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## *Alameda Corridor Transportation Authority*

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To: Governing Board

Meeting Date: June 20, 2024

From: Michael C. Leue, Chief Executive Officer 

Subject: APPROVE Resolution No. JPA 24-1 approving the ACTA Officer Positions

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### **Recommendation:**

Staff recommends the approval of the proposed resolution to clarify and affirm the current ACTA Officers authorized by ACTA's Amended and Restated Joint Exercise of Powers Agreement dated as of December 18, 1996 (as amended, the "Joint Powers Agreement"). The proposed resolution clarifies the appointment of ACTA's Treasurer.

Pursuant to the authority granted under California Government Code Section 6505.6, allowing Joint Powers Authority ("JPA") Treasurer duties to be performed by an employee or officer of a JPA entity, in 2014 ACTA approved a resolution assigning the Treasurer duties to the ACTA Chief Financial Officer. At that time, and until now, ACTA also appointed a port representative as Treasurer to oversee the ACTA CFO's performance of those Treasurer duties. Due to the authority of the Government Code sections authorizing an ACTA officer to perform Treasurer duties, the additional appointment of a Treasurer is not necessary. Therefore, it is recommended that Resolution No. JPA 24-1 be approved to clarify the appointment of the Treasurer position and affirm the remaining ACTA Officer positions.

### **Background:**

Section 4E (Officers) of the Joint Powers Agreement requires that the Governing Board appoint qualified personnel to fill the following positions:

1. General Manager, who shall be responsible for the administration of the Authority;
2. Authority Engineer, who shall be a registered professional engineer in California responsible for engineering and construction of the Alameda Corridor;
3. Treasurer, who shall be selected in accordance with Government Code Sections 6505.5 and 6505.6;<sup>1</sup>
4. Auditor/Controller, who shall be selected in accordance with Government Code Sections 6505.5 and 6505.6;
5. General Counsel, appointed from the City Attorney's Office of the City of Long Beach and/or the City of Los Angeles who shall provide legal advice to the Authority;
6. Secretary, who shall keep the official records and correspondence of the Authority; and
7. Such other officers as determined by the Governing Board.

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<sup>1</sup> Government Code Sections 6505.5 and 6506.6 allow such position to be filled by an officer or employee of the Authority. These sections are provided in Transmittal 2.

**Discussion:**

Since ACTA's inception, officer positions have been filled by either Port or ACTA employees. Over the years, with Governing Board approval, the officer positions have been renewed or additional positions have been added, re-named and/or consolidated as follows:

**General Manager**

The original role of the General Manager (GM) was augmented in 1998 with the Board appointment of a Chief Executive Officer (CEO). The GM position was re-named the General Manager and Chief Operating Officer (GM/COO). Later the GM/COO position was abolished, and the duties absorbed by the CEO.

***By the proposed resolution, it is affirmed that the position of the CEO includes the duties originally assigned to the General Manager, and that the CEO title replaces the GM title.***

**Authority Engineer**

The role of Authority Engineer was initially performed by engineering representatives of both POLA and POLB. In 1998, the position was renamed the Director of Construction and Engineering (DCE) and filled with an ACTA contract employee. In early 2003, an ACTA employee was nominated to the position. In mid-2003, the position was absorbed into the CEO position, when the DCE was promoted to the CEO position. The current CEO has the requisite California PE license.

***By the proposed resolution, it is affirmed that the CEO also fills the role of the Authority Engineer.***

**Treasurer**

Pursuant to a 2014 Resolution, the Treasurer functions and duties are performed by ACTA's Chief Financial Officer (CFO). In compliance with Government Code Section 6505, the CFO is required to authorize a certified public accountant to perform annual independent audits of ACTA's accounts and records.

***By the proposed resolution, it is affirmed that the CFO also fills the role of Treasurer.***

**Auditor/Controller**

The function of Auditor/Controller was originally performed by Port-provided personnel on a part-time basis, with the Auditor provided by one Port and the Controller provided by the other. The role of Controller was absorbed into the ACTA CFO position April 10 2014 (JPA 2014-3).

For some time, ACTA maintained a separate Internal Auditor position during the peak of construction activity, but this role has subsequently been performed by independent external auditors under the purview of the CFO and overseen by the Audit Committee of the ACTA Governing Board.

***Pursuant to the authority granted by Government Code Section 6505.6 and as set forth in the proposed resolution, it is affirmed that the position of the CFO includes the duties required to be performed by the Auditor/Controller.***

**General Counsel**

The role of General Counsel, which must be filled by either the City Attorney's Office of the City of Los Angeles or the City of Long Beach, was originally filled by the City of Los Angeles. By Board resolution in 2005, the role is now performed by Co-General Counsel from each of the City Attorney's Offices. Their services are reimbursed by ACTA.

***By the proposed resolution, it is affirmed that General Counsel title has been replaced by the Co-General Counsel title.***

**Secretary**

The role of Secretary has been provided by both ACTA and port staff over the years. Currently, the position is being performed by an ACTA staff member, as approved by the Governing Board in March 2013.

***By the proposed resolution, it is affirmed that Secretary functions and title remain the same.***

**Chief Operating Officer**

The role of Chief Operating Officer (COO), as defined in the ACTA reorganization previously presented to the Board, has been added to the ACTA officers. The ACTA Joint Powers Agreement authorizes the Board to add additional officers as it determines necessary. The COO reports to the CEO and provides leadership in contract management with technical guidance to the performance of contracted services including engineering and railroad maintenance of way.

***By the proposed resolution, it is affirmed that the position of Chief Operating Officer is an ACTA officer.***

It is recommended that the Board approve the attached resolution, affirming the ACTA Officer positions.

**Budget Impact:**

The approved ACTA Operating Budget will not be impacted by the adoption of this resolution.

**Co-General Counsel Review:**

ACTA's Co-General Counsel has reviewed and approved the proposed Resolution as to form.

**Transmittals:**

Transmittal 1 – Resolution JPA 24-1

Transmittal 2 – Government Code Sections 6505.5 and 6506.6