

SAN MATEO COUNTY TRANSIT DISTRICT MEASURE W

CITIZENS' OVERSIGHT COMMITTEE

BYLAWS

ARTICLE I – ROLE

1.1 On November 6, 2018, the voters of San Mateo County ("County") approved a half-cent transactions and use tax for 30 years with the tax revenues to be used to fund investment for transportation and public transit in accordance with the San Mateo County Congestion Relief Plan (Measure W). As specified in Measure W, administration of the Congestion Relief Plan is subject to review by this fifteen-member independent citizens' oversight committee ("Committee") to ensure tax proceeds are invested as provided in the Congestion Relief Plan.

1.2 As prescribed in Measure W, the San Mateo County Transit District ("District") will have an annual audit conducted by an independent auditor. Annually, the Committee will receive the audit findings report, hold a public hearing and issue a report to provide County residents with information regarding how the tax proceeds are being spent ("Annual Report").

ARTICLE II – MEMBERSHIP AND TERMS

2.1 Measure W established that the Committee has 15 members, with specific membership representation requirements, and three-year staggered terms established by the District's Board of Directors ("Board").

2.2 Pursuant to the Measure W Citizens' Oversight Committee Appointment Process adopted by the Board pursuant to Resolution 2020-2, the Board's Community Relations Committee recommends candidates for ratification by the full Board.

2.3 Committee Member attendance is required at all meetings as full attendance is of prime importance to fulfilling the role of the Committee. Should a member be unable to attend a meeting, they should notify the Committee Clerk before the meeting.

ARTICLE III – OFFICERS

3.1 The officers of the Committee will be the Chairperson, Vice-Chairperson, and Committee Clerk. Their duties shall be as follows:

3.1.1 Chairperson: Presides over Committee meetings, works with the Clerk to schedule meetings and develop meeting agendas; is responsible for issuing the Annual Report, as approved by the Committee; is available to present the Annual Report to the Board; and may create and appoint members to ad hoc advisory committees of the Committee as provided in the Ralph M. Brown Act.

3.1.2 Vice-Chairperson: Conducts the Chairperson's duties in his/her absence.

3.1.3 Committee Clerk: The Clerk is a District staff member appointed by the District's General Manager/CEO. The Clerk to the Committee prepares agenda in consultation with the Chairperson, and posts meeting and public hearing notices. In addition, the Clerk

attends the meetings of the Committee, prepares meeting minutes for the Committee, assists in the preparation of the Annual Report, and accepts communications to the Committee.

3.2 The Chairperson and Vice-Chairperson serve one-year terms based on a fiscal year annual audit and report cycle. In the event of a vacancy in the office of Chairperson or Vice-Chairperson, the vacancy will be filled by an election at the first Committee meeting after the occurrence of the vacancy to select a member to serve out the remainder of the officer's term.

ARTICLE IV – MEETINGS

4.1 The Committee generally will hold regular meetings quarterly, to coincide with the annual audit and Committee report cycle.

4.2 Committee meetings are normally held at the District's headquarters and are open to the public. Meetings of the Committee will be held in compliance with the Ralph M. Brown Act (Government Code Section 54950, *et seq.*). Tele-conferencing and remote/video participation will be available when and as provided under application State or local law, regulation or order.

4.3 The conduct of the Committee's meetings will be informed by Rosenberg's Rules of Order but the Commission will not be obligated to strictly comply with Rosenberg's Rules of Order.

4.4 Nine members constitute a quorum of the Committee authorized to transact business duly presented at a meeting of the Committee. When two or three Committee positions are vacant (leaving 12 or 13 members), the quorum requirement is reduced to eight members. When four or more Committee positions are vacant (leaving 11 or fewer members), the quorum is reduced to seven members.

4.5 Each member of the Committee will have one vote. Members must be present to vote. Adoption of the annual Committee report and amendment of these Bylaws requires nine votes to pass. All other action items must have at least a simple majority vote of the quorum of the Committee to pass.

4.6 The Committee Clerk will endeavor to send the proposed agenda to the Chairperson for approval 72 hours prior to the final agenda being posted. The Committee Clerk will endeavor to provide the complete agenda packet, including a complete correspondence file compiled up to the date of distribution, to each Committee member and post the same to the District's website at least one week prior to the meeting date.

4.7 When documents are distributed to the Committee after posting of the agenda meeting, including during a Committee meeting, the Committee Clerk will endeavor to post such documents to the District's website on the same business day that the materials are provided to the Committee.

4.8 Each member of the public speaking before the Committee shall be limited to three minutes, unless the Chairperson, at his or her discretion, permits additional time. Any person addressing the Committee may submit written statements, petitions, or other documents to complement his or her presentation.

4.9 The order of business for Committee meetings generally will be as follows:

- a) CALL TO ORDER/PLEDGE OF ALLEGIANCE
- b) ROLL CALL
- c) ELECTION OF OFFICERS – *When appropriate and at least once each year*
- d) APPROVAL OF MEETING MINUTES
- e) DISCUSS WORK PLAN FOR ANNUAL AUDIT OF MEASURE W TAX REVENUES AND EXPENDITURES IN ACCORDANCE WITH CONGESTION RELIEF PLAN – *When appropriate and at least once each year*

OR

PUBLIC HEARING ON ANNUAL AUDIT OF MEASURE W TAX REVENUES AND EXPENDITURES IN ACCORDANCE WITH CONGESTION RELIEF PLAN – *When appropriate and at least once each year*

- 1. Independent Auditor's Presentation
- 2. Committee Questions
- 3. Public Comment
- 4. Close Public Hearing
- 5. Committee Comments
- 6. Committee Discussion on Drafting of Committee Report

OR

CONSIDERATION AND APPROVAL OF ANNUAL COMMITTEE REPORT ON USE OF MEASURE W TAX REVENUES AND EXPENDITURES – *When appropriate and at least once each year*

- g) OTHER BUSINESS
- h) PUBLIC COMMENTS – At this time, persons in the audience may speak on any matter within the jurisdiction of the Committee. The Brown Act (the State local agency open meeting law) prohibits the Committee from acting on any matter that is not on the agenda. The Chair may limit speakers to three minutes each.
- i) COMMITTEE MEMBER COMMENTS / COMMUNICATIONS REGARDING TRANSPORTATION MATTERS
- j) ADJOURNMENT