

MINUTES OF A REGULAR MEETING OF THE ALAMEDA CORRIDOR TRANSPORTATION AUTHORITY GOVERNING BOARD HELD IN THE CITY HALL COUNCIL CHAMBER OF THE CITY OF LONG BEACH AT 333 W. OCEAN BOULEVARD, LONG BEACH, CALIFORNIA, ON APRIL 10, 2014 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
Al Moro, Port of Long Beach
Edward Renwick, Port of Los Angeles

Members absent:

Joe Buscaino, City of Los Angeles
Gary Lee Moore, Port of Los Angeles

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

CHAIRPERSON DE LONG PRESIDED.

The meeting was called to order at 9:04 a.m.

CONSENT CALENDAR - ITEMS NOS. 1-8

Item No. 9 regarding the appointment of the ACTA Interim Treasurer was removed from the consent calendar by Board Member Moro due to Mr. Thomas Franklin's resignation from the Port of Long Beach effective April 24, 2014. Staff will make a substitute recommendation at a future meeting.

1. MINUTES - ACTA GOVERNING BOARD REGULAR MEETING OF FEBRUARY 13, 2014 – APPROVED.

Minutes of the regular meeting of February 13, 2014 of the Governing Board of the Alameda Corridor Transportation Authority were presented to the Governing Board for approval.

2. MONTHLY FINANCIAL STATEMENTS FOR THE PERIOD ENDED FEBRUARY 28, 2014– RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated April 10, 2014, recommending that the monthly financial reports for the period ended February 28, 2014, be received and filed, was presented to the Governing Board.

3. OPERATING COMMITTEE – ADMINISTRATIVE SUPPORT - APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated April 10, 2014, recommending authorization for the continuation of administrative support services to the Operating Committee, carried as an ACTA administrative expense, was presented to the Governing Board.

4. SURPLUS FURNITURE AND EQUIPMENT – DONATION - APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated April 10, 2014, recommending authorization for the donation of surplus ACTA office furniture and equipment to charitable organizations, non-profit charitable institutions, or schools in lieu of sale to public or private entities, was presented to the Governing Board.

5. ALAMEDA CORRIDOR ENGINEERING TEAM – AMENDMENT TO AGREEMENT NO. 27 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated April 10, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to extend the term of Agreement No. 27 with the Alameda Corridor Engineering Team (ACET) by one year through June 30, 2015, was presented to the Governing Board.

6. VEHICLE ACCIDENT AT 55th STREET, VERNON– INFORMATION ITEM.

Communication from John T. Doherty, Chief Executive Officer, dated April 10, 2014, with information on a vehicular accident involving a trailer truck and automobile on March 4, 2014 at the intersection of Alameda St. and 55th St. in Vernon, was presented to the Governing Board.

7. O'MELVENY & MYERS – AMENDMENT TO AGREEMENT NO. 845 – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated April 10, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue an amendment in the amount of \$85,000 to Agreement No. 845 with

O'Melveny & Myers for FY14 legal support services involving fund transfers and legislative matters, was presented to the Governing Board.

8. NIXON PEABODY – AMENDMENT TO AGREEMENT NO. 849 - APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated April 10, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue an amendment in the amount of \$10,000 to Agreement No. 849 with Nixon Peabody for FY14 legal support services involving ACTA bond matters, was presented to the Governing Board.

Board Member Wise motioned, seconded by Board Member Knabe, that the communications be received and filed and that Items Nos. 1, 3-5 and 7-8 be approved as recommended. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

10. 25TH AND ALAMEDA STREET, VERNON – SALE OF SURPLUS PROPERTY – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated April 10, 2014, recommending:

- 1) Authorization for the Chief Executive Officer (CEO) or Financial Officer (CFO) to accept an offer from Dedeaux Properties, LLC to purchase the 25th and Alameda St. Property for a purchase price of not less than \$1.6 million; and
- 2) In the event that a sale to Dedeaux Properties, LLC does not close, accept a purchase offer of \$1.5 million or greater from any other buyer of similar creditworthiness; and
- 3) Negotiate, execute, and cause to be done all such actions as the CEO or CFO deem necessary to complete the sale of the 25th and Alameda St. Property.

was presented to the Governing Board.

Board Member Knabe motioned, seconded by Board Member Wise, that the item be approved as recommended. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

11. ACTA OFFICE LEASE – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated April 10, 2014, recommending the authorization for the Chief Executive Officer or Chief Financial Officer to:

- 1) Execute a 66-month office lease for a relocated ACTA headquarters at 3760 Kilroy Airport Center in Long Beach, CA for the approximate monthly average amount of \$17,300; and
- 2) Incur certain one-time additional costs including moving and coordination in the approximate amount of \$100,000.

was presented to the Governing Board.

Chair DeLong asked whether there was money in the FY15 budget and whether the amount was greater or less than the current monthly amount. Mr. Doherty replied that there is money in the FY15 budget and that the amount is \$7,000 less per month than what ACTA currently pays.

Board Member Knabe motioned, seconded by Board Member Moro, that the item be approved as recommended. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

12. ACTA OFFICERS RESOLUTION - APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated April 10, 2014, recommending the adoption of a resolution that clarifies and affirms the current ACTA Officers as required under the Amended and Restated Joint Exercise of Powers Agreement dated as of December 18, 1996 (as amended, the "Joint Powers Agreement"), was presented to the Governing Board.

Board Member Knabe requested that a recommendation for the Treasurer be brought back to the Governing Board for approval at a future meeting.

Board Member Knabe motioned, seconded by Board Member Wise, that the item be approved as recommended. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

13. FINANCIAL STAFFING REPORT – RECEIVED AND FILED.

Mr. James Preusch presented a financial staffing report.

Board Member Knabe motioned, seconded by Board Member Wise, that the item be received and filed. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

14. LEGISLATIVE UPDATE – INFORMATION ITEM.

Mr. Doherty informed the Governing Board that this item was covered in the prior special meeting of this same date.

15. PRELIMINARY BUDGET – RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated April 10, 2014, presenting the Governing Board a preliminary budget proposal for the next fiscal year.

Board Member Renwick asked why there was a variance in the budget between FY 2014 and FY2015 by approximately 12%. Mr. Doherty replied that the budget increase is primarily due to salary costs, which includes the additional position that the Governing Board requested be filled and the cost of living increase approved by the Governing Board in the February 13, 2014 meeting.

Board Member Knabe motioned, seconded by Board Member Wise, that the item be received and filed. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

16. EMERGENCY DRILL REPORT– RECEIVED AND FILED.

Ms. Connie Rivera, Government and Community Relations Officer presented the Governing Board with an update and video presentation regarding the March 16, 2014 Emergency Drill.

Board Member Wise motioned, seconded by Board Member Moro, that the item be received and filed. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

17. PROJECT UPDATE – RECEIVED AND FILED.

Mr. John Doherty presented an update on the SR-47 Project – Segment 1 Heim Bridge Replacement.

Board Member Renwick asked whether ACTA received compensation for staff costs from Caltrans. Mr. Doherty replied that the ACET costs are reimbursed and that ACTA does not receive compensation for ACTA staff costs from Caltrans, which are minimal.

Board Member Moro motioned, seconded by Board Member Knabe, that the item be received and filed. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

18. REVENUE COMPARISON– RECEIVED AND FILED.

Mr. John Doherty presented the Revenue Comparison of actual ACTA revenue vs. that for other hypothetical scenarios.

Board Member Knabe motioned, seconded by Board Member Wise, that the item be received and filed. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

19. FEB PERFORMANCE – RECEIVED AND FILED.

Mr. John Doherty presented the February Performance.

Board Member Wise motioned, seconded by Board Member Moro, that the item be received and filed. Carried by the following vote:

AYES: Members: DeLong, Knabe, Wise, Renwick, Moro
NOES: None
ABSENT: Buscaino, Moore

Due to an error in the agenda, Public Comment was moved to Item 20 and Closed Session

was moved to Item 21.

20. PUBLIC COMMENT

There were no requests by the public to address the Governing Board.

21. CLOSED SESSION

At 9:51 a.m., Chairperson DeLong recessed the Governing Board meeting to hold a conference with legal counsel regarding existing litigation pursuant to Government Code Subdivision [a] of Section 54956.9, (two cases).

Upon returning from closed session, Mr. Charles Gale, ACTA Co-General Counsel, reported that there were no reportable items.

22. ADJOURNMENT

At 10:21 a.m., the meeting was adjourned sine die.