

TRANSPORTATION AGENCY FOR MONTEREY COUNTY

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MEASURE X CITIZENS OVERSIGHT COMMITTEE BYLAWS

Approved by TAMC on April 26, 2017

The Measure X Citizens Oversight Committee (Committee), known as the eXcellent Transportation Oversight Committee, was formed by the Transportation Agency for Monterey County Board of Directors in order to facilitate the Transportation Agency For Monterey County Transportation Safety and Investment Plan and Retail Transactions and Use Tax Ordinance 2016-01 (Ordinance). The Ordinance was submitted to the voters of Monterey County and approved on November 8, 2016. Appointed members of the Committee, under the terms and conditions outlined by the Ordinance, serve as an oversight committee to review and report on the revenue and expenditure of funds generated from the sales tax.

I. PURPOSE AND DUTIES

Ordinance 2016-01, otherwise known as Measure X, requires annual performance and financial audits by the Transportation Agency for Monterey County (TAMC) and participating jurisdictions, as well as citizen oversight to assure the public that the revenue raised is properly used.

The Ordinance established an Expenditure Plan to ensure that Measure X funds would be dedicated solely for the purposes of improving safety on local roads and highways, repairing potholes, maintaining streets and roads, reducing traffic congestion, improving transportation for seniors, young people, and people with disabilities, and making walking and biking safer. This Expenditure Plan was approved by all affected jurisdictions, and by the voters in approving Measure X. The purpose of the Oversight Committee is to be an additional layer of transparency so that the public is assured that TAMC, the County of Monterey and the participating cities are operating consistent with the terms of the Ordinance.

Tax revenues are to be allocated with 60% of funds dedicated to local road maintenance, pothole repairs and safety projects and 40% of funds dedicated to regional safety and mobility projects.

The purpose and duties of the Committee are to review the operations of jurisdictions receiving and spending Measure X funds, and make recommendations to the TAMC Board, as follows:

- A. Independent Audits: Have full access to the Agency's independent auditor and review the annual audits, have the authority to request and review specific financial information, and provide input on the audit to assure that funds are being expended in accordance with the requirements of the Transportation Safety and Investment Plan;
- B. Plan Changes: Review and make recommendations on any proposed changes to the plan, prior to Transportation Agency Board consideration;
- C. Project Delivery and Priorities: Review and comment on project delivery schedules as represented in the Strategic Expenditure Plan and make recommendations to the Transportation Agency on any proposals for changing project delivery priorities; and
- D. Annual and Final Reports: Prepare annual reports regarding the administration of the program, to be presented to the Transportation Agency Board of Directors and available for public review.

II. MEMBERSHIP

Members serve without compensation. Membership shall include one representative and at least one alternate from each of the following organizations or interests, as approved by the TAMC Board:

- League of Women Voters
- A bonafide taxpayer association from the Salinas Valley
- A bonafide taxpayer association from the Monterey Peninsula
- Senior or disabled services agency
- Pedestrian or bicycle transportation advocate
- Transit users
- Labor organization
- Central Coast Builders Exchange
- Chamber of Commerce-Salinas Valley
- Chamber of Commerce-Monterey Peninsula
- Agriculture
- Habitat preservation
- Hospitality
- Education
- South County
- North County
- Latino Organization
- Youth/College

- Pedestrian

A “Member” is the organization or interest. Member representatives and their alternates shall be nominated by the bonafide organization they are representing and appointed by the Transportation Agency Board of Directors. Additional members may be appointed by the Transportation Agency Board of Directors to assure that a broad range of geographic and stakeholder interests are represented on the committee; however, in no case shall Committee membership exceed 20.

Vacancies in Member organization of interest may occur upon the resignation, disability, or removal by the TAMC Board of Directors for lack of participation or other good cause, as determined by the Board by majority vote. Upon the occurrence of a vacancy, the Agency’s Board of Directors may call for additional nominations. If the representative or alternate whose departure caused the vacancy was nominated by an organization, that organization may nominate a potential replacement. Nominees shall be appointed to serve on the Committee by the Agency’s Board of Directors. Vacancies shall be filled only for the unexpired term of the departing Member representative/alternate.

III. OFFICERS AND TERM OF OFFICE

The Committee shall have the following officers: a Chairperson, a Vice Chairperson, and an Audit Sub-Committee Chair, who shall be elected by the general membership of the Committee.

Election of officers shall be held at the initial meeting of the Committee and take effect immediately. Thereafter, election of officers shall take place at the last Committee meeting of each calendar year and will take effect in January of the following year. Effective September 1, 2019, the term of office shall be for two (2) years. No officer shall serve more than two consecutive terms. Upon resignation of an officer, a special election for the office will be held.

The Chairperson shall preside over all committee meetings, may vote on all matters, appoint ad-hoc subcommittees, and call special meetings. The Chairperson shall report to the TAMC Board, as directed by the Committee. Ad-hoc subcommittees may be formed, but only upon consultation with TAMC staff and Legal Counsel, and only for periods of less than six months.

The Vice Chairperson shall serve in the absence of the Chairperson and perform such other duties as requested by the Chair. In the event that the Chairperson or Vice Chairperson are not present at the meeting, the Audit Sub-Committee Chair shall serve. In the event that all three officers are absent, the Committee may select a member to chair that particular meeting.

The Audit Sub-Committee Chair shall preside over the sub-committee on independent audits and assist with the preparation of the Measure X Annual report regarding the administration of the program, to be presented to the Transportation Agency Board of Directors and available for public review.

IV. TERM OF MEMBERSHIP

The term of membership on the Committee shall be two years. Initial Member terms shall be staggered with half serving a 2-year term and half serving a 3-year term as specified in Exhibit A to these By-Laws. Any Member representative may be reappointed by the TAMC Board of Directors to a 2-year term for an unlimited number of terms.

V. ATTENDANCE

Attendance at all Committee meeting is expected. Member representatives who miss more than two (2) Regular Meetings within a twelve (12) month period without due cause shall have their appointment automatically terminated. "Due cause" is defined as calling the TAMC staff liaison in advance of the meeting and providing a reason for not attending. Member representatives are expected to notify their Alternate and request their attendance at the Committee meeting in the event of their absence.

VI. QUORUM

In order to transact any business or take action a quorum must be present. A quorum of the eXcellent Transportation Oversight Committee shall consist of a majority of the number of memberships actually filled at that time; the existence of any vacancies shall not be counted for purposes of establishing a quorum.

VII. MEETINGS

Meetings shall be held at a specific time and place that the Committee determines to be convenient for the majority of the members. Meetings shall be open to the public and shall conform to the Open Meeting Laws, commonly known as the Ralph M. Brown Act (California Government Code sections 54950 et seq.) Time allotted for the public to present their view to the Committee on the Transportation Safety & Investment Plan issues will be determined by the Chair, in consultation with staff, in order to ensure that Committee business is completed, but shall not be less than 2 minutes nor more than 4 minutes, absent extraordinary circumstances.

VIII. LIMITATION OF DISCUSSION

Discussion on any particular matter by Committee members or by any member of the general public may be limited at the discretion of the Chair to such a length of time as the Chair may deem reasonable under the circumstances.

IX. MINUTES

The minutes of the meetings will be kept by the TAMC staff, and reviewed and approved by the Committee, noting the members and visitors present, motions entertained, and actions taken at each meeting.

X. VOTING

Consensus is encouraged as the Committee serves an oversight role for the public and advisory role to the TAMC Board of Directors. Should voting take place, each Member organization/interest shall have one (1) vote. Voting on all matters shall be on a voice vote unless any Member in attendance requests a roll call. The vote of the majority of the Committee members present at any regular, continued or special meeting shall be sufficient to pass or act upon any matter properly before the Committee.

XI. COMMUNICATIONS

The Committee as a whole may communicate freely with elected or appointed bodies, public or private agencies or individuals to obtain input or opinions related to the purpose and duties of the Committee. Individual Committee Members representatives/alternates, other than the three officers, may only communicate on behalf of the Committee as directed by the Committee. Unless approved by the Committee as a whole, or as delegated by the Committee, any request, opinion or statement from a Member representative/alternate must include a disclaimer that the request, opinion or statement is that of the individual only, and not the Committee. Copies of all correspondence originating with the Committee should be included, as soon as possible after it occurs, in the TAMC agenda packets.

XII. CONFLICT OF INTEREST

The role of the Committee is to review and oversee the actions of TAMC and participating jurisdictions in their adherence to the Investment Plan under Measure X, and not to take any particular action itself. Nevertheless, a Committee member shall disqualify himself/herself from making, participating in, or attempting to influence any Committee decision which will have a foreseeable material financial effect, distinguishable from its effect on the public generally, on:

- 1) any real property in which said person has a direct or indirect interest worth more than \$2000;
- 2) any source of income aggregating \$250 or more in value provided to, received by, or promised to said persons within twelve (12) months prior to the time when the decision is made; or
- 3) any business entity in which said person is a director, officer, partner, trustee, employee, or holds any position of management.

XIII. STAFF ASSISTANCE

TAMC Staff shall assist in providing information, preparing meeting agendas as directed by the Chair, and generally assist the Committee. At least one member of the TAMC staff will be present at all meetings.

Review of reports or proposals, preparation of draft written communications, verbal or personal contacts with individual agencies and other related activities shall be done by the Committee as a whole or by Subcommittees.

TAMC staff shall provide annual training on conflicts of interest law and Brown Act compliance.

XIV. AMENDMENTS TO THE BYLAWS

The bylaws may be amended at any regular meeting of the Transportation Agency for Monterey County Board of Directors by a majority of the voting membership of the Board of Directors, provided that written notice of the proposed amendment is delivered to each member of the Committee not less than one (1) week prior to the meeting.