

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 AUGUST 11, 2005, 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  
Richard D. Steinke, 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. Steinke moved, seconded by Mr. Hankla and unanimously carried, the minutes of the regular meeting of July 14, 2005, were declared read and approved as read.

Mr. Doherty announced that it appeared the quorum would be lost at 9:45 a.m. Mr. Doherty proposed that the Governing Board move through the approval/action items that are necessary on the open agenda, then move into closed session for the approval items that are needed in closed session, then reconvene in open session to continue the information items.

Mr. Doherty stated that Mr. Joseph Burton, Special Counsel, was on vacation and that Mr. Tom Griego was filling in for Mr. Burton to provide any legal advice that may be needed during the meeting.

**CONSENT CALENDAR - ITEMS NOS. 1-2 and 4-8.**

Item No. 3 was held over until next month.

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

Communication from John T. Doherty, Chief Executive Officer, dated August 3, 2005, recommending that the monthly financial reports for the period ended June 30, 2005, be received and filed, was presented to the Governing Board.

2. NOSSAMAN, GUTHNER, KNOX & ELLIOTT – ENGAGEMENT AGREEMENT FOR GOVERNMENTAL AFFAIRS EXPERTISE IN SACRAMENTO – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 11, 2005, recommending authorization for the Chief Executive Officer to execute a new engagement agreement with Nossaman, Guthner, Knox & Elliott to provide Governmental Affairs expertise in Sacramento for a term of one year with the option of ACTA to extend the term for an additional year upon Governing Board approval, was presented to the Governing Board.

4. QUARTERLY INVESTMENT REPORT FOR 2<sup>ND</sup> QUARTER – INFORMATION ITEM – RECEIVED AND FILED.

The Quarterly Investment Report for 2<sup>nd</sup> Quarter was presented to the Governing Board as information to be received and filed.

5. HDR ENGINEERING, INC. – CHANGE ORDER TO ACTA AGREEMENT NO. D0597 FOR PACIFIC COAST HIGHWAY GRADE SEPARATION PROJECT - APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 4, 2005, recommending authorization for the Chief Executive Officer to execute a Change Order to ACTA Agreement No. D0597 with HDR Engineering, Inc., in the not-to-exceed amount of \$75,000, for additional design services, construction support, and preparation of as-built drawings for modifications to the O Street Ramp for the Pacific Coast Highway Project, was presented to the Governing Board.

6. ALAMEDA CORRIDOR ENGINEERING TEAM – CHANGE ORDERS TO ACET AMENDED AGREEMENT NO. CO027 FOR FY05 CLOSEOUT ADJUSTMENTS – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated July 26, 2005, recommending authorization for the Chief Executive Officer to execute FY04/05 adjustment Change Orders to the Alameda Corridor Engineering Team (ACET) Amended Agreement No. CO027, in the aggregate deductive amount of \$229,472, for services provided by ACET, was presented to the Governing Board.

7. KPMG AGREEMENT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 11, 2005, recommending approval of the agreement with KPMG, ACTA's independent auditor, for FYE 2005, and authorization for the Chief Executive Officer to execute a contract with the firm, was presented to the Governing Board.

8. RON RAKICH AND ASSOCIATES – AMENDMENT TO CONTRACT NO. CO0712 FOR RISK MANAGEMENT SERVICES – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 11, 2005, recommending authorization for the Chief Executive Officer to extend Contract No. CO0712 with Ron Rakich and Associates to June 30, 2006, for risk management services and increase the value of the contract in the amount of \$65,000, was presented to the Governing Board.

Mr. Hankla moved, seconded by Ms. Hahn, that the communications be received and filed and that Items Nos. 1-2 and 4-8 be approved as recommended. Carried by the following vote:

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

9. MEMORANDUM OF UNDERSTANDING WITH THE PORT OF LONG BEACH FOR A VIRTUAL CONTAINER YARD COMPUTERIZED SYSTEM – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 2, 2005, recommending authorization for the Chief Executive Officer to enter into a Memorandum of Understanding (MOU) with the Port of Long Beach, for ACTA's contribution of \$250,000, to develop and implement a Virtual Container Yard computerized system, was presented to the Governing Board.

Mr. Warren stated that the Port of Los Angeles would contribute \$250,000 toward the MOU with the Port of Long Beach for the Virtual Container Yard computerized system project.

Mr. Steinke thanked the Port of Los Angeles and ACTA for their contributions to the project. He stated that the project is one of the Truck Trip Reduction Program initiatives and that he believes it would provide some additional relief to the other initiatives that are currently going on with PierPass and other projects that the two Ports and ACTA are working on.

Ms. Hahn asked if there were a homeland security component with the Virtual Container Yard computerized system.

Mr. Gill Hicks responded that there is no security component at the present time. He stated that it is a matching program designed to match containers that are needed by exporters in the region.

Ms. Hahn recommended having the Virtual Container Yard system looked at by our security consultants to possibly begin looking at empty containers from a homeland security aspect.

Mr. Doherty stated that an informational report would be provided to the Governing Board regarding security.

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

Mr. Hankla moved, seconded by Mr. Knabe, that the communication be received and filed and that the Chief Executive Officer be authorized to enter into a Memorandum of Understanding with the Port of Long Beach for ACTA's contribution of \$250,000, to develop and implement a Virtual Container Yard computerized system. Carried by the following vote:

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

VICE CHAIRPERSON HAHN PRESIDED AS CHAIR OVER ITEM NO. 10.

10. FULBRIGHT & JAWORSKI – LEGAL SERVICES ENGAGEMENT AGREEMENT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 11, 2005, recommending authorization for the Chief Executive Officer to execute an engagement agreement with Fulbright & Jaworski for legal services, at an annual not-to-exceed amount of \$100,000, for a term of one year with the option of ACTA to extend the term for an additional year upon Governing Board approval, was presented to the Governing Board.

Mr. Warren moved, seconded by Mr. Steinke, that the communication be received and filed and that the Chief Executive Officer be authorized to execute an engagement agreement with Fulbright & Jaworski for legal services, at an annual not-to-exceed amount of \$100,000, for a term of one year with the option of ACTA to extend the term for an additional year upon Governing Board approval. Carried by the following vote:

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

11. IBI GROUP – CONTRACT FOR PIER PASS PROGRAM SYSTEMS MODIFICATIONS – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated July 18, 2005, recommending authorization for the Chief Executive Officer to execute Contract No. CO749 with IBI Group, in the not-to-exceed amount of \$300,000, for modifications to the ACTA Revenue Assessment Verification System (RAVS) to provide Pier Pass intermodal exemption verification, was presented to the Governing Board.

Mr. Hankla moved, seconded by Mr. Knabe, that the communication be received and filed and that the Chief Executive Officer be authorized to execute Contract No. CO749 with IBI Group, in the not-to-exceed amount of \$300,000, for modifications to the ACTA Revenue Assessment Verification System (RAVS) to provide Pier Pass intermodal exemption verification. Carried by the following vote:

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

Mr. Doherty gave a brief update on the Pier Pass Program.

### **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, and for the ACTA Governing Board to review the performance evaluation of the Chief Executive Officer.

At 10:00 a.m., the meeting was again called to order by Chairperson Colonna.

Members present:

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

Members absent:

Janice Hahn, City of Los Angeles  
Bruce Seaton, Port of Los Angeles

### **REPORT FROM CLOSED SESSION – PUBLIC EMPLOYEE PERFORMANCE EVALUATION.**

Mr. Hankla reported that in closed session the Board evaluated the performance of Mr. John Doherty, ACTA's CEO, and found that Mr. Doherty's performance was in all respects consistent with the Board's expectations and has provided exemplary service to the agency.

Mr. Hankla moved, seconded by Mr. Knabe and unanimously carried, that Mr.

Doherty's salary be increased by five percent effective his anniversary date and that the issue of ACTA's salaries and bonus structure be referred to the Personnel Committee at its next meeting.

At 10:05 a.m., Mr. Hankla left the meeting.

12. COLTON CROSSING FEASIBILITY STUDY – INFORMATION ITEM.

Mr. Doherty gave an overview of the Colton Crossing Feasibility Study.

13. LEGISLATIVE UPDATE – INFORMATION ITEM.

Mr. Richard Harrison of Nossaman, Guthner, Knox & Elliott LLP gave an update on legislation that may impact the Alameda Corridor.

14. JUNE 2005 OPERATING AND FINANCIAL PERFORMANCE – INFORMATION ITEM.

Mr. Doherty gave an overview of the June 2005 Operating and Financial Performance.

15. ACTA'S EXPANDED MISSION UPDATE – INFORMATION ITEM.

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

**ADJOURNMENT**

At 10:30 a.m., the meeting was adjourned sine die.