

MINUTES OF A REGULAR MEETING OF THE ALAMEDA CORRIDOR TRANSPORTATION AUTHORITY GOVERNING BOARD HELD AT THE LONG BEACH CITY COLLEGE BOARD ROOM, 4901 EAST CARSON STREET, LONG BEACH, CALIFORNIA, ON SEPTEMBER 12, 2019 AT 9:30 A.M.

Members present:

Suzie Price, City of Long Beach
Frank Colonna, Port of Long Beach
Janice Hahn, Los Angeles County
Metropolitan Transportation Authority
Edward Renwick, Port of Los Angeles

Alternate Members present:

Tony Gioiello, Port of Los Angeles
Duane Kenagy, Port of Long Beach

Members absent:

Joe Buscaino, City of Los Angeles

Also present:

John T. Doherty, ACTA, Chief Executive Officer
James P. Preusch, ACTA, Chief Financial Officer
Heather McCloskey, ACTA, Co-General Counsel
Charles Gale, ACTA, Co-General Counsel

BOARD MEMBER PRICE PRECIEDED AS CHAIR.

The meeting was called to order at 9:41 a.m. Roll call was taken.

1. CLOSED SESSION

At 9:43 a.m., Chair Price recessed the Governing Board meeting to hold a conference with legal counsel regarding a Public Employee Performance Evaluation pursuant to Government Code Section 54957 of the governing code.

At 10:21 a.m., the meeting was again called to order by Chair Price.

Ms. Heather McCloskey, Co-General Counsel to ACTA, announced there were no reportable actions from closed session.

Items 2 & 3 were pulled from the Consent Calendar.

CONSENT CALENDAR - ITEM NOS. 4 & 5

4. MONTHLY FINANCIAL STATEMENTS FOR THE PERIOD ENDED MAY 31, 2019. – RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2019, recommending that the monthly financial reports for the period ended May 31, 2019, be received and filed, was presented to the Governing Board.

5. LOOK-AHEAD SCHEDULE – REQUEST FOR PROPOSALS FOR ACTA CONTRACTS – RECEIVED AND FILED.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2019, with a look-ahead schedule for the Requests for Proposals that will be issued to re-compete various ACTA contracts for services, was presented to the Governing Board.

Board Member Colonna motioned, seconded by Board Member Renwick that Item Nos. 4 & 5 be received and filed. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick
NOES: None
ABSENT: Buscaino

Items 2 & 3 were presented together.

2. MINUTES - ACTA GOVERNING BOARD SPECIAL MEETING OF JUNE 13, 2019 – RECEIVED AND FILED.

Minutes of the Special Meeting of June 13, 2019 of the Governing Board of the Alameda Corridor Transportation Authority were presented to the Governing Board.

3. MINUTES - ACTA GOVERNING BOARD REGULAR MEETING OF JUNE 13, 2019 – RECEIVED AND FILED.

Minutes of the Regular Meeting of June 13, 2019 of the Governing Board of the Alameda Corridor Transportation Authority were presented to the Governing Board.

Board Member Renwick motioned, seconded by Board Member Kenagy that Item Nos. 2 & 3 be received and filed. Board Member Hahn abstained from voting because she was not in attendance at the meetings on June 13, 2019. Carried by the following vote:

AYES: Colonna, Gioiello, Kenagy, Price, Renwick
NOES: None
ABSTAIN: Hahn
ABSENT: Buscaino

6. SUCCESSION PLANNING – CREATION OF AD HOC COMMITTEE – APPROVED.

Mr. Doherty presented the item to the Governing Board and stated that no Board Report accompanied the item. Chair Price lead the discussion of the need to create an Ad Hoc Committee for Succession Planning. She stated that the Board has been discussing the operational and transitional needs of the organization and that the Committee would be tasked to work on the development of: 1) job duties manual created by the officers; 2) Policies and Procedures Manual developed in conjunction with Co-Counsel; 3) job criteria and appropriate pay scale for the CEO and CFO; and 4) transition planning. Chair Price appointed herself to the Committee. Board Member Hahn nominated Board Member Renwick, and Board Member Kenagy nominated Board Member Colonna.

The vote was unanimous to approve the creation of an Ad Hoc Committee for succession planning and to include Chair Price, Board Member Renwick and Board Member Colonna as members of the Committee.

AYES: Colonna, Gioiello, Hahn, Kenagy, Pearce, Renwick

NOES: None

ABSENT: Buscaino

7. CHANDLER ASSET MANAGEMENT – AGREEMENT NO. C0887 – INVESTMENT MANAGEMENT SERVICES – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2019, recommending that the Board approve Agreement No. C0887 with Chandler Asset Management for Investment Management Services in an amount not-to-exceed \$500,000 for a five-year period term; and authorize the Chief Executive Officer or Chief Financial Officer to execute said agreement, was presented to the Governing Board.

Board Member Renwick motioned, seconded by Board Member Kenagy that Item No. 7 be approved as recommended. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick

NOES: None

ABSENT: Buscaino

8. WILLIS TOWERS WATSON INSURANCE SERVICES WEST, INC. – AGREEMENT NO. C0886 – INSURANCE BROKERAGE SERVICES – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2019, recommending that the Board approve Agreement No. C0886 with Willis Towers Watson Insurance Services West, Inc. for Insurance Brokerage Services in an amount not-to-exceed \$425,000 for the five-year term; and authorize the Chief Executive Officer or Chief Financial Officer to execute said agreement, was presented to the Governing Board.

Board Member Colonna motioned, seconded by Board Member Gioiello that Item No. 8 be approved as recommended. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick
NOES: None
ABSENT: Buscaino

9. OCEAN BLUE ENVIRONMENTAL SERVICES, INC. – THIRD AMENDMENT TO AGREEMENT NO. C0869 – EMERGENCY RESPONSE & HAZARDOUS WASTE MANAGEMENT SERVICES – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2019, recommending that the Board approve the amendment to Agreement No. C0869 with Ocean Blue Environmental Services, Inc. for Emergency Response & Hazardous Waste Management Services which will increase the amount of compensation by \$50,000 and authorize the Chief Executive Officer or Chief Financial Officer to execute said amendment, was presented to the Governing Board.

Mr. Doherty described the services provided by Ocean Blue to date involving homeless encampments. Board Member Hahn asked whether the contractor proceeds on its own in determining when such cleanups are required. Mr. Doherty advised that ACTA staff makes those determinations and issues task orders after receiving a cost proposal from the contractor. Board Member Colonna motioned, seconded by Board Member Hahn that Item No. 9 be approved as recommended. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick
NOES: None
ABSENT: Buscaino

10. KILROY REALTY, L.P. – SECOND AMENDMENT TO OFFICE LEASE – ACTA HEADQUARTERS – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated September 12, 2019, recommending that the Board approve the proposed second amendment to the office lease with Kilroy Realty, L.P. for ACTA's headquarters located at 3760 Kilroy Airport Way, Suite 200 in Long Beach, California for an additional 65 months at an approximate monthly average rent of \$20,007.68 and authorize the Chief Executive Officer or Chief Financial Officer to execute the second amendment in substantial final form and take all other actions necessary to complete the lease renewal, was presented to the Governing Board.

Mr. Preusch presented the various alternative locations that were reviewed leading to this recommendation.

Board Member Colonna motioned, seconded by Board Member Gioiello that Item No. 10 be approved as recommended. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick
NOES: None
ABSENT: Buscaino

11. RAILWORKS TRACK SERVICES, INC. – ISSUANCE OF TASK ORDER UNDER AGREEMENT NO. C0885 – PRELIMINARY SUPPORT SERVICES IN UPRR DOLORES YARD PROJECT DEVELOPMENT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2019, recommending that the Board authorize the issuance of a Task Order in the amount of \$25,000 to RailWorks Track Services, Inc. under Alameda Corridor Maintenance Agreement No. C0885 for the purpose of providing preliminary support services in connection with the UPRR Dolores Yard Project Development and authorize the Chief Executive Officer or Chief Financial Officer to execute said Contract Task Order, was presented to the Governing Board.

Mr. Doherty described the proposed Union Pacific project and the benefits to relieving train and vehicular traffic congestion.

Board Member Renwick asked whether ACTA will pay for the CEQA process or whether the costs would be reimbursed. Mr. Doherty stated that the CEQA process will be reimbursed by the Union Pacific Railroad. Mr. Renwick asked whether Union Pacific Railroad will also pay for overhead fees. Mr. Doherty stated that there was no precedent for that and that historically, ACTA does not levy overhead charges on the Railroads. Mr. Renwick asked that ACTA staff look into charging for overhead. Mr. Doherty stated that he would introduce the discussion with the Railroads.

Board Member Renwick motioned, seconded by Board Member Colonna that Item No. 11 be approved as recommended. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick
NOES: None
ABSENT: Buscaino

12. RAILWORKS TRACK SERVICES, INC. – ISSUANCE OF TASK ORDER UNDER AGREEMENT NO. C0885 – ENVIRONMENTAL BORING SUPPORT SERVICES – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2019, recommending that the Board approve the authorization for staff to issue a Contract Task Order in the amount of \$50,000 to RailWorks Track Services, Inc. pursuant to Alameda Corridor Maintenance Agreement No. C0885 for environmental boring support services and authorize the Chief Executive Officer or Chief Financial Officer to execute said Contract Task Order, was presented to the Governing Board.

Mr. Doherty described the environmental condition that led to replacement of large parts of the track drain system in the Wilmington area by the responsible party, and how the proposed boring work would gather more information to the extent of any additional free oil presence.

Board Member Colonna motioned, seconded by Board Member Renwick that Item No. 12 be approved as recommended. Carried by the following vote:

AYES: Colonna, Gioiello, Hahn, Kenagy, Price, Renwick
NOES: None
ABSENT: Buscaino

13. ACTA MAINTENANCE CONTRACTOR UPDATE – INFORMATION ITEM.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2019, with an update on the contract with RailWorks Track Services, Inc. for maintenance services on the Alameda Corridor, was presented to the Governing Board.

14. UPRR DOLORES YARD CROSSOVER PROJECT – INFORMATION ITEM.

Communication from John T. Doherty, Chief Executive Officer, dated September 12, 2019, with a summary on the proposed UPRR Dolores Yard Crossover Project, was presented to the Governing Board.

15. HOMELESS ENCAMPMENTS ADJACENT TO ALAMEDA CORRIDOR AND OTHER PROPERTIES – INFORMATION ITEM.

Communication from Connie Rivera, Director of Government and Community Relations, dated September 12, 2019, with an update on the homeless encampments that have been or currently are located on and adjacent to the Alameda Corridor, was presented to the Governing Board.

16. JULY 2019 CORRIDOR PERFORMANCE – INFORMATION ITEM.

Mr. Doherty gave an update of Corridor performance statistics including train counts, revenue and cargo volume through July 2019.

17. PUBLIC COMMENT

18. ADJOURNMENT

At 11:11 a.m., the meeting was adjourned sine die.