



## **STATEMENT OF INDIVIDUAL BOARD MEMBER'S RESPONSIBILITIES AND CODE OF CONDUCT – 2025-2026**

### **A. General Expectations**

The Governor's Handbook for Boards & Commissions, at pages 4-6, contains specific Board member expectations regarding "Representation," "Being an Effective Board Member," and "Common Sense." As a TriMet Board member, I have reviewed the Governor's Handbook for Boards and Commissions and ORS 182.010 and 182.020, and agree to:

1. Know and align with the Vision, Mission and Values of TriMet.
2. Attend all Board meetings and meetings of committees on which I serve, unless an emergency or serious illness arises. If I am going to miss a board or committee meeting, I will provide sufficient advance notice to the Board President so that an alternate committee member can be contacted to attend. I acknowledge that missing a meeting without giving advance notice will be considered an unexcused absence, and that TriMet will report all meeting absences to the Governor.
3. Learn about issues affecting the Board. Read the minutes, resolutions, ordinances, and other supporting materials prior to TriMet Board and committee meetings.
4. Recognize the Board must operate in a public and open manner, and that the authority to act is granted to the Board as a whole, not to individual Board members. A Board member may not make decisions or take unilateral action without the consent of the Board as a whole.
5. Build goodwill for TriMet by attending charitable and community-based events as a "TriMet Ambassador." Be mindful that as a Board member I represent TriMet publicly, and will promote a positive image and support TriMet's interests whenever appropriate, and take care not to appear to speak for the Board unless specifically authorized to do so. In addition, I agree to refrain from using my Board membership to create a personal platform.
6. All requests for reports or documents from TriMet, or questions for TriMet staff, must be directed to either the Board President or General Manager, who will see that Board members receive the information by the next meeting.
7. Comply with the parliamentary procedures and display courteous conduct in all public meetings.
8. Operate within the parameters of TriMet's governing statute (ORS Chapter 267), the TriMet Code, and state and federal laws.
9. Not disclose matters dealt with in executive session, unless they are part of the public record.
10. Keep abreast with trends and developments in the public transportation sector.
11. Maintain objectivity and exercise fairness, integrity, loyalty, collegiality and care in the execution of my duties.

**B. Ethics**

It is the policy of Oregon Government Ethics Law that “public officials should put loyalty to the highest ethical standards above loyalty to government, persons, political party or private enterprise.” ORS 244.010. As a Board member of TriMet, I pledge to:

1. Refuse any gifts -- including meals, travel, lodging, entertainment, concert or sporting tickets – from any source with a legislative or administrative interest in TriMet, unless the fair market value of the gift is less than \$50 and is not accepted more than once a calendar year from the same source. Regardless of the value of the gift, I will disclose in my annual Statement of Economic Interest all gifts of any amount that I accepted during the year from any source with a legislative or administrative interest in TriMet.
2. Refrain from using or attempting to use my position as a TriMet Board member for financial gain or benefit for myself, for a relative or member of my household, or for any business with which we are associated, if the gain or benefit is available because of my Board membership.
3. Avoid conflicts of interest between my position as a Board member and my personal life. Declare any personal, financial, civic, or business interest regarding contracts, programs, or transactions that TriMet may enter into, as soon as such conflict or the possibility of conflict arises. Abstain from discussion, decision-making and/or voting on the issue.
4. Declare any close relationships (i.e., more than acquaintances) with staff or recruits, and refrain from inappropriately influencing decisions in TriMet’s recruitment (hiring) or procurement (contract award) process. This section recognizes that the Board is involved in the General Manager hiring decision, and that upon the General Manager’s request, Board members may sit on other hiring committees in an advisory capacity.
5. Hold in confidence any information that TriMet, in its reasonable judgment, determines to be confidential.
6. Consult with TriMet’s General Counsel whenever I have a question or am uncertain about whether these ethics rules apply to a particular situation.

**C. My Role**

As a Board member of TriMet, I acknowledge that:

1. My primary roles are 1) to contribute to defining the organization’s mission and governing the fulfillment of that mission; and 2) to carry out the functions of the office of Board member as stated in ORS Chapter 267.
2. My roles focus on the development of policies that govern the implementation of TriMet plans and purposes. These roles are separate and distinct from the role of the General Manager, who determines the means of implementation of TriMet’s plans and purposes and has broad authority for TriMet’s day-to-day affairs.

Signature: \_\_\_\_\_

\_\_\_\_\_  
Print Name

Date: \_\_\_\_\_, 2025