



BOARD OF DIRECTORS 2019

DON HORSLEY, CHAIR
EMILY BEACH
CAROLE GROOM
MAUREEN FRESCHET
KARYL MATSUMOTO
RICO E. MEDINA
CARLOS ROMERO

JIM HARTNETT
EXECUTIVE DIRECTOR

*Atherton • Belmont • Brisbane •
Burlingame • Colma • Daly City • East
Palo Alto • Foster City • Half Moon Bay •
Hillsborough • Menlo Park • Millbrae •
Pacifica • Portola Valley • Redwood City •
San Bruno • San Carlos • San Mateo • San
Mateo County • South San Francisco •
Woodside*

AGENDA

Joint Ad Hoc Committee On 101 Express Lanes Project

SAN MATEO COUNTY TRANSPORTATION AUTHORITY & CITY/COUNTY ASSOCIATION OF GOVERNMENTS OF SAN MATEO COUNTY

Gallagher Conference Room, 3rd Floor
1250 San Carlos Avenue, San Carlos, CA 94070

May 24, 2019 – Friday

10:00 am

1. Call to Order
2. Approval of Minutes from the April 5, 2019 Joint Ad Hoc Committee Meeting
3. Scheduling the First San Mateo County Express Lanes Joint Powers Agency Meeting and Discussion of Upcoming Action Items
4. Status of the CTC application and other Project and Funding Updates
5. Approval of Action Minutes from May 24, 2019 Joint Ad Hoc Committee Meeting
6. Public Comment
7. Adjourn

Committee Members:

C/CAG: Alicia Aguirre, Diane Papan, Doug Kim
TA: Don Horsley, Emily Beach, Maureen Freschet

INFORMATION FOR THE PUBLIC

If you have questions on the agenda, please contact:

- San Mateo County Transportation Authority Secretary at 650-508-6279
- C/CAG Clerk of the Board at 650-599-1406

Assisted listening devices are available upon request.

Communications to the TA Board of Directors can be e-mailed to board@smcta.com. Communications to the C/CAG Board of Directors can be e-mailed to mguilles@smcgov.org.

Public Noticing:

This agenda and all notices of regular and special Authority Board meetings, and of regular and special C/CAG Board and standing committee meetings are posted at the San Mateo County Transit District Office, 1250 San Carlos Ave., San Carlos, CA, and on the Authority's website at <http://www.smcta.com> and on C/CAG's website at <http://www.ccag.ca.gov>, respectively.

Location, Date and Time of Regular Meetings

This meeting will be held at the San Mateo County Transit District Administrative Building located at 1250 San Carlos Ave., San Carlos, which is located one block west of the San Carlos Caltrain Station on El Camino Real. The building is also accessible by SamTrans bus routes ECR, FLX, 260, 295 and 398. Additional transit information can be obtained by calling 1-800-660-4287 (TTY 650-508-6448) or 511.

Public Comment

If you wish to address the Boards, please fill out a speaker's card located on the agenda table. If you have anything that you wish distributed to the Board and included for the official record, please hand it to the Authority Secretary or C/CAG Clerk of the Board, who will distribute the information to the Boards' members and staff.

Public testimony by each individual speaker shall be limited to two minute and items raised that require a response will be deferred for staff reply.

Accessibility for Individuals with Disabilities

Upon request, the TA and C/CAG will provide for written agenda materials in appropriate alternative formats, or disability-related modification or accommodation, including auxiliary aids or services, to enable individuals with disabilities to participate in public meetings. Please submit a request, including your name, mailing address, phone number and brief description of the requested materials and a preferred alternative format or auxiliary aid or service at least two days before the meeting. Requests should be made:

- by mail to the Authority Secretary at the San Mateo County Transportation Authority, 1250 San Carlos Avenue, San Carlos, CA 94070-1306; by email to board@smcta.com; or by phone at 650-508-6279 or TTY 650-508-6448; or
- by phone to the C/CAG Administrative Assistant at 650-599-1406.

Availability of Public Records

All public records relating to an open session item on this agenda, which are not exempt from disclosure pursuant to the California Public Records Act, that are distributed to a majority of the legislative body less than 72 hours prior to the meeting will be available for public inspection at the same time that the records are distributed or made available to the legislative bodies. Such materials will be available at:

- the Authority's office at 1250 San Carlos Avenue, San Carlos, CA 94070-1306;
- C/CAG's office at 555 County Center, 5th Floor, Redwood City, CA 94063; and
- <http://www.ccag.ca.gov>

**SAN MATEO COUNTY TRANSPORTATION AUTHORITY AND
CITY/COUNTY ASSOCIATION OF GOVERNMENTS
AD HOC COMMITTEE FOR 101 MANAGED LANES PROJECT
MINUTES OF APRIL 5, 2019 MEETING**

MEMBERS PRESENT:	Transportation Authority Board (TA): Don Horsley, Emily Beach, Maureen Freschet City/County Association of Governments of San Mateo County (C/CAG) Board: Diane Papan, Doug Kim; by phone: Alicia Aguirre
MEMBERS ABSENT	TA: None C/CAG: None
STAFF PRESENT:	TA: Jim Hartnett, April Chan, Derek Hansel, Carter Mau, Joan Cassman (Legal Counsel), Shayna van Hoften (Legal Counsel) C/CAG: Sandy Wong, Jean Higaki, Matt Sanders (Legal Counsel)
PUBLIC MEMBERS	Maryann Moise Derwin, Jim Bourgart, Drew, Tony Harris

CALL TO ORDER

The joint TA and C/CAG Ad Hoc Committee meeting was called to order 8:30 am in the Gallagher Conference Room at 1250 San Carlos Avenue, San Carlos, CA 94070. C/CAG Director Aguirre joined the meeting by phone and TA Director Don Horsley chaired the meeting.

Chair Don Horsley announced that Member Aguirre was participating by teleconference and that all votes taken during the meeting would be by roll call.

APPROVAL OF MINUTES FROM THE MARCH 22, 2019 JOINT AD HOC COMMITTEE MEETING

Member Emily Beach corrected page 4, paragraph 4 of minutes to read as follows: "...paying a full-time professional Executive Director ~~employee~~ would be more expensive than paying for a contracted Policy Consultant ~~person~~."

Motion/Second: Beach/Freschet

Ayes: Aguirre, Kim, Papan, Beach, Horsley, Freschet

Noes: None

Absent: None

APPROVAL OF STAFFING MODEL FOR THE SAN MATEO 101 EXPRESS LANES JOINT POWERS AGENCY AND THE UPDATED JOINT EXERCISE OF POWERS AGREEMENT TO INCLUDE THE STAFFING MODEL RECOMMENDATION

April Chan, Chief Officer, Planning, Grants and Transportation Authority, provided handouts that show the joint staff recommendation for the new Joint Powers Agency (JPA). The staff recommendation is a hybrid of the TA and C/CAG models previously presented to the Joint Ad Hoc members at the last meeting. Ms. Chan also

acknowledged that Tony Harris from PointC Partners assisted with and contributed to the joint staff recommendations. The recommendations include the following: JPA board will be made up of six members, three from C/CAG and three from the TA, and the Board will be supported by a) the Executive Council, made up of C/CAG and TA Executive Directors or his/her designee, and b) a Policy/Program Manager who will provide independent support to the JPA board as well as being responsible for developing policies required to support the express lanes operation, e.g. toll policy, toll enforcement, equity policy, and helping to develop the expenditure plan for net toll revenues.

TA and C/CAG staff agreed that, at this time, it is preferred to bring in a consultant/consultant team with existing expertise for the Policy/Program Manager role. As the JPA matures, it may eventually have this role be replaced with staff as determined by regular review by the JPA board.

With regards to staffing, TA and C/CAG will equally contribute to providing support to the JPA. TA staff will be acting as fiscal agent for the JPA, which includes providing finance, treasury, auditing, budgeting and accounting services. TA will also handle marketing and communication, including the website, interface with the public, outreach, and public education. C/CAG staff will be responsible to procure, manage, and maintain all JPA contracts and agreements. C/CAG will also provide board support for JPA's regular meetings as a body, e.g. through provision of a clerk.

Sandy Wong, Executive Director, C/CAG, noted that the division of staff support as presented today showed good compromise from the last meeting, and identified what C/CAG and TA can do and the strengths of each.

Ms. Chan mentioned several items that will probably need to be worked on immediately, including negotiations with BAIFA, the Bay Area Toll Authority, Caltrans and CHP in preparation for JPA agreements, which staff recommends to be done by the Executive Council or their designees. This means that Jim Hartnett, SMCTD General Manager/CEO, or his designee, and Ms. Wong or her designee will be working with BAIFA, the Bay Area Toll Authority, Caltrans and CHP regarding the terms and conditions that will need to go into the agreements. Mr. Hartnett noted that these negotiated agreements will go to the JPA board for approval.

Member Beach asked for confirmation with regards to division of responsibilities: toll and net revenue policies development would fall under Policy/Program Manager, management of negotiations with BAIFA, the Bay Area Toll Authority, Caltrans and CHP would fall under the Executive Council, and that express lanes infrastructure construction would be built by Caltrans. Ms. Chan confirmed the above, and added that the construction contract is being managed by Caltrans, but capital project oversight is provided by TA, Caltrans, C/CAG collectively. And that the JPA would not

be directly involved in the delivery of the capital project itself; primary role of JPA is to provide oversight of the express lanes operation.

Sandy Wong stated that, in the interest of moving the project forward, TA and C/CAG staff already started negotiations with BAIFA, and noted that going forward, there will need to be integration between overseeing BAIFA's operation and San Mateo County developing its toll policies, noting that the two things cannot be separate.

Mr. Hartnett noted that it will be a number of years before the express lanes will be operating. In the meantime, he stated that when BAIFA and associated agreements (with CHP, BATA, etc) are finalized, we will have time and a better view of the respective responsibilities and what it will take in terms of managing issues that come up in operations. We can return to these issues later to determine who should lead in the oversight of these finalized agreements (Executive Council or Policy/Program Manager).

Member Maureen Freschet asked if the Policy/Program Manager consultant would be hired immediately. Ms. Chan responded that one of the first orders of business for the JPA board would be the authorization for C/CAG staff to go out to procure the consultant contract for the Policy/Program Manager, as well as a contract for the development of the equity policy study.

Chair Don Horsley asked for the construction schedule. Ms. Chan said the section south of Whipple is currently scheduled to be complete by end of this calendar year, which is when the construction contract will begin for the section north of Whipple. The entire project, including system testing, from I-380 to the Santa Clara County border, is scheduled to be complete in April or May of 2022.

Ms. Chan shared the updated version of the joint powers agreement, highlighted with tracked changes that reflected the updated staffing changes as just discussed. Mr. Hartnett commented that both legal counsel have participated in the text changes and the updated draft agreement reflected these joint recommendations.

Shayna van Hoften, Counsel for the TA, reviewed the following changes in the agreement:

Section 4.7 addresses the need to have a Fiscal Agent/Auditor/Controller and Treasurer, and designates the TA as Fiscal Agent and the San Mateo County Transit District as the Auditor/Controller and Treasurer.

Section 4.8 is intended to express the will of this committee to emphasize that both C/CAG and TA recognize the benefits that their respective organizations and staff support bring to the Express Lanes JPA, and that both agencies will bring their best efforts to provide staff resources to the Express Lanes JPA; Attachment A provides the model. The attachment, if need be, can be amended by resolution of the board of

directors without requiring amendment of the joint powers agreement, which would require action by the C/CAG and TA boards.

Member Diane Papan asked for clarification of the requirements for changing the Fiscal Agent/Auditor/Controller and Treasurer (page 11, 1st partial paragraph, 2nd complete sentence). Counsel for the TA and C/CAG discussed the issue and agreed that changing the language to state "majority of Members" rather than "all Members" would both mirror other instances of voting practice in the JPA agreement and reduce time involved in amending the item in the future.

Ms. Wong referred to Attachment A which indicates that the TA is the Fiscal Agent, and noted that the TA is also named as the Fiscal Agent in the JPA agreement, and that, while Attachment A can be reviewed periodically and changed if needed, the wording in the agreement is much less flexible and requires revisiting both boards to amend. Joan Cassman, Counsel for the TA, said that Legal Counsel would write into the JPA agreement language stating that the JPA board could make a change in the fiscal agent if it were appropriate, referring to Attachment A which indicates that from time to time the fiscal agent can be reviewed and changed if appropriate (without going back to the TA and C/CAG boards to do so).

Matt Sanders, Legal Counsel for C/CAG, stated that we would try to preserve what we had reflected in Attachment A, that the fiscal agent is the TA, including that language in the agreement. Ms. van Hoften stated that the fiscal agent must be one of the member agencies or the County. She said she would change the sentence in Section 4.8 to conform to Attachment A.

Ms. Chan then referred to page 3 of the staff report, "Funding for the JPA", stating that there will be a number of expenditures at the beginning of the JPA, before the project generates revenues, and that the TA and C/CAG would need to advance money to support the work of the JPA. Advancing funds will require agreements to be drafted between the JPA and the TA, and between the JPA and C/CAG to figure how to repay advanced funds with future toll revenues. These agreements will need to be worked out, and once they are available, they will need to be reviewed and approved by the JPA.

Ms. Papan asked for confirmation that the Policy/Program Manager would be a consultant. Ms. Cassman noted due to complications of public employment that staff is recommending we bring on a consultant to fulfill that role for now. Mr. Harris recounted the example he had given during staff discussions regarding new organizations using consultants and waiting to see what the real needs are before committing to full time employees, citing his community of Elk Grove.

Ms. Beach said she is comfortable with how the role of Policy/Program Manager is clearly defined, and includes supporting staff. She appreciates that the Executive

Council is also in charge. Member Freschet complimented staff for their 'labor of love' in working together and developing the structure of the JPA.

Member Doug Kim stated that he thinks the structure is a good start, but not optimal. He stressed that clear roles are important, and that the org chart does not appear to address C/CAG's stated concerns for independent leadership. Mr. Kim said that the independent consultant needs to have a clear line of responsibility and accountability to the JPA, adding that 'Quarterback' was the wrong analogy for the 'Executive Director' or Policy/Program Manager position and that 'Head Coach' was more apt. He stated that he thinks the Executive Council is redundant, blurring lines of responsibility, and that only one 'box' should report to the board. Mr. Kim noted LA's hiring of a seasoned person in the QB/'Head Coach' role, who knows how to deal with 'a BAIFA', preferably an FTE but could be a consultant. He suggested that the Executive Council should advise the 'Head Coach', but not serve as a second head coach. Mr. Kim also said that a consultant would not have the loyalty to an organization that a full time staff person would, and asked why not bring on a person who would have the best interest of the project, and would grow with it, saying that he believes a consultant should never be first choice for an agency.

Ms. Papan said she understands both views, that she likes the idea of bringing in expertise, as LA did, and that perhaps it would be best to bring in the subject matter expert to deal with BAIFA and BATA.

Mr. Hartnett explained the role of the Executive Council (EC), and said the purpose of the EC is not to diminish the independence of the policy person; the policy person would independently recommend to the JPA board what the policy would be and work directly with the board, and that the EC would also have input so that it could be a joint recommendation, with policy person taking into consideration (or disregarding) input from the EC and then making a direct recommendation to the JPA Board.

Member Alicia Aguirre echoed Ms. Freschet's appreciation for staff's hard work and said she is happy to see the progress made. She asked for clarification that the Policy/Program Manager (P/PM) would not have multiple "masters" to get things done. She said that as long as the roles are defined for this person, whether staff or consultant, it should work. She expressed appreciation for the work of all those contributing to the progress made, including legal counsel and Tony Harris.

Mr. Kim said that he agreed with Mr. Hartnett, saying that if marshalling expertise is the goal that the organization would benefit by moving the P/PM or Executive Director (ED) role into a position that would report directly to the board, with the EC reporting to the ED.

Ms. Beach said that if the JPA is to be successful as we all want it to be, e.g. so that we can maximize investment in this corridor, there may be a time that this JPA could be fully staffed with an Executive Director and staff supporting the ED. However at this time

it does not make sense to have an ED until the JPA is up and running and has sufficient operating revenues. Ms. Beach said rather than assuming an Executive Director is the only way to have the best interest of the JPA in mind, she believes everyone involved in setting this up do have in mind the best interest of the JPA. She added that no one can advocate for the two agencies and for the JPA better than the two existing Executive Directors of TA and C/CAG. Her recommendation is that during this initial period that it makes sense to have the Executive Council with a key policy advisor for implementation, and she supports a wait-and-see approach for two years.

Mr. Kim said that the JPA should have a whole new administrative staff as other agencies have done. He said hardwiring the formation of this \$35-45M revenue organization wrong would be a bad start, and that an expert should be brought in from the beginning. Ms. Beach stated that the JPA would not be a "\$35-45M revenue organization" for years, and that while it is being formed, TA and C/CAG are on the hook for funding it now. In addition, we don't currently have the bandwidth to create a whole staff organization, therefore it makes sense for the Executive Council format in the org chart to remain.

Chair Horsley added that, in light of the fact that BAIFA is going to be contracted to operate the facility (and BAIFA is experienced in doing so), he does not feel that we would be building this operation from scratch. Chair Horsley opined that he does not share Mr. Kim's concerns that we need to bring in an outside expert in order to do this right. He further said that the committee has been collaborative and that a number of things need to be done now, adding that he does not see the addition of an Executive Director as making the system better. Ms. Beach then added that we can ensure we do this right by bringing a consultant to assist the JPA with developing the right policies for the operation, which staff does recommend the JPA do.

Mr. Hartnett said that having both the Executive Council and Policy/Program Manager at the same level advising the JPA as pretty powerful (offering a balance of opinions). He added that the board will still know if there was not a consensus, and will hear the other views, but the policy person reports directly to the board on policy issues and reacts to what the board is saying.

Ms. Freschet stated that she appreciates what Mr. Kim is bringing up. She stated that she is comfortable with the staff recommendation, and said that it could be changed later on but for now she feels comfortable with the program policy person being in the box they are in (reporting separately from the EC and directly to the JPA).

Ms. Papan asked, whether there is the sophistication to negotiate with BAIFA and BATA in the room or we need a consultant, if there are decisions that need to be made now that we don't have in-house, and can we recruit that expertise on a consultant basis, or do we need to hire. She asked if we can get a top-notch expert who knows all the

nuances of owning express lanes. Ms. Papan said she didn't want San Mateo to "swim with sharks in the beginning of the project".

Mr. Hartnett said that we are currently doing a combination: bringing a consultant on board for the (CTC) application, and TA and C/CAG staff working with the resources we have in examining agreements that other groups have used for managed lanes projects, with the legal teams supporting the staff.

Ms. Chan said, responding to Mr. Kim's concern whether or not we can find consultants who have the technical expertise needed, that there are a number of firms with a lot of technical expertise especially on express lanes, both local and nationwide. Ms. Chan added that the JPA agreements we need to execute are not created from scratch; there are existing ones that San Mateo will likely use and modify, and there are other agencies San Mateo can learn from, e.g. Alameda CTC and VTA, which have executed similar agreements.

Ms. Cassman stated that her assumption is that these contracts are largely written already and San Mateo is not going to write the contracts with Caltrans, with CHP, etc. and that there are models that exist and so a great deal of express lanes expertise will not be required for these high-level agreements.

Mr. Harris pointed out that Caltrans is going to build the project and BAIFA is going to operate the project on San Mateo's behalf, and that there are typical enforcement contracts with CHP that are almost boilerplate, and there are maintenance agreements for who maintains the gantries, who maintains the pavement, etc. What likely will need to be included in the agreements that are beyond the boilerplates will be the policy part, such as toll rates, equity program, etc. These are items the JPA will have to develop, such as how tolls are charged, etc. He said from his perspective 80% of the work of the JPA is somewhat established practices, and the 20% relating to policy will need to be developed. He noted that the 20% of the work will be things like: does the JPA want to minimize costs for users while moving more people or does the JPA want to maximize revenues but not move as many people.

Ms. Wong said that she has talked to other Bay Area express lane operators and found that the toll algorithm clearly affects your gross revenues, saying that she doesn't know who would be the best person to represent San Mateo County in working with BAIFA, adding that she does not believe the expertise in toll operation exists in the two organizations. She said that she struggled a bit in development of Attachment A, referring to the EC's negotiation of agreements with agencies including BAIFA, BATA, Caltrans, and CHP. She believes as soon as the Policy/Program Manager is on board, she would like the person to participate in such negotiations and contract preparation.

Mr. Hartnett said he disagrees with the statement, saying it troubles him that the committee has put a lot of time coming together with a joint recommendation and that we seem to be talking in circles. We set out on a path with the JPA being

established, we have a process for applying to the CTC, with a consultant to work with us. And we are on a path to completing the initial steps which includes completing the initial contracts/agreements. He said if the initial contracts/agreements are not done when the policy person comes on board it is fine for that person to help, but the policy person is not leading those efforts, as they are well underway, and said there is distraction regarding the role of the policy person as a lead person. He stressed that the policy person is clearly a lead person on the policy, i.e. the toll policy, etc., and the existing staff working on the agreements will be making recommendations on the final form of the contracts/agreements, adding that he doesn't feel there is any ambiguity in the role of the P/PM.

Mr. Horsley said that the structure was not set in concrete and there could be changes once the JPA is up and running, but that we do need to move on, asking if members feel comfortable with the model and if a motion could be made or if more discussion was desired.

Ms. Beach said that she did feel comfortable with the joint recommendation, and liked the narrow definition of the P/PM for the reasons discussed and the narrow expertise needed. She added that she wanted both TA and C/CAG Executive Directors equally at the table advocating for their organizations at this early stage of agency formation. Ms. Beach made a motion to support the recommendation that staff brought to the committee as proposed.

Ms. Freschet seconded.

Ms. Aguirre had no comments and agreed with making the motion.

Mr. Kim said that he couldn't agree with the motion because it was not consistent with what the board said was wanted, which is an independent program manager with sole reporting authority to the JPA, adding that he would be supportive of having the Executive Council report to the program manager/Executive Director. He also referred to the org chart and suggested removing the arrow between the bottom support staff box and the P/PM. He asked that the term 'Quarterback' be removed. He suggested that the P/PM report directly to the JPA Board.

Mr. Hartnett said that he believed the joint staff recommendation does have P/PM reporting directly to the JPA Board. Ms. Cassman affirmed that this is what was intended.

A number of exchanges between the Board members were made in terms of where the arrows and terms in the Org Chart, and it was agreed as follows:

- There would be a mutual exchange (or a dotted arrow) between the EC and the P/PM, because the P/PM cannot operate in a vacuum, saying that the P/PM is fully accountable to the JPA Board but has to consider the impact on the EC's organizations.

- Quarterback denotation is removed from the P/PM box

Ms. Wong restated her question, asking in practice how the P/PM is doing his/her work. Mr. Kim said he was satisfied with the model as long as the person brought in was a pro, whether a consultant or a hired person, and that the person has the wherewithal to get extra help. Ms. Beach stated that if the P/PM needed finance information, for example, that he/she would ask the EC for support (who would then ask the Finance team to help provide that information).

Mr. Kim asked if they had to change the joint powers agreement with the proposed changes to the org chart. Ms. Cassman said they will revise the exhibit to reflect the new lines as discussed, and going forward the JPA language says the JPA Board, once established, can make changes to the staffing org chart.

Mr. Horsley called for the vote on the organization chart. Ms. Beach amended her motion per Member Kim's changes to the reporting arrows on the org chart. Ms. Freschet seconded the motion.

Mr. Sanders asked if we wanted to allow for public comment. There was none.

In the absence of a clerk and with a teleconference in Redwood City, Mr. Hartnett called the roll regarding the staffing model with proposed changes as discussed: Aguirre, yes; Kim, yes; Papan, yes; Horsley, yes; Beach, yes; Freschet, yes; the motion carried.

Chair Horsley thanked the group and thanked Mr. Kim for a good suggestion.

The Joint Committee returned to the draft Joint Powers Agreement. Ms. Cassman distributed updated language for section 4.7 of JPA agreement with the tracked changes made based on the earlier discussion. Ms. Cassman said that the sentence which was identified by Ms. Papan is being amended as follows: "The Express Lanes JPA may change the fiscal agent, auditor, controller and/or treasurer and/or appoint other persons possessing the qualifications set forth in the government code by resolution of the board of directors. The designation set forth in this Section 4.7 will be considered concurrently with the consideration of amendments to Attachment A as described in Section 4.8 of the agreement."

Mr. Horsley asked if a motion should be made to approve recommending the revised JPA Agreement to the TA and C/CAG Boards with the change. Ms. van Hoften stated that what was just added referred to staffing and a separate motion could be made to approve making a recommendation on the final JPA. Ms. Papan made the motion and Ms. Beach seconded it.

Mr. Kim asked if there was any clean-up needed on the JPA Agreement including the attachment, after what had been discussed regarding the staffing model. Mr. Sanders responded that the agreement was drafted to provide the flexibility to simply say that

“the JPA Board will revisit the staffing model from time to time,” and that language in the agreement still applies.

Mr. Hartnett called the roll regarding the updated joint powers agreement: Aguirre, yes; Kim, yes; Papan, yes; Horsley, yes; Beach, yes; Freschet, yes; the motion carried.

The Committee agreed to schedule the next meeting for May 24, 2019 at 10:00 AM.

Public Comment

None

ADJOURN

The meeting adjourned at 10:17 am.



BOARD OF DIRECTORS 2019

DON HORSLEY, CHAIR
EMILY BEACH
CAROLE GROOM
MAUREEN FRESCHET
KARYL MATSUMOTO
RICO E. MEDINA
CARLOS ROMERO

JIM HARTNETT
EXECUTIVE DIRECTOR



*Atherton • Belmont • Brisbane •
Burlingame • Colma • Daly City • East
Palo Alto • Foster City • Half Moon Bay •
Hillsborough • Menlo Park • Millbrae •
Pacifica • Portola Valley • Redwood City •
San Bruno • San Carlos • San Mateo • San
Mateo County • South San Francisco •
Woodside*

AGENDA ITEM 3

C/CAG AGENDA REPORT

Date: May 24, 2019

To: Joint Ad Hoc Committee

From: Sandy Wong, Executive Director

Subject: Scheduling of the First San Mateo County Express Lanes Joint Powers Agency Board of Directors meeting and discussion of upcoming action items

(For further information, contact Sandy Wong at 650-599-1409)

RECOMMENDATION

It is recommended the Joint Ad Hoc Committee discuss scheduling of the First San Mateo County Express Lanes Joint Powers Agency Board of Directors (Board) meeting and upcoming action items.

BACKGROUND

The Joint Exercise of Powers Agreement (JEPA) for the San Mateo County Express Lanes was approved by the C/CAG Board of Directors and the SMCTA Board of Directors at their respective board meetings on April 11, 2019 and May 2, 2019. Said agreement is effective on June 1, 2019.

As the C/CAG and SMCTA boards appointed their respective members who have been serving

on the Joint Ad Hoc Committee to serve on the San Mateo County Express Lanes Joint Powers Agency Board (Board), staff recommends that the Joint Ad Hoc Committee discuss the following items to be discussed and/or acted upon by the new Board upon formation.

It is recommended the Board to hold its first meeting on **June 6, 2019 from 3:00 to 4:30 PM** at the San Mateo County Transit District Administrative Office in San Carlos to discuss and/or take action on the following items:

1. Election of Officers:

JEPA Article IV Section 4.6 states the Board will elect a Chair and Vice-Chair from among its members, and will appoint a Secretary who may, but need not be, a member of the Board. The Chair and Vice Chair will serve one-year terms, and they must be appointees of different Members.

2. Board meeting calendar:

JEPA Article IV Section 4.4 (a) states the Board will meet quarterly, or more often as needed. The date, time and place of regular meetings of the Board will be designated on a meeting calendar adopted by the Board each year.

3. Board of Directors compensation and expense reimbursement:

JEPA Article IV Section 4.2 states that all Board members are entitled to a stipend for attending each Board meeting upon the enactment of a resolution of the Board to authorize such stipends, and describes the process for waiving these stipends. Section 4.2 also addresses an expense reimbursement policy to be established by the Board.

4. Conflict-of-interest Code:

JEPA Article IV Section 4.3 states that the Board must adopt a conflict-of-interest code in compliance with the Political Reform Act.

5. Bylaws:

JEPA Article IV Section 4.4 (d) states the Board may adopt from time to time such bylaws, rules, and regulations for the conduct of meetings of the Board and other affairs.

6. Retention agreement for legal services:

Attachment A to the JEPA provides that the San Mateo County Counsel's Office will provide legal services to the Board. The Board will need to review and approve the proposed retention agreement for such services.

7. Filing of the Agreement:

JEPA Article II Section 2.1, and relevant California Government Codes, require the filing of the executed Joint Exercise Powers Agreement and related documents within certain deadlines with the:

- California Secretary of State
- State Controller
- San Mateo County Clerk

ATTACHMENT

1. Final Joint Exercise Powers Agreement.