

## MEMORANDUM

**To:** Project Connect Community Advisory Committee

**From:** Cheyenne Krause, Chief of Staff, CapMetro  
Liane Conte, Chief of Staff, City of Austin Project Connect Office  
Courtney Chavez, Senior VP - Equity & Community Partnerships, Austin Transit Partnership

**Date:** September 8, 2023

**Subject:** Proposed amendments to the Project Connect Community Advisory Committee Bylaws

The purpose of this memo is to provide an overview of proposed changes to the Project Connect Community Advisory Committee (CAC) bylaws, as recommended by staff from CapMetro, Austin Transit Partnership (ATP), and the City of Austin. Over the last year, conversations with CAC members and Joint Partnership staff identified the need to review the bylaws to address items related to the CAC's composition and operation. After the June 6, 2023 Joint Partnership action extending CAC members' terms through the end of the year, staff worked alongside the CAC to provide the recommended changes highlighted below.

### Background

The CAC was jointly established by the Austin City Council (Resolution No. 20201218-004) and Capital Metro (CapMetro) Board of Directors (Resolution No. AI-2020-1402) in December 2020 to assist the ATP Board, City Council, and CapMetro Board in "engaging the community and advising on anti-displacement and equity matters related to Project Connect as well as to assist the community and the City Council in the creation and evaluation of neighborhood-level anti-displacement strategies and priorities, and the identification of key performance indicators related to equity and displacement and triggers thereof." The resolution creating the CAC is also reflected in the Joint Partnership Agreement adopted by the three Project Connect partners, and in the CAC Bylaws, also adopted by all three parties.

Since its establishment in early 2021, the ATP, CapMetro, and the City have worked closely with the CAC to advance Project Connect. Through that time, governance and structural challenges became more apparent in the operation of the CAC that required changes to the CAC bylaws and the CapMetro, ATP, City of Austin Joint Partnership Agreement. An opportunity exists now to address these clarity, structural, and transparency topics to ensure the CAC is set up for success going forward.

## Process

Since the June 6 action, staff from ATP, the City, and CapMetro have been working alongside CAC members to identify challenges and potential alternative approaches to a variety of topics related to the structure and implementation of the CAC. Our primary goals emerging from this effort are to: (1) provide continuity in CAC membership, (2) reduce barriers to membership, (3) clarify appointment and reappointment processes, (4) increase accountability and transparency in the appointment process, (5) clarify the roles of the staff liaison, and (6) evolve the bylaws and committee structure to reflect today's joint partnership approach to Project Connect.

A summary of the changes follows. A full list of changes, as well as the proposed bylaws, are attached.

- Clarified membership composition to include 11 members appointed by the ATP Board, the City Council and CapMetro Board.
  - Previously, the CAC was made up of 11 members, but could increase to up to 15 members as determined by the Nominating Committee. Proposed amendment clarifies the number of members is 11, which minimizes confusion and solidifies the number of voting members of the CAC.
- Appointment and Reappointment Processes
  - Modified the Nominating Committee membership to add the Community Expert Director for Community Planning who sits on the ATP Board, and one member of the CAC to be identified by the CAC Chair. The other two positions on the Nominating Committee would be Chair of the City's Mobility Committee and the Chair of the CapMetro Operations, Planning and Safety Committee. This allows for ATP and the CAC to be represented in the Nominating Committee process. The proposed amendments also include the ability for members of the Nominating Committee to delegate the responsibility to another member of their respective body if they are not able to participate in a specific process.
  - Removed Committee & Commission appointed positions; all 11 positions would be nominated by the Nominating Committee through an application process and approved by the City Council, CapMetro Board, and ATP Board.
- Vacancy filling processes
  - Proposed amendment identifies a process to fill mid-term vacancies. The CAC would review the most recent pool of applicants to make a recommendation for a person to fill the vacated seat for the remainder of the term. The Council, CapMetro Board, and ATP Board would consider the recommendation for approval. This allows for vacancies to be filled without convening the Nominating Committee at mid-term points throughout the terms. The individual filling the vacancy would have the opportunity to reapply at the end of the term.
- Removal of members
  - Proposed amendments clarify grounds for removal including three unexcused consecutive absences, violation of the ATP Ethics, Conflicts and Nondisclosure Policy, and failure to continue to meet membership eligibility requirements.

- Term of Membership (Staggering, term length, and term limits)
  - The current CAC membership terms expire at the same time, which does not provide for continuity of membership, knowledge, or committee leadership. The proposed amendment to the bylaws allows for staggered terms of the members. In 2023, CAC Members would draw straws for initial 2-year and 4-year terms.
  - Term length is increased to four years with a maximum of two terms or 8 years, except in those instances of 2-year initial terms or filling of vacancies.
- Created new section to contain all responsibilities of staff liaison
  - Previously, staff liaison responsibilities were either not documented or were scattered throughout the bylaws. These responsibilities have been detailed and consolidated in Section 5.1.
- Removed option to form subcommittees
  - Subcommittees as described in the bylaws are not being utilized by the CAC. CAC had and continues to have the ability to form working groups on various topics. See Section 7.
- Corrected typos and miscellaneous errata.

## Next Steps

Staff will present this recommendation as items to adopt the CAC bylaws and amend the Joint Partnership Agreement during the CAC Meeting on September 14, the ATP Board meeting on September 20, City Council meeting on September 21, and CapMetro Board meeting on September 25. Upon approval of the amended bylaws, staff will initiate a process to appoint and reappoint CAC Members to be completed by the end of 2023.

We are extremely appreciative of the work of this volunteer advisory committee, and the salient guidance they have provided us on behalf of the community. We are eager to work quickly and ensure continued success and longevity for the CAC.

If you have questions, please don't hesitate to reach out to staff. We are happy to brief your offices on these proposals.

## Cc:

CapMetro Board of Directors  
 Austin City Council  
 Austin Transit Partnership Board of Directors  
 Dottie Watkins, President & CEO, CapMetro  
 Robert Goode, Interim Assistant City Manager, City of Austin  
 Greg Cannally, Executive Director, Austin Transit Partnership

## Attachments

1. Project Connect Community Advisory Committee Bylaws (*As Proposed - September 2023*)
2. Project Connect CAC Bylaws Edit Log (*As Proposed - September 2023*)