



Board Report

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Agenda Number: 3.

**AD HOC BOARD COMPOSITION COMMITTEE
FEBRUARY 23, 2026**

SUBJECT: AD HOC BOARD COMPOSITION COMMITTEE - MEETING FRAMEWORK

ACTION: RECEIVE AND FILE

RECOMMENDATION

RECEIVE AND FILE a proposed framework for the Metro Ad Hoc Board Composition Committee Meetings.

ISSUE

A workplan can guide the Ad Hoc Board Composition Committee’s deliberations regarding governance considerations arising from the passage of Measure G, while respecting Metro’s statutory independence, long-term responsibilities, and regional role.

BACKGROUND

The passage of Measure G represents a significant change to Los Angeles County governance and has created a new contextual backdrop for discussions regarding governance alignment and accountability. While Measure G does not apply to Metro and does not alter Metro’s governance framework, Metro Board Chair Dutra established the Ad Hoc Board Composition Committee to review the current composition of the Metro Board.

To support focused, efficient, and transparent deliberations, staff has developed a proposed workplan that outlines a potential scope and sequence of monthly Committee meetings through June 2026. The proposed framework is intended to be values-driven and informed by legal, fiscal, and operational considerations.

DISCUSSION

The proposed workplan establishes a five-meeting framework designed to move the Committee from foundational understanding to potential recommendations.

Meeting 1 (February 2026) - Foundations: Context and Values

Objective: Establish a shared baseline of understanding.

Topics include:

- Metro governance history and precedent
- Los Angeles County funding, demographic, and subregional context
- Measure G and Metro's legal and statutory framework
- Outreach and Engagement Strategy
- Governance values to guide deliberations

Expected outcomes include a common understanding of scope and constraints, introduction of governance values, and confirmation of the proposed workplan for subsequent meetings.

Meeting 2 (March 2026) - Benchmarking Analysis and Adoption of Guiding Values

Objective: Ground deliberations in benchmarking research.

Topics may include:

- Peer review of other transit agencies
- Peer review of other local infrastructure agencies
- Consideration of adoption of guiding governance values
- Update on community outreach and engagement

Expected outcomes include identification of potential governance strategies for further consideration, recognition of legal or operational constraints, update on outreach & engagement, and direction to staff regarding concepts warranting additional development.

Meeting 3 (April 2026) - Identification of Governance Issues and Design Concepts

Objective: Identify issues for focused examination.

Topics may include:

- Identification of areas where Measure G raises questions of alignment, clarity, or future readiness
- Translation of governance values into practical design considerations, such as board composition, selection processes, or procedural refinements
- Update on community outreach and engagement

Expected outcomes include a clear articulation of governance considerations, agreement on evaluation criteria for potential options, update on outreach and engagement, and confirmation of areas not requiring further examination.

Meeting 4 (May 2026) - Exploration and Vetting of Governance Design Concepts

Objective: Evaluate potential governance concepts and options.

Topics may include:

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- Presentation of discrete governance options, with comparisons to the current model
 - Evaluation of options, including the current model, using a values-based framework
 - Update on community outreach and engagement

Expected outcomes include identification of preferred options or features, articulation of benefits and limitations, update on outreach and engagement, and direction to staff regarding refinements or additional analysis.

Meeting 5 (June 2026) - Potential Recommendation to the Metro Board

Objective: Conclude deliberations with clear guidance and next steps.

Topics include:

- Final update on community outreach and engagement
- Review and refinement of draft recommendations
- Confirmation of whether recommendations are structural and/or procedural
- Consideration of adoption of recommendations for transmittal to the full Metro Board

Expected outcomes include a formal recommendation to the Metro Board.

EQUITY PLATFORM

The workplan supports Metro's equity objectives by ensuring governance deliberations are informed by regional, demographic, and subregional context and by incorporating community outreach and engagement throughout the Committee's work. The structured framework promotes transparency and inclusive consideration of diverse perspectives.

VEHICLE MILES TRAVELED OUTCOME

VMT and VMT per capita in Los Angeles County are lower than national averages, the lowest in the SCAG region, and on the lower end of VMT per capita statewide, with these declining VMT trends due in part to Metro's significant investment in rail and bus transit.* Metro's Board-adopted VMT reduction targets align with California's statewide climate goals, including achieving carbon neutrality by 2045. To ensure continued progress, all Board items are assessed for their potential impact on VMT.

As part of these ongoing efforts, this item is not expected to contribute to further reductions in VMT. Because the Metro Board has adopted an agency-wide VMT Reduction Target, and this item supports the overall function of the agency, this item is consistent with the goals of reducing VMT.

*Based on population estimates from the United States Census and VMT estimates from Caltrans' Highway Performance Monitoring System (HPMS) data between 2001-2019.

IMPLEMENTATION OF STRATEGIC PLAN GOALS

The proposed workplan supports Metro Strategic Plan goal #5 related to organizational excellence,

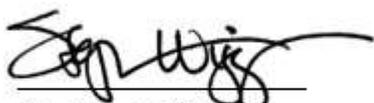
transparency, and accountable governance by establishing a clear, disciplined framework for Committee deliberations.

NEXT STEPS

The proposed workplan is intended to guide Committee deliberations without presupposing outcomes. Consideration of the workplan does not commit the Committee or the Board to specific governance changes, but provides a potential structure for analysis, public input, and decision-making over the next four monthly meetings. Staff will work with the Ad Hoc Committee Chair to refine meeting objectives as deemed appropriate.

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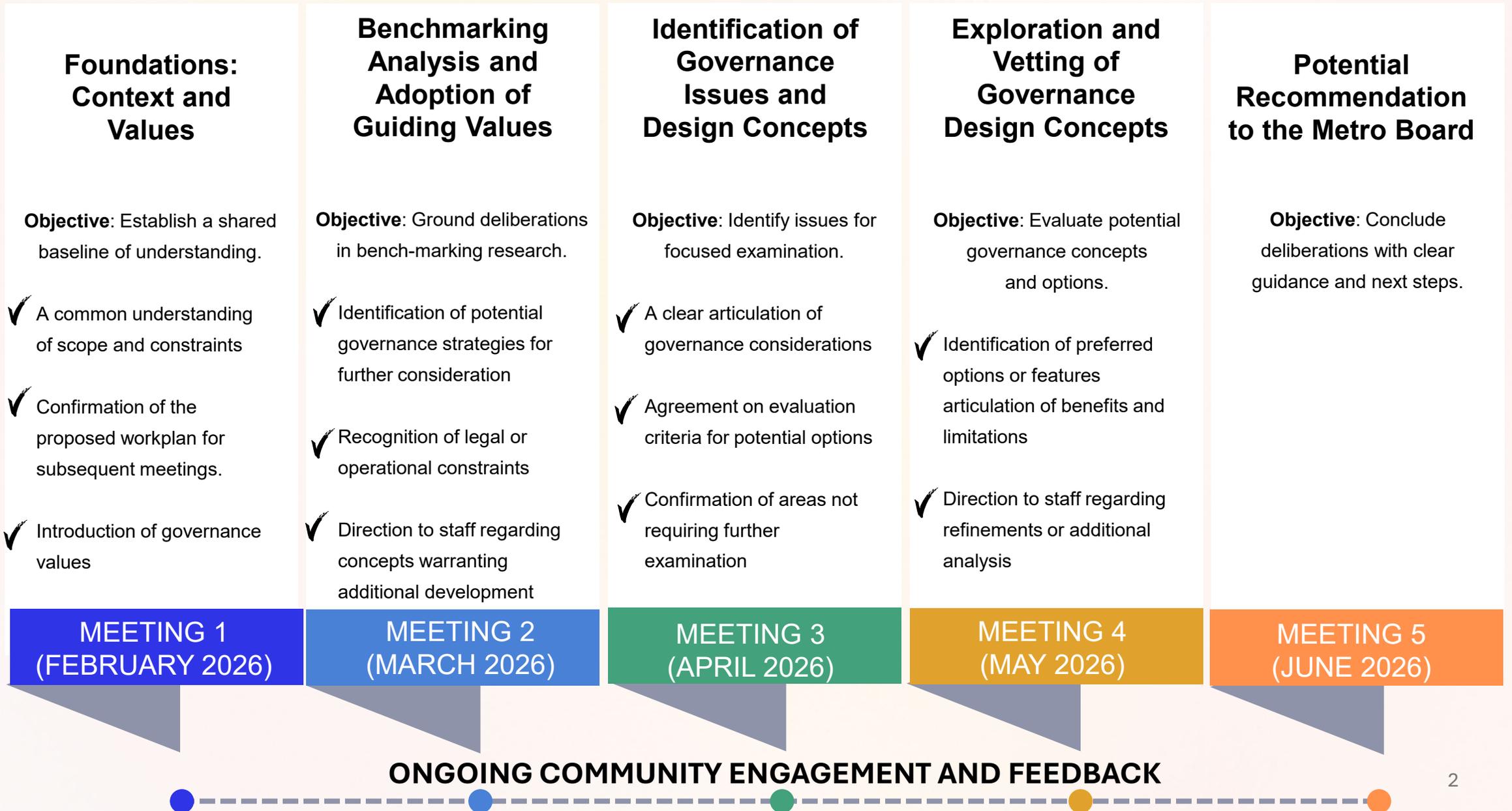
PROPOSED MEETING FRAMEWORK

METRO AD HOC BOARD STRUCTURE COMMITTEE

Item 3



POTENTIAL MEETING FRAMEWORK



THANK YOU

