



Board Report

File #: 2026-0413, **File Type:** Informational Report

Agenda Number:

**AD HOC BOARD COMPOSITION COMMITTEE
MAY 27, 2026**

SUBJECT: ALTERNATIVES FOR BOARD MEMBER COMPOSITION AND APPOINTMENT STRUCTURE

ACTION: RECEIVE AND FILE

RECOMMENDATION

RECEIVE AND FILE staff report on alternatives for Metro Board Member Composition and Appointment Structure.

ISSUE

The Ad Hoc Board Composition Committee (Committee) was established in February 2026 to evaluate Metro’s governance framework in light of Measure G, which expands the Los Angeles County (County) Board of Supervisors (BOS) from five to nine members in 2032, elects a County Chief Executive Officer (CEO) in 2028, and introduces other County governance reforms.

A key policy question before the Committee is whether-and how-to modify the Metro Board composition and appointment structure following these changes to County governance. This report provides alternatives for Metro’s Board Member Composition and Appointment Structure. The alternatives respond to the Committee’s guiding governing values, review of peer agencies, and feedback received during a three-month long countywide community and stakeholder outreach process. The purpose of this report is to provide alternatives for discussion before the Committee makes a final recommendation to the Metro Board next month.

BACKGROUND

Since Metro’s establishment in 1993, the Board of Directors has consisted of 13 voting members and 1 non-voting member drawn from four tiers of government:

| Constituency | Seats | Appointment Mechanism |
|---|--------------|--|
| Los Angeles County Board of Supervisors | 5 | Ex officio; all five Supervisors by virtue of their elected position |
| City of Los Angeles | 4 | Mayor of Los Angeles, plus three mayoral appointees: at least one of which must be a member of the Los Angeles City Council |
| Other 87 Cities | 4 | City Selection Committee by geographic subregion. Each of the four city subregions selects one mayor or council member, with voting weighted by city population within each subregion. |
| State of California | 1 non-voting | Governor’s appointee. The current appointment is the Caltrans District 7 Director, consistent with historic appointment practice. |

Legislative Context

Metro’s current Board composition and appointment structure are established in State law. Any change to the Board’s composition or appointment structure requires state legislative action.

Public Utilities Code §130051 provides that if the number of members of the County BOS is increased, Metro must submit a plan to the Legislature for revising the composition of the authority within 60 days of that increase. Measure G, which was passed by County voters with 51.62% of the vote in November 2024, will expand the BOS from five to nine members beginning in 2032. Accordingly, Metro is required to submit a plan to the legislature by no later than January 2032.

At its January 2026 meeting, the Metro Board of Directors approved “Metro Governance Review” Motion 33.1 by Directors Dutra, Barger, Horvath, Padilla, Najarian, and Dupont-Walker (Attachment A), which states:

“... it is essential that Metro’s Board composition continue to reflect the diversity and geographic breadth of the County it serves, and that any consideration of potential

changes be guided by principles of geographic equity, balanced representation, cost neutrality and jurisdictional inclusion...Any review of Metro's Board structure should be conducted in a transparent manner and led by Metro itself, consistent with its statutory authority and regional role. In this context, an Ad Hoc Committee has been established to review the current Board composition in a transparent and locally-driven manner. The Committee's deliberations and recommendations should be informed by relevant comparative, historical, and demographic context."

In February 2026, the first Committee meeting was convened. At this meeting, the Committee received a report on Metro's governance history and the foundational premise for Metro's current Board composition. The Committee also received a report summarizing Measure G, its implementation timeline, and the statutory framework governing the current Metro Board composition and appointment structure, to inform future Committee deliberations.

Peer Benchmarking Analysis

At its March 2026 meeting, the Committee reviewed a benchmarking analysis of large U.S. transit agencies comparable to Metro in scale, multimodal operations, and regional complexity. Seven peer agencies were reviewed, including the New York MTA, New Jersey Transit, MBTA, SEPTA, WMATA, CTA, and BART. Five additional reference agencies were also reviewed, including Sound Transit, MARTA, Community Transit in Snohomish County, Pittsburgh Regional Transit, and the Toronto Transit Commission. The analysis found that board composition and appointment structures vary across agencies, with no two systems using the same governance model, and that changes to board composition generally require state legislative action.

On average, peer agency boards have about 10 voting members, with larger agencies (budgets over \$2 billion) averaging 10 members and smaller ones averaging 12. A notable finding is that Metro is the only agency reviewed where all county elected officials serve on the board automatically by virtue of their office (ex officio). Staff also reviewed several LA County regional authorities, such as the Metropolitan Water District, SCAQMD, and the Flood Control District, finding similarly varied approaches to county representation, reinforcing that no single governance model dominates regional public agencies in Los Angeles County.

Guiding Governance Values

At its April 2026 meeting, the Committee adopted guiding values to evaluate governance alternatives. Those values include *Legal Integrity, Intergovernmental Balance, Electoral Accountability, Regional Equity, Transparency and Public Trust, Fiscal Stewardship, Functional Effectiveness, Customer Experience, and Adaptability* (Attachment B). The Committee discussed the values and assessed the alignment with the current governance structure. Committee feedback focused on electoral accountability, intergovernmental balance, customer experience, and regional equity. Collectively, these values provide a framework for evaluating the alternatives described in this report.

Review of Stakeholder and Advisory Bodies

At its April 2026 meeting, the Committee also discussed stakeholder and advisory bodies that provide feedback to the Metro Board, including Service Councils and other advisory groups. The Committee specifically examined the role of Metro's advisory bodies in supporting Board decision-making and governance. Metro maintains a broad network of advisory bodies - including the Community Advisory Council (CAC), Public Safety Advisory Committee (PSAC), five regional Service Councils, the Technical Advisory Committee, the Metro Youth Council, the Transportation Business Advisory Council (TBAC), and several independent taxpayer oversight committees - each serving distinct functions ranging from direct rider input and technical review to fiscal oversight and community engagement.

A peer review of other transit agencies found that while advisory bodies are a standard governance tool, Metro's model is more comprehensive, particularly through its Service Councils, which hold actual decision-making authority over bus service changes - a feature not commonly seen elsewhere - and its Metro Youth Council, which is ahead of most peer agencies in formally engaging young riders.

Looking ahead, Metro staff have identified opportunities for strengthening advisory body effectiveness, including elevating their visibility to the general public and strengthening feedback loops to the Board.

DISCUSSION

Community Outreach Summary

Guided by the Committee, Metro staff conducted an extensive, multi-pronged countywide engagement effort between February and May 2026 to gather public input on Metro's governance structure.

Before launching the primary engagement effort, staff conducted preliminary meetings in February with Service Councils, business organizations, and local government agencies specifically to introduce the Committee topic, which includes current Metro Governance and Measure G - to inform, educate, and gauge awareness. Those early efforts helped shape the outreach language, materials, and methodology for the broader engagement.

Staff subsequently provided presentations to 25 stakeholder organizations reaching over 900 attendees, including councils of governments, public bodies, business associations, youth groups, and transit advisory bodies, and nine hybrid listening sessions were hosted by Metro's five Service Councils, PSAC, and the CAC. In addition, staff hosted an evening countywide virtual session and a North County-focused virtual session. Collectively, these events drew nearly 200 participants. In addition, staff held 13 pop-up transit intercepts and community events at locations throughout the County. There was significant representation from Metro Board Members and Committee Members at

many of these community engagement events.

Metro also established a dedicated website, gometro.la/governance, and deployed multilingual online surveys, live polling, and public comment channels via email and phone. In total, these efforts generated over 2,600 website views and 1,300 engagement touchpoints. This resulted in the collection of nearly 900 survey responses, reflecting broad regional participation across the County.

Findings

Stakeholder feedback was consistent across outreach channels. Participants and respondents emphasized that Metro's governance should reflect the perspectives of riders, transit-dependent populations, diverse communities, and regional perspectives. There was also strong interest in balancing lived experience and technical and policy expertise, and an emphasis on the importance of accountability and transparency in decision-making.

No organization, listening session, or survey respondent advocated for expanding the size of the Board or explicitly including the County's future CEO in the Board composition.

Metro staff presented at all COGs and JPAs, including the Las Virgenes-Malibu COG, Westside Cities COG, Gateway Cities COG, San Fernando Valley COG, San Gabriel Valley COG, South Bay Cities COG, and the North LA County Transportation Coalition (NCTC) JPA. Briefing materials were provided to the Arroyo Verdugo Communities JPA. Two councils of governments, the South Bay Cities Council of Governments and the Las Virgenes-Malibu, took positions opposing Board expansion and expressed concerns that additional seats could dilute regional and city representation. The San Fernando Valley Council of Governments stated that if changes occur, proportional regional representation must be preserved. The Westside Cities, Gateway Cities, and San Gabriel Valley COGs, as well as the NCTC JPA, received a presentation but have not taken a position at this time. Briefing materials were provided to the Arroyo Verdugo Communities JPA, which did not have a quorum at their April 29th meeting, and therefore, were unable to meet during the engagement period.

Familiarity with Measure G was uneven across engagement platforms. The in-person listening sessions appear to have drawn more informed participants (elected officials, COG representatives, advisory body members), while the online survey reached a broader public audience that had more varied knowledge about Measure G.

Summary and Analysis of Alternatives

Staff have prepared the following alternatives based on three considerations: responsiveness to community outreach, alignment with the Committee's guiding values, and a review of peer transit agencies.

Alternative A - Flexible Appointments

Under this alternative, all Board seats could be filled either by elected members or by public

members appointed by the representative appointing authorities (comprised of the County, City of Los Angeles, and City Selection Committees) while maintaining the current 13 voting-member Board structure.

This could include designation of seats for members of the public, individuals with specific expertise or rider experience, or, in the case of the County, the future elected County CEO. The other appointing authorities would similarly retain flexibility to appoint public members with lived transit experience, technical expertise, or strong familiarity with the communities and riders Metro serves.

The following analyzes this alternative in the context of the Committee's adopted governance values:

- *Legal Integrity* - this amendment would require a legislative amendment to Metro's enabling legislation to implement.
- *Intergovernmental Balance* - preserved by maintaining the existing appointment structure among the County, City of Los Angeles, other 87 cities, and the State, while expanding the range of individuals each appointing authority may select.
- *Electoral Accountability* - may vary depending on whether appointing authorities select elected officials or public members; the flexible nature of appointment selection means accountability to countywide voters is less direct than under the current structure.
- *Regional Equity* - preserved through the existing geographic appointment structure; advisory criteria encouraging consideration of demographic diversity and the experiences of transit-dependent communities can further advance this value.
- *Transparency & Public Trust* - may be challenged if appointing authorities do not establish clear, publicly communicated appointment processes and policies.
- *Fiscal Stewardship* - preserved, as this alternative does not impose additional administrative costs or obligations on taxpayers beyond the existing Board structure.
- *Functional Effectiveness* - could be maintained, assuming that appointees serve standard terms and that institutional memory is not compromised through the transition to a more flexible appointment model.
- *Customer Experience* - can be supported if appointing authorities consider rider experience, transportation knowledge, and community familiarity when making appointments; however, outcomes will depend on the extent to which appointing authorities follow the advisory guidance.
- *Adaptability* - supported, as this alternative is responsive to the changes in County governance

anticipated under Measure G and the feedback gathered through Metro's outreach

Alternative B - Directly Elected Board

Under this alternative, Metro Board members would be directly elected by voters from newly created geographic districts across Los Angeles County rather than appointed by existing governmental authorities. The Board would retain 13 voting members and one non-voting Governor's appointee.

The following analyzes this alternative in the context of the Committee's adopted governance values:

- *Legal Integrity* - requires legislative amendments to Metro's enabling legislation to implement this alternative.
- *Intergovernmental Balance* - significantly changed by this alternative, which removes appointment authority from the County, City of Los Angeles, and other 87 cities and transfers it to the general electorate; Metro would no longer function as a body whose membership reflects coordination among layers of government.
- *Electoral Accountability* - advanced by this alternative, as Board members would be directly accountable to countywide voters solely for transportation issues.
- *Regional Equity* - be promoted through the creation of new geographic districts that provide elected representation across the County, though outcomes would depend on district design and whether elected members reflect the demographic and economic diversity of communities that most rely on Metro.
- *Transparency & Public Trust* - advanced in that direct elections are publicly understandable and defensible; however, a strong case would need to be made that the benefits of this significant structural change outweigh the cost and administrative complexity of fully reconstituting the agency's governance structure.
- *Fiscal Stewardship* - challenged in two significant ways: the cost of administering countywide elections would be substantial, and a directly elected board may not carry the same institutional relationships or political influence needed to coordinate state and federal funding advocacy. Metro's current Board includes elected officials with direct connections to the County, the City of Los Angeles, and other cities across the region. Those relationships support coordination on planning, funding, project delivery, and legislative advocacy. A directly elected transit board may not carry the same institutional relationships or political influence in state and federal funding discussions.
- *Functional Effectiveness* - may be compromised, as a full reconstitution of the Board could create significant administrative burden and planning implications, and the loss of existing intergovernmental relationships could affect the Board's ability to advance multi-decade

investments and programs.

- *Customer Experience* - will be dependent on who is elected to serve on the Board and whether elected members prioritize rider outcomes and system performance.
- *Adaptability* - a significant concern under this alternative, as a directly elected board structure is institutionally fixed; redrawing district boundaries in response to demographic shifts or future changes in county or regional governance would require additional legislative action and election administration cycles.

Alternative C - Non-Voting Rider Representative

The Committee could consider adding a non-voting rider/community stakeholder representative to the Metro Board. This concept is responsive to one of the underlying themes consistently identified during community outreach: a desire for the Metro Board composition to better reflect rider experience, particularly the experiences of transit-dependent communities. A non-voting rider representative could provide a consistent voice, participating in Board discussions, committee meetings, and public engagement activities, thereby elevating the customer experience and perspective. The representative could be selected through existing advisory bodies, such as the Service Councils or CAC, or through a separate public nomination and screening process.

The following analyzes this alternative in the context of the Committee's adopted governance values:

- *Legal Integrity* - requires a legislative amendment to Metro's enabling legislation.
- *Intergovernmental Balance* - preserved, this alternative introduces a non-governmental rider voice without disturbing the appointment balance among the County, City of Los Angeles, other cities, and the State.
- *Electoral Accountability* - the representative holds no formal voting authority and would be selected through advisory body or public nomination processes rather than direct election, which reduces but does not eliminate accountability to countywide voters.
- *Regional Equity* - meaningfully advanced, as a rider representative may give particular voice to transit-dependent populations and diverse communities that most rely on and utilize the Metro system.
- *Transparency & Public Trust* - requires that any selection process for the rider representative be clear, accessible, and publicly visible to ensure this alternative advances rather than undermines public confidence in the Board.
- *Fiscal Stewardship* - not significantly compromised, as the incremental administrative cost of supporting one additional non-voting Board member role would be modest.

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- *Functional Effectiveness* - maintained and may be enhanced, the non-voting seat enriches Board deliberations with direct rider and community perspective without disrupting formal decision-making authority or the Board's ability to make timely, high-quality decisions on multi-decade investments.
 - *Customer Experience* - directly advanced by this alternative, as a standing rider/community stakeholder representative ensures that rider outcomes, system performance concerns, and the experiences of transit-dependent communities are consistently present in Board discussions and committee meetings.
 - *Adaptability* - supported, the non-voting seat is directly responsive to community feedback that this perspective be more formally included in Board composition.

Alternative D - Maintaining Board Appointments

Under this alternative, Metro would retain the current 13 voting-member Board structure with no changes to Board composition or appointment authority. The five County seats would continue to be held by five members of the BOS; once the BOS expands to nine members, the BOS would need to appoint five from amongst themselves, inclusive of the future County CEO. The remaining seats would follow the compositional requirements, between the City of Los Angeles and the other 87 Cities, pursuant to Public Utilities Code §130051.

The following analyzes this alternative in the context of the Committee's adopted governance values:

- *Legal Integrity* - if the BOS were to designate the future elected County CEO as eligible for one of the five County seats, a legislative amendment would be required.
- *Intergovernmental Balance* - preserved, maintaining the established appointment structure.
- *Electoral Accountability* - maintained in a manner consistent with peer agencies, where a subset of county elected officials serving on a regional transit board is standard practice.
- *Regional Equity* - preserved through the existing geographic appointment structure, this alternative does not proactively advance equity in the composition of those appointed beyond current practice.
- *Transparency & Public Trust* - supported, as the existing governance structure is well-established, understandable, and defensible to the public and to institutional stakeholders.
- *Fiscal Stewardship* - preserved, as this alternative avoids additional administrative costs or obligations on taxpayers beyond the existing Board structure.
- *Functional Effectiveness* - maintained consistently with the current standard, preserving

institutional memory, intergovernmental relationships, and the Board's ability to make timely decisions on multi-decade investments.

- *Customer Experience* - preserved at current performance levels.
- *Adaptability* - preserved in that this alternative is responsive to Measure G-all new BOS members and the elected CEO would be eligible for appointment to the Metro Board

Board Size and Alternatives Not Advanced

It

should be noted that community outreach did not explicitly support Board expansion; feedback instead focused on improving rider representation, accountability, transparency, and community input while preserving effective regional representation. Metro's peer agency reviews also found that the average and most effective transit board size among comparable agencies is generally between 10 and 12 voting members.

This position aligns with the Committee's adopted governing values:

- *Legal Integrity* - an increase in Board size would require a legislative amendment.
- *Intergovernmental Balance* - preserved by retaining the existing allocation of seats among appointing authorities; expansion would require decisions about which tier or tiers of government receive additional seats, risking disruption to the current balance of representation
- *Electoral Accountability* - expanding the Board could dilute accountability by adding seats whose appointment mechanisms would need to be newly defined, potentially creating ambiguity about who is responsible for representing which communities.
- *Functional Effectiveness* - supports a board of manageable size-consistent with peer agency averages-that can build consensus, maintain institutional memory, and make timely, high-quality decisions on multi-decade investments and programs. Enlarging the Board risks slowing down deliberation and complicating coordination.
- *Customer Experience* - is better served by improving the quality and focus of Board appointments than by expanding Board size; community outreach consistently emphasized accountability and rider representation as priorities, not structural growth.
- *Fiscal Stewardship* - preserved by avoiding the additional administrative, compensation, resources, and logistical costs that an expanded board would impose on the agency and taxpayers.
- *Regional Equity* - best advanced through the quality and diversity of Board representation rather than quantity of seats, consistent with the community outreach finding that stakeholders

favored improved rider representation and accountability over structural expansion.

- *Transparency & Public Trust* - benefits from a governance structure whose scale and mechanics are familiar, easily understandable by the public, and consistent with peer institutions whose average size is 10-12 members.
- *Adaptability* - supported by maintaining flexibility to consider targeted additions-such as the non-voting rider representative described above-without committing to a comprehensive structural expansion that would be more difficult to reverse or modify in response to future changes in regional governance.

EQUITY PLATFORM

This item is informational. The evaluation of governance alternatives through a transparent, community-informed process supports Metro's equity principles by helping ensure that rider, community, stakeholder, and regional perspectives are meaningfully incorporated into discussions of potential governance changes.

The outreach conducted as part of this process included engagement with riders, transit-dependent communities, local jurisdictions, advisory bodies, youth organizations, business and community stakeholders, and members of the public from across Los Angeles County. Feedback consistently emphasized the importance of transparency, accountability, regional representation, and governance structures that reflect the experiences and needs of the communities Metro serves.

By evaluating governance alternatives through these equity and community engagement lenses, the Board can assess how potential governance structures may impact public trust, representation, customer experience, and long-term regional mobility outcomes.

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 expected to contribute to further reductions in VMT. While this item does not directly encourage transit, sharing a ride, or using active transportation, it is a vital part of Metro operations, as it is a formal advisory body that provides community input on key agency priorities, projects, and programs, which can lead to enhanced customer experience. Because the Metro Board has adopted an agency-wide VMT Reduction Target, and this item supports the overall function of the agency and 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

This report supports Metro's Strategic Plan Goals 4 and 5 by transforming LA County through regional collaboration and national leadership by providing responsive, accountable, and trustworthy governance within the Metro organization and advancing organizational excellence, transparency, accountability, and informed governance decision-making.

NEXT STEPS

Based on Committee input, staff will finalize the alternatives for consideration next month to advance to the Metro Board.

ATTACHMENTS

- Attachment A - Motion 33.1
- Attachment B - Governance Values
- Attachment C - Summary of Governance Alternatives

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Board Report

File #: 2026-0035, **File Type:** Motion / Motion Response

Agenda Number: 33.1.

**EXECUTIVE MANAGEMENT COMMITTEE
JANUARY 15, 2026**

Motion by:

DIRECTORS DUTRA, BARGER, HORVATH, PADILLA, NAJARIAN, AND DUPONT-WALKER

Metro Governance Review Motion

In November 2024, voters in Los Angeles County (County) approved Measure G, a voter-initiated charter amendment that significantly restructured County governance by providing for the creation of an elected County Executive, the expansion of the Los Angeles County Board of Supervisors, and related reforms. Under existing law, if the number of members of the County Board of Supervisors is increased, the Los Angeles County Metropolitan Transportation Authority (Metro) is required to submit a plan to the legislature for revising the composition of the Metro Board within 60 days of the increase.

The passage of Measure G has prompted renewed discussion regarding the structure, composition, and representational frameworks of major regional governing bodies operating within the County.

Metro serves a geographically expansive and demographically diverse constituency encompassing 88 incorporated cities and extensive unincorporated areas, and its Board of Directors exercises critical oversight of regionwide transportation planning, investment, and policy decisions that affect residents across the County.

Accordingly, it is essential that Metro’s Board composition continue to reflect the diversity and geographic breadth of the County it serves, and that any consideration of potential changes be guided by principles of geographic equity, balanced representation, cost neutrality and jurisdictional inclusion.

Any review of Metro’s Board structure should be conducted in a transparent manner and led by Metro itself, consistent with its statutory authority and regional role. In this context, an Ad Hoc Committee has been established to review the current Board composition in a transparent and locally-driven manner. The Committee’s deliberations and recommendations should be informed by relevant comparative, historical, and demographic context.

SUBJECT: METRO GOVERNANCE REVIEW MOTION

RECOMMENDATION

APPROVE Motion by Dutra, Barger, Horvath, Padilla, Najarian, and Dupont-Walker that the Board direct the Chief Executive Officer to:

- A. A benchmarking analysis of peer transit agencies of comparable size, scope, and governance complexity, including a summary of each agency's governing board composition, appointment or selection structure, voting authority, and any relevant statutory or local governance provisions;

- B. An overview of the governing body composition of other major public agencies operating within the Los Angeles Metropolitan region, particularly those with regionwide responsibilities or significant public investment oversight, to provide local context on common approaches to representation and jurisdictional participation;

- C. An explanation of the historical context for Metro's current Board composition, including agency consolidation and the evolution of the agency's governance structure and key considerations that shaped representation;

- D. A compilation of basic demographic and jurisdictional context for Los Angeles County, including a snapshot of incorporated cities and unincorporated areas, population distribution, and governance geography, presented for informational purposes to support the Committee's understanding of regional representation; and

- E. A plan for community and stakeholder engagement, including but not limited to Los Angeles County Councils of Government, to ensure any recommendation reflects the diverse viewpoints of local residents, organizations, and municipalities.

ATTACHMENT B: GUIDING VALUES

Ad Hoc Board Composition Committee

| Value | Definition |
|--------------------------------------|---|
| Legal Integrity | Governance changes shall maintain Metro's status as an independent legal entity governed by state statute. |
| Intergovernmental Balance | Metro should reflect a regional body that balances the interests of the County, City of Los Angeles, and the other 87 cities, councils of government, and state interests. |
| Electoral Accountability | Governance should reflect clear accountability to countywide voters. |
| Regional Equity | Board composition should represent the geographic, demographic, and economic diversity of Los Angeles County, with proportional consideration given to the communities that most rely on and utilize the Metro system. |
| Transparency and Public Trust | Governance structures and any changes should be understandable, explainable, and defensible to the public. |
| Fiscal Stewardship | Decision-making authority shall be grounded in responsibility for long-term fiscal risk, including budgets, debt, and capital programs, and shall not impose additional costs or obligations on taxpayers. |
| Functional Effectiveness | Governance should support stable oversight, institutional memory, and the Board's ability to make timely, informed, and high-quality decisions, particularly for multi-decade investments and programs. |
| Customer Experience | Governance should support decisions that prioritize customer experience, rider outcomes, and system performance, while recognizing the full range of users, stakeholders and infrastructure overseen by Metro, including transit, active transportation, highways and Metro-owned assets. |
| Adaptability | Governance structures should be resilient and flexible in response to future changes in county or regional governance. |

ATTACHMENT C: GOVERNANCE ALTERNATIVES

| Alternative | Summary | County | City of L.A. | Other 87 Cities | Gov. Appt. (Non-Voting) | Total |
|--|---|--|---|---|--|--|
| Alt. A Flexible Appointments | Opens each appointing body's seats to public members, while maintaining current board size. The County could designate the future elected County CEO as one of its five appointees. Metro could establish advisory criteria to guide selections. | 5 of 9 seats: BOS members or public appointees, including potentially the future elected County CEO, as designated by the BOS | 4 seats: Mayor or appointees may be a public member with relevant experience or expertise; as designated by the Mayor | 4 seats: City Selection Committee appointees; may include public members rather than elected city officials | 1 (Governor's appointee) | 14 (13 voting + 1 NV) |
| Alt. B Directly Elected Board | Replaces the appointment-based structure with 13 members directly elected by voters from newly created geographic districts across LA County. Board members would be solely accountable to transit voters rather than to county or city appointing authorities. | 13 directly elected members from newly designated countywide voting districts <i>(replaces all existing County, City of L.A., and Other Cities appointment tiers)</i> | | | 1 (Governor's appointee) | 14 (13 voting + 1 NV) |
| Alt. C Non-Voting Rider Representative | Adds one non-voting rider /community stakeholder representative to the Board, providing a consistent voice in deliberations, committee meetings, and public engagement. | 5 of 9 seats: BOS members | 4 seats: Mayor and/or appointees (per current PUC statute) | 4 seats: City Selection Committee appointees (per current PUC statute) | 1 (Governor's appointee) + 1 Rider/Community Rep. (NV) | 15 total (13 voting + 2 NV) |
| Alt. D Maintaining Board Appointments | Supervisors would self-select and/or appoint the future elected County CEO to continue serving on the Metro Board, while maintaining current board size. All current appointment mechanisms remain intact. | 5 of 9 BOS members or County CEO can serve as one of the 5 BOS seats, self-selected by the BOS following the 2032 expansion | 4 seats: Mayor of L.A. plus 3 mayoral appointees (2 may be public members; 1 must be a City Council member) per current PUC statute | 4 seats: City Selection Committee; one elected mayor or council member per geographic subregion, weighted by city population, per current PUC statute | 1 (Governor's appointee) | 14 (13 voting + 1 NV) |



Governance Alternatives

Ad Hoc Committee on Board Composition

May 2026

Motion 33.1 — January 2026

Directors Dutra, Barger, Horvath, Padilla, Najarian, and Dupont-Walker



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February 2026: First Committee Meeting

The Ad Hoc Committee received foundational context to frame its work.

Governance History

Metro's History Reviewed

The Committee received a briefing on Metro's governance history and the foundational premise for the current Board composition structure, providing historical context for the reform discussion.

Statutory Authority

Metro's Legal Framework

Metro is established as an independent legal entity under State statute (California Public Utilities Code). Its Board composition and appointment structure can only be modified through state legislative action.

Measure G Timeline

Implementation Context

The Committee reviewed the implementation timeline for Measure G — including the 2028 County CEO election and 2032 BOS expansion — to understand the County governance changes driving this review.

Outreach Launched

Three-Month Public Campaign

The Committee provided guidance as staff launched a three-month countywide outreach campaign to gather public and stakeholder input.

Peer Agency Benchmarking

At its March 2026 meeting, the Committee reviewed board composition and governance structures at large U.S. transit agencies comparable to Metro.

12

Peer & Reference Agencies Reviewed

7 primary peers (NY MTA, NJ Transit, MBTA, SEPTA, WMATA, CTA, BART) + 5 reference agencies (Sound Transit, MARTA, Community Transit, Pittsburg Regional Transit and Toronto Transit Commission)

~10

Avg. Voting Board Members at Peers

Larger agencies average 10; Smaller average 12. Metro's 13-member board is at the higher end of the range.

No Single Governance Model Dominates Regional Public Agencies

Metro is unique as the only agency reviewed where all county elected officials serve ex officio — automatically by virtue of holding the office.

Changes to board composition generally require state legislative action.

Local agencies also reviewed - no single governance model dominates regional public agencies in Los Angeles County.

Metro's Advisory Body Network

At its April 2026 meeting, the Committee reviewed Metro's advisory bodies — a more comprehensive network than found at peer agencies.

Community Advisory Council (CAC) & TBAC

Advisory bodies provide rider and community input on major policy and planning decisions and business advisory input; both pursuant to State Law

Five Regional Service Councils

Hold decision-making authority over local bus service changes — a feature not commonly seen at peer agencies

Public Safety Advisory Committee (PSAC)

Recommendations on Metro's public safety programs and law enforcement activities

Technical Expertise

Technical experts from jurisdictions advising on planning, programming, and project delivery on the Technical Advisory Committee, Sustainability Council and Policy Advisory Committee

Community and Riders

Accessibility Committee and Youth Councils engage riders — Metro is ahead of most peer agencies in institutionalizing youth voice in governance

Oversight Committees

Independent fiscal oversight ensuring accountability for sales tax measures and capital program funds as well as operations

Riders are represented on these advisory bodies.

Guiding Values

At its March 2026 meeting, the Committee first reviewed and discussed the values framework. The Committee adopted the following guiding values at its April 2026 meeting.



Legal Integrity



Intergovernmental Balance



Electoral Accountability



Regional Equity



Transparency & Public Trust



Fiscal Stewardship



Functional Effectiveness



Customer Experience



Adaptability

Community Outreach — Scope & Reach

Staff conducted a three-month countywide community and stakeholder outreach effort to gather input on Metro’s governance structure.

25

Stakeholder orgs presented to

900+

Attendees reached

11

Listening sessions

~200

Virtual session participants

13

Pop-up transit intercepts

~900

Survey responses

Stakeholder Engagement

Preliminary meetings in February with Service Councils, business orgs, and local government agencies shaped outreach language and methodology, followed by formal presentations including to the Las Virgenes-Malibu, Westside Cities, Gateway Cities, San Fernando Valley, San Gabriel Valley, and South Bay Cities COGs, and the North LA County Transportation Coalition (NCTC) JPA as well as business groups.

*Arroyo Verdugo Communities JPA did not meet but was provided with presentation materials.

Community Events

7 listening sessions hosted by Service Councils, PSAC, and the CAC.
Two staff-led virtual listening sessions (countywide + North County-focused).
Thirteen pop-up transit intercepts staged throughout the County.

Digital Channels

Dedicated project website, multilingual online surveys, and public comment via email and phone generated over 2,600 website views and 1,300 engagement touchpoints, yielding ~900 survey responses with broad countywide participation.

Community Outreach — What We Heard

Themes emerged across public forums, listening sessions, stakeholder interviews, and the online survey.

| | |
|--|---|
| Accountability & Representation | Community members widely expressed that the Board should be directly accountable to riders and transit-dependent communities, with clearer mechanisms for ensuring their perspectives are formally represented in governance. |
| Diversity of Board Membership | Participants supported broader expertise on the Board — including transportation planning, equity, and finance — and greater transparency in the appointment process. |
| Formal Rider Voice | Participants advocated for adding a representative with direct transit experience. |
| Transparency & Public Trust | Emphasis that Board decision-making should be transparent and responsible to riders and communities — particularly on major policy, service, and investment decisions that directly affect transit-dependent populations. |
| No Advocacy for Board Expansion | No advocacy for expanding the size of the Board or explicitly called for including the County's future elected CEO in Board composition as a governance priority. |

Overview of Four Governance Alternatives

Alt. A Flexible Appointments

Appointing authorities could appoint electeds or public members (riders, SMEs). Preserves existing structure while enabling voluntary diversification of the Board.

BOARD STRUCTURE

13 voting + 1 NV Governor appointee
5 County | 4 City of L.A. | 4 Other Cities |
1 State NV

Alt. B Directly Elected Board

Replaces appointment-based structure with 13 members directly elected by voters from new geographic districts across LA County.

BOARD STRUCTURE

13 directly elected + 1 NV Governor appointee
(Replaces all County, City of L.A., and Other Cities tiers)

Alt. C Non-Voting Rider

Adds one non-voting rider or community stakeholder. Directly advances rider voice and regional equity.

BOARD STRUCTURE

13 voting (unchanged) + 1 NV Governor appointee + 1 NV Rider

Alt. D Maintaining Appointments

After BOS expands to 9 in 2032, five Supervisors self-select or designate County CEO. All other current appointment mechanisms remain intact.

BOARD STRUCTURE

13 voting + 1 NV Governor appointee
5 County | 4 City of L.A. | 4 Other Cities |
1 State NV

Flexible Appointments

Appointing Authorities empowered to appoint electeds or public members (which could be riders or subject matter experts)

| County | City of L.A. | Other 87 Cities | State (NV) | 14 Total 13 voting + 1 NV |
|--|--|--|-------------------------------------|---|
| 5 of 9 seats BOS members and/or public appointees; County CEO potentially eligible, as designated by the BOS | 4 seats Mayor and/or public member appointees as designated by the Mayor | 4 seats City Selection Committee; may include public members | 1 seat Governor Appointee | |

Key Considerations



Preserves *Intergovernmental Balance* and existing appointment structure. *Fiscal Stewardship* preserved.



Functional Effectiveness – preserved as long as appointees serve standards terms, which will promote institutional memory



Advances *Regional Equity* and *Customer Experience* if appointing authorities adopt criteria that prioritize diverse, transit-experienced members



Electoral Accountability and Transparent & Public Trust – if electeds do not serve, accountability to voters is less direct, will require clear, publicly communicated appointment processes

Directly Elected Board

Replaces the appointment-based structure with 13 members directly elected by voters from newly created geographic districts across LA County.

Proposed Structure

13 Directly Elected Members from countywide voting districts + 1 Governor's Appointee (non-voting)

(replaces all County, City of L.A., and Other Cities appointment tiers) + 1 NV (Governor's appointee)

14

Total

13 voting
+ 1 NV

Key Considerations



Promotes *Electoral Accountability*; members directly accountable to transit voters



Significantly changes *Intergovernmental Balance*; removes governmental appointment authority from all tiers



Raises significant *Fiscal Stewardship* concerns — election administration costs and risk of losing intergovernmental funding leverage as current board composition has strong State and Federal ties



Ability to promote *Customer Service* and *Regional Equity* will depend on district design. Fixed district structure limits *Adaptability*; redrawing boundaries requires additional legislative cycles

Non-Voting Rider Representative

Adds one non-voting rider or community stakeholder to the Board.

Role & Selection

- Attends all Board and committee meetings in a non-voting advisory capacity
- Selected through existing advisory bodies (Service Councils, CAC) or a public nomination and screening process



Customer Experience

Directly advances rider voice — ensures transit-dependent community perspectives are consistently present in Board deliberations and committee meetings



Regional Equity

Gives voice to underrepresented communities that most rely on Metro but may lack direct representation through governmental appointment processes



Transparency & Public Trust





Requires that any selection process for the rider representative be clear, accessible, and publicly visible

Maintaining Board Appointments

After BOS expands to 9 in 2032, five Supervisors self-select or designate County CEO. All current appointment mechanisms remain intact.

| County | City of L.A. | Other 87 Cities | State (NV) | 14 Total 13 voting + 1 NV |
|---|--|--|---------------------------------|---|
| 5 of 9 seats BOS members or County CEO, self-selected by BOS after 2032 expansion | 4 seats Mayor of L.A. plus 3 mayoral appointees (2 public members; 1 City Council) | 4 seats City Selection Committee; one elected official per subregion, weighted by population | 1 seat Gov. Appointee | |

Key Considerations

-  Supports *Transparency & Public Trust* — well-established structure is understandable and defensible to the public and institutional stakeholders
-  Supports *Regional Equity and Customer Service* consistent with current practice
-  Preserves *Intergovernmental Balance, Fiscal Stewardship, and Functional Effectiveness*
-  *Adaptability* - Responsive to Measure G and maintains *Electoral Accountability* in a manner consistent with peer agencies that have a subset of County elected representation

Board Size: No Expansion Recommended

All four alternatives preserve Metro's current 13-voting-member structure.

Rationale — Grounded in the Committee's Guiding Values and Community Feedback

| | |
|--|--|
| Legal Integrity | Board expansion requires new California state legislation, adding legal process complexity and precedent concerns. Once enacted, the expanded structure would carry the same legal integrity as the current framework. |
| Intergovernmental Balance | Adding seats raises unresolved questions about which tiers gain representation; risking disruption to the current balance.  |
| Electoral Accountability | Adding seats may dilute or complicate the existing electoral accountability structure without a demonstrable governance benefit. |
| Regional Equity | Community outreach showed that stakeholders prioritized improved accountability and rider/SME representation, not structural expansion. |
| Transparency & Public Trust | A governance structure familiar and consistent with peer institutions is more understandable and defensible to the public than one expanded solely in response to County governance changes. |
| Fiscal Stewardship | Expanding the Board would impose additional administrative, compensation, and logistical costs on the agency and taxpayers without a governance benefit identified in the peer review or community outreach. |
| Functional Effectiveness | Peer agency boards average ~10 voting members. Enlarging Metro's 13-member board risks slowing deliberation and undermining the Board's ability to make timely, high-quality decisions on multi-decade investments. |
| Customer Experience | Board size does not directly determine rider experience. Improvements in service quality and customer outcomes are driven by Board priorities and agency management, not the number of seats. |
| Adaptability | Maintaining the current structure preserves flexibility to consider targeted additions — such as the non-voting rider representative (Alt. C) — without committing to structural expansion that would be difficult to reverse. |