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## Alameda Corridor Transportation Authority

April 11, 2019

<b>To:</b>	Governing Board
<b>From:</b>	John T. Doherty, Chief Executive Officer
<b>Subject:</b>	<i>Approval of a Fifth Amendment to the Alameda Corridor Dispatching Agreement for a Term Extension up to April 14, 2020 (APPROVAL)</i>

**Recommendation:**

Approve the Amendment and Authorize the Chief Executive Officer or Chief Financial Officer to execute the Fifth Amendment to extend the term of the Alameda Corridor Dispatching Agreement between ACTA, the BNSF Railway Company, and Union Pacific Railroad Company, for up to one year through April 14, 2020. Absent this extension, the agreement will expire on April 14, 2019.

**Discussion:**

The Amended and Restated Use and Operating Agreement (UOA) requires that the Owner (Ports) and Railroads, through Mutual Agreement, select the Corridor Dispatcher, and that ACTA endeavor to enter into an agreement with the selected entity on the business terms specified by the Owner (Ports) and Railroads.

The existing Dispatching Agreement (Agreement) between ACTA and the Railroads has been in place since 2002 and will expire on April 14, 2019. The services provided under the Agreement are mostly paid for directly by the Railroads.

The original term of the Agreement was five years, as approved by the former Operating Committee (OC), and was extended twice with OC approval for an additional 10 years via two amendments through April 14, 2017. Since that time, additional amendments to extend the term of the Agreement, through April 14, 2019, have been approved by the Ports and Railroads through Mutual Agreement and subsequently executed by ACTA and the Railroads.

The parties are currently in the process of preparing a new Agreement which will: 1) remove language concerning the former Operating Committee, 2) replace the approval process with that contained in the UOA, and 3) update certain other provisions, including extending the term up to five years.



In March 2019, the Port of Long Beach Harbor Commission, the Port of Los Angeles Harbor Commission, and the Railroads approved the term extension through April 14, 2020 through the First Revised Notice of Mutual Agreement (NMA) 2019-2.

ACTA Governing Board approval to execute the Fifth Amendment for an interim extension is hereby requested, until such time as the new Agreement is approved and executed, or through April 14, 2020, whichever is earlier. Approval of the new Agreement will be the subject of a future Notice of Mutual Agreement to the Ports and Railroads, and a future Board approval request to execute if approved by the Ports and Railroads. The Fifth Amendment to the existing Agreement is attached (Transmittal 1).

**Budget Impact:**

There is no budget impact to either the approved FY19 ACTA Program Budget or the approved Amended 2019 Operations and Maintenance Budget.

**Co-General Counsel Review:**

ACTA's Co-General Counsel has reviewed and approved the proposed Amendment as to form.

Transmittal:

Transmittal 1 - Fifth Amendment to Dispatching Agreement