



STAFF REPORT

DATE: September 14, 2020
TO: Sacramento Regional Transit Board of Directors
FROM: Olga Sanchez-Ochoa, General Counsel
SUBJ: APPROVING THE JOB DESCRIPTION FOR THE POSITION GENERAL COUNSEL AND CHANGING THE REPORTING STRUCTURE AS AUTHORIZED UNDER CALIFORNIA PUBLIC UTILITIES CODE §102160

RECOMMENDATION

Adopt the Attached Resolution.

RESULT OF RECOMMENDED ACTION

If the Board approves the job description and change in reporting structure, the General Counsel will report directly to the Board and serve at the pleasure and direction of the Board.

FISCAL IMPACT

There is no fiscal impact associated with this action.

DISCUSSION

Pursuant to California Public Utilities Code §102160 the Sacramento Regional Transit District Board of Directors has the authority to hire the General Manager, legal counsel, a controller, a treasurer, and any other officers it may deem necessary for the operation of the District. Until 2018, the SacRT Board of Directors directly appointed a chief attorney that reported directly to the Board and was responsible for overseeing all the District's legal affairs. The Chief Counsel, as the position was titled, worked with the General Manager/CEO, but was independent and reported directly to the Board of Directors. One of the key duties of the Chief Counsel was to provide advice and counsel to the Board regarding the Board members' fiduciary obligations to the District and their legal obligations as Board members. Additionally, all legal services within the District were consolidated under the Chief Counsel who managed and supervised all SacRT staff attorneys and as well as all outside attorneys that provided legal services to the District.

In 2018 when the Chief Counsel resigned, the Board took the opportunity to change the reporting structure of the position and de-centralized legal services within the District. In an effort to improve the cohesiveness of the General Manager/CEO's Executive Manager Team (EMT), the Board moved the Chief Counsel position under the General Manager/CEO. The title was changed to Director of Legal Services and later on General Counsel after the change in reporting structure. While the General Counsel maintained limited (dotted line) access to the Board, the General Counsel was selected

by the General Manager/CEO and the Board Chair and serves at the pleasure and direction of the General Manager/CEO. The other staff attorneys in the Legal Department were moved out of the Legal Department and assigned to different divisions, no longer reporting to the General Counsel. While there are benefits to this structure, the Board has determined that a legal advisor that is directly accountable to the Board and that has direct responsibility for advising the Board regarding its fiduciary obligations and that serves as an independent direct report responsible for advising the Board and staff regarding legal compliance matters and overseeing all of the District's legal affairs, will provide the Board with an opportunity to provide more oversight and better comply with its obligations as fiduciaries to the District. The legal affairs of the District will be consolidated under the office of the General Counsel and the General Counsel will be accountable for overseeing all legal matters affecting SacRT. While the position will report directly to the Board, it is crucial that the incumbent be a partner to the General Manager/CEO and assist the General Manager/CEO and the EMT with implementing the Board's policy priorities and vision for SacRT and its critical role in the community. Consequently, the Board expects the incumbent to be a functional member of the General Manager/CEO's EMT.

The individual selected to serve as the General Counsel will serve at the pleasure of the Board.

RESOLUTION NO. 20-09-0101

Adopted by the Board of Directors of the Sacramento Regional Transit District on this date:

September 14, 2020

**APPROVING THE JOB DESCRIPTION FOR THE POSITION GENERAL COUNSEL
AND CHANGING THE REPORTING STRUCTURE AS AUTHORIZED UNDER
CALIFORNIA PUBLIC UTILITIES CODE §102160**

WHEREAS, California Public Utilities Code §102160 authorizes the Sacramento Regional Transit District to hire and appoint its own legal counsel; and

WHEREAS, the Board desires to hire a General Counsel to serve as counsel to the Board and SacRT Management.

NOW THEREFORE, BE IT HEREBY RESOLVED BY THE BOARD OF DIRECTORS OF THE SACRAMENTO REGIONAL TRANSIT DISTRICT AS FOLLOWS:

THAT, the Board hereby approves the job description, attached hereto as Exhibit A, for the position General Counsel, which upon selection will be appointed by the Board and will serve at the pleasure and direction of the Board.

STEVE HANSEN, Chair

A T T E S T:

HENRY LI, Secretary

By: _____
Cindy Brooks, Assistant Secretary



Title: General Counsel

FLSA Status: EXEMPT

BRIEF DESCRIPTION:

Under the policy direction of the Sacramento Regional Transit District (SacRT) Board of Directors, the General Counsel serves as the Chief Legal Officer of SacRT. The incumbent is appointed by, reports to and serves at the pleasure of the Board of Directors and is SacRT’s chief legal officer, represents SacRT in legal matters, acts as legal advisor to the Board, the General Manager/CEO and other District staff; organizes and manages SacRT legal activities, whether performed by in-house legal staff or outside counsel; and supervises SacRT’s staff attorneys and activities of the Legal Department including the referral of matters to outside counsel; is a collaborative member of the General Manager/CEO’s Executive Management Team and must assist and support the Management staff in progressing the Board’s and GM’s vision for SacRT.

ESSENTIAL FUNCTIONS:

Note: This information is intended to be descriptive of the key responsibilities of the position. The list of essential functions below does not identify all duties performed by any single incumbent in this position. Additionally, please be aware of the legend below when referring to the physical demands of each essential function.

(S) Sedentary	(L) Light	(M) Medium	(H) Heavy	(V) Very Heavy
Exerting up to 10 lbs. occasionally or negligible weights frequently; sitting most of the time.	Exerting up to 20 lbs. occasionally; 10 lbs. frequently; or negligible amounts constantly; OR requires walking or standing to a significant degree.	Exerting 20-50 lbs. occasionally; 10-25 lbs. frequently; or up to 10 lbs. constantly.	Exerting 50-100 lbs. occasionally; 10-25 lbs. frequently; or up to 10-20 lbs. constantly.	Exerting over 100 lbs. occasionally; 50-100 lbs. frequently; or up to 20-50 lbs. constantly.

#	Code	Essential Functions	% of Time
1	S	<ul style="list-style-type: none">) Provides legal advice and consultation to the Board of Directors and other Board Officers; Consults with and advises individual Directors, the Board as a whole, the General Manager/CEO and members of the Executive Management Team and other SacRT staff.) Establishes and maintains goals, objectives, and plans for carrying out the functions of the office consistent with the Board’s policy determinations.) Develops and directs the implementation of goals, objectives, policies, procedures and work standards for the Legal Department.) Directs the selection of legal staff, subject to approval by the General Manager/CEO and provides for their training and professional development; is responsible for the morale, productivity and discipline of department staff.) Advises the Board of Directors and SacRT departments on legal matters through oral or written opinions, drafts legal opinions, legal memoranda; SacRT policies, resolutions and ordinances; and other legal documents.) Directs the handling of legal settlements and legal defenses of claims against SacRT and oversees all 	100%



litigation filed on behalf of or against SacRT. Prepares a variety of reports related to legal activities and litigation cases.

-) Monitors legal developments and reviews and interprets current statutes and ordinances, proposed legislation, judicial decisions, and legal opinions that may impact SacRT. Recommends appropriate action to the Board of Directors and the General Manager/CEO based on such reviews.
-) Works collaboratively with SacRT's Government Affairs staff and provides assistance with the SacRT's legislative agenda.
-) Ensures that SacRT's interests are protected by foreseeing potential liabilities with regard to all SacRT contracts and ongoing litigation and working to mitigate SacRT's exposure to legal challenges.
-) Reviews the efficiency of the Legal Department's organizational structure and evaluates and implements processes and procedures to improve the department's effectiveness. Directs the department's activities and staff, including the training, supervision, and evaluation of attorneys, as well as technical and administrative staff.
-) Responds to, or reviews proposed responses and approves, all responses to requests for information and records under the California Public Records Act.
-) Drafts, reviews and/or approves all formal Requests for Proposal, Invitation for Bid, and contracts to which SacRT is a party for compliance with applicable laws and regulations as well as all legal documents relating to environmental matters that impact SacRT.
-) Provides legal advice and assistance in labor negotiations.
-) Develops and recommends the annual budget for the Legal Department.
-) Attends all meetings of the Board of Directors, including closed session, and reports to the Board concerning pending legislation and litigation, as well as SacRT's obligation to meet all applicable Federal, state, and local laws and regulations. Prepares or reviews all staff reports related to Board agenda items for legal form and compliance with applicable policies.
-) Directs the coordination of Legal Department activities with other agencies and appropriate community organizations. Represents SacRT at meetings of legislative bodies, and community forums, as required.
-) Interprets SacRT policies and procedures for SacRT



employees.

JOB REQUIREMENTS:

-Description of Minimum Job Requirements-	
Formal Education	Juris Doctor degree or equivalent from an accredited school of law. Substitution of experience for the required education is not accepted.
Experience	A minimum of twelve (12) years of broad and extensive experience as a practicing attorney, including progressively responsible management or supervisory and experience working with a public agency. Transit experience is preferred.
Supervision	Work requires managing and monitoring work performance of a division including evaluating program/work objectives and effectiveness, establishing broad organizational goals and realigning work and staffing assignments for the division.
Human Collaboration Skills	Final decisions regarding policy development and implementation are made and/or recommended. Interaction with others outside the organization requires exercising participative management skills that support team efforts and quality processes.
Freedom to Act	The employee normally performs the duty assignments within broad parameters defined by general organizational requirements and accepted practices. End results determine effectiveness of job performance.
Technical Skills	Work requires advanced skills and knowledge in approaches and systems, which affect the design and implementation of major programs and /or processes organization-wide. Independent judgment and decision making abilities are necessary to apply technical skills effectively.
Budget Responsibility	Position has district wide fiscal responsibility. Assures that appropriate linkages exist between district-wide budget, funding limitations and service levels, to meet specific departmental and organizational goals. Monitors progress toward fiscal objectives and adjusts plans as necessary to reach them. Reviews agency financial statements and budget reports.
Reading	Advanced - Ability to read literature, books, reviews, scientific or technical journals, abstracts, financial reports, and/or legal documents. Ordinarily, such education is obtained in at the college level or above. However, it may be obtained from experience and self-study.
Math	Advanced - Ability to apply fundamental concepts of theories, work with advanced mathematical operations methods, and functions of real and complex variables. Ordinarily, such education is obtained at the college level or above. However, it may be obtained from experience and self-study.
Writing	Advanced - Ability to write editorials, journals, speeches, manuals, or critiques. Ordinarily, such education is obtained in at the college level or



	above. However, it may be obtained from experience and self-study.
Certification & Other Requirements	Active Membership in good standing in the California State Bar.

KNOWLEDGE	
)	Principles and practices of civil, constitutional, contract, tort, property, employment, environmental, municipal, and administrative law as it relates to SacRT;
)	Responsibilities, powers and functions of the Office of the General Counsel;
)	State and federal laws and constitutional provisions affecting SacRT operations;
)	Principles of land use, municipal law and government finance, California Environmental Quality Act (CEQA) and the National Environmental Policy Act (NEPA);
)	Federal laws and regulations relating to transit grants, including Section 13(c), and the principles of drafting and negotiating full funding grant agreements, letter of no prejudice, and other federal grant documents;
)	Management techniques and skills applicable to a professional law office or legal department;
)	Litigation and arbitration procedures and rules of evidence pertaining to state and federal court
)	Principles, methods, and practices of legal research
)	Labor relations and negotiations
)	Policies, operations, procedures, and functions of the District.

SKILLS	
)	Advanced word processing, spreadsheet, presentation and database software
)	Specialized software related to functional area



ABILITIES

-) Demonstrate unquestioned ethics and integrity; work collaboratively with the General Manager/CEO while remaining independent and objective;
-) Analyze, appraise and organize facts, evidence, and precedents and present such materials orally or in clear written and legal form;
-) Analyze, appraise, and organize facts, evidence, and precedents and present such materials orally in clear, written, and legal form;
-) Analyze and appraise a variety of legal documents and instruments;
-) Draft legal instruments such as resolutions, ordinances, contracts and other pertinent documents;
-) Make effective court and hearing presentations;
-) Establish and maintain effective professional relationships with SacRT personnel and city attorneys of the various jurisdictions within SacRT’s operating region, County Counsel staff, as well as local officials and the general public;
-) Effectively manage and coordinate the work of professional, administrative, and clerical subordinates engaged in work of a legal nature;
-) Work successfully with diverse persons and interest both in government and with the public in general;
-) Coordinate with the legal counsel of member agencies.



OVERALL PHYSICAL STRENGTH DEMANDS:

-Physical strength for this position is indicated below with “X”-

Sedentary X	Light	Medium	Heavy	Very Heavy
Exerting up to 10 lbs. occasionally or negligible weights frequently; sitting most of the time.	Exerting up to 20 lbs. occasionally, 10 lbs. frequently, or negligible amounts constantly OR requires walking or standing to a significant degree.	Exerting 20-50 lbs. occasionally, 10-25 lbs. frequently, or up to 10 lbs. constantly.	Exerting 50-100 lbs. occasionally, 10-25 lbs. frequently, or up to 10-20 lbs. constantly.	Exerting over 100 lbs. occasionally, 50-100 lbs. frequently, or up to 20-50 lbs. constantly.

PHYSICAL DEMANDS:

C Continuously 2/3 or more of the time.	F Frequently From 1/3 to 2/3 of the time.	O Occasionally Up to 1/3 of the time.	R Rarely Less than 1 hour per week.	N Never Never occurs.
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Note: This is intended as a description of the way the job is currently performed. It does not address the potential for accommodation.

-Physical Demand-	-Frequency-	-Brief Description-
Standing	F	Making presentation; Observing work site; Communicating with co-workers
Sitting	C	Desk work; Meetings
Walking	F	To other departments/offices; Around work site
Lifting	O	Supplies; Files
Carrying	O	Supplies; Files
Pushing/Pulling	O	File drawers
Reaching	F	For supplies; For files
Handling	F	Paperwork
Fine Dexterity	F	Computer keyboard; Telephone keypad; Calculator
Kneeling	O	Filing in lower drawers
Crouching	O	Filing in lower drawers; Retrieving items from lower shelves/ground
Crawling	N	
Bending	O	Filing in lower drawers; Retrieving items from lower shelves/ground
Twisting	O	From computer to telephone; Getting inside vehicle
Climbing	R	Stairs
Balancing	R	On step stools
Vision	C	Reading; Computer screens; Driving; Observing work site
Hearing	C	Communicating via telephone/radio to co-workers/public
Talking	C	Communicating via telephone/radio to co-workers/public
Foot Controls	O	Driving
Other (specified if applicable)		None

MACHINES, TOOLS, EQUIPMENT, SOFTWARE, AND HARDWARE:

Telephone, fax machine, copier, vehicle, calculator, computer and associated hardware and software



ENVIRONMENTAL FACTORS:

C Continuously	F Frequently	O Occasionally	R Rarely	N Never
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D Daily	W Several Times Per Week	M Several Times Per Month	S Seasonally	N Never
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-Health and Safety Factors-	
Mechanical Hazards	R
Chemical Hazards	R
Electrical Hazards	R
Fire Hazards	R
Explosives	N
Communicable Diseases	R
Physical Danger or Abuse	R
Other (see 1 below)	

-Environmental Factors-	
Respiratory Hazards	N
Extreme Temperatures	N
Noise and Vibration	N
Wetness/Humidity	N
Physical Hazards	N

(1) N/A

PROTECTIVE EQUIPMENT REQUIRED: None

NON-PHYSICAL DEMANDS:

F Frequently From 1/3 to 2/3 of the time	O Occasionally Up to 1/3 of the time	R Rarely Less than 1 hour per week	N Never Never occurs
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-Description of Non-Physical Demands-	-Frequency-
Time Pressure	F
Emergency Situation	O
Frequent Change of Tasks	F
Irregular Work Schedule/Overtime	O
Performing Multiple Tasks Simultaneously	F
Working Closely with Others as Part of a Team	F
Tedious or Exacting Work	O
Noisy/Distracting Environment	O
Other (see 2 below)	

(2) N/A

PRIMARY WORK LOCATION:

Office Environment	X	Vehicle	
Warehouse		Outdoors	
Shop		Other (see 3 below)	
Recreation/Neighborhood Center			

(3) N/A

The above statements are intended to describe the general nature and level of work being performed by individuals assigned to this position. They are not intended to be an exhaustive list of all responsibilities, duties, and skills required. This description is subject to modification as the needs and requirements of the position change.