

THE BOARD OF SUPERVISORS OF THE COUNTY OF STANISLAUS
ACTION AGENDA SUMMARY

DEPT: Chief Executive Office

BOARD AGENDA # *B-3

Urgent

Routine

AGENDA DATE January 29, 2008

CEO Concurs with Recommendation YES NO
(Information Attached)

4/5 Vote Required YES NO

SUBJECT:

Approval of Amendment to the Stanislaus Council of Governments (StanCOG) Joint Powers Agreement

STAFF RECOMMENDATIONS:

1. Approve the proposed amendment to the Stanislaus Council of Governments Joint Powers Agreement
2. Authorize the Chairman of the Board to sign the Agreement

FISCAL IMPACT:

There is no fiscal impact associated with the proposed amendment. For the 2007/2008 fiscal year, Stanislaus County is contributing \$4,607 of General Fund match support towards StanCOG's \$2,373,686 budget. The majority of StanCOG's funding comes from Federal, State, and local transportation funds.

BOARD ACTION AS FOLLOWS:

No. 2008-061

On motion of Supervisor Grover, Seconded by Supervisor O'Brien
and approved by the following vote,

Ayes: Supervisors: O'Brien, Grover, Monteith, DeMartini, and Chairman Mayfield

Noes: Supervisors: None

Excused or Absent: Supervisors: None

Abstaining: Supervisor: None

1) X Approved as recommended

2) _____ Denied

3) _____ Approved as amended

4) _____ Other:

MOTION:



ATTEST: CHRISTINE FERRARO TALLMAN, Clerk

File No.

Approval of Amendment to the Stanislaus Council of Governments (StanCOG) Joint Powers Agreement

Discussion:

At their December 12, 2007 meeting, the Stanislaus Council of Governments (StanCOG) Policy Board approved an Amended StanCOG Joint Powers Agreement and recommended that the cities and County approve the Agreement by resolution.

StanCOG is a joint powers agency that was created by a joint powers agreement entered into on May 11, 1971 and last amended on June 5, 2001. The member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which include the cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford.

The proposed amendment to the current joint powers agreement will provide StanCOG with specific authority, rather than implied authority, to perform all tasks needed to carry out construction projects including the power of eminent domain, if necessary. The proposed amendment does not change any of the duties that StanCOG is currently carrying out and it does not provide StanCOG with any more powers than what StanCOG represents it is currently authorized to perform. The amendment merely clarifies these existing powers and it is intended to eliminate any controversy or challenges to the Agency's ability to acquire property by eminent domain and to carry out construction projects.

Policy Issue:

By law, a Joint Powers Agency shares the same powers as the member agencies. All of the StanCOG member jurisdictions have the power of eminent domain and the proposed amendment merely clarifies StanCOG's authority.

Staffing Impact:

There are no staffing impacts associated with this item.



City of Ceres • City of Hughson • City of Modesto • City of Newman • City of Oakdale • City of Patterson
City of Riverbank • City of Turlock • City of Waterford • County of Stanislaus

December 18, 2007

Bill O'Brien, Chairman
Stanislaus County Board of Supervisors
1010 Tenth St. 6th Floor
Modesto, CA 95354

Subject: Amended Stanislaus Council of Governments (StanCOG) Joint Powers Agreement (JPA) (2008)

2007 DEC 21 P 1:23
BOARD OF SUPERVISORS

Dear Chairman O'Brien:

Please schedule for approval by the Stanislaus County Board of Supervisors the attached Amended Stanislaus Council of Governments Joint Powers Agreement. We are requesting that the Board of Supervisors approve, in the month of January, the Agreement by resolution.

As background, StanCOG is a joint powers agency that was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001. The member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford.

On December 12, 2007, the StanCOG Policy Board approved the Amended StanCOG JPA and recommended that the cities and County approve the Agreement by resolution.

The amendments to the current joint powers agreement are limited to provide StanCOG with specific authority, rather than implied authority, to perform all tasks needed to carryout construction projects including the power of eminent domain, if necessary. This does not change any of the duties that StanCOG is currently carrying out and it does not provide StanCOG with any more powers than what StanCOG represents it is currently authorized to perform. The amendment merely clarifies these existing powers.

The amendment provides the following limited modifications to the existing joint powers agreement:

- (1) Modifies the dates to reflect the new amendment;
- (2) Amends section 12 regarding Powers and Functions by amending section 12.A.(4) to specifically reference the power of eminent domain;
- (3) Adds sections 12.A.(5) and 12.A.(6) to specifically authorize the completion of the planning, design, environmental clearance and construction of transportation and other projects, and to cooperate and participate in joint projects as necessary.

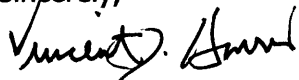
Enclosed please find the following:

- 1) Redline of the StanCOG JPA showing the revisions the StanCOG JPA;
- 2) Revised StanCOG JPA as approved by the StanCOG Policy Board;
- 3) Staff Report from the December 12, 2007 StanCOG Policy Board meeting regarding the amendments.
- 4) Sample adopting resolution for your consideration and possible use.

Please alert me directly of any concerns or questions. Otherwise, please advise Executive Assistant CJ Johnson of the date when this item will be presented to your Council. A StanCOG representative will attend your Council meeting to respond to any questions regarding the amendment.

Thank you in advance for your cooperation with this matter and for scheduling this matter for approval by your Council as soon as possible in January 2008.

Sincerely,



Vincent J. Harris
Executive Director

cc: Richard Robinson, Chief Executive Officer, Stanislaus County

enclosures (4)

/cj

c/f: JPA 2008

ENCLOSURE 1

**AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE
STANISLAUS COUNCIL OF GOVERNMENTS**

THIS AGREEMENT, made and entered into in the County of Stanislaus, State of California, this day of _____, 19____2008, is between the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, and the County of Stanislaus, a political subdivision of the State of California, and supersedes the Agreement entered into by these parties on May 11, 1971, ~~and the Agreement entered into by these parties on May 28, 1974, and the Agreement entered into on June 5, 2001.~~

WITNESSETH:

WHEREAS, Article 1 of Chapter 5 of Division 7 of title 1 (Sections 6500, et seq.) of the California Government Code authorizes two or more public agencies, by a joint powers agreement entered into respectively by them and authorized by their legislative or governing bodies, to exercise jointly any power or powers common to the contracting parties; and

WHEREAS, the parties herein recognize that the County of Stanislaus is experiencing continued expansion of its incorporated cities and the development of formerly undeveloped areas; and

WHEREAS, by reason of this growth, governmental problems involving incorporated and unincorporated areas jointly are arising and are expected to increase in the future; and

WHEREAS, the parties herein recognize that there exist planning problems which require area-wide consideration; and

WHEREAS, it is necessary and desirable that a single wholly independent agency be created with the capability of dealing with area-wide issues and problems; and

WHEREAS, the creation of such an agency is necessary to qualify the County and its cities and other agencies within Stanislaus County for certain Federal funds;

WHEREAS, these needs and concerns led to the creation and establishment of the Stanislaus Area Association of Governments on May 11, 1971; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Revised Joint Powers Agreement on May 28, 1974; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Joint Powers Agreement Establishing the Stanislaus Council of Governments on June 5, 2001; and

WHEREAS, the establishment of the Stanislaus Area Association ~~Council~~ of Governments has:

- (a) provided a forum for the discussion and study of area-wide problems of mutual concern to the various governmental entities in Stanislaus County;
- (b) provided efficiency and economy in governmental operations through the cooperation of member governments and the pooling of common resources;
- (c) provided for the establishment of an agency responsible for identifying, clarifying, and planning for solutions to regional problems requiring multi-jurisdictional cooperation;

- (d) provided for the establishment of an agency capable of developing regional plans and policies and performing area-wide planning duties;
- (e) facilitated cooperation among and agreement between local governmental bodies for specific purposes, interrelated developmental actions, and for the adoption of common policies with respect to issues and problems which are common to its members; and

WHEREAS, the parties at this time, desire to rescind that certain joint powers agreement of May 11, 1971, as amended by the Agreement entered into by these parties on May 28, 1974, and on June 5, 2001, and enter into this new Agreement in order to establish the duties and powers of a newly-constituted the Stanislaus Area Association Council of Governments;

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

SECTION 1

STATEMENT OF PURPOSE

1.A. **Specific Purposes.** The member cities and the county have joined together to establish the Stanislaus Council of Governments for the following purposes:

- 1.A.(1) Provide a forum for discussion and study of area-wide problems of mutual interest to the member governments.
- 1.A.(2) Insure through cooperation, coordination, and the pooling of common resources, maximum efficiency and economy in governmental operation.
- 1.A.(3) Identify, inventory, and comprehensively plan for the solution of regional problems requiring multi-governmental cooperation.
- 1.A.(4) Develop area-wide plans and policies for growth and development.
- 1.A.(5) Facilitate actions and agreements among the governmental units for specific project development.
- 1.A.(6) Conduct, and have operating authority over, other area-wide functions as the Stanislaus Area Association of Governments Board deems appropriate.

SECTION 2

ESTABLISHMENT OF STANISLAUS COUNCIL OF GOVERNMENTS

2.A. **Separate Entity.** Upon the effective date of this Agreement, the parties hereto hereby establish a newly constituted Council of Governments, as a public entity separate and distinct from its member entities, as the agent to exercise the common powers provided for in this Agreement and to administer or otherwise execute this Agreement.

2.B. **Continuation of Duties.** The newly constituted Stanislaus Council of Governments, shall continue to function, without interruption in its duties, as:

SECTION 12

POWERS AND FUNCTIONS

12.A. **Powers and Functions.** The Stanislaus Council of Governments shall have the common power of the Parties hereto to plan, establish and administer an independent area planning organization and in the exercise of that power the Stanislaus Council of Governments is authorized in its own name to:

- 12.A.(1) _____ Employ an Executive Director as the chief administrative officer of Stanislaus Council of Governments.
- 12.A.(2) Employ agents and employees and contract for professional services.
- 12.A.(3) Make and enter into contracts.
- 12.A.(4) Acquire, hold and convey real and personal property, including the power to acquire property by eminent domain.
- 12.A.(5) _____ Undertake the planning, design, environmental clearance and construction of transportation and other projects.
- 12.A.(6) _____ Cooperate with other agencies, counties and other local public agencies and participate in joint projects as necessary.
- 12.A.(7) Incur debts, obligations and liabilities.
- 12.A.(~~6~~)8) _____ Accept contributions, grants or loans from any public or private agency or individual, or the United States, the State of California or any department, instrumentality, or agency thereof, for the purpose of financing its activities.

- 12.A.(79) Invest money that is not needed for immediate necessities, in the same manner and upon the same conditions as other local entities in accordance with Section 53601 of the California Government Code.
- 12.A.(~~8~~10) Have appointed members and ex-officio members of the Stanislaus Council of Governments serve without compensation from the Stanislaus Council of Governments, except that members of the Stanislaus Council of Governments may be reimbursed for all reasonable expenses and costs relating to attendance at Stanislaus Council of Governments meetings or other Stanislaus Council of Governments business.
- 12.A.(~~9~~11) Do all other acts reasonable and necessary to carry out the purposes of this Agreement.
- 12.A.(~~10~~12) Sue and be sued, in its own name only, but not in the name or stead of any Party.
- 12.A.(~~11~~13) Exercise any and all other powers as may be provided for in California Government Code Section 6547.
- 12.A.(~~12~~14) The powers to be exercised by the Stanislaus Council of Governments are subject to such restrictions upon the manner of exercising such powers as are imposed upon the County in the exercise of similar powers. The Council shall be held strictly accountable for all funds received, held and disbursed by it.
- 12.A.(~~13~~15) The Stanislaus Council of Governments is hereby designated by the parties to this Agreement as the regional review agency for the purposes of acting on any appropriate proposals which may be presented to it for consideration, and as the sole regional planning representative for transmission of proposed recommendations to the U.S. Department of Housing and Urban Development or such other agency of the Federal Government or State Government as may be designated to receive such recommendations from the Council, and as the area-wide planning organization (APO) for the County of Stanislaus as such APO is defined in pertinent State and/or Federal directives and regulations.
- 12.A.(~~14~~16) File, within 30 days of the effective date of this Agreement, a Notice of the Agreement with the office of the California Secretary of State, pursuant to California Government Code, section 6503.5

SECTION 13

BYLAWS

13.A. **Bylaws.** The By-laws of the Stanislaus Council of Governments shall be those annexed to this Agreement marked "Exhibit A" and incorporated herein by reference. Amendments to all or a portion of the Bylaws may be made in the manner prescribed in the Bylaws.

SECTION 14

EXECUTIVE DIRECTOR

SECTION 22

RETURN OF SURPLUS FUNDS

22.A. **Return of Surplus Funds.** Upon termination of this Agreement, any surplus money on hand shall be returned, pro rata, to the Federal, State, or local agency or the party to this Agreement that provided the funds.

SECTION 23

ADDITIONAL MEMBERS

23.A. **Additional Members.** In addition to the incorporated cities identified in this Agreement, any city within Stanislaus County which may hereafter be incorporated and which desires to participate in the activities of Stanislaus Council of Governments may do so by executing this Agreement without the prior approval or ratification of the named parties to this Agreement and shall thereafter be a party to this Agreement and be bound by all terms and conditions of this Agreement as of the date it executes this Agreement.

SECTION 24

SUCCESSORS AND ASSIGNS

24.A. **Successors and Assigns.** This Agreement shall be binding upon and shall inure to the benefit of any successors to or assigns of the parties.

SECTION 25

SEVERABILITY

25.A. **Severability.** Should any part, term, portion, or provision of this Agreement be finally decided to be in conflict with any law of United States or the State of California, or otherwise be unenforceable or ineffectual, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, provided such remaining portions or provisions can be construed in substance to constitute the Agreement which the member agencies intended to enter into in the first instance.

SECTION 26

EFFECTIVE DATE OF AGREEMENT

26.A. **Effective Date.** This Agreement shall become effective upon ratification by resolution of the Stanislaus County Board of Supervisors and each of the city councils of the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford. From and after said date the agreements made establishing the Stanislaus Area Association of Governments dated May 11, 1971 and May 20, 1974, and the Agreement Establishing the Stanislaus Council of Governments dated June 5, 2001 shall be superseded, replaced and terminated by this Agreement and shall be of no further force and effect.

26.B. **Amendments.** After this Agreement becomes effective, it may be amended upon ratification by resolution of 75% of the member agencies representing 75% of the population of the County of Stanislaus as determined by the most recent Decennial Census. For this purpose each incorporated

ENCLOSURE 2

**AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE
STANISLAUS COUNCIL OF GOVERNMENTS**

THIS AGREEMENT, made and entered into in the County of Stanislaus, State of California, this _____ day of _____, 2008, is between the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, and the County of Stanislaus, a political subdivision of the State of California, and supersedes the Agreement entered into by these parties on May 11, 1971, the Agreement entered into by these parties on May 28, 1974, and the Agreement entered into on June 5, 2001.

WITNESSETH:

WHEREAS, Article 1 of Chapter 5 of Division 7 of title 1 (Sections 6500, et seq.) of the California Government Code authorizes two or more public agencies, by a joint powers agreement entered into respectively by them and authorized by their legislative or governing bodies, to exercise jointly any power or powers common to the contracting parties; and

WHEREAS, the parties herein recognize that the County of Stanislaus is experiencing continued expansion of its incorporated cities and the development of formerly undeveloped areas; and

WHEREAS, by reason of this growth, governmental problems involving incorporated and unincorporated areas jointly are arising and are expected to increase in the future; and

WHEREAS, the parties herein recognize that there exist planning problems which require area-wide consideration; and

WHEREAS, it is necessary and desirable that a single wholly independent agency be created with the capability of dealing with area-wide issues and problems; and

WHEREAS, the creation of such an agency is necessary to qualify the County and its cities and other agencies within Stanislaus County for certain Federal funds;

WHEREAS, these needs and concerns led to the creation and establishment of the Stanislaus Area Association of Governments on May 11, 1971; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Revised Joint Powers Agreement on May 28, 1974; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Joint Powers Agreement Establishing the Stanislaus Council of Governments on June 5, 2001; and

WHEREAS, the establishment of Stanislaus Council of Governments has:

- (a) provided a forum for the discussion and study of area-wide problems of mutual concern to the various governmental entities in Stanislaus County;
- (b) provided efficiency and economy in governmental operations through the cooperation of member governments and the pooling of common resources;

- (c) provided for the establishment of an agency responsible for identifying, clarifying, and planning for solutions to regional problems requiring multi-jurisdictional cooperation;
- (d) provided for the establishment of an agency capable of developing regional plans and policies and performing area-wide planning duties;
- (e) facilitated cooperation among and agreement between local governmental bodies for specific purposes, interrelated developmental actions, and for the adoption of common policies with respect to issues and problems which are common to its members; and

WHEREAS, the parties at this time, desire to rescind that certain joint powers agreement of May 11, 1971, as amended by the Agreement entered into by these parties on May 28, 1974, and on June 5, 2001, and enter into this new Agreement in order to establish the duties and powers of the Stanislaus Council of Governments;

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

SECTION 1

STATEMENT OF PURPOSE

1.A. **Specific Purposes.** The member cities and the county have joined together to establish the Stanislaus Council of Governments for the following purposes:

- 1.A.(1) Provide a forum for discussion and study of area-wide problems of mutual interest to the member governments.
- 1.A.(2) Insure through cooperation, coordination, and the pooling of common resources, maximum efficiency and economy in governmental operation.
- 1.A.(3) Identify, inventory, and comprehensively plan for the solution of regional problems requiring multi-governmental cooperation.
- 1.A.(4) Develop area-wide plans and policies for growth and development.
- 1.A.(5) Facilitate actions and agreements among the governmental units for specific project development.
- 1.A.(6) Conduct, and have operating authority over, other area-wide functions as the Stanislaus Area Association of Governments Board deems appropriate.

SECTION 2

ESTABLISHMENT OF STANISLAUS COUNCIL OF GOVERNMENTS

2.A. **Separate Entity.** Upon the effective date of this Agreement, the parties hereto hereby establish a newly constituted Council of Governments, as a public entity separate and distinct from its member entities, as the agent to exercise the common powers provided for in this Agreement and to administer or otherwise execute this Agreement.

2.B. **Continuation of Duties.** The newly constituted Stanislaus Council of Governments, shall continue to function, without interruption in its duties, as:

- 2.B.(1) the Local Transportation Authority (LTA) as designated by the Stanislaus County Board of Supervisors, pursuant to the Local Transportation Authority and Improvement Act.
- 2.B.(2) the Area-wide Planning Organization (APO) as designated by the U.S. Department of Housing and Urban Development (HUD);
- 2.B.(3) the Metropolitan Planning Organization (MPO) as designated by the U.S. Department of Transportation;
- 2.B.(4) the Regional Transportation Planning Agency (RTPA) as designated by the Secretary of Business and Transportation Agency of the State of California;
- 2.B.(5) the regional planning representative, as designated by the parties hereto, for the purpose of acting upon any appropriate proposals which may be presented to it for consideration and for transmission of proposed recommendations to Federal and State agencies.
- 2.B.(6) the Congestion Management Agency (CMA) as designated by the Stanislaus County Board of Supervisors, pursuant to California Government Code, Chapter 2.6.
- 2.B.(7) The Abandoned Vehicle Authority (AVA) as designated by the Stanislaus County Board of Supervisors, pursuant to California Vehicle Code, Section 22710(a).

SECTION 3

COMPOSITION

3.A. **Member Agencies.** The Council shall be composed of the County of Stanislaus and the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, together hereinafter referred to as the member agencies.

SECTION 4

BOARD AND VOTING

4.A. **Board.** The Stanislaus Council of Governments shall be governed by a board, the members of which shall be appointed by the member agencies.

4.B. **Voting.** Voting at meetings of the Association shall be as follows:

- 4.B.(1) The County of Stanislaus shall have five (5) votes.
- 4.B.(2) The City of Modesto shall have three (3) votes.
- 4.B.(3) All other members of the Association shall have one (1) vote each.
- 4.B.(4) Each representative of a member, or in the absence of the representative, his or her alternate present shall be entitled to cast a single vote. A representative or his or her alternate must be present to vote.

4.C. **Representatives.** Each member agency shall designate, from among the elected officials of the member, a representative or representatives, equal to the number of votes of that member agency.

4.D. **Alternate Representatives.** Each member agency shall designate at least one alternate representative for each vote of the member. Said alternates need not be elected officials of the member, however, the County Chief Executive Officer and the Modesto City Manager are not eligible to be designated as alternates. Members may designate more than one alternate for each representative, as deemed prudent by that member. To be eligible to cast the vote of the member, alternates must be designated, and notice of said designation given to the Executive Director, at least twenty-four (24) hours prior to the first meeting at which that alternate is to attend on behalf of the member's designated Representative.

SECTION 5

TERM OF OFFICE

5.A. **Term of Office.** The term of office of each representative and alternate representative, should the alternate be an elected official, shall correspond with his or her term of office on the legislative body he or she represents. If a vacancy occurs, it shall be filled by a new appointment made by the appropriate member agency.

SECTION 6

QUORUM AND MAJORITY REQUIREMENTS

6.A. **Quorum and Majority Requirements.** The presence of at least one (1) representative, or in the absence of a representative his or her alternate, from a majority of the member agencies, shall constitute a quorum. A quorum shall be necessary for the purpose of conducting official business. A two-thirds majority of those present shall be required to approve all expenditures. For all other business, a majority vote of those present shall be sufficient. A roll call vote shall be conducted at the request of any representative.

SECTION 7

PUBLIC MEETINGS

7.A. **Meeting Time and Place.** The Stanislaus Council of Governments shall establish a time and place for regular Policy Board meetings. All meetings shall be conducted in accordance with the Ralph M. Brown Act, California Government Code, section 54950 et seq.

SECTION 8

EXECUTIVE COMMITTEE

8.A. **Executive Committee.** An Executive Committee shall be constituted from among the representatives of the members of the Council. The Executive Committee shall consist of: Two of the representatives from the County Board of Supervisors, to be appointed by and serve at the pleasure of the County Board of Supervisors; One of the representatives from the City of Modesto, to be appointed by and to serve at the pleasure of the Modesto City Council and; Two representatives from among the other cities, said representatives to be chosen by a caucus of the Policy Board members representing the cities other than Modesto, and serve at the pleasure of, these other cities. The Chairperson and Vice-Chairperson of the Council shall be members of the Executive Committee and shall serve on it as the representatives of their respective political entities.

8.B. **Powers of Executive Committee.** The Executive Committee shall have such powers as are not inconsistent with this Agreement as are delegated to it by the By-laws.

SECTION 9

TECHNICAL ADVISORY COMMITTEE

9.A. **Technical Advisory Committee.** The Council shall establish and maintain a Technical Advisory Committee. The Technical Advisory Committee shall be created and operated in accordance with the Bylaws of the Stanislaus Council of Governments or in accordance with Bylaws of the Technical Advisory Committee as adopted by two-thirds (2/3) of the members of that committee, subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting. Changes or amendments to said Bylaws shall be approved by two-thirds (2/3) of the members of that committee present and voting, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting.

SECTION 10

CITIZENS ADVISORY COMMITTEE

10.A. **Citizens Advisory Committee.** The Council shall establish and maintain a Citizens Advisory Committee. Said Committee shall be created and operated in accordance with the Bylaws of the Stanislaus Council of Governments Citizens Advisory Committee attached hereto as Appendix I. Changes or amendments to said Bylaws shall be approved by two-thirds (2/3) of the members of that committee, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting.

SECTION 11

SOCIAL SERVICES TRANSPORTATION ADVISORY COUNCIL

11.A. **Social Services Transportation Advisory Council** The Council shall establish and maintain a Social Services Transportation Advisory Committee. Said Committee shall be created and operated in accordance with the Bylaws of the Stanislaus Council of Governments Social Services Transportation Advisory Committee attached hereto as Appendix II. Changes or amendments to said Bylaws shall be approved by two-thirds (2/3) of the members of that committee, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting.

SECTION 12

POWERS AND FUNCTIONS

12.A. **Powers and Functions.** The Stanislaus Council of Governments shall have the common power of the Parties hereto to plan, establish and administer an independent area planning organization and in the exercise of that power the Stanislaus Council of Governments is authorized in its own name to:

- 12.A.(1) Employ an Executive Director as the chief administrative officer of Stanislaus Council of Governments.
- 12.A.(2) Employ agents and employees and contract for professional services.

- 12.A.(3) Make and enter into contracts.
- 12.A.(4) Acquire, hold and convey real and personal property, including the power to acquire property by eminent domain.
- 12.A.(5) Undertake the planning, design, environmental clearance and construction of transportation and other projects.
- 12.A.(6) Cooperate with other agencies, counties and other local public agencies and participate in joint projects as necessary.
- 12.A.(7) Incur debts, obligations and liabilities.
- 12.A.(8) Accept contributions, grants or loans from any public or private agency or individual, or the United States, the State of California or any department, instrumentality, or agency thereof, for the purpose of financing its activities.
- 12.A.(9) Invest money that is not needed for immediate necessities, in the same manner and upon the same conditions as other local entities in accordance with Section 53601 of the California Government Code.
- 12.A.(10) Have appointed members and ex-officio members of the Stanislaus Council of Governments serve without compensation from the Stanislaus Council of Governments, except that members of the Stanislaus Council of Governments may be reimbursed for all reasonable expenses and costs relating to attendance at Stanislaus Council of Governments meetings or other Stanislaus Council of Governments business.
- 12.A.(11) Do all other acts reasonable and necessary to carry out the purposes of this Agreement.
- 12.A.(12) Sue and be sued, in its own name only, but not in the name or stead of any Party.
- 12.A.(13) Exercise any and all other powers as may be provided for in California Government Code Section 6547.
- 12.A.(14) The powers to be exercised by the Stanislaus Council of Governments are subject to such restrictions upon the manner of exercising such powers as are imposed upon the County in the exercise of similar powers. The Council shall be held strictly accountable for all funds received, held and disbursed by it.
- 12.A.(15) The Stanislaus Council of Governments is hereby designated by the parties to this Agreement as the regional review agency for the purposes of acting on any appropriate proposals which may be presented to it for consideration, and as the sole regional planning representative for transmission of proposed recommendations to the U.S. Department of Housing and Urban Development or such other agency of the Federal Government or State Government as may be designated to receive such recommendations from the Council, and as the area-wide planning organization (APO) for the County of Stanislaus as such APO is defined in pertinent State and/or Federal directives and regulations.
- 12.A.(16) File, within 30 days of the effective date of this Agreement, a Notice of the Agreement with the office of the California Secretary of State, pursuant to California Government Code, section 6503.5

SECTION 13

BYLAWS

13.A. **Bylaws.** The By-laws of the Stanislaus Council of Governments shall be those annexed to this Agreement marked "Exhibit A" and incorporated herein by reference. Amendments to all or a portion of the Bylaws may be made in the manner prescribed in the Bylaws.

SECTION 14

EXECUTIVE DIRECTOR

14.A. **Executive Director.** The Executive Director shall be selected by, and shall serve at the pleasure of and upon the terms prescribed by the Stanislaus Council of Governments Board. The powers and duties of the Executive Director are:

- 14.A.(1) To serve as the chief administrative officer of Stanislaus Council of Governments and to be responsible to the Stanislaus Council of Governments Board for the proper administration of all Stanislaus Council of Governments affairs.
- 14.A.(2) To appoint, supervise, suspend, discipline or remove Stanislaus Council of Governments employees subject to those policies and procedures, from time to time, adopted by the Stanislaus Council of Governments Board.
- 14.A.(3) To supervise and direct the preparation of the annual budget for the Stanislaus Council of Governments and be responsible for its administration after adoption by the Stanislaus Council of Governments Board.
- 14.A.(4) To formulate and present to the Stanislaus Council of Governments Board plans for Stanislaus Council of Governments activities and the means to finance them.
- 14.A.(5) To supervise the planning and implementation of all Stanislaus Council of Governments activities.
- 14.A.(6) To attend all meetings of the Stanislaus Council of Governments Board and act as the secretary to the Stanislaus Council of Governments Board.
- 14.A.(7) To prepare and submit to the Stanislaus Council of Governments Board periodic financial reports and, as soon as practicable after the end of each fiscal year, an annual report of the activities of the Stanislaus Council of Governments for the preceding year.
- 14.A.(8) To have custody and charge of all Stanislaus Council of Governments property other than money and securities.
- 14.A.(9) To transmit to the Executive Director's successor all books and records of the Stanislaus Council of Governments in his or her possession.

- 14.A.(10) To perform such other duties as the Stanislaus Council of Governments Board may require in carrying out the policies and directives of the Stanislaus Council of Governments Board.

SECTION 15

TREASURER

15.A. **Treasurer.** The Treasurer of the County shall be the Treasurer of the Stanislaus Council of Governments. The Treasurer shall:

- 15.A.(1) Receive and receipt all money of the Stanislaus Council of Governments and place it in the treasury of the County to the credit of the Stanislaus Council of Governments.
- 15.A.(2) Be responsible upon the Treasurer's official bond for the safekeeping and disbursement of all Stanislaus Council of Governments money held by the Treasurer.
- 15.A.(3) Pay any sums due from the Stanislaus Council of Governments, from the Stanislaus Council of Governments funds held by the Treasurer or any portion thereof, upon warrants of the Auditor-Controller designated herein.
- 15.A.(4) Verify and report in writing as soon as possible after the first day of July, October, January, and April of each year to the Stanislaus Council of Governments the amounts of monies the Treasurer holds for the Stanislaus Council of Governments, the amount of receipts since the Treasurer's last report, and any interest accrued to those funds.

15.B. **Reimbursement.** The Stanislaus Council of Governments shall reimburse the County for the cost of services provided by the Treasurer to the Council on an at-cost basis.

SECTION 16

AUDITOR-CONTROLLER

16.A. **Auditor-Controller.** The Auditor-Controller of the County shall be the Controller for the Stanislaus Council of Governments. The Auditor-Controller shall:

- 16.A.(1) Draw warrants to pay demands against the Stanislaus Council of Governments when the demands have been approved by the Stanislaus Council of Governments Board and/or the Stanislaus Council of Governments Executive Director. The Controller shall be responsible on the Controller's official bond for the Controller's approval of disbursements of the Stanislaus Council of Governments money.
- 16.A.(2) Keep and maintain records and books of account on the basis of generally accepted accounting practices. The books of account shall include records of assets, liabilities, and contributions made by each Party to this Agreement.

16.A.(3) Make available all the financial records of the Stanislaus Council of Governments to a certified public accountant or public accountant contracted by the Stanislaus Council of Governments to make an annual audit of the accounts and records of the Stanislaus Council of Governments. The minimum requirements of the audit shall be those prescribed by the State Controller for special districts under Section 26909 of the California Government Code and shall conform to generally accepted auditing standards.

16.B. **Reimbursement.** The Stanislaus Council of Governments shall reimburse the County for the cost of services provided by the Controller to the Stanislaus Council of Governments on an at-cost basis.

16.C. **Approvals.** The Executive Director of the Stanislaus Council of Governments and the Chairman of the Stanislaus Council of Governments shall together have the power to approve to the auditor demands against the Stanislaus Council of Governments. The Vice-Chairman of the Stanislaus Council of Governments shall be substituted in the absence or vacancy of either of the above officials.

SECTION 17

FINANCING

17.A. **Allocation of Financing.** Each member shall contribute to the financial support of the Council. Each city's share of financial support shall be determined by the percentage its population has to the County as a whole. The County's share of financial support shall be determined by the percentage the population of the unincorporated areas of the County have to the County as a whole. Population is to be determined by the latest United States Decennial Census or later California State Department of Finance figures.

17.B. **Annual Dues.** The Policy Board may provide for annual dues to be paid by each member agency.

17.C. **Fiscal Year.** The fiscal year of the Council shall commence on July 1 of each year and shall terminate on June 30 of the following year. Each member shall deposit its share of financial support with the Treasurer of the Council no later than August 1 of each year.

17.D. **Support from Member Agencies.** A member agency in the exercise of the reasonable discretion of its governing body, may provide support for the Stanislaus Council of Governments, its staff, and its professional consultants, including providing quarters, janitorial services and maintenance, supplies, printing and duplication, postage, telephone services, transportation services, and the professional and technical assistance as may be agreed upon from time to time by the Stanislaus Council of Governments and the respective member agencies. All assistance shall be provided on an at-cost basis.

17.E. **Other Support and Fees.** The Stanislaus Council of Governments shall apply for available state federal, regional, and local support funds, and shall make new and additional applications from time to time as appropriate. If deemed necessary, the Stanislaus Council of Governments Board may also establish and collect filing and processing fees from non-members in connection with matters to be considered by it.

SECTION 18

BOND REQUIREMENTS

18.A. **Bond Requirement.** The Executive Director and such other persons employed by the Stanislaus Council of Governments as may be designated by the Stanislaus Council of Governments

Board, shall file with the Stanislaus Council of Governments Board an official fidelity bond in a penal sum determined by the Stanislaus Council of Governments Board as security for the safekeeping of the Stanislaus Council of Governments's property entrusted to the employee. However, if the Executive Director or other such persons designated are already bonded by another agency, no additional bonding shall be required by this section. Premiums for any bonds required under this section shall be paid by the Stanislaus Council of Governments.

SECTION 19

ASSIGNABILITY

19.A. **Assignability.** With the approval of, and upon the terms agreed upon by, governing body of each party to this Agreement, all or any of the rights and property subject to this Agreement may be assigned to further the purpose of this Agreement. Provided, however, no right or property of Stanislaus Council of Governments shall be assigned without compliance with all conditions imposed by any state or federal entity from whom Stanislaus Council of Governments has received financial assistance.

SECTION 20

WITHDRAWAL OF A PARTY

20.A. **Notice.** A party to this Agreement may, at any time, withdraw from the Stanislaus Council of Governments, following 90 days notice to the Stanislaus Council of Governments and all other members of Stanislaus Council of Governments, by resolution of intent to withdraw adopted by the governing board of the withdrawing party.

20.B. **Effect of Withdrawal.** Upon the effective date of such withdrawal such member shall cease to be bound by this Agreement, but shall continue to provide financial support through the approved percentage of planning funds provided to the Stanislaus Council of Governments, as Transportation Planning Agency under the provisions of Section 99233.2 of the Transportation Development Act. Stanislaus Council of Governments assets representing any accumulated capital contribution of the withdrawing party shall remain subject to Stanislaus Council of Governments control, depreciation and use without compensation to the withdrawing party until termination of this Agreement and distribution of Stanislaus Council of Governments assets.

20.C. **Resumption of Membership.** Any member agency which has withdrawn from the Council in accordance with the provisions of this Section 20 of this Agreement may resume its membership upon thirty (30) days' written notice to the then members, which notice may be waived by a majority vote of the Council.

SECTION 21

TERMINATION AND DISSOLUTION

21.A. **No Specific Term.** This Agreement shall continue in force without specific term.

21.B. **Termination.** If, at any time, those cities and County which are members of Stanislaus Council of Governments contain less than 55% of the population residing within the area of Stanislaus County, based upon the latest available census information, and there are less than a majority of local governments remaining as members of Stanislaus Council of Governments shall be deemed disestablished and this Agreement shall cease to be operative except for the purpose of payment of any obligations theretofore incurred.

21.C. **Distribution of Assets.** If this Agreement is terminated, all real and personal property owned by Stanislaus Council of Governments shall be distributed to the Federal, State, or local funding agency or party to this Agreement that supplied the property or whose funding provided for the acquisition of the property unless other distribution is provided by law. Should the origin of any real or personal property be undeterminable, that property shall be disbursed to the parties to this Agreement in proportion to the size of the jurisdiction as delineated in the latest California Department of Finance estimate of population.

21.D. **Surplus Property.** The surplus property of the Council shall be disposed of by dividing it among the members of the Council. The proportion to be returned to each member is to be the same proportion as the member contributed to the most recent budget of the Council.

21.E. **Continues in Effect until Distribution.** This Agreement shall not terminate until all property has been distributed in accordance with this provision.

SECTION 22

RETURN OF SURPLUS FUNDS

22.A. **Return of Surplus Funds.** Upon termination of this Agreement, any surplus money on hand shall be returned, pro rata, to the Federal, State, or local agency or the party to this Agreement that provided the funds.

SECTION 23

ADDITIONAL MEMBERS

23.A. **Additional Members.** In addition to the incorporated cities identified in this Agreement, any city within Stanislaus County which may hereafter be incorporated and which desires to participate in the activities of Stanislaus Council of Governments may do so by executing this Agreement without the prior approval or ratification of the named parties to this Agreement and shall thereafter be a party to this Agreement and be bound by all terms and conditions of this Agreement as of the date it executes this Agreement.

SECTION 24

SUCCESSORS AND ASSIGNS

24.A. **Successors and Assigns.** This Agreement shall be binding upon and shall inure to the benefit of any successors to or assigns of the parties.

SECTION 25

SEVERABILITY

25.A. **Severability.** Should any part, term, portion, or provision of this Agreement be finally decided to be in conflict with any law of United States or the State of California, or otherwise be unenforceable or ineffectual, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, provided such remaining portions or provisions can be construed in substance to constitute the Agreement which the member agencies intended to enter into in the first instance.

SECTION 26

EFFECTIVE DATE OF AGREEMENT

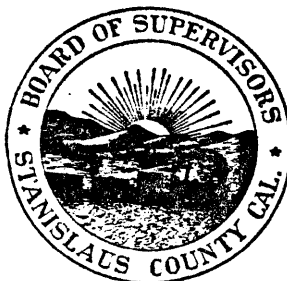
26.A. **Effective Date.** This Agreement shall become effective upon ratification by resolution of the Stanislaus County Board of Supervisors and each of the city councils of the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford. From and after said date the agreements made establishing the Stanislaus Area Association of Governments dated May 11, 1971 and May 20, 1974, and the Agreement Establishing the Stanislaus Council of Governments dated June 5, 2001 shall be superseded, replaced and terminated by this Agreement and shall be of no further force and effect.

26.B. **Amendments.** After this Agreement becomes effective, it may be amended upon ratification by resolution of 75% of the member agencies representing 75% of the population of the County of Stanislaus as determined by the most recent Decennial Census. For this purpose each incorporated city shall represent those people residing within its city limits and the Stanislaus County Board of Supervisors shall represent those people who reside in the unincorporated areas of the County.

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement on the dates shown in the respective signature blocks.

STANISLAUS COUNTY BOARD OF SUPERVISORS

By: *Thomas W. Mayfield*
Thomas W. Mayfield
Chairman
JAN 29 2008



ATTEST:

By: *Christine Ferraro*
Christine Ferraro Tallman
Clerk of County Board of Supervisors

Approved as to Legal Form:

By: *M. Krausnick*
Mick Krausnick
County Counsel

CITY OF CERES

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF HUGHSON

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF MODESTO

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF NEWMAN

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF OAKDALE

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF PATTERSON

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF RIVERBANK

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF TURLOCK

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

CITY OF WATERFORD

By: _____
[Type Name]
Mayor

ATTEST:

By: _____
[Type Name]
City Clerk

Approved as to Legal Form:

By: _____
[Type Name]
City Attorney

EXHIBIT "A"

**STANISLAUS COUNCIL OF GOVERNMENTS
AMENDED BYLAWS**

RECITALS:

WHEREAS, it is deemed prudent to amend and restate the Bylaws of The Stanislaus Council of Governments. These Amended Bylaws shall supersede the previous Bylaws as amended April 10, 1974; July 10, 1974; and November 10, 1976.

ARTICLE I

MEETINGS

Section 1: Regular Meetings.

The Stanislaus Council of Governments shall hold monthly meetings. The time and the place of each meeting shall be determined by the Chairperson of the Council subject to the approval of the representatives. Notice of regular meetings shall be given to each representative and alternate representative at least ten (10) days prior to each meeting.

Section 2: Special Meetings.

Special meetings of the Council may be called by the Chairperson at his or her discretion at a time and place of his or her choice, or by a member agency upon request to the Chairperson. Representatives shall be notified of the meeting, either personally or by written notice, at least twenty-four (24) hours prior to the meeting. No business except that specified in the notice shall be discussed at a special meeting.

Section 3: Cancellation of Meetings.

The Chairperson may cancel any regular or special meeting of the Council except upon objection by any representative.

Section 4: Notice of Meetings.

The Chairperson shall direct the publication of notices of all meetings, public hearings, etc., as required by the State of California Government Code. It shall be the policy of the Council to notify any newspaper, radio station, television station, or other news media, of its meetings at least twenty-four (24) hours prior to the meetings upon the receipt of written request to do so.

Section 5: Committee Meetings.

Except as herein or otherwise provided, the Standing and Special Committees of the Council shall meet on the call of their Chairperson. Each committee member shall be notified of a meeting, either personally or by written notice, at least five (5) days prior to the meeting.

ARTICLE II

CONDUCT OF MEETINGS

Section 1: General Conduct.

Except as herein or otherwise provided, ROBERTS RULES OF ORDER shall govern all proceedings of the Council. In any event, all proceedings and conduct of the meetings shall be in full compliance with the State of California Government Code.

Section 2: Expression of Opinions.

It shall be the policy of the Council to entertain the opinions of any person, firm, or corporation relative to any pending matter.

Section 3: Adjourned Meetings.

The Chairperson may, with the approval of a majority of the representatives present, adjourn any meeting to a time and location of his or her choice.

Section 4: Voting Authorization.

All votes shall be cast by the person or persons authorized to do so by the member which they represent. Such authorization shall be made known to the Executive Director of the Council prior to each meeting of the Council. No proxy, absentee, or fractional votes may be cast.

ARTICLE III

EXECUTIVE SESSIONS

Section 1: Executive Sessions.

Executive sessions shall be held in conformance with the Government Code of the State of California.

ARTICLE IV

OFFICERS

Section 1: Chairperson.

The representative of the Council shall elect from among their number a Chairperson of the Council. The Chairperson shall serve a one-year term of office beginning at the first regular meeting of each fiscal year.

Section 2: Vice-Chairperson.

The representatives of the Council shall elect from among their number a Vice-Chairperson of the Council. The Vice-Chairperson shall serve a one-year term of office beginning at the first regular meeting in each fiscal year. The Vice-Chairperson shall act in the place of and have all the powers and duties of the Chairperson in the absence of the Chairperson.

Section 3: Secretary.

The Executive Director shall serve as the Secretary of the Council. The Secretary shall maintain a public record of the Council's resolutions, transactions, findings, and determinations, and shall prepare agendas and minutes of each Regular and Special meeting of the Council.

Section 4: Vacancy.

EXHIBIT "A"

Upon a vacancy occurring in the office of the Chairperson, the Vice-Chairperson shall assume the office of Chairperson for the balance of the unexpired term. Upon a vacancy occurring in the office of the Vice-Chairperson the representatives shall elect, from among their number, a Vice-Chairperson to serve the balance of the unexpired term.

ARTICLE V

COMMITTEES

Section 1: Standing Committees.

The Standing Committees of the Council shall be:

A. Executive Committee.

The Executive Committee shall be constituted and operated in accordance with Section 8 of the Joint Powers Agreement of the Stanislaus Council of Governments. The Chairperson of the Stanislaus Council of Governments shall be ex officio the Chairperson of the Executive Committee. The Vice-chairperson of the Stanislaus Council of Governments shall be ex officio a member of the Executive Committee.

B. Technical Committee.

The Technical Committee shall consist of the Chief Administrative Official, or his or her designee, of each member of the Council as designated by the member. The Technical Committee shall advise the Executive Committee and the Council. The Committee shall annually elect from its own members its Chairperson.

C. Citizens Advisory Committee.

The Council shall maintain a Citizens Advisory Committee which shall be operated in accordance with Appendix I of these Bylaws.

D. Social Services Transportation Advisory Council.

The Council shall maintain a Social Services Transportation Advisory Council which shall be operated in accordance with Appendix II of these Bylaws.

Section 2: Special Committees.

The Chairperson or representatives may appoint additional committees as may be necessary or desirable.

ARTICLE VI

FINANCIAL DETERMINATIONS

Section 1: Withdrawal.

A member of the Council that withdraws from the Council shall not have its financial contribution refunded.

Section 2: Newly Incorporated Cities.

Any newly incorporated city which becomes a member of the Council after the commencement of a fiscal year shall not be required to contribute financially to the Council until the subsequent fiscal year, providing that the said newly incorporated city becomes a member of the Council within one (1) year of its incorporation date.

Section 3: Other Political Entities.

Any other political entity which becomes a member of the Council after the commencement of a fiscal year shall contribute to the Council that amount which it would have contributed had it been a member at the commencement of the fiscal year.

ARTICLE VII

REFERRALS

Section 1: The Council may accept by letter or resolution referrals for study and report from any duly constituted advisory or legislative body or their representatives. Reports will be made and returned to the referring body within a reasonable time.

ARTICLE VIII

REPORTS

Section 1: The Council shall render a written report on its activities at the end of each fiscal year of operation to each legislative body within the jurisdiction of the Council.

ARTICLE IX

INITIATIVE

Section 1: The Council may, upon its own initiative, institute action to carry out any routine or special study or project.

ARTICLE X

COORDINATION

Section 1: It is the policy of the Council to establish technical and advisory liaison with all other agencies and bodies seeking to improve the quality of planning, health, safety, welfare and governmental services for the Stanislaus Regional Area.

ARTICLE XI

TRANSMITTAL OF PLANNING INFORMATION

Section 1: The Council hereby approves as a regular operating procedure the transmittal of planning information to the individual Boards of Supervisors, City Councils, County and City Planning Commissions, the California State Office of Planning, and any other duly constituted regional area, metropolitan, or other Planning Commission which may request in writing such information.

ARTICLE XII

AMENDMENTS

Section 1: These Bylaws may be amended by a two-thirds vote of those representatives voting at a Regular Meeting of the Council.

EXHIBIT "A"

Section 2: Amendments to these Bylaws may be proposed by any representative of the Council.

Section 3: In no case shall a vote on a proposed amendment be conducted unless the said proposed amendment has been submitted in writing by the Secretary to the representatives and alternate representatives at least fifteen (15) days prior to the meetings.

APPENDIX I

**STANISLAUS COUNCIL OF GOVERNMENTS
CITIZENS ADVISORY COMMITTEE BYLAWS**

ARTICLE I

FUNCTION

Section 1: The Citizens Advisory Committee shall be a standing committee of the Stanislaus Council of Governments. The Committee shall advise the Council.

ARTICLE II

MEMBERSHIP

Section 1: The Citizens Advisory Committee shall be comprised of fifteen (15) residents of Stanislaus County. A quorum shall constitute one-half (1/2) of the current membership.

Section 2: When making Citizens Advisory Committee appointments, the Executive Committee shall attempt to provide a balance of views and a cross-section of county interests.

ARTICLE III

TERM OF OFFICE

Section 1: Seven of the initial appointees to the Citizens Advisory Committee shall serve for a term of two years, the said seven to be chosen by lot.

Section 2: Except as provided above, each appointment to the Committee shall be for a term of four (4) years.

Section 3: In no case shall any member of the Committee serve on the Committee longer than eight (8) consecutive years.

ARTICLE IV

APPOINTMENT

Section 1: Any resident of Stanislaus County may apply for membership on the Citizens Advisory Committee. The Secretary of the Council shall maintain a current list of all applicants. Each application for membership on the Committee shall be valid for a period of two years. After this time, the applicant's name may be removed from the list of applicants.

Section 2: The Executive Committee of the Council shall appoint, from the list of applicants, the members of the Citizens Advisory Committee. All matters pertaining to appointments shall be considered in Executive Session.

ARTICLE V

PERFORMANCE

Section 1: The members of the Citizens Advisory Committee will be expected to attend the meetings of the Committee on a regular basis. Any member of the Committee who is absent from three consecutive meetings of the Committee without the prior approval of the Executive Committee shall be dismissed from the Committee.

ARTICLE VI

REMOVAL

Section 1: The Executive Committee of the Council may, at any time, recommend the removal of any member of the Citizens Advisory Committee. A majority vote of the representatives of the Association shall be required to approve any removal. All matters pertaining to removal shall be considered in Executive Session.

ARTICLE VII

OFFICERS AND RULES

Section 1: The Citizens Advisory Committee shall elect from among its membership a Chairperson and a Vice-Chairperson. The term of office shall be one year.

Section 2: The Committee shall adopt rules and procedures for its meetings. Said rules and procedures shall be subject to approval by the Association.

ARTICLE VIII

STAFF

Section 1: The Executive Director of the Council shall serve as the Secretary of the Citizens Advisory Committee and shall provide the Committee with normal staff assistance.

ARTICLE IX

FINANCING

Section 1: Except as specifically provided by the Council, the members of the Citizens Advisory Committee shall receive no compensation for their service.

Section 2: The Council shall provide the Committee with the financial support the Council deems necessary for the successful functioning of the Committee.

ARTICLE X

AMENDMENT OF BYLAWS

Changes or amendments to these Bylaws shall be approved by two-thirds (2/3) of the members of that committee present and voting, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting. In no case shall a vote on a proposed amendment be conducted unless the said proposed amendment has been submitted in writing to the members of the committee at least fifteen (15) days prior to the meeting at which a vote is to be taken.

APPENDIX II

**STANISLAUS COUNCIL OF GOVERNMENTS
SOCIAL SERVICES TRANSPORTATION ADVISORY COUNCIL
BYLAWS**

ARTICLE I

FUNCTION

Section 1: The Social Services Transportation Advisory Council shall be a standing committee of the Stanislaus Council of Governmental. The Committee shall advise the Council and have the following responsibilities:

1. Annually participate in the identification of transit needs in the jurisdiction, including unmet transit needs that may exist within the jurisdiction of the Stanislaus Council of Governments, and that may be reasonable to meet by establishing or contracting for new public transportation or specialized transportation services or by expanding existing services.
2. Annually review and recommend action by the Council of Governments for the area within the Council of Governments' jurisdiction which finds by resolution, that:
 - A. there are no unmet transit needs; or
 - B. there are no unmet transit needs that are reasonable to meet; or
 - C. there are unmet transit needs, including needs that are reasonable to meet.
3. Advise the Council of Governments on any other major transit issues, including the coordination and consolidation of specialized transportation services.

ARTICLE II

MEMBERSHIP

Section 1: The Social Services Transportation Advisory Council shall consist of the following members who are residents of Stanislaus County:

1. One representative of potential transit users who is 60 years of age or older.
2. One representative of potential transit users who is handicapped.
3. Two representatives of the local social service providers for seniors, including one representative of a social service transportation provider, if one exists.
4. Two representatives of local social service providers for the handicapped, including one representative of a social service transportation provider, if one exists.
5. One representative of a local social service provider for persons of limited means.
6. Two representatives from the local consolidated transportation service agency, designated pursuant to Subdivision (a) of Section 15975 of the Government Code, if one exists, including one representative from an operator, if one exists.
7. Up to two (2) additional representatives, if desired by the Council and appointed by the Executive Committee.

Section 2: A quorum shall constitute one-half (1/2) of the current membership.

ARTICLE III

TERM OF OFFICE

Section 1: Of the initial appointments to the Council, one-third of them shall be for a one-year term, one-third shall be for a two-year term, and one-third shall be for a three-year term.

Section 2: Subsequent to the initial appointment, the term of appointment shall be for three years, which may be renewed for an additional three-year term.

Section 3: In no case shall any member of the Council serve on the Council longer than eight consecutive years.

ARTICLE IV

APPOINTMENT

Section 1: Any qualified resident of Stanislaus County may apply for membership on the Social Services Transportation Advisory Council. The Secretary of the Council of Governments shall maintain a current list of all applicants. Each application for membership on the Council shall be valid for a period of two years. After this time, the applicant's name may be removed from the list of applicants.

Section 2: The Executive Committee of the Council of Governments shall appoint, from the list of applicants, the members of the Social Services Transportation Advisory Council. All matters pertaining to appointments shall be considered in Executive session.

Section 3: Additional nominees for the Social Services Transportation Advisory Council may be supplied by the Commission on Aging, the Mayor's Committee for Employment of Persons with Disabilities, and the United Way.

ARTICLE V

PERFORMANCE

Section 1: The members of the Social Services Transportation Advisory Council will be expected to attend the meetings of the Council on a regular basis. Any member of the Council who is absent from three consecutive meetings of the Council without prior approval of the Secretary of the Council/Executive Committee, shall be dismissed from the Council.

ARTICLE VI

REMOVAL

Section 1: The Executive Committee of the Council of Governments may, at any time, recommend the removal of any member of the Social Services Transportation Advisory Council. A majority vote of the representatives of the Council of Governments shall be required to approve any removal. All matters pertaining to removals shall be considered in executive session.

ARTICLE VII

OFFICERS AND RULES

Section 1: The Social Services Transportation Advisory Council shall elect from among its membership a Chairperson and a Vice-Chairperson. The term of office shall be for one year.

Section 2: The Council shall adopt rules and procedures for its meetings. Said rules and procedures shall be subject to approval by the Council of Governments.

ARTICLE VIII

STAFF

Section 1: The Executive Director of the Council of Governments, or his or her appointee, shall serve as the Secretary of the Social Services Transportation Advisory Council and shall provide the Council with normal staff assistance.

ARTICLE IX

FINANCING

Section 1: Except as specifically provided by the Council of Governments, the members of the Social Services Transportation Advisory Council shall receive no compensation for their service.

Section 2: The Council of Governments shall provide the Committee with the financial support the Council of Governments deems necessary for the successful functioning of the Council..

ARTICLE X

AMENDMENT OF BYLAWS

Changes or amendments to these Bylaws shall be approved by two-thirds (2/3) of the members of that Council present and voting, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting. In no case shall a vote on a proposed


APPENDIX II

amendment be conducted unless the said proposed amendment has been submitted in writing to the members of the Council at least fifteen (15) days prior to the meeting at which a vote is to be taken.

ENCLOSURE 3



December 10, 2007

TO: Policy Board
THROUGH: Vince Harris, Executive Director 
FROM: DeeAnne Gillick, Legal Counsel for StanCOG
SUBJECT: Amend Joint Powers Agreement

Staff Report
RESOLUTION

RECOMMENDATION

By Resolution, approve the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and request all member agencies of StanCOG approve the Agreement.

DISCUSSION

StanCOG is a joint powers agency that was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001. The member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford.

An amendment to the current joint powers agreement is requested in order to eliminate any arguments challenging StanCOG's authority to acquire real property by eminent domain for the purposes of the State Route 132 East Infill Project and to specifically authorize the carrying out of the Project by StanCOG. The State Route East Infill Project calls for the widening of State Route 132 in Modesto, from Riverside Drive to A Street, from a two to a four-lane conventional highway. The Policy Board Resolution approving the Cooperative Agreement with Caltrans dated January 14, 2004, instituted StanCOG as the implementing agency for transportation project delivery for this Project.

StanCOG has been negotiating the acquisition of the necessary right of way for the 132 East Infill Project and one of the involved property owners has questioned StanCOG's ability to acquire property by eminent domain and to carry out the construction project.

StanCOG, and its legal counsel, are of the opinion that this specific amendment is not necessary for the performance of these activities; however, in the spirit of eliminating any controversy or challenges to the 132 East Infill Project, staff recommends that this amendment to the joint powers agreement be approved by the Policy Board and all member agencies.

The proposed amendment provides the following limited amendments to the existing joint powers agreement:

- (1) Modifies the dates to reflect the new amendment;
- (2) Amends section 12 regarding Powers and Functions by amending section 12.A.(4) to specifically reference the power of eminent domain;
- (3) Adds sections 12.A.(5) and 12.A.(6) to specifically authorize the completion of the planning, design, environmental clearance and construction of transportation and other projects, and to cooperate and participate in joint projects as necessary.

No other changes are made to the existing joint powers agreement and the only purpose and reason for these amendments is to provide StanCOG with the specific authority, as opposed to this authority being implied, to carry out the 132 East In Fill project and the associated right of way acquisition, by eminent domain, if necessary.

After approval by the Policy Board of the Amended Joint Powers Agreement, the Agreement will be effective upon ratification by resolution of 75% of the member agencies representing 75% of the population of the County of Stanislaus as determined by the most recent Decennial Census pursuant to section 26.A of the existing joint powers agreement.

c/f: Policy Board
Joint Powers Agreement
Neumiller and Beardslee
cjohnson@stancog.org

**AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE
STANISLAUS COUNCIL OF GOVERNMENTS**

THIS AGREEMENT, made and entered into in the County of Stanislaus, State of California, this day of _____, 19____2008, is between the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, and the County of Stanislaus, a political subdivision of the State of California, and supersedes the Agreement entered into by these parties on May 11, 1971, and the Agreement entered into by these parties on May 28, 1974, and the Agreement entered into on June 5, 2001.

WITNESSETH:

WHEREAS, Article 1 of Chapter 5 of Division 7 of title 1 (Sections 6500, et seq.) of the California Government Code authorizes two or more public agencies, by a joint powers agreement entered into respectively by them and authorized by their legislative or governing bodies, to exercise jointly any power or powers common to the contracting parties; and

WHEREAS, the parties herein recognize that the County of Stanislaus is experiencing continued expansion of its incorporated cities and the development of formerly undeveloped areas; and

WHEREAS, by reason of this growth, governmental problems involving incorporated and unincorporated areas jointly are arising and are expected to increase in the future; and

WHEREAS, the parties herein recognize that there exist planning problems which require area-wide consideration; and

WHEREAS, it is necessary and desirable that a single wholly independent agency be created with the capability of dealing with area-wide issues and problems; and

WHEREAS, the creation of such an agency is necessary to qualify the County and its cities and other agencies within Stanislaus County for certain Federal funds;

WHEREAS, these needs and concerns led to the creation and establishment of the Stanislaus Area Association of Governments on May 11, 1971; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Revised Joint Powers Agreement on May 28, 1974; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Joint Powers Agreement Establishing the Stanislaus Council of Governments on June 5, 2001; and

WHEREAS, the establishment of the Stanislaus Area Association ~~Council~~ Council of Governments has:

- (a) provided a forum for the discussion and study of area-wide problems of mutual concern to the various governmental entities in Stanislaus County;
- (b) provided efficiency and economy in governmental operations through the cooperation of member governments and the pooling of common resources;
- (c) provided for the establishment of an agency responsible for identifying, clarifying, and planning for solutions to regional problems requiring multi-jurisdictional cooperation;

- (d) provided for the establishment of an agency capable of developing regional plans and policies and performing area-wide planning duties;
- (e) facilitated cooperation among and agreement between local governmental bodies for specific purposes, interrelated developmental actions, and for the adoption of common policies with respect to issues and problems which are common to its members; and

WHEREAS, the parties at this time, desire to rescind that certain joint powers agreement of May 11, 1971, as amended by the Agreement entered into by these parties on May 28, 1974, and on June 5, 2001, and enter into this new Agreement in order to establish the duties and powers of a ~~newly constituted~~ the Stanislaus Area Association Council of Governments;

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

SECTION 1

STATEMENT OF PURPOSE

1.A. **Specific Purposes.** The member cities and the county have joined together to establish the Stanislaus Council of Governments for the following purposes:

- 1.A.(1) Provide a forum for discussion and study of area-wide problems of mutual interest to the member governments.
- 1.A.(2) Insure through cooperation, coordination, and the pooling of common resources, maximum efficiency and economy in governmental operation.
- 1.A.(3) Identify, inventory, and comprehensively plan for the solution of regional problems requiring multi-governmental cooperation.
- 1.A.(4) Develop area-wide plans and policies for growth and development.
- 1.A.(5) Facilitate actions and agreements among the governmental units for specific project development.
- 1.A.(6) Conduct, and have operating authority over, other area-wide functions as the Stanislaus Area Association of Governments Board deems appropriate.

SECTION 2

ESTABLISHMENT OF STANISLAUS COUNCIL OF GOVERNMENTS

2.A. **Separate Entity.** Upon the effective date of this Agreement, the parties hereto hereby establish a newly constituted Council of Governments, as a public entity separate and distinct from its member entities, as the agent to exercise the common powers provided for in this Agreement and to administer or otherwise execute this Agreement.

2.B. **Continuation of Duties.** The newly constituted Stanislaus Council of Governments, shall continue to function, without interruption in its duties, as:

SECTION 12

POWERS AND FUNCTIONS

12.A. **Powers and Functions.** The Stanislaus Council of Governments shall have the common power of the Parties hereto to plan, establish and administer an independent area planning organization and in the exercise of that power the Stanislaus Council of Governments is authorized in its own name to:

- 12.A.(1) _____ Employ an Executive Director as the chief administrative officer of Stanislaus Council of Governments.
- 12.A.(2) Employ agents and employees and contract for professional services.
- 12.A.(3) Make and enter into contracts.
- 12.A.(4) Acquire, hold and convey real and personal property, including the power to acquire property by eminent domain.
- 12.A.(5) _____ Undertake the planning, design, environmental clearance and construction of transportation and other projects.
- 12.A.(6) _____ Cooperate with other agencies, counties and other local public agencies and participate in joint projects as necessary.
- 12.A.(7) _____ Incur debts, obligations and liabilities.
- 12.A.(6)8) _____ Accept contributions, grants or loans from any public or private agency or individual, or the United States, the State of California or any department, instrumentality, or agency thereof, for the purpose of financing its activities.

- 12.A.(79) Invest money that is not needed for immediate necessities, in the same manner and upon the same conditions as other local entities in accordance with Section 53601 of the California Government Code.
- 12.A.(810) Have appointed members and ex-officio members of the Stanislaus Council of Governments serve without compensation from the Stanislaus Council of Governments, except that members of the Stanislaus Council of Governments may be reimbursed for all reasonable expenses and costs relating to attendance at Stanislaus Council of Governments meetings or other Stanislaus Council of Governments business.
- 12.A.(911) Do all other acts reasonable and necessary to carry out the purposes of this Agreement.
- 12.A.(1012) Sue and be sued, in its own name only, but not in the name or stead of any Party.
- 12.A.(1113) Exercise any and all other powers as may be provided for in California Government Code Section 6547.
- 12.A.(1214) The powers to be exercised by the Stanislaus Council of Governments are subject to such restrictions upon the manner of exercising such powers as are imposed upon the County in the exercise of similar powers. The Council shall be held strictly accountable for all funds received, held and disbursed by it.
- 12.A.(1315) The Stanislaus Council of Governments is hereby designated by the parties to this Agreement as the regional review agency for the purposes of acting on any appropriate proposals which may be presented to it for consideration, and as the sole regional planning representative for transmission of proposed recommendations to the U.S. Department of Housing and Urban Development or such other agency of the Federal Government or State Government as may be designated to receive such recommendations from the Council, and as the area-wide planning organization (APO) for the County of Stanislaus as such APO is defined in pertinent State and/or Federal directives and regulations.
- 12.A.(1416) File, within 30 days of the effective date of this Agreement, a Notice of the Agreement with the office of the California Secretary of State, pursuant to California Government Code, section 6503.5

SECTION 13

BYLAWS

13.A. **Bylaws.** The By-laws of the Stanislaus Council of Governments shall be those annexed to this Agreement marked "Exhibit A" and incorporated herein by reference. Amendments to all or a portion of the Bylaws may be made in the manner prescribed in the Bylaws.

SECTION 14

EXECUTIVE DIRECTOR

SECTION 22

RETURN OF SURPLUS FUNDS

22.A. **Return of Surplus Funds.** Upon termination of this Agreement, any surplus money on hand shall be returned, pro rata, to the Federal, State, or local agency or the party to this Agreement that provided the funds.

SECTION 23

ADDITIONAL MEMBERS

23.A. **Additional Members.** In addition to the incorporated cities identified in this Agreement, any city within Stanislaus County which may hereafter be incorporated and which desires to participate in the activities of Stanislaus Council of Governments may do so by executing this Agreement without the prior approval or ratification of the named parties to this Agreement and shall thereafter be a party to this Agreement and be bound by all terms and conditions of this Agreement as of the date it executes this Agreement.

SECTION 24

SUCCESSORS AND ASSIGNS

24.A. **Successors and Assigns.** This Agreement shall be binding upon and shall inure to the benefit of any successors to or assigns of the parties.

SECTION 25

SEVERABILITY

25.A. **Severability.** Should any part, term, portion, or provision of this Agreement be finally decided to be in conflict with any law of United States or the State of California, or otherwise be unenforceable or ineffectual, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, provided such remaining portions or provisions can be construed in substance to constitute the Agreement which the member agencies intended to enter into in the first instance.

SECTION 26

EFFECTIVE DATE OF AGREEMENT

26.A. **Effective Date.** This Agreement shall become effective upon ratification by resolution of the Stanislaus County Board of Supervisors and each of the city councils of the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford. From and after said date the agreements made establishing the Stanislaus Area Association of Governments dated May 11, 1971 and May 20, 1974, and the Agreement Establishing the Stanislaus Council of Governments dated June 5, 2001 shall be superseded, replaced and terminated by this Agreement and shall be of no further force and effect.

26.B. **Amendments.** After this Agreement becomes effective, it may be amended upon ratification by resolution of 75% of the member agencies representing 75% of the population of the County of Stanislaus as determined by the most recent Decennial Census. For this purpose each incorporated

ENCLOSURE 4

DRAFT RESOLUTION

RESOLUTION 08-__

**A RESOLUTION ADOPTING THE
AMENDED JOINT POWERS AGREEMENT ESTABLISHING
THE STANISLAUS COUNCIL OF GOVERNMENTS**

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.;

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001;

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford;

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and,

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census;

NOW, THEREFORE, BE IT RESOLVED, that the City Council of _____ approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007.

BE IT FURTHER RESOLVED, that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

The foregoing Resolution was introduced at a regular meeting of the _____ City Council, on the ___ day of January 2008. A motion was made and seconded to adopt the foregoing Resolution. Motion carried and Resolution adopted.



City of Ceres • City of Hughson • City of Modesto • City of Newman • City of Oakdale • City of Patterson
City of Riverbank • City of Turlock • City of Waterford • County of Stanislaus

January 13, 2010

Ms. Christine Ferraro Tallman
Stanislaus County
1010 10th Street, Ste 101
Modesto, CA 95354-0847

Dear Ms. Ferraro Tallman:

Enclosed please find the Joint Powers Agreement (JPA) between the Stanislaus Council of Governments and the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, and the County of Stanislaus, for your records.

Sincerely,

Vince Harris
Executive Director

Enclosure

2010 JAN 19 A 11:48
BOARD OF SUPERVISORS

**AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE
STANISLAUS COUNCIL OF GOVERNMENTS**

THIS AGREEMENT, made and entered into in the County of Stanislaus, State of California, this 12th day of December, 2007, is between the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, and the County of Stanislaus, a political subdivision of the State of California, and supersedes the Agreement entered into by these parties on May 11, 1971, the Agreement entered into by these parties on May 28, 1974, and the Agreement entered into on June 5, 2001.

WITNESSETH:

WHEREAS, Article 1 of Chapter 5 of Division 7 of title 1 (Sections 6500, et seq.) of the California Government Code authorizes two or more public agencies, by a joint powers agreement entered into respectively by them and authorized by their legislative or governing bodies, to exercise jointly any power or powers common to the contracting parties; and

WHEREAS, the parties herein recognize that the County of Stanislaus is experiencing continued expansion of its incorporated cities and the development of formerly undeveloped areas; and

WHEREAS, by reason of this growth, governmental problems involving incorporated and unincorporated areas jointly are arising and are expected to increase in the future; and

WHEREAS, the parties herein recognize that there exist planning problems which require area-wide consideration; and

WHEREAS, it is necessary and desirable that a single wholly independent agency be created with the capability of dealing with area-wide issues and problems; and

WHEREAS, the creation of such an agency is necessary to qualify the County and its cities and other agencies within Stanislaus County for certain Federal funds;

WHEREAS, these needs and concerns led to the creation and establishment of the Stanislaus Area Association of Governments on May 11, 1971; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Revised Joint Powers Agreement on May 28, 1974; and

WHEREAS, these needs and concerns also led to the revision of, and subsequent approval of a Joint Powers Agreement Establishing the Stanislaus Council of Governments on June 5, 2001; and

WHEREAS, the establishment of Stanislaus Council of Governments has:

- (a) provided a forum for the discussion and study of area-wide problems of mutual concern to the various governmental entities in Stanislaus County;
- (b) provided efficiency and economy in governmental operations through the cooperation of member governments and the pooling of common resources;
- (c) provided for the establishment of an agency responsible for identifying, clarifying, and planning for solutions to regional problems requiring multi-jurisdictional cooperation;

- (d) provided for the establishment of an agency capable of developing regional plans and policies and performing area-wide planning duties;
- (e) facilitated cooperation among and agreement between local governmental bodies for specific purposes, interrelated developmental actions, and for the adoption of common policies with respect to issues and problems which are common to its members; and

WHEREAS, the parties at this time, desire to rescind that certain joint powers agreement of May 11, 1971, as amended by the Agreement entered into by these parties on May 28, 1974, and on June 5, 2001, and enter into this new Agreement in order to establish the duties and powers of the Stanislaus Council of Governments;

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

SECTION 1

STATEMENT OF PURPOSE

1.A. **Specific Purposes.** The member cities and the county have joined together to establish the Stanislaus Council of Governments for the following purposes:

- 1.A.(1) Provide a forum for discussion and study of area-wide problems of mutual interest to the member governments.
- 1.A.(2) Insure through cooperation, coordination, and the pooling of common resources, maximum efficiency and economy in governmental operation.
- 1.A.(3) Identify, inventory, and comprehensively plan for the solution of regional problems requiring multi-governmental cooperation.
- 1.A.(4) Develop area-wide plans and policies for growth and development.
- 1.A.(5) Facilitate actions and agreements among the governmental units for specific project development.
- 1.A.(6) Conduct, and have operating authority over, other area-wide functions as the Stanislaus Area Association of Governments Board deems appropriate.

SECTION 2

ESTABLISHMENT OF STANISLAUS COUNCIL OF GOVERNMENTS

2.A. **Separate Entity.** Upon the effective date of this Agreement, the parties hereto hereby establish a newly constituted Council of Governments, as a public entity separate and distinct from its member entities, as the agent to exercise the common powers provided for in this Agreement and to administer or otherwise execute this Agreement.

2.B. **Continuation of Duties.** The newly constituted Stanislaus Council of Governments, shall continue to function, without interruption in its duties, as:

- 2.B.(1) the Local Transportation Authority (LTA) as designated by the Stanislaus County Board of Supervisors, pursuant to the Local Transportation Authority and Improvement Act.
- 2.B.(2) the Area-wide Planning Organization (APO) as designated by the U.S. Department of Housing and Urban Development (HUD);
- 2.B.(3) the Metropolitan Planning Organization (MPO) as designated by the U.S. Department of Transportation;
- 2.B.(4) the Regional Transportation Planning Agency (RTPA) as designated by the Secretary of Business and Transportation Agency of the State of California;
- 2.B.(5) the regional planning representative, as designated by the parties hereto, for the purpose of acting upon any appropriate proposals which may be presented to it for consideration and for transmission of proposed recommendations to Federal and State agencies.
- 2.B.(6) the Congestion Management Agency (CMA) as designated by the Stanislaus County Board of Supervisors, pursuant to California Government Code, Chapter 2.6.
- 2.B.(7) The Abandoned Vehicle Authority (AVA) as designated by the Stanislaus County Board of Supervisors, pursuant to California Vehicle Code, Section 22710(a).

SECTION 3

COMPOSITION

3.A. **Member Agencies.** The Council shall be composed of the County of Stanislaus and the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, together hereinafter referred to as the member agencies.

SECTION 4

BOARD AND VOTING

4.A. **Board.** The Stanislaus Council of Governments shall be governed by a board, the members of which shall be appointed by the member agencies.

4.B. **Voting.** Voting at meetings of the Association shall be as follows:

- 4.B.(1) The County of Stanislaus shall have five (5) votes.
- 4.B.(2) The City of Modesto shall have three (3) votes.
- 4.B.(3) All other members of the Association shall have one (1) vote each.
- 4.B.(4) Each representative of a member, or in the absence of the representative, his or her alternate present shall be entitled to cast a single vote. A representative or his or her alternate must be present to vote.

4.C. **Representatives.** Each member agency shall designate, from among the elected officials of the member, a representative or representatives, equal to the number of votes of that member agency.

4.D. **Alternate Representatives.** Each member agency shall designate at least one alternate representative for each vote of the member. Said alternates need not be elected officials of the member, however, the County Chief Executive Officer and the Modesto City Manager are not eligible to be designated as alternates. Members may designate more than one alternate for each representative, as deemed prudent by that member. To be eligible to cast the vote of the member, alternates must be designated, and notice of said designation given to the Executive Director, at least twenty-four (24) hours prior to the first meeting at which that alternate is to attend on behalf of the member's designated Representative.

SECTION 5

TERM OF OFFICE

5.A. **Term of Office.** The term of office of each representative and alternate representative, should the alternate be an elected official, shall correspond with his or her term of office on the legislative body he or she represents. If a vacancy occurs, it shall be filled by a new appointment made by the appropriate member agency.

SECTION 6

QUORUM AND MAJORITY REQUIREMENTS

6.A. **Quorum and Majority Requirements.** The presence of at least one (1) representative, or in the absence of a representative his or her alternate, from a majority of the member agencies, shall constitute a quorum. A quorum shall be necessary for the purpose of conducting official business. A two-thirds majority of those present shall be required to approve all expenditures. For all other business, a majority vote of those present shall be sufficient. A roll call vote shall be conducted at the request of any representative.

SECTION 7

PUBLIC MEETINGS

7.A. **Meeting Time and Place.** The Stanislaus Council of Governments shall establish a time and place for regular Policy Board meetings. All meetings shall be conducted in accordance with the Ralph M. Brown Act, California Government Code, section 54950 et seq.

SECTION 8

EXECUTIVE COMMITTEE

8.A. **Executive Committee.** An Executive Committee shall be constituted from among the representatives of the members of the Council. The Executive Committee shall consist of: Two of the representatives from the County Board of Supervisors, to be appointed by and serve at the pleasure of the County Board of Supervisors; One of the representatives from the City of Modesto, to be appointed by and to serve at the pleasure of the Modesto City Council and; Two representatives from among the other cities, said representatives to be chosen by a caucus of the Policy Board members representing the cities other than Modesto, and serve at the pleasure of, these other cities. The Chairperson and Vice-Chairperson of the Council shall be members of the Executive Committee and shall serve on it as the representatives of their respective political entities.

8.B. **Powers of Executive Committee.** The Executive Committee shall have such powers as are not inconsistent with this Agreement as are delegated to it by the By-laws.

SECTION 9

TECHNICAL ADVISORY COMMITTEE

9.A. **Technical Advisory Committee.** The Council shall establish and maintain a Technical Advisory Committee. The Technical Advisory Committee shall be created and operated in accordance with the Bylaws of the Stanislaus Council of Governments or in accordance with Bylaws of the Technical Advisory Committee as adopted by two-thirds (2/3) of the members of that committee, subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting. Changes or amendments to said Bylaws shall be approved by two-thirds (2/3) of the members of that committee present and voting, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting.

SECTION 10

CITIZENS ADVISORY COMMITTEE

10.A. **Citizens Advisory Committee.** The Council shall establish and maintain a Citizens Advisory Committee. Said Committee shall be created and operated in accordance with the Bylaws of the Stanislaus Council of Governments Citizens Advisory Committee attached hereto as Appendix I. Changes or amendments to said Bylaws shall be approved by two-thirds (2/3) of the members of that committee, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting.

SECTION 11

SOCIAL SERVICES TRANSPORTATION ADVISORY COUNCIL

11.A. **Social Services Transportation Advisory Council** The Council shall establish and maintain a Social Services Transportation Advisory Committee. Said Committee shall be created and operated in accordance with the Bylaws of the Stanislaus Council of Governments Social Services Transportation Advisory Committee attached hereto as Appendix II. Changes or amendments to said Bylaws shall be approved by two-thirds (2/3) of the members of that committee, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting.

SECTION 12

POWERS AND FUNCTIONS

12.A. **Powers and Functions.** The Stanislaus Council of Governments shall have the common power of the Parties hereto to plan, establish and administer an independent area planning organization and in the exercise of that power the Stanislaus Council of Governments is authorized in its own name to:

- 12.A.(1) Employ an Executive Director as the chief administrative officer of Stanislaus Council of Governments.
- 12.A.(2) Employ agents and employees and contract for professional services.

- 12.A.(3) Make and enter into contracts.
- 12.A.(4) Acquire, hold and convey real and personal property, including the power to acquire property by eminent domain.
- 12.A.(5) Undertake the planning, design, environmental clearance and construction of transportation and other projects.
- 12.A.(6) Cooperate with other agencies, counties and other local public agencies and participate in joint projects as necessary.
- 12.A.(7) Incur debts, obligations and liabilities.
- 12.A.(8) Accept contributions, grants or loans from any public or private agency or individual, or the United States, the State of California or any department, instrumentality, or agency thereof, for the purpose of financing its activities.
- 12.A.(9) Invest money that is not needed for immediate necessities, in the same manner and upon the same conditions as other local entities in accordance with Section 53601 of the California Government Code.
- 12.A.(10) Have appointed members and ex-officio members of the Stanislaus Council of Governments serve without compensation from the Stanislaus Council of Governments, except that members of the Stanislaus Council of Governments may be reimbursed for all reasonable expenses and costs relating to attendance at Stanislaus Council of Governments meetings or other Stanislaus Council of Governments business.
- 12.A.(11) Do all other acts reasonable and necessary to carry out the purposes of this Agreement.
- 12.A.(12) Sue and be sued, in its own name only, but not in the name or stead of any Party.
- 12.A.(13) Exercise any and all other powers as may be provided for in California Government Code Section 6547.
- 12.A.(14) The powers to be exercised by the Stanislaus Council of Governments are subject to such restrictions upon the manner of exercising such powers as are imposed upon the County in the exercise of similar powers. The Council shall be held strictly accountable for all funds received, held and disbursed by it.
- 12.A.(15) The Stanislaus Council of Governments is hereby designated by the parties to this Agreement as the regional review agency for the purposes of acting on any appropriate proposals which may be presented to it for consideration, and as the sole regional planning representative for transmission of proposed recommendations to the U.S. Department of Housing and Urban Development or such other agency of the Federal Government or State Government as may be designated to receive such recommendations from the Council, and as the area-wide planning organization (APO) for the County of Stanislaus as such APO is defined in pertinent State and/or Federal directives and regulations.
- 12.A.(16) File, within 30 days of the effective date of this Agreement, a Notice of the Agreement with the office of the California Secretary of State, pursuant to California Government Code, section 6503.5

SECTION 13

BYLAWS

13.A. **Bylaws.** The By-laws of the Stanislaus Council of Governments shall be those annexed to this Agreement marked "Exhibit A" and incorporated herein by reference. Amendments to all or a portion of the Bylaws may be made in the manner prescribed in the Bylaws.

SECTION 14

EXECUTIVE DIRECTOR

14.A. **Executive Director.** The Executive Director shall be selected by, and shall serve at the pleasure of and upon the terms prescribed by the Stanislaus Council of Governments Board. The powers and duties of the Executive Director are:

- 14.A.(1) To serve as the chief administrative officer of Stanislaus Council of Governments and to be responsible to the Stanislaus Council of Governments Board for the proper administration of all Stanislaus Council of Governments affairs.
- 14.A.(2) To appoint, supervise, suspend, discipline or remove Stanislaus Council of Governments employees subject to those policies and procedures, from time to time, adopted by the Stanislaus Council of Governments Board.
- 14.A.(3) To supervise and direct the preparation of the annual budget for the Stanislaus Council of Governments and be responsible for its administration after adoption by the Stanislaus Council of Governments Board.
- 14.A.(4) To formulate and present to the Stanislaus Council of Governments Board plans for Stanislaus Council of Governments activities and the means to finance them.
- 14.A.(5) To supervise the planning and implementation of all Stanislaus Council of Governments activities.
- 14.A.(6) To attend all meetings of the Stanislaus Council of Governments Board and act as the secretary to the Stanislaus Council of Governments Board.
- 14.A.(7) To prepare and submit to the Stanislaus Council of Governments Board periodic financial reports and, as soon as practicable after the end of each fiscal year, an annual report of the activities of the Stanislaus Council of Governments for the preceding year.
- 14.A.(8) To have custody and charge of all Stanislaus Council of Governments property other than money and securities.
- 14.A.(9) To transmit to the Executive Director's successor all books and records of the Stanislaus Council of Governments in his or her possession.

- 14.A.(10) To perform such other duties as the Stanislaus Council of Governments Board may require in carrying out the policies and directives of the Stanislaus Council of Governments Board.

SECTION 15

TREASURER

15.A. **Treasurer.** The Treasurer of the County shall be the Treasurer of the Stanislaus Council of Governments. The Treasurer shall:

- 15.A.(1) Receive and receipt all money of the Stanislaus Council of Governments and place it in the treasury of the County to the credit of the Stanislaus Council of Governments.
- 15.A.(2) Be responsible upon the Treasurer's official bond for the safekeeping and disbursement of all Stanislaus Council of Governments money held by the Treasurer.
- 15.A.(3) Pay any sums due from the Stanislaus Council of Governments, from the Stanislaus Council of Governments funds held by the Treasurer or any portion thereof, upon warrants of the Auditor-Controller designated herein.
- 15.A.(4) Verify and report in writing as soon as possible after the first day of July, October, January, and April of each year to the Stanislaus Council of Governments the amounts of monies the Treasurer holds for the Stanislaus Council of Governments, the amount of receipts since the Treasurer's last report, and any interest accrued to those funds.

15.B. **Reimbursement.** The Stanislaus Council of Governments shall reimburse the County for the cost of services provided by the Treasurer to the Council on an at-cost basis.

SECTION 16

AUDITOR-CONTROLLER

16.A. **Auditor-Controller.** The Auditor-Controller of the County shall be the Controller for the Stanislaus Council of Governments. The Auditor-Controller shall:

- 16.A.(1) Draw warrants to pay demands against the Stanislaus Council of Governments when the demands have been approved by the Stanislaus Council of Governments Board and/or the Stanislaus Council of Governments Executive Director. The Controller shall be responsible on the Controller's official bond for the Controller's approval of disbursements of the Stanislaus Council of Governments money.
- 16.A.(2) Keep and maintain records and books of account on the basis of generally accepted accounting practices. The books of account shall include records of assets, liabilities, and contributions made by each Party to this Agreement.

16.A.(3) Make available all the financial records of the Stanislaus Council of Governments to a certified public accountant or public accountant contracted by the Stanislaus Council of Governments to make an annual audit of the accounts and records of the Stanislaus Council of Governments. The minimum requirements of the audit shall be those prescribed by the State Controller for special districts under Section 26909 of the California Government Code and shall conform to generally accepted auditing standards.

16.B. **Reimbursement.** The Stanislaus Council of Governments shall reimburse the County for the cost of services provided by the Controller to the Stanislaus Council of Governments on an at-cost basis.

16.C. **Approvals.** The Executive Director of the Stanislaus Council of Governments and the Chairman of the Stanislaus Council of Governments shall together have the power to approve to the auditor demands against the Stanislaus Council of Governments. The Vice-Chairman of the Stanislaus Council of Governments shall be substituted in the absence or vacancy of either of the above officials.

SECTION 17

FINANCING

17.A. **Allocation of Financing.** Each member shall contribute to the financial support of the Council. Each city's share of financial support shall be determined by the percentage its population has to the County as a whole. The County's share of financial support shall be determined by the percentage the population of the unincorporated areas of the County have to the County as a whole. Population is to be determined by the latest United States Decennial Census or later California State Department of Finance figures.

17.B. **Annual Dues.** The Policy Board may provide for annual dues to be paid by each member agency.

17.C. **Fiscal Year.** The fiscal year of the Council shall commence on July 1 of each year and shall terminate on June 30 of the following year. Each member shall deposit its share of financial support with the Treasurer of the Council no later than August 1 of each year.

17.D. **Support from Member Agencies.** A member agency in the exercise of the reasonable discretion of its governing body, may provide support for the Stanislaus Council of Governments, its staff, and its professional consultants, including providing quarters, janitorial services and maintenance, supplies, printing and duplication, postage, telephone services, transportation services, and the professional and technical assistance as may be agreed upon from time to time by the Stanislaus Council of Governments and the respective member agencies. All assistance shall be provided on an at-cost basis.

17.E. **Other Support and Fees.** The Stanislaus Council of Governments shall apply for available state federal, regional, and local support funds, and shall make new and additional applications from time to time as appropriate. If deemed necessary, the Stanislaus Council of Governments Board may also establish and collect filing and processing fees from non-members in connection with matters to be considered by it.

SECTION 18

BOND REQUIREMENTS

18.A. **Bond Requirement.** The Executive Director and such other persons employed by the Stanislaus Council of Governments as may be designated by the Stanislaus Council of Governments

Board, shall file with the Stanislaus Council of Governments Board an official fidelity bond in a penal sum determined by the Stanislaus Council of Governments Board as security for the safekeeping of the Stanislaus Council of Governments's property entrusted to the employee. However, if the Executive Director or other such persons designated are already bonded by another agency, no additional bonding shall be required by this section. Premiums for any bonds required under this section shall be paid by the Stanislaus Council of Governments.

SECTION 19

ASSIGNABILITY

19.A. **Assignability.** With the approval of, and upon the terms agreed upon by, governing body of each party to this Agreement, all or any of the rights and property subject to this Agreement may be assigned to further the purpose of this Agreement. Provided, however, no right or property of Stanislaus Council of Governments shall be assigned without compliance with all conditions imposed by any state or federal entity from whom Stanislaus Council of Governments has received financial assistance.

SECTION 20

WITHDRAWAL OF A PARTY

20.A. **Notice.** A party to this Agreement may, at any time, withdraw from the Stanislaus Council of Governments, following 90 days notice to the Stanislaus Council of Governments and all other members of Stanislaus Council of Governments, by resolution of intent to withdraw adopted by the governing board of the withdrawing party.

20.B. **Effect of Withdrawal.** Upon the effective date of such withdrawal such member shall cease to be bound by this Agreement, but shall continue to provide financial support through the approved percentage of planning funds provided to the Stanislaus Council of Governments, as Transportation Planning Agency under the provisions of Section 99233.2 of the Transportation Development Act. Stanislaus Council of Governments assets representing any accumulated capital contribution of the withdrawing party shall remain subject to Stanislaus Council of Governments control, depreciation and use without compensation to the withdrawing party until termination of this Agreement and distribution of Stanislaus Council of Governments assets.

20.C. **Resumption of Membership.** Any member agency which has withdrawn from the Council in accordance with the provisions of this Section 20 of this Agreement may resume its membership upon thirty (30) days' written notice to the then members, which notice may be waived by a majority vote of the Council.

SECTION 21

TERMINATION AND DISSOLUTION

21.A. **No Specific Term.** This Agreement shall continue in force without specific term.

21.B. **Termination.** If, at any time, those cities and County which are members of Stanislaus Council of Governments contain less than 55% of the population residing within the area of Stanislaus County, based upon the latest available census information, and there are less than a majority of local governments remaining as members of Stanislaus Council of Governments shall be deemed disestablished and this Agreement shall cease to be operative except for the purpose of payment of any obligations theretofore incurred.

21.C. **Distribution of Assets.** If this Agreement is terminated, all real and personal property owned by Stanislaus Council of Governments shall be distributed to the Federal, State, or local funding agency or party to this Agreement that supplied the property or whose funding provided for the acquisition of the property unless other distribution is provided by law. Should the origin of any real or personal property be undeterminable, that property shall be disbursed to the parties to this Agreement in proportion to the size of the jurisdiction as delineated in the latest California Department of Finance estimate of population.

21.D. **Surplus Property.** The surplus property of the Council shall be disposed of by dividing it among the members of the Council. The proportion to be returned to each member is to be the same proportion as the member contributed to the most recent budget of the Council.

21.E. **Continues in Effect until Distribution.** This Agreement shall not terminate until all property has been distributed in accordance with this provision.

SECTION 22

RETURN OF SURPLUS FUNDS

22.A. **Return of Surplus Funds.** Upon termination of this Agreement, any surplus money on hand shall be returned, pro rata, to the Federal, State, or local agency or the party to this Agreement that provided the funds.

SECTION 23

ADDITIONAL MEMBERS

23.A. **Additional Members.** In addition to the incorporated cities identified in this Agreement, any city within Stanislaus County which may hereafter be incorporated and which desires to participate in the activities of Stanislaus Council of Governments may do so by executing this Agreement without the prior approval or ratification of the named parties to this Agreement and shall thereafter be a party to this Agreement and be bound by all terms and conditions of this Agreement as of the date it executes this Agreement.

SECTION 24

SUCCESSORS AND ASSIGNS

24.A. **Successors and Assigns.** This Agreement shall be binding upon and shall inure to the benefit of any successors to or assigns of the parties.

SECTION 25

SEVERABILITY

25.A. **Severability.** Should any part, term, portion, or provision of this Agreement be finally decided to be in conflict with any law of United States or the State of California, or otherwise be unenforceable or ineffectual, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, provided such remaining portions or provisions can be construed in substance to constitute the Agreement which the member agencies intended to enter into in the first instance.

SECTION 26

EFFECTIVE DATE OF AGREEMENT

26.A. **Effective Date.** This Agreement shall become effective upon ratification by resolution of the Stanislaus County Board of Supervisors and each of the city councils of the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford. From and after said date the agreements made establishing the Stanislaus Area Association of Governments dated May 11, 1971 and May 20, 1974, and the Agreement Establishing the Stanislaus Council of Governments dated June 5, 2001 shall be superseded, replaced and terminated by this Agreement and shall be of no further force and effect.

26.B. **Amendments.** After this Agreement becomes effective, it may be amended upon ratification by resolution of 75% of the member agencies representing 75% of the population of the County of Stanislaus as determined by the most recent Decennial Census. For this purpose each incorporated city shall represent those people residing within its city limits and the Stanislaus County Board of Supervisors shall represent those people who reside in the unincorporated areas of the County.

EXHIBIT "A"

STANISLAUS COUNCIL OF GOVERNMENTS

AMENDED BYLAWS

RECITALS:

WHEREAS, it is deemed prudent to amend and restate the Bylaws of The Stanislaus Council of Governments. These Amended Bylaws shall supersede the previous Bylaws as amended April 10, 1974; July 10, 1974; and November 10, 1976.

ARTICLE I

MEETINGS

Section 1: Regular Meetings.

The Stanislaus Council of Governments shall hold monthly meetings. The time and the place of each meeting shall be determined by the Chairperson of the Council subject to the approval of the representatives. Notice of regular meetings shall be given to each representative and alternate representative at least ten (10) days prior to each meeting.

Section 2: Special Meetings.

Special meetings of the Council may be called by the Chairperson at his or her discretion at a time and place of his or her choice, or by a member agency upon request to the Chairperson. Representatives shall be notified of the meeting, either personally or by written notice, at least twenty-four (24) hours prior to the meeting. No business except that specified in the notice shall be discussed at a special meeting.

Section 3: Cancellation of Meetings.

The Chairperson may cancel any regular or special meeting of the Council except upon objection by any representative.

Section 4: Notice of Meetings.

The Chairperson shall direct the publication of notices of all meetings, public hearings, etc., as required by the State of California Government Code. It shall be the policy of the Council to notify any newspaper, radio station, television station, or other news media, of its meetings at least twenty-four (24) hours prior to the meetings upon the receipt of written request to do so.

Section 5: Committee Meetings.

Except as herein or otherwise provided, the Standing and Special Committees of the Council shall meet on the call of their Chairperson. Each committee member shall be notified of a meeting, either personally or by written notice, at least five (5) days prior to the meeting.

ARTICLE II

CONDUCT OF MEETINGS

Section 1: General Conduct.

Except as herein or otherwise provided, ROBERTS RULES OF ORDER shall govern all proceedings of the Council. In any event, all proceedings and conduct of the meetings shall be in full compliance with the State of California Government Code.

Section 2: Expression of Opinions.

It shall be the policy of the Council to entertain the opinions of any person, firm, or corporation relative to any pending matter.

Section 3: Adjourned Meetings.

The Chairperson may, with the approval of a majority of the representatives present, adjourn any meeting to a time and location of his or her choice.

Section 4: Voting Authorization.

All votes shall be cast by the person or persons authorized to do so by the member which they represent. Such authorization shall be made known to the Executive Director of the Council prior to each meeting of the Council. No proxy, absentee, or fractional votes may be cast.

ARTICLE III

EXECUTIVE SESSIONS

Section 1: Executive Sessions.

Executive sessions shall be held in conformance with the Government Code of the State of California.

ARTICLE IV

OFFICERS

Section 1: Chairperson.

The representative of the Council shall elect from among their number a Chairperson of the Council. The Chairperson shall serve a one-year term of office beginning at the first regular meeting of each fiscal year.

Section 2: Vice-Chairperson.

The representatives of the Council shall elect from among their number a Vice-Chairperson of the Council. The Vice-Chairperson shall serve a one-year term of office beginning at the first regular meeting in each fiscal year. The Vice-Chairperson shall act in the place of and have all the powers and duties of the Chairperson in the absence of the Chairperson.

Section 3: Secretary.

The Executive Director shall serve as the Secretary of the Council. The Secretary shall maintain a public record of the Council's resolutions, transactions, findings, and determinations, and shall prepare agendas and minutes of each Regular and Special meeting of the Council.

Section 4: Vacancy.

Upon a vacancy occurring in the office of the Chairperson, the Vice-Chairperson shall assume the office of Chairperson for the balance of the unexpired term. Upon a vacancy occurring in the office of the Vice-Chairperson the representatives shall elect, from among their number, a Vice-Chairperson to serve the balance of the unexpired term.

ARTICLE V

COMMITTEES

Section 1: Standing Committees.

The Standing Committees of the Council shall be:

A. Executive Committee.

The Executive Committee shall be constituted and operated in accordance with Section 8 of the Joint Powers Agreement of the Stanislaus Council of Governments. The Chairperson of the Stanislaus Council of Governments shall be ex officio the Chairperson of the Executive Committee. The Vice-chairperson of the Stanislaus Council of Governments shall be ex officio a member of the Executive Committee.

B. Technical Committee.

The Technical Committee shall consist of the Chief Administrative Official, or his or her designee, of each member of the Council as designated by the member. The Technical Committee shall advise the Executive Committee and the Council. The Committee shall annually elect from its own members its Chairperson.

C. Citizens Advisory Committee.

The Council shall maintain a Citizens Advisory Committee which shall be operated in accordance with Appendix I of these Bylaws.

D. Social Services Transportation Advisory Council.

The Council shall maintain a Social Services Transportation Advisory Council which shall be operated in accordance with Appendix II of these Bylaws.

Section 2: Special Committees.

The Chairperson or representatives may appoint additional committees as may be necessary or desirable.

ARTICLE VI

FINANCIAL DETERMINATIONS

Section 1: Withdrawal.

A member of the Council that withdraws from the Council shall not have its financial contribution refunded.

Section 2: Newly Incorporated Cities.

Any newly incorporated city which becomes a member of the Council after the commencement of a fiscal year shall not be required to contribute financially to the Council until the subsequent fiscal year, providing that the said newly incorporated city becomes a member of the Council within one (1) year of its incorporation date.

Section 3: Other Political Entities.

Any other political entity which becomes a member of the Council after the commencement of a fiscal year shall contribute to the Council that amount which it would have contributed had it been a member at the commencement of the fiscal year.

ARTICLE VII

REFERRALS

Section 1: The Council may accept by letter or resolution referrals for study and report from any duly constituted advisory or legislative body or their representatives. Reports will be made and returned to the referring body within a reasonable time.

ARTICLE VIII

REPORTS

Section 1: The Council shall render a written report on its activities at the end of each fiscal year of operation to each legislative body within the jurisdiction of the Council.

ARTICLE IX

INITIATIVE

Section 1: The Council may, upon its own initiative, institute action to carry out any routine or special study or project.

ARTICLE X

COORDINATION

Section 1: It is the policy of the Council to establish technical and advisory liaison with all other agencies and bodies seeking to improve the quality of planning, health, safety, welfare and governmental services for the Stanislaus Regional Area.

ARTICLE XI

TRANSMITTAL OF PLANNING INFORMATION

Section 1: The Council hereby approves as a regular operating procedure the transmittal of planning information to the individual Boards of Supervisors, City Councils, County and City Planning Commissions, the California State Office of Planning, and any other duly constituted regional area, metropolitan, or other Planning Commission which may request in writing such information.

ARTICLE XII

AMENDMENTS

Section 1: These Bylaws may be amended by a two-thirds vote of those representatives voting at a Regular Meeting of the Council.

Section 2: Amendments to these Bylaws may be proposed by any representative of the Council.

Section 3: In no case shall a vote on a proposed amendment be conducted unless the said proposed amendment has been submitted in writing by the Secretary to the representatives and alternate representatives at least fifteen (15) days prior to the meetings.

APPENDIX I

**STANISLAUS COUNCIL OF GOVERNMENTS
CITIZENS ADVISORY COMMITTEE BYLAWS**

ARTICLE I

FUNCTION

Section 1: The Citizens Advisory Committee shall be a standing committee of the Stanislaus Council of Governments. The Committee shall advise the Council.

ARTICLE II

MEMBERSHIP

Section 1: The Citizens Advisory Committee shall be comprised of fifteen (15) residents of Stanislaus County. A quorum shall constitute one-half (1/2) of the current membership.

Section 2: When making Citizens Advisory Committee appointments, the Executive Committee shall attempt to provide a balance of views and a cross-section of county interests.

ARTICLE III

TERM OF OFFICE

Section 1: Seven of the initial appointees to the Citizens Advisory Committee shall serve for a term of two years, the said seven to be chosen by lot.

Section 2: Except as provided above, each appointment to the Committee shall be for a term of four (4) years.

Section 3: In no case shall any member of the Committee serve on the Committee longer than eight (8) consecutive years.

ARTICLE IV

APPOINTMENT

Section 1: Any resident of Stanislaus County may apply for membership on the Citizens Advisory Committee. The Secretary of the Council shall maintain a current list of all applicants. Each application for membership on the Committee shall be valid for a period of two years. After this time, the applicant's name may be removed from the list of applicants.

Section 2: The Executive Committee of the Council shall appoint, from the list of applicants, the members of the Citizens Advisory Committee. All matters pertaining to appointments shall be considered in Executive Session.

ARTICLE V

PERFORMANCE

Section 1: The members of the Citizens Advisory Committee will be expected to attend the meetings of the Committee on a regular basis. Any member of the Committee who is absent from three consecutive meetings of the Committee without the prior approval of the Executive Committee shall be dismissed from the Committee.

ARTICLE VI

REMOVAL

Section 1: The Executive Committee of the Council may, at any time, recommend the removal of any member of the Citizens Advisory Committee. A majority vote of the representatives of the Association shall be required to approve any removal. All matters pertaining to removal shall be considered in Executive Session.

ARTICLE VII

OFFICERS AND RULES

Section 1: The Citizens Advisory Committee shall elect from among its membership a Chairperson and a Vice-Chairperson. The term of office shall be one year.

Section 2: The Committee shall adopt rules and procedures for its meetings. Said rules and procedures shall be subject to approval by the Association.

ARTICLE VIII

STAFF

Section 1: The Executive Director of the Council shall serve as the Secretary of the Citizens Advisory Committee and shall provide the Committee with normal staff assistance.

ARTICLE IX

FINANCING

Section 1: Except as specifically provided by the Council, the members of the Citizens Advisory Committee shall receive no compensation for their service.

Section 2: The Council shall provide the Committee with the financial support the Council deems necessary for the successful functioning of the Committee.

ARTICLE X

AMENDMENT OF BYLAWS

Changes or amendments to these Bylaws shall be approved by two-thirds (2/3) of the members of that committee present and voting, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting. In no case shall a vote on a proposed amendment be conducted unless the said proposed amendment has been submitted in writing to the members of the committee at least fifteen (15) days prior to the meeting at which a vote is to be taken.

APPENDIX II

STANISLAUS COUNCIL OF GOVERNMENTS SOCIAL SERVICES TRANSPORTATION ADVISORY COUNCIL BYLAWS

ARTICLE I

FUNCTION

Section 1: The Social Services Transportation Advisory Council shall be a standing committee of the Stanislaus Council of Governmental. The Committee shall advise the Council and have the following responsibilities:

1. Annually participate in the identification of transit needs in the jurisdiction, including unmet transit needs that may exist within the jurisdiction of the Stanislaus Council of Governments, and that may be reasonable to meet by establishing or contracting for new public transportation or specialized transportation services or by expanding existing services.
2. Annually review and recommend action by the Council of Governments for the area within the Council of Governments' jurisdiction which finds by resolution, that:
 - A. there are no unmet transit needs; or
 - B. there are no unmet transit needs that are reasonable to meet; or
 - C. there are unmet transit needs, including needs that are reasonable to meet.
3. Advise the Council of Governments on any other major transit issues, including the coordination and consolidation of specialized transportation services.

ARTICLE II

MEMBERSHIP

Section 1: The Social Services Transportation Advisory Council shall consist of the following members who are residents of Stanislaus County:

1. One representative of potential transit users who is 60 years of age or older.
2. One representative of potential transit users who is handicapped.
3. Two representatives of the local social service providers for seniors, including one representative of a social service transportation provider, if one exists.
4. Two representatives of local social service providers for the handicapped, including one representative of a social service transportation provider, if one exists.
5. One representative of a local social service provider for persons of limited means.
6. Two representatives from the local consolidated transportation service agency, designated pursuant to Subdivision (a) of Section 15975 of the Government Code, if one exists, including one representative from an operator, if one exists.
7. Up to two (2) additional representatives, if desired by the Council and appointed by the Executive Committee.

Section 2: A quorum shall constitute one-half (1/2) of the current membership.

ARTICLE III

TERM OF OFFICE

Section 1: Of the initial appointments to the Council, one-third of them shall be for a one-year term, one-third shall be for a two-year term, and one-third shall be for a three-year term.

Section 2: Subsequent to the initial appointment, the term of appointment shall be for three years, which may be renewed for an additional three-year term.

Section 3: In no case shall any member of the Council serve on the Council longer than eight consecutive years.

ARTICLE IV

APPOINTMENT

Section 1: Any qualified resident of Stanislaus County may apply for membership on the Social Services Transportation Advisory Council. The Secretary of the Council of Governments shall maintain a current list of all applicants. Each application for membership on the Council shall be valid for a period of two years. After this time, the applicant's name may be removed from the list of applicants.

Section 2: The Executive Committee of the Council of Governments shall appoint, from the list of applicants, the members of the Social Services Transportation Advisory Council. All matters pertaining to appointments shall be considered in Executive session.

Section 3: Additional nominees for the Social Services Transportation Advisory Council may be supplied by the Commission on Aging, the Mayor's Committee for Employment of Persons with Disabilities, and the United Way.

ARTICLE V

PERFORMANCE

Section 1: The members of the Social Services Transportation Advisory Council will be expected to attend the meetings of the Council on a regular basis. Any member of the Council who is absent from three consecutive meetings of the Council without prior approval of the Secretary of the Council/Executive Committee, shall be dismissed from the Council.

ARTICLE VI

REMOVAL

Section 1: The Executive Committee of the Council of Governments may, at any time, recommend the removal of any member of the Social Services Transportation Advisory Council. A majority vote of the representatives of the Council of Governments shall be required to approve any removal. All matters pertaining to removals shall be considered in executive session.

ARTICLE VII

OFFICERS AND RULES

Section 1: The Social Services Transportation Advisory Council shall elect from among its membership a Chairperson and a Vice-Chairperson. The term of office shall be for one year.

Section 2: The Council shall adopt rules and procedures for its meetings. Said rules and procedures shall be subject to approval by the Council of Governments.

ARTICLE VIII

STAFF

Section 1: The Executive Director of the Council of Governments, or his or her appointee, shall serve as the Secretary of the Social Services Transportation Advisory Council and shall provide the Council with normal staff assistance.

ARTICLE IX

FINANCING

Section 1: Except as specifically provided by the Council of Governments, the members of the Social Services Transportation Advisory Council shall receive no compensation for their service.

Section 2: The Council of Governments shall provide the Committee with the financial support the Council of Governments deems necessary for the successful functioning of the Council..

ARTICLE X

AMENDMENT OF BYLAWS

Changes or amendments to these Bylaws shall be approved by two-thirds (2/3) of the members of that Council present and voting, and shall be subject to the majority approval of the Stanislaus Council of Governments Policy Board members present and voting. In no case shall a vote on a proposed

amendment be conducted unless the said proposed amendment has been submitted in writing to the members of the Council at least fifteen (15) days prior to the meeting at which a vote is to be taken.

STANISLAUS COUNCIL OF GOVERNMENTS

RESOLUTION 07-16

A RESOLUTION ADOPTING THE AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE STANISLAUS COUNCIL OF GOVERNMENTS

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.;

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001;

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford;

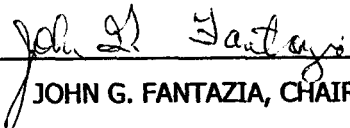
WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75% of the population of the County of Stanislaus as determined by the most recent Decennial Census;

WHEREAS, StanCOG desires to amend its Joint Powers Agreement to provide StanCOG with specific authority, rather than implied authority, to carryout transportation projects including the power of eminent domain, if necessary.

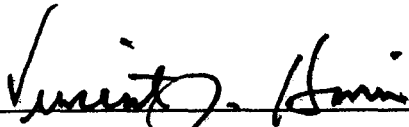
NOW, THEREFORE, BE IT RESOLVED, that the Policy Board approves the Amended Joint Powers Agreement establishing the Stanislaus Council of Governments as presented at the December 12, 2007 Policy Board meeting.

BE IT FURTHER RESOLVED, that the Executive Director of the Stanislaus Council of Governments be, and is hereby, authorized and empowered to request each member agency of StanCOG to approve the Amended Joint Powers Agreement and carryout any and all tasks necessary to support the approval of the Amended Joint powers Agreement by StanCOG's member agencies.

The foregoing Resolution was introduced at a regular meeting of the Stanislaus Council of Governments, on the 12th day of December 2007. A motion was made and seconded to adopt the foregoing Resolution. Motion carried and Resolution adopted.



JOHN G. FANTAZIA, CHAIR



VINCENT J. HARRIS, EXECUTIVE DIRECTOR

RESOLUTION NO. 2008 - 10

**A RESOLUTION ADOPTING THE AMENDED JOINT POWERS AGREEMENT
ESTABLISHING THE STANISLAUS COUNCIL OF GOVERNMENTS**

THE CITY COUNCIL
City of Ceres

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.; and

WHEREAS, the StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001; and

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford; and,

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and,

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75-percent of its member agencies representing 75- percent of the population of the County of Stanislaus as determined by the most recent Decennial Census.

NOW, THEREFORE, BE IT RESOLVED that the City Council of the City of Ceres does hereby adopt the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments, as approved by the StanCOG Policy Board on December 12, 2007.

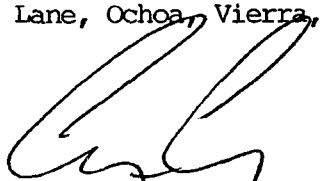
BE IT FURTHER RESOLVED that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

PASSED AND ADOPTED by the Ceres City Council at a regular meeting thereof held on the 28th day of January, 2008 by the following vote:

AYES: Councilmembers Durossette, Lane, Ochoa, Vierra, Mayor Cannella

NOES: None

ABSENT: None



Anthony Cannella, Mayor

ATTEST:



Cindy Heidorn, CMC
City Clerk

SEAL IMPRESSED

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RESOLUTION NO. 08-09

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF HUGHSON
ADOPTING THE AMENDED JOINT POWERS AGREEMENT
ESTABLISHING THE STANISLAUS COUNTY OF GOVERNMENTS

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code Section 6500 et seq.; and,

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001; and,

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford; and,

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and,

WHEREAS the StanCOG joint powers agreement provides that the agreement may be amended by 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census.

NOW, THEREFORE, BE IT RESOLVED that the City of Hughson approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007.

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BE IT FURTHER RESOLVED that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.


PASSED AND ADOPTED by the Hughson City Council at a regular meeting thereof, held on the 28th day of January, 2008, by the following vote:

AYES: Council Members QUALLS, LEDERMANN, ADAMS, BAWANAN and Mayor MOORE

NOES: None

ABSTENTIONS: None

ABSENT: None


KENNETH A. MOORE, Mayor

ATTEST:


MARY JANE CANTRELL, CMC, City Clerk

**MODESTO CITY COUNCIL
RESOLUTION NO. 2008-045**

**A RESOLUTION ADOPTING THE AMENDED JOINT POWERS AGREEMENT
ESTABLISHING THE STANISLAUS COUNCIL OF GOVERNMENTS, AND
AUTHORIZING THE MAYOR TO SIGN THE AMENDED AGREEMENT.**

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code 6500 et seq., and

WHEREAS, StanCOG was created by a Joint Powers Agreement originally entered into on May 11, 1971 and last amended on June 5, 2001, and

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford, and

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its Joint Powers Agreement and requested all member agencies to approve the amended Joint Powers Agreement, and

WHEREAS, the StanCOG Joint Powers Agreement provides that the Agreement may be amended by approval of seventy-five percent (75%) of its member agencies representing seventy-five percent (75%) of the population of the County of Stanislaus as determined by the most recent Decennial Census,

NOW, THEREFORE, BE IT RESOLVED by the Council of the City of Modesto that it hereby approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2008.

BE IT FURTHER RESOLVED that the Mayor is hereby authorized to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments.

The foregoing resolution was introduced at a regular meeting of the Council of the City of Modesto held on the 22nd day of January, 2008, by Councilmember Lopez, who moved its adoption, which motion being duly seconded by Councilmember O'Bryant, was upon roll call carried and the resolution adopted by the following vote:

AYES: Councilmembers: Hawn, Keating, Lopez, Marsh, O'Bryant, Olsen

NOES: Councilmembers: None

ABSENT: Councilmembers: Mayor Ridenour

ATTEST: Stephanie Lopez
STEPHANIE LOPEZ, Acting City Clerk

APPROVED AS TO FORM:

BY: Susana Alcala Wood
SUSANA ALCALA WOOD, City Attorney

RESOLUTION NO. 2008-3

**A RESOLUTION ADOPTING THE AMENDED JOINT POWERS AGREEMENT
ESTABLISHING THE STANISLAUS COUNCIL OF GOVERNMENTS**

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.;

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001;

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford;

WHEREAS, on December 12, 2007, *the* StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and,

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census;

NOW, THEREFORE, BE IT RESOLVED, that the City Council of the City of Newman approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007.

BE IT FURTHER RESOLVED, that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

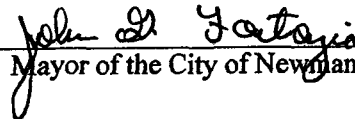
The foregoing Resolution was introduced at a regular meeting of the Newman City Council, on the 8th day of January 2008. A motion was made by Councilmember Martina and seconded to adopt the foregoing Resolution. Motion carried and Resolution adopted.

AYES: Katen, Kelly, Crinklaw, Martina and Mayor Fantazia

NOES: None


ABSENT: None

APPROVED:



Mayor of the City of Newman

ATTEST:



Deputy City Clerk of the City of Newman



**IN THE CITY COUNCIL
OF THE CITY OF OAKDALE
STATE OF CALIFORNIA**

CITY COUNCIL RESOLUTION 2008-13

**RESOLUTION OF THE CITY OF OAKDALE CITY COUNCIL
ADOPTING THE AMENDED JOINT POWERS AGREEMENT
ESTABLISHING THE STANISLAUS COUNCIL OF GOVERNMENTS**

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.; and,

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001; and,

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which include the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford; and,

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and,

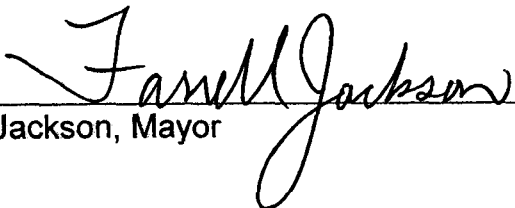
WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OAKDALE, that the City Council approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007 and attached as Exhibit A.

BE IT FURTHER RESOLVED, that the Mayor, the City Clerk and the City Attorney are authorized and directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

PASSED AND ADOPTED this 22nd day of January, 2008, by the following vote:

AYES:	COUNCIL MEMBERS:	Brennan, Dunlop, Hanson, Jackson, Morgan
NOES:	COUNCIL MEMBERS:	None
ABSENT:	COUNCIL MEMBERS:	None
ABSTAIN:	COUNCIL MEMBERS:	None



 Farrell Jackson, Mayor

ATTEST:



 Nancy Lilly, City Clerk

RESOLUTION NO. 2008-11

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PATTERSON,
ADOPTING THE AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE
STANISLAUS COUNCIL OF GOVERNMENTS

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code Section 6500 et seq.; and

WHEREAS, StanCOG was created by the joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001; and

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford; and

WHEREAS, on December 12, 2007 the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census.

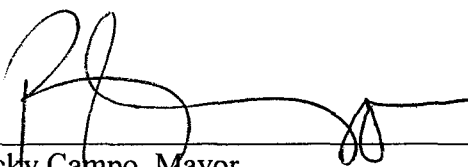
NOW, THEREFORE, BE IT RESOLVED, that the City Council of the City of Patterson approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007.

BE IT FURTHER RESOLVED, that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

The foregoing resolution of the City Council of the City of Patterson was introduced at a regular meeting of the City Council held on the 15th day of January 2008, by Councilmember Farinha, who moved its adoption, which motion was duly seconded, and the resolution adopted by the following vote:


AYES: Councilmembers Smith, Cuellar, Shelton, Farinha and Mayor Campo
NOES: None
EXCUSED: None

APPROVED:



Becky Campo, Mayor
City of Patterson

ATTEST:



Maricela L. Vela, City Clerk
City of Patterson

I hereby certify that the foregoing is a full, correct and true copy of a resolution passed by the City Council of the City of Patterson, a Municipal Corporation of the County of Stanislaus, State of California, at a regular meeting held on the 15th day of January 2008, and I further certify that said resolution is in full force and effect and has never been rescinded or modified.

DATED:

City Clerk of the City of Patterson

CITY OF RIVERBANK

RESOLUTION NO. 2008-002

**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF RIVERBANK ADOPTING
THE AMENDED JOINT POWERS AGREEMENT ESTABLISHING THE STANISLAUS
COUNCIL OF GOVERNMENTS**

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.; and

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971, and last amended on June 5, 2001; and

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock, and Waterford; and

WHEREAS, on December 12, 2007 the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and.

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census.

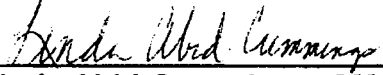
NOW, THEREFORE, BE IT RESOLVED, that the City Council of the City of Riverbank hereby approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007; and

BE IT FURTHER RESOLVED, that the Mayor, the City Clerk, and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

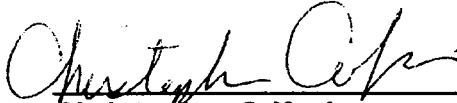
PASSED AND ADOPTED by the City Council of the City of Riverbank at a regular meeting held on the 14th day of January, 2008, by the following 5-0 vote:

AYES: Councilmembers: Benitez, Madueño, White, Anaya, and Mayor Crifasi
NAYS: None
ABSENT: None
ABSTAIN: None

ATTEST:


Linda Abid-Cummings, CMC
City Clerk

APPROVED:


Christopher Crifasi
Mayor

Attachment: Amended Joint Powers Agreement Establishing the StanCOG,
w/Exhibit "A" and Appendix I & II

BEFORE THE CITY COUNCIL OF THE CITY OF TURLOCK

IN THE MATTER OF ADOPTING THE }
AMENDED JOINT POWERS AGREEMENT }
ESTABLISHING THE STANISLAUS COUNCIL }
OF GOVERNMENTS }
_____ }

RESOLUTION NO. 2008-015

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.; and

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001; and

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman, Oakdale, Patterson, Riverbank, Turlock and Waterford; and

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census.

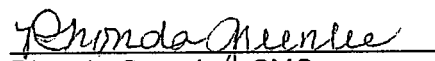
NOW, THEREFORE, BE IT RESOLVED, that the City Council of the City of Turlock approves the Amended Joint Powers Agreement establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007.

BE IT FURTHER RESOLVED that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

PASSED AND ADOPTED at a regular meeting of the City Council of the City of Turlock this 22nd day of January, 2008, by the following vote:

- AYES: Councilmembers Hatcher, Howze, Spycher, Vander Weide and Mayor Lazar
- NOES: None
- ABSTAIN: None
- NOT PARTICIPATING: None
- ABSENT: None

ATTEST:


Rhonda Greenlee, CMC
City Clerk, City of Turlock, County
of Stanislaus, State of California

**WATERFORD CITY COUNCIL
RESOLUTION # 2008-03**

**A RESOLUTION ADOPTING THE AMENDED JOINT POWERS AGREEMENT
ESTABLISHING THE STANISLAUS COUNCIL OF GOVERNMENTS**

WHEREAS, the Stanislaus Council of Governments (StanCOG) is a joint powers agency formed pursuant to Government Code section 6500 et seq.; and,

WHEREAS, StanCOG was created by a joint powers agreement originally entered into on May 11, 1971 and last amended on June 5, 2001; and,

WHEREAS, the member agencies of StanCOG are the County of Stanislaus and all of the incorporated cities within Stanislaus County, which includes the Cities of Ceres, Hughson, Modesto, Newman Oakdale, Patterson, Riverbank, Turlock and Waterford; and,

WHEREAS, on December 12, 2007, the StanCOG Policy Board approved amendments to its joint powers agreement and requested all member agencies to approve the amended joint powers agreement; and,

WHEREAS, the StanCOG joint powers agreement provides that the agreement may be amended by approval of 75 percent of its member agencies representing 75 percent of the population of the County of Stanislaus as determined by the most recent Decennial Census; and,

NOW, THEREFORE, BE IT RESOLVED, that the City Council of the City of Waterford approves the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments as approved by the StanCOG Policy Board on December 12, 2007.

BE IT FURTHER RESOLVED, that the Mayor, the City Clerk and the City Attorney are directed to sign the Amended Joint Powers Agreement Establishing the Stanislaus Council of Governments and provide such executed Agreement to StanCOG.

The foregoing Resolution was passed and adopted by the City Council of the City of Waterford at a regular meeting thereof held on the 17th day of January 2008 by the following vote:

AYES: 5 Broderick-Villa, Krauss, Goeken, Weaner, Aldaco
NOES: 0
ABSTAIN: 0
ABSENT: 0

City of Waterford



William Broderick-Villa, Mayor

ATTEST:

Lori Martin

Lori Martin, City Clerk

APPROVED AS TO FORM:

Corbett J. Browning

Corbett J. Browning, City Attorney

