



THE MBTA  
ADVISORY BOARD

## BY-LAWS

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### Officers

City of Quincy	Mayor Thomas P. Koch, Chair
City of Boston	Vineet Gupta, Secretary/Clerk
Town of Wellesley	Colette Aufranc, Treasurer

### By-Law Committee

Town of Bridgewater	Michael Dutton
Town of Saugus	Michael Serino
Town of Westwood	Steve Olanoff
Town of Watertown	Laura Wiener, AICP
City of Woburn	Tina Cassidy

### Staff

Brian Kane	Executive Director
Amira Patterson	Transportation Planner



# Contents

**ARTICLE I: ORGANIZATION AND MEMBERSHIP OF THE ADVISORY BOARD TO THE MASSACHUSETTS BAY TRANSPORTATION AUTHORITY**..... 4

**1. Organization:**..... 4

**2. Mission:** ..... 4

**3. Membership:**..... 5

        a. Municipal CEOs: ..... 5

        b. Designees:..... 6

**4. Term lengths for members of the Advisory Board:** ..... 7

**ARTICLE II: MEETINGS OF THE MBTA ADVISORY BOARD** ..... 7

**1. Business to be Transacted:**..... 7

**2. Call of Regular Meetings:** ..... 7

**3. Notice of Meetings:**..... 7

**4. Conduct of Meetings:**..... 8

**5. Non-Attendance of Designees:** ..... 8

**6. Voting:** ..... 8

**ARTICLE III: OFFICERS OF THE ADVISORY BOARD** ..... 9

**1. Officers:** ..... 9

**2. Duties of the Officers:** ..... 10

        a. Chair ..... 10

        b. Vice Chair(s) ..... 10

        c. Secretary/Clerk ..... 11

        d. Treasurer..... 11

**ARTICLE IV: COMMITTEES** ..... 12

**1. Membership:**..... 12

        a. Election to Committee Membership:..... 12

        b. Committee Chairs, Vice-Chairs, Co-Chairs:..... 12

        c. Committee Vacancies or Changes:..... 13

        d. Committee Terms ..... 13

        e. Mid-year appointments ..... 13

**2. Executive Committee:** ..... 13

        a. Membership..... 13

        d. Quorum..... 14



e. Procedures .....	14
f. Powers & Duties.....	15
<b>3. Budget &amp; Audit Committee:</b> .....	<b>15</b>
a. Membership.....	15
b. Powers and Duties: .....	15
<b>4. By-Law Committee:</b> .....	<b>16</b>
a. Membership.....	16
b. Powers and Duties .....	16
<b>5. Operating Budget Oversight Committee:</b> .....	<b>16</b>
a. Membership.....	17
b. Powers and Duties .....	17
<b>6. Capital Budget Oversight Committee:</b> .....	<b>17</b>
a. Membership.....	17
b. Powers and Duties .....	18
<b>7. Ad Hoc Committees:</b> .....	<b>18</b>
<b>ARTICLE V: STAFF AND CONSULTANTS</b> .....	<b>18</b>
<b>ARTICLE VI: MISCELLANEOUS</b> .....	<b>19</b>
<b>1. Fiscal Year:</b> .....	<b>19</b>
<b>2. Execution of Instruments:</b> .....	<b>19</b>
<b>3. Statement In Support of Diversity, Inclusion, and Equity</b> .....	<b>19</b>
4. External Appointments and Nominations to Boards, Committees, Etc. ....	19
<b>ARTICLE VII: AMENDMENT OF BY-LAWS: MATTERS NOT HEREIN PROVIDED FOR</b> .....	<b>20</b>
<b>ARTICLE VIII: STANDING ORDER, POLICIES, AND OTHER INFORMATION OF THE BOARD</b> .....	<b>20</b>
<b>APPENDIXES</b> .....	<b>21</b>
<b>Appendix A: Enabling Legislation: M.G.L. c. 161a, § 1, [8/24/20] (condensed):</b> .....	<b>21</b>
<b>Appendix B: Memorandum of Understanding with respect to the Boston Metropolitan Planning Organization:</b> .....	<b>30</b>
<b>Appendix C: Map of MBTA service district (2021):</b> .....	<b>31</b>
<b>Appendix D: Statement opposed to racism:</b> .....	<b>32</b>
<b>Appendix E. Voting Strengths from Fiscal Year 2023 Assessments</b> .....	<b>33</b>
a. Inner Core Communities – 14 cities and towns.....	33
b. Outer 51 cities and towns – 51 cities and towns.....	33
c. Other Communities Served – 112 cities and towns .....	34

<b>Appendix F. External Appointments to Boards, Committees, Etc.</b> .....	36
1. Qualifications: .....	36
2. Appeal for Candidates:.....	36
3. Application:.....	36
4. Nomination: .....	37
5. Election: .....	37
6. Notification: .....	37
7. Partial Term: .....	37
8. Removal: .....	38
9. Reappointment: .....	38



# By-Laws of the Advisory Board to the Massachusetts Bay Transportation Authority

## ARTICLE I: ORGANIZATION AND MEMBERSHIP OF THE ADVISORY BOARD TO THE MASSACHUSETTS BAY TRANSPORTATION AUTHORITY

### **1. Organization:**

The Advisory Board to the Massachusetts Bay Transportation Authority (the “Advisory Board”) is created by and exercises powers and duties in accordance with the provisions of Massachusetts General Laws Chapter 161A, Section 7A, as from time to time amended (hereinafter “Enabling Legislation”). These by-laws have been adopted to further the purposes of the Advisory Board as set forth in the Enabling Legislation.

### **2. Mission:**

The Advisory Board’s mission is to represent the interests of the cities and towns that comprise the Massachusetts Bay Transportation Authority (“MBTA” or “the Authority”) service district (see Appendix C), as defined by the Enabling Legislation (see Appendix A). The Advisory Board, through its members, committees, and staff provides public oversight of MBTA operations, budgets, policies, and activities. The MBTA Advisory Board annually completes a thorough and rigorous independent review of the MBTA’s budget and expenditures. It reviews, advises, and confers with municipalities on the MBTA multi-year capital budget, known as the Program for Mass Transportation (“PMT”), and provides an evaluation of the Authority’s Capital Investment Program (“CIP”). The Advisory Board, with the assistance of its staff, monitors and reports on the activities of the MBTA’s Board of Directors, the Authority’s operations, service levels, fares, and other service-related activities. In addition, the Advisory Board gathers information on the MBTA’s operations and

service with respect to issues surrounding equity, accessibility, maintenance, improvement to services, and the sustainability of the public transportation system. This work by the Advisory Board and its staff are intended to ensure transparency, accountability, and clarity of decision making for its members and the people of Massachusetts. It also has responsibilities to review certain other MBTA plans and policies under the Enabling Legislation.

### **3. Membership:**

The membership of the organization shall be made up of the chief executive officer (CEO) of each city or town in the MBTA Service District. The CEO is the municipality's Select Board Chair, Mayor, or City/Town Manager depending on the form of government of that municipality. CEOs serve as the representative for their community and vote on behalf of their municipality on matters before the Advisory Board.

Municipal CEOs may appoint a designee, or designees with all the same powers and responsibilities to represent a city or town on the Advisory Board. Municipal CEOs serve during their term of office, or term of appointment. Designees serve at the pleasure of the municipal CEO.

#### **a. Municipal CEOs:**

To qualify as a member of the Advisory Board a person must meet the criteria defined in the Enabling Legislation, namely taking office as the CEO of a municipality in the MBTA Service District, as follows:

- i. For those municipalities organized as a plan A, B, C, or F community as defined by M.G.L. c. 43, § 1, the member of the MBTA Advisory Board

shall be the chief elected official of that municipality, namely the Chair of the Select Board/Board of Selectmen or the Mayor.

- ii. For those municipalities organized as a plan D or E community as defined by M.G.L. c. 43, § 1, the City/Town Manager shall be the member of the MBTA Advisory Board.
- iii. The CEO of each member city or town is automatically a member of the MBTA Advisory Board.

b. Designees:

The municipal CEO of a city or town within the MBTA service district may appoint a designee or designees to act for them on the Advisory Board. The Enabling Legislation requires any designee to be a “rider” which is defined as a resident of the MBTA Service District who uses the MBTA service. Designees have the same voting rights and responsibilities as municipal CEOs and represent their municipality on all matters before the Advisory Board and its committees, provided however that only one person may cast the vote(s) of a single municipality. The rights of a person who is a designee to the Advisory Board to participate in its affairs shall commence as follows:

- i. Upon receipt of an appointment letter from the CEO or other authorized official of a member community. Notice of a change in the designee on the MBTA Advisory Board should be transmitted to the Advisory Board’s Executive Director via United States Postal Service (USPS) or email.
- ii. Designees shall serve and continue to represent their municipality until replaced by the CEO of the city or town they represent. Notice of a change in the designee on the MBTA Advisory Board should be transmitted to the Advisory Board’s Executive Director via USPS or email.

**4. Term lengths for members of the Advisory Board:**

The municipal CEO of each member community shall remain as the member of the MBTA Advisory Board so long as they retain their position as CEO of that municipality. Designees to the Advisory Board shall continue to serve until the municipality they represent appoints a replacement via the process described in these by-laws, or until they resign as a designee by submitting a resignation letter to their appointing official. The Executive Director and Chair of the Advisory Board should also be copied on resignation letters.

**ARTICLE II: MEETINGS OF THE MBTA ADVISORY BOARD**

**1. Business to be Transacted:**

Any lawful business of the MBTA Advisory Board may be conducted at a regular or special meeting, except as expressly herein otherwise provided. Meetings shall be conducted in accordance with applicable open meeting laws.

**2. Call of Regular Meetings:**

Regular meetings of the Advisory Board shall be held at least once each calendar year upon the call of the Chair via the Executive Director and/or Secretary/Clerk. Special meetings of the Advisory Board may be called by the Chair of the Advisory Board, by five members of the Executive Committee, or by representatives of 5 per cent or more of the votes of the 14 cities and towns, or of the 51 cities and towns, or of the other communities served (see Appendix E).

**3. Notice of Meetings:**

Meetings will be held in accordance with all applicable open meeting laws, regulations, and statutes.



#### **4. Conduct of Meetings:**

All meetings of the Advisory Board shall be open to the public and any person shall be permitted to attend any meeting except as otherwise provided in accordance with applicable open meeting laws. The Chair, or in their absence or a vacancy in their office, a Vice Chair, shall preside at meetings of the Advisory Board. If the Chair and Vice Chair(s) are unavailable to preside, another officer may act in their stead and preside as Chair at a particular meeting. The Executive Director may also preside with the unanimous consent of the Advisory Board. Executive sessions may only be held in accordance with open meeting laws.

In all matters of procedure not covered by the Enabling Legislation, by other statutes governing the procedures of the Advisory Board, or by these by-laws, meetings shall be conducted using Robert's Rules of Order as a guide.

#### **5. Non-Attendance of Designees:**

If a designee to the Advisory Board does not attend three or more consecutive meetings, the Executive Director may send a written statement to the CEO of the designee's city or town communicating the non-attendance of that designee to alert the CEO that their municipality may not be adequately represented on the MBTA Advisory Board.

#### **6. Voting:**

The voting strengths of each municipality in the MBTA service district are described in M.G.L. c. 161a, § 7A, and is based on MBTA assessment (see Appendix E). No municipality has a voting strength of less than one vote, but the voting strength of some municipalities is greater than one vote based on the total amount of

assessment paid to the MBTA by that municipality. All votes taken by the full Advisory Board are weighted votes.

- a. A quorum of the MBTA Advisory Board shall consist of 20 members/designees comprising at least 50% of the weighted vote present.
- b. Any duly called meeting of the Advisory Board at which a quorum is not in attendance may adjourn from time to time until a quorum is present.
- c. Remote participation is allowed for Advisory Board members/designees and those members/designees serving on Advisory Board committees pursuant to applicable open meeting laws, regulations, and statutes.

### ARTICLE III: OFFICERS OF THE ADVISORY BOARD

#### **1. Officers:**

The officers of the Advisory Board shall be a Chair, one or two Vice Chair(s), a Secretary/Clerk, and a Treasurer. Member communities are elected to serve in these offices, with the individual representing each community serving in the role as representative of the community. The officers shall generally be elected at the annual general meeting of the Advisory Board, traditionally held at the end of June each year. Officers that cease to be members or designees of the Advisory Board cease to be officers as well. Any officer may be re-elected at each subsequent election. All terms expire at midnight on June 30 annually, or otherwise at the conclusion of the annual meeting.

In the event of a vacancy in the office of Chair, one of the Vice Chairs shall fill the remainder of the Chair's term of office as Acting Chair, if there are two Vice

Chairs, the Vice Chair who has served in elected office the longest shall be offered the Acting Chairpersonship first. Any vacancy in the office of Vice Chair shall remain vacant until a new Vice Chair is elected. If the Vice Chair(s) ~~is~~ are unwilling or unable to fill the Chair's remaining term, then the Secretary/Clerk shall complete the term of the Chair as Acting Chair, while also retaining the office of Secretary/Clerk. If the Secretary/Clerk is unwilling or unable to fill the Chair's remaining term, then the Treasurer shall complete the term of the Chair as Acting Chair. In this instance, the Treasurer shall resign their position as Treasurer, and a new Treasurer shall be elected at the next Advisory Board meeting. If no officer is willing or able to complete the term of the Chair, the Executive Director is authorized to call an emergency meeting of the Executive Committee to nominate and elect an Acting Chair to complete the original Chair's term.

**2. Duties of the Officers:**

- a. Chair: In addition to powers and duties expressly provided for elsewhere in these by-laws, the Chair shall have such powers, and perform such other duties as may from time to time be voted by the Advisory Board. The Chair may designate temporary committees and the membership of such committees as may be necessary or convenient for carrying out the business of the Advisory Board. The Chair shall preside at all meetings of the Advisory Board and of the Executive Committee.
- b. Vice Chair(s): The Vice Chair(s) shall have all the powers and discharge all the duties of the Chair upon the absence, inability, or incapacity of the Chair.

- c. Secretary/Clerk: The Secretary/Clerk via the Executive Director, oversees the entering and recording of all votes, orders and proceedings of the Advisory Board and shall ensure that a true and accurate record of such proceedings are kept and can issue certificates of said proceedings of the Advisory Board. The Secretary/Clerk via the Executive Director, shall ensure that staff adequately maintain all books, documents, and papers filed with the Advisory Board and the record of the Advisory Board meetings. The Secretary/Clerk via the Executive Director, shall ensure that proper notice of all meetings of the Advisory Board is made by staff and/or their designee. The Secretary/Clerk via the Executive Director, shall further be responsible for overseeing the maintenance of records of the Advisory Board in accordance with M.G.L. c. 66, § 10(a), M.G.L. c. 4, § 7(26), and 950 CMR 32.03, "the Public Records Statutes." In the event of the absence of the Secretary/Clerk or a vacancy in the office thereof, the duties of the office may be performed by either the Chair, Vice Chair, or by an acting Secretary/Clerk appointed for such purpose by the Chair.
- d. Treasurer: The Treasurer will be responsible for the oversight of financial matters of the Advisory Board and shall, working in conjunction with the Executive Director, and/or the Budget & Audit Committee as may be established by these by-laws, oversee the preparation of the Advisory Board's annual budget, subject to the approval of the Advisory Board. The Treasurer, via the Executive Director, shall oversee the maintenance of records of the expenses of the Advisory Board and undertake such related responsibilities as the Advisory Board may require. All expense disbursement authorizations shall be made under the oversight of the

Treasurer, subject to any financial policies and procedures adopted by the Budget & Audit Committee.

## ARTICLE IV: COMMITTEES

Each committee member shall have one vote. All votes taken by Advisory Board committees are not weighted votes.

### **1. Membership:**

Member communities, represented by their CEO, may serve as members of all Advisory Board committees, and hold all committee seats. Designees of municipal CEOs, as described in these by-laws, may represent their CEOs on all Advisory Board committees. Designees have the same voting rights and responsibilities as municipal CEOs and represent their municipality on all committees, provided that only one person may cast the vote(s) of a single municipality. Individuals that cease to be members or designees of the Advisory Board shall cease to represent their communities on all committees. Community committee terms are for one year, generally from July 1 to June 30 annually, with no limit on the number of times they may be re-elected.

- a. Election to Committee Membership: Any member community is eligible for election to any committee. Member communities may nominate themselves for election by informing the Executive Director. The Executive Committee, or Advisory Board Chair may nominate a slate of committees for the Advisory Board's consideration.
- b. Committee Chairs, Vice-Chairs, Co-Chairs: The Executive Committee, or Advisory Board Chair may nominate a Chair, Vice Chair and/or Co-

Chairs of each committee. Upon nomination, each committee may consider and ratify this nomination at a subsequent meeting.

- c. Committee Vacancies or Changes: In the event that a municipality's member or designee resigns from a committee or ceases to be a member or designee of the Advisory Board, the municipality continues to hold a place on said committee, and may fill this place with their new member or designee at any time during the term.
- d. Committee Terms: All committee terms expire at midnight on June 30<sup>th</sup> annually. If no election takes place, committee members shall continue in place until new members are elected or appointed.
- e. Mid-year appointments: In the event of a vacancy, or of the desire of a member community to join a committee during the term, the Board Chair is authorized to make a mid-term appointment by signing a letter noting the appointment. Said letter should be provided to the Executive Director, the Secretary/Clerk (or their designee) and to committee members. Notice of such an appointment shall be announced at the next meeting of the Advisory Board.

## **2. Executive Committee:**

M.G.L. c. 161A, § 7A, provides that the Advisory Board may delegate its power of approval to an Executive Committee formed and elected pursuant to the duly adopted by-laws of the board and constituting among its members at least one-half of the total weighted vote of the Board (see Appendix E).

- a. Membership: The Executive Committee shall consist of the Advisory Board Officers and additional members constituting at least one half of the total weighted vote of the Advisory Board as per the Enabling Legislation.

- b. Additional Committee Members: The additional Executive Committee members shall have such powers and perform such duties as may be determined by the Chair, or in the event of the vacancy of the office of Chair by the Vice Chair serving as Acting Chair. The non-officer members shall be elected to the Executive Committee by a vote of the Advisory Board members.
- c. Election: The Executive Committee shall be elected from the persons so nominated at the meeting at which officers of the Advisory Board are elected.
- d. Quorum: For the purposes of conducting business, a quorum of the Executive Committee shall be a majority of members of the committee attending and participating in the meeting.
- e. Procedures: The Executive Committee shall meet upon the call of the Chair or in the event of a vacancy in the office, a Vice Chair; or upon the call of any five of its members via the Secretary/Clerk. Notice of meetings of the Executive Committee shall be given by the Secretary/Clerk of the Advisory Board, or their designee, to all members of the Executive Committee, and the Executive Director, in the same manner as provided for notice of special meetings of the Advisory Board, and as required by the Open Meeting Law. All meetings of the Executive Committee shall be open to the public and conducted in accordance with applicable law and these by-laws in the same manner as a meeting of the Advisory Board. The Secretary/Clerk, or their designee, shall keep minutes of meetings of the Executive Committee. Each member of the Executive Committee shall have one vote.

- f. Powers & Duties: The Executive Committee may make recommendations for action to the Advisory Board and acts as the delegate of the Advisory Board consistent with the language in the Enabling Legislation. The Executive Committee may create, from time to time, such other sub-committees as further the purpose and goals of the Advisory Board. Said sub-committees shall meet in accordance with the provisions of all applicable open meeting laws, regulations, and statutes. A quorum shall consist of a simple majority of sub-committee members, but never less than three members. The sub-committee may act by the affirmative casting of a majority of the votes represented in the quorum.

The Executive Committee shall oversee and advise the Executive Director and all Advisory Board employees.

### **3. Budget & Audit Committee:**

The Advisory Board shall create a Budget & Audit Committee responsible for the creation of the Advisory Board's annual budget, which includes all office space, staff employment costs, and other related costs.

- a. Membership: The Budget & Audit Committee shall consist of the Treasurer and at least two other Advisory Board members or designees appointed by a vote of the Advisory Board. The Treasurer of the Advisory Board shall serve as Chair of the committee. There may also be a Co-Chair of the Budget & Audit Committee who is not the Treasurer.
- b. Powers and Duties: The Budget & Audit Committee is charged with the development and oversight of the annual budget, which includes all office space, staff employment costs, and other related costs. It shall also



receive any financial audits conducted of the body's books and finances, and work with the Executive Director to ensure full compliance with all appropriate financial monitoring and oversight policies and procedures. The Budget & Audit Committee may adopt financial policies and procedures to govern the expenditure of the Advisory Board's funds, including signing authority policy.

**4. By-Law Committee:**

The Advisory Board shall create a By-Law Committee responsible for review and revision of these by-laws.

- a. Membership: The By-Law Committee shall consist of at least three Advisory Board members or designees appointed by a vote of the Advisory Board. Members of the By-Law Committee should have experience in the drafting, revising, and editing of by-laws for similar, public, oversight bodies.
- b. Powers and Duties: The By-Law Committee is charged with the re-development, revision, oversight, editing, and adaptation of the by-laws of the Advisory Board. The By-Law Committee, via the Executive Director of the Advisory Board, shall maintain a true and updated copy of the organization's by-laws. The committee shall consider and may recommend to the Advisory Board revising the by-laws of the Board whenever it deems fit, or at least once every five years.

**5. Operating Budget Oversight Committee:**

The Advisory Board shall create an Operating Budget Oversight Committee responsible for the ongoing review of the finances of the Massachusetts Bay Transportation Authority, including its annual operating budget.

- a. Membership: The Operating Budget Oversight Committee shall consist of at least three members or designees appointed by a vote of the Advisory Board. Committee members should have experience in one of the following areas of expertise: public administration, economics, public-sector budgeting, Massachusetts political economy, public transportation, transportation finance, transit operations, or similarly related areas.
- b. Powers and Duties: The Operating Budget Oversight Committee shall be charged with ongoing review of MBTA finances in general, and specifically the development of an annual report scrutinizing the Authority's annual operating budget. This report should consider the Authority's proposals and assumptions of revenue and expense and highlight any changes in spending compared to prior years, or that seem unreasonable in the opinion of the committee. The report should also include recommendations to policy makers on changes to improve the overall financial health of the MBTA.

**6. Capital Budget Oversight Committee:**

The Advisory Board shall create a Capital Budget Oversight Committee responsible for the ongoing review of the Massachusetts Bay Transportation Authority's capital spending plans, including its annual Capital Improvement Plan (CIP), and the quinquennial Program for Mass Transportation (PMT).

- a. Membership: The Capital Budget Oversight Committee shall consist of at least three members or designees appointed by a vote of the Advisory Board. Committee members should have experience in one of the following areas of expertise: public administration, economics, public-

sector budgeting, Massachusetts political economy, public transportation, transportation finance, transit operations, or similarly related areas.

- b. Powers and Duties: The Capital Budget Oversight Committee shall be charged with ongoing review of MBTA capital spending in general, and specifically the development of an annual report scrutinizing the Authority's annual CIP and the quinquennial PMT. These reports should consider the Authority's proposals and assumptions of revenue and expense and highlight any changes in spending compared to prior years, or that seem unreasonable in the opinion of the committee. The reports should also include recommendations to policy makers about certain projects or programs, or other capital spending matters deemed important to member communities by the committee.

**7. *Ad Hoc Committees*:**

The Advisory Board may create other committees as it deems fit. Examples of recent or proposed such committees include: Commuter Rail Committee; Ferry Committee; Rapid Transit Committee; Climate & Clean Energy Committee; Legislative Affairs Committee; and Policy Committee. The charge of these committees shall be approved by the Advisory Board at the time of their creation.

## ARTICLE V: STAFF AND CONSULTANTS

The Advisory Board's budget may provide for the appointment of employees, and other such expenses as it deems necessary for the day-to-day management and supervision of the business affairs of the Advisory Board. Such employees,

consultants, etc. shall be hired and supervised by the Executive Director subject to the oversight of the Executive Committee. The Executive Director position is referenced in the Enabling Legislation, M.G.L. c. 161a, § 7A authorizing the Advisory Board to incur expenses.

## ARTICLE VI: MISCELLANEOUS

### **1. Fiscal Year:**

The fiscal year of the Advisory Board shall correspond to the calendar year.

### **2. Execution of Instruments:**

Except as the Advisory Board may generally or in particular cases authorize, and upon approval, all instruments, documents, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the Advisory Board shall be signed by the Executive Director of the Advisory Board, or by an officer of the Advisory Board.

### **3. Statement In Support of Diversity, Inclusion, and Equity**

The Advisory Board is committed to diversity, inclusion and equity in its membership and in the work it performs. Including individuals from a broad range of backgrounds and experiences to participate in its work is important to meeting its mission. The diversity of our members, designees, and employees makes the organization stronger, and a better champion for public transportation in Massachusetts. All members of the community are welcome and encouraged to participate in the body's work.

### **4. External Appointments and Nominations to Boards, Committees, Etc.**

In the event that the MBTA Advisory Board is requested to make an external appointment or external nomination to another public board, commission, or other public body, said appointment or nomination shall be guided by Appendix F.



## **ARTICLE VII: AMENDMENT OF BY-LAWS: MATTERS NOT HEREIN PROVIDED FOR**

Upon recommendation by the By-Law Committee, or the Executive Committee, these by-laws may be amended by affirmative vote of the Advisory Board at which a quorum is present, provided that notice of such meeting has contained a copy of the proposed amendment or a statement of the intent and substance thereof.

## **ARTICLE VIII: STANDING ORDER, POLICIES, AND OTHER INFORMATION OF THE BOARD**

The Board may from time to time adopt, amend or repeal Standing Orders or Policies to further the goals and objectives as set forth and consistent with the Enabling Legislation or other administrative matters necessary to effectively and efficiently conduct business. Such Orders or Policies may be limited in scope and/or duration and may be amended from time. Any such Order or Policy adopted by the Board shall be distributed and available to Board members and kept by the Executive Director. Standing Orders and Policies shall be contained in an Appendix to these by-laws which shall be updated from time to time by the Executive Director.

## APPENDIXES

### Appendix A: Enabling Legislation: M.G.L. c. 161a, § 1, [8/24/20] (condensed):

**Section 1. As used in this chapter, the following words shall, unless the context otherwise requires, have the following meanings: —**

**"Advisory board"**, the **advisory board** to the authority established by section 7A.

"51 cities and towns", the cities and towns of Bedford, Beverly, Braintree, Burlington, Canton, Cohasset, Concord, Danvers, Dedham, Dover, Framingham, Hamilton, Hingham, Holbrook, Hull, Lexington, Lincoln, Lynn, Lynnfield, Manchester-by-the-Sea, Marblehead, Medfield, Melrose, Middleton, Nahant, Natick, Needham, Norfolk, Norwood, Peabody, Quincy, Randolph, Reading, Salem, Saugus, Sharon, Stoneham, Swampscott, Topsfield, Wakefield, Walpole, Waltham, Wellesley, Wenham, Weston, Westwood, Weymouth, Wilmington, Winchester, Winthrop and Woburn." ...

"Fourteen cities and towns", the cities and towns of Arlington, Belmont, Boston, Brookline, Cambridge, Chelsea, Everett, Malden, Medford, Milton, Newton, Revere, Somerville and Watertown." ...

"Other served communities", the cities and towns of Abington, Acton, Amesbury, Andover, Ashburnham, Ashby, Ashland, Attleboro, Auburn, Ayer, Bellingham, Berkley, Billerica, Boxborough, Boxford, Bridgewater, Brockton, [Bourne],<sup>1</sup> Carlisle, Carver, Chelmsford, Dracut, Duxbury, East Bridgewater, Easton, Essex, Fitchburg, Foxborough, Franklin, Freetown, Georgetown, Gloucester, Grafton, Groton, Grove land, Halifax, Hanover, Hanson, Haverhill, Harvard, Holden, Holliston, Hopkinton, Ipswich, Kingston, Lakeville, Lancaster, Lawrence, Leicester, Leominster, Littleton, Lowell, Lunenburg, Mansfield, Marlborough, Marshfield, Maynard, Medway, Merrimac, Methuen, Middleborough, Millbury, Millis, Newbury, Newburyport, North Andover, North Attleborough, Northborough, Northbridge, Norton, North Reading, Norwell, Paxton, Pembroke, Plymouth, Plympton, Princeton, Raynham, Rehoboth, Rochester, Rockland, Rockport, Rowley, Salisbury, Scituate, Seekonk, Sherborn, Shirley, Shrewsbury, Southborough, Sterling, Stoughton, Stow, Sudbury, Sutton, Taunton, Tewksbury, Townsend, Tyngsborough, Upton, Wareham, Way land, West Boylston, West Bridgewater, Westborough, West Newbury, Westford, Westminster, Whitman, Worcester, Wrentham, and

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<sup>1</sup> Note: The Town of Bourne exercised its right, under M.G.L. c. 161a § 6 to join the MBTA service district and the Advisory Board via municipal ballot. Bourne joined effective January 1, 2016. The text of the law as appearing online has not been updated to reflect this.

such other municipalities as may be added in accordance with section 6 or in accordance with any special act to the area constituting the authority.” ...

"Rider", a person whose residence is in one of the 14 cities or towns, one of 51 cities or towns, or one of the other served communities and uses local service or express service of the authority.”

### **Section 5: Limitations, conditions, obligations and duties of authority**

The authority shall be subject to the following limitations, conditions, obligations and duties:

[Parts a – c omitted]

(d) No proposal for a systemwide change in fares or decrease in systemwide service of 10 per cent or more shall be effective until said proposal shall first have been the subject of one or more public hearings and shall have been reviewed by the **advisory board** and, for a systemwide increase in fares of 10% or more, the MBTA board has made findings on the environmental impact of such increase in fares and, for a systemwide decrease in service of 10% or more, the decrease shall be the subject of an environmental notification form initiating review pursuant to sections 61 and 62H, inclusive, of chapter 30. Any systemwide increase in fares of 10 per cent or more shall conform to the fare policy established pursuant to paragraph (r). The authority shall increase fares only to provide needed revenue and shall not increase fares solely for the purpose of funding the stabilization fund established pursuant to section 19.

[Parts e and f omitted]

(g) The authority shall establish a program for mass transportation consistent with this chapter. The program for mass transportation and any revisions thereto shall be submitted for comment and recommendation to the **advisory board** not less than 60 days prior to the adoption thereof. The authority shall prepare a written response to reports submitted to it by the **advisory board** which response shall state the basis for any substantial divergence between the actions of the authority and the recommendations contained in such reports of the **advisory board**. The program shall be reviewed not less than every 5 years to evaluate the achievement of its aims and to re-evaluate its conformity with this chapter.

Said program for mass transportation and any plans specified therein shall be implemented by the capital investment program, including a rolling five-year plan. The capital investment program and plans of the authority shall be based on an evaluation of the impact of each proposed capital investment on the effectiveness of the commonwealth's transportation system, service quality standards, climate and the reduction of greenhouse gas emissions, environmental resiliency, the environment, health and safety, operating costs, the prevention or avoidance of deferred maintenance, and debt service costs. Capital investments that result in the greatest benefits with the least cost, transit commitments made in connection with the central artery project, so-called, capital improvements required under the Americans with disabilities act, capital investments that result in reductions of greenhouse gas emissions and capital expenditures for an ongoing schedule of maintaining the equipment and mass transportation

facilities of the authority, shall receive the highest priority under said capital investment program and plans.

Said ongoing schedule of maintenance shall be designed to prevent the deferral of routine and scheduled maintenance, address climate change-related vulnerabilities and shall be undertaken prior to investing in new facilities or service expansion, unless the latter required by law or can be demonstrated to be cost-effective, environmentally beneficial or produce quantifiable savings.

The capital investment program shall be prepared on an annual basis, under the direction, control and supervision of the authority. The program shall include a clear, comprehensive and specific plan to implement the requirements under section 6A of chapter 448 of the acts of 2016, which shall include, but not be limited to, alterations, updates, land acquisitions and new construction of bus garages, maintenance facilities and charging and fueling equipment, as may be necessary to meet the requirements. The plan shall prioritize the deployment of zero-emission buses on routes that serve underserved communities and communities with a high percentage of low-income households. Each rolling 5-year plan shall report on the progress in meeting the requirements under said section 6A of said chapter 448 including, but not limited to, the number of zero-emission passenger buses operated, the number of non-zero emission passenger buses operated, barriers to increased numbers of zero-emission passenger buses, if any, and recommended legislative or regulatory action needed to address barriers or otherwise promote compliance. The program adopted by the board, including plans for each project funded therein, shall be available for public inspection and submitted to the department, the joint committee on transportation and the senate and house committees on ways and means not later than 60 days prior to the start of the fiscal year.

Said program for mass transportation, the capital investment program and the plans for each such project funded therein shall be developed in conjunction with other transportation programs and plans proposed by the department, including any plans of regional transit authorities established pursuant to chapter 161B. Said programs shall be further developed in consultation and cooperation with the department, and in consultation with the department of housing and community development, the metropolitan area planning council, the executive office of environmental affairs, and such other agencies of the commonwealth or of the federal government as may be concerned with said program and plans.

The plans for each project included in the capital investment program shall identify the purpose and intended benefits of each project, the total budget and timeline necessary to complete each project, the amount of said total which is budgeted for each project in the next fiscal year, the operating costs and savings, if any, anticipated to be incorporated in the operating budget of the authority upon completion of each project, the proposed operating costs and costs of routine and scheduled maintenance associated with each project upon its completion, and the expected useful life of each project.

The capital investment program shall be based on a rolling five-year plan, updated annually, that establishes the priorities and cashflow needs of the capital borrowing program of the authority. The five year plan shall be accompanied by a timeline for the implementation of the projects and



priorities established therein and comprehensive financial estimates of the capital and operating costs and revenues associated with each project established by the plan.

The authority shall conduct a series of public meetings within 30 days of issuance of an initial draft of the capital investment program and shall submit a final capital investment program to the **advisory board**, for its review, no later than January 15 of each year.

The authority shall be responsible for the architectural, engineering design, and the construction of mass transportation facilities and for the operation thereof.

(h) The authority shall on or before April 1 of each year, render to the department, the governor, the **advisory board**, and the general court, a report of its operations for the preceding calendar year, including therein a description of the organization of the authority, its service quality standards, trends in revenue and ridership, service improvements and recommendations for legislation, if any, and the program for mass transportation as most recently revised.

[Parts i – o omitted]

(p) To create, after public hearing and in consultation with the **advisory board**, mechanisms for ensuring reliable, high-quality and cost-effective operations by establishing and implementing service quality standards.

(q) To promote, in consultation with the **advisory board**, maximization of fare revenue and nontransportation revenue, described herein, through reasonable and equitable fares, ridership growth, and transit-oriented development of land and air rights controlled by the authority.

[Parts r and s omitted]

### Section 7: Board of Directors

(a) The authority shall be governed and its corporate powers exercised by a board of directors. The board shall consist of: the secretary, who shall serve ex officio; 1 person to be appointed by the **advisory board** who shall have municipal government experience in the service area constituting the authority and experience in transportation operations, transportation planning, housing policy, urban planning or public or private finance; and 5 persons to be appointed by the governor, 1 of whom shall have experience in safety, 1 of whom shall have experience in transportation operations, 1 of whom shall have experience in public or private finance, 1 of whom shall be a rider as defined in section 1 and a resident of an environmental justice population as defined in section 62 of chapter 30 and 1 of whom shall be selected from a list of 3 persons recommended by the president of the Massachusetts State Labor Council, AFL-CIO.

The member appointed by the **advisory board** with municipal government experience in the service area constituting the authority shall represent 1 of the following service areas: (i) the 14 cities and towns; (ii) the 51 cities and towns; or (iii) the other served communities; provided, however, that of the members appointed by the governor, not less than 1 shall reside or work in a different service area than the member appointed by the **advisory board**. A vacancy from a member appointed by the **advisory board** with municipal government experience in the service area constituting the authority who has served for 2 full terms shall be filled with a member with

municipal government experience from a different service area of the authority than the departing member.

Not less than 2 of the appointed members shall also be members of the board of directors of the Massachusetts Department of Transportation established under section 2 of chapter 6C.

In making selections to the board of directors, the appointing authority shall strive to ensure a board whose diversity and inclusion are reflective of the population served by the authority.

[Parts b - k omitted]

### **Section 7A: Advisory board**

Section 7A. There shall be an **advisory board** to the authority consisting of a representative of each city or town paying an assessment to the authority. Each such representative shall be, in the case of a Plan D or Plan E city, the city manager, in the case of every other city, the mayor, or the chairman of the board of selectmen of every town. Each city manager, mayor, or chairman may appoint a designee, who shall be a rider as defined herein, to act for him on the **advisory board** by filing the name of said designee with the authority.

The total voting strength of cities and towns on the **advisory board** shall be no less one than vote for each city or town together with additional votes calculated by multiplying one and one-half times the total number of cities and towns paying assessments to the authority by a fraction of which the numerator shall be the total amount of all assessment made by the state treasurer to such city or town under this chapter and the denominator shall be the total amount of all assessment made by the state treasurer to all such cities and towns. The determination of votes shall be based upon the most recent annual assessment. The total vote of each city and town shall be determined by the authority and delivered in writing to the executive director of the **advisory board** 30 days after the state treasurer has sent the warrants for payments to the cities and towns. Until the determination of voting strength by the authority in the year 2001, each city and town shall receive the same proportion as the previous year and each additional city and town will receive one vote.

Whenever the approval of the **advisory board** or of the 14 cities and towns or of the 51 cities and towns or of the other served communities is required for any appointment or action by the governor or the authority, such approval shall be deemed to have been granted unless, within 30 days of the submission thereof, the **advisory board** of the 14 cities and towns or the 51 cities and towns or the other served communities has its disapproval to the governor or to the authority in writing.

Any notice or submission hereunder to the **advisory board** or to the 14 cities and towns or to the 51 cities and towns or to the other served communities shall be given in such manner as the governor or authority deems reasonable.

Except as otherwise provided by vote of the **advisory board** or of the 14 cities and towns or of the 51 cities and towns or of the other served communities, respectively, a meeting may be called by the representative or representatives of cities and towns having 5 per cent or more of the votes of the **advisory board** or of 14 cities and towns or of 51 cities and towns or of the other

served communities, as the case may be. The first meeting of the 14 cities and towns and of the 51 cities and towns and of the other served communities, which shall be immediately followed by the first meetings of the 14 cities and towns and of the 51 cities and towns and of the served communities shall be held as soon as practicable upon the call of the governor. The **advisory board** shall act by a majority vote, except that it may delegate its power of approval to an executive committee formed and elected pursuant to duly adopted by-laws of the board and constituting among its members as least one-half of the total vote of the board, and may at any time, revoke such delegation provided that not such executive committee shall be empowered to approve the governor's appointments to the board of directors.

The **advisory board** may incur expenses, as authorized by majority vote of such board, for staff, stenographic, clerical and other purposes. Such expenses as do not annually exceed 0.25 per cent of the assessment upon member communities shall be paid by the authority.

### **Section 9: Financial assistance from cities and towns**

Section 9. Notwithstanding the provisions of any general or special law to the contrary, all cities and towns of the authority shall contribute to the Massachusetts Bay Transportation Authority State and Local Assistance Fund an amount in the aggregate not less than \$136,026,868 which, after fiscal year 2006, shall be adjusted each July 1 by the growth rate of the inflation index over the preceding 12 months; provided, that, after said fiscal year, in no case shall said assessment exceed 102.5 per cent of the previous year's assessment. Each municipality's share of said assessment shall equal its weighted percentage of the total population of the authority. For the purposes of this calculation, said weights shall be as follows: Boston, 18; Brookline and Cambridge, 12; the 14 cities and towns excluding Boston, Brookline and Cambridge, 9; the 51 cities and towns, 3; other served communities, 1. Population shall mean population as most recently estimated and published by the United States Census Bureau. On or before March 1 of each year, the authority shall certify to the state treasurer the amount to be assessed to each city and town as aforesaid on account of the ensuing fiscal year, and the state treasurer shall, on behalf of commonwealth, assess each such city and town on account of such year in accordance with the provisions of section 20 of chapter 59. Beginning on July 1, 2001, a city or town that is also a member of a regional transit authority or that at any time joins a regional transit authority shall have 100 per cent of the amount assessed for the operation of the regional transit authority credited against its share of the assessment made under this section; provided, however, that the amount credited shall not exceed the total amount of the assessment; and provided further, that the amount credited shall be the most recently audited regional transit authority assessment available on January 1 of each year and shall be used to calculate the upcoming fiscal year's estimated cherry sheet assessments. The total amount of regional transit authority credits authorized herein shall be re-assessed to the 14 cities and towns and the 51 cities and towns based on the weighted percentage of said cities and towns' share of the population of said 14 and 51 cities and towns. For the purposes of this section, the words "inflation index" shall mean the per cent change in inflation as measured by the per cent change in the consumer price index for all urban consumers for the Boston metropolitan area as determined by the bureau of labor statistics of the United States department of labor.

A city or town assessed by the authority that is not receiving paratransit services for the disabled from the authority shall have 50 per cent of the amount it expended in the previous fiscal year for the operation of or membership in a local or regional paratransit service credited against its share of the assessment made under this section. The amount credited shall not exceed the total amount of the assessment. The credit shall apply only to services provided to individuals eligible for paratransit services. As used in this paragraph, "paratransit services" shall mean services provided to individuals with disabilities who, as the result of a physical or mental impairment, including a vision impairment, are unable to board, ride or disembark from a vehicle in the authority's regular transportation system without the assistance of another individual, except the operator of a wheelchair lift or other boarding assistance device.

**Section 11: Board policies to increase revenues and to improve operating efficiency; net operating investment per passenger mile ratio**

Section 11. The board shall establish and implement policies that provide for the maximization of nontransportation revenues from all sources. The board shall report to the general court 30 days prior to the board's approval of the preliminary annual budget on efforts of the authority to maximize nontransportation revenues. The board shall establish and implement policies, consistent with the provisions of paragraphs (q) and (r) of section 5, that maximize and increase total fare revenue and ridership by improving service quality, expanding transit service where appropriate, establishing fare policies that promote ridership growth, marketing its transit services and fare media and providing desirable services and benefits to transit riders.

The board shall establish and implement policies that increase the proportion of the authority's expenses covered by system revenues, provided that the authority shall take all necessary steps to increase system revenues and improve operating efficiency before considering any reductions in service levels; provided that the authority takes all necessary steps to maximize nontransportation revenues, increase ridership and improve fare collection practices before implementing fare increases. Nothing in this chapter shall preclude the authority from increasing fares, if necessary, to meet debt service obligations.

For the purposes of measuring the efficiency of authority operations and evaluating the proportion of authority expenses covered by system revenues, the board shall determine, among other accountability measures, the net operating investment per passenger-mile ratio. To calculate said ratio, the authority shall use for the values of the variables in said ratio the data reported each fiscal year to the federal transit agency, so-called, for the purposes of the national transit database.

In conjunction with the preparation of the preliminary operating budget for the subsequent fiscal year, the board shall establish a target net operating investment per passenger mile ratio that is expected to be achieved in the subsequent fiscal year. The authority shall forward a report to the governor, the general court, and the **advisory board** not later than April 1 detailing the actual net operating investment per passenger mile ratio achieved in the prior two fiscal years, the ratio projected to be achieved in the current fiscal year and the ratio expected to be achieved in the subsequent two fiscal years. Said report shall be accompanied by an explanation of the reasons for year-to-year change in said ratio.

Beginning in fiscal year 2006, the authority shall seek to achieve and maintain a target ratio of not more than 20 cents for any fiscal year; provided, that the inability to achieve the ratio of 20 cents shall not, by itself, require the authority to reduce service levels, increase fares or take any other specific action; provided, that if the authority is unable to achieve or maintain the target ratio of 20 cents, or less, it shall, for fiscal year 2006 and subsequent fiscal years, include in said report the reasons therefor and the plans of the authority for seeking to achieve the target ratio of 20 cents.

### **Section 20: Annual itemized budget; supplementary budget**

The board shall approve a preliminary itemized budget for the subsequent fiscal year not later than March 15 prior to the beginning of that fiscal year. The authority shall submit to the **advisory board** a final itemized budget not later than April 15 prior to the beginning of the fiscal year. The secretary shall make the preliminary and final itemized budgets available on the authority's website.

The itemized budget shall establish a projection of operating costs and revenues for each commuter rail, rapid transit, bus and water line or route, each maintenance facility and for each department and unit of the authority. The itemized budget shall identify expenditures in such a manner that establishes the cost of operating the service provided on each such line or route. In conjunction with the itemized budget, the authority shall also calculate any additional costs that would be incurred in the event that service on each such line or route is mandated to expand or change beyond the level of service established or proposed by the itemized expenditure budget.

The itemized budget shall properly classify operating expenditures. Subject to a written policy approved by the board, the authority may classify an employee on a capital budget if the employee is supporting a capital transportation project; provided, however, that such classification shall be in accordance with federal funding requirements, government accounting standards and applicable state finance and federal laws. The policy shall: (i) define the employee positions eligible for classification on a capital budget, consistent with this section; (ii) specify that no bond funds shall be used to fund an employee's salary; and (iii) require an annual review by an independent third-party auditor of the authority's practices related to classifying employees on a capital budget. The secretary shall include the following information in the itemized budgets available on the authority's website: (i) the amount of capital expenditures used for employees; (ii) the total number of employee salaries included in capital expenditures, including a breakdown by division of the position titles and accompanying salaries; and (iii) the total number of employees assigned to capital projects.

The board shall forward not later than November 15 of each year to the governor, the secretary of administration and finance, the joint committee on transportation and the house and senate committees on ways and means the estimated capital or operating cost the authority projects to incur in the following fiscal year for expansions or changes in service imposed by the general court on the authority after July 1, 2000.

No expenses shall be incurred in excess of those shown in the budget; provided, however, that revenues shall exceed expenses at the close of each fiscal year in the operating funds of the



authority by an amount equal to 1/2 of 1 per cent of the dedicated revenue source. The itemized budget may from time to time be amended by the board. The final budget and any supplementary budget shall provide for payment of all debt service payments or other payments due under financing obligations including, without limitation, leases, reimbursement obligations or interest exchange agreements for which the commonwealth has pledged its credit or contract assistance or is otherwise liable. If, during the fiscal year, the authority projects that total revenues for the fiscal year will be insufficient to meet total expenses, the authority shall take immediate steps to increase revenues or decrease expenses, other than debt service payments or other payments due under such financing obligations, such that a deficit will not occur in the following fiscal year and shall file with the secretary of administration and finance a deficit reduction plan delineating such steps. Upon the filing of such plan, the authority may, if it will otherwise have insufficient funds to pay expenses, draw on the Stabilization Fund in section 19 or issue temporary notes pursuant to section 12 for the subsequent fiscal year.

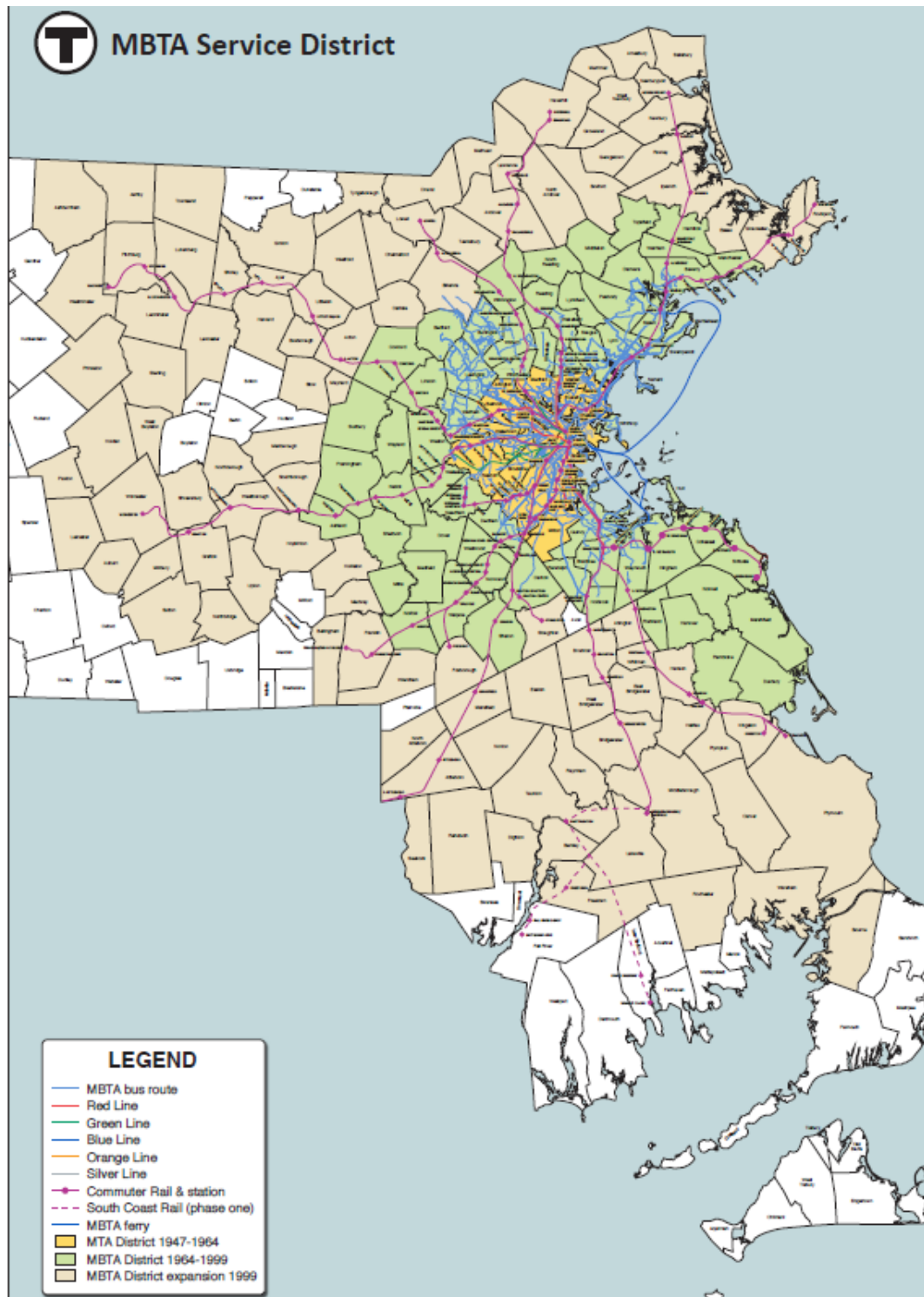


## **Appendix B: Memorandum of Understanding with respect to the Boston Metropolitan Planning Organization:**

Memorandum of Understanding Relating to the Comprehensive, Continuing and Cooperative Transportation Planning Process in the Boston Metropolitan Area:

This document constitutes an MOU to which the Advisory Board is party. Its other parties include MassDOT, MBTA, MassPORT, MAPC, the cities of Boston, Newton and Somerville, and the towns of Bedford, Braintree, Framingham and Hopkington. It was approved by vote of the Boston MPO on 7/7/11, and effective 11/1/11. The document itself is 25 pages in length. A copy is available to any member by contacting the Executive Director, or at: [https://www.bostonmpo.org/data/pdf/about/mpo/Boston Region MPO MOU 2011.pdf](https://www.bostonmpo.org/data/pdf/about/mpo/Boston_Region_MPO_MOU_2011.pdf)

## Appendix C: Map of MBTA service district (2021):





## **Appendix D: Statement opposed to racism:**

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TO: MBTA Advisory Board Members  
FROM: Brian Kane, Acting Executive Director  
DATE: June 12, 2020  
RE: Anti-racism statement

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Like many other organizations in the United States, recent events have compelled this organization to examine and act against racism. I suggest the MBTA Advisory Board adopt this statement as official policy of the organization.

### **Statement of Anti-racism**

The MBTA Advisory Board acknowledges that racism can be unconscious or unintentional, and that identifying racism as an issue does not necessarily mean those involved are racist or intend negative impact. As an anti-racism organization, the MBTA Advisory Board pledges to purposefully identify, discuss and challenge issues of race and color and the impact(s) they have. The MBTA Advisory Board commits to understanding and correcting any inequities that may be discovered in its activities and to work towards a more just and fair community.

MBTA Advisory Board members and staff explicitly and publicly affirm that the organization is an anti-racist one.

MBTA Advisory Board members and staff commit to reflecting the principals of anti-racism throughout the organization, and through its policies, programs, and practices.

MBTA Advisory Board members and staff resolve to develop and work to implement strategies to dismantle racism within all aspects of the organization.

*Adopted from a statement by the University of New Hampshire's Department of Social Work.*

## **Appendix E. Voting Strengths from Fiscal Year 2023 Assessments**

### a. Inner Core Communities – 14 cities and towns

Arlington	4.1772		Malden	5.5464
Belmont	2.8727		Medford	5.0933
Boston	93.7136		Milton	2.9643
Brookline	6.7808		Newton	7.1011
Cambridge	11.8318		Revere	5.2667
Chelsea	3.7984		Somerville	6.5605
Everett	4.3671		Watertown	3.4240

### b. Outer 51 cities and towns – 51 cities and towns

Bedford	1.3289		Lynn	3.3157		Saugus	1.6545
Beverly	1.9759		Lynnfield	1.2973		Sharon	1.4248
Braintree	1.8952		Manchester	1.1234		Stoneham	1.5316
Burlington	1.6033		Marblehead	1.4675		Swampscott	1.3456
Canton	1.5574		Medfield	1.2927		Topsfield	1.1502
Cohasset	1.1917		Melrose	1.6819		Wakefield	1.6196
Concord	1.4229		Middleton	1.2236		Walpole	1.6034
Danvers	1.6424		Nahant	1.0762		Waltham	2.4916
Dedham	1.5801		Natick	1.2867		Wellesley	1.5038
Dover	1.1322		Needham	1.7339		Wenham	1.1139
Framingham	1.3572		Norfolk	1.1376		Weston	1.2710
Hamilton	1.0266		Norwood	1.7230		Westwood	1.3720
Hingham	1.5554		Peabody	2.2460		Weymouth	2.3136
Holbrook	1.2608		Quincy	3.3245		Wilmington	1.5340
Hull	1.2304		Randolph	1.8001		Winchester	1.5253
Lexington	1.7880		Reading	1.5836		Winthrop	1.4418
Lincoln	1.1604		Salem	2.0173		Woburn	1.9348

c. Other Communities Served – 112 cities and towns

Abington	1.0885	Halifax	1.0537
Acton	1.0000	Hanover	1.0035
Amesbury	1.0000	Hanson	1.0727
Andover	1.0000	Harvard	1.0274
Ashburnham	1.0308	Haverhill	1.0000
Ashby	1.0101	Holden	1.1281
Ashland	1.0000	Holliston	1.0000
Attleboro	1.0000	Hopkinton	1.0828
Auburn	1.0000	Ipswich	1.0000
Ayer	1.0164	Kingston	1.0000
Bellingham	1.0000	Lakeville	1.0187
Berkley	1.0071	Lancaster	1.0369
Billerica	1.0000	Lawrence	1.0000
Bourne	1.0000	Leicester	1.0000
Boxborough	1.0291	Leominster	1.0000
Boxford	1.0542	Littleton	1.0595
Bridgewater	1.1413	Lowell	1.0000
Brockton	1.0000	Lunenburg	1.0190
Carlisle	1.0000	Mansfield	1.0000
Carver	1.0170	Marlborough	1.0000
Chelmsford	1.0000	Marshfield	1.0000
Dracut	1.0064	Maynard	1.0000
Duxbury	1.0000	Medway	1.0000
East Bridgewater	1.0531	Merrimac	1.0000
Easton	1.1622	Methuen	1.0000
Essex	1.0004	Middleborough	1.0000
Fitchburg	1.0000	Millbury	1.0000
Foxborough	1.0000	Millis	1.0540
Franklin	1.0000	Newbury	1.0363
Freetown	1.0046	Newburyport	1.0000
Georgetown	1.0152	North Andover	1.0021
Gloucester	1.0000	N. Attleborough	1.0000
Grafton	1.0508	North Reading	1.0125
Groton	1.0000	Northborough	1.0816
Groveland	1.0068	Northbridge	1.0000

Norton	1.0179	West Bridgewater	1.0430
Norwell	1.0219	West Newbury	1.0312
Paxton	1.0346	Westborough	1.1463
Pembroke	1.0000	Westford	1.0000
Plymouth	1.0000	Westminster	1.0412
Plympton	1.0203	Whitman	1.0775
Princeton	1.0222	Worcester	1.0000
Raynham	1.0000	Wrentham	1.0000
Rehoboth	1.0652	<b>Total Votes:</b>	<b>358.000</b>
Rochester	1.0242		
Rockland	1.0666		
Rockport	1.0000		
Rowley	1.0427		
Salisbury	1.0640		
Scituate	1.0000		
Seekonk	1.0000		
Sherborn	1.0305		
Shirley	1.0272		
Shrewsbury	1.1813		
Southborough	1.0000		
Sterling	1.0260		
Stoughton	1.0000		
Stow	1.0106		
Sudbury	1.0732		
Sutton	1.0537		
Taunton	1.0000		
Tewksbury	1.0000		
Townsend	1.0154		
Tyngsborough	1.0000		
Wayland	1.0555		
West Boylston	1.0000		

## **Appendix F. External Appointments to Boards, Committees, Etc.**

In the event that the MBTA Advisory Board is requested to make an external appointment or external nomination to another public board, commission, or other public body, this appendix shall guide said appointments, however, circumstances, the qualifications of individuals, and/or the specifics of a particular appointment may warrant a deviation from these guidelines from time to time at the discretion of the Board.

### **1. Qualifications:**

Any registered voter domiciled in any one of the 176 cities and towns comprising the MBTA Service District; or any designee or appointee of a city or town within the MBTA Service District is eligible for external appointment or external nomination. The Executive Committee shall not consider any individual for nomination or appointment unless it is satisfied that said individual meets the qualifications for appointment set out in statute or other regulations.

### **2. Appeal for Candidates:**

Upon notification of a vacancy on an external Board or Committee eligible for appointment by the MBTA Advisory Board, the Executive Director, in consultation with the Board Chair, shall canvas amongst the members and designees of the organization by normal means, generally notifying them by email of the vacancy and requesting nominations.

### **3. Application:**

Any individual seeking nomination or appointment shall notify the Executive Director in writing of their interest, and qualifications for such appointment/nomination. No individual shall be considered unless they commit to serve the minimum number of years of the appointment.

4. Nomination:

Any member or designee of the MBTA Advisory Board may propose any qualified person for an external appointment or external nomination. The Executive Committee shall review all proposals, and recommend a person or persons for the full Board's consideration. No person shall be eligible for external appointment or external nomination without the recommendation of the Executive Committee. The Executive Committee may recommend one or more candidates for consideration.

5. Election:

External appointments or external nominations may take place at any meeting of the MBTA Advisory Board, or of the Executive Committee if and when it acts for the full board, as per Article IV, Section 2, Part (f) of these By Laws. External appointment or external nomination requires a simple majority.

6. Notification:

Within 30 days of election, the Executive Director, on behalf of the Board shall notify the appropriate body and/or individuals in writing of the Advisory Board's decision. The Executive Director shall also notify the appointed individual notifying them of their appointment, length of term, and other relevant information in writing.

7. Partial Term:

In the event of a vacancy in any externally appointed position, the position shall be filled in the same manner as described in this appendix as if for a full term. The length of a partial term shall be equal to the term of the person being replaced.

8. Removal:

The MBTA Advisory Board, as the appointing authority, may remove any appointee for cause at any time, or due to their inability to fulfil the duties and responsibilities of their appointment. The full Advisory Board shall not remove anyone from their externally appointed position except upon the recommendation of the Executive Committee. No person shall be removed from any externally appointed position except by a two-thirds majority vote of the full Advisory Board.

Any individual appointed by the MBTA Advisory Board may resign at any time by notifying the Executive Director in writing.

Any individual removed by vote of the Advisory Board shall be notified in writing within 30 days of this action by the Executive Director. The Executive Director shall also notify appropriate entities notifying them of this action in writing.

9. Reappointment:

Any individual appointed shall be eligible for reappointment so long as they continue to qualify for such appointment.