

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 MAY 12, 2005, AT 9 A.M.

Members present:

**Janice Hahn, City of Los Angeles
Frank Colonna, City of Long Beach
James C. Hankla, Port of Long Beach
Geraldine Knatz, Port of Long Beach
Thomas H. Warren, Port of Los Angeles
Bruce Seaton, Port of Los Angeles**

Members absent:

**Don R. Knabe, Los Angeles County
Metropolitan Transportation Authority**

CHAIRPERSON HAHN PRESIDED AS CHAIR.

APPROVAL OF MINUTES

Mr. Colonna moved, seconded by Mr. Warren and unanimously carried, the minutes of the regular meeting of April 14, 2005, were declared read and approved as read.

CONSENT CALENDAR - ITEMS NOS. 1-5

- 1. MONTHLY FINANCIAL REPORTS FOR THE PERIOD ENDED MARCH 31, 2005 – RECEIVED AND FILED.**

Communication from John T. Doherty, Chief Executive Officer, dated May 12, 2005, recommending the monthly financial reports for the period ended March 31, 2005, be received and filed, was presented and read to the Governing Board.

- 2. BERG & ASSOCIATES, INC. – CHANGE ORDER TO ACTA AGREEMENT NO. CO607 FOR THE ANAHEIM PUMP STATION PROJECT – APPROVED.**

Communication from John T. Doherty, Chief Executive Officer, dated May 2, 2005, recommending authorization for the Chief Executive Officer to execute a Change Order to ACTA Agreement No. CO607 with Berg & Associates, Inc., in the not-to-exceed amount of \$100,000, for construction management services for the Anaheim Pump Station Project, was presented and read to the Governing Board.

3. PACIFIC RAILWAY ENTERPRISES, INC. – FIRST AMENDMENT TO AGREEMENT NO. 711 FOR ADDITIONAL ON-CALL RAILROAD SIGNAL DESIGN AND SUPPORT SERVICES – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated May 6, 2005, recommending authorization for the Chief Executive Officer to execute a First Amendment to Agreement No. 711 with Pacific Railway Enterprises, Inc., in the not-to-exceed amount of \$300,000, to provide additional on-call railroad signal design and support services, was presented and read to the Governing Board.

4. TETRA TECH, INC. – CHANGE ORDER TO CONTRACT NO. CO036 FOR THE LONG BEACH LEADS EXTENSION AND MAINTENANCE YARD PROJECT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated May 4, 2005, recommending authorization for the Chief Executive Officer to execute a Change Order to Contract No. CO036 with Tetra Tech, Inc., in the amount of \$100,000, for additional site investigations for the Long Beach Leads Extension and Maintenance Yard Project, was presented and read to the Governing Board.

5. ACTA AND ED-PAC – EIGHTH AMENDMENT TO OFFICE LEASE – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated May 4, 2005, recommending authorization for the Chief Executive Officer to execute an Eighth Amendment to Office Lease between ED-PAC and the Alameda Corridor Transportation Authority, for office space in Suite 350 at One Civic Plaza, Carson, California, for a three-year period beginning January 1, 2006, and ending December 31, 2008, was presented and read to the Governing Board.

Mr. Hankla moved, seconded by Mr. Colonna, that the communications be received and filed and that Items Nos. 1-5 be approved as recommended. Carried by the following vote:

AYES: Members: Warren, Seaton, Hankla, Knatz, Colonna, Hahn
NOES: None
ABSENT: Knabe

6. MASS ELECTRIC CONSTRUCTION COMPANY – CONTRACT NO. CO732 FOR ADDITIONAL CONTROL POINTS IN THE PORTS – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated May 6, 2005, recommending authorization for the Chief Executive Officer to execute Contract No. CO732 with Mass Electric Construction Company, in the amount of \$2,182,980, for additional control points in the Ports, was presented and read to the Governing Board.

Mr. Doherty stated there would be a 25 percent DBE participation in the project, which is above the 22 percent requirement, and that the contractor scored 90 percent on his good faith outreach efforts.

Mr. Colonna moved, seconded by Ms. Knatz, that the communication be received and filed and that the Chief Executive Officer be authorized to execute Contract No. CO732, with Mass Electric Construction Company, in the amount of \$2,182,980, for additional control points in the Ports. Carried by the following vote:

AYES: Members: Warren, Seaton, Hankla, Knatz, Colonna, Hahn
NOES: None
ABSENT: Knabe

7. ACTA PRELIMINARY PROGRAM AND OPERATING BUDGET FOR FISCAL YEAR 2005/2006 – RECEIVED FOR REVIEW.

Communication from John T. Doherty, Chief Executive Officer, dated May 11, 2005, recommending the Governing Board receive for review the draft ACTA Preliminary Program and Operating Budget for Fiscal Year 2005/2006, was presented and read to the Governing Board.

Mr. Jim Preusch, ACTA's Chief Financial Officer, gave an overview of ACTA's Preliminary Program and Operating Budget for FY 2005/2006.

Mr. Art Goodwin, Director of Planning for ACTA and Secretary to the Rail Operating Committee, gave a breakdown of the Maintenance of Way Expenses and the Maintenance of Way Expenses-Nonrail.

Mr. Colonna moved, seconded by Mr. Hankla, that the Governing Board receive as information for review the draft ACTA Preliminary Program and Operating Budget for Fiscal Year 2005/2006. Carried by the following vote:

AYES: Members: Warren, Seaton, Hankla, Knatz, Colonna, Hahn
NOES: None
ABSENT: Knabe

8. QUARTERLY INVESTMENT REPORT – RECEIVED AND FILED.

Communication from John T. Doherty, Chief Executive Officer, dated May 5, 2005, recommending the Quarterly Investment Report be received and filed, was presented and read to the Governing Board.

Mr. Jim Preusch gave an overview of the Quarterly Investment Report.

Mr. Preusch introduced Ms. Loren Grant of Public Financial Management, and Ms. Kay Chandler and Mr. Ted Peirkowski of Chandler Asset Management.

Mr. Hankla asked Mr. Preusch what the greatest concern is regarding ACTA's portfolio.

Mr. Preusch stated that he does not have any great concerns about ACTA's portfolio, but that the greatest challenge with regard to ACTA's portfolio is ACTA's ability to inform Public Financial Management and Chandler Asset Management how much money ACTA would need in the future in order to appropriately schedule maturities.

Mr. Hankla concluded that careful cash flow analysis is the greatest challenge in the interface between the CFO and ACTA's investment counselors. He stated that is where the rubber meets the road.

It was unanimously approved that the Quarterly Investment Report be received and filed. Carried by the following vote:

AYES: Members: Warren, Seaton, Hankla, Knatz, Colonna, Hahn
NOES: None
ABSENT: Knabe

9. MARCH FINANCIAL AND OPERATING PERFORMANCE REPORT – INFORMATION ITEM.

Mr. John Doherty gave an overview of the March Financial and Operating Performance Report.

10. ACTA EXPANDED MISSION UPDATE – INFORMATION ITEM.

Mr. John Doherty gave an update of ACTA's Expanded Mission.

At 9:50 a.m. Mr. Colonna left the meeting.

PUBLIC COMMENT

There were no speakers.

Mr. Hankla moved, and it was unanimously carried, that the order of the two Closed Session items be switched due to a time conflict. Carried by the following vote:

AYES: Members: Warren, Seaton, Hankla, Knatz, Hahn
NOES: None
ABSENT: Knabe, Colonna

CLOSED SESSION

At 10:15 a.m., Chairperson Hahn recessed the Governing Board meeting to hold an

attorney-client meeting pursuant to Government Code Section 54956.9, Subdivision (b), regarding anticipated litigation, and Government Code Section 54956.9, Subdivision (a), regarding existing litigation.

At 10:40 a.m., the meeting was again called to order by Chairperson Hahn.

There were no reportable actions from the closed session.

ADJOURNMENT

At 10:42 a.m. the meeting was adjourned sine die.