

**FINANCE AND ADMINISTRATION COMMITTEE
MINUTES OF SEPTEMBER 10, 2012
OAKLAND, CA**

Mayor Chiang convened the meeting at 1:30PM.

1 Public Comment

There was no public comment.

2 Consent calendar

2A. Minutes of July 09, 2012

Mayor Green motioned to approve the Consent Calendar. Councilmember Michael Gregory seconded the motion. The Consent Calendar was passed 5-0.

3 Regular Matters

3A. Approval of Alameda CTC FY11-12 Consolidated Year-End Investment Report

Patricia Reavey recommended that the Commission approve the Alameda CTC Fiscal Year 2011-2012 Consolidated Investment Report. Ms. Reavey stated that as of June 30, 2012, the total cash and investments held by the Alameda CTC were \$283.0 million. This total is a decrease of \$15.1 million or 5.1% from the prior year-end balance of \$298.2 million. Ms. Reavey concluded by stating that staff does not anticipate a significant change in investment strategies based on the Treasury Department's announcement on August 17, 2012.

Mayor Chiang questioned what made up the variance from budget of return on investments between rate and volume. Ms. Reavey stated that she does not have that information with her, but could get back to Mayor Chiang with the information at another time. Mayor Chiang stated that if wasn't too much trouble that would be great.

Mayor Chiang also questioned that if the Treasury's announcement related to Fannie Mae and Freddie Mac bonds by the Treasury would affect the principal investment balance. Ms. Reavey stated that the principal balance on our investments will not be affected. However, the announcement may make a difference as to how these bonds are rated in the future, and how our investment advisors decide to invest in such bonds in the future.

Mayor Green motioned to approve this item. Supervisor Scott Haggerty seconded the motion. Motion passed 7-0.

3B. Approval of the Semi-Annual Local Business Contract Equity Utilization Report and Contract Award Report for January 1, 2012 through June 30, 2012

Seung Cho recommended that the Committee approve the Semi-Annual Local Business Contract Equity (LBCE) Program Utilization Report and Contract Award Report for the period of January 1, 2012 to June 30, 2012. Mr. Cho noted that the contracts and contract payment data serves as a basis for this LBCE report. Mr. Cho stated that the report has been reviewed and verified by Alameda CTC's contract equity consultant L. Luster & Associates.

Mayor Chiang requested clarification on how the 70% and the 30% SBE/MBE goals were established. Art Dao noted that the goals were established by the Alameda CTC Commission. Zack Wasserman stated that the goal was developed based on a combination of the desired policy of the Board as well as a historical contracting trend.

Mayor Green motioned to approve this item. Supervisor Scott Haggerty seconded the motion. Motion passed 7-0.

3C. Approval of Issuance of an RFP for Financial Advisory Services and Authorization to Negotiate and Execute a Contract

Seung Cho recommended that the Committee authorize staff to issue a Request for Proposal for Financial Advisory Services, to proceed with the contract procurement process, and to negotiate and execute a contract with the top ranked firm to provide financial advisory services. Mr. Cho also noted that the Financial Advisory consultant will also assist the Commission in obtaining ratings from various rating agencies to establish bond policies, and to negotiate bond sales.

Councilmember Gregory asked if the Alameda CTC had anyone already providing this service. Patricia Reavey stated that no one was providing the service.

Councilmember Kaplan motioned to move this item. Mayor Green seconded the motion. Motion passed 7-0.

4. Closed Session

A Closed Session was held pursuant to Government Code Section 54957: Public Employee Performance Evaluation: Executive Director. There was no report made on the Closed Session.

5. COMMITTEE MEMBER REPORTS (VERBAL)

There were no Committee or Staff Member Reports.

7. ADJOURNMENT: Next Meeting – October 08, 2012

The meeting ended at 2:13pm. The next meeting will be held on October 08, 2012.

Attest by:



**Vanessa Lee
Clerk of the Commission**

Memorandum

DATE: September 26, 2012

TO: Finance and Administration Committee

FROM: Matt Todd, Manager of Programming
Vivek Bhat, Senior Transportation Engineer

SUBJECT: **Approval of Alameda County Technical Advisory Committee (ACTAC) Bylaws**

Recommendation

It is recommended that the Commission approve the Alameda County Technical Advisory Committee (ACTAC) Bylaws. The ACTAC is scheduled to consider this item on October 2, 2012.

Summary

The ACTAC, in its current format, dates back to the creation of the Alameda County Congestion Management Agency (ACCMA). The Alameda CTC was formed in July, 2010, and the Administrative Code was adopted at that time. The Administrative Code clarifies the duties and powers of the Alameda CTC's officers, Executive Director and staff and the procedures of agency operations, including the ACTAC. The Administrative Code was amended in June, 2012 and included an expansion of the ACTAC membership by including local agency planning personnel to improve intra-agency coordination to address Senate Bill 375's (SB 375) land use element requirements. Based on the latest Administrative Code revisions, the creation of ACTAC Bylaws (Attachment A) are proposed to provide clarification on the committee structure and roles and responsibilities of Alameda CTC and its member agencies.

Background

SB 375 changed the requirements for how transportation and land use planning occur in the State of California and the Bay Area. The One Bay Area Grant (OBAG) Program, approved on May 17, 2012 by the Metropolitan Transportation Commission (MTC), fundamentally changed the way that federal funding is distributed to counties in the MTC region. The OBAG Program includes requirements, when programming federal funds, that land use policies be considered and that we work with local planners and public works staff.

Based on this new approach, the Alameda CTC amended its Administrative Code in June, 2012 to incorporate expansion of the ACTAC participants to include local agency planning personnel to improve intra-agency coordination addressing SB 375's land use element requirements.

Historically, ACTAC did not have Bylaws in place. In the past, ACTAC relied on language in the agency's Joint Powers Agreement and Administrative Code for guidance.

The creation of ACTAC Bylaws was discussed with the ACTAC at their September, 2012 meeting. The proposed Bylaws do not impact the roles and responsibilities historically held by the ACTAC as a Committee. In general, the roles and responsibilities of the Committee are to provide technical expertise, analysis and recommendations related to transportation planning, programming and funding. The new bylaws would provide clarification on the voting structure, quorum and the inclusion of local agency planning personnel in the Committee. The Bylaws also propose including two new agencies: the Association of Bay Area Governments based on its involvement with SB375 and land use element requirements and the California Highway Patrol due to its involvement with the Express lanes projects.

At the September ACTAC meeting, the committee discussed two different structures that could be considered.

The first structure was composed of up to two staff representatives for agencies that have representation on the Alameda CTC Board (member agencies) and one staff representative for other agencies such as Livermore Amador Valley Transit Authority (LAVTA), Union City Transit, Altamont Commuter Express (ACE), Water Emergency Transportation Authority (WETA), Port of Oakland, MTC, Association of Bay Area Governments (ABAG), Bay Area Air Quality Management District (BAAQMD), California Department of Transportation (Caltrans), California Highway Patrol (CHP), with each representative allowed one vote.

The second structure considered historical participation levels and identified the group of member agencies as having one vote per agency and a second group, composed of the remaining agencies, that would be ex-officio members who would not be counted for purposes of establishing a quorum and would not have voting rights.

Though there appears to be support for the second option, that Committee structure would be inconsistent with the Alameda CTC Joint Powers Authority (JPA) and the Administrative Code. The JPA and the Administrative Code (June, 2012) state that the ACTAC will function as the technical advisory committee to the Alameda CTC, allows for participation of both the member agencies and the additional agencies listed above, and specifies that each representative shall have one vote.

In consideration of the language included in the JPA and Administrative Code, staff recommends the Bylaws included in Attachment A. This version includes the Committee comprised of two staff representatives for member agencies and one staff representative for all other agencies with each representative having one vote.

The ACTAC is scheduled to consider this item at their meeting on October 2, 2012. It is recommended that the Bylaws include language related to members and quorum consistent with the JPA and Administrative code.

Next Steps:

In order to implement other options into the ACTAC Committee structure, an amendment to the

Alameda CTC JPA and the Administrative Code would be required. Staff is not recommending an amendment to the JPA at this time; however staff will consider this issue at the next opportunity to amend that document.

The ACTAC Bylaws including ACTAC comments will be presented to the Commission in October.

Fiscal Impacts:

There are no fiscal impacts at this time.

Attachments

Attachment A: Proposed ACTAC Bylaws

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Alameda County Technical Advisory Committee Bylaws

Article 1: Definitions

1.1 Alameda County Transportation Commission (Alameda CTC). The Alameda CTC or “Commission” is a joint powers authority resulting from the merger of the Alameda County Congestion Management Agency (“ACCMA”) and the Alameda County Transportation Improvement Authority (“ACTIA”). The 22-member Commission is comprised of the following representatives:

- 1.1.1** All five Alameda County Supervisors.
- 1.1.2** Two City of Oakland representatives.
- 1.1.3** One representative from each of the other 13 cities in Alameda County.
- 1.1.4** A representative from Alameda-Contra Costa Transit District (“AC Transit”).
- 1.1.5** A representative from San Francisco Bay Area Rapid Transit District (“BART”).

1.2 Alameda County Congestion Management Agency (ACCMA or CMA). The governmental agency originally tasked with the duty of coordinating land use, air quality and transportation planning, programming transportation funds from a variety of sources and preparing a Congestion Management Program to spend these funds. The CMA's duties also included preparation of a Countywide Transportation Plan. Alameda CTC has now assumed duties of the CMA.

1.3 Alameda County Transportation Improvement Authority (ACTIA). The governmental agency previously responsible for the implementation of the Measure B half-cent transportation sales tax in Alameda County, as approved by voters in 2000 and implemented in 2002. Alameda CTC has now assumed responsibility for the sales tax.

1.4 Brown Act. California’s open meeting law, the Ralph M. Brown Act, California Government Code, Sections 54950 *et seq.*

1.5 Congestion Management Program (CMP). A short-range document mandated by Proposition 111. It ensures that gas-tax funds produce the greatest benefit by coordinating planning, funding and other activities that affect the transportation system.

1.6 Countywide Transportation Plan (CWTP). A long-range policy document that guides transportation funding decisions for Alameda County's transportation system over a 25-year horizon.

1.7 Expenditure Plan. The plan for expending Transportation sales tax (Measure B) funds, presented to the voters in 2000, and implemented in 2002.

1.8 Fiscal Year. July 1 through June 30.

1.9 JPA. The Joint Powers Agreement which created Alameda CTC, dated for reference purposes as of March 25, 2010, as it may subsequently be amended from time to time.

1.10 Measure B. The measure approved by the voters authorizing the half-cent sales tax for transportation services now collected and administered by the Alameda CTC and governed by the Expenditure Plan. The sales tax authorized by Measure B will be in effect for 20 years, beginning on April 1, 2002 and extending through March 31, 2022.

1.11 Measure B Program. Transportation or transportation-related program specified in the Expenditure Plan for funding on a percentage-of-revenues basis or grant allocation.

1.12 Measure B Project. Transportation and transportation-related construction projects specified in the Expenditure Plan for funding in the amounts allocated in the Expenditure Plan.

1.13 Member Agency. Public agency which is a member of the Commission pursuant to the JPA.

1.14 Planning Area. Geographic groupings of cities and of Alameda County for planning and funding purposes. North County: Alameda, Albany, Berkeley, Emeryville, Oakland, Piedmont; Central County: Hayward, San Leandro and the unincorporated areas of Castro Valley and San Lorenzo, as well as other unincorporated lands in that area; South County: Fremont, Newark, Union City; East County: Dublin, Livermore, Pleasanton and all unincorporated lands in that area.

Article 2: Purpose and Responsibilities

2.1 Committee Purpose.

The Committee purpose is to provide technical expertise, analysis and recommendations related to transportation planning, programming and funding. The Committee will advise the Commission on major policy and technical issues related to Alameda CTC projects and programs which are referred to the Committee either by the Commission. It shall be the members' responsibility to keep their respective agencies and departments in their agencies informed of key issues, facilitate communication between those agencies and Alameda CTC, and to help build the consensus necessary to make policy decisions.

2.2 Committee Roles and Responsibilities. The roles and responsibilities of the Committee include, but are not limited to:

- Review and provide recommendation and analysis on the State Transportation Improvement Program (STIP) and Federal Transportation Act Funding;

- Review and provide recommendation and analysis on the Congestion Management Program and related studies , programs , amendments and revisions thereto;
- Review and provide recommendation and analysis on the Countywide Transportation Plan and related studies and programs and including the Bicycle and Pedestrian Plans and revisions thereto;
- Review and provide recommendations and analysis on other long range and special studies as may be developed in response to changing legislative and planning environments;
- Review and provide recommendation and analysis on the development of regional planning efforts such as the Regional Transportation Plan, the Sustainable Communities Strategy;
- Review and provide recommendation and analysis on the Transportation and Land Use Program and revisions thereto;
- Review and provide recommendation and analysis on the Vehicle Registration Fee Strategic Plan and amendments and revisions thereto;
- Review and provide recommendation and analysis on Transportation Funds for Clean Air (TFCA) projects;
- Review and provide input on issues relevant to Measure B funds;
- Review and provide input on issues relevant to Policy development;
- Review and provide input on issues relevant to Legislative program;
- Review and provide recommendation and analysis on specific countywide planning studies such as Priority Development Areas, Parking management, Rail Freight and Goods movements;
- Review and provide recommendation and analysis on specific countywide guidelines such as Complete Streets guidelines and Transit Oriented Development guidelines;

Article 3: Members

3.1 Members of the Committee. Pursuant to the JPA and the Alameda CTC Administrative Code, the Committee shall be composed of the following: two staff representatives (one from a planning / economic development department and one from a public works / engineering department) from each agency represented on the Commission (each City in Alameda County, the County, BART and AC Transit, and one staff representative from a planning or engineering department (or equivalent) from each of the following agencies: Alameda CTC, Livermore Amador Valley Transit Authority (LAVTA), Union City Transit, Altamont Commuter Express (ACE), Water Emergency Transportation Authority (WETA), Port of Oakland, Metropolitan Transportation Commission (MTC), Association of Bay Area Governments (ABAG), Bay Area Air Quality Management District (BAAQMD) , the California Department of Transportation (Caltrans) and the California Highway Patrol(CHP) . Each member of the Committee shall have one vote, except that a representative of a Commission member may cast two votes in the absence of the other representative of such Commission member.

3.2 Appointment. Committee members shall be assigned by the chief administrative officer, or designee, of each Member Agency and shall serve at the pleasure of the Member Agency.

3.3 Membership Term. Members to the Committee shall serve continuously until replacement by their respective agency.

3.4 Attendance. Members will actively support committee activities and regularly attend meetings.

3.5 Vacancies. Vacancies shall be filled by the body which made the original appointment.

Article 4: Officers

4.1 Chairperson. The Executive Director of Alameda CTC or his/her designee shall be the chairperson of the Committee.

4.2 Duties. The chairperson shall preside at all meetings of the Committee and represent the Committee before the Commission.

4.3 Secretary. The Alameda CTC shall assign an employee to attend each meeting of the Committee to serve in the capacity as the Committee's secretary. The Secretary shall furnish clerical services to prepare and distribute the Committee's agendas, notices, minutes, correspondence and other documents. The secretary shall maintain a record of all proceedings of the Committee as required by law and shall perform other duties as provided in these Bylaws.

Article 5: Meetings

5.1 Open and Public Meetings. All Committee meetings shall be governed by the Brown Act. The time allotted for comments by a member of the public in a general public comment period or on any agenda item shall be limited at the discretion of the chair.

5.2 Regular Meetings. Regular meetings of the Committee shall be held on the first Tuesday of each month or as determined by Committee. Whenever a regular meeting falls on a holiday observed by Alameda CTC, the meeting shall be held on another day or cancelled at the direction of the Committee. A rescheduled regular meeting shall be designated a regular meeting.

5.3 Quorum. Presence of a majority of the Member Agencies constitutes a quorum for the transaction of business of the Committee, regardless of whether one or two representatives is present for each Member Agency, and further regardless of the percentage of representatives present at the time. Items may be discussed and information may be distributed on any item even if a quorum is not present.

5.4 Special Meetings. Special meetings may be called by the chair or by an action of the Committee on an as-needed basis. Agenda item(s) for special meeting(s) shall be stated when the meeting is called, but shall not be of a general business nature. Specialized meetings shall be concerned with studies, emergencies, or items of a time-urgent nature. Agenda item(s) of a regular meeting may be tabled for further discussion and action at a special meeting, the time and location to be announced in the tabling motion. Notice of such meetings shall be given to all Committee members in accordance with the Brown Act.

5.5 Agenda. All meetings shall have a published agenda. Action may be taken only on items indicated on the agenda as action items. The Commission and/or chairperson will be responsible for preparing the meeting agenda. Items will be included on a meeting agenda by the Commission, the chairperson or action of the Committee.

5.6 Roberts Rules of Order. The rules contained in the latest edition of "Roberts Rules of Order Newly Revised" generally govern the proceedings of the Committee and any subcommittees thereof to the extent that the person presiding over the proceeding determines that such formality is required to maintain order and make process and to the extent that these actions are consistent with these bylaws.

5.7 Place of Meetings. Committee meetings shall be held at the Alameda CTC offices, unless otherwise designated by the Committee. Meeting locations shall be within Alameda County, accessible in compliance with the Americans with Disabilities Act of 1990 (41 U.S.C., Section 12132) or regulations promulgated there under, shall be accessible by public transportation, and shall not be in any facility that prohibits the admittance of any person, or persons, on the base of race, religious creed, color, national origin, ancestry, or sex, or where members of the public may not be present without making a payment or purchase.

Article 6: Subcommittees

6.1 Establishment. The chairperson and/or Committee may establish subcommittees when and as necessary to develop and propose policy on a particular issue, to conduct an investigation, to draft a report or other document, or for any other purpose within the authority of the Committee, subject to availability of resources.

6.2 Membership. Committee members will be appointed to subcommittees by the Committee, on a voluntary basis, or by the chair. Alameda CTC staff assigned by the chair will be part of the subcommittee. No subcommittee shall have fewer than three members.

Article 7: Records and Notices

7.1 Minutes. Minutes of all meetings, including actions and the time and place of holding each meeting, shall be kept on file at the Alameda CTC office. Actions taken by the Committee will be conveyed to Sub-Committee of the Commission or to the Commission.

7.2 Attendance Roster. A member roster and a record of member attendance shall be kept on file at the Alameda CTC office.

7.3 Brown Act. All meetings of the Committee will comply with the requirements of the Brown Act. Members of the public may address the Committee on any matter not on the agenda and on each matter listed on the agenda, pursuant to procedures set by the chair and/or the Committee.

7.4 Meeting Notices. Meeting notices will be in writing and will be issued via one of the following methods: U.S. Postal Service, personal delivery, agency website and/or email. Any other notice required or permitted to be given under these bylaws may be given by any of these means.

Article 8: General Matters

8.1 Per Diems. No expenditures or requisitions for services and supplies shall be made by the Committee and no individual member thereof shall be entitled to reimbursement for travel or other expenses except as authorized by the Commission.

8.3 Adoption and Amendments of Bylaws. These Bylaws shall be adopted and may be amended, repealed, or altered, in whole or in part, by a vote taken at a duly-constituted Committee meeting at and with the approval of the Commission.

Memorandum

DATE: September 26, 2012

TO: Finance and Administration Committee

FROM: Matt Todd, Manager of Programming
Vivek Bhat, Senior Transportation Engineer

SUBJECT: **Approval of Exchange Program Reimbursement Policy**

Recommendations

It is recommended that the Commission approve an Exchange Program Reimbursement policy to include and account for the role of Alameda CTC local pass through funds. The policy recommendation will introduce a process to receive local funds from the exchange project sponsor through the withholding of Measure B and/or Vehicle Registration Fee (VRF) pass through funds when payment has not been made in a timely manner.

Summary

The Exchange Program provides funding for projects programmed in the CMA Transportation Improvement Program (CMATIP), a local fund source administered by the Alameda CTC. The Alameda CTC programs federal or state funds to “exchange” projects which are able to use these funds and in return receives local funds into the CMATIP from the “exchange” projects sponsors. The local CMATIP funds can be used for projects that either do not have the ability to make use of state or federal funds or projects that would face unacceptable delays if state or federal funds were used. The policy recommendation is to introduce a process for the CMATIP to receive local funds from the exchange project sponsor through the withholding of Measure B and/or Vehicle Registration Fee (VRF) pass through funds when payment has not been made in a timely manner.

Discussion

Since inception, the Exchange Program has entered into exchange agreements related to 19 projects totaling approximately \$79 million. To date, approximately \$69.5 million of local funds have been received through the program, which in turn have been used to support other projects through the CMATIP Program.

The Exchange Program is utilized when a project sponsor has the ability to accept federal (or state) funding for an eligible transportation project. The Alameda CTC programs the federal (or state) funding to the project sponsor and the project sponsor completes the transportation project, receives the federal (or state) reimbursement for the transportation project expenditures, and then provides the Alameda CTC with the local funds that would have otherwise been used for the project. Not every project is a good candidate for a fund exchange. It is necessary for the

Alameda CTC to receive the local funds provided through these exchange agreements on a timely basis to make the overall program work.

The Exchange Program and corresponding CMATIP Program is one of multiple approaches the Alameda CTC uses to program funds and deliver projects in Alameda County. Exchanges and CMATIP programming have provided benefits by allowing for efficient administration of large amounts of federal and state funds as well as facilitation of the delivery for smaller projects such as local streets and roads projects in smaller jurisdictions and project development work. As part of the One Bay Area Grant (OBAG) Program, an exchange may be an option to include in the program delivery strategy.

Since the inception of the Exchange Program and CMATIP Program in 2000, the merger of the ACCMA and ACTIA has been completed. The Alameda CTC's role includes the programming of federal and state funding in Alameda County as well as administering local sales tax and the vehicle registration fee.

Staff is proposing to include language in future Exchange Agreements that acknowledges the role of the Alameda CTC in regards to local sales tax and vehicle registration fee funding in Alameda County. The policy recommendation would also include introducing a process for the CMATIP to receive the local funds required in a CMA Exchange agreement through Measure B and/or VRF pass through funds in the event of unjustified delays.

Fiscal Impact

There is no fiscal impact at this time.