



## RESOLUTION NO. 12-31

### RESOLUTION OF THE BOARD OF DIRECTORS OF THE NAPA COUNTY TRANSPORTATION AND PLANNING AGENCY (NCTPA) 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 ("Agency"), 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 its 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 Agency 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 Agency; and

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

**WHEREAS**, the Agency has served on the Napa County Board of Supervisors, the code reviewing body of the Agency, and all affected Agency Board members and alternates, officers, employees and consultants of the Agency and has published in a newspaper of general circulation within the County of Napa a Notice of Intention to Amend the Conflict of Interest Code as required by law, providing for the availability of the proposed amended code and supporting documentation for inspection and copying; and

**WHEREAS**, at a regular meeting of the Agency Board of Directors held on November 14, 2012, all written comments on the proposed amendments to the Conflict of Interest Code submitted within the comment period were received and considered by the Agency Board of Directors;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of the Napa County Transportation and Planning Agency that:

1. The forgoing recitals are true and correct.
2. Appendix A Designated Positions, attached hereto and incorporated herein shall replace the prior Appendix A in its entirety.
3. Appendix B Disclosure Categories, attached hereto and incorporated herein shall replace the prior Appendix B in its entirety.
4. The amendment shall be effective upon confirmation by the Napa County Board of Supervisors acting as code reviewing body for the Agency:
5. All other terms in the NCTPA Conflict of Interest Code not amended herein remain in full force and effect.

**BE IT FURTHER RESOLVED**, the foregoing resolution was duly and regularly adopted by the Board of Directors of the Napa County Transportation and Planning Agency, at a regular meeting of the Board held on the 14th day of November, 2012 by the following vote:



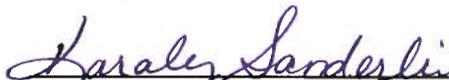
Keith Caldwell, NCTPA Chair

Ayes GARCIA, BENNETT,  
DUNSFORD, GINGLES,  
KRIDER, TECHEL,  
DODD, CALDWELL,  
BRITTON, WHITE,  
CHILTON, DUNBAR

Nays: NONE

Absent: NONE

ATTEST:



Karalyn E. Sanderlin, NCTPA Board Secretary

APPROVED:



Janice Killion, NCTPA Legal Counsel

**CERTIFICATIONS**

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

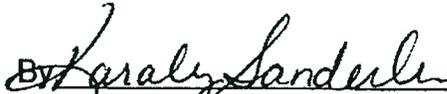
By   
KARALYN E. SANDERLIN  
NCTPA Board Secretary

I hereby certify that the amended Conflict of Interest Code for the Napa County Transportation Planning Agency 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 \_\_\_\_\_, 2012, recorded in the certified minutes of the Board of Supervisors for that date.

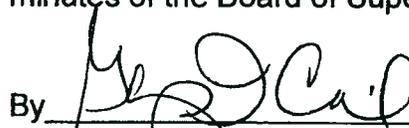
By \_\_\_\_\_  
GLADYS I. COIL  
Clerk of the Napa County Board of Supervisors

**CERTIFICATIONS**

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

By   
KARALYME E. SANDERLIN  
NCTPA Board Secretary

I hereby certify that the amended Conflict of Interest Code for the Napa County Transportation Planning Agency 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 December 18, 2012, recorded in the certified minutes of the Board of Supervisors for that date.

By   
GLADYS I. COIL  
Clerk of the Napa County Board of Supervisors

**APPENDIX "A"**  
**LIST OF DESIGNATED EMPLOYEES**

Because of the nature of the powers and duties conferred on the Napa County Transportation and Planning Agency by Member Jurisdictions pursuant to Amendment No. 4 to Napa County Agreement No. 3061 (Conversion to NCTPA), the authority granted by the Joint Exercise of Powers Act, the policies adopted by the Board of Directors of the Agency, and the terms of support services and consultant agreements approved by the Board of Directors, the following positions within the Agency may involve the making or participation in the making of decisions of the Agency 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 Agency 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 Agency 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>Executive Director</b>	<b>1</b>
<b>Secretary of the Board</b>	<b>2</b>
<b>Program Manager Planning</b>	<b>2</b>
<b>Program Manager Public Transit</b>	<b>2</b>
<b>Program Manager Finance</b>	<b>1</b>
<b>Program Manager Chief Procurement and Compliance Officer</b>	<b>1</b>
<b>Agency Legal Counsel</b>	<b>1</b>
<b>Agency Auditor-Controller</b>	<b>1</b>

**Contract Consultants for the Agency.** 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 Agency's copy of the Conflict of Interest Code.

**PUBLIC OFFICIALS OF THE DISTRICT WHO MANAGE PUBLIC INVESTMENTS**

It has been determined that the Agency 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**

Rationale. The decisions which the Designated Employees may make or participate in making for the Agency may involve exercising or directly influencing the exercise of any of the powers conferred on the Agency by the Member Jurisdictions pursuant to Amendment No. 4 to Napa County Agreement No. 3061 (Conversion to NCTPA) and the Joint Exercise of Powers Act pertaining to its county wide transportation related duties and responsibilities

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 Agency 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 shall comply with the following categories as listed in Appendix A under the then-current Statement Form and Schedules.

### **DISCLOSURE CATEGORIES**

CATEGORY 1. Persons in this category shall disclose (i) all income including gifts, loans and travel payments as defined in Government Code section 82030, (ii) all investments as defined in Government Code section 82034, (iii) interests in real property as defined in Government Code section 82033, and (iv) all business positions as defined in the California Code of Regulations, section 18730, Subsection (b)(7)(D). Gifts for purposes of this category shall not include gifts received from any source outside the jurisdiction and not doing business within the jurisdiction, not planning to do business within the jurisdiction, or not having done business within the jurisdiction during the previous two calendar years.

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 Agency or its Purchasing Agent to provide, or may foreseeably provide, goods, services, supplies, materials, machinery or equipment to the Agency, or has contracted with the Agency or its Purchasing Agent to supply goods, services, supplies, materials, machinery or equipment within the last two calendar years. Persons in this category shall also disclose all interests in real property.