

# Attachment B

Conflict of Interest Code -  
Supporting Docs for:

North County Transit

**NORTH COUNTY TRANSIT**  
**SAN DIEGO RAILROAD**

November 18, 2025

COSD CLERK OF THE BOARD  
2025 NOV 21 PM2:20

Clerk of the Board  
Board of Supervisors  
County of San Diego  
1600 Pacific Highway, Room 402  
San Diego, CA 92101  
Sent Via Electronic Mail: [form700@sdcounty.ca.gov](mailto:form700@sdcounty.ca.gov)  
(Electronically Transmitted - No hard copy will follow)

Re: Updated NCTD Conflict of Interest Code

To Whom It May Concern:

This is a formal request to update NCTD's Conflict of Interest Code. On October 23, 2025, NCTD's Board of Directors approved the updates to its Conflict of Interest Code by adding, deleting and updating certain position titles.

Enclosed are the following:

1. Conflict of Interest Code – blackline changes
2. Conflict of Interest Code – clean version
3. Approved Staff Report and Resolution No. 25-06 for Conflict of Interest Code, approved by the Board of Directors on October 23, 2025

Please notify me once the County has updated and approved our amendments. Should you have any questions or need further information, I can be reached at [srodriguez@nctd.org](mailto:srodriguez@nctd.org) or (760) 966-6696.

Sincerely,



Suheil Rodriguez  
Director of Administration

Enclosures

cc: Adrienne Johnson, Director of Human Resources, NCTD  
Lori A. Winfree, Deputy Chief Executive Officer/Chief General Counsel, NCTD

One Community - Advancing Opportunities



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# **NORTH COUNTY TRANSIT**

## **SAN DIEGO RAILROAD**

### **STAFF REPORT**

### **ADOPT RESOLUTION NO. 25-06 APPROVING MODIFICATIONS TO BOARD POLICIES**

Time Sensitive:  Consent:

**STAFF RECOMMENDATION:**

Adopt Resolution No. 25-06 approving North County Transit – San Diego Railroad Board Policies as provided herein.

**BACKGROUND INFORMATION:**

Pursuant to Board Policy No. 1 - *General Provisions*, "At least annually, staff will review and suggest revisions to existing North County Transit – San Diego Railroad (NCTD) Board of Directors (Board) Policies, as appropriate, and bring new Board Policies, if appropriate, to the Board for consideration and approval."

On October 13, 2025, the Director of Administration/Clerk of the Board reviewed the proposed revisions with the Executive Committee and received feedback and authorization to advance the proposed modifications to the Board Policies identified in Attachment 15A to the full Board for consideration and approval on Other Business.

If the Board adopts Resolution No. 25-06, the adopted policies shall supersede all similar policies, resolutions, and other documents previously adopted by the Board or approved by the Chief Executive Officer regarding the subject matter contained therein and will be effective immediately upon adoption.

Staff recommends that the Board adopt Resolution No. 25-06 approving the modifications to Board Policies as provided herein.

**ATTACHMENT:**

15A – Draft Resolution No. 25-06 Approving NCTD Board Policies  
15B – PowerPoint Presentation Regarding Review of Proposed Modifications to NCTD Board Policies

**FISCAL IMPACT:**

This staff report has no fiscal impact.

**COMMITTEE REVIEW:**

Executive Committee

Date: October 13, 2025

**STAFF CONTACT:**

**Suheil Rodriguez, Director of Administration/Clerk of the Board**  
E-mail: [srodriguez@nctd.org](mailto:srodriguez@nctd.org) Phone: 760-966-6696

Approved and/or authorized by the Board of Directors of the North County Transit District	
By: 	Date: 10/23/25
Clerk of the Board	

**NORTH COUNTY TRANSIT**  
**SAN DIEGO RAILROAD**COSD CLERK OF THE BOARD  
2025 NOV 21 PM2:16**RESOLUTION NO. 25-06****RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
NORTH COUNTY TRANSIT – SAN DIEGO RAILROAD APPROVING  
MODIFICATIONS TO BOARD POLICIES**

**WHEREAS**, the North County Transit – San Diego Railroad (“NCTD”) Board of Directors (“Board”) has adopted Board Policies 1 through 34 to guide the daily operations of NCTD; and

**WHEREAS**, Board Policy No. 1 states that at least annually, the Board will review such Board Policies as previously adopted; and

**WHEREAS**, the Executive Committee of the Board met on October 13, 2025, where they reviewed the Board Policies and provided feedback to staff. The Executive Committee recommended advancement of the proposed modifications to the full Board for consideration on Other Business at the October 23, 2025 Regular Meeting of the Board; and

**WHEREAS**, the Board has reviewed the proposed modifications to previously adopted Board Policies, as listed in Exhibit A to this Resolution and as set forth in full in Exhibit B to this Resolution.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of NCTD hereby approves the revised Board Policies set forth in full in Exhibit B to this Resolution.

**BE IT FURTHER RESOLVED** that insofar as the provisions of any Ordinance, Resolution, document or previous action of the Board and/or the Chief Executive Officer, prior to the date of this Resolution, are inconsistent with the provisions of this Resolution or the policy adopted by this Resolution, this Resolution and the Board Policy adopted herein shall control.

**PASSED, APPROVED AND ADOPTED** at the Regular Meeting of the Board of Directors of NCTD this 23<sup>rd</sup> day of October 2025.

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BOARD CHAIR  
North County Transit – San Diego Railroad

## CERTIFICATION

I, Suheil Rodriguez, duly appointed and qualified, Clerk of the Board of NCTD, do hereby certify that the above is a true and correct copy of a resolution passed and approved by the Board of Directors of the NCTD adopted at a legally convened meeting of the Board of Directors of the NCTD held on the 23<sup>rd</sup> day of October 2025.

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CLERK OF THE BOARD  
North County Transit – San Diego Railroad

**RESOLUTION NO. 25-06**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE  
NORTH COUNTY TRANSIT – SAN DIEGO RAILROAD APPROVING MODIFICATIONS TO  
BOARD POLICIES**

**Exhibit A**

**ADMINISTRATIVE REVISIONS**

<b>BOARD POLICY NO.</b>	<b>NAME</b>
1	<b>General Provisions</b>
2	<b>Appointment to Board of Directors</b>
4	<b>Rules of Procedure</b>
6	<b>Ethics Training</b>
7	<b>Board Member Compensation and Travel Expense Reimbursement</b>
9	<b>Investment Policy</b>
10	<b>Cash Reserve Funds</b>
11	<b>Real Estate</b>
12	<b>Excess Real Property Utilization Plan</b>
13	<b>Advertising Concessions and Merchandising</b>
14	<b>Record Management and Document Control</b>
15	<b>Records Retention Policy and Schedule - RRS</b>
16	<b>Public Records Requests</b>
17	<b>Budget Development</b>
19	<b>Delegation of Authority to Chief Executive Officer</b>
20	<b>Complimentary Transit Passes</b>

- 21      Complementary ADA Paratransit Program**
- 22      Service Requests**
- 23      Railroad Construction Scheduling and Management**
- 26      Discrimination Complaint Procedures**
- 27      Equal Employment Opportunity**
- 28      Fraud Prevention**
- 29      Capitalization and Asset Management**
- 30      Threshold for Major Service Change**
- 31      Threshold for Disparate Impact on Minority Populations**
- 32      Threshold for Disproportionate Burden**
- 34      Unsolicited Proposal Policy**

## SUBSTANTIVE REVISIONS

BOARD POLICY NO.	NAME	MODIFICATION
3	<b>Committees and External Appointments</b>	<ul style="list-style-type: none"> <li>• Revisions to structure of internal committee scheduling. Establishing a defined schedule within the policy will provide greater clarity for Board Members interested in joining a committee and help reduce scheduling challenges.</li> <li>• Align committee schedules with other regional transit agencies (SANDAG, MTS, OCTA, LOSSAN).</li> </ul>
5	<b>Public Notice and Participation</b>	<ul style="list-style-type: none"> <li>• Added a budget adoption requirement for a public hearing under California's open meeting and public agency laws (e.g., the Brown Act, Gov. Code § 54950 et seq.)</li> <li>• Revisions to Public Participation Process based Executive Order (EO) 14173, "Ending Illegal Discrimination and Restoring Merit-Based Opportunity", signed by President Trump on January 21, 2025, which revoked EO 12898, "Federal Actions To Address Environmental Justice in Minority Populations and Low-Income Populations."</li> </ul>

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## Conflict of Interest

- **Revisions were made to ensure compliance with the Political Reform Act (Gov. Code sections 81000, et seq.) and the Fair Political Practices Commission (FPPC) regulations. The legal component involves confirming that the new administrative process—electronic filing through the web portal managed by the County of San Diego—continues to satisfy all statutory and FPPC requirements related to filing, retention, and public access.**
- **Added and removed positions to streamline position categories.**

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## Disadvantaged Business Enterprise

- **Revised policy language for NCTD's DBE Program to ensure compliance with the U.S. Department of Transportation's (DOT) interim final rule (IFR) issued on September 30, 2025, regarding the DBE program. The rule eliminates the longstanding race- and sex-based presumptions of disadvantage that had automatically classified women and certain racial or ethnic groups as “socially and economically disadvantaged”.**

**Exhibit B**

**DRAFT MODIFICATIONS TO NCTD BOARD POLICIES**

## **NORTH COUNTY TRANSIT**

## **SAN DIEGO RAILROAD**

### **Board Policy No. 8**

#### **Conflict of Interest Code**

##### Summary

This policy establishes the NCTD Conflict of Interest Code pursuant to the Political Reform Act (Government Code § 81000, et seq.).

##### Purpose

The Political Reform Act (Government Code § 81000, et seq.) requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission ("FPPC") has adopted 2 Cal. Code of Regulations (hereinafter, "Regulation") § 18730 which contains the terms of a standard conflict of interest code which can be incorporated by reference in an agency's code. After public notice and hearing, Regulation 18730 may be amended by the FPPC to conform to amendments in the Political Reform Act. Therefore, the terms of Regulation 18730 and any amendments to it duly adopted by the FPPC are hereby incorporated by reference. This incorporation page, Regulation 18730 and the attached Appendix designating positions and establishing disclosure categories, shall constitute the conflict of interest code of the North County Transit District – San Diego Railroad (the "District NCTD").

Government Code § 87306.5 also requires every local government agency to review its Conflict of Interest Code biennially to determine if it is accurate or if the code must be amended. Once the determinations have been made, a notice must be submitted to the code reviewing body pursuant to the biennial review.

All officials set forth in Government Code § 87200 and designated positions shall file their Statement of Economic Interest, also known as the Form 700, with the Human Resources Manager as the District's Filing Officer NCTD via the efile web portal managed by the County of San Diego. The Human Resources Manager shall make and retain a copy of all statements filed by Members of the Board, the Chief Executive Officer and all other designated positions and will forward the originals Digital copies of such statements are maintained by the Clerk of the County of San Diego Board of Supervisors. The Human Resources Manager Clerk of the Board shall retain copies of the Form 700s and will make all retained digital statements and electronic filings available for public inspection and reproduction during regular business hours. (Gov. Code § 81008.)

##### Officials Who Manage Public Investments

District NCTD officials who manage public investments, as defined by 2 Cal. Code of Regs. § 18700.3(b), are not subject to the District's NCTD's Code, but must file disclosure statements under Government Code § 87200, et seq. (Regs. 18730(b)(3)) These positions are listed here for informational purposes only.

## **Board Policy No. 8 – Conflict of Interest Code**

It has been determined that the positions listed below are officials who manage public investments. (Note: Individuals holding one of the below-listed positions may contact the FPPC for assistance or written advice regarding their filing obligations if they believe that their position has been categorized incorrectly. The FPPC makes the final determination whether a position is covered by 87200):

Board Members and Alternates  
Chief Executive Officer/Executive Director  
Chief Financial Officer  
Financial Consultants

### **Disclosure Requirements**

- A. Public Officials and employees holding positions designated in this Conflict of Interest Code are required to file the initial, annual, and leaving office Statement of Economic Interest for the types of interests in the categories set forth in the applicable Disclosure Categories. It has been determined that these persons make or participate in making decisions, which foreseeably may have a material effect on such financial interests.
- B. Where the Disclosure Category requires disclosure of interests in real property, the designated employee is only required to disclose real property which is located in whole or in part within or not more than two (2)-miles outside the boundaries of the jurisdiction or within two (2)-miles of any land owned or used by the District NCTD.
- C. Where the Disclosure Category requires disclosure of investments or sources of income, the designated employee is only required to disclose investments in business entities and sources of income that do business in the jurisdiction, plan to do business in the jurisdiction, or have done business in the jurisdiction within the past two (2)-years. In addition to other activities, a business entity is doing business within the jurisdiction if it owns real property within the jurisdiction.
- D. Where the Disclosure Category requires disclosure of business positions, the designated employee is only required to disclose positions of director, officer, partner, employee, or any position of management in organizations or enterprises operated for profit.

### **Designated Positions Governed by the Conflict of Interest Code**

<b>DESIGNATED EMPLOYEES' TITLE OR FUNCTION</b>	<b>DISCLOSURE CATEGORIES ASSIGNED</b>
Accountant (All)	5
Accounting Technician	4
Analyst (All)	5
Architect (All)	2, 3, 5
Asset Administrator (All)	5
Business Intelligence Analyst	5
Chief General Counsel	1, 2, 3, 4
Chief Development Officer	1, 2

## Board Policy No. 8 – Conflict of Interest Code

<b>DESIGNATED EMPLOYEES' TITLE OR FUNCTION</b>	<b>DISCLOSURE CATEGORIES ASSIGNED</b>
Chief Executive Officer	1, 2, 3, 4, 5, 6
Chief Financial Officer	1, 2, 3, 4, 5, 6
Chief Operating Officer	1, 2
Chief People Officer	1, 2
<del>Chief Right-of-Way and Information Technology Officer</del>	<del>1, 2</del>
Chief of Staff	1, 2
Contract Officer (All)	1, 2
Controller	1, 2
Deputy Director/Chief (All)	1, 2
Deputy Chief Executive Officer/Chief General Counsel	1, 2, 3, 4, 5, 6
Director ( <u>All</u> )	1, 2
Drug & Alcohol Program Administrator	5
Engineer (All)	5
Engineering Technician	5
<u>Executive Assistant/Deputy Clerk</u>	<u>5</u>
Fare Revenue Specialist	4
Human Resources Business Partner ( <u>ALL</u> )	5
Human Resources Specialist	5
<u>Labor Management Specialist</u>	<u>5</u>
Maintenance-of-Way Supervisor	5, 6
Management Analyst (All)	5
Manager (All)	5
Marketing and Communications Associate ( <u>All</u> )	5
Operations Supervisor (All)	5
Paralegal	5
Planner (All)	2, 5
Program Manager (All)	5
Project Analyst (All)	5
<u>Program Network Operations Manager</u>	<u>5</u>
<u>Program Risk Manager (<u>All</u>)</u>	<u>4, 2, 4</u>
Project Administrator	5
Project Manager (All)	5
Project Specialist	5
Quality Control Supervisor (All)	5
Rail Technologies (All)	5
<u>Recruiter</u>	<u>5</u>
Real Estate Administrator	6

## Board Policy No. 8 – Conflict of Interest Code

DESIGNATED EMPLOYEES' TITLE OR FUNCTION	DISCLOSURE CATEGORIES ASSIGNED
<u>Risk Manager (All)</u>	<u>1, 2, 4</u>
Senior Administrative Assistant/Deputy Clerk	5
Senior Graphic Communications Designer	5
Senior Legal Counsel (All)	1, 2, 3, 4
Senior Right-of-Way Coordinator	6
Staff Attorney (All)	1, 2, 3, 4
<u>System Safety Specialist</u>	<u>5</u>
<u>Safety Specialist (All)</u>	<u>5</u>
<del>Technical Manager Train Control Systems</del>	<del>5</del>
Telecommunications Engineer	5
<u>Trainer/Instructor (All)</u>	<u>5</u>
Consultants and New Positions	Individuals providing services as a Consultant defined in Regulation 18700.3, or in a new position created since this Code was last approved that makes or participates in making decisions shall disclose pursuant to the broadest disclosure category in this Code subject to the following limitation:
	The Chief Executive Officer may determine that due to the range of duties or contractual obligations, it is more appropriate to assign a limited disclosure requirement. A clear explanation of the duties and a statement of the extent of the disclosure requirements must be in a written document. (Gov. Code §82019; Regulations 18219 and 18734). The Chief Executive Officer's determination is a public record and shall be retained for public inspection in the same manner and location as this Conflict of Interest Code. (Gov. Code §81008.)

### Disclosure Categories

The disclosure categories listed below identify the types of economic interests that the Designated Position must disclose for each disclosure category to which ~~he or she is they are~~ assigned. (Note: This Conflict of Interest Code does not require the reporting of gifts from outside the

## Board Policy No. 8 – Conflict of Interest Code

District'sNCTD's jurisdiction if the source does not have some connection with or bearing upon the functions or duties of the position. (Reg.18730.1.)

Category 1: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that are located in, do business in, or own real property within the jurisdiction of the DistrictNCTD.

Category 2: All interests in real property which is located in whole or in part within, or not more than two (2) miles outside the jurisdiction of the NCTDDistrict.

Category 3: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that are engaged in land development, construction or the acquisition or sale of real property within the jurisdiction of the NCTDDistrict.

Category 4: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that provide services, products, materials, machinery, vehicles or equipment of a type purchased or leased by NCTDthe District.

Category 5: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, that provide services, products, materials, machinery, vehicles or equipment of a type purchased or leased by the Designated Position's department, unit or division.

Category 6: All investments and business positions in business entities, and sources of income, including gifts, loans and travel payments, subject to the regulatory, permit, or licensing authority of the Designated Position's department, unit or division.

### Approvals

\_\_\_\_\_  
Board Chair

\_\_\_\_\_  
Date

\_\_\_\_\_  
Chief Executive Officer

\_\_\_\_\_  
Date

\_\_\_\_\_  
Deputy Chief Executive  
Officer/Chief General Counsel

\_\_\_\_\_  
Date

## Board Policy No. 8 – Conflict of Interest Code

DATE	REVISION NO.	RESOLUTION NO.	COMMENTS
10/18/2012	ADOPTED	12-10	
10/17/2013	1	13-07	2013 REVISION
10/16/2014	2	14-04	2014 REVISION
11/19/2015	3	15-08	2015 REVISION
10/20/2016	4	16-10	2016 REVISION
10/19/2017	5	17-10	2017 REVISION
10/18/2018	6	18-09	2018 REVISION
10/17/2019	7	19-06	2019 REVISION
10/15/2020	8	20-08	2020 REVISION
10/21/2021	9	21-05	2021 REVISION
05/21/2022	10	22-08	2022 REVISION
10/20/2022	11	22-18	2022 REVISION
10/19/2023	12	23-06	2023 REVISION – UPDATE TO POSITION TITLES
06/20/2024	13	24-04	2024 REVISION – UPDATE TO POSITION TITLES
10/17/2024	14	24-08	2024 REVISION – UPDATE TO POSITION TITLES
03/20/2025	15	25-02	2025 REVISIONS – UPDATE TO TITLES, STREAMLINE, AND INCLUDE BUS
<u>10/23/2025</u>	<u>16</u>	<u>25-06</u>	<u>UPDATES TO RETENTION PROCESS FOR DIGITAL FILINGS AND ADDITIONS AND REMOVALS OF POSITIONS SUBJECT TO DISCLOSURE</u>