COMMUNITY OVERSIGHT COMMITTEE
BYLAWS

ARTICLE I
GENERAL PROVISIONS

§ 1.1 Purpose

These Bylaws govern the proceedings of the Community Oversight Committee, formerly known as the Citizens' Oversight Committee (Committee), an advisory committee established by the Transportation Authority of Marin (TAM) Board of Commissioners.

§ 1.2 Construction of Bylaws

Unless otherwise required, the general provisions, rules of construction and definitions set forth in the TAM Advisory Committees Standing Rules and Application and Appointment Procedures, with Article IV Section 104.3 of the TAM Administrative Code, shall govern the construction of these Bylaws. These Bylaws shall govern the Committee's proceedings to the extent they are consistent with Standing Rules and Application and Appointment Procedures, the TAM Administrative Code, and law.

§ 1.3 Definitions

As used in these Bylaws:

- "Committee" means the Community Oversight Committee.
- "Chairperson" means the person chairing the Committee.
- "Authority" means the Transportation Authority of Marin (TAM).
- "Brown Act" means California's open meeting law, the Ralph M. Brown Act, California Government Code, Sections 54950 *et seq.*
- "Measure A Expenditure Plan" means the Marin County Transportation Sales Tax Expenditure Plan, the 20-year plan for expending the half-cent sales tax revenues contained in Measure A, approved by voters in 2004 and implemented in 2005.
- "Measure A" means the measure approved by voters of Marin County on November 2, 2004, that initiates a half-cent sales tax for transportation projects and programs.
- "Measure AA Expenditure Plan" means the Marin County Transportation Sales Tax Expenditure Plan, the 30-year plan for expending the half-cent sales tax revenues contained in Measure AA, approved by voters in 2018, implemented in 2019, and amended in 2026.
- "Measure AA" means the measure approved by voters of Marin County on November 6, 2018, that extended the original Measure A by 30-years, for transportation projects and programs, to 2049.
- "Measure B Expenditure Plan" means the Marin County $10 Vehicle Registration Fee Expenditure Plan, the plan for expending the $10 vehicle registration fee revenue contained in Measure B, approved by voters in November 2010, implemented in 2011, and amended in 2023.
- "Measure B" means the measure approved by voters of Marin County on November 2, 2010, that initiates a $10 vehicle registration fee increase for transportation projects and programs.

§ 1.4 Adoption and Amendment of Bylaws

- The Committee shall have adopted Bylaws approved by the TAM Board of Commissioners within 90 days of Committee formation.
- These Bylaws shall be adopted and amended by the Committee by majority vote of its total membership, and with approval of the TAM Board of Commissioners.

ARTICLE II
DUTIES AND AUTHORITY

§ 2.1 Duties

- Review all Measure A/AA related expenditures for consistency with the voter-approved Marin County Transportation Sales Tax Expenditure Plans including, but not limited to, the performance criteria as set forth in the plans.
- Review all Measure B related expenditures for consistency with the voter-approved Marin County Vehicle Registration Fee Expenditure Plan.
- Hold public hearings and issue reports, on at least an annual basis, to inform Marin County residents whether Measure A/AA and Measure B funds are being spent in conformance with their respective Expenditure Plans.
- Publish an annual report on both the Measure A/AA and Measure B expenditures. Copies of this document must be made widely available to the public at large.
- Approve an audit scope consistent with the requirements of Government Code Section 26909 and the *California Code of Regulations*, Title 2, Division 2, Chapter 2, Subchapter 5.
- Recommend an independent auditor, selected through a competitive process, to the TAM Board of Commissioners for award of a contract.
- Review the findings of compliance audits of Measure A/AA and/or Measure B recipients, when such audits are required by the TAM Board of Commissioners.

§ 2.2 Authority and Limitations

- The Committee will have full access to the Authority's independent auditor and will have the authority to request and review specific information and to comment on the auditor's reports.
- The Committee shall only have advisory powers to the Authority.
- Except for those reports where the Measure A/AA and Measure B Expenditure Plans require the Committee to report directly to the public, the Committee shall not have the authority to communicate externally, but all communications by the Committee shall go to and through the Authority. No expenditures or requisitions for services and supplies shall be made by the Committee. Individual members shall be entitled to reimbursement for travel or other expenses only as authorized by the Authority.

ARTICLE III
MEMBERSHIP

The Committee is currently composed of 12 members who are private residents and who collectively represent the diversity of Marin County. Membership shall be limited to Marin County residents without economic interest in any of the Authority's projects. As the result of the Amended 2023 Measure B Expenditure Plan, and Amended 2026 Measure AA Expenditure Plan, the TAM Board of Commissioners has the authority to review and amend the COC membership structure when necessary to accurately represent the voices of the communities in Marin, especially to timely address the needs and voices of the Equity Priority Communities (EPCs).

Each organization represented on the Committee shall nominate its representative, with final appointments approved by the governing board of the Authority. The TAM Board of Commissioners shall retain discretion to rescind any Committee appointment(s) as deemed necessary. Members of this Committee shall be appointed to their full terms, subject to eligibility provisions contained in Section 104.3 of the TAM Administrative Code.

§ 3.1 Membership Composition

- One member selected from each of the planning areas in Marin County by the Authority Commissioners, representing that area (Northern Marin, Central Marin, Ross Valley, Southern Marin, and West Marin), totaling 5 members.
- Seven members selected to reflect a balance of viewpoints across the County. These members shall be nominated by their respective organizations and appointed by the TAM Commission as follows:
  - One representative from a tax payer group;
  - One representative from the environmental organizations of Marin County;
  - One representative from a major Marin employer;
  - One representative from the Marin County Paratransit Coordinating Council, representing seniors and persons with disabilities;
  - One representative from the League of Women Voters;
  - One representative from an advocacy group representing bicyclists and pedestrians;
  - One representative from a school district. (Parents are considered eligible candidates.)

§ 3.2 Alternates

- Each Committee member shall have a designated alternate, nominated by the nominating organization and appointed by TAM, who shall attend Committee meetings in the event that the appointed Committee member is unable to attend. It shall be the responsibility of the appointed Committee member to inform their designated alternate when they are unable to attend a meeting of the Committee.
- Alternates do not vote unless they are taking the place of an absent member.

§ 3.3 Terms

- Members and alternates shall be appointed for a term of four years.
- To provide for staggered terms, at the first meeting of the Committee, the members will draw lots to determine whether their and their alternate's initial appointment is for two or four years.

- All initial appointment terms shall commence on August 1, 2005 and, subject to earlier removal or termination, shall expire on May 31, 2007, as to two-year terms, and on May 31, 2009, as to four-year terms. Thereafter, terms shall commence on June 1 and shall terminate on the fourth anniversary date of such commencement date.
- Committee candidates are required to complete and submit an application. Applications shall be submitted to the TAM Executive Director.
- Existing members who wish to continue serving in their appointed capacity for an additional term are required to complete and submit a new application or may update and resubmit their original application if no pertinent information has changed. Applications shall be submitted to the TAM Executive Director.

§ 3.4 Vacancies

- If a Committee member or alternate is unable to complete his or her term, a replacement member will be nominated by the nominating organization and appointed by the TAM Board of Commissioners to fill the vacancy and complete the appointed term.
- All qualifying applications for the vacancy will be submitted to the Authority for consideration, selection, and appointment. When a vacancy exists on the Committee and no applications have been submitted, the vacancy will be continued until such time as an appointment is made. The TAM Board of Commissioners may, at any time, move to continue an appointment to a subsequent date.

§ 3.5 Conduct

- Members shall be responsible for having a working knowledge of the establishing ordinance, Bylaws, federal or state mandates, and any other governing regulations that define and set forth the intent and purpose of their appointment and shall only represent and take action on matters related thereto.
- Members shall not misrepresent the scope of their influence or authority in matters assigned, or represent recommendations of the Committee as official TAM policy until such time as formal action has been taken by the Authority.
- Unless authorized as the designated spokesperson by the Committee, an individual member may not represent the Committee before any other committee or agency or to the press or general public.

§ 3.6 Subcommittees

- The Committee may elect to form subcommittees to perform specific parts of its mission, such as reviewing financial and/or compliance audit reports and guiding the development of the Committee's annual reports.
- All subcommittees with voting power shall have an odd number of members so that tie votes are less likely.
- Alternates and staff members can be part of a subcommittee with no voting power.
- Any special or ad hoc advisory subcommittees may be abolished upon the accomplishment of its purpose or by a majority vote of the Committee.

ARTICLE IV
OFFICERS

The Committee shall elect a Chairperson and a Vice-Chairperson. The Committee may choose to establish other elected positions as well. Terms for the Chairperson and the Vice-Chairperson, and other elected positions, shall be two-years. Elections for all positions shall take place at the first meeting of the even-numbered years.

§ 4.1 Chairperson and Vice-Chairperson

A Chairperson and Vice-Chairperson shall be elected by a majority of the Committee members present through a process of nomination and seconding. If more than one person is nominated and seconded, the appointment will be by a majority vote. In the event of a vacancy in the Chairperson's position, the Vice-Chairperson shall succeed as Chairperson for the balance of the Chairperson's term, and the Committee shall elect a successor to fill the vacancy in the Vice-Chairperson's position. In the event of a vacancy in the Vice-Chairperson's position, the Committee shall elect a successor from its membership.

- Duties of the Chairperson:
  - Call the meetings to order;
  - Preside over each meeting;
  - Identify items of interest for future committee agendas that are relevant to the Committee's responsibilities;
  - Appoint the members of each Subcommittee that the Committee chooses to form;
  - Attend, or appoint another Committee member to attend, meetings of the Authority at which expenditures of Measure A/AA Sales Tax and/or Measure B Vehicle Registration Fee revenues represent an action item;
  - Serve as liaison to TAM staff between meetings;
  - Serve as the designated spokesperson for the Committee.

- Duties of the Vice-Chairperson:
  - Perform the duties of the Chairperson when the Chairperson is absent.

ARTICLE V
MEETINGS

§ 5.1 Regular Meetings

- Regular meetings of the Committee shall be held, as needed, on the third (3rd) Monday of the month, or any day agreed by the Committee, not less often than every six months. The Committee meeting shall commence at 5:00 p.m. at the Authority's office in San Rafael California.
- Whenever a regular meeting falls on a holiday observed by the Authority, the meeting shall be held on another day or canceled at the direction of the Committee.
- A rescheduled regular meeting shall be designated as a regular meeting.
- All meeting locations shall be ADA compliant.

§ 5.2 Special Meetings

- A special meeting may be called by the Chairperson with the approval of the TAM Executive Director. The meeting shall be called and noticed as provided in Section 5.3 below.

§ 5.3 Calling and Noticing of Open Meetings

- All meetings shall be called, noticed and conducted in accordance with the applicable provisions of the Brown Act, which mandates open meetings for legislative bodies. Information announcing the hearings must be well publicized and posted in advance. The TAM Executive Director shall be given notice of all meetings. The Committee may meet in a session closed to the public only for purposes permitted by the Brown Act.
- Writings which are public records and which are distributed during the Committee meeting shall be made available for public inspection at the meeting if prepared by the Authority or a member of the Committee, or after the meeting if prepared by some other person.

§ 5.4 Quorum; Vote; Committee of the Whole

- A quorum shall consist of representatives from at least half of the Committee's membership areas or organizations. No actions will be taken at meetings without a quorum, and all official acts of the Committee shall require the affirmative vote of a majority of the members present. At any regularly called meeting not held because of a lack of a quorum, the members present may constitute themselves a "committee of the whole" for the purpose of discussing matters on the agenda of interest to the committee members present. The committee of the whole shall automatically cease to exist if a quorum is present at the meeting.

§ 5.5 Attendance

- Members are expected to attend all meetings; however, it is anticipated that some members may not be able to attend all meetings for various reasons. If a member is unable to attend a meeting, he or she should notify TAM staff and the designated alternate as soon as possible prior to the scheduled meeting.
- If a member is absent from four Committee meetings in any twelve-month period or for three consecutive meetings without notifying TAM staff and the designated alternate, the position shall automatically be vacated, and a successor shall be appointed to fill the remainder of that member's term.

§ 5.6 Matters Requiring Committee Action

- A matter requiring Committee action shall be listed on the posted agenda as an action item before the Committee may act upon it, with the potential action that will be taken noted.

§ 5.7 Public Comment

- For a regular meeting, members of the public shall be given an opportunity to address the Committee either before or during the Committee's consideration of

the item, if it is listed on the agenda, or, if it is not listed on the agenda but is within the scope of the Committee, under the agenda item heading "Public Comments."

- Each member of the public shall limit their comments to three minutes. Any person addressing the Committee may submit written documents to complement their comments.
- The Chairperson may change the time limit and/or the order of public comments as deemed appropriate but may not reduce the time limit to less than two minutes.

§ 5.8 Ground Rules

- When presentations are being made, they should proceed without interruption. Questions and comments should be made following the completion of the presentation.
- The Chairperson may order any person removed from the Committee meeting who causes a disturbance, and the Chairperson may direct the meeting room cleared when deemed necessary to maintain order, unless the rest of the Committee determines otherwise by a majority vote.

§ 5.9 Robert's Rules

- All rules of order not herein provided for shall be determined in accordance with *Robert's Rules of Order*, latest edition.

ARTICLE VI
AGENDAS AND MEETING NOTICES

§ 6.1 Agenda Format

The COC meeting agendas should comply with the following guidelines, as appropriate:

- Starting time and meeting location
- Introductions
- Review and approval of draft meeting minutes from the last meeting
- Scheduled monthly agenda items
- Confirm date and time of the next meeting
- Public Comment

§ 6.2 Agenda Preparation

- TAM staff shall produce the agenda for each meeting in consultation with the TAM Executive Director and the Committee Chairperson. Material intended for placement on the agenda shall be delivered to staff on or before 12:00 Noon on the date established as the agenda deadline for the forthcoming meeting, which is two weeks before the meeting. TAM staff may withhold placement on the agenda of any matter which is not received in a timely manner, lacks sufficient information or is in need of staff review and report prior to Committee consideration.

§ 6.3 Agenda Posting and Delivery

- The written agenda for each regular meeting shall be posted by TAM staff at least 72 hours before the meeting is scheduled to begin. The agenda shall be posted in a location that is freely accessible to the public. Together with supporting documents, the agenda shall be delivered to each Committee member and the TAM Executive Director at least 72 hours before each regular meeting and at least 24 hours before each special meeting.

§ 6.4 Meeting Notices

- TAM staff shall provide notice of every regular meeting, and every special meeting to each person who has filed a written request for notice with TAM. The notice shall be provided at least one week prior to the date set for the meeting. Notice of special meetings called less than seven days prior to the date set for the meeting shall be given as TAM staff deems practical. All notices shall clearly indicate that reasonable accommodations will be provided on request.

§ 6.5 Meeting Minutes

- The Committee shall cause to be kept at the offices of TAM a record of minutes of all meetings and actions of the Committee and its subcommittees with the time and place of holding, the names of those present at the Committee meetings and subcommittee meetings, and the proceedings.
- Draft minutes will be prepared by TAM staff and will be distributed with agendas before the next meeting. Adoption of minutes shall occur at the next meeting with the support of the majority of the members present.

ARTICLE VII
MISCELLANEOUS

§ 7.1 Public Information List of Members

- TAM staff shall maintain a public information list of members and designated alternates appointed to the Committee. The list shall include the name of the appointee, the date the term expires, and the affiliation and/or nominating organization. The list shall be updated whenever there are changes in membership.

§ 7.2 Staff Support

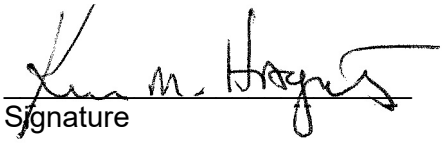
- TAM staff shall prepare and distribute the Committee's agendas, notices, minutes, correspondence and other documents. TAM staff shall maintain a record of all proceedings of the Committee as required by law and shall perform other duties as provided in these Bylaws.

Certificate of Chairperson

I am the duly elected Chairperson of the Community Oversight Committee for the Transportation Authority of Marin, and I hereby certify that the foregoing is a true and correct copy of the Bylaws of the Committee as of October 22, 2026.

Kevin Hagerty

Print Name



Signature