

**RULES OF THE
MADERA COUNTY TRANSPORTATION COMMISSION**

Adopted March 26, 2003
Amended October 22, 2008
Amended April 18, 2018

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SECTION I STATEMENT OF PURPOSE

A. Specific Purposes

Pursuant to Government Code Section 29535, the Madera County Board of Supervisors adopted Resolution 72-331 on June 13, 1972, establishing the Madera County Transportation Commission for the following purposes:

1. Provide a forum for discussion and study area-wide problems of mutual interest to the member agencies.
2. Identify, inventory and comprehensively plan for the solution of regional problems requiring multi-governmental cooperation.
3. Develop area-wide plans and policies for growth and development.
4. Facilitate actions and agreements among local, state and federal agencies for specific project development.
5. Conduct, and have operating authority over, other area-wide functions, as the Commission deems appropriate.

B. Separate Entity

The Madera County Transportation Commission is established as a public entity separate and distinct from its member entities, and is authorized to exercise the common powers provided for in these Rules and to administer and otherwise execute the provisions of these Rules.

C. Specific Duties

1. Serve as the Local Transportation Authority or Commission pursuant to the Local Transportation Authority and Improvement Act.
2. Serve as the Metropolitan Planning Organization for Madera County as designated by the United State Department of Transportation.

SECTION II FUNCTIONS

The Madera County Transportation Commission shall have the power to plan, establish and administer an independent area planning organization and in the exercise of that power the Commission is authorized in its own name to:

1. Employ an Executive Director as the chief administrative officer of the Commission.
2. Employ agents and employees and contract for professional services.
3. Make and enter into contracts.
4. Acquire, hold and convey real and personal property.
5. Incur debts, obligations and liabilities.
6. Accept contributions, grants, or loans from any public or private agency or individual, or the United States, the State of California or any department, instrumentality, or agency thereof, for the purpose of financing its activities.

SECTION III EXECUTIVE DIRECTOR

The Executive Director shall be selected by, and shall serve at the pleasure of and upon the terms prescribed by the Madera County Transportation Commission Board. Powers and duties of the Executive Director are as follows:

1. To serve as the chief administrative officer of the Madera County Transportation Commission and to be responsible for the proper administration of Commission affairs.
2. To appoint, supervise, suspend, discipline or remove Commission employees subject to those policies and procedures, from time to time, adopted by the Commission.
3. To supervise and direct the preparation of the annual Commission Overall Work Program and Budget and be responsible for its administration following adoption by the Commission Board.
4. To attend all meetings of the Commission and be responsible for preparation of the agenda of business to be considered by the Commission as well act in the office of Commission Secretary with responsibility for preparation of minutes of all meetings.

5. To prepare and submit to Commission Board periodic financial reports, and as soon as practicable following the end of each fiscal year, an annual report of the financial activities of the Commission for that preceding year.
6. To have custody and charge of all Commission property other than money and securities.
7. To transmit to the Executive Director's successor all books and records of the Commission in his or her possession.
8. To perform such other duties as the Commission Board may require or direct in carrying out the policies and directives of the Commission.

SECTION IV TREASURER

The Madera County Treasurer shall be the Treasurer of the Madera County Transportation Commission. The Treasurer shall have the following duties and responsibilities:

1. Receive and receipt all money of the Commission and place it in the treasury of the County to the credit of the Madera County Transportation Commission.
2. Be responsible upon the Treasurer's official bond for the safekeeping and disbursement of all Commission monies held in the treasury.
3. Pay any sums due from the Commission, from Commission funds held by the Treasurer or any portion thereof, upon warrants of the Auditor-Controller designated herein.
4. Verify and report to the Commission as soon as possible after the first day of July, October, January, and April of each year Commission fund balances held in the treasury, receipts since the last Treasurer's report, and any interest accrued to those funds.

SECTION V AUDITOR-CONTROLLER

A. Auditor-Controller

The Madera County Auditor-Controller shall be the Controller for the Madera County Transportation Commission. The Auditor-Controller shall have the following duties and responsibilities:

1. Draw warrants to pay demands against the Commission when the demands have been approved by the Commission Board or the Commission Executive Director. The Controller shall be responsible on the Controller's official bond for the Controller's approval of disbursements of the Commission money.
2. Reimbursement

The Commission shall reimburse the County for the cost of services provided by the Auditor-Controller to the Commission on an at-cost basis.

C. Approvals

The Executive Director of the Commission shall have the power to approve to the Auditor-Controller demands against the Commission. The Chairperson of the Commission shall be substituted in the absence or vacancy of the Executive Director.

SECTION VI FINANCING

A. Fiscal Year

The fiscal year of the Commission shall commence on July 1 of each year and shall terminate on June 30 of the following year.

B. Funding

The Commission shall apply for available federal, state, regional, and local funds, and shall make new and additional applications from time to time as appropriate. Funding sources will be the Local Transportation Fund pursuant to state regulations; state and federal transportation planning funds provided through the Overall Work Program process; various state, federal, or regional planning grants that may be available from time to time.

SECTION VII ASSIGNABILITY

With the approval of the Commission Board and upon the terms agreed upon by the Board, all or any of the rights and property of the Commission may be assigned to further the purposes of the Commission. Provided, however, no right or property of the Commission shall be assigned without compliance with all conditions imposed by any state or federal entity from which the Commission has received financial assistance.

SECTION VIII COMPOSITION

The Commission shall be composed of the County of Madera and the cities of Chowchilla and Madera, together herein after referred to as the member agencies.

A. Board and Voting

The Commission shall be governed by a board having six members. The members shall be appointed by the member agencies with three members from the Madera County Board of Supervisors, two members from the City of Madera, and one member from the City of Chowchilla. Each member agency shall designate at least one alternate representative who shall also be an elected member of the designated agency. Each member or authorized alternate shall have one vote on matters brought before the Commission.

B. Term of Office

The term of office of each representative appointed by their chair or mayor annually shall correspond with his or her term on the agency for which they serve as a representative.

C. Chairperson

Commencing in 1972, and continuing thereafter, the members of the Commission shall elect a Chairperson to serve until the election of a successor. Election of Commission officers shall be conducted at the first regular meeting of the Commission held in each calendar year.

1. Powers and Duties: The Chairperson shall be the presiding officer of the Commission. The Chairperson shall preserve strict order and decorum at all meetings of the Commission, state questions coming before the Commission, announce the Commission decision on all subjects, and decide all questions of order, subject, however, to an appeal to the Commission as a whole, in which event a majority vote shall govern and conclusively determine such questions or order. The Chairperson shall vote on all questions; shall sign all resolutions, directives and contracts approved by the Commission.

D. Vice Chairperson

There shall be a Vice Chairperson whose term of office shall coincide with that of the Chairperson, and who shall, in the absence of the Chairperson, perform all of the functions and duties of the Chairperson.

E. Secretary

The Executive Director of the Commission shall serve as the Secretary of the Commission. The Secretary shall maintain a public record of the Commission's resolutions, transactions, findings and determinations, and shall prepare agendas and minutes of each regular and special meeting of the Commission.

SECTION IX MEETINGS

A. Regular and Special Meetings

The regular meetings of the Commission shall be held on the third Wednesday of each month at 3:00 p.m., or at a time, specified by the Commission Board. Meetings will be held at the Commission office located at 2001 Howard Road, Suite 201, Madera, California. Such regular meetings shall be for considering reports of the affairs of the Commission and for transacting such other business as may be brought before the meeting. Any regular meeting may be scheduled on an individual basis as to date, time and place, by motion of the Commission Board, no meeting is held in December and no meeting is held in a month when it is not necessary. In the event of a conflict with holidays, Commissioners' schedules, or similar matters, or, in the event of a lack of a quorum, meetings are specified below.

Special meetings may be called at any time by the Chairperson of the Commission or by three members of the Commission, by serving notice of the time, place, and purpose of the meeting upon each member of the Commission. Such notice shall be served at least twenty four (24) hours before the time set for the meeting. No other business shall be considered at a special meeting other than that set forth in the notice of the meeting.

B. Closed Sessions

All information presented in closed session shall be confidential. Ex-Officio non-voting members shall not be permitted to attend closed sessions.

Under Government Code Section 54956.96, the Commission adopts a joint powers agency limited disclosure policy as follows:

1. All information received by the legislative body of the local agency member in a closed session related to the information presented to the Commission in closed session shall be confidential. However, a member of the legislative body of a member local agency may disclose information obtained in a closed session that has directed financial or liability implications for that local agency to the following individuals:

- a) Legal counsel of that member local agency for purposes of obtaining advice on whether the matter has directed financial or liability implications for that member local agency.
- b) Other members of the legislative body of the local agency present in a closed session of that member local agency.

Any designated alternate member of the legislative body of the Commission who is also a member of the legislative body of a local agency member who is attending a properly noticed meeting of the joint powers in lieu of a local agency member's regularly appointed member may attend closed sessions of the Commission.

C. Quorum and Majority Requirements

A majority of the Commission shall constitute a quorum for the transaction of business; provided, however, unless specifically otherwise provided, the Commission shall take no action except upon the affirmative vote of at least four members. Less than a quorum may adjourn from time to time.

D. Voting

Voting shall only be conducted at proper noticed meeting where a quorum has been established and members are physically present, except as provided in Government Code Section 54953 for teleconferencing.

Voting shall be by voice, show of hands, or roll call vote. The consent calendar shall be by roll call vote. Any Commissioner may request a roll call vote.

In all cases, a vote to "abstain" shall be counted as an "aye" vote unless there is a majority vote to defeat the motion and then the vote to abstain shall be counted as a "no" vote.

E. Notice of Regular and Special Meetings

The Chairperson shall direct the publication of notices of all meetings, public hearings, etc. It shall be the policy of the Commission to provide notice to the local media upon written request at least 24 hours prior to the meeting upon receipt of written request to do so. Notice of the meeting shall specify the place, the day and the hour of the meeting. Notice of meeting also with the meeting agenda shall be posted at the Commission offices, in the place of the meeting and on the Commission website www.maderactc.org at least seventy two (72) hours prior to the scheduled meeting time.

F. Lack of a Quorum

If less than a quorum of the Commissioners are present at any properly called regular, adjourned regular, special or adjourned special meeting, the member(s) who are present may adjourn the meeting to a time and place specified in the order of adjournment. A copy of the order or notice of adjournment shall be conspicuously posted on or near the door of the place where the meeting was to have been held within 24 hours after adjournment.

If all the members are absent from any regular or adjourned regular meeting, the Executive Director may so adjourn the meeting and post the order or notice of adjournment as provided, and additionally shall cause a written notice of the adjournment to be given in the same manner as for a notice of a special meeting.

If the notice or order of adjournment fails to state the hour at which the adjourned meeting is to be held, it shall be held at the hour specified for the regular meeting of the Commission.

G. Agenda

The business of each regular meeting of the Commission shall be transacted in accordance with an agenda prepared by the Secretary. Any Commissioner or the Executive Director may cause an item to be placed on the agenda.

H. Adjournment

The Chairperson may, with the approval of a majority of the members present, adjourn any meeting to a time and location of the Chairperson's choice. If all members are absent, the Secretary of the Commission may adjourn the meeting to a stated time and place in accordance with Government Code Section 54955.

I. Minutes

The minutes of the Commission shall be kept by the Secretary of the Commission or such other person as he or she may designate. The Secretary shall be required to make a record only of such business as was actually passed upon by vote of the Commission and shall not be required to record any remarks of members or of any other person, except at the special request of a member; and provided, further, that a record shall be made of the names and addresses of persons addressing the Commission, the title of such matter to which their remarks related, and whether they spoke in support of, or in opposition to such matter. A copy of the minutes shall be provided to the Commission with the Agenda for the next meeting. Unless a member requests a reading of the minutes of a meeting, such minutes may be approved without reading.

J. Decorum

Except as herein or otherwise provided, Roberts Rules of Order shall govern all proceedings of the Commission. In any event, all proceedings and conduct of the meetings shall be in full compliance with Government Code Section 54957.9

K. Stipend

Commissioners and eligible alternates shall be paid a stipend of \$100.00 for each MCTC Policy Board Meeting attended.

SECTION X COMMITTEES

A. Technical Advisory Committee

The Commission shall establish and maintain a Technical Advisory Committee. This Committee shall be composed of planning, engineering and public works staff of the member agencies as well as those representing agencies having an interest in public transportation issues. The committee shall meet on the Monday of the week immediately preceding scheduled Commission meeting and shall review the agenda items to be brought before the Commission as well as other issues from which from time to time may be directed for their review by the Commission.

B. Social Services Transportation Advisory Council

The Commission shall establish and maintain a Social Services Transportation Advisory Council. This committee shall advise the Commission and have the following responsibilities:

1. Annually participate in the identification of transit needs in the jurisdiction, including unmet transit needs that may exist within the jurisdiction of the Madera County Transportation Commission, and that may be reasonable to meet by establishing or contracting for new public transportation or specialized transportation services or by extending existing services.
2. Annually review and recommend action by the Commission a finding by resolution that there are no unmet transit needs; or there are no unmet transit needs that are reasonable to meet; or there are unmet transit needs, including needs that are reasonable to meet.
3. Advise the Commission on any other major transit issues, including the coordination and consolidation of specialized transportation services.

The Social Services Transportation Advisory Committee shall meet on the call of its chairperson with meetings generally scheduled in March, April and May to coincide with the Unmet Transit Needs process.

SECTION XI DISSOLUTION

A. No Specific Term

These rules shall continue in force without specific term.

B. Dissolution

If at any times, the agencies which constitute the Commission contain less than 60% of the population residing within Madera County, per the latest available census information, and there are less than a majority of local governments remaining as members of the Commission, the Commission shall be deemed disestablished and these Rules shall cease to be operative except for the payment of any obligation theretofore incurred.

C. Distribution of Assets

In the event the Commission is dissolved, all real and personal property owned by the Commission shall be distributed to federal, state, or local funding agency that supplied the property or whose funding provided for acquisition of the property unless other distribution is provided by law. Should the origin of any real property or personal property be undeterminable, that property shall be disbursed to the member agencies in proportion to the size of each jurisdiction per the latest available Department of Finance estimate of population.

D. Surplus Property

The surplus property of the Commission shall be disposed of by dividing it among the member agencies in proportion to the size of each jurisdiction per the latest available Department of Finance estimate of population.

E. Return of Surplus Funds

Upon dissolution of the Commission any surplus money shall be returned, pro rata, to the federal, state, or local agency that provided said funds.

F. Continues in Effect until Distribution

These Rules shall remain in effect until such time as all assets, property, and funds of the Commission have been distributed in accordance with this provision.

**SECTION XII
ADDITIONAL MEMBERS**

Any city within Madera County which may hereafter be incorporated and which desires to participate in the activities of the Commission may do so by petitioning for recognition as an official member of the Commission.

**SECTION XIII
SEVERABILITY**

Should any part, term, portion, or provision of these Rules be finally decided to be in conflict with any law of the United States or the State of California, or otherwise be unenforceable or ineffectual, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, provided such remaining portions or provisions can be construed in substance to constitute the agreement with the member agencies in the first instance.

**SECTION XIV
EFFECTIVE DATE OF RULES**

These rules shall become effective upon ratification by the Madera County Transportation Commission Board. From and after said date the Rules approved by the Commission on September 1, 1983 shall be superseded, replaced and terminated and shall be of no further force and effect.