

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 04-2020**

**AUTHORIZING APPROVAL OF PROPOSED FINAL SAN FRANCISCO BAY AREA  
TRANSPORTATION AIR QUALITY CONFORMITY PROTOCOL AND INTERAGENCY  
CONSULTATION PROCEDURES**

**WHEREAS**, the Association of Bay Area Governments (ABAG), the Bay Area Air Quality Management District (BAAQMD), and the Metropolitan Transportation Commission (MTC) have been designated the co-lead agencies by the U.S. Environmental Protection Agency (U.S. EPA) for developing and implementing various portions of the federal air quality plans in the San Francisco Bay Area; and

**WHEREAS**, MTC is the regional transportation planning agency for the San Francisco Bay Area pursuant to Government Code § 66500 et seq.; and

**WHEREAS**, prior to adopting or amending the long-range Regional Transportation Plan (RTP) and Transportation Improvement Program (TIP), MTC must first determine that these plans and programs conform to the federal air quality plan for the San Francisco Bay Area (termed the State Implementation Plan, or SIP) using procedures established by the U.S. EPA; and

**WHEREAS**, the three agencies have prepared a protocol for determining transportation air quality conformity in compliance with Federal regulation entitled: San Francisco Bay Area Transportation Air Quality Conformity Protocol ("the Protocol"), which includes certain conformity procedures relating to transportation plans, programs, and projects and the interagency consultation procedures; and

**WHEREAS**, the three agencies have revised the Protocol to reflect the most recent guidance provided by the U.S. EPA; and

**WHEREAS**, Federal regulations for amending the SIP require a public hearing prior to adoption or changes to the Protocol; and

**WHEREAS**, the Administrative Committee acting for the Executive Board of the Association of Bay Area Governments on November 8, 2019 approved Resolution No. 12-19 delegating to the Metropolitan Transportation Commission the power and responsibility for conducting the public hearing in accordance with, and in fulfillment of, all applicable legal requirements; and

**WHEREAS**, MTC conducted a duly noticed public hearing on the proposed Protocol at the January 10, 2020 meeting of the MTC Planning Committee; and

**WHEREAS**, at the conclusion of the public hearing, the Protocol was referred

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back to the three respective agencies along with the public comments and staff recommendations that each agency adopt the new Protocol; and

**WHEREAS**, the Protocol must be submitted to the California Air Resources Board (CARB) for review and subsequent submittal to the U.S. Environmental Protection Agency (U.S. EPA) for revision of the California State Implementation Plan (SIP).

**NOW, THEREFORE, BE IT RESOLVED, DETERMINED AND ORDERED** as follows: that the Executive Board of the Association of Bay Area Governments approves for submission to the California Air Resources Board and the U.S. Environmental Protection Agency the Protocol to be included in the Conformity State Implementation Plan; and, be it further

**RESOLVED**, that the Metropolitan Transportation Commission staff may make minor adjustments, as necessary, to the Protocol in the Conformity SIP in response to ARB and U.S. EPA comments; and, be it further

**RESOLVED**, that this resolution supersedes ABAG Resolution No. 06-06.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 23<sup>rd</sup> day of April, 2020.

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Frederick Castro  
Clerk of the Board

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 06-2020**

**RECOGNITION OF POTENTIAL TRANSFER OF BOARD DUTIES FROM THE ABAG  
FINANCE AUTHORITY FOR NONPROFIT CORPORATIONS TO THE ADVANCING  
CALIFORNIA FINANCE AUTHORITY AND RELATED MATTERS THERETO**

**WHEREAS**, pursuant to the provisions of the California Joint Exercise of Powers Act, consisting of Sections 6500 through 6599.3 of the California Government Code, as amended from time to time (the "Joint Powers Act"), several California cities and counties entered into a joint exercise of powers agreement pursuant to which the Association of Bay Area Governments ("ABAG") was organized; and

**WHEREAS**, pursuant to the provisions of the Joint Powers Act, a number of California cities and counties entered into a joint exercise of powers agreement (the "ABAG FAN Agreement") pursuant to which the ABAG Finance Authority for Nonprofit Corporations ("ABAG FAN") was organized; and

**WHEREAS**, ABAG and ABAG FAN, each a "public agency" within the meaning of Section 6500 of the Joint Powers Act, have, pursuant to the Joint Powers Act, entered into a Joint Exercise of Powers Agreement, which created the Advancing California Finance Authority (the "Financing Authority"); and

**WHEREAS**, pursuant to Article VI(L) of the ABAG FAN Agreement, ABAG FAN has the power to assign, delegate or contract with a third party to perform any of the duties of the ABAG FAN Board of Directors (the "ABAG FAN Board"), including but not limited to, acting as administrator for ABAG FAN; and

**WHEREAS**, ABAG FAN Executive Committee requested its counsel, Nixon Peabody LLP, to review certain transactions for any requirements or limitations imposed on the transfer of the board duties; and

**WHEREAS**, Nixon Peabody LLP has provided a memorandum summarizing the review of the transactions; and

**WHEREAS**, the existing ABAG FAN Executive Committee has determined that it is in the public interest of the area and persons served by them to, among other things, transfer to the Financing Authority all administrative duties of the ABAG FAN Board established for the purposes set forth in the ABAG FAN Agreement; and

**WHEREAS**, on April 2, 2020, ABAG FAN approved the transfer of the ABAG FAN Board duties and responsibilities as administrator to the Financing Authority pursuant to Resolution No. 2020-002 (the "ABAG FAN Resolution"); and

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 06-2020**

**WHEREAS**, all actions taken by the Authorized Officers (as defined in the ABAG FAN Resolution), ABAG FAN Board members, and other appropriate officers and agents of ABAG FAN with respect to the transfer of ABAG FAN Board duties and responsibilities as administration to the Financing Authority were ratified, confirmed and approved by the passage of the ABAG FAN Resolution; now, therefore, be it

**RESOLVED**, the passage of the ABAG FAN Resolution and the transfer of the ABAG FAN Board duties to the Financing Authority is hereby recognized and acknowledged; and be it further

**RESOLVED**, the members of the ABAG Executive Board, the Executive Director or the Chief Financial Officer of the Metropolitan Transportation Commission on behalf of ABAG pursuant to Contract for Services, dated May 30, 2017, by and between ABAG and Metropolitan Transportation Commission, and other appropriate officers and agents of ABAG are hereby authorized and directed, for and in the name on behalf of ABAG, to execute and deliver any and all documents, including, without limitation, any all documents and certificates to be executed in connection with the transfer of ABAG FAN Board duties and responsibilities as administrator to the Financing Authority, and to do any and all things and take any and all actions which may be necessary or advisable, in their discretion, to effectuate any actions approved by the ABAG FAN Executive Committee pursuant to the ABAG FAN Resolution.

**RESOLVED**, that this Resolution shall take effect from and after its adoption.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed special meeting held on the 23<sup>rd</sup> day of April, 2020 in San Francisco, California in which a quorum was present and acting throughout.

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Frederick Castro  
Clerk of the Board

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 07-2020**

**ACKNOWLEDGING FORMATION OF REGIONAL HOUSING NEEDS ALLOCATION  
(RHNA) SUBREGIONS AND AUTHORIZING NEGOTIATION AND EXECUTION OF  
DELEGATION AGREEMENT BETWEEN ABAG AND RHNA SUBREGION(S)**

**WHEREAS**, the Association of Bay Area Governments (ABAG) is a joint powers agency formed pursuant to the agreement of its members and California Government Code §§ 6500, et seq., and is the council of governments (COG) for the San Francisco Bay Area; and

**WHEREAS**, pursuant to the Housing Element Law (Act) at California Government Code §§ 65580, et seq., each COG and the California Department of Housing and Community Development (HCD) are required to determine the existing and projected housing needs in the COG's region; and

**WHEREAS**, under the Act, ABAG determines each city's and county's share of the regional housing need through the regional housing need allocation process (RHNA); and

**WHEREAS**, local governments have the option of forming a RHNA subregion to allocate a share of the regional housing need among themselves; and

**WHEREAS**, the Act requires that ABAG acknowledge the formation of RHNA subregions and to enter into a delegation agreement with each one that forms; and

**WHEREAS**, local governments have notified ABAG in writing of their intent to form the RHNA subregions, as is listed in Attachment A to this resolution.

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 07-2020**

**NOW, THEREFORE, BE IT RESOLVED**, that the Executive Board of the Association of Bay Area Governments hereby:

1. Acknowledges the formation of the RHNA subregion by local governments as shown in Attachment A to this resolution; and
2. Authorizes staff to negotiate and execute a delegation agreement with each subregion.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 23<sup>rd</sup> day of April, 2020.

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Frederick Castro  
Clerk of the Board

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 07-2020**

**ATTACHMENT A**

ABAG has received formal written notice from local governments regarding their intent to form the Napa Subregion and Solano Subregion.

**Napa Subregion**

City of American Canyon  
City of Napa  
Town of Yountville  
County of Napa

**Solano Subregion**

City of Benicia  
City of Dixon  
City of Fairfield  
City of Rio Vista  
City of Suisun City  
City of Vacaville  
City of Vallejo  
County of Solano

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 08-2020**

**ACKNOWLEDGING MEMBERS OF THE EXECUTIVE COMMITTEE OF THE ABAG  
FINANCE AUTHORITY FOR NONPROFIT CORPORATIONS**

**WHEREAS**, the ABAG Finance Authority for Nonprofit Corporations, or FAN, has provided more than \$8 billion in low-cost investment capital since 1978 to build new affordable housing; hospitals and medical clinics; schools; nonprofit cultural institutions; community facilities districts; and other local infrastructure projects; and

**WHEREAS**, the members of the FAN Executive Committee have worked closely with ABAG staff to make FAN a successful partner in the financing of almost 12,000 affordable housing units in nearly 100 projects; and

**WHEREAS**, the ABAG Executive Board would like to thank the members of the FAN Executive Committee collectively and individually for their dedicated service to ABAG and the community; and

**WHEREAS**, in addition to his service on the FAN Executive Committee, Jonathan Kadlec is the Assistant Auditor-Controller-Treasurer-Tax Collector for Sonoma County and has served the County of Sonoma for over nine years; and

**WHEREAS**, Paul McDonough has served on the FAN Executive Committee while working as the Debt Management Officer for County of Santa Clara; and

**WHEREAS**, Russell "Rusty" Watts is the elected Treasurer-Tax Collector for Contra Costa County, represents the county on its Board of Retirement, sits on the county's debt advisory committee and is the plan administrator for the Public Agencies Post-Retirement Health Care Plan Trust, and also is a member of the California Association of County Treasurer-Tax Collectors; and

**WHEREAS**, Charles Lomeli has served with distinction as Chair of the FAN Executive Committee and began his public service career as a commissioned officer in the U.S. Army and the Marine Corps, during which time he served around the globe and attained the rank of Captain, and is now serving his sixth term as the elected Solano County Treasurer-Tax Collector-County Clerk, overseeing the investments of a \$1.2 billion County Treasury pool, the billing and collection of property tax for the county's seven municipalities, the issuance and safekeeping of various documents including fictitious business names, notary oaths, etc., and also issues marriage licenses as the Civil Marriage Commissioner for Solano County; and



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**WHEREAS**, FAN's Executive Committee met on April 2, 2020, to discuss and approve the transfer of ABAG FAN Board duties and responsibilities as administrator to the Advancing California Finance Authority (ACFA) Governing Board, thereby becoming FAN's successor agency to oversee its remaining loan portfolio and to maintain ABAG's commitment to providing secure, low-cost and convenient financing for public agencies and their partners who serve the public interest.

**NOW, THEREFORE, BE IT RESOLVED**, that the Executive Board of the Association of Bay Area Governments hereby expresses its sincere appreciation and profound thanks for the many years of work and service these four dedicated public servants have invested over the years to make FAN one of the most successful and most valued programs serving ABAG's membership.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 23<sup>rd</sup> day of April, 2020.

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Frederick Castro  
Clerk of the Board

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 09-2020**

**ADOPTION OF PROTOCOL FORMALIZING ABAG EXECUTIVE BOARD PRACTICE  
DURING DECLARED EMERGENCIES**

**WHEREAS**, the emergent and changing environment surrounding the Novel Coronavirus (COVID 19) raises numerous questions for the greater Bay Area community, including employers and their staffs, and for public agencies like the Association of Bay Area Governments (ABAG); and

**WHEREAS**, ABAG considers important maintaining the manner in which it conducts the business of serving the public and seeks to conduct its on-going business in a consistent and transparent fashion; and

**WHEREAS**, given the fluid nature of public health driven responses to COVID-19, ABAG needs to be prepared for extraordinary circumstances in an emergency situation—this one and others that may present themselves in the future; and

**WHEREAS**, ABAG has long practiced the option of allowing members of its Executive Board and committees to participate remotely, as long as the provisions of the Brown Act are adhered to; and

**WHEREAS**, Governor Newsom released on March 19, 2020, a comprehensive Executive Order for purposes of “Further Enhancing State and Local Government’s Ability to Respond to COVID-19 Pandemic.”

**WHEREAS**, ABAG now considers it timely and prudent to formally adopt the Protocol Formalizing ABAG Executive Board Practice during Declared Emergencies, as described in the Attachment.

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 09-2020**

**NOW, THEREFORE, BE IT RESOLVED**, that the Executive Board of the Association of Bay Area Governments hereby adopts the attached ABAG Executive Board Business Practices during Declared Emergencies.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 23<sup>rd</sup> day of April, 2020.

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Frederick Castro  
Clerk of the Board

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 09-2020**

**Attachment**

**Protocol Formalizing ABAG Executive Board Practice during Declared  
Emergencies**

- A. The ABAG Executive Board as a matter of routine permits participation of its members remotely within the requirements of the Brown Act.
- B. Should the Governor impose any emergency order related to a natural or man-made disaster (e.g. earthquake, terrorist attack, pandemic or other health related event), that would impact the Bay Area Region, and by extension impact the ability to conduct the regular business of ABAG, the Executive Board will consider adapting its practice of remote participation to accomplish the following:
  - 1) accommodate the declared emergency order; and
  - 2) consider and accommodate any subsequent directives or guidance issued by the Governor related to the declared emergency, as they may impact conduct of ABAG” regular business.
- C. This protocol includes but is not limited to extending to the President of ABAG the determination of Executive Board “essential actions”, and limiting agenda items to those items, if emergency circumstances warrant.
- D. Under declared emergency circumstances the Executive Director is directed to work with staff to put any procedures in place, as soon as practicable, to accommodate the President’s direction under this protocol.

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 10-2020**

**RESOLUTION REGARDING DEPUTIZING AD HOC COMMITTEE MEMBERS TO  
VOTE IN THE ABSENCE OF A QUORUM**

**WHEREAS**, the ABAG Bylaws are silent regarding methods to deal with the situation when there is not a quorum of committee members necessary for taking action; and

**WHEREAS**, it is desirable to be able to deputize Executive Board members attending a committee meeting as voting members of such committee in order to establish a quorum for purposes of taking actions in the absence of a quorum of committee members; and

**WHEREAS**, Article VIII, Paragraph D of the ABAG Bylaws provides as follows: "Except as the Executive Board may otherwise provide, all other committees of the Association may act upon the affirmative vote of a majority of the committee members present"; and

**WHEREAS**, consistent with Article VIII, Paragraph D of the Bylaws, the Executive Board may, by resolution, provide for Executive Board members not already members of a committee but who are present at a committee meeting to be deputized to vote at such committee meeting when there is not a quorum of committee members present.

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 10-2020**

**NOW, THEREFORE, BE IT RESOLVED**, that the Executive Board of the Association of Bay Area Governments hereby authorizes the following with respect to ABAG committees, notwithstanding anything to the contrary in the ABAG Bylaws:

1. If necessary to establish a quorum of a committee at a meeting, the President and Vice President of ABAG shall become voting members for that meeting.
2. Every member of the Executive Board who is not a member of an ABAG committee is an ad hoc non-voting member.
3. Although a quorum of the Executive Board may be in attendance at a meeting of an ABAG committee, the committee may take action only on those matters delegated to it. The committee may not take any action as the full Executive Board unless a meeting has previously been noticed as an Executive Board meeting.
4. An ad hoc non-voting committee member who is also a voting member of the Executive Board may be designated by the committee chairperson as a voting member at a particular committee meeting if an additional voting member is needed for a committee quorum.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 23<sup>rd</sup> day of April, 2020.

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Frederick Castro  
Clerk of the Board

**ASSOCIATION OF BAY AREA GOVERNMENTS  
EXECUTIVE BOARD**

**RESOLUTION NO. 11-2020**

**AUTHORIZATION OF PER DIEM FOR TELEPHONIC PARTICIPATION IN  
EXECUTIVE BOARD AND STANDING COMMITTEE MEETINGS DURING THE  
COVID-19 PANDEMIC EMERGENCY**

**WHEREAS**, the Bylaws of the Association of Bay Area Governments (Bylaws) states that each voting member of the Executive Board, or of a standing committee and/or joint committee, and where expressly designated by the Executive Board, individuals participating in special committees, task forces or other meetings, shall receive a per diem of \$150 for each meeting attended; and

**WHEREAS**, the Bylaws further state that per diem shall be paid for a maximum of forty-eight (48) meetings per year; and

**WHEREAS**, the Executive Board allows voting members of the Executive Board, or of a standing committee and/or joint committee, to participate in meetings telephonically and to receive a per diem for telephonic participation of half the per diem of \$150; and

**WHEREAS**, several county governments throughout the San Francisco Bay Area issued shelter in place orders on March 16, 2020 and Governor Newsom released on March 19, 2020, a comprehensive Executive Order for purposes of "Further Enhancing State and Local Government's Ability to Respond to COVID-19 Pandemic," and county governments throughout the San Francisco Bay Area subsequently updated or issued shelter-in-place orders for their respective jurisdictions; and

**WHEREAS**, during this COVID-19 Pandemic emergency, Executive Board, standing committee, and joint committee meetings are being conducted entirely remotely and members of the Executive Board, standing committees and/or joint committees, are restricted from participating in meetings in person; and

**WHEREAS**, the Executive Board has deemed appropriate that members of the Executive Board, standing committees, and/or joint committees, participating telephonically in meetings during the COVID-19 Pandemic emergency should receive a per diem in the amount of \$150.

**ASSOCIATION OF BAY AREA GOVERNMENTS  
RESOLUTION NO. 11-2020**

**NOW, THEREFORE, BE IT RESOLVED**, that the Executive Board of the Association of Bay Area Governments hereby authorizes members of the Executive Board, standing committees, and/or joint committees, participating telephonically in meetings during the COVID-19 Pandemic emergency to receive per diem in the amount of \$150.

The foregoing was adopted by the Executive Board this 23<sup>rd</sup> day of April, 2020.

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Jesse Arreguin  
President

**Certification of Executive Board Approval**

I, the undersigned, the appointed and qualified Clerk of the Board of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Executive Board of the Association at a duly called and noticed meeting held on the 23<sup>rd</sup> day of April, 2020.

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Frederick Castro  
Clerk of the Board