

Date: July 23, 2025

To: Board of Directors

From: LaVerne Lewis, Board President

Subject: **RESOLUTION NO. 25-07-37 OF THE TRI-COUNTY METROPOLITAN TRANSPORTATION DISTRICT OF OREGON (TRIMET) ENDORSING THE STATEMENT OF BOARD MEMBER RESPONSIBILITIES AND CODE OF CONDUCT**

1. Purpose of Item

This Resolution demonstrates the endorsement of the TriMet Board of Directors (Board) of the *Statement of Individual Board Member's Responsibilities and Code of Conduct – 2025-2026*, attached hereto as Exhibit A, and each Board member's commitment to adhere to the same during their service on the Board.

2. Type of Agenda Item

- ☐ Initial Contract
- ☐ Contract Modification
- ☒ Other: Resolution Endorsing Board Member Responsibilities and Code of Conduct

3. Reason for Board Action

A demonstration of each Board member's commitment to the Statement of Responsibilities and Code of Conduct provides clarity regarding expected responsibilities and conduct, enhances public confidence in the integrity of Board actions, and promotes mutual respect within the Board.

4. Type of Action

- ☒ Resolution
- ☐ Ordinance 1st Reading
- ☐ Ordinance 2nd Reading
- ☐ Other

5. Background

In keeping with past years, TriMet staff prepared the *Statement of Individual Board Member's Responsibilities and Code of Conduct* for 2025-2026 (Code of Conduct), attached hereto as Exhibit A, so that it could be formally and publicly endorsed by the Board.

The proposed Code of Conduct is virtually identical to the 2024-2025 version, with two substantive additions added at my request, which are set out in a red-lined version of the Code attached as Exhibit B: In Section A, subsection 2, I have clarified that if you are going to miss a board meeting or a committee meeting you need to provide me with sufficient advance notice that I can notify the alternate committee member to attend the meeting in your stead. And in Section A, subsection 6, we have clarified that board requests for reports, documents, or other information from TriMet staff must be directed to the General Manager

and/or Board President rather than TriMet staff. This ensures a central clearinghouse and tracking mechanism for all such requests.

6. Financial/Budget Impact

Not Applicable.

7. Impact if Not Approved

The Code of Conduct creates certainty regarding roles, responsibilities and legal and ethical obligations. Failure of the Board to adopt this Resolution could cause some to question the Board's commitment to regular attendance and participation at board and committee meetings, to appropriate and ethical conduct, and to the fundamental values of the Agency.

RESOLUTION NO. 25-07-37

**RESOLUTION NO. 25-07-37 OF THE TRI-COUNTY METROPOLITAN
TRANSPORTATION DISTRICT OF OREGON (TRIMET) ENDORSING
THE STATEMENT OF BOARD MEMBER RESPONSIBILITIES AND CODE
OF CONDUCT**

WHEREAS, the members of the TriMet Board of Directors (Board) have been appointed by the Governor and are public officials held to the highest standards of ethics, honesty, integrity and service to the public; and

WHEREAS, the individual members of the Board desire to publicly demonstrate their commitment to hold themselves to the standards set forth in the *Statement of Individual Board Member's Responsibilities and Code of Conduct*;

NOW, THEREFORE, BE IT RESOLVED:

1. The TriMet Board of Directors hereby endorses the *Statement of Individual Board Member's Responsibilities and Code of Conduct – 2025-2026*, attached hereto as Exhibit A, and each Board member commits to adhere to its standards, as shown by the signature of each on a true copy of the same, which shall be kept on file in the office of the General Manager.

Dated: July 23, 2025



Presiding Officer

Attest:



Recording Secretary

Approved as to Legal Sufficiency:



Legal Department