The Committee may recommend removal of one of its members to the Board by a vote of the majority of all its voting members. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the Board may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on terms of service under Article III, Section 3 of these Bylaws. The Board may select an appointee from among

people expressing an interest in such appointment, or in response to a call for applications for the position. Appointments are subject to the requirements of Article III, Sections 1 and 2 of these Bylaws.

Section 7. Staff Roles and Responsibilities

The District General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee with orientation, and with preparing and presenting background information on agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

Article IV Meetings

Section 1. Frequency

The Committee shall meet as often as necessary to carry out its responsibilities, but no fewer than two times per year. Staff will collaborate with the Chair to determine meeting schedules.

Section 2. Agendas

Staff will consult with the Chair and the Board Liaison in developing meeting agendas. Staff will be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting.

The agenda and other materials related to any agenda action item will be distributed in advance of the meeting and may be provided in paper or electronic format.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present to conduct any official business.

Each member of the Committee has one vote. All actions of the Committee will be by a motion passed by a majority of the members present, either physically or virtually, and voting at a meeting where a quorum is present.

The Chair will be entitled to vote.

Section 4. Minutes

Committee meeting minutes will be prepared and distributed by staff. Minutes will note major points discussed, any conclusions reached, and any actions taken.

Section 5. Recommendations

The Chair or their designee may present recommendations of the Committee to the District General Manager or Board in person or in writing.

Section 6. Meeting Protocols and Interactions

Conduct: Committee members must conduct themselves in a respectful and professional manner when engaging with the public, the Board, staff, and one another. Members are expected to listen, consider different perspectives, and communicate constructively.

Discussion Procedures: The majority of each meeting will focus on discussing relevant issues and developing recommendations for the Board. Discussions will occur only after staff has provided necessary briefings and presentations.

Meeting Decorum: The following principles shall be observed:

1. Adherence to Agenda: Members shall focus on agenda topics to ensure efficient use of time and resources.
2. Equal Participation: Members shall allow equitable contributions to discussions.
3. Conflict Resolution: Disagreements shall be addressed constructively, with an emphasis on solutions.

Representation: Committee members shall accurately represent the Committee's recommendations when communicating externally.

Article V Amendments

The Board shall have the authority to amend these Bylaws at any meeting of the Board. The Committee may propose amendments of these Bylaws to the Board.

Amended by Board Resolution No. 2026-04 on March 26, 2026.

Amended by Board Resolution No. 2022-02 on April 28, 2022.

Previous versions adopted through Board Resolutions:

Resolution No. 2020-06 on July 23, 2020; and

Resolution No. 2018-08 on September 27, 2018

Exhibit A Definitions

The following terms have the meanings assigned in OAR Chapter 732, Division 040, 042, and 044 and apply where those terms are used in these Bylaws, including within other definitions listed in this Exhibit:

1. **Advisory Committee:** a committee established by a Qualified Entity to assist in carrying out the purposes of the STIF Formula Fund and to fulfill the advisory committee requirements set forth in ORS 184.761(1).
2. **Agency:** Oregon Department of Transportation (“ODOT”).
3. **Americans with Disabilities Act (“ADA”):** Section 504 of the Rehabilitation Act of 1973 and the Americans with Disabilities Act of 1990 as amended by the ADA Amendments Act of 2008.
4. **Biennium (plural, Biennia):** a two-year period which runs from July 1 of an odd-numbered year to June 30 of the next odd-numbered year.
5. **Calendar Year:** the year which begins on January 1 and ends on December 31.
6. **Capital Asset:** real property or tangible items purchased or leased with STIF Fund moneys, including vehicles and structures, with a purchase price of \$5,000 or more and a useful life of at least one year.
7. **Commission:** the Oregon Transportation Commission (“OTC”) established under ORS 184.612.
8. **Discretionary Fund:** up to five percent of STIF funds to be disbursed to Public Transportation Service Providers, which includes Qualified Entities, through a competitive grant funding process, pursuant to ORS 184.758(1)(b).
9. **Fiscal Year:** the Agency’s fiscal year which begins on July 1 and ends on June 30.
10. **Governing Body:** means the decision-making body or board of a Qualified Entity.
11. **High percentage of Low-Income Households:** an area where the percentage of Low-Income Households is above the State of Oregon average number of Low-Income Households statewide in the same year.
12. **Intercommunity Discretionary Fund:** up to four percent of STIF funds to be disbursed to Public Transportation Providers through a competitive grant funding process, pursuant to ORS 184.758(1)(c).
13. **Intergovernmental Entity:** entities organized under ORS 190.010.
14. **Low-Income Household:** a household the total income of which does not exceed 200% of the poverty guidelines updated periodically in the Federal Register by the U.S. Department of Health and Human Services under the authority of 42 U.S.C. 9902(2) for the 48 Contiguous States and the District of Columbia.
15. **Local Plan:** a local or regional public transportation plan(s), which may include adopted policy(ies) that is developed and approved by the Governing Body of a Qualified Entity, Public Transportation Service Provider, or Metropolitan Planning Organization and which includes, at a minimum:
 - a. A planning horizon of at least four years;
 - b. An existing and future conditions analysis that includes:

- i. Current and forecast population and demographics, including locations of people who are often transit dependent, including low-income households, individuals of age 65 or older, youth, and individuals who are racially and ethnically diverse;
- ii. Locations of existing housing, employment centers, medical and social and human services centers, major destinations, and other locations with needs for public transportation services and programs;
- iii. Inventories of current Public Transportation Services located within, adjacent to, or with the reasonable potential to connect to the local or regional public transportation services, as applicable;
- c. Prioritized lists of public transportation improvements and capital projects; and
- d. Identified opportunities to coordinate public transportation services within and outside the county, district, or tribal area and with other agencies and areas to improve efficiency and effectiveness of service and reduce gaps in service.
- e. Local Plans include, but are not limited to: Coordinated Public Transit Human Services Transportation Plans, Transportation System Plans, Transit Development Plans, and Transit Master Plans.

16. **Mass Transit District:** a district organized under ORS 267.010 to 267.390.

17. **Project:** a public transportation improvement activity or group of activities eligible for STIF moneys and a plan or proposal for which is included in a STIF Plan or in a grant application to a Qualified Entity or the Agency. Examples of project types include, but are not limited to: discrete activities, such as purchasing transit vehicles, planning, or operations; and groups of activities for a particular geographic area or new service, such as a new route that includes purchase of a transit vehicle, and maintenance and operations on the new route.

18. **Public Corporation:** an independent legal entity that was formed by legislative action, serves a public purpose, and is under exclusive public management or control.

19. **Public Transportation Advisory Committee ("PTAC"):** the ODOT Public Transportation Advisory Committee established by the Commission in 2000.

20. **Public Transportation Service Provider:** a Qualified Entity or a city, county, Special District, Intergovernmental Entity or any other political subdivision or municipal or Public Corporation that provides Public Transportation Services.

21. **Public Transportation Services:** any form of passenger transportation by car, bus, or other conveyance, either publicly or privately owned, which provides service to the general public (not including charter, sightseeing, or exclusive school bus service) on a regular and continuing basis. Such transportation may be for purposes such as health care, shopping, education, employment, public services, personal business, or recreation.

22. **Qualified Entity:** a county in which no part of a Mass Transit District or Transportation District exists, a Mass Transit District, a Transportation District or an Indian Tribe.

23. **Recipient:** a Qualified Entity or Public Transportation Service Provider that has a STIF Plan approved by the Commission or enters into an agreement directly with the Agency to receive STIF funds.

24. **Satisfactory Continuing Control:** the legal assurance that a Capital Asset will remain

available to be used for its originally authorized purpose throughout its useful life or until disposition.

25. **Special District:** a service district organized under ORS 451.010(1)(h).
26. **STIF Formula Fund:** up to 90 percent of the Statewide Transportation Improvement funds to be disbursed to Qualified Entities conditioned upon the Commission's approval of a STIF Plan, pursuant to ORS 184.758(1)(a).
27. **STIF Fund:** the fund established under ORS 184.751.
28. **STIF Plan:** a public transportation improvement plan that is approved by a Governing Body and submitted to the Agency for review and approval by the Commission in order for the Qualified Entity to receive a share of the STIF Formula Fund.
29. **Statewide Transit Network:** the collection of all transit service that operates in Oregon.
30. **Sub-Recipient:** any entity that has entered into an agreement with a Recipient in order to complete one or more tasks specified in the agreement between the Agency and the Recipient.
31. **Transportation District:** a district organized under ORS 267.510 to 267.650.



RESOLUTION NO. 2026-05

ADOPTING BYLAWS FOR THE BUDGET ADVISORY COMMITTEE

WHEREAS, the Salem Area Mass Transit District, hereafter referred to as "District," is duly established and empowered under ORS 267; and

WHEREAS, Oregon Local Budget Law (ORS 294.414) requires the establishment of a Budget Advisory Committee to review, approve, and recommend the proposed annual budget for Board adoption; and

WHEREAS, the District desires to adopt Bylaws governing the procedures and conduct of the Budget Advisory Committee to ensure clear expectations, consistency, and compliance with applicable laws; and

WHEREAS, the proposed Budget Advisory Committee Bylaws have been developed to align with applicable Oregon statutes, including Local Budget Law and Oregon Public Meetings Law, as well as best practices for public bodies;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF SALEM AREA MASS TRANSIT DISTRICT;

THAT, the Board hereby adopt the Budget Advisory Committee Bylaws, attached as Exhibit A.

ADOPTED by the Board of Directors of the Salem Area Mass Transit District this 26th day of March 2026.

Maria Hinojos Pressey
Board President

ATTEST:

Kirra Pressey
Clerk of the Board



**Salem Area Mass Transit District
Budget Advisory Committee Bylaws
Governing Procedures and Conduct**

**Adopted with Resolution No. 2026-05
March 26, 2026**

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Article I

Mission, Purpose, and Duties

Section 1. Mission

The mission of the Budget Advisory Committee (“Committee”), established by the Salem Area Mass Transit District (“District”) Board of Directors (“Board”) in accordance with Local Budget Law, is to review, approve, and recommend adoption of the annual budget proposed by the District.

Section 2. Purpose

The purpose of the Committee is to review and approve the operating and capital budget proposed by the District.

Section 3. Duties

Committee members shall review and evaluate the District’s proposed operating and capital budgets and develop recommendations for the Board.

Article II

Governance Proceedings

Section 1. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

The meetings shall be conducted in accordance with the provisions of the most current edition of Robert's Rules of Order for small boards. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one week’s notice to the members and will be held in the Board Room of the District, unless a different place is designated from time to time, and noticed in conformance with applicable laws. In compliance with Oregon Public Meeting Law, virtual means of attendance shall also be made available to ensure accessibility and participation by the public and Committee members. In the event of an emergency or special meeting, the District will notify all members no later than 24 hours prior to such meeting.

Section 2. Legal and Ethical Compliance

Committee members shall comply with all applicable laws and policies, including the Oregon Public Meetings Law, Oregon Government Ethics Law, Local Budget Law, Oregon Public Records Law, and other relevant legal or policy requirements. Members must refrain from using their Committee position to obtain financial gain or avoid financial detriment for themselves, their relatives, or businesses in which they or their relatives have an interest. Members, their relatives, and their

household members must not accept gifts exceeding \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the Committee. Any actual or potential conflict of interest must be publicly disclosed. In the case of an actual conflict of interest, the member shall not participate in any discussion or vote on the matter.

Article III

Appointment, Membership, Eligibility, Representation, and Terms

Section 1. Statutory Authority

Pursuant to ORS 294.414, the Committee shall consist of the Board and an equal number of qualified electors of the District, appointed by the Board. The Board shall fill any vacancies in the office of appointed members prior to the first meeting of the Committee in any year. At its discretion, the Board may:

- Accept recommendations from a Director representing the subdistrict of the vacancy for appointment of a qualified elector; or
- Solicit applications from qualified electors for appointment to the Committee.

Appointed members shall serve three-year terms and may be reappointed upon recommendation of the Director and approval of the Board.

Section 2. Appointment and Membership

The Committee shall consist of 14 members as follows: seven Board Members and seven appointed Committee members who live within the Salem-Keizer Urban Growth Boundary. The Board will strive to appoint Committee members who represent a variety of perspectives, geographic areas, and population demographics within the community.

Section 3. Eligibility and Representation

District staff are not allowed to serve on the Committee. To serve as a member of the Committee, an individual must live or work in the Urban Growth Boundary service area.

Section 4. Terms of Service

Committee members shall serve for a term of three years, commencing on January 1. Terms will be staggered so that at least one-third but not more than one-half of the voting members have terms that expire in the same year. Members may be reappointed without limitation.

Section 5. Chair and Vice-Chair Appointment and Responsibilities

The Chair and Vice-Chair of the Committee shall be nominated and appointed biannually by the Committee at its first meeting in May. Each shall serve for a term of 24 months.

- The Chair shall preside at the meetings and perform other duties assigned by the Board, including presenting Committee recommendations.
- The Vice-Chair shall perform the duties of the Chair in the absence of the Chair, and other duties as assigned by the Board.

Section 6. Participation

Members are expected to attend scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact staff, the clerk of the Committee, or the Chair at least 24 hours or one business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two consecutive meetings, or misses more than two meetings over a one-year period, will be reported to the Board, and the Board may declare that member's position vacant.

Section 7. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the Board, and may be removed with or without cause at any time, at the sole discretion of the Board .

The Committee may recommend removal of one of its members to the Board by a vote of the majority of all its voting members. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the Board may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor. The Board may select an appointee from among people expressing an interest in such appointment, or in response to a call for applications for the position. Appointments are subject to the requirements of Article III, Sections 1, 2, and 3 of these Bylaws.

Section 8. Staff Roles and Responsibilities

The District General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee with orientation, and with preparing and presenting background information on budget items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

Article IV Meetings

Section 1. Frequency

The Committee will meet on an as-needed basis. However, the Committee will meet at least once during the fourth quarter of the fiscal year to review and approve the proposed budget, prior to the Board's adoption of the annual budget.

Section 2. Agendas

Staff will consult with the Board President in developing meeting agendas. Staff will be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting.

The agenda and other materials related to any agenda action item will be distributed in advance of the meeting and may be provided in paper or electronic format.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present to conduct any official business.

Each member of the Committee has one vote. All actions of the Committee will be by a motion passed by a majority of the members present, either physically or virtually, and voting at a meeting where a quorum is present.

The Chair will be entitled to vote.

Section 4. Minutes

Committee meeting minutes will be prepared and distributed by staff. Minutes will note major points discussed, any conclusions reached, and any actions taken.

Section 5. Recommendations

The Chair or their designee may present recommendations of the Committee to the District General Manager or Board in person or in writing.

Section 6. Meeting Protocols and Interactions

Conduct: Committee members must conduct themselves in a respectful and professional manner when engaging with the public, the Board, staff, and one another. Members are expected to listen, consider different perspectives, and communicate constructively.

Meeting Decorum: The following principles shall be observed:

1. Adherence to Agenda: Members shall focus on agenda topics to ensure efficient use of time and resources.
2. Equal Participation: Members shall allow equitable contributions to discussions.
3. Conflict Resolution: Disagreements shall be addressed constructively, with an emphasis on solutions.

Representation: Committee members shall accurately represent the Committee's recommendations when communicating externally.

Article V Amendments

The Board shall have the authority to amend these Bylaws at any meeting of the Board. The Committee may propose amendments of these Bylaws to the Board .

Adopted by Board Resolution #2026-05 on March 26, 2026.



**Salem Area Mass Transit District
Board Of Directors
Amended And Restated Bylaws**

~~Adopted with Amended Motion~~ Amended by
Resolution No. 2026-022020-08
August 27, 2020 March 26, 2026

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RULE 1 Article I

The Mass Transit — NAMEDistrict

Section 1.1. — Legal Name Organization and Purpose

~~The Salem Area Mass Transit District ("District") is a mass transit district created pursuant to ORS 267.080 for the purpose of providing mass transit services within the Salem and Keizer areas. The legal and corporate name of the municipal corporation duly established under the pursuant to the laws of the State of Oregon, is the "SalemALEM AreaREA MassASS TransitRANSIT DistrictISTRICT,"~~

Section 2. Office

~~The office of the District shall be located within the boundaries of the District in the State of Oregon. The Board of Directors ("Board") may, from time to time, designate a different location for the office as it deems appropriate.~~

1.2 — Other Names

~~The District may also, from time to time, adopt and use business names which may include, without limitation, "Cherriots."~~

RULE 2 — SEAL OF DISTRICT

Section 3. Seal

~~The District may adopt a corporate seal. If adopted, A seal shall not be required. If utilized, the seal of the District the seal shall be in the form of a circleular and shall bear the name of the District and the year of its organization.~~

RULE 3 — OFFICE OF DISTRICT

~~The office of the District shall be at such place within the District boundaries, State of Oregon, as the District shall from time to time designate.~~

RULE 4Section 4.— Powers and AuthoritiesPOWERS, RIGHTS AND LIABILITIES

~~By and in the corporate name, Tthe District shall have and exercise all powers, functions, rights, and privileges granted to, or otherwise available to, now and hereafter given to, and shall be subject to all the duties, obligations, liabilities and limitations now and hereafter imposed upon municipal corporations of its the same class under by the Cconstitution and laws of the State of Oregon, and The District shall also be subject to all duties, obligations, liabilities, and limitations imposed on municipal corporations of like character, have and exercise all other powers, functions, rights and privileges usually~~

~~exercised by or which are incidental to, or inherent in, municipal corporations of like character and degree. The District shall have all powers possible to have under the constitution and laws of this State.~~

Commented [KP1]: Simplified this section a little bit - it was redundant.

Article II ~~RULE 5~~ — ELIGIBILITY AND DUTIES OF THE BOARD

Board Of Directors

5.1 — Section 1. Purpose of the Board of Directors

~~The Salem Area Mass Transit District shall be governed by a Board of Directors. Directors serve as public officials, and are responsible for establishing District policy and setting strategic direction of the organization. The General Manager and District staff implement Board-adopted policies and exercise authority delegated by the Board.~~

Section 2. Appointment Eligibility

~~All Directors shall be appointed by the Governor of the State of Oregon. Each Director, upon Senate confirmation and before assuming the duties of office, shall take and subscribe to an oath to honestly, faithfully, and impartially perform the duties of a Director and to disclose any conflict of interest in matters before the Board.~~

~~Any~~~~No~~ individual who is an employee of the District ~~is not~~~~shall be~~ eligible to serve as a ~~Director~~~~member of the governing Board of the Salem Area Mass Transit District.~~ ~~The Board shall make good faith efforts to encourage appointments that reflect the geographic, demographic, and socioeconomic composition of the community served by the District.~~

Commented [KP2]: Thoughts on adding inclusive language surrounding board eligibility/membership?

5.2 — Duties

~~The Board shall~~ ~~The Board shall provide the policy and legislative direction for the District.~~ **Section 3.- Composition and Residency Requirements**

Commented [KP3]: Dsicussed Above in Purpose

~~The Board shall consist of seven Directors, each representing one of the seven distinct subdistricts within the District. Directors must reside in the subdistrict they represent. If a Director moves from their subdistrict during their term of service, they must immediately resign from the Board.~~

Section 4. ~~RULE 6~~ BOARD VACANCIES Vacancies

In the event of a vacancy on the Board, the presiding officer shall direct the General Manager to notify the Governor's office of the vacancy and take such action as may be reasonably necessary to assist the Governor in seeking applications for and filling the vacancy.

Section 5. Terms

The term of a Director shall be four years. Each Director serves at the pleasure of the Governor. Before the expiration of a Director's term, a successor shall be appointed by the Governor. A Director is eligible for reappointment as determined by the Governor.

In the event of a vacancy for any cause, the Governor shall appoint a person to serve the remainder of the unexpired term. A Director whose term has expired shall continue to serve until a successor is appointed, unless relieved earlier by the Governor.

Section 6. Training

To comply with ORS 192.700, Directors shall complete annual training on Oregon's Public Meeting Law (ORS 192.610-192.705). The training, developed or approved by the Oregon Government Ethics Commission, may be provided through live sessions, online sessions or recorded formats.

Section 7. Board Acting as a Body ~~RULE 7~~ BOARD ACTING AS A BODY

The Board shall act collectively as a body in making ~~its~~ decisions and in communicating those decisions, announcing them. No individual member-Director may shall speak or act on behalf for of the Board without prior authorization, of the Board unless otherwise specifically provided ~~for~~ in these ~~bylaws~~ Bylaws.

~~RULE 8~~ BOARD CONFLICT OF INTEREST Section 8. Ethics and Conflicts of Interest

Directors are subject to Oregon's Government Ethics Law (ORS 244 and OAR 199), which governs the ethical performance of duties and the avoidance of perceived or actual conflicts of interest.

Without ~~otherwise~~ limiting the provisions of Oregon law:

- **Prohibited Interests During Tenure:** During their tenure, No Board member-Director may have, at any time during the member's tenure in office, have any

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interest, ~~directly or through an affiliate, in a~~ ~~in any prohibited~~ contract ~~prohibited by the District awarded by the District during the member's tenure in office, whether directly or through an affiliate.~~

- **Prohibited Interest After Tenure:** ~~No~~ ~~No~~ Board member ~~Director~~ may ~~have~~, at any time within six ~~months~~ following the expiration of their ~~member's~~ ~~tenure in office~~, ~~have~~ any interest in any prohibited contract awarded by the District during their ~~member's~~ ~~tenure~~ ~~or within in office or the~~ six ~~months~~ ~~immediately following subsequent thereto~~, whether directly or through an affiliate.
- **Disclosure and Abstention:** In the case of any actual or potential conflict of interest, the ~~member~~ ~~Director~~ must publicly ~~disclose~~ ~~announce~~ the ~~actual or potential~~ conflict of interest before ~~any~~ action is taken. ~~Further, in the case of an actual conflict of interest,~~ the ~~member~~ ~~Director~~ must refrain from participating in any discussion or vote on the matter.
- **Compliance with Law:** ~~A~~ ~~Board member~~ ~~Directors~~ must ~~also fully~~ comply ~~fully~~ with Oregon law and applicable ~~F~~ ~~federal law~~ ~~regarding~~ ~~relating to~~ conflicts of interest, potential conflicts of interest, and statutory ~~and/or~~ regulatory standards of ethical conduct.

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Definitions: ~~For purposes of this Section:~~ ~~The following definitions apply for the purposes of this Rule:~~

An "interest in a prohibited contract" exists if the Board member or an affiliate of the Board member is a party to, or an intended beneficiary of, a prohibited contract.

o **"An "aAffiliate"" includes:**

- ~~is t~~ ~~The~~ ~~A~~ Board member's ~~Director's~~ spouse, ~~civil union partner, domestic partner~~, child, stepchild, sibling, stepsibling, ~~son~~ ~~child-in-law~~, ~~daughter-in-law~~, parent or stepparent;
- ~~a~~ ~~Any~~ child, stepchild, sibling, stepsibling, ~~child~~ ~~son-in-law~~, ~~daughter-in-law~~, parent or stepparent of a ~~spouse of the Board member~~ ~~Director's spouse~~;
- ~~Any~~ ~~an~~ individual for whom the ~~Board member~~ ~~Director~~ has a legal obligation to provide support; ~~or an individual for whom~~ ~~provides benefits to the Board member~~ ~~Director~~ ~~provides benefits, or from whom the Board member receives benefits~~, arising out of an employment relationship;
- ~~Any~~ business in which ~~any of the foregoing or the Board member~~ ~~Director~~ ~~or any of the foregoing persons~~ is an officer, ~~director~~ ~~Director~~, partner, owner, agent or employee;

- ~~or a~~Any corporation in which ~~any of the~~ Director or any of the foregoing owns or owned stock ~~valued at worth~~ \$1,000 or more ~~at any point~~ in the preceding calendar year.
- ~~“Economic interest”~~ exists if the Director or their affiliate would receive a financial, pecuniary, or other economic benefit.
- ~~“Interest in a prohibited contract”~~ exists if a Director, or their affiliate, is a party to, or an intended beneficiary of, a prohibited contract.
- ~~“A prohibited contract”~~ is a contract or agreement to which the District is a party, or as to which the District is an intended beneficiary.

~~A. An “economic interest” exists if the Board member or an affiliate of a Board member would receive a financial, pecuniary or economic benefit.~~

Section 9. Resignation and Removal

~~A Director may resign at any time by submitting written notice of their intent to resign to the Board President.~~

~~Directors may be removed by the Governor at any time. Only the Governor has the authority to remove a Director prior to the expiration of their term.~~

~~In the event a Director violates applicable statutes or administrative rules, Oregon’s Public Meeting Law, Oregon Government Ethics Law, or District policies, the Board may, by majority vote, recommend the removal of the Director to the Governor.~~

Section 10. Committees

A. Establishment and Authority

~~The presiding officer, or the Board by majority vote at any meeting where a quorum is present, may establish standing or special committees and appoint Directors and, where appropriate, community members or representatives of organizations to serve. At the time of appointment, the presiding officer or Board shall state the purpose and duties of the committee.~~

~~Committees shall perform only those duties assigned at the time of creation and remain subject to the direction and control of the Board. All committees shall have a chair elected~~

~~as provided in the bylaws or governing document establishing the committee. Committee recommendations are advisory only unless expressly authorized by the Board.~~

B. Standing Advisory Committees

~~The purpose, organization, membership composition, terms of appointment, and procedures for filling vacancies of each standing advisory committee shall be set forth in attachments to these Bylaws or, where applicable, in the committee's own bylaws.~~

C. Application of Bylaws

~~Unless otherwise provided, the provisions of these Bylaws applicable to the Board shall apply to committees and their meetings to the extent relevant, substituting "committee" for "Board," "committee member" for "Director," and "committee chair" for "presiding officer."~~

D. Compensation

~~Directors and committee members serve without compensation unless approved by the Board and permitted by law, as confirmed by District legal counsel.~~

E. Board Subcommittees

~~Standing subcommittees composed solely of Directors shall not exceed three members and shall be established for the limited purpose of developing recommendations for consideration by the full Board.~~

F. Budget Advisory Committee

~~The District shall maintain a Budget Advisory Committee in accordance with ORS 294.414 and other applicable provisions of Oregon law. The Budget Advisory Committee shall consist of the Directors and an equal number of qualified electors appointed by the Board. The composition, terms, and procedures of the Budget Advisory Committee shall be governed by statute and by separate Budget Advisory Committee Bylaws adopted by the Board.~~

G. Executive Subcommittee

~~The President, Vice-President, and Treasurer shall serve on the Executive Subcommittee. In the absence of an Executive Subcommittee member, the Secretary may attend.~~

~~The Executive Subcommittee may meet at the discretion of the presiding officer to address emergency policy or legislative matters requiring action between regularly~~

scheduled Board meetings. The Executive Subcommittee remains subject to the authority of the Board, and its actions shall not conflict with prior Board action on the same subject. To the extent practicable, matters requiring action should be referred to a special meeting of the Board.

Article III

Officers **RULE 9 OFFICERS**

Section 1. Elections

By majority vote of the ~~whole membership of the Board~~ s full membership, the Board shall ~~elect~~ choose from among its ~~members~~ Directors the following officers: President, Vice-President, Secretary, and Treasurer, with duties as provided in Article III, Section 2, primary responsibilities as noted.

Elections shall be held at the first regular meeting in July of each odd-numbered year. Officers shall serve two-year terms, or until their successors are elected and qualified.

No officer may serve more than two consecutive terms in the same office; however, an officer may serve subsequent terms in a different office.

If a vacancy occurs in any office other than by expiration of the term, the Board shall fill the vacancy by election at the next regular meeting or when the need arises. The newly elected officer shall assume office immediately upon election and shall serve the remainder of the unexpired term.

Section 2. Authorities and Responsibilities of Officer Positions

A. President: — 9.1 — President

A. The ~~P~~resident shall call ~~the~~ meetings to order at the appointed time, preside over at all meetings, decide ~~all~~ questions of order, and appoint ~~the~~ chairs for committees, commissions, and task forces.

A. Vice-President:

A. — 9.2 — Vice President

B. The ~~V~~ice-~~p~~resident shall preside and perform the duties of the ~~p~~resident, in the President's his/her absence.

Commented [KP4]: Question for Legal: Should this say "Whole Membership" - What if someone is absent?

~~B. Secretary:~~

~~B. 9.3 Secretary~~

~~C.~~ The ~~s~~Secretary shall attest ~~to~~ signatures of the District and may affix the seal to contracts and other instruments authorized to be executed by the District.

~~C. Treasurer:~~

~~C. 9.4 Treasurer~~

~~D.~~ The ~~treasurer-Treasurer~~ shall report on the financial status of the District, ~~and~~ ~~monitor~~~~monitoring~~ expenditure reports submitted by staff.

Article IV
Meetings

~~The Board shall hold regular meetings, special meetings, and executive session meetings. Subcommittees established under these Bylaws may also hold meetings as needed.~~

~~All regular, special, and executive session meetings are subject to the requirements of Oregon's Public Meetings Law (ORS 192.610-192.705), including the notice requirements of ORS 192.640 and the notice of authority for executive session requirements of ORS 192.660.~~

~~Subcommittee meetings held for the purpose of conducting the business of the District, including developing recommendations to be presented to the Board, are also subject to the requirements of Oregon's Public Meetings Law.~~

~~RULE 10 — ELECTION OF OFFICERS~~

~~Election of officers shall be held at the first meeting in July in odd-numbered years. Officers serve for terms of two years, or until their successors are elected and qualified. No officer may serve more than two consecutive terms in the same office, but may serve thereafter in a different office. When a vacancy occurs in any office other than by expiration of the officer's term, the vacancy shall be filled by election by the Board of Directors when the need arises and the newly-elected officer shall take office immediately upon election, and shall serve the remainder of the unexpired term.~~

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~~RULE 11 — REGULAR MEETINGS~~Section 1. Types of Meetings and Required Notice

~~11.1 Time~~

A. Regular Meetings

Except for meetings ~~cancelled or rescheduled in~~ ~~vacations announced in~~ advance, the Board of Directors shall hold regular meetings on the evening of the fourth Thursday of each month. ~~When if~~ the day fixed for any regular meeting falls ~~upon on~~ a day designated by law as a legal or national holiday, ~~such the~~ meeting shall be held on another date and time ~~as~~ designated by the Board.

~~1. —~~

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~~2. —~~ 11.2 Place

Regular meetings shall normally be held in the Board Room of the ~~Salem Area Mass Transit~~ District, unless a different ~~location~~ ~~place~~ is designated ~~by the Board~~ ~~from time to time~~. In compliance with Oregon Public Meeting Law, the District shall provide virtual attendance options to ensure accessibility and participation for both the public and Directors.

~~11.3 Notice~~

No notice of regular meetings need be given to ~~the directors~~ Board members. Public notice of time, place, and principal subjects of ~~each~~ meetings shall be ~~provided~~ given in a manner reasonably calculated to give actual notice to interested persons. In the event an

ordinance is to be considered at a meeting, the notice shall comply with the provisions of Rule 18 Article V.

B. Special Meetings

A special meeting of the Board may be called by the Board President or by a majority of the Directors. Notice of a special meeting shall be provided by the Clerk of the Board in accordance with ORS 192.640, and shall be given at least 24 hours in advance to Directors, the news media that have requested notice, and to the public.

Under no circumstances may a special meeting, unless it qualifies as an emergency meeting, be held with less than 24 hours' notice. A special meeting is an open meeting, and no business other than that described in the notice may be considered or acted upon at the meeting.

C. Emergency Meetings

An emergency meeting is a type of special meeting called with less than 24 hours' notice due to an actual emergency. The Board President or a majority of the Directors may call an emergency meeting. The Board must be able to articulate a valid reason why at least 24 hours' notice could not be given.

Notice of an emergency meeting shall be provided in a manner appropriate to the circumstances. The Clerk of the Board shall make reasonable efforts to notify the news media and other interested persons. Minutes of the meeting shall describe the emergency justifying the abbreviated notice.

D. Executive Sessions

The Board may hold executive sessions during regular, special, or emergency meetings after the presiding officer identifies the specific statutory authorization under Oregon's Public Meetings Law-, for holding such an executive session.

If an executive session is the only portion of the meeting to be held, notice shall be provided to Directors, the news media that have requested notice, and to the public, stating the specific provision of law authorizing the executive session.

Representatives of the news media shall be allowed to attend executive sessions, except for sessions relating to certain labor negotiations. The Board may require that specified information discussed in executive sessions remain confidential.

~~3. _____~~

~~4. **RULE 12 — ADJOURNING MEETINGS**~~

~~5. Meetings may be adjourned, and a special meeting called, to be held at a specific time and place before the day of the next regular meeting. A meeting may be adjourned by the vote of the majority of the members present, even in the absence of a quorum.~~

~~**RULE 13. — SPECIAL MEETINGS**~~

~~1. **13.1 Call**~~

~~2. The president of the Board or a majority of the directors may call a special meeting. A special meeting may also be called as provided in Rule 12.~~

~~_____ **13.2 Notice**~~

~~At least twenty four (24) hours' notice of special meetings shall be given to the news media which have requested notice, the Board of Directors, and the public.~~

~~**RULE 14 — EMERGENCY MEETINGS**~~

~~_____ **14.1 Call**~~

~~The president of the Board or a majority of the directors may call emergency meetings.~~

~~_____ **14.2 Notice**~~

~~In case of an actual emergency, a meeting may be held upon such notice as is appropriate to the circumstances, and the minutes for such a meeting shall describe the emergency justifying less than 24 hours' notice.~~

~~**RULE 15 — EXECUTIVE SESSIONS**~~

~~The Board of Directors may hold executive sessions during a regular, special or emergency meeting after the presiding officer has identified the authorization under ORS 192.610 to 192.690 for holding of such executive session.~~

~~_____ **15.1 Notice**~~

~~If an executive session only will be held, notice shall be given to the news media which have requested notice, members of the Board of Directors and to the general public, stating the specific provision of law authorizing the executive session.~~

~~_____ **15.2 Attendance by News Media**~~

~~Representatives of the news media shall be allowed to attend executive sessions, other than those relating to labor negotiations, but the governing body may require that specified information discussed in the executive session be undisclosed.~~

~~**RULE 16 — NOTICES** Section 2. Notices~~

~~**A. Directors**~~

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~~————~~ **16.1 Notices to Directors**

Notices to ~~directors~~ Directors shall be deemed given when delivered in a manner reasonably calculated to provide notice, including but not limited to electronic communication, personal delivery, or mail, using the contact information most recently provided to the District. ~~person, when emailed to the email address last specified by the director in the records of the District office for the emailing of communications to the director, when sent by telephone, SMS or other form of electronic communication to the message number or address last specified by the director in the records of the District office for the electronic delivery of communications to the director, or when deposited in the United States mail with postage fully prepaid, directed to the address last specified by the director in the records of the District office for the mailing of communications to the director.~~

B. B. Public

~~————~~ **16.2 Public Notice**

Public notice of all meetings shall be ~~provided~~ given to any member of the public requesting such notice and shall be posted on the District website and social media platforms, ~~the District's Twitter feed, the District's Facebook page, or in such~~ by other means ~~manner as the District determines~~ d by the District from time to time to be reasonably calculated to provide ~~give~~ actual notice to interested persons, ~~or a combination of the foregoing.~~ Notice of public hearings or consideration of an ordinance shall also be published ~~given~~ in one or more newspapers of general circulation within the District.

Section 3. Meeting Conduct

RULE 17 — CONDUCT OF MEETINGS

17.1 — Presiding Officer

The ~~Board P~~ president, ~~or~~ and in their ~~president's~~ absence, the ~~V~~ vice-p resident, shall preside at all Board ~~-meetings of the District directors.~~ In the absence of both, the ~~s~~ Secretary shall preside, and in the absence of the other officers, the ~~t~~ Treasurer shall preside.

The presiding officer ~~shall~~ may vote on all matters, ~~and may~~ make and second motions, and participate in discussions and debate.

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The presiding officer ~~shall be is~~ responsible ~~for to assure that order and decorum are~~ maintaining ~~order and decorum~~ during all meetings ~~of the Board. The president of the Board, and may~~, when necessary, ~~may~~ appoint a ~~Sergeant-at-Arms to assist in who shall have the responsibility to maintain order to~~ enforce ~~ing~~ the rules of conduct, and ~~to enforce~~ the orders ~~given by of~~ the presiding officer.

Time ~~allotted for public testimony or comments at Board meetings, including public hearings, by members of the audience at public hearings or any Board meeting~~ may be limited or extended for each speaker ~~or and for each subject at the discretion of by~~ the presiding officer or by majority vote of the ~~members Directors~~ present. All questions and discussions ~~from the public shall be addressed by the presiding officer, who shall recognize speakers, request that they identify themselves, and require comments to be confined to the matter under consideration, by members of the audience shall be directed to the presiding officer.~~

Direct discussion between ~~audience members and of the audience and Board members Directors~~ or District ~~staff employees~~ is permitted only at the discretion of the presiding officer. ~~Every person desiring to speak shall first address the presiding officer, and upon recognition, shall give their name and shall confine his/her comments to the issue under consideration.~~

Section 4. Quorum

17.2—Quorum

~~A majority of the Directors, and in no case fewer than fFour Directors (4) members, of the Board shall constitute a quorum for the transaction of business.~~

Section 5. Rules of Procedure

17.3—Rules

~~The provisions of Robert's Rules of Order for small boards (11th ed.) shall be the parliamentary procedure for meetings of the District Board and committees except when a specific rule is provided by statute or an ordinance or resolution of the Board. Meetings of the Board and its committees shall be conducted in accordance with the most current edition of *Robert's Rules of Order for Small Boards*, except where a specific statute, ordinance, or Board resolution provides otherwise.~~

Section 6. Public Meetings

~~17.4 Meetings to be Public~~

All meetings of the ~~District~~ Board and ~~its~~ committees shall be open to the public in accordance with Oregon's Public Meetings Law, subject to the applicable open meetings laws of the State of Oregon. ~~Said meetings of the District Board and committees shall be open to the public except for~~ executive sessions held pursuant to statute. A ~~meeting~~ Meeting may be ~~conducted~~ held by telephone or other electronic ~~means~~ communication provided that, ~~For any meeting that is not an executive session, the District unless the meeting is an executive session, the District shall provide~~ make available to the public with at least one physical location ~~place where,~~ or at least one electronic means to observe or listen to the meeting in real time ~~by which, the public can listen to the communication at the time it occurs.~~ Any physical location provided need not include the presence of any Directors. ~~A place provided may be a place where no member of the District Board is present.~~

Section 7. Voting

17.5—Matters to be Considered

~~Regular Meetings. At regular meetings and adjourned sessions of regular meetings, the Board of Directors can consider any matters they desire to consider, whether in the published agenda or not, except that an ordinance can only be considered at a regular meeting or an adjourned session of a regular meeting if consideration of that ordinance appeared in the published agenda for the regular meeting.~~

~~Special Meetings. At special meetings only those matters shall be considered that were specified in the notice of the meeting.~~

~~Emergency Meetings. At emergency meetings, only the emergency matters shall be considered.~~

17.6—Manner of Voting

~~All actions of Voting on all matters coming before the Board shall be decided by voice. If, except that if the a vote is not unanimous, a show of hands or a roll call vote shall be taken, required. In addition, a Any director-Director may also request a roll call vote at any time of the roll.~~

Section 8. Minutes

17.7—Minutes

The ~~secretary~~ Secretary, or a person designated by the Board ~~of Directors~~ as ~~the Clerk of the Board~~ Recording Secretary, shall keep a record of the proceedings and prepare

Commented [KP6]: This is already covered in meetings and is redundant.

~~Amended and Restated Board Bylaws~~

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minutes of ~~all the District~~ Board meetings. ~~A Neither a full transcript nor a recording of the meeting is not~~ required, except as otherwise provided by law, ~~but the written minutes~~ must ~~provide give~~ a true reflection of the matters discussed ~~at the meeting~~ and the views of ~~the~~ participants. ~~They~~ All minutes shall be ~~made~~ available to the public within a reasonable time after the meeting, and ~~must shall~~ include at least ~~the following~~ information:

- ~~The names of A~~ all members of the Board of Directors present.
-
- ~~All motions, proposals, resolutions, orders, ordinances, and measures proposed, and their disposition.~~
-
- ~~The results of all votes and, including the vote of each director~~ Director's vote by name.
-
- ~~The substance of any discussion on any matter.~~
-
- ~~References to any documents discussed, Subject to and without affecting the status of the document under~~ subject to ORS ~~192.311-192.478 relating to public records~~ 192.410 to 192.505, a reference to any documents discussed at the meeting.

Minutes of executive sessions shall be ~~maintained in the kept the same manner, as the minutes of regular meetings,~~ except that ~~instead of written minutes,~~ a recording ~~of any executive session may be kept in the form of audio or digital~~ a sound tape recording, ~~may be used in lieu of written minutes, and which~~ need not be transcribed unless ~~otherwise provided~~ required by law. ~~Information~~ Material, ~~is for which an is authorized to be held, from disclosure unless~~ discussed during ~~an~~ executive session may be withheld from the public disclosure if releasing it would be inconsistent with the purpose of the executive session, except as otherwise ordered by a court pursuant to ORS 192.650(2).

~~RULE 18~~ Article V

Ordinances

~~18.1~~ Section 1. Publication of Agenda Authority

~~The Board may adopt ordinances in accordance with these Bylaws and Oregon law governing special districts, including ORS 198.510-198.530. Ordinances establish rules or regulations for the operation of the District.~~

Section 2. Notice

A. Regular Ordinances: Except in an emergency, ~~anno~~ ordinance shall ~~not~~ be considered ~~unless or voted upon by the Board unless the ordinance is included in thea~~ published agenda of ~~thea~~ Board meeting. The agenda shall:

- ~~of the meeting shall s~~State the time, date, and place of the meeting;
- ~~give~~Provide a brief description of the ordinance; ~~to be considered at the meeting,~~ and
- ~~state~~Note that copies ~~of the ordinance of the ordinance a~~are available at ~~the~~ District office ~~and wills~~. ~~The District may also make copies of the ordinance available be posted on the District's web-site.~~

B. Publication: The presiding officer shall ~~publish cause~~ a Notice of Proposed Ordinance ~~to be published~~ not more than ten days nor less than four days before the meeting, in one or more newspapers of general circulation ~~within the District.~~

~~The notice shall include all information required by Rule 18.1a.~~

C. Numbering: Ordinances shall be ~~numbered~~ consecutively numbered each calendar year and filed in the order ~~in which they are~~ adopted.

Section 3. Reading and ~~18.2~~ Adoption

A. ~~Except for emergency ordinances, as provided in Rule 18.3, before a~~each ordinance shall be read at a regular Board meeting and passed to the next regular meeting for a second reading. Reading may be by title only if copies are available to all attendees and the Board directs that the ordinance be read by title only. ~~is adopted it shall be read during a regular meeting of the District Board and passed to the next regular meeting for second reading. The reading of an ordinance shall be full and distinct unless at the meeting; a copy of the ordinance is available for each person who desires a copy; and the Board directs that the reading be by title only.~~

~~A. Adoption requires~~

B. ~~Except as provided by Rule 18.3, the affirmative vote of a majority of four (4) Board members~~Directors, and in no case fewer than four Directors, ~~except as provided for emergency ordinances is required to adopt an ordinance.~~

Section 4. ~~18.3~~ Emergency Ordinances

A. ~~An~~ An ordinance to meet an emergency ordinance may be introduced, read once, and ~~adopted put on its final passage~~ at a regular or special Board meeting, without prior

~~inclusion being described~~ in a published agenda, if it states the reasons requiring immediate action, ~~are described in the ordinance.~~

~~A.B. Adoption requires~~The unanimous approval of all Directors members of the Board present, ~~at the meeting, provided a~~ quorum exists, being present, is required to adopt an emergency ordinance.

Section 5.18.4 — Signing, and Filing, and Publication

A. Non-Emergency Ordinances: ~~Within seven days of adoption, ordinances shall be:~~

- ~~•~~
- ~~• Within seven days after adoption of an ordinance, the enrolled ordinance shall be:~~
 - Signed by the presiding officer;
 - ~~• Attested by the person serving as Clerk of the Board~~Recording Secretary at the session at which the Board adopted the ordinance; and
-
- Filed in the District records; and
- Filed with the Marion County Clerk, to be available for public inspection, of the District.

~~**B. A certified copy of each ordinance shall be filed with the Marion County Clerk, available for public inspection.**~~

B. Emergency Ordinances: ~~In addition to the requirements under Subsection (A) above, notice of adoption shall be published within 15 days in one or more newspapers of general circulation. The notice shall:~~

- Briefly describe the ordinance;
- State the adoption and effective dates; and
- Indicate where a copy may be inspected.

Section 6. Effective Date~~In addition to all actions described in Rule 18.4a, the following actions are required:~~

~~Within fifteen days after adoption of an emergency ordinance, notice of the adoption of the ordinance shall be published in one or more newspapers of general circulation within the District. The notice shall: a) Briefly describe the ordinance; b) State the date when the ordinance was adopted and the effective date of the ordinance; and State that a copy is on file in the District offices and at the Marion County Clerk, available for public inspection.~~

18.5—Effective Date

~~A. Non-emergency~~ Except for an emergency ordinance, an ordinance shall take effect on the 30th day after ~~it is adopted~~tion, unless a later date is specified in the ordinance or the ordinance is referred to District voters. ~~prescribed by the ordinance. If an ordinance is referred to the voters of the District, it shall not take effect until approved by a majority of those voting on the ordinance. An~~

~~C.B.~~ Emergency ordinances may take effect immediately upon adoption.

RULE 19~~Article VI~~—
Resolutions

Section 1. Authority

The Board may, ~~from time to time, choose to~~ take action ~~in the form of~~by resolutions except ~~in those cases where Oregon law requires~~ action ~~in the form of~~by ordinance ~~is required by law.~~

Section 2. Numbering and Filing

Resolutions shall be ~~numbered~~ consecutively numbered each calendar year and filed in the order ~~in which they are~~ adopted.

Section 3. Adoption

~~A~~ Resolutions may be adopted by the affirmative vote of ~~the~~ majority of ~~the Board members~~Directors present at ~~any~~ meeting ~~whereat which~~ a quorum is present.

Section 4. Signing and Recordkeeping

All Resolutions ~~shall~~ **must** be signed by the presiding officer, ~~and~~ attested by the Clerk of the Board ~~secretary, and then~~ filed in the District records ~~of the District~~.

RULE 20—Article VII

General Manager

The General Manager shall manage the day-to-day operations of the District and administer the programs and policies adopted by the Board. The General Manager shall attend all meetings of the Board and may participate in ~~such meetings~~ discussion, but ~~shall have~~ no vote. In the absence of the General Manager, the General Manager Pro Tempore shall attend and may participate in the same manner.

Article VIII ~~RULE 21~~ — **SMOKING**

~~Smoking in the rooms where the Board of Directors or any committee meets is prohibited.~~

~~RULE 22~~ — **COMMITTEES**

~~The president, from time to time, or the Board, by majority vote of its members at any meeting, may appoint Board members and other interested community members and representatives of groups and organizations to serve on standing or special committees. At the time of appointment of such members, the president shall state the purpose and duties of the committee. Any committee authorized by the Board shall perform the duties prescribed by the Board at the time the committee was created and shall be subject to the direction and control of the Board. All committees shall have a chairperson elected as provided in the bylaws establishing the committee. Recommendations of such committees shall be considered as advisory only.~~

~~The purpose of each standing advisory committee, any conditions expressed by the District on the committee's organization or conduct, the membership and terms of appointment, and procedures for filling vacancies, shall be included as attachments to these bylaws.~~

~~Except as may be specifically directed elsewhere in the bylaws, all provisions of these bylaws shall apply to committees and their meetings to the extent relevant, substituting "committee" for "Board", "committee members" for "directors", and "committee chairperson" for "president."~~

~~All members of the Board and committees serve without compensation, unless approved by the Board and, pursuant to formal opinion of the District's legal counsel, permitted by law.~~

~~Standing committees composed solely of members of the Board may not have more than three (3) members, and their sole purpose shall be to arrive at a specific recommendation for action to be taken by the full Board.~~

Commented [KP7]: This does not feel like a bylaw thing???

Commented [KP8]: Sara - Our CAC members and Board of Directors ride the bus for free – does this need to go in here somewhere?

~~22.1 Executive Committee~~

~~The president, vice president and treasurer shall serve on the Executive Committee. In the absence of a member of the Executive Committee the secretary may attend. The Executive Committee may meet at the discretion of the president to resolve any emergency policy or legislative issue that requires immediate action between regularly scheduled Board meetings. The Executive Committee is subject to the authority of the Board of Directors, and none of the acts of the Executive Committee shall conflict with action previously taken by the Board regarding the same subject. To the extent possible, such emergency actions should be deferred to a special meeting of the Board.~~

~~22.2 Budget Committee~~

~~Pursuant to the requirements and provisions of Section 294.336 of Oregon Revised Statutes, a budget committee shall consist of the Board and a like number of qualified electors of the District who shall be appointed pursuant to the following:~~

~~Prior to the first meeting of the Budget Committee in any given year, vacancies in the office of appointive members of the committee shall be filled by appointment of the Board.~~

~~Appointments to the Committee may, at the discretion of the Board be made as follows:~~

~~The Board member representing the subdistrict of the vacancy may recommend to the Board the appointment of a qualified elector. The Board member representing the subdistrict of the vacancy may call for applications for the Budget Committee.~~

~~Appointive members of the Budget Committee shall be appointed for terms of three years, and subsequently, upon recommendation of the Board members and subject to Board approval, may be reappointed to such position.~~

~~RULE 23 —~~

Commented [KP9]: Moved to Article II

Commented [KP10]: Moved to Article II

Commented [KP11]: With the Budget Committee Bylaws going to the Board in March for Approval - I do not think this section is necessary here?

Miscellaneous

Section 1. Amendment~~AMENDMENT~~

These ~~b~~Bylaws, ~~as adopted by the District,~~ may be revised or amended at any regular or special ~~Board~~ meeting ~~of the Board~~ by a majority ~~vote of the majority~~ of the ~~whole membership of the Board's full membership,~~ except as otherwise provided ~~in the bylaws herein;~~ provided that copies of the pProposed revisions or amendments must beshall have been made available to each ~~Board member~~ Director at least one ~~(1)~~ week prior to the ~~regular or special~~ meeting at which ~~proposed revisions or amendments are to be acted upon~~ they will be considered.

Section 2. RULE 24 ~~——~~ Indemnification~~INDEMNIFICATION~~

To the fullest extent permitted provided by law, and except in ~~the~~ cases of malfeasance, in office or willful misconduct, or gross wanton negligence of duty, the District shall defend, indemnify, save harmless and hold harmless indemnify each Director ~~every Board member,~~ officer, employee, and agent against any civil ~~tort~~ claim, or demand, or liability, including claims that are whether ~~groundless or otherwise, false, or fraudulent,~~ arising from out of an alleged acts or omissions performed within the scope of their duties occurring in the performance of duty.

Such indemnification includes ~~Expenses include~~ reasonable attorney's fees and any costs of judgement or settlement. The District reserves the right to select ~~shall have the right to choose~~ the attorney who for whom services will be provided and legal services and receive compensation paid pursuant to ~~under~~ this provision.

Such ~~Legal~~ legal services and indemnification shall apply regardless of whether be provided by the District under this provision irrespective of whether or not the District is a party to the underlying action or is cause or itself subject to liability.



**Salem Area Mass Transit District
Community Advisory Committee
Bylaws**

Governing Procedures ~~And~~ and Conduct

Amended by Resolution No. 2026-03
March 26, 2026

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Article I

Mission, Purpose, ~~And~~ and Duties

Section 1. Mission

The mission of the Community Advisory Committee, (~~"hereinafter~~ Committee"), established by the Salem Area Mass Transit District (~~"hereinafter~~ District") Board of Directors (~~"Board"~~) by Resolution No. 2017-13 on December 14, 2017, is to advise the Board on District-related transportation issues.

Section 2. Purpose

The purpose of the Committee is to discuss, review, and make recommendations to the Board ~~of Directors~~, on the District's transportation policies, programs and services, and to perform other duties as assigned by the Board, including but not limited to the facilitation of ongoing public participation of persons with disabilities in accordance with the U.S. Department of Transportation Federal Transit Administration Circular C 4710~~7~~1.

Section 3. ~~Procedures and~~ Duties

Committee members are responsible for advising the Board based on their own experiences and the perspectives of the communities they represent, recognizing that communities consist of diverse viewpoints. Members are selected for their unique eligibility and representation to ensure diverse insights.

The Committee's leadership (Chair and Vice-Chair), in collaboration with the Board ~~of Directors~~, will lead the development and implementation of a two-~~(2)~~ year work plan that incorporates the Committee's actions and goals. This work plan should be updated and reviewed annually during a joint work session between Committee leadership and the Board ~~of Directors~~.

Article ~~II~~I

Governance Proceedings

Section 1. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

The meetings shall be conducted in accordance with the provisions of the most current edition of *Robert's Rules of Order for Small Boards*. A record of each meeting will be kept with written minutes.

Regular meetings shall be scheduled with at least one ~~(1)~~ weeks' notice to the members and will be held in the Board Room of the District, unless a different place is designated from time to time, and ~~so~~ noticed in conformance with applicable laws. In compliance with

Oregon Public Meeting Law, virtual means of attendance shall also be made available to ensure accessibility and participation by the public and Committee members. In the event of an emergency or special meeting, the District will notify all members no later than 24 hours prior to such meeting.

Section 2. Legal and Ethical Compliance

~~Members of the~~ Committee ~~members shall~~ must comply with ~~the Oregon Ethics Laws, ORS Chapter 244~~ all applicable laws and policies, including Oregon Public Meetings Law, Oregon Government Ethics Law, Oregon Public Records Law, and other relevant legal or policy requirements. ~~Members, and~~ must refrain from using their ~~ir~~ Committee ~~member's~~ position to obtain financial gain or avoid financial detriment ~~for themselves, their relatives, or business in which they or their relatives have to the member, relative, or business in which the member or relative has~~ an interest. ~~Members, and~~ their relatives, and ~~members of~~ their household ~~members~~ must ~~refrain from accepting~~ not accept gifts ~~in excess of~~ \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the Committee. ~~In the case of a~~ Any actual or potential conflict of interest, ~~the member~~ must ~~be~~ publicly ~~announce the actual or potential conflict of interest~~ disclosed. ~~In~~ Further, ~~in~~ the case of an actual conflict of interest, the member ~~must refrain from~~ shall not participate in any discussion or vote on the matter.

Article III

Appointment, Membership, Eligibility, Representation, And Terms

Section 1. Appointment and Membership

Members of the Committee are appointed by the Board ~~of Directors~~, and serve at the pleasure of the Board ~~of Directors~~. The Committee shall consist of up to 13 voting members, as determined by the Board ~~of Directors~~. Each member must meet ~~any~~ one (1) or more of the eligibility and representations identified in Article III, Section 2 at the time of their appointment and for the duration of their term.

The Board will strive to appoint Committee members who represent a variety of perspectives, geographic areas, and population demographics within the community ~~or as representatives of the community~~.

Section 2. Eligibility and Representation

District ~~Staff~~ employees are not allowed to serve on the Committee. To serve as a member of the Committee, an individual must live ~~and/~~ or work in the Urban Growth Boundary service area, represent a cross-section of the Salem/Keizer community, and ~~must represent~~ meet at least one (1) of the following ~~criteria~~:

- **At-large Member:** A community member who does not represent a specific group or organization, but brings a general perspective on the broader community's transportation needs and who regularly uses public transportation.
- **Business Interest Organization:** A representative from a local organization dedicated to supporting and advocating for business interests, economic growth, and community development.
- **Chambers of Commerce:** A representative from either the Salem or Keizer Chamber of Commerce, with ~~the position rotating membership alternating~~ between the two ~~(2)~~ chambers each term.
- **Local Employer** ~~–~~: A representative from a locally operated business or franchise, excluding national chain franchises without significant local ownership or involvement.
- **Medical Community/Care Provider:** A representative from the healthcare sector, such as a doctor, nurse, therapist, or administrator, who ~~provides~~brings insights ~~into how~~on transportation impacts on access to medical care.
- **Community Member** ~~Three~~ Three (3 three positions): To the extent not represented in the other categories, the Board shall ensure that these ~~C~~community Mmembers ~~represent the community are a representation of the Community~~. This category may be used to ensure that there is ~~equal~~ racial, ethnic, age, gender, and disability representation on the committee.
- **Paratransit User:** ~~An individual person~~ who regularly uses paratransit services, which are specialized, accessible public transportation options for individuals with disabilities or mobility challenges who are unable to use standard transit services.
- **Bicycle and** ~~ke~~ **Pedestrian Advocate:** An individual who actively promotes, supports, and uses cycling non-motorized infrastructure, and ~~pedestrian-friendly initiatives~~, advocating for safe and accessible routes ~~for non-motorized transportation~~.
- **Educational Community/School District Representative/Educational Community:** A ~~representative person~~ from the education sector, such as a school board member, administrator, or teacher, representing the transportation needs of students, faculty, and staff.
- **Social Services Agency Representative:** A person representing an organization that provides support and resources to individuals or families in need, such as housing assistance, mental health services, or food security programs.
- **Youth Leader** ~~–~~ between 16-24 years of age: An individual aged 16-24 who actively engages in leadership activities, representing the perspectives and

transportation needs of youth and young adults within the community.

Section 3. Terms of Service

Committee members shall serve for a term of two ~~(2)~~ years, commencing on January 1. Members are eligible for re-appointment for one additional consecutive (1) term. Terms will be staggered so that ~~at least no less than~~ one-third ~~but no and not~~ more than one-half of the voting members have ~~a terms~~ that expires in the same year.

A Committee member ~~may serve no more than who has served~~ two ~~(2)~~ consecutive two-~~(2)~~ year terms. ~~After completing two may not serve a third consecutive terms. However,~~ the ~~Committee~~ member may be reappointed thereafter be appointed for future terms following a waiting period of the end of their second term after waiting at least ~~twelve (12)~~ months ~~for reappointment~~.

Section 4. Chair and Vice-Chair Appointment and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board ~~of Directors~~. The Chair and Vice-Chair shall each serve for a term of ~~twelve (12)~~ months; and may serve no more than two ~~(2)~~ consecutive terms. The Committee may nominate ~~and recommend to the Board of Directors,~~ members to serve as Chair or Vice-Chair and recommend them to the Board.

Committee recommendations are to be completed by October of each year in order for appointments to be made at the December Board meeting prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside at ~~the~~ meetings, and perform other duties assigned by the Board. The Chair, on behalf of the Committee, shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee in accordance with the work plan. The Chair may appoint ~~€~~Committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair, in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend ~~the~~ scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact ~~District staff,~~ the clerk of the Committee, or the Chair at least 24 hours or one ~~(1)~~ business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two ~~(2)~~ consecutive meetings, or misses more than two ~~(2)~~ meetings over a one-~~(1)~~ year period, will be reported to the ~~District~~ Board, and

the Board ~~of Directors~~ may declare that member's person's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the Board ~~of Directors~~, and may be removed with or without cause at any time, at the sole discretion of the Board ~~of Directors~~.

The Committee may recommend removal of one ~~(1)~~ of its members to the Board ~~of Directors~~ by a vote of the majority of all its voting members. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the Board ~~of Directors~~ may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on terms of service under Article III, Section 3 of these Bylaws. The Board ~~of Directors~~ may select an appointee from among people expressing an interest in such appointment, or ~~from in response to~~ a call ~~of~~ applications for the position. Appointments are subject to the requirements of Article III, Sections 1 and 2 of these Bylaws.

Section 7. Staff Roles and Responsibilityies

The District General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee ~~within~~ orientation, and ~~the preparation and presentation of~~ with preparing and presenting background information on ~~concerning~~ agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

Article ~~IV~~V Meetings

Section 1. Frequency

The Committee will meet at a frequency determined by the work plan, with a minimum of once per quarter and a maximum of once per month. ~~District's~~ Staff will collaborate with the Chair to determine meeting schedules.

Section 2. Agendas

Staff will consult with the Chair and the Board Liaison in developing meeting agendas. Staff will be responsible for distributing the final agenda and preparing or compiling the associated agenda materials for each meeting.

The agenda and other materials related to any agenda action item will be distributed in advance of the meeting and may be provided in paper or electronic format.

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present to conduct any official business.

Each member of the Committee has one ~~(1)~~ vote. All actions of the Committee will be by a motion passed by a majority of the members present, either physically or virtually, and voting at a meeting where a quorum is present.

The ~~€~~Chair will be entitled to vote.

Section 4. Minutes

Committee meeting minutes will be prepared and distributed by staff. Minutes will note major points discussed, any conclusions reached and any actions taken.

Section 5. Recommendations

The Chair or their designee may present recommendations of the Committee to the District General Manager or Board ~~of Directors~~ in person or in writing.

Section 6. Meeting Protocols and Interactions

Conduct: Committee members must conduct themselves in a respectful and professional manner when engaging with the public, the Board ~~of Directors~~, ~~District~~ staff, and one another. Members are expected to listen, consider different perspectives, and communicate constructively.

Discussion Procedures: The majority of each meeting will focus on discussing relevant issues and developing recommendations for the Board ~~of Directors~~. Discussions will occur only after ~~District~~ staff has provided necessary briefings and presentations.

Meeting Decorum: The following principles shall be observed:

1. Adherence to Agenda: Members shall focus on agenda topics to ensure efficient use of time and resources.
2. Equal Participation: Members shall allow equitable contributions to discussions.
3. Conflict Resolution: Disagreements shall be addressed constructively, with an emphasis on solutions.

Representation: Committee members shall accurately represent the ~~€~~Committee's recommendations when communicating externally.

Article V Subcommittees

Subcommittees may be formed if outlined in the work plan and approved by Committee

leadership and the Board ~~of Directors~~.

Article VI **Amendments**

The Board ~~of Directors~~ shall have the authority to amend these ~~bylaws-Bylaws~~ at any meeting of the Board ~~of Directors~~. The Committee may propose amendments of these ~~bylaws-Bylaws~~ to the Board ~~of Directors~~.

~~Amended by~~ Adopted by Board Resolution No. #20226-0503 on March 26, 2026.

~~Amended by~~ Board Resolution No. 2025-08 June 26, 2025.

~~December 15, 2022~~.

Amended by Board Resolution ~~#~~No. 2023-05 on April 27, 2023.

~~Amended by Board Resolution #2025-08 on June 26, 2025.~~ Adopted by Board Resolution No. 2022-05 on December 15, 2022.



**Salem Area Mass Transit District
Statewide Transportation Improvement Fund
Advisory Committee Bylaws
Governing Procedures Aand Conduct**

Amended by Resolution No. 2026-04
March 26, 2026

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BYLAWS GOVERNING PROCEDURES AND CONDUCT OF

THE STATEWIDE TRANSPORTATION IMPROVEMENT FUND ADVISORY COMMITTEE

OF SALEM AREA MASS TRANSIT DISTRICT

DEFINITIONS

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High Percentage of Low-Income Households –

~~For purposes of evaluating projects seeking Statewide Transportation Improvement Funds (STIF), Salem Area Mass Transit District (SAMTD), in its role as the Qualified Entity, defines High Percentage of Low-Income Households as: geographic areas within Marion and Polk counties where there are more Low-Income Households (households with income less than 200% of the poverty level as defined by poverty guidelines updated periodically in the Federal Register by the U.S. Department of Health and Human Services under of 42 U.S.C. 9902(2) for the 48 Contiguous States and the District of Columbia) than households above this income level. As of the date of these Bylaws, the U.S. Census and American Community Survey (ACS) data is contained in the current Salem Area Mass Transit District Title VI Plan, in Part V: Demographic Analysis, Section V-7 Low-Income Population. In applying for STIF funding, transit improvements benefiting Low-Income Households may be demonstrated in the following manner: Fare programs that have a positive benefit for Low-Income Households; New route miles that provide service improvements to Low-Income Households, and areas benefitting individuals from Low-Income Households; New service hours that provide service improvements to Low-Income Households, and areas benefitting individuals from Low-Income Households; Purchases of new capital equipment or construction of new facilities that have a demonstrated improvement to Low-Income Households, and areas benefitting individuals from Low-Income Households; or Any combination of the aforementioned improvements that result in an overall improvement of services to Low-Income Households, and areas benefitting individuals from Low-Income Households. Improvements benefiting Low-Income Households are not limited to services provided directly to areas with high percentages of Low-Income Households. Improvements are also defined as services that connect individuals from Low-Income Households with employment, services, shopping, social centers, places of worship, etc. In evaluating the value of proposed improvements, this aspect is an important consideration.~~

Project –

~~A plan or project proposed by a Public Transportation Service Provider that is eligible for funding by the District with STIF monies.~~

Commented [KP1]: Shofi, I know there is an official definition of High Percentage of Low Income Households that is supposed to come out beginning of the new year correct? ALSO - will you look through the bylaws & definitions at the end and see if I covered everything here.

Commented [SA2R1]: No new definition from Fed or State. What you have in definition section is fine.

List of definitions look good to me.

Terms not otherwise defined in these Bylaws shall have the meaning set forth in ORS 184.751-184.766 or, if not defined therein, in the applicable implementing regulations (OAR Chapter 734 Division 40).

Article I

ADVISORY COMMITTEE: Mission, Purpose, ROLES And DutiesRESPONSIBILITIES

Section 1. Purpose and Mission of the STIF Program

The State of Oregon has established a Statewide Transportation Improvement Fund ("STIF") for the purpose of financing and enhancing public transportation programs as provided under ORS 184.751-184.766. The Oregon Department of Transportation (ODOT) Rail and Public Transit Division administers the STIF program. Pursuant to State law, Salem Area Mass Transit District ("SAMTD" or "District") is the designated Qualified Entity eligible to receive STIF Funds for Marion and Polk Counties. The SAMTD Board of Directors hereby establishes an advisory committee to advise and assist the Board of Directors with regard to the District's STIF program within the two counties.

Pursuant to Oregon Administrative Rule 732-040-0030, the Salem Area Mass Transit District ("District") Board of Directors ("Board") shall appoint a Statewide Transportation Improvement Fund Advisory Committee ("Committee"). The Committee serves as an advisory body to assist the District in carrying out the purposes of the Statewide Transportation Improvement Fund ("STIF") and to advise on the prioritization of projects to be funded by STIF moneys received by the District.

Section 2. Committee Name and Purpose

The name of the committee is the Statewide Transportation Improvement Fund Advisory Committee, also referred to as the STIFAC, hereinafter "Committee". The purpose of the Committee is to advise and assist the SAMTD Board of Directors in prioritizing the Projects to be funded as part of the District's STIF Plan.

The purpose of the Committee is to advise and assist the Board in:

1. Prioritizing Projects to be funded as part of the District's STIF Plan; and
2. Identifying opportunities to coordinate STIF-funded Projects with other local or regional transportation programs and services to improve public transportation service delivery and reduce gaps in service.

Section 3. Committee Procedures and Duties

In a manner consistent with ORS 184.751-184.766 and implementing regulations, the Committee
Page 5 of 19 | Salem Area Mass Transit District Statewide Transportation Improvement Fund Advisory
Committee Bylaws

Commented [KP3]: Redundant, Not discussed in Section 1 & Discussed in Section 2

Commented [SA4R3]: Agree.

shall review every Project, and advise and assist the Board of Directors in prioritizing Projects. After a Project proposal is transmitted by the Board of Directors to the Chair of the Committee, the Chair will promptly distribute the Project proposal to members of the Committee. At the next regular meeting of the Committee following the distribution of the Project by at least 30 days, the Committee will set a schedule for its review, deliberation and recommendation of the Project. The schedule may be modified by the Committee upon a majority vote at any subsequent meeting.

Commented [SA5]: Is this accurate statement? I would double check with Allan.

The Committee may also advise the Board of Directors regarding opportunities to coordinate Projects with other local or regional transportation programs and services to improve service delivery and reduce gaps in service.

Commented [SA6]: Within QE jurisdiction boundary? What if someone from outside our QE area wants to submit application with a goal to reduce service gap. Also, I believe we don't want to set aside any STIF fund for regional coordination projects. Worth discussion with Allan or David

In addition, the Committee may propose changes to the policies or practices of the Board of Directors when the Committee considers that such changes are necessary to ensure that: (a) a public transportation service provider that has received funding under ORS 184.758 has applied the moneys received in accordance with and for the purposes described in the provider's plan or project proposal; and (b) a plan or project proposal submitted by a public transportation service provider does not fragment the provision of public transportation services.

The Committee will consider the following criteria when reviewing Projects:

- Whether the Project increases the frequency of bus service to areas with a high percentage of Low Income Individuals;
- Whether the Project expands bus routes and bus services to serve areas with a high percentage of Low Income Individuals;
- Whether the Project reduces fares for public transportation for Low Income Individuals;
- Whether the Project will procure buses that are powered by natural gas or electricity for use in areas with a population of 200,000 or more;
- Whether the Project will improve the frequency and reliability of service connections between communities inside and outside of the Qualified Entity's service area;
- Whether the Project increases the coordination between Public Transportation Service Providers to reduce fragmentation of service and fill service gaps;
- Whether the project provides student transit services for students in grades 9 through 12;
- Whether the Project will maintain a productive service funded by the STIF Formula funds during a previous funding cycle; and
- Other factors to be determined by the District such as geographic equity.

Commented [SA7]: Looks like we allow applications from outside QE service area but it is up to STIFAC members to recommend those projects for funding.

In a manner consistent with ORS 184.751-184.766 and OAR Chapter 732, Divisions 040, 042, and 044, the Committee shall:

1. Review every Project proposal transmitted by the Board and provide advice and recommendations regarding Project prioritization;

2. Consider the following criteria when reviewing Projects:

A. Whether the Project would:

i. Increase the frequency of bus service to areas with a high percentage of Low-Income Households;

ii. Expand bus routes and services to serve communities with a high percentage of Low-Income Households;

iii. Reduce fares for public transportation in communities with a high percentage of Low-Income Households;

iv. Result in procurement of buses powered by natural gas or electricity for use in areas with a population of 200,000 or more;

v. Improve the frequency and reliability of service connections between communities inside and outside of the District's service area;

vi. Increase the coordination between Public Transportation Service Providers to reduce fragmentation in the provision of public transportation service; or

vii. Expand student transit services for students in grades 9 through 12.

A.B. Whether the Project maintains an existing, productive service previously funded by STIF Formula funds;

B.C. The extent to which the Project goals meet public transportation needs and are a responsible use of public funds; and

C.D. Other factors as determined by the District, such as geographic equity.

~~2.3.~~ The Committee shall also review Projects under the STIF Discretionary and Intercommunity Funds. The Discretionary Fund is intended to provide a flexible funding source to improve public transportation in Oregon. It is not a source of ongoing operations funding. The Intercommunity Discretionary Fund is for improving connections between communities and between communities and other key destinations important for a connected Statewide Transit Network. As a competitive funding source, ongoing operations Projects are subject to risk of not receiving continuous funding.

When reviewing a Project proposal for acceptance, rejection, or prioritization, the Committee shall consider the extent to which the Project:

A. Supports the purpose, as applicable, of the Discretionary Fund or the Intercommunity Discretionary Fund, as described in OAR 732-044-0000 and set forth in Section 3, above.

B. Meets the criteria established under OAR 732-044-0030(1), as set forth below:

i. Improvement of Public Transportation Service to Low-Income Households;

ii. Improved Coordination between Public Transportation Service Providers and reduced fragmentation of Public Transportation Services;

iii. Consistency with Oregon Public Transportation Plan goals, policies, and implementation plans, including:

- Integrated public transportation planning where affected communities planned or partnered to develop proposed Projects;
- Technological innovations that improve efficiencies and promote a seamless and easy to use Statewide Transit Network;
- Advancement of State greenhouse gas emission reduction goals;
- Support or improvement of a useful and well-connected Statewide Transit Network;
- Operations Projects that do not substantially rely on discretionary state funding beyond a pilot phase;
- Geographic equity or an ability to leverage other funds (these factors apply when all other priorities are held equal); and
-
- Other factors as determined by the Oregon Transportation Commission.

C. Meets any additional criteria established by the Oregon Transportation Commission.

Article II **Governance Proceedings**

Section 1.4. Open Meetings and Records

All meetings shall be conducted according to Oregon's Public Meetings Law and are open to the public.

~~The meetings shall be conducted in accordance with the provisions of the most current edition of Robert's Rules of Order for small boards. A record of each meeting will be kept with written minutes.~~

~~Regular meetings shall be scheduled with at least one weeks' notice to the members and will be held in the Board Room of the District, unless a different place is designated from time to time, and so noticed in conformance with applicable laws. In compliance with Oregon Public Meeting Law, virtual means of attendance shall also be made available to ensure accessibility and participation by the public and Committee members. In the event of an emergency or special meeting, the District will notify all members no later than 24 hours prior to such meeting. A quorum of the Committee shall consist of a majority of all the members, and a quorum must be present for any business to be conducted. A majority vote of those members present is needed to approve any recommendation. No member may vote unless present.~~

~~The meetings shall be conducted according to Roberts Rules of Order, Newly Revised. A record of each meeting will be kept with written minutes.~~

~~Regular meetings shall be scheduled with at least one week's notice and will be held at the District's Administration Office; or such other place as designated by the District, and so noticed in conformance with applicable laws.~~

Section 2.5. Ethics Legal and Ethical Compliance

~~Members of the Committee members must comply with the Oregon Ethics Laws, ORS Ch. 244, all applicable laws and policies, including the Oregon Public Meetings Law, Oregon Government Ethics Law, Oregon Public Records Law, and other relevant legal or policy requirements. Members and must refrain from using their Committee member's position to obtain financial gain or avoid financial detriment for themselves, their relatives, or business in which they or their relatives have to the member, relative, or business in which the member or relative has an interest. Members and, their relatives, and members of their household members must not refrain from accepting gifts in exceedings of \$50 in any calendar year from anyone who may have an interest in the actions or recommendations of the STIF Advisory Committee. In the case of a Any actual or potential conflict of interest, the Member must be publicly disclosed, announce the actual or potential conflict of interest In the case of an actual conflict of interest, the member shall not participate in any discussion or vote on the matter., refrain from participating in any discussion or debate on the matter, disclose the same in writing to SAMTD Board of Directors and, unless there is a quorum of the members who do not have an actual or potential conflict of interest, the Committee shall request direction from the SAMTD Board of Directors prior to taking action on the matter.~~

Article III

Appointment, Membership Eligibility, Representation QUALIFICATION, And

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Commented [KP8]: Should we add physical or virtually present to this?

Commented [SA9R8]: I suggest we add "physically". Robert's Rule 12th edition suggested to add "physical" presence requirement for this kind of meeting.
https://www.ibabs.com/en/roberts-rules-of-order/electronic-meetings/#Roberts_Rules_for_electronic_voting

Commented [KP10]: Are we sure this is correct – For CAC & the BOD we use the 11th edition (for CAC we specify "Robert's Rules of Order for small boards (11th Ed.)")

Commented [SA11R10]: Not sure if we are really following 12th edition. Changes in 12th edition are: chrome-extension://efaidnbmnnnibpcajpcgclefindmkaj/https://robertsrules.com/wp-content/uploads/2020/08/CHANGES-IN-12TH-ED-Adopted-by-Authorship-Team-SG-v2.pdf

In my opinion, we should be consistent with our other meetings (CAC and BOD). Either we comply with 12th edition or stay in 11th edition for all.

Terms

Section 1. Appointment and Membership

Members of the Committee are appointed by the ~~SAMTD Board of Directors~~, and serve at the pleasure of the ~~SAMTD Board of Directors~~. The Committee is composed of no less than seven ~~(7)~~ members and no more than ~~eleven (11)~~ members. Each member must meet ~~any one or more of the~~ eligibility and representations qualifications identified in Article III, Section 2 ~~of these Bylaws~~ at the time of their appointment and for the duration of their term.

~~The Committee must include at least one person who is or represents low-income individuals; people with disabilities, or individuals age 65 or older; and a Public Transportation Service Provider or non-profit public transportation service provider.~~

Commented [KP12]: This is listed below

The Board will strive to appoint Committee members who represent a variety of perspectives, geographic areas, and population demographics within the community and may include individuals who represent community interests but reside from both within and outside District boundaries to the extent practicable. The Board will attempt to appoint members to the Committee who represent diverse interests, perspectives, geography, and the population demographics of the area.

Section 2. Eligibility and Representation Qualification

~~District staff are not allowed to serve on the Committee. To serve as a member of the Committee, an individual be qualified to be appointed and continue to serve as a member of the Committee, the person~~ must be knowledgeable about the public transportation needs of residents or employees ~~located within or traveling who live, work, or travel~~ to and or from the District and. ~~In addition, to be qualified to be appointed and continue to serve, the person must be a member of or~~ must represent at ~~least~~ at least ~~any one or more~~ of the following:

- ~~L~~ocal governments, including land use planners; Representatives from city or county governments who are involved in transportation planning, land use decisions, or community development.
- ~~P~~ublic ~~T~~ransportation ~~S~~ervice ~~P~~roviders; Individuals who operate or manage public transportation services, including bus, rail, or paratransit programs.
- ~~N~~on-profit entities ~~which that~~ provide public transportation services; Representatives from non-profit organizations that provide or support public transportation services.
- ~~N~~eighboring public transportation service providers; Representatives from transit agencies outside the District's service area who may coordinate or connect with District services.

- **Employers**; Individuals representing local businesses or organizations that have a stake in employee transportation needs and access to transit.
- **Public health, social services and human services providers**; Individuals from agencies or organizations providing health care, social services, or human services that rely on or are impacted by public transportation.
- **Transit users**; Individuals who regularly use public transportation services.
- **Transit users who depend on transit for accomplishing daily activities**; Individuals who rely on transit to access essential activities, such as work, school, healthcare, or other daily needs.
- **Individuals age 65 or older**;
- **People with disabilities**; Individuals with physical, sensory, or cognitive disabilities who rely on accessible public transportation options.
- **Low-income individuals**;
- **Social equity advocates**; Individuals who work to ensure equitable access to public transportation and consider the needs of underrepresented populations.
- **Environmental advocates**; Individuals who promote sustainable, low-emission, or environmentally friendly transportation solutions.
- **Bicycle and pedestrian advocates**; Individuals who actively promote, support, and use non-motorized infrastructure and advocate for safe and accessible routes.
- **People with limited English proficiency**; Individuals who represent the needs of people for whom English is not their primary language, ensuring accessible and equitable transit services.
- **Educational institutions; or**; Representatives from schools, colleges, or universities who provide input on student and staff transportation needs.
- **Major destinations for users of public transit**; Representatives from large employers, shopping centers, healthcare facilities, or other destinations that are key transit hubs.

The Committee must include at least one member who is a member of or represents each of the following three groups:

- Low-income individuals;
- Individuals age 65 or older or people with disabilities; and
- Public transportation service providers or non-profit entities that provide public transportation services.

Section 3. Terms of Service

Committee members shall serve for a term of two years, commencing on January 1. Members are eligible for re-appointment for one additional consecutive term. Terms will be staggered so that at least one-third but no more than one-half of the voting members have terms that expire in the same year.

A Committee member may serve no more than two consecutive, two-year terms may. After completing two consecutive terms, the member may be appointed following a waiting period of at least 12 months.

initially either serve for a term of one year, or two years. The initial one year term will be from January 1, 2023 through December 31, 2023. The initial two year term will be from January 1, 2023 through December 31, 2024. In addition to the initial terms identified above, members will also serve during a period from the date of Board appointment through December 31, 2022. Member serving an initial one year term will be allowed to serve for a consecutive two year term, for a total of three years.

At the point of appointment by the Board of Directors, the members shall be assigned as follows:

Total Number of Members	Number of Members Serving Initial One Year Plus Term	Number of Members Serving Two Year Plus Term
7	4	3
8	4	4
9	5	4
10	5	5

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Section 4. Chair and Vice-Chair ~~Election~~ Appointment and Responsibilities

The Chair and Vice-Chair of the Committee shall be appointed on an annual basis by the Board ~~of Directors~~. The Chair and Vice-Chair shall each serve for a term of 12 months; and may serve no more than two consecutive terms. The Committee may nominate ~~and recommend to the Board,~~ members to serve as Chair or Vice-Chair and recommend them to the Board.

Committee recommendations are to be completed in advance of the December Board meeting to allow Nominations for the Chair and Vice-Chair are to be held every December (or in the meeting month closest to the end of the calendar year) for appointments to be made at the December Board meeting prior to the expiration of the Chair and Vice-Chair's term.

The duties of the Chair are to preside ~~at the~~ meetings, and perform other duties assigned by the Board. The Chair, on behalf of the Committee, shall present reports to the Board that are necessary to execute any and all of the responsibilities of the Committee. The Chair may, ~~at the Board's direction,~~ appoint ~~sub-c~~Committee members to address special topics as needed.

The duties of the Vice-Chair are to perform the duties of the Chair, in the absence of the Chair. The Vice-Chair shall perform other duties as assigned by the Board.

Section 5. Participation

All members are expected to attend ~~the~~ scheduled meetings. If a member is unable to attend a scheduled meeting, the member must contact staff, the clerk of the Committee, or the Chair at least 24 hours or one business day in advance, except in cases of an emergency. The Chair may excuse the absence of a member for good cause. A member who fails to notify the Committee for two consecutive meetings, or misses more than two meetings over a one-year period, will be reported to the SAMTD Board, and the Board may ~~terminate that member's term and~~ declare that member's position vacant.

Section 6. Removal and Vacancies

Members of the Committee shall serve at the pleasure of the SAMTD Board ~~of Directors~~, and may be removed with or without cause at any time, at the sole discretion of the Board ~~of Directors~~.

The Committee may recommend removal of one of its members to the SAMTD Board ~~of Directors~~ by a vote of the majority of all its voting members vote. Such recommendation to the Board shall include the reasons for the recommendation.

When a vacancy occurs, the SAMTD Board ~~of Directors~~ may elect to fill the vacant position and the person so appointed will hold their position for the balance of the unexpired term of their predecessor, which term of service shall not be considered in connection with limitations on terms of service under Article III, Section 3 of these Bylaws. The Board ~~of Directors~~ may select an

appointee from among people expressing an interest in such appointment, or ~~from in response to~~ a call ~~for for~~ applications for the position. Appointments are subject to the requirements of Article III, Sections 1 and 2 of these Bylaws.

Section 7. Staff Roles and Responsibilities

The ~~District SAMTD~~ General Manager will designate staff to prepare meeting notices, agendas, and minutes for the Committee. Staff will assist the Committee ~~in with~~ orientation, and ~~the preparation and presentation of with preparing and presenting~~ background information ~~one concerning~~ agenda items. Staff will advise and furnish technical assistance as appropriate to carry out the Committee's work.

Article IV Meetings

Section 1. Frequency

The Committee ~~shall will~~ meet as often as necessary to carry out ~~the its~~ responsibilities, ~~but no fewer than two times per year, of the Committee; however, the Committee shall meet at least two times each year.~~ Staff ~~and the Chair will collaborate with the Chair to determine meeting schedules, confer as to the meeting schedules.~~ Meetings shall be held at the offices of SAMTD or other place designated by the District in consultation with the Chair, and so advertised in conformance with applicable laws.

Commented [SA13]: We have received request for higher frequency meeting from one PTSP. I plan to discuss this in the next STIFAC meeting to get a consensus. Min of two per year is probably fine for now.

Section 2. Agendas

Staff will consult with the Chair ~~and the Board Liaison~~ in developing meeting agendas. Staff will be responsible for distributing the final agenda ~~and including~~ preparing or compiling the associated agenda materials for each meeting.

The agenda and other ~~materials related to information associated with~~ any agenda action item will be distributed in advance of the meeting ~~and may be provided in paper or electronic format.~~ ~~These may be paper or electronic copies.~~

Section 3. Quorum and Voting

A quorum of the Committee shall consist of a majority of all the members. A quorum must be present ~~to conduct for~~ any ~~official~~ business ~~to be conducted~~.

Each member of the Committee has one ~~vote~~. All actions of the Committee will be by a motion passed by a majority of the members ~~present, either physically or virtually, present~~ and voting at a meeting where a quorum is present.

Commented [SA14]: Should we say "physically present" like above (Article II Section 1 on page 3)?

Commented [KP15R14]: Physically or virtually aligns with our other advisory committees and Board.

The ~~chair~~ Chair will be entitled to vote.

~~Actions taken at the Committee shall be conducted under Roberts Rules of Order, Newly~~
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~~Revised, including special provisions applicable to small boards.~~ **Section 4. Minutes**

Commented [KP16]: Stated elsewhere / Redundant

~~Committee meeting. Minutes of Committee meetings~~ will be prepared and distributed by staff. Minutes will note major points discussed, ~~and~~ any conclusions reached, ~~and or any~~ actions taken.

Section 5. Recommendations ~~to the SAMTD Board of Directors~~

The Chair ~~or their and the Chair's~~ designee may present recommendations of the Committee to the ~~District SAMTD~~ General Manager or ~~SAMTD Board of Directors~~ in person or in writing.

Section 6. Meeting Protocols and Interactions

Conduct: ~~Committee members must conduct themselves in a respectful and professional manner when engaging with the public, the Board, staff, and one another. Members are expected to listen, consider different perspectives, and communicate constructively.~~

Discussion Procedures: ~~The majority of each meeting will focus on discussing relevant issues and developing recommendations for the Board. Discussions will occur only after staff has provided necessary briefings and presentations.~~

Meeting Decorum: ~~The following principles shall be observed:~~

- ~~1. Adherence to Agenda: Members shall focus on agenda topics to ensure efficient use of time and resources.~~
- ~~2. Equal Participation: Members shall allow equitable contributions to discussions.~~
- ~~3. Conflict Resolution: Disagreements shall be addressed constructively, with an emphasis on solutions.~~

Representation: ~~Committee members shall accurately represent the Committee's recommendations when communicating externally.~~

**Article IV
Amendments**

The ~~SAMTD Board of Directors~~ shall have the authority to amend these Bylaws at any meeting of the Board ~~of Directors~~. The Committee may propose amendments of these Bylaws to the Board ~~of Directors~~.

Amended by Board Resolution No. ~~2026-04 on March 26, 2026.~~

~~Amended by Board Resolution No. 2022-02 on April 28, 2022.~~

Previous versions adopted through Board Resolutions:

~~Resolution No. #2020-06 on July 23, 2020; and~~

~~Resolution No. #2018-08 on September 27, 2018~~

EXHIBIT A

DEFINITIONS

The following terms have the meanings assigned in OAR Chapter 732, Division 040, 042, and 044 and apply where those terms are used in these Bylaws, including within other definitions listed in this Exhibit:

1. **Advisory Committee:** a committee established by a Qualified Entity to assist in carrying out the purposes of the STIF Formula Fund and to fulfill the advisory committee requirements set forth in ORS 184.761(1).
2. **Agency:** Oregon Department of Transportation (“ODOT”).
3. **Americans with Disabilities Act (“ADA”):** Section 504 of the Rehabilitation Act of 1973 and the Americans with Disabilities Act of 1990 as amended by the ADA Amendments Act of 2008.
4. **Biennium (plural, Biennia):** a two-year period which runs from July 1 of an odd-numbered year to June 30 of the next odd-numbered year.
5. **Calendar Year:** the year which begins on January 1 and ends on December 31.
6. **Capital Asset:** real property or tangible items purchased or leased with STIF Fund moneys, including vehicles and structures, with a purchase price of \$5,000 or more and a useful life of at least one year.
7. **Commission:** the Oregon Transportation Commission (“OTC”) established under ORS 184.612.
8. **Discretionary Fund:** up to five percent of STIF funds to be disbursed to Public Transportation Service Providers, which includes Qualified Entities, through a competitive grant funding process, pursuant to ORS 184.758(1)(b).
9. **Fiscal Year:** the Agency’s fiscal year which begins on July 1 and ends on June 30.
10. **Governing Body:** means the decision-making body or board of a Qualified Entity.
11. **High percentage of Low-Income Households:** an area where the percentage of Low-Income Households is above the State of Oregon average number of Low-Income Households statewide in the same year.
12. **Intercommunity Discretionary Fund:** up to four percent of STIF funds to be disbursed to Public Transportation Providers through a competitive grant funding process, pursuant to ORS 184.758(1)(c).
13. **Intergovernmental Entity:** entities organized under ORS 190.010.
14. **Low-Income Household:** a household the total income of which does not exceed 200% of the poverty guidelines updated periodically in the Federal Register by the U.S. Department of Health and Human Services under the authority of 42 U.S.C. 9902(2) for the 48 Contiguous States and the District of Columbia.
15. **Local Plan:** a local or regional public transportation plan(s), which may include adopted policy(ies) that is developed and approved by the Governing Body of a Qualified Entity, Public Transportation Service Provider, or Metropolitan Planning Organization and which includes, at a minimum:
 - a. A planning horizon of at least four years;
 - b. An existing and future conditions analysis that includes:

- i. Current and forecast population and demographics, including locations of people who are often transit dependent, including low-income households, individuals of age 65 or older, youth, and individuals who are racially and ethnically diverse;
- ii. Locations of existing housing, employment centers, medical and social and human services centers, major destinations, and other locations with needs for public transportation services and programs;
- iii. Inventories of current Public Transportation Services located within, adjacent to, or with the reasonable potential to connect to the local or regional public transportation services, as applicable;
- c. Prioritized lists of public transportation improvements and capital projects; and
- d. Identified opportunities to coordinate public transportation services within and outside the county, district, or tribal area and with other agencies and areas to improve efficiency and effectiveness of service and reduce gaps in service.
- e. Local Plans include, but are not limited to: Coordinated Public Transit Human Services Transportation Plans, Transportation System Plans, Transit Development Plans, and Transit Master Plans.

4-16. **Mass Transit District:** a district organized under ORS 267.010 to 267.390.

17. **Project:** a public transportation improvement activity or group of activities eligible for STIF moneys and a plan or proposal for which is included in a STIF Plan or in a grant application to a Qualified Entity or the Agency. Examples of project types include, but are not limited to: discrete activities, such as purchasing transit vehicles, planning, or operations; and groups of activities for a particular geographic area or new service, such as a new route that includes purchase of a transit vehicle, and maintenance and operations on the new route.

18. **Public Corporation:** an independent legal entity that was formed by legislative action, serves a public purpose, and is under exclusive public management or control.

19. **Public Transportation Advisory Committee ("PTAC"):** the ODOT Public Transportation Advisory Committee established by the Commission in 2000.

20. **Public Transportation Service Provider:** a Qualified Entity or a city, county, Special District, Intergovernmental Entity or any other political subdivision or municipal or Public Corporation that provides Public Transportation Services.

21. **Public Transportation Services:** any form of passenger transportation by car, bus, or other conveyance, either publicly or privately owned, which provides service to the general public (not including charter, sightseeing, or exclusive school bus service) on a regular and continuing basis. Such transportation may be for purposes such as health care, shopping, education, employment, public services, personal business, or recreation.

22. **Qualified Entity:** a county in which no part of a Mass Transit District or Transportation District exists, a Mass Transit District, a Transportation District or an Indian Tribe.

23. **Recipient:** a Qualified Entity or Public Transportation Service Provider that has a STIF Plan approved by the Commission or enters into an agreement directly with the Agency to receive STIF funds.

24. **Satisfactory Continuing Control:** the legal assurance that a Capital Asset will remain

available to be used for its originally authorized purpose throughout its useful life or until disposition.

25. **Special District:** a service district organized under ORS 451.010(1)(h).

26. **STIF Formula Fund:** up to 90 percent of the Statewide Transportation Improvement funds to be disbursed to Qualified Entities conditioned upon the Commission's approval of a STIF Plan, pursuant to ORS 184.758(1)(a).

27. **STIF Fund:** the fund established under ORS 184.751.

28. **STIF Plan:** a public transportation improvement plan that is approved by a Governing Body and submitted to the Agency for review and approval by the Commission in order for the Qualified Entity to receive a share of the STIF Formula Fund.

29. **Statewide Transit Network:** the collection of all transit service that operates in Oregon.

30. **Sub-Recipient:** any entity that has entered into an agreement with a Recipient in order to complete one or more tasks specified in the agreement between the Agency and the Recipient.

2-31. **Transportation District:** a district organized under ORS 267.510 to 267.650.

Board Meeting Memo – Agenda Item 4.B.II

To: Board of Directors
From: Allan Pollock, General Manager
Date: March 26, 2026
Subject: Adopt Resolution No. 2026-06, Establishing Personnel and Administrative Policies, and Delegating Administrative Authority to the General Manager

Issue

Shall the Board adopt Resolution No. 2026-06 (Attachment A), establishing the District's personnel and administrative policy framework and delegating administrative authority to the General Manager?

Background and Findings

Oregon Revised Statutes (ORS) 267.140 provides that the General Manager of a transit district administers the personnel system adopted by the Board and has full charge of the administration of the District's business affairs, subject to Board policies and direction.

The District previously adopted:

- Resolution No. 88-17, establishing the personnel system;
- Resolution No. 00-30, establishing personnel policies and delegating administrative authority to the General Manager; and
- Resolution No. 01-16, establishing business services policies and delegating administrative authority to the General Manager.

Over time, these authorities have been addressed in separate resolutions.

Resolution No. 2026-06 consolidates the authorities and policy framework established in prior resolutions into a single resolution. The resolution:

- Establishes general policy direction for the District's personnel system, including merit-based hiring, classification and compensation plans, and equitable employment practices.
- Establishes general policy direction for administrative functions, including business affairs, fiscal affairs, transportation development and customer service, information systems, and safety and security.
- Delegates authority to the General Manager to adopt, amend, and administer detailed personnel and administrative policies consistent with Board policy direction and applicable laws.

Requires the General Manager to inform the Board of policy revisions and to seek Board approval for changes that would result in budget impacts not previously approved.

The resolution also repeals earlier resolutions that established these authorities to avoid duplication and improve clarity.

Financial Impact

None.

Recommendation

Staff recommends the Board adopt Resolution No. 2026-06, establishing personnel and administrative policies, and delegating administrative authority to the General Manager.

Proposed Motion

I move to adopt Resolution No. 2026-06, establishing personnel and administrative policies, and delegating administrative authority to the General Manager.



RESOLUTION NO. 2026-06

ESTABLISHING PERSONNEL POLICIES AND ADMINISTRATIVE POLICIES AND DELEGATING ADMINISTRATIVE AUTHORITY TO GENERAL MANAGER

WHEREAS, ORS 267.140 provides that the General Manager of a transit district shall (1) administer the personnel system adopted by the Board and appoint, discipline, or remove employees, subject to law and the rules of the Board; and (2) have full charge of the administration of the business affairs of the District;

WHEREAS, Resolution #88-17 (December 15, 1988) established a personnel system as set forth by separately numbered policy and procedures adopted and amended periodically by the Board;

WHEREAS, Resolution #01-16 (October 25, 2001) established business services policies and delegated administrative authority to the General Manager, and Resolution #00-03 (February 24, 2000) established personnel policies and delegated administrative authority to the General Manager;

WHEREAS, the Board desires to condense the resolutions set forth in Resolution #01-16 and Resolution #00-03 into this single Resolution # 2026-06.

WHEREAS, the Board desires to delegate administrative authority to the General Manager in several additional categories: fiscal, transportation development & customer service, information systems, and safety & security.

WHEREAS, compliance with evolving laws related to the personnel system, business affairs, and administrative affairs of the District requires ongoing amendments consistent with general policy guidelines of the Board;

WHEREAS, Board involvement and the enactment of a separate resolution to amend personnel policies, business services policies, or administrative policies is unnecessary where changes to the personnel policies and administrative policies are administrative and within the authority of the General Manager.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF SALEM AREA MASS TRANSIT DISTRICT;

Personnel Policies

THAT the General Manager shall administer the District's personnel system in order that personnel actions, decisions, and policies are consistent with the following general policies. The District shall:

1. Provide and maintain a merit-based system of personnel administration. The appointment of persons to District employment will be based upon qualifications and merit for the position to be filled.
2. Establish and maintain a position classification plan which shall group all positions in District employment into classifications based upon their duties, authorities, and responsibilities.
3. Provide for a compensation plan which shall include for each classification a minimum and maximum rate, or a step plan where appropriate.
4. Provide just and equitable compensation, incentives and conditions of employment to promote efficiency, economy, and public responsiveness in the operation of the District.
5. Provide that the tenure of employees shall be subject to acceptable conduct, satisfactory performance of work, and the availability of funds.
6. Provide for such employment rights and practices as are lawful and consistent with sound principles of human resources management.

The General Manager shall have full authority to establish new written personnel policies and rules which advance the policies set forth herein without further action by the Board and periodically to amend, modify or rescind those in existence.

The General Manager shall inform the Board of revisions and additions to the personnel policies, and shall seek authority from the Board in advance of cost impacts of any personnel policy change which is not provided for in the budget of the District. Collective bargaining agreements shall be ratified by the Board; the General Manager shall have authority to execute other documents and memoranda of understanding with the Union periodically in order to interpret, implement and administer the labor agreement.

Administrative Policies

THAT the General Manager shall administer the District's business affairs, fiscal affairs, transportation development & customer service, information systems, and safety & security affairs such that related actions, decisions, and policies are consistent with the following general policies. The District shall:

1. Abide by any and all Local laws, ordinances, resolution, or statutes as they would apply to the conduct of the District's business.
2. Abide by any and all State laws, ordinances, resolution, or statutes as they would apply to the conduct of the District's business.
3. Abide by any and all Federal laws, ordinances, resolution, or statutes as they would apply to the conduct of the District's business.

4. Abide by any and all policy guidance and direction given by the Board of Directors of Salem Area Mass Transit District.

The General Manager shall have full authority to establish new written administrative policies and rules which advance the policies set forth herein without further action by the Board and periodically to amend, modify or rescind those in existence.

The General Manager is required to report to the Board of Directors revisions and additions to, and the adoption of new administrative policies, and shall seek authority from the Board in advance of cost impacts of any administrative policy change which is not provided for in the budget of the District.

This resolution repeals Resolutions #01-03 and #01-16, which Resolutions shall have no further force or effect. All personnel, business affairs, fiscal affairs, transportation development & customer service, information systems, and safety & security affairs policies in effect on the effective date of this Resolution shall remain effective subject to action of the General Manager modifying or repealing such policies.

ADOPTED by the Board of Directors of the Salem Area Mass Transit District this 26th day of March 2026.

Maria Hinojos Pressey
Board President

ATTEST:

Kirra Pressey
Clerk of the Board

Board Meeting Memo – Item 6.A

To: Board of Directors
From: Tom Dietz, Chief Operations Officer
David Trimble, Deputy General Manager
Thru: Allan Pollock, General Manager
Date: March 26, 2026
Subject: Adopt Resolution No. 2026-07, Reaffirming the District’s Transit Asset Management Plan (TAM)

Issue

Shall the Board adopt Resolution No. 2026-07 (Attachment A), reaffirming the District’s TAM Plan?

Background And Findings

In September of 2018, the Board adopted Resolution #2018-07 that put Policy #119 in place. This policy outlines the District’s overall approach to asset management for both vehicles and facilities. This policy also outlines the District’s adherence to federal requirements and regulations (49 USC 5326). The revisions contained in the Transit Asset Management Plan (TAM) bring the document(s) up to a current state of accuracy and relevance. The portion of the plan that was revised is the term rating scale due to useful life, wear and tear, or state of good repair. Those numbers are highlighted in Attachment B calling out the changes as compared to the 2024 term rating scale.

The District’s TAM maintains a high level of transparency and accountability and guides decisions with regard to capital investments, maintenance, and eventual disposal of federally funded assets.

Financial Impact

None.

Recommendation

Staff recommends the Board adopt Resolution No. 2026-07, reaffirming the District’s TAM Plan.

Proposed Motion

I move that the Board adopt Resolution No. 2026-07, reaffirming the District’s Transit Asset Management Plan.



RESOLUTION NO. 2026-07

REAFFIRMING THE DISTRICT TRANSIT ASSET MANAGEMENT PLAN

WHEREAS, the Salem Area Mass Transit District, hereafter referred to as "District," is duly established and empowered under ORS 267; and

WHEREAS, the District receives Federal funding, and is considered a Tier II reporting agency under Federal requirements set forth in Moving Ahead for Progress in the 21st Century (MAP-21), and in subsequent rulemaking, is required to adhere to a set of standards in their approach in maintaining capital assets; and by reporting annually through the National Transit Database and during the Triennial Review process.

WHEREAS, the Transit Asset Management Policy #119 outlines the District's overall asset management approach in a manner consistent with current federal regulations (49 U.S. Code§ 5326) and sets the direction for establishing and following through with transit asset management strategies and plans that are achievable with available funds.

WHEREAS, the General Manager/CEO or designee shall have overall responsibility for overseeing the development of asset management plans and procedures, in cooperation with the District Team, and shall report to the Board on the status of asset management for the District.

WHEREAS, in accordance with this Policy, implementation of the TAM Plan shall be a shared responsibility for all of the District's departments.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF SALEM AREA MASS TRANSIT DISTRICT;

THAT, the District's TAM Policy and Plan improves transparency and accountability, and optimizes capital investments and maintenance decisions.

THAT, the Board adopts Resolution #2026-07 to reaffirm the Transit Asset Management Plan, including the updated term-rating scale.

ADOPTED by the Board of Directors of the Salem Area Mass Transit District this 26th day of March 2026.

Maria Hinojos Pressey
Board President

ATTEST:

Kirra Pressey
Clerk of the Board

Del Webb Facilities- Operations Building

Building Area = 9,453 SF

FTA Primary Level	FTA Primary Level Replacement Cost	Term Scale Condition Routing	Replacement Cost x Term Scale Condition
Substructure	\$211,967	4	\$847,868
Shell	\$1,605,955	3.9	\$6,279,035
Interior	\$296,497	3.6	\$1,067,745
Conveyance	\$0		\$0
Plumbing	\$98,481	3.7	\$366,543
HVAC	\$324,649	3.7	\$1,185,645
Fire Protection	\$16,192	4	\$64,768
Electrical	\$312,588	3.1	\$970,657
Equipment	\$36,348	4	\$145,392
Total	\$2,902,677	Subtotal	\$10,927,653
	Building Weighted Average condition	3.8	
	Rounded per FTA guidance	4	

Del Webb Facilities- Maintenance Building

Building Area = 27,260

FTA Primary Level	FTA Primary Level Replacement Cost	Term Scale Condition Routing	Replacement Cost x Term Scale
Substructure	\$419,064	4	\$1,676,256
Shell	\$2,277,235	3.9	\$7,998,931
Interior	\$183,886	3.1	\$574,111
Conveyance	\$148,139	3	\$444,417
Plumbing	\$271,626	3.7	\$996,664
HVAC	\$941,117	3.8	\$3,493,806
Fire Protection	\$49,028	4	\$49,028
Electrical	\$818,315	3.3	\$2,520,293
Equipment	\$905,630	3.2	\$2,657,039
Total	\$6,014,040	Subtotal	\$20,410,545
	Building Weighted Average condition	3.4	
	Rounded per FTA guidance	4	

Tom Dietz:
This was 3.6 in 2025

Del Webb Facilities- Fuel Island

Building Area = 3,559

FTA Primary Level	FTA Primary Level Replacement Cost	Term Scale Condition Routing	Replacement Cost x Term Scale
Substructure	\$90,778	4	\$363,112
Shell	\$462,680	3.9	\$1,784,605
Interior	\$0	0	\$0
Conveyance	\$0	0	\$0
Plumbing	\$139,800	3.2	\$139,800
HVAC	\$30,239	3.1	\$75,598
Fire Protection	\$0	0	\$0
Electrical	\$225,130	3.8	\$225,130
Equipment	\$3,568,550	3.4	\$12,408,650
Total	\$4,517,177	Subtotal	\$14,996,895
	Building Weighted Average condition	3.3	
	Rounded per FTA guidance	4	

Del Webb Facilities- Bus Wash

Building Area = 2,142

FTA Primary Level	FTA Primary Level Replacement Cost	Term Scale Condition Routing	Replacement Cost x Term Scale
Substructure	\$62,540	4	
Shell	\$356,682	3.8	\$1,362,951
Interior	\$0	0	\$0
Conveyance	\$0	0	\$0
Plumbing	\$56,275	3.5	\$194,993
HVAC	\$7,270	3	\$21,810
Fire Protection	\$0	0	\$0
Electrical	\$158,706	3.8	\$657,068
Equipment	\$62,758	3	\$202,767
Total	\$704,231	Subtotal	\$2,439,589
	Building Weighted Average condition	3.5	
	Rounded per FTA guidance	4	

Del Webb Facilities- Bus Wash

Building Area = 350,573

FTA Primary Level	FTA Primary Level Replacement Cost	Term Scale Condition Routing	Replacement Cost x Term Scale
Site	\$4,016,991	3.1	\$12,408,119
Total	\$4,016,991	Subtotal	\$12,408,119
	Building Weighted Average condition	3.1	
	Rounded per FTA guidance	3	

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level	
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating
Operations														
Del Webb Facilities	Substructure	Foundation Wall	A1011	Concrete Continuous Footings	Operations Building, Thr	1002082	4	550	LF	\$142.75	78,511	314,044		
Del Webb Facilities	Substructure	Concrete Slab on Grade	A1031	Reinforced Concrete	Operations Building, Thr	1002108	4	9,453	SF	\$14.12	133,456	533,824		
Total											211,967	847,868		4.0
Del Webb Facilities	Shell	Structural Frame	B101X	Structural Frame, Steel Light Gauge	Operations Building, Int	1002104	4	17,350	SF	\$41.73	724,050	2,896,200		
Del Webb Facilities	Shell	Structural Frame	B101X	Structural Frame, Steel Light Gauge	Operations Building, Ext	1004911	4	7,550	SF	\$43.71	329,984	1,319,936		
Del Webb Facilities	Shell	Roof Structure	B1022	Pitched, Steel Framing	Operations Building,Roo	1002085	4	11,750	SF	\$3.79	44,494	177,976		
Del Webb Facilities	Shell	Exterior Siding	B2011	Metal Corrugated Siding	Operations Building, Ext	1002064	4	2,050	SF	\$11.72	24,034	96,136		
Del Webb Facilities	Shell	Exterior Soffit	B2011	Painted Surface	Operations Building, Ext	1002058	4	750	SF	\$3.88	2,910	11,640		
Del Webb Facilities	Shell	Exterior Wall	B2011	Painted Surface, 1-2 Stories	Operations Building, Ext	1002073	4	3,500	SF	\$3.88	13,583	54,332		
Del Webb Facilities	Shell	Exterior Siding	B2011	Stucco	Operations Building, Ext	1002055	4	2,875	SF	\$24.58	70,681	282,724		
Del Webb Facilities	Shell	Exterior Wall	B2011	Metal Flush Panel Siding	Operations Building, Ext	1002114	4	1,375	SF	\$1.17	1,612	6,448		
Del Webb Facilities	Shell	Window	B2021	Aluminum Double- Glazed 12 SF, 3+ Stories	Operations Building, Ext	1002105	3	42	EA	\$877.05	36,836	110,508		
Del Webb Facilities	Shell	Storefront	B2023	Metal-Framed Windows w/out Door(s)	Operations Building, Ext	1002096	3	1,275	SF	\$64.91	82,760	248,280		
Del Webb Facilities	Shell	Storefront	B2023	Metal-Framed Windows w/out Door(s)	Operations Building, Ext	1002091	4	450	SF	\$64.91	29,209	116,836		
Del Webb Facilities	Shell	Glazed Door	B2031	Fully-Glazed Aluminum-Framed Swinging	Operations Building, Ext	1002050	4	8	EA	\$2,848.63	22,789	91,156		
Del Webb Facilities	Shell	Roofing	B3011	Standing Seam Metal	Operations Building,Roo	1002063	4	11,750	SF	\$16.84	197,824	791,296		
Del Webb Facilities	Shell	Roof Skylight	B3021	Glass and Aluminum	Operations Building,Roo	1002089	3	400	SF	\$62.97	25,189	75,567		
Total											1,605,955	6,279,035		3.9
Del Webb Facilities	Interiors	Interior Door	C1021	Wood Solid-Core, Fully Glazed	Operations Building, Int	1002069	4	2	EA	\$4,924.00	9,848	39,392		
Del Webb Facilities	Interiors	Interior Door	C1021	Aluminum Glazed	Operations Building, Thr	1002065	4	2	EA	\$1,284.00	2,568	10,272		
Del Webb Facilities	Interiors	Interior Door	C1021	Wood Solid-Core, with Glazing	Operations Building, Thr	1002046	4	4	EA	\$1,924.25	7,697	30,788		
Del Webb Facilities	Interiors	Interior Door	C1021	Wood Solid-Core	Operations Building, Int	1002093	4	26	EA	\$1,924.46	50,036	200,144		
Del Webb Facilities	Interiors	Toilet Partitions	C1031	Metal Overhead-Braced	Operations Building, Res	1002072	3	9	EA	\$1,149.33	10,344	31,032		
Del Webb Facilities	Interiors	Interior Wall Finish	C3012	Generic Surface	Operations Building, Int	1002078	3	17,500	SF	\$1.97	34,515	103,545		
Del Webb Facilities	Interiors	Interior Wall Finish	C3012	Laminated Paneling	Operations Building, Res	1002113	3	1,000	SF	\$20.70	20,703	62,109		
Del Webb Facilities	Interiors	Interior Floor Finish	C3024	Ceramic Tile	Operations Building, Res	1002067	3	750	SF	\$21.31	15,982	47,946		
Del Webb Facilities	Interiors	Interior Floor Finish	C3024	Vinyl Tile (VCT)	Operations Building, Int	1002109	3	1,550	SF	\$6.49	10,060	30,180		
Del Webb Facilities	Interiors	Interior Floor Finish	C3024	Vinyl Plank	Operations Building, Int	1002084	4	1,050	SF	\$9.48	9,953	39,812		
Del Webb Facilities	Interiors	Interior Floor Finish	C3025	Carpet Standard- Commercial Medium-Traffic	Operations Building, Int	1002059	4	4,500	SF	\$9.82	44,178	176,712		
Del Webb Facilities	Interiors	Interior Ceiling Finish	C3031	Gypsum Board/Plaster	Operations Building, Thr	1002099	4	5,053	SF	\$9.64	48,719	194,876		
Del Webb Facilities	Interiors	Interior Ceiling	C3031	Gypsum Wallboard	Operations Building, Thr	1004935	3	5,053	SF	\$2.65	13,392	40,176		

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level	
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating
Operations														
Del Webb Facilities	Interiors	Interior Ceiling Finish	C3032	Suspended Acoustical Tile (ACT), Newer	Operations Building, Thr	1002074	4	1,250	SF	\$4.20	5,255	21,020		
Del Webb Facilities	Interiors	Interior Ceiling Finish	C3032	Suspended Acoustical Tile (ACT)	Operations Building, Int	1002068	3	3,150	SF	\$4.21	13,247	39,741		
Total											296,497	1,067,745		3.6
Del Webb Facilities	Plumbing	Toilet	D2011	Tankless (Water Closet)	Operations Building, Res	1002045	3	7	EA	\$978.69	7,600	22,800		
Del Webb Facilities	Plumbing	Urinal	D2012	Vitreous China	Res	1002080	3	3	EA	\$1,385.58	4,575	13,725		
Del Webb Facilities	Plumbing	Sink/Lavatory	D2014	Enameled Steel	Operations Building,	1002101	3	7	EA	\$715.21	5,553	16,659		
Del Webb Facilities	Plumbing	Shower	D2017	Ceramic Tile	Operations Building,	1002077	3	2	EA	\$2,303.17	5,109	15,327		
Del Webb Facilities	Plumbing	Water Heater	D2023	40 GAL	Operations Building, Me	1002047	3	1	EA	\$4,097.09	4,544	13,632		
Del Webb Facilities	Plumbing	Plumbing System	D2029	Domestic Supply	Operations Building, Thr	1002071	4	9,453	SF	\$6.78	71,100	284,400		
Total											98,481	366,543		3.7
Del Webb Facilities	HVAC	Condensing Unit	D3032	Split System, 5 Ton	Operations Building, Ext	1002102	3	6	EA	\$7,476.62	49,763	149,289		
Del Webb Facilities	HVAC	System	D3032	Commercial	Operations Building, Int	1002044	3	2	EA	\$5,193.28	11,522	34,566		
Del Webb Facilities	HVAC	Ductless Split	D3032	Multi Zone	Exterior Pad, Computer	1007020	3	2	EA	\$4,154.89	9,218	27,654		
Del Webb Facilities	HVAC	Fan Coil Unit	D3041	3.5 to 5 Ton	Operations Building, Cei	1002088	3	6	EA	\$4,759.55	42,448	127,344		
Del Webb Facilities	HVAC	HVAC System Ductwork	D3041	Sheet Metal	Operations Building, Thr	1002060	4	9,453	SF	\$17.42	211,698	846,792		
Total											324,649	1,185,645		3.7
Del Webb Facilities	Fire Protection	Sprinkler Heads (per SF)	D4019	Full Retrofit, Office (per SF)	Operations Building, Int	1002111	4	9,453	SF	\$1.54	16,192	64,768		
Total											16,192	64,768		4.0
Del Webb Facilities	Electrical	Building/Main Switchgear	D5012	480 Y, 277 V, 500 Amp	Operations Building, Ele	1002098	3	1	EA	\$121,117.37	134,355	403,065		
Del Webb Facilities	Electrical	Secondary Transformer	D5012	Commercial	Operations Building, Ext	1002086	3	1	EA	\$3,113.28	3,452	10,356		
Del Webb Facilities	Electrical	Lighting Fixture	D5022	Exterior, Various	Operations Building, Ext	1002107	4	12	EA	\$280.81	3,738	14,952		
Del Webb Facilities	Electrical	Lighting System	D5029	Interior, Office Building	Operations Building, Cal	1002054	4	2,450	SF	\$10.73	29,155	116,620		
Del Webb Facilities	Electrical	Lighting System, Older	D5029	Interior, Office Building	Operations Building, Int	1002052	3	7,053	SF	\$10.73	83,932	251,796		
Del Webb Facilities	Electrical	Fire Alarm System	D5037	Office Building	Operations Building, Inte	1002090	3	9,453	SF	\$2.74	28,732	86,196		
Del Webb Facilities	Electrical	Card Reader w/ Keypad	D5038	Electronic	Operations Building, Ext	1002062	3	5	EA	\$1,578.58	8,756	26,268		
Del Webb Facilities	Electrical	Camera	D5038	Exterior, Closed Circuit, Fixed Color	Operations Building, Ext	1002079	3	5	EA	\$3,690.23	20,468	61,404		
Total											312,588	970,657		3.1
Del Webb Facilities	Equipment	Kitchen Cabinet	E2012	Base and Wall Section, Wood	Operations Building, Int	1002048	4	65	LF	542.92	39,146	156,584		
Total											36348	145392		4
Maintenance Building														
Del Webb Facilities	Substructure	Foundation Wall	A1011	Concrete Continuous Footings	Maintenance Building, I	1001750	4	725	LF	\$135.95	98,564	394,256		
Del Webb Facilities	Substructure	Slab on Grade	A1031	Reinforced Concrete	Maintenance Building, I	1001760	4	23,000	SF	\$13.45	309,251	1,237,004		
Del Webb Facilities	Substructure	Alignment Pit Walls	A2021	Concrete	Maintenance Building, I	1001748	4	300	SF	\$37.50	11,249	44,996		
Total											419,064	1,676,256		4.0
Del Webb Facilities	Shell	Concrete Tilt-up Panels	A2022	Epoxy Injection of Cracks (Per LF)	Maintenance Building, E	1001813	2	250	LF	\$104.46	26,116	52,232		

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level	
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating
Operations														
Del Webb Facilities	Shell	Interior stairs	B1015	Metal	Maintenance Building, I	1001803	4	125	SF	\$60.21	7,526	30,104		
Del Webb Facilities	Shell	Exterior Stair/Ramp Rails	B1015	Metal	Maintenance Building, E	1001774	4	60	LF	\$67.58	4,055	16,220		
Del Webb Facilities	Shell	Partition Walls	B101X	Studs and GWB	Maintenance Building, I	1001802	4	5,500	SF	\$32.63	179,470	717,880		
Del Webb Facilities	Shell	Structural Frame	B101X	Steel Columns & Beams	Maintenance Building, I	1001836	3	1,000	SF	\$43.49	43,489	130,467		
Del Webb Facilities	Shell	Structural Frame	B101X	Wood	Maintenance Building, L	1001766	4	3,000	SF	\$23.76	71,290	285,160		
Del Webb Facilities	Shell	Roof Structure	B1022	Pitched, Wood Trusses	Maintenance Building, R	1001847	3	23,000	SF	\$25.10	577,270	1,731,810		
Del Webb Facilities	Shell	Exterior Wall	B2011	Joint Caulking to 1/2" (Difficult)	Maintenance Building, E	1001740	2	525	LF	\$1.79	941	1,882		
Del Webb Facilities	Shell	Exterior Wall	B2011	Concrete Tilt-up	Maintenance Building, E	1003335	4			\$27.59	510,357	2,041,428		
Del Webb Facilities	Shell	Partition Walls	B2011	Concrete Block (CMU)	Maintenance Building, I	1001826	4			\$23.21	98,623	394,492		
Del Webb Facilities	Shell	Interior Window	B2021	Steel Fixed	Maintenance Building, I	1001855	4	6	EA	\$1,191.83	7,151	28,604		
Del Webb Facilities	Shell	Windows	B2023	Aluminum-Framed Windows	Maintenance Building, E	1001808	4	550	SF	\$64.91	35,700	142,800		
Del Webb Facilities	Shell	Exterior Door	B2032	Steel	Maintenance Building, E	1001761	3	6	EA	\$1,284.83	7,709	23,127		
Del Webb Facilities	Shell	Overhead Door	B2034	Aluminum Roll-Up	Maintenance Building, E	1005466	4	14	EA	\$12,276.93	171,877	687,508		
Del Webb Facilities	Shell	Roof	B3011	Modified Bituminous	North Roof	1007097	2	5,150	SF	\$12.49	62,678	125,356		
Del Webb Facilities	Shell	Roof	B3011	Single-Ply TPO/PVC Membrane	Main Roof	1007093	3.4	21,350	SF	\$22.95	459,925	1,563,745		
Del Webb Facilities	Shell	Roof Skylight	B3021	Plexiglass Dome Fixed	Maintenance Building, R	1001784	2	8	EA	\$1,513.50	13,058	26,116		
Total											2,277,235	7,998,931		3.5
Del Webb Facilities	Interiors	Interior Doors and Frames	C1021	Steel	Maintenance Building, I	1001791	4			\$1,225.00	55	82,220		
Del Webb Facilities	Interiors	Lockers	C1033	Steel Baked Enamel	Maintenance Building, I	1001768	2			\$7,175.00	35	43,670		
Del Webb Facilities	Interiors	Interior Wall Finish	C3012	Generic Surface	Maintenance Building, I	1001863	4	9,500	SF	\$7.80	74,100	292,780		
Del Webb Facilities	Interiors	Interior Wall Finish	C3012	Ceramic Tile	Maintenance Building, R	1001820	3	750	SF	\$21.84	16,377	49,131		
Del Webb Facilities	Interiors	Interior Floor Finish	C3021	Elastomeric Coating	Maintenance Building, I	1001832	2.5	5,000	SF	\$17.51	87,561	218,903		
Del Webb Facilities	Interiors	Interior Floor Finish	C3024	Linoleum	Maintenance Building, I	1001742	4	1,250	SF	\$4.50	5,628	22,512		
Del Webb Facilities	Interiors	Interior Wall Finish	C3031	Plastic Fiberglass-Reinforced	Maintenance Building, I	1001793	3	1,250	SF	\$5.60	6,997	20,991		
Del Webb Facilities	Interiors	Interior Ceiling Finish	C3032	Suspended Acoustical Tile (ACT)	Maintenance Building, I	1001841	3	1,500	SF	\$4.20	6,306	18,918		
Total											183,886	530,853		2.9
Del Webb Facilities	Conveyance	Elevator	D1011	2500 LB	Maintenance Building, I	1001743	3	1	EA	\$148,139.00	148,139	444,417		
Total											148,139	444,417		3.0
Del Webb Facilities	Plumbing	Toilet	D2011	Tankless (Water Closet)	Maintenance Building, I	1001735	3	4	EA	\$1,139.50	4,558	13,674		
Del Webb Facilities	Plumbing	Urinal	D2012	Vitreous China	Maintenance Building, R	1001739	3	2	EA	\$1,613.00	3,226	9,678		
Del Webb Facilities	Plumbing	Hand Wash Sink	D2014	Stainless Steel	Maintenance Building, I	1001720	4	1	EA	\$1,838.00	1,838	7,352		

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level	
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating
Operations														
Del Webb Facilities	Plumbing	Plumbing Fixtures	D2014	Lavatories and Urinals	Maintenance Building, R	1001821	3	6	EA	\$580.17	3,481	10,443		
Del Webb Facilities	Plumbing	Shower	D2017	Ceramic Tile	Maintenance Building, I	1001728	3	3	EA	\$2,682.33	8,047	24,141		
Del Webb Facilities	Plumbing	Compressed Air Pipes & Fittings	D2021	Various	Maintenance Building, I	1001745	4	450	LF	\$48.41	21,785	87,140		
Del Webb Facilities	Plumbing	Backflow Preventer	D2021	Underground	Operations Building, Vau	1007670	4	1	EA	\$12,883.00	12,883	51,532		
Del Webb Facilities	Plumbing	Water Heater	D2023	Gas, Residential, 50 GAL	Maintenance Building, I	1007192	3	1	EA	\$4,772.00	4,772	14,316		
Del Webb Facilities	Plumbing	Plumbing System	D2029	Domestic Supply	Maintenance Building, I	1001789	4	12,500	SF	\$7.90	98,717	394,868		
Del Webb Facilities	Plumbing	Plumbing System	D2039	Sanitary Waste	Maintenance Building, I	1001809	3	12,500	SF	\$5.26	65,756	197,268		
Del Webb Facilities	Plumbing	Compressed Air Dryer	D2091	Commercial	Maintenance Building, I	1001859	4	1	EA	\$6,863.00	6,863	27,452		
Del Webb Facilities	Plumbing	Air Compressor	D2091	10HP	Maintenance Building, I	1001799	4	2	EA	\$19,850.00	39,700	158,800		
Total											271,626	996,664		3.7
Del Webb Facilities	HVAC	Fuel Oil Tank Monitoring Sy	D3011	Commercial	Maintenance Building, I	1001737	4	5	EA	\$27,044.80	135,224	540,896		
Del Webb Facilities	HVAC	HVAC System Ductwork	D3041	Sheet Metal	Maintenance Building, I	1001734	4	22,315	SF	\$24.78	552,956	2,211,824		
Del Webb Facilities	HVAC	Exhaust Fan	D3042	Centrifugal, Roof Mounted	Maintenance Building, R	1001783	3	2	EA	\$5,844.50	11,689	35,067		
Del Webb Facilities	HVAC	Exhaust Fan	D3042	Various, Roof Top	Maintenance Building, R	1001852	3	4	EA	\$3,604.00	14,416	43,248		
Del Webb Facilities	HVAC	Vehicle Exhaust Fan	D3042	Commercial	Maintenance Building, I	1001849	3	2	EA	\$27,343.50	54,687	164,061		
Del Webb Facilities	HVAC	Infrared Heater	D3051	Gas-Fired Tubular 20' to 80' Length, 40 to 80 MBH	Maintenance Building, I	1001723	2.5	19	EA	\$3,914.89	74,383	185,958		
Del Webb Facilities	HVAC	Infrared Heater	D3051	Commercial	Maintenance Building, I	1001762	3	20	EA	\$3,914.80	78,296	234,888		
Del Webb Facilities	HVAC	Package Unit (RTU)	D3052	6 Ton	Maintenance Building, Si	1001730	4	1	EA	\$19,466.00	19,466	77,864		
Total											941,117	3,493,806		3.7
Del Webb Facilities	Fire Protection	Sprinkler Heads (per SF)	D4019	Light Industrial	Maintenance Building, I	1007675	4			\$1.80	49,028	196,112		
Total											49,028	196,112		4.0
Del Webb Facilities	Electrical	Building/Main Switchgear	D5012	400 Amp	Maintenance Building, I	1001778	3	1	EA	\$197,166.00	197,166	591,498		
Del Webb Facilities	Electrical	Secondary Transformer	D5012	Dry, Varies	Maintenance Building, I	1007677	4	2	EA	\$7,165.50	14,331	57,324		
Del Webb Facilities	Electrical	Electrical Distribution System	D5019	Maintenance Building	Maintenance Building, I	1001729	4	27,260	SF	\$3.66	99,858	399,432		
Del Webb Facilities	Electrical	Flood Light	D5022	Exterior	Maintenance Building, E	1001795	4	8	EA	\$1,344.75	10,758	43,032		
Del Webb Facilities	Electrical	Lighting System	D5029	Interior, Office Building	Maintenance Building, I	1001822	3	27,260	SF	\$12.50	340,620	1,021,860		
Del Webb Facilities	Electrical	Fire Alarm System	D5037	Light Industrial	Maintenance Building, T	1007690	4	27,260	SF	\$4.23	115,383	461,532		
Del Webb Facilities	Electrical	Gas Detector	D5037	Commercial	Maintenance Building, I	1001796	4	2	EA	\$9,510.50	19,021	76,084		
Del Webb Facilities	Electrical	Camera	D5038	Exterior, Closed Circuit, Fixed Color	Maintenance Building, E	1001763	2	4	EA	\$4,298.25	17,193	34,386		

Tom Dietz:
This was 3 in 2024. This system is well past its useful life.

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level		
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating	
Operations															
Del Webb Facilities	Electrical	Battery Charger	D5092	Commercial	Maintenance Building, I	1001788	4	2	EA	\$1,992.50	3,985	15,940			
Total											818,315	2,701,088		3.3	
Del Webb Facilities	Equipment	Management System	E1031	Oil Dispensing	Maintenance Building, I	1001829	4	4	EA	\$9,559.75	38,239	152,956			
Del Webb Facilities	Equipment	Tire Balancing Machine	E103X	Truck	Maintenance Building, I	1001800	3	1	EA	\$11,798.00	11,798	35,394			
Del Webb Facilities	Equipment	Hydraulic Shop Press	E103X	100 Ton	Maintenance Building, S	1001868	3	1	EA	\$6,103.00	6,103	18,309			
Del Webb Facilities	Equipment	Tire Changing Machine	E103X	42 inch Tire Rim Diameter	Maintenance Building, S	1001830	3	1	EA	\$44,706.00	44,706	134,118			
Del Webb Facilities	Equipment	Tire Changing Machine	E103X	44 inch Tire Rim Diameter	Maintenance Building, I	1001785	4	1	EA	\$16,648.00	16,648	66,592			
Del Webb Facilities	Equipment	Jib Crane	E103X	1 TON	Maintenance Building, I	1001858	4	1	EA	\$9,523.00	9,523	38,092			
Del Webb Facilities	Equipment	Vehicle Lift	E103X	In-Ground Hydraulic	Maintenance Building, S	1001834	4	6	EA	\$38,472.83	230,837	923,348			
Del Webb Facilities	Equipment	Vehicle Lift	E103X	In-Ground Scissor	Maintenance Building, I	1001792	4	2	EA	\$37,336.00	74,672	298,688			
Del Webb Facilities	Equipment	Steel Rail Crane	E103X	0.5 Ton	Maintenance Building, I	1001811	3	1	EA	\$4,733.00	4,733	14,199			
Del Webb Facilities	Equipment	Tire Carousel	E103X	Commercial	Maintenance Building, I	1001815	3.5	Tom Dietz: This was 2 in 2024. All in-ground lifts were replaced in 2025.			101,422.50	202,845	709,958		
Del Webb Facilities	Equipment	Bridge Crane	E103X	5 Ton	Maintenance Building, I	1001767	4				223,199.00	223,199	892,796		
Del Webb Facilities	Equipment	Vehicle Lift	E103X	2 Post	Maintenance Building, I	1001765	3.9	Tom Dietz: This was 3 in 2024. The two carousels were rebuilt/repaired.			\$6,103.00	6,103	23,802		
Del Webb Facilities	Equipment	Sheet Metal Brake	E1099	Commercial	Maintenance Building, I	1001828	4				\$7,165.00	7,165	28,660		
Del Webb Facilities	Equipment	Lathe	E1099	Small	Maintenance Building, I	1001741	3	Tom Dietz: This was 4 in 2024. Normal wear and tear.			\$4,733.00	4,733	14,199		
Del Webb Facilities	Equipment	Brake Lathe	E1099	Commercial	Maintenance Building, I	1001798	3				\$19,269.00	19,269	57,807		
Del Webb Facilities	Equipment	Kitchen Cabinet	E2012	Base and Wall Section, Wood	Maintenance Building, B	1001775	3	8	LF	\$632.13	5,057	15,171			
Total											905,630	3,424,088		3.8	
Fuel Island															
Del Webb Facilities	Substructure	Foundation Wall	A1011	Concrete Continuous Footings	Fuel Island, Interior	1001825	4	280	LF	\$142.74	39,968	159,872			
Del Webb Facilities	Substructure	Slab on Grade	A1031	Reinforced Concrete	Fuel Island, Interior	1001823	4	3,599	SF	\$14.12	50,810	203,240			
Total											90,778	363,112		4.0	
Del Webb Facilities	Shell	Structural Frame	B101X	Steel Columns & Beams	Fuel Island, Interior	1001782	4	3,599	SF	\$43.49	156,520	626,080			
Del Webb Facilities	Shell	Roof Structure	B1021	Flat, Metal Deck over Steel Beams	Fuel Island, Roof	1001747	4	3,599	SF	\$37.65	135,495	541,980			
Del Webb Facilities	Shell	Exterior Wall	B2011	Concrete Block (CMU)	Fuel Island, Interior	1001773	4	1,825	SF	\$23.21	42,359	169,436			
Del Webb Facilities	Shell	Exterior Wall	B2011	Concrete Cast-in-Place	Fuel Island, Interior	1001844	4	1,625	SF	\$35.65	57,925	231,700			
Del Webb Facilities	Shell	Exterior Walls and Soffits	B2011	Painted Surfaces	Fuel Island, Interior	1001801	3	2,500	SF	\$3.88	9,702	29,106			
Del Webb Facilities	Shell	Exterior Door	B2032	Steel Insulated	Fuel Island, Interior	1001860	4	2	EA	\$2,133.00	4,266	17,064			
Del Webb Facilities	Shell	Roof	B3011	Metal	Fuel Island, Roof	1001807	3	2,375	SF	\$16.84	39,984	119,952			
Del Webb Facilities	Shell	Roof	B3011	Modified Bituminous	Fuel Island, Roof	1001779	3	1,350	SF	\$12.17	16,429	49,287			
Total											462,680	1,784,605		3.9	
Del Webb Facilities	Plumbing	Plumbing System	D2029	Domestic Supply	Fuel Island, Interior	1001776	3	3,599	SF	\$3.38	12,165	36,495			
Del Webb Facilities	Plumbing	Plumbing System	D2039	Sanitary Waste	Fuel Island, Interior	1001866	3	3,599	SF	\$5.26	18,932	56,796			
Del Webb Facilities	Plumbing	Compressed Air Dryer	D2091	Commercial	Fuel Island, Interior	1001752	4	1	EA	\$6,864.00	6,864	27,456			
Del Webb Facilities	Plumbing	Air Compressor	D2091	Commercial	Fuel Island, Interior	1001833	3	1	EA	\$6,351.00	6,351	19,053			
Total											44,312	139,800		3.2	

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level	
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating
Operations														
Del Webb Facilities	HVAC	Fuel Oil Tank Monitoring Sy	D3011	Commercial	Fuel Island, Interior	1001805	2.5	1	EA	\$27,044.00	27,044	67,610		
Del Webb Facilities	HVAC	Fuel Storage Tank	D3011	275 GAL	Fuel Island, Interior	1001862	2.5	1	EA	\$3,195.00	3,195	7,988		
Total											30,239	75,598		2.5
Del Webb Facilities	Electrical	Transfer Switch	D5012	Automatic (ATS)	Fuel Island, Interior	1001731		3	1 EA	\$9,066.00	9,066	27,198		
Del Webb Facilities	Electrical	Electrical Distribution System	D5019	Office Building	Fuel Island, Interior	1001732		4	3,599 SF	\$36.85	132,622	530,488		
Del Webb Facilities	Electrical	Lighting System	D5029	Interior	Fuel Island, Interior	1001840		3	3,599 SF	\$12.50	44,970	134,910		
Del Webb Facilities	Electrical	Generator	D5092	Gas or Gasoline, 10 kW to 30 kW	Fuel Island, Interior	1001824		4	1 EA	\$38,472.00	38,472	153,888		
Total											225,130	846,484		3.8
Del Webb Facilities	Equipment	Management System	E1031	Fuel Dispensing	Fuel Island, Interior	1001769		3		\$9,104.67	27,314	81,942		
										Tom Dietz: These were 3 in 2024. Tanks are past useful life.				
Del Webb Facilities	Equipment	Management System	E1031	Fuel Dispensing	Fuel Island, Interior	1001755		3	1 EA	\$9,559.00	9,559	28,677		
Del Webb Facilities	Equipment	Management System	E1031	Fuel Dispensing	Fuel Island, Exterior	1001756		4	1 Ea	\$1,600,000.00	1,600,000	6,400,000		
Del Webb Facilities	Equipment	Management System	E1031	Fuel Dispensing	Fuel Island, Exterior	1001756		3	1 Ea	\$1,800,000.00	1,800,000	5,400,000		
Del Webb Facilities	Equipment	Management System	E1031	Fuel Dispensing	Fuel Island, Interior	1001777		3	1 EA	\$9,559.00	9,559	28,677		
Del Webb Facilities	Equipment	Material Dispensing	E1031	Commercial	Fuel Island, Interior	1001736		3	2 EA	\$9,559.00	19,118	57,354		
Del Webb Facilities	Equipment	Vehicle Lift	E103X	Scissor	Fuel Island, Interior	1001848		4	1 EA	\$103,000.00	103,000	412,000		
Total											3,568,550	12,408,650		3.5
Bus Wash														
Del Webb Facilities	Substructure	Foundation Wall	A1011	Concrete w/ Continuous Footings	Bus Wash, Interior	1001854		4	260 LF	\$142.75	37,114	148,456		
Del Webb Facilities	Substructure	Slab on Grade	A1031	Reinforced Concrete	Bus Wash, Interior	1001865		4	2,142 SF	\$14.12	30,241	120,964		
Total											67,355	269,420		4.0
Del Webb Facilities	Shell	Structural Frame	B101X	Steel Columns & Beams	Bus Wash, Interior	1001771		4	2,100 SF	\$43.49	91,328	365,312		
Del Webb Facilities	Shell	Roof Structure	B1021	Metal Deck over Steel Beams	Bus Wash, Roof	1001759		4	2,450 SF	\$37.65	92,237	368,948		
Del Webb Facilities	Shell	Exterior Wall	B2011	Concrete Cast-in-Place, 1-2 Stories	Bus Wash, Exterior	1001749		4	3,700 SF	\$35.65	131,892	527,568		
Del Webb Facilities	Shell	Exterior Wall	B2011	Metal Wall Panel	Bus Wash, Exterior	1001819		3	750 SF	\$19.09	14,320	42,960		
Del Webb Facilities	Shell	Exterior Door	B2032	Steel Insulated	Bus Wash, Exterior	1001722		3	4 EA	\$2,133.25	8,533	25,599		
Del Webb Facilities	Shell	Roof	B3011	Built-Up	Bus Wash, Roof	1001864		3	2,450 SF	\$17.53	42,937	128,811		
Del Webb Facilities	Shell	Roofing	B3011	Metal	Bus Wash, Roof	1001846		3	172 SF	\$16.84	2,896	8,688		
Total											384,143	1,467,886		3.8
Del Webb Facilities	Plumbing	Reverse Osmosis Water Sys	D2023	Commercial	Bus Wash, Interior	1001787		3	1 EA	\$26,075.00	26,075	78,225		
Del Webb Facilities	Plumbing	Plumbing System	D2029	Domestic Supply	Bus Wash, Interior	1001851		4	2,142 SF	\$7.90	16,915	67,660		
Del Webb Facilities	Plumbing	Plumbing System	D2039	Sanitary Waste	Bus Wash, Interior	1001797		4	2,142 SF	\$5.26	11,267	45,068		
Del Webb Facilities	Plumbing	Air Compressor	D2091	Commercial	Bus Wash, Interior	1001818		3	1 EA	\$6,349.00	6,349	19,047		
Total											60,606	210,000		3.5
Del Webb Facilities	HVAC	Infrared Heater	D3051	Tubular	Bus Wash, Interior	1001754		3	2 EA	\$3,914.50	7,829	23,487		
Total											7,829	23,487		3.0
Del Webb Facilities	Electrical	Electrical Distribution System	D5019	Light Industrial	Bus Wash, Interior	1001827		4	2,142 SF	\$67.32	144,194	576,776		
Del Webb Facilities	Electrical	Lighting System	D5029	Interior, Various	Bus Wash, Interior	1001746		3	2,142 SF	\$12.49	26,764	80,292		
Total											170,958	657,068		3.8
Del Webb Facilities	Equipment	Bus Washing Equipment	E103X	Commercial	Bus Wash, Interior	1001817		3	1 EA	\$58,485.00	58,485	175,455		
Del Webb Facilities	Equipment	Water/Filtration System	F1041	Commercial	Bus Wash, Interior	1001794		3	1 EA	\$9,104.00	9,104	27,312		

Facility	Primary System	Secondary Level	UFCode	Detail Information	Location Description	TERM ID	TERM Scale Rating	Quantity	Unit	Secondary Level			Primary Level	
										Replacement Unit Cost (2025 Dollars) (*)	Replacement Cost (2025 dollars)	Rating Num x Replacement Cost	Primary Level Replacement Cost	Primary Level Calculated Rating
Operations										Total	67,589	202,767		3
Site														
Del Webb Facilities	Site	CNG Storage Tank	F1045	Exterior	Maintenance Building Si	1001853	3	1	EA	\$63,327.00	63,327	189,981		
Del Webb Facilities	Site	Roadways	G2012	Concrete Curb & Gutter	Operations Center, Site	1002083	2	50	LF	\$32.42	1,621	3,242		
Del Webb Facilities	Site	Roadways	G2012	Concrete Curb & Gutter	Operations Center, Site	1002053	3	800	LF	\$32.46	25,964	77,892		
Del Webb Facilities	Site	Roadways	G2012	Concrete Curb & Gutter	Maintenance Building Si	1001770	3	1,150	LF	\$32.44	37,311	111,933		
Del Webb Facilities	Site	Roadways	G2012	Asphalt Pavement	Operations Center, Site	1002095	3.5	33,500	SF	\$0.51	17,214	60,249		
Del Webb Facilities	Site	Parking Lots	G2022	Concrete Pavement	Maintenance Building Si	1001812	3	236,500	SF	\$10.82	2,558,558	7,675,674		
Del Webb Facilities	Site	Parking Lots	G2022	Asphalt Pavement	Operations Center, Site	1002110	3	33,500	SF	\$4.44	148,590	445,770		
Del Webb Facilities	Site	Parking Lots	G2022	Concrete Pavement	Maintenance Building Si	1001843	3	9,500	SF	\$10.82	102,774	308,322		
Del Webb Facilities	Site	Pedestrian Pavement	G2031	Sidewalk, Concrete Large Areas	Operations Center, Site	1002103	3	400	SF	\$12.17	4,868	14,604		
Del Webb Facilities	Site	Pedestrian Pavement	G2031	Sidewalk, Concrete Large Areas	Operations Center, Site	1002051	3	1,050	SF	\$12.17	12,778	38,334		
Del Webb Facilities	Site	Fences	G2041	Chain Link, 6' High	Maintenance Building Si	1001726	2.5	2,250	LF	\$50.77	114,222	285,555		
Del Webb Facilities	Site	Fences & Gates	G2041	Chain Link, 6' High	Operations Center, Site	1002097	2.5	645	LF	\$50.76	32,742	81,855		
Del Webb Facilities	Site	Flagpole	G2048	Metal	Operations Center, Site	1002112	3.4	2	EA	\$1,710.00	3,420	11,628		
Del Webb Facilities	Site	Irrigation System	G2057	Commercial	Operations Center, Site	1002066	3	14,500	SF	\$4.25	61,669	185,007		
Del Webb Facilities	Site	Storm System	G3031	Piping, Various	Maintenance Building Si	1001810	4	Tom Dietz: This was 4 in 2024. Normal wear and tear.		\$276.84	290,677	1,162,708		
Del Webb Facilities	Site	Area Drains	G3033	Commercial	Operations Center, Site	1004937	4			\$745.24	12,669	50,676		
Del Webb Facilities	Site	Underground Diesel Fuel St	G3063	2,500 GAL	Maintenance Building Si	1001756	2	2	EA	\$29,745.50	59,491	118,982		
Del Webb Facilities	Site	Site Electrical Conduit, Wiri	G4013	Underground	Bus Parking Area	1009431	3	1,500	LF	\$193.78	290,677	872,031		
Del Webb Facilities	Site	Pole Light	G4021	Exterior, with HID	Operations Center, Site	1002094	4	9	EA	\$8,295.00	74,655	298,620		
Del Webb Facilities	Site	Pole Light	G4021	Exterior, HID	Maintenance Building Si	1001733	4	9	EA	\$11,529.33	103,764	415,056		
Total										4,016,991	12,408,119		3.1	

Board Meeting Memo – Item 6.B

To: Board of Directors
From: Maria Hinojos Pressey, Board President
Date: March 26, 2026
Subject: Adoption of the General Manager Job Description

Issue

Shall the Board adopt the General Manger Job Description?

Background And Findings

General Manager Pollock has submitted his notice of intent to retire on July 21, 2026. In order to properly recruit for a new General Manager, the District has issued RFQ-001 to select a firm to assist the Board with executive recruitment services.

In preparation for the recruitment and selection process there are several steps that must be accomplished prior to the Board meeting in executive session to discuss hiring a public officer, employee, staff member or individual agent.

ORS 192.660(2)(a) states the governing body of a public body may hold an executive session to consider the employment of a public officer, employee, staff member or individual agent.

ORS 192.660(7) states the exception granted by subsection (2)(a) of this section does not apply to:

- (d) The employment of the chief executive officer, other public officers, employees and staff members of a public body unless:
 - A: The public body has advertised the vacancy;
 - B: The public body has adopted regular hiring procedures;
 - C: In the case of an officer, the public has had the opportunity to comment on the employment of the officer; and
 - D: In the case of a chief executive officer, the governing body has adopted hiring standards, criteria, and policy directives in meetings open to the public in which the public has had the opportunity to comment on the standards, criteria, and policy directives.

The job description was updated during a District-wide job description update project last summer (Attachment A). The General Manager job description was issued to you at the March 12th work session for Board review and comment. The intent of this action is to finalize the job description to satisfy the criteria portion of ORS 192.660(7)(d)(D). Once the search firm is on-hand, the remainder of the requirements will be completed at a subsequent Board meeting.

Financial Impact

None.

Recommendation

President Hinojos Pressey recommends the Board adopt the General Manager job description as shown in Attachment A.

Proposed Motion

I move the Board adopt the General Manager job description as shown in Attachment A.



General Manager

Department:	General Manager
Employee Group:	Non-Represented
Reports To:	Board of Directors
FLSA Status:	Exempt
Approved By:	
Salary Grade:	

Our Vision

We deliver valued mobility options that inspire community pride.

Our Mission

Creating Community Connections

Our Values

Communication • Humility • Excellence • Respect • Resourceful • Inclusive • Ownership •
Transparency • Safety

Nature of the Position

The General Manager reports directly to a seven-member Board of Directors appointed by the Governor from sub-districts within the system's boundaries. The General Manager is responsible for the overall planning, organizing, and directing of all services of the District, including staff support to the Board, general administrative functions, operations, and maintenance. The General Manager must effectively direct the District within the laws of the State of Oregon and the policies adopted by the Board of Directors. This individual is held accountable for the financial integrity of the District.

As the designated employee responsible for overseeing the EEO program, the General Manager is committed to upholding our Equal Employment Opportunity policies and ensuring compliance with all applicable federal, state, and local laws. The GM will lead efforts to foster a diverse, equitable, and inclusive workplace by monitoring EEO initiatives, addressing complaints, providing guidance on non-discriminatory practices, and ensuring that all employment decisions are made without regard to race, color, religion, gender, sexual orientation, national origin, age, disability, veteran status, or any other protected characteristic alongside the EEO Officer.

Essential Duties and Responsibilities

Under Oregon Revised Statute 267.140, the General Manager shall:

- Have full charge of the acquisition, construction, maintenance and operations of the transit system of the District.
- Have full charge of the administration of the District's business affairs.
- Enforce all ordinances adopted by the Board.
- Administer the personnel system adopted by the Board and, except for officers appointed by the Board, appoint, discipline, or remove all officers and employees, subject to Oregon statutes and the Board's rules.

- Prepare and submit to the Board within 30 days after the end of each fiscal year a complete report of the finances and administrative activities of the District for that preceding fiscal year.
- Keep the Board advised as to the needs of the District.
- Prepare all plans and specifications for equipment acquisition or construction of improvements or facilities for the District.
- Cause to install and maintain a system of auditing and accounting that shows completely and at all times the financial condition of the District.
- Devote the entire working time of the General Manager to the business of the District.
- Perform such other duties as the Board requires by resolution.
- The ability to consistently adhere to a defined work schedule, and be present onsite, is crucial to the successful performance of this role's job duties and responsibilities because the essential duties of this role require reliable presence for planned or unplanned in-person meetings, and other interactions necessary to operate efficiently, including the communication of assignments to and from managers and direct reports, and other day-to-day activities to serve internal and public access needs.
- Perform additional duties as assigned.

Additional Essential Duties and Responsibilities:

- Develop and promote a positive working atmosphere and clearly define expectations.
- Maintain ongoing effective communication with internal and external stakeholders.
- Oversee the preparation and management of the annual budget

Knowledge, Skills, and Abilities

- Demonstrated backgrounds in strategic planning, transit operations, labor relations and collective bargaining contract negotiation, property and lease management, and government finance mechanisms are preferable.
- Prior experience working for Boards, Commissions, or councils of elected/appointed officials is preferred.
- Demonstrated background working with Federal and State agencies such as the U.S. Department of Transportation, Federal Transit Administration, and equivalent state organizations should be evident.
- Comprehensive knowledge of the principles and practices involved in public transportation operations, including organization, routing, scheduling, and customer service principles.
- Comprehensive knowledge of public management principles and practices.
- Extensive knowledge of federal laws, regulations, and mandates about public transportation operations, ability to rapidly learn local and state laws and regulations as well as District policies and guidelines related to the operation of the District's public transportation systems.
- Extensive knowledge of transportation-related safety and security hazards and safety and security precautions involved in public transportation systems.
- Extensive knowledge of the principles and practices of public-sector labor relations and the administration of labor contracts.
- Extensive knowledge of budget formulation and administration.
- Considerable knowledge of public procurement principles and practices.
- Considerable knowledge of federal and state regulations related to contract administration.

- Communicate complex subjects and sensitive information, both orally and in writing, with other employees and the general public in a clear, concise, and logical manner, and have the ability to communicate effectively before groups.
- Read, analyze, and interpret general business periodicals, transit-related journals, technical procedures, and governmental regulations.
- Work in a management team approach to discussing and resolving District-wide and General Manager Division policy issues.
- Use courtesy, tact, and good judgment when interacting with other employees, representatives of other agencies, vendors, and the general public.
- Work with mathematical concepts such as probability and statistics. Ability to apply fractions, percentages, ratios, and proportions to practical situations.
- Maintain confidential information.
- Be self-starting and proactive.
- Produce quality work while meeting time and budget commitments.
- Extensive skills in leading and working constructively with subordinate staff and effectively supervising staff.
- Extensive listening and negotiating skills.
- Considerable skill in operating a personal computer using word processing, spreadsheet, and database software applications.
- Perform job functions safely.

Minimum Qualifications

- Bachelor's degree; Master's degree desired.
- Twelve (12) years of senior management experience that includes financial management, business administration, and leadership training sufficient to acquire the knowledge, ability, and skills necessary to perform the duties and responsibilities of the position; Public Sector employment a plus.
- Must present the District with a valid Oregon driver's license and must maintain a driving record that demonstrates adherence to safety and traffic laws and regulations.
- Candidates with any satisfactory combination of related experience and training that equips them with the required knowledge, abilities, and skills for this position are encouraged to apply. SAMTD reserves the right to determine the equivalences of education and experience.

Licenses, Certifications, and Other Requirements

- Degree in in Public Administration, Business Administration, or Transportation Management.
- Extensive transportation-related experience is required.
- Required experience navigating a labor union environment.

Physical Requirements

- Frequent use of a calculator, phone, printer, computer, and related hardware.
- A person must be able to stand, sit, see, hear, talk, use hands to type, handle, or feel tools or controls, and use hands and arms to reach.
- Occasionally, lifting or moving up to 30 pounds is also required.

Working Conditions

- Duties are performed both in the office and in the field.
- Occasional evening or weekend duties subject to call on a 24-hour basis.
- Must travel occasionally to attend meetings and conferences

Job Descriptions are intended to present a descriptive list of the range of duties performed by employees in the position. They are not intended to reflect all duties performed within the job. Job descriptions are subject to revision and may be updated as appropriate to reflect operational changes within the role.

Essential Duties and Responsibilities include knowledge, skills, abilities, and other characteristics in this job description. Employees in this position must maintain the level of mental and physical fitness required to perform the essential functions of this classification with or without reasonable accommodation.

Employees in all positions must pass a background investigation, including criminal and employment investigations. Some positions require further screening, such as a pre-employment drug screen.

Board Meeting Memo – Item 7.A

To: Board of Directors
From: Chris French, Service Planning Manager
Shofi Ull Azum, Chief Planning and Development Officer
Thru: Allan Pollock, General Manager
Date: March 26, 2026
Subject: May 2026 Service Change Briefing

Issue

Shall the Board receive a briefing regarding Cherriots fixed route service beginning May 3, 2026?

Background And Findings

This service change will take effect on Sunday, May 3, and remain in place until Saturday, September 5, 2026.

Local Bus Service: Schedule Adjustment

Route 6 - Fairview Industrial

Issue:

Route 6 on-time performance is currently under our goal of 85% on time departures. It's also not meeting our PM Peak goal of 75% on time departures.

Schedule adjustment:

All Avail trip data between 1:41 p.m. and 6:59 p.m. was analyzed for this schedule adjustment.

Analysis of the outbound trips showed that some run time from the segment between 25th @ Aviation Loop (Stop ID 726) and Fairview Industrial @ 27th (Stop ID 1706) could be redistributed to the segment between Fairview Industrial (Stop ID 1706) and Baxter @ Commercial (Stop ID 137). This adjustment allows more time to complete the last segment of the outbound trips while still providing sufficient time for the prior segment.

Analysis of the inbound trips showed that some run time from the segment between 25th @ Aviation Loop (Stop ID 1793) and the Downtown Transit Center - Bay E (Stop ID 1830) could be redistributed to the segment between Baxter @ Commercial (Stop ID 1969) and Fairview Industrial @ 27th (Stop ID 1707). This adjustment allows more time to complete the first segment of the inbound trips while still providing sufficient time for the following segments.

Holiday service

- Memorial Day, Monday, May 25
 - Cherriots Local will operate at the Saturday service level.
- Juneteenth, Friday, June 19
 - Cherriots Local will operate at the Saturday service level.
- Independence Day, Saturday, July 4
 - Cherriots Local will operate at the Saturday service level.

Cherriots Regional routes do not operate on holidays.

Cherriots LIFT

Holiday service

- Cherriots LIFT will have the same span of service as Cherriots Local on Memorial Day, Juneteenth, and Independence Day

Financial Impact

None.

Recommendation

For information only.

Proposed Motion

None.

Board Meeting Memo – Agenda Item 8.B

To: Board of Directors
From: Allan Pollock, General Manager
Date: March 26, 2026
Subject: Board Member Committee Report

Issue

Shall the Board report on their activities and committee assignments as representatives of Salem Area Mass Transit District?

Background and Findings

Board members are appointed to local, regional, or national committees. Board members also present testimony at public hearings on specific issues as the need arises on behalf of the District. Board members may take this opportunity to report committee updates or on any meetings or items of note relating to District business.

Subdistrict:	Board Member:	Committee:
1	Vacant	West Salem Business Association
2	Director Navarro	State Transportation Improvement Fund Advisory Committee (STIFAC)
3	Director Carney	Finance Subcommittee Legislative Subcommittee Salem-Keizer Area Transportation Study (SKATS) Salem Scenario Planning Advisory Committee
4	Director Hinojos Pressey	
5	Director Davidson	Mid-Willamette Valley Council of Governments (MWVCOG)
6	Director Duncan	Community Advisory Committee (CAC) Diversity, Equity, and Inclusion Subcommittee Mid-Willamette Area Commission on Transportation (MWACT)
7	Director Holmstrom	

Financial Impact

None.

Recommendation

For informational only.

Proposed Motion

None.