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ADMINISTRATIVE CODE OF THE REGIONAL PUBLIC TRANSPORTATION AUTHORITY

**Board Approved
November 21, 2013**

REGIONAL PUBLIC TRANSPORTATION AUTHORITY
ADMINISTRATIVE CODE
ADOPTED November 21, 2013

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PREAMBLE

THE REGIONAL PUBLIC TRANSPORTATION AUTHORITY was created by Sections 15 through 29 of Chapter 308, Laws of 1985, and re-codified by Chapter 132, Laws of 1995. Those enactments hereinafter are referred to as the Regional Public Transportation Authority Act (“**Act**”). The authority to adopt this Administrative Code of the Regional Public Transportation Authority (“**Administrative Code**”) is expressly conferred by A.R.S. Section 48-5122. Some rules governing the internal affairs of the Board of Directors are contained in the Act, while others are to be established by the Board. References to provisions of the Act in the Administrative Code or to other provisions of the Arizona Revised Statutes shall be to those provisions as may be amended from time to time.

The provisions of this Administrative Code are authorized pursuant to the following Arizona statutes. Copies of these statutes are attached hereto as Appendix B for easy reference.

- A.R.S. Section 48-5122 (Authority to adopt an administrative code)
- A.R.S. Sections 38-431, *et seq.* (Arizona Open Meeting Law)
- A.R.S. Section 28-6531 (Determination of population in connection with weighted vote)
- A.R.S. Section 48-5105.D (Weighted vote)
- A.R.S. Section 48-5105.E (Approval of preliminary regional public transportation system plan)
- A.R.S. Section 48-5105 (Qualification of Board members)
- A.R.S. Section 48-5105.B (Terms of office of Board members)

**ADMINISTRATIVE CODE
OF
THE REGIONAL PUBLIC TRANSPORTATION AUTHORITY**

**ARTICLE I
BOARD OF DIRECTORS**

The Board of Directors ("**Board**") of the Regional Public Transportation Authority ("**Authority**") shall have and exercise such authority as is vested in it by law and this Administrative Code.

**ARTICLE II
OFFICE**

The Board may designate, locate and relocate its executive and business office and such other offices or divisions as in its judgment are needed to conduct the business of the Authority.

**ARTICLE III
MEETINGS**

Section 1. REGULAR MEETINGS. Regular meetings of the Board shall be held at the time and place set by the Board. The Chair of the Board may elect to cancel a regularly scheduled meeting of the Board if it is not likely that a quorum will be in attendance.

Section 2. SPECIAL MEETINGS. Special meetings may be called by the Chair of the Board whenever, in his or her opinion, such a meeting is necessary or desirable, or whenever the same is requested in writing of the Chair by at least two (2) members of the Board.

Section 3. AGENDA. Agendas for regular and special meetings of the Board shall be set by the Chair. In addition, items shall be placed on an agenda if requested by at least two (2) members of the Board. To accommodate a Board member unable to attend a Board meeting, prior to the Board meeting the Board member eligible to vote may request, either verbally or in writing, that voting on an agenda item be continued until the next regularly scheduled Board meeting and such request shall be granted. The Board is required to honor only one such request to continue an agenda item but may grant additional requests at its discretion. If the Board member requesting the continuance of an agenda attends the meeting, the item shall not be continued.

Section 4. MEETINGS PUBLIC. All meetings of a quorum of the Board or any advisory committee thereof shall comply with the State Open Meeting Law, A.R.S. Sections 38-431, *et seq.*, and individual Board members shall comply with the State Open Meeting Law when acting in their official capacity outside of formally called Board meetings.

Section 5. NOTICES OF MEETINGS. Notices of all Board and committee meetings including required agenda information shall comply with Arizona Revised Statutes, Section 38-431, *et seq.* (the “**State Open Meeting Law**”).

Section 6. EXECUTIVE SESSIONS. Executive sessions of the Board may be held for purposes of discussing/considering personnel issues; non-public records; legal advice; the Board’s position on contract negotiations, litigation or claim settlement; and any other purpose authorized by A.R.S. Title 38, Chapter 3, Article 3.1.

Section 7. ATTENDANCE. Members may attend meetings in person or via two-way electronic communication whereby the persons attending the meeting are able to hear each other. Members who fail to attend more than two successive regular meetings of the Board without either prior notice to the Chair or providing a designated alternate approved by the city, town or county member of the RPTA to attend in the Board member’s place, shall be deemed ineligible to serve on the Board, and the city, town or county the member represents shall be asked to designate a new representative.

ARTICLE IV CONDUCT OF BUSINESS

Section 1. QUORUM. No business of the Board shall be transacted except at a regular or special meeting at which a quorum is in attendance (see: Art. III, § 7.). A quorum is defined as a majority of the total authorized membership of the Board.

Section 2. TRANSACTING BUSINESS. Matters proposed to the Board shall be approved based upon the affirmative vote of a majority of the quorum then in attendance (see: Art. III, § 7) provided, however, that if a member of the Board eligible to vote requests a weighted vote, then approval shall be based upon the affirmative vote of a majority of the represented population (determined pursuant to A.R.S. Section 48-5105.D) of all Board members whether or not all Board members are then present. “**Population**” is defined as the total population of all of the municipality members of the RPTA plus the unincorporated portions of Maricopa County, as determined in accordance with A.R.S. Section 28-6531.

Section 3. REQUESTS FOR WEIGHTED VOTE. A voting Board member may request that any item may be reconsidered pursuant to a weighted vote. All timely requests for reconsideration pursuant to a weighted vote shall be honored.

Section 4. VOTING REQUIREMENTS.

(a) In that event, a majority of the weighted vote shall be required. Weighted voting shall be carried out according to the provisions of A.R.S. Section 48-5105.D. Appendix A to this Administrative Code sets out the weighted vote of the members of the Authority based on the current decennial or (if applicable) special census for each member conducted pursuant to A.R.S. Section 28-6531. Appendix A

shall be updated as and when the results of such decennial or special census is updated and published by the Department of Economic Security.

(b) Preliminary approval of a regional public transportation system plan shall be in accordance with A.R.S. Section 48-5105.E.

Section 5. ORDER OF BUSINESS.

(a) The business of all regular meetings of the Board shall be transacted in an order that is practicable, with the provision that the Chair or a majority of the Board may, at any time, invite public comment with respect to a proposed action, prior to acting upon such matter.

(b) The order of business shall adhere to the items set forth in the agenda, unless modified by the Chair.

Section 6. COMMITTEES OF THE BOARD.

(a) Powers. The Board may, by resolution passed by a majority of the authorized members of the Board or (if requested) a majority of the weighted vote of the Board, designate one or more committees. Each such committee shall consist of at least two (2) Board members selected by the Board. Such committees shall have such names as may be determined from time to time by resolution of the Board; provided, however, that no such committee may exercise the authority of the Board of Directors.

(b) Meetings. Committees shall comply with the State Open Meeting Law, shall keep regular meeting minutes of the proceedings, and shall report their proceedings to the Board.

Section 7. RECORDS AND RECORDED VOTES. All ordinances, resolutions and orders, as soon as practicable after their passage, shall be recorded in a book kept for that purpose. The Secretary shall record the ayes and nays on roll call votes. A record shall also be made of all other proceedings of the Board, minutes of the meetings, reports entered into the record, certificates, contracts, bonds given by officers, employees, and any other agents of the Authority, and all official acts. Said records shall be public records, except for minutes of executive sessions, and shall be open for inspection as required by law.

Section 8. PARLIAMENTARY PROCEDURE. The current edition of Roberts' Rules of Order newly revised shall govern parliamentary procedure, except as herein provided, or as otherwise provided by law.

ARTICLE V
OFFICERS AND PERSONNEL

Section 1. QUALIFICATIONS. Board members shall be elected officials of member municipalities or Maricopa County, appointed in accordance with A.R.S. Section 48-5105.

Section 2. TERMS OF OFFICE. The terms of office of the Board members shall be two (2) years as provided by A.R.S. Section 48-5105.B.

Section 3. ELECTION OF OFFICERS. At the last regular meeting or special meeting of the fiscal year, the Board of Directors shall elect officers from its membership to serve as Chair, Vice Chair and Treasurer. Officers elected at the meeting will assume their duties on July 1 of the new fiscal year. The term of each office shall be one (1) year. Officers may be elected to serve up to a total of two (2) consecutive years in the same position upon Board approval. Officers shall serve until their successors have been elected, unless (i) an officer's term of office as an elected official has expired; (ii) the officer has been removed from Board office pursuant to Article V, Section 9; or (iii) the officer ceases to serve in an elected capacity on the Board of Directors. The officers shall be elected by a majority of the total authorized membership of the Board or by weighted vote, if requested. The vote may be by voice vote, show of hands, or rising, as determined by the Chair.

Section 4. THE CHAIR. The Chair shall preside at all Board meetings, and shall be the chief policy officer of the Authority. Except as otherwise authorized by action of the Board, the Chair or the Chair's designee shall sign all required Board approved resolutions, financial instruments, and other documents necessary for the conduct of business by the Authority.

Section 5. VICE CHAIR. The Vice Chair shall preside at all meetings and act as chief policy officer of the Authority during the absence of the Chair and whenever the Chair is unable to act or when there is a vacancy in the office of Chair.

Section 6. THE SECRETARY. The Secretary shall be responsible for keeping records of the Authority, for the recording of all votes, and shall see that the proceedings of the Board are recorded in a minute book kept for that purpose, which shall be an official record of the Board, and shall perform all duties incident to the office and as required by the Regional Public Transportation Authority Act. The official records shall be maintained in the office of the Authority. These duties are assigned to the Chief Executive Officer who may designate these responsibilities to staff.

Section 7. THE TREASURER. The Treasurer provides review and oversight of the financial records of the Authority and performs such other duties as are normally performed by treasurers and specifically assigned or delegated by the Board. The Treasurer is responsible to review expenditures by the Authority that exceed \$100,000. The RPTA Chief Executive Officer shall provide a monthly expense ledger of all expenditures exceeding the \$100,000 threshold

to the Treasurer for review within 30 days of the end of each calendar month. If the Treasurer finds any questionable expenditure, he/she shall inform the Chief Executive Officer who shall provide all necessary information to satisfy the Treasurer. If the Treasurer is not satisfied with the information provided by the Chief Executive Officer, the Treasurer shall bring the questioned expenditure(s) to the Board for review.

Any expenditure of the RPTA in excess of \$100,000 which is not within the Board adopted budget must be presented to and approved by the Treasurer in writing before payment is issued.

Section 8. VACANCIES. Any vacancy occurring in any office shall be filled for the unexpired term in the same manner as is provided for the selection of full term officers, except that the vote to fill such vacancy shall occur at the next regular or special meeting of the Board following the occurrence of the vacancy.

Section 9. REMOVAL OF OFFICERS. Any officer elected to an office by the Board may be removed from office by the Board upon the affirmative vote of two-thirds (2/3) of the authorized members of the Board or a two-thirds (2/3) weighted vote of the authorized members of the Board if a weighted vote is called. Such action shall be initiated by a motion made at a regular meeting, but the vote shall not be called for until the next regular meeting or at a special meeting called for the purpose of considering such motion. The Secretary shall cause to be delivered or shall mail a copy of the motion to remove to the affected member at least seven (7) days prior to the meeting at which the motion is to be voted upon.

Section 10. COMPENSATION OF BOARD AND OFFICERS OF BOARD. Members of the Board shall not receive nor be entitled to any compensation for their services.

Section 11. REIMBURSEMENT FOR EXPENSES. Members of the Board shall be entitled to reimbursement for actual expenses incurred and approved for reimbursement by the Chief Executive Officer pursuant to Board policy.

Section 12. THE CHIEF EXECUTIVE OFFICER.

(a) The Board shall appoint a Chief Executive Officer who shall serve for such term and upon such conditions, as the Board, from time to time, may establish, including salary, benefits and other compensation.

(b) The Chief Executive Officer shall have the following powers, duties, and responsibilities:

(1) The active, general management of the business of the Authority, consistent with the purposes and the general policies of the Authority as expressed in the resolutions and actions of the Board and the Act.

(2) Maintaining financial records and books of account, and preparation of a regular financial statement under supervision of the Treasurer.

(3) The hiring, discharge, salary determination, and general supervision and direction of all employees of the Authority which shall be based upon their respective qualifications and capabilities in accordance with state and federal affirmative action policies.

(4) Retaining lawyers, accountants, other professionals, consultants and contractors as the Board requires and approves.

(5) Reporting on the operations and progress of the projects of the Authority and upon all other matters within his or her knowledge which may be of concern to the Board.

(6) Directing the work and reviewing the progress estimates of all consultants, contractors, and others doing business with the Authority, and taking such action as is indicated, including (without limitation) negotiating, assigning and terminating contracts.

(7) Executing contracts pursuant to the Authority's procurement code.

(8) Establishing vanpool fares consistent with Board guidelines.

(9) Develop plans and programs.

(10) Such other duties as may be outlined in the Chief Executive Officer's contract and as delegated by the Board or the Chair of the Board.

Section 13. INDEMNIFICATION. Each Board member and employee while serving in his or her official capacity and each employee while acting within the scope of their employment shall be indemnified by the Authority against all costs and expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit, or proceeding in which he or she may be involved or to which he or she may be made a party by reasons of his or her being or having been such Board member or employee, except in relation to matters as to which he or she shall be finally adjudged in such action, suit, or proceeding to be liable for willful or wanton negligence, intentional misconduct, or criminal, dishonest, fraudulent or intentional wrongful acts or omissions in the performance of his or her duty. Such costs and expenses shall include amounts reasonably paid in settlement for the purpose of curtailing the cost of litigation, but only if the Authority is advised in writing by legal counsel that in the opinion of legal counsel the person indemnified did not commit such willful or wanton negligence or intentional misconduct, criminal, dishonest, fraudulent, or intentionally wrongful act or omission. The foregoing right of indemnification shall not be exclusive of other rights to which the indemnified party may be entitled as a matter of law or agreement.

ARTICLE VI
FISCAL YEAR

The fiscal year of the Authority shall commence on July 1 and end on June 30 of each succeeding year.

ARTICLE VII
CONFLICT OF INTEREST

Members of the Board of Directors and all employees and agents of the Authority shall comply with the State Conflict of Interest Law, A. R. S. Sections 38-501, *et seq.*

ARTICLE VIII
MODIFICATION OF ADMINISTRATIVE CODE

This Administrative Code may be revised or amended by a majority vote or a majority of the weighted vote, if requested, at any regular meeting of the Board or at any special meeting of the Board called for that purpose, provided that in either instance notice of proposed revisions or amendments has been delivered or mailed to each Board member at least seven (7) days in advance of the meeting at which such revisions or amendments are considered.

The foregoing is the official Administrative Code of the Regional Public Transportation Authority as of November 21, 2013.

APPENDIX A

The weight accorded each vote is determined by forming a fraction the denominator of which is the total population of all members of RPTA, and the numerator of which is the population of each respective member municipality (or in the case of Maricopa County, the population of the unincorporated portion of the County). Any member's weight that exceeds forty percent must be reduced to a fraction equaling forty percent (40%), but such reduction shall not affect the weighted votes of other members. The weighted vote for each member of the Authority as of the most recent decennial or (if applicable) special census conducted pursuant to A.R.S. Section 28-6531 is set forth below.

Regional Public Transportation Authority

Weighted Vote Worksheet

Weighted Vote:

Agenda Item:

<u>Jurisdiction</u>	<u>Population*</u>	<u>Weight</u>	<u>Vote</u>	<u>YES</u>	<u>NO</u>
Avondale	76,238	2.05			
Buckeye	50,876	1.37			
Chandler	236,123	6.35			
El Mirage	31,797	0.86			
Gilbert	208,453	5.61			
Glendale	226,721	6.10			
Goodyear	65,275	1.76			
Maricopa County	274,150	7.37			
Mesa	439,041	11.81			
Peoria	154,058	4.14			
Phoenix	1,445,632	38.88			
Scottsdale	217,385	5.85			
Surprise	117,517	3.16			
Tempe	161,719	4.35			
Tolleson	6,545	0.18			
Wickenburg	6,363	0.17			
Total	3,717,893	100.00			

* Note:

April 1, 2010 Population Estimates, 2010 Census Survey

Type Y for yes vote, N for no vote

1-Jul-11

APPENDIX B ARIZONA REVISED STATUTES

A.R.S. 38-431. Definitions

In this article, unless the context otherwise requires:

1. "Advisory committee" or "subcommittee" means any entity, however designated, that is officially established, on motion and order of a public body or by the presiding officer of the public body, and whose members have been appointed for the specific purpose of making a recommendation concerning a decision to be made or considered or a course of conduct to be taken or considered by the public body.
2. "Executive session" means a gathering of a quorum of members of a public body from which the public is excluded for one or more of the reasons prescribed in section 38-431.03. In addition to the members of the public body, officers, appointees and employees as provided in section 38-431.03 and the auditor general as provided in section 41-1279.04, only individuals whose presence is reasonably necessary in order for the public body to carry out its executive session responsibilities may attend the executive session.
3. "Legal action" means a collective decision, commitment or promise made by a public body pursuant to the constitution, the public body's charter, bylaws or specified scope of appointment and the laws of this state.
4. "Meeting" means the gathering, in person or through technological devices, of a quorum of members of a public body at which they discuss, propose or take legal action, including any deliberations by a quorum with respect to such action.
5. "Political subdivision" means all political subdivisions of this state, including without limitation all counties, cities and towns, school districts and special districts.
6. "Public body" means the legislature, all boards and commissions of this state or political subdivisions, all multimember governing bodies of departments, agencies, institutions and instrumentalities of the state or political subdivisions, including without limitation all corporations and other instrumentalities whose boards of directors are appointed or elected by the state or political subdivision. Public body includes all quasi-judicial bodies and all standing, special or advisory committees or subcommittees of, or appointed by, the public body.
7. "Quasi-judicial body" means a public body, other than a court of law, possessing the power to hold hearings on disputed matters between a private person and a public agency and to make decisions in the general manner of a court regarding such disputed claims.

A.R.S. Section 38-431.01. Meetings shall be open to the public

A. All meetings of any public body shall be public meetings and all persons so desiring shall be permitted to attend and listen to the deliberations and proceedings. All legal action of public bodies shall occur during a public meeting.

B. All public bodies shall provide for the taking of written minutes or a recording of all their meetings, including executive sessions. For meetings other than executive sessions, such minutes or recording shall include, but not be limited to:

1. The date, time and place of the meeting.
2. The members of the public body recorded as either present or absent.
3. A general description of the matters considered.
4. An accurate description of all legal actions proposed, discussed or taken, and the names of members who propose each motion. The minutes shall also include the names of the persons, as given, making statements or presenting material to the public body and a reference to the legal action about which they made statements or presented material.

C. Minutes of executive sessions shall include items set forth in subsection B, paragraphs 1, 2 and 3 of this section, an accurate description of all instructions given pursuant to section 38-

431.03, subsection A, paragraphs 4, 5 and 7 and such other matters as may be deemed appropriate by the public body.

D. The minutes or a recording of a meeting shall be available for public inspection three working days after the meeting except as otherwise specifically provided by this article.

E. A public body of a city or town with a population of more than two thousand five hundred persons shall:

1. Within three working days after a meeting, except for subcommittees and advisory committees, post on its internet website, if applicable, either:

(a) A statement describing the legal actions taken by the public body of the city or town during the meeting.

(b) Any recording of the meeting.

2. Within two working days following approval of the minutes, post approved minutes of city or town council meetings on its internet website, if applicable, except as otherwise specifically provided by this article.

3. Within ten working days after a subcommittee or advisory committee meeting, post on its internet website, if applicable, either:

(a) A statement describing legal action, if any.

(b) A recording of the meeting.

F. All or any part of a public meeting of a public body may be recorded by any person in attendance by means of a tape recorder or camera or any other means of sonic reproduction, provided that there is no active interference with the conduct of the meeting.

G. The secretary of state for state public bodies, the city or town clerk for municipal public bodies and the county clerk for all other local public bodies shall distribute open meeting law materials prepared and approved by the attorney general to a person elected or appointed to a public body prior to the day that person takes office.

H. A public body may make an open call to the public during a public meeting, subject to reasonable time, place and manner restrictions, to allow individuals to address the public body on any issue within the jurisdiction of the public body. At the conclusion of an open call to the public, individual members of the public body may respond to criticism made by those who have addressed the public body, may ask staff to review a matter or may ask that a matter be put on a future agenda. However, members of the public body shall not discuss or take legal action on matters raised during an open call to the public unless the matters are properly noticed for discussion and legal action.

I. A member of a public body shall not knowingly direct any staff member to communicate in violation of this article.

A.R.S. Section 38-431.02. Notice of meetings

A. Public notice of all meetings of public bodies shall be given as follows:

1. The public bodies of the state shall file a statement with the secretary of state stating where all public notices of their meetings will be posted and shall give such additional public notice as is reasonable and practicable as to all meetings.

2. The public bodies of the counties, school districts and other special districts shall file a statement with the clerk of the board of supervisors stating where all public notices of their meetings will be posted and shall give such additional public notice as is reasonable and practicable as to all meetings.

3. The public bodies of the cities and towns shall file a statement with the city clerk or mayor's office stating where all public notices of their meetings will be posted and shall give such additional public notice as is reasonable and practicable as to all meetings.

4. The public bodies of the cities and towns that have an internet web site shall post all public notices of their meetings on their internet web site and shall give additional public notice as is reasonable and practicable as to all meetings. A technological problem or failure that either

prevents the posting of public notices on a city or town web site or that temporarily or permanently prevents the usage of all or part of the web site does not preclude the holding of the meeting for which the notice was posted if all other public notice requirements required by this section are complied with.

B. If an executive session will be held, the notice shall be given to the members of the public body, and to the general public, stating the specific provision of law authorizing the executive session.

C. Except as provided in subsections D and E, meetings shall not be held without at least twenty-four hours' notice to the members of the public body and to the general public.

D. In case of an actual emergency, a meeting, including an executive session, may be held on such notice as is appropriate to the circumstances. If this subsection is utilized for conduct of an emergency session or the consideration of an emergency measure at a previously scheduled meeting the public body must post a public notice within twenty-four hours declaring that an emergency session has been held and setting forth the information required in subsections H and I.

E. A meeting may be recessed and resumed with less than twenty-four hours' notice if public notice of the initial session of the meeting is given as required in subsection A, and if, prior to recessing, notice is publicly given as to the time and place of the resumption of the meeting or the method by which notice shall be publicly given.

F. A public body that intends to meet for a specified calendar period, on a regular day, date or event during such calendar period, and at a regular place and time, may post public notice of such meetings at the beginning of such period. Such notice shall specify the period for which notice is applicable.

G. Notice required under this section shall include an agenda of the matters to be discussed or decided at the meeting or information on how the public may obtain a copy of such an agenda. The agenda must be available to the public at least twenty-four hours prior to the meeting, except in the case of an actual emergency under subsection D.

H. Agendas required under this section shall list the specific matters to be discussed, considered or decided at the meeting. The public body may discuss, consider or make decisions only on matters listed on the agenda and other matters related thereto.

I. Notwithstanding the other provisions of this section, notice of executive sessions shall be required to include only a general description of the matters to be considered. Such agenda shall provide more than just a recital of the statutory provisions authorizing the executive session, but need not contain information that would defeat the purpose of the executive session, compromise the legitimate privacy interests of a public officer, appointee or employee, or compromise the attorney-client privilege.

J. Notwithstanding subsections H and I, in the case of an actual emergency a matter may be discussed and considered and, at public meetings, decided, where the matter was not listed on the agenda provided that a statement setting forth the reasons necessitating such discussion, consideration or decision is placed in the minutes of the meeting and is publicly announced at the public meeting. In the case of an executive session, the reason for consideration of the emergency measure shall be announced publicly immediately prior to the executive session.

K. Notwithstanding subsection H, the chief administrator, presiding officer or a member of a public body may present a brief summary of current events without listing in the agenda the specific matters to be summarized, provided that:

1. The summary is listed on the agenda.

2. The public body does not propose, discuss, deliberate or take legal action at that meeting on any matter in the summary unless the specific matter is properly noticed for legal action.

A.R.S. Section 38-431.03. Executive sessions

A. Upon a public majority vote of the members constituting a quorum, a public body may hold an executive session but only for the following purposes:

1. Discussion or consideration of employment, assignment, appointment, promotion, demotion, dismissal, salaries, disciplining or resignation of a public officer, appointee or employee of any public body, except that, with the exception of salary discussions, an officer, appointee or employee may demand that the discussion or consideration occur at a public meeting. The public body shall provide the officer, appointee or employee with written notice of the executive session as is appropriate but not less than twenty-four hours for the officer, appointee or employee to determine whether the discussion or consideration should occur at a public meeting.
2. Discussion or consideration of records exempt by law from public inspection, including the receipt and discussion of information or testimony that is specifically required to be maintained as confidential by state or federal law.
3. Discussion or consultation for legal advice with the attorney or attorneys of the public body.
4. Discussion or consultation with the attorneys of the public body in order to consider its position and instruct its attorneys regarding the public body's position regarding contracts that are the subject of negotiations, in pending or contemplated litigation or in settlement discussions conducted in order to avoid or resolve litigation.
5. Discussions or consultations with designated representatives of the public body in order to consider its position and instruct its representatives regarding negotiations with employee organizations regarding the salaries, salary schedules or compensation paid in the form of fringe benefits of employees of the public body.
6. Discussion, consultation or consideration for international and interstate negotiations or for negotiations by a city or town, or its designated representatives, with members of a tribal council, or its designated representatives, of an Indian reservation located within or adjacent to the city or town.
7. Discussions or consultations with designated representatives of the public body in order to consider its position and instruct its representatives regarding negotiations for the purchase, sale or lease of real property.

B. Minutes of and discussions made at executive sessions shall be kept confidential except from:

1. Members of the public body which met in executive session.
 2. Officers, appointees or employees who were the subject of discussion or consideration pursuant to subsection A, paragraph 1 of this section.
 3. The auditor general on a request made in connection with an audit authorized as provided by law.
 4. A county attorney or the attorney general when investigating alleged violations of this article.
- C. The public body shall instruct persons who are present at the executive session regarding the confidentiality requirements of this article.
- D. Legal action involving a final vote or decision shall not be taken at an executive session, except that the public body may instruct its attorneys or representatives as provided in subsection A, paragraphs 4, 5 and 7 of this section. A public vote shall be taken before any legal action binds the public body.

E. Except as provided in section 38-431.02, subsections I and J, a public body shall not discuss any matter in an executive session which is not described in the notice of the executive session.

F. Disclosure of executive session information pursuant to this section or section 38-431.06 does not constitute a waiver of any privilege, including the attorney-client privilege. Any person receiving executive session information pursuant to this section or section 38-431.06 shall not disclose that information except to the attorney general or county attorney, by agreement with the public body or to a court in camera for purposes of enforcing this article. Any court that

reviews executive session information shall take appropriate action to protect privileged information.

A.R.S. Section 38-431.04. Writ of mandamus

Where the provisions of this article are not complied with, a court of competent jurisdiction may issue a writ of mandamus requiring that a meeting be open to the public.

A.R.S. Section 38-431.05. Meeting held in violation of article; business transacted null and void; ratification

A. All legal action transacted by any public body during a meeting held in violation of any provision of this article is null and void except as provided in subsection B.

B. A public body may ratify legal action taken in violation of this article in accordance with the following requirements:

1. Ratification shall take place at a public meeting within thirty days after discovery of the violation or after such discovery should have been made by the exercise of reasonable diligence.
2. The notice for the meeting shall include a description of the action to be ratified, a clear statement that the public body proposes to ratify a prior action and information on how the public may obtain a detailed written description of the action to be ratified.
3. The public body shall make available to the public a detailed written description of the action to be ratified and all deliberations, consultations and decisions by members of the public body that preceded and related to such action. The written description shall also be included as part of the minutes of the meeting at which ratification is taken.
4. The public body shall make available to the public the notice and detailed written description required by this section at least seventy-two hours in advance of the public meeting at which the ratification is taken.

A.R.S. Section 38-431.06. Investigations; written investigative demands

A. On receipt of a written complaint signed by a complainant alleging a violation of this article or on their own initiative, the attorney general or the county attorney for the county in which the alleged violation occurred may begin an investigation.

B. In addition to other powers conferred by this article, in order to carry out the duties prescribed in this article, the attorney general or the county attorney for the county in which the alleged violation occurred, or their designees, may:

1. Issue written investigative demands to any person.
2. Administer an oath or affirmation to any person for testimony.
3. Examine under oath any person in connection with the investigation of the alleged violation of this article.
4. Examine by means of inspecting, studying or copying any account, book, computer, document, minutes, paper, recording or record.
5. Require any person to file on prescribed forms a statement or report in writing and under oath of all the facts and circumstances requested by the attorney general or county attorney.

C. The written investigative demand shall:

1. Be served on the person in the manner required for service of process in this state or by certified mail, return receipt requested.
2. Describe the class or classes of documents or objects with sufficient definiteness to permit them to be fairly identified.
3. Prescribe a reasonable time at which the person shall appear to testify and within which the document or object shall be produced and advise the person that objections to or reasons for not complying with the demand may be filed with the attorney general or county attorney on or before that time.

4. Specify a place for the taking of testimony or for production of a document or object and designate a person who shall be the custodian of the document or object.

D. If a person objects to or otherwise fails to comply with the written investigation demand served on the person pursuant to subsection C, the attorney general or county attorney may file an action in the superior court for an order to enforce the demand. Venue for the action to enforce the demand shall be in Maricopa county or in the county in which the alleged violation occurred. Notice of hearing the action to enforce the demand and a copy of the action shall be served on the person in the same manner as that prescribed in the Arizona rules of civil procedure. If a court finds that the demand is proper, including that the compliance will not violate a privilege and that there is not a conflict of interest on the part of the attorney general or county attorney, that there is reasonable cause to believe there may have been a violation of this article and that the information sought or document or object demanded is relevant to the violation, the court shall order the person to comply with the demand, subject to modifications the court may prescribe. If the person fails to comply with the court's order, the court may issue any of the following orders until the person complies with the order:

1. Adjudging the person in contempt of court.
2. Granting injunctive relief against the person to whom the demand is issued to restrain the conduct that is the subject of the investigation.
3. Granting other relief the court deems proper.

A.R.S. Section 38-431.07. Violations; enforcement; removal from office; in camera review

A. Any person affected by an alleged violation of this article, the attorney general or the county attorney for the county in which an alleged violation of this article occurred may commence a suit in the superior court in the county in which the public body ordinarily meets, for the purpose of requiring compliance with, or the prevention of violations of, this article, by members of the public body, or to determine the applicability of this article to matters or legal actions of the public body. For each violation the court may impose a civil penalty not to exceed five hundred dollars against a person who violates this article or who knowingly aids, agrees to aid or attempts to aid another person in violating this article and order such equitable relief as it deems appropriate in the circumstances. The civil penalties awarded pursuant to this section shall be deposited into the general fund of the public body concerned. The court may also order payment to a successful plaintiff in a suit brought under this section of the plaintiff's reasonable attorney fees, by the defendant state, the political subdivision of the state or the incorporated city or town of which the public body is a part or to which it reports. If the court determines that a public officer with intent to deprive the public of information violated any provision of this article the court may remove the public officer from office and shall assess the public officer or a person who knowingly aided, agreed to aid or attempted to aid the public officer in violating this article, or both, with all of the costs and attorney fees awarded to the plaintiff pursuant to this section.

B. A public body shall not expend public monies to employ or retain legal counsel to provide legal services or representation to the public body or any of its officers in any legal action commenced pursuant to any provisions of this article, unless the public body has authority to make such expenditure pursuant to other provisions of law and takes a legal action at a properly noticed open meeting approving such expenditure prior to incurring any such obligation or indebtedness.

C. In any action brought pursuant to this section challenging the validity of an executive session, the court may review in camera the minutes of the executive session, and if the court in its discretion determines that the minutes are relevant and that justice so demands, the court may disclose to the parties or admit in evidence part or all of the minutes.

A.R.S. Section 38-431.08. Exceptions; limitation

A. This article does not apply to:

1. Any judicial proceeding of any court or any political caucus of the legislature.
2. Any conference committee of the legislature, except that all such meetings shall be open to the public.
3. The commissions on appellate and trial court appointments and the commission on judicial qualifications.
4. Good cause exception determinations and hearings conducted by the board of fingerprinting pursuant to section 41-619.55.

B. A hearing held within a prison facility by the board of executive clemency is subject to this article, except that the director of the state department of corrections may:

1. Prohibit, on written findings that are made public within five days of so finding, any person from attending a hearing whose attendance would constitute a serious threat to the life or physical safety of any person or to the safe, secure and orderly operation of the prison.
2. Require a person who attends a hearing to sign an attendance log. If the person is over sixteen years of age, the person shall produce photographic identification which verifies the person's signature.
3. Prevent and prohibit any articles from being taken into a hearing except recording devices, and if the person who attends a hearing is a member of the media, cameras.
4. Require that a person who attends a hearing submit to a reasonable search on entering the facility.

C. The exclusive remedies available to any person who is denied attendance at or removed from a hearing by the director of the state department of corrections in violation of this section shall be those remedies available in section 38-431.07, as against the director only.

D. Either house of the legislature may adopt a rule or procedure pursuant to article IV, part 2, section 8, Constitution of Arizona, to provide an exemption to the notice and agenda requirements of this article or to allow standing or conference committees to meet through technological devices rather than only in person.

A.R.S. Section 38-431.09. Declaration of public policy

It is the public policy of this state that meetings of public bodies be conducted openly and that notices and agendas be provided for such meetings which contain such information as is reasonably necessary to inform the public of the matters to be discussed or decided. Toward this end, any person or entity charged with the interpretations of this article shall construe any provision of this article in favor of open and public meetings.

A.R.S. Section 28-6531. Definitions

In this article, unless the context otherwise requires:

1. "Arterial street or highway" means a street or highway used primarily for through traffic in such manner that vehicular traffic from intersecting streets and highways is required by law to stop or yield before entering or crossing the street or highway.
2. "Bonds" means any bonds that are payable from the state highway fund as provided in chapter 21, article 1 of this title.
3. "Controlled access highway" has the same meaning prescribed in section 28-601.
4. "Population" means the population determined in the most recent United States decennial census or the most recent special census as provided in section 28-6532 and revisions to the decennial or special census certified by the United States bureau of the census.
5. "State highway fund" means the state highway fund established by section 28-6991.

A.R.S. Section 48-5105. Board of directors

A. A board composed of the following members shall govern the authority:

1. From each municipality that enters into the authority, one elected official who is appointed by the respective governing body of the municipality.
2. One county supervisor who is appointed by the county board of supervisors, if the county enters into the authority.

B. The term of each member is two years unless the member is no longer serving in the member's elected capacity, in which case the membership is vacant. The respective governing body shall fill a vacancy under subsection A of this section.

C. Each municipality or county may provide for an alternate board member who is also an elected official. Section 11-211, subsection A does not apply to a county supervisor serving on the board. If an elected official of a municipality is prohibited from serving on the board, the governing body of the municipality shall appoint an official of the municipality who is not prohibited from serving on the board.

D. The voting members of the authority are entitled to one vote for each member unless a voting member requests a weighted vote. If a weighted vote is requested, the following apply:

1. Each member of the board is entitled to a percentage vote based on the proportion of the population the member represents to the total population represented by all members of the board, except as provided in paragraph 4 of this subsection.
2. If a municipality is a member of the board, its proportion of the population shall be calculated on the basis of the population in the incorporated area of the municipality.
3. If the county is a member of the board, its proportion of the population shall be calculated on the basis of the population in the unincorporated area of the county.
4. The weighted vote of any single member shall not exceed forty per cent of the total weighted vote. If any member's proportion of the population as calculated in this subsection entitles it to a weighted vote in excess of forty per cent, the limitation on its percentage does not affect the calculation of the weighted vote of each other member.

E. For the purpose of preliminary approval of a regional public transportation system plan, the voting provisions of subsection D of this section apply, except that if a weighted vote is requested, in addition to the provisions provided in subsection D of this section relating to a weighted vote, a minimum of one-third of the voting members is also required for preliminary approval of the plan.