



## NAPA VALLEY TRANSPORTATION AUTHORITY COVER MEMO

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### **SUBJECT**

Resolution No. 24-16 Amending Napa Valley Transportation Authority (NVTA) Conflict of Interest Code

### **STAFF RECOMMENDATION**

That the Napa Valley Transportation Authority (NVTA) approve Resolution No. 24-16 (Attachment 1) 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.

### **EXECUTIVE SUMMARY**

A review of the Conflict of Interest Code determined that several positions have been created or re-titled since the Agency's Conflict Code was last reviewed. To comply with the Fair Political Practices Commission (FPPC) rules it is necessary that the Conflict of Interest Code be amended to reflect the changes.

### **FISCAL IMPACT**

Is there a fiscal impact?    No



## NAPA VALLEY TRANSPORTATION AUTHORITY Board Agenda Letter

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**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](mailto:lsanderlin@nvta.ca.gov)  
**SUBJECT:** Resolution No. 24-16 Amending Napa Valley Transportation Authority  
(NVTA) Conflict of Interest Code

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### **RECOMMENDATION**

That the Napa Valley Transportation Authority (NVTA) approve Resolution No. 24-16 (Attachment 1) 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.

### **COMMITTEE RECOMMENDATION**

None

### **BACKGROUND**

The Fair Political Practices Commission (FPPC) issued rules related to public agency conflict of interest codes requiring public agencies to create conflict of interest codes and regularly review them to determine whether refinements are necessary.

A recent review of the Conflict of Interest Codes revealed that certain position titles need to be updated.

### **ALTERNATIVES**

The Board may elect not to approve the amended conflict of interest code, however, the Agency would fail to comply with the Fair Political Practices Commission (FPPC) rules related to public agency conflict of interest codes.

**ATTACHMENT(S)**

- (1) Resolution No. 24-16 (Clean)
- (2) Resolution No. 24-16 (Redlined)

**RESOLUTION NO. 24-16**

**A RESOLUTION OF THE  
NAPA VALLEY TRANSPORTATION AUTHORITY (NVTA)  
AMENDING THE AGENCY CONFLICT OF INTEREST CODE**

**WHEREAS**, on September 21, 1993, the Napa County Board of Supervisors, acting as the code reviewing body, approved the adoption of a Conflict of Interest Code for the Napa County Congestion Management Agency, as required by the Political Reform Act of 1974 (Government code sections 81000 et seq., hereinafter referred to as “Act”); and

**WHEREAS**, on or about May 13, 1998, the Napa County Congestion Management Agency was converted into and succeeded by the Napa County Transportation and Planning Agency (“NCTPA”), a joint powers agency organized under the Joint Exercise of Powers Act (Government Code section 6500 et seq.); and

**WHEREAS**, on September 18, 2002, the Board amended the NCTPA Conflict of Interest Code, to conform to changes made in the model conflict of interest code (“model code”) promulgated by the Fair Political Practices Commission (“FPPC”) and expand the list of designated positions and disclosure categories to reflect the current operations of the NCTPA in serving as the countywide transportation planning body for the incorporated and unincorporated areas within Napa County, and performing such transportation related duties and responsibilities as the Member Jurisdictions may delegate to NCTPA; and

**WHEREAS**, on November 14, 2012, the Board of NCTPA amended its Conflict of Interest Code in its entirety; and

**WHEREAS**, on November 19, 2014, the Board of NCTPA amended Appendix A of the Conflict of Interest Code in its entirety; and

**WHEREAS**, on February 17, 2016 the Board of the NCTPA approved Resolution No. 16-02 changing the name of the NCTPA to the Napa Valley Transportation Authority (NVTA or Authority), a Joint Powers Authority; and

**WHEREAS**, on June 15, 2016 the Board of NVTA amended its Conflict of Interest Code in its entirety; and

**WHEREAS**, on October 23, 2019 the Board of NVTA amended its Conflict of Interest Code in its entirety; and

**WHEREAS**, on October 19, 2022 the Board of NVTA amended its Conflict of Interest Code in its entirety; and

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

**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 NVTA that NVTA’s Conflict of Interest Code attached hereto as Exhibit A is hereby approved and shall be effective upon confirmation by the Napa County Board of Supervisors as code reviewing body for the Authority.

**THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED** by the Board of Directors of the Napa Valley Transportation Authority, at a regular meeting of the Board held on the 20<sup>th</sup> day of November 2024 by the following vote:

\_\_\_\_\_  
Mark Joseph, NVTA Chair

Ayes:

Nays:

Absent:

ATTEST:

\_\_\_\_\_  
Laura Sanderlin, NVTA Board Secretary

APPROVED:

\_\_\_\_\_  
Osman Mufti, NVTA Legal Counsel

**CERTIFICATIONS**

I hereby certify that I am the Secretary of the Napa Valley Transportation Authority and the custodian of the records for the Authority and that the attached Resolution is a true and correct copy of the original approved by the Board of Directors of the Authority and on file in the Authority office.

By \_\_\_\_\_  
LAURA.SANDERLIN  
NVTA Board Secretary

I hereby certify that the amended 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 District, by action of the Board of Supervisors on \_\_\_\_\_, 2024, recorded in the certified minutes of the Board of Supervisors for that date.

By \_\_\_\_\_  
Clerk of the Napa County Board of Supervisors

**EXHIBIT A****NAPA VALLEY TRANSPORTATION AUTHORITY (NVTA)****CONFLICT OF INTEREST CODE**

The Political Reform Act (Government Code Section 81000, et seq.) requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission has adopted a regulation (2 California Code of Regulations Section 18730) that contains the terms of a standard conflict of interest code, which can be incorporated by reference in an agency's code. After public notice and hearing, the standard code may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act. Therefore, the terms of 2 California Code of Regulations Section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission are hereby incorporated by reference. This regulation and the attached Appendices, designating positions and establishing disclosure categories, shall constitute the conflict of interest code of the Napa Valley Transportation Authority (**NVTA** or **Authority**)

Individuals holding designated positions shall file their statements of economic interest with **NVTA**, which will make the statements available for public inspection and reproduction (Gov. Code § 81008). All statements will be retained by **NVTA**.

**APPENDIX “A”  
LIST OF DESIGNATED EMPLOYEES**

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:

<b><u>DESIGNATED EMPLOYEE POSITIONS</u></b>	<b><u>DISCLOSURE CATEGORY</u></b>
<b>Members and Alternate Members of the Board of Directors</b>	<b>1</b>
<b>Executive Director</b>	<b>1</b>
<b>Deputy Executive Director</b>	<b>1</b>
<b>Director, Administration, Finance, and Policy</b>	<b>1</b>
<b>Board Secretary/Human Resources</b>	<b>2</b>
<b>Program Manager - Engineering -</b>	<b>2</b>
<b>Program Manager - Public Transit</b>	<b>2</b>
<b>Authority Legal Counsel</b>	<b>1</b>
<b>Authority Auditor-Controller</b>	<b>1</b>
<b>Authority Treasurer</b>	<b>1</b>

**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 shall file a Statement of Economic Interests pursuant to Government Code section 87200.

**APPENDIX “B”  
DISCLOSURE CATEGORIES**

The disclosure categories listed below identify the types of investments, business positions, course of income, or real property, which the designated employee must disclose for each disclosure category to which he or she is assigned.

**DISCLOSURE CATEGORIES**

**CATEGORY 1.** Persons in this category shall disclose all investments, business positions in business entities, sources of income, including receipt of gifts, loans, and travel payments and interests in real property.

**CATEGORY 2.** Persons in this category shall disclose investments, business positions and income, including gifts, loans and travel payments, from sources that provides, or contracts with the Authority or its Purchasing Agent to provide, or may foreseeably provide, goods, services, supplies, materials, machinery or equipment to the Authority, or has contracted with the Authority or its Purchasing Agent to supply goods, services, supplies, materials, machinery or equipment, including contracts with the Authority to receive grants from or through the Authority. Persons in this category shall also disclose all interests in real property.

**RESOLUTION NO. 22-2824-16**

**A RESOLUTION OF THE  
NAPA VALLEY TRANSPORTATION AUTHORITY (NVTA)  
AMENDING THE AGENCY CONFLICT OF INTEREST CODE**

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**WHEREAS**, on September 18, 2002, the Board amended the NCTPA Conflict of Interest Code, to conform to changes made in the model conflict of interest code (“model code”) promulgated by the Fair Political Practices Commission (“FPPC”) and expand the list of designated positions and disclosure categories to reflect the current operations of the NCTPA in serving as the countywide transportation planning body for the incorporated and unincorporated areas within Napa County, and performing such transportation related duties and responsibilities as the Member Jurisdictions may delegate to NCTPA; and

**WHEREAS**, on November 14, 2012, the Board of NCTPA amended its Conflict of Interest Code in its entirety; and

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**WHEREAS, on October 19, 2022 the Board of NVTA amended its Conflict of Interest Code in its entirety; and**

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

**WHEREAS**, the Napa County Board of Supervisors, acting as the code reviewing body, will consider approval of this Resolution later in 202~~4~~2.

**THEREFORE, BE IT RESOLVED** by the Board of Directors of NVTA that NVTA’s Conflict of Interest Code attached hereto as Exhibit A is hereby approved and shall be effective upon confirmation by the Napa County Board of Supervisors as code reviewing body for the Authority.

**THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED** by the Board of Directors of the Napa Valley Transportation Authority, at a regular meeting of the Board held on the ~~2019~~<sup>th</sup> day of ~~October 2022~~November 2024 by the following vote:

Ayes:

Liz AlessioMark Joseph, NVTA Chair

Nays:

Absent:

ATTEST:

Laura Sanderlin, NVTA Board Secretary

APPROVED:

Osman Mufti, NVTA Legal Counsel

**CERTIFICATIONS**

I hereby certify that I am the Secretary of the Napa Valley Transportation Authority and the custodian of the records for the Authority and that the attached Resolution is a true and correct copy of the original approved by the Board of Directors of the Authority and on file in the Authority office.

By \_\_\_\_\_  
LAURA.SANDERLIN  
NVTA Board Secretary

I hereby certify that the amended 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 District, by action of the Board of Supervisors on \_\_\_\_\_, 20242, recorded in the certified minutes of the Board of Supervisors for that date.

By \_\_\_\_\_  
Clerk of the Napa County Board of Supervisors

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<b>Director, Administration, Finance, and Policy</b>	<b>1</b>
<b><u>Director, Capital Development and Planning</u></b>	<b><u>2</u></b>
<b><u>Office Manager / Board Secretary / Human Resources</u></b>	<b><u>2</u></b>
<b>Program Manager - Engineering -</b>	<b><u>2</u></b>
<b>Program Manager - Public Transit</b>	<b>2</b>
<b>Authority Legal Counsel</b>	<b>1</b>
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