



Renne Sloan Holtzman Sakai
Public Law Group®

1220 Seventh Street Suite 300
Berkeley, CA 94710
(510) 995-5800

Randy Riddle
415-678-3814
rriddle@publiclawgroup.com

EXECUTIVE SUMMARY OF INVESTIGATIVE REPORT for the ALAMEDA COUNTY TRANSPORTATION COMMISSION

Complainant: Jason Bezis

Investigator: Randy Riddle (SBN 121788)
RENNE SLOAN HOLTZMAN SAKAI LLP

Date: July 29, 2016

I. INTRODUCTION

As requested at the June 30, 2016 Alameda County Transportation Commission (ACTC) meeting, the law firm of Renne Sloan Holtzman Sakai LLP has prepared this Executive Summary of the Investigative Report written by Investigator Randy Riddle in response to complaints made by an individual, Jason Bezis (the “Complainant”). The Complainant alleged that ACTC misused public funds to promote the passage of Measure BB, and that the law firm of Wendel, Rosen, Black & Dean LLP (“Wendel Rosen”) simultaneously represented both ACTC and the Yes on BB Campaign in violation of attorney conflict of interest rules.

The Investigator interviewed eight (8) individuals, including the Complainant, the ACTC Executive Director, the ACTC Deputy Director of Planning and Policy, the partner at Wendel Rosen who serves as ACTC General Counsel, a partner of Wendel Rosen, a consultant at Clifford Moss, the Chair of the ACTC Independent Watchdog Committee, and a Member of the ACTC Independent Watchdog Committee.

The Investigator also reviewed documents and videos, including emails and communications from the Complainant and ACTC officials and employees, written materials provided by the Complainant, materials produced and distributed by ACTC in connection with Measure BB, educational materials about other ACTC projects and programs, and videos of meetings and events.

II. INVESTIGATIVE FINDINGS

A. Investigative Findings on Claims Alleging Misuse of Public Funds

i. The Agency’s Materials Related to Measure BB

Claim: Complainant claims that materials developed and distributed using Agency funds constituted illegal advocacy in support of Measure BB.

Finding: The Investigator finds that the materials produced and distributed by the Agency do not violate California case law or statutes governing the use of public resources in connection with ballot measure elections. An agency is permitted to evaluate the merits of a proposed ballot measure and make its views known to the public. The challenged materials constitute ACTC’s evaluation of the merits of Measure BB that ACTC chose to make known to the public.

ii. The Clifford Moss Contract and Its Performance

Claim: Complainant claims that the Clifford Moss contract with the Agency violated California law because it was an illegal effort to gain voter support for Measure BB in 2014 after Measure B1 failed in 2012.

Finding: The Investigator finds that the Clifford Moss contract and the Clifford Moss firm’s performance of that contract does not violate California case law or statutes governing the use of public resources in connection with ballot measure elections. The scope of the Clifford Moss contract was limited to public education and outreach associated with the development of a TEP and placement of the measure on the ballot, and these activities were not improper.

iii. Activities by Agency Officials and Employees

Claim: Complainant claims that certain actions by ACTC officials and employees constituted unlawful advocacy in support of Measure BB.

Finding: The Investigator finds that the challenged actions of ACTC officials and employees do not violate California case law or statutes governing the use of public resources in connection with ballot measure elections. Several of the challenged actions cannot be attributed to ACTC employees or officials and certain personal political activities of individuals are protected by law.

iv. The Bike East Bay Bicycle Light Giveaway

Claim: Complainant claims that during a “Yes on BB” campaign event, the organization “Bike East Bay” gave away bicycle lights imprinted with the words “Alameda County Transportation Commission” and this giveaway resulted in a commingling of Bike East Bay campaign funds and ACTC public funds.

Finding: The Investigator finds that ACTC did not violate California law as a result of the bicycle light giveaway because ACTC provides these bicycle lights to many organizations and the organizations have discretion to determine how they will use them. There was no commingling of funds between ACTC and Bike East Bay.

v. The Connection Between the Activities of ACTC and the Yes on BB Campaign

Claim: Complainant claims that the organizations and individuals working for ACTC are the same as those working for the campaign in support of Measure BB.

Finding: The Investigator finds that the fact that many of the same organizations and individuals worked for ACTC and the campaign in support of Measure BB does not violate California law. ACTC chose the Clifford Moss firm after a competitive process and the Yes on BB campaign later chose the Clifford Moss firm after its own competitive process.

B. Investigative Findings on Claims Alleging Violation of Conflict of Interest Rules

i. The Wendel Rosen Firm’s Simultaneous Representation of ACTC and the Yes on BB Campaign

Claim: Complainant claims that the Wendel Rosen firm’s simultaneous representation of ACTC and the Yes on BB Campaign constitutes a conflict of interest in violation of the California Rules of Professional Conduct.

Finding: The Investigator finds that the Wendel Rosen firm’s simultaneous representation of ACTC and the Yes on BB campaign does not violate the conflict of interest rules set forth in the California Rules of Professional Conduct. There is no actual conflict because the Agency and the Campaign do not have interests adverse to each other and the Wendel Rosen firm’s representation of clients with aligned interests does not implicate concerns about the disclosure of client confidences.

ii. The Wendel Rosen Firm's Relationship with Clifford Moss

Claim: Complainant claims that one Wendel Rosen partner's marital relationship with a Clifford Moss consultant creates a conflict of interest that requires disqualification of the Wendel Rosen firm as ACTC's general counsel.

Finding: The Investigator finds that the Wendel Rosen firm's relationship with Clifford Moss does not create an actual or potential conflict because the Wendel Rosen firm was not providing legal services to Clifford Moss during the time that Clifford Moss performed work for ACTC.

C. BACKGROUND

The ACTC is a joint powers authority that plans, funds and delivers transportation programs and projects aimed at expanding access to, and improving, the various modes of transportation in Alameda County. The ACTC also manages the expenditures from the County's transportation sales tax.

The process for ACTC to have a sales tax measure placed on the ballot differs significantly from that for a city, county or special district to place a measure on the ballot. In order for ACTC to place a sales tax measure on the ballot, it must engage in a complex and involved governmental process involving other public agencies.

First, the ACTC must prepare a transportation expenditure plan ("TEP") that sets forth "the expenditure of the revenues expected to be derived from the tax imposed pursuant to this chapter, together with other federal, state, and local funds expected to be available for transportation improvements, for the period during which the tax is to be imposed." (Pub. Util. Code section 180206.)

Second, the TEP must be approved by "the board of supervisors and the city councils representing both a majority of the cities in the county and a majority of the population residing in the incorporated areas of the county." (*Id.*)

Third, the governing board of the transportation agency must vote by a two-thirds majority to place the measure on the ballot. Only after all of these steps have been completed may the county board of supervisors place the sales tax measure on the ballot on behalf of the transportation agency. (*Id.*; Pub. Util. Code section 180201.) Because the proceeds of transportation sales taxes are earmarked for specific purposes, measures imposing such sales taxes require approval of two-thirds of county voters.

The "first" Measure B, a ½ cent sales tax measure to provide transportation funding, was approved by county voters in 1986. In 2000, county voters approved an extension of that sales tax until 2022. ACTC sought approval of Measure B1 at the November 2012 election and Measure B1 was narrowly defeated.

After the defeat of Measure B1, ACTC decided to revise the TEP, and seek voter approval of a sales tax increase in 2014.

On November 21, 2013, ACTC executed a contract with Clifford Moss LLC, a political strategy and public affairs firm, to provide “expertise in public education and outreach associated with the development of a transportation expenditure plan and placement of a measure on the ballot.” A copy of that contract is attached as Exhibit A. The selection of Clifford Moss was based on an RFP process, which resulted in three proposals being submitted.

From November 2013 until June 2014, the Clifford Moss firm was involved in providing simpler language for the TEP, to make it more easily understood. After that, the firm was involved in the governmental process of obtaining approval of the 2014 TEP by city councils and the Board of Supervisors, which was necessary for the measure to qualify for the ballot. Finally, the firm provided input into the communication materials developed by the Agency related to the ballot measure itself. The Clifford Moss contract expired on June 30, 2014.

On July 8, 2014, following the required city council approvals, the Board of Supervisors voted to place Measure BB on the November 2014 ballot. Measure BB called for an increase to the transportation sales tax by ½ percent and for extending the duration of the sales tax from 2022 to 2045.

That same month, Clifford Moss began providing services to the campaign committee supporting measure BB (“Campaign”) to support the passage of Measure BB. Clifford Moss was selected through a competitive request for proposal process.

On November 4, 2014, Alameda County voters approved Measure BB, with over 70 percent of voters approving the measure.

D. LAW, ANALYSIS, AND INVESTIGATIVE FINDINGS

A. Claims Alleging Misuse of Public Funds to Promote Passage of Measure BB

This part of the investigation report focuses on whether the ACTC, or any of its officials, employees, agents or contractors, violated California law prohibiting the use of public funds to support or oppose ballot measures.

1. Applicable Law

As made clear below, the law governing the appropriate use of public funds with respect to ballot measures is complex, nuanced, and fact-intensive. This law is found in cases, attorney general opinions, and statutes.

a. Case law

i. Stanson

The California Supreme Court in *Stanson v. Mott* (1976) 17 Cal.3d 206, 209-10, established the standard for expenditure of public funds when it held that, “in the absence of clear and explicit legislative authorization, a public agency may not expend public funds to promote a partisan position in an election campaign.”

League of Women Voters

In *League of Women Voters of Cal. v. Countywide Crim. Justice Coordination Com.* (1988) 203 Cal.App.3d 529, 550, the court of appeals held that the “the development and drafting of a proposed initiative was not akin to partisan campaign activity, but was more closely akin to the proper exercise of legislative authority.”

The court explained that “[p]rior to and through the drafting stage of a proposed initiative, the action is not taken to attempt to influence voters either to qualify or to pass an initiative measure ... It follows those activities cannot reasonably be construed as partisan campaigning.” (*Id.* at pp. 555-56.)

The court concluded that materials prepared by public employees regarding the proposed initiative were “relatively balanced and neutral in tone” and provided “a considerable body of useful information,” thus providing “‘a fair presentation’ of relevant information ...” (*Id.* at 559, quoting *Stanson* at p. 221.) Finally, the court held that the board of supervisors did not unlawfully expend public funds by holding a hearing at which it officially recorded its support for the qualification of the proposed initiative. (*Id.* at p. 560.)

ii. Santa Barbara County Coalition

In *Santa Barbara County Coalition Against Automobile Subsidies v. Santa Barbara County Association of Governments* (2008) 167 Cal. App. 4th 1229, 1235, a nonprofit organization alleged that a county transportation agency had unlawfully advocated and spent public funds for passage of a ballot measure to extend a one-half percent sales tax to fund transportation projects. The challenged activities occurred before the sales tax measure qualified for the ballot.

The court of appeal ruled in favor of the transportation agency, focusing on the timing of challenged actions, noting that they occurred before the measure was placed on the ballot and contrasting the expenditure of funds to comply with the process for placing the measure on the ballot from later campaign activities in support of the qualified measure. (*Id.* at p. 1240.) Accordingly, the Court concluded, “[n]othing in *Stanson* suggests that the formulation and drafting of a proposed ballot measure before its qualification for the ballot constitutes partisan campaigning for the ballot measure.” (*Id.*)

iii. Vargas

More recently, the California Supreme Court in *Vargas v. City of Salinas* (2009) 46 Cal.4th 1, reaffirmed and clarified the *Stanson* rule that government entities generally may not use public funds to pay for campaign activities, but may use such funds to make available informational materials relating to a ballot measure election. (*Id.* at pp. 24–25, 33–34.)

The court explained that under the *Stanson* standard, certain government actions constitute improper campaign activity, including “the use of public funds to purchase such items as bumper stickers, posters, advertising ‘floats,’ or television and radio ‘spots,’” and “the dissemination, at public expense, of campaign literature prepared by private proponents or opponents of a ballot measure.” (*Id.* at p. 24.) On the other hand, a public agency acts in a proper informational role when it provides a “fair presentation of the facts” in response to a “citizen’s request for information,” or authorizes an agency employee to present the department’s view of a ballot

proposal at a meeting of a public or private organization upon that organization's request. (*Id.* at pp. 24–25.)

The court then explained that when an activity does not fall clearly into either category, the court must consider “such factors as the style, tenor and timing of the publication; no hard and fast rule governs every case.” (*Id.* at p. 25, fn. omitted.)

The *Vargas* court focused on several factors in deciding the challenged actions were properly characterized as providing information instead of campaigning, such as: “(1) the information conveyed generally involved past and present facts, such as how the original [utility tax] was enacted, what proportion of the budget was produced by the tax, and how the city council had voted to modify the budget in the event Measure O were to pass; (2) the communications avoided argumentative or inflammatory rhetoric and did not urge voters to vote in a particular manner or to take other actions in support of or in opposition to the measure; and (3) the information provided and the manner in which it was disseminated were consistent with established practice regarding use of the Web site and regular circulation of the city's official newsletter.” (*Id.* at p. 40.)

iv. Peninsula Gardens

In *Peninsula Guardians, Inc. v. Peninsula Health Care Dist.* (2011) 200 Cal.App.4th 1108, 1133, the court of appeal applied *Vargas* to hold that the Peninsula Health Care District’s mailing of a newsletter and three postcards about a ballot measure to construct a new hospital was not improper.

First, the court examined the content of the materials. (*Id.* at pp. 1127-28.) The court determined that the communications were “primarily factual and informative,” and they generally involved “past and present facts,” including details on the proposed construction timeline, services the new hospital would provide and information on what would happen if the measure were approved. (*Id.* at pp. 1126-28.)

Second, the court looked at the “visual style” of the communications. (*Id.* at p. 1128.) The appellant contended that the communications were “political” because they included “sophisticated graphics, punchy headlines and colored quotes over bullet-pointed text.” (*Id.* at pp. 1127-28.) The court rejected this argument, noting that making a publication attractive is consistent with the legitimate dissemination of informational materials by the District. (*Id.*)

Third, the court turned to the “verbal style and tenor” of the communications. (*Id.* at pp. 1128-31.) The appellant argued that the content of the communications were “those of positive political ads.” (*Id.* at p. 1129.) The appellant focused on the publications’ use of the pronouns “we” and “you” which it said were part of an effort to “enlist [voters] in the District's cause.” (*Id.*) The Court rejected those arguments, noting that the approach was consistent with District's normal style of communicating with the public. (*Id.*)

Similarly, the Court did not accept the argument that the pieces were improper because they “include express value judgments and opinions,” such as the statement that the District had “negotiated the best possible agreement for the District,” that it is a “fair deal” that contains the “best possible terms to build the new community hospital on District land with no new taxes,” and that the Board was “proud of the final terms of the agreement.” (*Id.*) The Court

characterized these statements as “limited” and “moderate,” and intended to “simply reflect District's views about the merits of the proposed agreement...” (*Id.* at pp. 1129-30.)

b. Attorney General Opinions

i. Attorney General Opinion No. 04-211

In Attorney General Opinion No. 04-211, cited by the Complainant in support of his allegation, the Attorney General determined that it was permissible that “a community college district use district funds to hire a consultant to conduct surveys and establish focus groups to assess the potential support and opposition to the measure, the public’s awareness of the district’s financial needs, and the overall feasibility of developing a bond measure that could win voter approval.” (88 Ops.Cal.Atty.Gen. 46 (2005).) The Attorney General concluded that “the activities proposed here — evaluating the public’s awareness of the district’s financial needs, measuring potential support for a bond measure, and assessing the overall feasibility of passing a bond measure — cannot fairly be characterized as partisan campaigning.” (*Id.*)

ii. Attorney General Opinion No. 13-304

More recently, in Attorney General Opinion No. 13-304, also cited by the Complainant, the Attorney General reaffirmed the idea that “a school district violates prohibitions against using public funds to advocate passage of a bond measure by contracting for services related to a bond election campaign if those services may be fairly characterized as campaign activity.” (99 Ops. Cal. Atty. Gen. 18 (2016).)

c. Statutes

i. Government Code section 54964

Government Code section 54964 expressly prohibits the expenditure of local agency funds “to support or oppose the approval or rejection of a ballot measure, or the election or defeat of a candidate, by the voters.” (Gov. Code § 54964(a).) Under this statute, “expenditure” means a payment of local agency funds that is used for communications that expressly advocate the approval or rejection of a clearly identified ballot measure.

This section does not prohibit the expenditure of local agency funds to provide information to the public about the possible effects of a ballot measure on the activities, operations, or policies of the local agency, if both of the following conditions are met: (1) the informational activities are not otherwise prohibited by the Constitution or laws of this state and (2) the information provided constitutes an accurate, fair, and impartial presentation of relevant facts to aid the voters in reaching an informed judgment regarding the ballot measure.

ii. Government Code section 8314

Government Code section 8314 prohibits the use of public resources for “a campaign activity, or personal or other purposes which are not authorized by law.”

iii. The Political Reform Act

The Political Reform Act (“PRA”) requires timely disclosure of contributions and expenditures for ballot measures.

iv. Government Code section 3203

Finally, subject to certain prohibited activities not at issue here, Government Code section 3203 provides broad protection for public officials and employees to engage in political activity, provided they do so on their own time, and without using the public funds or resources.

2. Analysis and Findings of Claims Involving Misuse of Public Resources in Connection with Measure BB

a. ACTC's Materials Related to Measure BB

Claim: Complainant alleges that materials developed and distributed using ACTC funds constituted illegal advocacy in support of Measure BB.

Complainant asserts that the “Measure BB Fact Sheet” did not acknowledge that the adoption of Measure BB would result in a half-cent sales tax increase and spoke of “widespread support,” “support” and “unanimous support” of Measure BB, without mention of opposition to the measure. A copy of that document is attached as Exhibit B. Complainant also asserts that the Fact Sheet “grossly exaggerates” the environmental benefits associated with the passage of Measure BB and therefore is not a “fair and impartial presentation of facts.”

Complainant also claims that the “Consider the Future” series of materials were all printed in color, all mention the measure, and therefore were “like slick campaign literature,” and that some of the pieces were distributed at BART stations during 2014, after the TEP was approved by the Agency. A copy of a “Consider the Future” piece is attached as Exhibit C.

Finding: The Investigator finds that the materials produced and distributed by the Agency do not violate California case law or statutes governing the use of public resources in connection with ballot measure elections.

As the Supreme Court explained in *Vargas*, certain government actions constitute *per se improper* campaign activity, including “the use of public funds to purchase such items as bumper stickers, posters, advertising ‘floats,’ or television and radio ‘spots,’ and ‘the dissemination, at public expense, of campaign literature prepared by private proponents or opponents of a ballot measure.’” (46 Cal.4th at p. 24.) The ACTC Executive Director and ACTC Deputy Director of Planning and Policy both confirmed that the Agency did not expend Agency funds for any of these purposes in connection with Measure BB.

In contrast, a public agency acts in a proper informational role when it provides a “fair presentation of the facts” in response to a citizen’s “request for information,” or authorizes an agency employee to present the department’s view of a ballot proposal at a meeting of a public or private organization upon that organization’s request. (*Id.* at pp. 24–25.) The Investigator concurs with the Complainant that the challenged publications do not clearly involve a “fair presentation of the facts” regarding Measure BB. In particular, these materials make no mention of the fact that Measure BB would result in a tax increase, but rather focus solely on how the transportation expenditures from Measure BB revenues would benefit Alameda County residents, and the environmental claims made in the Fact Sheet appear exaggerated.

Since these publications do not fall clearly into either of these two categories, no “hard and fast” rules govern the analysis here. Rather, factors such as the style, tenor and timing of the publication must be examined to determine whether the “communication constitutes traditional campaign activity.” (*Id.* at p. 27.)

The Measure BB Fact Sheet expresses the ACTC’s views about the merits of Measure BB by discussing the benefits that would flow from its adoption, much in the same way that the communications challenged in *Vargas* focused narrowly on the dire consequences that would result if the Salinas UUT were repealed. (46 Cal.4th at pp. 37-38.) Nor is this conclusion altered by the fact that the ACTC made materials available at BART stations and public locations “to members of the public who sought out the document.” (*Id.*)

And unlike the situation in *Vargas*, the ACTC chose not to mail information to individual residents. Additionally, the Fact Sheet did not, in the view of the Investigator, use “argumentative or inflammatory rhetoric,” or exhort the public to vote in favor of Measure BB.

In the view of the Investigator, it is also relevant that the ACTC regularly distributes information to the public about the transportation programs and activities funded by the Agency, at many types of events and locations. (See *Vargas*, 46 Cal.4th at p. 40.) These efforts to provide information to the public take place on an ongoing basis.

There is, however, one aspect of the Fact Sheet that the Investigator viewed as subject to particularly careful scrutiny: the informational value of the terms “support,” “widespread support,” and “unanimous support,” and listing public agencies and organizations that supported the TEP and Measure BB. This type of information was not at issue in any of the *Stanson* cases, and would appear to be more akin to the type of information that might appear in campaign literature. On the other hand, this information may be viewed as a shorthand means of communicating an agency’s views about the merits of a ballot measure. Public agencies are not prohibited from discussing its view about the merits of a proposed measure.

Moreover, as *Vargas* and other cases make clear, in applying the *Stanson* factors, the challenged communication must be viewed in its entirety. For the reasons discussed above, the Investigator concludes that, taken as a whole, the Measure BB Fact Sheet and Consider the Future materials do not amount to campaign material, but rather constitutes an evaluation by the Agency of the merits of Measure BB that it chose to make known to the public.

b. The Clifford Moss Contract and Its Performance

Claim: Complainant alleges that the Clifford Moss contract with the Agency violated California law because it was an illegal effort to gain voter support for Measure BB in 2014 after Measure B1 failed in 2012.

Complainant points to some of the content of the proposal submitted by the Clifford Moss firm to the Agency, and alleges that they demonstrate that the firm would be engaged in campaign activity, rather than education efforts. According to the Complainant, the proposal suggests that Clifford Moss seems to be auditioning for the role of Yes on BB campaign manager, as though the public entity and the political campaign are supposed to be coordinated.

Complainant also points to provisions of the Clifford Moss contract, which call on the firm to, among other things, “oversee and coordinate all aspects of a countywide outreach effort, including communications/media, stakeholder engagement, coalition building and maintenance.” Complainant contends that once the Agency had approved the 2014 TEP in January 2014, the Agency could not engage in advocacy in support of the measure, and that under the Attorney General opinions, the consultant could not engage in “coalition building.”

Complainant points to numerous communications between the Agency and the firm regarding its performance of the contract. Relying on the *League of Women Voters* case and the two Attorney General opinions, Complainant asserts that this use of public funds for “coalition building” by Clifford Moss served to improperly develop a campaign to promote approval of Measure BB.

Finding: The Investigator finds that the Clifford Moss contract and the Clifford Moss firm’s performance of that contract does not violate California case law or statutes governing the use of public resources in connection with ballot measure elections.

The Investigator concurs with Complainant that much of the rhetoric in the Clifford Moss proposal to the Agency could be viewed as an “audition” to become a consultant to a political campaign rather than to a government agency. Much of the curious language highlighted by Complainant appears to the Investigator to be campaign, rather than governmental, in focus.

If the “campaign” activities to which the proposal alludes were incorporated into the contract, there would be significant cause for concern. In the view of the Investigator, however, that is not the case. Rather, by its express terms, the scope of work for Clifford Moss was more narrowly defined as providing “expertise in public education and outreach associated with the development of a transportation expenditure plan and placement of a measure on the ballot.”

Additionally, in the view of the Investigator, the numerous concerns expressed by Complainant regarding Clifford Moss ignore a critically important difference between the process most public agencies must follow to place a measure on the ballot, and the special and cumbersome governmental process with which the ACTC must comply in order to place on the ballot a sales tax measure such as Measure BB.

In the view of the Investigator – given this unique governmental process that the ACTC was required to follow to have Measure BB placed on the ballot – the claims of Complainant should be analyzed primarily under the court of appeal decision in *Santa Barbara County Coalition Against Automobile Subsidies*. In that case, the transportation agency had hired a private consultant to survey voter support for an extension of a sales tax.

The court of appeal determined that “even if the use of public funds for ‘election contests’ or ‘election campaigns’ is deemed unconstitutional as suggested by the *Stanson* court, the SBCAG activity challenged by appellant did not occur in an election contest or campaign In this case, the activity by SBCAG occurred before approval of its transportation expenditure plan or finalization of the ordinance placing Measure A on the ballot, and before the County Board of Supervisors had adopted the ordinance and certified Measure A for the 2008 ballot. SBCAG was performing its legislative duty to obtain financing for County transportation needs.” (*Santa Barbara County Coalition Against Automobile Subsidies*, 167 Cal. App. 4th at p. 1240.)

Analyzed under this governing decision, and based on the facts here, the Investigator concludes that the allegations made by Complainant regarding the contract with, and activities of, Clifford Moss do not have merit. The services provided by Clifford Moss occurred between November 2013 and June 30, 2014, before Measure BB was placed on the ballot.

Indeed, consistent with the scope of the contract, during this timeframe the Agency was performing its “legislative duty” to seek the approval of the 2014 TEP from cities and the Board of Supervisors, an essential part of the governmental process the Agency had to follow to have the measure placed on the ballot to garner additional revenues for the County’s transportation needs. Both the ACTC Executive Director and ACTC Deputy Director of Planning and Policy discussed the role of Clifford Moss in the “legislative process” of obtaining approvals necessary for Measure BB to be placed on the ballot. Accordingly, the Investigator concludes that these activities by Clifford Moss did not violate California law.

c. Activities by Agency Officials and Employees

Claim: Complainant alleges that certain actions by ACTC officials and employees constituted unlawful advocacy in support of Measure BB.

Complainant asserts that the ACTC Deputy Director of Planning and Policy spoke at a ribbon cutting ceremony for the Iron Horse Trail extension where a large Yes on BB campaign banner was located immediately behind the area where the ceremony was conducted. Although the ACTC Executive Director requested that the banner be removed, that request was denied.

Complainant also asserts that the ACTC Deputy Director of Planning and Policy stood with event sponsors and addressed the audience at a Yes on BB campaign fundraiser event in Emeryville on September 18, 2014. Complainant also questions whether the ACTC Deputy Director of Planning and Policy was absent from the ACTC office on October 31, 2014 to work on the Campaign.

Complainant also points to a photo of the ACTC Executive Director volunteering at a phone bank in support of Measure BB.

Complainant asserts that individual members of construction unions held Yes on BB campaign signs at the dedication ceremony for the State Route 84/Isabel Ave Widening Project in Livermore, an event sponsored by ACTC and CalTrans.

Complainant also asserts that when the ACTC governing board approved the TEP at its January 23, 2014 meeting, the Commission Chairman stated “[e]ach one of you will become fundraisers for this also” and made a reference to “\$10,000.”

Finding: The Investigator finds that the challenged actions of ACTC officials and employees do not violate California case law or statutes governing the use of public resources in connection with ballot measure elections. Several of the challenged actions cannot be attributed to ACTC employees or officials and certain personal political activities of individuals are protected by law.

The display of the Yes on BB banner behind the Iron Horse trail dedication ceremony by private individuals in a public place was unfortunate in terms of appearance, because, at a minimum, it

would tend to confuse and mislead the public about the nature of the event. It was not, however, an action coordinated or approved by the ACTC or its officials, and cannot fairly be attributed to them.

The Investigator reaches the same conclusion as to the events that occurred at the State Route 84/Isabel Ave. widening ceremony. The fact that the ACTC cosponsored event provided it more authority to address concerns than was the case in the Iron Horse Trail event. On the other hand, the actions of the individuals holding individual signs in the audience at a public event were much less likely to be misunderstood as being an official part of the event than in the case of the large banner displayed at the Iron Horse Trail event.

The investigator finds that the ACTC Deputy Director's participation in the Emeryville fundraising event – and other volunteer, after-hours activities in connection with the Campaign – did not violate California law. The ACTC Deputy Director of Planning and Policy confirmed that she did attend the Emeryville fundraiser for Measure BB, as well as other campaign events, and did work on behalf of the campaign. She made clear that she always did so on her own time, after work. She explained that she was aware of the prohibitions against attending such events in her official capacity in the performance of her Agency functions, and adhered to those rules. She stated that her attendance was a voluntary choice on her part, because she believed the measure would help people. Government Code section 3203 provides significant protections for public officials and employees to voluntarily engage in political activities.

Additionally, the ACTC Deputy Director of Planning and Policy stated that on October 31, 2014, the Friday before the November 2014 election, she was at work, but out of the office at meetings.

Similarly, the Investigator concludes that the ACTC Executive Director's activities in support of Measure BB were lawful. He emphasized that those activities were done after hours and on weekends, voluntarily, and without the use of Agency resources. Those personal political activities do not violate California law, and indeed are protected by it.

Lastly, the Investigator agrees that while it may not have been appropriate for the Chairman of the Commission to discuss the issue of fundraising at a public ACTC meeting, it appears that this was a very brief comment made before he realized that it would not be appropriate to discuss that matter. The Investigator concludes that this de minimis use of public resources does not constitute unlawful campaign activity.

d. The Bike East Bay Bicycle Light Giveaway

Claim: Complainant alleges that during a Yes on BB campaign event, the organization “Bike East Bay” gave away bicycle lights imprinted with the words “Alameda County Transportation Commission” and this giveaway resulted in a commingling of Bike East Bay campaign funds and ACTC public funds.

Finding: The Investigator finds that ACTC did not violate California law as a result of the bicycle light giveaway because ACTC provides these bicycle lights to many organizations and the organizations have discretion to determine how they will use them. There was no commingling of funds between ACTC and Bike East Bay.

e. The Connection Between the Activities of ACTC and the Yes on BB Campaign

Claim: Complainant alleges that the organizations and individuals working for ACTC are the same as those working for the campaign in support of Measure BB. Complainant notes that ACTC's general counsel also served as counsel to the Yes on BB campaign, Clifford Moss received \$50,000 in public funds from ACTC for "outreach" and subsequently ended up running the Yes on BB campaign, and the Campaign used the same "Better BART Better Buses" slogan used on some of the Agency materials regarding Measure BB.

Finding: The Investigator finds that the fact that many of the same organizations and individuals worked for ACTC and the campaign in support of Measure BB does not violate California law.

The ACTC Executive Director and the Clifford Moss consultant both confirmed that ACTC's retention of the Clifford Moss firm was through a competitive process not based on, or done with the knowledge of, the possibility that the firm would later work on the Yes on BB campaign. Indeed, contrary to the concerns expressed by Complainant that it was "predetermined" that Clifford Moss would become the consultant to the Yes on BB campaign, the Yes on BB campaign committee also conducted a separate competitive process to select its campaign consultant.

Accordingly, while the Clifford Moss firm's work for ACTC may have significantly assisted it in being selected by the Campaign, it does not appear to have been a fait accompli, as suggested by the Complainant. Moreover, the fact that the campaign may have benefited from Clifford Moss's background gained from performing its services for the Agency does not render those services to the Agency retroactively improper.

The same is true of the campaign's ultimate use of the phrase "Better BART Better Buses." The Agency first employed that language, and the campaign later picked it up, stating that it was a "natural message" to convey what Measure BB would do. Again, the fact that the agency message was later picked up by, and may have benefited, the Campaign, does not render the Agency's actions unlawful.

Additionally, the Agency's general counsel did not seek consent prior to becoming pro bono counsel to the Campaign. The concerns Complainant has articulated regarding the propriety of the attorney's representation of both the ACTC and the Yes on BB campaign are addressed later in this executive summary.

Appearances aside, the Investigator has not discovered any facts suggesting that these circumstances result in any violation by the ACTC of the laws governing the proper use of public resources.

B. Claims Alleging Violation of Conflict of Interest Rules

This part of the Report focuses on Complainant's claims that the Wendel Rosen law firm should be disqualified from continuing to act as the Agency's general counsel because the firm's simultaneous representation of the Agency and the Campaign violates Rule 3-310 of California's Rules of Professional Conduct.

1. Applicable Law

Every attorney “bears two distinct ethical duties” to their clients. (*Havasu Lakeshore Investments, LLC v. Fleming* (2013) 217 Cal. App. 4th 770, 777.) First, the duty of loyalty requires that “an attorney devotes his or her entire energies to his client’s interests.” (*Ibid.* [citations omitted].) Second, the duty of confidentiality “fosters full and open communication between client and counsel.” (*Ibid.* [citations omitted].) A court may disqualify an attorney who fails to comply with these duties “upon a showing that disqualification is required under professional standards governing avoidance of conflicts of interest or potential adverse use of confidential information.” (*Ibid.* quoting *Oaks Management Corporation v. Superior Court* (2006) 145 Cal.App.4th 453, 462.)

Rule 3-310 (C) of California’s Rules of Professional Conduct limits an attorney’s ability to represent two clients simultaneously. Rule 3-310 (C) provides, in pertinent part, that an attorney “shall not, without the informed written consent of each client”:

- (1) Accept representation of more than one client in a matter in which the interests of the clients *potentially* conflict; or
- (2) Accept or continue representation of more than one client in a matter in which the interests of the clients *actually* conflict; or
- (3) Represent a client in a matter and at the same time in a separate matter accept as a client a person or entity whose interest in the first matter is adverse to the client in the first matter.

In its seminal decision in *Flatt v. Superior Court* (1994) 9 Cal.4th 275, the California Supreme Court examined the application of Rule 3-310.

In the case of simultaneous representation of two clients, the Court explained that “[t]he primary value at stake in cases of simultaneous or dual representations is the attorney’s duty – and the client’s legitimate expectation – of *loyalty* rather than confidentiality.” (*Id.* at p. 284 [emphasis in original].) Accordingly, “with few exceptions, an attorney may not simultaneously represent clients (even as to unrelated matters) whose interests are adverse to one another...because an attorney has a ‘duty to protect his client in every possible way, and it is a violation of that duty for him to assume a position adverse or antagonistic to his client without the latter’s free and intelligent consent given after full knowledge of the facts and circumstances.’” (*Havasu*, supra, 217 Cal. App. 4th at 777-78 quoting *Flatt*, supra, 9 Cal. 4th at p. 285, n. 4.)

In applying Rule 3-310 (C), courts conclude that an *actual* conflict of interest exists within the meaning of the rule “when a lawyer’s duty of loyalty on behalf of one client obligates the lawyer to take action prejudicial to the interests of the other client, *i.e.* ‘when, in the behalf of one client, it is his duty to contend for that which duty to another client requires him to oppose.’” (*Havasu*, supra, at p. 778 citing Cal Practice Guide: Professional Responsibility para. 4:1, p. 4-1[emphasis in original].)

A *potential* conflict exists within the meaning of Rule 3-310 (C) where there is “a *reasonably foreseeable* set of circumstances which could impair the attorney’s ability to fulfill his or her

professional obligations to each client in the proposed representation.” (*Havas*, supra, at p. 789 [internal citations omitted] [emphasis in original].) But “a mere *hypothetical* conflict is insufficient” to justify disqualification of counsel. (*Ibid.* [emphasis in original].) “Rather, there must be some *identifiable* potential conflict” and “a reasonable likelihood an actual conflict will arise.” (*Havas*, at p. 789; see also *Fox Searchlight Pictures, Inc. v. Paladino* (2001) 89 Cal.App.4th 294, 302 [requiring potential conflict to be a “real possibility”].)

Lastly, Rule 3-310 (B) of the Rules of Professional Conduct prohibits a lawyer from representing a client in a matter where the attorney has a legal, business, professional or personal relationship with another party or in the subject matter of the representation without providing the client with a full written disclosure. (Rules Prof. Conduct rule 3-310 (B) (1) and (4).)

2. Analysis and Findings of Claims Involving Violation of Conflict of Interest Rules

a. The Wendel Rosen Firm’s Simultaneous Representation of ACTC and the Yes on BB Campaign

Claim: Complainant alleges that the Wendel Rosen firm’s simultaneous representation of ACTC and the Yes on BB Campaign constitutes an actual or potential conflict of interest in violation of Rule 3-310 of the California Rules of Professional Conduct.

Complainant alleges that the Wendel Rosen attorney’s duty of loyalty, as the Campaign’s attorney, “to ensure that the best interests of the campaign are advanced (to win)” created an actual or potential conflict within the meaning of Rule 3-310 with the attorney’s ongoing duty as the Council’s general counsel to “ensure that public funds are not expended for promotional/campaign purposes.”

Complainant also asserts that the joint representation creates a potential conflict with the attorney’s duty of confidentiality to the Agency. Finally, Complainant claims that questions he has raised over the use of public resources in connection with the Agency’s contract with Clifford Moss creates a potential, if not actual, conflict with the Wendel Rosen firm representing both the Agency and the Campaign.

Finding: The Investigator finds that the Wendel Rosen firm’s simultaneous representation of ACTC and the Yes on BB campaign does not violate the conflict of interest rules set forth in the California Rules of Professional Conduct.

The type of conflict in client interests that Rule 3-310 (C) addresses is the situation where the clients’ interests are actually or potentially *adverse* to one another, not where these interests are allied. There is no question that the Agency publicly declared its support of Measure BB as it was lawfully entitled to do. The fact that state law precludes the Agency from permitting the expenditure of public funds to support the passage of Measure BB does not transform the Agency and Campaign’s allied interests into adverse interests. Additionally, the Wendel Rosen firm’s dual representation of clients with aligned interests does not raise a concern about a lawyer using a client’s confidences for an adverse purpose.

Furthermore, the Investigator found no evidence that any Wendel Rosen lawyer advised the Agency to violate state law restrictions on public expenditures to achieve the Agency and Campaign's shared interest in seeing that Measure BB would be adopted.

The Investigator concludes that the finding above that the Clifford Moss contract did not violate state laws governing use of public resources also disposes of any aspect of Complainant's conflicts of interest claims that is premised on Complainant's view that the Clifford Moss contract involved the improper use of public resources.

b. The Wendel Rosen Firm's Relationship with Clifford Moss

Claim: Complainant alleges that a Wendel Rosen partner's marital relationship with a Clifford Moss consultant creates a conflict of interest that requires disqualification of the Wendel Rosen firm as ACTC's general counsel. Complainant also asserts that this Wendel Rosen partner is listed as Clifford Moss's agent for service of process at her Wendel Rosen address.

Finding: The Investigator finds that the Wendel Rosen firm's relationship with Clifford Moss does not create an actual or potential conflict because the Wendel Rosen firm was not providing legal services to Clifford Moss during the time that Clifford Moss performed work for ACTC.

The Investigator finds that the business formation work Wendel Rosen rendered previously for Clifford Moss has no relationship to Clifford Moss's contract with the Agency, much less the substantial relationship required under *Flatt* to create a conflict under Rule 3-310(C) based on an attorney's successive representation of clients.

Furthermore, because serving as an entity's registered agent for service of process does not involve the practice of law, the Investigator finds that Clifford Moss was not a client of the firm within the meaning of Rule 3-310(C) during the time Clifford Moss entered into a contract with, and performed work for, the Agency.

Finally, Rule 3-310 (B) of the Rules of Professional Conduct prohibits a lawyer from representing a client in a matter where the attorney has a legal, business, professional or personal relationship with another party or in the subject matter of the representation without providing the client with a full written disclosure. (Rules Prof. Conduct rule 3-310 (B) (1) and (4).) Because the Investigator found no evidence that the Wendel Rosen attorney who was married to the Clifford Moss consultant was involved in providing representation to the Agency related to Clifford Moss's contract, or the subject matter of that contract, the Investigator concludes that Wendel Rosen had no obligation under Rule 3-310 (B) to provide the Agency with a full written disclosure of that attorney's relationship with Clifford Moss.

E. CONCLUSION

After carefully considering all of the evidence, and applying governing law to that evidence, the Investigator concludes that none of the challenged actions here violated California law. The Agency did not misuse public funds to promote the passage of Measure BB, and the Wendel Rosen law firm's simultaneous representation of both ACTC and the Yes on BB Campaign did not violate attorney conflict of interest rules.

EXHIBIT A



November 7, 2013

Bonnie Moss
Tom Clifford
Clifford Moss LLC
5111 Telegraph Avenue #307
Oakland, CA 94609

**Subject: Alameda County Transportation Commission Professional Services Letter Agreement
#L13-0008 – Outreach and Education Consultant Services for a Transportation Expenditure
Plan**

Dear Ms. Moss and Mr. Clifford:

This letter serves as an agreement between Clifford Moss LLC ("Consultant") and the Alameda County Transportation Commission ("Alameda CTC") to provide outreach and education consultant services for a Transportation Expenditure Plan (TEP), as described in Appendix A.

The total compensation payable hereunder shall not exceed \$50,000.00, and shall be based on a flat monthly rate (not hourly) fee of \$7,000.00 per month, payable in arrears upon receipt by Alameda CTC of a detailed invoice setting forth the work performed by Consultant during the prior 30 days. All services hereunder shall be performed at my direction or under the direction of my designee(s) and shall begin on November 8, 2013, and be completed on or before June 30, 2014.

Please confirm that Consultant acknowledges and agrees with the provisions of this letter agreement by signing where indicated below and returning the executed counterpart to the undersigned at Alameda CTC, 1111 Broadway, Suite 800, Oakland, CA 94607.

We look forward to working with you. If you have any questions about this agreement, please feel free to contact Tess Lengyel, Deputy Director of Planning and Policy, at (510) 208-7428.

Sincerely,

A handwritten signature in black ink, appearing to read "Arthur L. Dao".

ARTHUR L. DAO
Executive Director

ACKNOWLEDGED AND AGREED:

Clifford Moss LLC

By: A handwritten signature in black ink, appearing to read "Bonnie Moss".
Bonnie Moss Date 11/21/13

By: A handwritten signature in black ink, appearing to read "Tom Clifford".
Tom Clifford Date 11/14/13

cc: Tess Lengyel, Deputy Director of Planning and Policy
Patricia Reavey, Director of Finance
Seung Cho, Contracting, Administration, and Fiscal Resource Manager

File: Alameda CTC Agreement #L13-0008

APPENDIX A

SCOPE OF WORK

Consultant shall provide expertise in public education and outreach associated with the development of a transportation expenditure plan and placement of a measure on the ballot.

Tom Clifford and Bonnie Moss will be the key representatives to execute the services under this letter agreement.

TASK 1: PROJECT MANAGEMENT

The Consultant will oversee and coordinate all aspects of a countywide outreach effort, including communications/media, stakeholder engagement, coalition building and maintenance, TEP evaluation and recommendations on messaging, and outreach.

The Consultant will directly report to the Executive Director or his designee(s) and will work with members of the Commission and Commission staff as directed. An initial kick-off meeting will be held with Commission staff to discuss the proposed approach, timeline and development of the countywide outreach effort. The schedule and tasks for the outreach effort will be refined as part of this task and will be updated as the project progresses and at the direction of Commission staff.

The Consultant shall establish a regularly scheduled check in meeting with Alameda CTC to address project needs and project delivery progress.

TASK 2: STRATEGIC OUTREACH PLAN DEVELOPMENT

The Consultant will develop a strategic outreach plan that addresses the many different socioeconomic, ethnic and geographic areas of Alameda County and an approach for each specific area of the County. The strategic plan must include a well thought-out implementation timeline and any additional budget requirements associated with its implementation. The plan must include, but is not limited to, addressing the following:

Identify stakeholders and partners and an outreach approach for each. The approach must include a rationale for each stakeholder and a strategy for working with them.

- Media strategy—both paid and earned;
- Website and social media approach;
- Collateral materials—ideas and approaches for collateral types and implementation; and
- Review linkages to other ballot measures, people or events.

Alameda CTC will be responsible for approval of a final strategic outreach plan.

TASK 3: OUTREACH IMPLEMENTATION

The Consultant will be responsible for implementing the approved strategic outreach plan, including, but not limited to:

- Adjusting and making recommendations to Commission staff on modifications to the TEP and outreach efforts based upon field and survey feedback.
- Implementing a solid, comprehensive and effective outreach effort that results in strong countywide support of the 2014 TEP.
- Leading education and outreach efforts to diverse socioeconomic, ethnic and geographic communities, faith-based communities, labor and business, environmental and social justice organizations, elected officials, transportation agencies, and other key stakeholders in Alameda County.
- Building broad, effective and geographically specific support efforts that use lessons learned from the 2012 failed ballot measure.

Alameda County Transportation Commission
Agreement # L13-0008

- Responding to inquiries and needs from constituents, coalition partners, media and elected officials regarding the TEP.
- Advising Commission staff on and developing, designing and distributing collateral materials, speaking points, presentations and handouts for the outreach effort.
- Developing, implementing and managing web page, media and social media and documenting its reach and use.
- Implementing and overseeing an aggressive earned and paid media outreach efforts.
- Assessing community support through surveying/polling analysis.

For work with each stakeholder, the Consultant will perform follow up activities to ensure that items discussed in meetings are completed in a timely and efficient manner, and will address and respond to all issues that arise between meetings. The Consultant will perform communication with each of the stakeholder groups in this task to ensure that clear and timely communications are performed so that all members participating in the education activity understand expectations of the Alameda CTC education and outreach work for the TEP. The Consultant will regularly update and inform Alameda CTC about the items discussed in meetings and will create a process for tracking outreach and follow up actions that will be regularly submitted to Alameda CTC to demonstrate progress. The Consultant will coordinate with Alameda CTC staff on scheduling any meetings that Alameda CTC must attend.

EXHIBIT B

ALAMEDA COUNTY
2014 TRANSPORTATION EXPENDITURE PLAN

Measure BB



Meeting the Transportation Needs of Today and Tomorrow

The 2014 Transportation Expenditure Plan (Plan) and ballot Measure BB will go before voters in November 2014 to meet the increasing transportation demands of Alameda County — one of the fastest growing populations in the state. Measure BB will provide essential funding for transportation programs and projects throughout Alameda County to keep public transit affordable for seniors, students and people with disabilities, improve air quality and expand and upgrade BART and bus services. It will protect and enhance our transportation system today and well into the future.

More transportation choices for everyone



- **Better BART and commuter rail:** Measure BB will expand BART and commuter rail for reliable, safe and fast services within Alameda County. Approximately 48 percent of net revenue from Measure BB will fund transit expansions/improvements.



- **Better buses:** Measure BB will expand bus services by providing funding to bus operators that serve the entire county, including transit-dependent communities. It will also double the funding for paratransit services for seniors and people with disabilities.

High-tech improvements to increase roadway efficiency



- **Traffic relief:** Instead of building out highways, the 2014 Plan improves highway efficiency and eliminates bottlenecks by reconstructing interchanges, the use of innovative technology, express lanes, carpool incentives and better access to public transit, biking and walking.



- **Local community benefits:** The 2014 Plan installs safe bike lanes and pedestrian pathways. Community investments such as the East Bay Greenway improve transit connections to jobs and schools. The 2014 Plan supports walking and biking and helps eliminate gaps in trails.

A SOUND INVESTMENT

\$8B 2014 Plan
\$20B in economic activity
150,000 new jobs

State and federal transportation funding has declined significantly. Alameda County must rely on its own local funding sources to meet our transportation needs.

- **Big return on investment:** The Bay Area Council Economic Institute reports that the \$8 billion 2014 Plan will yield more than \$20 billion in total economic activity in the Bay Area and 150,000 new jobs.
- **Supports small and local businesses:** Alameda has contracted more than \$837 million to Alameda County firms from the current Measure B. The 2014 Plan will continue to support small and local businesses.
- **Affordable, efficient transportation:** The 2014 Plan supports safe, affordable public transit and paratransit services that youth, seniors, people with disabilities and low-income communities rely on most.

PROGRESSIVE POLICIES

Measure BB will shape progressive policies for the future that will positively impact transportation:

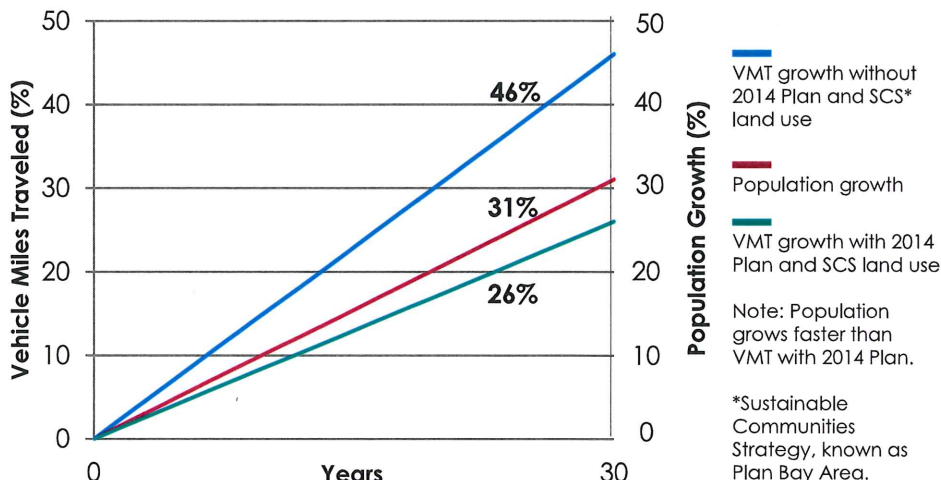
- **Strict delivery requirements:** Local jurisdictions that receive Measure BB revenues must adhere to performance measures, strict project deadlines and timely use of funds requirements.
- **Performance measures:** Contracts and compliance reporting will include performance measures to ensure funds are spent as promised to voters.
- **Innovation:** The 2014 Plan includes funding for innovative projects that reduce congestion, air pollution and greenhouse gas production.

ALAMEDA CTC IS TRANSPARENT AND ACCOUNTABLE

The 30-year Plan includes strict accountability measures to ensure all \$8 billion for County transportation improvements are spent on approved projects. The 2014 Plan requires:

- ✓ **Open and transparent public processes** to allocate funds.
- ✓ **Annual independent audits.**
- ✓ **An independent watchdog committee** made up of people who live in Alameda County.
- ✓ **Annual compliance reports** distributed to the public that detail costs and how specific performance measures are met.

2014 Plan Reduces Vehicle Miles Traveled (VMT)



Sustainable solutions/driving alternatives that support clean air

Cleaner air: Measure BB decreases greenhouse gas emissions by 24 percent by providing more transit choices and making our roads more efficient.

Fewer vehicle miles traveled (VMT): Without the 2014 Plan, VMT would increase by 46 percent; Measure BB in concert with local land use development will reduce projected VMT growth to 26 percent, reducing the VMT growth below the projected population growth rate.

Widespread support for Measure BB and the 2014 Plan

Targeted investments will maintain existing infrastructure, facilitate goods movement, improve safety, remove bottlenecks on major commute corridors, enhance and expand BART, commuter rail, bus and ferry transit systems; keep fares affordable for seniors, youth and people with disabilities; and make it safer and easier to bike and walk throughout Alameda County.

Measure BB and the 2014 Plan have received widespread support throughout Alameda County:

- Unanimous support from the Alameda County Board of Supervisors
- All 14 of the city councils in Alameda County
- Alameda County Taxpayers' Association
- Bay Area Council
- California Alliance for Jobs
- California League of Conservation Voters
- League of Women Voters
- Sierra Club
- United Seniors of Oakland and Alameda County
- Many other businesses, chambers of commerce and community organizations

Consider the future of transportation. In November 2014, **Measure BB** will be on the ballot. The choice is yours. Visit www.AlamedaCTC.org/2014Plan.

EXHIBIT C

A Transportation Measure on the November 2014 Ballot

Consider the Future of our Local Streets



- Reduce traffic
- Fix potholes
- Improve roads
- Increase safety



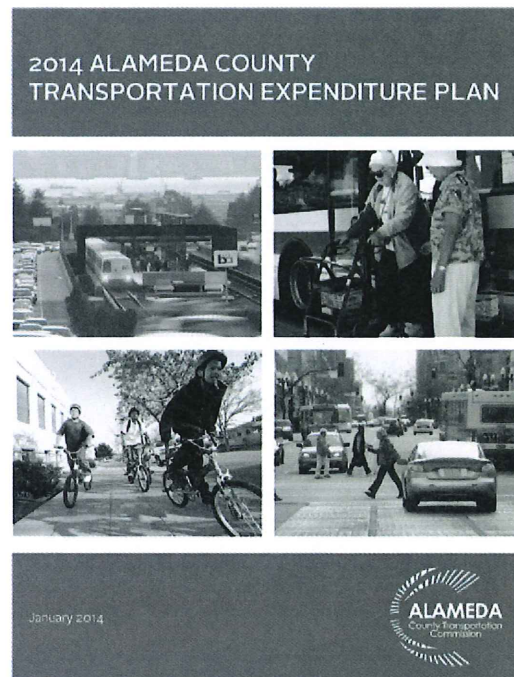
learn more →

In November 2014, a **transportation measure** will be **on the ballot** that will:

- Fill potholes, repair local streets and reduce traffic
- Upgrade freeway on- and off-ramps to manage traffic and improve safety
- Improve truck and railroad safety and efficiency
- Create good quality local jobs

The Choice Is Yours

Learn more at
www.AlamedaCTC.org



This detailed plan includes **taxpayer safeguards**:

- ✓ Independent Audits
- ✓ Compliance Reports
- ✓ Independent Watchdog Committee Review and Annual Reports to the Public
- ✓ All funds spent locally to benefit Alameda County residents