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Alameda Corridor Transportation Authority

October 11, 2018

To:	Governing Board
From:	John T. Doherty, Chief Executive Officer
Subject:	<i>Approval of a Fourth Amendment to the Alameda Corridor Dispatching Agreement for a Term Extension up to April 14, 2019 (APPROVAL)</i>

Recommendation:

Approve the Amendment and Authorize the Chief Executive Officer or Chief Financial Officer to execute the Fourth Amendment for an up to six-month extension through April 14, 2019 to the term of the Alameda Corridor Dispatching Agreement, between ACTA, the BNSF Railway Company, and Union Pacific Railroad Company, which agreement will expire on October 14, 2018.

Discussion:

The Amended and Restated Use and Operating Agreement (UOA) requires that the Owner (Ports) and Railroads, through Mutual Agreement, select the Corridor Dispatcher, and that ACTA endeavor to enter into an agreement with the selected entity on the business terms specified by the Owner (Ports) and Railroads.

The existing Dispatching Agreement (Agreement) between ACTA and the Railroads has been in place since 2002 and will expire on October 14, 2018. Costs for the services provided under the Agreement is mostly paid directly by the Railroads.

The original term of the Agreement was five years, as approved by the former Operating Committee (OC), and was extended twice with OC approval for an additional 10 years via two amendments through April 14, 2017. An interim extension of up to one year through April 14, 2018 was provided for in the second amendment to the agreement, which was exercised. An extension through October 14, 2018 via a third amendment was approved by the Ports and Railroads in April 2018 through NMA 2018-2, and the ACTA Board authorized executing the third amendment at its April 2018 meeting.

The parties are currently in the process of preparing an amended and restated Agreement which will: 1) remove language concerning the former Operating Committee, 2) replace the approval process with that contained in the UOA, and 3) update certain other provisions, including extending the term through April 14, 2023.



In September 2018, the Port of Long Beach Harbor Commission, the Port of Los Angeles Harbor Commission, and the Railroads have approved the term extension through April 14, 2019 through Notice of Mutual Agreement (NMA) 2018-3.

ACTA Governing Board approval to execute the Fourth Amendment for an interim extension is hereby requested, until such time as the amended and restated Agreement is approved and executed (or through April 14, 2019), whichever is earlier. Approval of the amended and restated Agreement will be the subject of a future Notice of Mutual Agreement to the Ports and Railroads, and a future Board approval request to execute if approved by the Ports and Railroads. The Fourth Amendment to the existing Agreement is attached (Transmittal 1).

Budget Impact:

There is no budget impact to either the approved FY19 ACTA Program Budget or the approved CY2018 Operations and Maintenance Budget.

Transmittal 1: 4th Amendment to Dispatching Agreement