

Adopted by Resolution No. 2025-05-06

**SACRAMENTO-PLACERVILLE TRANSPORTATION CORRIDOR
JOINT POWERS AUTHORITY**

RULES OF PROCEDURE

**ARTICLE 1
MEETINGS**

Section 1.1 Regular Meetings.

The Regular Meetings of the Sacramento-Placerville Transportation Corridor Joint Powers Authority ("Authority") Board of Directors, hereinafter referred to as "Board," shall be scheduled no less frequently than on the first Monday of each calendar quarter at the hour of 9:30 a.m. in the Folsom City Hall Council Chambers, 50 Natoma Street, Folsom, California. Whenever a Regular Meeting falls on a legal holiday, said meeting shall be redesignated by the Board at its Regular Meeting immediately prior to such holiday. If, for any other reason, the Board decides to change the date of a Regular Meeting or Meetings, said Regular Meeting or Meetings may be designated by a motion approved by the Board up to one (1) year in advance. Absent such designation, any meeting other than the next regularly scheduled meeting, shall be called and noticed as a Special Meeting. Legal holiday, as used above, shall mean those days defined as legal holidays in Government Code Sections 6700 and 6701.

Section 1.2 Special Meetings.

- A. A Special Meeting may be called at any time by the Chair, or by a majority of the Directors of the Board, by delivering written notice to each Director and to each local newspaper of general circulation, radio, or television station requesting notice in writing and posting a notice on the Authority's website. Such notice must be delivered personally or by any other means and received at least 24 hours before the time of such meeting. The call and notice shall specify the time and place of the Special Meeting and the business to be transacted or discussed. No business other than as specified in the notice shall be considered at such meeting. Such written notice may be dispensed with as to any Director who, at or prior to the time the meeting convenes, files with the Secretary of the Authority a written waiver of notice. Such waiver may be given by telegram. Any defect in the above notice procedure will be deemed cured by actual attendance of the notice at the meeting. (Government Code Section 54956(a).)

- B. Notwithstanding the foregoing, a Special Meeting may not be called regarding the salaries, salary schedules, or compensation paid in the form of fringe benefits, of a local agency executive, as defined in subdivision (d) of Government Code Section 3511.1. However, this subdivision does not apply to a Special Meeting to discuss the Authority's budget. (Government Code Section 54956(b).)

Section 1.3 Adjournment of Meeting.

The Board may adjourn any Regular, adjourned Regular, Special or adjourned Special Meeting to a time and place specified in the order of adjournment. Less than a quorum may so adjourn from time to time. Notice of adjournment of a duly called Special Meeting at which less than a quorum is present shall be given in the same manner as notice of the original meeting. If all Directors are absent from any Regular or adjourned Regular Meeting, the Secretary of the Authority may declare the meeting adjourned to a stated time and place and he or she shall cause a written notice of the adjournment to be given in the same manner as provided herein for Special Meetings. In the case of all adjournments, a copy of the order or notice of adjournment shall be conspicuously posted on the door to the room in which Authority meetings are held, within 24 hours after the time of the adjournment. When an order of adjournment of any meeting fails to state the time at which the adjourned meeting is to be held, it shall be held at the time specified for Regular Meetings. (Government Code Section 54955.)

Section 1.4 Session.

The Chair shall take the chair and call the Board to order. In the absence of the Chair, the Secretary shall call the meeting to order, whereupon the Directors present, by an order entered in the minutes, shall select one of the Directors to act as Chair Pro Tem, who, while so acting, shall have all of the authority of the Chair. Upon the arrival of the Chair, the Chair Pro Tem shall relinquish the chair upon the conclusion of the business immediately before the Board. Notwithstanding the foregoing, where the presiding Chair or Chair Pro Tem is called from the chair for a short period during a meeting to which he or she will return, he or she may appoint another Director to preside until his or her return without interrupting the proceeding for the purpose of electing a Chair Pro Tem.

Section 1.5 Roll Call.

Before proceeding with the business of the Authority, the roll of the Directors shall be called by the Secretary and the names of those present shall be entered in the minutes.

Section 1.6 Quorum.

Three Directors of the Board shall constitute a quorum for the transaction of business, except that less than a quorum may adjourn from time to time. Except as provided in Sections 1.11 and 9.1, actions of the Board shall require the affirmative vote of:

- A. Four Directors, if five Directors are present; or
- B. Three Directors, if fewer than five Directors are present.

Section 1.7 Minutes.

The Secretary shall furnish each Director a copy of the minutes of each meeting with the agenda for the following meeting. Additionally, minutes shall be made available to the public upon request in accordance with the Ralph M. Brown Act. (Government Code Section 54957.5)

Section 1.8 Approval of Minutes.

The minutes may be approved without reading unless such reading is requested by a Director. A copy of the approved minutes of each meeting shall be inserted in the Authority's Minute Book.

Section 1.9 Meetings to be Open to the Public.

All meetings of the Authority and its committees shall be open to the public unless the subject matter is a proper one for executive session. All meetings shall comply with the provisions of the Ralph M. Brown Act. (Government Code Sections 54950, et seq.)

Section 1.10 Vote.

- A. The vote upon an action item shall be "ayes" and "noes" pursuant to roll call and so recorded. Each ordinance or resolution shall be in written or printed form.
- B. Notwithstanding Section 1.6, the following actions require the affirmative unanimous vote of all five Directors, with each Director voting in accordance with the direction given by his or her appointing body:
 - 1. To order formation of an assessment or special tax district;
 - 2. To authorize the sale of bonds; or
 - 3. To make a financial commitment with a term of more than one (1) year.
- C. The Sacramento Regional Transit District (RT) is unique among the SPTC-JPA member agencies in that its board of directors includes representatives from other member agencies – namely, the County of Sacramento, the City of Rancho Cordova, and the City of Folsom. If (i) a Director serves as both the primary Director appointed by RT and as the alternate for another member agency (or vice versa), and (ii) the primary Director for one of the foregoing two agencies is absent from a meeting of the SPTC-JPA Board, then the Director that is present at the meeting may cast two votes as the primary Director for RT and as the alternate for his/her member agency (or vice versa).

Section 1.11 Continuing Body.

The Board shall be a continuing body and no measure pending before it shall be abated or discontinued by reason of the expiration of the term of office or removal of a Director.

Section 1.12 Discussion Only Through Chair; Limitation of Discussion; Disqualification of Directors.

Persons in attendance may address the Board only through the Chair. Directors of the Board may address one another or persons in attendance only through the Chair.

Except as otherwise herein provided, discussion, either by a Director or by any person in attendance, may be limited, in the discretion of the Chair, to such time as the Chair may find to be reasonable under the circumstances, provided that any decision of the Chair to limit discussion may be overruled by the Board.

Any Director who is legally disqualified from participating in Authority action on any particular matter shall, as soon as such matter is reached on the agenda, disclose his or her disqualification and the reason therefor and shall take no part in the discussion, debate or vote on such matter. If the disqualification is not known to him or her at the time such matter is reached on the agenda, he or she shall make such disclosure as soon as his or her disqualification is known to him or her.

Section 1.13 Executive Sessions.

Executive Sessions shall be held only on those matters which the Ralph M. Brown Act (Government Code Section 54950 *et seq.*) and court decisions recognize as proper matters to be held in Executive Session. These include, but may not be limited to, the following matters:

- A. To consider the appointment, employment, or dismissal of an officer or employee, or to hear complaints and charges against such officer or employee. The Secretary shall notify the affected officer or employee in writing at least 24 hours prior to the Executive Session, including a description of the matter to be discussed and his/her right to request a public hearing per Government Code Section 54957. This section shall not be construed as granting anyone the right to a hearing they do not already have by virtue of some other authority.
- B. To consider any matter affecting the national security.
- C. To meet with the Attorney General, District Attorney, Sheriff, or Chief of Police or other authorized representatives on matters posing a threat to the security of Authority buildings, public services or facilities.
- D. To negotiate labor matters once a labor conciliator, mediator or arbitrator has been requested to participate in the negotiations.

Section 1.14 Time, Rules and Agenda for Executive Session.

An Executive Session shall be held only during a Regular or Special Meeting, in full compliance with these Rules of Procedure, and in accordance with the disclosure provisions of the Ralph M. Brown Act. As applicable, disclosure on the agenda under the topic "Executive Session" shall be substantially as follows:

- A. "To discuss matters pursuant to Government Code Section 54956.9(a): Smith v. Authority." - (for filed claims and litigation)
- B. "To confer with legal counsel pursuant to Government Code Section 54956.9(d)(2) regarding anticipated litigation based on specific facts and circumstances."
- C. "To discuss matters pursuant to Government Code Section 54956.9(d)(3)." (to determine if facts and circumstances warrant Executive Session under Section 54956.9(d)(2))
- D. "Regarding terms of purchase/ sale/lease of real property located at _____ and negotiations with _____ representing the owner of said property."
- E. "To discuss matters pursuant to Government Code Section 54956.9(d)(4), based on existing facts and circumstances, the legislative body has decided or is deciding whether to initiate litigation."

When an Executive Session is called, the meeting agenda shall include the statutory reason for the Executive Session and such additional disclosure as may be required under the Ralph M. Brown Act. Where the session is for a personnel matter, the officer or employee involved must be notified of the nature of the session and in what way it applies to him or her.

All Directors, staff, and other participants in an Executive Session shall maintain the confidentiality of discussions and materials, as required by the Ralph M. Brown Act and applicable law.

Section 1.15 Executive Session Minutes and Action.

At the conclusion of an Executive Session, the Chair shall report at the public meeting whether any action was taken, and if so, the roll call vote thereon, or confirm that no reportable action was taken, as required by Government Code Section 54957.1.

ARTICLE 2 OFFICERS

Section 2.1 Chair/Vice Chair.

- A. The Chair may move, second and debate from the chair, subject only to such limitations of debate as are by these rules imposed on all Directors, and shall not be deprived of the rights or privileges of a Director by reason of occupying the chair. In an action to adopt a motion, resolution or ordinance, the Chair shall vote after all other Directors present have cast their vote.
- B. The Board may select one of the Directors of the Board to act as Vice Chair. In the absence of the Chair, all of the powers and duties of the Chair under these Rules shall be powers and duties of the Vice Chair, if one has been selected.
- C. In the absence of the Chair and Vice Chair, all of the powers and duties of the Chair under these Rules shall be powers and duties of the Chair Pro Tem selected in accordance with Section 1.4 of Article 1.

Section 2.2 Chair Responsibilities.

The Chair shall preside and preserve order at all regular meetings, special meetings and hearings of the Board. The Chair shall state every question coming before the Board, announce the decision of the Board on all subjects and decide all questions of order without debate, subject, however, to an appeal by another Director. The Chair or the Chair Pro Tem shall sign all Board resolutions and all minutes of Board meetings or hearings which he or she has witnessed being adopted or approved.

Section 2.3 Secretary.

The Board shall select a Secretary who may, but need not, be a Director. The Secretary shall have the following powers and duties;

- A. Post agendas and sign a declaration of the time and place where each agenda was posted and maintain a file of those declarations with the corporate records.
- B. Attend all meetings and hearings of the Board and keep minutes of such meetings or hearings in the Authority's Minute Book.
- C. Attest all resolutions of the Board and the minutes of all meetings or hearings which shall have been approved by the Board, and he or she shall have custody of same.
- D. Keep and have custody of all books, records and papers of the Authority, and certify true copies thereof whenever necessary.

E. Perform such other duties as may be required either by statute, ordinance, resolution or order.

F. Call the Board to order in absence of the Chair.

Section 2.4 Elections.

Election of any officer of the Authority shall be by nomination, closing of nominations and balloting on nominees. Before the declaration of the result of the vote, a unanimous ballot may be cast for the successful candidate.

Section 2.5 Board of Directors.

The Authority shall be administered by a board of directors ("Board") consisting of five directors ("Directors") and five alternates, who shall be appointed as provided by the Authority's Joint Powers Agreement.

Section 2.6 Vacancy.

In the event that a vacancy should occur on the Board because of death, resignation, illness, or for other reason, the remaining Directors of the Board shall, within thirty (30) days after such vacancy adopt a resolution for transmittal to the jurisdiction appointing the individual whose absence caused the vacancy requesting such jurisdiction to appoint a replacement within sixty (60) days of the transmittal of said resolution.

ARTICLE 3
ORDER OF BOARD BUSINESS

Section 3.1 Contents of Agenda.

The agenda shall specify the time and location of the meeting and shall contain a brief general description of each item of business to be transacted or discussed at the meeting. The description shall be reasonably calculated to adequately inform the public of the general matter or subject matter of each agenda item. The agenda shall include the following notation:

*NOTE TO CITIZEN PARTICIPANTS

"It is the policy of the Board of Directors of the Sacramento- Placerville Transportation Corridor Joint Powers Authority to encourage citizen participation in the meetings of the Board of Directors. At each open meeting, members of the public shall be provided with an opportunity to directly address the Board on items of interest to the public that are within the subject matter jurisdiction of the Board of Directors. However, in order that business scheduled for consideration at such meetings may be disposed of in an orderly manner, citizens wishing to address the Board on matters not on the agenda, whose presentations may be lengthy or in the nature of request for action of some kind on the part of the Board, are requested to first discuss such matters with the Chair or his/her

designee. If after such consultation an appearance before the Board is desired, the subject matter may be calendared as an agenda item for a date and time convenient to the parties concerned.

The meeting is accessible to the disabled. In compliance with the Americans with Disabilities Act, if you are a disabled person and you need a disability-related modification or accommodation to participate in this meeting, please contact the SPTC-JPA's CEO, _____, by telephone at _____ or email at _____. Requests must be made as early as possible and at least two full business days before the start of the meeting."

Members of the public who wish to address the Board on matters not listed on the agenda, but on an item coming within the jurisdiction of the Board, shall be provided with the opportunity to do so under the agenda item heading "Citizens Address the Board on Matters not on Agenda." The Chair may, in the absence of objection from Directors, specify a time limitation on any presentation made before the Board. The Chair shall not limit presentations made by members of the public to under three (3) minutes. The Board shall not act upon or discuss an item that is not listed on the agenda.

Section 3.2 Consent Calendar.

The Consent Calendar shall consist of matters requiring Board action of either a routine nature or on which staff comment is not appropriate or necessary, or which have previously been discussed and appear on the Agenda for final action only.

The Chair, or Chair Pro Tem acting in the absence of the Chair, may authorize those items to be listed on the Consent Calendar agenda. All items listed under the Consent Calendar, exempting those individual items which the Chair reserves for separate treatment at the request of any Director, may be acted upon by a single motion.

Section 3.3 Agenda Preparation, Delivery and Posting.

A written agenda for each meeting shall be prepared, delivered and posted as follows:

- A. A written agenda, together with all supporting documents, of the business of each Regular Meeting shall be prepared by the Secretary and mailed or delivered to the Directors and Authority Legal Counsel at least three (3) days before the meeting. The purpose of the agenda is to give Board Directors at least two (2) days' notice of all business coming before them. Notice of Regular Meeting without supporting documents shall be mailed at least 72 hours before the meeting to any owner of property located within the jurisdiction of the member agencies who has filed a written request for such notice with the Authority. (California Government Code Sections 54954.1 & 54954.2.) In the case of Special Meetings which may be called less than 72 hours in advance of the meeting date, the requesting property owner shall receive such notice as soon as may be practical under the circumstances, but not less than 24 hours prior to the Special Meeting. (California Government Code Sections 54954.1 & 54956.)

- B. The written agenda for each Regular Meeting and for every meeting continued for more than five (5) calendar days shall be posted at least 72 hours before the meeting is scheduled to begin. The written agenda for every Special Meeting shall be posted at least 24 hours before the Special Meeting is scheduled to begin. The agenda shall be posted on the Authority's website and in a location that is freely accessible to members of the public.

Section 3.4 Submission of Materials for Agenda.

Material intended for placement on the Agenda for a regular meeting shall be delivered to the Secretary on or before 12:00 Noon on the eleventh (11th) day before the meeting.

Section 3.5 Matters Requiring Board Action.

A matter requiring Board action must be listed on the posted agenda before the Board may act upon it. The Board may take action on items of business not appearing on the posted agenda under any of the following conditions:

- A. Upon a determination by a majority of a quorum of the Board that an emergency situation exists, as defined in Section 54945.5 of the Government Code.
- B. Upon a determination by a two-third (2/3) vote of the Board of Directors, or, if less than 2/3 of the Directors are present, a unanimous vote of those Directors present, that the need to take action arose subsequent to the Agenda being posted.
- C. The item was properly posted for a prior meeting of the Board of Directors occurring not more than five (5) calendar days prior to the date action is taken on the time, and at the prior meeting the item was continued to the meeting at which action is being taken.
- D. By directing the Secretary to place an item of business for discussion and/or action on a subsequent Agenda.

ARTICLE 4 HEARING

Section 4.1 Public Hearings.

Consideration of a matter regularly set for hearing before the Board shall proceed in the following order:

1. Chair announces question.
2. Staff makes presentation.
3. Proponents address Board.
4. Secretary reads communication from proponent (unless same has been read by one of the speakers).
5. Rebuttals. (Proponents first and opponents last.)
6. Questions.
7. Hearing declared closed.
8. Discussion or postponement by Board.
9. Action by Board.

Section 4.2 Speaking Restriction.

Each citizen appearing at a hearing before the Board shall be limited to five (5) minutes in his or her initial presentation. If he or she desires further time, he or she may request same before returning to his or her seat, in which event the Chair may, in his or her discretion, permit further remarks either before or after all other speakers on his or her side have been heard and before proceeding to the next order in the hearing. Any citizen addressing the Board may submit written statements, petitions or other documents to complement his or her presentation. A person appearing in rebuttal shall be limited to two (2) minutes.

Section 4.3 Close of Hearing.

Directors may ask questions of a speaker at any time. Directors shall not speak on the subject being heard until after the hearing is declared closed by the Chair.

Section 4.4 Continuation of Hearings.

Subject to the requirements of law, a hearing may be continued by the Board from time to time. In continuing such hearing, the Board shall specify the time and place to which the hearing will be continued. If the continued hearing is set for a date more than five calendar days away, notice of the continued hearing shall be given in the same manner as notice of regular meetings, as required by the Ralph M. Brown Act (Government Code Section 54955.1).

Section 4.5 Continuation of Deliberations.

Subject to the requirements of law, the Board may take under submission for a reasonable period of time any matter which has been heard before it and may for this purpose continue its

deliberations on such matter from time to time. In continuing such deliberations, the Board shall specify the time and place at which such deliberations will be continued.

Section 4.6 Decorum.

While the Board is in session, the Directors must preserve order and decorum, and a Director shall neither by conversation, or otherwise, delay or interrupt the proceedings or the peace of the Board nor disturb any Director while speaking, nor refuse to obey the orders of the Board or its presiding officer.

ARTICLE 5
PERSONS ADDRESSING BOARD

Section 5.1 Addressing Board.

The regular time for citizens to address the Board shall be when the Chair in due order of business invites them to do so. At other times, permission to address the Board shall be at the Chair's discretion. A citizen desiring to address the Board shall give his or her name, address and group affiliation, if any, to the Secretary for the record and address the Chair.

Section 5.2 Disruption of Board Meeting.

Any citizen that disrupts, disturbs or impedes a meeting of the the Board may be barred by the Chair from further appearance before the Board at that meeting or hearing, unless permission to continue be granted by a four-fifths (4/5) vote of the Board. This authority shall be exercised solely to maintain order and shall not be used to restrict speech based on its content.

Section 5.3 Citizen Defined.

"Citizen" under these rules shall be deemed to mean any member of the public. All persons, regardless of residency, shall be permitted to address the Board on matters within its jurisdiction, subject to the rules of procedure outlined herein.

ARTICLE 6 DIRECTORS

Section 6.1 Minutes of Meetings.

The Secretary shall enter in the minutes a record of the actions taken by the Board, including resolutions, motions, and votes. During the consideration of any particular matter, a Director may make a request that the minutes reflect more than the customary detail on that item.

Section 6.2 Speaking Privileges.

Any Director desiring to speak shall address the Chair and, upon recognition by the Chair, shall confine himself or herself to the question under debate, avoiding all personalities and indecorous language.

Section 6.3 Speaking Interruption.

A Director shall not be interrupted when speaking unless it be to call him or her to order, for the purpose of explanation, or to permit solicited responses. If a Director, while speaking, be called to order, he or she shall cease speaking and resume his or her seat until the question of order is determined, when, if permitted, he or she may proceed.

Section 6.4 Debate Closing.

The Director moving the adoption of an ordinance, resolution or motion shall have the privilege of closing the debate.

Section 6.5 Motion Reconsideration.

A motion to reconsider any action taken by the Board may be made only on the day such action was taken, either during the same session or at an adjourned session thereof. Such motion must be made by a Director on the prevailing side and seconded by any Director. The motion, which may be made at any time during said meeting, has precedence over all other motions. The motion to reconsider is debatable unless the action to be reconsidered is undebatable.

ARTICLE 7
OFFICIAL ACTIONS

Section 7.1 Action.

Motions and resolutions, unless laid over by a majority vote of the Board, may be acted upon the day of introduction or presentation. No continuance shall be granted if the effect of such a continuance is to render a subsequent vote on the issue.

Section 7.2 Ordinances.

The usual course of procedure with an ordinance shall be to lay it over for one meeting from the date of introduction or presentation, before calling it up for action, and to have the Secretary furnish a copy of each ordinance introduced, or presented, to each Director as soon as possible after its introduction. The enacting clause of all ordinances shall be as follows: "The Board of Directors of the Sacramento-Placerville Transportation Corridor Joint Powers Authority do ordain as follows:"

Section 7.3 Ordinance Effective Date.

No ordinance shall become effective until thirty (30) days from and after the date of its final passage, except:

- A. An ordinance calling or otherwise relating to an election.
- B. An ordinance for the immediate preservation of the public health, peace and safety, which contains a declaration of, and the facts constituting, its urgency and is passed by a four-fifths (4/5) vote of the Board of Directors unless five (5) official votes are required as provided in Section 1.10.
- C. Other ordinances governed by particular provisions of state law prescribing the manner of their passage and adoption.

Section 7.4 Votes, Signature and Attestation.

Every ordinance and resolution shall be signed by the Chair/Chair Pro Tem (depending upon who presided at the meeting of enactment) and attested by the Secretary. The votes cast on an ordinance shall be entered on the face of the ordinance.

Section 7.5 Ordinance Publication.

The following directive shall be included in each ordinance of a general nature. "The Authority Secretary is hereby directed to publish this ordinance in full within fifteen (15) days after adoption." Before the expiration of fifteen (15) days after passage of an ordinance, it shall be published once, with the names of the Directors voting for and against it, in a newspaper of general circulation published in the counties encompassing the member agencies.

Section 7.6 Codification.

Ordinances and resolutions may be codified in the manner established for counties pursuant to Government Code sections 21526-25130.

Section 7.7 Effect of Motion.

Motions shall be considered an act of the Authority and carry the same weight as a resolution.

ARTICLE 8
COMMITTEES

Section 8.1 Appointment.

The Chair shall appoint all standing and special (ad hoc) committees.

Section 8.2 Standing Committee Meetings.

All the provisions of these rules with respect to notice of a Special Meeting shall apply to the meeting of a Standing Committee whether or not the committee is made up of more than a quorum of the Board.

Section 8.3 Ad Hoc Committee Meeting.

It shall be the policy of the Board that meetings of Ad Hoc Committees shall be open to the public. However, where less than a quorum of the Board is appointed to serve on an Ad Hoc Committee, no notice need be given for such meeting.

ARTICLE 9
RULES

Section 9.1 Amendment.

Any rule may be altered, amended or annulled at any time by a four fifths (4/5) vote of the Board provided that the rule, as altered, amended or annulled, is not inconsistent with provisions of the Sacramento-Placerville Transportation Corridor Joint Powers Authority Joint Powers Agreement.

Section 9.2 Suspension.

Any rule may be temporarily suspended by the unanimous consent of all Board Directors present, provided not less than four fifths (4/5) of the Directors are present.

Section 9.3 Rosenberg's Rules of Order.

All rules of order not herein provided for shall be determined in accordance with "Rosenberg's Rules of Order."

Section 9.4 Copies - Authority Rules.

The Secretary shall furnish each Director one or more copies of these Rules and provide a supply for public purposes.

Section 9.5 Copies - Rosenberg's Rules of Order.

The Secretary shall furnish each Director a copy of Rosenberg's Rules of Order, if requested.