

## INTER OFFICE MEMO

**To:** Administration & Finance Committee

**Date:** 04/25/2024

**From:** Amber Johnson, Chief Financial Officer

**Reviewed by:** *W.C.*

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**SUBJECT: CCCTA Board Member Meeting Attendance Compensation**

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### Background:

At the March 2024 meeting of the Board of Directors, Board Chair Tatzin asked the A&F Committee to investigate what other agencies are paying their board members for attending committee meetings and board meetings. According to the bylaws, CCCTA currently pays its Directors compensation of \$100 per meeting, for a maximum of \$200 per month. This policy was most recently updated in 2007. Prior to this, Directors received a \$100 per diem stipend that was not considered to be compensation.

### Research:

Staff reached out to neighboring transit authorities for their Director compensation structure. The results of this informal survey are as follows:

Agency	Summary	Updated
LAVTA	\$150 per meeting, no maximum. Directors typically attend 2 meetings per month for a total of \$300.	2023
Tri-Delta	\$100 per meeting, no maximum. Directors typically attend 1 meeting per month for a total of \$100.	2003
WestCAT	No compensation.	N/A

CCCTA's legal team provided the following information about Director compensation of certain larger transit districts and authorities in California.

Agency	Statute	Summary	Updated
SamTrans	PUC § 103113	\$100 per each Board and committee meeting, not to exceed \$400/mo., plus expenses	1999, AB 1650
GGBHTD	S&HC § 27149	\$50 for each board and committee meeting, not to exceed \$5,000/year, or \$7,500 for Board president	

<b>Agency</b>	<b>Statute</b>	<b>Summary</b>	<b>Updated</b>
AC Transit	PUC § 24908	\$1,000 per calendar month of service, minus \$100 per missed committee meeting. If member does not attend all Board meetings in a month, total compensation is \$100 per Board and committee meeting, up to \$500.	2007, AB 490. Attendance requirement added by SB 1318 (2010)
BART	PUC § 28748.8	\$1,000 per calendar month of service, minus \$100 per missed committee meeting. If member does not attend all Board meetings in a month, total compensation is \$100 per Board and committee meeting, up to \$500.	2007, AB 490
SCMTD	PUC § 98104	Actual and necessary expenses in performance of duties, including meetings, up to \$100, not to exceed \$400/mo.	2019, AB 1089
VTA	PUC § 10063	\$100 per meeting or day of work, up to 6 days/mo., plus expenses.	1994, AB 2442
SacRT	PUC § 102106	\$100 per meeting at up to four noticed meetings of the Board, plus travel expenses.	2006, AB 2137
SDMTS	PUC § 90242	\$50 per Board meeting or day of work, up to \$200/mo.	N/A
SJRTD	PUC § 50087	\$50 per Board meeting, up to \$100/mo., plus travel expenses.	1991, SB 791

**Financial Implications:**

To be determined, based on feedback from A&F Committee.

**Recommendation:**

Staff recommends the Committee discuss the current Board of Directors compensation structure.

**Action Requested:**

None, for discussion only.

**Attachments:**

Attachment 1: CCCTA Bylaws, as amended

**BYLAWS**  
**of the**  
**CENTRAL CONTRA COSTA TRANSIT AUTHORITY**

**I. AUTHORITY, NAME, AND PRINCIPAL OFFICES**

The City of Clayton, the City of Concord, the County of Contra Costa, the City of Danville, the City of Lafayette, the City of Martinez, the City of the Town of Moraga, the City of Pleasant Hill, the City of San Ramon, and the City of Walnut Creek (hereinafter “members,” “member jurisdictions,” or cognate terms), have formed a joint powers agency, the Central Contra Costa Transit Authority (hereinafter “Authority”), under the California Joint Exercise of Powers Act, Government Code Sections 6500, et seq. The principal offices of AUTHORITY shall be located at 1990 North California Boulevard, Suite 520, Walnut Creek, California, or at such other locations as AUTHORITY shall from time to time designate.

**II. PURPOSES AND POWERS**

The general purpose of AUTHORITY shall be to provide, either directly or through contract, public transportation services within certain areas of the member jurisdictions. The purposes and powers of AUTHORITY are more fully set forth in the Joint Exercise of Powers Agreement (hereinafter “JEPA”).

**III. BOARD OF DIRECTORS**

The JEPA provides that AUTHORITY shall be governed by a Board of Directors.

3.01. Representation on the Board. Each member jurisdiction shall appoint one (1) regular representative to the Board of Directors and one (1) alternate representative to act in the regular representative’s absence. In the proceedings of the Board of Directors, each member jurisdiction shall be entitled to one (1) vote.

3.02. Selection of Representatives/Appointment and Term of Office. Each Director shall be appointed to a two-year term of office by the governing body of the member jurisdiction which he/she represents. A Director may be an elected or other public official or a private person. If, during his/her term of office, a Director resigns, dies, is replaced by the appointing member jurisdiction, or otherwise ceases to represent the appointing member jurisdiction, the

appointing member jurisdiction shall appoint a new Director to serve the unexpired balance of such term of office. Directors' terms of office shall be staggered so that one-half of the terms expire each year. Directors' terms of office shall expire on the first day in May. Directors appointed from a member jurisdiction listed under "Odd Year" shall expire on May 1 of odd-numbered years and Directors appointed from member jurisdictions listed under "Even Years" shall expire in even-numbered years:

<u>Odd Years</u>	<u>Even Years</u>
City of Clayton	City of Martinez
City of Concord	City of the Town of Moraga
County of Contra Costa	City of Pleasant Hill
City of Danville	City of San Ramon
City of Lafayette	City of Walnut Creek

There shall be no limit on the number of terms a Director may serve. A Director, otherwise qualified, shall continue to serve until reappointed or until his/her successor is appointed. This section shall also apply to alternates.

3:03 Meetings

A. Time. The Board of Directors shall have regular monthly meetings on the third Thursday of each month at nine a.m. and at such other dates and times as the Board of Directors shall from time to time designate; provided that, regular meetings shall be scheduled sufficiently in advance to permit compliance with Section 3.03C of the Bylaws. If a meeting will fall upon a holiday, or the day before or after a holiday, the Board of Directors shall, if possible, at its next preceding regular meeting, reschedule the meeting to a convenient date and time.

B. Place. Regular Board meetings shall take place at the principal offices of AUTHORITY or such other locations which are convenient to transit dependents and accessible to the elderly and handicapped as the Board of Directors shall from time to time designate.

C. Notice. Notice of regular meetings shall comply with the requirements of the Ralph M. Brown Act, Government Code Sections 54950, et seq.

D. Special Meetings. Special meetings of the Board of Directors may be called at any time by the Chair or Vice-Chair of the Board or by three (3) Directors requesting such meeting in writing. Seven (7) days written notice of a special meeting shall be given to all Directors and to such other persons who requested in writing receipt of such notices. Written notices may be dispensed with as to any Director who is actually present at the time the meeting

convenes. The notice shall state the time and place of the meeting, and the business to be transacted; provided that, in the event of an emergency meeting, only the minimum notice requirements of the Ralph M. Brown Act must be met. Business transacted at a special meeting of the Board of Directors shall be limited to the items set forth in the notice of such meeting.

E. Rules of Order. The Board of Directors may adopt rules of order to govern the conduct and procedure of Directors' meetings.

F. Open Meetings. Meetings of the Board of Directors shall be open to the public as required by the provisions of the Ralph M. Brown Act and applicable case law.

G. Agenda. The agenda for each meeting shall contain at least the following: call to order; approval of minutes; Chair's remarks; old business; new business; public comment; and adjournment.

H. Minutes. The Board of Directors shall keep or cause to be kept written minutes of its proceedings, except executive sessions.

I. Quorum. A quorum of the Board of Directors shall be a majority of the member jurisdictions, and no action of the Board shall be passed but upon the affirmative vote of at least a majority of a quorum.

J. Voting. Voting shall be by voice; provided that, the Chair or a Director may request that a roll call vote be taken.

3.04 Compensation. Each member of the Board of Directors shall receive \$100 for each meeting that the Director attends of the Board or of the Committee to which the Director has been appointed, for a maximum monthly compensation of \$200. The Chair of the Board shall receive this maximum monthly compensation for attending at least one Board or Committee meeting or for performing duties to coordinate the CCCTA staff and Directors. Except for attendance at Board and Committee meetings, Directors may be reimbursed for actual and necessary travel and other expenses incurred in performance of authorized Board duties, in accordance with expense reimbursement policies approved by the Board of Directors.

3.05 Organizational Meeting. Within one month after the effective date of the JEPAs, member jurisdictions shall appoint their initial Directors who shall convene an organizational meeting.

#### IV. OFFICERS

4.01 Designation of Officers. The AUTHORITY shall have three (3) officers: a Chair, a Vice-Chair, and a Secretary to be elected from among members of the Board of Directors.

4.02 Duties. The Chair shall preside at all meetings of the Board of Directors and shall decide matters of order subject to appeal to the Board of Directors. The Chair, or the Chair's designee, shall represent the Board in official matters, shall take such actions as designated by Board policy from time to time, and may act in the absence of Board policy in an emergency until an emergency meeting of the Board of Directors can be convened; provided that, such meeting shall be called as expeditiously as practicable.

Subject to approval of the Board of Directors, the Chair shall appoint the members and Chairs of committees created from time to time by the Board of Directors.

The Vice-Chair shall perform the duties of the Chair in the absence of the Chair. The Secretary shall perform the duties of the Chair in the absence of the Chair and the Vice-Chair.

The Secretary shall, on behalf of the Board of Directors, keep or cause to be kept a book of minutes of all Directors' meetings, except closed sessions. The Secretary shall have any other powers and perform any other duties prescribed by the Board or these Bylaws.

4.03 Term of Office. The Chair, Vice-Chair, and Secretary shall serve one-year terms of office commencing on September 1 of each year. There shall be no limit on the number of terms that a Director may serve as Chair, Vice-Chair, or Secretary.

4.04 Nomination and Election of Officers. In June of each year, the Chair shall designate, subject to Board approval, a nominating committee. At the July meeting of the Board of Directors, the nominating committee shall report its nominations for Chair, Vice-Chair, and Secretary. Nominations shall remain open until the August meeting of the Board of Directors, at which time nominations shall be closed and a Chair, Vice-Chair, and Secretary shall be elected.

4.05 Vacancy in Office. A vacancy in the office of the Chair shall be filled by the Vice-Chair. A vacancy in the office of the Vice-Chair shall be filled by the Secretary. A vacancy in the office of the Secretary shall be filled as follows: the Chair shall appoint a nominating committee at the first meeting after the vacancy occurs; at the next subsequent meeting, the nominating committee shall make its report and, after receiving any further nominations, the Board shall elect a new Secretary.

4.06 Chair Pro Tem. In the absence of the Chair, Vice-Chair, and Secretary, the Board of Directors shall appoint a Chair Pro Tem to fulfill the duties of the Chair.

## V. COMMITTEES

5.01 Standing and Special Committees. The Board of Directors shall establish standing and special committees as necessary.

5.02 Membership, Term, etc. The composition, term, and charge of committees shall be determined by the Board of Directors. The Chair shall appoint the members and the Chair of committees subject to Board approval, except that a Citizens Advisory Committee may designate its own Chair.

5.03 Procedures. Committees shall be governed by the procedures set forth in Sections 3.03B-G, I, and J of these Bylaws; provided that, the provisions of the Ralph M. Brown Act shall apply only if a committee consists of a majority of the Board of Directors.

## VI. STAFF

6.01 General Manager. The Board of Directors may appoint a General Manager who shall serve at the pleasure of the Board. The General Manager shall have charge of the affairs of the Board of Directors and shall implement and carry out its policies. The General Manager, or his/her designee, shall serve as clerk to the Board of Directors and shall be responsible to keep its minutes, resolutions, and official papers.

6.02 Staff. The Board of Directors may appoint staff or make such other arrangements as it deems advisable to meet AUTHORITY's administrative requirements.

6.03 Legal Services. The Board of Directors may, in its discretion, appoint a Legal Counsel or make other provision for legal services.

6.04 Auditor/Treasurer. The JEPA provides for appointment of the Auditor and Treasurer of Contra Costa County to act as the Auditor and Treasurer, respectively, for AUTHORITY.

## VII. BUDGETARY PROCESS

7.01 Fiscal Year. The JEPA provides that the fiscal year for AUTHORITY shall be from July 1 to June 30.

7.02 Budget. For each fiscal year, the Board of Directors shall adopt a comprehensive budget for AUTHORITY which shall be consistent with funding availability, including anticipated revenues from operations, available financial assistance, and contributions to be received from member jurisdictions. AUTHORITY may contract with member jurisdictions to aid and assist it in planning, the administration, review, and monitoring of operators' contracts and such other functions as it deems necessary and appropriate, in which case the budget shall also include funds for member jurisdictions to carry out such functions.

7.03 Funding.

A. Financial Assistance. The JEPAs provide that AUTHORITY may directly claim on behalf of member jurisdictions such regionally administered, State, Federal, or other financial assistance as is available to member jurisdictions for public transportation services. Such financial assistance shall be actively sought; and, member jurisdictions shall provide such assurances and perform such acts as necessary to assist such claims by AUTHORITY.

B. Contributions from Member Jurisdictions. AUTHORITY may request that member jurisdictions contribute to AUTHORITY from their general funds, or other locally controlled funds, as shall be necessary to support AUTHORITY's budget. The amount requested from member jurisdictions shall be equitably pro-rated among them on the basis of:

- (1) the costs (direct and indirect) associated with providing service in each jurisdiction;
- (2) the special costs, whether capital, operating, direct, or indirect, associated with providing any increased services requested by a member jurisdiction; and,
- (3) such other factors as the Board of Directors determines to be relevant.

No member jurisdiction shall be required to contribute from its general fund or other locally controlled funds to support AUTHORITY, except upon the approval of such member jurisdiction's governing body. If a member jurisdiction fails to contribute as requested, AUTHORITY may equitably reduce the public transportation services provided in such jurisdiction, as necessary, to compensate for the budgetary shortfall occasioned by such failure to contribute; provided that, the reduction shall be made on the basis of the factors set forth above and in no case shall there be a reduction in the BASIC LEVEL OF SERVICE except as set forth in Article IX of these Bylaws.



## VIII. COMPLIANCE WITH FEDERAL AND OTHER STANDARDS

In the preparation of its financial documents and records, including its budget, and the development and operation of its public transportation system, AUTHORITY shall comply with all applicable requirements of the Metropolitan Transportation Commission, the California Transportation Development Act, the Federal Highway Act, as amended, the Urban Mass Transportation Act, as amended, and any other applicable acts or statutes or rules or regulations adopted thereunder, or amendments thereto.

## IX. SERVICES

9.01 Definition of the BASIC LEVEL OF SERVICE. AUTHORITY shall provide a BASIC LEVEL OF SERVICE (hereinafter “BLS”) to member jurisdictions. The BLS shall consist of certain routes, headways, and hours of operation within an established service area as defined in “Appendix A” which is attached and incorporated herein. Changes in the BLS shall be the responsibility of AUTHORITY, and not the responsibility of member jurisdictions except as provided herein.

9.02 Reduction to BLS. Except as provided in Section 9.02B, no major reduction shall be made in the BLS except upon the approval of the Board of Directors, which shall include the approval of the representative of each member jurisdiction in which the reduction would occur; provided that, the BLS so reduced shall become the new BLS of AUTHORITY. Temporary major adjustments to the BLS, including reductions, may be made by AUTHORITY to respond to emergencies either upon the approval by the Board of Directors or, if the need for timely action warrants an immediate decision, upon the decision of the General Manager; provided that, the General Manager shall have such emergency power only until an emergency meeting of the Board of Directors is convened, which shall be as soon as practicable.

A. “Major” as used in Sections 9.02 and 9.03, shall mean “substantial, large, or considerable” as opposed to “insignificant or minor” changes. Small changes to routes, headways, or hours of operation to effect better efficiency or coordination would be examples of minor changes to be effected as set forth in Section 9.04.

B. In the event that the AUTHORITY lacks sufficient funds to provide the BLS, the Board of Directors may temporarily reduce the BLS to alleviate budgetary shortfalls; provided that, when a member jurisdiction is subject under this section to a disproportionate reduction in service, such reduction shall not be effective until approved by the representative of

such member jurisdiction. A reduction in service shall be “disproportionate” when the ratio of the reduction in an affected jurisdiction to the total reduction in the service area is greater than the ratio of the affected jurisdiction’s population to the total population of all member jurisdictions. For purposes of this section, “population” shall be determined by reference to the most recent population figures utilized by the Metropolitan Transportation Commission in determining area apportionments for Transportation Development Act claims for the Central Contra Costa County area. The Board of Directors shall formulate such policies as shall be necessary to implement this section.

(1) In determining reductions under this section, the Board of Directors shall base its decision on the following criteria:

(a) equitable prorations on the basis of population served among member jurisdictions;

(b) ridership patronage, including without limitation, ridership trends, passenger miles, passengers per vehicle service mile, passengers per vehicle service hour, passenger miles per revenue capacity mile, and passenger miles per revenue capacity hours;

(c) secondary impacts of the reduction, including without limitation, impacts upon air quality, traffic congestion, traffic safety, and energy consumption and conservation;

(d) convenience to the public served by the system; and

(e) such other criteria as the Board of Directors deems reasonable, including without limitation, the following:

1. cost factors:

a. operating cost per vehicle service mile;

b. operating cost per vehicle service hour;

c. operating cost per passenger;

2. service factors:

a. population in service area;

b. population density in service area;

c. service to low-income groups and senior citizens;

d. revenue vehicle miles per capita within ¼ mile of transit routes;

- e. revenue vehicle hours per capita within ¼ mile of transit route;
  - f. revenue capacity hours per capita within ¼ mile of transit route;
  - g. revenue capacity miles per capita within ¼ mile of transit route;
  - h. directness of service: number of transfers required to complete a trip;
  - i. load factor of system: peak hour standing time;
  - j. policy headways and hours of operation;
3. revenue factors:
- a. farebox: ratio of farebox revenues to operating costs;
  - b. farebox revenue per revenue passenger.

9.03 Additions or Improvements to the BLS. Major additions or improvements to service over and above the BLS may be made only upon the approval of the Board of Directors, which shall include the approval of the representative of each member jurisdiction in which the addition or improvement would occur. Minor changes to the BLS shall be made as set forth in Section 9.04.

A. “Additions to the BLS” shall be defined as new or extended routes (including hours of operation and headways). “Improvements to the BLS” shall be defined as reduced headways or increased hours of operation.

B. Additions or improvements to the BLS, made as provided in Section 9.03, may be withdrawn or partially withdrawn on the approval of the Board of Directors; provided that, no major reduction in the BLS shall be made except as provided in Section 9.02.

C. In determining major additions or improvements to service over and above the BLS, the Board of Directors shall consider, among others, the criteria set forth in Section 9.02B(1).

9.04 Minor Changes to Services.

A. Minor changes to the public transportation services provided by AUTHORITY may be suggested by any member jurisdiction or by AUTHORITY staff and shall be implemented only after approval by the Board of Directors as provided in this Section 9.04.

B. Approval.

(1) Minor changes to the public transportation services provided by AUTHORITY may be made upon the approval of the Board of Directors. The Board may delegate all or a portion of its authority to make such changes to the General Manager.

(2) Where a minor change is suggested by a member jurisdiction, it shall be deemed approved by the Board of Directors unless overruled by a majority of the Board at its next regular meeting occurring more than twenty (20) days after the change is communicated to AUTHORITY; provided that,

- (a) implementation of the minor change would have negligible financial impact on AUTHORITY;
- (b) the minor change would take effect on dates to established by AUTHORITY consistent with its public information and requirements; and
- (c) the minor change would directly affect AUTHORITY's operations within such member jurisdiction.

C. Definition. "Minor changes" shall mean small changes to the public transportation services provided by AUTHORITY which would affect routes, headways, hours of operation, or operational procedures or methods within such routes, headways, or hours of operation (e.g., location of bus stop).

9.05 Proposals. Proposals for additions or reductions to AUTHORITY's public transportation services, including the BLS, may be made by members of the Board of Directors or AUTHORITY's General Manager.

9.06 Priorities. All changes to AUTHORITY's public transportation services shall be assigned a priority for implementation by the Board of Directors.

9.07 Planning Studies. AUTHORITY shall, as determined by the Board of Directors, plan for public transportation services and coordinate such planning among contract operators, member jurisdictions, and regional agencies. AUTHORITY staff may provide assistance to member jurisdictions in developing local plans and plan amendments.

9.08 Noncompetition. Nothing in these Bylaws shall prevent or prohibit member jurisdictions from operating or providing public transportation systems and services; provided that,

A. No such public transportation system or service shall compete directly or indirectly with any service provided by AUTHORITY; and

B. No such transportation system or service shall be financed or supported from regionally allocated, State, or Federal funds available for the support of public transportation services such as those offered by AUTHORITY.

## X. TERMINATION

Member jurisdictions may terminate their participation in AUTHORITY only as provided in the JEPA.

## XI. AMENDMENT

11.01 Amendment to Article IX. Article IX and this section may be amended only upon the unanimous vote of the Board of Directors.

11.02 Amendment Generally. With the exception of Section 11.01 and Article IX, these Bylaws may be amended upon the majority vote of the Board of Directors.

## XII. NEW MEMBERS

12.01 Statement of Intent. Central Contra Costa County is an area in which institutional arrangements and transportation needs may change. Member jurisdictions state their intent to welcome participation in AUTHORITY by new jurisdictions. Member jurisdictions recognize that equitable adjustment to the BLS and other services provided by AUTHORITY may have to be made to accommodate changed circumstances and needs, new membership, and/or institutional changes (e.g., annexation).

12.02 New Members. Public entities may be admitted to membership in AUTHORITY as provided in the JEPA. Upon admittance, a new jurisdiction shall be a “member jurisdiction.”

## XIII. SEVERABILITY

Should any part, term, portion, or provision of these Bylaws be finally decided to be in conflict with any law of the United States or of the State of California, or otherwise be unenforceable or ineffectual, the validity of the remaining parts, terms, portions, or provisions of these Bylaws shall be deemed severable and shall not be affected thereby.

#### XIV. SUCCESSORS

These Bylaws shall be binding upon and inure to the benefit of any successors or assigns of the member jurisdictions.

#### History of Amendments

March 27, 1980

April 22, 1980 – Articles III and IV

August 13, 1981 – Article IV, Resolution No. 1981-030

October 28, 1982 – Articles VI and IX, Resolution No. 1982-036

February 24, 1983 – Articles I and III, Resolution No. 1983-007

October 20, 1983 – Articles I and III, Resolution No. 1983-031

March 21, 1985- Articles I, III, V and VI, Resolution No. 1985-011

January 1, 2008 – Article III, Resolution No. 2008-008

RESOLUTION NO. 2008-008

BOARD OF DIRECTORS, CENTRAL CONTRA COSTA TRANSIT AUTHORITY  
STATE OF CALIFORNIA

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AMENDING THE BYLAWS TO PROVIDE FOR DIRECTORS' COMPENSATION

WHEREAS, the County of Contra Costa and the Cities of Clayton, Concord, the Town of Danville, Lafayette, Martinez, the Town of Moraga, Orinda, Pleasant Hill, San Ramon and Walnut Creek (hereinafter "Member Jurisdictions") have formed the Central Contra Costa Transit Authority ("CCCTA"), a joint exercise of powers agency created under California Government Code Section 6500 *et seq.*, for the joint exercise of certain powers to provide coordinated and integrated public transportation services within the area of its Member Jurisdictions; and

WHEREAS, pursuant to the Bylaws, Directors of CCCTA currently receive a per diem payment in lieu of reimbursement for actual expenses incurred for attendance at committee and board meetings, but are otherwise not compensated for service on the Board; and

WHEREAS, the Board of Directors has determined that, consistent with both current law and community standards, the per diem payment should be eliminated;

WHEREAS, the Board finds that it is appropriate to compensate Directors for attendance at Board and Committee meetings and other responsibilities;

WHEREAS, the stipend for Board service has not changed since at least 1985;

WHEREAS, the Board further finds that it is consistent with the policies of other local public transportation agencies to fix Board member compensation at \$100 per meeting, with a maximum of \$200 per month.

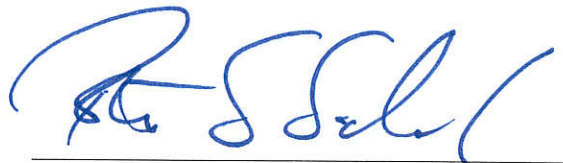
NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Central Contra Costa Transit Authority that section 3.04 of the CCCTA Bylaws is hereby revised in its entirety, effective January 1, 2008, as follows:

Section 3.04. Compensation. Each member of the Board of Directors shall receive \$100 for each meeting that the Director attends of the Board or of the Committee to which the Director has been appointed, for a maximum monthly compensation of \$200. The Chair of the Board shall receive this maximum monthly compensation for attending at least one Board or Committee meeting or for performing duties to coordinate the CCCTA staff and Directors. Except for attendance at Board and Committee meetings, Directors may be reimbursed for actual and necessary travel and other expenses incurred in performance of authorized Board duties, in accordance with expense reimbursement policies approved by the Board of Directors.

BE IT FURTHER RESOLVED that the Board of Directors hereby eliminates the per diem payment to Board members of \$100 per month for attending meetings of the CCCTA Board of Directors and Committees, effective January 1, 2008.

Regularly passed and adopted this 20th day of December, 2007, by the following vote:

AYES: Directors Dessayer, Hoffmeister, Hudson, Manning, Rainey,  
Schroder, Shimansky, Uilkema and Worth  
NOES: Director Horn  
ABSTENTIONS: None  
ABSENT: Director Angeli



Robert S. Schroder, Chair, Board of Directors

ATTEST:

  
Janet Madrigal, Clerk to the Board