



**ITEM ID:** 2026-221-0

**TRANSMITTAL DATE:** May 15, 2026

**MEETING DATE:** May 22, 2026

**TO:** Board of Directors

**FROM:** Don O. Del Rio, General Counsel

**SUBJECT:** Amended Bylaws to Reflect New Standing Committee

### **Issue**

At the April 2026 Board meeting, Chair Chaffee proposed to re-establish a single standing committee to address budgetary matters. The proposed establishment of the new standing committee requires conforming amendments to the Authority's Bylaws. The Legal Department has drafted the proposed amendments (the "Amended Bylaws") and presents them to the Board for its consideration.

### **Recommendation**

It is recommended that the Board adopt the amended bylaws to re-establish a single standing committee.

### **Strategic Commitment**

This report aligns with the Strategic Business Plan commitment of:

- **Modernizing Business Practices:** We will improve our operational efficiency through transparency, objective metrics and streamlined governance, reducing over-reliance on subsidy while bringing our system into a state of good repair and investing in the development of our employees. Amending the Authority's Bylaws ensures that the governing documents provide an effective and efficient governance structure.

## **Discussion**

The current Authority Bylaws do not provide for any standing committees. The prior three standing committees were abolished by Board action in September 2025, effective January 1, 2026. The proposed Amended Bylaws now before the Board would reinstate a single standing committee. The proposed amendments establishing the new standing committee all fall within Section 5.1 of the Bylaws and provide as follows:

- The new committee is proposed to be called the Budget Committee.
- The proposed jurisdiction of the new Budget Committee encompasses matters relating directly or indirectly to the annual fiscal budget of the Authority.
- The proposed composition of the Budget Committee is similar to that of the previous Executive Committee, namely the three officers of the Board (Chair, Vice-Chair, and Second Vice-Chair) as well as the two immediate past Chairs of the Board. If a past Chair of the Board is no longer a voting member of the Board, or if a Vice Chair is unable to serve, the affected Member Agency may designate a replacement from among its voting members.
- The Amended Bylaws would become effective on June 1, 2026.

## **Budget Impact**

There is no budget impact to the adoption of the Amended Bylaws.

## **Next Steps**

Should the Board approve the proposed Amended Bylaws, the new Budget Committee will be effective June 1, 2026.

Prepared by: Geoffrey P. Forgione, Associate General Counsel

Approved by: Don Del Rio, General Counsel

## **Attachment(s)**

[Attachment A - Proposed Amended Bylaws Redline](#)

[Attachment B - Proposed Amended Bylaws Clean](#)

[Presentation - Amended Bylaws to Reflect New Standing Committee](#)