

MINUTES OF A REGULAR MEETING OF THE ALAMEDA CORRIDOR TRANSPORTATION AUTHORITY GOVERNING BOARD HELD IN THE BOARD ROOM OF THE HARBOR DEPARTMENT ADMINISTRATION BUILDING AT 925 HARBOR PLAZA, LONG BEACH, CALIFORNIA, ON JANUARY 12, 2012, AT 9:00 A.M.

Members present:

Gary DeLong, City of Long Beach  
Don R. Knabe, Los Angeles County  
Metropolitan Transportation Authority  
Susan E. Anderson Wise, Port of Long Beach  
J. Christopher Lytle, Port of Long Beach  
Robin Kramer, Port of Los Angeles  
Geraldine Knatz, Port of Los Angeles

Members absent:

None

Also present:

John T. Doherty, ACTA, Chief Executive Officer  
James P. Preusch, ACTA, Chief Financial Officer  
Charles Gale, ACTA, Co-General Counsel  
Heather McCloskey, ACTA, Co-General Counsel  
April See, ACTA Financial Systems Manager

CHAIRPERSON DeLONG PRESIDED.

At 9:08 a.m. the meeting came to order. Roll Call was taken.

1. CLOSED SESSION

At 9:10 a.m., Chairperson DeLong recessed the Governing Board meeting to hold a conference with legal counsel pursuant to Government Code Section 54956.9, Subdivision (a), regarding existing litigation (two cases), and Government Code Section 54956.9, Subdivision (b), regarding anticipated litigation (one potential case).

At 9:20 a.m., Board Member Knabe arrived during the closed session.

At 9:45 a.m., the meeting was again called to order by Chairperson DeLong.

There were no reportable actions from the closed session.

CONSENT ITEMS NOS. 2-9

2. MINUTES – ACTA GOVERNING BOARD REGULAR MEETING OF OCTOBER 13, 2011 – APPROVED.

Minutes of the October 13, 2011, regular meeting of the Governing Board of the Alameda Corridor Transportation Authority were presented to the Governing Board for approval.

3. MONTHLY FINANCIAL REPORTS FOR THE PERIOD ENDED NOVEMBER 30, 2011 – RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, recommending the monthly financial reports for the period ended November 30, 2011, be received and filed, was presented to the Governing Board.

4. QUARTERLY INVESTMENT REPORT FOR THE PERIOD ENDING SEPTEMBER 30, 2011 – RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, recommending that the Quarterly Investment Report for the period ending September 30, 2011, be received and filed, was presented to the Governing Board.

5. BOARD VACANCY – INFORMATION ITEM.

Communication from John T. Doherty, Chief Executive Officer, dated January 12, 2012, regarding the vacancy of the City of Los Angeles position on the ACTA Governing Board, was presented to the Governing Board for information only.

6. O'MELVENY & MYERS – AMENDMENT TO LEGAL SERVICE AGREEMENT NO. 799 – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue an amendment to Legal Service Agreement No. 799 with O'Melveny & Myers, in the amount of \$75,000, for services required through June 30, 2012, was presented to the Governing Board for approval.

Board Member Knatz recommended when future requests for contract amendments are submitted to the Governing Board for approval, that the requests include the amount of the contract that has been spent to date.

Mr. Doherty agreed that this information would be included in future requests for contract amendments.

7. SQUIRE SANDERS – AMENDMENT TO LEGAL SERVICE AGREEMENT NO. 802 – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue an amendment to Legal Service Agreement No. 802 with Squire Sanders, in the amount of \$35,000, for services required through June 30, 2012, was presented to the Governing Board for approval.

8. FISCAL YEAR 2013 BUDGET PROCESS AND SCHEDULE – INFORMATION ITEM.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, regarding the Fiscal Year 2013 budget process and schedule, was presented to the Governing Board for information only.

Board Member Knatz recommended both Ports' staff continue to be included in the budget process as much as possible.

Mr. Doherty concurred.

9. ACTA INVESTMENT POLICY – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, recommending the Governing Board reconfirm the ACTA Investment Policy, was presented to the Governing Board for approval.

Board Member Knabe motioned, seconded by Board Member Lytle, that the communications be received and filed and that Items Nos. 2-9 be approved as recommended. Carried by the following vote:

AYES: Members: Kramer, Knatz, Wise, Lytle, Knabe, DeLong  
NOES: None  
ABSENT: None

10. AUDITED FINANCIAL STATEMENTS – FY 2011 – RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated January 12, 2012, recommending the audited Financial Statements for Fiscal Year ending June 30, 2011, be received and filed, was presented to the Governing Board.

Board Member Kramer, Chair of the ACTA Audit Committee, recommended the Governing Board receive and file the audited Financial Statements.

Board Member Knatz motioned, seconded by Board Member Lytle, that Item No. 10 be received and filed as recommended. Carried by the following vote:

AYES: Members: Kramer, Knatz, Wise, Lytle, Knabe, DeLong  
NOES: None

ABSENT: None

11. BALFOUR BEATTY RAIL, INC. – AMENDMENT TO MAINTENANCE OF WAY AGREEMENT NO. 782 – APPROVED.

Communication from John T. Doherty, dated January 12, 2012, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue an amendment to Maintenance of Way Agreement No. 782 with Balfour Beatty Rail, Inc. to provide comprehensive maintenance of track, signal, and communication systems on the Corridor for a term through December 31, 2015, was presented to the Governing Board for approval.

Board Member Knatz motioned, seconded by Board Member Lytle, that Item No. 11 be approved as recommended. Carried by the following vote:

AYES: Members: Kramer, Knatz, Wise, Lytle, Knabe, DeLong  
NOES: None  
ABSENT: None

12. FRA RRIF UPDATE – INFORMATION ITEM.

Mr. James Preusch gave an update on the Federal Railroad Administration's Railroad Rehabilitation and Improvement Financing program.

13. PROJECT UPDATE – INFORMATION ITEM.

Mr. John Doherty gave an update on ACTA projects.

Board Member Wise recommended a report be provided to the Governing Board on the number of jobs the Heim Bridge Replacement Project is creating and recommended the information be distributed more widely.

Mr. John Doherty stated he would send a jobs summary to the Governing Board Members.

14. ACTA NOVEMBER PERFORMANCE UPDATE – INFORMATION ITEM.

Mr. John Doherty gave a performance update.

15. PUBLIC COMMENT.

There was no one present to address the Governing Board.

ADJOURNMENT

At 10:10 a.m., the meeting was adjourned sine die.