

AMENDED 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 JULY 8, 2004, AT 9 A.M.

Members present:

Frank Colonna, City of Long Beach
Janice Hahn, City of Los Angeles
James C. Hankla, Port of Long Beach
Richard D. Steinke, Port of Long Beach
Thomas H. Warren, Port of Los Angeles
Larry A. Keller, Port of Los Angeles

Members absent:

Don R. Knabe, Los Angeles County
Metropolitan Transportation Authority

CHAIRPERSON COLONNA PRESIDED AS CHAIR.

Mr. Colonna acknowledged Mr. John Hancock, alternate ACTA Governing Board member for the Port of Long Beach, at the meeting.

APPROVAL OF MINUTES

Mr. Warren moved, seconded by Ms. Hahn and unanimously carried, the minutes of the regular meeting of June 10, 2004, were declared read and approved as read.

AGENDA ITEMS

1. ELECTION OF CHAIR AND VICE-CHAIR FOR FY 2005.

Communication from John T. Doherty, Chief Executive Officer, dated July 1, 2004, recommending the Governing Board elect a Chair and Vice-chair of said Board for FY 2005, was presented and read to the Governing Board.

Mr. Hankla moved, seconded by Mr. Warren, that Ms. Janice Hahn be elected as Chair of the Governing Board for FY 2005. Carried by unanimous vote.

Mr. Warren moved, seconded by Mr. Hankla, that Mr. Frank Colonna be elected as Vice-chair of the Governing Board for FY 2005. Carried by unanimous vote.

Newly elected Chairperson Hahn presided as Chair for the remainder of the meeting.

PRESENTATION TO MR. FRANK COLONNA.

Ms. Hahn presented a clock to Mr. Colonna, on behalf of the Governing Board, in appreciation of his dedicated service and leadership as Chair of the Governing Board for FY 2004. She stated that she enjoyed serving on this prestigious Board as Vice-chair. She stated that she considered Mr. Colonna a fine public servant and that she thoroughly enjoyed working with him on a number of issues. She stated that she appreciated Mr. Colonna's sensitivity to the public, a quality of a good Board Chairman.

Mr. Colonna thanked the Governing Board and stated that it had been an honor to serve as Chair of the Governing Board for FY 2004. He stated that many "mountains had been moved" during his tenure as Chair. He stated that he was looking forward to the extended role of ACTA in future transportation challenges.

Mr. Doherty thanked Mr. Colonna, on behalf of ACTA staff, for his dedicated service as Chair of the Governing Board for FY 2004 and for leading ACTA in a new direction.

CONSENT CALENDAR - ITEMS NOS. 2-4

Item No. 2 was removed from the Consent Calendar for discussion.

3. APS TECHNOLOGY GROUP, INC. – AGREEMENT NO. CO724 – PURCHASE AND INSTALL OPTICAL SCANNING EQUIPMENT.

Communication from John T. Doherty, Chief Executive Officer, dated June 30, 2004, recommending authorization to execute Agreement No. CO724 with APS Technology Group, Inc., in an amount not to exceed \$450,000, to purchase and install optical scanning equipment and associated hardware as part of ACTA's High Risk Cargo Container Tracking System Project, was presented and read to the Governing Board.

4. SAFER SYSTEMS – INCREASE PURCHASE ORDER AMOUNT AND EXTENSION OF TERM.

Communication from John T. Doherty, Chief Executive Officer, dated June 30, 2004, recommending authorization to increase the Purchase Order with Safer Systems by \$70,000 for connection of the weather station system to ACTA's fiber optic line and add two years to the term to provide software enhancements and software maintenance, was presented and read to the Governing Board.

Mr. Colonna moved, seconded by Mr. Steinke, that the communications be received and filed and that Items Nos. 3-4 be approved as recommended. Carried by the following vote:

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

2. MONTHLY FINANCIAL REPORTS FOR THE PERIOD ENDED MAY 31, 2004, RECEIVED AND FILED.

Communication from John T. Doherty, Chief Executive Officer, dated June 28, 2004, recommending that the monthly financial reports for the period ended May 31, 2004, be received and filed, was presented and read to the Governing Board.

Mr. Dean Martin gave an overview of the monthly financial reports for May 2004.

Mr. Colonna moved, seconded by Mr. Warren, that the monthly financial reports for the period ended May 31, 2004, be received and filed. Carried by the following vote:

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

5. SELECTION OF INDEPENDENT AUDITOR FOR ACTA.

Communication from John T. Doherty, Chief Executive Officer, recommending approval of the selection of ACTA's independent auditor and authorization for the Chief Executive Officer to execute a contract with the selected firm, was presented and read to the Governing Board.

Mr. Dean Martin gave an overview of the selection process. He stated that five years was the general practice for the term of ACTA's independent auditor and that KPMG had been contracted as ACTA's independent auditor for the past six years. Mr. Martin stated that the scoring was based on qualifications of the firms and staff, their approach to completing the audit, and cost proposal.

Mr. Martin recommended approval of the selection of KPMG as ACTA's independent auditor for an additional five years in the total contract amount not to exceed \$416,760, with the option of the ACTA Governing Board to cancel each subsequent year.

Mr. Colonna moved, seconded by Mr. Keller, that the communication be received and filed and that KPMG be selected as ACTA's independent auditor for an additional five years and that the Chief Executive Officer be authorized to execute a contract with KPMG in the not-to-exceed amount of \$416,760, with the option of the ACTA Governing Board to cancel each subsequent year. Carried by the following vote:

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

6. RESOLUTIONS OF NECESSITY NOS. JPA-02-04 AND JPA-03-04 FOR THE PACIFIC COAST HIGHWAY GRADE SEPARATION PROJECT.

Ms. Karen McLaurin, Special Counsel for Nossaman, Guthner, Knox & Elliott, conducted the public hearings before the Governing Board.

(a) Public hearing conducted regarding the adoption of an amended Resolution of Necessity in the ongoing condemnation, ACTA v. Fuel Engineering, to acquire certain real property necessary for the Pacific Coast Highway Triple-Grade Separation Project.

(b) Public hearing conducted regarding the adoption of an amended Resolution of Necessity in the ongoing condemnation, ACTA v. Seymour Waterman, et al, to acquire certain real property necessary for the Pacific Coast Highway Triple-Grade Separation Project.

Mr. Jim Wiley gave an overview of the subject properties.

Mr. John Peterson, Attorney representing Fuel Engineering and Seamore Waterman, stated that both parties had no opposition to the subject matter and requested that the work get underway and concluded so that all interests could be properly valued.

Mr. Colonna moved, seconded by Mr. Hankla, that the subject Resolutions of Necessity be adopted. Carried by the following vote:

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

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

Mr. John Doherty introduced Mr. Paul Sorensen of BST Associates.

Mr. Sorensen gave a report on a Survey on Extended Gate Hours and Shuttle Train Operations. He stated that the report would be made available to the ACTA Governing Board.

Mr. Doherty gave an overview of ACTA's Expanded Mission initiatives. He stated that a report regarding Initiative No. 1 (trucking) would be presented to the

Governing Board at the next regularly scheduled Governing Board meeting.

Mr. Colonna suggested a field survey be conducted with the Governing Board in the near future.

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; Government Code Section 54956.9, Subdivision (b), regarding anticipated litigation (two potential cases); and Government Code Section 54957 to conduct a Public Employee Performance Evaluation for the Chief Executive Officer.

At 10:35 a.m., the meeting was again called to order by Chairperson Hahn.

Mr. Joe Burton announced that a settlement agreement with the City of Vernon had been approved.

Mr. James Hankla confirmed that a performance evaluation had been concluded for Mr. John Doherty for the past 18 months as Chief Engineer and CEO of ACTA. Mr. Hankla moved that a cost of living adjustment be approved for Mr. Doherty. The motion was seconded and passed unanimously.

Mr. Colonna moved that a one-time \$20,000 bonus be approved for Mr. Doherty. The motion was seconded and passed unanimously.

ADJOURNMENT

At 10:40 a.m. the meeting was adjourned sine die.