



Citizen Watchdog Committee Meeting

Monday, January 14, 2007
 ACTIA Offices at 1333 Broadway, Suite 300, Oakland

1333 Broadway
 Suite 300
 Oakland, CA 94612

Telephone:
 510/893-3347

Facsimile:
 510/893-6489

Webpage:
www.ACTIA2022.com

****NOTE EARLIER TIME FOR PRE-MEETING REVIEW SESSION****

5:30 to 6:30 PM – Audit and Compliance Report Review Session

(These reports are available for CWC members to review and become familiar with.
 ACTIA staff has not reviewed these reports and will not be able to answer questions regarding content)

6:30 PM to 8:30 PM – Regular Meeting

AGENDA

(Full Packet Available at www.actia2022.com)

Henry Chang, Jr., Chair
 Vice Mayor, City of Oakland

Alice Lai-Bitker, Vice-Chair
 Supervisor, District 3

Keith Carson
 Supervisor, District 5

Nora Davis, Mayor
 City of Emeryville

Mark Green
 Mayor, City of Union City

Scott Haggerty
 Supervisor, District 1

Marshall Kamena
 Mayor, City of Livermore

Janet Lockhart
 Mayor, City of Dublin

Nate Miley
 Supervisor, District 4

Gail Steele
 Supervisor, District 2

Anthony Santos
 Mayor, City of San Leandro

Christine Monsen
 Executive Director

5:30 - 6:30 pm	Audit and Compliance Report Review Session	I/D
6:30 - 6:45 pm	1) Welcome & Introductions	I/D
	a) Public Comment	I/D
	b) Approval of November 12, 2007 Minutes	I/A
	<i>(Attachment A – PAGE ?)</i>	
6:45 - 6:55 pm	2) Annual Audit and Compliance Report Status	I/D
	<i>(Handout at meeting)</i>	
6:55 - 8:00 pm	3) Project/Program/Finance Presentation	I/A
	a) Staff presentation on status of projects, programs and finance <i>(Presentation will be a handout. Projects and Programs Update – Attachment B – PAGE ?)</i>	
8:00 - 8:15	4) Discussion of Annual Report Distribution	I/D
	<i>(Attachment C – PAGE ?)</i>	
8:15 - 8:25	5) CWC Member Reports	I/D
	a) Reports on Outreach	
	b) Issues Identification	
8:25 - 8:30 pm	6) Staff Update	
8:30 pm	7) Adjournment/Next Meeting: March 10, 2008	

Key: I/D - Information/Discussion Item I/A - Information/Action Item

Attachments:

- Attachment A – November 12, 2007 Meeting Minutes – **Page 1**
- Attachment B – Projects and Programs Update – **Page 5**
- Attachment C – Annual Report Distribution– **Page 29**
- Attachment D – CWC Issues Identification Form– **Page 32**
- Attachment E – CWC Bylaws – **Page 35**
- Attachment F – CWC Calendar – **Page 46**
- Attachment G – CWC Roster – **Page 48**

Location Information: ACTIA is located in Downtown Oakland City Center at 1333 Broadway, Suite 300. It is easily accessible by all transportation modes. The office is just a few steps away from the 12th Street/City Center BART station.

Members of the public may address the Committee regarding any item, including an item not on the agenda. Please fill out a speaker card and submit it to the Chair or Vice-Chair. Time limitations will be at the discretion of the Chair. Meetings are wheelchair accessible. Please do not wear scented products so that individuals with environmental sensitivities may attend. Call 893-3347 (Voice) or 834-6754 (TTD) to request a sign-language interpreter. Five days notice requested. All items on the Agenda are subject to action and/or change by the Committee. The order of items may be changed by the Chair.

Attachment A
November 12, 2007 Meeting Minutes

**ALAMEDA COUNTY TRANSPORTATION IMPROVEMENT AUTHORITY
CITIZENS WATCHDOG COMMITTEE (CWC)**

DRAFT Meeting Minutes for November 12, 2007

CWC Members present: Robert Raburn, Joan Braun, Tom Dlugosh, Bob Piper, Catherine Souders-Mahanpour, Jeffery Skahill, Hale Zukas

Staff present: Christine Monsen, Art Dao, Anees Azad

Guests present: Pat Piras, Ken Ross, AJ Majors

The meeting was called to order at 6:45 PM.

1. Approval of July 9, 2007 Minutes:

A motion was made by Bob Piper and seconded by Jeffery Skahill to accept the minutes from July 9, 2007 as presented. A vote was taken, and the motion carried unanimously.

2. Presentation by ACTIA Auditor

AJ Majors of Vavrineck, Trine, Day, & Co. was introduced by Anees Azad. The audit focused on ACTIA's procurement process. Mr. Majors reviewed the results of the audit. The unqualified audit was reported as a "clean audit," specifically pertaining to internal controls and legal compliance related to financial reporting. Mr. Majors thanked staff for their assistance and cooperation, and congratulated them for getting clean opinions on the audit. The Internal Audit Report was included in the CWC agenda packet. The audit's limitations worksheet was also included and revealed a clean opinion. Mr. Majors then explained the process by which to verify that ACTIA is compliant with the 1% and 4.5% cost limitations mandated in the Expenditure Plan.

Mr. Majors answered CWC questions regarding new audit requirements expected for next year, rotation of auditors, and potential areas for improvement. He noted that the process for determining problem areas and that ACTIA had a few minor things to address, but that staff had been forthright. In response to an inquiry about the rationale of rotating auditors, Christine Monsen noted that the Board wanted a different set of eyes to review the documents. AJ Majors concurred that this practice is standard among auditors, and also noted that a new set of eyes may cause a deeper look and allow the auditor to identify better ways to more effectively do the work.

Robert Raburn stated a comment made at the Board meeting regarding the 1% and 4.5% cost caps, noting that costs were getting close to the cap. Anees Azad replied explaining how ACTIA's prepaid pension liability affects final financial

figures. AJ Majors concurred, and Chair Raburn noted that ACTIA is well within its financial limits.

Anees Azad then answered inquiries regarding the risk of a 1% cap, and the PERS contribution costs and liabilities. Regarding an inquiry from James Paxson about including the positive value of the current PERS system, AJ Majors noted that the audit cannot give an opinion on projections. JoAnn Lew suggested that the CWC receive quarterly updates on this matter, to which Christine Monsen noted that ACTIA currently does quarterly reports to the Board, and that the information is available to CWC. Also noted was that PERS prefers that unfunded liability not be paid in advance.

Robert Raburn noted that the overall goal is transparency, and that the committee is looking closely at these funds nonetheless. AJ Majors replied to Hale Zukas' question, that the total cost of the audit is \$45,000 - \$65,000; 35% for ACTA and 65% for ACTIA.

3. CWC Annual Report Summary of Publications

Tess Lengyel reported the results of the distribution and costs associated with the CWC's annual report. The final cost was \$33,191.33.

CWC members complimented staff on the production of the Annual Report, and noted that they are eager to know good additional methods for providing information similar to ACTIA's LBE/SLBE outreach and CAC's Town Hall Open House outreach.

4. Program Compliance Review Process

5. CWC Member Reports

Robert Raburn introduced the issue of the I-580 Corridor Improvements project as addressed in CWC's issues identification process by providing background regarding the Board's action in March 2007 of "reallocation" and the effects of the Regional Rail Plan. Chair Raburn requested that the Committee review and determine an action to take to the Board. James Paxson noted that a key issue was the determination of whether "reallocation" was a correct allocation by the Board. Mr. Paxson noted consensus that studies are allowable in the Expenditure Plan, but unclear whether the board should consider reallocating funds for studies since they are allowable, especially in relation to the Regional Rail Plan, which is new information.

The Ad Hoc committee did not make a determination as to whether the committee addressed the question of if the Board took an inappropriate action. Bob Piper stated that the issue of "correct" use of funds was not addressed

("dodged" is the term in your notes, Tess.) , and noted that the Board does not have other information in hand regarding project implementation for the BART extension. Mr. Piper added that no one has _____ to studies. James Paxson stated that the Board(?) needs to show that there are two options defined in the Regional Rail Plan.

Robert Bonta stated that it is not for the CWC to make allegations of correct expenditures, but rather to make recommendations. James Paxson replied that he thinks it is CWC's role, especially when circumstances changed, and that the focus should be on the lightest and best use (unclear here). Mr. Paxson added that things have changed since when the Board addressed this. Robert Raburn noted that _____ clarified broad categories of expenditures in the Expenditure Plan and that those are "sacred;" given recent developments, it added more emphasis to ask the Board to change.

JoAnn Lew asked what would happen if the CWC did not make a statement on the matter or take any action. Robert Raburn replied that some Board members could recognize this, and clarified that in the Expenditure Plan identify specifically where funds need to be spent, and that moving to highway does not make sense.

James Paxson stated that if BART was built, the free would need to be moved, and that what the Board did was acceptable, _____ funding protect.

Robert Bonta inquired as to the standard by which CWC evaluates. Christine Monsen and Art Dao replied by providing overview of the March Board meeting, durin which it was addressed congestion in the I-580 corridor, and that ... List unclear.

It was noted that delay in preserving the right of way would result in development extending to the edge of the freeway, and that implementing the project prior to development would keep it less expensive. Zone 7... Unclear.

Christine Monsen also reviewed Expenditure Plan interpretation, walked through the new _____ date, the Expenditure Plan language, TCRP funds for studies, and the Regional Rail Plan.

Joyce Roy stated that the CWC is mandated not only to look at possible misuse of funds and to look at the spirit of proposals. She added that she does not like that some funds could be used for right of way and not studies.

Art Dao noted that the costs of BART in the median to Livermore would be \$1.4 billion to \$2 billion. Measure B would contribute \$11 million. Mr. Dao also answered a CWC inquiry, stating that ACTIA does not have estimates for the cost of an alternative BART alignment, but still needs right of way. Robert Raburn proposed changes to the recommendation, and Robert Piper noted that some

members of the subcommittee viewed the Board's action as an inappropriate use of funds, and that there are procedures on how to reallocate funds which were not used. Mr. Piper added that Liver does not want its downtown torn up due to construction, and that is why the PAC chose to have the alignment go in the median. **Study something else for multimodal.. (???)**

Joan Braun stated that it does not seem like a realistic plan for a BART extension, and asked how likely it is for the money to actually be used for transit versus highway which is actually moving forward. **Betsy Cooley stated that the recommendations do not set out clearly what the problems are and what is really being recommended.**

Jeffery Skahill asked what staff would do if the CWC abandoned the discussion. Christine Monsen replied that staff is looking at what studies are needed. Staff's recommendation would be to purchase the right of way at a particular area, then complete the environmental documents to get consensus on what the alignment would be. The remaining question is whether ACTIA should purchase right of way now to save future costs. **Now with the Regional Rail Plan, perhaps it is not necessary to spend all of the funds but just use a portion for now.**

Discussion ensued regarding the wording of the CWC recommendation on this issue. Hale Zukas noted that he would send a letter. The final recommendation is included as Appendix A at the end of these minutes.

6. Staff Report

7. Adjournment / Next Meeting

Meeting adjourned at 8:30 pm.

Next meeting is January 14, 2008, at 6:30 pm at ACTIA.

Attachment B

Projects and Programs Update

Attachment C
Annual Report Distribution

Attachment D

Issues Identification Form

CITIZENS WATCHDOG COMMITTEE ISSUES FORM

**Alameda County Transportation Improvement Authority
426 17th Street, Suite 100
Oakland, California 94612
Voice: 510-893-3347 Fax: 510-893-6489**

The CWC is required to review all Measure B expenditures. This form allows formal documentation of potential issues of concern regarding expenditure of Measure B funds. A concern should only be submitted to the CWC if an issue is directly related to the potential misuse of Measure B funds or non-compliance with ACTIA agreements or the Expenditure Plan approved by voters. This form may be used only by acting CWC members.

What is your name and e-mail address?

What governmental agency are you raising a concern about? (Include name of agency and all individuals)

What is the governmental agency's address and phone number?

Which one of the following ACTIA Measure B expenditures is this concern related to:
(Please check one)

- Capital Project Program Program Grant ACTIA Administration

Please explain the nature of your concern and how you became aware of it providing as many details as you can, including the name of the project or program, dates, times, and places where the issues you are raising took place. (Use additional sheets of paper if necessary)

Action taken. Please list other persons or agencies you have contacted in attempt to more fully understand this issue and any actions you have taken yourself.

Attachment E

CWC Bylaws

**BYLAWS
of
THE CITIZENS WATCHDOG COMMITTEE
for the
ALAMEDA COUNTY TRANSPORTATION IMPROVEMENT AUTHORITY**

Article 1. Definitions

- 1.1 “Alameda County Transportation Improvement Authority” or “ACTIA” means the governmental agency established to carry out Measure B.
- 1.2 “ACTIA Board” means the governing board of the Alameda County Transportation Improvement Authority, composed of 11 Alameda County officials.
 - 1.2.1 All five members of the Alameda County Board of Supervisors.
 - 1.2.2 Three representatives appointed by the Alameda County Mayors’ Conference from among the cities of Hayward, Fremont, Newark, Union City, Pleasanton, Livermore and Dublin.
 - 1.2.3 Two representatives appointed by the Alameda County Mayors’ Conference from among the cities of San Leandro, Oakland, Alameda, Albany, Berkeley, Emeryville and Piedmont.
 - 1.2.4 One representative designated by the Mayor of Oakland.
- 1.3 “Appointing Party” means (i) each of the individual members of the Alameda County Board of Supervisors, (ii) the Alameda County Mayors’ Conference, and (iii) the seven organizations mentioned in Section 3.1 below.
- 1.4 “At-Large Member” means one of the ten CWC members representing supervisorial districts as described in Section 3.1.1 below.
- 1.5 “Brown Act” means California’s open meeting law, the Ralph M. Brown Act, California Government Code, Sections 54950 *et seq.*
- 1.6 “CWC” means the Citizens Watchdog Committee.
- 1.7 “Expenditure Plan” means the 20-year plan contained in Measure B for expending Measure B Tax revenues, approved by the voters in 2000, and implemented in 2002, as amended from time to time by the ACTIA Board.

- 1.8 “Executive director” means the chief executive staff member of ACTIA who reports directly to the ACTIA Board.
- 1.9 “Fiscal Year” means July 1 through June 30.
- 1.10 “Measure B” means the measure approved by the voters of Alameda County in 2000 and implemented in 2002, as amended from time to time by the ACTIA Board, that continues the half-cent sales tax for transportation Projects and Programs.
- 1.11 “Measure B Tax” means the half-cent sales tax for the transportation Projects and Programs set forth in the Expenditure Plan, in effect from April 1, 2002 through March 31, 2022.
- 1.12 “Organizational Meeting” means the annual regular first meeting following the commencement of the term of office for the At-Large Members or anniversary thereof, as the case may be, generally the first meeting of the second quarter of the Fiscal Year.
- 1.13 “Organizational Member” means one of the seven CWC members representing organizations as described in Section 3.1.2 below.
- 1.14 “Program” means a transportation or transportation-related program specified in the Expenditure Plan for funding on a percentage-of-revenues basis.
- 1.15 “Project” means transportation and transportation-related construction projects specified in the Expenditure Plan for funding in the amounts allocated in the Expenditure Plan.

Article 2. CWC Purpose and Responsibilities

- 2.1 CWC is appointed pursuant to Measure B to review all expenditures of ACTIA and to report directly to the public.
- 2.2 The specific CWC responsibilities mentioned in the Expenditure Plan are:
 - 2.2.1 To hold public hearings and issue reports, on at least an annual basis, to inform Alameda County residents how the funds raised by the Measure B Tax are being spent.
 - 2.2.2 To review reports by the independent auditor of ACTIA and to comment on the audit reports.
 - 2.2.3 To publish an annual report and any comments concerning the audit report in local newspapers and to make copies of the report available to the public at large.
- 2.3 Additional responsibilities include:

- 2.3.1 Communicating from time to time to the ACTIA Board by resolution suggestions and concerns pertinent to the administration and expenditure of Measure B funds.
- 2.3.2 Communicating as necessary to recommend that an Appointing Party appoint a new member when there is a vacancy or upcoming end of term.

Article 3. Members

- 3.1 Number and Classification of Members. CWC shall consist of 17 members.
 - 3.1.1 Ten members shall be at-large, two each representing the five supervisorial districts in Alameda County, one of the two nominated by a member of the Board of Supervisors and one of the two selected by the Alameda County Mayors' Conference.
 - 3.1.2 Seven of the members shall be nominated by the seven organizations specified in the Expenditure Plan, viz., Alameda County Taxpayers' Association, Sierra Club, Alameda County Labor Council, Alameda County Economic Development Alliance for Business, Alameda County Paratransit Advisory Panel, East Bay Bicycle Coalition, and League of Women Voters.
- 3.2 Qualification for Membership. Each CWC member shall be a resident of Alameda County. A CWC member shall not (a) be an elected official at any level of government; or (b) be a public employee of any agency that oversees or benefits from the proceeds of the Measure B Tax, or (c) have any economic interest in any Project or Program.
- 3.3 Selection of Members.
 - 3.3.1 Each Member of the Alameda County Board of Supervisors shall select one At-Large Member to represent his or her supervisorial district.
 - 3.3.2 The Alameda County Mayors' Conference shall select one At-Large Member to represent each of the five supervisorial districts.
 - 3.3.3 Each organization listed in Section 3.1.2 above shall, subject to approval by the ACTIA Board, select one Organizational Member.
- 3.4 Term of Membership.
 - 3.4.1 An At-Large Member shall serve a two-year term and until his or her successor is appointed and qualified. No At-Large Member shall serve more than three two year terms.

3.4.2 An Organizational Member shall serve at the pleasure of his or her respective Appointing Party.

3.5 Termination of Membership.

3.5.1 A CWC member's membership shall automatically terminate on the occurrence of any of the following:

3.5.1.2 The member voluntarily resigns by written notice to the CWC chair with copies to the Executive Director and the CWC.

3.5.1.2 The term of an At-Large Member expires and his or her successor is appointed and qualifies.

3.5.1.3 The member fails to continue to meet the qualifications for membership.

3.5.1.4 The member dies.

3.5.2 CWC may by duly adopted resolution recommend that an Appointing Party remove and replace a member appointed by that party upon the occurrence of any of the following:

3.5.2.1 The member is declared of unsound mind by a final order of court or convicted of a felony.

3.5.2.2 The member fails to attend at least one-half of CWC meetings within any six-month period.

3.5.2.3 Other good cause shown.

3.6 Vacancies. An Appointing Party shall have the right to appoint (subject to approval by the ACTIA Board in the case of an Organizational Member) a person to fill the unexpired term of any vacant member position on CWC. CWC shall be responsible for notifying an Appointing Party of such vacancy and for urging expeditious appointment of a new member, as appropriate.

Article 4. Meetings

4.1 Open and Public; Public Comment. All meetings of CWC shall be open and public. CWC may meet in a session closed to the public only for purposes permitted by the Brown Act. Public comment shall be allowed at all CWC meetings. Comments by a member of the public shall be limited to five minutes. In the discretion of the chair, the time limit may be increased or reduced, but not to less than two minutes.

- 4.2 Regular Meetings. CWC shall have a regular meeting at least once per quarter. Prior to each Organizational Meeting, the outgoing chair shall cause all members to be canvassed as to their available meeting times and shall recommend the day and time that best accommodates the schedules of all members, giving due regard to accommodating the schedule of any continuing member who has missed meetings due to a conflict in the prior year. Annually, at the Organizational Meeting, CWC shall establish by resolution the schedule of regular meetings for the ensuing year. Meeting dates and times may be changed and additional regular meetings scheduled during the year by action of CWC.
- 4.3 Public Hearing. At least annually, prior to publication of CWC's annual report, CWC shall conduct a public hearing on a draft of the CWC annual report. Each public hearing shall be conducted as part of a regular meeting.
- 4.4 Special Meetings. Special meetings may be called by the chair or by a majority of the members requesting the same in writing given to the chair, with copies to the vice chair and the Executive Director, specifying the matters to be considered at the special meeting. The chair or vice chair shall cause notice of a special meeting stating the matters to be considered to be given to all CWC members and posted and published in accordance with Section 54956 of the Brown Act, at least 24 hours prior to any special meeting.
- 4.5 Agenda.
- 4.5.1 Only matters set forth on a posted and published agenda may be discussed or acted upon at a meeting.
- 4.5.2 Items for a regular agenda may be submitted by any member not later than three weeks prior to the meeting or at such later time as may be permitted by the chair. Supporting material for an agenda item shall be submitted at the same time. The chair and vice chair shall review and approve the final agenda in advance of distribution and posting.
- 4.5.3 The agenda for a regular meeting shall be posted not less than 72 hours prior to the meeting; the agenda for a special meeting shall be posted not less than 24 hours prior to the meeting. Copies of the agenda, with supporting material and the prior meeting minutes, shall be mailed to members and any other interested parties who request it, not later than the time the agenda is required to be posted CWC shall also endeavor to have the agenda posted on the ACTIA website, provided at the meeting, and otherwise made widely available.
- 4.5.4 Every agenda shall include the following items:
- 4.5.4.1 Change of date, time, or place of a future meeting and scheduling of additional meeting(s).

- 4.5.4.2 Review of member attendance and recommendations to remove members for excessive absences.
- 4.5.4.3 Provision for members of the public to address CWC.
- 4.6 Adjournment; Continuance. CWC may adjourn any regular, adjourned regular, special or adjourned special meeting, or continue a public hearing or continued public hearing, to a time and place specified in the resolution of adjournment or continuance, as the case may be. Less than a quorum may so adjourn or continue from time to time. If all members are absent from any regular or adjourned regular meeting, the chair may declare the meeting adjourned to a stated time and place and he or she shall cause a written notice of the adjournment or continuance to be given in the same manner as provided in Section 4.4 for special meetings. A notice of adjournment shall be conspicuously posted on or near the door of the place where the regular, adjourned regular, special or adjourned special meeting, or public hearing or continued public hearing was held within 24 hours after the time of the adjournment or continuance. When a regular or adjourned regular meeting is adjourned as provided in this section, the resulting adjourned regular meeting is a regular meeting for all purposes. When a resolution of adjournment of any meeting fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified by resolution for regular meetings.
- 4.7 Quorum. The presence in person or by communications equipment in accordance with Section 4.9 of a majority of the members entitled to vote at the meeting shall constitute a quorum for the transaction of business. The number of "members entitled to vote" shall not include any vacancies. Every act or decision done or made by the majority of the members present at a meeting duly held at which a quorum is present shall be regarded as the action of CWC. Members present at a duly called or held meeting at which a quorum is present may continue to discuss agenda items until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum, but no action may be taken without a quorum present.
- 4.8 Place of Meetings. Meetings of CWC shall be held at any place within Alameda County designated by resolution of CWC or, if no such place has been designated, at the offices of ACTIA. Meeting locations shall be accessible in compliance with the Americans with Disabilities Act of 1990 (41 U.S.C., Section 12132) or regulations promulgated there under, shall be accessible by public transportation, and shall not be in any facility that prohibits the admittance of any person, or persons, on the base of race, religious creed, color, national origin, ancestry, or sex, or where members of the public may not be present without making a payment or purchase.
- 4.9 Meetings Using Communications Equipment. Members of CWC may participate in a meeting through use of conference telephone or other communications equipment. Participation in a meeting using such equipment constitutes presence in person at that meeting provided that:

- 4.9.1 Each CWC member participating in the meeting can communicate with all of the other members concurrently ; and
- 4.9.2 Each CWC member is provided the means of participating in all matters before CWC including the capacity to propose, or to interpose an objection, to a specific action to be taken by CWC; and
- 4.9.3 Each CWC member is provided the means of participating in the meeting other than at the place designated for the meeting complies with all open access and other requirements set forth in the Brown Act (California Government Code, Section 54953); and
- 4.9.4 CWC adopts and implements some means of verifying both of the following:
 - 4.9.4.1 A person communicating by telephone, electronic video screen, or other communications equipment is a member entitled to participate in the CWC meeting; and
 - 4.9.4.2 All statements, questions, actions or votes were made by that member and not by another person not permitted to participate as a member.

Article 5. Officers

- 5.1 **Officers.** The officers of CWC shall be a chair and a vice-chair, and such other officers as CWC may designate from time to time. Each officer must be a duly appointed member of CWC. No member may hold more than one office.
- 5.2 **Election of Officers.** Officers shall be elected by the members annually at the Organizational Meeting. Officers shall serve at the pleasure of CWC. An individual receiving a majority of votes shall be deemed to have been elected, and shall assume office at the meeting following the election, unless elected to fill a vacancy in which case the newly-elected officer shall assume office immediately.
- 5.3 **Removal and Resignation of Officers.** Any officer may be removed, either with or without cause, by CWC. Any officer may resign from office (without resigning from CWC) at any time by giving written notice to the CWC chair, with copies to the CWC vice-chair and the Executive Director. A resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, acceptance of the resignation shall not be necessary to make it effective.
- 5.4 **Vacancies in Offices.** A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these bylaws for regular election to that office.

- 5.5 Chair. The chair shall preside at all meetings of CWC, shall make regular reports to the ACTIA Board, and shall serve as an ex officio member of all committees except a nominating subcommittee, if there be one.
- 5.6 Vice Chair. In the absence or disability of the chair, the vice chair shall perform all the duties of, have all the powers of, and be subject to all the restrictions upon, the chair. The vice chair shall have such other powers and perform such other duties as from time to time may be prescribed to him or her respectively by the CWC, the bylaws, or the Chair.

Article 6. Subcommittees

- 6.1 Establishment. CWC may establish subcommittees when and as necessary or advisable to make nominations for office of CWC, to develop and propose policy on a particular issue, to conduct an investigation, to draft a report or other document, or for any other purpose within the purview of CWC. CWC shall have no standing subcommittees.
- 6.2 Subcommittee Membership. CWC members shall be appointed to subcommittees by CWC, or by the chair, if CWC delegates the appointment of a particular subcommittee to the chair. No subcommittee shall have fewer than three members nor shall a subcommittee have sufficient members to constitute a quorum of CWC. The members of a subcommittee shall elect a chair from among their number.

Article 7. Records and Notices

- 7.1 Minutes. CWC shall cause to be kept at the offices of ACTIA a book of minutes of all meetings and actions of CWC and its subcommittees with the time and place of holding, the names of those present at CWC meetings and subcommittee meetings, and the proceedings.
- 7.2 Roster; Attendance Records. CWC shall cause to be kept at the offices of ACTIA a roster of members and a record of member attendance.
- 7.3 Notices. The CWC chair shall cause notice of all meetings of the members required by the bylaws or by law to be given. Notices shall be in writing and shall be given by posting. The chair shall endeavor to cause meeting notices also to be given to CWC members by personal delivery, telecopier, US Mail, or E-mail, and any other notice required or permitted to be given under these bylaws may be given by any of these means.

Article 8. General Matters

- 8.1 Rules of Order. The rules contained in the _____ edition of "Robert's Rules of Order" shall govern the proceedings of CWC and subcommittees thereof to the extent that the person presiding over the proceeding determines that such formality is required

to maintain order and make process and to the extent said rules are not inconsistent with these bylaws or the Brown Act.

- 8.2 **Public Statements.** No member of CWC may make public statements on behalf of CWC without authorization by affirmative vote of CWC, except the chair, or in his or her place the vice chair, when making a regular report of CWC activities and concerns to the ACTIA Board. This does not include presentations about the committee to city councils, which all CWC members have a responsibility to make.
- 8.3 **Expenses.** CWC members shall be entitled to a per diem stipend for meetings attended in amounts and in accordance with policies established by the ACTIA Board.
- 8.4 **Financial Interest.** Each CWC member shall in a timely manner prepare and file with ACTIA a statement of financial interest in the form required by law.
- 8.5 **Conflict.** In the event these bylaws conflict with any provision of Measure B or the Brown Act, the conflicting provision in Measure B or the Brown Act shall prevail. In the event these bylaws conflict with resolutions or motions of the ACTIA Board, the resolutions or motions of the ACTIA Board shall prevail, except to the extent the conflict involves the ability of CWC to carry out its independent review obligations required by Measure B.
- 8.6 **Amendments.** These bylaws may be amended, repealed or altered, in whole or in part, by a resolution adopted at a duly-constituted CWC meeting at which a quorum is present.
- 8.7 **Member Materials.** Before the first meeting of a new member's term, the chair shall provide or cause to be provided to the new member a copy of each of the following, together with such other materials as the chair may deem advisable for a new member to have: a roster of CWC members; a roster of ACTIA Board members; Measure B; these bylaws, as amended to date; the Brown Act as then in effect; the most recently published CWC annual report; and minutes, whether approved or not, of the most recent regular CWC meeting and any special CWC meetings held after the most recent regular meeting.

Certificate of Chair

I am the duly elected chair of Citizens Watchdog Committee for the Alameda County Transportation Improvement Authority ("CWC") and I hereby certify that the foregoing is a true and correct copy of the bylaws of CWC as of _____, 20__.

Attachment F

CWC Calendar

FY 2007/2008 Calendar of CWC Meetings and Activities

CWC meets quarterly on the second Monday from 6:30 to 8:30 p.m. at the ACTIA offices

July 9, 2007 CWC Meeting

- CWC holds public hearing on its draft report
- CWC addresses comments from the public
- CWC Finalizes Annual Report and Publishes Election of Officers
- Approval FY 06/07 annual calendar
- Review and approval of Bylaws
- CWC Goal Establishment
- Send letter to Jurisdictions reminding them of keeping CWC informed on projects/programs

November 12, 2007 CWC Meeting

- ACTIA audit and internal presentation
- Project sponsor presentations – if requested

January through March Activities

- CWC members visit city councils and agencies receiving Measure B funds throughout Alameda County to introduce the CWC and its role, activities to date and needs from the recipient agencies

January 7, 2008 CWC Meeting

- Sponsor audits – forwarded to CWC without any staff analysis
- Projects, Programs and Financial Overview/Update
- Project sponsor presentations – if requested

March 10, 2008 CWC Meeting

- Summary of Sponsor Audits/Programs – Report Card to CWC
- Approve Draft Annual Report Outline
- Budget update
- Update on Board Actions affecting next fiscal year
- Project sponsor presentations – if requested

TBD CWC Annual Report Subcommittee Meeting

- Prepare Draft Annual Report

June 9, 2008 CWC Meeting

- Finalize Draft Annual Report
- Final strategic Plan
- Final current year budget and ACTIA budget for next fiscal year

July 14, 2008 CWC Meeting

- CWC holds public hearing on its draft report
- CWC addresses comments from the public
- CWC Finalizes Annual Report and Publishes Election of Officers
- Approval FY 07/08 annual calendar
- Review and approval of Bylaws
- CWC Goal Establishment
- Send letter to Jurisdictions reminding them of keeping CWC informed on projects/programs

Attachment G

CWC Roster

CWC Public Roster
January 2008

	Name	Appointed By	Term Began	Re-appt.	Term Expires
1	Bonta, Robert A.	Supervisor Alice Lai-Bitker, D-3	Jan-07		Jan-09
2	Braun, Joan C.	Supervisor Nate Miley, D-4	Apr-01	Jan-07	Jan-09
3	Cooley, Elizabeth	Alameda County Mayor's Conference, D-5	Sep-07		Sep-09
4	Dlugosh, Tom	Alameda County Mayors' Conference, D-3	May-06		May-08
5	Geen, Arthur B.	Alameda County Taxpayers Association	Jan-01		N/A
6	Lew, Jo Ann	Alameda County Mayors' Conference, D-2	Oct-07		N/A
7	Paxson, James	EBEDA	Apr-01		N/A
8	Piper, Robert R.	Sierra Club	Mar-01		N/A
9	Raburn, Robert	East Bay Bicycle Coalition	Feb-01		N/A
10	Roy, Joyce	League of Women Voters	Mar-01		N/A
11	Souders-Mahanpour, Catherine	Supervisor Gail Steele, D-2	Mar-07		Mar-09
12	Skahill, Jeffery J.	Supervisor Keith Carson, D-5	Jan-06		Jan-08
13	Zukas, Hale	PAPCO	Aug-06		N/A
14	Vacancy	Alameda County Mayors' Conference, D-1			
15	Vacancy	Alameda County Mayor's Conference, D-4			
16	Vacancy	Central Labor Council of Alameda County			
17	Vacancy	Supervisor Scott Haggerty, D-1			