

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 10, 2004, AT 9 A.M.

Members present:

Frank Colonna, City of Long Beach
Janice Hahn, City of Los Angeles
Don R. Knabe, Los Angeles County
Metropolitan Transportation Authority
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:

None

CHAIRPERSON COLONNA PRESIDED AS CHAIR.

APPROVAL OF MINUTES

Mr. Seaton moved, seconded by Mr. Hankla and unanimously carried, the minutes of the regular meeting of May 13, 2004, were declared read and approved as read.

At 9:05 a.m. Ms. Hahn arrived at the meeting.

CONSENT CALENDAR - ITEMS NOS. 1-6

Item No. 6 was removed from the Consent Calendar for discussion.

1. MONTHLY FINANCIAL REPORTS FOR THE PERIOD ENDED APRIL 30, 2004, RECEIVED AND FILED.

Communication from John T. Doherty, Chief Executive Officer, dated May 28, 2004, recommending that the monthly financial reports for the period ended April 30, 2004, be received and filed, was presented and read to the Governing Board.

2. BOY SCOUTS OF AMERICA, WESTMINSTER PRESBYTERIAN CHURCH, AND HELEN KELLER SCHOOL – DONATION OF COMPUTER EQUIPMENT.

Communication from John T. Doherty, Chief Executive Officer, dated June 3, 2004, recommending authorization to donate twelve ACTA-owned computers to the

Boy Scouts of America, and five retroactively to Westminster Presbyterian Church and one retroactively to Helen Keller School, was presented and read to the Governing Board.

3. ACE ENGINEERING, INC. – CHANGE ORDER TO ACTA AGREEMENT NO. CO616 - VARIOUS ON-CALL SERVICES THROUGHOUT THE CORRIDOR.

Communication from John T. Doherty, Chief Executive Officer, dated June 1, 2004, recommending authorization to execute a Change Order to ACTA Agreement No. CO616 with ACE Engineering, Inc., in the amount of \$1,750,000, and extend the term of the agreement to June 30, 2005, for performing various services throughout the Corridor on an on-call basis, was presented and read to the Governing Board.

4. YEAGER SKANSKA – CHANGE ORDER TO CONTRACT NO. DO606 - PACIFIC COAST HIGHWAY GRADE SEPARATION PROJECT.

Communication from John T. Doherty, Chief Executive Officer, dated June 1, 2004, recommending authorization to execute a Change Order to Contract No. DO606 with Yeager Skanska, in the amount of \$607,451, for the Pacific Coast Highway Grade Separation Project, was presented and read to the Governing Board.

5. YEAGER SKANSKA – CHANGE ORDERS TO CONTRACT NO. CO703 – ANAHEIM STREET PUMP STATION PROJECT.

Communication from John T. Doherty, Chief Executive Officer, dated May 26, 2004, recommending authorization to execute Change Orders to Contract No. CO703 with Yeager Skanska, in an amount not to exceed \$963,000, for the Anaheim Street Pump Station Project, was presented and read to the Governing Board.

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

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

At 9:10 a.m. Mr. Knabe arrived at the meeting.

6. LEGAL SERVICES AGREEMENTS – TERM EXTENSIONS.

Communication from John T. Doherty, Chief Executive Officer, dated June 10, 2004, recommending term extensions of legal services agreements with O'Melveny & Myers LLP; Keesal Young & Logan; Nossaman, Guthner, Knox & Elliott LLP; Jones, Day, Reavis & Pogue; Weston, Benshoof, Rochefort, Rubalcava & MacCuish LLP; Gibbs, Giden, Locher & Turner LLP; Glaser, Tonsich & Brajevich LLP; and Manatt,

Phelps & Phillips, for one year from July 1, 2004, to June 30, 2005, was presented and read to the Governing Board.

Mr. Doherty stated that Mr. Warren had recommended that, at the end of the current term of legal services agreements, a new RFP be issued. Mr. Doherty stated that, as a point of clarification, the individual amounts that are stated for the eight firms for the upcoming fiscal year are budget estimates. If during the course of the year the budget estimates may be exceeded, then at that time, the matter would come back to the Governing Board to seek approval on a case-by-case basis to increase the value of the individual amounts.

Mr. Joe Burton stated that, in each and every case, individual not-to-exceed amounts in the respective contracts had been taken to the Governing Board for approval.

Mr. Warren stated that the current contracted law firms had done a good job for ACTA. He stated that he would like to see it go back out for another RFP at the end of the year, that it's prudent to allow other firms to have a chance to bid.

Ms. Knatz moved, seconded by Ms. Hahn, that the communication be received and filed and that the Chief Executive Officer be authorized to extend said legal services agreements for one year from July 1, 2004, to June 30, 2005. Carried by the following vote:

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

7. DEVELOPMENT OF A PROJECT INFORMATION MANAGEMENT MAPPING SYSTEM.

Communication from John T. Doherty, Chief Executive Officer, dated June 3, 2004, recommending authorization to develop a Project Information Management Mapping System (PIMMS) to access real property and utility records for the Alameda Corridor and the UPRR San Pedro Branch, was presented and read to the Governing Board.

Mr. Hankla moved, seconded by Mr. Warren, that the communication be received and filed and that the Chief Executive Officer be authorized to develop said Project Information Management Mapping System. Carried by the following vote:

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

8. ALAMEDA CORRIDOR ENGINEERING TEAM – ANNUAL CONTRACT WORK

ORDERS AND CORRESPONDING CHANGE ORDERS TO AMENDED AGREEMENT NO. CO027.

Communication from John T. Doherty, Chief Executive Officer, dated June 3, 2004, recommending authorization to issue annual Contract Work Orders and corresponding Change Orders to Amended Agreement No. CO027 for services provided by the Alameda Corridor Engineering Team, was presented and read to the Governing Board.

Mr. Knabe moved, seconded by Mr. Warren, that the communication be received and filed and that the Chief Executive Officer be authorized to issue said annual Contract Work Orders and corresponding Change Orders to Amended Agreement No. CO027. Carried by the following vote:

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

9. ACTA PROGRAM AND OPERATING BUDGET FOR FISCAL YEAR 2004/2005.

Communication from John T. Doherty, Chief Executive Officer, dated June 7, 2004, recommending approval of the ACTA Program and Operating Budget for fiscal year 2004/2005, was presented and read to the Governing Board.

Mr. Dean Martin gave an overview of the subject budget.

Mr. Hankla moved, seconded by Mr. Warren, that the communication be received and filed and that the ACTA Program and Operating Budget for fiscal year 2004/2005 be approved. Carried by the following vote:

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

10. ACTA'S EXPANDED MISSION – PROGRESS SUMMARY. (INFORMATION ITEM)

Mr. John Doherty gave an overview of ACTA's Expanded Mission Progress Summary.

Ms. Hahn stated that the eight initiatives in ACTA's Expanded Mission were significant in terms of not only goods movement, but they would also improve the quality of life for those who live and work in the regions around the Ports of Los Angeles and Long Beach.

Mr. Warren stated that since ACTA's sub-committee was formed, a lot had been

accomplished in a short amount of time. He stated he was impressed with the quickness and thoroughness of ACTA staff and by acting so quickly, it would show the State and Legislators that ACTA would find its own solutions to keep cargo moving in the two Ports.

Mr. Colonna commented on the container issue for both the City of Los Angeles and the City of Long Beach. He stated that it would be good if a report be prepared to be given to the respective cities.

Mr. Doherty stated that a report on the container issue would be prepared. Mr. Doherty thanked the Governing Board for their kind words.

CLOSED SESSION

At 9:25 a.m., Chairperson Colonna 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 9:30 a.m. Chairperson Colonna left the meeting.

At 9:55 a.m., the meeting was again called to order by Vice Chairperson Hahn.

There were no reportable actions from the closed session.

ADJOURNMENT

At 10:00 a.m. the meeting was adjourned sine die.