

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 SEPTEMBER 12, 2013, AT 9:00 A.M.

Members present:

Joe Buscaino, City of Los Angeles
Gary DeLong, City of Long Beach
Don R. Knabe, Los Angeles County
Metropolitan Transportation Authority
Geraldine Knatz, Port of Los Angeles
Al Moro, Port of Long Beach

Members absent:

Susan E. Anderson Wise, Port of Long Beach

Also present:

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

CHAIRPERSON DE LONG PRESIDED.

The meeting was called to order at 9:15 a.m.

CONSENT CALENDAR - ITEMS NOS. 1-7

1. MINUTES - ACTA GOVERNING BOARD REGULAR MEETING OF JUNE 13, 2013 – APPROVED.

Minutes of the regular meeting of June 13, 2013 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 JUNE 30, 2013– RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2013, recommending that the monthly financial reports for the period ended June 30, 2013, be received and filed, was presented to the Governing Board.

3. SECOND QUARTER 2013 INVESTMENT REPORT - RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2013, 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.

4. ALAMEDA CORRIDOR ENGINEERING TEAM (ACET) – FY13 CLOSEOUT CHANGE ORDERS TO AGREEMENT NO. 27 – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2013, recommending:

- 1) Authorization for 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 FY13 final adjustments in the aggregate decreased amount of <\$268,723>.

was presented to the Governing Board.

5. BALFOUR BEATTY RAIL, INC.– AMENDMENT TO TASK ORDER – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2013, recommending authorization for the Chief Executive Officer or Chief Financial Officer to issue an amendment to the contract task order for miscellaneous additional maintenance services with Balfour Beatty Rail Inc. (Agreement No. 782) increasing the value by \$150,000 from \$200,000 to \$350,000, was presented to the Governing Board.

6. URS CORP – CHANGE ORDER TO AGREEMENT NO. 807 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2013, recommending:

- 1) Authorization for the Chief Executive Officer or Chief Financial Officer to issue a change order in the amount of \$50,100 to Agreement No. 807 with URS Corp. for additional design services for the Heim Bridge Replacement portion of the SR-47 Project (known as Segment 1); and
- 2) Restore the depleted contingency amount of \$100,000 for future additional services.

was presented to the Governing Board.

7. CALIFORNIA DISABILITY INSURANCE (SDI) - APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2013, recommending adoption of a resolution making ACTA subject to Section 709 of the California Unemployment Insurance Code (CUIC), and electing public entity coverage in the California Disability Insurance (SDI) program, was presented to the Governing Board.

Board Member Knabe motioned, seconded by Board Member Knatz, that the communications be received and filed and that Items Nos. 1 and 4-7 be approved as recommended. Carried by the following vote:

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

8. 25th AND ALAMEDA – SALE OF SURPLUS ACTA PROPERTY - APPROVED

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2013, recommending:

- 1) Authorization for the Chief Executive Officer or Chief Financial Officer to enter into an agreement with Coldwell Banker Richard Ellis for brokerage services for the sale of surplus ACTA/Ports property at 25th St. and Alameda St. in the City of Vernon; and
- 2) Advise prospective buyers that aerial rights over the Corridor trench should not be anticipated due to railroad safety and other operational considerations, and that certain easements will be required immediately adjacent to the trench for access.

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

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

9. OPERATING COMMITTEE – CONTINUATION OF DUTIES – CONDITIONAL APPROVAL.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2013, recommending authorizing the Chief Executive Officer and/or Chief Financial Officer to continue to provide voluntary functions to the Alameda

Corridor Operating Committee as have been historically provided, if so requested by the Operating Committee, was presented to the Governing Board.

Mr. Doherty explained that pursuant to the five-party Use and Operating Agreement (UOA) ACTA has contractual obligations to the four-member Operating Committee, of which ACTA is not a member. These obligations include entering into and managing certain contracts on behalf of that the Operating Committee (OC) such as for maintenance, security and dispatching. In addition, ACTA has also provided voluntary services, not required under the UOA, including the preparation of the OC's agenda and minutes and certain administrative work involving the OC's annual budget.

Board member Knabe asked why ACTA is not a member of the OC. It was explained that, at the time the UOA was negotiated, a four-member committee was deemed best – one member from each port and railroad. ACTA was not made a member because the railroads believed that ACTA, because of its composition, would be inclined to align its vote with the ports. Also with just four members, at least one port or one railroad would have to agree on controversial matters brought to the committee for approval, which was considered beneficial.

Board Member Knatz stated that the cost of the voluntary services ACTA provides to the OC should be paid from the Operating and Maintenance Fund rather than the ACTA administrative fund.

After discussion of possible alternate motions, a motion was made by Chair DeLong, seconded by Board Member Knatz, that ACTA's consent to continue to provide voluntary services is conditional upon the OC agreeing to pay for the costs from the Operating and Maintenance Fund. If the OC is unwilling to provide this consent, the matter will be brought back to the Governing Board.

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

10. CLOSED SESSION

At 9:27 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, (one case).

At 9:50 a.m., the meeting was again called to order by Chairperson DeLong.

11. PERFORMANCE UPDATE– INFORMATION ITEM.

Mr. John Doherty presented the July 2013 Performance Update.

12. PUBLIC COMMENT

There was no one present to address the Governing Board.

13. ADJOURNMENT

At 9:55 a.m., the meeting was adjourned sine die.