



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.