Spokane Transit
1230 W. Boone Avenue, Spokane, WA 99201
(509) 328-RIDE | www.spokanetransit.com

Approve Agenda
Meeting Date: September 9, 2026
Agenda Item: 2

Presented To: Board Operations Committee

Referral Committee: n/a

Title: APPROVE COMMITTEE AGENDA

Submitted by: Lance Speirs, STA Board Chair

Purpose: For decision.

Recommendation: Approve Board Operations Committee agenda.

Attachments and/or Online Links: BOARD OPERATIONS COMMITTEE AGENDA

SUMMARY: At this time, the Board Operations Committee will review and approve the meeting agenda with any revisions provided.

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BOARD OPERATIONS COMMITTEE MEETING
Wednesday, September 9, 2026
1:30 p.m. – 3:00 p.m.

Northside Conference Room
Spokane Transit Authority, 1230 W. Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option

AGENDA

1. Call to Order and Roll Call
2. Approve Committee Agenda *(Speirs)*
3. Chair's Comments *(Speirs)*
4. Committee Action/Discussion *(5 minutes)*
   A. Minutes of the July 8, 2026, Board Operations Committee – Corrections/Approval
5. Board Bylaws Adoption (Resolution) – Recommendation *(Otterstrom) (15 minutes)*
6. Division Street Bus Rapid Transit Acquisition (Resolution) – Recommendation *(Poole) (10 minutes)*
7. Board Composition - Discussion *(Otterstrom) (10 minutes)*
8. Committee Chair Reports *(10 minutes)*
   A. Planning & Development, Committee Chair Kitty Klitzke
   B. Performance Monitoring & External Relations, Committee Chair Tim Hattenburg
9. Board of Directors Draft September 17, 2026, and October 15, 2026, Meeting Agendas – Corrections/Approval *(Otterstrom) (10 minutes)*
10. Board Operations Committee Draft November 11, 2026, Meeting Agenda – Information *(Otterstrom) (5 minutes)*
11. CEO Report *(Otterstrom) (10 minutes)*
12. New Business
13. Executive Session - *none*
14. Adjourn

Join us for the next Board Operations Committee Meeting on **Wednesday, November 11, 2026**, at 1:30 p.m. in person with virtual public viewing option. *(October 7, 2026, STA Board Operations meeting has been canceled to accommodate APTA TRANSform and Expo)*

Virtual Link: Click this link to join the meeting virtually		
Meeting ID 213 068 861 809 7	|	Call in Number: 1-509-824-1714
Password: RZ66Gk7u	|	Conference ID: 906 909 811#

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting at the STA's website: www.spokanetransit.com. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964 and the Americans with Disabilities Act. For more information, see www.spokanetransit.com. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

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Chair Report
Meeting Date: September 9, 2026
Agenda Item: 3

Presented To: Board Operations Committee

Referral Committee: n/a

Title: BOARD OPERATIONS COMMITTEE CHAIR'S COMMENTS

Submitted by: Lance Speirs, STA Board Chair

Purpose: For information.

Recommendation: n/a

Attachments and/or Online Links: n/a

SUMMARY: At this time, the Committee Chair will have an opportunity to comment on various topics of interest regarding Spokane Transit.

Spokane Transit

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Committee Action
Meeting Date: September 9, 2026
Agenda Item: 4A

Presented To: Board Operations Committee

Referral Committee: n/a

Title: MINUTES OF THE JULY 8, 2026, BOARD OPERATIONS COMMITTEE – CORRECTIONS/APPROVAL

Submitted by: Dana Infalt, Clerk of the Authority

Purpose: For decision.

Recommendation: Approve committee minutes as presented.

Attachments and/or Online Links: JULY 8, 2026, BOARD OPERATIONS COMMITTEE DRAFT MINUTES

SUMMARY: The July 8, 2026, draft Board Operations Committee meeting minutes are attached for your information and correction and/or approval.

Spokane Transit Authority
1230 West Boone Avenue
Spokane, Washington 99201-2686
(509) 325-6000

BOARD OPERATIONS COMMITTEE MEETING

Draft Minutes of the July 8, 2026, Meeting

Spokane Transit Authority, 1230 W. Boone Avenue, Spokane, WA

w/ Virtual Public Viewing Option

MEMBERS PRESENT

Lance Speirs, Small Cities Representative, (Medical Lake), *Chair*
Al French, Spokane County
Tim Hattenburg, City of Spokane Valley
Karl Otterstrom, STA CEO, *Ex Officio*

STAFF PRESENT

Brandon Rapez-Betty, Chief Operations Officer
Carly Cortright, Chief Communications & Customer Service Officer
Emily Poole, Chief Planning & Development Officer
Kade Peterson, Chief Information Officer
Nancy Williams, Chief Human Resources Officer
Robert Hamud, Chief Financial Officer
Dana Infalt, Clerk of the Authority

MEMBERS ABSENT

Kitty Klitzke, City of Spokane

PROVIDING LEGAL COUNSEL

Megan Clark, Etter, McMahon, Lamberson, Van Wert & Oreskovich, P.C

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1. Call To Order and Roll Call

   Chair Speirs called the meeting to order at 1:30 p.m. and the Clerk conducted roll call.

2. Approve Committee Agenda

   Commissioner French moved to approve the agenda. Deputy Mayor Hattenburg seconded, and the motion passed unanimously.

3. Chair's Comments – The Chair had no comments at this time.

4. Committee Action/Discussion

   A. Minutes of the June 10, 2026, Committee Meeting

   Deputy Mayor Hattenburg moved to approve the June 10, 2026, Committee meeting minutes as submitted. Commissioner French seconded, and the motion passed unanimously.

5. Board Bylaws Review: Updated Draft – Mr. Otterstrom stated the Bylaws were being reviewed as part of the 2026 Board Operations Committee Work Plan and today would be the second review of the recommended edits. Updates will be shared with the Board for their review and feedback at the July 16, 2026, STA Board meeting. He asked legal counsel to review the recommended updates.

   Ms. Clark advised a red-lined version of the approved Bylaws had been distributed to committee members reflecting edits made to date. She stated the edits were reviewed at the June Board Operations committee and emailed to committee members following that meeting for further edits. Ms. Clark indicated she had received no additional suggestions or requests from committee members since that time. However, as two committee members were absent in June, she reviewed the proposed edits, reiterating that most of the changes were for clarity, either to clarify language for those reading it, or to update language to be consistent with actual operations. She spoke to each proposed update and explained the reasoning and purpose behind the change.

   She specifically noted a proposed change concerning the small cities' voting member's alternate, which instructs the voting member of the small cities to appoint another small city representative as their alternate as opposed to appointing a member from their own jurisdiction. Discussion ensued. Commissioner French commented that this section could be clearer in terms of alternates for Board meetings and not committee meetings.

   Ms. Clark continued to review the other proposed edits to the Bylaws and brief discussions ensued. She advised the committee that today's suggestions will be reflected in an updated draft and provided to the full Board prior to and at the next Board meeting.

6. Board Attendance Review – The Board Operations Work Program dictates a review of Board member attendance at Board meetings twice each year. Mr. Otterstrom reviewed the attendance for the first six months of 2026 and indicated no concerns.

7. Committee Chair Reports

   A. Planning & Development (P&D) - Council Member Kitty Klitzke, Chair

      In Ms. Klitzke's absence, Ms. Poole shared topics discussed at the P&D Committee meeting.

   B. Performance Monitoring & External Relations (PMER) - Deputy Mayor Tim Hattenburg, Chair

      Deputy Mayor Hattenburg shared information on the PMER agenda items.

      Commissioner French brought up the topic of farebox recovery and the discussion held at the PMER meeting reported to him by Commissioner Kerns. He offered his historical perspective for the committee.

8. Board Of Directors Draft July 16, 2026, Meeting Agenda

   Deputy Mayor Hattenburg moved to approve the Board of Directors agenda as amended. Commissioner French seconded, and the motion passed unanimously.

9. Board Operations Committee Draft September 9, 2026, Meeting Agenda

   The Committee reviewed the draft Agenda for September 9, 2026, with no suggested changes.

10. CEO Report

Mr. Otterstrom advised the June voter approved sales tax revenue (which is reported on April 2026 sales) was 5.4% above budget for June; 3.0% above budget year-to-date (YTD) at $1.7M, 8.6% above the June 2025 actuals at $0.8M, and 6.1% above YTD 2025 actuals at $3.4M.

Mr. Otterstrom shared a graphic to provide clarity on how STA carries zero debt and funds the capital projects. The graphic depicted the cost of a project using savings compared to funding a project paid through bonds (debt). He also shared a graphic likening STA paying for daily operations with savings to a family paying for monthly bills with savings. In both cases, funds run out and the family and STA end in debt. Mr. Otterstrom asked for feedback and brief discussion ensued.

The APTA TRANSform Conference and EXPO are being held October 4-7, 2026, in Chicago. Five board members are attending and the final day of the conference conflicts with the regular Board Operations Committee meeting. Staff recommend canceling the Board Operations Committee meeting in October to take full advantage of STA's participation in the APTA conference. Discussion ensued and committee members agreed to cancel the October 7, 2026, Board Operations Committee meeting.

11. New Business

There was no new business.

12. Adjourn

With no further business to come before the Committee, Chair Speirs adjourned the meeting at 2:21 p.m.

Respectfully submitted,

Dana Infalt

Dana Infalt
Clerk of the Authority

Spokane Transit

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Committee Recommendation-Board Consent
Meeting Date: September 9, 2026
Agenda Item: 5

Presented To:	Board Operations Committee
Referral Committee:	n/a
Title:	STA BYLAWS UPDATE: ADOPTION
Submitted by:	Karl Otterstrom, Chief Executive Officer

Purpose:	For decision.
Recommendation:	Review and forward to the Board for review in September. Recommend the Board adopt by Resolution at the October 15, 2026, STA Board meeting the final proposed updated Bylaws as presented in September.
Attachments and/or Online Links:	FINAL PROPOSED UPDATED BYLAWS & DRAFT RESOLUTION

SUMMARY: The Board Operations Committee 2026 Work Plan includes a review of the Board Bylaws, which was last revised in 2018.

The Board Operations Committee reviewed the Bylaws and provided comments and suggestions at the June 10, 2026, and July 8, 2026, meetings. Those recommendations were subsequently presented to the full Board on July 16, 2026. Board members provided additional feedback and directed legal counsel to incorporate the proposed revisions and return the document to the Board Operations Committee for final review.

The attached redlined version of the Bylaws reflects all recommended changes for the Committee's review and recommendation to the Board. In accordance with the Bylaws, proposed amendments must be provided to the Board at least two weeks prior to action. Therefore, the revised Bylaws will be presented to the Board of Directors in September for consideration and approval at the October 15, 2026, STA Board meeting.

BYLAWS

OF THE SPOKANE COUNTY PUBLIC TRANSPORTATION BENEFIT AREA

ARTICLE I. - POWERS, PURPOSE AND RESPONSIBILITIES

Sec. 1.1 Name. The name of the municipal corporation duly established pursuant to the laws of the State of Washington shall be "SPOKANE TRANSIT AUTHORITY" (STA) hereinafter referred to as the "Corporation". The offices of the Corporation shall be in the Administration Building at ~~West 1230~~1230 West Boone Avenue, Spokane, Washington.

Sec. 1.2 Powers, Purpose and Responsibilities. By and in the corporate name, the Corporation shall have and exercise all powers, functions, rights and privileges now and hereafter given or granted to, and shall be subject to all the duties, obligations, liabilities and limitations now and hereafter imposed upon municipal corporations of the same class, by the Constitution and laws of the State of Washington, and shall have and exercise all other powers, functions, rights and privileges usually exercised by, or which are incidental to, or inherent in, municipal corporations of like character and degree. The Corporation shall have all powers possible to have under the constitution and laws of this State.

Sec. 1.3 Interpretation. These Bylaws are not intended to limit the powers granted to a public transportation benefit area, and, therefore, should be liberally construed to carry out the intent of any grant of power thereto.

ARTICLE II - THE GOVERNING BODY - BOARD COMPOSITION

Sec. 2.1 Board Composition. The governing body of the Spokane Transit Authority shall be a Board of Directors, hereinafter referred to as the "Board" and shall consist of a Board of nine (9) voting members, as constituted by the Public Transportation Improvement Conference, all of whom shall be elected officials selected by and serving at the pleasure of the respective governing bodies of the component cities located within the corporation and Spokane County and one (1) non-voting member selected by and serving at the pleasure of the labor organizations representing Spokane Transit Authority employees who are members of a bargaining unit ("Directors").

~~There shall be one (1) non-voting member, as required by state law, selected by and serving at the pleasure of the labor organizations representing Spokane Transit Authority employees who are members of a bargaining unit.~~

Pursuant to RCW 36.57A.055, the voting membership of the Board shall be proportional to the population of the component cities and the unincorporated County located within the boundaries of the Authority. Accordingly, the voting membership of the Board shall consist of the following:

(a) One (1) elected official ~~selected by and~~ serving ~~at the pleasure of~~on behalf of the cities of Airway Heights, Cheney, Liberty Lake, Medical Lake and Millwood in a continuing rotation for two (2) consecutive years according to the order stated below~~ and effective January 1, 2019.~~:

City of Cheney
City of Airway Heights
City of Liberty Lake
City of Medical Lake
City of Millwood

These cities are authorized to amend the rotation schedule by Interlocal Agreement filed with the Clerk of the Authority, but, together are limited to no more than one elected official as a voting member of the Board unless the proportionate population of the component cities and unincorporated area of the County within the boundaries of the Corporation require a change.

(b) Four (4) elected officials selected by and serving at the pleasure of the City of Spokane.

(c) Two (2) elected officials selected by and serving at the pleasure of the City of Spokane Valley.

(d) Two (2) elected County Commissioners selected by and serving at the pleasure of the Board of County Commissioners of Spokane County.

Sec. 2.2 Alternates.

(a) The cities of Spokane and Spokane Valley, the Board of County Commissioners of Spokane County, and the labor organizations may appoint alternate members whose name(s) shall be forwarded to and kept on file with STA.

(b) For ~~cities whose~~the voting ~~members~~ member~~s are~~ selected pursuant to Section 2.1(a), alternate members shall be an Ex-officio Director pursuant to Section 2.3 and ~~appointed~~ delegated by the absent voting member~~city which is a voting member of the Board, whose name shall be forwarded to and kept on file with STA~~.

(c) For cities whose members are selected pursuant to Section 2.1(a), alternates shall only be appointed from the elected officials representing the cities listed under Section 2.1(a).

Sec. 2.3 Ex-officio Directors. Jurisdictions not serving a voting term shall be entitled to appoint an *ex officio* Director to the Board and shall notify the Clerk of the Authority of the appointment in writing. *Ex officio* Directors shall participate in all Board meetings and discussions but are prohibited from voting by state law.

Sec. 2.4 Term. Each voting and non-voting Director shall be appointed for a term of one year in January of each year; provided, the voting Director appointed pursuant to Section 2.1(a) shall be appointed for a term of two years.

Sec. 2.5 Vacancy. In the event of a vacancy the appointing jurisdiction shall promptly appoint a new Director and the newly appointed Director shall serve the unexpired term of the Director he or she replaces.

Sec. 2.6 Succession. Each member of the Board shall hold office until their successor has been selected, unless such person is legally ineligible to hold such position. (e.g. expiration of the elected term, resignation, etc.)

Sec. 2.7 New City. If a city or town is created within the boundaries of the Corporation, then the public transportation improvement conference, consisting of an elected representative selected by the legislative body of each city within the county and by the county commissioners, shall meet to provide for the selection of a new governing body of the Corporation in the manner provided by law.

ARTICLE III - DUTIES OF THE BOARD AND BOARD MEETING

Sec. 3.1 Duties of the Board. The Board of the Corporation shall provide the policy and legislative direction for the Corporation and its administrators. The Board may create such ~~departments, offices or~~committees or advisory boards as it finds necessary ~~or advisable and may determine the powers and duties of each department or office~~to assist and advise the Board.

The Corporation acting through the Board shall have the power to:

(a) Prepare, adopt and carry out a general comprehensive plan for public transportation service, which will best serve the residents of the Corporation and to amend said plan from time to time to meet changed conditions and requirements; and

(b) Acquire by purchase, condemnation, gift or grant, and to lease, construct, add to, improve, replace, repair, maintain, operate, and regulate the use of transportation facilities and properties within or without the boundaries of the Corporation or the state, including systems of surface, underground or overhead railways, tramways, buses, or any other means of local transportation, except taxis, and including escalators, moving sidewalks or other people-moving systems, passenger terminal and parking facilities and properties, and such other facilities and properties as may be necessary for passenger and vehicular access to and from such people-moving systems, terminal and parking facilities and properties, together with all lands, rights of way, property, equipment and accessories necessary for such systems and facilities. Public transportation facilities and properties, which are owned by any city, may be acquired or used by the Corporation only with the consent of the city council of the city owning such facilities. Cities are hereby authorized to convey or lease such facilities to a public transportation benefit area authority or to contract for their joint use on such terms as may be fixed by agreement between the city council of such city and the public transportation benefit area authority, without submitting the matter to the voters of such city. The facilities and properties of the Corporation's systems whose vehicles will operate primarily within the rights of way of public streets, roads, or highways may be acquired, developed and operated without the corridor and design hearings which are required by RCW 35.58.273, as now or hereafter amended, for mass transit facilities operating on a separate right of way; and

(c) Fix rates, tolls, fares, and charges for the use of such facilities and to establish various routes and classes of service; and

(d) Employ legal counsel; and

(e) Prepare and adopt a budget; and

(f) Audit the Corporation's administrative affairs; and

(g) Approve travel requests of members; and

(h) Authorize committees to act on their behalf; and

(i) Issue general obligation bonds for public transportation capital purposes, subject to limitations of indebtedness imposed by law, and pledge any taxes authorized to be levied and pledged by law; and

(j) Levy taxes as authorized by law; and

(k) To participate in and support research, demonstration, testing, and development of public transportation systems; and

(l) Issue revenue bonds; and

(m) Have all other powers that are necessary to carry out the purposes of the Corporation as defined by law as it presently exists or as it may be hereinafter amended.

Sec. 3.2 Meetings and Meeting Notice.

(a) Regular Meetings. The time and place of regular meetings of the Board shall be established and adopted by ~~a resolution of~~ the Board~~. Such resolution may also~~ and may specify the appropriate notification of such meetings.

(b) Special Meetings. Special meetings may be ~~called~~ set at any time by the Chairperson or by ~~-~~a majority of the ~~whole~~ total voting membership of the Board.

(c) Notice of all Board meetings shall be in conformance with the Open Public Meetings law (Chapter 42.30 RCW) now and as thereafter amended.

(d) Executive Sessions. The Board may hold executive sessions if such sessions are not otherwise prohibited by state statutes.

Sec. 3.3 Quorum. A majority of all the voting members of the Board shall constitute a quorum for the transaction of business, provided, a Director may participate in a meeting of the Board via ~~an amplified telephone connection~~a remote connection and such Director shall be deemed present in determining the existence of a quorum and for voting purposes. A majority of those voting members present is necessary to take action on any item coming before the Board. Provided, however, that the following enumerated actions shall take an affirmative vote of a majority of the total voting membership of the Board;

(a) Adoption, alteration or modification of the budget; and

(b) Adoption, alteration or modification of a general comprehensive plan for public transportation service; and

(c) Adoption, alteration or modification of rates, tolls, fares and charges for the use of the Corporation's facilities; and

(d) Establishment of routes and classes of service; and

(e) Revision or amendment of the Bylaws; and

(f) Selection of Chairperson and Chairperson Pro Tempore; and

(g) Appointment of qualified electors to committees.; and

(h) Removal of a member of a committee other than a Board member.

Sec. 3.4 Parliamentary Procedure. Unless otherwise governed by the provisions of these Bylaws or laws of the State of Washington, Roberts Rules of Parliamentary Procedure shall govern the conduct of all Board meetings. The Chairperson or his/her designee shall be the Parliamentarian.

Sec. 3.5 Board Acting as a Body. The Board shall act as a body in making its decisions and announcing them. No member shall speak or act for the Board without prior authorization of the Board, except as otherwise provided for in these Bylaws.

Sec. 3.6 Records of Board Meetings. Minutes. The proceedings of the Board meetings shall be recorded and maintained in the offices of the Corporation. The minutes shall consist primarily of a record of the action taken. Prior to the adoption of the minutes, copies of the proposed minutes shall be forwarded to all Directors prior to the next regular meeting for their reference and/or correction. At the next regular meeting, the Board shall consider the minutes for adoption or necessary corrections.

Sec. 3.7 Committees. The Chairperson, from time to time, may nominate Directors to serve on committees.

(a) All committees created by resolution of the Board may be composed of Directors, other elected representatives of cities requesting and designating representatives not directly appointed as members of the Board, and qualified electors.

(b) All electors shall be qualified electors as defined by the election laws of the State of Washington and shall remain so throughout the term to which appointed and shall reside within the Spokane Transit Authority boundaries.

(c) The Corporation has established three Standing Committees: (1) Board Operations, (2) Planning and Development, and (3) Performance Monitoring and External Relations, adopted and governed by Resolution Nos. 771-19 and 767-19, as amended (the "Standing Committees").

(d) All Directors, including *ex-officio* Directors, shall be appointed to the Standing Committees annually after the election of the Chairperson. Nominations shall be by the Chairperson and approved by the Board. ~~, and t~~The Chief Executive Officer shall be an ex-officio, non-voting member of each committee. The Chairperson may appoint, with the approval of the Board, alternates to each committee to act in the absence of any regularly appointed member. ~~Electors~~ Directors shall be appointed to all committees to serve a one-year term. The Director sitting on the Board pursuant to Section 2.1(a) shall occupy a seat on the Board Operations Committee, or its successor committee, at all times. ~~Electors shall be appointed to all committees by the Chairperson to serve two-year~~a ~~terms. Terms of electors shall be staggered in such a manner so that at least one elector is appointed each year.~~

(e) For all other committees or advisory boards established by the Board, other than the Standing Committees, the Board shall select the members and establish and define any other terms and conditions of the committee or advisory board by majority vote.

(f) Committee members will continue to serve until a successor is appointed.

(g) All meetings of the ~~C~~committees of the Board shall be subject to the Open Public Meetings Act of 1971, as amended (Chapter 42.30 RCW).

Sec. 3.8 Secretary of Board. The Chief Executive Officer or his/her designee, as provided for in Article V, shall be the Secretary of the Board.

ARTICLE IV. - SELECTION AND DUTIES OF THE CHAIRPERSON AND CHAIRPERSON PRO TEMPORE

Sec. 4.1 The Board shall select a Chairperson and a Chairperson Pro Tempore from among its voting members. The Chairperson shall hold office until the first day of January of each year. The office of the Chairperson shall rotate on a yearly basis among the following representative categories and in the following sequence: (l) towns and cities, excluding the Cities of Spokane and Spokane Valley; (2) City of Spokane; (3) County of Spokane; and (4) City of Spokane Valley. In any year, the rotation of the office of the Chairperson may be altered with the approval of six of the voting members of the Board, voting on the terms of such rotation in a regular or special meeting of the Board.

Sec. 4.2 The Chairperson shall preside at all meetings of the Board. In the event of the Chairperson's absence or inability to preside, the Chairperson Pro Tempore shall assume the duties of presiding over the meetings of the Board; provided, however, if the Chairperson is to be permanently unable to preside, the Board shall select a new Chairperson for the remainder of the Chairperson's term. In the event that the Chairperson Pro Tempore is selected as the new Chairperson, then a new Chairperson Pro Tempore shall be selected for the remainder of the vacated Chairperson Pro Tempore's term.

Sec. 4.3 The Chairperson may act as spokesperson for the Corporation and may act as its representative at meetings with other organizations, committees and other such activities, unless another representative shall otherwise be authorized by the Board; provided, however, the Chairperson may delegate to any Director the duty of being a spokesperson or representative, and such person shall make no pronouncements that will obligate or commit the Corporation, except pursuant to prior authorization of the Board.

Sec. 4.4 The Chairperson shall be the chief executive and administrative officer of the Corporation until a Chief Executive Officer or Acting Chief Executive Officer is selected by and approved by the Board or when the Corporation is without a Chief Executive Officer or Acting Chief Executive Officer. When the Chairperson is acting as the chief executive and administrator of the Corporation, all persons employed or contracting service with the Corporation will be selected or discharged by the Chairperson, subject to the approval of the Board. The Chairperson when acting as the chief executive and administrator of the Corporation shall receive such remuneration as approved by the Board, in accordance with the law.

ARTICLE V. - CHIEF EXECUTIVE OFFICER

Sec. 5.1 Appointment and Removal of Chief Executive Officer. The Board may appoint a Chief Executive Officer. The Chief Executive Officer shall serve at the pleasure of the Board and shall perform such duties as may be designated from time to time by the Board.

Sec. 5.2 Duties of the Chief Executive Officer. The powers and duties of the Chief Executive Officer of the Corporation shall be:

(a) To have general supervision over the administrative and operational affairs of the Corporation, including the authority to organize and direct the work force within an approved budget and to act as a spokesperson or representative of the Corporation, provided he or she may not obligate or commit the Corporation, except pursuant to prior authorization of the Board.

(b) To appoint and remove at any time any employee of the Corporation;

(c) To attend all meetings of the Board at which his/her attendance may be required by that body;

(d) To recommend for adoption by the Board such measures as he/she may deem necessary or expedient;

(e) To prepare and timely submit to the Board such reports as may be required by the Board or as he/she may deem it advisable to submit to that Board;

(f) To keep the Board fully advised of the financial condition of the Corporation and its future needs;

(g) To prepare and submit to the Board yearly a proposed budget and to be responsible for its administrative adoption;

(h) To approve and sign all vouchers for the payment of any items authorized in the approved budget;

(i) To approve all travel requests of employees of the Corporation and travel related expenses for job candidates, subject to the approved budget;

(j) To procure for periods not to exceed 45 days liability, physical damage, directors and officers, and other insurance coverages which have lapsed, been cancelled, or for other reason been terminated on an emergency basis until the Board of Directors can meet and give direction on insurance coverages;

(k) To manage and approve the leasing or short- term rental of real property owned by the Corporation to third parties;

(l) Designate and appoint a Public Records Officer, subject to Board approval by resolution, and, except where applicable law requires Board approval, administer the agency's public records and records retention functions, including establishing and implementing related policies and procedures and delegating administrative duties as necessary to ensure compliance.

~~(k)~~(m) To act in any manner, in an emergency or disaster, as defined in RCW 38.52.010(13)(a), as amended, to ensure the safety and security of the system, customers, and employees of the Corporation, provided the Board is notified of any such actions taken as soon as reasonably practicable.

(n) To perform such other duties as may be directed by the Board. The Chief Executive Officer may employ and designate ~~such assistants or~~ others to assist in carrying out these duties.

~~(l)~~(o) ~~Resolution Table~~To carry out the powers, authority, and duties set forth in the Resolutions listed ~~set forth~~ in Appendix A, attached hereto and incorporated herein by this reference, as Appendix A ~~may be~~ amended updated from time to time by Board resolution without further amendment to these Bylaws.

ARTICLE VI. - SEVERABILITY

If any provision of these Bylaws, or its application to any person or circumstance is held invalid, the remainder of these Bylaws, or the application of the provisions to other persons or circumstances is not affected.

ARTICLE VII. - SERVICE OF PROCESS

The Chief Executive Officer, or his/her designated representative in writing, shall receive, on behalf of the STA, all pleadings commencing an action against the STA. Service upon the Chief Executive Officer shall constitute service on the STA.

ARTICLE VIII. - INDEMNIFICATION

Sec. 8.1 General. The Corporation, pursuant to RCW 36.16.138 and Chapter 48.62 RCW, as hereafter amended, shall indemnify any person who was or is an elected or appointed director, officer, (including committee members), or employee of the Corporation, and is threatened to be or has been made a party to an action, claim, or other proceeding by a third party.

Sec. 8.2 Scope of Indemnification. The Corporation shall pay the reasonable and necessary expenses actually incurred and connected with the defense, settlement, or monetary judgments, including costs, disbursements, and reasonable attorneys' fees arising out of any action, claim, or other proceeding, within the standard of conduct referred to in paragraph 8.3 herein, and for which notice has been given pursuant to state law and these Bylaws: The Board shall be the sole judge of the reasonable and necessary expenses to be borne by the Corporation. Indemnification shall not extend to any claim, action, or other proceeding against the Corporation, either for indemnification or for other cause.

Sec. 8.3 Standard of Conduct. Indemnification shall be limited to any action, claim, or other proceeding threatened, pending, or instituted against any person who was, or is, at the time of the alleged conduct, an elected or appointed Director, officer, or employee, and arising out of such person's performance, purported performance, or failure to perform in good faith the duties for, or employment with, the Corporation.

Sec. 8.4 Determination of Conduct.

(a) Unless ordered or adjudged by a court of competent jurisdiction, indemnification may be authorized only as follows:

(l) To the extent that the person has been successful on the merits, or otherwise in defense, such person shall be indemnified.

(2) With respect to any other determination of conduct, a majority vote of all the voting Directors not interested in or a party to the action, claim, or other proceeding. In the event a majority vote cannot be obtained because of disqualification of Directors, then the alternate or alternates of those disqualified shall be permitted to vote.

(b) Indemnification shall not be authorized for any claim or action founded upon a statute, law, rule, or regulation punishable by fine, imprisonment, or both, or for any claim or action against the Corporation.

(c) Every Director, officer, or employee who seeks or believes he or she may claim indemnification must give notice, in writing, to the Chief Executive Officer of his or her interest to seek indemnification before incurring any costs, disbursements, or attorneys' fees for which indemnification is sought, and provide a copy of any and all claims, pleadings, reports, or other written statements regarding the allegations.

Sec. 8.5 Expenses Prior to Determination. Expenses actually incurred in defending any action, claim, or other proceeding may be paid as incurred, and prior to a final determination of conduct, if the action, claim, or other proceedings makes no assertion that the person named acted outside the scope of his or her employment or authority, and that the

Corporation makes no claim that the person's acts or failure to act were outside the scope of the person's employment or authority.

Sec. 8.6 Interpretation. This Article of the Bylaws is intended to exercise the authority contained in RCW 36.16.138 and Chapter 48.62 RCW, and that it be construed in light of such statutes, and laws as hereafter amended, and interpretative case law. The failure of the Corporation to obtain insurance for any claim, action, or other proceedings against the Corporation shall not be construed to limit this indemnification.

ARTICLE IX. - AMENDMENTS

These Bylaws, as adopted by the Board of the Spokane Transit Authority, may be revised or amended at any regular or special meeting of the Board, with the provision that ~~members~~ Directors receive copies of the proposed change(s) at least two weeks prior to that meeting, unless such notice is otherwise waived by a majority of the Board.

These Bylaws of the Spokane Transit Authority, have been adopted and approved by the majority of the total Board on the ~~15th~~ _____ day of ~~November, 2018~~ _____________ 2026.

~~Kevin Freeman~~Lance Speirs
Chair, Spokane Transit Authority

ATTEST:

~~Janet Watson~~Dana Infalt
Clerk of the Authority

RESOLUTION NO. xxx-26

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SPOKANE TRANSIT AUTHORITY AMENDING THE BYLAWS OF THE SPOKANE COUNTY PUBLIC TRANSPORTATION BENEFIT AUTHORITY; REPEALING RESOLUTION NO. 765-18 IN ITS ENTIRETY; AND OTHER MATTERS PROPERLY RELATED THERETO.

SPOKANE TRANSIT AUTHORITY
Spokane County, Washington

BE IT RESOLVED BY THE SPOKANE TRANSIT AUTHORITY as follows:

WHEREAS, the Spokane Transit Authority ("STA") is a municipal corporation operating and existing under and pursuant to the Constitution and Laws of the State of Washington, including RCW Title 36, Chapter 57A, Public Transportation Benefit Area; and

WHEREAS, the STA Board of Directors has adopted Bylaws to establish rules and procedures governing the conduct of Board business and the administration of the Authority; and

WHEREAS, the Board of Directors periodically reviews its Bylaws to ensure they remain consistent with applicable laws, governance best practices, and the operational needs of the Authority; and

WHEREAS, the Board of Directors has conducted a comprehensive review of the STA Bylaws and determined that certain provisions would benefit from clarification, modernization, and updates to reflect current Board practices and procedures; and

WHEREAS, the proposed amendments are intended to improve the administration of the Authority by clarifying Board governance, committee structure, officer responsibilities, statutory compliance, and administrative procedures while preserving the overall purpose and intent of the existing Bylaws; and

WHEREAS, the proposed revisions do not materially alter the powers or duties of the Board, and are primarily intended to improve the readability, clarity, and administration of the Bylaws;

WHEREAS, the proposed amendments include the incorporation of a Resolution Table as Appendix A, allowing certain Board-authorized delegations and administrative authorities to be maintained and updated by resolution without requiring future amendments to the Bylaws;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Spokane Transit Authority as follows:

Section 1. The Board of Directors hereby approves and adopts the Spokane Transit Authority Bylaws attached hereto as Exhibit A and incorporated herein by this reference.

Section 2. Upon adoption of this Resolution, the Bylaws attached as Exhibit A shall supersede and replace all prior versions of the Spokane Transit Authority Bylaws and amendments thereto.

Section 3. The Board acknowledges that Article V, Section 5.2(o) authorizes the Chief Executive Officer to exercise the powers, authority, and duties established by Board Resolutions identified in Appendix A. The Board further acknowledges that Appendix A may be amended from time to time by Board resolution as provided in the Bylaws, without requiring a subsequent amendment to the Bylaws themselves.

Section 4. The Chief Executive Officer and Clerk of the Authority are authorized to make non-substantive corrections to Appendix A and the adopted Bylaws, including formatting, numbering, cross-references, typographical errors, and other administrative revisions necessary to accurately reflect the action approved by the Board, provided such revisions do not alter the intent, meaning, or effect of any provision approved by the Board.

Section 5. The Clerk of the Authority is directed to maintain Exhibit A as the official Bylaws of Spokane Transit Authority and to incorporate any future amendments adopted by the Board.

Section 6. This Resolution shall take effect immediately upon adoption.

ADOPTED by STA at a regular meeting thereof held on the _____ day of ___________ 2026.

Attest:

Dana Infalt Clerk of the Authority	Lance Speirs STA Board Chair

Approved as to form:

Megan Clark
Legal Counsel

Spokane Transit

1230 W. Boone Avenue, Spokane, WA 99201
(509) 328-RIDE | www.spokanetransit.com

Board Action-Committee Recommendation
Meeting Date: September 9, 2026
Agenda Item: 6

Presented To:	Board Operations Committee
Referral Committee:	n/a
Title:	DIVISION STREET BUS RAPID TRANSIT: PROPERTY ACQUISITION (RESOLUTION)
Submitted by:	Emily S. Poole, Chief Planning & Development Officer Dan Wells, Director of Capital Development Brian Jennings, Director of Community Development

Purpose:	For decision.
Recommendation:	Recommend the Board adopt, by Resolution, providing for the acquisition of real property for the Division Street Bus Rapid Transit Project.
Attachments and/or Online Links:	Division St BRT Real Property Acquisition Resolution

SUMMARY: Staff are seeking Board approval of a resolution to establish the public use and necessity of the acquisition of real property and property rights in the Division Street Bus Rapid Transit (BRT) corridor and to confirm STA's intent to exercise eminent domain if necessary.

BACKGROUND: Division Street BRT is envisioned to be the second BRT line in the Spokane region, extending from Downtown Spokane along the Division Street Corridor for approximately ten miles to the Mead area. The project is identified in the region's Metropolitan Transportation Plan and has garnered state legislative and financial support as a complementary investment to the North Spokane Corridor (NSC). The Board approved Minimum Operable Segment (MOS), Resolution No. 843-25 dated July 24, 2025, is currently scheduled to begin revenue service in 2030 with future phases to follow.

Division Street BRT will operate exclusively in existing public right-of-way. In very limited instances, right-of-way will need to be acquired to include small slivers of private property acquired to accommodate station infrastructure and intersection improvements. These properties will be purchased by STA and then dedicated to the appropriate jurisdiction as public right-of-way. In addition, there are several locations where temporary construction easements will be needed to allow sitework and utility relocation activities.

In order to provide clear guidance for property acquisitions, Staff requests the Board Operations Committee recommend the Board adopt the attached resolution to confirm the necessity of the property, and the board's intent to pursue condemnation, when and if necessary, to acquire all real property interests needed for the construction of the Division Street Bus Rapid Transit project. Importantly, the resolution expresses this intent without delegating authority to initiate condemnation. By way of information, in 2019, the STA Board of Directors adopted a similar resolution for the City Line BRT project, Resolution no. 770-19. Additionally, as a future complement to this proposed action, staff plan to bring forward the review and approval of a real estate acquisition manual to apply for all property acquisitions.

RESOLUTION NO <u>XXX-26</u>

A RESOLUTION PROVIDING FOR THE ACQUISITION, BY ALL MEANS NECESSARY, UP TO AND INCLUDING BY CONDEMNATION PROCEEDINGS, OF CERTAIN REAL PROPERTY NECESSARY TO BE ACQUIRED FOR PUBLIC PURPOSES IN CONNECTION WITH THE DIVISION BUS RAPID TRANSIT PROJECT, AND PROVIDING FOR OTHER MATTERS PROPERLY RELATED THERETO

SPOKANE TRANSIT AUTHORITY
Spokane County, Washington

BE IT RESOLVED BY THE SPOKANE TRANSIT AUTHORITY as follows:

WHEREAS, the Spokane Transit Authority ("STA") is a municipal corporation operating and existing under and pursuant to the Constitution and Laws of the State of Washington, including Chapter 36.57A RCW, Public Transportation Benefit Areas; and

WHEREAS, pursuant to Chapter 36.57A RCW, STA is authorized to do all things necessary to provide public transportation facilities and services to the public, including within the boundaries of the Public Transportation Benefit Area (“PTBA”); and

WHEREAS, RCW 36.57A.090(2) gives public transportation benefit areas the power "To acquire by purchase, condemnation, gift, or grant . . . all lands, rights-of-way, property, equipment, and accessories necessary. . ." for the operation of its facilities and services; and

WHEREAS, Chapter 8.20 RCW and Article I, Section 16 of the Constitution of the State of Washington allow corporations to purchase or acquire by condemnation private property for public use upon making just compensation to the owners; and

WHEREAS, STA's planned Division Bus Rapid Transit Line is a bus rapid transit system running between Downtown Spokane and Mead, WA; and

WHEREAS, it is necessary to acquire certain property located along the Division Bus Rapid Transit project alignment; and

WHEREAS, STA staff and/or representatives will negotiate in good faith for the acquisition of the property interests necessary for the Division Bus Rapid Transit project; but where the parties are unable to agree upon the purchase price, or the owner of the property interests expresses a desire for STA to acquire the property interests via STA’s powers of eminent domain, it will be necessary for STA to exercise such powers.

NOW, THEREFORE, be it resolved by the Board of Directors of STA as follows:

<u>Section 1.</u> <u>Determination of Public Use and Necessity</u>. Public use and necessity requires STA to acquire the land and property in order to carry out the construction and implementation of the Division Bus Rapid Transit Line, together with such other

permanent utility easements and temporary construction easements as may be deemed necessary by STA staff and its agents, for public purposes in order to complete the Division Bus Rapid Transit Line, including utilities and other related improvements, all as set forth in Connect 2035, as amended in Resolution No. 854-26.

Section 2. Statement of Intent to Exercise Eminent Domain Powers if Necessary. The STA Board of Directors hereby states its intent to exercise its powers of eminent domain, when and if necessary, to initiate condemnation proceedings to acquire all real property interests necessary for the construction of the Division Bus Rapid Transit Line.

Section 3. Severability. Should any section, paragraph, sentence, clause or phrase of this ordinance, or its application to any person or circumstance, be declared unconstitutional or otherwise invalid for any reason, or should any portion of this ordinance be pre-empted by state or federal law or regulation, such decision or pre-emption shall not affect the validity of the remaining portions or sections of this ordinance or its application to persons or circumstances.

Section 4. Effective Date. This resolution shall be effective as of the date of its adoption.

ADOPTED by STA at a regular meeting thereof held on the 17th day of September 2026.

Attest:

Dana Infalt Clerk of the Authority	Lance Speirs STA Board Chair *Pro Tempore*

Approved as to form:

Megan Clark
Legal Counsel

Spokane Transit

1230 W. Boone Avenue, Spokane, WA 99201
(509) 328-RIDE | www.spokanetransit.com

Committee Discussion
Meeting Date: September 9, 2026
Agenda Item: 7

Presented To: Board Operations Committee

Referral Committee: n/a

Title: BOARD COMPOSITION - DISCUSSION

Submitted by: Karl Otterstrom, Chief Executive Officer

Purpose: For discussion

Recommendation: n/a

Attachments and/or Online Links: n/a

SUMMARY: During the Board Operations Committee meeting held on May 13, 2026, committee members discussed the considerations that may be involved in adding up to two non-elected transit riders to the Board, consistent with the option provided in RCW 36.57A.050(3)(b), as amended during the 2025 Washington State Legislative Session. While there was no formal decision by the Committee, there was interest in revisiting the topic in September and inviting Board members to gather feedback from their respective jurisdictions. Based on the feedback received, the Committee could propose a future Board workshop that focuses on board composition and transit rider involvement in decision-making at STA. Staff will render assistance to the Committee in identifying next steps, if any.

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Committee Information
Meeting Date: September 9, 2026
Agenda Item: 8A

Presented To:	Board Operations Committee
Referral Committee:	n/a
Title:	PLANNING & DEVELOPMENT COMMITTEE CHAIR REPORT
Submitted by:	Kitty Klitzke, Committee Chair

Purpose:	Receive report.
Recommendation:	n/a
Attachments and/or Online Links:	SEPTEMBER 2, 2026, PLANNING & DEVELOPMENT COMMITTEE AGENDA SEPTEMBER 30, 2026, PLANNING & DEVELOPMENT COMMITTEE DRAFT AGENDA *(OCTOBER MEETING - 1 WEEK EARLY)*

SUMMARY: At this time, the Committee Chair will review the September 2, 2026, committee meeting and draft September 30, 2026, (October) meeting agenda as part of the report.

Spokane Transit Authority
1230 West Boone Avenue
Spokane, WA 99201-2686
(509) 325-6000

PLANNING & DEVELOPMENT COMMITTEE MEETING
Wednesday, September 2, 2026
10:00 a.m. – 11:30 a.m.

Northside Conference Room
Spokane Transit Authority
1230 W. Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option Link Below

AGENDA

1. Call to Order and Roll Call
2. Committee Chair Report *(5 minutes)*
3. Committee Action *(5 minutes)*
   A. Minutes of the July 1, 2026, Committee Meeting – *Corrections/Approval*
4. Committee Action -- Recommendation
   A. Board Action - Consent Agenda *(5 minutes)*
      1. Division Street Bus Rapid Transit: Work Order #7 Approval *(Poole)*
   B. Board Action – Other/Committee Recommendation - *none*
5. Report to Committee *(50 minutes)*
   A. Wellesley Corridor Development Plan: Preliminary Draft *(Poole)*
   B. Transit-Oriented Development: Supportive Actions and Policies Memo *(Poole)*
6. CEO Report *(Otterstrom) (15 minutes)*
7. Committee Information *(no discussion/staff available for questions) (5 minutes)*
   A. Federal Transit Administration Section 5310: Call for Projects Preliminary Update *(Limon)*
8. Review September 30, 2026 *(October Committee Meeting)* Draft Agenda *(5 minutes)*
9. New Business
10. Committee Member Expressions *(5 minutes)*
11. Adjourn

Next Committee Meeting: Wednesday, September 30, 2026, at 10:00 a.m. in person.

Optional Virtual Link:	**Join the meeting now**		
Meeting ID:	240 765 453 499 37	|	Call-in Number: 1-509-824-1714
Password:	q4bo3f7v	|	Conference ID: 228 756 876#

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting at the STA's website: www.spokanetransit.com. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend and participate. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964 and the Americans with Disabilities Act. For more information, see www.spokanetransit.com. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call (509) 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

Spokane Transit Authority
1230 West Boone Avenue
Spokane, WA 99201-2686
(509) 325-6000

PLANNING & DEVELOPMENT COMMITTEE MEETING
Wednesday, September 30, 2026 *(October Meeting)*
10:00 a.m. – 11:30 a.m.

Northside Conference Room
Spokane Transit Authority
1230 W. Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option Link Below

DRAFT AGENDA

1. Call to Order and Roll Call
2. Committee Chair Report *(5 minutes)*
3. Committee Action *(5 minutes)*
   A. Minutes of the September 2, 2026, Committee Meeting – *Corrections/Approval*
4. Committee Action -- Recommendation
   A. Board Action - Consent Agenda - *none*
   B. Board Action – Other/Committee Recommendation - *none*
5. Report to Committee *(55 minutes)*
   A. Draft 2027 Budget *(Hamud)*
   B. City Line Budget Reallocation to Division Street Bus Rapid Transit Construction and Implementation *(Poole)*
   C. Division Street Bus Rapid Transit: Design and Public Outreach Update *(Poole)*
   D. Five Mile Mobility Hub Update *(Poole)*
   E. Wellesley Corridor Development Plan: Draft for Public Input *(Poole)* *(Public Hearing at the October 15, 2026, Board meeting)*
6. CEO Report *(Otterstrom) (15 minutes)*
7. Committee Information *(no discussion/staff available for questions)*
8. Review November 4, 2026, Meeting Draft Agenda *(5 minutes)*
9. New Business
10. Committee Member Expressions *(5 minutes)*
11. Adjourn

Next Committee Meeting: Wednesday, November 4, 2026, at 10:00 a.m. in person.

Optional Virtual Link:	**Join the meeting now**		
Meeting ID:	XXX XXX XXX XXX X	|	Call-in Number: 1-509-824-1714
Password:	XXXXXXXX	|	Conference ID: XXX XXX XXX

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Spokane Transit

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Committee Information
Meeting Date: September 2, 2026
Agenda Item: 8B

Presented To:	Board Operations Committee
Referral Committee:	n/a
Title:	PERFORMANCE MONITORING & EXTERNAL RELATIONS COMMITTEE CHAIR REPORT
Submitted by:	Tim Hattenburg, Committee Chair

Purpose:	Receive report.
Recommendation:	n/a
Attachments and/or Online Links:	SEPTEMBER 2, 2026, PERFORMANCE MONITORING & EXTERNAL RELATIONS COMMITTEE AGENDA SEPTEMBER 30, 2026, PERFORMANCE MONITORING & EXTERNAL RELATIONS COMMITTEE DRAFT AGENDA *(OCTOBER MEETING 1 WEEK EARLY)*

SUMMARY: At this time, the Committee Chair will review the September 2, 2026, committee meeting and draft September 30, 2026, *(October meeting 1 week early)* agenda as part of the report.

Spokane Transit
1230 W. Boone Avenue, Spokane, WA 99201
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PERFORMANCE MONITORING & EXTERNAL RELATIONS COMMITTEE MEETING
Wednesday, September 2, 2026
1:30 p.m. – 3:00 p.m.

Northside Conference Room
Spokane Transit Authority
1230 W. Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option Link Below

AGENDA

1. Call to Order and Roll Call *(Chair)*
2. Committee Chair Report
3. Committee Action *(20 minutes)*
   A. Minutes of July 1, 2026, Committee Meeting - *Corrections/Approval*
   B. Downtown Charging & Layover Facility Design and Engineering Services: Scope of Work Approval *(Poole)*
   C. Argonne Station Park & Ride: Scope of Work Approval *(Poole)*
   D. Diesel, Renewable Diesel & Unleaded Fuel: Scope of Work Approval *(Rapez-Betty)*
4. Committee Action – Recommendation *(10)*
   A. Board Action - Consent Agenda
      1. Spokane Chiefs Partnership (*Cortright*)
   B. Board Discussion – Other/Committee Recommendation (*none*)
5. Reports to Committee (*35 min*)
   A. 2026 Second Quarter Year-to-Date Performance Measures *(Rapez-Betty)*
   B. STA Link (Mobility on Demand) Launch Update *(Poole)*
   C. Opportunity Fare Program Update *(Cortright)*
6. CEO Report (Otterstrom) (*10 minutes)*
7. Committee Information *(no discussion/staff available for questions)*
   A. July 2026 Operating Indicators *(Rapez-Betty)*
   B. July 2026 Financial Results Summary *(Hamud)*
   C. August 2026 Sales Tax Revenue *(Hamud)*
   D. June 2026 Semiannual Financial Reports *(Hamud)*
   E. 2nd Quarter 2026 Service Planning Input Report *(Poole)*
   F. September 2026 Service Change *(Poole)*
   G. 2026 Community Engagement Events *(Cortright)*
   H. 2025 State Audit Report *(Hamud)*
8. Review September 30, 2026, Meeting (October meeting) Draft Agenda *(5 minutes)*
9. New Business *(5 minutes)*
10. Committee Members' Expressions *(5 minutes)*
11. Adjourn
12. Next PMER Committee Meeting: Wednesday, September 30, 2026, at 1:30 p.m. (October Meeting)

Virtual Link: **CLICK HERE TO JOIN THE SEPTEMBER PMER COMMITTEE MEETING**
Meeting ID: 261 057 756 795 96 | Call-in Number: 1-509-824-1714
Password: yY7rk3Rr | Conference ID: 220 371 401#

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting at the STA's website: www.spokanetransit.com. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend and participate. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964 and the Americans with Disabilities Act. For more information, see www.spokanetransit.com. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call (509) 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

1230 W. Boone Avenue, Spokane, WA 99201
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PERFORMANCE MONITORING & EXTERNAL RELATIONS COMMITTEE MEETING

Wednesday, September 30, 2026 (October Meeting)

1:30 p.m. – 3:00 p.m.

Northside Conference Room
Spokane Transit Authority
1230 W. Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option Link Below

DRAFT AGENDA

1. Call to Order and Roll Call *(Chair)*
2. Committee Chair Report
3. Committee Action *(5 minutes)*
   A. Minutes of September 2, 2026, Committee Meeting - *Corrections/Approval*
4. Committee Action – Recommendation *(20 minutes)*
   A. Board Action - Consent Agenda
      1. Enterprise Asset Management Solution: Award of Contract *(Rapez-Betty)*
      2. Argonne Station Park & Ride: Lease Agreement *(Poole)*
   B. Board Action – Other/Committee Recommendation *(none)*
5. Reports to Committee (*35 min*)
   A. Employee Engagement Survey Results *(Cortright)*
   B. Bus Wrap Discussion *(Rapez-Betty/Cortright)*
   C. 2027 Service Revisions Draft Report for Public Input *(Poole)*
   D. Citizen Advisory Committee Update *(Cortright)*
6. CEO Report (Otterstrom) (*10 minutes)*
7. Committee Information *(no discussion/staff available for questions)*
   A. August 2026 Operating Indicators *(Rapez-Betty)*
   B. August 2026 Financial Results Summary *(Hamud)*
   C. September 2026 Sales Tax Revenue *(Hamud)*
8. Review November 4, 2026, Meeting Draft Agenda *(5 minutes)*
9. New Business *(5 minutes)*
10. Committee Members' Expressions *(5 minutes)*
11. Adjourn

Next PMER Committee Meeting: Wednesday, November 4, 2026, at 1:30 p.m.

Virtual Link: **INSERT LINK HERE**		
Meeting ID: 261 057 756 795 96	|	Call-in Number: 1-509-824-1714
Password: yY7rk3Rr |		Conference ID: 220 371 401#

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting at the STA's website: www.spokanetransit.com. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend and participate. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964 and the Americans with Disabilities Act. For more information, see www.spokanetransit.com. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call (509) 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

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Committee Action
Meeting Date: September 9, 2026
Agenda Item: 9

Presented To:	Board Operations Committee
Referral Committee:	n/a
Title:	BOARD OF DIRECTORS DRAFT SEPTEMBER 17, 2026, AND OCTOBER 15, 2026, MEETING AGENDAS
Submitted by:	Karl Otterstrom, Chief Executive Officer

Purpose:	For decision.
Recommendation:	Corrections and/or approval.
Attachments and/or Online Links:	DRAFT SEPTEMBER 17, 2026, AND OCTOBER 15, 2026, BOARD MEETING AGENDAS

SUMMARY: The draft September 17, 2026, Board of Directors agenda is attached for the Committee's information, correction, and/or approval.

As the October Board Operations Committee meeting has been canceled, the draft October 15, 2026, Board of Directors agenda is also attached for approval at this time.

1230 W. Boone Avenue, Spokane, WA 99201
(509) 328-RIDE | www.spokanetransit.com

BOARD MEETING

Thursday, September 17, 2026
1:30 – 3:00 p.m.

STA Boardroom
1230 West Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option Link on Page 2

DRAFT AGENDA

1. Call to Order and Roll Call *(Chair)*
2. Pledge of Allegiance
3. Excused Absences
4. Approve Board Agenda *(Chair)*
5. Public Expressions
6. Recognitions and Presentations: *5 minutes*
   A. 2025 State Audit Exit Report *(Weston Fink, SAO Assistant Audit Manager/Robert Hamud)*
   B. Washington State Department of Transportation: Wall of Fame Honorees-Recognition *(Nancy Williams)*
7. Board Action - Consent Agenda: *5 minutes*
   A. Minutes of July 8, 2026, STA Board Workshop – Corrections/Approval
   B. Minutes of July 16, 2026, STA Board Meeting – Corrections/Approval
   C. Approval of July & August 2026 Vouchers *(Robert Hamud)*
   D. Public Works Contracts Under $35,000: Final Acceptance *(Jordan Hayes-Horton)*
   E. Plaza Fire Panel Replacement: Final Acceptance *(Emily Poole)*
   F. Monroe-Regal Phase 3.1: Final Acceptance *(Emily Poole)*
   G. Division Street Bus Rapid Transit: Work Order #7 Approval *(Emily Poole)*
   H. Division Street Bus Rapid Transit Acquisition (Resolution) *(Emily Poole)*
8. Board Action – Other: *10 minutes*
   A. Board Composition – Discussion *(Karl Otterstrom)*
9. Board Action – Other: *10 minutes*
   A. Spokane Chiefs Partnership *(Carly Cortright)*
10. Board Operations Committee: *15 minutes*
    A. Chair Report *(Chair Speirs)*
       i. Board Bylaws Adoption (Resolution) *(for October action) (Karl Otterstrom)*
11. Planning & Development Committee: *5 minutes*
    A. Chair Report *(Kitty Klitzke)*
12. Performance Monitoring & External Relations Committee: *5 minutes*
    A. Chair Report *(Tim Hattenburg)*
13. CEO Report: *15 minutes*

14. Board Information – *no action or discussion*
    A. Committee Minutes
    B. July & August 2026 Sales Tax Revenue *(Robert Hamud)*
    C. July 2026 Financial Results Summary *(Robert Hamud)*
    D. July 2026 Operating Indicators *(Brandon Rapez-Betty)*
    E. June 2026 Semiannual Financial Reports *(Robert Hamud)*
    F. Federal Transit Administration Section 5310: Call for Project Preliminary Update *(Emily Poole)*
    G. Wellesley Corridor Development Plan: Preliminary Draft *(Emily Poole)*
    H. 2026 2nd Quarter Year-to-Date Performance Measures *(Brandon Rapez-Betty)*
    I. Opportunity Fare Program Update *(Carly Cortright)*
    J. 2026 Community Engagement Events *(Carly Cortright)*
    K. Federal Transit Administration Section 5310: Call for Projects Preliminary Update *(Emily Poole)*
    L. Transit Oriented Development: Supportive Actions and Policies Memo
    M. 2nd Quarter 2026 Service Planning Input Report *(Emily Poole)*
    N. September 2026 Service Change *(Emily Poole)*
    O. STA Link Launch Update *(Emily Poole)*

15. Executive Session

16. New Business

17. Board Member Expressions

18. Adjourn *(Chair)*

Virtual Joining link:	Click this link to join virtually via Webex	
Password:	Board Members: **2026** |	Guests: ***Guest***
Call-in Number:	1-408-418-9388 |	Event #: 2493 560 1585

<u>Cable 5 Broadcast Dates and Times of September 17, 2026, Board Meeting:</u>

Saturday, September 19, 2026	4:00 p.m.
Monday, September 21, 2026	10:00 a.m.
Tuesday, September 22, 2026	8:00 p.m.

<u>October Committee Meetings, Wednesday:</u>

Planning & Development, September 30, 2026 *(one week early)*	10:00 a.m.
Performance Monitoring & External Relations, September 30, 2026 *(one week early)*	1:30 p.m.
~~Board Operations, October 7, 2026 *(Cancelled)*~~	~~1:30 p.m.~~

<u>Board Meeting:</u> Thursday, October 15, 2026, 1:30 p.m. STA Boardroom, 1230 West Boone Avenue, Spokane, Washington

(A virtual joining option will be available for all Committee and Board meetings)

Agendas of regular Committee and Board meetings are posted the Friday afternoon preceding each meeting on STA's website: www.spokanetransit.com. A video of the Board meeting may be viewed on the website the week after the meeting. Discussions concerning matters to be brought to the Board are held in Committee meetings. The public is welcome to attend and participate. Anyone wishing to address the Board of Directors on a specific subject at a Board meeting may do so by submitting written comments to the STA Chair of the Board (1230 West Boone Avenue, Spokane, WA 99201-2686) 24 hours prior to the Board meeting. Mail addressed to the Board of Directors will be distributed by STA at its next meeting. Mail addressed to a named Board Member will be forwarded to the Board Member, unopened. Spokane Transit assures nondiscrimination in accordance with Title VI of the Civil Rights Act of 1964. For more information, see www.spokanetransit.com. Upon request, alternative formats of this information will be produced for people who are disabled. The meeting facility is accessible for people using wheelchairs. For other accommodations, please call 325-6094 (TTY Relay 711) at least forty-eight (48) hours in advance.

1230 W. Boone Avenue, Spokane, WA 99201
(509) 328-RIDE | www.spokanetransit.com

BOARD MEETING

Thursday, October 15, 2026
1:30 – 3:00 p.m.

STA Boardroom
1230 West Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option Link on Page 2

DRAFT AGENDA

1. Call to Order and Roll Call *(Chair)*

2. Pledge of Allegiance

3. Excused Absences

4. Approve Board Agenda *(Chair)*

5. Public Hearing: 15 *minutes*
   A. Wellesley Corridor Development Plan *(Emily Poole)*
   Comments may be addressed to Emily Poole at epoole@spokanetransit.com *(Action at the November 19, 2026, STA Board meeting)*

6. Public Expressions

7. Recognitions and Presentations: *5 minutes*
   A. Employee Recognition Awards – 3Q 2026 *(Nancy Williams)*
   B. Years of Service Recognition – 3Q 2026 *(Nancy Williams)*

8. Board Action - Consent Agenda: *5 minutes*
   A. Minutes of September 17, 2026, STA Meeting– Corrections/Approval
   B. Approval of September 2026 Vouchers (Robert Hamud)
   C. Public Works Contracts Under $35,000: Final Acceptance (Jordan Hayes-Horton)
   D. Argonne Station Park & Ride: Lease Agreement – Recommendation *(Emily Poole)*
   E. Enterprise Asset Management Solution: Award of Contract *(Brandon Rapez-Betty)*
   F. Board Bylaws Adoption: (Resolution) *(Karl Otterstrom)*

9. Board Action – Other: *none*

10. Board Operations Committee: *5 minutes*
    A. Chair Report *(Chair Speirs)*

11. Planning & Development Committee: *15 minutes*
    A. Chair Report *(Kitty Klitzke)*
       i. Draft 2027 Budget *(Robert Hamud)*

12. Performance Monitoring & External Relations Committee: *5 minutes*
    A. Chair Report *(Tim Hattenburg)*

13. CEO Report: *15 minutes*

14. Board Information – *no action or discussion*
    A. Committee Minutes
    B. September 2026 Sales Tax Revenue *(Robert Hamud)*
    C. August 2026 Financial Results Summary *(Robert Hamud)*
    D. August 2026 Operating Indicators *(Brandon Rapez-Betty)*
    E. 2026 Action Plan: Review Draft Proposal *(Karl Otterstrom)*
    F. 2027 Capital & Operating Budgets: Review Draft Proposal *(Robert Hamud)*
    G. Division Street BRT: Design & Public Outreach Update *(Emily Poole)*
    H. 5 Mile Mobility Hub Update *(Emily Poole)*
    I. City Line Reallocation to Division Street Bus Rapid Transit Construction and Implementation *(Emily Poole)*
    J. 2027 Service Revisions: Draft Report for Public Input *(Emily Poole)*
    K. Employee Engagement Survey Results *(Carly Cortright)*
    L. Bus Wrap Discussion *(Brandon Rapez-Betty)*

15. Executive Session - none

16. New Business

17. Board Member Expressions

18. Adjourn *(Chair)*

Virtual Joining link:	Click this link to join virtually via Webex	
Password:	Board Members**: 2026** |	Guests**: *Guest***
Call-in Number:	1-408-418-9388 |	Event #: 2492 020 6303

Cable 5 Broadcast Dates and Times of October 15, 2026, Board Meeting:

Saturday, October 17, 2026	4:00 p.m.
Monday, October 19, 2026	10:00 a.m.
Tuesday, October 20, 2026	8:00 p.m.

November Committee Meetings, Wednesday:

Planning & Development, November 4, 2026	10:00 a.m.
Performance Monitoring & External Relations, November 4, 2026	1:30 p.m.
Board Operations, November 11, 2026	1:30 p.m.

November Board Meeting:

Thursday, November 19, 2026, 1:30 p.m. STA Boardroom, 1230 West Boone Avenue, Spokane, Washington
(A virtual joining option will be available for all Committee and Board meetings)

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Committee Information
Meeting Date: September 9, 2026
Agenda Item: 10

Presented To: Board Operations Committee

Referral Committee: n/a

Title: BOARD OPERATIONS COMMITTEE-DRAFT NOVEMBER 11, 2026, MEETING AGENDA

Submitted by: Dana Infalt, Clerk of the Board

Purpose: For information.

Recommendation: n/a

Attachments and/or Online Links: NOVEMBER 11, 2026 DRAFT BOARD OPERATIONS COMMITTEE AGENDA

SUMMARY: The Board Operations Committee draft meeting agenda for the November 11, 2026, meeting is attached for review and information.

As a reminder, the committee opted to cancel the October meeting to avoid a conflict with the APTA TRANSform Conference.

1230 W. Boone Avenue, Spokane, WA 99201
(509) 328-RIDE | www.spokanetransit.com

BOARD OPERATIONS COMMITTEE MEETING
Wednesday, November 11, 2026
1:30 p.m. – 3:00 p.m.

Northside Conference Room
Spokane Transit Authority, 1230 W. Boone Avenue, Spokane, WA
w/Virtual Public Viewing Option

AGENDA

1. Call to Order and Roll Call
2. Approve Committee Agenda *(Chair)*
3. Chair's Comments *(Chair)*
4. Committee Action/Discussion
   A. Minutes of the September 9, 2026, Board Operations Committee – Corrections/Approval
5. Board Leadership Feedback & Review - Discussion *(Otterstrom) (10 minutes)*
6. CEO Annual Performance Measures Review – Discussion *(Otterstrom) (10 minutes)*
7. 2027 Board Operations Committee Work Program – Information/Discussion *(Otterstrom) (10 minutes)*
8. Committee Chair Reports *(10 minutes)*
   A. Planning & Development, Kitty Klitzke
   B. Performance Monitoring & External Relations, Tim Hattenburg
9. Board of Directors Draft November 19, 2026, Meeting Agenda – Corrections/Approval *(Otterstrom) (5 minutes)*
10. Board Operations Committee Draft December 9, 2026, Meeting Agenda – Information *(Otterstrom) (5 minutes)*
11. CEO Report *(Otterstrom) (10 minutes)*
12. New Business
13. Executive Session – *(None)*
14. Adjourn

Join us for the next Board Operations Committee Meeting: Wednesday, December 9, 2026, at 1:30 p.m. in person with virtual public viewing option.

Virtual Link: Click this link to join the meeting virtually		
Meeting ID 213 068 861 809 7	|	Call in Number: 1-509-824-1714
Password: RZ66Gk7u	|	Conference ID: 906 909 811#

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Spokane Transit
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CEO Report
Meeting Date: September 9, 2026
Agenda Item: 11

Presented To: Board Operations Committee

Referral Committee: n/a

Title: CEO REPORT

Submitted by: Karl Otterstrom, Chief Executive Officer

Purpose: For information.

Recommendation: n/a

Attachments and/or Online Links: n/a

SUMMARY: At this time, the CEO will have an opportunity to comment on various topics of interest regarding Spokane Transit.

Spokane Transit

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New Business
Meeting Date: September 9, 2026
Agenda Item: 12

Presented To:	Board Operations Committee
Referral Committee:	n/a
Title:	NEW BUSINESS
Submitted by:	n/a

Purpose:	For information.
Recommendation:	n/a
Attachments and/or Online Links:	n/a

SUMMARY: At this time, the Committee will have the opportunity to discuss new business relating to Board Operations.