

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 SEPTEMBER 11, 2014 AT 9:00 A.M.

Members present:

Joe Buscaino, City of Los Angeles
Lena Gonzalez, City of Long Beach
Don R. Knabe, Los Angeles County
Metropolitan Transportation Authority
Rich Dines, Port of Long Beach
Gene Seroka, Port of Los Angeles
Jon W. Slingerup, Port of Long Beach

Members absent:

Edward Renwick, Port of Los Angeles

Also present:

John T. Doherty, ACTA, Chief Executive Officer
James P. Preusch, ACTA, Chief Financial Officer
Heather McCloskey, ACTA, Co-General Counsel

CHAIRPERSON BUSCAINO PRESIDED.

The meeting was called to order at 9:17 a.m.

Chairperson Buscaino welcomed the new board members to the ACTA Governing Board. He then asked for a moment of silence for the victims, families and first responders of 9/11.

Chairperson Buscaino recommended going to closed session to avoid the possibility of losing a quorum.

13. CLOSED SESSION

At 9:17 a.m., Chairperson Buscaino 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).

At 9:20 a.m., Board Member Knabe arrived at the beginning of closed session.

At 10:00 a.m., the meeting was again called to order by Chairperson Buscaino.

Ms. McCloskey stated that there were no reportable actions from the closed session.

CONSENT CALENDAR - ITEMS NOS. 1-5

1. MINUTES - ACTA GOVERNING BOARD REGULAR MEETING OF JUNE 12, 2014 – APPROVED.

Minutes of the regular meeting of June 12, 2014 of the Governing Board of the Alameda Corridor Transportation Authority were presented to the Governing Board.

2. QUARTERLY INVESTMENT REPORT - RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated September 11, 2014, recommending that the provided quarterly report on ACTA's Investments, as per ACTA's Investment Policy, be received and filed, was presented to the Governing Board.

3. ALAMEDA CORRIDOR ENGINEERING TEAM (ACET) – FY14 CLOSEOUT CHANGE ORDERS TO AGREEMENT NO. 27 – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 11, 2014 recommending the authorization of the Chief Executive Officer or Chief Financial Officer to issue Change Orders to Contract Work Orders (CWO) with the Alameda Corridor Engineering Team (ACET) for FY14 final adjustments in the aggregate increased amount of \$55,435 as follows:

- 1) Change Order for Base CWO in the increased amount of \$32,028; and
 - 2) Change Order for SR-47 CWO in the increased amount of \$23,407; and
 - 3) Adjust total contract value for FY14 in the increased amount of \$55,435 from \$2,523,368 to \$2,578,803.
4. BAZILIO COBB – ASSIGNMENT AND ASSUMPTION OF GENERAL AUDIT SUPPORT SERVICES UNDER AGREEMENT NO. 852 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 11, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue a contract amendment acknowledging the assignment to and assumption by BCA Watson Rice-Western Region, LLP of the audit service obligation of Bazilio Cobb Associates under Agreement No. 852, and increasing the contract value by \$10,000 for FY15 services, was presented to the Governing Board.

5. SR-47 PROJECT – DE-OBLIGATION OF 2009 METRO CALL FOR PROJECTS FUNDS – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 11, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to send a letter to Metro de-obligating \$9,184,000 in funding from the 2009 Metro Call for Projects for the SR-47 Expressway portion of the SR-47 Project, was presented to the Governing Board.

Board Member Knabe made a motion that the communications be received and filed and that Items Nos. 1, 3-5 be approved as recommended. The motion was seconded by Board Member Dines. Carried by the following vote:

	AYES:	Members: Buscaino, Gonzalez, Knabe, Dines, Seroka, Slangerup
NOES:		None
ABSENT:		Renwick

6. ALAMEDA CORRIDOR OPERATING COMMITTEE– RESPONSIBILITIES - INFORMATION ITEM.

Mr. Doherty provided an overview of the responsibilities of the Alameda Corridor Operating Committee. He briefly described the three major agreements under which ACTA operates: the Joint Exercise of Powers Agreement between COLB and COLA; the Use and Operating Agreement (UOA) between ACTA, the two ports and the two railroads; and the Use Permit between ACTA and both ports. He explained that ACTA, pursuant to the UOA, is not a member of the Operating Committee, that the committee is comprised of both ports and both railroads, and that the Operating Committee makes all decisions as regards Corridor maintenance, dispatching, security, and capital improvements/replacements. ACTA, through its Board, then administers the contracts that implement those committee decisions.

Chairperson Buscaino asked how often the Alameda Corridor Operating Committee met. Mr. Doherty responded that the committee met twice per year, in April and November.

7. ALAMEDA ST. BRIDGE REPAIR – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 11, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to:

- 1) Pursuant to the August 6, 2014 approval of the Alameda Corridor Operating Committee (ACOC), to take actions as necessary to implement repairs to the

Alameda St. Rail Bridge north of PCH, which was damaged by a vehicular accident on April 23, 2014, to include: (a) Issuing a Change Order to Agreement No. 27 with the Alameda Corridor Engineering Team (ACET) in the not-to-exceed amount of \$200,000 for evaluation, preparation of repair plans and specifications, assistance in securing municipal permits, and design support during construction (b) Issuing change orders and/or task orders to Agreement No.782 with Balfour Beatty Infrastructure, Inc. (BBII) in the not-to-exceed amount of \$920,000 for construction of the repair; and (c) Securing related municipal permits, including payment of fees and charges; and

2) Pursuant to the May 7, 2014 approval of the ACOC, ratify previous ACET and BBII initial inspection and evaluation activities, valued at approximately \$55,000.

Chairperson Buscaino asked how we were keeping the responsible trucking company accountable. Mr. Doherty responded that ACTA's insurance company is working with the trucking insurance company to ensure that ACTA gets reimbursed for all associated costs.

Board Member Dines suggested that more "no over-height loads" signage be installed, which would allow for more enforcement by the California Highway Patrol.

Chairperson Buscaino offered assistance in working with the Los Angeles Department of Transportation for the appropriate signage and permits for repairs.

Board Member Knabe made a motion that Item No. 7 be approved as recommended. The motion was seconded by Board Member Dines. Carried by the following vote:

AYES:	Members: Buscaino, Gonzalez, Knabe, Dines, Seroka, Slangerup
NOES:	None
ABSENT:	Renwick

8. TRENCH EMERGENCY LADDERS – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 11, 2014, recommending authorization for the Chief Executive Officer or Chief Financial Officer to:

1) Pursuant to the August 6, 2014 approval of the Alameda Corridor Operating Committee (ACOC), authorizing for the Chief Executive Officer or Chief Financial Officer to take actions as necessary to investigate repairs and improvements to the trench emergency ladders, including: (a) Issuing a change order to Agreement No. 27 with the Alameda Corridor Engineering Team (ACET) in the not-to-exceed amount of \$100,000 for engineering and evaluation of all potential ladder modifications; (b) Issuing change order and/or task order to Agreement No.782 with Balfour Beatty Infrastructure, Inc. (BBII) in the not-to-exceed amount of \$25,000 for equipment, labor and material for prototype testing one or more modifications to the

ladder counterweight system; and

2) Pursuant to the May 7, 2014 approval of the ACOC, ratify previous initial ACET inspection and evaluation activities, and issue a change order to Agreement No. 27 in the not-to-exceed amount of \$15,000, was presented to the Governing Board.

Board Member Dines made a motion that Item No. 8 be approved as recommended. The motion was seconded by Board Member Gonzalez. Carried by the following vote:

AYES: Members: Buscaino, Gonzalez, Knabe,
Dines, Seroka, Slangerup
NOES: None
ABSENT: Renwick

9. WARREN E&P OIL LINE LEAK – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 11, 2014, recommending authorization to ratify the emergency authorization granted to Balfour Beatty Infrastructure Inc., ACTA's maintenance contractor, under Agreement No. 782 to provide flagging and other track and signal-related services in response to a July 5, 2014 leak from an oil line owned by Warren E&P, was presented to the Governing Board.

Board Member Knabe asked if the leak had been caused by contractor damage to the pipes. Mr. Doherty responded that it was caused by corrosion due to the age of the pipe.

Board Member Knabe made a motion that Item No. 7 be approved as recommended. The motion was seconded by Board Member Dines. Carried by the following vote:

AYES: Members: Buscaino, Gonzalez, Knabe,
Dines, Seroka, Slangerup
NOES: None
ABSENT: Renwick

10. PROJECT UPDATE – INFORMATION ITEM.

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

11. LEGISLATIVE UPDATE – INFORMATION ITEM.

Mr. Doherty provided a briefing for the new Board members as regards the unsuccessful State Legislation Bills SB 925 and AB 2541 that would have significantly impacted ACTA fee collection.

Board Member Knabe left the meeting at 10:22 a.m.

Chairperson Buscaino asked if ACTA has a presence in Sacramento. Mr. Doherty stated that ACTA does not have its own consultant on Sacramento matters. ACTA coordinates legislative efforts with the Ports of Los Angeles and Long Beach staff and its consultants. It was this joint effort that led to the recent unsuccessful round of ACTA fee legislation.

12. JULY PERFORMANCE – INFORMATION ITEM.

Mr. John Doherty gave a performance update for the month of July 2014. He stated that, based on a reasonable range of “what if” port volume growth assumptions going forward, shortfall advances from the ports could be needed as early as FY18 and continue for several years thereafter. This situation is due to the fact that San Pedro Bay annual port volume growth has been less than 2% since 2010, when 4% had been anticipated. He encouraged the ports to plan for future shortfall advances in their budgets. He indicated that in CY17 there will be a refunding opportunity for certain callable 2004A bonds, which dependent on interest rates and present value calculations for adjusted maturities at that time might substantially offset the magnitude and duration of the shortfalls.

14. PUBLIC COMMENT

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

15. ADJOURNMENT

At 10:30 a.m., the meeting was adjourned sine die.