



Memorandum

AGENDA ITEM 4

DATE: September 21, 2022
TO: Community Advisory Committee
FROM: Maria Lombardo - Chief Deputy Director
SUBJECT: 9/28/2022 CAC Meeting: Adopt the Community Advisory Committee By-Laws

<p>RECOMMENDATION <input type="checkbox"/> Information <input checked="" type="checkbox"/> Action</p> <p>Adopt the Community Advisory Committee By-laws</p> <p>SUMMARY</p> <p>As presented to the Community Advisory Committee (CAC) at its September 7th meeting, Transportation Authority staff is proposing minor administrative changes to the CAC By-laws to more closely align them with the agency’s Administrative Code, which is reviewed annually for needed revisions. The CAC last updated its by-laws in June 2015. The proposed CAC By-laws changes, other than minor revisions such as updating pronouns to be more inclusive, are summarized in table form in Attachment 1 and the proposed revised by-laws with track changes shown are included as Attachment 2. We have not proposed any additional revisions since this information was presented to the CAC on September 7th. Examples of proposed changes include adding text from the Administrative Code specifying that the CAC is intended to reflect the racial and gender diversity of San Francisco residents and proposing revisions related to CAC election of officers to increase flexibility, specifically to allow the CAC to hold an election to fill a vacant office (e.g. Vice Chair) at the next regular CAC meeting rather than having to wait until January as the by-laws currently require.</p>	<ul style="list-style-type: none"> <input type="checkbox"/> Fund Allocation <input type="checkbox"/> Fund Programming <input checked="" type="checkbox"/> Policy/Legislation <input type="checkbox"/> Plan/Study <input type="checkbox"/> Capital Project Oversight/Delivery <input type="checkbox"/> Budget/Finance <input type="checkbox"/> Contract/Agreement <input type="checkbox"/> Other: _____
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BACKGROUND

The CAC last updated its by-laws in June 2015. Proposed amendments to the CAC By-laws must be submitted in writing at a prior regular CAC meeting before they can be acted on.



Approval of amendments to the CAC By-laws requires a two-thirds vote of CAC members present and voting.

DISCUSSION

We are proposing minor administrative changes to the CAC By-laws to more closely align them with the Transportation Authority's Administrative Code, which is reviewed for needed updates annually. The CAC last updated its by-laws in June 2015. The proposed CAC By-law changes are summarized in table format in Attachment 1, excluding minor revisions such as updating pronouns to be more inclusive. The proposed revised by-laws with track changes shown are included as Attachment 2.

Proposed changes include updating Article I - Authority to reflect the CAC's mission and purpose as defined in Section 5.2.(a) of the agency's Administrative Code and in Article II - membership replacing a reference to the now defunct Plans and Programs Committee with the Board as part of the CAC appointment process. Proposed revisions to Article III - Officers would increase flexibility for the CAC when the office of Chairperson or Vice-Chairperson becomes vacant mid-term by allowing the CAC to hold an election to fill a vacant office at the next regular CAC meeting rather than having to wait until January as the by-laws currently require. This is similar to the process the Board follows. Proposed revisions to Article IV - Meetings correct a reference to the Transportation Authority's Sunshine Policy.

FINANCIAL IMPACT

None. This is an information item.

SUPPLEMENTAL MATERIALS

- Attachment 1 - Matrix of Proposed Revisions
- Attachment 2 - Proposed Revised CAC By-Laws

Attachment 1 CAC By-Laws Proposed Changes

SECTION	REVISION	REASON	PAGE
ARTICLE I - AUTHORITY <u>Section 1.</u>	<p>Per Section 5.2.(a) of the Transportation Authority's Administrative Code, the eleven members of the Community Advisory Committee (CAC) are appointed by the San Francisco County Transportation Authority (Transportation Authority) to provide input to the Transportation Authority in:</p> <ol style="list-style-type: none"> 1. Defining the mission of the Transportation Authority; 2. Reflecting community values in the development of the mission and program of the Transportation Authority, and channeling that mission and program back to the community; 3. Defining criteria and priorities for implementing the New Transportation Expenditure Plan program consistent with the intention of Proposition K; and 4. Monitoring the Transportation Authority's programs and evaluating the sponsoring agencies' productivity and effectiveness. 	<p>Modified text for to reflect the CAC's purpose as described in the agency's Administrative Code.</p>	1
ARTICLE II - MEMBERSHIP <u>Section 1.</u>	<p>Per the Transportation Authority's Administrative Code, CAC members shall include representatives from various segments of the community, including public policy organizations, labor, business, senior citizens, the disabled, environmentalists and the neighborhoods. The committee is also intended to reflect the racial and gender diversity of San Francisco residents. The Committee members shall be residents of San Francisco and shall serve for two-year periods.</p>	<p>Updated text to align with Administrative Code description of membership representation.</p>	1
ARTICLE II - MEMBERSHIP <u>Section 2.</u>	<p>Per the Transportation Authority's Administrative Code, any member who is absent for four of any twelve regularly scheduled consecutive meetings shall automatically be terminated. Any resulting vacancy shall be filled for a new two-year period. Any terminated member who wishes to be reappointed shall contact their district Supervisor and shall reappear before the Board to speak on their behalf.</p>	<p>Replaced reference to defunct Plans and Programs Committee with the Board.</p>	1

Attachment 1 CAC By-Laws Proposed Changes

SECTION	REVISION	REASON	PAGE
ARTICLE III - OFFICERS <u>Section 3.</u>	<p>Selection of Officers shall be made as follows:</p> <p>Chairperson: The Chairperson shall be elected by a majority of the appointed members at the January meeting. The term of office shall be for one year. If the term of appointment of the member elected Chairperson expires before the year is out and that member does not either seek reappointment or the Board does not grant such reappointment, or if the Chairperson resigns, nominations and the election for Chairperson to serve the remainder of the term, shall be at the next regular meeting of the CAC. A nomination must be accepted by the candidate. Self-nominations are allowed.</p> <p>Vice-Chairperson: The Vice-Chairperson shall be elected by a majority of the appointed members at the January meeting. The term of office shall be for one year. If the term of appointment of the member elected Vice-Chairperson expires before the year is out and that member does not either seek reappointment or the Board does not grant such reappointment, or if the Vice-Chairperson becomes the Chairperson or resigns, nominations and the election for Vice-Chairperson to serve out the remainder of the term shall be at the next regular meeting of the CAC. A nomination must be accepted by the candidate. Self-nominations are allowed.</p>	<p>Modified text for increased flexibility in filling vacant officer positions.</p> <p>09/01/22 - Added language to clarify nomination process.</p>	<p>2</p>
ARTICLE IV - MEETINGS <u>Section 2.</u>	<p>The CAC meetings are subject to the Ralph M. Brown Act and the Transportation Authority's Sunshine Policy.</p>	<p>Corrected reference to Transportation Authority Sunshine Policy.</p>	



COMMUNITY ADVISORY COMMITTEE

By-Laws

ARTICLE I – AUTHORITY

Section 1. Per Section ~~5.2.(a)~~5.3.25 of the Transportation Authority’s Administrative Code, the eleven members of the Community Advisory Committee (CAC) are appointed by the San Francisco County Transportation Authority (Transportation Authority) to ~~advise the Transportation Authority on the development and implementation of the Transportation Expenditure Plan.~~provide input to the Transportation Authority in:

1. Defining the mission of the Transportation Authority;
2. Reflecting community values in the development of the mission and program of the Transportation Authority, and channeling that mission and program back to the community;
3. Defining criteria and priorities for implementing the New Transportation Expenditure Plan program consistent with the intention of Proposition K; and
4. Monitoring the Transportation Authority’s programs and evaluating the sponsoring agencies’ productivity and effectiveness.

ARTICLE II – MEMBERSHIP

Section 1. Per the Transportation Authority’s Administrative Code, CAC members shall include representatives from various segments of the community, including public policy organizations, labor, business, senior citizens, the disabled, environmentalists and the neighborhoods. The committee is also intended to reflect the racial and gender diversity of San Francisco residents. The Committee members shall be residents of San Francisco and shall serve for two-year periods.

Section 2. Per the Transportation Authority’s Administrative Code, any member who is absent for four of any twelve regularly scheduled consecutive meetings shall automatically be terminated. Any resulting vacancy shall be filled for a new two-year period. Any terminated member who wishes to be reappointed shall contact ~~his or her~~their district Supervisor and shall reappear before the ~~Plans and Programs Committee Board~~ to speak on ~~his or her~~their behalf.

ARTICLE III – OFFICERS

Section 1. The Officers of the CAC shall be a Chairperson and a Vice-Chairperson. Their duties shall be as follows:

Chairperson: Presides over CAC meetings; develops the monthly meeting agenda; appoints subcommittees and subcommittee chairpersons; represents the CAC’s actions and decisions to the Transportation Authority, appropriate agencies, and to the community at large, or designates other CAC members to perform these duties.

Vice-Chairperson: Presides over the CAC meetings in the absence of the Chairperson; conducts the other duties of the Chairperson in his/her absence.

Section 2. Nominations for the Chairperson and Vice-Chairperson shall be made at the last CAC meeting of the calendar year (e.g. December) in order to be eligible for election at the first CAC meeting of the following year (e.g. January). A nomination must be accepted by the candidate. Self-nominations are allowed. Candidates are required to submit statements of qualifications and objectives to the Clerk of the Transportation Authority one week prior to the January CAC meeting to be included in the meeting packet.

Section 3. Selection of Officers shall be made as follows:

Chairperson: The Chairperson shall be elected by a majority of the appointed members at the January meeting. The term of office shall be for one year. If the term of appointment of the member elected Chairperson expires before the year is out and that member does not either seek reappointment or the Board does not grant such reappointment, or if the Chairperson resigns the Vice-Chairperson will serve as Chairperson for the remainder of the term, nominations and the election for Chairperson to serve the remainder of the term, shall be at the next regular meeting of the CAC. A nomination must be accepted by the candidate. Self-nominations are allowed.

Vice-Chairperson: The Vice-Chairperson shall be elected by a majority of the appointed members at the January meeting. The term of office shall be for one year. If the term of appointment of the member elected Vice-Chairperson expires before the year is out and that member does not either seek reappointment or the Board does not grant such reappointment, or if the Vice-Chairperson becomes the Chairperson or resigns, nominations and the election for Vice-Chairperson to serve the remainder of the term shall be at the next regular meeting of the CAC. A nomination must be accepted by the candidate. Self-nominations are allowed. the CAC shall hold an election at the next regular meeting of the CAC for a Vice-Chairperson to serve out the remainder of the term.

ARTICLE IV – MEETINGS

Section 1. The regular meetings of the CAC shall be held on the fourth Wednesday of each month at 6:00 p.m. at the Transportation Authority offices.

Section 2. The CAC meetings are subject to the Ralph M. Brown Act and the [Transportation Authority's Sunshine Ordinance Policy](#).

Section 3. The rules contained within the current edition of Robert's Rules of Order (Newly Revised) shall govern the CAC in all cases to which they are applicable and in which they are not inconsistent with these by-laws, the Transportation Authority's Administrative Code and any special rules of order the CAC may adopt. A quorum is defined as a majority of currently appointed members.

ARTICLE V – SUBCOMMITTEES

Section 1. Subcommittees and Ad Hoc Committees may be established by the Chairperson as necessary.

Section 2. Each Subcommittee shall consist of at least three but not more than five CAC members appointed by the CAC Chairperson.

ARTICLE VI – AMENDMENT OF BY-LAWS

These by-laws may be amended at any regular meeting of the CAC by a two-thirds vote of the CAC members present and voting, and constituting not less than a majority of the CAC members appointed, provided that the amendment(s) has been submitted in writing at the previous regular meeting.

ARTICLE VII – CONFLICT OF INTEREST

Per the Transportation Authority’s Administrative Code, CAC members serve without any compensation. There shall be no personal or monetary gain by members of the CAC as a result of their membership and actions on the CAC.

ARTICLE VIII – CONDUCT OF MEMBERS

No CAC member shall directly or indirectly by any form of words impute to another CAC member or to other CAC members any conduct or motive unworthy or unbecoming of a CAC member.

ARTICLE IX – MAJORITY/MINORITY REPORTS

CAC members may present separate reports on decisions and actions by the CAC under the following circumstances: A majority report will reflect at least two-thirds of the CAC members present and voting. A minority report will reflect at least one-fourth of the CAC members present and voting.

Proposed Update: September 7, 2022