COMMUNITY ADVISORY COMMITTEE

PENINSULA CORRIDOR JOINT POWERS BOARD

BYLAWS

ARTICLE I – MEMBERSHIP

Section 1. As prescribed by the Peninsula Corridor Joint Powers Board ("JPB" or "Board"), the Community Advisory Committee ("CAC" or "Committee") shall consist of nine (9) members and three (3) alternate members, with three (3) members and one (1) alternate member appointed from each constituent county (San Francisco County, San Mateo County, Santa Clara County). Each county will select its county committee members and alternate members, and the JPB will affirm these appointments. CAC members serve at the pleasure of the JPB. CAC members should reflect the demographics of Caltrain riders. The CAC shall act in an advisory capacity to the JPB. Its activities shall include seeking the views of various groups of users and potential users of Caltrain and ancillary transit facilities, and to develop proposals and recommendations for meeting the needs of these various groups; reviewing and commenting on staff proposals and actions as requested by the JPB; and assisting the JPB in any matter which the Board may deem appropriate.

Section 2. CAC members and alternate members shall serve three (3) year terms, subject to the JPB's removal authority.

Section 3. When the JPB conducts recruitments to fill vacancies on the CAC, such recruitments shall be conducted to minimize the opportunity for a resulting appointment to create a vacancy in the alternate position, as follows: The recruitment should seek candidates for both the vacant seat and the same county's alternate position, thereby

allowing the Board to either (a) appoint a new applicant to fill the vacancy, or (b) appoint the county's alternate member to serve the remainder of the term of the vacant member's seat and also appoint a new alternate member to serve the remainder of the alternate member's term.

ARTICLE II – 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; and is responsible for submission of the report of the most recent CAC meeting, in a manner the Chair deems suitable, for the monthly JPB meetings, and may delegate this responsibility to another CAC member. The Chairperson may call a special meeting of the Committee should the Chairperson deem it appropriate.

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

Should neither the Chairperson nor Vice-Chairperson be able to perform the duties of the chair, the remaining members shall elect one of themselves to serve as temporary chair.

Section 2. Selection of Officers shall be made as follows:

Chairperson: The Chairperson shall be elected by a majority of the appointed members or their seated alternates 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, the Vice- Chairperson will serve as Chairperson until the following January.

Vice-Chairperson: This Officer shall be elected by a majority of the appointed members or their seated alternates 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, the Committee will hold an election for a Vice-Chairperson to serve out the remainder of the term.

Except in extenuating circumstances as determined by the Committee, at no time shall two officers be elected from the same county. The officers shall be elected in a rotation between counties on a yearly basis. If the majority of the Committee chooses, Officers may be retained for a period longer than one year.

Only Committee members (as opposed to alternate members) can serve as Officers.

Clerk of the Committee: The Clerk shall be appointed by the Executive Director of JPB who will serve as staff to the Committee. The duties of Clerk to the Committee shall be to prepare and post the agenda, as advised by the CAC officers. In addition, the Clerk shall attend all regularly scheduled and special meetings of the CAC and shall prepare monthly minutes for the CAC, staff reports and public hearing notices when appropriate. The minutes shall describe each item of business transacted set off in paragraphs with proper descriptive headings and will include links to any staff prepared materials and a summary of member discussions and feedback, as well as any public comments received on each item of business.

Section 3. In the case of vacancy.

In the case of any vacancy in office, the vacancy shall be filled by an election at the first regular meeting after the occurrence of the vacancy.

ARTICLE III – MEETINGS

Section 1. The regular meetings of the CAC shall be held on the third Wednesday of each month at 5:40 p.m. The CAC can approve amending its regularly scheduled meeting time, date and location without having to seek Board authorization. Any meeting may be cancelled or postponed by majority vote of those in attendance at any meeting prior to the meeting being cancelled or postponed.

Section 2. The CAC meetings are subject to the Ralph M. Brown Act, Government Code Section 54950, et seq.

Section 3. Attendance being of prime importance to maintain contact between constituents and Committee, attendance of members and alternate members is required at all meetings. Should a member or alternate member be unable to attend a meeting they should notify the Clerk to the Committee before the meeting. Should any member or alternate member have more than two (2) absences in a calendar year, the Chair shall send the member or alternate member a reminder of the attendance policy. Any member or alternate member who is absent for four (4) regularly scheduled meetings during a calendar year shall automatically be terminated. Any resulting vacancy shall be filled for the duration of the departing member's or alternate member's term.

Section 4. Any Committee member can have an item placed on the agenda by notifying the Clerk to the Committee seventy-two (72) hours prior to the meeting.

Section 5. Alternate members serve on the Committee (but not a subcommittee or ad hoc committee) during (a) the absence of Committee members from the

same county or (b) vacancies in membership from the same county. When an alternate member serves in place of a member or to fill a vacancy, the alternate member has all of the rights, duties and obligations of a member, except for those rights, duties and obligations associated with a Committee office held by a member.

ARTICLE IV – 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 (3) CAC members, one (1) delegate from each county, appointed by the CAC Chairperson. Only Committee members (as opposed to alternate members) may serve on Subcommittees and Ad Hoc Committees.

ARTICLE V – PARLIAMENTARY AUTHORITY

Section 1. The rules contained within the current edition of Rosenburg's Rules of Order shall govern the CAC in all cases to which they are applicable and are not inconsistent with these by-laws, and any special rules of order the CAC may adopt.

Section 2. A quorum is defined as a majority of seats currently filled, or currently able to be filled using alternate members. Alternate members are counted towards a quorum only when seated in the place of a member appointed from the same county (e.g., an alternate from Santa Clara County is only counted towards a quorum when sitting on the Committee in the place of a member from Santa Clara County or when filling a Santa Clara vacancy). All official acts of the Committee shall require a quorum of seats currently filled, or currently able to be filled using alternate members.

ARTICLE VI – AMENDMENT OF BY-LAWS

These by-laws may be amended at any regular meeting of the CAC by a two-thirds (2/3) vote of the CAC members present and voting, provided that the amendment has been submitted in writing at the previous regular meeting and with the approval of the Board of Directors. The Board may also impose changes to the Committee's bylaws it deems to be in the best interest of the JPB and the public it serves.

ARTICLE VII – CONFLICT OF INTEREST

There shall be no personal or monetary gain by members or alternate members of the CAC as a result of their membership and actions on the CAC. Reimbursement for expenses that may be authorized by the Executive Director from time to time shall not be deemed to be compensation.

ARTICLE VIII – MAJORITY/MINORITY REPORTS

CAC members may elect to present separate reports on decisions and actions by the CAC under the following circumstances: A majority report will reflect at least two-thirds (2/3) of the CAC members or seated alternate members present and voting. A minority report will reflect at least twenty-five percent (25%) of the CAC members or seated alternate members present and voting.

ARTICLE IX – ORDER OF BUSINESS

At the start of a regular meeting, the Chair or any member of the Committee may move to pass an alternative Order of Business, to meet the needs of the CAC. Following approval by a majority of the members of the CAC, the updated Order of

Business shall remain operative until the CAC passes a motion at a later date approving a new alternative Order of Business or returning to the Order of Business provided in the Bylaws.

The Order of Business for a regular meeting shall be as follows:

a. CALL TO ORDER

b. PLEDGE OF ALLEGIANCE TO THE FLAG

c. ROLL CALL

d. MINUTES - Approval

e. PUBLIC COMMENTS – At this time persons in the audience may speak on any item on the agenda or any other matter within the jurisdiction of the Committee. The Brown Act (the State local agency open meeting law) prohibits the CAC from acting on any matter that is not on the agenda. It is the policy of Committee to refer such matters to staff for investigation and/or action. Speakers are requested to fill out a "speaker" card located on the table by the door and hand it to staff before the meeting. The Chair may limit speakers to three minutes each.

f. CHAIRPERSON'S REPORT

g. PUBLIC HEARINGS

h. STAFF REPORTS

i. COMMITTEE COMMENTS

j. PENDING ACTION REPORTS

k. OLD BUSINESS

l. NEW BUSINESS

m. OTHER ISSUES

n. ADJOURNMENT

JPB CAC By-laws Subcommittee
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May 2, 2002
JPB Resolution No. 2002-13

Amended July 1, 2010
JPB Resolution No. 2010-33

Amended December 15, 2010
CAC Motion

Amended March 1, 2012
JPB Motion

Amended December 4, 2014
JPB Resolution No. 2014-54

Amended August 6, 2015
JPB Resolution No. 2015-39

Amended December 5, 2019
JPB Resolution No. 2019-45

Amended November 15, 2023
CAC Resolution No. 2023-01

Amended August 6, 2026
JPB Resolution No. 2026-35

Amended August 19, 2026
CAC Motion

Amended October 21, 2026
CAC Motion