



Agenda

**DART Board Administration Committee
DART Board Bylaws and Board Rules of Procedure Meeting
Monday, January 22, 2024, 2:00 p.m.
DART Conference Room C – 1st Floor
1401 Pacific Ave., Dallas, Texas 75202**

1. *Review and Discussion of Amendments to DART Board Bylaws and DART Board Rules of Procedure
2. Identification of Future Agenda Items
3. Adjournment

***This is a Briefing Item Only**

The Administration Committee may go into Closed Session under the Texas Open Meetings Act, Section 551.071, Consultation with Attorney, for any Legal issues, under Section 551.072, Deliberation Regarding Real Property for real estate issues, or under Section 551.074 for Personnel matters, or under section 551.076 or Section 551.089, for Deliberation Regarding the deployment or implementation of Security Personnel or devices, arising or regarding any item listed on this Agenda.

This facility is wheelchair accessible. For accommodations for the hearing impaired, sign interpretation is available. Please contact Community Affairs at 214-749-2799, 48 hours in advance.

*Chair – Mark C. Enoch
Members – Enrique A. MacGregor,
Doug Hrbacek, Rodney Schlosser, Patrick J. Kennedy*



Agenda Report

Attachments:

- 1. DART Board Bylaws**
- 2. DART Rules of Procedure**

DATE: **January 22, 2024**

SUBJECT: **Review and Discussion of Amendments to DART Board Bylaws and DART Board Rules of Procedure**

BOARD ITEM

This is a briefing item. No action is required at this time.

PURPOSE

- The purpose of this item is review and discuss amendments to the DART Board Bylaws, included as Attachment 1, and the DART Board Rules of Procedure, included as Attachment 2.

**DALLAS AREA RAPID TRANSIT
P.O. BOX 660163, Dallas, Texas 75266-7200**

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DART Board Bylaws
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**Adopted September 25, 1984
Amended October 25, 2022**

DALLAS AREA RAPID TRANSIT DART BOARD BYLAWS

Table of Contents

<u>ARTICLE I</u>	<u>NAME AND PURPOSE</u>	1
Section 1	Name	1
Section 2	Background	1
Section 3	Authorization	1
<u>ARTICLE II</u>	<u>OFFICES</u>	2
Section 1	Principal Office	2
Section 2	Additional Offices	2
<u>ARTICLE III</u>	<u>BOARD OF DIRECTORS</u>	2
Section 1	General Powers	2
Section 2	Number and Composition	2
Section 3	Qualification	2
Section 4	Appointment	3
Section 5	Vacancies	3
Section 6	Tenure	3
Section 7	Regular Meetings	4
Section 8	Annual Meeting	4
Section 9	Special Meetings	4
Section 10	Emergency Meetings	4
Section 11	Quorum	4
Section 12	Agenda	4
Section 13	Notice	5
Section 14	Voting and Presumption of Assent	5
Section 15	Combined with Section 14	5
Section 16	Procedure of Meetings	5
Section 17	Compensation	5
Section 18	Conflicts of Interest	5
Section 19	Attendance	6
<u>ARTICLE IV</u>	<u>OFFICERS</u>	6
Section 1	Election	6
Section 2	Chair	6
Section 3	Board Vice-Chair	6
Section 4	Secretary	6

Section 5	Assistant Secretary	7
Section 6	President & Chief Executive Officer	7
Section 7	Term, Alternation and Succession	7
Section 8	Removal	8
Section 9	Resignation	8
Section 10	Vacancies	8
 <u>ARTICLE V</u>	 <u>COMMITTEES</u>	 9
Section 1	Board Committees	9
Section 2	Appointment	9
Section 3	Quorum	9
Section 4	Alternate Committee Member	9
Section 5	Procedure of Meetings	9
 <u>ARTICLE VI</u>	 <u>BUDGET AND FINANCE</u>	 10
Section 1	Fiscal Year	10
Section 2	Accounts	10
Section 3	Strategic Plan, Annual Budget, and Financial Plan	10
Section 4	Financial Standards Policy	10
Section 5	Audit	11
 <u>ARTICLE VII</u>	 <u>RULES, POLICIES AND PROCEDURES</u>	 11
 <u>ARTICLE VIII</u>	 <u>INDEMNIFICATION OF BOARD MEMBERS</u>	 11
 <u>ARTICLE IX</u>	 <u>SEAL AND FLAG</u>	 11
 <u>ARTICLE X</u>	 <u>AMENDMENTS TO BYLAWS</u>	 12

DALLAS AREA RAPID TRANSIT
DART BOARD BYLAWS

ARTICLE I
NAME AND PURPOSE

Section 1. Name. The name of the authority shall be the Dallas Area Rapid Transit ("DART").

Section 2. Background. DART is created under the authority of Texas Revised Civil Statutes Annotated, Article 1118y as amended, and recodified in Chapter 452 of the Texas Transportation Code (the "Code") and a vote of the people. The successful referendum creating DART was on August 13, 1983. DART assumed responsibility for public transportation within its service area on September 7, 1983 and commenced service on January 1, 1984. The DART service area constitutes one subregion (the "Subregion") under the Code. [452.571]. The principal municipality in the Subregion is the City of Dallas. [452.571]. DART was created and confirmed by only one Subregion; therefore, the Board of Directors of the Subregion becomes the Executive Committee and governing body of DART, and members of the Executive Committee are selected in the manner prescribed for selection of the members of the Board of Directors of the Subregion. [452.572]. The Board of Directors referred to in these Bylaws and conducting the business of DART is the same as the Executive Committee provided for in the Code. [452.004]. These Bylaws are enacted by the DART Board to facilitate and to conduct the business of DART for the benefit of the DART Board and do not create any third-party rights, duties, or obligations. *[All information in brackets is for the convenience of the reader only and is not incorporated in any way into these Bylaws. Unless otherwise noted, numbers in brackets refer to sections of the Texas Transportation Code.]*

Section 3. Authorization. These Bylaws are adopted pursuant to authority granted in Section 452.546 of the Code. In the event of any conflict between these Bylaws and the Code or other applicable laws of the State of Texas, such laws shall be controlling. In the event any provision of these Bylaws shall be determined to be invalid, the remainder of these Bylaws shall nevertheless remain in force and effect.

ARTICLE II

OFFICES

Section 1. Principal Office. The principal office of DART shall be located at 1401 Pacific Avenue, Dallas, Texas 75202, or at such other location within the DART service area as the Board may direct.

Section 2. Additional Offices. DART also may have offices at such other places as the Board of Directors of DART from time to time may determine or as the activities of DART may require.

ARTICLE III

BOARD OF DIRECTORS

Section 1. General Powers. The responsibility for the operation and control of the properties belonging to DART is vested in the Board of Directors (the "Board"). [452.053]. The Board may exercise responsibility by appointing and prescribing compensation for a president & chief executive officer whom the Board may designate as an executive director or a general manager and who shall administer the daily operations of DART and employ persons, firms, partnerships, or corporations deemed necessary by the Board for the conduct of the affairs of DART. The Board may appoint auditors, and attorneys and prescribe the duties, tenure, and compensation of each. [452.101(2)].

Section 2. Number and Composition. The number of members of the Board is set by statute at fifteen (15). [452.572]. Every five years as of the first day of July following the date the census data or population estimates become available, or when a municipality withdraws from or joins DART, the Board shall be restructured, if necessary, to comply with the statutory requirements of the Act. [452.577].

Section 3. Qualification. The members of the Board shall be resident citizens and registered voters within the boundaries of the service area of DART. [452.541 and 452.574]. An elected officer of the state or a political subdivision of the state who is not prohibited by the Texas Constitution from serving on the Board is eligible, as an additional duty of office, to serve on the

Board. An elected officer who serves as a member is not entitled to receive compensation for serving as a member but is entitled to reimbursement for reasonable expenses incurred in performing duties as a member of the Board. [452.574(b)].

Section 4. Appointment.

(a) The members of the Board shall be appointed in accordance with the Code. The members of the Board shall be appointed by the municipality or combination of municipalities within the service area of DART and apportioned as set forth in the Code. [452.572].

(b) No single municipality shall be entitled to appoint more than sixty-five (65%) of the members of the Board. [452.576].

(c) In accordance with Section 452.573 of the Code, any combination of municipalities may aggregate their population to be entitled to one member on the Board. A municipality entitled to one or more members that has a population that would entitle it to a fraction of another member may aggregate its population with another municipality to appoint another member. Cities aggregating their population to make an appointment shall agree on a method of making the appointment. [452.573]. To serve on the Board, a person must be a resident of the municipality making the appointment. [452.574]. A municipality making more than one appointment shall, to the greatest extent practicable, select persons who accurately reflect the racial and ethnic composition of that municipality. [452.575]. A municipality may not aggregate its population with another municipality for the purpose of minimizing the representation on the Board of a racial or ethnic minority. [452.573].

Section 5. Vacancies. Any vacancy occurring on the Board shall be filled by the municipality or municipalities making the original appointment. [452.542]. Vacancies on the Board shall not impair the power of the Board to transact any and all business of DART.

Section 6. Tenure. A member of the Board shall serve at the pleasure of the appointing governing body. [452.542]. The members of the Board shall serve staggered terms of two years with eight terms beginning July 1 of odd-numbered years and seven terms beginning July 1 of even-numbered years. [452.578]. After appointment of the Board, the members shall draw lots to determine their initial terms. Eight members shall serve for a term expiring July 1, 1995. Seven

members shall serve for a term expiring July 1, 1994. Members of the Board shall continue to perform the duties of their offices until their successors shall be duly qualified. *[Texas Constitution Article 16, Section 17]*.

Section 7. Regular Meetings. The Board shall hold at least one regular meeting each month for the purpose of transacting the business of DART. *[452.506]*. The Board shall adopt by resolution an annual schedule of Regular Meetings. The schedule shall specify the date, time and place of each Regular Meeting. *[452.546]*. The Board Chair shall have the authority to cancel, postpone or change the date or time of a Regular Meeting subject to the requirements of the Code. Written notice of any such change shall be given to all members of the Board as described in the Board's Rules of Procedure.

Section 8. Annual Meeting. The first regular meeting of the Board during October of each year shall be the Annual Meeting of the Board. The officers of the Board shall be elected at the Annual Meeting of the Board of each odd-numbered year.

Section 9. Special Meetings. Special meetings of the Board may be called by the Board Chair. All members of the Board shall be given written notice of the Special Meeting as described in the Board's Rules of Procedure. *[452.546(b)]*.

Section 10. Emergency Meetings. In cases of urgent public necessity requiring immediate action because of imminent threat to public health and safety or because of a reasonably unforeseeable situation, the Board Chair may call an emergency meeting in accordance with state law. As the situation allows, all members of the Board will be given verbal or written notice of the Emergency Meeting as described in the Board's Rules of Procedure.

Section 11. Quorum. Sixty-five percent (65%) of the members of the Board shall constitute a quorum for the purpose of conducting its business and exercising its power. *[452.579]*.

Section 12. Agenda. The Board Chair, in cooperation with the President & Chief Executive Officer, shall be responsible for having the agenda prepared for meetings of the Board and shall provide the agenda to the Board Administrator for posting in accordance with applicable state laws. The Board Chair shall add an item to the agenda as provided for in the Board's Rules of Procedure.

Section 13. Notice. All meetings of the DART Board, its committees, or any other occasion where any deliberation as defined in the Texas Open Meetings Act occurs, shall be in compliance with the Texas Open Meetings Act and all Board members shall be given notice of such meetings or occasions.

Section 14. Voting and Presumption of Assent. There shall be no presumption of assent. Whenever an action is taken at a meeting of the Board, it shall be necessary for a Board member to be present in the room and voting in order for the minutes to reflect the Board members as having voted. Each member of the Board shall be entitled to one (1) vote, except as otherwise provided in the Code. [452.572]. Actions may be taken by the Board upon the affirmative vote of a majority of the members present at a meeting at which a quorum is present, except as otherwise provided for in the Code. [452.579]. Voting items requiring a two-thirds vote are noted on Bylaw Attachment 1. With regard to any action of the Board which, pursuant to the Code, these Bylaws, or other Board policies or resolutions, requires a two-thirds vote of the Board, said action may be taken by an affirmative vote of two-thirds of the number of appointed and qualified members of the Board.

Section 15. Combined with Section 14.

Section 16. Procedure of Meetings. Notice of all meetings and hearings of the DART Board shall be given to members of the Board, and such meetings and hearings shall be held and conducted in accordance with the following hierarchical order: applicable law, these Bylaws, the Board's Rules of Procedure, and the current edition of Robert's Rules of Order Newly Revised, to the extent not in conflict. The General Counsel of DART shall serve as parliamentary advisor to the Board.

Section 17. Compensation. Members of the Board shall be entitled to reimbursement for necessary and reasonable expenses incurred in the discharge of duties, and \$50 for each meeting of the executive committee, as are permitted by law and as from time to time ordered by the Board. [452.547].

Section 18. Conflicts of Interest. All members of the Board shall comply with the provisions of Article 171 of the Local Government Code, Texas Revised Civil Statutes Annotated,

Chapter 176 of the Local Government Code and the Board adopted Code of Ethical Conduct. The President & Chief Executive Director shall promulgate and enforce an appropriate conflict of interest policy applicable to DART staff.

Section 19. Attendance. Members of the Board are encouraged to attend all Board meetings and all committee meetings. The appointing municipality will be advised of the appointed member or members failing to attend any three (3) consecutive regular board meetings. The report to the appointing municipality shall note when the Board member is absent with the approval of the Board Chair for transit related business on behalf of DART, and when the Board member is absent to attend a meeting of the appointing municipality's governing body.

ARTICLE IV

OFFICERS

Section 1. Election. The Board shall elect from its membership a Board Chair, a Board Vice-Chair, Secretary, and Assistant Secretary. [452.543]. No two offices shall be held by the same person.

Section 2. Board Chair. The Board Chair shall preside at all regular, special, and emergency meetings of the Board. The Board Chair shall see that all orders and resolutions adopted by the members are carried into effect, shall appoint members to serve on committees of the Board, shall appoint a Chair and Vice-Chair of such committees, shall execute instruments and documents on behalf of DART which the Board has authorized the Board Chair to execute, and shall perform all duties and have such other powers incident to the office of Board Chair as may be prescribed by the Code, these Bylaws, the Board Rules of Procedure, or the Board.

Section 3. Board Vice-Chair. The Board Vice-Chair shall preside at any meeting of the Board upon request of the Board Chair or from which the Board Chair is absent and, unless otherwise determined by the Board, in the absence or disability of the Board Chair, shall perform the duties and exercise the powers of the Board Chair. The Board Vice-Chair shall perform all other duties and have all other powers as may be prescribed by the Code, these Bylaws, the Board Rules of Procedure, or the Board.

Section 4. Secretary. The Secretary shall keep the permanent record of all proceedings and

transactions of DART [452.543(c)] or may delegate such responsibility to the Board Administrator. The Secretary shall attend all regular, special, and emergency meetings of the Board and shall keep the minutes or delegate the keeping of the minutes of all meetings of the Board to the Board Administrator in records kept for that purpose and shall certify to the accuracy of such minutes and actions and shall certify all resolutions of the Board. The Secretary shall give or cause to be given by the Board Administrator, notice of all regular, special and emergency meetings of the Board in accordance with these Bylaws, and shall perform such other duties and have such other powers as may be prescribed by the Code, the Bylaws, the Board Rules of Procedure, or the Board.

Section 5. Assistant Secretary. The Assistant Secretary shall have the powers and duties of the Secretary in the absence, disability, or disqualification of the Secretary and shall have such other powers and duties as assigned by the Board or these Bylaws.

Section 6. President & Chief Executive Officer. The Board shall appoint and prescribe the duties, tenure, and compensation of a president & chief executive officer who shall administer the daily operations of DART. [452.101, 452.104]. The president & chief executive officer may use such title or titles as deemed appropriate by the Board.

Section 7. Term, Alternation and Succession.

(a) Term of Office. The officers of the Board shall be elected at an Annual Meeting of the Board and shall hold such office for a two-year term. Elections shall take place at the Annual Meeting held in October of each odd-numbered year. Each officer shall serve until the officer's successor is duly elected and qualified or until the officer's earlier removal, resignation, disqualification, or death.

(b) Alternation of Board Officers. The offices of Board Chair and Secretary shall both be held by members appointed by the City of Dallas, or by members appointed by a municipality other than the City of Dallas. The offices of Board Vice Chair and Assistant Secretary shall both be held by members appointed by the City of Dallas or by members appointed by a municipality other than the City of Dallas. When the offices of Board Chair and Secretary are held by members appointed by the City of Dallas, the offices of Board Vice Chair and Assistant Secretary shall be

held by members appointed by a municipality other than the City of Dallas. When the offices of Board Chair and Secretary are held by members appointed by a municipality other than the City of Dallas, the offices of Board Vice Chair and Assistant Secretary shall be held by members appointed by the City of Dallas. For purposes of this subsection, a member appointed by multiple municipalities shall be considered to have been appointed by the municipality with the largest percentage of the shared appointment as determined in the most recent Board reapportionment.

[452.573, 452.577].

(c) Succession of Board Officers. Except in the case of a vacancy addressed in Section 10 of this Article, a member appointed by the City of Dallas who serves as an officer must be succeeded in office by a member appointed by a municipality other than the City of Dallas, and a member appointed by a municipality other than the City of Dallas who serves as an officer must be succeeded in office by a member appointed by the City of Dallas. For purposes of this subsection, a member appointed by multiple municipalities shall be considered to have been appointed by the municipality with the largest percentage of the shared appointment as determined in the most recent Board reapportionment. *[452.573, 452.577].*

Section 8. Removal. Any officer may be removed by a majority vote of the Board at a properly noticed and posted meeting of the Board at which a quorum is present, and a proper agenda item is posted.

Section 9. Resignation. Any officer may resign at any time by giving written notice to the Board or the Board Chair.

Section 10. Vacancies. If any officer position becomes vacant more than 90 days prior to the Annual Meeting, the Board shall hold a special election no later than 90 days following the creation of the vacancy, to fill the vacant position for the remainder of any unexpired term. If any officer position becomes vacant 90 or fewer days prior to the Annual Meeting, the Board may hold a special election before the Annual Meeting to fill the vacant position for the remainder of any unexpired term. If the officer whose absence created the vacancy was appointed by the City of Dallas, the unexpired term must be filled by a member appointed by the City of Dallas. If the officer whose absence created the vacancy was appointed by a municipality other than the City of Dallas, the unexpired term must be filled by a member appointed by a municipality other than the

City of Dallas. For purposes of this subsection, a member appointed by multiple municipalities shall be considered to have been appointed by the municipality with the largest percentage of the shared appointment as determined in the most recent Board reapportionment. [452.573, 452.577]

ARTICLE V

COMMITTEES

Section 1. Board Committees. There shall be a Board Audit Committee and only such other committees and subcommittees of the Board as the Board Chair may from time to time deem appropriate and designate. The Board committees shall not have any power or authority to act on behalf of or create any obligation of DART except that the Board Audit Committee may exercise those powers authorized by the Board and identified in the Board Audit Committee Charter (copies of which shall be located in the Office of Board Support and the Internal Audit Department).

Section 2. Appointment. Any member of the Board may submit in writing a request to the Board Chair for appointment to Board committees. The Board Chair shall appoint members to serve on each committee of the Board each fiscal year.

Section 3. Quorum. A majority of the members of a committee shall constitute a quorum for the purpose of conducting its business and exercising its power. Actions may be taken by a committee upon the affirmative vote of a majority of the members of the committee present at a meeting at which a quorum is present. If a quorum is not present, the committee members may meet, discuss issues, and receive information, but no official action can be taken.

Section 4. Alternate Committee Member. When a quorum of a committee is not present for a committee meeting, the Board Chair may appoint no more than two Board members to serve as alternate members of the committee for purposes of making a quorum. Upon appointment, the member shall have all the privileges of other committee members so long as the alternate's presence is necessary to maintain a quorum. To be effective, such appointment must be in writing and filed with the Office of Board Support. Such appointment shall be effective only until the adjournment of the meeting for which the appointment is made.

Section 5. Procedure of Meetings. Members of the Board who are not members of a

committee may attend all meetings of any committee, but shall not be entitled to vote.

ARTICLE VI

BUDGET AND FINANCE

Section 1. Fiscal Year. The Fiscal Year of DART shall begin on October 1 and end on September 30 of each year. [452.101].

Section 2. Accounts. The Board shall approve a complete system of accounts, shall designate authorized representatives to invest funds, withdraw money from authorized accounts, and complete other transactions as required, and shall approve and regularly review such policies governing financial matters as necessary. [452.101].

Section 3. Strategic Plan, Annual Budget and Financial Plan.

(a) Strategic Plan. The Board shall adopt and periodically review a Strategic Plan. The Strategic Plan is a living documents that provides a forum for the Board and the community to set a vision for its public transit system. The document will include information on planning, operations, capital projects, and financial plan considerations as well as identify specific actions necessary to implement the long-term agency goals.

(b) Annual Budget. The Board shall adopt an Annual Budget prior to the commencement of each fiscal year. The Board shall make the proposed Annual Budget available to the governing bodies of each municipality within the service area at least thirty days before it adopts the Annual Budget. [452.113, 452.545].

(c) Financial Plan. The Board shall adopt a Financial Plan prior to the commencement of each fiscal year. The purpose of the Financial Plan is to determine the affordability of ongoing operations and capital programs as described in the Strategic Plan. The Annual Budget is the first year of the twenty-year Financial Plan. The Board may delay adoption of a Financial Plan by majority vote. The Board shall provide the proposed Financial Plan to the governing bodies of each municipality within the service area at least thirty days before its adoption.

Section 4. Financial Standards Policy. The Board shall adopt and periodically review a Financial Standards Policy that addresses standards for investments, cash reserves and debt limitations, and that sets out a procedure for amending the Financial Plan.

Section 5. Audit. The Board shall have an audit of the affairs of the authority prepared each year by an independent certified public accountant or a firm of independent certified public accountants as recommended by the Board Audit Committee and approved by the Board. [452.451]. The annual audit shall be conducted by persons who have no direct or indirect personal interest in the fiscal affairs of DART and are qualified and experienced in public accounting and the auditing of public bodies. The annual audit shall be open to public inspection.

ARTICLE VII

RULES, POLICIES AND PROCEDURES

The Board shall adopt and provide for the enforcement of rules, policies or procedures in connection with its management, operation and control of DART. [452.105].

ARTICLE VIII

INDEMNIFICATION OF BOARD MEMBERS

DART shall indemnify any current and former member of the Board, Board Chair appointees, Board appointees, Administrative Law Judges and Retirement Committee members to the extent applicable by law for any negligent act resulting in actual damages, cost and fees arising from an act or omission within the course and scope of the individual's duties. DART may not pay damages awarded against an individual that arise from a cause of action for official misconduct or that arise from a cause of action involving a willful or wrongful act or omission or an act or omission constituting gross negligence.

ARTICLE IX

SEAL AND FLAG

Section 1. Seal. The seal shall be in such form as the Board shall approve by resolution, and such seal or a facsimile thereof may be impressed on, affixed to, or in any manner reproduced upon, instruments of any nature required to be executed by officers of DART. [452.101].

Section 2. Flag. The flag shall be in such form as the Board shall approve by resolution. The flag or a facsimile thereof may be displayed at the principal office of DART, or at any DART facility, or in, at or on any other appropriate location, publication or vehicle.

ARTICLE X
AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended, suspended, or repealed, or new Bylaws may be adopted, by a favorable vote of two-thirds of the Board at any regular, properly posted meeting of the Board or at any properly posted special meeting of the Board at which a quorum is present; provided that prior to consideration and vote by the Board, any proposed revisions to the Bylaws may be reviewed by and commented on by a Bylaws Committee and shall be provided in writing to all Board members at least two weeks prior to Board action on the amendments.

History of Amendments to DART Board Bylaws:

ADOPTED September 25, 1984, Resolution No. 840077

AMENDED April 26, 1985, Resolution 850077

AMENDED December 15, 1987, Resolution No. 870109

AMENDED January 23, 1990, Resolution No. 900013

AMENDED March 27, 1990, Resolution No. 900037

AMENDED February 12, 1991, Resolution No. 910032

AMENDED June 28, 1994, Resolution No. 940173 and 940176

AMENDED September 13, 1994, Resolution No. 940256

AMENDED September 26, 1995, Resolution No. 950235

AMENDED May 13, 1997, Resolution No. 970081

AMENDED May 18, 1999, Resolution No. 990085

AMENDED September 12, 2000, Resolution No. 000159

AMENDED October 27, 2009, Resolution No. 090149

AMENDED September 22, 2015, Resolution No. 150100

AMENDED January 9, 2018, Resolution No. 180012

AMENDED March 12, 2019, Resolution No. 190032

AMENDED October 25, 2022, Resolution No. 220146



DART Board Actions Requiring Two-Thirds Vote for Approval

Statute, Bylaw, Rule, or Policy	Language
Texas Transp. Code Section 452.111	Sec. 452.111. EXTRAORDINARY VOTE REQUIRED IN CERTAIN AUTHORITIES. A sub-regional board created under Subchapter O that governs an authority consisting of one subregion may not, except by a two-thirds vote of the board: (1) issue any debt allowed by law; (2) enter a lease as lessee or financing agreement as obligor if the lease or agreement is secured by the other assets of the authority; (3) effect a major change as described by Section 452.303 in a service plan; (4) approve the financial plan for the authority; or (5) enter an agreement under Section 452.055(c) (agreement with city for distribution of authority revenue).
Texas Transp. Code Section 452.303	Sec. 452.303. MAJOR SERVICE PLAN CHANGE: NOTICE AND HEARING (a) The subregional board of an authority described by Section 452.301 may not, without holding a public hearing on the proposed change, consider a change in the service plan that would: (1) change the location of a right-of-way of a fixed guideway system; (2) change or add a width of a right-of-way of a fixed guideway system; (3) change a grade separation or add a grade separation to a fixed guideway system; (4) move the location of a station of a fixed guideway system; (5) reclassify the aerial, at-grade, or subgrade vertical alignment of a fixed guideway or establish the vertical alignment of a fixed guideway; (6) move the location of: (A) a parking lot (B) a maintenance facility; or (C) an off-street transfer center; (7) add a facility listed in Subdivisions (1)-(6); or (8) add a route for a fixed guideway system.
Texas Transp. Code Section 452.304	Sec. 452.304. ADOPTION OF MAJOR SERVICE PLAN CHANGE. (a) After a public hearing, the sub-regional board described by Section 452.301 may approve a change described by Section 452.303(a) (above) in the service plan by a favorable vote of two-thirds of the members present.
DART Board Bylaws Article III, Section 14. Voting	Section 14. ... Voting items requiring a two-thirds vote are noted on Bylaws Attachment 1. With regard to any action of the Board which, pursuant to the Code, these Bylaws, or other Board policies or resolutions, requires a two-thirds vote of the Board, said action may be taken by an affirmative vote of two-thirds of the number of appointed and qualified members of the Board.

DART Board Bylaws Article X Amendments to Bylaws	These Bylaws may be altered, amended, suspended, or repealed, or new Bylaws may be adopted, by a favorable vote of two-thirds of the Board present at any regular, properly posted meeting of the Board or at any properly posted special meeting of the Board at which a quorum is present; provided that prior to consideration and vote by the Board, any proposed revisions to the Bylaws may be reviewed by and commented on by a Bylaws Committee and shall be provided in writing to all Board members at least two weeks prior to Board action on the amendments.
Citizens Advisory Bylaws Article VIII Amendments to Bylaws	These Bylaws may be altered, amended or repealed, or new Bylaws adopted by a two-thirds (2/3rds) vote of the members present at any regular meeting, provided that the amendment has been presented in writing at a previous regular meeting.
DART Board Rules of Procedure. Code of Ethical Conduct Rule 5.6 Identical to DART Board Code of Ethics.	Waiver. A person for whom a waiver is being considered shall provide the Board with a written statement detailing the relationship or financial interest for which a waiver is sought. If the Board determines that it is in the best interest of DART to waive the requirements of Sections 5.2a and/or 5.2g, it may, by two-thirds vote, waive or modify said requirement with regard to a particular person and/or relationship. If a waiver is granted, in that event, all provisions not waived shall continue in full force and effect. The Board may not waive any requirements of Chapter 171 of the Texas Local Government Code.
DART Board Policy Financial Standards Policy II.02	Approval or amendment of this policy (Financial Standards Policy) and of DART's Financial Standards will require an affirmative vote of two-thirds of the appointed and qualified Board members.
HOV Transit Policy III.04(9)	Any modification of this policy (HOV Transitway Policy) shall require an affirmative vote of two-thirds of the number of appointed and qualified members of the Board. Voided by Board item: "Approval of TXDOT-DART ILA Eliminating DART's Responsibility for HOV Operations, Maintenance and Enforcement." Board Res. No. 140057
Transit Facility Naming Policy V.06, Section 3.1	Renaming Considerations. All name changes must be approved by a vote of two-thirds of the appointed and qualified members of the Board.
Administrative Employment Manual Post-DART Employment and Representation	The DART Board may waive the above (Post-DART Employment and Representation) prohibitions, by two-thirds vote, with regard to a particular person and/or relationship if it determines that it is in the best interest of DART to do so. Section 7.3.
Hourly Employment Manual Post-DART Employment and Representation	Should the DART Board determine that it is in the best interest of DART to waive these prohibitions (Post-DART Employment and Representation), it may, by two-thirds vote, waive said prohibition(s) with regard to a particular person and/or relationship. Section 8.4.E.4.
City of Dallas/DART Master ILA Agreement (1990). VII. Indemnification	In a lawsuit founded on an occurrence falling within the scope of this paragraph, DART shall not name or implead the City or its officers or employees except upon a two-thirds vote of the DART Board.

DART Service Area Cities ILA for Allocation of Funds for Public Transp. Improvements	DART shall not name or implead a non-principal municipality (CITY) or its officers or employees except upon a two-thirds vote of the DART Board (Board Res. No. 220180, §3; Public Transp. Improvements ILA Section 10.2)
Financial Standards (FS) Opening Paragraph	Since DART's enabling legislation requires a two-thirds vote on debt and the Financial Plan, approval or amendment of DART's Financial Standards will require an affirmative vote of two-thirds of the appointed and qualified Board members.
FS-General G-7	Authorization to spend Reserve funds requires the affirmative vote of two-thirds of the appointed and qualified members of the Board.
FS-General G-9	Twenty-Year Financial Plan amendments shall require a two-thirds vote of the number of appointed and qualified Board members.

**DALLAS AREA RAPID TRANSIT
P.O. BOX 660163, Dallas, Texas 75266-7200**

**DART Board
Rules of Procedure**

**Adopted September 25, 1984
Amended October 25, 2022**

DART BOARD RULES OF PROCEDURE

Table of Contents

<u>Rule</u>	<u>Title</u>	<u>Page</u>
Rule 1	Election of Board Officers	1
Rule 2	Board Room Seating Arrangement	1
Rule 3	Notice to Board Members	2
Rule 4	Meetings and Notices of Board Committees	3
Rule 5	Code of Ethical Conduct	3
Rule 6	Public Comment	12
Rule 7	Travel Policy	13
Rule 8	Voting	16
Rule 9	Appointments	16
Rule 10	Code of Conduct	17
Rule 11	Meeting Agendas	18
Rule 12	Resolutions	20
Rule 13	Attendance	22
Rule 14	Board Communications	22
Rule 15	(Rescinded)	
Rule 16	Committee Reports to the Board	23
Rule 17	Budget Process for Board Direct Reports	23
Rule 18	Motion to Renew Debate	24
Rule 19	Proclamations	24
Rule 20	Closed Sessions	24
Rule 21	(Consolidated with Rule 5)	25

RULE 1.

ELECTION OF BOARD OFFICERS

1.1 Each candidate should be nominated by a Board member; no second is required.

1.2 Discussions are in order prior to any vote.

1.3 Voting will be conducted using the DART voting system. Each candidate will be voted on in the order of nomination and Board members shall vote "yes" to indicate they wish that candidate to be elected to the office, or vote "no" to indicate that they intend to vote for some other candidate for the office. A Board member may vote "yes" only for the candidate he/she intends be elected to the office. For example, if Smith, Jones, and Thomas have been nominated for Board Chair and the Board member wishes Jones to be elected, the Board member votes "no" when the name of Smith is called, "yes" when the name of Jones is called, and "no" when Thomas is called. The results of the vote for each candidate will not be shown on the monitors until all of the candidates for a given office have been voted upon.

1.4 DART staff will review the results of each vote to insure that no Board member votes for more than one candidate. In the event this occurs, the Board member who has voted for more than one candidate will be informed and asked for which candidate the Board member intends to cast his/her vote. Votes will be tabulated and announced following the completion of each round of voting.

1.5 No candidates are dropped after rounds of voting; however, a candidate may withdraw.

1.6 A majority vote is required to elect. Majority means a majority of those present.
[452.579].

1.7 Motions to reopen nominations are in order any time a vote is not pending. This motion is passed by a majority vote. Discussions on a motion to reopen would be in order.

1.8 Any Board member may be nominated or re-nominated if a motion to reopen nominations passes.

1.9 The same procedure should be followed for election of the Board Chair, the Board Vice-Chair, the Secretary of the Board, and the Assistant Secretary of the Board.

RULE 2.

BOARD ROOM SEATING ARRANGEMENT

2.1 Each year following the election of officers, the newly elected Board Chair shall make new seating assignments for the members of the DART Board.

2.2 With the Board Chair's prior approval, any two or more DART Board members may voluntarily exchange seats.

RULE 3.

NOTICE TO BOARD MEMBERS

3.1 Regular meetings of the Board may be held without further notice to the Board at such time, date, and place as shall be determined by the Board.

3.2 Each Board member shall be given notice of a Special Meeting of the Board not less than seventy-two (72) hours prior to the meeting. Notice of a Special Meeting of the Board shall be given by telephone or electronic data transmission and shall include the date, time, location and items included on the meeting agenda.

3.3 Each Board member shall be given notice of a statutory emergency meeting of the Board at least two (2) hours before the time of the meeting. Notice of a statutory emergency meeting of the Board shall be given by telephone or electronic data transmission and shall include the date, time, location and items included on the meeting agenda.

3.4 Each member of the Board shall provide the Board Administrator with official contact information consisting of a mailing or street address, telephone number, and/or electronic data transmission address, such as an email address, to which notices of meetings of the Board and other official information may be provided. Such official contact information may be changed by giving the Board Administrator written notice of new official contact information. New official contact information shall be effective from the time that such new official contact information is received by the Board Administrator. If any member fails to provide official contact information, the Board Administrator shall provide notice to the member's attention in care of the official secretary or clerk of the governing body that appointed such member, and at the official address, telephone number, and/or electronic data transmission address for such official secretary or clerk.

3.5 Any notice that is given to a Board member by the Board Administrator shall be presumed to have been delivered.

3.6 The official bulletin board of DART shall be located at its offices at a site readily accessible to the public at all hours.

3.7 All Board members must be informed prior to events that may have significant impact on DART including, but not limited to, press conferences, legislative developments, publication and/or broadcast of news stories. Such information should be provided to Board members within twenty-four

(24) hours or as soon as reasonably possible after becoming aware of the event. Upon the request of a Board Officer or one of the Direct Reports, the Office of Board Support shall promptly provide such information to all Board members.

RULE 4.

MEETINGS AND NOTICES OF BOARD COMMITTEES

4.1 Regular meetings of the Board Committees shall be held with notice at such times, place, and dates as the committees shall designate.

4.2 Special meetings of Board Committees may be called by the Committee Chair within five (5) days after the Committee Chair receives a written request from a majority of the members of the Committee.

4.3 Upon failure of the Committee Chair to call a special meeting as requested, the Board Chair shall call a special meeting of the Committee within five (5) days of the Committee Chair's default.

4.4 The time and place of the special meeting of the Committee shall be set out in the notice to the members of the Committee.

4.5 Notice shall be given to each Committee member at his official address at least two (2) hours before the time of the Committee meeting. To the extent feasible, each member will be notified by telephone or electronic data transmission of special meetings, such notice to include the time and place of such meeting.

4.6 In addition to notices to be given to members of Committees of regular and special meetings, similar notices shall also be given to members of the Board who are not members of such Committee at their official address, but failure to give such notice shall not affect the validity of any such meeting.

RULE 5.

CODE OF ETHICAL CONDUCT

5.1 The Dallas Area Rapid Transit Authority (DART) Board of Directors, recognizing that DART will, over a period of several years, construct and operate several major public works improvements, determines it desirable to adopt a code of ethical conduct for board members in order that the public may be assured that the actions of those associated with DART serve only the public's best interests. The Board further determines that the proper operation of government requires that officials be independent, impartial, and responsible only to the citizens of the Service Area. It shall therefore be the policy of the Board that this Code of Ethical Conduct shall guide and direct the actions

of DART board members and members of committees appointed by the DART Board.

5.2 Prohibition. No Board member or member of the Board member's immediate family or household shall, during the Board member's term and for a period of two years following the end of the term or effective resignation participate in any contract or employment relationship that results in an assignment to work for DART. Board members shall not:

- a. participate, for a period of two years following the end of the term or effective resignation, either directly or through a household member of the Board member, as a principal in any DART contract or first tier subcontract or as an employee of a contractor or subcontractor of DART for any DART contract or ii) accept compensated employment with DART (employment means part-time, temporary, full-time, hourly or other work arrangement other than those specified in subsection i. Uncompensated voluntary services shall not be considered employment);
- b. accept a gift or benefit from any entity or individual that a reasonable person would conclude would influence the board member in the discharge of official duties. (Gift means an item with a value of less than \$50, excluding cash or negotiable if it was not given in exchange for any exercise of official discretion and benefit means anything reasonably regarded as monetary gain or pecuniary advantage, including benefit to any other person in whom the Board member has a direct and substantial interest, such as a family member or business associate. [Penal Code §36.01 & §36.10.]);
- c. use the position of DART board member to secure any special privilege or exemption for the board member or other private entity;
- d. in the conduct of official duties as a DART Board member, grant any special consideration, treatment, or advantage to any entity which is beyond that made available to any other similarly situated entity;
- e. disclose information identified to the Board member as confidential and/or attorney-client privileged, whether so identified in writing or orally, and whether received in an executive session of the Board or elsewhere, which is provided to a Board member or members, the disclosure of which could adversely affect the conduct of DART's business or adversely impact the ability of DART to successfully negotiate any transaction or agreement or to litigate any lawsuit;
- f. receive any compensation for service as a DART Board member from any source other than DART; for remuneration, appear on behalf of or represent any private third party before the DART Board or any DART committee, task force, or subcommittee.

5.3 Board Communications Concerning Procurement or Real Estate Matters.

- a. To ensure that DART procurements are conducted independently and impartially, Board members, just as DART staff, shall not communicate with any party concerning any active DART procurement or ongoing procurement dispute unless such communication is within the scope of the Board member's official duty on behalf of DART. This prohibition extends to potential contractors or subcontractors, and their designated representatives.
- b. The disclosure of procurement sensitive information at any time prior to actual contract award or final determination could adversely affect the ability of DART to successfully negotiate transactions or agreements. Procurement sensitive information includes any information contained in a technical or price proposal or bid submitted to DART by any offeror.
- c. If a Board member is contacted by anyone concerning an active DART procurement or ongoing procurement dispute, the Board member should not discuss any specific procurement information. The party contacting the Board member should be referred to the Vice President of Procurement for any response that may be necessary.
- d. DART real estate matters, including acquisitions, sales and transit oriented development, must be conducted independently and impartially. DART Board members, just as DART staff, shall not communicate with any party concerning an active real estate matter or ongoing dispute concerning a real estate matter unless such communication is within the scope of their official duties for DART.
- e. The disclosure of confidential information relating to a real estate matter or a dispute concerning a real estate matter could adversely impact DART's ability to successfully negotiate transactions or agreements. Board members who are contacted by any person concerning an active real estate matter or ongoing dispute concerning a real estate matter should not discuss any specific information. The party contacting the Board member should be referred to the Executive Vice President of Growth and Regional Development for any response that may be necessary.
- f. Under certain circumstances, the unauthorized disclosure or misuse of confidential information received by a Board member in his/her official capacity could subject the Board member to criminal prosecution. [*Penal Code §39.02 & §39.06; Gov't Code §552.352*]

5.4 Financial Disclosure Statement. Each Board member, immediately upon appointment to the DART Board, must prepare and shall annually amend a Financial Disclosure Statement in substantially the form attached as Exhibit A disclosing all employment and other economic interests of the Board member and his/her family as defined in the financial disclosure policy adopted by the Board on February 23, 1988. The Statement is available for public review in the Office of Board Support.

5.5 Abstaining from Discussion and Voting. Whenever any Board member is called upon to vote on a matter which constitutes a potential conflict of interest as defined in Chapter 171 of the Texas Local Government Code or which, to a reasonable person, would appear to place the member's personal interests at odds with the public's interest or which would appear to a reasonable person to directly or indirectly, tangibly or intangibly benefit the Board member greater than the benefit to the general public, said Board member must file an affidavit with the Board Administrator and abstain from any discussion of the matter and not participate in any vote regarding the matter. To the extent practicable, the Board member should leave the meeting room during debate and consideration of the item.

5.6 Waiver. A person for whom a waiver is being considered shall provide the Board with a written statement detailing the relationship or financial interest for which a waiver is sought. If the Board determines that it is in the best interest of DART to waive the requirements of Sections 5.2a and/or 5.2g, it may, by two-thirds vote, waive or modify said requirement with regard to a particular person and/or relationship. If a waiver is granted, in that event, all provisions not waived shall continue in full force and effect. The Board may not waive any requirements of Chapter 171 of the Texas Local Government Code.

5.7 Employment after expiration of two years. After the expiration of two years from the end of the Board member's term or effective resignation, the President & Chief Executive Officer shall provide written notification to the Board of Directors upon making an offer of employment to a former DART Board member. Should the offer be accepted, the former Board member's start date shall be after the next Board meeting that follows notification.

5.8 Amendment. This policy may be amended by a majority vote of the DART Board.

5.9 Penalty. A violation of this policy may subject the Board member to civil or criminal penalties. In addition:

- a. the failure of a Board member to comply with the requirements of this policy shall constitute grounds for censure and for reporting the violation to the municipality or municipalities that appointed the Board member; and
- b. violation of this policy by a DART contractor or first tier subcontractor shall be

grounds for such contract remedy as may be appropriate up to and including termination of the contract and debarment of the contractor.

5.10 Signature. Immediately upon taking the oath of office, a Board member shall sign a copy of the Code of Ethical Conduct as acknowledgement of its terms and application, and shall return the original signed version to the Office of Board Support.

EXHIBIT A**DALLAS AREA RAPID TRANSIT BOARD FINANCIAL
DISCLOSURE STATEMENT**

1. Date of Statement: _____

2. Type of Statement (please circle one): _____ Initial or Annual

3. Name of Board Member: _____
(Last) (First) (Middle Initial)

4. Please give the full name of your spouse and all dependents.

Name

Relationship

5. Please list the names under which you and all persons listed in Item 4 do business:

6. Please list the names of business entities, employers, (including self-employment), investments, and other activities from which you or a person listed in Item 4 received more than \$10,000 of income during the last calendar year. (This should include interest or dividend income of more than \$10,000, even if listed as an investment under Item 8.)

7. Please list the name of each corporation, trust, partnership, or business association (including non-profit entities) in which you or a person listed in Item 4 is a general partner of a limited partnership, general partner, partner, manager, president, vice-president, trustee, member, or board member that does or foreseeably will do business with DART.

Name of Business, etc.

Manager, Partner, etc.

8. Please list the name and type of investment of each non-publicly traded corporation, trust, general or limited partnership, or business association (including non-profit entities) in which you or a person listed in Item 4 has an investment of at least \$10,000 at the fair market value as of the date of this Statement. Also, please list the name and type of investment of each publicly traded corporation or entity in which you or a person listed in Item 4 has an investment of at least 5% of the entity's market capitalization.

- A beneficial interest is not considered an investment and need not be listed.
- An investment in a mutual fund does not need to be listed unless you or a person listed in Item 4 participates in the management of the mutual fund.

Name of Business, etc.

Type of Investment

9. Please list, by street address or by legal or lot and block description, all real property located in the DART service area in which you or a person listed in Item 4 has a leasehold interest, interest as fee simple owner, a contractual right to purchase, general partnership owner, joint owner with an individual corporation, or as owner of more than 50% of a corporation that has title to the real property.

- You are not required to list the following properties:
 - a. Property used as the personal residence of a peace officer;
 - b. Property over which you have no decision power concerning acquisition or sales;

- c. Property held through a real estate investment trust, mutual fund, limited partnership, or similar entity, unless you or a person listed in Item 4 participates in the management of the trust, fund, or entity, or is a general partner of a limited partnership.

Address/Legal Description

Type of Interest/Ownership

10. Please list the names of persons or entities to whom you personally, or a person listed in Item 4 personally, owe an unsecured debt of more than \$10,000.

- Do not list debts owed to persons related within the second degree of consanguinity or affinity, or list revolving charge accounts, or student loan debts.

11. Please list the names of persons or entities who personally owe to you, or to a person listed in Item 4, an unsecured debt of more than \$10,000.

- Do not list debts owed by persons related within the second degree of consanguinity or affinity.

12. Please list those gifts identified in filings made in accordance with Chapter 176 of the Texas Local Government Code for you and persons listed in Item 4 since the filing of your most recent Financial Disclosure Statement. (Please see Chapter 176 of the Texas Local Government Code).

13. Have any supplemental pages been attached to this Statement?

Yes _____

No _____

If supplemental pages have been attached, please identify each page with your name and the item number the material on the supplemental page refers to. For example: if an additional page is needed to list real property owned, please put your name and "Item 9" at the top of the supplemental page.

NOTWITHSTANDING the information provided on this Financial Disclosure Statement, the Board Member shall fully comply with Local Government Code Chapters 171 and 176 (copies attached).

OATH

The Statement (including any accompanying supplements) to the best of my knowledge and belief is true, correct, and complete.

Signature of Board Member

Sworn and subscribed to before me by _____ on this
the _____ day of _____ 20____ to certify which, witness my hand and seal.

Notary Public in and for the
State of Texas

RULE 6.

PUBLIC COMMENT

6.1 Public comment periods at DART Board meetings are allowed to provide opportunities for the public to address the DART Board regarding any item on the Board agenda, or to make general comments. The Board Chair shall have the discretion to recognize special speakers, public officials or guests to speak without a time limit prior to the public comment period.

6.2 Any person who wishes to address the Board must complete a public comment form prior to speaking. Public comment forms will be available during regular business hours in the Office of Board Support, and prior to and during Board meetings at the entrance to the Boardroom. Board members cannot respond to personnel matters during the public comment period, therefore employees should direct their complaints to their supervisory chain of command or contact Human Resources for personnel related issues.

6.3 The Office of Board Support will collect completed public comment forms and give them to the presiding officer who will recognize persons who have signed up to speak.

6.4 General public comments will be allowed at the beginning of each DART Board meeting for a total of thirty minutes. Persons who have not addressed the Board within the past thirty days will be recognized to speak during the general public comments period at the beginning of the meeting. Additional time will be allotted at the end of the meeting to accommodate all speakers if thirty minutes is not sufficient to receive all general public comments at the beginning of the meeting. Persons who have addressed the Board within the past thirty days will be recognized to speak during the general public comments period at the end of the meeting. The Office of Board Support will monitor the current roster of speakers.

6.5 Public comments directed toward a specific agenda item will be allowed prior to the Board's discussion of that particular agenda item. Persons who have not addressed the Board within the past thirty days will be recognized to speak before persons who have addressed the Board during that period.

6.6 Each speaker will have three minutes to address the Board. A member of the public who addresses the Board through a translator may be given at least twice the amount of time to ensure that non-English speakers receive the same opportunity to address the Board. The Board Chair or his or her designee shall inform the speaker when two and one-half minutes have expired, and shall inform the speaker when three minutes have expired.

6.7 If a speaker requests information during a public comment, the presiding officer may

direct the individual to the appropriate staff member for handling the request.

6.8 In order to comply with the requirement that the public be given notice of each topic or subject to be discussed by the DART Board, Board members may not ask questions, offer their own comments, or otherwise interact with a speaker or other Board members during any public comment period.

RULE 7.

TRAVEL POLICY

7.1 Members of the Board of Directors may be required to travel to discharge their official duties. The purpose of any DART funded travel shall be transit related. The purpose of this Rule is to provide for consistency in making Board members' travel arrangements and to establish proper accounting procedures related to that travel.

7.2 Board members' travel may be authorized by the Board Chair, or by majority vote of the Board in the absence of Board Chair authorization. All Board members with prior approval may travel at DART expense on transit-related business.

7.3 The Board Administrator shall prepare a detailed annual travel budget for the Board that will be presented for inclusion in DART's annual budget.

7.4 The Board Administrator shall be responsible for coordinating DART funded transit related out-of-town travel arrangements for Board members. The Office of Board Support may also coordinate transit related out-of-town travel arrangements for other persons but the costs of this travel shall not be paid by DART.

7.5 (Reserved.)

7.6 Board members shall be reimbursed for their reasonable and necessary business expenses while traveling on approved DART business in accordance with this Rule. A Board member may request a travel advance for anticipated reasonable and necessary business expenses.

7.6.1 Documentation of Expenses. Except for meal receipts, Board members shall retain all itemized, detailed receipts for business expenses incurred while traveling on approved DART business. These receipts are required to support the Business Travel Expense Report. If a receipt for an individual expense is lost or destroyed, written approval from the Board Chair is required in order to obtain reimbursement of the expense.

7.6.2 Airfare. Board members are encouraged to take the lowest cost airfare available. Board members may consider including a Saturday stay if it produces the lowest overall cost to DART. Exceptions shall be approved by the Board Chair prior to reservations being confirmed.

7.6.3 Lodging. Hotel costs shall be guaranteed with the Board member's personal credit card

or Travel Coordinator's DART Corporate Credit Card. Government discounts may be available and shall be requested. The traveler shall pay for any personal expenses, including meals, phone calls, movie, health club, and mini-bar charges, incurred at the hotel and included on the bill, with cash, a personal credit card, or other personal funds before paying the final hotel bill. Hotel reimbursement shall be made for actual expenditures at single-occupancy rates only.

7.6.4 Out-of-Town Transportation Costs. It is recommended that public transit or shuttle services be used when practical. Reimbursement for transportation may include tips. If a rental car is needed, rentals shall be limited to a compact-sized car unless three or more DART representatives are sharing the same car. The cost of parking at hotels should be considered before renting cars. The Board Chair may approve an exception to the limitation on the size of rental car allowed in advance of the travel. So long as DART maintains an insurance policy to cover non-owned auto liability for all approved auto rentals in the State of Texas, Board members shall decline the purchase of additional auto liability and physical damage coverage at the time the auto is rented within the State of Texas. Board members should elect property damage coverage when using a personal credit card outside of the State of Texas.

7.6.5 Reimbursement for Use of Personal Automobile. Mileage for personal auto use for DART business, including the mileage to and from the airport for travel, will be reimbursed at the current Internal Revenue Service (IRS) mileage rate. Personal auto usage for out-of-town travel shall be reimbursed at the lesser of the total number of miles multiplied by the current mileage rate or the lowest current round-trip coach airfare available at the time travel arrangements are made plus the cost of a car rental or transportation provider if one would be required.

7.6.6 Meal Allowances. Board members will be provided with a meal per diem at the rate allowed in the then-current IRS Standard Meal Allowance for the destination city. If a Board member requests a travel advance that includes a meal allowance, the advance will include a meal per diem for up to three meals a day for each day of a trip. If a Board member is traveling to a city that is not included in the IRS Standard Meal Allowance Index, the allowance for the city closest to the travel destination shall be used.

7.6.7 Incidental Expenses. Board members will receive an allowance of \$20 per day for personal phone calls, luggage handling, non-DART related business calls, and all other incidental expenses. The incidental allowance shall not be prorated.

7.6.8 Prepayments. In the event that a Board member receives a travel advance and a trip is canceled, delayed, shortened, or if the amount of the travel advance is greater than actual expenses supported by the required documentation, the Business Expense Report for the trip shall be amended to indicate the amount of actual expenses.

7.6.9 Registration Fees. The registration fee for a conference or meeting should be paid in advance to receive the benefit of any discounts that are offered for advance registration.

7.6.10 Other Allowable Expenses. The following items are reimbursable while traveling on DART business:

- a. Airport parking as follows:
 - Trips lasting 24 hours or less – Terminal Parking
 - Trips lasting more than 24 hours-Remote or off-site parking is encouraged
- b. Hotel parking for automobiles paid as part of hotel bill
- c. Laundry/dry cleaning expenses on trips lasting longer than five working days
- d. Passport and visa fees, landing charges, airport taxes, and other expenses related to international business travel.
- e. On a case-by-case basis, medical expenses incurred by a Board member on a DART related business trip, while in the scope of DART duties.

7.6.11 Non-Reimbursable Expenses. Any questions about whether an item is reimbursable should be addressed to the Board Administrator at the earliest possible time. The following items shall not be reimbursed while traveling on DART business:

- a. Alcoholic beverages
- b. Health club and spa expenses
- c. Pay television or in-hotel movies
- d. Expenses for other persons traveling with a Board member
- e. Rental auto liability and Property damage collision coverage within the State of Texas
- f. Traveler's check fees
- g. Hotel safe or airport locker fees for personal property
- h. Flight insurance
- i. Laundry/dry cleaning or other personal grooming for trips lasting five working days or less
- j. Fines for violations of the law

7.6.12 Possession of Valuables on Business Travel. DART is not responsible for lost, stolen, or damaged personal property or cash. The use of hotel safes is strongly suggested for Board members who must carry personal valuables during business travel; however, the cost of hotel safes or airport lockers is not reimbursable.

7.7 A Business Expense Report which contains the purpose of the trip and/or a meeting schedule shall be completed within thirty (30) days after completing the business trip or within sixty (60)

days after incurring business expenses. Any reimbursement that is due to the Board member shall be made within ten (10) business days after a properly completed business expense report has been submitted. The Office of Board Support shall assist Board members with the completion of all necessary forms.

7.8 The Office of Board Support should be notified as soon as a Board member wishes to travel on DART business or believes that he/she will not be able to make a scheduled trip. Early notification will allow receipt of travel refunds and/or substitution of other Board members or staff to make the trip.

7.9 Per Rule 17.4 the Board Administrator should periodically submit a budget status report to the Board, including but not limited to actual travel expenditures.

RULE 8.

VOTING

8.1 Voting at DART Board meetings shall be either by voice vote or electronic vote.

8.2 On voice voting, Board members who wish the record to reflect an abstention or a negative vote (whether a consent item or individual vote) shall immediately after the vote indicate their wish to have the record so reflect their vote.

8.3 DART Board members may abstain from voting on a particular action. An abstention will count toward the quorum and in calculating votes necessary for a majority or two thirds voting requirement. [452.579]

8.4 In order for an action to be passed, the requisite number of yes votes comprising a majority or two-thirds vote requirement must be obtained.

RULE 9.

APPOINTMENTS

9.1 Any member of the Board may submit in writing a request to the Board Chair for appointment to Board committees and other bodies requesting or requiring a DART Board member to be a member of its forum.

9.2(a). The Board Chair shall appoint members to serve on each committee of the Board and other bodies. The intent of the appointments is to attempt to achieve a balance of Dallas and Suburban representation.

(b). Each Board member shall have the authority to appoint one individual to the Citizens Advisory Committee (CAC) in accordance with CAC Bylaws. If a CAC seat remains vacant and the

appropriate Board member has not appointed an individual to the CAC within 90 days, the Chair has the authority to appoint an individual to the CAC.

9.3(a). Appointments shall be reviewed by the Board Chair following the annual meeting of the Board.

(b). When a vacancy occurs on a Board committee, for whatever reason, the Board Chair shall appoint a replacement as soon as reasonably possible.

9.4(a). The Chair of the DART Board shall serve as DART's representative on the Regional Transportation Council. The Vice Chair of the DART Board shall serve as DART's alternate representative on the Regional Transportation Council.

RULE 10.

CODE OF CONDUCT

Board meetings bring together individuals of many varied interests and ideas. To insure fairness and orderly meetings, the Board has adopted rules of decorum which apply to all members of the Board, DART staff, news media, and visitors. Failure to observe these rules could result in being removed from the Board room by DART security if so directed by the Board Chair. If the Board Chair fails to act, any member of the Board may move to require enforcement of the rules, and the affirmative vote of a majority of the Board shall require the Board Chair to act.

News Media and Visitors

10.1 No one shall delay or interrupt the proceedings, or refuse to obey the orders of the Board Chair.

10.2 Persons should refrain from disruptive conversation, eating, drinking and smoking while in the Board Room.

10.3 Individuals are admitted to the Board Room up to the fire safety capacity of the room. Overflow crowds may listen to proceedings on loudspeakers provided in the reception area.

10.4 Any person making personal, impertinent and slanderous remarks or who becomes boisterous while addressing the Board or while attending the Board meeting shall be removed from the room if so directed by the presiding officer, and the person shall be barred from further audience before the Board during that session of the Board meeting.

Board Members

10.5 During Board meetings, Board members shall assist in preserving order and decorum and shall neither by conversation or otherwise delay or interrupt the proceedings nor refuse to obey the orders of the Board Chair or the Board rules.

10.6 A Board member desiring to speak shall address the Board Chair and, upon recognition by the Board Chair, shall confine discussion to the issue before the Board and shall avoid discussion of personalities, indecorous language, and shall refrain from personal attacks or verbal abuse.

10.7 A Board member desiring to question DART staff shall address questions to the President & Chief Executive Officer or his/her designee or other appropriate Board report who shall be entitled either to answer the inquiries or to designate some member of the DART staff for that purpose. DART Board members shall not berate nor admonish staff members.

10.8 A DART Board member, once recognized, shall not be interrupted while speaking unless called to order by the Board Chair, unless a point of order is raised by another Board member, or unless the speaker chooses to yield to questions from another member. If a DART Board member is called to order while speaking, that member shall cease speaking immediately until the question of order is determined. If ruled to be in order, the member shall be permitted to proceed. If ruled to be not in order, the member shall remain silent or make additional remarks so as to comply with rules of the DART Board.

10.9 DART Board members shall confine their questions and remarks to the particular matters before the Board.

DART Staff

10.10 Members of the DART staff shall observe the same rules of decorum as the DART Board members.

10.11 Although the Board Chair has the authority to preserve decorum in Board meetings, the President & Chief Executive Officer or his/her designee also is responsible for the orderly conduct and decorum of all DART employees and shall take disciplinary action as necessary to insure DART employees observe the rules of decorum.

10.12 All remarks and questions addressed to the DART Board shall be addressed through the Board Chair to the Board as a whole and not to any individual member.

RULE 11.

MEETING AGENDAS

11.1 The Board Chair, in cooperation with the Board Administrator and the President & Chief Executive Officer or his/her designee, shall identify items to be placed on the Board agenda.

11.2 The Board Administrator shall maintain an agenda planner. Board Members and Department Heads (who have previously consulted with Board Committee Chairs) may request items be placed on the agenda planner. The Board shall be supplied with an agenda planner each week. The

agenda planner shall include title of the issue, date issue first appeared on the agenda planner, recommended date issue is to come to the Board, name of the requesting Board member, and the responsible staff member for the issue. A Board member may request that the Board Administrator provide the member with a paper copy of the agenda planner.

11.3 The Board Administrator prepares the final agenda and submits it to the Board Chair, the President & Chief Executive Officer, and the General Counsel for approval prior to posting.

11.4 Once the final agenda has been approved, staff prepares the necessary policy/agenda reports and draft resolutions for each agenda item.

11.5 The Board Chair or Committee Chair, in cooperation with the President & Chief Executive Officer or his/her designee, shall be responsible for the approval of the Board committee agendas.

11.6 An item shall be added to any Board or committee agenda upon the written request of 20% of the members of the Board or committee respectively. The request to add an item must specifically state the subject of the item, the meeting at which the item will be discussed, and indicate whether it is for discussion only or if action is being requested. The Board Chair or appropriate Committee Chair, in cooperation with the President & Chief Executive Officer or his/her designee, shall be responsible for placing the item on the appropriate agenda at the requested time.

11.7 The Office of Board Support shall post the prepared agenda in accordance with State Law.

11.8 At any time prior to the call for approval of the Committee-of-the-Whole or Board Consent Agenda, the Board Chair shall remove an item from the Consent Agenda if a Board member requests to have an item considered individually. The Board Chair shall allow Board members to request clarifications, but not to debate, Consent items during the Committee-of-the- Whole meeting without deferring the item.

11.9 Notice of all Board committee meetings will be provided to all Board members in accordance with Rules of Procedure Nos. 3 and 4.

11.10 The Board Chair, after consultation with the committee chairs, may impose reasonable time limitations on agenda item presentations and/or Board member questions or rearrange the order of the agenda items. On any agenda item any Chair may implement three rounds with time limits for Board member questions. The first round will allow up to three minutes of Board member questions, the second round will allow up to two minutes of Board member questions and the final round will allow up to 1 minute of Board member questions. Time counts only when the Board member is speaking. A Board member cannot save time or transfer time to another Board member.

RULE 12.

RESOLUTIONS

12.1 The DART Board shall take its formal actions in the form of resolutions.

12.2 The resolutions of the Board shall be in writing, signed by the Board Chair, the Board Secretary, approved as to form by legal counsel, attested to by the President & Chief Executive Officer or his designee, and dated.

12.3 Resolutions shall follow the format of the sample resolution attached to this rule.

12.4 All executed resolutions shall be numbered and maintained by the Office of Board Support.

12.5 Staff shall have access to copies of all executed resolutions in a format that allows the resolutions to be retrieved by number or by topic.

RESOLUTION

of the

**DALLAS AREA RAPID TRANSIT BOARD
(Executive Committee)**

(Subject – same wording as Agenda item title)

WHEREAS, _____; and
(General statement describing issue being considered)

WHEREAS, _____; and
(Statement describing prior actions that the Board may have taken on the subject)

WHEREAS, _____; and
(Statement describing need for action)

WHEREAS, _____.
(Statement describing whether actions with a financial impact are within current budget and financial plan allocations)

NOW, THEREFORE, BE IT RESOLVED by the Dallas Area Rapid Transit Board of Directors that:
(Description of action to be taken by Board, including authorization for President & Chief Executive Officer or other staff to enter into contract & agreement or to direct certain work to be done; including were applicable:

- Name of successful bidder
- Amount of contract to be awarded or service to be procured)

[Name]
Secretary

[Name]
Chair

APPROVED AS TO FORM:

ATTEST:

DART General Counsel

[Name]
President & Chief Executive Officer

Date

RULE 13.

ATTENDANCE

13.1 Members of the Board are encouraged to attend all Board meetings and all committee meetings. Board members are encouraged to arrive promptly for all meetings. Board members should not expect staff and other Board members to present again or discuss again issues or agenda items considered earlier in the meeting. Board members may choose to abstain from voting if they believe that by missing the Board deliberation, they are not sufficiently informed on an issue to vote.

13.2 The Board Administrator shall advise the appointing municipality of the appointed member or members failing to attend any three (3) consecutive regular Board meetings.

13.3 The Board Administrator will provide the Board members with a copy of their attendance record on a quarterly basis.

RULE 14.

BOARD COMMUNICATIONS

14.1 Whenever a Board member communicates individually whether formally or informally, in writing or orally, the Board member does so as an individual and does not speak for the Board as a whole. The Board chair in coordination with the President & Chief Executive Officer or his/her designee may speak or respond to communications on behalf of the Board.

14.2 Board member communication representing his/her own views must be on personal stationery, personalized DART letterhead, or blank paper rather than standard DART letterhead. If Board member communication is on any DART letterhead, the communication shall be copied to all members of the DART Board.

14.3 Communications addressed to a Board member, including electronic messages, shall in no way be deemed to constitute legal notice to DART. Unless otherwise named by the President & Executive Officer, DART's official agent to receive legal notice is the President & Chief Executive Officer. Whenever a Board member receives communication from anyone either in writing or orally which raises legal implications or concerns, the Board member should immediately inform the President & Chief Executive Officer or the DART General Counsel.

RULE 15.

(Rescinded by Resolution No. 990086)

RULE 16.

COMMITTEE REPORTS TO THE BOARD

16.1 Where the committee chair is charged with presenting a report or proposed resolution (s) to the Board, and the committee chair disagrees with the majority view to be expressed and declines to make the presentation, the committee chair shall relinquish his/her position as the reporting member and ask the committee vice-chair or another individual to present the committee's proposal.

16.2 Should the committee chair disagree with the majority view as expressed in the proposed report or resolutions, but wish to retain his/her position as reporting member, the committee chair MUST present the report or proposed resolutions to the Board and move for adoption.

16.3 A committee chair who does not concur with the majority view of the committee has the same rights as any other member of the Board to argue individually and/or vote against acceptance or passage of a report or proposed resolution(s).

16.4 The committee chair CANNOT, however, block submission to the Board of the majority view by either refusing to move the proposed report or resolutions out of committee or refusing to step aside as the reporting committee member.

RULE 17.

BUDGET PROCESS FOR BOARD DIRECT REPORTS

17.1 The Board Direct Reports shall follow the normal DART staff budget process through the steps of meeting with the Chief Financial Officer and the President & Chief Executive Officer.

17.2 After review by the President & Chief Executive Officer, each Direct Report's budget is made available to the appropriate Board Committee for review. In the event that the Direct Report and the President & Chief Executive Officer have not reached an agreement on any budget item, then the Direct Report shall present his/her preferred budget to the Board Committee. The President & Chief Executive Officer may, at the same time, present an Exceptions report to the Committee detailing any differences between the Direct Report budget and the President & Chief Executive Officer's recommendation.

17.3 The appropriate Board Committee shall forward to the Board a recommended budget for each Direct Report office.

17.4 The Board Administrator shall periodically, or at least once every six months, submit a budget status report to the Board.

RULE 18.

MOTION TO RENEW DEBATE

18.1 Any specific matter contained in a resolution voted on by the Board of Directors may be discussed at a subsequent meeting only if a member requests the matter be placed on the Committee of the Whole agenda. Before discussion of the matter, the Committee of the Whole must vote to renew debate pursuant to the procedures contained in the current edition of Roberts Rules of Order Newly Revised. If the motion to renew debate is approved by the Committee of the Whole, the matter may be discussed; if the motion to renew fails, the matter may not be discussed.

18.2 Any specific matter contained in a resolution voted on by the Board can be subject to a motion to renew debate two times within 12 months.

18.3 A motion at the Committee of the Whole to forward a resolution to the Board of Directors under this rule must be approved with the number of votes required to approve the resolution at the Board of Directors.

RULE 19.

PROCLAMATIONS

19.1 The President & Chief Executive Officer and the Board Chair are authorized to sign honorary Proclamations recognizing individuals or organizations that have made significant or outstanding contributions to DART or Public Transportation. The Board may also, by resolution, honor individuals or organization for significant or outstanding achievements.

RULE 20.

CLOSED SESSIONS

20.1 The Texas Open Meetings Act provides that the DART Board and its committees may convene in a meeting to which the public does not have access for certain specific purposes.

20.2 When the Board or one of its committees convenes in a closed meeting, the presiding officer shall determine those persons who should be present at such closed meeting.

20.3 No Certified Agenda shall be made for a closed meeting under Section 551.071 of the Government Code. In all other closed meetings, the presiding officer shall ensure that the Certified Agenda is prepared and executed in accordance with Section 551.103 of the Government Code.

20.4 The Board Chair has control over, is responsible for maintaining, and authorizes access to Certified Agendas of closed meetings relating to personnel matters involving the President & Chief

Executive Officer, the General Counsel, the Director of Internal Audit, and the Board Administrator. Certified Agendas of each such meeting shall be signed by the Board or committee officer presiding at the closed meeting, be placed in a sealed envelope, and labeled with the date of the meeting and agenda title. The Certified Agendas shall be maintained in a locked fireproof cabinet, located in the Office of the Chair, which is located in the Office of Board Support. The Office of Board Support should ensure that no less than two persons are present to file the sealed envelopes in the Office of the Chair.

20.5 The General Counsel has control over, is responsible for maintaining, and authorizes access to Certified Agendas of closed meetings other than closed meetings relating to personnel matters involving the President & Chief Executive Officer, the General Counsel, the Director of Internal Audit, and the Board Administrator. The Certified Agendas shall be maintained in a locked fireproof cabinet in the offices of the Legal Department.

20.6 Certified Agendas of closed meetings shall be preserved for at least two years after the date of the meeting. If a legal proceeding involving the meeting is initiated within that period, the Certified Agenda shall be preserved while the action is pending. With the agreement of the Board Chair, the General Counsel shall, in compliance with DART's Records Management Policy, initiate disposition of all Certified Agendas of closed meetings at the end of the two-year period or after legal proceedings involving a Certified Agenda have concluded, whether the Certified Agendas are under the control of the Board Chair or the General Counsel.

RULE 21.

(Consolidated with Rule 5 by Resolution No. 190033)

History of DART Board Rules of Procedure:

November 26, 1985	Resolution 850175
February 23, 1988	Resolution 880025
August 27, 1991	Resolution 910154
ADOPTED June 28, 1994	Resolution 940175
AMENDED September 13, 1994	Resolution 940257
AMENDED September 26, 1995	Resolution 950236
AMENDED October 24, 1995	Resolution 950254
AMENDED April 09, 1996	Resolution 960063
AMENDED May 28, 1996	Resolution 960104
AMENDED May 28, 1996	Resolution 960106
AMENDED May 13, 1997	Resolution 970082
AMENDED May 18, 1999	Resolution 990086
AMENDED September 12, 2000	Resolution 000160
AMENDED September 28, 2004	Resolution 040128
AMENDED April 26, 2005	Resolution 050065
AMENDED June 12, 2007	Resolution 070100
AMENDED August 28, 2007	Resolution 070139
AMENDED October 27, 2009	Resolution 090150
AMENDED April 11, 2017	Resolution 170045
AMENDED May 9, 2017	Resolution 170048
AMENDED March 27, 2018	Resolution 180032
AMENDED March 12, 2019	Resolution 190033
AMENDED October 25, 2022	Resolution 220147

DATE ISSUED: August 27, 1991
Resolution No. 910154
Amended by Resolution: 070100, 170049, 180032, 190033, 220147
Policy No. V.01 (Overall Guiding Policies)

1. The Dallas Area Rapid Transit Authority (DART) Board of Directors, recognizing that DART will, over a period of several years, construct and operate several major public works improvements, determines it desirable to adopt a code of ethical conduct for board members in order that the public may be assured that the actions of those associated with DART serve only the public's best interests. The Board further determines that the proper operation of government requires that officials be independent, impartial, and responsible only to the citizens of the Service Area. It shall therefore be the policy of the Board that this Code of Ethical Conduct shall guide and direct the actions of DART board members and members of committees appointed by the DART Board.
 - a. i) participate, for a period of two years following the end of the term or effective resignation either directly or through a household member of the Board member, as a principal in any DART contract or first tier subcontract or as an employee of a contractor or subcontractor of DART for any DART contract or ii) accept compensated employment with DART (employment means part-time, temporary, full-time, hourly or other work arrangement other than those specified in subsection i. Uncompensated voluntary services shall not be considered employment.);
 - b. accept a gift or benefit from any entity or individual that a reasonable person would conclude would influence the board member in the discharge of official duties. (Gift means an item with a value of less than \$50, excluding cash or negotiable if it was not given in exchange for any exercise of official discretion; instrument and benefit means anything reasonably regarded as monetary gain or pecuniary advantage, including benefit to any other person in whom the Board member has direct and substantial interest, such as a family member or business associate. [Penal Code §36.01 & §36.10.];
 - c. use the position of DART board member to secure any special privilege or exemption for the board member or other private entity;
 - d. in the conduct of official duties as a DART Board member, grant any special consideration, treatment, or advantage to any entity which is beyond that made available to any other similarly situated entity;
 - e. disclose information identified to the Board member as confidential and/or attorney-client privileged, whether so identified in writing or orally, and whether received in an executive session of the Board or elsewhere, which is provided to a Board member or members, the disclosure of
2. Prohibition. No Board member or member of the Board member's immediate family or household shall, during the Board member's term and for a period of two years following the end of the term or effective resignation participate in any contract or employment relationship that results in an assignment to work for DART. Board members shall not:
 - a. i) participate, for a period of two years following the end of the term or effective resignation either directly or through a household member of the Board member, as a principal in any DART contract or first tier subcontract or as an employee of a contractor or subcontractor of DART for any DART contract or ii) accept compensated employment with DART (employment means part-time, temporary, full-time, hourly or other work arrangement

which could adversely affect the conduct of DART's business or adversely impact the ability of DART to successfully negotiate any transaction or agreement or to litigate any lawsuit;

- f. receive any compensation for service as a DART Board member from any source other than DART; for remuneration, appear on behalf of or represent any private third party before the DART Board or any DART committee, task force, or subcommittee.

3. Board Communications Concerning Procurement or Real Estate Matters.

- a. To ensure that DART procurements are conducted independently and impartially, Board members, just as DART staff, shall not communicate with any party concerning any active DART procurement or ongoing procurement dispute unless such communication is within the scope of the Board member's official duty on behalf of DART. This prohibition extends to potential contractors or subcontractors, and their designated representatives.
- b. The disclosure of procurement sensitive information at any time prior to actual contract award or final determination could adversely affect the ability of DART to successfully negotiate transactions or agreements. Procurement sensitive information includes any information contained in a technical or price proposal or bid submitted to DART by any offeror.
- c. If a Board member is contacted by anyone concerning an active DART procurement or ongoing procurement dispute, the Board member should not discuss any specific procurement information. The party contacting the Board member should be referred to the Vice President of

Procurement for any response that may be necessary.

- d. DART real estate matters, including acquisitions, sales and transit oriented development, must be conducted independently and impartially. DART Board members, just as DART staff, shall not communicate with any party concerning an active real estate matter or ongoing dispute concerning a real estate matter unless such communication is within the scope of their official duties for DART.
 - e. The disclosure of confidential information relating to a real estate matter or a dispute concerning a real estate matter could adversely impact DART's ability to successfully negotiate transactions or agreements. Board members who are contacted by any person concerning an active real estate matter or ongoing dispute concerning a real estate matter should not discuss any specific information. The party contacting the Board member should be referred to the Executive Vice President of Growth and Regional Development for any response that may be necessary.
 - f. Under certain circumstances, the unauthorized disclosure or misuse of confidential information received by a Board member in his/her official capacity could subject the Board member to criminal prosecution. [Penal Code §39.02 & §36.06; Gov't Code §552.352]
- ### 4. Financial Disclosure Statement.
- Each Board member, immediately upon appointment to the DART Board, must prepare and shall annually amend a Financial Disclosure Statement in substantially the form attached as Exhibit A disclosing all employment and other economic interests of the Board member and his/her

family as defined in the financial disclosure policy adopted by the Board on February 23, 1988. The Statement is available for public review in the Office of Board Support.

5. Abstaining from Discussion and Voting. Whenever any Board member is called upon to vote on a matter which constitutes a potential conflict of interest as defined in Chapter 171 of the Texas Local Government Code or which, to a reasonable person, would appear to place the member's personal interests at odds with the public's interest or which would appear to a reasonable person to directly or indirectly, tangibly or intangibly benefit the Board member greater than the benefit to the general public, said Board member must file an affidavit with the Board Administrator and abstain from any discussion of the matter and not participate in any vote regarding the matter. To the extent practicable, the Board member should leave the meeting room during debate and consideration of the item.
6. Waiver. A person for whom a waiver is being considered shall provide the Board with a written statement detailing the relationship or financial interest for which a waiver is sought. If the Board determines that it is in the best interest of DART to waive the requirements of Sections 5.2a and/or 5.2g, it may, by two-thirds vote, waive or modify said requirement with regard to a particular person and/or relationship. If a waiver is granted, in that event, all provisions not waived shall continue in full force and effect. The Board may not waive any requirements of Chapter 171 of the Texas Local Government Code.
7. Employment after expiration of two years. After the expiration of two years from the end of the Board member's term or effective resignation, the President & Chief Executive Officer shall provide written notification to the Board of Directors upon making an offer of employment to a former DART Board member. Should the offer be accepted, the former Board member's start date shall be after the next Board meeting that follows notification.
8. Amendment. This policy may be amended by a majority vote of the DART Board.
9. Penalty. A violation of this policy may subject the Board member to civil or criminal penalties. In addition:
 - a. the failure of a Board member to comply with the requirements of this policy shall constitute grounds for censure and for reporting the violation to the municipality or municipalities that appointed the Board member; and
 - b. violation of this policy by a DART contractor or first tier subcontractor shall be grounds for such contract remedy as may be appropriate up to and including termination of the contract and debarment of the contractor.
10. Signature. Immediately upon taking the oath of office, a Board member shall sign a copy of the Code of Ethical Conduct as acknowledgement of its terms and application, and shall return the original signed version to the Office of Board Support.

EXHIBIT A
DALLAS AREA RAPID TRANSIT BOARD FINANCIAL
DISCLOSURE STATEMENT

1. Date of Statement: _____
2. Type of Statement (please circle one): _____ Initial or Annual
3. Name of Board Member: _____

(Last)
(First)
(Middle Initial)
4. Please give the full name of your spouse and all dependents.

<u>Name</u>	<u>Relationship</u>
_____	_____
_____	_____
_____	_____
_____	_____
5. Please list the names under which you and all persons listed in Item 4 do business:
6. Please list the names of business entities, employers, (including self-employment), investments, and other activities from which you or a person listed in Item 4 received more than \$10,000 of income during the last calendar year. (This should include interest or dividend income of more than \$10,000, even if listed as an investment under Item 8.)
7. Please list the name of each corporation, trust, partnership, or business association (including non-profit entities) in which you or a person listed in Item 4 is a general partner of a limited partnership, general partner, partner, manager, president, vice-president, trustee, member, or

board member that does or foreseeably will do business with DART.

Name of Business, etc.

Manager, Partner, etc.

8. Please list the name and type of investment of each non-publicly traded corporation, trust, general or limited partnership, or business association (including non-profit entities) in which you or a person listed in Item 4 has an investment of at least \$10,000 at the fair market value as of the date of this Statement. Also, please list the name and type of investment of each publicly traded corporation or entity in which you or a person listed in Item 4 has an investment of at least 5% of the entity's market capitalization.

- A beneficial interest is not considered an investment and need not be listed.
- An investment in a mutual fund does not need to be listed unless you or a person listed in Item 4 participates in the management of the mutual fund.

Name of Business, etc.

Type of Investment

9. Please list, by street address or by legal or lot and block description, all real property located in the DART service area in which you or a person listed in Item 4 has a leasehold interest, interest as fee simple owner, a contractual right to purchase, general partnership owner, joint owner with an individual corporation, or as owner of more than 50% of a corporation that has title to the real property.

- You are not required to list the following properties:
 - a. Property used as the personal residence of a peace officer;
 - b. Property over which you have no decision power concerning acquisition or sales;
 - c. Property held through a real estate investment trust, mutual fund, limited partnership, or similar entity, unless you or a person listed in Item 4 participates in the management of the trust, fund, or entity, or is a general partner of a limited partnership.

Address/Legal Description

Type of Interest/Ownership

-
-
10. Please list the names of persons or entities to whom you personally, or a person listed in Item 4 personally, owe an unsecured debt of more than \$10,000.

- Do not list debts owed to persons related within the second degree of consanguinity or affinity, or list revolving charge accounts, or student loan debts.

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-
-
11. Please list the names of persons or entities who personally owe to you, or to a person listed in Item 4, an unsecured debt of more than \$10,000.

- Do not list debts owed by persons related within the second degree of consanguinity or affinity.

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-
12. Please list those gifts identified in filings made in accordance with Chapter 176 of the Texas Local Government Code for you and persons listed in Item 4 since the filing of your most recent Financial Disclosure Statement. (Please see Chapter 176 of the Texas Local Government Code).

-
-
-
-
13. Have any supplemental pages been attached to this Statement?

Yes _____

No _____

If supplemental pages have been attached, please identify each page with your name and the item number the material on the supplemental page refers to. For example: if an additional page is needed to list real property owned, please put your name and "Item 9" at the top of the

supplemental page.

NOTWITHSTANDING the information provided on this Financial Disclosure Statement, the Board Member shall fully comply with Local Government Code Chapters 171 and 176 (copies attached).

OATH

The Statement (including any accompanying supplements) to the best of my knowledge and belief is true, correct, and complete.

Signature of Board Member

Sworn and subscribed to before me by _____ on this
the _____ day of _____ 20__ to certify which, witness my hand and seal.

Notary Public in and for the
State of Texas