Date:	11/25/81	
W.I.:	11.1.1.0	
Referred by:	A&O	
Revised:	10/27/82	11/24/82
	11/27/85	02/25/87
	09/23/87	04/26/89
	09/18/89	09/26/90
	06/26/91	11/25/92
	01/27/93	12/15/93
	05/24/95	02/26/97
	12/16/98	07/28/99
	11/17/99	02/26/03
	07/23/03	04/28/04
	01/25/06	04/26/06
	12/19/12	

ABSTRACT

Resolution No. 1058, Revised

This resolution adopts the Commission Procedures Manual as revised and dated November 25, 1981. Resolution No. 1058 supersedes Resolution No. 745. Resolution No. 745 previously superseded Resolution No. 358.

Appendix A to the Commission Procedures Manual (MTC's Conflict of Interest Code) was revised by the Commission on October 27, 1982.

The Commission Procedures Manual was revised by the Commission on November 24, 1982 to amend the election of the Commission Chair and Vice-Chair to terms that begin in February of odd-numbered years.

The Commission Procedures Manual was revised by the Commission on November 27, 1985 to clarify some minor parliamentary procedures, to update information, and to revise Appendices B, D, and E so that those appendices supercede MTC Resolution Nos. 208, 348, 291, and 1057.

The Commission Procedures Manual was revised on February 25, 1987 to require all agendas to be posted at least 72 hours prior to meetings, special meeting agendas to be posted at least 24 hours prior to the meeting, to provide additional information on public comment, to clarify the approval authority of GR&AC and WPPRC Committees, and to allow flexibility in selection of the first meeting date of each new Commission term.

The Commission Procedures Manual was revised on September 23, 1987 to state that items on Commission and committee agendas are all subject to action.

The Commission Procedures Manual was revised on April 26, 1989 to revise the membership of standing committees, to add the Vice-Chair as an ex-officio member of all standing committees, and to allow per diem payments to any Commissioner attending any committee meeting.

The Commission Procedures Manual was revised on September 18, 1989 to clarify certain expense provisions in Appendix B.

Appendix E to the Commission Procedures Manual was revised by the Commission on September 26, 1990 to clarify certain delegations between the Grant Review and Allocations Committee and the Work Program and Plan Revision Committee.

The Commission Procedures Manual was revised on June 26, 1991 to change the membership of standing committees; to eliminate the Transportation Finance standing committee and change the name of the Work Program and Plan Revision Committee to the Work Program Committee; to update and clarify standing committee delegations and descriptions of special and advisory committees; and to update references.

Appendix D to the Commission Procedures Manual was revised on November 25, 1992 to add the Blue Ribbon Advisory Council to the list of Citizen Advisory Committees eligible for expense reimbursement.

The Commission Procedures Manual was revised on January 27, 1993 to delete provisions for reimbursement for meals of citizen advisors.

The Commission Procedures Manual was revised on December 15, 1993 to amend Section 3.08 to include further guidance regarding public comment at MTC meetings.

The Commission Procedures Manual was revised on May 24, 1995 to incorporate new MTC responsibilities, update references and committee information, make editorial changes, and delete Appendices F, G, H, and I. The revisions are summarized in the General Counsel's memorandum to the A&O Committee dated May 3, 1995.

The Commission Procedures Manual was revised on February 26, 1997 to amend the regular meeting date and times of MTC's standing committees.

The Commission Procedures Manual was revised on December 16, 1998 to update references, update special and advisory committees, add language regarding the designation of ad hoc committee members, and revise MTC's Conflict of Interest Code (Attachment A).

Appendix E to the Commission Procedures Manual was revised by the Commission on July 28, 1999 to rename: the Administration and Oversight Committee to the Administration Committee; the Grant Review and Allocations Committee to the Programming and Allocations Committee; the Legislation and Public Affairs Committee to the Legislation Committee; and the Work Program and Plan Revision Committee to the Planning and Operations Committee; and to restructure and clarify certain delegations among and between them.

Section 1.07 of the Commission Procedures Manual was revised on November 17, 1999 to allow commissioners to be reimbursed for up to five meetings in one day.

Appendix D to the Commission Procedures Manual was revised on February 26, 2003, to revise the reimbursement policy for advisors appointed by the Commission serving on the Advisory Council, the Minority Citizens Advisory Committee, and the Elderly and Disabled Advisory Committee.

The Commission Procedures Manual was revised on July 23, 2003 to update references, update committees, and incorporate MTC's revised Conflict of Interest Code (Attachment A).

Appendix D to the Commission Procedures Manual was revised on April 28, 2004, to clarify that members of the Advisory Council, the Minority Citizens Advisory Committee, and the Elderly and Disabled Advisory Committee may seek reimbursement for attending meetings of working groups with MTC staff formed at the direction of the Commission to provide input into Commission decisions.

Section 4.14 Commission Committees, and Appendix E to the Commission Procedures Manual were revised on January 25, 2006, to rename the Planning and Operations Committee as the Planning Committee and to add the Operations Committee to replace the SAFE Committee.

The Commission Procedures Manual was revised on April 26, 2006 to revise Appendix E to delegate specific contract, personal services agreement, and purchase order approval authority to the Operations Committee.

The Commission Procedures Manual was revised on December 19, 2012 to update provisions relating to AB57, SB375, MAP 21, the development of the Commission's Public Participation Plan, the creation of the Policy Advisory Council, the creation of the Bay Area Infrastructure Financing Authority and the Bay Area Headquarters Authority, clarify ex-officio voting capacity, incorporate MTC's revised Conflict of Interest Code, and to update provisions to conform to current practice (Attachment A, Appendices A, B, D and E).

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Date: 11/25/81
W.I.: 99.1.20
Referred by: A&O

Re: Commission Procedures Manual.

METROPOLITAN TRANSPORTATION COMMISSION
RESOLUTION NO. 1058, REVISED

WHEREAS, by Resolution No. 358 and 746 the Metropolitan Transportation Commission (Commission) adopted the Commission Procedures Manual relating to the Commission and commissioners, Commission officers, Commission meetings and the conduct of business, and Commission committees; and

WHEREAS, the Commission now desires to revise the Procedures Manual to clarify and reflect current practice as well as make revisions to the duties of the Commission resulting from recent State legislation; now, therefore, be it

RESOLVED, that the Metropolitan Transportation Commission adopts its Commission Procedures Manual as revised and dated November 25, 1981, a copy of which is attached hereto and marked Attachment A and incorporated by reference; and, be it further

RESOLVED, that MTC Resolution No. 1058 supersedes Resolution No. 746.

METROPOLITAN TRANSPORTATION COMMISSION

/s/ William R. "Bill" Lucius
William R. "Bill" Lucius, Chairman

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California on November 25, 1981.

Date: 11/25/81
W.I.: 1111
Referred by: A&O
Revised: See below

Attachment A
Resolution No. 1058
Page 1 of 33

METROPOLITAN TRANSPORTATION COMMISSION

COMMISSION PROCEDURES MANUAL

Adopted September 22, 1976
Revised December 19, 1979
Adopted and Revised November 25, 1981
Revised October 27, 1982
Revised November 24, 1982
Revised November 27, 1985
Revised February 25, 1987
Revised September 23, 1987
Revised April 26, 1989
Revised September 18, 1989
Revised September 26, 1990
Revised June 26, 1991
Revised November 25, 1992
Revised January 27, 1993
Revised December 15, 1993
Revised May 24, 1995
Revised February 26, 1997
Revised December 16, 1998
Revised July 28, 1999
Revised November 17, 1999
Revised February 26, 2003
Revised July 23, 2003
Revised April 28, 2004
Revised January 25, 2006
Revised April 26, 2006
Revised December 19, 2012

METROPOLITAN TRANSPORTATION COMMISSION

COMMISSION PROCEDURES MANUAL

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METROPOLITAN TRANSPORTATION COMMISSION, METROPOLITAN TRANSPORTATION COMMISSION SERVICE AUTHORITY FOR FREEWAYS AND EXPRESSWAYS, BAY AREA TOLL AUTHORITY, BAY AREA INFRASTRUCTURE FINANCING AUTHORITY AND BAY AREA HEADQUARTERS AUTHORITY PROCEDURES MANUAL

INTRODUCTION

The Metropolitan Transportation Commission (MTC) is the regional transportation planning agency for that area of California comprising the City and County of San Francisco and the Counties of Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano, and Sonoma (Government Code § 66500 *et seq.*). These nine counties of the Bay Area cover an area of approximately 7,000 square miles and have a population of approximately 7.2 million (2010 census). Within the structure of California governmental agencies, MTC is classified as a local area planning agency and not as part of the executive branch of the state government.

In accordance with its legislative mandate, MTC adopted a Regional Transportation Plan (RTP) in June 1973. Thereafter, the Commission has regularly reviewed and revised the RTP in compliance with the statutory requirement of continuing plan review. The enactment of Senate Bill 375 (Steinberg) in 2008 requires MTC to adopt a Sustainable Communities Strategy (SCS) together with its RTP to strive to reach greenhouse gas (GHG) reduction targets. The first SCS/RTP is scheduled for adoption in 2013.

The Commission is charged with certain responsibilities for implementation of the SCS/RTP, as well as the RTP standing alone. Applications of local agencies for grants of certain state and federal transportation funds are subject to MTC review and approval as to their compatibility with the RTP. Generally, the state must conform to the RTP in allocating funds for construction on the state highway system within the MTC region.

Legislation passed in 1997 gave MTC increased decision-making authority over the selection of project and allocation of funds for the State Transportation Improvement Program (STIP). MTC is the agency responsible for allocation of local transportation funds among qualified claimants under the

Transportation Development Act (TDA) (Public Utilities Code § 99200 *et seq.).* The TDA statute provides MTC with a role in fulfilling fiscal and performance audit requirements with respect to claimants of TDA funds.

Under AB 1107 (Public Utilities Code § 29142.2), MTC allocates among eligible claimants one-fourth of the one-half cent Bay Area Rapid Transit District (BART) sales tax in Alameda, Contra Costa and San Francisco counties. Under AB 664 (Streets and Highways Code § 30880 *et seq.*), MTC is responsible for allocation of net revenues of state toll bridges located within the region. Pursuant to Streets and Highways Code § 30889, MTC may establish tolls for such bridges in order to generate net revenues provided that net revenues may not exceed the average net revenues available during fiscal year 1977-78 and 1978-79, except as may be adjusted annually according to the appropriate inflationary index as adopted by MTC. SB 620 (Public Utilities Code § 99310 *et seq.*) provides MTC with authority to allocate the regional share of the State Public Transportation Account.

MTC is responsible for meeting state and federal Transportation Improvement Program (TIP) requirements for the Bay Region. (Government Code § 65080 *et seq.* and 23 Code of Federal Regulations Section 450 Subpart B.) The Commission is the region's Metropolitan Planning Organization (MPO) and conducts the continuing, comprehensive, cooperative planning program necessary to maintain this region's eligibility for federal transportation funding. (23 Code of Federal Regulations Section 450 Subpart A.) MTC is the designated recipient of large urbanized area Federal Transit Administration (FTA) formula funds, such as 5307, 5339, and 5337. MTC is also designated other responsibilities for FTA funds by the California Department of Transportation (Caltrans), such as the 5303 planning funds, 5311, and 5310.

Through state law, MTC has programming responsibilities for Federal Highway Administration (FHWA) funds such as Surface Transportation Program (STP) and Congestion Mitigation and Air Quality Improvement (CMAQ). MTC is also responsible for submitting a Regional Transportation Improvement Program to the California Transportation Commission and Caltrans every two years.

MTC has conducted special planning studies at a multi-regional and subregional level. Examples include the Transit Connectivity Plan, the Transit Sustainability Project, and the Regional Goods

Movement Study. MTC is jointly responsible with the Association of Bay Area Governments (ABAG) and the Bay Area Air Quality Management District (BAAQMD) for air quality planning to meet the requirements of the federal Clean Air Act, as amended, and shares with the BAAQMD the responsibility for air quality transportation control measures under the state Clean Air Act, as amended. MTC shares with ABAG the responsibility for adopting the SCS.

The Metropolitan Transportation Commission Service Authority for Freeways and Expressways ("MTC SAFE") was created by legislation effective January 1, 1988 (Streets and Highways Code § 2550 *et seq.*), which authorized the creation of an MTC SAFE to provide for implementation, maintenance and operation of motorist-aid services through a call box program linked directly to the California Highway Patrol and a fleet of roving tow truck patrols, the Freeway Service Patrol. Under the law, MTC oversees the regional SAFE, which was officially convened in mid-1988.

The Bay Area Toll Authority ("BATA") was created by legislation effective January 1, 1998 (Streets & Highways Code § 30950 *et seq.*) to administer the base $1 toll on the San Francisco Bay Area's seven state-owned toll bridges. Pursuant to additional legislation including SB 60, AB 1171, AB 144 and AB 1175 and voter-approved toll increases, tolls in addition to the $1.00 base toll are collected and administered. Under the law, MTC serves as BATA.

In July, 2012 AB 57 (Beall) was chaptered. AB 57 amended Sections 66503 and 66504 of the Government Code to add, effective January 1, 2013, two additional voting seats on the commission and impose certain other requirements on commissioner appointments as further outlined in Part I of this Commission Procedures Manual.

For the purposes of this Commission Procedures Manual, the term "MTC" includes the three agencies: the Metropolitan Transportation Commission, the Metropolitan Transportation Commission Service Authority for Freeways and Expressways and the Bay Area Toll Authority. It also includes two joint powers authorities formed by MTC and BATA: the Bay Area Infrastructure Financing Authority (BAIFA), and the Bay Area Headquarters Authority (BAHA).

I. THE COMMISSION AND COMMISSIONERS

1.01. Commissioners. Effective January 1, 2013, there are eighteen voting commissioners. The City and County of San Francisco and the Counties of Contra Costa and San Mateo, each have two commissioners, and the Counties of Alameda and Santa Clara each have three commissioners, appointed as follows: the Board of Supervisors of each county appoints one commissioner; in San Francisco, the Mayor appoints one commissioner; in each of the remaining counties, the City Selection Committee appoints one commissioner; and in the Counties of Alameda and Santa Clara, the Mayors of the Cities of Oakland and San Jose shall be self-appointed or shall appoint a member of their respective City Councils to serve as the third commissioner . The Counties of Marin, Napa, Solano, and Sonoma each have one commissioner who is appointed by the county's Board of Supervisors from a list of three nominees furnished by the Mayor's Selection Committee. The Association of Bay Area Governments appoints one commissioner who shall not be from the Counties of Alameda or Santa Clara or from the City and County of San Francisco. The San Francisco Bay Conservation and Development Commission appoints one commissioner, who shall be a resident of the City and County of San Francisco approved by the Mayor of San Francisco. All appointments are subject to Section 1.02.

The Commission's enabling legislation provides for three non-voting members, one appointed by the Secretary of the Business, Transportation and Housing Agency, and one each appointed by the United States Department of Transportation, and the United States Department of Housing and Urban Development.

1.02. Selection. The basis for selection of a commissioner is special familiarity with the problems and issues in the field of transportation. Elected or appointed public officers may serve as commissioners during their terms of public office. The effect of this is that such public officers are not prohibited from being commissioners; i.e., the two positions are not necessarily incompatible. No more than three voting members of the Commission shall be residents of the same county.

1.03. Term of Office. The term of office of a commissioner is four years. Since the initial term for commissioners commenced February 10, 1971, the organizational meeting date of the

Commission, the four-year terms of commissioners shall commence quadrennially from that date. The current appointment term began February 10, 2011. Except as provided in the next sentence, the next appointment dates are February 10, 2015 and February 10, 2019. The commissioners appointed by the Mayors of the Cities of Oakland and San Jose shall have an initial term of office commencing January 1, 2013 and ending in February 2015. Appointments to fill a resignation or vacancy during a term shall be only for the balance of such term. Commissioners shall continue to serve as such until reappointed or until their successor is appointed; provided that, where a commissioner has been appointed as a public officer, the commissioner must vacate his/her Commission seat upon ceasing to hold such public office, unless the appointing authority consents to completion of the commissioner's term (Government Code Section 66504).

1.04. Oath of Office. Commissioners shall complete oath of office forms when they are appointed to the Commission, which are then notarized. The original is kept on file at the MTC offices.

1.05. Conflict of Interest Code. The Commission adopted a conflict of interest code by Resolution No. 1198, Revised (Appendix A), which was subsequently approved by the State of California Fair Political Practices Commission. Commissioners are required to file annual statements of economic interest and within thirty days of assuming or leaving office.

1.06. Alternates. There is no provision for voting alternates for the voting commissioners. Substitutes may sit on behalf of non-voting commissioners.

1.07. Reimbursement. Commissioners serve without compensation. Commissioners are entitled to receive reimbursement for actual and necessary expenses incurred in connection with the performance of their duties. In lieu of such reimbursement for attendance at Commission or committee meetings, each commissioner shall receive one hundred dollars ($100.00) per meeting for a maximum of five (5) such meetings in any one calendar month, plus necessary travel expenses as authorized by the Commission pursuant to the rates and terms set forth in Appendix B to this manual. Commissioners may be reimbursed a separate per diem for each such meeting in any one day up to the monthly maximum reimbursement number of meetings. The monthly maximum is calculated and applied

separately to MTC and BATA. BAIFA and BAHA meeting per diem is applied and counts toward the BATA monthly maximum. No reimbursement applies to MTC SAFE meetings.

1.08. Travel Expenses. Commissioners shall be paid necessary traveling expenses as may be authorized from time to time by the Commission. The Commission policy for travel expenses is set forth in Appendix B to this manual.

1.09. Orientation for New Commissioners. When a new commissioner is appointed to the Commission, the Secretary to the Commission will provide the commissioner, along with administrative materials, copies of the current major MTC, BATA, MTC SAFE, BAIFA and BAHA documents and an overview of the content of these documents. The Secretary will also arrange an orientation session for the new commissioner with the Executive Director and section managers.

II. OFFICERS

2.01. Commission Officers. There are two (2) Commission officers: a Chair and a Vice-Chair. Any voting commissioner is eligible to hold the office of Chair or Vice-Chair. Non-voting commissioners are ineligible for such offices.

2.02. Term. The Chair and Vice-Chair shall serve two-year terms commencing upon elections at the regular Commission meeting in February of odd numbered years. A commissioner may serve as Chair or Vice-Chair without restriction as to number of terms. The Chair and Vice-Chair shall serve as such until their successors are elected.

2.03A. Nomination/Election of Commission Officers (New Commission Term). In years when new Commission terms begin, the following procedure for the nomination and election of Commission officers shall be followed:

a. The Commission shall meet on February 10, or within five working days thereof, for a special meeting. The meeting date shall be set by the prior Commission.

b. The existing Chair, if reappointed, or if not reappointed, the Vice-Chair, if reappointed, or if not reappointed, the reappointed commissioner with the longest continuous length of service, shall preside over the meeting, and is the Acting Chair until the election of new officers.

c. The Acting Chair shall at this special meeting appoint an Ad Hoc Nominating Committee of commissioners subject to the confirmation of the Commission.

d. The Ad Hoc Nominating Committee shall meet and send its report in writing to the Commission with the packet for the regular February meeting.

e. The Acting Chair shall convene the regular February meeting, usually the fourth Wednesday of the month, at which the Ad Hoc Nominating Committee shall give its report as the first order of business. Additional nominations may be offered after the Committee report. Thereafter, nominations may be closed; but, if not closed, nominations shall remain open until the March meeting.

f. The Commission shall elect a Chair and Vice-Chair at its regular February meeting, or as soon thereafter as possible after nominations are closed.

g. Upon the election of new officers, the new Chair shall take over the gavel and conduct the remaining business of the meeting.

2.03B. Nomination/Election of Commission Officers (Mid-Commission Term.) The Chair shall appoint an Ad Hoc Nominating Committee of commissioners subject to the confirmation of the Commission at the regular Commission meeting in December of even-numbered years. The Ad Hoc Nominating Committee shall send its report in writing to the Commission with the packet for the regular January Commission meeting. Additional nominations may be offered after the Committee report. Thereafter, nominations may be closed; but, if not closed, nominations shall remain open until the February Commission meeting. The Commission shall elect a Chair and Vice-Chair at its regular February meeting as the first order of business, or as soon thereafter as possible.

2.04. Duties of Chair. The Chair shall preside at all meetings of the Commission, state each question for vote, announce the decision, and decide all questions of order subject to appeal to the Commission. The Chair is a voting ex-officio member of all standing committees of the Commission. In such capacity the Chair shall vote only when necessary to attain a quorum of voting members of a committee. The Chair shall execute all resolutions adopted by the Commission, the approved minutes, and any other documents that may require the signature of the Chair.

The Chair shall appoint, subject to approval of the Commission, members of standing committees. In making committee appointments, the Chair shall, as much as possible, attempt to balance the representation of various areas of the region. The Chair shall select the Chair and Vice-Chair of each committee subject to approval of the Commission. The Chair should request individual commissioners to submit their preferences and areas of interest regarding appointment to committees. The Chair shall also appoint, subject to the approval of the Commission, Commission members of special committees.

In years when a new Chair is elected, then current committee members, chairs, and vice chairs shall continue to serve as such until the new Chair makes new committee appointments. To the extent necessary to carry out committee business, the Chair may appoint temporary committee chairs, vice-chairs, and members, pending confirmation of committee appointments at the regular March Commission meeting.

The Chair shall approve, within the limits of the approved budget, commissioner's attendance and expenses at an out-of-region conference or any conference in which MTC has a substantial interest in being represented.

The Chair shall perform such functions as may be delegated by action of the Commission. Where circumstances warrant, the Chair may, in the absence of existing policy, act as necessary for the Commission between its scheduled meetings and shall report that action at the next Commission meeting.

The Chair shall select a temporary chair of a committee when that committee's chair and vice-chair are both unable to attend that committee's meeting(s).

2.05. Duties of Vice-Chair. The Vice-Chair shall assume the Chair's duties in his/her absence. In addition, the Vice-Chair is a voting ex-officio member of all standing committees of the Commission. In such capacity the Vice-Chair shall vote only when necessary to attain a quorum of voting members of a committee.

2.06. Chair Pro Tem. If both the Chair and Vice-Chair are or will be absent from a Commission meeting or other functions, or duties of the Chair must be performed (including, but not limited to, the execution of documents), the most senior member of the Commission shall perform such functions and duties.

2.07. Vacancies During Term of Office.

A. Chair. In the event the office of Chair is vacated during the term, the vacancy shall be filled for the unexpired balance of the term by the Vice-Chair.

B. Vice-Chair. In the event the office of Vice-Chair is vacated during the term, the vacancy may be filled for the unexpired balance of the term by a special election. If the vacancy is to be filled, an ad hoc nominating committee shall be appointed by the Chair, subject to the approval of the Commission at the next regular Commission meeting. At the Commission meeting following the meeting approving the ad hoc nominating committee, the ad hoc nominating committee shall present its written report which shall be included in the meeting packet sent to commissioners; additional

nominations, if any, may be made by commissioners at the meeting; nominations shall thereafter be closed and the election for Vice-Chair held at that meeting.

C. Chair and Vice-Chair. In the event the office of Chair and Vice-Chair are both vacated simultaneously during their terms, the vacancy for Chair and Vice-Chair shall be filled in the same manner as the vacancy for Vice-Chair in paragraph B of this Subsection, with the ad hoc nominating committee being appointed by the Commission.

2.08 Staff Officers.

A. Executive Director. The Commission shall appoint an Executive Director who shall have charge of administering the affairs of the Commission subject to the Commission's direction and policies. The Executive Director shall in turn appoint, subject to approval of the Commission, such employees as may be necessary to carry out the functions of the Commission (Resolution No. 664). The Executive Director shall designate an employee to act as Secretary of the Commission for the purpose of keeping its minutes and resolutions.

B. Legal Counsel. The Executive Director shall appoint a Legal Counsel subject to the approval of the Commission. In addition to other duties, the Legal Counsel shall have a responsibility to directly advise the Commission and commissioners in the course of their duties (Resolution Nos. 663 and 664, Appendix C).

III. COMMISSION MEETINGS AND CONDUCT OF BUSINESS

3.01. Principal Offices. The principal offices of the Commission shall be at the Joseph P. Bort MetroCenter, 101 - 8th Street, Oakland, CA 94607-4700, or at such other location as may be determined by Commission action. The principal offices of BAHA shall be at 390 Main Street, San Francisco, CA 94105, or at such other location as may be determined by BAHA action.

3.02. Regular Commission Meetings. Regular Commission meetings shall be on the fourth Wednesday of each month with the exception of the month of December when the regular meeting of the Commission shall be the third Wednesday of December and with the exception of the month of August which shall not have a regular Commission meeting. Unless otherwise scheduled, meetings regularly commence at 9:30 a.m. When a regular meeting falls upon a legal holiday, the date and time of such meeting shall be determined by the Commission no later than at its preceding regular meeting. Commission meetings shall be held in the Joseph P. Bort MetroCenter Auditorium, 101 Eighth Street, Oakland, California, 390 Main Street, San Francisco, California, or in alternate locations within the region that are easily available to the public and accessible to persons with disabilities; provided that, if such an alternative location is chosen, it shall be publicly announced, if possible, at the preceding regular Commission meeting.

The Chair may cancel or reschedule a regular Commission meeting if a quorum cannot be obtained, or if there is insufficient business to warrant a meeting. Notice of cancellation of a meeting shall be given, if possible, not later than seven (7) days prior to the meeting date to those persons who receive formal notice of regular meetings.

3.03. Special Commission Meetings. The Chair may call special meetings of the Commission when warranted by the business of the Commission. In addition, upon written request of ten (10) Commissioners, a special meeting shall be held upon the call of the Chair.

3.04. Notice Regarding Commission Meetings. Notice of Commission meetings shall be given as follows:

A. Regular Meetings. Notice of all regular Commission meetings shall be given in compliance with applicable provisions of the Ralph M. Brown Act (Government Code Section 54950 *et*

seq., as may be amended from time to time; hereinafter "Brown Act"). The notice shall at a minimum specify the date, hour, and location of the meeting and may be a preliminary agenda for the meeting. The final agenda shall be posted in the MTC library not later than 72 hours prior to the date of the meeting.

B. Special Meetings. Notice of special meetings shall be given in compliance with applicable provisions of the Brown Act. Notice of special meetings shall specify the date, time, and location of the meeting and the matters to be considered by the Commission. No matters other than those specified in the notice of special meetings may be considered. Notice of special meetings shall be given to those persons who receive notice of regular meetings. Unless otherwise provided by the Brown Act, at least twenty-four (24) hours' written notice shall be given by electronic or U.S. postal mail or personal delivery to each commissioner and to each local newspaper of general circulation, radio or television station requesting notice in writing, and by posting such notice in the MTC library.

C. Recipients of Notice. Notice of MTC meetings may be received by any person or organization requesting notice. Designated staff shall maintain a database of persons and organizations who have requested notice or to whom, in designated staff's judgment, notice shall be sent. The database is updated on an ongoing basis.

D. Brown Act. In providing notice of Commission meetings, MTC staff shall at all times comply at least with all minimum applicable notice requirements of the Brown Act.

3.05. Open Meetings. In accordance with the provisions of the Brown Act, all meetings of the Commission shall be open to the public except matters that may be discussed in closed session pursuant to the Brown Act. Members of the public shall have an opportunity to directly address the Commission on matters before it, subject to limitations on the total amount of time allocated for public testimony on particular issues and for each individual speaker.

3.06. Quorum. A majority of the appointed, voting commissioners shall constitute a quorum for any meeting of the Commission. When 18 voting commissioners have been appointed and seated, the quorum is ten (10) commissioners. No official action shall be taken by the Commission unless a quorum is present. A majority of the commissioners present and voting shall be required to carry any

action of the Commission; provided that, no action shall be valid unless approved by at least a majority of a quorum.

3.07. Voting. Voting shall be by voice; provided that a roll call shall be taken at the Chair's discretion or upon the request of one (1) commissioner.

3.08. Conduct of Meetings. Robert's Rules of Order, as revised, except when inconsistent with these procedures, law, or specific resolutions of the Commission, shall govern the conduct of meetings of the Commission and its established committees.

3.09. Agenda. The Commission may take no action on any item not appearing on the agenda except as allowed under the Brown Act. All items on Commission agendas shall be subject to action.

A preliminary agenda shall be distributed electronically or by regular or express mail prior to the date of the meeting, consistent with the Brown Act. (See Subsection 3.04, Notice Regarding Commission Meetings.) A final agenda will be prepared and posted in the MTC library in accordance with the Brown Act. Copies of the final agenda will be available at the meeting.

If, in the Chair's judgment, it is necessary to maintain the orderly flow of business, public comment may be restricted by any one or a combination of the following procedures:

1. limiting the time each speaker may testify per agenda item. The limit may not be less than one (1) minute for each speaker, and may range, at the discretion of the Chair, up to three (3) minutes per speaker.

2. requiring a speaker who plans to speak on more than one agenda item to combine his or her testimony on all agenda items to one appearance. The limit for a combined appearance may not be less than three (3) minutes per speaker, and may range, at the discretion of the Chair, up to seven (7) minutes per speaker.

3. establishing the maximum amount of time available during the meeting for public comment so as to permit the meeting agenda to be completed before the loss of a quorum; provided, however, that each speaker be permitted to speak at least one (1) minute.

4. establishing a single period of time during a meeting to take all public testimony before proceeding with the agenda, when there are multiple requests to speak on multiple items on the agenda.

5. rearranging the order of items on the agenda to accommodate public testimony.

Any decision of the Chair regarding the taking of public testimony made pursuant to the Commission Procedures Manual shall govern for the meeting unless overruled by a two-thirds vote of the quorum present.

The order of agenda items may also be changed, if, in the Chair's judgment, there are other reasons to do so.

3.10. Resolutions. Resolutions may be considered by the Commission at any regular or special Commission meetings. All resolutions shall be in writing.

A summary explanation of the purpose and content of each resolution shall be prepared and attached to the proposed resolution, but shall not be considered part of such resolution. The original of a resolution adopted by the Commission is the one signed by the Chair and shall be the official text of that resolution.

3.11. Regional Transportation Plan Revisions. Revisions of the Commission's adopted Regional Transportation Plan (RTP) are prepared as the need arises. Except for revisions approved by the Commission under emergency procedures, revisions to the RTP are considered by the Commission for adoption every four years. Review of proposed Plan revisions is assigned to a standing committee of the Commission, which shall make recommendations to the full Commission for Plan revision. Notice of availability of the text of proposed revisions of the RTP shall be sent to organizations and concerned citizens on the current Commission mailing list. Not earlier than twenty (20) days after this distribution of the proposed revisions, and at a time convenient to the public, no less than (2) public hearings shall be held in the region to receive comments, suggestions, and reactions to the proposed revisions. Additional hearings may be scheduled if necessary to allow opportunity for public comment in parts of the region significantly affected by proposed revisions. These public hearings may be conducted by less than a quorum of the Commission. A transcript or summary of the public hearings shall be provided to all commissioners prior to their acting on the Plan revisions. Notice of the public hearings shall appear in major newspapers of the region and other media as appropriate at least thirty (30) days prior to the scheduled hearings.

3.12 Public Hearings. Public hearings shall be conducted in accordance with MTC's Public Participation Plan, MTC Resolution No. 3821.

3.13. Recording of Meetings. Commission meetings shall be recorded electronically and are available on the Commission's website at no cost and are archived for meetings occurring since 2004. Copies of any recordings (in accessible formats, for persons with disabilities) shall be made available to the public upon request. Further, any citizen may record a Commission meeting or parts thereof, if such recording is done in a reasonable manner.

3.14. Minutes of Meetings. The Commission shall keep accurate minutes of all meetings and make them available to the public. Minutes shall include a record of attendance, a summary of motions, resolutions, consensus items, discussion on motions receiving a split vote and/or resulting in a direction to staff or a Commission committee, other business, and public comment. The original of the approved minutes is that copy signed by the Chair and shall be the evidence of action taken at a meeting.

3.15. Public Information Materials. MTC staff will routinely prepare and provide all commissioners with general public informational material. Requests for specialized public information assistance for a specific commissioner will be handled on a time-available basis.

3.16 Meeting Conduct. In the event that any public meeting conducted by MTC is willfully interrupted or disrupted by a person or by a group or groups of persons so as to render the orderly conduct of the meeting unfeasible, the Chair may order the removal of those individuals who are willfully disrupting the meeting. Such individuals may be subject to arrest. If order cannot be restored by such removal, the members of the Commission may direct that the meeting room be cleared (except for representatives of the press or other news media not participating in the disturbance), and the session may continue on matters appearing on the agenda.

IV. COMMISSION COMMITTEES

4.01. Types. Commission committees are designated as standing committees, special committees, or advisory committees.

4.02. Policy. It is the general policy of the Commission to receive comments from the public on specific items at committee meetings. Summaries of these comments shall be included in the committee minutes and forwarded to all commissioners.

4.03. Standing Committees. Each standing committee is charged with subject matter responsibility over specific element(s) of the Commission's overall mission and/or organizational functions. Standing committees shall be composed solely of commissioners. Non-voting commissioners may be appointed to standing committees. Notwithstanding that there may be a quorum of the Commission (10 or more commissioners commencing January 1, 2013) in attendance at a standing committee meeting, no standing committee may act for the full Commission unless the meeting is noticed, in accordance with the Brown Act, as a Commission meeting. Each standing committee shall be responsible for reviewing comments of appropriate MTC advisory committees and such comments shall accompany any standing committee recommendations to the Commission.

4.04. Special Committees. The Commission may establish special committees to supervise the development of a specific task or project. Membership of special committees is not limited to commissioners. Composition of special committees will depend upon the task to be performed and may involve the participation of private citizens or representatives of other public agencies.

4.05. Advisory Committees. Advisory committees are discussed in Section 4.14C.

4.06. Appointments to Committees.

A. Manner of Appointment. The Chair of the Commission, subject to the approval of the Commission, shall appoint members of standing committees and special committees to the extent that special committee appointments are the responsibility of MTC. The Commission Chair shall designate the Chair and Vice-Chair of the standing committee, subject to approval of the Commission. Designation by the MTC Chair of special committee chairs and vice-chairs is subject to the approval of

the Commission to the extent that these appointments are the responsibility of MTC. Appointments to advisory committees shall be made by the Commission in accordance with the Commission resolution establishing the particular advisory committee. In the event the Chair and Vice-Chair of a standing committee are not present at a standing committee meeting, the committee members present shall select a Chair Pro Tem for that meeting from among themselves.

B. Term. Subject to Section 2.04, appointments to standing committees shall be for the term of the Commission Chair. Appointments of commissioners to special committees shall be for the term of the Commission Chair. Other appointments to special committees shall be for a term dependent upon the function of the special committee as set forth in the resolution which governs the special committee. Appointments to advisory committees are for a term dependent upon the function of the advisory committee as set forth in the resolution establishing the particular advisory committee.

4.07. Quorum. The quorum for committees established by the Commission shall be a majority of the committee's non-ex-officio voting membership. If necessary to establish a quorum of a committee at a meeting, the Chair and Vice-Chair of the Commission, as ex-officio members of the committee, shall become voting members for that meeting. Unless otherwise approved by the Commission, MTC standing committees shall have eight (8) voting members, as approved by the Commission, plus the MTC Chair and Vice-Chair as ex-officio, voting members.

Every member of the Commission who is not a voting member of a standing committee is an ad hoc non-voting member. Although a quorum of the Commission may be in attendance at a meeting of a standing committee, the committee may take action only on those matters delegated to it. The committee may not take any action as the full Commission unless a meeting has been previously noticed as a Commission meeting.

An ad hoc non-voting committee member who is also a voting member of the Commission may be designated by the committee chairperson as a voting member at a particular committee meeting if an additional voting member is needed for a committee quorum.

4.08. Open Meetings. It is recognized that "legislative body" as defined in the Brown Act does not include committees composed solely of commissioners when they number less than a quorum of the

Commission or a quorum of a standing committee. It is the intention of the Commission to apply the Brown Act to include all non-ad-hoc committees created by the Commission, not just those identified as advisory commissions or committees. All meetings of non-ad-hoc committees created by the Commission, with the exception of closed sessions permitted by the Brown Act, shall be open meetings properly announced in accordance with the provisions of the Brown Act.

4.09. Notice of Meetings. Notice of regular committee meetings shall be given consistent with applicable provisions of the Brown Act and posted in the MTC library not less than 72 hours, preceding the date of the meeting. If a special meeting is called on short notice, then notice shall comply with the requirements of Subsection 3.04 B of these procedures. The notice shall announce the date, time, and location of the meeting together with an agenda. This notice shall be sent to all commissioners and to media representatives, concerned citizens, and organizations who have filed a request for receipt of notice of committee meetings and posted in the MTC library. Special meetings of committees shall comply with the minimum notice provisions of the Brown Act. Notices of postponed or canceled committee meetings shall be posted in the MTC library not less than 72 hours prior to the regular date of the meeting and shall state the date, time, and location of the next committee meeting if possible. Notices of meetings held earlier than the regular meeting date shall be sent out and posted in the MTC library as soon as possible.

4.10. [Reserved]

4.11. Recording of Meetings. Standing and special committee meetings, if possible, shall be recorded electronically and follow the procedures as stated in Subsection 3.13 of this document.

4.12. Minutes of Committee Meetings. Minutes of all committee meetings shall be kept and made available to the public. Minutes shall include a record of attendance, a summary of motions, resolutions, consensus items, discussion on motions receiving a split vote and/or resulting in a direction to staff or a Commission committee, other business, and public comment.

4.13. Reimbursement and Travel Expenses. Commissioners who are members of standing or special committees shall be entitled to receive in lieu reimbursement for attendance at such committee meetings in accordance with Government Code Section 66504.1. Commissioners serving on standing

and/or special committees shall also be entitled to receive necessary travel expenses in accordance with the Commission's current resolution in this regard. (See Appendix B.) Members of special committees appointed by the Commission and members of advisory committees appointed through Commission resolutions shall be reimbursed for their necessary travel expenses in accordance with the Commission's current procedures regarding this subject. (See Appendix D.)

Commissioners appointed by the Chair or the full Commission to represent MTC on committees other than those created by MTC shall be entitled to receive the MTC per diem and necessary travel expenses for attendance at such committee meetings. If the procedures of such committees require or permit the appointment of an alternate representative, MTC alternates to such committees may not claim per diem or travel expenses for any meeting at which the MTC commissioner is also present and claiming per diem.

4.14. Commission Committees.

A. Standing Committees. The current charters of the Commission's standing committees, as established by this Manual, are attached as Appendix E. Current Commission standing committees are as follows:

1. Administration Committee - is charged with the oversight of the operation and performance of the Commission staff including the development and oversight of agency personnel, financial policies, and management.

2. Programming and Allocations Committee - reviews projects seeking federal, state and regional funding approval for conformance with the Sustainable Communities Strategy/Regional Transportation Plan, adopts the region's multi-year program of funding priorities for federal, state and regional funds, and recommends allocation of various federal, state and regional funds among the various eligible claimants and applicants within the region.

3. Planning Committee - develops the region's annual transportation work program and program budget, reviews planning policies and issues, and together with ABAG, develops the Sustainable Communities Strategy, and proposes revisions to the Sustainable Communities Strategy/Regional Transportation Plan.

4. Operations Committee - establishes, oversees and evaluates transportation system management and operational activities sponsored by MTC, SAFE and others.

5. Legislation Committee - recommends Commission legislative policy, represents the Commission in the legislative process, and oversees the Commission's public information and citizen participation program.

6. Executive Committee - considers matters of urgency brought before it by the Chair between Commission meetings and other matters assigned to it by the Commission or the Chair.

B. Special Committees. Special committees are committees consisting of MTC commissioners and representatives of other organizations. Special committees are established, modified or disbanded by separate Commission action. Examples of current committees include, but are not limited to, the following:

1. Regional Airport Planning Committee - reorganized pursuant to MTC Resolution No. 3123 and is responsible for recommendations relating to the Regional Airport Element of the Regional Transportation Plan and the update of revisions relating to this element.

2. MTC/Bay Conservation and Development Commission (BCDC) Seaport Planning Advisory Committee - was established pursuant to a Memorandum of Understanding between BCDC and MTC (MTC Resolution No. 516) and is responsible for developing the legislatively-mandated Seaport Element to the Regional Transportation Plan and recommendations for revision of the Seaport Element of the BCDC Bay Plan.

C. Advisory Committees. Advisory committees consist of members of the public and/or staff from public agencies or private organizations. Advisory committees are established, modified or disbanded by separate Commission action. When appropriate, all upcoming vacancies on MTC advisory committees shall be posted on the Commission website. Prior to making appointments to such committees, thirty days shall be allowed to receive responses from citizens who are interested in appointment. Examples of current advisory committees include, but are not limited to, the following:

1. Policy Advisory Council – This advisory committee was established in November 2009 pursuant to MTC Resolution No. 3931 to advise the Commission on transportation policies in the San Francisco Bay Area, incorporating diverse perspectives relating to the environment, the economy and social equity. Its 27 members are appointed by the Commission, including 9 members, one from each Bay Area county, selected to represent interests related to the

communities of color, environmental justice and low-income issues; 9 members, one from each Bay Area county, selected to represent the interests of disabled persons and seniors; and 9 members selected to represent interests related to the economy and the environment.

2. The Bay Area Partnership (The Partnership) - The Partnership is a consortium of local, state and federal agencies, including the top managers from agencies (currently 31 members) responsible for transportation and protecting the region's environmental quality; intended to foster consensus in the implementation of TEA 21 and its successor statutes, develop agreed-upon funding and planning priorities, and implement plans and programs to better manage and operate the metropolitan transportation system.

3. Regional Transit Coordinating Council (RTCC) - Pursuant to Public Utilities Code § 29142.4, the Commission has established the RTCC to advise MTC with respect to its state and federal programs, to focus attention on transit coordination, and to encourage participation of transit operators' top management in MTC's deliberations. MTC Resolution No. 2467 establishes the RTCC.

4. Paratransit Coordinating Councils (PCCs) - established by MTC Resolution No. 468 in 1977 to require participation by counties in promoting the efficient use of limited paratransit services. Membership composition is established in MTC Resolution No. 1209.

NOTE: Special and advisory committees usually forward their recommendations to the Programming and Allocations Committee. Special issues can be referred to the appropriate MTC standing committee.

V. MISCELLANEOUS

5.01 Authority. The Metropolitan Transportation Commission finds that these procedures are necessary to carry out the purposes of the Metropolitan Transportation Commission Act. These procedures are adopted pursuant to the Commission's authority under Government Code § 66506.

5.02 Emergency Notice Provision. In the event a postal strike or other calamity makes it impossible to give notice of meetings by mail as required in these procedures, notice of meetings of the Commission and its committees shall be given to commissioners and committee members, respectively, with such time and by such means as may be practical, which may include, but not be limited to, personal service, facsimile, email and posting at MTC's website. In such event, the general public and those requesting notice of Commission and committee meetings shall be notified, if possible, by publication of notice in a newspaper or newspapers of general circulation in the region. The timing and content of such published notice shall conform, if possible, to the requirements pertaining to mailed notice set forth in these procedures.

5.03 Severability. Should any part, term, portion, or provision of these procedures be finally decided to be in conflict with any law of the United States or the State of California or otherwise be ineffectual or unenforceable, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, providing such remaining portions or provisions can be construed to stand as the Commission intended.

Appendix A
Resolution No. 1058

Conflict of Interest Code

Date: October 27, 1982
W.I.: 99110
I.D.: File 1
Referred by: A&O Committee
Revised: 06/26/91-C 07/27/94-C
11/18/98-C 06/28/00-C
11/20/02-C 09/28/11-C

ABSTRACT

Resolution No. 1198, Revised

Subject

This resolution adopts the amendments to the Metropolitan Transportation Commission's Conflict of Interest Code, directs the Executive Director to submit a copy of the amended code to the Fair Political Practices Commission, provides for future amendments, and revises Appendix A of the Commission Procedures Manual (Resolution No. 1058).

Resolution No. 1198 supersedes Resolution No. 859.

This resolution was revised on June 26, 1991 to include the disclosure of "business positions in business entities," to add a disclosure category for telecommunications services and equipment manufacturers to cover the activities of the MTC SAFE, to update the designated positions to reflect MTC's current organizational structure, and to clarify the definition of "consultant."

This resolution was revised on July 27, 1994 to amend the disclosure categories to cover MTC and MTC SAFE activities in the areas of towing services and intelligent vehicle highway systems (IVHS) and to update the designated positions to reflect MTC's current organizational structure.

This resolution was revised on November 18, 1998 to amend the conflict of interest code to reflect changes in FPPC regulations, amend the disclosure categories to cover the MTC Service Authority for Freeways and Expressways ("MTC SAFE") and Bay Area Toll Authority ("BATA") activities, and to update the designated positions to reflect MTC's current organizational structure. .

This resolution was revised on June 28, 2000 to add Associate Counsel as a designated position, delete the Legislation and Public Affairs and Finance sections to create one Funding and External Affairs section, and rename Treasury to Finance.

This resolution was revised on November 20, 2002, to delete the Funding and External Affairs section, to create a Programming and Allocations section and a Legislation and Public Affairs section, and to replace the Deputy Executive Director's position with two Deputy Directors' Positions.

This resolution was revised on September 28, 2011, to update the designated positions to reflect MTC's current organizational structure and disclosure categories.

Date: October 27, 1982
W.I.: 99110
I.D.: File 1
Referred by: A&O Committee

RE: Adoption of the Amendments to the Metropolitan Transportation Commission's Conflict of Interest Code.

METROPOLITAN TRANSPORTATION COMMISSION

RESOLUTION NO. 1198

WHEREAS, the Metropolitan Transportation Commission (MTC), is the regional transportation planning agency pursuant to Government Code § 66500 *et seq.*; and

WHEREAS, MTC has adopted for purposes of the Political Reform Act (Government Code § 81000 *et seq.*) a Conflict of Interest Code (Resolution No. 859) which has been approved by the Fair Political Practices Commission; and

WHEREAS, MTC desires to amend its Conflict of Interest Code; and

WHEREAS, the proposed amendments have been submitted to the public for comment and subject to a public hearing; now, therefore, be it

RESOLVED, that the amended Conflict of Interest Code, incorporated herein as though set forth at length as Attachment A, is adopted; and, be it further

RESOLVED, that the Executive Director is directed to submit a copy of the Conflict of Interest Code to the California Fair Political Practices Commission for approval; and, be it further

RESOLVED, that MTC may from time to time further amend Attachment A as appropriate, in accordance with the applicable statutory and regulatory provisions; and, be it further

RESOLVED, that MTC Resolution No. 859 is superseded by Resolution No. 1198; and, be it further

RESOLVED, that Appendix A of the Commission Procedures Manual (MTC Resolution No. 1058) is revised by Resolution No. 1198.

METROPOLITAN TRANSPORTATION COMMISSION

William R. "Bill" Lucius, Chairman

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California, on October 27, 1982.

Date:	October 27, 1982	
W.I.:	99110	
I.D.:	File 1	
Referred by:	A&O Committee	
Revised:	06/26/91-C	07/27/94-C
	11/18/98-C	06/28/00-C
	11/20/02-C	09/28/11-C

CONFLICT-OF-INTEREST CODE FOR THE METROPOLITAN TRANSPORTATION COMMISSION

The Political Reform Act (Government Code Section 81000, *et seq.*) requires state and local government agencies to adopt and promulgate conflict-of-interest codes. The Metropolitan Transportation Commission (MTC), a statutorily created regional transportation planning agency pursuant to Government Code Section 66500 *et seq.*, is for the purposes of the Political Reform Act, a local government agency pursuant to Government Code Section 82041. MTC also functions as the MTC Service Authority for Freeways and Expressways ("MTC SAFE") pursuant to Streets and Highways Code Sections 2550-2556, and the Bay Area Toll Authority ("BATA") pursuant to Streets and Highways Code Section 30950 *et seq.* The Fair Political Practices Commission has adopted a regulation (2 Cal. Code Regs. Sec. 18730) that contains the terms of a standard conflict-of-interest code, which can be incorporated by reference in an agency's code. After public notice and hearings, the standard code may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act. Therefore, the terms of 2 Cal. Code Regs. Sec. 18730 and any amendments to it duly adopted by the Fair Political Practices Commission are hereby incorporated by reference. This regulation and the attached Appendices, designating positions and establishing disclosure categories, shall constitute the conflict-of-interest code of the **Metropolitan Transportation Commission (MTC)**.

Individuals holding designated positions shall file their statements of economic interests with **MTC**, which will make the statements available for public inspection and reproduction (Government Code Sec. 81008). Upon receipt of statements for the MTC Commissioners and from the Executive Director, **MTC** shall make and retain copies and forward the originals to the **Fair Political Practices Commission**. All other statements will be retained by **MTC**.

APPENDIX A

DESIGNATED POSITIONS

Designated Position	Assigned Disclosure Category
Deputy Executive Director, Policy	1, 3, 4
Deputy Executive Director, Operations	1, 3, 4
Deputy Executive Director, Bay Area Toll Authority ("BATA")	1, 3, 4
General Counsel	1, 3, 4
Deputy General Counsel	1, 3, 4
Associate Counsel	1, 3, 4
Special Counsel	1, 3, 4
Director, Administrative and Technology Services	2, 3
Director, Planning	2, 3
Director, Bridge Oversight and Operations	2
Director, Highway and Arterial Operations	2
Director, Traveler Coordination and Information	2
Director, Programming and Allocations	2, 3
Director, Legislation and Public Affairs	1, 3
Consultants*	

*Consultants shall be included in the list of designated positions and shall disclose pursuant to the broadest disclosure category in the code, subject to the following limitation:

The Executive Director may determine in writing that a particular consultant, although a "designated position," is hired to perform a range of duties that is limited in scope and thus is not required to fully comply with the disclosure requirements described in this section. Such determination shall include a description of the consultant's duties and, based upon that description, a statement of the extent of disclosure requirements. The Executive Director's determination is a public record and shall be retained for public inspection in the same manner and location as this conflict-of-interest code (Gov. Code Section 81008). Nothing herein excuses any such consultant from any other provision of the conflict-of-interest code.

OFFICIALS WHO MANAGE PUBLIC INVESTMENTS

It has been determined that the positions listed below manage public investments and will file a statement of economic interests pursuant to Government Code Section 87200.

MTC Commissioners
Chief Financial Officer
Executive Director

An individual holding one of the above listed positions may contact the Fair Political Practices Commission for assistance or written advice regarding their filing obligations if they believe their position has been categorized incorrectly. The Fair Political Practices Commission makes the final determination whether a position is covered by Government Code Section 87200.

APPENDIX B

DISCLOSURE CATEGORIES

Designated positions shall disclose pursuant to the appropriate disclosure category as indicated in Appendix A.

CATEGORY 1 – Investments and business positions in business entities, and sources of income, including loans, gifts, and travel payments, from, entities that provide services, products, or equipment of the type utilized by MTC, including, but not limited to, public utilities, consultants, transportation companies, and manufacturers.

CATEGORY 2 – Investments and business positions in business entities, and sources of income, including loans, gifts, and travel payments, from, entities that provide services, products, or equipment of the type utilized by the designated position's department or division.

CATEGORY 3 – All interests in real property located within the jurisdiction or within two miles of the boundaries of the jurisdiction or within two miles of any land owned or used by MTC.

CATEGORY 4 – Investments and business positions in business entities, and sources of income, including loans, gifts, and travel payments, from, entities that filed a claim against MTC during the previous two years, or have a claim pending against MTC.

This is the last page of the conflict-of-interest code for the **Metropolitan Transportation Commission.**

CERTIFICATION OF FPPC APPROVAL

Pursuant to Government Code Section 87303, the conflict-of-interest code for the **Metropolitan Transportation Commission** was approved on July 27, 2011. This code will become effective on August 26, 2011.

Roman G. Porter
Executive Director
Fair Political Practices Commission

Appendix B
Resolution No. 1058

Travel Reimbursement to Commissioners

POLICY FOR REIMBURSEMENT TO COMMISSIONERS FOR ACTUAL AND NECESSARY EXPENSES INCURRED IN CONNECTION WITH THE PERFORMANCE OF THEIR DUTIES OR IN LIEU OF REIMBURSEMENT FOR ATTENDANCE AT COMMISSION OR COMMITTEE MEETINGS

A. All members of the Commission shall be reimbursed for actual and necessary expenses incurred in connection with the performance of their official duties for the Commission providing, however, that in lieu of such reimbursement for attendance at Commission or committee meetings, each member of the Commission shall receive a per diem of one hundred dollars ($100) not to exceed a combined total of five such meetings in any one calendar month, plus the necessary travel expenses as specified below. Consistent with precedent, and for clarity, such combined total of five meetings per month limit shall apply separately to MTC meetings and BATA meetings. In the case of joint powers authorities formed by MTC and BATA, meeting per diems shall count towards the BATA maximum allocation.

B. "Committee meetings" include attendance by a commissioner at a publicly noticed meeting of an authorized standing committee of the Commission, a special committee established by action of the Commission or by the Chairman of the Commission, a joint program committee, a regional committee and a board of control created under a joint exercise of powers agreement. It also includes attendance at any public hearing sponsored by the Commission when the Chairman has appointed a special committee to conduct or supervise the hearing and the commissioner is a duly appointed member of that committee.

C. The in-lieu reimbursement for attendance at Commission or committee meetings shall apply to a maximum of two such meetings in any one day.

D. All members of the Commission shall, whenever possible and feasible, use public transit services in preference to privately-owned vehicles.

E. For purposes of attending Commission or committee meetings within the region, necessary traveling expenses for members of the Commission shall include actual cost of public transportation services or mileage allowance for the use of privately-owned vehicles and related bridge tolls and parking fees.

F. The Bay Area is comprised of the City and County of San Francisco and the Counties of Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano, and Sonoma, and for the purpose of this reimbursement to commissioners for travel expenses the policy includes the County of Sacramento. Within this region, members of the Commission, when designated by the Chairman to represent the Commission at other than meetings for which they are entitled to receive in-lieu reimbursement, shall be reimbursed for necessary authorized traveling expenses

which shall include actual costs of public transportation services or use of privately-owned vehicles, related bridge tolls and parking fees, and meals.

G. Out-of-region necessary travel expenses shall include actual cost of transportation at not to exceed economy air fare, lodgings, meals, and incidentals.

Authority

Reimbursement to members of the Commission for actual and necessary expenses incurred in connection with the performance of their duties or in lieu of reimbursement for attendance at Commission and committee meetings plus the minimum travel expenses are provided for in Section 66504.1 of the Government Code, and with respect to BATA, Streets and Highways Code Section 30950.1.

Responsibilities

A. Executive Director

1. Responsible for developing and including in the agencies' annual operating budget requirements for funds to support reimbursements to members of the Commission as authorized for attendance at Commission meetings and for traveling expenses. In-region and out-of-region funds will be segregated.
2. Responsible for administrative processing and payment of claims for reimbursement submitted by members of the Commission in conformance with this policy.

B. Commissioners

1. Members of the Commission shall travel in a manner which will be most advantageous to the Commission, consistent with performing their official duties for the Commission.
2. Members of the Commission shall submit claims for reimbursement for travel to the Executive Director for administrative processing and payment using the attached Meeting and Travel Expense Claim Form. A separate Meeting and Travel Expense Claim Form will be used for claiming compensation for travel for each trip for out-of-region travel. Claims for per diem and reimbursement for travel within the region may be consolidated onto a single Meeting and Travel Expense Claim Form and submitted on a monthly basis.

Schedule for Reimbursement

A. Attendance at Commission or committee meetings within the region:

1. Per diem: $100 per Commission or committee meeting, not to exceed a combined total of five such meetings in any one calendar month. The combined total limit shall apply separately to MTC meetings and BATA meetings.
2. Travel
   a. Public transportation service - actual cost.
   b. Privately-owned vehicle - at the rate established by the Internal Revenue Service; related bridge tolls and parking fees are also reimbursable.

B. Travel within the region and including the County of Sacramento for purposes other than attending Commission or committee meetings:
1. Per diem: None authorized.
2. Travel
   a. Public transportation services - actual cost.
   b. Privately-owned vehicle - at the rate established by the Internal Revenue Service; related bridge tolls and parking fees are also reimbursable.
   c. Meals: for actual costs, receipts required; for unreceipted actual costs, amounts shall not exceed: breakfast, $12; lunch, $18; dinner, $36, including tips. A Commissioner who pays the bill for a meal attended by more than one Commissioner may submit a receipt for combined meal costs. The receipt shall be accompanied by a list of the names of all Commissioners attending the meal.
3. Lodging: Costs within the region and Sacramento are eligible when authorized by the Commission Chair.

C. Outside the Region
1. Receipted costs of lodging, meals and incidentals, such as tips for baggage handling, do not require receipts as long as they are reasonable. Unreceipted actual costs for meals shall not exceed: breakfast, $12; lunch, $18; dinner, $36, including tips.
2. Transportation: Actual cost, not to exceed economy air fare. Use of helicopter connections for air travel or rental car service are reimbursable costs to a commissioner when required or more advantageous to the Commission in the performance of official duties.

D. Business Meetings
1. For business events hosted by MTC, the Commission expects the Executive Director to be responsible for determining if the meeting is necessary and to adhere to the following guidelines:

a) Authorization for hosting meetings or events may be granted only for the following objectives:
   (1) The event is directly related to clearly identified MTC business; or
   (2) The event aims to improve MTC's working relationship with other agencies, organizations, or groups having a direct impact on MTC's activities.
b) Any large business meeting, defined as a meeting in which the cost of food and beverage may be expected to exceed $1,000, must have the advance authorization of MTC's Administration and Oversight Committee.
c) Other business meetings (having a cost of less than $1,000) arranged by the Executive Director shall be documented in his monthly expense report.

NAME: _____

MONTH/YEAR: _____

METROPOLITAN TRANSPORTATION COMMISSION

BAY AREA TOLL AUTHORITY

MTC/BATA Commissioner Monthly Meeting and Travel Expense Claim: Within Region Travel

Attendance at Metropolitan Transportation Commission and Committee Meetings			*Travel Reimbursements*				
DATE	**MEETING LOCATION**	**NAME OF MEETING**	**MILES DRIVEN**	**X 55.5¢** *(for private auto)*	**TRANSIT OR PARKING & BRIDGE TOLLS****	**STIPEND* AT $100 PER MEETING**	**TOTALS**
*Not to exceed a combined total of five Commission and committee meetings in one calendar month (MTC Resolution No. 1058).						***MEETING REIMBURSEMENT SUBTOTAL***	

Attendance at Bay Area Toll Authority (BATA) and Committee Meetings			*Travel Reimbursements*				
DATE	**MEETING LOCATION**	**NAME OF MEETING**	**MILES DRIVEN**	**X 55.5¢** *(for private auto)*	**TRANSIT OR PARKING & BRIDGE TOLLS****	**STIPEND* AT $100 PER MEETING**	**TOTALS**
*Not to exceed a combined total of five BATA and committee meetings in one calendar month (BATA Resolution No. 47).						***MEETING REIMBURSEMENT SUBTOTAL***	

Performance of Other Official Duties of the Commission			*Travel Reimbursements*				
DATE	**LOCATION**	**PURPOSE**	**MILES DRIVEN**	**X 55.5¢** *(for private auto)*	**TRANSIT OR PARKING & BRIDGE TOLLS****	**MEALS****	**TOTALS**
****Please attach receipts.**		Note: For out of region travel reimbursements, **please use Form 340–3.**	***OTHER DUTIES REIMBURSEMENT SUBTOTAL***				
			MEETING REIMBURSEMENT SUBTOTAL				
						TOTAL TO BE REIMBURSED	

SIGNATURE: **DATE:**

Appendix C
Resolution No. 1058

MTC Legal Counsel

ABSTRACT

Resolution No. 663

This Resolution provides for Commission review and approval of the person who is to be hired as MTC Counsel. It further provides for Counsel to directly advise the Commission on matters of law as may be necessary.

Date: May 23, 1979
W.I.: 1201-01-01
File No: 1.0
Referred By: Executive Director

RE: MTC Legal Services

METROPOLITAN TRANSPORTATION COMMISSION

RESOLUTION NO. 663

WHEREAS, §66505 of the Metropolitan Transportation Commission Act states in part that:

"The Executive Director shall, subject to the approval of the commission, appoint such employees as may be necessary to carry out the functions of the commission"; and

WHEREAS, §66505 requires that the Metropolitan Transportation Commission approve MTC staff positions but not specific persons appointed to MTC employment by the Executive Director pursuant to said section; and

WHEREAS, MTC Legal Counsel has a special relationship and responsibility to the Commission requiring MTC Legal Counsel to directly advise the Commissioners at meetings or otherwise as may be necessary; and

WHEREAS, the Metropolitan Transportation Commission wishes to approve the person to be appointed as MTC Legal Counsel;

NOW, THEREFORE, BE IT

RESOLVED that the Metropolitan Transportation Commission shall approve the Executive Director's appointment of MTC Legal Counsel, and that MTC Legal Counsel shall owe a responsibility to the Commission to directly advise Commissioners at meetings or otherwise as may be necessary.

METROPOLITAN TRANSPORTATION COMMISSION

James E. Self, Chairman

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California on May 23, 1979.

ABSTRACT

Resolution No. 664

This resolution delegates authority to Executive Director to hire MTC staff. The Commission reserves its authority to approve the total number of staff and classification which will be done as part of its annual budget approval. Further, the Commission reserves authority to approve appointment of MTC Legal Counsel based on the Executive Director's recommendation.

Date: May 23, 1979
W.I.: 1201-01-01
File No: 1.0
Referred By: Executive Director

RE: MTC Legal Services

METROPOLITAN TRANSPORTATION COMMISSION

RESOLUTION NO. 664

WHEREAS, §66505 of the Metropolitan Transportation Commission Act states in part that:

> "The Executive Director shall, subject to the approval of the commission, appoint such employees as may be necessary to carry out the functions of the commission";

and

WHEREAS, §66505 has been interpreted by the Metropolitan Transportation Commission to require the Commission to give its specific approval to each employee appointment made by the Executive Director; and

WHEREAS, the Commission wishes to delegate its approval authority under §66505 to the Executive Director, reserving to the Commission only:

1. the authority to approve appointment of MTC Legal Counsel; and
2. the authority to approve as part of its annual budget, the number and classifications of MTC employees;

NOW, THEREFORE, BE IT

RESOLVED that the Metropolitan Transportation Commission hereby delegates to the Executive Director its authority under §66505 to approve specific MTC employees; and, further reserving to the Commission the authority to specifically approve the appointment of MTC Legal Counsel.

METROPOLITAN TRANSPORTATION COMMISSION

James E. Self, Chairman

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California on May 23, 1979.

Appendix D
Resolution No. 1058

Travel Reimbursement Rate for Members of the Policy Advisory Council

PROCEDURES FOR PROCESSING TRAVEL REIMBURSEMENT CLAIMS FROM CITIZENS APPOINTED TO CERTAIN MTC ADVISORY COMMITTEES

These procedures supersede those previously established by MTC Resolution No. 348. The travel reimbursement rates set forth herein supersede those previously established by MTC Resolution No. 291.

1. Individual members of the public appointed by the Commission serving on the Policy Advisory Council or other advisory committees shall each be eligible to receive a stipend of $50 per meeting, as defined below, with a maximum of three meetings per month per committee to which they are appointed, not to exceed a combined total of five such meetings in any one calendar month. Advisors who are appointed to two committees may receive a stipend for a combined total of five meetings per month. Meetings are defined as publicly noticed meetings or subcommittee meetings of the advisory committee to which the individual has been appointed; noticed MTC Commission or committee meetings; attendance at meetings of working groups with MTC staff formed at the direction of the Commission to provide input into the Commission's decisions; or attendance at a community meeting in conjunction with MTC staff. This includes initiatives undertaken by MTC that require outreach assistance from citizen advisors (i.e., when the advisor attends a community meeting with MTC staff, or provides an introduction to a particular community and attends the meeting with staff).

2. Members of the Policy Advisory Council ("advisors") may be reimbursed for actual travel expenses, as defined below, for a maximum of three meetings per month per committee to which they are appointed, not to exceed a combined total of five such meetings in any one calendar month. Advisors who are appointed to two committees may receive travel

reimbursement for a combined total of five meetings per month. Meetings shall include: publicly noticed meetings or subcommittee meetings of the Policy Advisory Council to which the individual has been appointed; noticed MTC Commission or committee meetings; or attendance at a community meeting in conjunction with MTC staff. This includes initiatives undertaken by MTC that require outreach assistance from advisors (i.e., when the advisor attends a community meeting with MTC staff, or provides an introduction to a particular community and attends the meeting with staff).

3. The mileage reimbursement rate is the rate allowable by the Internal Revenue Service when a personal vehicle is used. Related bridge tolls, parking fees and actual expenses for use of public transit will be reimbursed.

All requests for stipend and reimbursement of expenses shall be submitted monthly to the Policy Advisory Council staff liaison and processed according to the procedures established by MTC's Executive Director.

The MTC Deputy Executive Director, Policy shall administer this resolution. Any questions regarding its application shall be decided by the Deputy Executive Director, Policy whose decision shall be final.

Appendix E
Resolution No. 1058

Standing Committees' Structure

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Administration**

	FUNCTION	DELEGATED AUTHORITY
1.	Oversight of general operations and performance of agency.	Recommend to the Commission.
2.	Review, adopt and oversee personnel policies.	Approval authority
3.	Give policy guidance on meet and confer negotiations of staff salaries and benefits; recommend travel and per diem reimbursements of the Commission, standing committees and advisory committees and groups.	Recommend to the Commission
4.	Review financial reports, audit reports, general stewardship of funds.	Approval authority
5.	Review annual agency operating budget.	Recommend to the Commission
6.	Authorize the execution of agency contracts, funding agreement and purchase orders not delegated to the Executive Director (except as otherwise delegated to the Operations Committee). Details of litigation-related contracts may be reviewed in closed session and approved in open session, with the provision that contract amounts may be withheld from disclosure until the conclusion of the litigation.	Approval authority
7.	Review the Commission Procedures Manual and Conflict of Interest Code.	Recommend to the Commission

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

The Administration Committee's regular meeting begins at 10:00 am on the second Wednesday of each month, following the regular meeting of the BATA Oversight Committee. The meeting date and time is subject to change by the Committee as its workload warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Programming and Allocations Committee**

	FUNCTION	DELEGATED AUTHORITY
1.	Review all applications for state or federal funds.	Recommend to the Commission
2.	Review all projects consistent with MTC's responsibilities under the Intergovernmental Review process.	Recommend to the Commission
3.	Develop the annual proposed distribution of discretionary funds among eligible claimants for operating assistance.	Recommend to the Commission
4.	Develop the annual Program of Projects for FTA Sections 9 and 18 for areas within the MTC region.	Recommend to the Commission
5.	Conduct public hearings on Unmet Transit Needs to make required findings regarding allocations of Transportation Development Act funds for streets and roads purposes.	Recommend to the Commission
6.	Review and evaluate applications or commitments for allocations of funds, including but not limited to Transportation Development Act, State Transit Assistance, 25% of 1/2¢ sales tax, and toll bridge net revenues.	Recommend to the Commission
7.	Review revisions to MTC-approved annual grant applications and allocations for funds.	Approval authority for revisions that do not include new projects or do not exceed $5 million in cost. Recommend to the Commission all other revisions.
8.	Review and approve grant applications to external funding sources for MTC-sponsored programs.	Recommend to the Commission
9.	Review, conduct public hearings on (as appropriate), and establish priorities for capital programs of projects for the rehabilitation, management and/or improvement of the regional transportation system.-	Recommend to the Commission adoption of the Transportation Improvement Programs (RTIP & TIP) and Transit Capital Priorities.

MTC STANDING COMMITTEES

10. Review amendments to the Transit Capital Priorities and/or the Transportation Improvements Programs (RTIP and TIP).	Approval authority for revisions that do not include new projects or do not exceed $5 million in cost. Recommend to the Commission all other revisions.

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Programming and Allocation Committee's regular meeting begins at 10:30 am on the second Wednesday of each month, following the regular meeting of the Administration Committee. The meeting date and time is subject to change by the Committee as its work load warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Legislation**

FUNCTION	DELEGATED AUTHORITY
1. Develop specific legislative proposals.	Recommend to the Commission
2. Develop MTC policy positions on major legislative and regulatory proposals initiated-by others.	Recommend to the Commission
3. Represent the Commission in the legislative process.	Represent the Commission at legislative hearings and contacts with legislators. In emergency situations where Commission action is not possible, the Chair of the Committee may, with the concurrence of the Commission Chair, respond to legislative matters of importance to the Commission.
4. Develop procedures for public information, press relations and citizen participation.	Approval authority
5. Review, adopt and oversee public information, press relations and citizen participation programs.	Approval authority within constraints of the annual work program and operating budget. Recommend to the Planning and Operations Committee and Administration Committee for work program and operating budget changes, respectively.

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Legislation Committee's regular meeting begins at 11:00 am on the second Friday of each month, following the regular meeting of the Operations Committee. The meeting date and time is subject to change by the Committee as its work load warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Planning**

	FUNCTION	DELEGATED AUTHORITY
1.	Develop the annual work program and program budget.	Recommend to the Commission
2.	Monitor, direct and update work program and program budget - including the scope of consultant contract.	Approval authority within constraints of operating budgets. Recommend to the Commission for substantive work program, and recommend to the Administration Committee for fund approval for these substantive changes.
3.	Review planning and policy issues, review recommendations on evaluations of these issues from advisory and special committees, and examine planning issues against the SCS/RTP.	Recommend MTC policies related to the Sustainable Communities Strategy/Regional Transportation Plan to the Commission.
4.	Develop revisions to the Sustainable Communities Strategy/Regional Transportation Plan, deliberate on substance of planning and conduct public hearings.	Recommend adoption of revisions to the Sustainable Communities Strategy/Regional Transportation Plan to the Commission.
5.	Coordinate the SCS/RTP with other regional plans, including but not limited to: the Bay Area Air Quality Plan, the Bay Area Seaport Plan; the Regional Airport Plan, and BCDC's Bay Plan.	Recommend MTC policies to the Commission.

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Planning Committee's regular meeting begins at 9:30 am on the second Friday of each month. The meeting date and time is subject to change by the Committee as its work load warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Operations**

FUNCTION	DELEGATED AUTHORITY
1. Establish, oversee and evaluate transportation system management and operational activities sponsored by MTC and other agencies, including but not limited to: operational projects such as 511 and TransLink®, the highway and arterial operations programs, and the agency's SAFE responsibilities related to call boxes, the Freeway Service Patrol and incident management activities.	Recommend to the Commission for establishing new activities or major changes to existing activities. Approval authority for all other oversight and evaluation functions.
2. Authorize the execution of agency contracts, funding agreements and purchase orders not delegated to the Executive Director that are necessary to conduct the system management and operations activities of MTC and MTC/SAFE.	

COMPOSITION OF COMMITTEE MEMBERSHIP

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Operations' regular meeting begins at 10:00 am on the second Friday of each month. The meeting date and time is subject to change by the Committee as its workload warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Executive**

FUNCTION	DELEGATED AUTHORITY
1. Acts on matters of urgency brought before it by the Chair between Commission meetings.	Recommend to the Commission
2. Acts on other matters assigned by Commission or Chair.	Recommend to the Commission

COMPOSITION OF COMMITTEE MEMBERSHIP:

Commission Chair, Commission Vice Chair, immediate past Chair, and chairs of BATA Oversight, Administration, Planning and Operations, Legislation, and Programming and Allocations Committees.