



DATE: April 26, 2018

TO: Transportation Authority of Marin Board of Commissioners

FROM: Dianne Steinhauser, Executive Director
David Chan, Programming Manager

SUBJECT: Amend the Administrative Code on the Date of Selecting the TAM Board Chair and Vice Chair and the Terms for the Commissioners (Action), Agenda Item 6c

RECOMMENDATION

It is recommended that the Board moves to:

- a. Amend the Administrative Code to change the date of selecting the TAM Chair and Vice Chair from April to January and change the terms for Commissioners to commence from May 1 to January 1 and terminate from April 30 to December 31. Except Commissioners appointed April 2018 whose terms shall terminate December 31, 2021 and Commissioners appointed April 2020 whose terms shall terminate December 31, 2023.
- b. Amend the Administrative Code allowing an existing TAM Commissioner with an expiring term to continue as a TAM Commissioner until successor is appointed, provided the existing TAM Commissioner is still as elected official. This change was recommended to avoid lapses in representation for jurisdictions with expiring members who have yet to appoint successors.

Staff presented this item to the Finance and Policy (F&P) Executive Committee on April 9, 2018. The F&P Executive Committee deliberated and passed unanimous motion of support for the revisions as presented in Attachment A.

BACKGROUND

The Administrative Code prescribes the powers and duties of the TAM Chair and Vice Chair, the method of appointing TAM employees, and methods, procedures and systems of operation and management of TAM. TAM's Administrative Code was initially adopted in November 2005 and six amendments have been approved since its initial adoption.

DISCUSSION

At the request of the TAM Chair, amendments to the Administrative Code are being proposed to change the date on selecting the Chair and Vice Chair from April to January of each year to be consistent with other boards and commissions in Marin that typically appoint new members in January of each year.

As a result of changing the date for selecting the TAM Chair and Vice Chair, the terms for Commissioners also need to be changed to be consistent. Currently, the terms for Commissioners commence on May 1 and terminate on April 30. The proposal is to change the terms to commence January 1 and terminate on December 31 for the reasons noted below.

Selection of TAM Chair and Vice Chair

Existing

Under Article IV, Section 104.1 on the selection of the TAM Chair and Vice Chair, the Administrative Code currently reads:

The Board at its first meeting and annually thereafter at its regular April meeting, and at such other time as there may be a vacancy, shall elect a Chair who shall preside at all meetings and a Vice Chair who shall preside in his or her absence.

Proposed

If approved, Section 104.1 would read:

The Board at its first meeting and annually thereafter at its regular January meeting, and at such other time as there may be a vacancy, shall elect a Chair who shall preside at all meetings and a Vice Chair who shall preside in his or her absence.

The TAM Board would continue to select its Chair and Vice Chair at the beginning of the April 26, 2018 meeting. If this proposed amendment is adopted at the April 26, 2018 meeting, the next opportunity to select the TAM Chair and Vice Chair would be in January 2019.

Term Duration for TAM Board Members

Existing

Under Article III, Section 103.2 (c) on term duration, the Administrative Code currently reads:

All initial terms shall commence as of May 6, 2004 and, subject to earlier removal or termination as provided herein, shall expire on April 30, 2006, as to two-year terms and April 30, 2008, as to four-year terms. Thereafter, terms of office shall commence on May 1 and shall terminate on the fourth anniversary date of such commencement date.

Proposed

If approved, Section 103.2 (c) would read:

All initial terms shall commence as of May 6, 2004 and, subject to earlier removal or termination as provided herein, shall expire on April 30, 2006, as to two-year terms and April 30, 2008, as to four-year terms. Thereafter, terms of office shall commence on January 1 and shall terminate on the fourth anniversary date of such commencement date. Except Commissioners appointed April 2018 whose terms shall terminate December 31, 2021 and Commissioners appointed April 2020 whose terms shall terminate December 31, 2023.

Since the selection date for the Chair and Vice Chair has changed, amendment is needed to maintain consistency for the terms of all Commissioners. The exception in the amendment is also needed to reconcile the terms for Commissioners whose terms are due to terminate in April 2018 and April 2020. Once the terms for these Commissioners appointed in April 2018 and April 2020 terminate in December 2021 and December 2023, respectively, the new terms for all Commissioners will be aligned with the selection date of the Chair and Vice Chair.

Continuation as TAM Commissioner until Successor is Appointed

Existing

Under Article III, Section 103.2 (d) on term duration, the Administrative Code currently reads:

If for any reason a Commissioner is no longer an Elected Official, his or her position shall remain vacant until a successor is named and qualified.

Proposed

If the term of the Commissioner and/or alternate has expired but his or her respective Council or Board has not appointed a successor, the Commissioner or alternate will continue as the TAM representative until his or her Council or Board appoints a successor, provided that the incumbent is still an Elected Official. If for any reason a Commissioner is no longer an Elected Official, his or her position shall remain vacant until a successor is named and qualified.

The first sentence was added to allow existing Commissioner remain as the TAM representative until a successor is appointed by his or her Council or Board to avoid lapses in representation for that jurisdiction.

FISCAL CONSIDERATION

There are no fiscal impacts related to this action.

NEXT STEPS

If adopted, the changes would be incorporated into the Administrative Code.

ATTACHMENT

Attachment A: Draft Revised Administrative Code (includes only excerpts where revisions were made).

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ADMINISTRATIVE CODE

OF THE

TRANSPORTATION AUTHORITY OF MARIN

Ordinance No. 2005-01

Adopted:
November 17, 2005

Revised:
December 14, 2006
October 27, 2011
December 5, 2013
March 27, 2014 (effective July 1, 2014)
November 20, 2014
December 14, 2015

Proposed Change:
April 26, 2018 (Selection of Chair and Vice Chair)

(m) To elect a Chair and Vice Chair;

(n) To hire an independent staff of its own or contract with any public agency to manage and staff the day-to-day activities of the Authority. To the extent possible, the Authority shall rely on existing state, regional, and local transportation planning and programming data and expertise, rather than on a large duplicative staff;

(o) To exercise those powers authorized in Division 19 (commencing with Section 180000) of the Public Utilities Code; and

(p) To administer the Authority in furtherance of all the above.

103.2 Organization.

(a) The Board shall consist of the following:

(1) One Commissioner from each Marin City and Town Council appointed by their respective Councils (11 Commissioners total), each of whom is an Elected Official;

(2) Five Commissioners from the Board of Supervisors, each of whom is an Elected Official.

(b) Each Commissioner from a City or Town Council also shall have a designated alternate appointed by their respective Councils, each of whom is an Elected Official who shall attend meetings of the Board in the event that the Commissioner is unable to attend. It shall be the responsibility of the Commissioner to inform such Commissioner's designated alternate when such Commissioner is unable to attend a meeting of the Board. The name of each designated alternate shall be on file with the Board. An alternate Commissioner shall assume all rights and duties of the absent Commissioner, except will not serve as Chair or Vice-Chair.

(c) Each Commissioner shall be appointed for a term of four years; however, in order to provide for staggered terms for Commissioners, at the first meeting of the Authority the Commissioners shall be selected by lot to serve staggered terms, as follows: 8 Commissioners would be selected for 4-year terms and 8 Commissioners would be selected for initial 2-year terms. The initial selection shall involve separate drawings by Commissioners from the Board of Supervisors and by Commissioners from the City and Town Councils to determine three Commissioners from the Board of Supervisors and five Commissioners from the City and Town Councils that would serve the initial 4-year terms. The remaining Commissioners not selected in the drawing would serve initial 2-year terms.

All initial terms shall commence as of May 6, 2004 and, subject to earlier removal or termination as provided herein, shall expire on April 30, 2006, as to two-year terms and April 30, 2008, as to four-year terms. Thereafter, terms of office shall commence on May January 1 and shall terminate on the fourth anniversary date of such commencement date. Except Commissioners appointed April 2018 whose terms shall terminate December 31, 2021

and Commissioners appointed April 2020 whose terms shall terminate December 31, 2023.

Commissioners shall be appointed for their full terms, subject only to the requirement that they continue to be Elected Officials.

(d) If either the term of the Commissioner or alternate has expired but his or her respective Council or Board has not appointed a new TAM representative, the Commissioner or alternate will continue as the TAM representative until his or her Council or Board appoints a new TAM representative, provided that the incumbent is still an Elected Official. If for any reason a Commissioner is no longer an Elected Official, his or her position shall remain vacant until a successor is named and qualified.

103.3 Principal Office. The principal office of the Authority shall be at 900 Fifth Avenue, Suite 100, San Rafael, California, 94901. The Authority may change said principal office from one location to another within the County.

103.4 Meetings.

(a) The Board shall meet at the principal office of the Authority or at such other place as may be designated by motion of the Board.

(b) Matters to be placed on the agenda for any regular meeting may be filed with the Executive Director, or his or her designee, by any Commissioner no later than ten (10) Working Days prior to the date of the meeting. The notice of an agenda for each regular meeting of the Board and any Standing Board Committee shall be prepared by, or under the direction of, the Executive Director, who shall cause copies to be posted, mailed, and/or delivered to Commissioners, and posted on the Authority web site. Each agenda shall provide a public comment period during which members of the public shall be afforded an opportunity to address the Board on items of interest to the public (other than agenda items) that are within the Authority's jurisdiction.

(c) Regular meetings of the Board shall be held on such day and time of each month as shall be specified by motion of the Board, unless such day is a holiday, in which case the meeting shall be held on an alternate working day approved by the Board. To ensure maximum public participation, all regular Board meetings should be held during evenings on working days, and Standing Board Committee meetings should be held during late afternoons or evenings on working days.

(d) Regular, adjourned, and special meetings of the Board, and any Standing Board Committee meeting at which it is anticipated that a majority of the Board will be present, shall be conducted in accordance with the provisions of the Brown Act.

(e) Unless otherwise specified herein, Robert's Rules of Order shall govern the Conduct of Authority meetings and the Chair's decision on any procedural question shall be final. No person shall address the Board at any meeting until he or she has first been recognized by the Chair.

ARTICLE IV

ADMINISTRATION

104.1 In General.

(a) Selection of Chair and Vice Chair. The Board at its first meeting and annually thereafter at its regular ~~April~~-January meeting, and at such other time as there may be a vacancy, shall elect a Chair who shall preside at all meetings and a Vice Chair who shall preside in his or her absence. At no time should two Commissioners from the Board of Supervisors or two Commissioners from City or Town Councils hold both the Chair and Vice Chair positions.

(b) Removal of Chair and Vice Chair. The Chair and/or Vice Chair may be removed by the affirmative vote of a majority of the Commissioners.

(c) Duties of Chair and Vice Chair.

(1) Duties of Chair. The Chair shall, if present, preside at all meetings of the Board and shall exercise and perform such other powers and duties as may from time to time be assigned to him by the Board or prescribed herein.

(2) Duties of the Vice Chair. The Vice Chair shall perform the duties of the Chair in his or her absence and, when so acting, shall have all the powers of, and be subject to, all the restrictions upon the Chair, and shall exercise and perform such other powers and duties as may from time to time be assigned him by the Board.

(d) Duties of Executive Director. The powers and duties of the Executive Director are:

(1) To have full charge of the administration of the day-to-day business affairs of the Authority;

(2) Subject to any limitation and to the terms and conditions set forth in Article V, to act as the purchasing agent for the Authority with powers to be exercised in the manner governing the exercise of the powers of the purchasing agent of the Authority;

(3) To keep the Board advised as to the needs and the status of operations of the Authority;

(4) To see that all rules, regulations, ordinances, policies, procedures, and resolutions of the Authority are enforced;