



RULES AND BYLAWS

El Dorado County Transportation Commission
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ARTICLE I – NAME AND COMPOSITION

Section 1.1 *Name*

The name shall be the El Dorado County Transportation Commission.

Section 1.2 *Composition*

The Commission shall be composed of the following members: four Supervisors appointed by the El Dorado County Board of Supervisors, two Council Members appointed by the City Council of each incorporated city in the portion of El Dorado County outside of the Tahoe Basin, unless there is only one incorporated city, in which case that city shall appoint three Council Members. The City Council of the City of South Lake Tahoe shall appoint one Council Member to serve as an ex officio non-voting member and the District Director of the California Department of Transportation (Caltrans, District 3) shall designate one ex officio non-voting member. The respective jurisdictions shall also appoint a Supervisor or Council Members to serve as an alternate.

ARTICLE II – OFFICERS

Section 2.1 *Election of Chairperson and Vice Chairperson*

The Chairperson and Vice Chairperson shall be elected at the first meeting of each calendar year.

Section 2.2 *Rights of Presiding Officer*

The Chairperson, Vice Chairperson of the Commission, or such other member as may be presiding, shall be deprived of none of the rights or privileges of a member by reason of his occupying the chair and may move, second, and debate from the chair, subject only to such limitations of debate as are by these rules imposed on all members.

Section 2.3 *Chairperson Duties*

The Chairperson shall preside and preserve order at all regular and special meetings of the Commission. The Chairperson shall state every question coming before the Commission, announce the decision of the Commission on all subjects, and decide all questions of order without debate, subject to an appeal to the Commission on which a member shall speak but once, the Chairperson having precedence in speaking on question of order.

Section 2.4 *Vice Chairperson Duties*

In the absence of the Chairperson, the Vice Chairperson may perform duties and obligations of the office of Chairperson.

Section 2.5 *Term of Office*

The term served by Commissioners shall be concurrent with their official term of office or as new appointments occur as provided by Section 1.2 above.

Section 2.6 *Removal and Vacancies*

The Commission may remove the Chairperson or Vice Chairperson from their position as Chair or Vice Chair at any time upon majority vote of the Commission. A vacancy in an office shall be filled by election of the majority of the Commission.

ARTICLE III – MEETINGS

Section 3.1 *Regular Meetings*

Commission meetings shall be held the first Thursday of the month at 2:00 p.m., or immediately following the El Dorado County Transit Authority meeting, whichever is later, or as called by the Chairperson at 2850 Fairlane Court, Building C in the Hearing Room.

Section 3.2 *Special Meetings*

A special meeting may be called in the manner specified by applicable State law.

Section 3.3 *Quorum*

Four members of the Commission, with at least one member from each member jurisdiction, shall constitute a quorum. When there is no quorum at a regular meeting, the Chairperson, or any member of said body, shall adjourn said meeting until the next regular meeting.

Section 3.4 *Conduct of Meeting*

The Chairperson (or in the absence of the Chairperson, the Vice Chairperson) shall take the chair at the hour appointed for the meeting and shall call the Commission to order. In the absence of the Chairperson (and Vice Chairperson), the Executive Director shall call the Commission to order, whereupon a temporary Chairperson shall be elected from among the members present. Upon arrival of the Chairperson (or Vice Chairperson), the temporary Chairperson shall relinquish the chair upon conclusion of the item before the Commission.

Section 3.5 *Meeting Agenda*

At the regular meetings of the Commission, the following shall be included in agenda of business:

1. Roll Call
2. Approval of Minutes
3. Agenda Approval
4. Public Comment
5. Agenda Items
6. Adjournment

Section 3.6 *Preparation of Agenda*

The Commission authorizes the Executive Director to prepare an agenda, based upon the issues that are believed by staff to be necessary or appropriate to accomplish the Commission's work program and objectives.

The Commission allows any member of the Commission (or appointed alternate) to add an item onto a future agenda by notifying the Executive Director.

The Commission authorizes the Executive Director to place any Commissioner-requested item on the agenda, noting which Commissioner requested the item.

The Executive Director is authorized to prepare any background information necessary for the agenda, within existing resources; the Executive Director is not authorized to expend non-existing resources to prepare such background information without prior approval of the Commission.

The Commission reserves the right to drop or continue any item from the agenda during the "Adoption of the Agenda," as it might deem appropriate.

The above policies do not apply to agendas for "Special Meetings," for which the Commission's policies and procedures are already set forth in its bylaws and in State law.

Agenda items must be placed on the agendas and noticed in accordance with applicable laws and regulations, including California's Ralph M. Brown Act.

Section 3.7 *Voting*

1. Manner of Voting

On all matters acted upon by the Commission that are not unanimous, the voting shall be on roll call, the yeases and noes, and members present but not voting shall be entered upon the minutes of the meeting.

2. Vote Required

All actions of the Commission shall require an affirmative vote of a majority of the Commission. A majority of the Commission consists of at least four members, with at least one yes vote from each member jurisdiction.

Section 3.8 *Minutes*

The Secretary to the Commission shall be the person designated by the Commission and shall record in the minutes the time and place of each meeting of the Commission, the names of the members present, all official acts of the Commission, the votes given by the members, and shall cause the minutes to be written up forthwith and presented for approval or amendment at the next regular meeting.

Section 3.9 *Robert's Rules of Order*

All rules of order not herein provided for shall be determined in accordance with "Robert's Rules of Order Revised," provided that in the event of a conflict, such rules shall be superseded by these bylaws, any resolution of the Commission, and any applicable law.

Section 3.10 *Ralph M. Brown Act*

Commission meetings shall be conducted in the manner prescribed by the Ralph M. Brown Act (Chapter 9, commencing with Section 54940, Part 1, Division 2, Title 5 of the Government Code.) or as amended.

Section 3.11 *Adjourned Meeting*

The Commission may adjourn any regular or special meeting to a time and place specified in the order of adjournment, whether or not a quorum has been established. If a quorum is not established, no business other than adjournment may be transacted.

ARTICLE IV – COMPENSATION OF COMMISSIONERS

Section 4.1 Members and alternate members of the Commission shall receive reimbursement at the current federal rate, determined by the Internal Revenue Service, for miles traveled between home/office and the location of each monthly meeting, and actual and necessary expenses incidental to the proper execution of their duties and responsibilities.

ARTICLE V – OFFICES

Section 5.1 The Commission's principal office for the transaction of business is located at 2828 East Street, Suite 1, Placerville, CA 95667. The Commission may change the location of the principal office from time to time. The Commission may establish one or more subordinate offices at any place or places where the Commission is qualified to do business.

ARTICLE VI – DUTIES AND POWERS

Section 6.1 It shall be the duty of the El Dorado County Transportation Commission to establish rules and regulations to provide for administering transportation planning and allocating the Local Transportation Fund and State Transit Assistance Fund in accordance with the applicable sections of the Government Code, Public Utilities Code and Administrative Code included within the Transportation Development Act, or as each may be amended. It shall be the duty of the Transportation Commission to adhere to the applicable rules and regulations promulgated by the Secretary of the Business, Transportation and Housing Agency of the State of California as addressed in the Transportation Development Act, Title 3, Division 3, Chapter 2, Article II, Section 29535, or as amended.

Section 6.2 The El Dorado County Transportation Commission shall have the common power of the member jurisdictions to engage in regional transportation planning and the allocation of funds for transportation purposes, and in the exercise of said power, the Commission is authorized in its own name to:

- 6.2.1 Serve as the Local Transportation Commission for El Dorado County, excluding the Tahoe Basin
- 6.2.2 Serve as the Regional Transportation Planning Agency for El Dorado County, excluding the Tahoe Basin
- 6.2.3 Serve as the Airport Land Use Commission for El Dorado County, excluding the Tahoe Basin

- 6.2.4 Employ agents and employees, establish salaries and benefits, and contract for professional services
- 6.2.5 Acquire and convey real and personal property
- 6.2.6 Make and enter into contracts
- 6.2.7 Acquire, convey, construct, manage, maintain, and operate buildings and improvements
- 6.2.8 Design and implement service changes or new services
- 6.2.9 Incur debts, obligations, and liabilities
- 6.2.10 Adopt capital and operating budgets
- 6.2.11 Promote and coordinate intra- and inter-agency cooperation
- 6.2.12 Analyze service alternatives
- 6.2.13 Assist transit operators in preparing and submitting grant applications
- 6.2.14 Purchase insurance, join insurance pooling programs, and/or develop and maintain a self-insurance reserve
- 6.2.15 Conduct surveys
- 6.2.16 Accept contributions, grants, or loans from any public agency or other source for the purpose of financing the planning, acquisition, construction, maintenance, or operation of transportation facilities and/or services
- 6.2.17 Invest money that is not needed for immediate necessities, as the Commission determines advisable, in the same manner and upon the same conditions as other local entities, in accordance with Section 53601 of the Government Code
- 6.2.18 Apply for and execute contracts of financial assistance from state and federal agencies and to obligate the Commission to operate the improvements, equipment, or transportation system in accordance with the terms and conditions of any assistance
- 6.2.19 Review significant development proposals and recommend traffic mitigation measures
- 6.2.20 Establish advisory committees to provide input and recommendations on transportation-related issues
- 6.2.21 Appoint an Executive Director who has his or her own powers and duties
- 6.2.22 Serve as the State Census Affiliate Data Center for El Dorado County

6.2.23 Do all other acts reasonable and necessary to carry out the Commission’s duties and responsibilities

6.2.24 Sue and be sued

ARTICLE VII – BUDGET AND CLAIMS

Section 7.1 Within 90 days of receipt of the Annual Transportation Claim and State Transit Assistance Claim, the El Dorado County Transportation Commission shall transmit to the applicant an approved annual transportation claim together with a certified copy of the resolution authorizing the action.

Section 7.2 The annual claims filed by the applicant shall include a description of the projects, an estimate of the cost, and a statement of any supplemental financing proposed.

In conformance with Section 6646 of the Administrative Code, the claimants listed below shall subvert funds to the El Dorado County Transportation Commission to provide services as detailed in the annual Overall Work Program:

- El Dorado County
- City of Placerville
- El Dorado Transit

Section 7.3 The Commission shall contract for a certified fiscal audit of each claimant for both the Local Transportation Fund and State Transit Assistance Fund as specified in the Act after the end of the fiscal year. Furthermore, the Commission shall contract for a triennial performance audit for each public transportation operator within its jurisdiction and a performance audit on the Commission itself.

Section 7.4 In connection with the approval of any claim or amended claim, the Commission shall convey an Allocation Instruction for each applicant to the County Auditor by written memorandum. Allocations made to an applicant for the purposes authorized under different sections of the Act shall be identified separately.

ARTICLE VIII – GENERAL

Section 8.1 State law, and applicable rules of the Administrative Code of the State of California are made a part of the rules of the El Dorado County Transportation Commission; and where conflicts exist, state law or the rules of the Administrative Code shall take precedence over those of the Commission and their respective amendments.

Section 8.2 The Regional Transportation Plan and proposed annual apportionment of the Local Transportation Fund and State Transit Assistance Fund shall be forwarded to SACOG.

Section 8.3 Public hearings called pursuant to the Transportation Development Act are for the purpose of gathering information, ascertaining public opinion, and not to take specific action unless determining "Unmet Transit Needs". Therefore, any properly called hearing may be conducted by one or more Commissioners with the Executive Director serving as secretary, after which the information thus

gathered, along with previously prepared material bearing on the subject of the hearing, shall be presented to a quorum of the Commission at a properly called meeting, regular or special, for the purpose of acting upon the information and/or determining findings as required in the act, Article 5, Section 6658.

ARTICLE IX – COMMITTEES

Section 9.1 *Creation of Committees*

Committees of the Commission may be created by the majority vote of the Commission.

Section 9.2 *Appointment*

The Chairperson shall make all committee appointments with the concurrence of the Commission. Committee members need not be members of the Commission.

ARTICLE X – EXECUTIVE DIRECTOR

Section 10.1 The Executive Director shall serve at the pleasure of or upon the terms prescribed by the Commission. Under rules and regulations provided by the Commission, the powers and the duties of the Executive Director are:

1. Prepare agenda material for all regular and special meetings of the Commission
2. Act as directed by the Commission
3. Administer El Dorado County Transportation Commission funds, including but not limited to procurement, annual budget development, Overall Work Program preparation, and grant administration as defined in the EDCTC Administrative Operating Procedures and in accordance with applicable laws
4. Hire, fire, conduct performance evaluations, take appropriate disciplinary actions, and propose salary increases or bonuses as dictated in the annual budget, the EDCTC Personnel Policies and Procedures Manual, the EDCTC Administrative Operating Procedures, and in accordance with applicable laws
5. Administer and implement the contractual obligations of the Commission in accordance with applicable laws
6. To lead and coordinate the transportation planning of the Commission and to be responsible to the Commission for proper administration of all its affairs
7. To supervise and direct the preparation of the annual operating and capital improvement budgets for the Commission and be responsible for their administration after adoption by the Commission

8. To formulate and present to the Commission plans for facilities and/or services within the Commission and the means to finance them
9. To supervise the planning, acquisition, construction, maintenance, and operation of the facilities and/or services of the Commission
10. To attend all meetings of the Commission and act as the Secretary of the Commission
11. To prepare regional transportation plans under Government Code Section 65080
12. To execute transfers within major budget units, as long as the total expenditures of each major budget unit remain unchanged
13. To purchase or lease items, fixed assets, or services within the levels authorized by these Rules and Bylaws of the El Dorado County Transportation Commission
14. To undertake all applicable responsibilities under the Intermodal Surface Transportation Act, the Federal Clean Air Act, the California Transportation Blueprint, and future State and Federal transportation and air quality planning laws and regulations, as applicable
15. To adopt a budget, including the allocation of funds to other agencies involved in transportation programs as provided by law
16. To prepare, submit and execute grant applications for the use of all planning and capital funds, which have or may become available to the Commission
17. To serve as the auditor and treasurer of the Commission, and to have custody of all Commission funds, from whatever source, and perform the following functions, until such time that the Commission designates another treasurer:
 - a. Receive and receipt for all money for the Commission and place it in the designated depository to the credit of the Commission;
 - b. Be responsible for his or her official bond for the safekeeping, investment, and disbursement of all Commission money so held by him or her;
 - c. Pay any sums due from the Commission or its assigns from the Commission, or any portion thereof, only upon warrant of the designated public officer performing the functions of auditor or controller;
 - d. To draw warrant to pay demands against the Commission when the demands have been approved by the Commission;
 - e. There shall be strict accountability of all funds and the Auditor of El Dorado County will report to the Commission all receipts and

disbursements. In addition, the Auditor of El Dorado County shall arrange for an independent audit of the accounts and records of the Commission at least annually. In each case, the minimum requirements of the audit shall be those prescribed by the State Controller for special districts under Section 26909 of the Government Code, and the audit shall conform to generally accepted auditing standards. The books of account shall include records of assets, liabilities, and contributions made by each party;

- f. County data processing services relative to financial accounting shall be provided as long as El Dorado County treasurer and accounting services are provided; and
- g. The rate for said primary services shall be negotiated prior to the adoption of the operating budget for each fiscal year and shall be generally consistent with the A-87 and direct charge cost allocation system established for El Dorado County departments.

- 18. To perform such other duties as the Commission may require in carrying out the policies and directives of the Commission.

ARTICLE XI – MISCELLANEOUS

Section 11.1 *Execution of Contracts*

The Commission may adopt such guidelines or policies as it deems appropriate with respect to the adoption and execution of contracts. The Commission may authorize any officer of the Commission, staff member of the Commission, or agent of the Commission to execute any contract in the name of and on behalf of the Commission, and such authorization may be general or specific in nature. Unless so authorized, no officer, staff member, or agent shall have any power to bind the Commission to contract.

Section 11.2 *Compliance with Federal Standards*

In the performance of its function, the Commission shall comply with Title VI of the Civil Rights Act of 1964, as amended (Public Law 88-352), and all requirements imposed by the US Department of Transportation.

The Commission shall not discriminate on the grounds of race, religion, color, sex, age, sexual preference, or national origin, with regard to all activities, direct or indirect (i.e., through contracting and subcontracting), involving the Commission.

ARTICLE XII – FISCAL YEAR AND BUDGETS

Section 12.1 The fiscal year of the Commission shall be from July 1 to June 30. For each fiscal year, the Commission shall adopt capital and operating budgets which are consistent with the funding ability of the member jurisdictions and the requirements of the Intermodal Surface Transportation Act, the Federal Clean Air Act, as amended from time to time, and all other funding and regulatory agencies involved in the execution of the purposes of the Commission.

Section 12.2 Preliminary and final capital and operating budgets for services described by these Rules and Bylaws of the El Dorado County Transportation Commission, shall be prepared by any deadlines established by these Rules and Bylaws of the El Dorado County Transportation Commission.

A majority affirmative Commission vote, with at least one yes vote from each member jurisdiction, shall be required for a budget to be adopted.

Section 12.3 The Commission shall actively seek maximum utilization of Federal, State, and other available revenues which shall be applied towards such operating and capital expenditures in determining what the local funding requirements shall be.

Section 12.4 Budgetary changes during the year may be approved by the Commission through a majority affirmative Commission vote, with at least one yes vote from each member jurisdiction, if they do not increase any member jurisdiction's local funding contribution. In the event that a budgetary change results in an increase in any member jurisdiction's local funding contribution, such changes shall be subject to concurrence from the Commission members representing the agency from which the additional local funding is required.

ARTICLE XIII – AMENDMENTS

Section 13.1 *Amendments to the Bylaws*

These bylaws may be amended by the unanimous vote of all duly appointed and qualified members of the Commission at any regular or special meeting without previous notice, or upon a vote of the majority of all the duly appointed and qualified members of the Commission at any regular or special meeting when at least seven (7) days' written notice thereof has been previously given to all of the members of the Commission.

CERTIFICATE OF THE EXECUTIVE DIRECTOR

I, the undersigned, certify that I am presently the Executive Director of the El Dorado County Transportation Commission and that the above Bylaws, consisting of 10 pages, are the Bylaws of the Commission as amended at a meeting of the Commission held on February 3, 2011.

2/3/11
Date


Kathryn Mathews, Executive Director