

RULES OF PROCEDURE FOR THE PENINSULA CORRIDOR JOINT POWERS BOARD

The Peninsula Corridor Joint Powers Board ("PCJPB" or "Board") hereby promulgates the following rules to govern its proceedings:

Section 1. Officers. The officers of the PCJPB shall be a Chair and a Vice-Chair.

Section 2. Chair. The Chair shall be elected by the nine member Board of the PCJPB, and shall serve a term of one (1) year. It shall be the duty of the Chair to preside at all meetings of the Board. Unless otherwise provided by a resolution of the Board, the Chair shall sign all contracts, deeds and other instruments approved by the Board.

Section 3. Vice-Chair. The Vice-Chair shall perform the duties of the Chair in his/her absence or incapacity and, in case of a vacancy of the office of Chair, the Vice-Chair shall perform the duties of said office until such time as the Board shall regularly elect a new Chair. In the absence of the Chair and the Vice-Chair, the Board shall appoint a presiding officer pro tempore from among the members present. If the office of the Vice-Chair becomes vacant, the Board shall elect a successor to such office from its membership at the next regular meeting.

Section 4. Regular Meetings. Except as otherwise determined by the PCJPB, regular Board meetings shall be held on the first Thursday of every month at 10:00 a.m. Regular Committee meetings shall be held as needed at the call of the Committee Chairs. These meetings will take place at the Administrative Headquarters of the San Mateo County Transit District, located at 1250 San Carlos Drive, San Carlos, California.

Section 5. Special Meetings. Upon the discretion of the Chair of the Board or upon the request of any two members with the concurrence of the Chair, a special meeting may be called for the purpose of transacting any business so specified in the notice therefor. Such notice may be given to each member of the Board by personal delivery, or by mail at least twenty-four (24) hours before the time of such special meeting. Said notice shall specify the time and place of such special meeting together with a brief general description of each item of business to be transacted. No other business shall be conducted by the Board except that so specified in the notice calling the special meeting.

Section 6. Meetings Open to the Public. All regular and special meetings shall be open and public; all such meetings shall be noticed with posted agendas, as required by law (Government Code Sections 54950 et seq.) (hereinafter "Brown Act"). Any such regular or special meeting may be adjourned to a date and place certain as specified by the Board, and any such adjourned meeting shall be deemed to be a part of the regular or special meeting so adjourned.

Section 7. Meeting Falling on Legal Holiday. In the event any regular or special meeting shall fall upon a legal holiday, the meeting shall be held on the next succeeding day thereafter that does not fall on a holiday unless otherwise determined by the Board.

Section 8. Public Comment. At both regular and special meetings, persons wishing to address the Board or committee of the Board on an agenda item will be recognized when that item is being considered and prior to any action concerning same. Persons wishing to address the Board or a committee of the Board concerning items of interest to the public that are not on the agenda and are within the subject matter jurisdiction of the Board or a committee will be recognized during the public comment period at regular meetings. The Board may adopt reasonable regulations during each meeting pertaining to the permitted scope and duration of public testimony to be received on a particular matter on the agenda. During the public comment period on non-agendized items the total amount of time allocated for public testimony by each individual speaker shall be limited to two (2) minutes and all items raised that require a response will be referred to staff for reply.

Section 9. Quorum. A majority of the membership of the Board constitutes a quorum for the purpose of conducting the business of the PCJPB; however, if there is not a quorum, the lesser number of Board members present or the Secretary of the PCJPB may adjourn the meeting from time to time until there is a quorum.

Section 10. Call to order and Roll Call. The Chair shall preside at all meetings, and shall call each regular, adjourned, recessed or special meeting to order at the appointed hour. Immediately after the call to order, the Secretary shall call the roll of the members of the Board and shall record those present and those absent. If present, members of the Board will be recorded present regardless of their answer or failure to answer to the roll call. Immediately after the roll call, or the appointment of a Chair pro tempore in the event that the Chair and Vice-Chair are absent, the presiding officer shall proceed with the order of business.

Section 11. Order of Business. The Order of Business for each regular meeting of the PCJPB, which shall not be changed except by consent of a majority of the Board members present, shall be as follows:

- I. Call to Order/Roll Call
- II. Public Comments
- III. Consent Calendar
- IV. Public Hearing (if one is scheduled)
- V. Report of the Chair
- VI. Report of the Executive Director
- VII. Citizens Advisory Committee Report
- VIII. Committee Matters for Board Consideration
 - A. Operations/Fare Issues Committee
 - B. Community Relations/Marketing Committee

- C. Finance Committee
- D. Work Program/Legislative/Planning committee
- E. Other Committee Reports

- IX. Legal Counsel Proposals
- X. Correspondence
- XI. Date and Place of Next Meeting
- XII. Adjournment

The Consent Calendar shall be prepared prior to every meeting of the Board and shall be incorporated in the agenda circulated to Board members. The matters to be included in the Consent Calendar are those that are regularly presented to the Board and are routine in nature, such as minutes, financial statements and liability claims. Upon presentation of the Consent Calendar for approval, any member of the Board may request of the Chair that an item or items listed on the Consent Calendar be considered and acted upon separately. Each such request shall be granted and the item(s) shall be separately heard and acted upon by the PCJPB after approval of the remainder of the Consent Calendar. Adoption of the Consent Calendar shall require the affirmative vote of a majority of the members of the Board.

Section 12. Agenda. Prior to every meeting of the Board, the Executive Director, in consultation with the Chair, shall prepare an agenda which shall set forth a general description of each item of business to be transacted or discussed by the Board. A complete copy of each agenda shall be delivered or mailed to each Board member so as to reach the recipient on the fifth day preceding the scheduled Board meeting. No action shall be taken on any item not appearing on the posted agenda unless (1) a majority of the Board determines that an emergency situation exists as defined in the Brown Act; (2) two-thirds of the Board or, if less than two-thirds of the Board members are present, all of the members present determine that there is a need to take immediate action and such need came to the attention of the PCJPB subsequent to the agenda being posted; or (3) the item was posted in an agenda for a meeting of the Board held not more than five calendar days earlier, where the item was continued to the meeting where action is being taken. In addition, as authorized under the Brown Act, the PCJPB or members of the Board may, as to matters not appearing on the agenda, respond to public comments or seek clarification from or give direction to support staff.

Section 13. Manner of Voting. Voting on ordinances and formal resolutions, or any other matters which may be requested by the majority of the Board members, shall be by roll call. Voting by motion shall be by voice vote with any abstentions recorded.

Section 14. Voting Requirements. Every Board member present when a question is ready for action shall vote for or against it, unless a member has abstained for cause.

Section 15. Minutes of Meeting. The minutes of the meetings of the Board shall be kept by the Secretary of the PCJPB and they shall be neatly typewritten in a book kept for that

purpose with a record of each particular type of business transacted set off in paragraphs with proper descriptive headings. A copy of the minutes of the Board shall be provided to each member of the Board. The secretary shall be required to make a record of such business as was actually passed upon by vote of the Board, together with a summary of matters discussed. The Secretary shall not be required to make a verbatim transcript of the proceedings, providing that such proceedings are recorded (such recording to be retained for a period of 60 days) but the Secretary shall, as to all proposed ordinances and resolutions voted upon by the Board, record in the minutes the names of those members who voted for and those who voted against the matter. A record shall be made of the names of the persons addressing the Board, the title of the subject matter to which their remarks are directed and an indication as to whether they spoke in support of or in opposition to such item.

Section 16. Remarks of Board Members When Entered in Minutes. A Board member may request, through the presiding officer, the privilege of having an abstract of his statement on any subject matter under consideration by the Board entered into the minutes.

Section 17. Committees. The Chair shall appoint all committees and the membership thereof, and the Chair shall serve as an ex-officio member of all committees. Unless otherwise prescribed, a committee shall consist of not less than three (3) members, excluding the ex-officio member, and each committee shall have representation from the three county jurisdictions. If members of a committee are absent from a committee meeting, the Chair of the committee or the committee member presiding over the meeting may appoint one (1) non-committee board member who is present to serve on the committee in place of such absent members in order to attain a quorum; provided that if two (2) committee members are absent, the Chair of the committee or the committee member presiding over the meeting may appoint two (2) noncommittee board members who are present to serve on the committee in place of such absent members if such appointments achieve equal jurisdictional representation from each member agency. A majority of the committee membership shall constitute a quorum and a vote of such majority shall be required for action.

The Chair shall appoint the following standing committees:

- (1) Finance Committee
- (2) Community Relations/Marketing Committee
- (3) Operations/Fare Issues Committee
- (4) Work Program/Legislative/Planning Committee

The functions and responsibilities of the standing committees shall be prescribed from time to time by the PCJPB. Meetings of the standing committees shall be held as needed at the call of the Chair.

Special ad hoc committees and advisory committees may be appointed by the Chair. Notice of committee meetings and the posting of committee meeting agendas shall be in full accordance with the requirements of the Brown Act.

Section 18. Reports of Committees. Committees shall report on any subject referred to them by the Board or the Chair and shall give their recommendations thereon. All matters, except those that are approved by the Chair for placement on the Board agenda, must first be reviewed by a committee before being presented to the Board for action.

Section 19. Robert's Rules of Order. All rules of order not covered herein shall be determined in accordance with the latest revised edition of Robert's Rules of Order.

Section 20. Amendments to Rules. The rules of this Board may be amended by majority vote of the Board at a regular or special meeting, but only after the proposed changes have been introduced for adoption at a previous regular or special meeting.

ADOPTED: 11/4/92 (Resolution No. 1992-50)

REVISED: 11/4/93 (Resolution No. 1993-118); 4/7/94 (Resolution No. 1994-9);
6/4/09 (Resolution No. 2009-25)

ATTACHMENT A
DESCRIPTION OF CLOSED SESSIONS

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (closed session held pursuant to Govt. Code § 54956.8)

Description of property: (Specify street address, or if no street address, the parcel number or other unique reference, of the real property under negotiation)

Negotiating parties: (Specify name of party (not agent) with whom the negotiator may negotiate)

Matter Under negotiation: (Specify whether instruction to negotiator will concern price, term of payment, or both)

CONFERENCE WITH LEGAL COUNSEL-EXISTING LITIGATION (closed session held pursuant to Govt. Code § 54956.9) (a)

Name of case: (Specify by reference to case names or claim numbers); or

Case name unspecified: (Specify that disclosure would jeopardize service of process upon one or more unserved parties or the agencies ability to conclude existing settlement negotiations to its advantage)

CONFERENCE WITH LEGAL COUNSEL-ANTICIPATED LITIGATION (closed session held pursuant to Govt. Code § 54956.9)

Significant exposure to litigation pursuant to subdivision (b) of section 54956.9: (Specify total number of potential cases)

Initiation of litigation pursuant to subdivision (c) of Section 54956.9: (Specify total number of potential cases)

THREAT TO PUBLIC SERVICES OR FACILITIES (closed session held pursuant to Govt. Code § 54957)

Consultation with: (Specify name of law enforcement agency and title of officer)

PUBLIC EMPLOYEE EMPLOYMENT OR APPOINTMENT (closed session held pursuant to Govt. Code § 54957)

Title: (Specify description of position to be filled)

PUBLIC EMPLOYEE PERFORMANCE EVALUATION (closed session held pursuant to Govt. Code § 54957).

Title: (Specify position title of employee being reviewed)

PUBLIC EMPLOYEE DISCIPLINE/DISMISSAL/RELEASE (closed session held pursuant to Govt. Code § 54957)

(No additional information is required in connection with a closed session to consider discipline, dismissal, or release)

CONFERENCE WITH LABOR NEGOTIATOR (closed session held pursuant to Govt. Code § 549S7.6)

Agency negotiator: (Specify name)

Employee organization: (Specify name of organization representing employee); or

Unrepresented employee: (Specify position title of unrepresented employee who is the subject of the negotiations)

RESOLUTION NO. 2009 – 25

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

* * *

AMENDING THE RULES OF PROCEDURE FOR THE BOARD OF DIRECTORS
TO EXTEND THE PUBLIC COMMENT PERIOD ON NON-AGENDIZED
ITEMS FROM ONE MINUTE TO TWO MINUTES

WHEREAS, pursuant to Resolution No. 1992-50, dated November 4, 1992, the Board of Directors adopted the Rules of Procedure for the Board of Directors of the Peninsula Corridor Joint Powers Board to govern its proceedings; and

WHEREAS, pursuant to Section 8, Public Comment, the Rules of Procedure currently defines the public comment period on non-agendized items as one (1) minute; and

WHEREAS, at the Board meeting on May 7, 2009, staff introduced the proposed recommendation to extend the public comment period on non-agendized items from one (1) minute to two (2) minutes to allow for greater input from persons wishing to address the Board or a committee of the Board concerning items of public interest to the public and to amend the Board's Rules of Procedure in Section 8 to reflect this change.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby amends Section 8 of the Rules of Procedure for the Board of Directors to extend the public comment period on non-agendized items from one (1) minute to two (2) minutes.

Regularly passed and adopted this 4th day of June 2009, by the following vote:

AYES: CHURCH, CISNEROS, HARTNETT, KALRA, LLOYD,
YEAGER, GAGE

NOES: NONE

ABSENT: ELSBERND, FORD


Chair, Peninsula Corridor Joint Powers Board

ATTEST:


JPB Secretary

RESOLUTION NO. 1994- 9

PENINSULA CORRIDOR JOINT POWERS BOARD

* * *

ADOPTING REVISED RULES OF PROCEDURE FOR THE
PENINSULA CORRIDOR JOINT POWERS BOARD

WHEREAS, in September 1988, the City and County of San Francisco, the Santa Clara County Transit District and the San Mateo County Transit District entered into a Joint Powers Agreement creating the Peninsula Corridor Study Joint Powers Board ("JPB") for the purpose of conducting planning studies related to the Peninsula Commute Service ("PCS"); and

WHEREAS, in October 1991, the Member Agencies amended the Joint Powers Agreement to enable the JPB to plan, oversee and operate the PCS following the transfer of the system assets from the State of California to local control; and

WHEREAS, pursuant to Resolution No. 1992-50, dated November 4, 1992, the JPB adopted Rules of Procedures to govern its proceedings; and

WHEREAS, recent amendments to the Brown Act (Government Code Sections 54950 et seq.) effective April 4, 1994 change the open meeting requirements that apply to the proceedings of the JPB; and

WHEREAS, the JPB has determined that revisions to its rules of procedure, as set forth in the attached Exhibit A, are necessary to conform to the amended Brown Act.

NOW, THEREFORE, BE IT RESOLVED by the Peninsula Corridor Joint Powers Board that the Rules of Procedure for the Peninsula Corridor Joint Powers Board are hereby revised to conform with the amended Brown Act, as set forth in the attached Exhibit A, "Rules of Procedure for the Peninsula Corridor Joint Powers Board."

Regularly passed and adopted this 7th day of April, 1994, by the following vote:

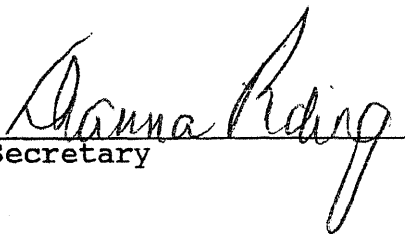
AYES: Hsieh, McKenna, Lloyd, Nevin, Rubin, Teglia

NOES:

ABSENT: Beall, Diridon, Moran


Chair, Peninsula Corridor
Joint Powers Board

ATTEST:


Board Secretary