

Date: _____ January 23, 2008

Committee Meeting Date: _____ February 13, 2008

Board Meeting Date: _____ N/A

BOARD MEMORANDUM

ACTION ITEM

TO: Committee for Transit Accessibility
Santa Clara Valley Transportation Authority
Board of Directors

THROUGH: Michael T. Burns
General Manager

FROM: Donald A. Smith, Jr.
Chief Operating Officer

SUBJECT: CTA Bylaws Quorum and Voting Requirements

Policy-Related Action: No

Government Code Section 84308 Applies: No

RECOMMENDATION:

Consider changes to the Committee for Transit Accessibility (CTA) Bylaws.

BACKGROUND:

The CTA, a 21 member committee with 19 voting members, has expressed concern about its current quorum and voting requirements requiring the presence of 11 members to constitute a quorum for the transaction of business. Currently all official acts of the CTA require an affirmative vote of 9 members or a majority of the members present, whichever is greater.

When the CTA cannot constitute a quorum it convenes its meeting as a Committee of the Whole but cannot take official action on any item on its agenda. For example, if the CTA is meeting as a Committee of the Whole and has the election of officers on its agenda, the election is deferred to the following month.

The Policy Advisory Committee (PAC), a 16 member committee, had also been concerned with its quorum requirements and last fall amended its bylaws to modify the quorum and voting requirements as follows:

- 1) Change the quorum requirement to the presence of a majority of appointed members or 7 members, whichever is greater, to constitute a quorum for the transaction of business. All acts of the Committee require the presence of a quorum and the affirmative vote of a majority of the quorum.

- 2) Change voting requirement to permit a majority of the quorum to pass an item, provided the number of votes approving any recommendation is less than the quorum, then the minutes of the meeting will contain a notation that the item was passed by less than a majority of the total appointed membership.

DISCUSSION:

The CTA may discuss and make recommendations to amend its bylaws at its discretion. Any recommendations to amend the CTA's bylaws must be consistent with VTA's Administrative Code and approved by the VTA Board of Directors in order to become effective.

ALTERNATIVES:

N/A

FISCAL IMPACT:

N/A

DISADVANTAGED BUSINESS ENTERPRISE (DBE) PARTICIPATION:

N/A

SMALL BUSINESS ENTERPRISE (SBE) PARTICIPATION:

N/A

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