

2025 TriMet Board Retreat

November 12, 2025

Agenda

1. Welcome
2. Board Effectiveness Frameworks
3. 5 Pillars of Board Governance
4. Activity / Discussion
5. Governance Effectiveness Pathway
6. Reflections & Commitments



Welcome TriMet Board



Dr. LaVerne Lewis
Board Chair
District 6: E
Multnomah County



Thomas Kim
Vice President
District 1:
Washington
County



Tyler Frisbee
Secretary /
Treasurer
District 4: SE
Portland



Erin Graham
District 2: NW and
portions of SW
Portland



Robert Kellogg
District 3: SW
Portland and
Washington
County



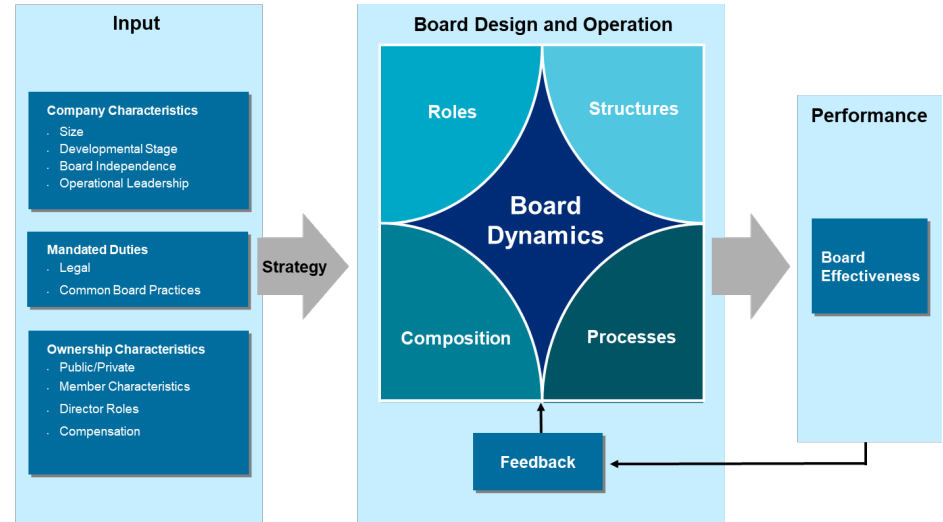
JT Flowers
District 5: N and
NE Portland

Today's Board Development Goals

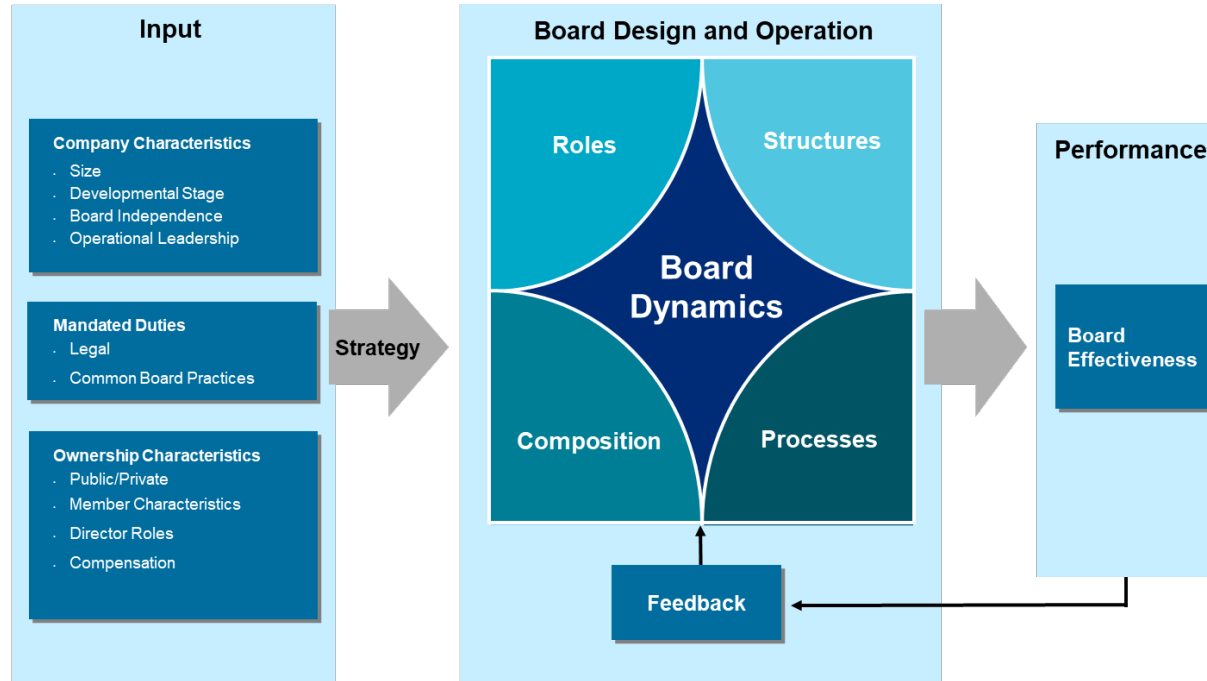
1. Increase awareness of the Board and General Manager leadership roles and functions
2. Create foundation for effective collaboration across the Board and GM roles
3. Increase awareness of focus areas for improvement and development

Board Effectiveness Framework

Effective governance requires consideration of multiple factors and openness to feedback



Board Effectiveness Framework



"Noses In, Fingers Out"

"Noses In" means...

- ✓ Stay informed, ask the right questions, and ensure management is accountable.
- ✓ Ask for the information they need to provide big-picture direction, set helpful policies, and ensure TriMet fulfills its mandate.
- ✓ Pay attention and monitor performance of the Agency's impact and the GM's performance.

"Fingers Out" means...

- ✓ Not interfere with management's decisions or attempt to run the organization themselves.
- ✓ There is a clear separation between strategy/direction and operations/implementation.
- ✓ GM functions as the pivotal point between strategy and operational execution.

Adapted from: *The Imperfect Board Member* by Jim Brown

Principles of Board and GM Accountability

Key Principle: The Board provides strategic direction and accountability by setting the “what” and “why” for TriMet—not daily management.

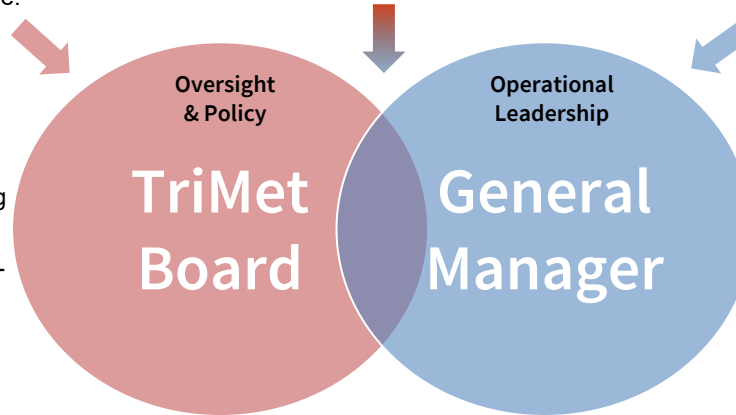
1. **Sets Vision and Strategy** – Defines long-term priorities such as safe operations, equitable access, fiscal responsibility, and climate leadership.
2. **Establishes Policy and Oversight** – Approves budgets, contracts, policies, and regional partnerships that shape transit’s future.
3. **Holds Leadership Accountable** – Evaluates the General Manager’s performance and ensures alignment with TriMet’s values and commitments.
4. **Represents the Public** – Directors are appointed to represent specific districts, acting as the community’s voice in governance.
5. **Builds Board Effectiveness** – Conducts self-assessments, develops leadership capacity, and engages in ongoing education.

Shared Accountability Zone

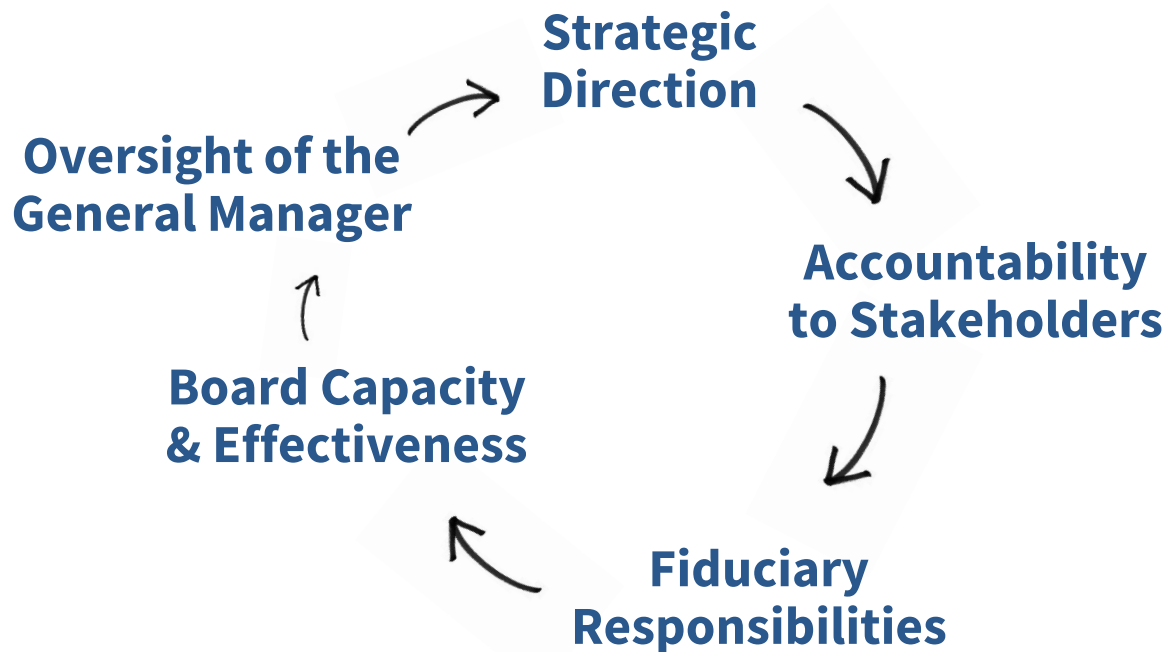
1. **Strategic Alignment** – The Board and GM collaborate to ensure TriMet’s goals, policies, and operations are connected and future-focused.
2. **Transparent Communication** – Open dialogue based on and builds trust. The GM provides clear, timely information; the Board asks informed, constructive questions.
3. **Public Trust and Impact** – Both the Board and GM are accountable to the public for TriMet’s performance, equity commitments, and stewardship of resources.

Key Principle: The GM governs by managing the “how” and “who” and has hands-on responsibility and execution for TriMet’s operations and workforce.

1. **Implements Strategy** – Translates Board policies into effective transit services, projects, and community initiatives.
2. **Leads Operations** – Oversees daily performance of buses, MAX, WES, and LIFT services; ensures safety, reliability, and customer satisfaction.
3. **Manages Resources** – Develops and administers the budget; secures funding; ensures compliance with laws and regulations.
4. **Builds Workforce Capacity** – Hires and manages staff, negotiates labor agreements, promotes safety culture, and develops talent.
5. **Engages Stakeholders** – Works with riders, employees, local governments, and regional partners to deliver responsive service.



5 Pillars of Board Governance



Strategic Direction

Board Role: Sets the long-term "what" and "why."

GM Role: Executes the "how" and "who."

Roles in action (examples)

#	Board	General Manager
1.	The Board passes a resolution to achieve a 100% zero-emission bus fleet by 2040. This sets the strategic goal and vision, outlining the "what" (zero-emission fleet) and the "why" (climate leadership, public health).	The GM directs staff to create a detailed implementation plan for the zero-emission transition, including researching bus technologies, developing charging infrastructure specs, and creating a phased procurement schedule.
2.	The Board establishes a strategic goal to "Improve on-time performance system-wide to 95% by 2026." This defines a key performance indicator that reflects the community's value of reliable service.	The GM redeploys operational resources, adjusts driver schedules, and implements new traffic signal priority technologies to achieve the 95% on-time performance target set by the Board.



Accountability to Stakeholders



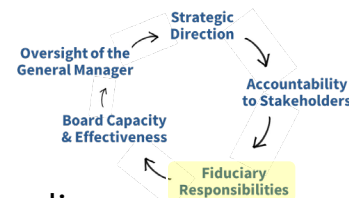
Board Role: Represents the public interest in high-level decisions.

GM Role: Engages directly with stakeholders to address operational concerns and gather input for Board consideration.

Roles in action (examples)

#	Board	General Manager
1.	During a public Board meeting, a Director from an underserved district advocates for a new bus line in their area , ensuring the community's voice is heard in the strategic planning process.	The GM hosts a series of community open houses in the underserved district to present potential route options, gather specific rider feedback, and report that feedback back to the Board for their decision.
2.	The Board holds a public hearing to receive testimony from riders and advocacy groups on the proposed annual budget, ensuring taxpayer and rider concerns are considered before final approval.	The GM's staff analyzes the public feedback from the hearing and works with the operations team to propose specific adjustments to the budget proposal (e.g., reallocating funds for more frequent night service) for the Board's final review.

Fiduciary Responsibilities



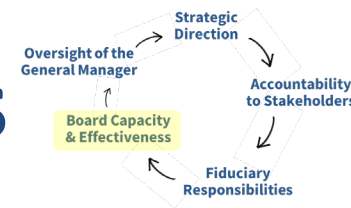
Board Role: Stewards public funds by approving major financial plans and ensuring compliance.

GM Role: Manages the agency's finances day-to-day and administers the approved budget.

Roles in action (examples)

#	Board	General Manager
1.	The Board reviews, debates, and formally approves the agency's annual operating and capital budget , ensuring it aligns with strategic priorities and is fiscally responsible.	The GM and the finance team develop the draft budget for Board consideration and are then responsible for managing all expenditures to stay within the approved budget throughout the year.
2.	The Board approves the award of a multi-million dollar contract for a new light rail vehicle fleet after ensuring the procurement process was fair, legal, and in the best long-term interest of the agency.	The GM oversees the procurement process for the new vehicles , ensuring all bids are evaluated according to the Board's policy and that staff recommendations are based on technical and financial criteria.

Board Capacity & Effectiveness



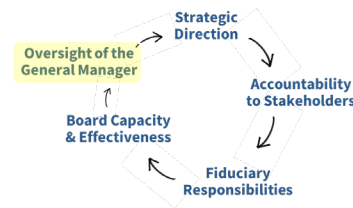
Board Role: Focuses on its own internal governance and development.

GM Role: Supports the Board's needs but does not manage the Board.

Roles in action (examples)

#	Board	General Manager
1.	The Board Chair facilitates an annual self-assessment where each Director reflects on the Board's performance in areas like meeting conduct, strategic questioning, and policy development.	The GM ensures agency staff provide the Board with the data, reports, and background information needed to conduct a meaningful self-assessment and make informed decisions.
2.	The Board establishes a succession plan for the Board Chair and Vice-Chair roles to ensure leadership continuity and organizes an annual retreat to discuss governance best practices.	The GM's office coordinates the logistics for the Board retreat (venue, materials) as directed by the Board but does not set the retreat's governance-focused agenda.

Oversight of the GM



Board Role: Hires, evaluates, and holds the GM accountable for overall performance.

GM Role: Is accountable to the Board and manages all other staff to achieve the Board's goals.

Roles in action (examples)

#	Board	General Manager
1.	The Board establishes clear, measurable performance goals for the GM each year (e.g., safety metrics, budget adherence, service delivery targets) and conducts a formal evaluation.	The GM's performance is measured against the Board's goals. The GM then cascades these goals down to their executives , holding them accountable for their respective areas.
2.	Based on a sustained decline in key performance indicators, the Board makes the decision to terminate the GM's contract and initiates a search for a new leader.	The GM is responsible for the performance of the entire agency. If the Board is dissatisfied, the GM is accountable and cannot deflect blame ; their job is to fix the underlying operational issues.

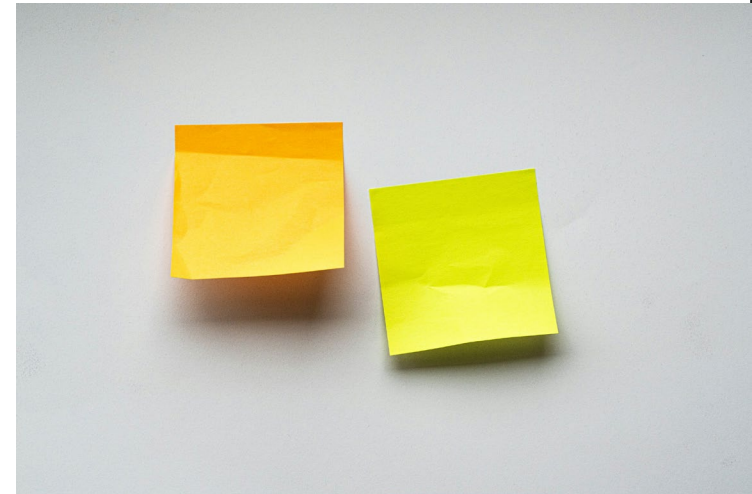
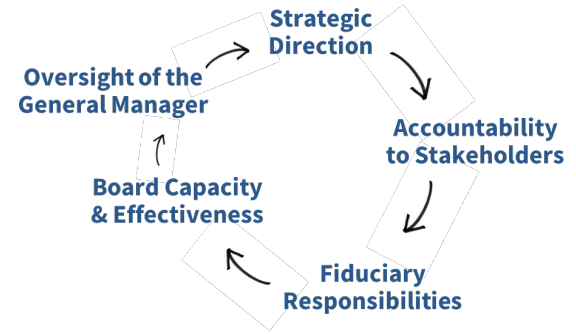
Activity: Tasks

Board effectiveness and improvement brainstorm

Action: review the five governance pillar examples we discussed and for each pillar, answer the following questions:

- Where is our current governance practice effective? (orange post-it)
- Where can we improve? (yellow post-it)

Time: 10 minutes

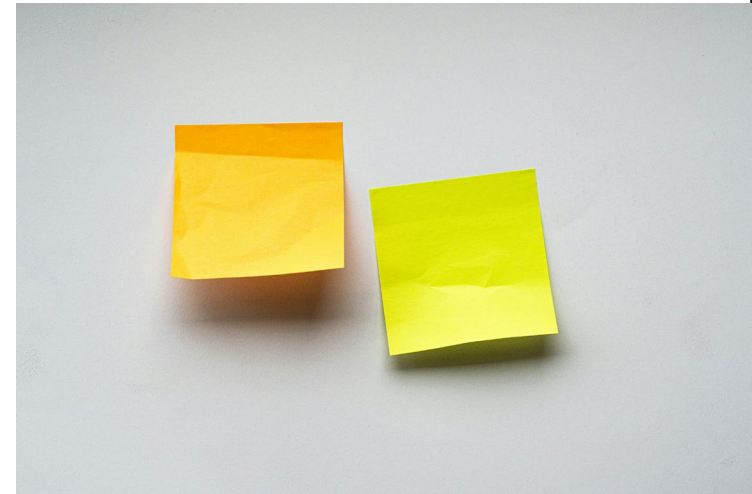
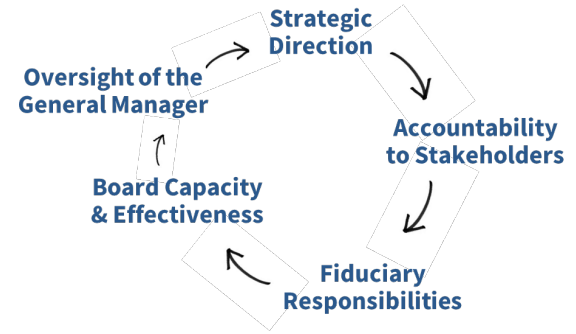


Activity: Discussion

Effectiveness and Improvement brainstorm

Discussion and reflection:

“Looking at these themes, what would have the biggest impact on our effectiveness and our support of the Agency’s mission if we improved it?”



Governance Effectiveness Pathway



Today's Retreat:

- ✓ Created the foundation for effective collaboration across the Board and GM roles
- ✓ Increased awareness of focus areas for improvement and development



Post Retreat (options)

- ☐ Confidential 1-on-1 Interviews
- ☐ 1-on-1 coaching sessions which could include Intercultural Development Inventory (IDI®)*
- ☐ Board performance evaluation



Potential Follow-up Sessions

- ☐ Delve into the interview findings and general theme
- ☐ Use interview findings to refine governance practices
- ☐ Formalize a Board Governance Work Plan e.g., ways the Board will collaborate and make decisions

*Board members who are interested in any of the Post Retreat options should contact the Board Chair and the GM via email

Reflections and Commitments

- What do you think will most help moving forward?
- Reflect on one personal commitment to strengthening their governance practice and share.

