

Meeting Agenda

Joint ABAG MTC Governance Committee

ABAG Committee Members
President Jesse Arreguin
Cindy Chavez, Rich Garbarino, Julie Pierce,
Belia Ramos, and Dennis Rodoni

MTC Committee Members
Commission Chair Scott Haggerty
Dave Cortese, Nick Josefowitz, Alfredo Pedroza,
James P. Spering, and Amy Worth

Wednesday, February 26, 2020

11:30 AM

Board Room - 1st Floor

This meeting is scheduled to take place at 11:30 a.m., or immediately following the MTC Commission meeting, whichever occurs later and will be webcast live on the following websites:

Association of Bay Area Government's Website: <https://abag.ca.gov/meetings>

Metropolitan Transportation Commission's Website:

<http://mtc.ca.gov/whats-happening/meetings>

1. Roll Call / Confirm Quorum

Quorum: A quorum of this committee shall be a majority of its regular non-ex-officio voting members (7).

2. ABAG Compensation Announcement - Clerk of the Board

3. MTC Compensation Announcement - Clerk of the Committee

4. Consent Calendar

- 4a. [19-1359](#) Minutes of the November 20, 2019 Meeting

Action: Committee Approval

Attachments: [4a_Governance Minutes_Nov 2019.pdf](#)

5. Discussion on Governance

[20-0380](#)

Presentation

Action:

Information

Presenter:

Therese W. McMillan

Attachments:

[5_Governance Presentation.pdf](#)

5a.

[20-0297](#)

Governance Discussion Report from ABAG and MTC

Report from the ABAG President and MTC Chair on the respective Board discussions related to Governance from the MTC Commission Workshop on January 30, 2020 and the ABAG Executive Board on February 20, 2020.

Action:

Information

Presenter:

Therese W. McMillan

5b.

[20-0355](#)

Governance Discussion Next Steps

Identify next steps for furthering ABAG and MTC Governance discussions per the 2017 Memorandum of Understanding and provide staff direction on any follow-up actions.

Action:

Information

Presenter:

Therese W. McMillan

6. Public Comment / Other Business

7. Adjournment / Next Meeting

The next meeting of the Joint ABAG MTC Governance Committee will be held at 11:30 a.m. on March 25, 2020 at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA.

Public Comment: The public is encouraged to comment on agenda items at Committee meetings by completing a request-to-speak card (available from staff) and passing it to the Committee secretary. Public comment may be limited by any of the procedures set forth in Section 3.09 of MTC's Procedures Manual (Resolution No. 1058, Revised) if, in the chair's judgment, it is necessary to maintain the orderly flow of business.

Meeting Conduct: If this meeting is willfully interrupted or disrupted by one or more persons rendering orderly conduct of the meeting unfeasible, the Chair may order the removal of individuals who are willfully disrupting the meeting. Such individuals may be arrested. If order cannot be restored by such removal, the members of the Committee may direct that the meeting room be cleared (except for representatives of the press or other news media not participating in the disturbance), and the session may continue.

Record of Meeting: Committee meetings are recorded. Copies of recordings are available at a nominal charge, or recordings may be listened to at MTC offices by appointment. Audiocasts are maintained on MTC's Web site (mtc.ca.gov) for public review for at least one year.

Accessibility and Title VI: MTC provides services/accommodations upon request to persons with disabilities and individuals who are limited-English proficient who wish to address Commission matters. For accommodations or translations assistance, please call 415.778.6757 or 415.778.6769 for TDD/TTY. We require three working days' notice to accommodate your request.

可及性和法令第六章: MTC 根據要求向希望來委員會討論有關事宜的殘疾人士及英語有限者提供服務/方便。需要便利設施或翻譯協助者，請致電 415.778.6757 或 415.778.6769 TDD / TTY。我們要求您在三個工作日前告知，以滿足您的要求。

Acceso y el Titulo VI: La MTC puede proveer asistencia/facilitar la comunicación a las personas discapacitadas y los individuos con conocimiento limitado del inglés quienes quieran dirigirse a la Comisión. Para solicitar asistencia, por favor llame al número 415.778.6757 o al 415.778.6769 para TDD/TTY. Requerimos que solicite asistencia con tres días hábiles de anticipación para poderle proveer asistencia.

Attachments are sent to Committee members, key staff and others as appropriate. Copies will be available at the meeting.

All items on the agenda are subject to action and/or change by the Committee. Actions recommended by staff are subject to change by the Committee.

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 19-1359 **Version:** 1 **Name:**

Type: Report **Status:** Consent

File created: 11/15/2019 **In control:** Joint ABAG MTC Governance Committee

On agenda: 12/18/2019 **Final action:**

Title: Minutes of the November 20, 2019 Meeting

Sponsors:

Indexes:

Code sections:

Attachments: [4a Governance Minutes Nov 2019.pdf](#)

Date	Ver.	Action By	Action	Result
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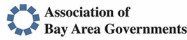
Subject:

Minutes of the November 20, 2019 Meeting

Recommended Action:

Committee Approval

Attachments:



Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105

Meeting Minutes - Draft

Joint ABAG MTC Governance Committee

ABAG Committee Members

President David Rabbitt

*Jesse Arreguin, Cindy Chavez, Julie Pierce, Dennis Rodoni, and
Warren Slocum*

MTC Committee Members

Commission Chair Scott Haggerty

*Dave Cortese, Nick Josefowitz, Alfredo Pedroza,
James P. Spering, and Amy Worth*

Wednesday, November 20, 2019

1:50 PM

Yerba Buena Conference Room - 1st Floor

1. Roll Call / Confirm Quorum

Present: 10 - Arreguin, Chavez, Pierce, Rodoni, Haggerty, Pedroza, Josefowitz, Spering, Cortese
and Worth

Absent: 2 - Rabbitt and Slocum

2. ABAG Compensation Announcement - Clerk of the Board

3. MTC Compensation Announcement - Clerk of the Committee

4. Consent Calendar

Approval of the Consent Calendar

**Upon the motion by Pedroza and second by Arreguin, the Consent Calendar was
unanimously approved by the following vote:**

Aye: 10 - Arreguin, Chavez, Pierce, Rodoni, Haggerty, Pedroza, Josefowitz, Spering, Cortese
and Worth

Absent: 2 - Rabbitt and Slocum

4a. [19-1121](#) Minutes of the September 25, 2019 Meeting

Action: Committee Approval

Attachments: [4a Governance Minutes_Sept 2019_v2.pdf](#)

5. Discussion on Governance

5a. [19-1353](#) Analysis of Current Structure

Analysis of current governance structure and recommended next steps.

Action: Information

Presenter: Therese W. McMillan

Attachments: [5a Governance Cover Nov 2019 Current Analysis.pdf](#)

[5a Handout-PPT-Governance Cover Nov 2019 Current Analysis.pdf](#)

The following individuals spoke on this item:

Jake Mackenzie;

Roland Lebrun; and

Jane Kramer.

5b. [19-1354](#) Peer Agency Review

Peer agency review.

Action: Information

Presenter: Alix A. Bockelman, MTC and Dan Marks, Management Partners

Attachments: [5b Peer Agency Comparison Summary.pdf](#)

[5b PPT Peer Agency Comparison re MP.pdf](#)

Roland Lebrun was called to speak.

6. Public Comment / Other Business

7. Adjournment / Next Meeting

The next meeting of the Joint ABAG MTC Governance Committee will be held at 11:30 a.m. on January 22, 2020 at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA.

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 20-0380 **Version:** 1 **Name:**
Type: Report **Status:** Informational
File created: 2/25/2020 **In control:** Joint ABAG MTC Governance Committee
On agenda: 2/26/2020 **Final action:**
Title: Presentation
Sponsors:
Indexes:
Code sections:
Attachments: [5_Governance Presentation.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Presentation

Presenter:
Therese W. McMillan

Recommended Action:
Information

Attachments:

MTC – ABAG Governance: Recap and Discussion

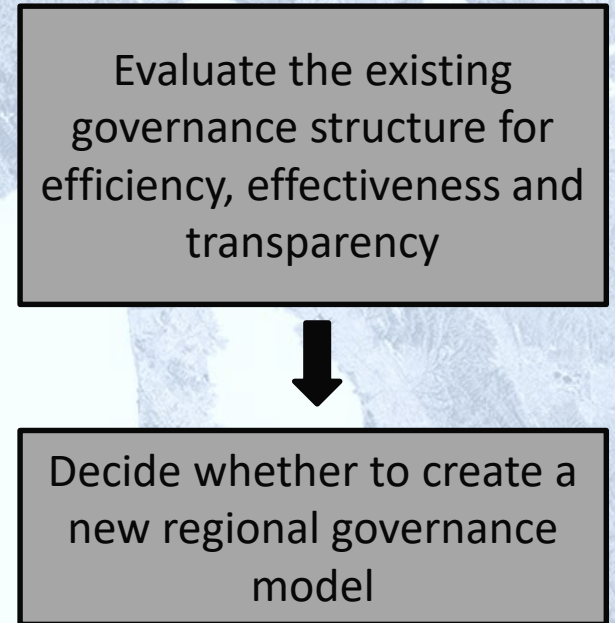
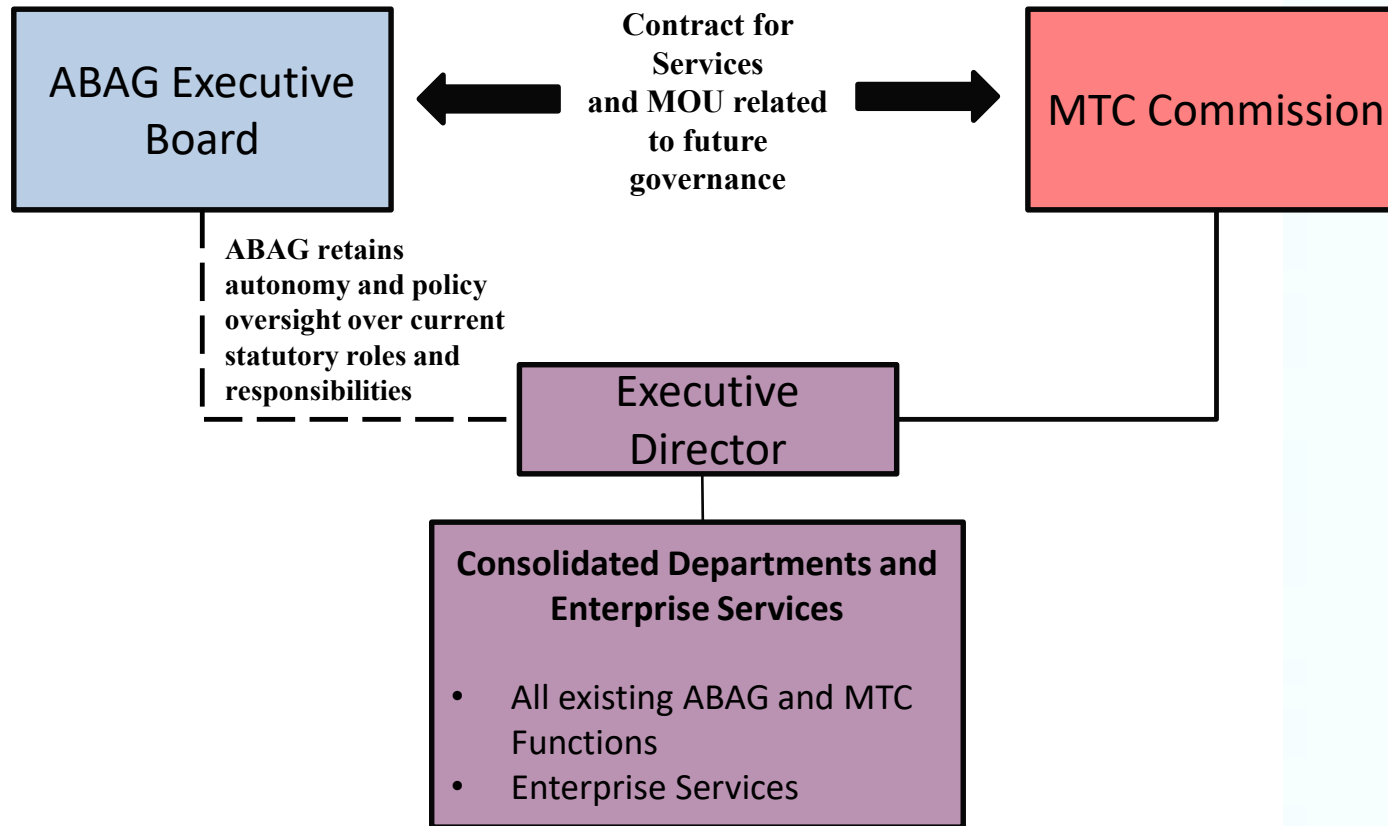
**Joint ABAG MTC Governance Committee
February 26, 2020**

Commitment Language in ABAG - MTC MOU (Dated 5/30/17)

“ABAG and MTC have agreed to pursue the implementation of Option 7 through a mutually agreed upon Contract for Services that governs how ABAG and MTC will share the use of a consolidated staff to carry out their respective missions and statutory powers and responsibilities and a mutually agreed upon memorandum of understanding to jointly pursue with MTC new governance options.”

“No later than July 1, 2019, ABAG and MTC will begin discussions on whether the two agencies should restructure their governing boards to better serve the region and to better utilize the consolidated staff.”

Current Structure of Consolidated Staff and Two Boards



Alternatives for organization governance, structure and staffing to be analyzed.

Portfolio Question –What should Regional Governance address?

- A) Transportation**
- B) Land Use**
- C) Housing**
- D) Economic/Workforce Development**
- E) Climate Change/Resilience**
- F) Other – TBD**



Key: Need to assess capacity to succeed as Leaders or Partners

Evaluation Framework – Factors for Successful Governance

➤ Authority

- The assignment to carry out the responsibilities and attendant tasks involved: most definitively established through Legislation, but can also be achieved (or arise) through other legal means (MOUs, contracts, litigation settlement etc.).

➤ Financial Resources

- Funding in the amounts, and with the requisite control and stability required to carry out responsibilities associated with vested authority.

Evaluation Framework – Factors for Successful Governance (continued)

➤ Technical Capacity

- While often determined in step with financial resources, this is the institutional “wrap around” of knowledge, staffing, process and procedure required to successfully implement the vested authority.

➤ Public and Political Support

- While less quantifiable than the other elements (Authority, Financial Resources, Technical Capacity), this element can be equally determinative of success – and critical prerequisites for accessing the other three.

Where Do We Go From Here – Outstanding Questions

- 1) How does “Governance” (Board Structure) impact “Governing” (delivering outcomes)?
- 2) Does MTC and ABAG continue to pursue a merged Governing model?
 - a) If yes, what more information is needed?
 - b) If no, where do we go from here?

What We Heard: MTC Commission Information Session – January 30th Workshop Session

- Put further merger discussions on pause
- Major initiatives take precedent: PBA 2050;, RHNA; transportation revenue and housing ballot opportunities for November; AB 1487 implementation
- Conduct “field visits” to evaluate alternative regional governance models
- Pursue procedural/administrative efficiencies for current dual board structures
- Consider Committee consolidation/reform to support joint portfolio
- Clearly define ABAG liaison role within Deputy structure
- Assess viability of merger if future circumstances shift substantially

What We Heard: ABAG Executive Board Information Session – February 20th EB meeting

- Continued openness to potential merger
- Regional approach to interconnected issues can benefit from a single governing voice
- Staff consolidation generally successful (mixed reaction)
- Cities must have significant presence under any contemplated restructuring
- ABAG culture of inclusive debate needs to be valued
- Visits to evaluate alternative models encouraged- offered options (Denver, SCAG)
- Dual board structure stresses staff resources; support efficiency efforts

NEXT STEPS: Staff Proposal

- Initial visits – March/April
 - Sacramento Area Council of Governments (SACOG)
 - Puget Sound Regional Council (PSRC)
 - San Diego Association of Governments (SANDAG)
 - Met Council (Twin Cities, MN)
- Develop Board Protocol Alignment proposal for ABAG General Assembly approval/Commission Procedures modifications (June 2020)
- Bring Committee restructuring proposal to Joint Governance Committee (June 2020)

Metropolitan Transportation Commission

375 Beale Street, Suite 800
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Legislation Details (With Text)

File #:	20-0297	Version:	1	Name:	
Type:	Report	Status:		Informational	
File created:	2/3/2020	In control:		Joint ABAG MTC Governance Committee	
On agenda:	2/26/2020	Final action:			
Title:	Governance Discussion Report from ABAG and MTC				

Report from the ABAG President and MTC Chair on the respective Board discussions related to Governance from the MTC Commission Workshop on January 30, 2020 and the ABAG Executive Board on February 20, 2020.

Sponsors:

Indexes:

Code sections:

Attachments:

Date	Ver.	Action By	Action	Result
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Subject:

Governance Discussion Report from ABAG and MTC

Report from the ABAG President and MTC Chair on the respective Board discussions related to Governance from the MTC Commission Workshop on January 30, 2020 and the ABAG Executive Board on February 20, 2020.

Presenter:

Therese W. McMillan

Recommended Action:

Information

Attachments:

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	20-0355	Version:	1	Name:	
Type:	Report	Status:		Informational	
File created:	2/11/2020	In control:		Joint ABAG MTC Governance Committee	
On agenda:	2/26/2020	Final action:			
Title:	Governance Discussion Next Steps				

Identify next steps for furthering ABAG and MTC Governance discussions per the 2017 Memorandum of Understanding and provide staff direction on any follow-up actions.

Sponsors:

Indexes:

Code sections:

Attachments:

Date	Ver.	Action By	Action	Result
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Subject:

Governance Discussion Next Steps

Identify next steps for furthering ABAG and MTC Governance discussions per the 2017 Memorandum of Understanding and provide staff direction on any follow-up actions.

Presenter:

Therese W. McMillan

Recommended Action:

Information

Attachments: