



BRIEFING: MAY 10, 2017 BOARD MEETING AGENDA ITEM #1

TO: Chairman Richard and Board Members

FROM: Thomas Fellenz, Chief Counsel

DATE: May 10, 2017

RE: Consider Amending the Board’s Policies and Procedures to Include Ex Officio Members Pursuant to Assembly Bill 1813

Summary of Requested Action

Staff is recommending that the Board amend its Policies and Procedures to account for the addition of two ex-officio Board members in accordance with Assembly Bill 1813 (AB 1813).

Background

The California High-Speed Rail Authority (“Authority”) Board’s Policies and Procedures do not currently account for the two ex-officio members added to the Authority’s Board pursuant to AB 1813. Staff is recommending that the Board update its Policies and Procedures, as attached hereto, to account for the addition of these new Board members.

Prior Board Action

The Board has previously approved four (4) amendments to the Board’s Policies and Procedures. On November 3, 2011, the Board amended the section regarding Board member compensation and reimbursement. On February 2, 2012, the Board amended the section regarding the Finance Committee to include audits. On June 3, 2014, the Board amended the section regarding the Chair and Vice Chair terms of office, and on October 11, 2016, the Board amended the section regarding the Board committees and the subject matter jurisdiction thereof.

Discussion

Public Utilities Code Section 185020, as amended by AB 1813, adds two non-voting ex-officio members to the Authority’s Board. This Section, as amended, along with Section 180022, as amended, address certain distinctions between the current nine (9) voting members of the Board and the two (2) newly added non-voting (ex-officio) members of the Board. Specifically, the key distinctions are as follows:

- (1) Ex-officio members cannot vote
- (2) Ex-officio members are not subject to the same term limits
- (3) An Ex officio member cannot be the Chairman or Vice Chairman of the Board
- (4) Ex officio members are not counted as part of the five (5) Board member requirement to constitute a quorum
- (5) Ex officio members do not receive compensation for attending to the business of the Authority
- (6) Ex officio members are not eligible to receive reimbursement for travel expenses incurred in attending to the business of the Authority.

As the Board's Policies and Procedures only address the current nine (9) voting Board members, it is necessary to update these Policies and Procedures to include the two (2) newly added non-voting ex-officio members and define the differences in their functions and entitlements.

Legal Approval

Chief Counsel, who is presenting this action item, approves the proposed amendments to the Board's Policies and Procedures and confirms that the amendments conform to the framework presented in Public Utilities Code Sections 185020 and 185022 (as amended).

Budget Implications

The proposed amendments to the Board's Policies and Procedures will have no impact on the Authority's budget.

Recommendations

Staff recommends that the Board approve and adopt the attached resolution to amend the Board Policies and Procedures to account for the addition of two ex-officio Board members.

Attachments

- Draft Resolution #HSRA 17-09
- Draft Amended Board Policies and Procedures