

**ALAMEDA-CONTRA COSTA TRANSIT DISTRICT  
RESOLUTION NO. 25-039**

**A RESOLUTION REGARDING COMPENSATION FOR THE MEMBERS OF THE BOARD OF  
DIRECTORS, REIMBURSEMENT FOR EXPENSES AND AMENDING BOARD POLICY NO. 123 BY  
THE REPEAL OF RESOLUTION NO. 10-053 AND REPLACING IT WITH THIS RESOLUTION**

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**WHEREAS**, Public Utilities Code Section 24908, enacted in 1955 and amended in 1982, has set the compensation for the directors at one hundred dollars (\$100) for attendance at authorized meetings, not to exceed five hundred dollars (\$500) in a calendar month; and

**WHEREAS**, Section 24908 permits directors to be compensated for necessary travel and personal expenses incurred in the performance of their duties as authorized by the Board; and

**WHEREAS**, Assembly Bill 490 was enacted during the 2007 Legislative Session (Chapter 213) and it, in part, amended Section 24908 to permit the compensation paid to each director to be one thousand dollars (\$1,000) per month, subject to compliance with specific attendance requirements and allowed an annual adjustment to said monthly compensation to be effective under specific conditions; and

**WHEREAS**, the legislation also permitted the reimbursement of actual and necessary travel and incidental expenses incurred while a director is on official business; and

**WHEREAS**, Senate Bill 1318 was enacted during the 2010 Legislative Session (Chapter 491) amending a portion of Section 24908 to change the criterion for the receipt of the \$1,000 monthly stipend for attendance at board meetings from “attendance at all scheduled and noticed board meetings” to attendance at “all scheduled and noticed regular board meetings” held in each month the monthly stipend is claimed; and

**WHEREAS**, Assembly Bill 1141 was enacted during the 2025 Legislative Session amending a portion of Section 24908 to state that an adjustment in the Board’s compensation shall not become effective until the first day of the new fiscal year.

**WHEREAS**, this resolution will bring the compensation for the directors and reimbursement for expenses in compliance with AB 1141 and eliminate conflicting documents in Board Policy No. 123.

**NOW THEREFORE**, the Board of Directors of the Alameda-Contra Costa Transit District des resolve as follows:

**Section 1.** Each director shall be entitled to receive compensation of one thousand dollars (\$1,000) per month (the Monthly Stipend) for the performance of his/her duties as a director, in lieu of per-meeting compensation, provided the following criteria is met:

- a. Prior to the end of each month in which compensation is being claimed, each director shall fill out and provide to the District Secretary a Director’s Fees Form (Exhibit A)

- indicating the scheduled and noticed regular Board meetings the director attended during that month, as well as attendance at Board Committee meetings held during that month on which the director is a member. The District Secretary shall verify that the information on the form is correct, initial it and route the form for Chief Financial Officer and General Manager approval.
- b. In any month in which a director attended all the scheduled and noticed regular Board meetings, as well as Board Committee meetings on which the director is a member, and this information is verified by the District Secretary, the director shall be entitled to receive the Monthly Stipend identified above.
  - c. In any month in which a director attends all scheduled and noticed regular Board meetings but fails to attend a Board Committee meeting on which the director is a member, the sum of one hundred (\$100) shall be deducted from the Monthly Stipend for each such Board Committee meeting the director is absent, unless the absence is excused as provided in either subsection 2.a. or 2.b., below.

**Section 2.** If a director is not in attendance at one or more of the meetings identified in Section 1, including all the meetings, the determination whether the director was in attendance or absent from the meeting(s) for the purpose of receiving compensation as provided in Section 1, above, shall depend on the following circumstances:

- a. If the director was not in attendance because the director was on or attending to “authorized, official district business”, the director shall be deemed to have attended the required meeting(s). A director shall be deemed to be on “authorized, official district business” if the director is attending a conference or meeting authorized under Board Policy No. 155 or attending a meeting listed in Exhibit B.
- b. If the director was not on or attending to “authorized, official district business” at the time of the director’s absence from the required meeting(s), the director’s absence may be authorized as excused by the Board President or Vice President and the basis for the authorization shall be noted in the record of the meeting at which the director is absent or a written authorization, with justification, by the Board President or Vice President attached to the Director’s Fees Form. Neither the Board President or Vice President may authorize their own absence; the absence of either must be authorized by the other officer (i.e. President for Vice President and vice versa) A director shall be entitled to no more than two excused absences during a calendar year, without disqualifying the director for a monthly stipend.
- c. If a director claims an absence is authorized, the director shall specify on the Director’s Fees Form the justification for the absence based on the aforementioned criteria.

**Section 3.** Beginning in calendar year 2026, the Monthly Stipend shall be adjusted on July 1 of each calendar year based on the percentage increase in the California Consumer Price Index for the previous calendar year, as calculated by the Department of Finance.

**Section 4.** Each director is entitled to receive necessary traveling and personal expenses incurred solely as a result of the performance of his/her duties as a director, subject to the provisions of Exhibit B and Board Policy No. 155.

**Section 5.** Resolution No.10-053 is repealed and this resolution, together with its Exhibits, and Ordinance 15 shall constitute Board Policy No. 123.

**Section 6.** This Resolution shall become effective on January 1, 2026, upon its passage by four affirmative votes of the Board of Directors.

**PASSED AND ADOPTED** this 10th day of December 2025.

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Diane Shaw  
President

Attest:

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Linda A. Nemeroff  
Board Administrative Officer/District Secretary

I, Linda A. Nemeroff, District Secretary for the Alameda-Contra Costa Transit District, do hereby certify that the foregoing Resolution was passed and adopted at a regular meeting of the Board of Directors held on the 10th day of December, 2025, by the following roll call vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

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Linda A. Nemeroff  
Board Administrative Officer/District Secretary

Approved as to Form and Content:

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Aimee L. Steele  
General Counsel/Chief Legal Officer