

STAFF REPORT

SUBJECT: Measure A Administrative Ordinance

MEETING DATE: April 15, 2010

AGENDA ITEM: 15

STAFF CONTACT: Brittany Odermann, Jim Kemp

RECOMMENDATION:

Receive presentation and provide comments on draft LTA Ordinance No. 6 (rescinding and replacing LTA Ordinance No. 3) and proposed amendments to SBCAG bylaws.

SUMMARY:

Ordinance No. 3, adopted in April 1990 by the SBCAG board, established the administrative rules and regulations that the agency must follow in its capacity as the Transportation Authority responsible for implementing Measure D. The ordinance will remain in effect and provide the same policies for administering Measure A unless repealed or amended by the board. Staff believes that as Measure A goes into effect, the board should consider revisions to this ordinance to ensure its relevance and usefulness to the agency for the next 30 years.

Since last summer, staff has worked with County Counsel to review the ordinance and propose changes that will provide consistency with current practice as well as the flexibility to effectively carry out the duties of the Local Transportation Authority (LTA) within the limits of the law. Review of the administrative ordinance also led to an examination of the SBCAG By-Laws. Since the SBCAG Board is the designated LTA, as a matter of efficiency it is important for the language in the ordinance and by-laws to agree with one another to avoid conflict when carrying out the duties of the SBCAG Board and LTA concurrently. The most significant changes apply to the appointment and duties of the LTA officers. The existing Ordinance No. 3 designates the County Auditor-Controller as the Fiscal Officer. Currently, the SBCAG Finance Officer performs all of the roles and responsibilities of the LTA Fiscal Officer as an employee of SBCAG. The new ordinance would authorize the executive director to appoint this officer and take on the associated management role of that position.

Rather than attempt to amend the existing ordinance, Counsel has prepared a new Ordinance No. 6 that if approved, would repeal Ordinance No. 3 and become the new LTA administrative ordinance for the implementation of Measure A. In April, the new ordinance would receive a first reading—no board action is required. In May or June, the ordinance would be brought back for adoption by the board. Adoption of the ordinance requires a two-thirds vote by the board.

DISCUSSION:

Proposed Administrative Ordinance No. 6

The state statute authorizing the formation of a Local Transportation Authority (LTA) and passage of a countywide transportation sales tax ((PUC Section 180105 (b)) requires that the

authority adopt an administrative ordinance which prescribes the powers and duties of the authority officers, how the authority employees are appointed, and general procedures and management of the authority. Ordinance No. 3 adopted by SBCAG in April 1990, shortly after Measure D was passed, satisfied this requirement. In preparation for Measure A implementation, staff reviewed Ordinance No. 3 and found that sections of the ordinance had become outdated; amendments to the ordinance would clarify certain provisions, provide consistency with current practice, and allow more flexibility to SBCAG in administering Measure A over its 30-year term. Rather than amend whole sections of the existing ordinance, Counsel has prepared a new Ordinance No. 6 that if approved, would repeal Ordinance No. 3 and become the new LTA administrative ordinance for the implementation of Measure A.

The draft Ordinance No. 6 is attached to this staff report. The changes between Ordinance No. 6 and No. 3 were vetted with County Counsel over several months and the substantive changes are outlined in the table below. The section number refers to the proposed section in draft Ordinance No. 6. Additional minor changes are proposed and highlighted in the draft document.

Section Number	Proposed Change/Revision Compared to Ord. No. 3
Section 1 and 2. General/Introduction	Add Section 1 repealing Ordinance no. 3 and Section 2 introducing the addition of new administrative ordinance no. 6
Section 5. Compensation	The compensation of board members in the ordinance was set in 1990. The proposed changes reflect SBCAG's current practice and clarify provisions for board member meeting attendance and travel compensation.
Section 7. Appointment of Officers	Specifies that the Executive Director and General Counsel shall be appointed by the board and the Fiscal Officer and Treasurer shall be appointed by the Executive Director.
Section 9. Duties of Officers	Specifies duties of LTA officers consistent with current practice. Revises section 9(e) to clarify that the General Counsel takes direction from and reports directly to the Board. The existing language states that the General Counsel is appointed by the Authority and may be the County Counsel or another qualified attorney. This is in conflict with the SBCAG by-laws which require County Counsel to be the agency counsel. A revision to the by-laws is proposed to ensure the board may by majority vote choose a qualified individual or firm to serve as it's general counsel..

Section Number	Proposed Change/Revision
Section 9. Duties of Officers (cont.)	<p>Revises Section 9(f) to specify that the County Auditor-Controller may be appointed as the LTA Fiscal Officer or another appointee. Describes the duties of a Fiscal Officer to be consistent with current practice. The duties of the Fiscal Officer are currently carried out by an existing SBCAG staff member (Finance Officer). This change allows this position to be filled by staff that work directly for the agency, staff of agencies other than the County (i.e., a city), or a consultant if filling a position with a consultant is appropriate and consistent with state law.</p> <p>Adds new Section 9(g) prescribing duties of Treasurer. Specifies that the County Treasurer may be appointed as the LTA Treasurer or another qualified appointee may fill the role. The LTA enabling legislation allows the LTA to adopt an investment policy for the LTA funds. The Treasurer will invest LTA funds in accordance with the board's adopted investment policy.</p>
Sections 10 & 11. Advisory Committees	<p>Section 10 Technical Advisory Committee--Deleted, added to Section 11.</p> <p>Section 11—Advisory Committees. Revised to require appointment of Technical Advisory Committee consistent with provisions of Ordinance No. 5. Membership and responsibilities of Technical Advisory Committee already specified in Ordinance No. 5, Section 22B</p>
Section 12. Executive Committee and Subcommittees	<p>Adds language defining other subcommittees of the Authority to be consistent with the SBCAG by-laws and current practice. The Chair may appoint subcommittees as may be appropriate. The executive and other subcommittees may receive and report upon public testimony, and make recommendations for action by the Authority.</p>
Section 14. Meeting Agenda	<p>Revised to clarify that the agenda is prepared by the Executive Director with approval by the Chair to ensure meeting efficiency and appropriate placement of items on the agenda.</p>
Section 15. Regular Meetings	<p>Current language is overly prescriptive and inconsistent with current practice. New language requires annual adoption of a calendar of regular meetings.</p>
Section 16. Special Meetings	<p>Specifies that special meetings may be called by the Chair or by majority vote of the Authority.</p>

Section Number	Proposed Change/Revision
Section 17. Quorum and Voting Requirements	Adds that a quorum must include at least one representative of the County, providing consistency with the by-laws. Clarify that official acts of the Authority and SBCAG Board require the affirmative vote of a majority of members per statute. Requires a by-law revision.

SBCAG By-Laws

The by-laws that govern the administration of SBCAG were adopted in 1967 with the formation of the Santa Barbara County-Cities Area Planning Council (predecessor to SBCAG). There have been four amendments to the by-laws since that time, the last being in August 1994. In reviewing the LTA administrative ordinance it became clear that the SBCAG by-laws should be revisited and amended to be consistent with current practice and the administrative ordinance of the LTA.

The Draft revised by-laws are attached. All proposed changes relate to keeping the LTA administrative ordinance, current practice and the by-laws consistent.

Attachment:

1. Ordinance No. 6 – Draft
2. Proposed Revisions – SBCAG By-Laws

ORDINANCE NO. 6

AN ORDINANCE OF THE SANTA BARBARA COUNTY LOCAL TRANSPORTATION AUTHORITY **REPEALING ORDINANCE NO. 3 AND ADDING ORDINANCE NO. 6** PRESCRIBING THE ADMINISTRATIVE RULES AND REGULATIONS OF THE SANTA BARBARA COUNTY LOCAL TRANSPORTATION AUTHORITY

The Santa Barbara County Local Transportation Authority ordains as follows:

Section 1

Santa Barbara County Local Transportation Authority Ordinance No. 3 is hereby repealed in its entirety.

Section 2

Santa Barbara County Local Transportation Authority Ordinance No. 6 is hereby added as follows:

Section 3 – PURPOSE

The Santa Barbara County Local Transportation Authority (hereafter the “Transportation Authority”) is charged with the responsibility of carrying out the purposes and directives of the Legislature as provided for in the Local Transportation Authority and Improvement Act (Division 19, commencing with Section 180000, of the Public Utilities Code.)

Section 4 – MEMBERSHIP

The governing board and the entire membership of the Transportation Authority shall consist of the governing board of the Santa Barbara County ~~Cities Area Planning Council,~~ **Association of Governments** or organization or agency that is successor thereto.

Section 5 – COMPENSATION

Unless prohibited by law from accepting compensation, each member of the Transportation Authority shall be compensated at the rate of One Hundred Dollars (\$100.00) for any day in attendance ~~to the business~~ **at a meeting** of the Transportation Authority **Board of Directors or a meeting of any standing committee, subcommittee, agency, association or organization to which the member has been appointed as a representative,** but not to exceed Four Hundred Dollars (\$400.00) in any month, and such necessary travelling and personal expenses incurred in the performance of duties **for meetings outside Santa Barbara County or** as may be authorized from time to time by the Transportation Authority.

Section 5 – ADMINISTRATION; IN GENERAL

The officers of the Transportation Authority shall consist of the Chair and a Vice-Chair, each of whom shall be a member of the Transportation Authority, an Executive Director, a General Counsel, Fiscal Officer, **Treasurer** and other such officers as the Transportation Authority may deem necessary.

Section 6 – SELECTION OF CHAIR AND VICE-CHAIR

Unless the governing board of the Transportation Authority shall, by resolution, or by action of a Committee of the Whole, direct otherwise, the chairperson or other presiding officer of the Santa Barbara County **Association of Governments** (or organization or agency which is successor thereto) shall serve as the Chair of the Transportation Authority, to preside at all meetings, and the vice chairperson of the Santa Barbara County **Association of Governments** (or organization or

agency which is successor thereto) shall serve as the Vice-Chair of the Transportation Authority, to preside in the absence of the Chair.

Section 7 – APPOINTMENT OF EXECUTIVE DIRECTOR, GENERAL COUNSEL, AND FISCAL OFFICER AND TREASURER

The Executive Director and General Counsel, and such other officers, as the Transportation Authority may deem necessary shall be appointed by the affirmative votes of a majority of the members **of the Transportation Authority**. The Fiscal Officer shall be the County Auditor-Controller of the County of Santa Barbara. **The Fiscal Officer and Treasurer shall be appointed by the Executive Director.**

Section 8 – REMOVAL OF OFFICERS

Officers **appointed by the Transportation Authority** may be removed by the affirmative vote of a majority of the members. Voting on removal shall take place no sooner than at the next regular meeting following the meeting at which the motion to remove officers was introduced.

Section 9 – DUTIES OF OFFICERS

- (a) Duties of the Chair The Chair shall, if present, preside at all meetings of the Transportation Authority and shall exercise and perform such other powers and duties as may be from time to time assigned by the Transportation Authority or prescribed herein. In any case in which the execution of a document or the performance of an act is directed, the Chair, unless the act of the Transportation Authority otherwise provides, is empowered to execute such document or perform such act.
- (b) Duties of the Vice-Chair The Vice-Chair shall perform the duties of the Chair in the absence of the Chair and when so acting, shall have all the powers of and be subject to all the restrictions upon, the Chair.
- (c) Duties of the Chair Pro-Tempore In the event of the absence, or inability to act, of the Chair and Vice Chair, the members present at any meeting of the Transportation Authority, shall, by order entered in the minutes, by majority vote, select one (1) of their members to act as Chair Pro Tempore. That member, while acting as Chair Pro Tempore, shall have all of the duties and authority of the Chair.
- (d) Duties of the Executive Director The Executive Director shall be an officer of the Transportation Authority and shall serve as Secretary and as Clerk of the Authority where such is required. The powers and duties of the Executive Director are:
 - (1) To administer the personnel system, including contract employees of the Transportation Authority.
 - (2) To administer all contracts.
 - (3) To cause to be prepared by a Certified Public Accountant and to submit to the Transportation Authority as soon as practical after the end of each fiscal year a post-audit of the financial transactions and records of the Transportation Authority for the preceding year.
 - (4) To keep the Transportation Authority advised as to the needs of the Transportation Authority.
 - (5) To have full charge of the administration of the business affairs of the Transportation Authority.

- (6) To see that all ordinances, rules and regulations, motions, or resolutions are enforced.
 - (7) To provide for ~~secretarial~~ **administrative and professional** services required by law or action of the Transportation Authority, giving notice of all meetings as may be required by law or action of the Transportation Authority and such other duties as may be prescribed by ordinance or resolution of the Transportation Authority.
 - (8) The Executive Director is authorized to take any or all of the following actions in relations to non-contract employees of the Transportation Authority:
 - (i) To hire employees at the appropriate salary range as determined by the Transportation Authority.
 - (ii) Subject to the rules ~~and agreement~~ of the Transportation Authority, to promote, transfer, suspend, with or without pay, or discharge any employee.
 - (iii) To notify the Transportation Authority of the aforesaid actions at the meeting next succeeding the action taken concerning said employee(s).
 - (9) The Executive Director is authorized to approve disbursements of funds of the Transportation Authority consistent with the annual budget of the Transportation Authority.
 - (10) The Executive Director shall have other such duties, powers and responsibilities as may from time to time be assigned by the Transportation Authority. The compensation of the Executive Director shall be as provided for from time to time by resolution of the Transportation Authority.
- (e) Duties of General Counsel The General Counsel shall be the County Counsel of the County of Santa Barbara or, upon the approval by resolution of the Transportation Authority, a person admitted to practice law before the Supreme Court of California or a firm comprised of same, who shall have been actively engaged in the practice of law for not less than five (5) years next preceding appointment. The General Counsel shall represent and advise the Transportation Authority in all legal matters, actions, or proceedings in which the Transportation Authority is concerned, or interested, or is a party. **The General Counsel shall report to and perform at the pleasure of the Board.**
- (f) Duties of Fiscal Officer Subject to an agreement, including reimbursement for all costs therefore, the Fiscal Officer of the Transportation Authority **may** be the Santa Barbara County Auditor-Controller **by appointment of the Executive Director, or, a person who shall have been actively engaged in the practice of accounting or fiscal management for not less than five (5) years next preceding appointment.** ~~who shall be (in accordance with the applicable statutes and regulations) the custodian of funds received from the Transportation Authority from whatever source.~~ The Fiscal Officer, in accordance with generally accepted accounting practices and such other procedures as may be required for the Transportation Authority, shall:
- ~~Receive and receipt for all money of the Transportation authority and place it in an account of the Transportation Authority~~
 - (1) Draw warrants to pay demands against the Transportation Authority when the demands have been duly and regularly approved by the Executive Director.
 - (2) Prepare or cause to be prepared a report in writing, on or before the fifteenth day of July, October, January and April of each year to the Transportation Authority detailing the amount of money being held, the amount and source of receipts since

the last quarterly report, and the amount and receipts of amounts paid out since the last quarterly report and for the fiscal year.

(3) The Fiscal Officer shall keep a full and complete record of all financial transactions and records of the Transportation Authority and shall work with and advise the Executive Director in all fiscal matters.

(4) The Fiscal Officer shall have such other duties and responsibilities as may from time to time be agreed to between the Fiscal Officer and the ~~Transportation Authority~~ **Executive Director.**

(g) Duties of Treasurer The Treasurer of the Transportation Authority may be the Santa Barbara County Treasurer by appointment of the Executive Director, or an officer or employee of the Transportation Authority. The Treasurer of the Transportation Authority shall be the custodian of funds received for the Transportation Authority from whatever source and shall invest funds as provided for in accordance with any investment policy adopted by the Board.

Section 10 – EMPLOYEES

All employees, other than contract employees, shall be hired pursuant to the policies and agreements of the Transportation Authority by the Executive Director and shall be subject to the Executive Director's control and supervision. Compensation of employees other than contract employees shall be as provided from time to time by resolution adopted by the Transportation Authority.

Section 11 – TECHNICAL ADVISORY COMMITTEE

(a) Membership

~~There is hereby created the Technical Advisory Committee. The Committee shall consist of members selected as follows:~~

~~(1) — One (1) member representing the County Public Works Department~~

~~(2) — One (1) member representing the County Resource Management Department~~

~~(3) — Two (2) members representing each city, one (1) of which shall represent the city's Public Works Department and one (1) of which shall represent the city's community Development or Planning Department.~~

~~(4) — One (1) member representing the Transportation Authority~~

~~(5) — One (1) member representing the designated consolidated Transit Services Agency~~

~~(6) — One (1) member representing the district Director of the California Department of Transportation~~

~~Committee members shall serve at the will and pleasure of their appointing authority. an alternate may be named by each appointee to attend in absence of the appointee. Committee members shall be selected on the basis of their technical and professional qualifications in the field of transportation planning and engineering.~~

(b) Function

~~Subject to the supervision of the Transportation Authority, the Committee shall provide technical assistance to the Transportation Authority by reviewing and evaluating the various transportation proposals and alternatives within Santa Barbara County. The committee shall review, comment upon, and make recommendations on such matters as are referred to it by the Transportation Authority.~~

~~(c) Meetings~~

~~In the dispatch of its responsibilities, the Committee may conduct meetings, may appoint subcommittees, and engage in such related activities as it deems necessary.~~

~~(d) Compensation~~

~~Members of the Committee shall serve without compensation.~~

~~(e) Officers~~

~~The Committee shall elect a Chairperson and Vice Chair from the members thereof, each of whom shall serve for one (1) year and thereafter until a successor is elected. Secretarial services shall be provided by the Transportation Authority staff.~~

Section 11 – ADVISORY COMMITTEES

A Technical Advisory Committee shall be appointed pursuant to Ordinance No. 5, Section 22, subsection B.

The Transportation Authority may appoint other Advisory Committees as it deems necessary. The Transportation Authority shall determine the membership of such committees, and specify the functions, duties, responsibilities, and terms of service. The Transportation Authority shall give due consideration to recommendations, advice or proposals received from advisory committees but shall not be bound thereby.

~~Section 12 – EXECUTIVE COMMITTEE DELETE~~

~~The Executive Committee shall review the annual budget for the Transportation Authority as proposed by staff; follow up Transportation Authority allocations with financial management and performance audits; and perform such others duties as may be prescribed by the Transportation Authority. In the performance of their duties and responsibilities, the Executive Committee of the Transportation Authority shall submit all matters coming before it to the Transportation Authority for its consideration.~~

Section 12 EXECUTIVE COMMITTEE AND SUBCOMMITTEES

The Executive Committee as established in SBCAG by-laws Article IV, Section F, shall oversee staff functions and make recommendations to the Transportation Authority regarding staff positions, job descriptions, salaries of employees and the employment of the Executive Director; and perform such other duties as may be prescribed by the Transportation Authority. ~~The Executive Committee shall also develop, review and provide for the maintenance of bylaws or rules of order for the Transportation Authority and propose amendments to adopted bylaws and rules as necessary.~~

The Chair may appoint other subcommittees of the Authority as may be appropriate and determine the membership of such subcommittees. Subcommittees may receive and report upon public testimony, and make recommendations for action by the Transportation Authority.

Section 13 – RULES AND REGULATIONS

The Transportation Authority may, from time to time, by ordinance or resolution, adopt rules and regulations for the administration of its affairs and to carry out the purpose and directives of the Local Transportation Authority and Improvement Act (Public Utilities Code §18000, *et. Seq.*).

Section 14 – MEETING AGENDA

Matters to be placed on the Agenda for any regular meeting may be filed with the Executive Director of the Transportation Authority by any member of the Transportation Authority by the tenth day before such meeting. The Agenda for each regular meeting shall be prepared by the Executive Director **with the concurrence of the Chair, or in absence of the Chair, by the Vice Chair so as to ensure the efficient conduct of meetings and shall not unreasonably delay matters from being placed on the agenda.** The Executive Director shall cause copies of the Agenda to be mailed or delivered to each member and the General Counsel no less than five (5) working days prior to the regular meeting date.

Section 15 – REGULAR MEETINGS

Regular meetings of the Transportation Authority shall be held **at a time and location deemed appropriate by members of the Transportation Authority. The Transportation Authority shall annually adopt a schedule of regular meetings for each calendar year.** ~~in the Board of Supervisors hearing room in the County Administration Building, located at 105 East Anapamu Street, Santa Barbara, California or at such location as may be provided for at any public meeting by the Transportation Authority on the third Thursday of the month at ten o'clock unless such day is a holiday, in which case the meeting shall be held on the next succeeding Thursday.~~ Regular meetings may be cancelled by majority vote of the Transportation Authority at a regular or special meeting prior to the meeting to be cancelled. A regular meeting may also be cancelled by the Chair upon notice of a pending lack of a quorum **or lack of agenda items for consideration.** Notice of such cancellation shall be given to each member at least 24 hours prior to the time for the meeting.

Section 16 – SPECIAL MEETINGS

A special meeting may be called at any time by the Chair or, in absence of the Chair, by the Vice-Chair, **or by a vote of the majority of the Authority.** ~~or by any four (4) members by delivering personally or by mail written notice to the Executive Director and each member. Such notice shall be so delivered at least 96 hours before the time of such meeting as specified in the notice. The call and notice shall specify the time and place of the special meeting and the business to be transacted. No other business shall be transacted at such meeting. Such written notice may be dispensed with as to any member who, at or prior to the time the meeting convenes, files with the Executive Director a written waiver of notice. Such waiver may be given by telegram. Such written notice may also be dispensed with as to any member who is actually present at the meeting at the time it convenes.~~

Section 17 – QUORUM AND VOTING REQUIREMENTS

A majority of the members of the Transportation Authority, **at least one of whom shall be a representative of the County,** shall constitute a quorum for the transaction of business, and all official acts of the Transportation Authority shall require the affirmative vote of a majority of the members of the Transportation Authority **unless otherwise specified by law or by ordinance of the LTA.**

Section 18 – RALPH M. BROWN ACT

All meetings of the Transportation Authority shall be called, noticed, and conducted in the manner prescribed by the Ralph M. Brown Act (chapter 9, commencing with §54950, Part 1, Division 2, Title 5 of the California Government Code.)

Section 19 – ADDRESSING TRANSPORTATION AUTHORITY ON AGENDA ITEMS

No person shall address the Transportation Authority at any meeting until he or she has first been recognized by the Transportation Authority Chair. The decision of the Chair to recognize a person may be changed by vote of a majority of the members of the Transportation Authority present at the meeting. The Transportation Authority Chair, may in the interest of facilitating the business of the Transportation Authority, limit the amount of time which a person may use in addressing the Transportation Authority.

Section 20 – COMMITTEE OF THE WHOLE

At any regular meeting not held because of a lack of a quorum, the members present, if less than a quorum of the Transportation Authority, may constitute themselves a “Transportation Authority Committee of the Whole,” for the purposes of discussing Agenda matters or any other matter of interest to the members present. The Transportation Authority Committee shall automatically cease to exist if a quorum of the Transportation Authority is present at the meeting.

Section 21 – SUCCESSION

The Transportation Authority has perpetual succession and may adopt a seal and alter it at its pleasure.

Section 22 – LITIGATION

The Transportation Authority may sue and be sued, except as otherwise provided by law, in all actions and proceedings, in all courts and tribunals of competent jurisdiction.

Section 23 – CLAIMS

All claims for money or damages against the Transportation Authority are governed by Division 3.6 (commencing with Section 810) of Title 1 of the Government Code except as provided therein, or by other statutes or regulations expressly applicable thereto.

Section 24 – ACTS BY MOTION, ORDER, RESOLUTION AND ORDINANCE

The acts of the Transportation Authority shall be expressed by motion, order, resolution or ordinance. All ordinances shall take effect upon the thirtieth day following final passage except those ordinances:

- (a) Calling or otherwise relating to an election;
- (b) specifically required to take immediate effect;
- (c) fixing the amount of money to be raised by taxation, or the rate of taxes to be levied;
- (d) for the immediate preservation of the public peace, health or safety which shall contain a declaration of the facts constituting an urgency;
- (e) specifically relating to the adoption or implementation of a memorandum of understanding with an employee organization; and,
- (f) relating to salaries and other compensation of officers and employees.

Section 25 - ENACTING CLAUSE, EXECUTION

The enacting clause of all ordinances shall be as follows: "The Santa Barbara County **Local** Transportation Authority ordains as follows:"

All ordinances shall be signed by the Chair or by the Vice-Chair of the Transportation Authority.

Section 26 – PUBLICATION

Except as provided in subdivision (c), before the expiration of fifteen (15) days after the passage of an ordinance, it shall be published once, with the names of the members voting for and against the ordinance, in a **hard copy version, or where no hard copy exists, an electronic version of a newspaper of general circulation** published in the County of Santa Barbara. A certificate of the Executive Director or Secretary, or order entered in the minutes of the Transportation Authority that the ordinance has been duly published is *prima facie* proof of the publication.

(a) The publication of ordinances may be satisfied by either of the following actions:

1. The Authority may publish a summary of a proposed ordinance or proposed amendment to an existing ordinance. The summary shall be prepared by the Executive Director or General Counsel. A summary shall be published and a certified copy of the full text of the proposed ordinance or proposed amendment shall be posted in the office of the County Clerk of the County of Santa Barbara at least five (5) days prior to the Transportation Authority meeting at which the proposed ordinance, amendment or alteration thereto is to be adopted. Within fifteen (15) days after adoption of the ordinance or amendment, the Transportation Authority shall publish a summary of the ordinance or amendment with the names of the members voting for and against the ordinance or amendment and the Executive Director shall post in the office of the County Clerk of the County of Santa Barbara a certified copy of the full text of the adopted ordinance or amendment along with the names of those Authority members voting for and against the ordinance or amendment.
2. If the Executive Director determines that it is not feasible to prepare a fair and adequate summary of the proposed or adopted ordinance or amendment, and if the members of the Transportation Authority so order, a display advertisement of at least one-quarter of a page **in a hard copy version, or where no hard copy exists, an electronic version** of general circulation in the county shall be published at least five (5) days prior to the Transportation Authority meeting at which the proposed ordinance or amendment or alteration thereto is to be adopted. Within fifteen (15) days after adoption of the ordinance or amendment, a display advertisement of at least one-quarter of a page shall be similarly published. The advertisement shall indicate the general nature of, and provide information about, the proposed or adopted ordinance or amendment, including information sufficient to enable the public to obtain copies of the complete text of such ordinance or amendment, and the name of those Transportation Authority members voting for and against the ordinance or amendment.

(b) If the Executive Director fails to publish an ordinance within fifteen (15) days after the date of adoption, the ordinance shall not take effect until 30 days after the date of publication.

Section 27 – WAITING PERIOD FOR ORDINANCES: READING

Ordinances shall not be passed within five (5) days of their introduction, nor at other than a regular meeting, an adjourned regular meeting, or special meeting called for that purpose. An urgency

ordinance may be passed immediately upon introduction at a regular, adjourned, or special meeting. Except when, after reading the title, further reading is waived by regular motion adopted by unanimous vote of the Transportation Authority members present, all ordinances shall be read in full either at the time of introduction or passage. When ordinances, other than urgency ordinances, are altered after introduction, they shall be passed only at a regular or at an adjourned regular meeting held at least five (5) days after alteration. Corrections of typographical or clerical errors are not alterations within the meaning of this section. This section shall not apply to ordinances that by statute can be passed only after notice and public hearing.

Section 28 – GENERAL POWERS

The Transportation Authority shall have the power and authority to do any and all things necessary to carry out the purposes of Division 19 (commencing with Section 180000) of the Public Utilities Code **and shall have and exercise such other powers as the Transportation Authority determines are reasonably necessary to carry out its purposes.**

Section 29 – CONTRACTS

The Transportation Authority may make contracts and enter into stipulations of any nature whatsoever either in connection with eminent domain proceedings or otherwise, including, but not limited to, contracts and stipulations to indemnify and save harmless, to employ labor, and to do all acts necessary and convenient for the full exercise of the powers authorized by law or by this Ordinance. The Transportation Authority may contract with any Department or Agency of the United States of America, with any public agency (including, but to limited to, the California Department of Transportation or any Transit District, County or City), or with any person upon such terms and conditions as the Transportation Authority finds is in its best interest.

Section 30 – CONTRACTS FOR SPECIAL SERVICES

The Transportation Authority may contract for special services for its use or on behalf of any of the following public entities: the county, any county officer or department, any city within the county, any officer or department of any city within the county, or any district within the county. Such contracts shall be with persons specially trained, experienced, expert and competent to perform the special services required. The special services shall consist of service, advice, education or training for such public entities or the employees thereof. The special services shall be in financial, economic, accounting, engineering, legal, medical, administrative, architectural, or building security matters, maintenance, janitorial services **and other services deemed necessary to carry out the duties of the Transportation Authority.** The Transportation Authority may pay from any available funds such compensation as it deems proper for these special services.

Section 31 – ANNUAL BUDGET

The Transportation Authority, after holding public hearings, shall annually, on or before June 21 of each year, adopt a budget for the succeeding Fiscal Year and, upon adoption, forward such budget to the Santa Barbara County Auditor-Controller.

Section 32 – FISCAL YEAR

The fiscal year for the Transportation Authority shall be from July 1 to June 30.

Section 33 – PUBLIC HEARINGS; BUDGET

The Transportation Authority shall hold public hearings prior to the adoption of its budget. Notice of time and place of such hearings shall be published pursuant to Section 6061 of the Government Code and shall be published no later than the 15th day prior to the date of the hearing.

Section 34 – PUBLIC INSPECTION; BUDGET

The proposed annual budget shall be available for public inspection at least fifteen (15) days prior to the hearing.

Section 35 – AUDIT

The Transportation Authority shall make, or cause to be made annually as soon as practical after the end of each Fiscal Year, a post-audit of the financial transactions and records of the Transportation Authority for the preceding year. Such post-audit shall be made by a Certified Public Accountant.

Section 36 – EFFECTIVE DATE

This ordinance shall take effect and be in force at the expiration of thirty (30) days from and after the date of its passage, and before the expiration of fifteen (15) days after its passage, it or a summary of it, shall be published once, with the names of the members of the Santa Barbara County Local Transportation Authority voting for and against the same in a newspaper of general circulation published in the County of Santa Barbara.

PASSED AND ADOPTED this _____ day of _____, 2010, by the following vote:

AYES:

NOES:

ABSENT:

Salud Carbajal
Chair, Santa Barbara County Local Transportation Authority

ATTEST:

Jim Kemp
Executive Director

Approved as to Form
Dennis Marshall
Santa Barbara County Counsel

Stephen Underwood, Chief Assistant County Counsel

BYLAWS

SANTA BARBARA COUNTY ASSOCIATION OF GOVERNMENTS

Article 1 FUNCTIONS

- A. Exchange planning information among members.
- B. Identify and study problems affecting members and make recommendations on an advisory basis.
- C. Carry out the responsibilities of an airport land use commission pursuant to Section 21670.1 of the Public Resources Code.
- D. Allocate Transportation Development Act funds created by Article 11 (commencing with Section 29530) of Chapter 2 of Division 3 of Title 3 of the Government Code consistently with the purposes of said Article and Chapter 4 (commencing with Section 99200) of Part 11 of Division 10 of the Public Utilities Code.
- E. Function as a metropolitan planning organization conducting a transportation planning process in conformance with all applicable United States Department of Transportation requirements.
- F. Prepare and update as necessary a regional transportation plan as described in Gov't. Code Sections 65080 and a Regional Transportation Improvement Program pursuant to Gov't. Code Sections 65080.5 and 65082.
- G. Serve as the Areawide Clearinghouse for the local transportation planning area per Executive Order 12372.
- H. Serve as the Local Transportation Authority for Santa Barbara County pursuant to California Public Utilities Code Section 180000 et seq.

Article II DEFINITIONS

- A. SBCAG. The Santa Barbara County Association of Governments.
- B. Official Representative. One of the voting members of SBCAG as provided in paragraph 1 of the Joint Powers Agreement for Santa Barbara County Association of Governments.

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- C. Alternate. The mayor or a member of the legislative body who has been designated by the mayor, with the consent of the legislative body of each member city.
 - D. Ex-officio member. An officially recognized member of SBCAG who does not have the right to vote.

Article III

MEMBERSHIP AND REPRESENTATION

A. Membership

- 1) The official representatives of the County of Santa Barbara, and of all cities incorporated in the County of Santa Barbara in the future which execute the Joint Powers Agreement, shall constitute the membership of SBCAG. In addition, the members of the State Legislature representing Santa Barbara County, or their officially designated representatives, shall be ex-officio members. The Caltrans District Director of Transportation shall also serve as an ex-officio nonvoting member of the SBCAG governing board in its capacity as the metropolitan planning organization and the regional transportation planning agency.
- 2) Changes in the names of official representatives and alternates shall be communicated to the Executive Director by the appointing city, or the County of Santa Barbara.
- 3) In the event a member is removed or resigns from office, he/she shall cease to be a member of SBCAG on the same date as the effective date of his/her vacating that office. In the event a city member resigns from SBCAG, it shall be incumbent upon the mayor of that city to appoint a replacement subject to the consent of the legislative body of that city. In the event a County member leaves his/her County post, his/her successor shall automatically assume membership on SBCAG upon taking over his/her County post.

Article IV

SANTA BARBARA COUNTY ASSOCIATION OF GOVERNMENTS PROCEDURES

- A. A quorum shall consist of a simple majority of the total number of official representatives, at least one of who shall be a representative of the County. Only official representatives, or their alternates at a meeting, shall be counted as part of the quorum.

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- B. Any official representative or alternate serving in place of an official representative may, when recognized by the Chair, make a motion, which motion, if seconded, may be addressed and/or voted upon, provided a quorum is present. SBCAG shall consider the remarks and recommendations of any technical staff or committees which SBCAG may have appointed. SBCAG may accept public testimony on any issue before it.
- C. A motion shall be carried by a **simple** majority vote of the ~~quorum present~~ **members**, unless otherwise provided herein.
- D. In exercising the powers of an airport land use commission the failure of SBCAG to affirmatively find the proposed action of a local agency before it inconsistent with the adopted Airport Land Use Plan within sixty (60) days from its date of referral shall be deemed a finding of consistency.
- E. ~~Regular meetings shall be the third Thursday of each month. The Chair may alter the date of a regular meeting with ten (10) days' written notice to the SBCAG membership and any person who has filed a written request for such notice. Special membership and any person who has filed a written request for such notice.~~ **A meeting schedule shall be adopted annually. SBCAG shall meet not less than four (4) times during any one calendar year.** Special meetings may be held at the call of the Chair. All meetings of SBCAG shall be conducted in accordance with the requirements of the Ralph M. Brown Act, as amended (Gov't. Code Section 54950 et seq.)
- F.** There is hereby created the Executive Committee as composed of **at least** three (3) members of the SBCAG selected by the Chair. The Executive Committee shall develop, review and provide for the maintenance of bylaws or rules of order for the SBCAG and propose amendments to adopted bylaws and rules as necessary.
- G. The Chair shall have the right to appoint other subcommittees as may be appropriate. Subcommittees may receive and report upon public testimony, and make recommendations for action by SBCAG.

Article V **OFFICERS' ELECTIONS & VACANCIES**

- A. Officers of SBCAG shall be the Chair and Vice-Chair. They shall be elected by a majority vote of a quorum present at the regular December meeting each year. Each shall serve for one calendar year commencing on January First. Any officer may be re-elected for an additional one year term but may not serve more than two consecutive terms. If the person elected as the Chair is a city representative then the Vice-Chair shall be elected from among the County representatives and vice versa. The selection of the Chair and Vice-Chair shall alternate between the city and county representatives.

- B. The Vice-Chair shall serve as Chair, pro tempore, in the absence of the Chair. A vacancy shall immediately occur in the office of the Chair, or Vice-Chair, upon the resignation or death of the person holding such office, or upon his/her ceasing to be an official representative of a member city or the County of Santa Barbara. Upon a vacancy occurring in the office of the Chair or Vice-Chair, the Chair or Vice-Chair, as the case may be, shall be appointed from among the members to serve for the balance of the unexpired term.
- C. The Chair shall be the presiding officer of SBCAG and all business shall be brought before the Chair.

Article VI
SBCAG STAFF

- A. SBCAG shall appoint an Executive Director who shall serve at its pleasure.
 - 1) The Executive Director shall be responsible, subject to SBCAG direction, for the administration of the affairs of SBCAG.
 - 2) The Executive Director shall keep charge of all correspondence and shall be responsible for the records of SBCAG meetings.
 - 3) The Executive Director shall perform any other duties as SBCAG deems necessary.
 - 4) ~~The County Counsel's office shall be responsible for all legal matters pertaining to SBCAG.~~ **General Counsel shall be the County Counsel of the County of Santa Barbara or, upon the approval by resolution of SBCAG, a person admitted to practice law before the Supreme Court of California or a firm composed of same, who shall have been actively engaged in the practice of law for not less than five (5) years next preceding appointment. General Counsel shall report to and perform at the pleasure of the Board of Directors.**

Article VII
INDEMNIFICATION FOR TORT LIABILITY

- A. In contemplation of the provisions of Section 895.2 of the Gov't. Code of the State of California imposing certain tort liability jointly upon public entities solely by reason of such entities being parties to an agreement as defined in Section 895 of said code, the parties hereto as between themselves, pursuant to the authorization contained in Sections 895.4 and 895.6 of said code, will each assume the full liability imposed upon it, or any of its officers, agents or employees by law for injury caused by a

negligent or wrongful act or omission occurring in the performance of this agreement to the same extent that such liability would be imposed in the absence of Section 895.2 of said code. To achieve the above stated purpose, each party indemnifies and holds harmless the other party for any loss, cost or expense that may be imposed upon such other party solely by virtue of said Section 895.2. The rules set forth in Civic Code Section 2778 are hereby made a part of these By Laws.

Article VIII
AMENDMENTS

- A. Amendments to these By Laws may be proposed by an official representative, or SBCAG staff. Amendment proposals shall be submitted to each member of SBCAG and its Executive Director at least fifteen (15) days before its next regular meeting.
- B. A two-third's majority of the total number of official representatives shall be required to adopt an amendment to these By Laws.

Article IX
EFFECTIVE DATE

- A. These By Laws shall go into effect upon the date of their adoption by SBCAG.

Article X
COMMITTEES

- A. SBCAG may appoint advisory committees as it deems necessary. SBCAG shall determine the membership of such committees, and specify the functions, duties, responsibilities, and terms of service. SBCAG shall give due consideration to recommendations, advice or proposals received from advisory committees but shall not be bound thereby.**