

Napa Valley Transportation Authority

625 Burnell Street
Napa, CA 94559



Agenda - Final

Wednesday, November 20, 2024
1:00PM

JoAnn Busenbark Board Room

NVTA Board of Directors - Tax Agency (NVTA-TA) **and (County of Napa Board of Supervisors*)**

*This meeting is also being noticed as a Board of Supervisors' meeting due to having 2 current Board Members (Supervisors Pedroza and Gregory) and 1 Supervisor-Elect (Councilmember Alessio) at the NVTA-TA Board of Directors meeting.

All materials relating to an agenda item for an open session of a regular meeting of the NVTA-Tax Agency Board of Directors are posted on the NVTA website at: <https://nctpa.legistar.com/Calendar.aspx>

This meeting will be conducted as an in-person meeting at the location noted above. Remote teleconference access is provided for the public's convenience and in the event a Board Member requests remote participation due to just cause or emergency circumstances pursuant to Government Code section 54953(f). Please be advised that if a Board Member is not participating in the meeting remotely, remote participation for members of the public is provided for convenience only and in the event that the Zoom teleconference connection malfunctions for any reason, the Board of Directors reserves the right to conduct the meeting without remote access and take action on any agenda item.

The public may participate telephonically or electronically via the methods below:

- 1) To join the meeting via Zoom video conference from your PC, Mac, iPad, iPhone or Android: go to <https://zoom.us/join> and enter meeting ID 864 1754 4351
- 2) To join the Zoom meeting by phone: dial 1-669-900-6833, enter meeting ID: 864 1754 4351 If asked for the participant ID or code, press #.
- 3) Watch live on YouTube: <https://www.youtube.com/channel/UCrpiLcW9uRmA0EE6w-eKZyw?app=desktop>

The agenda will be posted 72 hours prior to the meeting and will be available for public inspection, on and after at the time of such distribution, in the office of the Secretary of the NVTA-TA Board of Directors, 625 Burnell Street, Napa, California 94559, Monday through Friday, between the hours of 8:00 a.m. and 4:30 p.m., except for NVTA holidays. Should the office be closed or staff is working remotely due to a declared emergency, you may email info@nvta.ca.gov to request a copy of the agenda.

Public records related to an agenda item that are distributed less than 72 hours before this meeting are available for public inspection during normal business hours at the NVTA office at 625 Burnell Street, Napa, CA 94559 and will be made available to the public on the NVTA website at nvta.ca.gov. Availability of materials related to agenda items for public inspection does not include materials which are exempt from public disclosure under Government Code sections 6253.5, 6254, 6254.3, 6254.7, 6254.15, 6254.16, or 6254.22.

Members of the public may comment on matters within the subject matter of the Board's jurisdiction, that are not on the meeting agenda during the general Public Comment item at the beginning of the meeting. Comments related to a specific item on the agenda must be reserved until the time the agenda item is considered and the Chair invites public comment. While members of the public are welcome to address the Board, under the Brown Act, Board members may not deliberate or take action on items not on the agenda, and generally may only listen.

Members of the public may submit a public comment in writing by emailing info@nvta.ca.gov by 10:00 a.m. on the day of the meeting with PUBLIC COMMENT as the subject line (for comments related to an agenda item, please include the item number). All written comments should be 350 words or less, which corresponds to approximately 3 minutes or less of speaking time. Public comments emailed to info@nvta.ca.gov after 10 a.m. the day of the meeting will be entered into the record but not read out loud. If authors of the written correspondence would like to speak, they are free to do so and should raise their hand and the Chair will call upon them at the appropriate time.

1. To comment during a Zoom meeting, click the "Raise Your Hand" button (click on the "Participants" tab) to request to speak when Public Comment is being taken on the Agenda item. You must unmute yourself when it is your turn to make your comment for up to 3 minutes. After the allotted time, you will then be re-muted. Instructions for how to "Raise Your Hand" are available at <https://support.zoom.us/hc/en-us/articles/205566129-Raise-Hand-In-Webinar>.

2. To comment by phone, press "*9" to request to speak when Public Comment is being taken on the Agenda item. You must unmute yourself by pressing "*6" when it is your turn to make your comment, for up to 3 minutes. After the allotted time, you will be re-muted.

The methods of observing, listening, or providing public comment to the meeting may be altered due to technical difficulties or the meeting may be cancelled, if needed.

Note: Where times are indicated for agenda items, they are approximate and intended as estimates only, and may be shorter or longer as needed.

Information on obtaining the agenda in an alternate format is noted below:

Americans with Disabilities Act (ADA): This Agenda shall be made available upon request in alternate formats to persons with a disability. Persons requesting a disability-related modification or accommodation should contact Laura Sanderlin, NVTA-TA Board Secretary, at (707) 259-8633 during regular business hours, at least 48 hours prior to the time of the meeting.

Acceso y el Titulo VI: La NVTA puede proveer asistencia/facilitar la comunicaci3n a las personas discapacitadas y los individuos con conocimiento limitado del ingl3s quienes quieran dirigirse a la Autoridad. Para solicitar asistencia, por favor llame al n3mero (707) 259-8633. Requerimos que solicite asistencia con tres d3as h3biles de anticipaci3n para poderle proveer asistencia.

Ang Accessibility at Title VI: Ang NVTA ay nagkakaloob ng mga serbisyo/akomodasyon kung hilingin ang mga ito, ng mga taong may kapansanan at mga indibiduwal na may limitadong kaalaman sa wikang Ingles, na nais na matugunan ang mga bagay-bagay na may kinalaman sa NVTA-TA Board. Para sa mga tulong sa akomodasyon o pagsasalin-wika, mangyari lang tumawag sa (707) 259-8633. Kakailanganin namin ng paunang abiso na tatlong araw na may pasok sa trabaho para matugunan ang inyong kahilingan.

1. Call to Order
2. Pledge of Allegiance
3. Approval of Board Member Remote Participation
4. Roll Call
5. Adoption of the Agenda
6. Public Comment
7. Chairperson's and Board Members' Update
8. Executive Director's Update

Note: Where times are indicated for the agenda items, they are approximate and intended as estimates only and may be shorter or longer as needed.

9. CONSENT AGENDA ITEMS

9.1 Meeting Minutes of June 26, 2024 (Laura Sanderlin) (Pages 7-9)

Recommendation: Board action will approve the meeting minutes of June 26, 2024.

Estimated Time: 1:15 p.m.

Attachments: [Draft Minutes](#)

9.2 Resolution No. 24-03-TA setting the regular meeting time, place, and schedule of the Napa Valley Transportation Authority - Tax Agency Board of Directors and the Independent Taxpayer Oversight Committee for the 2025 Calendar Year (Laura Sanderlin) (Pages 10-15)

Recommendation: That the Napa Valley Transportation Authority-Tax Agency (NVTA-TA) Board approve Resolution No. 24-03-TA setting the regular meeting time, place, and schedule of the NVTA-TA Board of Directors and the Independent Taxpayer Oversight Committee (ITOC) for 2025 Calendar Year (CY).

Estimated Time: 1:15 p.m.

Attachments: [Staff Report](#)

**9.3 Resolution No. 24-04-TA Amending the Napa Valley
Transportation Authority-Tax Agency (NVTA-TA) Conflict of
Interest Code (Laura Sanderlin) (Pages 16-25)**

Recommendation: That the Napa Valley Transportation Authority-Tax Agency (NVTA-TA) approve Resolution No. 24-04-TA amending the Conflict of Interest Code and direct the Secretary to forward it to the Napa County Board of Supervisors as the reviewing authority in Napa County.

Estimated Time: 1:15 p.m.

Attachments: [Staff Report](#)

10. REGULAR AGENDA ITEMS

11. FUTURE AGENDA ITEMS

12. ADJOURNMENT

12.1 The next Regular Meeting is December 18, 2024.

I hereby certify that the agenda for the above stated meeting was posted at a location freely accessible to members of the public at the NVTA Offices, 625 Burnell Street, Napa, CA by 5:00 p.m. by Friday, November 15th.

Laura Sanderlin

Laura M. Sanderlin, NVTA-TA Board Secretary

Glossary of Acronyms

| | | | |
|-----------------|---|-----------------|--|
| AB 32 | Global Warming Solutions Act | FAS | Federal Aid Secondary |
| ABAG | Association of Bay Area Governments | FAST | Fixing America's Surface Transportation Act |
| ACFR | Annual Comprehensive Financial Report | FHWA | Federal Highway Administration |
| ADA | American with Disabilities Act | FTA | Federal Transit Administration |
| APA | American Planning Association | FY | Fiscal Year |
| ATAC | Active Transportation Advisory Committee | GHG | Greenhouse Gas |
| ATP | Active Transportation Program | GGRF | Greenhouse Gas Reduction Fund |
| BAAQMD | Bay Area Air Quality Management District | GTFS | General Transit Feed Specification |
| BAB | Build America Bureau | HBP | Highway Bridge Program |
| BART | Bay Area Rapid Transit District | HBRR | Highway Bridge Replacement and Rehabilitation Program |
| BATA | Bay Area Toll Authority | HIP | Housing Incentive Program |
| BIL | Bipartisan Infrastructure Law (IIJA) | HOT | High Occupancy Toll |
| BRT | Bus Rapid Transit | HOV | High Occupancy Vehicle |
| CAC | Citizen Advisory Committee | HR3 | High Risk Rural Roads |
| CAP | Climate Action Plan | HSIP | Highway Safety Improvement Program |
| CAPTI | Climate Action Plan for Transportation Infrastructure | HTF | Highway Trust Fund |
| Caltrans | California Department of Transportation | HUTA | Highway Users Tax Account |
| CASA | Committee to House the Bay Area | HVIP | Hybrid & Zero-Emission Truck and Bus Voucher Incentive Program |
| CBTP | Community Based Transportation Plan | IFB | Invitation for Bid |
| CEQA | California Environmental Quality Act | ITIP | State Interregional Transportation Improvement Program |
| CIP | Capital Investment Program | ITOC | Independent Taxpayer Oversight Committee |
| CMA | Congestion Management Agency | IS/MND | Initial Study/Mitigated Negative Declaration |
| CMAQ | Congestion Mitigation and Air Quality Improvement Program | JARC | Job Access and Reverse Commute |
| CMP | Congestion Management Program | LCTOP | Low Carbon Transit Operations Program |
| CalSTA | California State Transportation Agency | LIFT | Low-Income Flexible Transportation |
| CTA | California Transit Association | LOS | Level of Service |
| CTP | Countywide Transportation Plan | LS&R | Local Streets & Roads |
| CTC | California Transportation Commission | LTF | Local Transportation Fund |
| CY | Calendar Year | MaaS | Mobility as a Service |
| DAA | Design Alternative Analyst | MAP 21 | Moving Ahead for Progress in the 21 st Century Act |
| DBB | Design-Bid-Build | MPO | Metropolitan Planning Organization |
| DBE | Disadvantaged Business Enterprise | MTC | Metropolitan Transportation Commission |
| DBF | Design-Build-Finance | MTS | Metropolitan Transportation System |
| DBFOM | Design-Build-Finance-Operate-Maintain | ND | Negative Declaration |
| DED | Draft Environmental Document | NEPA | National Environmental Policy Act |
| EIR | Environmental Impact Report | NOAH | Natural Occurring Affordable Housing |
| EJ | Environmental Justice | NOC | Notice of Completion |
| EPC | Equity Priority Communities | NOD | Notice of Determination |
| ETID | Electronic Transit Information Displays | | |

Glossary of Acronyms

| | | | |
|-------------------|--|---------------|--|
| NOP | Notice of Preparation | SHA | State Highway Account |
| NVTA | Napa Valley Transportation Authority | SHOPP | State Highway Operation and Protection Program |
| NVTA-TA | Napa Valley Transportation Authority-Tax Agency | SNTDM | Solano Napa Travel Demand Model |
| OBAG | One Bay Area Grant | SR | State Route |
| PA&ED | Project Approval Environmental Document | SRTS | Safe Routes to School |
| P3 or PPP | Public-Private Partnership | SOV | Single-Occupant Vehicle |
| PCC | Paratransit Coordination Council | STA | State Transit Assistance |
| PCI | Pavement Condition Index | STIC | Small Transit Intensive Cities |
| PCA | Priority Conservation Area | STIP | State Transportation Improvement Program |
| PDA | Priority Development Areas | STP | Surface Transportation Program |
| PID | Project Initiation Document | TAC | Technical Advisory Committee |
| PIR | Project Initiation Report | TCM | Transportation Control Measure |
| PMS | Pavement Management System | TCRP | Traffic Congestion Relief Program |
| Prop. 42 | Statewide Initiative that requires a portion of gasoline sales tax revenues be designated to transportation purposes | TDA | Transportation Development Act |
| PSE | Plans, Specifications and Estimates | TDM | Transportation Demand Management Transportation Demand Model |
| PSR | Project Study Report | TE | Transportation Enhancement |
| PTA | Public Transportation Account | TEA | Transportation Enhancement Activities |
| RACC | Regional Agency Coordinating Committee | TEA 21 | Transportation Equity Act for the 21 st Century |
| RAISE | Rebuilding American Infrastructure with Sustainability and Equity | TFCA | Transportation Fund for Clean Air |
| RFP | Request for Proposal | TIP | Transportation Improvement Program |
| RFQ | Request for Qualifications | TIFIA | Transportation Infrastructure Finance and Innovation Act |
| RHNA | Regional Housing Needs Allocation | TIRCP | Transit and Intercity Rail Capital Program |
| RM 2 | Regional Measure 2 Bridge Toll | TLC | Transportation for Livable Communities |
| RM 3 | Regional Measure 3 Bridge Toll | TLU | Transportation and Land Use |
| RMRP | Road Maintenance and Rehabilitation Program | TMP | Traffic Management Plan |
| ROW (R/W) | Right of Way | TMS | Transportation Management System |
| RTEP | Regional Transit Expansion Program | TNC | Transportation Network Companies |
| RTIP | Regional Transportation Improvement Program | TOAH | Transit Oriented Affordable Housing |
| RTP | Regional Transportation Plan | TOC | Transit Oriented Communities |
| SAFE | Service Authority for Freeways and Expressways | TOD | Transit-Oriented Development |
| SAFETEA-LU | Safe, Accountable, Flexible, and Efficient Transportation Equity Act-A Legacy for Users | TOS | Transportation Operations Systems |
| SB 375 | Sustainable Communities and Climate Protection Act 2008 | TPA | Transit Priority Area |
| SB 1 | The Road Repair and Accountability Act of 2017 | TPI | Transit Performance Initiative |
| SCS | Sustainable Community Strategy | TPP | Transit Priority Project Areas |
| | | VHD | Vehicle Hours of Delay |
| | | VMT | Vehicle Miles Traveled |

Napa Valley Transportation Authority

625 Burnell Street
Napa, CA 94559

Meeting Minutes NVTA Board of Directors - Tax Agency (NVTA-TA)

Wednesday, June 26, 2024

1:00 PM

JoAnn Busenbark Board Room

1. Call to Order

Chair Alessio called the meeting to order at 1:01pm.

2. Pledge of Allegiance

Pledge of Allegiance was recited by Devereaux Smith.

3. Approval of Board Member remote participation

None

4. Roll Call

Present: 10 - Leon Garcia
Paul Dohring
Mark Joseph
Liz Alessio
Scott Sedgley
Margie Mohler
Anna Chouteau
Ryan Gregory
Kevin Eisenberg
Robin McKee-Cant

Absent: 2 - Alfredo Pedroza
Donald Williams

5. Adoption of the Agenda

Motion MOVED by CHOUTEAU, SECONDED by GARCIA to APPROVE Item 5 Adoption of the Agenda. Motion passed unanimously.

Aye: 10 - Garcia, Dohring, Joseph, Alessio, Sedgley, Mohler, Chouteau, Gregory, Eisenberg, and McKee-Cant

Absent: 2 - Pedroza, and Williams

6. Public Comment

None

7. Chairperson's and Board Members' Update

None

8. Executive Director's Update

None

Note: Where times are indicated for the agenda items, they are approximate and intended as estimates only and may be shorter or longer as needed.

9. CONSENT AGENDA ITEMS

Motion MOVED by JOSEPH, SECONDED by MCKEE-CANT to APPROVE Consent Agenda Items 9.1-9.3. Motion passed unanimously.

Aye: 10 - Garcia, Dohring, Joseph, Alessio, Sedgley, Mohler, Chouteau, Gregory, Eisenberg, and McKee-Cant

Absent: 2 - Pedroza, and Williams

9.1 Meeting Minutes of May 22, 2024 (Laura Sanderlin) (Pages 8-10)

Attachments: [Draft Minutes](#)

9.2 Independent Taxpayer Oversight Committee (ITOC) Member Appointments (Laura Sanderlin) (Pages 11-13)

Attachments: [Staff Report](#)

9.3 Correction of Resolution No. 22-03-TA, Revised, Amending the Fiscal Year (FY) 2023-24 Annual Operating Budget (Antonio Onorato) (Pages 14-18)

Attachments: [Staff Report](#)

10. REGULAR AGENDA ITEMS

10.1 Compliance and Performance Audit Report for the City of Napa and Town of Yountville (Antonio Onorato) (pages 19-28)

Attachments: [Staff Report](#)

Motion MOVED by SEDGLEY, SECONDED by JOSEPH to ACCEPT AND FILE Item 10.1 Compliance and Performance Audit Report for the City of Napa and the Town of Yountville. Motion passed unanimously.

Aye: 10 - Garcia, Dohring, Joseph, Alessio, Sedgley, Mohler, Chouteau, Gregory, Eisenberg, and McKee-Cant

Absent: 2 - Pedroza, and Williams

10.2 Second reading and adoption of Napa Valley Transportation Authority - Tax Agency (NVTA-TA) Ordinance No. 2024-01 enacting the Napa Valley Transportation Improvement Act and Expenditure Plan, which authorizes, pending voter approval, the imposition, division, distribution, and administration of a Retail Transaction and Use

Tax under Section 180000 et seq. of the California Public Utilities Code (Danielle Schmitz) (Pages 29-80)

Attachments: [Staff Report](#)

Motion MOVED by JOSEPH, SECONDED by GARCIA to APPROVE Item 10.2 Adopting NVTA-TA Ordinance No. 2024-01. Motion MOVED by JOSEPH, SECONDED by EISENBERG to APPROVE Item 10.2 Adoption of Resolution 24-02. Motions passed unanimously.

Aye: 10 - Garcia, Dohring, Joseph, Alessio, Sedgley, Mohler, Chouteau, Gregory, Eisenberg, and McKee-Cant

Absent: 2 - Pedroza, and Williams

11. FUTURE AGENDA ITEMS

None

12. ADJOURNMENT

Chair Alessio adjourned the meeting at 1:13pm.

12.1 The next Regular Meeting is July 17th.

Laura M. Sanderlin, NVTA-TA Board Secretary



NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY COVER MEMO

SUBJECT

Resolution No. 24-03-TA setting the regular meeting time, place, and schedule of the Napa Valley Transportation Authority – Tax Agency Board of Directors and the Independent Taxpayer Oversight Committee for the 2025 Calendar Year

STAFF RECOMMENDATION

That the Napa Valley Transportation Authority-Tax Agency (NVTA-TA) Board approve Resolution No. 24-03-TA setting the regular meeting time, place, and schedule of the NVTA-TA Board of Directors and the Independent Taxpayer Oversight Committee (ITOC) for 2025 Calendar Year (CY).

EXECUTIVE SUMMARY

The NVTA-TA Governing Board and committee meetings are subject to the requirements of the State of California's Brown Act, which necessitates the establishment of a regular meeting time and place and the publication of a notice to each meeting.

FISCAL IMPACT

None



NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY Board Agenda Memo

TO: Board of Directors
FROM: Kate Miller, Executive Director
REPORT BY: Laura Sanderlin, Board Secretary/Human Resources
(707) 259-8633 / Email: lsanderlin@nvta.ca.gov
SUBJECT: Resolution No. 24-03-TA setting the regular meeting time, place, and schedule of the Napa Valley Transportation Authority – Tax Agency Board of Directors and the Independent Taxpayer Oversight Committee for the 2025 Calendar Year

RECOMMENDATION

That the Napa Valley Transportation Authority-Tax Agency (NVTA-TA) Board approve Resolution No. 24-03-TA setting the regular meeting time, place, and schedule of the NVTA-TA Board of Directors and the Independent Taxpayer Oversight Committee (ITOC) for 2025 Calendar Year (CY).

COMMITTEE RECOMMENDATION

None

BACKGROUND

The NVTA-TA Governing Board and committee meetings are subject to the requirements of the State of California's Brown Act, which necessitates the establishment of a regular meeting time and place and the publication of a notice for each meeting. Resolution No. 24-03-TA (Attachment 1) establishes the meeting schedule for CY 2025 which includes the regular meeting place as the NVTA Board Room at 625 Burnell Street, Napa CA 94559.

The regular meeting time of the NVTA-TA Governing Board will be 1:00 p.m., and the recommended regular meeting schedule for CY 2025 is as follows:

Wednesday, January 15
Wednesday, February 19
Wednesday, March 19
Wednesday, April 16

Wednesday, May 21
Wednesday, June 18
Wednesday, July 16
Wednesday, September 17
Wednesday, October 15
Wednesday, November 19
Wednesday, December 17

The regular meeting time for the Independent Taxpayer Oversight Committee (ITOC) will be 2:00 p.m., and the recommended regular meeting schedule for CY 2025 is as follows:

Wednesday, March 5
Wednesday, June 4
Wednesday, September 3
Wednesday, December 3

ATTACHMENT

(1) Resolution No. 24-03-TA

RESOLUTION No. 24-03-TA

**A RESOLUTION OF THE
NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY (NVTA-TA)
SETTING THE REGULAR MEETING TIME, PLACE, AND SCHEDULE
FOR THE GOVERNING BOARD AND THE
INDEPENDENT TAXPAYER OVERSIGHT COMMITTEE (ITOC)
FOR CALENDAR YEAR (CY) 2025**

WHEREAS, the Napa Valley Transportation Authority–Tax Agency (NVTA-TA) Governing Board and Committee meetings are subject to the requirements of the State of California’s Brown Act; and

WHEREAS, the NVTA-TA Governing Board and Committees must establish a regular meeting time, place, and schedule, and publish notice of each meeting;

NOW, THEREFORE BE IT RESOLVED by the Governing Board of the Napa Valley Transportation Authority-Tax Agency that:

1. The regular meeting dates for the Governing Board for calendar year 2025, as shown in Exhibit “A”, sets the regular time at 1:00 p.m. and sets the regular meeting place as the JoAnn Busenbark Board Room at 625 Burnell Street, Napa, CA 94559.
2. The regular meeting dates for the Independent Taxpayer Oversight Committee (ITOC) for calendar year 2025, as shown in Exhibit “B”, sets the regular time at 2:00 p.m. and sets the regular meeting place as the JoAnn Busenbark Board Room at 625 Burnell Street, Napa, CA 94559.

Passed and Adopted this 20th Day of November 2024.

Mark Joseph, NVTA-TA Chair

Ayes:

Nays:

Absent:

ATTEST:

Laura Sanderlin, NVTA-TA Board Secretary

APPROVED:

Osman Mufti, NVTA-TA General Counsel

EXHIBIT A

NVTA-TA Governing Board
Meeting Dates for CY 2025

- Wednesday, January 16
- Wednesday, February 19
- Wednesday, March 19
- Wednesday, April 16
- Wednesday, May 21
- Wednesday, June 18
- Wednesday, July 16
- Wednesday, September 17
- Wednesday, October 15
- Wednesday, November 19
- Wednesday, December 17

EXHIBIT B

NVTA-TA Independent Taxpayer Oversight Committee (ITOC)
Meeting Dates for CY 2025

Wednesday, March 5

Wednesday, June 4

Wednesday, September 3

Wednesday, December 3



NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY **Board Agenda Cover Memo**

SUBJECT

Resolution No. 24-04-TA Amending the Napa Valley Transportation Authority – Tax Agency (NVTA-TA) Conflict of Interest Code

STAFF RECOMMENDATION

That the Napa Valley Transportation Authority-Tax Agency (NVTA-TA) Board approve Resolution 24-04-TA (Attachment 1) amending the Conflict of Interest Code and direct the Secretary to forward it to the Napa County Board of Supervisors as the code reviewing agency in Napa County.

EXECUTIVE SUMMARY

In conformance with the requirements of the Fair Political Practices Commission (FPPC), the NVTA-TA has determined that the conflict-of-interest code requires an amendment. The approval of NVTA-TA Resolution No. 24-04-TA will amend the Conflict of Interest Code to include updates to the list of Designated Employees.

FISCAL IMPACT

None



NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY Board Agenda Memo

TO: NVTA Board of Directors
FROM: Kate Miller, Executive Director
REPORT BY: Laura Sanderlin, Board Secretary/Human Resources
(707) 259-8633 / Email: lsanderlin@nvta.ca.gov
SUBJECT: Resolution No. 24-04-TA Amending the Napa Valley Transportation Authority – Tax Agency (NVTA-TA) Conflict of Interest Code

RECOMMENDATION

That the Napa Valley Transportation Authority-Tax Agency (NVTA-TA) Board approve Resolution 24-04-TA (Attachment 1) amending the Conflict of Interest Code and direct the Secretary to forward it to the Napa County Board of Supervisors as the code reviewing agency in Napa County.

COMMITTEE RECOMMENDATION

None

BACKGROUND

The Fair Political Practices Commission (FPPC) issued rules related to public agency conflict of interest codes which require all public agencies to create conflict codes and review them on even numbered years to determine whether amendments are necessary.

It is now necessary to amend the authority's Conflict of Interest Code to bring it into conformance with changes made to its management staff.

Staff recommends that the Board adopt Resolution No. 24-04-TA (Attachment 1) amending the Conflict-of-Interest Code and direct the Secretary to forward it to the Napa County Board of Supervisors as the code reviewing agency in Napa County.

ATTACHMENTS

- 1) Resolution 24-04-TA

RESOLUTION No. 24- 04-TA

**A RESOLUTION OF THE
NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY (NVTA-TA)
AMENDING THE AUTHORITY’S CONFLICT OF INTEREST CODE**

WHEREAS, the Napa Valley Transportation Authority-Tax Agency (“NVTA-TA” or “Authority”) is a local transportation authority authorized by the provisions of Division 19 of the California Public Utilities Code; and

WHEREAS, the Political Reform Act of 1974 (Government Code section 81000 and following, hereinafter referred to as “the Act”) and regulations promulgated thereunder require local government agencies having more than minimal annual revenues to adopt and promulgate conflict of interest codes; and

WHEREAS, the Fair Political Practices Commission (“FPPC”) has adopted a regulation (Section 18730 of Title 2 of the California Code of Regulations, hereinafter referred to as “CCR”) containing a standardized conflict of interest code which, if incorporated by reference and adopted by a local government agency along with a designation of employees and formulation of disclosure categories for the local government agency will constitute the Conflict of Interest Code required by the Act if subsequently approved by the Board of Supervisors, as the code reviewing body of the Authority; and

WHEREAS, the Napa County Board of Supervisors, acting as the code reviewing body, has previously approved the adoption of a Conflict of Interest Code for the Napa Valley Transportation Authority prior to its name change to NVTA-TA; and

WHEREAS, on February 17, 2016 the Board of the NVTA approved Resolution No. 16-01 changing the name of the NVTA to the Napa Valley Transportation Authority-Tax Agency (NVTA-TA); and

WHEREAS, on December 20, 2016 the Napa County Board of Supervisors, acting as the code reviewing body, approved Resolution 16-03-TA to amend the Conflict of Interest Code to reflect the authority’s name change; and

WHEREAS, it is now necessary to amend the Conflict of Interest Code in its entirety to reflect added or deleted management positions, and/or changes in management titles;

WHEREAS, the Napa County Board of Supervisors, acting as the code reviewing body, will consider approval of this Resolution later in 2024.

THEREFORE, BE IT RESOLVED by the Board of Directors of the Authority that the Authority’s Conflict of Interest Code shall read in full as follows, to be effective upon confirmation by the Napa County Board of Supervisors as code reviewing body for the Authority:

**CONFLICT OF INTEREST CODE OF THE
NAPA VALLEY TRANSPORTATION AUTHORITY-TAX AGENCY (NVTA-TA)**

1. Incorporation of Standard Terms. The terms of the model code set forth in Section 18730 of Title 2 of the California Code of Regulations, as such may be amended from time to time by the FPPC, are adopted and incorporated by reference as if set forth fully herein.

2. List of Designated Employees. For purposes of the requirements of the Act and the provisions of the model code, the Designated Employees of the Authority shall be the persons holding those offices and performing the functions of those positions set forth in Appendix "A", attached hereto and incorporated by reference herein.

3. List of Disclosure Categories. For purposes of the requirements of the Act and the provisions of the model code, the disclosure categories for the Designated Employees of the Authority shall be those categories set forth in Appendix "B", attached hereto and incorporated by reference herein.

4. Documents Comprising Conflict of Interest Code. For purposes of the Act, the provisions of this Resolution, the model code, and Appendices "A" and "B" shall together constitute the Conflict of Interest Code of the Authority on and after the date of confirmation by the Napa County Board of Supervisors.

5. Effective Date of Code. The effective date of the Conflict of Interest Code shall be the date of confirmation by the Napa County Board of Supervisors acting as code reviewing body for the Authority.

6. Documents to be filed with the Board of Supervisors. The Authority Secretary is hereby directed to file three certified copies of the Conflict of Interest Code approved by the Authority Board with the Napa County Board of Supervisors, the code reviewing body for the Authority, along with a brief description of the duties and terms of all consultants working for the Authority who have been determined by the Authority Executive Director as of the effective date of this Conflict of Interest Code to be exempt from the Designated Employee "contract consultant" category for calendar year 2006, and the reasons for such exemption. The Authority Secretary shall send to the Elections Division of the Napa County Clerk-Recorder's Office (or its successor in interest) an updated list whenever such exempt consultant positions are added, dropped, or a change in the nature of the contracted duties makes them subject to broad or limited disclosure as Designated Employees.

7. Time of Filing Statements of Economic Interests. All persons who are required, either by this Conflict of Interest Code or by virtue of their listing in Government Code section 87200 as public officials who manage public investments, to file Statements of Economic Interests ("Statements") shall file initial Statements with the Authority Secretary for filing with the code reviewing body within thirty days after the effective date of the Code. When taking office after the time of such listing, such persons shall file assuming office Statements within 10 days after first assuming such positions if they fall under Government Code section 87200 as public officials who manage public investments and within 30 days if considered to be Designated Employees by the Authority's Conflict of Interest Code. However, if they are re-elected or re-appointed without a break in service such persons

need not file an assuming office Statement at the time of such re-election or re-appointment. Every such person shall thereafter file an annual Statement by April 1 of each year, covering reportable interests for the twelve-month period ending on the preceding December 31. Every such person who leaves office shall file, within 30 days of leaving office, a Statement disclosing reportable interests held or received at any time during the period between the closing date of the last Statement required to be filed and the date of leaving office.

8. Place of Filing. Designated Employees and those public officials of the Authority who are required to file Statements in consequence of Government Code section 87200 shall file the required Statements with the Authority Secretary who shall retain copies of the original Statements and forward the original Statements to the Elections Division of the Napa County Clerk-Recorder (or its successor in interest). For purpose of such filing with the Authority Secretary, the address of the Authority Secretary shall be the Napa Valley Transportation Authority's Office, 625 Burnell Street, Napa, California 94559.

9. Public Inspection of Conflict of Interest Code and Statements. Commencing on the effective date of the Conflict of Interest Code or any amendment thereof, a copy of the Conflict of Interest Code and such amendments shall be maintained in the office of the Authority Secretary who shall make such copies and the copies of all Statements on file with the Authority Secretary available for public inspection and copying during regular business hours. No conditions whatsoever shall be imposed upon persons desiring to inspect the copy of the Conflict of Interest Code and amendments thereof, nor shall any information or identification be required from such persons. Copies shall be provided in accordance with and subject to charges imposed generally by the Public Records Act (Government Code sections 6250 et seq.) and Authority resolutions pertaining to copying of public records of the Authority.

10. Annual Review Statement.

(a) No later than October 1 of each even-numbered year, the Authority shall submit to the Napa County Board of Supervisors, as code reviewing body for the Authority, a written statement signed by the Authority Executive Director or his/her designee, that either:

(1) The Authority has reviewed the Conflict of Interest Code, that the Conflict of Interest Code designates accurately all positions which make or participate in the making of governmental decisions for the Authority, that the disclosure assigned those positions accurately require the disclosure of all investments, business positions, interests in real property, and sources of income which may foreseeably be affected materially by the decisions made by those designated positions, and that the Conflict of Interest Code contains the provisions required by Government Code section 87302; or

(2) The Authority has reviewed the Conflict of Interest Code and has determined that amendment is necessary to designate all positions which make or participate in the making of governmental decisions for the Authority, or to update the disclosure categories assigned to require the disclosure of all investments, business positions, interests in real property and sources of income which may be affected materially by the designated positions, or to include other provisions required by Government Code section 87302. If the statement contains this report, the Authority shall submit the amendment to the Napa County Board of Supervisors within 90 days of the report.

(b) Changed circumstances which require amendment of the Conflict of Interest Code shall include, but not be limited to:

(1) The creation of positions which involve the making or participation in the making of decisions which may foreseeably have a material effect on any financial interest;

(2) The reclassification, renaming, or deletion of previously-designated positions;

(3) The addition, deletion, or modification of statutorily-required provisions of this Conflict of Interest Code; or

(4) The addition, deletion, or modification of the specific types of investments, business positions, interests in real property, and sources of income which are reportable unless such changes have been automatically incorporated into this Conflict of Interest Code as the result of inclusion of the changes into the model code by the Fair Political Practices Commission.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED by the Board of Directors of the Napa Valley Transportation Authority-Taxing Agency, at a regular meeting held on November 20, 2024, by the following vote:

AYES: DIRECTORS

NAYS: DIRECTORS

ABSENT: DIRECTORS

Mark Joseph, NVTA-TA Chair

ATTEST:

Laura Sanderlin, NVTA-TA Board Secretary

APPROVED:

Osman Mufti, NVTA-TA Legal Counsel

CERTIFICATIONS

I hereby certify that I am the Secretary of the Napa Valley Transportation Authority-Tax Agency and custodian of the records for that Authority and that this Resolution is a true and correct copy of the original on file in the Authority office.

Laura Sanderlin, NVTA-TA Authority Secretary

I hereby certify that the Conflict of Interest Code for the Napa Valley Transportation Authority was approved and confirmed by the Napa County Board of Supervisors, as code reviewing body for the Authority, by action of the Board of Supervisors on _____, 2024, recorded in the certified minutes of the Board of Supervisors for that date.

Board Secretary, Napa County Board of Supervisors

By _____

APPENDIX “A”

LIST OF DESIGNATED EMPLOYEES

Because of the nature of the powers and duties conferred on the Authority by the provisions of Division 19 of the Public Utilities Code, the policies adopted by the Board of Directors of the Authority, and the terms of support services and consultant agreements approved by the Board of Directors, the following positions within the Authority may involve the making or participation in the making of decisions of the Authority which may foreseeably have a material effect on financial interests of the holders of the positions. Most of the positions listed are of long-term duration, although some are limited-term positions, but all are listed because their scope of authority or work involves either making final decisions for the Authority which have financial consequences or developing and/or exercising such a level of expertise and ongoing relationship with those who make such decisions that the decision-makers can reasonably be expected to routinely trust and rely upon their advice.

For purposes of filing Statements of Economic Interests as required by this Conflict of Interest Code, the “Designated Employees” of the Authority shall be those persons who actually occupy or carry out the functions of the following positions, whether as elected or appointed officers, compensated employees, or contracted consultants or their employees or subcontractors:

DESIGNATED EMPLOYEE POSITIONS

Members and Alternates of the Board of Directors

Executive Director

Deputy Executive Director

Authority Legal Counsel

Authority Auditor-Controller (Napa County Auditor-Controller, serving ex-officio)

Contract Consultants for the Authority. Contract consultants shall be included in the list of Designated Employees and shall disclose their material financial interests in regard to all of the adopted disclosure categories, subject to the following limitation:

The Executive Director may determine in writing that a particular contract consultant, although a “designated position”, is hired to perform a range of duties that is limited in scope and thus is not required to comply or fully comply with all of the disclosure requirements described in Appendix “B”. This written determination shall include a description of the contract consultant’s duties and, based upon that description, a statement of the extent of disclosure requirements. This determination is a public record and shall be retained for public inspection and be available for inspection and copying in the same location and manner as the Authority’s copy of the Conflict of Interest Code.

PUBLIC OFFICIALS OF THE DISTRICT WHO MANAGE PUBLIC INVESTMENTS

It has been determined that the Authority Treasurer (the Napa County Treasurer-Tax Collector serving ex-officio) manages public investments and therefore is required by statute to file a Statement of Economic Interests pursuant to Government Code section 87200.

APPENDIX “B”

DISCLOSURE CATEGORIES

Rationale. The decisions which the Designated Employees may make or participate in making for the Authority may involve exercising or directly influencing the exercise of any of the powers conferred on the Authority by Division 19 of the Public Utilities Code, including the expenditure of funds for public transportation purposes.

Except where otherwise determined for specified contract consultants pursuant to Appendix “A”, the decisions by the Designated Employees in the routine course of their work for the Authority may have the potential to impact at a level commonly recognized as “material” by the Political Reform Act of 1974, as amended, and the regulations adopted by the Fair Political Practices Commission (“FPPC”) to implement that Act, any or all of those types of financial interests listed in all of the Disclosure Schedules of the Statement of Economic Interests Form approved by the FPPC.

For this reason, all of the Designated Employees under this Conflict of Interest Code, other than specified contract consultants whose disclosure responsibilities or exemption therefrom are determined in writing on a case-by-case basis, shall comply with the broadest possible Disclosure Category applicable under the then-current Statement Form and Schedules, disclosing all sources of income, interests in real property, and investments and business positions in business entities.