

1 BAY AREA URBAN AREA SECURITY INITIATIVE (UASI)
2 APPROVAL AUTHORITY

3
4 BY-LAWS

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6 Approved by the Approval Authority on ~~August 8, 2013~~ August 10, 2017
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9 ARTICLE I – FORMATION

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11 The Bay Area Urban Area Security Initiative Approval Authority (“Approval Authority”) was established by a Memorandum of Understanding between the City and County of San Francisco, the City of Oakland, the City of San Jose, the County of Alameda and the County of Santa Clara, dated July 1, 2006. A successor Memorandum of Understanding between the same parties, dated July 1, 2007, continued the Approval Authority. ~~NA new Memorandum~~ ~~of Understanding~~ dated December 1, 2011 (“2011 MOU”) ~~and December 1, 2013 (“2013” MOU) were as~~ entered by the initial parties and the following additional government entities from the Bay Area Urban Area: County of Contra Costa, County of Marin, County of Monterey, County of San Mateo and County of Sonoma, ~~with the California Office of Emergency Services (“Cal OES”) as a then non-voting member.~~ ~~Cal OES is no longer a member of the Approval Authority.~~ ~~The current Member~~ entities are collectively referred to as “parties”. ~~The parties renewed the 2011 MOU in 2013 MOU, which expires on~~ ~~The 2011 MOU expires on~~ December 1, ~~2013~~2017. The parties intend to establish a new ~~2013-2017~~ MOU prior to the expiration of the ~~2011-2013~~ MOU.

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27 ARTICLE II – PURPOSE

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29 The Approval Authority provides overall governance of the Urban Areas Security Initiative (“UASI”) homeland security grant program, as well as other grant programs under the jurisdiction of the Approval Authority, across the Bay Area Urban Area. ~~It~~

32 ~~the past, in addition to the UASI grant program, the Approval Authority~~ ty has voted to
33 ~~assume jurisdiction, to the extent permitted by grant guidelines, over the Regional~~
34 ~~Catastrophic Preparedness Grant Program (“RCPGP”) and the Interoperable~~
35 ~~Emergency Communication Grant Program (“IECGP”). The Approval Authority~~
36 coordinates development and implementation of all grant projects, programs and
37 initiatives, and ensures compliance with grant program requirements, as more fully set
38 forth in the ~~2013-2017~~ MOU.

40 **ARTICLE III – MEMBERS AND REPRESENTATIVES**

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42 The Members of the Approval Authority are **City of Oakland, City of San Jose, City**
43 **and County of San Francisco, County of Alameda, County of Contra Costa,**
44 **County of Marin, County of Monterey, County of San Mateo, County of Santa**
45 **Clara and County of Sonoma.** Each Member, other than the City and County of San
46 Francisco, shall select one primary and one alternate Representatives to the Approval
47 Authority, as specified in the ~~2013-2017~~ MOU. The City and County of San Francisco
48 shall select two primary and two alternate Representatives. Unless expressly specified
49 in these By-laws, a reference to a Member’s Representative is to the Member’s primary
50 Representative.

52 **ARTICLE IV – OFFICERS AND GENERAL DUTIES**

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54 Section 4.1. Selection of Chair and Vice-chair. The officers of the Approval Authority
55 are the Chair and Vice-chair. The Approval Authority shall elect a Chair and Vice-chair
56 from among the Members primary Representatives on an annual basis at the
57 ~~December-January~~ Approval Authority meeting. Alternate Representatives cannot
58 serve as the Chair or Vice-chair of the Approval Authority.

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60 Section 4.2. Term of the Chair and Vice-chair. Except for the initial term, which may be
61 less than one year, the Chair and Vice-chair shall serve a one-year term. If the Chair is
62 unable to complete his or her term, the Vice-chair shall become Chair for the remaining

63 period of the Chair’s term, and the Approval Authority shall elect a new Vice-chair at the
64 next regularly scheduled meeting to serve the remaining period of the Vice-chair’s term.

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66 Section 4.3. Duties of the Chair. The Chair shall perform the following duties:

- 67 (a) Approve the agenda for all Approval Authority meetings.
- 68 (b) Preside over all meetings of the Approval Authority.
- 69 (c) Call special meetings of the Approval Authority outside of the regular
70 meeting schedule, subject to Section 6.3 (Special Meetings), below.
- 71 (d) Cancel a meeting of the Approval Authority, but only if there is no quorum
72 or a declared local, state, or national emergency that impacts the Bay
73 Area Urban Area.

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75 Section 4.4. Duties of the Vice-chair. The Vice-chair shall fulfill the duties of the Chair
76 any time when the Chair is unavailable, or when so designated by the Chair.

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78 **ARTICLE V – COMMITTEES AND WORK GROUPS**

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80 Section 5.1. Regional Working Groups. The General Manager may create discipline-
81 specific and/or functionally-determined ~~advisory groups or~~ working groups, which shall
82 report to the General Manager, to make comprehensive assessments and
83 recommendations that address risk reduction, increase capabilities on a regional basis,
84 vet regional project proposals, and review grant allocations. These regional working
85 groups may elect Chairs from among their memberships.

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87 **ARTICLE VI – APPROVAL AUTHORITY MEETINGS**

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89 Section 6.1. Open Meeting Policy. It is the policy of the Approval Authority to conduct
90 official business through open and public meetings. The Approval Authority shall
91 conduct its meetings, and the meetings of any committees established by the Approval
92 Authority, in compliance with the Ralph M. Brown Act, California Government Code
93 §54950 *et seq.* (the “Brown Act”).

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Section 6.2. Regular Meetings. The Approval Authority shall meet at 10:00 a.m. on the second Thursday ~~of of the month during the following~~every other the month as follows:
~~months: January, February, March, April, May, June, July, August, September, October, and, November~~pursuant to a Regular Meeting Schedule to be adopted by the Approval Authority each November.~~and December.~~

Section 6.3. Special Meetings. The Chair may call special meetings with ten (10) business days advance notice. In addition, a majority of the Representatives of the Approval Authority may call a special meeting by vote at a noticed meeting. Materials for a special meeting may be distributed at the meeting, with the exception of the meeting agenda, which must be distributed and posted publicly 24 hours in advance of the meeting, per the Brown Act.

Section 6.4. Meeting Agenda. The Chair shall set the agenda for Approval Authority meetings. Approval Authority Representatives and the General Manager may request the Chair to include items on the agenda. Each agenda shall specify the date, time and location of the meeting and contain a meaningful description of each item of business to be transacted or discussed. Agendas must also include information regarding the location where members of the public may inspect agenda materials distributed to the Approval Authority fewer than 72 hours before a meeting, as well as information on accommodation for persons with disabilities.

Section 6.5. Submitting Materials for Regular Meeting Agenda Items. The General Manager or other person designated to present an agenda item shall prepare and submit materials for that item to the Chair no less than ten (10) calendar days before the meeting, using the Approval Authority Agenda Item Template. (Appendix A)

Section 6.6. Distribution of Meeting Materials. Except as described in Section 6.3 (Special Meetings), at least ~~seven (7) calendar days~~72 hours before the meeting, and to the extent practicable,
~~seven (7) calendar days~~ before an Approval Authority meeting,

125 the General Manager shall distribute to all primary Representatives a meeting agenda,
126 approved by the Chair, along with any supporting or supplementary materials, including
127 staff reports on agenda items. The General Manager shall also post the agenda.
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129 (a) *Distribution to Representatives.* The General Manager shall distribute the
130 meeting agenda via email to Approval Authority Representatives. At the
131 written request of a Representative, the General Manager will also
132 distribute the agenda to that individual by any other means, including U.S.
133 mail or fax. In addition, a Representative may identify in writing up to
134 three (3) additional persons, such as the Representative's assistant or
135 officials of the Representative's Member, to whom the General Manager
136 shall distribute the agenda.

137 (b) *General Posting.* The General Manager shall post the agenda at the
138 meeting location and on the UASI website. Except with regard to special
139 meetings, the General Manager shall post on the website all public
140 materials for the meeting at least 72 hours before the meeting, and to the
141 extent practicable, seven (7) calendar days before the meeting.

142 (c) *Other Distribution.* Members of the public may submit a written request to
143 the General Manager to receive copies of Approval Authority agendas
144 and/or agenda materials. A written request shall be valid for the calendar
145 year in which it is submitted, and must be renewed the following January 1
146 of each year. The General Manager shall provide a copy of the agenda
147 and/or agenda materials by email or U.S. mail to each person with a
148 current written request submitted to the General Manager.
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150 Section 6.7. Meeting Minutes. The General Manager shall prepare minutes of each
151 Approval Authority meeting and submit them to the Approval Authority. ~~Representatives.~~
152 The Chair shall make the draft minutes available and subject to review and ~~approval~~ at
153 the next regularly scheduled Approval Authority meeting. The General Manager shall
154 post approved minutes on the UASI website following the meeting where the minutes
155 are approved. Meeting minutes shall include the following information:

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- (a) All actions by motion, including dissenting votes;
- (b) Documents filed, including staff reports;
- (c) Brief summary of discussion; and
- (d) Public comments

Section 6.8 Audio Recordings. The General Manager shall ensure that all meetings of the Approval Authority and any committees of the Approval Authority are audio recorded. Except for closed sessions, the recordings are public records, available upon request, and posted to the UASI website at <http://bayareauasi.org>.

Section 6.9. Closed Session. The Approval Authority may meet in closed session as permitted by law. Notice of the closed session must be included in the meeting agenda and public comment may be given in accordance with the Brown Act. The Approval Authority must vote to enter closed session. The Chair shall report publicly any action taken in closed session as required by law or as determined by vote of the Approval Authority.

Section 6.10. Order of Business. Meetings of the Approval Authority shall proceed as set forth in the agenda, except that the Chair may call items out of order for any reasonable purpose, or Members may request a change in the order of agenda items by a majority vote of the Board.

Section 6.11 Electronic Messaging During Meetings. Text messaging during a meeting could enable a Member to surreptitiously communicate with another Member or interested parties, or receive evidence or direction as to how to vote, from an outside party, that other Members -and the parties do not see. These circumstances may undermine the integrity of the proceeding and raise due process concerns. Text messaging or use of other personal electronic communications devices during any meeting of a policy body presents serious problems. The Brown Act and Sunshine Ordinance presume that public input during a meeting will be “on the record” and visible

187 to those who attend or review a tape of the meeting. But members of the public will not
188 observe the text messages that Members of the policy body receive during the meeting.
189 Hence the public will not be able to raise all reasonable questions regarding the basis
190 for the policy body's actions. And text messaging among Members of the policy body
191 concerning an agenda item or other business of the body could lead to an unlawful
192 seriatim meeting in the midst of a formal meeting. Text messaging related to meeting
193 agenda items is strictly prohibited, and any text messaging during meetings is strongly
194 discouraged.

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196 Section 6.12. Public Participation. It is the policy of the Approval Authority to
197 encourage and permit public participation and comment on matters within the Approval
198 Authority's jurisdiction, as follows.

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200 (a) *Public Comment on Agenda Items.* The Approval Authority will take public
201 comment on each item on the agenda. The Approval Authority will take
202 public comment on an action item before the Approval Authority takes
203 action on that item. Persons addressing the Approval Authority on an
204 agenda item shall confine their remarks to the particular agenda item. For
205 each agenda item, each member of the public may address the Approval
206 Authority once, for up to three minutes. The Chair may limit the public
207 comment on an agenda item to less than three minutes per speaker,
208 based on the nature of the agenda item, the number of anticipated
209 speakers for that item, and the number and anticipated duration of other
210 agenda items.

211 (b) *General Public Comment.* The Approval Authority shall include general
212 public comment as an agenda item at each meeting of the Approval
213 Authority. During general public comment, each member of the public
214 may address the Approval Authority on matters within the Approval
215 Authority's jurisdiction. Issues discussed during general public comment
216 must not appear elsewhere on the agenda for that meeting. Each
217 member of the public may address the Approval Authority once during

218 general public comment, for up to three minutes. The Chair may limit the
219 total general public comment to 30 minutes and may limit the time
220 allocated to each speaker depending on the number of speakers during
221 general public comment and the number and anticipated duration of
222 agenda items.

223 (c) *Comment, Not Debate.* Approval Authority Representatives and other
224 persons are not required to respond to questions from a speaker.
225 Approval Authority Representatives shall not enter into debate or
226 discussion with speakers during public comment, although Approval
227 Authority Representatives may question speakers to obtain clarification.
228 Approval Authority Representatives may ask the General Manager to
229 investigate an issue raised during public comment and later report to the
230 Approval Authority. The lack of a response by the Approval Authority to
231 public comment does not necessarily constitute agreement with or support
232 of comments made during public comment. The Approval Authority is not
233 permitted to take any action with respect to items that are not on a
234 meeting agenda, absent special circumstances and in compliance with the
235 Brown Act.

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237 **ARTICLE VII – GENERAL MANAGER AND MANAGEMENT TEAM**

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239 Section 7.1. General Manager. The assignment of the General Manager, including
240 selection, duties, evaluation, and removal, shall be governed by the ~~2013-2017~~ MOU
241 and these By-laws. The General Manager shall:

242

- 243 (a) Act in accordance with the ~~2013-2017~~ MOU, these By-laws, and any
244 policies and procedures established by the Approval Authority.
- 245 (b) Establish proposed criteria, rationale, and methodology, consistent with
246 grant guidelines, for selecting governmental entities from within the Bay
247 Area Urban Area for ~~either direct or indirect~~ representation. The Approval
248 Authority shall approve the criteria, rationale and methodology and the

- 249 selection of jurisdictions ~~for direct or indirect representation.~~
- 250 (c) Make reasonable efforts to balance regional representation on the
251 Management Team.
- 252 (d) Direct and manage the work of the personnel assigned to the
253 Management Team to support the Approval Authority initiatives and
254 projects. The General Manager shall carry out this responsibility by
255 appropriate means determined in his or her sole discretion, including but
256 not limited to setting job duties and responsibilities, performance goals
257 and expectations, conducting performance plans and evaluations,
258 directing corrective action plans, and removing personnel from an
259 assignment to the Management Team, with or without cause at any time;
260 however, the employing jurisdiction retains all power to issue written
261 reprimands or suspensions to personnel assigned to the Management
262 Team.
- 263 (e) Regularly report on the status of recruitment for positions in the
264 Management Team. Recruitments for positions in the Management Team
265 shall be open, competitive, and fair.
- 266 (f) At the last regularly scheduled meeting of the fiscal year, present to the
267 Approval Authority information on individuals selected for assignment to
268 the Management Team. The General Manager shall provide job
269 descriptions and compensation (as set by the employing agency) for
270 review and approval. All new positions require approval of the job
271 description and compensation by the Approval Authority prior to their
272 effective date; ~~;~~ further, any changes to compensation ~~other than normal-~~
273 ~~business~~ must be approved by the Approval Authority.
- 274 (g) At the last regularly scheduled meeting of the fiscal year, submit a
275 recommended annual work plan for the upcoming year, for the General
276 Manager and Management Team, for approval by the Approval Authority.
277 The annual work plan shall include specific deliverables and timelines, as
278 well as an organizational chart for the Management Team. During the
279 course of the year, the General Manager shall present any proposed

280 changes to the work plan to the Approval Authority for its review and
281 approval.

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283 Section 7.2. Performance Review. The Fiscal Agent, as the hiring manager for the
284 General Manager, shall conduct an annual performance review of the General Manager
285 with input from the Approval Authority.

286

287 Section 7.3. Management Team. The General Manager may select personnel for
288 assignment to the Management Team as provided in the ~~2013-2017~~ MOU.

289

290 Section 7.4. Management Team Functions and Duties. Under the direction and
291 supervision of the General Manager, the personnel assigned to the Management Team
292 shall perform functions and duties in support of the grant programs under the jurisdiction
293 of the Approval Authority, and shall:

294

295 (a) Act in accordance with the ~~2013-2017~~ MOU, these By-laws, and any
296 policies and procedures established by the Approval Authority.

297 (b) Oversee and execute all administrative tasks associated with application
298 for and distribution of grant funds and programs.

299 (c) Coordinate and manage any ~~advisory and~~ working groups, and serve as
300 the liaison between those groups to ensure regional coordination and
301 collaboration.

302 (d) Maintain all records associated with the activities of the Approval
303 Authority, Management Team and any ~~advisory and~~ working groups,
304 including but not limited to records regarding application, funding and
305 disbursement processes for grants under the jurisdiction of the Approval
306 Authority.

307 (e) Provide regional coordination, monitoring, and appropriate oversight and
308 management of grant funded projects and programs.

309 (f) Work with any ~~advisory and~~ working groups, as well as appropriate Bay
310 Area stakeholders, to obtain input and make recommendations to the

311 Approval Authority on application for and allocation and distribution of
312 grant funds under the jurisdiction of the Approval Authority, and policy and
313 programmatic objectives in alignment with the federal grant guidelines and
314 the regional, state and federal homeland security strategies.

315 (g) Perform additional functions, duties and responsibilities as determined and
316 established by the General Manager.

317

318 Section 7.5. Budget. At the last regularly scheduled meeting of the fiscal year, the
319 General Manager shall submit a recommended annual Management Team budget, for
320 approval by the Approval Authority. The budget shall include recommendations for the
321 upcoming fiscal year, for all staff and consultant resources, training, and travel
322 expenses of the Management Team.

323

324 Section.7.6 General Manager's Reports. At each Approval Authority meeting, the
325 General Manager ~~and/or his designee and/or his designee~~ shall provide a written report
326 and oral summary that describes the following:

327

328 (a) All management activities related to grant projects and initiatives.

329 (b) Recommendations and major issues raised by any ~~advisory group or~~
330 working group.

331 (c) Any proposed changes to the annual Management Team Work Plan, for
332 approval by the Approval Authority before implementation.

333

334 In addition, the General Manager and/or his designee shall provide written -periodic
335 ~~quarterly~~ financial reports, with an oral summary at the meeting, that include grant
336 expenditures and a summary of travel and training expenses for the Management Team
337 for the previous quarter.

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339 **ARTICLE VIII – GRANT INVESTMENTS AND ADMINISTRATION**

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341 Section 8.1. UASI Grant Allocation Methodology. The Approval Authority shall use a risk

342 and capability-based methodology to apply for and allocate grant funds. To be eligible
343 for funding, jurisdictions within the Bay Area UASI must participate in the risk and
344 capability assessment process on an annual basis. In addition, those jurisdictions must
345 be able to sign the grant assurances and comply with all federal, state, and local
346 requirements.

347

348 Section 8.2 Overarching UASI Grant Funding Policies. Investment of UASI grant funds
349 must:

350

- 351 (a) Have a high threat, high density urban area terrorism focus.
- 352 (b) Build regional capabilities, defined as capabilities for two or more counties.
- 353 (c) Enhance regional preparedness and directly support the national priority
354 on expanding regional collaboration in the National Preparedness
355 Guidelines System.
- 356 (d) Align with the Bay Area Urban Area ~~homeland~~ Homeland security Security
357 strategy and Goals and Objectives and THIRA (Threat and Hazard
358 Identification and Risk Assessment) ~~demonstrate a clear correlation-~~
359 ~~between the goals, objectives, and priorities identified in the strategy.~~
- 360 (e) Support the federal investment strategy.
- 361 (f) Incorporate the DHS grant program funding priorities as well as the
362 relevant national priorities.

363

364 Section 8.3. Grant Application.

365

- 366 a) The Management Team shall prepare grant applications for review and
367 approval by the Approval Authority.
- 368 b) The UASI grant application shall include grant project information, the
369 amount of proposed funding for each project and the proposed break-
370 down of the funding for that project by solution area (POETE – planning,
371 organization, equipment, training, and exercise), and the jurisdictions
372 proposed to receive the funding along with the amount of funding

373 proposed for each jurisdiction. ~~For projects that are regional initiatives,~~
374 ~~the Management Team shall provide a description of the regional initiative~~
375 ~~and the amount of the proposed funding, without any proposed allocation~~
376 ~~of funds to specific jurisdictions.~~

377 c) For all other grants, the grant application shall include the grant projects
378 and the amount of the proposed funding for each project. If consistent
379 with grant guidelines, the application shall designate the jurisdictions
380 proposed to receive funding and the amount proposed to be allocated to
381 each jurisdiction.

382 d) The Approval Authority shall ~~, when practical,~~ approve the all allocations
383 specified in the grant application ~~at least four weeks~~ prior to submittal to
384 Cal OES; when practical, this approval shall happen at least four weeks in
385 advance.

386 e) The General Manager is authorized to adjust a grant application to
387 conform to required changes from Cal OES or the applicable federal
388 granting agency. The General Manager shall report back any adjustments
389 made to the Approval Authority at the next regularly scheduled meeting.

390
391 Section 8.4. Grant Award. The General Manager shall report to the Approval Authority
392 on a grant award received from Cal OES, at the next regular meeting following the
393 award.

394 a) For the UASI grant, if the award is less than the application amount, the
395 General Manager shall submit recommendations for reallocation to the
396 Approval Authority for approval. The reallocation recommendation shall
397 include the grant projects, the amount of proposed funding for each
398 project, ~~and the proposed break-down of the funding for that project by~~
399 ~~solution area (POETE – planning, organization, equipment, training, and~~
400 ~~exercise), and~~ the jurisdictions proposed to receive the funding, as well
401 as along with the amount of funding proposed for each jurisdiction.

402 ~~b) For the RCPGP grant, the General Manager, after consulting with the~~
403 ~~Regional Catastrophic Planning Team, shall submit recommendations for~~

404 allocation of grant funds to selected sub-recipients and/or contractors or
405 consultants.

406 e) ~~For the IECGP grant, the General Manager shall report the allocation of~~
407 ~~grant funds as determined by the Capitol Bay Planning Area.~~

408 d) For any other grants under the jurisdiction of the Approval Authority, the
409 Approval Authority shall adopt requirements consistent with the grant
410 guidelines by vote of the Approval Authority.

411 e)b) _____

412 ~~Section 8.5. Allocation of UASI Grant Funds for Regional Initiatives. After receiving a~~
413 ~~UASI grant award for a regional initiative identified in the application, the General~~
414 ~~Manager shall conduct any selection process required by the grant guidelines to identify~~
415 ~~a sub-recipient jurisdiction to sponsor the initiative, unless otherwise designated in the~~
416 ~~award or unless otherwise previously approved by the Approval Authority. In such~~
417 ~~cases, the General Manager shall report to the Approval Authority on the selection~~
418 ~~process, and shall identify the proposed sub-recipient jurisdiction sponsor to the~~
419 ~~Approval Authority for approval and for allocation by the Approval Authority of the funds~~
420 ~~for the initiative.~~

421
422 Section 8.56. Modification of Grant Allocations. The General Manager is authorized to
423 modify the Approval Authority's allocation of grant funds as follows:

424
425 a) Within a grant project, approve scope changes requested by sub-recipient
426 jurisdictions as long as such scope changes are budget neutral and are
427 consistent with the original project goals and objectives as stated in the
428 project proposal, the Bay Area Homeland Security StrategyGoals and
429 Objectives, and/or FEMA requirements.

430 b) Within a grant project, reallocate funds up to a total of \$250,000. This
431 authority allows the General Manager to add or subtract from the
432 allocation by \$250,000. Any changes must be consistent with the original
433 project goals and objectives as stated in the project proposal, the Bay
434 Area Homeland Security StrategyGoals and Objectives, and/or FEMA

435 requirements. The General Manager and/or his designee shall report
436 such project budget changes under \$250,000 to the Approval Authority on
437 a biannual basis. The General Manager shall bring any budget change
438 that exceeds \$250,000 to the Approval Authority for approval prior to the
439 change.

440 c) Reallocate projects from one grant year to another grant year for the
441 purpose of expending grant funds within applicable grant performance
442 periods, in essence allowing approved projects a longer time period for
443 completion. The General Manager and/or his designee must report to the
444 Approval Authority any timeline changes for projects with budgets over
445 \$250,000 that delay the final project completion date by more than six
446 months.

447 d) Obtain the appropriate approvals from Cal OES for grant modifications.

448 e) Pursuant to the Grants ~~Policies and Procedures~~Management Manual,
449 propose solutions to the Approval Authority for when funding becomes
450 available because the sub-recipient jurisdiction is unable or no longer
451 interested ~~to~~implementing project goals and objectives as originally
452 approved by the Approval Authority or expenditures for a project are lower
453 than originally budgeted.

454

455 Section 8.67 Fiscal Agent. Per the Department of Homeland Security Grant Guidelines,
456 the State Administrative Agent (SAA) is responsible for ensuring compliance with
457 fiduciary and programmatic administration requirements of the UASI Program, as such it
458 must identify a Point of Contact for the applications and acceptance of grant funds. This
459 responsibility may be undertaken on behalf of the Bay Area Urban Area by any qualified
460 Member of the Approval Authority, as identified and approved by the SAA.

461

462 a) The Fiscal Agent shall:

463 i. Be a party to the Bay Area UASI Memorandum of
464 Understanding.

465 ii. Have the financial ability to advance funding for grants in

- 466 advance of reimbursement from the Department of Homeland
467 Security or other Federal or State granting agencies.
- 468 iii. Have the legal authority to apply for Federal assistance and
469 have the institutional, managerial and financial capability to
470 ensure proper planning, management and completion of the
471 grant provided by the U.S. Department of Homeland Security
472 (DHS)/Federal Emergency Management Agency (FEMA) and
473 sub-granted through the State of California, California Office of
474 Emergency Services (Cal OES).
- 475 iv. Be able to assume responsibility as the Fiscal Agent, and in
476 doing so to not disrupt the orderly business of the Approval
477 Authority or the administration of existing grants and projects.
- 478 v. Have certification by an independent Certified Public Accountant
479 (CPA) that criteria #ii-iv above can be successfully met.

480

481 (b) Fiscal agent responsibilities shall include:

- 482
- 483 i. Serve as sub-grantee for UASI funds and other program grant
484 funds granted by DHS and Cal OES and establish procedures and
485 execute sub-recipient agreements for distribution.
- 486 ii. Serve as the UASI region point of contact with U.S. Department of
487 Homeland Security (DHS)/Federal Emergency Management
488 Agency (FEMA) and the State of California, California Office of
489 Emergency Services (Cal OES).
- 490 iii. Ensure that all allocations and use of funds are in accordance with
491 the Homeland Security Grant Program [Notice of Funding](#)
492 [Opportunity Guidance and Application Kit](#), and the California
493 Supplement to the Homeland Security Grant Program ~~[Guidance](#)~~
494 ~~[and Application Kit](#)~~ [Federal Notice of Funding Opportunity](#). Grant
495 funding must support the goals and objectives of the Approval
496 Authority, the State and/or ~~Urban Area~~ [Bay Area](#) -Homeland

- 497 Security ~~Strategies~~ Goals and Objectives as well as the
498 investments identified in the Investment Justifications submitted as
499 part of the California Homeland Security Grant Program application.
- 500 iv. Establish and maintain procedures and provide all financial
501 services for distribution of UASI and other program grant funds.
- 502 v. Comply with all applicable Federal statutes, regulations, policies,
503 guidelines and requirements, including the Uniform Guidance per 2
504 CFR 200~~OMB Circulars A102 and A-133, and E.O. 12372 and the~~
505 ~~current Administrative Requirements, Cost Principles, and Audit~~
506 ~~Requirements.~~
- 507 vi. Provide progress reports and other such information as may be
508 required by the Approval Authority and/or the awarding agency.
- 509 vii. Cooperate with any assessments, evaluation efforts, and information
510 or data collection requests, including, but not limited to, the provision
511 of any information required for the assessment or evaluation of any
512 activities — within this agreement.
- 513 viii. Meaningfully assist during any transition of responsibilities to another
514 Member agency.
- 515
- 516 c) At any time during the term of this Memorandum of Understanding, any
517 Member of the Approval Authority may, by written notice to the Co-Chairs
518 of the Approval Authority, request consideration of the Approval Authority
519 to assume the role of Fiscal Agent. The Fiscal Agent must meet all of the
520 criteria specified in section 8.67 (a) above.

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523 Section 8.78. Grant Management Policies and Procedures Manual. The General
524 Manager shall maintain a Bay Area UASI Grant ~~Policies and Procedures~~ Management
525 Manual. This Manual shall outline policies and procedures for grant allocations and
526 expenditures, grant management and administration, and any other applicable
527 requirements. Any Approval Authority Representative or the General Manager may

528 present proposed changes to the ~~Policies and Procedures~~Grants Manual at any time.
529 Any amendments to the ~~Policies and Procedures Manual~~Manual shall be effective only
530 if and when adopted by the Approval Authority.

531

532 **ARTICLE IX – GOVERNING AUTHORITY; DEFINED TERMS**

533

534 The Approval Authority shall operate in accordance with the ~~2013-2017~~ MOU. Any
535 portion of the By-laws or any other procedural document that conflicts with the ~~2013-~~
536 ~~2017~~ MOU is null and void to the extent of such conflict. Capitalized terms not defined
537 herein shall have the meaning ascribed to them in the ~~2013-2017~~ MOU.

538

539 **ARTICLE X – AMENDMENT OF THE BY-LAWS**

540

541 These By-laws may be amended by ~~a two-thirds majority~~ vote of the Approval
542 Authority. Amendment to the By-laws must be made as a public agenda item at an
543 Approval Authority meeting.

544

545 **ARTICLE XI – EFFECTIVE DATE**

546

547 These By-laws are effective beginning the first regular meeting after adoption.

548 Appendix A

549 To: Bay Area UASI Approval Authority

550 From:

551

552 Date:

553 Re: Item #

554

555

556 Staff Recommendations:

557

558

559

560 Action or Discussion Items:

561

562

563

564 Discussion:

565 *Approval Authority Agenda Item Template*

566 *—To: Bay Area UASI Approval Authority*

567 *—From: UASI Staff*

568

569 *—Date: _____*

570

571 *—RE: Item # ____: ITEM TITLE*

572

573 *Recommendation:*

574

575

576 *Action or Discussion Item: _____*

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Background: _____

Discussion/description: _____

Budget or Fiscal Impact: _____

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