

**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 JUNE 9, 2005, AT 9 A.M.**

**Members present:**

Janice Hahn, City of Los Angeles  
Frank Colonna, City of Long Beach  
Don R. Knabe, Los Angeles County  
Metropolitan Transportation Authority  
James C. Hankla, Port of Long Beach  
Richard D. Steinke, Port of Long Beach  
Thomas H. Warren, Port of Los Angeles  
Bruce Seaton, Port of Los Angeles

**Members absent:**

None

**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 May 12, 2005, were declared read and approved as read.

**CONSENT CALENDAR - ITEMS NOS. 1-2**

1. **MONTHLY FINANCIAL REPORTS FOR THE PERIOD ENDED APRIL 30, 2005 - RECEIVED AND FILED.**

Communication from John T. Doherty, Chief Executive Officer, dated June 8, 2005, recommending that the monthly financial reports for the period ended April 30, 2005, be received and filed, was presented and read to the Governing Board.

2. **MANATT, PHELPS & PHILLIPS – AGREEMENT NO. 693 TERM EXTENSION FOR LEGISLATIVE ADVOCACY SERVICES - APPROVED.**

Communication from John T. Doherty, Chief Executive Officer, dated June 1, 2005, recommending authorization for the Chief Executive Officer to extend the term of Agreement No. 693 with the firm Manatt, Phelps & Phillips for one year from July 1, 2005, to June 30, 2006, for legislative advocacy services, was presented and read to the Governing Board.

Mr. Colonna moved, seconded by Mr. Seaton, that the communications be received and filed and that Items Nos. 1-2 be approved as recommended. Carried by the following vote:

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

**3. LAW FIRM ENGAGEMENTS FOR LEGAL SERVICES – APPROVED.**

Communication from John T. Doherty, Chief Executive Officer, dated June 3, 2005, recommending authorization for the Chief Executive Officer to execute engagement agreements with the following law firms as recommended by the evaluation panel that evaluated the Request for Proposals for legal services, for a term of one year with the option of ACTA to extend the term for up to an additional year upon Governing Board approval, at the specified not-to-exceed amounts for compensation:

Gibbs, Giden, Locher & Turner LLP  
Jones, Day  
Keesal, Young & Logan  
Nossaman, Guthner, Knox & Elliott LLP  
O'Melveny & Myers LLP  
Weston, Benschopf, Rochefort, Rubalcava & MacCuish LLP

And recommending that the following law firms be pre-approved at this time for additional legal work as may be required or necessary in the near future, at which time the matter will be presented to the Governing Board with the specifics of the recommended engagement:

Foley & Lardner LLP  
Fulbright & Jaworski LLP  
Quateman & Zidell LLP  
Smith & Rendon LLP

was presented and read to the Governing Board.

Mr. Joseph Burton, Special Counsel, gave an overview of the Request for Proposals process and the recommended law firms.

Mr. Colonna requested the vote be divided between the two groups of law firms due to a conflict of interest with Fulbright & Jaworski LLP.

Mr. Hankla moved, seconded by Mr. Knabe, that the communication be received and filed and that the Chief Executive Officer be authorized to execute engagement agreements with the following law firms for a term of one year with the option of ACTA

to extend the term for up to an additional year upon Governing Board approval, at the specified not-to-exceed amounts for compensation:

Gibbs, Giden, Locher & Turner LLP  
Jones, Day  
Keesal, Young & Logan  
Nossaman, Guthner, Knox & Elliott LLP  
O'Melveny & Myers LLP  
Weston, Benshoof, Rochefort, Rubalcava & MacCuish LLP

Carried by the following vote:

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

Mr. Knabe moved, seconded by Mr. Hankla, that the communication be received and filed and that the following law firms be pre-approved for additional legal work as may be required or necessary in the near future, at which time the matter will be presented to the Governing Board with the specifics of the recommended engagement:

Foley & Lardner LLP  
Fulbright & Jaworski LLP  
Quateman & Zidell LLP  
Smith & Rendon LLP

Carried by the following vote:

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

**4. ALAMEDA CORRIDOR ENGINEERING TEAM – ANNUAL CONTRACT WORK ORDERS – APPROVED.**

Communication from John T. Doherty, Chief Executive Officer, dated June 9, 2005, recommending authorization for the Chief Executive Officer to issue annual Contract Work Orders and corresponding Change Orders to Amended Agreement No. CO027 for services provided by the Alameda Corridor Engineering Team, in the aggregate amount of \$6,404,745, was presented and read to the Governing Board.

Mr. Steinke asked how many employees are currently engaged with the Alameda Corridor Engineering Team.

Mr. Doherty responded that there are currently 17 ACET employees.

Mr. Hankla asked how many employees are currently employed at ACTA.

Mr. Doherty responded that there are currently 16 ACTA employees.

Mr. Colonna moved, seconded by Mr. Hankla, that the communication be received and filed and that the Chief Executive Officer be authorized to issue annual Contract Work Orders and corresponding Change Orders to Amended Agreement No. CO027 for services provided by the Alameda Corridor Engineering Team as recommended. Carried by the following vote:

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

5. Communication from John T. Doherty, Chief Executive Officer, dated June 8, 2005, recommending approval of the ACTA Program & Operating Budget for Fiscal Year 2005/2006, was presented and read to the Governing Board.

Mr. James Preusch gave an overview of the ACTA Program & Operating Budget for Fiscal Year 2005/2006.

Mr. Colonna moved, seconded Mr. Knabe, that the ACTA Program & Operating Budget for Fiscal Year 2005/2005 be approved. Carried by the following vote:

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

6. OPERATING AND FINANCIAL PERFORMANCE REPORT FOR APRIL 2005 – INFORMATION ITEM.

Mr. Doherty gave an overview of the Operating and Financial Performance Report for April 2005.

Mr. Colonna recommended having a news release on the volume of the Corridor and its operations monthly or quarterly, with the number of containers also included.

Mr. Doherty stated that arrangements would be made for regularly scheduled news releases on the volume and operations of the Corridor.

7. ACTA EXPANDED MISSION UPDATE – INFORMATION ITEM.

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

## **PUBLIC COMMENT**

There were no speakers.

Legal Counsel Joseph Burton announced that Item No. (1) on the agenda listed under the Closed Session items would not be discussed during the closed session.

## **CLOSED SESSION**

At 9:55 a.m., Chairperson Hahn recessed the Governing Board meeting to hold an attorney-client meeting pursuant to Government Code Section 54956.9, Subdivision (a), regarding existing litigation, and Government Code Section 54956.9, Subdivision (b), regarding anticipated litigation.

At 11:00 a.m., the meeting was again called to order by Chairperson Hahn.

Legal Counsel Joseph Burton announced that it was approved during closed session to increase the legal services contract with Jones, Day by \$100,000 through June 30, 2005.

## **ADJOURNMENT**

At 11:05 a.m., the meeting was adjourned sine die.