

ADMINISTRATIVE CODE

OF THE

CONTRA COSTA TRANSPORTATION AUTHORITY

Ordinance #90-01

Adopted: February 21, 1990

As amended through:

May 20, 2009

SUMMARY

This ordinance prescribes rules for the proceedings of the Contra Costa Transportation Authority consistent with the laws of the State, as well as the powers and duties of officers and Board members, the method of their election or appointment and compensation and the methods, procedures and systems of operation and management of the Authority.

The Contra Costa Transportation Authority does ordain as follows:

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CHAPTER 1

ARTICLE I

TITLE AND AUTHORITY

101.1 Title and Authority. This ordinance is enacted pursuant to the provisions of California Public Utilities Code Section 180105(b) and may be referred to as the "Contra Costa Transportation Authority Administrative Code". This ordinance prescribes the powers and duties of the Authority officers, the method of appointing Authority employees, and methods, procedures and systems of operation and management of the Authority.

ARTICLE II
DEFINITIONS

102.1 Definitions.

(a) For purposes hereof, the following words shall have the following meanings:

- (1) "AC" means the Administrative Committee of the Board.
- (2) "Act" means the Local Transportation Authority and Improvement Act, California Public Utilities Code Sections 180000 et seq., added Statutes 1987, Chapter 786, as amended from time to time.
- (3) "Administrative Expenses" means the expenses of administration of the Authority including salary and benefits of staff, consultants fees, legal fees, accounting fees and expenses of planners, engineers, financial consultants and others not chargeable directly to a Project and pertaining to the administration of the Authority.
- (4) "Annual Budget" means the budget for the Authority as required by Section 180105 of the Act.
- (5) "Authority" means the Contra Costa Transportation Authority.
- (6) "Board" means the governing body of the Authority. The Board is the legislative body of the Authority as defined under provisions of Section 54952 of the Brown Act.
- (7) "Board of Supervisors" means the Board of Supervisors of the County.
- (8) "Bonds" means indebtedness and securities of any kind or class, including but not limited to bonds, refunding bonds, or revenue anticipation notes.
- (9) "Brown Act" means the Ralph M. Brown Act, Government Code Sections 54950 et seq., as it may be amended from time to time.
- (10) "CAC" means the Citizens Advisory Committee.
- (11) "Caltrans" means the California Department of Transportation.
- (12) "Central County" means the cities of Clayton, Concord, Martinez, Pleasant Hill, Walnut Creek and the adjacent portions of unincorporated county.

(13) "Chair" means the person designated to preside at meetings of the Authority pursuant to Section 104.1(e) of this Chapter 1.

(14) "City" means any incorporated city or town within the County.

(15) "Code" means the Contra Costa Transportation Authority Administrative Code.

(16) "Commissioners" means those persons serving as members of the Board or their alternates.

(17) "Conference of Mayors" means the Contra Costa Mayor's Conference or the City Selection Committee, provided that any authority granted to the Conference of Mayors herein shall be exercised by one or the other of such entities, but not both.

(18) "Congestion Management Agency" means the County's Congestion Management Program agency designated pursuant to Government Code §65089(a).

(19) "Congestion Management Program" means the program developed and administered by the Congestion Management Agency in accordance with the provision of Government Code §65089.

(20) "County" means the County of Contra Costa.

(21) "East County" means the cities of Antioch, Brentwood, Oakley and Pittsburg and the adjacent portions of unincorporated county.

(22) "Elected Official" means a duly elected and serving official of the legislative body, as defined in Government Code Section 34000, of any City and any duly elected and serving member of the Board of Supervisors.

(23) "Executive Director" means the chief operating employee selected by the Board to manage the day-to-day activities of the Authority. The Executive Director shall not be an employee of any City, the County or any RTPC.

(24) "Expenditure Plan" means the Contra Costa Transportation Improvement and Growth Management Expenditure Plan adopted by the Authority pursuant to Section 180206 of the Act and submitted to and adopted by the voters as Measure on the November 8, 1988 Ballot.

(25) "Fiscal Year" means July 1 to and including the following June 30.

(26) "General Counsel" means the attorney(s) acting as general counsel to the Authority.

(27) "Holiday" means any day observed by the Authority as a holiday, other than a Saturday or Sunday.

(28) "Local Jurisdiction" means any local agency as defined in Government Code Section 15501, the boundaries of which are entirely within the County, the San Francisco Bay Area Rapid Transit District, the Metropolitan Transportation Commission and the County.

(29) "Metropolitan Transportation Commission" means the regional transportation planning agency authorized by Government Code Sections 66500 et seq.

(30) "Net Revenues" means gross revenues derived from imposition of the retail transactions and use tax, less Board of Equalization administrative and other charges, Administrative Expenses and ten percent (10%) of expected gross revenues to be set aside as a reserve for project overruns.

(31) "Official Acts" means all substantive actions taken by the Board, excluding matters which are procedural in nature.

(32) "Ordinance" means the Transportation Improvement and Growth Management Ordinance #88-01 of the Authority submitted to and adopted by the voters as Measure on the November 8, 1988 Ballot.

(33) "PGA" means the Planning and Governmental Affairs Committee of the Board.

(34) "PPC" means the Projects and Programs Committee of the Board.

(35) "Project" means a project and/or a program described in the Expenditure Plan.

(36) "Representative" means representative to the Board as set forth in Section 104.6 hereof.

(37) "RTPC" means a Regional Transportation Planning Committee.

(38) "Southwest County" means the cities or towns of Danville, San Ramon, Lafayette, Moraga, Orinda and the adjacent portions of unincorporated county.

(39) "Staff" means employees of the Authority and employees of the County or any City acting as employees of the Authority pursuant to agreement or contract between the Authority and such City or the County.

- (40) "SWAT" means the RTPC for the Southwest County.
- (41) "TCC" means the Technical Coordinating Committee.
- (42) "TRANSPAC" means the RTPC for the Central County.
- (43) "TRANSPLAN" means the RTPC for the East County.
- (44) "WCCTAC" means the RPTC for the West County.
- (45) "West County" means the cities of El Cerrito, Hercules, Pinole Richmond, San Pablo and the adjacent portions of unincorporated county.
- (46) "Working Day" means any day other than a Saturday, Sunday or Holiday.

[Amended on April 21, 1993; February 18, 2004; October 18, 2006]

ARTICLE III

POWERS, AUTHORITY AND DUTIES OF THE GOVERNING BOARD

103.1 **Powers.** The Board shall exercise all of the powers and authority of the Authority in furtherance of the purposes of the Authority as defined in the Ordinance and the Act. Without limiting the generality of the foregoing, the Board shall have the power to do any of the following on behalf of the Authority:

- (a) To administer the Expenditure Plan, to provide for the design, financing and constructing of the Projects, and to determine the use of Net Revenues in conformance with the parameters established in the Expenditure Plan;
- (b) To prepare, adopt, implement and administer the Congestion Management Program as designated Congestion Management Agency for the County;
- (c) To make and enter into contracts;
- (d) To contract for the services of auditors, appraisers, engineers, attorneys, planners, financial consultants, and separate and apart therefrom to employ an Executive Director and such other persons as it deems necessary;
- (e) To appoint agents;
- (f) To lease, acquire, construct, manage, maintain, and operate any buildings, works or improvements;
- (g) To acquire, hold, or dispose of property by any lawful means, including without limitation, gift, purchase, lease, lease purchase or sale, expressly excluding the power of eminent domain;
- (h) To incur debts, liabilities or obligations subject to limitations herein set forth, including without limitation the issuance of bonds;
- (i) Subject to applicable reporting and other limitations as set forth in Chapter 4 attached hereto, to receive gifts, contributions and donations of property, funds, services and other forms of financial assistance from persons, firms, corporations and any governmental entity;
- (j) To sue and be sued on behalf of the Authority;
- (k) To apply for an appropriate grant or grants under any federal, state, or local programs for assistance in developing any of its projects;

(l) To adopt a seal and alter it;

(m) To appoint such officers and employ such employees and assistants as may be appropriate. 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;

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

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

[Amended on April 21, 1993]

103.2 Organization.

(a) The Board shall consist of the following:

(1) Two members from TRANSPAC, each of whom is an Elected Official;

(2) Two members from TRANSPLAN, each of whom is an Elected Official;

(3) Two members from SWAT, each of whom is an Elected Official;

(4) Two members from WCCTAC, each of whom is an Elected Official;

(5) One member from the Conference of Mayors who is an Elected Official; and

(6) Two members from the Board of Supervisors, each of whom is an Elected Official.

(b) Each participating Commissioner shall also have a designated alternate and may have a designated second alternate, each of whom must also be an Elected Official, who shall attend meetings of the Board in the event that the Commissioner is unable to attend. An Elected Official may be designated by more than one Commissioner as an alternate, provided that such Elected Official shall not simultaneously serve on behalf of more than one Commissioner. In the event that a Commissioner is unable to attend a Board meeting, his designated alternate shall attend. In the event that the Commissioner and his designated alternate are unable to attend a meeting of the Board, the designated second alternate, if available, shall serve as the alternate. It shall be the responsibility of the Commissioner to inform, at least 72 hours in advance of the meeting whenever possible, such Commissioner's

designated and designated second alternates when such Commissioner is unable to attend a meeting of the Board; and to also advise the Executive Secretary or other responsible staff of the Authority. The name of each designated and designated second alternate Commissioner shall be on file with the Board. After being duly sworn, an alternate Commissioner shall assume all rights and duties of the absent Commissioner.

[Amended on November 16, 2005]

(c) Each Commissioner and such Commissioner's designated and designated second alternate shall be appointed by the members of the RTPC, the Conference of Mayors or the Board of Supervisors which the Commissioner represents. Each Commissioner shall be appointed for a term of two years; however, in order to provide for staggered terms for Commissioners, the following Commissioners shall be appointed for the following initial terms:

(1) WCCTAC: one Commissioner for a two year term and one Commissioner for a three year term;

(2) TRANSPLAN: one Commissioner for a two year term and one Commissioner for a three year term;

(3) TRANSPAC: one Commissioner for a two year term and one Commissioner for a three year term;

(4) SWAT: one Commissioner for a two year term and one Commissioner for a three year term;

(5) Board of Supervisors: one Commissioner for a two year term and one Commissioner for a three year term; and

(6) Conference of Mayors: one Commissioner for a two year term.

All initial terms shall commence as of February 15, 1989 and, subject to earlier removal or termination as provided herein, shall expire on January 31, 1991, as to two year terms and January 31, 1992, as to three year terms. Thereafter terms of office shall commence on February 1 and shall terminate on the second anniversary date of such commencement date. Commissioners shall be appointed for their full terms, subject only to the requirement that they continue to be Elected Officials.

(d) If for any reason a Commissioner is no longer an Elected Official, his alternate shall serve in his place until a successor is named and qualified. If no qualified alternate has been appointed, such Commissioner's position shall remain vacant until a successor is named and qualified.

(e) Anything to the contrary herein notwithstanding, by the affirmative vote of two thirds of the members of the appointing RTPC, a RTPC may remove and replace a representative to the Authority, for cause, at any time, provided that such replacement Commissioner's term shall be coterminous with the term of the removed Commissioner.

(f) Unless prohibited by law from accepting compensation, each Commissioner or alternate not otherwise compensated for meeting attendance shall be compensated at the rate of \$100 per meeting for attending to the business of the Authority at Board and Board Committee meetings, but not to exceed \$400 per month, which amounts shall be adjusted periodically. In the event that both a Commissioner and alternate serve at the same meeting, one or both shall be compensated if that person participated in a substantial part of the meeting. Each Commissioner shall also be compensated for such necessary traveling and personal expenses incurred in the performance of such Commissioner's duties as are authorized by the Board and in accordance with Chapter 3 of this Code. The amount of compensation payable to Commissioners may be changed from time to time as approved by resolution of the Commissioners. Commissioners shall be compensated for all authorized meetings and business related activities attended by them prior to the adoption of this Code, from and after January 1, 1990.

[Amended on April 21, 1993; December 21, 1994; September 23, 1999; November 16, 2005]

103.3 Principal Office. The principal office of the Authority shall be established by motion of the Board and shall be located within the County. The Board 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 designee, by any Member no later than ten (10) Working Days prior to the date of the meeting. The notice of an agenda for each regular meetings shall be prepared by or under the direction of the Executive Director, who shall cause copies to be posted, mailed and/or delivered to Members and posted, all in accordance with applicable law. 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. Each individual shall be limited to three minutes (or such other time period as the Chair may determine) for his or her comments during said public comment period. The total amount of time for such public comment shall not exceed 20 minutes for any meeting unless otherwise determined by the Chair. At the time the Board considers each agenda item, the Chair may allow interested members of the public to comment on such agenda item and may in his or her discretion impose appropriate time limits for individual speakers and for public testimony on such agenda item. By motion adopted by a majority of the Commissioners present and voting, the Board may overrule the Chair and adopt

different time limitations for individual speakers and for public testimony on such agenda item. For the convenience of the Board, members of the public may be required to complete and submit to the Board prior to the meeting a card indicating the agenda item on which such person desires to address the Board. Whenever a group of persons wishes to address the Board on the same subject matter, it shall be proper for the Chair to request that a spokesperson be chosen by the group to address the Board and to otherwise limit the number of persons addressing the Board as to avoid repetitive testimony.

(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 the next regular business day approved by the Board.

(d) Regular, adjourned, and special meetings of the Board, and any Board committee meeting at which it is anticipated that a majority of the Board will be present shall be called and with respect to any Board meeting or any Board committee meeting at which a majority of the Board is 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. The decision of the Chair to recognize a person may be changed by vote of a majority of the Commissioners present at the meeting. The Chair may, in the interest of facilitating the business of the Board, limit the amount of time which a person may use in addressing the Board.

(f) At any regular meeting not held because of a lack of a quorum, the Commissioners present, if less than a quorum of the Board may constitute themselves a "Committee of the Whole," for the purposes of discussing agenda matters or any other matter of interest to the members present. The committee shall automatically cease to exist if a quorum of the Board is present at the meeting.

[Amended on April 21, 1993]

103.5 Quorum and Voting Requirements for Action by the Board. A majority of the Commissioners shall constitute a quorum for the purposes of the transaction of business relating to the Authority, and, except as otherwise provided herein, all Official Acts of the Authority shall require the affirmative vote of a majority of the Commissioners of the Authority. In the event that a quorum is initially present at a duly held meeting but a quorum is not present throughout the meeting, the Commissioners remaining may continue conduct business on behalf of the Board provided that at the time any action is approved, the required majority of Commissioners required to approve action is present and provided further that any Commissioner absent during the time testimony or evidence regarding the matter to be voted on was presented to the Board, shall review the tape recording or be otherwise informed as to such evidence or testimony prior to voting on the matter.

103.6 Amendments to the Ordinance. Notwithstanding Section 103.5 hereof, and provided that no amendment which operates to affect the tax imposed by the Ordinance shall be effective without a vote of the electorate, the Ordinance may be amended to further its purposes as follows:

(a) Any proposed amendment to the Ordinance shall, prior to being submitted to the Board for action, be submitted to each of the RTPCs for review and action. Any RTPC may, within 20 days of the date the Authority submits the proposed amendment to such RTPC, propose modification to the proposed amendment by acting upon such proposed amendment at a regularly or specially scheduled meeting of the RTPC and submitting notification of its action to the Authority.

(b) The Authority may accept or reject any proposed modification to the proposed amendment submitted by any RTPC and, upon acceptance or rejection of any such proposed modification within 30 days of the date of receipt of such proposed modification, shall submit the proposed amendment, to the Board for action.

(c) Adoption of the proposed amendment shall require the affirmative vote of two-thirds of the Commissioners.

(d) Within 45 days from the date the Authority adopts the proposed amendment, any Local Jurisdiction, by affirmative vote of a majority of the members of its policy decision-making body, may:

(1) Notify the Authority in writing via registered mail of its intent to obtain an override of the Authority's amendment; and

(2) Obtain resolutions supporting its appeal for an override of the amendment from a majority of the Cities representing a majority of the population residing in the incorporated areas of the County and from the Board of Supervisors.

If the Local Jurisdiction is unable to obtain the necessary resolutions supporting its appeal, the Authority's amendment to the Ordinance will stand.

103.7 Amendments to the Expenditure Plan. The Expenditure Plan shall be amended in accordance with the provisions of Section 180207 of the Act and, to the extent not inconsistent therewith, Section 8 of the Ordinance.

103.8 Minutes. The Secretary of the Authority shall cause to be kept minutes of regular, adjourned regular, and special meetings of the Board, and shall cause a copy of the minutes to be forwarded to each Commissioner. If the Secretary has not been appointed or is not present, the Board shall appoint an acting secretary at each meeting to keep official minutes for such meeting, provided that the Board may delegate to the Secretary, if one has been

appointed, authority to appoint an acting secretary in his or her absence. Such acting secretary may be a person other than a Commissioner.

ARTICLE IV
OFFICERS AND DUTIES

104.1 In General.

(a) The Officers of the Authority shall consist of the Chair and a Vice Chair, each of whom shall be a Commissioner, an Executive Director and other such officers as the Board may appoint.

(b) Appointment of Chair and Vice Chair. The Board at its first meeting and annually thereafter, to be effective as of the first regular February Board meeting of each year, 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 absence. The position of Chair shall be rotated annually and no person shall serve consecutive terms as Chair.

(c) Appointment of Executive Director and Other Officers. The Executive Director and such other officers as the Board may deem necessary, shall be appointed by the affirmative votes of a majority of the Commissioners.

(d) Removal of Officers and Employees. Officers may be removed by the affirmative vote of a majority of the Commissioners. Matters regarding the discharge of an employee shall be resolved by reference to the personnel policies set forth in the Personnel and Salary Manual and Procedures which are attached as Chapter 6 to this Code.

(e) Duties of Various Officers.

(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 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.

(3) Chair Pro Tempore. In the event of the absence, or inability to act, of the Chair and Vice Chair, the Commissioners present at any meeting of the Board, by order entered in the minutes, shall select one of their members to act as Chair Pro Tempore, who, while so acting, shall have all of the authority of the Chair.

(4) Duties of Executive Director. The Executive Director shall be a full-time officer of the Authority. The powers and duties of the Executive Director are:

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

(B) To administer the personnel system of the Authority, including hiring, controlling, supervising, promoting, transferring, suspending with or without pay or discharging any employee in accordance with Chapter 6 attached hereto;

(C) Subject to any limitation and to the terms and conditions set forth in Chapter 5 hereto, 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 County;

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

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

(F) To execute and deliver contracts and agreements on behalf of the Authority following such approvals as may be required hereunder and to administer Authority contracts in accordance with and subject to the limitations set forth in Chapter 5 attached hereto;

(G) To authorize, approve and make expenditures in accordance with and subject to the limitations set forth in Chapters 2 and 3 hereof.

(H) To cause to be prepared and distributed the agenda for all Board meetings;

(I) To undertake such other duties, powers and responsibilities as may from time to time be assigned to him by the Board; and

(J) To accept and consent to deeds or grants conveying any interest in or easement upon real estate to the Authority pursuant to Government Code Section 27281 and to prepare and execute certificates of acceptances therefor from time to time as the Executive Director determines to be in furtherance of the purposes of the Authority. Such authority shall be limited to actions of a ministerial nature necessary to carry out conveyances authorized by the Board.

(K) Unless specifically delegated to an officer appointed by the Executive Director with the approval of the Board, to assume the responsibilities of a Secretary and Treasurer of the Authority. Until such time as the Board appoints a Secretary and/or Treasurer, any reference in this Code to such officer shall be deemed to be a reference to the Executive Director or his appointee.

104.2 Standing Board Committees. The Board may, as it deems appropriate, appoint Standing Board Committees consisting of three or more Commissioners, to accomplish the purposes set forth herein.

(a) Organization of Standing Board Committees. Standing Board Committees shall be organized and operate as follows:

(1) Each such Standing Board Committee shall by majority vote elect a chairman at its first meeting who shall serve at the pleasure of the Standing Board Committee. Except with respect to the Executive Committee, the Standing Board Committees shall establish a schedule of monthly regular meetings; special meetings of Standing Board Committees may be scheduled by the Executive Director or by the Committee Chair as needed.

(2) Any meeting of such a committee shall be deemed to be a meeting of the Authority for purposes of compensation of the members of such Standing Board Committee only. The number of Commissioners serving on each Standing Board Committee shall be fixed and may be changed from time to time by the Board.

(3) Except with respect to the Executive Committee, the Board shall appoint Commissioners to serve on each Standing Board Committee, as set forth below. To the extent possible, Standing Board Committee assignments shall reflect geographical balance. Committee members shall be appointed annually at the first regular Board meeting to be conducted in February of each calendar year.

(4) Committee members shall hold such positions for a period of one year or until their successors are duly appointed. Any member appointed to fill a vacancy on a Standing Board Committee whether caused by the resignation or removal of a member or by an increase in the number of members of such committee shall hold such position until the next regular first February Board meeting only.

(5) Upon the removal or resignation of a Commissioner, such Commissioner shall cease to be a committee member on any Standing Board Committee upon which such Commissioner was serving on the date of his resignation or removal.

(6) A majority of the members of the Standing Board Committee shall constitute a quorum and approval of any action shall require the affirmative vote of a majority of Commissioners present at the meeting and constituting a quorum. In the event that a quorum is initially present at a Standing Board Committee meeting but a quorum is not present throughout the meeting, the members may continue to take action on behalf of the Standing Board Committee provided such action is approved by the number of members otherwise required for such action assuming the presence of a quorum.

(7) All Standing Board Committee meetings shall be open to all Commissioners, unless the presence of Commissioners who are not members of such committee would violate the provisions of the Brown Act.

(8) Except with respect to the Executive Committee, alternate members of Standing Board Committees may be appointed by the Board from remaining Commissioners, to attend Standing Board Committee meetings in the absence of the principal appointees to the committees. To the fullest extent possible, the Board shall appoint alternates so as to maintain geographical balance on such Standing Board Committee. If the Commissioner alternate appointed by the Board is not able to attend, the Commissioner's designated alternate shall attend the meeting. It shall be the responsibility of the Commissioner to inform such Commissioner's alternate when such Commissioner is unable to attend a Standing Board Committee meeting 72 hours in advance of the meeting whenever possible.

[Amended on November 16, 2005]

(b) Standing Board Committees. The following Standing Board Committees are hereby created:

(1) Administration and Projects Committee. The Administration and Projects Committee shall focus on near-term activities which relate directly to projects, programs, transit operations, finance and administrative matters. The Committee is responsible for the following specific activities: budget for projects, transit and paratransit programs, and general administration; finance and financial reporting; the Administrative Code and policies of the Authority; personnel; capital outlay projects, including project policies, reviews, approvals and allocations; the Strategic Plan; paratransit and transit programs; programming of state and federal funds for projects; and legislation involving the above.

(2) Planning Committee. The Planning Committee shall focus on longer-term planning issues, and the funding allocations for demand management oriented activities. The Committee is responsible for the following specific activities: the Growth Management Program (GMP), including preparation of the Countywide Comprehensive Transportation Plan, GMP policies and requirements, checklist review and approval, facilitation of program implementation; and the Congestion Management Program (CMP), including preparation of the biennial Congestion Management Plan, CMP policies and requirements, deficiency plan guidelines and review of deficiency plan when prepared, checklist review, the Congestion Management Plan Capital Improvements Program, and facilitation of program implementation; oversight of computerized transportation demand modeling and land use data base; review and comment on the Metropolitan Transportation Commission's (MTC's) biennial Regional Transportation Plan (RTP) and related processes; planning studies conducted with other agencies; carpools, vanpools and park and ride funds; Transportation Fund for Clean Air (TFCA) policies, oversight and allocations; Congestion Management Agency (GMP, CMP and TFCA) budget; and legislation involving the above.

(3) Executive Committee. The Executive Committee, the membership of which shall consist of the Board Chair, the Board Vice Chair and the Chairs of the Administration and Projects Committee and the Planning Committee, shall be responsible for responding on behalf of the Authority in the event of an emergency which makes it

impossible for the full Board to act. During intervals between the meetings of the Board, the Executive Committee, in all cases in which specific directions shall not have been given by the Board, shall have and may exercise the power and authority of the Board, subject only to the limitation regarding Official Acts set forth in Section 103.5 hereof. In the event that, for any reason, the Executive Committee is unable to obtain a quorum of members, so many of the following alternate member(s), in the order indicated, as is necessary to achieve a quorum of the Executive Committee, may serve in their stead: (1) the Vice Chair of the standing committee for which the Committee Chair is absent or otherwise unavailable; (2) the Vice Chair of the other standing committee; (3) so many of the remaining members of the Board, in the order of their appointment to the Board (earliest to most recent) as may be necessary to achieve a quorum. A quorum of the Executive Committee shall consist of three members.

(c) Other Committees. The Board may establish such other standing, special, ad hoc or other Board Committees as it deems necessary or advisable from time to time.

[Amended on April 21, 1993; December 21, 1994; September 19, 2001]

104.3 Standing and Advisory Committees. The following committees have been established to assist in the creation of the Authority and the development of the Ordinance and the Expenditure Plan, to assist in the development of programs and projects under the Expenditure Plan and Ordinance, and to continue as standing committees. The standing and advisory committees are as follows:

(a) Regional Transportation Planning Committees. For each of the Central, East, West and Southwest County regions, a regional transportation planning committee has been established with responsibility for transportation issues within such area. Relative to the Authority's programs and processes, the Board shall prescribe the powers, duties and responsibilities of each RTPC. The RTPCs shall cooperate with the Authority in furtherance of Authority purposes. Each RTPC is responsible for developing a transportation plan for its area and updating it periodically, for incorporation by the Authority into a countywide transportation plan consistent with the Expenditure Plan and the Ordinance authorized by the voters and as amended from time to time by the Authority.

(b) Each RTPC shall consist of Elected Officials from each City in the region as well as a member or members of the Board of Supervisors representing the unincorporated area within the region. RTPCs may also include planning commissioners from the Cities and/or County represented on such RTPC as well as members from the policy board of other public bodies such as transit organizations, the Metropolitan Transportation Commission and ports, airports, or other agencies concerned with transportation. For election or recall of Commissioners, only City and County Elected Officials shall vote, and each City and Board of Supervisors shall have one vote for each such action. Other voting rights and procedures of the RTPCs governing the conduct of their activities shall be determined by each such RTPC with the concurrence of the Authority. Robert's Rules of Order shall be observed in the conduct of all RTPC meetings.

(c) Each City RTPC member shall be appointed by the governing body of the City and in the case of Board of Supervisors' members, by the Board of Supervisors; provided, that the removal or resignation of any RTPC member who is a Commissioner shall not cause such Commissioner to be removed from the Board. Members from other public bodies and special interest groups shall be appointed by the RTPC and shall serve at the pleasure of the RTPC. Each RTPC shall, by vote of a majority of the members of such RTPC, elect a chair at its first meeting and thereafter from time to time as required.

(d) Citizens Advisory Committee. The CAC is a citizens' advisory committee to the Authority. The purpose of the citizens' advisory committee is to provide citizen perspective, participation and involvement in Authority policy development and implementation.

(1) Membership. Each of the Cities and the County shall appoint one member to the CAC. In addition, three (3) members shall be appointed by the Authority as "at large" members. Members shall be selected to reflect community and business organizations and interests within the County. Members shall not serve in a representative capacity with respect to their appointing authorities.

(2) Terms of Membership. Members shall be appointed for four (4) year terms. There shall be no limit on the number of consecutive terms which a member may serve. At the discretion of the respective appointing body, CAC members are subject to recall at any time.

(3) Subcommittees, Select Committees and Ad Hoc Committees. The CAC may create such subcommittees, select committees and ad hoc committees, and shall fix the membership and duties thereof, as it determines necessary or advisable to carry out its functions. Except as otherwise provided herein, such subcommittees, select committees and ad hoc committees shall be advisory only, and their recommendations and reports shall be made to the CAC.

(4) Growth Management Compliance Checklist Review Subcommittee. A Growth Management Compliance Checklist Review subcommittee may be created, and its members appointed from the CAC membership by the full membership of the CAC. The subcommittee, if constituted, shall be charged with responsibility for reviewing and making recommendations to the Authority and any appropriate standing committee of the Authority with respect to Growth Management Checklists which have been submitted to the Authority by the Cities and the County in accordance with requirements of Ordinance 88-01 (as amended). In the interest of meeting timetables established by the Authority for review of Growth Management Checklists by the subcommittee, the report and recommendations of the Growth Management Compliance Checklist Review subcommittee may be submitted directly by the subcommittee to the Authority and/or any appropriate Authority standing committee. In such event, the report and recommendation need not be reviewed or approved by the full membership of the CAC. In the event the full membership of the CAC reviews reports and

recommendations made by the subcommittee, such review shall comply with the Authority timetable for review of the Checklists.

(5) CAC Bylaws. The CAC may develop and adopt bylaws setting forth procedures for meetings, election of officers, attendance requirements, and other matters as necessary to facilitate CAC functions. Initial adoption of the bylaws, and subsequent approval of any amendments to the bylaws, requires a two-thirds (2/3) vote of the CAC members present and voting at any regular meeting of the CAC, and subsequent approval by the full Authority Board.

[Amended on October 18, 2006]

(e) Technical Coordinating Committee.

(1) The TCC provides advice on technical matters that may come before the Authority. Members also act as the primary technical liaison between the Authority and the RTPCs. The TCC reviews and comments on project design, scope and schedule; provides advice on development of priority transportation improvement lists for submittal to the MTC for projects proposed under the federal Intermodal Transportation and Efficiency Act (ISTEA) as well as the state Flexible Congestion Relief (FCR) programs; reviews and comments on the Strategic Plan of the Authority and amendments and revisions thereto; reviews and comments on the Authority's Congestion Management Program and amendments and revisions thereto; reviews RTPC Action Plans and the merging of such Action Plans to form the Countywide Transportation Plan; and reviews and comments on the Authority's Growth Management Plan Implementation Documents.

(2) The TCC's membership shall consist of 24 representatives, as follows:

(A) twelve members, three appointed by each of the RTPCs, and representing planning, engineering and transportation disciplines;

(B) three members appointed by the Board of Supervisors representing the planning and engineering disciplines;

(C) five members, one appointed by each of the San Francisco Bay Area Rapid Transit District, the Central Contra Costa Transit Authority, the Alameda-Contra Costa Transit District, the East Contra Costa Transit Authority and the West Contra Costa Transit Authority;

(D) one member appointed by the City County Engineering Advisory Committee; and

(E) three members, one ex-officio, non-voting member appointed by each of the California Department of Transportation, the MTC and the Bay Area Air Quality Management District.

(3) Appointments shall be for renewable terms of two (2) years. Terms shall expire on March 31 of each odd numbered year. The committee shall elect a chair and vice chair annually. The committee may form subcommittees for the purpose of dealing with major programmatic issues. The committee shall meet monthly; subcommittee meeting shall be scheduled as necessary.

(4) Each member, excluding non-voting members, shall have one vote on any matter to come before the committee for a vote; provided, that with respect to recommendations for including a project on the Capital Improvement Program list for ISTEA funding, each applicant which is represented on the committee for a project which is proposed to be included on the list shall be entitled to cast one vote on the list of projects to be recommended to the Authority.

(f) Growth Management Task Force. The Growth Management Task Force assists the PGA with the development and implementation of the growth and congestion management plans of the Authority. Membership of the Task Force consists of four members from CAC, one staff member from each RTPC and one staff member from the County. The Task Force shall make recommendations and comment on issues coming before it, but shall not vote. Actions of the Task Force shall be subject to approval by vote of the PGA.

[Amended on June 20, 1990; August 8, 1990; October 17, 1990; April 21, 1993, October 16, 1996; February 18, 2004; October 18, 2006]

104.4 Bonding Requirement. The officers or persons who have charge of, handle or have access to any property of the Authority shall be so designated and empowered by the Board. Each such officer or person shall be required to file an official bond with the Board in an amount which shall be established by the Board. The premiums on any such bonds attributable to the coverage required herein shall be expenses of the Authority.

104.5 Compensation. Compensation of employees, including the Executive Director, shall be as provided for from time to time by the Board in accordance with the Personnel and Salary Manual and Procedures which is Chapter 6 attached hereto; provided that the compensation of any such employee may be governed by contract approved by the Board pursuant to the Contract Policies and Procedures, Chapter 5 attached hereto. In accordance with Section 180109 of the Act, Staff salary and benefits shall not exceed one percent of the funds generated pursuant to the retail transactions and use tax authorized by the Ordinance. Compensation, benefits and related personnel matters are set forth more fully in Chapter 6 attached hereto.

104.6 Representatives.

(a) The Board shall have the authority to establish by resolution, representatives to the Authority, representing transportation and transit agencies and other entities interested or involved in transportation issues in Contra Costa. Each such person shall be referred to as a "Representative". Representatives shall have the following powers:

(1) the right to attend regular sessions of the Board and to participate in the discussion of matters brought before the Board for consideration;

(2) the right to attend regular committee meetings of the Planning and Government Affairs committee of the Board and to participate in the discussion of matters brought before such committee;

(3) the right to attend regular meetings of such other Board Committees and of such Standing and Advisory Committees as the Board may determine, and to participate in the discussion of matters brought before such committees.

(b) Each Representative shall be designated by the entity represented from among eligible candidates. Each such Representative shall be an Elected Official (i) elected to the Board of Supervisors of, or to the council of a town or city located within, the County, and appointed to the entity represented to the Authority, or (ii) elected to the legislative body of the entity represented to the Authority, and elected at large or to represent a district or ward of such entity which is located wholly or partially within the County. Each Representative shall have an alternate designated by the entity represented from among eligible candidates for Representative. Representatives shall hold office for a term of one year, subject to replacement by such Representative's alternate at the discretion of the Board if such Representative has been absent from four consecutive meetings of the Board.

(c) Representatives shall not be commissioners, and shall have none of the rights or powers of such commissioners except as expressly provided herein. Without limiting the generality of the foregoing, such Representatives shall not:

(1) have the right to vote with respect to any matter brought before the Board or any Board Committee or Standing or Advisory Committee;

(2) be counted for purposes of determining the number of persons attending any meeting for quorum or voting purposes;

(3) be eligible for election or appointment as an officer of the Authority;

(4) be entitled to attendance fees or other compensation for attendance at meetings of the Authority or any committee thereof;

(5) be entitled to attend or to otherwise participate in closed sessions of the Board or any committee thereof.

(d) The Board shall have the authority to establish such other conditions and limitations with respect to Representatives as it deems necessary or advisable.

[Amended on April 21, 1993]

ARTICLE V

CONTRACTS

105.1 In General. The Authority may enter into contracts of any nature whatsoever, including, but not limited to, contracts to indemnify and hold harmless, to employ labor, and to do all acts necessary and convenient for the full exercise of its powers. The Authority may contract with any public agency or with any entity, public or private, or person upon such terms and conditions as the Board finds are in the best interests of the Authority.

105.2 Contract Bids, Rejection of Bid and Purchase in Open Market. Pursuant to Section 180154 and subject to Section 180153 of the Act, contracts for the purchase of services, supplies, equipment and materials in excess of ten thousand dollars (\$10,000) shall be awarded to the lowest responsible bidder after competitive bidding, except in an emergency declared by the Authority. If, after rejecting bids received, the Authority determines and declares that, in its opinion, and it finds that the service, supplies, equipment or materials may be purchased at a lower price in the open market, the Authority may proceed to purchase these services, supplies, equipment or materials in the open market without further observance of provisions regarding contracts, bids or advertisements consistent with the contract procedures adopted by the Authority. Policies and procedures for contracts are set forth in Chapter 5 hereto.

[Amended on April 21, 1993]

105.3 Approval. Every contract shall be approved in accordance with the Contract Policies and Procedures attached hereto as Chapter 5.

105.4 Legal Preference; Minority and Women Owned Businesses; Application of Goals to Specific Projects. Pursuant to Section 18 of the Ordinance, and where feasible and allowed under applicable law, the Authority is to contract with Northern California organizations and businesses and to maximize contract opportunities for minority and women owned businesses. To the extent practicable, the Authority will utilize the minority and women owned business goals of the County for professional services contract awards and the goals of the lead agency with respect to construction projects contract awards.

105.5 Personal Property Purchases. The Executive Director may elect to use the Purchasing Agent of the County to purchase personal property for the Authority or may elect for the Authority to purchase such items directly, with the Executive Director exercising the powers of Purchasing Agent in accordance with the Contract Policies and Procedures of the Authority attached hereto as Chapter 5.

105.6 Agreements with Other Public Agencies and Procedures for Award of Cooperative Agreements. The Board may make and perform any agreement to join with any other agency, district, authority, city or county, in the planning, designing, financing, acquisition and construction of projects. The Authority may agree to provide services to or

obtain services from such other agencies, districts, authorities, cities or counties upon the approval of a majority of the members of the Board, pursuant to a written agreement.

ARTICLE VI

BUDGETS, REPORTS, INVESTMENTS AND DISBURSEMENTS

106.1 Annual Budget, Notice, Hearing and Adoption. Each year no later than the Authority's June meeting, the Board shall adopt by motion the Annual Budget(s) for the ensuing fiscal year. Approval of a majority of the Commissioners shall be required for adoption of the Annual Budget and any amendments thereto. In accordance with Section 180108 of the Act, notice of the time and place of a public hearing on the adoption of the Annual Budget shall be published pursuant to Section 6061 of the California Government Code not later than the 15th day prior to the date of the hearing. The proposed annual budget shall be available for public inspection at least 15 days prior to the hearing.

106.2 Project Budgets. In addition to the Annual Budget, the Board may, by motion, establish Project budgets at any time for the study, implementation or construction of any Project or any portion thereof authorized as a Project pursuant to the Expenditure Plan and Ordinance. Each Project budget shall include all Project costs specifically defined, including but not limited to the following:

- (a) Estimated administrative expenses (in excess of those budgeted in the Annual Budget) allocated to the Project during planning and construction;
- (b) Estimated costs of studies and planning for the Project;
- (c) Estimated costs of right of way acquisition; and
- (d) Estimated costs of the engineering and construction of the Project.

106.3 Purchases and Payment Procedures. Purchases and payment procedures shall be governed by Chapter 2 of this Administrative Code. A voucher system to be administered by the Authority for payment of Authority expenses shall also be established.

[Amended on April 21, 1993]

106.4 Books and Accounts. Full books and accounts shall be maintained by the Authority in accordance with practices established by, or consistent with, those utilized by the Controller of the State of California for like public entities.

106.5 Expenditures. The Board's approval of an Annual Budget shall be deemed approval of any expenditures made in accordance with the approved budget. All expenditures in excess of the designations and limitations of the approved Annual Budget shall be made only upon the approval of not less than a majority of the Commissioners after notice given in accordance with the provisions of Section 180108 of the Act for approval of the Annual Budget.

106.6 Reimbursement of Expenses. Expenditures for travel, conference, staff development and business-related activities and reimbursement of Commissioners and Authority employees for such expenditures shall be governed by the Travel, Conference, Staff Development and Business Expense Policy attached to this Code as Chapter 3.

[Amended on April 21, 1993]

106.7 Reports and Audits. The Executive Director or his designee shall cause to be prepared by an independent auditor, and shall submit to the Administrative Committee, the annual audit report required by Section 180105 of the Act, and any other financial reports requested by the Board. The Committee shall review the reports and submit them to the Board for approval.

[Amended on April 21, 1993]

106.8 Investment of Funds. All funds of the Authority will be invested in the manner and upon the conditions set forth in Government Code Section 53601, and the receipt, transfer or disbursement of such funds during the term of the Agreement shall be accounted for in accordance with generally accepted accounting principles applicable to governmental entities. There shall be strict accountability of all funds, and all revenues and expenditures shall be reported to the Board.

ARTICLE VII

CONFLICTS OF INTEREST

107.1 Adoption of Conflict of Interest Code. The Political Reform Act of 1974 (Government Code Sections 81000 et seq.) requires all public agencies to adopt and periodically review and update a Conflict of Interest Code. A Conflict of Interest Code is attached as Chapter 4 to this Code and shall constitute the Conflict of Interest Code for the Authority, subject to periodic review and approval by the Board of Supervisors pursuant to Government Code Sections 82011 and 87306.5.

[Amended on April 21, 1993]

107.2 Disclosure Statements. Pursuant to Section 403.1(b) of the Conflict of Interest Code, each designated employee shall file a Statement of Economic Interest disclosing that employee's interest in investments, real property, and income designated as reportable under the category to which the employee's position is assigned. A designated employee who files a statement under Government Code Sections 87200 et seq. shall also file a copy of such statement with the Board within 30 days thereafter.

107.3 Acceptance of Contributions.

(a) Pursuant to the Levine Act (Government Code Section 84308), no Commissioner shall accept, solicit, or direct a contribution of more than two hundred fifty dollars (\$250), from any party, or his or her agent, or from any participant, or his or her agent, while a proceeding involving a license, permit, or other entitlement for use is pending before the Authority and for three months following the date a final decision is rendered in the proceedings. For purposes of this section, a "party" means any person who files an application for, or is the subject of, a proceeding involving a license, permit, or other entitlement for use; and a "participant" means any person who is not a party but who actively supports or opposes a particular decision in a proceeding involving a license, permit or other entitlement for use and who has a financial interest in the decision as described in Article 1 (commencing with Section 87100) of Chapter 7 of the Government Code. A person actively supports or opposes a particular decision in a proceeding if he or she lobbies in person the Commissioners, or employees of the Authority, testifies in person before the Authority, or otherwise acts to influence the Commissioners. For purposes of this section, "license, permit or other entitlement for use" means all business, professional, trade or land use licenses and permits and all other entitlements for use, including all entitlements for land use, all contracts (other than competitive bid, labor, or personal employment contracts), and all franchises; and "contribution" includes contributions to candidates and committees in federal, state and local elections.

(b) Prior to rendering any decision in a proceeding involving a license, permit or other entitlement for use pending before the Authority, each Commissioner who

received a contribution within the preceding twelve (12) months in an amount of more than two hundred fifty dollars (\$250) from a party or from any participant shall disclose that fact on the record of the proceeding. No Commissioner shall make, participate in making, or in any way attempt to use his or her official position to influence the decision in a proceeding involving a license, permit, or other entitlement for use pending before the Authority if the Commissioner has willfully or knowingly received a contribution in an amount of more than two hundred fifty dollars (\$250) within the preceding twelve (12) months from a party or his or her agent, or from any participant, or his or her agent, provided, however, that the Commissioner knows or has reason to know that the participant has a financial interest in the decision, as that term is defined with respect to public officials in Article 1 (commencing with Section 87100) of Chapter 7 of the Government Code.

If a Commissioner receives a contribution which would otherwise require disqualification under this section, returns the contribution within 30 days from the time he or she knows, or should have known, about the contribution and the proceeding involving a license, permit, or other entitlement for use, he or she shall be permitted to participate in the proceeding.

(c) A party to a proceeding before the Authority involving a license, permit, or other entitlement for use shall disclose on the record of the proceeding any contribution in an amount of more than two hundred fifty dollars (\$250) made within the preceding twelve (12) months by the party, or his or her agent, to any Commissioner. No party, or his or her agent, to a proceeding involving a license, permit, or other entitlement for use pending before the Authority and no participant, or his or her agent in the proceeding shall make a contribution of more than two hundred fifty dollars (\$250), to any Commissioner during the proceeding and for three months following the date a final decision is rendered by the Authority in the proceeding. When a closed corporation is a party to, or a participant in, a proceeding involving a license, permit, or other entitlement for use pending before the Authority, the majority shareholder is subject to the disclosure and prohibition requirements specified in subdivisions (a) and (b) above.

(d) Nothing in this section shall be construed to imply that any contribution subject to being reported under the Political Reform Act of 1975 shall not be so reported.

[Amended on December 5, 1990; April 21, 1993]

ARTICLE VIII

ALLOCATION OF RELEASED FUNDS; ALLOCATION OF EXCESS FUNDS; TERMINATION AND DISPOSITION OF ASSETS

108.1 Allocation of Released and Excess Funds. Released and excess funds shall be allocated in the manner provided for under Sections 22 and 23 of the Ordinance.

108.2 Termination. Upon expiration of the retail transaction and use tax approved by the electors, the Authority shall continue to exist for the purposes of completion of any Projects and the performance of its functions as Congestion Management Agency, the payment of debt service with respect to Bonds which have been issued and satisfaction of other covenants contained in the resolution and trust indenture relating to said Bonds, reimbursement owed to financial institutions which have secured said Bonds or other parties advancing funds to the Authority and satisfaction of other covenants contained in reimbursement agreements with such financial institutions, disposing of all claims, distribution of assets and all other functions necessary to conclude the affairs of the Authority.

[Amended on April 21, 1993]

108.3 Distribution of Property and Funds. In the event of the termination of the Authority:

(a) Any property interest remaining in the Authority following the discharge of all obligations shall be disposed of as the Board shall determine.

(b) Any funds remaining following the discharge of all obligations shall be disposed of in the manner provided for allocation of excess funds set forth in Section 108.1 hereof.

ARTICLE IX

MISCELLANEOUS

109.1 Partial Invalidity. If any one or more of the terms, provisions or sections hereof shall to any extent be adjudged invalid, unenforceable, void or voidable for any reason whatsoever by a court of competent jurisdiction, each and all of the remaining terms, provisions and sections shall not be affected thereby and shall be valid and enforceable to the fullest extent permitted by law.

109.2 Interpretation of Sections Which Are Based on Provisions from Other Statutes, Applicable Ordinances or Codes. Sections of this Code which are based upon or which paraphrase provisions of other statutes, ordinances or codes have been included herein for reference purposes only. In the event of conflict between the provision of any such statute, ordinance or code and this Code, the provision of the statute, ordinance or code shall in all events control, and no section of this Code shall change or modify any such statute, ordinance or code.

109.3 Policies and Procedures. The policies and procedures attached hereto as Chapters 2 through 7 to this Code, unless otherwise expressly provided, constitute a part of this Code and have the same force and effect as Chapter 1 of this Code and shall be adopted and modified by action of the Board in the manner set forth in section 109.4 below. To the extent that there is an inconsistency between a provision of this Chapter 1 of this Code and the provision of any policy or procedure, the provision of this Chapter 1 prevails.

109.4 Adoption and Amendment. This Code has been adopted, and, except as otherwise expressly provided herein or in the Act, the Ordinance or the Expenditure Plan, may be amended by a vote of a majority of the Commissioners in the manner provided for adoption of any ordinance of the Authority.

[Amended on April 21, 1993]