

Joint Powers Agreement



FOR THE SACRAMENTO AREA COUNCIL OF GOVERNMENTS

ADOPTED July 2003

**Sacramento Area
Council of
Governments**

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SACOG MISSION

Delivering
transportation
projects;
providing public
information
and serving
as a dynamic forum
for regional
planning and
collaboration in the
greater Sacramento
Metropolitan Area.



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BOARD MEMBERS

Sandra Hilliard
City of Yuba City

Christopher Cabaldon (Chair)
City of West Sacramento

Muriel Johnson
Sacramento County

Ted Gaines (Vice-Chair)
Placer County

Kathy Lund
City of Rocklin

Ruth Asmundson
City of Davis

Paul McNamara
City of Marysville

Sherrie Blackmun
City of Colfax

Steve Miklos
City of Folsom

Linda Budge
City of Rancho Cordova

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Sacramento County

Robert Chapman
City of Winters

Rocky Rockholm
City of Roseville

Darryl Clare
City of Galt

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Yuba County

James Shelby
City of Citrus Heights

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City of Lincoln

Dan Silva
Sutter County

Roger Dickinson
Sacramento County

Helen Thomson
Yolo County

Alice Dowdin
City of Auburn

Gary Ulman
City of Wheatland

Rusty Dupray
El Dorado County

Marian Washburn
City of Placerville

Heather Fargo
City of Sacramento

Mel Wilkins
City of Live Oak

David Flory
City of Woodland

Jody Lonergan
(Ex-Officio Member)
Caltrans District 3

Guy Fuson
Town of Loomis

Michael Gomez
City of Isleton

Lauren Hammond
City of Sacramento

MEMBER COUNTIES & CITIES

El Dorado County
Placer County
Sacramento County
Sutter County
Yolo County
Yuba County
City of Auburn
City of Citrus Heights
City of Colfax
City of Davis
City of Elk Grove
City of Folsom
City of Galt
City of Isleton
City of Lincoln
City of Live Oak
Town of Loomis
City of Marysville
City of Placerville
City of Rancho Cordova
City of Rocklin
City of Roseville
City of Sacramento
City of West Sacramento
City of Wheatland
City of Winters
City of Woodland
City of Yuba City



**JOINT POWERS AGREEMENT
OF THE
SACRAMENTO AREA COUNCIL OF GOVERNMENTS**

Effective July 1, 2003

THIS AGREEMENT is entered into by and between the Counties of El Dorado, Placer, Sacramento, Sutter, Yolo, and Yuba, and the Cities of Auburn, Citrus Heights, Colfax, Davis, Elk Grove, Folsom, Galt, Isleton, Lincoln, Live Oak, Marysville, Rocklin, Roseville, Sacramento, West Sacramento, Wheatland, Winters, Woodland and Yuba City and such other cities and counties as may become members as herein provided ("Member Cities and Counties"). The member cities and counties agree as follows:

**ARTICLE 1
ESTABLISHMENT**

There is hereby created an organization known and denominated as the Sacramento Area Council of Governments which shall be a public entity, separate and apart from any member city or county. The Sacramento Area Council of Governments shall be governed by the terms of this Joint Powers Agreement and the Rules, duly passed and adopted by the Board.

**ARTICLE 2
AUTHORITY AND DEFINITIONS**

Section 2.0 – Authority.

This Agreement is entered into pursuant to the authority in Title 1, Division 7, Chapter 5 of the Government Code (commencing with Section 6500 et seq.) of the State of California.

Section 2.1 – Definitions.

The following words or terms shall have the meaning ascribed to them within this Section unless the content of their use dictates otherwise:

- a. "Area" means the territory lying within the Counties of El Dorado, Placer, Sacramento, Sutter, Yolo and Yuba, and such additional territory as may be added from time to time pursuant to section 4.0.b.

- b. "Board" means the Board of Directors of the Sacramento Area Council of Governments.
- c. "Council" means the Sacramento Area Council of Governments.
- d. "Director" means a member of the Board of Directors.
- e. "Fiscal Year" means July 1st through June 30th.
- f. "Member city or county" means a city or county which, pursuant to this Agreement, has become a member of the Sacramento Area Council of Governments.
- g. "Population" means the population as determined annually by the State Department of Finance. The population of a member county does not include the population of any city within that county. Revision of member agency populations used for voting and annual membership assessments shall occur immediately upon receipt of new determinations from the State.

ARTICLE 3
PURPOSE

The member cities and counties have joined together to establish the Council for the following reasons:

- a. A number of problems and issues within the area are either areawide in nature or have areawide aspects or implications such as, but not limited to, transportation, air quality, water quality, land use, housing and employment.
- b. There is a demonstrated need for the establishment of an organization of cities and counties within the area to provide a forum for the discussion and study of areawide problems of mutual interest and concern to the cities and counties and to facilitate the development of policies and action recommendations for the solution of such problems.
- c. The member cities and counties wish to create an areawide organization which will independently review and make comments to the member cities and counties regarding projects which receive federal or state funding.
- d. The member cities and counties believe that an areawide planning organization, governed solely by elected officials from the member cities and counties, with a staff independent of any member city or county, is best suited for this areawide planning and review.

- e. Member cities and counties, working together through this organization, can exercise initiative, leadership and responsibility for solving areawide problems.
- f. Member cities and counties share common areawide problems and issues and, at the same time, have different needs and priorities and are affected in different ways by these common areawide problems and issues. The resources of the Council should be allocated in such a manner so that the needs of any portion of the area are not ignored, recognizing, however, that resources are limited and that not all needs can be met, nor all portions of the area assisted equally at any one time.

ARTICLE 4 ORGANIZATION

Section 4.0 – Membership.

- a. A city or county within the area may petition to become a member of the Council by submitting to the Board a resolution adopted by its governing body. The Board shall review the petition for membership and shall vote to approve or disapprove the petition. If the petition is approved by the Board the city or county shall become a member of the Council.
- b. A city or county not within the area may petition to become a member of the Council by submitting to the Board a resolution adopted by its governing body. The Board shall review the petition for membership and shall prepare recommended amendments to this Agreement regarding the proposed additional member. The Board shall vote to approve or disapprove the petition, together with the recommended amendments to this Agreement. If the petition and the recommended amendments are approved, the Board shall submit the amendments to each member city and county. A city or county shall only become a member of the Council after such amendments have been approved by at least three-quarters (3/4) of the governing bodies of member counties and three-quarters (3/4) of the governing bodies of member cities.

Section 4.1 - Withdrawal from Membership.

Any member city or county may, at any time, withdraw from the Council. The withdrawal of a member city or county shall become effective ninety (90) days after a resolution adopted by its governing body which authorizes withdrawal is received by the Secretary of the Board. A city or county which withdraws shall not be entitled to the return of any assessments paid to the Council pursuant to Section 8.0 unless said resolution authorizing withdrawal is received by the Secretary of the Board prior to July 1st of the fiscal year for which the assessment was paid.

Section 4.2 - Successor Agency.

The Council is hereby designated the successor in interest to all remaining obligations, powers, duties, responsibilities, benefits and interests of any sort, including, but not limited to, any rights, title and interest in real and personal property, of the Sacramento Regional Area Planning Commission.

**ARTICLE 5
BOARD OF DIRECTORS**

Section 5.0 - Board of Directors.

All powers of the Council shall be exercised by the Board of Directors. The Board shall be composed of Directors as follows:

- a. Each member county, except Sacramento County, is entitled to one (1) Director who shall be a Supervisor of the appointing county and who shall be appointed by the Board of Supervisors of the appointing county.
- b. The Board of Supervisors of Sacramento County shall appoint one (1), two (2), or three (3) Directors each of whom shall be a Supervisor.
- c. The City Council of the City of Sacramento shall appoint one (1) or two (2) Directors, each of whom shall be the Mayor or a member of the City Council.
- d. Each member city except the City of Sacramento, shall be entitled to one (1) Director who shall be a Mayor or a City Council member of the appointing city and who shall be appointed by the city council or the mayor of the appointing city, based on the procedures for appointment used by the city. The director's seat for each member city shall be activated upon adoption of a resolution of that member city's city council activating the director's seat and appointing one of its members to that director's seat. A city council may by resolution later deactivate its seat. De-activation does not constitute withdrawal from SACOG. If a city has not activated its director's seat or has de-activated its seat, the population of that city shall be included in the population of the county in which that member city is situated for the purpose of Board of Director's voting based on population.

Section 5.1 - Terms and Board Membership.

Directors shall serve at the pleasure of their appointing authority.

Section 5.2 - Vacancies and Removal.

If a person who has been appointed as a Director ceases to serve as a Supervisor, Mayor or City Council member, he/she shall no longer serve on the Board. Any Director may be removed at any time by a majority vote of the appointing authority. A vacancy shall be filled in the same manner as the original appointment

Section 5.3 - Alternate Directors.

Each city **and** county which is entitled to appoint a Director pursuant to subsections a. through d. of Section 5.0 shall be entitled to appoint one alternate Director for each Director so appointed. An Alternate Director shall be a Council member, Mayor or Supervisor of the appointing city or county.

The terms, manner of appointment and removal, and the filling of vacancies of Alternate Directors shall be governed by the provisions of Section 5.0, 5.1, and 5.2.

Alternate Directors shall receive all meeting notices and written material sent to Directors and shall have the right to participate and vote at meetings of the Board in the absence of the Director for whom the Alternate Director serves.

All provisions of law relating to conflicts of interest that apply to a Director shall apply to an Alternate Director.

An Alternate Director shall be entitled to receive expenses reasonably and necessarily incurred in the conduct of the business of the Council in the same manner and method as a Director. However, if a Director and an alternate attend a meeting, only the Director shall be entitled to such a payment or reimbursement.

Section 5.4 -Ex Officio Directors.

The Director of Caltrans District 3 may sit as an Ex Officio member of the Board. He or she shall receive all meeting notices, shall have the right to participate in Board discussions, and the right to place matters on the agenda, but shall not be counted toward a quorum of the Board and shall have no vote.

Section 5.5 - Officers.

- a. Chair. The Chair of the Board shall be elected annually at the last regular meeting in each calendar year and shall begin serving as Chair at the first regular meeting in the next calendar year. Any Director may be authorized to represent the Board upon approval by the Chair. The Board may determine, by Rule, that the Chair shall alternate or rotate between directors representing city and county member agencies.

- b. Vice Chair. The Vice Chair of the Board shall be elected annually at the last regular meeting in each calendar year and shall begin serving as Vice Chair at the first regular meeting in the next calendar year. He/she will have all the powers and act in the place of the Chair in his/her absence. The Board may determine, by Rule, that the Vice Chair shall alternate or rotate between directors representing city and county member agencies.
- c. Secretary. The Executive Director shall serve as Secretary. The Secretary will keep a public record of the Board's resolutions, transactions, findings and determinations, and prepare minutes of every meeting.

Section 5.6 - Quorum.

A majority of the Directors in each of the following categories must to present to constitute a quorum for action on the business of the Board:

- (1) Directors representing a majority of the total population of the SACOG member agencies;
- (2) A majority of the Directors of the member cities who have activated and appointed their Director(s); and
- (3) A majority of the Directors of the member counties.

If the Board consists of an even number of Directors in any of the categories listed above, a majority shall be one more than half the number of Directors on the Board who represent the member agencies in the applicable category.

Section 5.7 - Approval of Areawide Plans, Standards and Programs.

- a. Federal or state mandated plans or standards which establish requirements which member cities or counties must implement or meet in order to avoid sanctions or qualify for funds shall only be adopted after receiving the affirmative vote of the Board, as provided in Section 5.8, and after receiving the approval of at least two-thirds (2/3) of the governing bodies of member cities and two-thirds (2/3) of the governing bodies of member counties which are affected by such plan or standard. Such mandated plans or standards requiring approval pursuant to this sub-section shall be identified by rule by the Board.
- b. In all matters pertaining to the adoption or amendment of areawide plans and programs, should a plan adopted by the Board subsequently become mandatory by federal or state law, ratification of such plan shall be required in the manner provided in subsection a. of this Section.

Section 5.8. Voting.

- a. All actions taken by the Board shall be pursuant to the following procedures. A vote shall be taken of all directors present. Each director's vote shall be counted toward the population vote and toward the vote of either the member cities or the member counties, depending on whether the director is appointed by a city or a county. Action by the Board shall require an affirmative vote in each of the following three categories as set forth below.

- 1. Population: Each Director's vote shall be counted as the total population of the Director's appointing member agency, as determined using the population figures used to determine membership assessments pursuant to section 8.0 of this Agreement, except as provided below for the City and the County of Sacramento. In addition, if a city has not activated its director's seat or has de-activated its seat, the population of that city shall be included in the population of the county in which that member city is situated. Action by the Board shall require an affirmative vote of at least a majority of the population of the member agencies whose Directors are present and voting.

- 2. Member Cities: Each Director appointed by a City shall have one vote, except as provided below for the City of Sacramento. To pass, there must be an affirmative vote from at least a majority of the Directors representing member cities present and voting.

- 3. Member Counties: Each Director appointed by a County shall have one vote, except as provided below for the County of Sacramento. To pass, there must be an affirmative vote from at least a majority of the Directors representing member counties present and voting.

- b. The Director(s) appointed from the County of Sacramento shall have a total of three(3) votes. Votes, for both the population vote and the member county vote shall be divided equally among those Directors from Sacramento County present and voting.
- c. The Director(s) appointed from the City of Sacramento shall have a total of two (2) votes. Votes, for both the population vote and the member city vote shall be divided equally between the Director(s) from the City of Sacramento present and voting.

Section 5.9 - Subarea Voting on Transportation and Air Quality Issues.

- a. For the purposes of this Section, the area within the jurisdiction of the Council shall be comprised of two subareas: the Sutter-Yuba subarea and the Sacramento subarea. The Sutter-Yuba subarea shall mean the territory lying within Sutter and Yuba Counties and the member cities within those two counties. The Sacramento subarea shall mean the territory lying within the remaining member cities and counties.
- b. Unless prohibited by federal or state law, the Board may determine, in accordance with Section 5.8, that a transportation or air quality plan, program or issue affects only one subarea and that action upon such plan, program or issue should be made only by the Directors representing that area.
- c. If the Board determines that a transportation or air quality plan, program or issue affects only a subarea pursuant to subsection b., action upon the plan, program or issue shall be voted upon only the Directors who represent member cities and counties within the subarea. The provisions of Sections 5.6, 5.7 and 5.8 shall be applicable to actions taken by Directors from the subarea, except that the phrase "the Board," as used in those Sections, shall be deemed to be the total number of Directors representing member cities and counties within the appropriate subarea. Actions by the Directors of the subarea shall be deemed to be actions of the Board.

Section 5.10 – Creation of Additional Subareas.

- a. The Board may, from time to time, by Rule adopted pursuant to Section 5.11, designate additional subareas if the Board finds that there is a function or functions that SACOG performs that affects one group of member agencies or one area within the SACOG region and does not similarly affect the other member agencies or other regions. The Board shall state the reason or rationale for the creation of the subarea or subareas in the Rule.
- b. Once a subarea has been established by Rule, unless prohibited by federal or state law, the Board may determine, by majority vote in accordance with Section 5.8, that the issue before the Board affects only the particular subarea so designated and that action on the issue should be made by the Directors representing that subarea. If the Board determines that subarea voting is appropriate, the provisions of Sections 5.6, 5.7 and 5.8 shall be applicable to the Directors from the subarea, except that the phrase "the Board," as used in those Sections shall be deemed to be the total number of Directors representing the member cities and counties within the applicable subarea. Actions by the Directors of the subarea shall be deemed to be actions of the Board.

Section 5.11 - Meetings.

- a. Regular Meetings. Regular meetings of the Board shall be held monthly. The By-Laws of the Board shall provide for the notice, time and place of the regular meetings.
- b. Special Meetings. Special meetings may be called by the Chair or a majority of the members of the Board.
- c. Brown Act. All meetings shall be called and conducted in accordance with the Ralph M. Brown Act (commencing with Section 54950 of the Government Code).

Section 5.12 - Rules.

The Board may adopt, from time to time, rules for the conduct of its meetings and the operation of the Council. Copies of such rules shall be maintained by the Secretary, and copies thereof shall be filed with each member city and county. Written notice of a proposed rule amendment shall be sent to each Director and member city and county at least three (3) weeks prior to the vote by the Board on the proposed rule amendment. Such rules shall be consistent with the provisions of this Agreement and, in the event of any conflict between the provisions of the Rules and the provisions of this Agreement, the provisions of this Agreement shall control.

Section 5.13 - Executive Director.

The Board shall appoint an Executive Director who shall serve at the pleasure of the Board. The Executive Director shall be the Chief Executive Officer of the Council and shall have such duties as may be prescribed by the Board. The Executive Director shall employ such other staff members as necessary to accomplish the Council's program, consistent with the annual budget, personnel rules, position plan and salary plan. The Executive Director shall be responsible for all projects and property of the Council and shall file with the Treasurer of the Council, as required by the Board, an official bond in an amount to be determined by said Board, guaranteeing the faithful performance of his duties.

Section 5.14 - Work Program Report.

Prior to the adoption of a final work program for each fiscal year, the Executive Director shall report to each member city and county on the work program of the preceding year with emphasis on those portions which have affected the applicable member city or county by addressing either local needs or an areawide need of local interest. Each member city or county shall have an opportunity to comment and identify problems, issues and needs which the member city or county determines have not been addressed and which should be considered for inclusion in future work programs and funding allocations. The comments of each member city and county shall be transmitted to and considered by the Board prior to the adoption of the final work program.

ARTICLE 6
FUNCTIONS

The functions of the Council shall include, but not be limited to:

- a. Identify, study and recommend solutions to areawide problems through the development of comprehensive areawide plans and action programs. Such plans and programs shall be developed in close consultation with each member city and county and will include the following.
 1. Transportation planning and administration of funds
 2. Housing planning
 3. Water quality planning
 4. Land use planning
 5. Air quality planning
- b. Serve as the regional, areawide, or umbrella multi-jurisdictional organization which may be required by state or federal law or regulation so that local governments can continue to qualify for state or federal funds and programs, and serve as the designated organization to review and comment on local applications for federal or state funds or programs when required by law or regulation.
- c. Provide assistance to member cities and counties; to collect, analyze and disseminate information which will be of value to member cities and counties, including federal census data and information on state and federal aid programs, and provide technical assistance as may be requested by member cities and counties.
- d. Represent the area before state and federal governments; vigorously express to state and federal agencies the local government point of view on areawide problems, issues and needs, and, in this representation, strengthen the effectiveness of local government.
- e. Serve as the Airport Land Use Commission for Sacramento, Sutter, Yolo, and Yuba Counties, and for such other member counties that request and fund this service.
- f. To provide, with Council approval, services similar to those described in a. through e. above to non-member cities, counties, and special districts on a full or partial cost-reimbursement basis.

**ARTICLE 7
POWERS**

Section 7.0 - General Powers.

The Council shall have such powers as may be necessary for the accomplishment of the purpose and functions of this Agreement, including, but not limited to, the power in its own name to make and enter into contracts; to employ agents and employees under an adopted personnel system; to provide for employee retirement, health and welfare benefits; to acquire, hold and dispose of property, both real and personal; to sue and be sued in its own name; to hire legal counsel; and to incur debts, liabilities or obligations. The debts, liabilities and obligations of the Council shall not constitute any debts, liabilities or obligations of its predecessor, the Sacramento Regional Area Planning Commission, unless expressly authorized by the Board. The Council may accept grants, gifts, donations and other monies made in the public interest to carry out the purposes and functions as provided in this Agreement. To the extent budgeted, and as provided by rule, the Board is authorized to pay expenses reasonably and necessarily incurred in the conduct of business, including travel expenses to attend meetings and conferences relating to the business of the Council.

Section 7.1 - Limitations.

Pursuant to Government Code Section 6509, the powers of the Council are subject to the restrictions upon the manner of exercising such powers of one of the designated member cities or counties. For such purpose, the City of Sacramento is hereby designated, except as to the manner of exercising powers which relate to the employment of personnel and as to those powers, the County of Yuba is hereby designated.

**ARTICLE 8
FINANCIAL**

Section 8.0 - Assessments.

Contributions, in the form of assessments, shall be made annually by member cities and counties in amounts sufficient to provide the funds necessary to carry out the functions of the Council. The annual assessment for each member city and county shall be based on population. Each year, not later than April 1st, the Board shall fix the membership assessment rate for each member city and county. Prior to July 1st, each member city and county shall be notified of its assessment amount.

Section 8.1 - Budget.

Prior to July 1st of each fiscal year, the Board shall adopt a preliminary budget. Prior to September 1st of each fiscal year, the Board shall adopt a final budget.

Section 8.2 - Treasury.

The Treasury of the County of Sacramento shall be the depository of funds of the Council and the Treasurer of the County of Sacramento shall be the ex-officio Treasurer of the Council. The Auditor of the County of Sacramento shall be the ex-officio Auditor of the Council and shall draw warrants against the funds of the Council in the treasury when the demands are approved by the Executive Director or his designee. The Auditor and Treasurer shall comply with all duties imposed under Article 1, Chapter 5, Division 7, Title I of the Government Code, commencing with Section 6500. The County of Sacramento may determine reasonable charges to be made against the Council for the services of the Treasurer and Auditor. At the close of each fiscal year, as provided in Government Code Section 6505, the Auditor of Sacramento County shall make an audit. In the alternative, the Board may contract with a public accountant or certified public accountant to make an audit of the accounts and reports of the Council.

Section 8.3 - Funds.

The Treasurer of the Council shall receive and have the custody of, and disburse Council funds on the warrant of the Auditor and shall make disbursements required by this Agreement. The Treasurer of the Council shall invest Council funds in accordance with the general law. All interest collected on Council funds shall be accounted for and deposited to the account of said funds.

Section 8.4 - Accounts and Reports.

The Council shall establish and maintain such records and accounts which are deemed necessary to account for and report on the various sources of funds, expenditures, grants, programs and projects and as may be required by good accounting practice, the State Controller or the United States Government. The books and records of the Council shall be open to inspection by representatives of the member cities and counties at all reasonable times.

ARTICLE 9
DURATION, DISPOSITION AND AMENDMENT

Section 9.0 - Effectiveness.

This Agreement became effective and the Council was established on January 15, 1981.

Section 9.1 - Duration

This Agreement shall continue in effect until it is rescinded or terminated; provided that the withdrawal from membership in the Council by any city or county shall not operate to terminate this Agreement.

Section 9.2 - Disposition of Assets Upon Termination

Upon termination of this Agreement, any money or assets in possession of the Council after payment of all liabilities, costs, expenses and charges validly incurred pursuant to this Agreement shall be returned to the member cities and counties in proportion to their contributions determined as of the date of termination.

Section 9.3 - Amendment.

This Agreement may be amended by the adoption of the amendment by three fourths (3/4) of the governing bodies of the member counties and three fourths (3/4) of the governing bodies of the member cities, each acting by resolution. The amendment shall become effective on the first day of the month following the last required member agency approval. If a proposed amendment has not been approved by the member agencies as provided in this section 120 days after the date the first member agency approves the amendment, the proposed amendment shall be null and void and shall not become effective unless first resubmitted to the member agencies by the Board and then adopted as set forth in this Section.

Section 9.4 - Review of Board Composition and Voting Structure and Procedures.

Twelve months after the implementation of the Board composition and voting procedures set forth about, including the voting by population, by cities and by counties, the Board of Directors shall review the Board composition and the voting structure and procedures and whether the Board composition and the voting structure and procedures are promoting the purpose and mission of SACOG, including but not limited to regionalism and good working relationships to the benefit of the region and SACOG. The Board may determine that the Board structure and/or the voting structure and procedures should be altered or amended to better promote or implement the purpose and mission of SACOG and the region and the Board may make suggestions for amendment of the Agreement to the member agencies.

IN WITNESS WHEREOF, each of the following member cities and counties have caused this Joint Powers Agreement to be executed by having affixed thereto the signatures of the agent of said city and county authorized therefor by resolution of the governing body of said city and county.

AS ADOPTED BY THE ELIGIBLE CITIES AND COUNTIES

October 21, 1980

Revised January 20, 1983

Revised February 1, 1988

Revised June 16, 1988

Revised March 18, 1999

Revised October 2, 2002

Revised June 24, 2003