

MINUTES OF A SPECIAL 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 OCTOBER 20, 2005, AT 9 A.M.

Board Members present:

Frank Colonna, City of Long Beach
Janice Hahn, City of Los Angeles
Don R. Knabe, Los Angeles County
Metropolitan Transportation Authority
John W. Hancock, Port of Long Beach
Richard D. Steinke, Port of Long Beach
Douglas Krause, Port of Los Angeles
Stacey Jones, Port of Los Angeles

Board Members absent:

None

CHAIRPERSON COLONNA PRESIDED AS CHAIR.

Mr. Colonna introduced and welcomed Mr. Douglas Krause, ACTA's newest Governing Board Member representing the Port of Los Angeles, and Mr. Joseph Radisich, alternate Governing Board Member representing the Port of Los Angeles.

APPROVAL OF MINUTES

Mr. Knabe moved, seconded by Mr. Hancock and unanimously carried, the minutes of the regular meeting of August 11, 2005, were declared read and approved as read.

PUBLIC COMMENT

Ms. Karen Mayfield addressed the Governing Board regarding relocation matters.

1. PRESENTATIONS TO THOMAS WARREN.

Presentations to Mr. Thomas Warren were postponed for a future meeting.

2. MONTHLY FINANCIAL REPORTS FOR THE PERIOD ENDED AUGUST 31, 2005, RECEIVED AND FILED.

Communication from John T. Doherty, Chief Executive Officer, dated October 20, 2005, recommending that the monthly financial reports for the period ended August 31, 2005, be received and filed, was presented to the Governing Board.

Mr. Preusch gave an overview of the newly-formatted monthly financial reports.

Mr. Steinke moved, seconded by Ms. Hahn, that the Monthly Financial Reports for the period ended August 31, 2005, be received and filed. Carried by the following vote:

AYES: Members: Krause, Jones, Hancock, Steinke, Knabe, Hahn, Colonna
NOES: None
ABSENT: None

CONSENT CALENDAR - ITEMS NOS. 3-7.

3. CHANDLER ASSET MANAGEMENT, INC. – AMENDMENT NO. 1 TO AGREEMENT NO. 725 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated August 31, 2005, recommending authorization for the Chief Executive Officer to execute Amendment No. 1 to ACTA Agreement No. 725 with Chandler Asset Management, Inc., in an amount not to exceed \$150,000 per annum from November 1, 2005 through October 31, 2009, for professional investment consultant services, was presented to the Governing Board.

4. BUTTERFIELD COMMUNICATIONS – AMENDMENT TO AGREEMENT NO. 729 – CERRELL ASSOCIATES – AMENDMENT TO AGREEMENT NO. 730 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 20, 2005, recommending authorization for the Chief Executive Officer to execute an amendment to Agreement No. 729 with Butterfield Communications, in the amount of \$30,000, for additional public affairs services for calendar year 2005; and authorization for the Chief Executive Officer to execute an amendment to Agreement No. 730 with Cerrell Associates, in the amount of \$55,000, for additional public affairs services for calendar year 2005, was presented to the Governing Board.

5. BERG ASSOCIATES, INC. – CHANGE ORDER TO CONTRACT NO. CO607 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 7, 2005, recommending authorization for the Chief Executive Officer to execute a Change Order to ACTA Contract No. CO607 with Berg Associates, Inc., in the amount of \$480,000, for construction management services for various ACTA projects for FY06, was presented to the Governing Board.

6. YEAGER SKANSKA – CHANGE ORDERS TO CONTRACT NO. CO703 FOR THE ANAHEIM STREET PUMP STATION PROJECT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 12, 2005, recommending authorization for the Chief Executive Officer to execute Change Orders to ACTA Contract No. CO703, in an amount not to exceed \$378,436, for the Anaheim Street Pump Station Project, was presented to the Governing Board.

7. NOSSAMAN, GUTHNER, KNOX & ELLIOTT LLP – AMENDMENT TO AGREEMENT NO. 742 – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 13, 2005, recommending authorization for the Chief Executive Officer to execute a first amendment to ACTA Agreement No. 742 with Nossaman, Guthner, Knox & Elliott, in the amount of \$500,000, for legal and related services for FY06, and an additional \$7,350 for FY05, was presented to the Governing Board.

Mr. Hancock moved, seconded by Mr. Krause, that the communications be received and filed and that Items Nos. 3-7 be approved as recommended. Carried by the following vote:

AYES: Members: Krause, Jones, Hancock, Steinke, Knabe, Hahn, Colonna
NOES: None
ABSENT: None

8. ACE ENGINEERING, INC. – CONTRACT NO. CO737 FOR ON-CALL MAINTENANCE SERVICES – APPROVED.

Communication from John T. Doherty, dated October 7, 2005, recommending authorization for the Chief Executive Officer to execute Contract No. CO737 with ACE Engineering, Inc., in the amount of \$1,624,000 for remaining FY06, for on-call maintenance services, was presented to the Governing Board.

Ms. Hahn moved, seconded by Mr. Knabe, that the communication be received and filed and that the Chief Executive Officer be authorized to execute Contract No. CO737 with ACE Engineering, Inc., in the amount of \$1,624,000 for remaining FY06, for on-call maintenance services. Carried by the following vote:

AYES: Members: Krause, Jones, Hancock, Steinke, Knabe, Hahn, Colonna
NOES: None
ABSENT: None

9. LEGISLATIVE UPDATE - INFORMATION ITEM.

Mr. Norm Anderson gave a legislative update, specifically regarding SB 1024 (Perata & Torlakson) and SB 760 (Lowenthal).

10. OPERATING AND FINANCIAL PERFORMANCE UPDATE - INFORMATION ITEM.

Mr. John Doherty gave an overview of the Operating and Financial Performance for July 2005 and August 2005.

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

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

Initiative No. 3 – Shuttle Train Development

Mr. Colonna recommended having a presentation and tour of the new hybrid locomotives in the near future.

Mr. Doherty stated that a presentation and tour of the new hybrid locomotives would be arranged.

Initiative No. 4 – Near-Dock Rail Facility

Ms. Hahn stated that it's a great idea to take a million trucks off the 710 Freeway and stated that she stands with Wilmington on this matter that she doesn't want trucks taken off the I-710 and put in residential streets in and around Wilmington, not only due to pollution concerns, but also safety issues. She stated she hoped the Governing Board would stand with her on her concerns and stated that she would not be ready to support this project until these concerns are mitigated.

Ms. Jones stated that the new Port of Los Angeles Commission President, Mr. Freeman, feels very strongly about many of the issues that have been raised and he asked that the scoping period be extended. She further stated that the scoping period would be officially extended next week with a new Notice of Preparation and some changes would be made to incorporate the very concerns that have been raised by Ms. Hahn. Ms. Jones suggested that this item be revisited at a future Governing Board meeting.

Mr. Colonna cautioned the Governing Board to be very careful on this item.

CLOSED SESSION

At 10:20 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 10:45 a.m. during closed session, Ms. Hahn left the meeting.

At 10:46 a.m., the meeting was again called to order by Chairperson Colonna.

Mr. Colonna reported that during closed session it was approved to rescind the earlier resolution for ACTA's Special Counsel, and to adopt Resolution No. JPA 3-05

designating the City of Los Angeles City Attorney (or his designee) and the City of Long Beach City Attorney (or his designee) as Co-General Counsel to the Alameda Corridor Transportation Authority.

ADJOURNMENT

At 10:50 a.m., the meeting was adjourned sine die.