



County of Santa Cruz

COUNTY ADMINISTRATIVE OFFICE

701 OCEAN STREET, SUITE 520, SANTA CRUZ, CA 95060-4073
(831) 454-2100 FAX: (831) 454-3420 TDD: (831) 454-2123
SUSAN A. MAURIELLO, J.D., COUNTY ADMINISTRATIVE OFFICER

August 15, 2002

AGENDA: August 27, 2002

Board of Supervisors
County of Santa Cruz
701 Ocean Street
Santa Cruz, California 95060

County's Membership in AMBAG

Dear Members of the Board:

Your Board has requested information on the impact of the County withdrawing from membership in the Association of Monterey Bay Area Governments (AMBAG), with the additional direction that the Auditor maintain the money as encumbered, but not pay AMBAG dues until after Board consideration.

As you will recall, during budget hearings your Board received an interim report which included the potential impacts of the County withdrawing from AMBAG as it would relate to the County's transportation concerns. A copy of the letter from the Transportation Commission's Executive Director, Linda Wilshusen, is attached for your Board review and is summarized below. In addition, County Counsel has prepared a report on other potential legal impacts that the County might face if it were to withdraw from AMBAG. That report is also attached and is summarized below.

As you will recall, Ms. Wilshusen's memo points out that AMBAG is the federally designated Metropolitan Planning Organization and as such is responsible for preparing various transportation plans. Any transportation project which will use state or federal funds must be included in the planning programs which are completed by AMBAG. If the County were to withdraw from AMBAG, the County's state and federally funded transportation projects would still need to be included in the AMBAG planning programs. It is unlikely that this process would be affected by the County's membership in AMBAG, since the fundamental decisions on the content of these documents is determined in Santa Cruz County by the Regional Transportation Commission. However, at times there are issues or concerns about either specific projects where the lack of County representation on the AMBAG Board could disadvantage the County in receiving a satisfactory and timely resolution. In addition, Ms. Wilshusen points out that the Transportation Commission itself could be disadvantaged indirectly were the County to withdraw from AMBAG membership.

County Counsel's report indicates that the County's membership in AMBAG is not statutorily required. Regardless of its membership status, Santa Cruz County will retain its eligibility for State and Federal programs and funding opportunities. However, there are policy and program determinations made by AMBAG's Board of Directors which will continue to have a considerable effect on the County in such areas as the statutory role of AMBAG in allocating the regional share of the statewide housing needs, that may be affected by the County's membership status. While the County may continue to interact with AMBAG on a staff level, and likewise continue to participate at AMBAG meetings as any other member of the general public, these opportunities may not be sufficient to ensure that the County's interests are adequately considered and advances.

These two reports are consistent in their conclusions that a decision to withdraw from AMBAG is clearly within your Board's authority and would probably not jeopardize the County's eligibility for various State and Federal programs under AMBAG's jurisdiction. However, both also indicate that such a withdrawal could have the effect of limiting the County's ability to affect the decisions made by AMBAG. Given these concerns, it is the recommendation of this office that the County's membership in AMBAG continue and that the Auditor be authorized to pay the 2002-03 membership dues.

IT IS THEREFORE RECOMMENDED THAT YOUR BOARD accept and file this report and authorize the Auditor-Controllerto pay the County's 2002-03 membership dues.

Very truly yours,


Susan A. Mauriello

County Administrative Officer

cc: Nicolas Papadakis, AMBAG
County Counsel
Auditor-Controller
Linda Wilshusen, Transportation Commission

SAM/DP

SANTA CRUZ COUNTY REGIONAL TRANSPORTATION COMMISSION

1523 PACIFIC AVENUE, SANTA CRUZ, CALIFORNIA 95060-3911 • 831/ 460-3200 • FAX 831/ 460-3215

2002 JUN 17 PM 11:49
COUNTY ADMINISTRATIVE OFFICE
SANTA CRUZ COUNTY CALIF

RECEIVED

June 14, 2002

SERVICE AUTHORITY FOR FREEWAY EMERGENCIES (SAFE)

Susan Mauriello
County Administrative Officer
Government Center
701 Ocean Street
Santa Cruz, CA 95060

RAIL/TRAIL AUTHORITY

COMMUTE SOLUTIONS

RE: Role of the Association of Monterey Bay Area Governments (AMBAG) in Transportation Planning and Programming

Dear Ms. Mauriello:

TRANSPORTATION POLICY WORKSHOP

At the request of your office, Regional Transportation Commission staff was asked to evaluate the impact to the County of Santa Cruz vis a vis transportation concerns if it were to withdraw its AMBAG membership.

BUDGET & ADMINISTRATION PERSONNEL COMMITTEE

As described in the enclosed excerpt from the 2002 *Metropolitan Transportation Plan*, prepared by AMBAG in consultation with the region's regional transportation planning agencies (RTPA's - the Santa Cruz County Regional Transportation Commission (RTC), the Transportation Agency for Monterey County, and the Council of San Benito County Governments), the regional transportation planning and programming process is coordinated and cooperative among these four agencies. As the federally-designated Metropolitan Planning Organization, AMBAG is responsible for preparing the *Metropolitan Transportation Plan (MTP)* and the *Metropolitan Transportation Improvement Program (MTIP)*. These documents are based on and compiled directly from the *Regional Transportation Plans (RTPs)* and the *Regional Transportation Improvement Programs (RTIPs)*, respectively, which are prepared and adopted by the three RTPAs. AMBAG, in cooperation with the Monterey Bay Unified Air Pollution Control District, is responsible for determining that these plans and programs conform to the region's air quality plan, regulations and requirements.

INTERAGENCY TECHNICAL ADVISORY COMMITTEE

BICYCLE COMMITTEE

ELDERLY & DISABLED TRANSPORTATION ADVISORY COMMITTEE

Any transportation project which will use state or federal funds must be included in both the *RTIP* and the *MTIP*. AMBAG's *MTIP* is incorporated in the state's *Federal Transportation Improvement Program (FTIP)*, and it is this document which allows state and federal funds to flow to our region and county.

If the County were to withdraw from AMBAG, the County's state and federally funded transportation projects would still need to be in the above-noted documents.

WWW.SCCRTC.ORG
EMAIL:INFO@SCCRTC.ORG

LD 11 - 5

I would not expect that this process would be affected by the County's membership in AMBAG, as the fundamental decisions on the content of these documents is determined in Santa Cruz County by the Regional Transportation Commission, which includes representation by the County. However, at times there are issues or concerns about either specific projects in the *MTIP* and/or technical issues with the *MTIP* itself, such as the air quality conformity process and timing, which may affect the ability of the County or others to access programmed state and federal funds for local projects. In these cases, the lack of County representation on the AMBAG Board may disadvantage the County in achieving a satisfactory and timely resolution.

As the Regional Transportation Commission is not directly represented on the AMBAG Board, and is only represented indirectly through the County and City representatives, the Commission itself may be disadvantaged in some instances by having reduced Santa Cruz County representation on the AMBAG Board, should the County withdraw its membership. While in general the coordinated transportation planning activities of AMBAG and the RTPAs are conducted by staff consistent with our Memorandum of Understanding, this partnership has been supported by having local City and County representation on the AMBAG Board. Also, many planning efforts and projects overseen by the RTC are required to use forecasting data provided by the regional traffic model, which is maintained by AMBAG. While County membership would not directly affect this activity, the above statements regarding the nature of the Commission's indirect representation on the AMBAG Board may apply in some cases to issues associated with the regional model.

As you know, AMBAG is involved as well in many non-transportation regional programs and activities which may have relevance to the County in a variety of ways. It is my understanding that others are addressing these non-transportation activities.

I hope this information is helpful to your office as it advises the Board of Supervisors on these matters.

Sincerely,

Linda Wilshusen
Executive Director

Enclosure

S:\CORRESP\2002\June 2002\caoambag602.wpd

cc: Tim Fitzmaurice, SCCRTC Chair
Nick Papadakis, AMBAG

B. Regional Transportation Planning Process

1. AMBAG's Role and Responsibilities

Regional transportation planning is a cooperative process between AMBAG; Caltrans; two Local Transportation Commissions (LTCs - the Santa Cruz County Regional Transportation Commission and the Transportation Agency for Monterey County) and one Council of Governments (COG - Council of San Benito County Governments) acting as Regional Transportation Planning Agencies (RTPAs); two fixed-route, mass transit operators (Monterey-Salinas Transit and the Santa Cruz Metropolitan Transit District); and the local air pollution control district (Monterey Bay Unified Air Pollution Control District).

In the Monterey Bay metropolitan region, only the Transportation Agency for Monterey County is a designated Congestion Management Agency and may opt out of the designation if their member jurisdictions decide to pursue that course. AMBAG shares responsibility for regional air quality planning with the Monterey Bay Unified Air Pollution Control District. In addition, AMBAG is directly involved in the land use forecasting for transportation planning through the preparation and update of its land use and socioeconomic forecasts by small geographic areas for Monterey, San Benito and Santa Cruz Counties, and in its development and maintenance of the AMBAG travel demand forecast model.

AMBAG, as the designated Metropolitan Planning Organization (MPO), must prepare and periodically update a long range transportation plan (MTP) for the Monterey Bay metropolitan region.² The MTP is the principal federal planning document for the roadways, transit, multimodal and intermodal facilities and services that together constitute the Monterey Bay region's transportation system.

AMBAG, in cooperation with the agencies described above, is responsible for carrying out the metropolitan transportation planning process.³ In order for transportation agencies within the AMBAG region to receive federal capital or operating assistance, their programs and projects must be part of this metropolitan planning process. As MPO, AMBAG is responsible for preparing the following planning and programming documents:

- o *Metropolitan Transportation Plan (MTP)*: This document is based on the Regional Transportation Plans for Monterey, San Benito and Santa Cruz Counties.

2. See FHWA/FTA Dockets No. 93-4 and 93-5, *Statewide Planning and Metropolitan Planning Final Rules*, *Federal Register*, November, 1993.

3. Ibid.

- o *Overall Work Program (OWP)*: This is an annual program for all expenditures by **AMBAG** and the RTPAs of federal, state and local transportation planning funds. At present, this document is the regional transportation work program management document for the two-county, Monterey and Santa Cruz county region.
- o *Metropolitan Transportation Improvement Program (MTIP, also known as Federal Transportation Improvement Program)*: This document lists transportation programs and projects programmed for implementation for a **minimum** of three years in the region. Although Caltrans, the RTPAs, and the transit operators are responsible for selecting the projects and programs for incorporation into the MTIP, AMBAG has oversight and coordination responsibility for this program of federally-funded transportation investment by all state and local agencies in the region. Projects and programs within the MTIP are from the three RTPA's Regional Transportation Improvement Programs and from the transit operators Short Range Transit Plans.
- o *Regional Aviation System Plan (RASP)*. AMBAG is responsible for preparing **this long-range plan** covering all aviation facilities and services in Monterey, San Benito and Santa Cruz Counties.

In the development of these regional planning and programming documents for at least two of the three counties in the region, AMBAG addresses regional factors that are not addressed at the county-wide level such as air quality consistency and conformity of the plans and programs with the State and Federal Air Quality plans as well as environmental issues potentially not addressed at the countywide level.

As the MPO, **AMBAG** prepares population and employment projections for the region. These forecasts are widely used for planning and environmental impact studies and forecasts of other regional characteristics, such as traffic and mobile source emissions.

AMBAG is also the Regional Census Data Center. AMBAG compiles and maintains regional socio-economic data from the decennial Censuses for distribution to member jurisdictions, transportation planning agencies, and other organizations and agencies as required.

Another role **AMBAG** subsumes is the Regional Clearinghouse for the metropolitan region." As such, all highway and public transportation projects which require federal financial assistance are subject to review by the State and Regional Clearinghouses per Office of Planning and Research procedures in addition to other various projects/programs within the three-county area undergoing review.

4. Per **Executive Order** 12372.

COUNTY OF SANTA CRUZ
INTER-OFFICE CORRESPONDENCE

0045

DATE: August 15,2002
TO: Susan Mauriello, County Administrative Office
FROM: Rahn Garcia, Acting County Counsel
SUBJECT: Withdrawal from Membership with the Association of Monterey Bay Area Governments

You have asked this Office to evaluate the potential legal impacts, if any, that the County might face if it withdrew from membership in the Association of Monterey Bay Area Governments (AMBAG).¹

CONCLUSIONS

My review of the statutory responsibilities delegated to AMBAG indicates that the County's *membership* in AMBAG is not statutorily required. Regardless of its membership status, Santa Cruz County will retain its eligibility for State and Federal programs and funding opportunities. However, there are policy and program determinations made by AMBAG's Board of Directors which will continue to have a considerable effect on the County (e.g., the statutory role played by AMBAG in allocating the regional share of the statewide housing needs) that may be affected by the County's membership status. While the County may continue to interact with AMBAG on a staff level, and likewise continue to participate at AMBAG meetings as any other member of the general public, these opportunities may not be sufficient to ensure that the County's interests at adequately considered and advanced.

This memorandum will provide a brief description of the organizational purpose and legal structure of AMBAG. It will then describe the range of programs and activities currently carried out by AMBAG, as a means of identifying those areas that may be of interest and concern to the County.

¹Because the Board of Supervisors has already received a written report prepared by the Executive Director of the Santa Cruz County Regional Transportation Commission on the effects such a withdrawal could have on issues relating to transportation planning, this report will not specifically address that area.

PURPOSE AND STRUCTURE OF AMBAG

The Association of Monterey Bay Area Governments (AMBAG) was organized as a voluntary forum of counties and cities in Monterey, San Benito, and Santa Cruz Counties for planning, discussion and study of regional problems; and for the development of studies, plans, policy and action recommendations to address these common problems (see attached copy of AMBAG Joint Powers Agreement). Also referred to as a “council of governments” (COG) under state law, AMBAG does not possess general government authority such as the power to tax or regulate.

In addition to the authority that is created through its enabling joint powers agreement, a COG also carries out certain state and federal statutory duties. AMBAG’s responsibilities in the area of transportation planning was reviewed in the Transportation Commission generated report. State law also requires that the appropriate COG consult with the State Department of Housing and Community Development in allocating the regional share of the statewide housing needs to all cities and counties within its boundaries.

AMBAG’s Board of Directors is composed of locally elected officials appointed by their respective city council or board of supervisors. Each member city has one representative on the Board, while each member county has two. The AMBAG Board of Directors sets policy and oversees a small professional staff. AMBAG's funding comes primarily from the state and federal governments for mandated planning activities and grant projects. Local funding comes primarily from annual membership dues contributed by each member public entity.

CLEARINGHOUSE RESPONSIBILITIES

AMBAG has been designated as the regional agency responsible for Clearinghouse operations in Santa Cruz, San Benito and Monterey Counties. The purpose of the AMBAG Clearinghouse is to provide all concerned agencies, groups and individuals within the region with early notification of projects for federal financial assistance, direct federal development activities, local plans, development projects and state plans that are proposed within the region. These area-wide procedures are intended to be coordinated with procedures adopted by the State of California.

WATER QUALITY PLANNING

AMBAG provides a regional venue for development of plans and projects to address water quality issues that are caused by non-point (not from single, easily-identified) sources. The following is information on current AMBAG Non-Point Source Projects.

The Pajaro Watershed Water Quality Management Plan project was funded under Section 205(j) of the Federal Clean Water Act, which provides funding for planning studies of non-point source water pollution and implementation plans for water quality improvement actions. This project, coordinated by AMBAG, was completed in June 1999. The final product is a comprehensive non-point source (NPS) water quality improvement plan for the Pajaro River watershed. It includes: (1) identification and assessment of the most significant NPS pollutant types and sources throughout the watershed; (2) identification of recommended strategies for minimizing NPS pollution; and (3) a watershed-wide plan for implementation of the recommended strategies.

Public input to this effort was facilitated through the Pajaro River Watershed Council, a watershed-wide Coordinated Resources Management and Planning group (CRMP) that involves a variety of local, state and federal public agencies, as well as many interest groups and individuals within the watershed area. Meetings of the Pajaro River Watershed Council are scheduled on a quarterly basis.

AIR QUALITY PLANNING

Air quality conformity determinations are required for both the long-range metropolitan transportation plan and the short-range metropolitan transportation improvement program. The Monterey Bay region was previously designated as a nonattainment area for the federal pollutant standard for ozone. On March 18, 1997, the Monterey Bay region was redesignated as an attainment area for the federal ozone standard, after the U.S. Environmental Protection Agency's acceptance of the Air Quality Maintenance Plan for the region.

As a maintenance area, federal regulations require AMBAG to continue to perform conformity determinations for plans and program. Therefore, AMBAG must determine that reactive organic gases and oxides of nitrogen emissions (precursors to the formation of ground level ozone) from the application of these documents do not exceed the budget established for these pollutants in the Monterey Bay Region Maintenance Plan. AMBAG performs air quality conformity travel demand model runs based on the projects included in the long-range transportation plan and the short-range transportation improvement program.

In addition to showing the emissions for the requisite pollutants are under budget, AMBAG must also show for conformity that the region, as a whole, is implementing the Transportation Control Measures (TCMs) included in the applicable State Implementation Plan for *Air* Quality. At this time, these four TCMs are: (1) short-range transit improvements; (2) traffic flow improvements - signal optimization; (3) improved bicycle facilities; and (4) areawide ridesharing and flextime promotion.

AMBAG works closely with the Monterey Bay Unified Air Pollution Control District

(MBUAPCD) to prepare plans that meet State and Federal standards for ozone. AMBAG is primarily responsible for developing Transportation Control Measures for these plans and generating travel data for input into the mobile source emission inventory developed by the Air Resources Board.

Also, in cooperation with MBUAPCD, AMBAG performs air quality consistency determinations to address project level impacts on air quality for environmental review purposes. Population for a proposed project is compared to the AMBAG forecasts included in the *Air Quality Management Plan*. Projects falling within the forecasts are determined to not have significant cumulative impacts on ozone levels, (i.e. air pollution emissions from population growth are accommodated in the air quality planning process) and are deemed to be consistent.

POPULATION FORECASTING RESPONSIBILITIES

A major activity in AMBAG's approved work program for FY 2002/03 is the preparation of a new long-range forecast of population and employment. The AMBAG forecast is used in transportation, air quality plans and waste water facility plans (federal mandate), in all regional plans and in most local planning efforts. The AMBAG Forecast is an alternative to the California Department of Finance forecast.

SPECIAL STUDIES

1. Central Coast Joint Data Committee (GIS)

Formed and staffed by AMBAG, this multi-county consortium of public, non-profit and academic institutions is a forum of over 50 entities, coming together to share information and coordinate efforts related to geographic information systems. Santa Cruz County is among the leaders of this committee, which is currently developing a joint project to obtain orthoimagery for Monterey, San Benito and Santa Cruz Counties. If the project materializes over the next few weeks, it could save participants 20%-40% of the cost of doing the same work on their own.

2. Airport Economic Study

A technical study documenting the economic impacts of all airports in the region including Santa Cruz County's only public use facility, the Watsonville Municipal Airport, is scheduled for completion by January 1, 2003.

3. Sanctuary Trail

At the request of Representative Same Farr, AMBAG embarked upon an effort to identify

gaps and coordinate development of a non-motorized trail to the extended feasible, along the shore of Monterey Bay.

This effort would promote phased closure of existing gaps through coordinated planning, programming and funding to prevent competition between local grant proposals.

4. Rural E-Commerce

Funded through a California Department of Technology Trade and Commerce and the Consumer Protection Foundation, this study will assess existing deficiencies and develop information and plans for rural communities to access or maximize the economic development benefits of fiber optic routes or other high speed communications systems.

MISCELLANEOUS ACTIVITIES

1. Litigation challenging the City of San Jose's certification of the Environmental Impact Report (EIR) for the North Coyote Valley Research **Park**

2. Pajaro River Watershed Flood Prevention Authority

AMBAG staff provides administrative and technical support (reimbursable) to the Board of Directors and the agency. Supervisor Campos sits on the Authority Board.

3. AMBAG sponsored Conferences

A. Annual Tri-County Economic Conference

B. Annual "Sanctuary Currents" Conference

C. Periodic "Community Planning Forums"

BY-LAWS
of the
ASSOCIATION OF MONTEREY BAY AREA GOVERNMENTS

Section 1. PURPOSE

The purpose of the Association is to engage in the following activities:

A Review of Local Government Proposals

The review of local projects and programs advanced by local agencies and the making of appropriate recommendations as to policy or actions to be taken.

B. Areawide Planning

The identification of areawide problems, functions and services affecting the entire Monterey Bay Area; and the development of planning studies approved by the Board of Directors.

C. Water Quality Management

Development of a comprehensive water quality management program for Monterey Bay, its drainage area and the contiguous ocean.

D. Other Functions

Such other areawide functions as may be approved by the Board of Directors.

E Services for Member Agencies

To assist local agency members in the acquisition of real and personal property convenient or necessary for the operation of members by entering into such financing agreements as are necessary to accomplish the pooling and common marketing of such agreements or certificates of participation in order to reduce the cost to members of the acquisition of such real or personal property.

Section 2. VOTING

Voting on matters before the Board of Directors is established by the Joint Powers Agreement (Section 3), except the following:

A. The Joint Powers Agreement (Section 3c) requires that a population weighted vote procedure be set forth in the By-Laws. Pursuant to this requirement, the following population weighted vote shall be conducted upon request of any one official representative present or at the discretion of the presiding officer. When used, this weighted vote shall take precedence over a vote or votes taken in any other manner on the question.

The population used for each agency in determining the population vote weight shall be that population certified by the State Department of Finance or the U.S. Census Bureau, whichever is more recent, effective the first day of April immediately preceding.

<u>Population</u>	<u>Weighted Vote</u>
0-9,999	1 (cities only)
10,000-24,999	2
25,000-49,999	3
50,000-74,999	4
75,000-and over	5

A member of the Board of Directors representing a County shall be entitled to one-half of the votes allotted to that County.

B. The President of the Association shall have the right to vote on all matters before the Board of Directors, whether the vote be by ballot or by voice.

Section 3. OFFICE

The office of the Association shall be located within the two (2) county area as may from time to time be determined by the Board of Directors.

Section 4. OFFICERS

The officers of the Association shall be the President, Vice President, Second Vice President, and Secretary. The President, Vice President, and Second Vice President shall be elected for one(1) year terms at the annual meeting of the Association. The Executive Director of the Association shall serve as Secretary.

Section 5. EXECUTIVE DIRECTOR AND STAFF

- A. The Executive Director, who is the Association's chief administrative officer, shall be appointed by and serve at the pleasure of the Board of Directors.
- B. Other employees as authorized in the Budget by the Board of Directors shall be appointed by and serve at the pleasure of the Executive Director.

Section 6. COMPENSATION OF THE BOARD OF DIRECTORS

When approved by their member agency, each member of the Board of Directors shall be compensated fifty dollars (\$50.00) for each monthly meeting of the Association attended. In addition, any member of the Board of Directors may be reimbursed for necessary expenses connected with activities of the Association, as determined and approved by the Board of Directors.

Section 7. MEETINGS

- A. Regular Meetings:
The Board of Directors shall meet regularly each month at a date, time and place to be determined by the President. The January meeting shall be designated as the "Annual Meeting", and officers shall be elected at said meeting. Any lawful business of the Association may be acted upon at a Regular Meeting.
- B. Special Meetings:
A Special Meeting may be called by the President, or by request in writing of any five (5) members of the Board of Directors (Section 7 of Joint Powers Agreement). Only those items set forth in the Notice of the meeting may be acted upon at a Special Meeting.
- C. General Assembly:
On special occasions, a general assembly meeting may be arranged by the President in Invite all elected officials and key staff of the member agencies as well as representatives from other public agencies to discuss items of major concern to the region.

D. Notice of Meetings:

Notice of the date, time and place of all Regular Meetings shall be given by the Executive Director. Notice of Special Meetings shall be mailed at least seven (7) days prior to said meeting, and shall contain matters which are to be acted upon.

E. Rules of Order:

Except as otherwise provided herein or at the discretion of the presiding officer, with approval of the Board of Directors all proceedings of the Association shall be governed by Robert's Rules of Order.

Section 8. FINANCING

A. Fiscal Year:

The fiscal year of the Association shall commence July 1st.

B. Budget:

A proposed budget of the Association shall be submitted by the Executive Director on or before the February regular monthly meeting each year.

The Board of Directors shall review the proposed budget and at its regular meeting in June of each year, shall approve a budget for the next fiscal year, and determine the dues and assessments for each member. Dues and assessments may be established annually to support the Association's operations. Such dues shall be apportioned as follows:

- 1.) One-half of the dues shall be apportioned according to each member agency's population; and
- 2.) One-half of the dues shall be apportioned according to each member agency's assessed evaluation as determined by the assessors of member agency counties.

All dues and assessments shall be payable not later than September 30 each fiscal year.

Any member agency whose current and payable dues and assessments have not been paid when due shall not be entitled to vote.

C. Gifts, Contributions and Grants:

The Association shall have the power to accept gifts, contributions and grants, whether in the form of money, services, real or personal property, or any other form.

Section 9. ACCOUNTING OF FUNDS

A. Fiscal Accountability:

The Executive Director shall cause a record of all financial transactions of the Association to be made and shall prepare such reports as the Board of Directors may require.

B. All contracts or other legal documents authorized by the Board of Directors committing the Association to expenditure of funds shall be signed by the Executive Director and by the President, or by the Vice President in the absence of the President.

C. The Association's Finance Office shall be designated as Treasurer. The President of the Board of Directors, the Executive Director, a Senior Regional Planner and Finance Office shall be authorized to sign two-party disbursement checks.

Section 10. BONDING

Any officers or persons having access to property of the Association shall be bonded in an amount determined by the Board of Directors. The premiums for said bond shall be paid by the Association.

Section 11. LIABILITY INSURANCE

The Board of Directors shall, after study, set financial limits of public liability and secure liability insurance in form and amount adequate to cover such liability.

Section 12. ANNUAL AUDIT

The Board of Directors shall cause an annual audit of financial affairs of the Association to be made at the end of each fiscal year, in accordance with Section 6505, Government

0055

Code. The Audit report shall be made public and available to all Association members, within ninety (90) days after the close of each fiscal year.

Section 13. ADVISORY COMMITTEE STRUCTURE

The following committees are hereby established, with duties and membership as stated:

1. Executive Committee

- a. The Executive Committee of the Board of Directors shall be composed of the President, Vice President, and Second Vice President, the most recent Past President still serving on the Board of Directors, and such other members as may be appointed by the President with the consent of the Board of Directors.
- b. The Executive Committee shall transact routine business between meetings of the Board of Directors to expedite administration of established policies and programs, make recommendations to the Board on Association policies, and act on such other matters as may be delegated to it by the Board.
- c. The President and Vice President of the Association shall be Chairperson and Vice-Chairperson, respectively, of the Executive Committee.

2. Finance Committee

- a. The Executive Committee shall also serve as the Finance Committee.
- b. The Finance Committee shall:
 - 1.) Assist and advise the Executive Director in developing an annual budget for review and approval by the Board.
 - 2.) Review and evaluate on a continuing basis the financial management practices of the Association.
 - 3.) Evaluate potential financial problems and recommend alternatives for responding to these problems.
 - 4.) Submit periodic reports as appropriate to the Board on the Association's financial affairs and management system.

Section 14. OTHER COMMITTEES

- A. The Board of Directors may from time to time establish such Special Committees as it deems necessary. The purposes of such Special Committees shall be specific by the Board of Directors. Members shall be appointed by the President with the consent of the Board of Directors.
- B. Each Committee shall, at its first meeting, choose a Presiding Officer and such other Officers as it deems necessary, except as otherwise provided in Section 13, above.
- C. The Executive Director shall be ex-officio, a Member of all Committees, both standing and special, but shall have no vote in any of them.

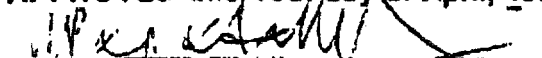
Section 15. PROCEDURES AND APPOINTMENTS.

As provided elsewhere in these By-Laws, the President is authorized to make appointments to AMBAG's internal committees and to external boards and commissions to which AMBAG is entitled representation. Such appointments shall be effective upon the making thereof by the President subject only to the consent of a majority of the Board of Directors at the next meeting of AMBAG. Appointments will be made annually in the month of February and at such other times as may be required. Unless otherwise stipulated or agreed to, any resignation of a Board Member from any appointment, either internal or external, shall be effective as of the date of the resignation and the office or appointment shall be vacant.

Section 16. AMENDMENTS

These By-Laws shall be come effective when approved by a majority of the member agencies of the Association, and shall continue in full force and effect until dissolved or amended pursuant to the provisions herein.

APPROVED this 13th day of April, 1994.



Nicolas Papadakis, Executive Director



Parr Eves, President