

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 OCTOBER 11, 2018 AT 9:30 A.M.

Members present:

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

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
Lauren Misajon, ACTA, Co-General Counsel

VICE CHAIR PRICE PRECIDED AS CHAIR.

The meeting was called to order at 9:48 a.m. Roll call was taken.

CONSENT CALENDAR - ITEM NOS. 1-3

1. MINUTES - ACTA GOVERNING BOARD REGULAR MEETING OF JUNE 14, 2018 – APPROVED.

Minutes of the Regular Meeting of June 14, 2018 of the Governing Board of the Alameda Corridor Transportation Authority were presented to the Governing Board.

2. MONTHLY FINANCIAL STATEMENTS FOR THE PERIOD ENDED MAY 31, 2018 – RECEIVED AND FILED.

Communication from James P. Preusch, Chief Financial Officer, dated October 11, 2018, recommending that the monthly financial reports for the period ended May 31, 2018, be received and filed, was presented to the Governing Board.

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

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, with a look-ahead schedule for the Requests for Proposals (RFPs) that will be issued to re-compete various ACTA contracts for services, was presented to the Governing Board.

Board Member Kenagy motioned, seconded by Board Member Colonna that Item No. 1 be approved and Items 2 & 3 be received and filed. Carried by the following vote:

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

NOES: None

ABSENT: Buscaino

It was requested and approved that Item 12 be heard next for the convenience of outside presenters.

12. HOMELESS ENCAMPMENTS ON OR ADJACENT TO THE ALAMEDA CORRIDOR – INFORMATION ITEM.

Communication from Connie Rivera, Director of Government and Community Relations, dated October 11, 2018, with an update on activities at the homeless encampments on and adjacent to the Alameda Corridor, was presented to the Governing Board.

Ms. Rivera provided general background on the item, and then introduced Manny Hernandez of the Alameda Corridor Engineering Team (ACET). Mr. Hernandez described in general the ongoing efforts of the Office of Homeless Initiative and other organizations that provide social services to homeless encampments on and adjacent to the Alameda Corridor, and highly complimented their dedication. He then introduced the individuals presenting: Ms. Rowena Magaña and Mr. Michael Castillo of the Office of Homeless Initiative; Ms. Kimberly D'amico, Associate Director of SPA 7 Multidisciplinary Engagement Team; Ms. Lori Kimbrough, Program Manager of the South County Multidisciplinary Team-PATH; and Lt. Geff Deedrick, Commander of the Homeless Outreach Services Team (HOST).

Ms. Magaña provided background on the Board of Supervisor's motion of November 2017 introduced by Supervisor Hahn, and described the map of Corridor communities and their respective designated Service Planning Areas. Mr. Castillo provided information regarding Strategy E6, which he oversees, that mobilizes outreach teams providing a comprehensive coordinated homeless assistance effort throughout the County of Los Angeles, much of which is funded by Measure H. Ms. D'amico described the outcome of services provided by the outreach team, comprised of various agencies, at the Nadeau Site from November 2017 to the present. And Ms. Kimbrough discussed the noticeable change in homeless population at that site since the summer 2018 and the diminished acceptance of services.

Board Member Renwick asked why the population has changed from older to younger

inhabitants. Mr. Castillo responded that original older residents in time accepted assistance or moved on to other sites, which was followed by a backfill of a younger population accompanied by a criminal element, which now requires a different approach.

Board Member Colonna stated that rules should be established to ensure the safety of the property and individuals. He asked whether “no trespassing” signs have been posted in the Corridor area. Mr. Hernandez responded that signs have been posted, but have continually been removed, painted over, or ignored. Board Member Colonna asked Lt. Deedrick whether the objective of the Sheriff’s Department is to enforce or inform. Lt. Deedrick stated it is both and more. They are the collaborative bridge to the outreach partners, providing enforcement, information, outreach, education, and rescue in a safe manner. He stated that a criminal element does often infiltrate the homeless encampments, and when they do their office intervenes immediately. Lt. Deedrick also stated that a more comprehensive effort is now required in this regard at the Nadeau site, including engaging the residents and working to ensure the safety of the outreach team during visits.

Mr. Castillo continued his presentation providing information regarding the future outreach and engagement plan with the understanding that the time has come at this location to clean-up and secure the site with the intent that the encampment not being re-established. All efforts will be made to continue to afford opportunities for assistance including the upcoming Winter Housing Program. Based on the assessment of the team, a timeline will be developed to continue engagement and determine a date for cleaning, clearing and vacating the site.

After some discussion, the Board agreed to support the staff recommendations to begin planning the clearing of the site. A request was made by the Board to inform them of the protocol that will be used and the target date for the clearing.

4. UPDATE - MAINTENANCE OF WAY SERVICES - REQUEST FOR PROPOSALS – INFORMATION ITEM.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, with an update on the Alameda Corridor Maintenance of Way Services Request for Proposals issued on August 15, 2018, was presented to the Governing Board.

5. MANATT, PHELPS & PHILLIPS, LLP – FEDERAL ADVOCACY SERVICES – AGREEMENT NO. C0871 – NOT APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, recommending the approval of Agreement No. C0871 with Manatt, Phelps & Phillips, LLP for federal advocacy services in an amount not-to-exceed \$190,000 which shall commence on the date of execution through June 30, 2021, with an optional three-year-extension; and authorization of the Executive Officer or Chief Financial Officer to execute said Agreement, was presented to the Governing Board.

Mr. Doherty introduced the item, explaining that the item was first brought to the Board at its April 2018 meeting, at which it was tabled by the Board pending staff’s preparation and presentation of a legislative agenda of the Ports’ federal support needs from ACTA and ACTA’s

own forecasted needs. Mr. Jim Preusch then described the process and outcome of the Federal Advocacy Services Request for Proposals.

Supervisor Hahn stated several concerns with the item. She indicated that she had expected a presentation of the legislative agenda prior to deciding on a contract award, in order to determine if such services were actually needed and, if so, whether the RFP scope of work was reflective of the agenda. She indicated that she has high regard for the recommended firm, but added that legislative needs have dramatically changed over the previous two decades and that local and state issues such as homelessness are of high priority. Accordingly, the RFP scope of work should be reflective of those expansive needs not only at the federal level, but also at the local and state levels. She also expressed general concerns about trending toward reselecting incumbents, who have successfully provided past services and with whom there can be understandable comfort, without giving qualified new firms the opportunity to perform.

Supervisor Hahn then asked what options the Board had to respond to the staff recommendation made for the item. In response, ACTA Co-Counsel Heather McCloskey outlined several options: 1) approve or disapprove staff recommendation as presented; 2) direct staff to reject all bids and re-compete the procurement; 3) direct staff to reject all bids and reconstruct the scope of work to include local and state advocacy in addition to federal; or 4) declare that services are not necessary at this time.

Supervisor Hahn asked whether the Board had the authority to reject the recommendation and award the contract to another firm. Ms. McCloskey stated that it did not, there being two issues, the first of which is the Brown Act. The item is neither agendaized for awarding the contract to another firm, nor is there a negotiated agreement with that other firm for the Board to approve. The second issue is the procurement process itself, which is clearly a competitive process based on the ranking by the evaluators. Ms. McCloskey stated that what could be done would be for the Board to reject all bids and direct staff to revise the RFP scope of work.

Vice Chair Price asked whether the Board could invite the top firms to present to the Board and choose a firm based on the totality of information. Ms. McCloskey stated that it could not, and that a selection based on a point system is the most fair to the public.

Board Member Renwick added that it was best not to deviate from the procurement policy in place. He also stated that it was not clear to him whether there was a need for any advocacy services at this time, and that, if there was such a need in the future, the Ports could provide the service through their consultants.

Supervisor Hahn made a motion to reject all bids and recommended that a working group of Board members be formed to determine whether there is a need for advocacy services, and if so to provide input to staff for a revised scope of work for a new RFP.

Vice Chair Price seconded the motion and asked that Supervisor Hahn be part of the working group due to her role in the transportation industry. The working group is to be comprised of Supervisor Hahn, Board Member Colonna and Board Member Renwick.

Carried by the following vote:

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

ABSENT: Buscaino

Items 6 and 7 were presented together for approval due to similarity and the fact that the Board had previously approved a similar extension of the two existing agreements.

6. POLICE & SECURITY SERVICES AGREEMENT - FOURTH AMENDMENT – TERM EXTENSION – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, recommending the approval of the amendment and the authorization of 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 Police and Security Services Agreement, between ACTA, the BNSF Railway Company, and Union Pacific Railroad Company, was presented to the Governing Board.

7. DISPATCHING AGREEMENT – FOURTH AMENDMENT – TERM EXTENSION – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, recommending the approval of the amendment and the authorization of 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, was presented to the Governing Board.

Mr. Doherty explained the need to further extend the two existing agreements while new agreements are drafted and negotiated. These new agreements will later be brought to the Board for approval to execute. Mr. Doherty stated that the decisions regarding the provider of these services, the terms and conditions of the agreements and amendments, are made by the Ports and Railroads per the Use and Operating Agreement. ACTA then implements those decisions.

He advised that the subject amendments have been recently approved by the Ports and Railroads, and that the costs of the services provided under the agreements are paid in full by the Railroads. No ACTA or Port funds are used.

Board Member Renwick asked Board Member Gioiello, who has familiarity with the services provided under the agreements, whether he agreed with the staff recommendation. Board Member Gioiello agreed that the extension was the best way to proceed, while the new agreements are being negotiated.

Board Member Renwick motioned, seconded by Board Member Colonna that Items No. 6 and 7 be approved as recommended. Carried by the following vote:

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

NOES: None

ABSENT: Buscaino

8. UPDATED AUTOMATIC EQUIPMENT IDENTIFICATION (AEI) – SOLE SOURCE PROCUREMENT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, recommending the approval of a sole source procurement in the amount of \$153,006.50 plus \$15,000 contingency to Comet Electronics, LLC for materials and services to upgrade 28 existing AEI Readers on the Corridor, was presented to the Governing Board.

Mr. Doherty explained the purpose of the AEI system, the benefit of the system to both ACTA and the Railroads, the proposed cost sharing arrangement going forward for upgrade and maintenance, and the economic and practical advantage of the sole source procurement with the original system's designer and supplier.

Board Member Renwick recommended that when systems that are intended for long term use are contracted in the future, that ACTA include in the contract provisions that ensure fair pricing of replacement parts. Mr. Renwick also praised the new maintenance cost sharing arrangement.

Mr. Doherty advised that details and form of the cost sharing amendment would be worked out with the Railroads. He also advised that the vendor agreement requires arbitration of disputes to the place in Missouri requiring Missouri outside counsel to be engaged in the event of dispute. Vice Chair Price asked for confirmation that no disputes were currently contemplated. She was advised that there were none.

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

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

NOES: None

ABSENT: Buscaino

9. PUBLIC FINANCIAL MANAGEMENT, INC.– ASSIGNMENT – AGREEMENT NO. C0637 - APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated October 11, 2018, recommending the authorization of the Chief Executive Officer or Chief Financial Officer to execute a "Consent to Assignment and Assumption of Agreement" between the Alameda Corridor Transportation Authority (ACTA); Public Financial Management, Inc. (PFM); and PFM Financial Advisors, LLC (PFMFA) by which a) PFM assigns its right, title and interest to Agreement No. C0637 with ACTA to PFMFA; b) PFMFA assumes the contract obligations of PFM; and c) ACTA consents to the assignment and assumption, was presented to the Governing Board.

Mr. Preusch advised that assignment of the agreement involves a name change only based on corporate restructuring in response to new federal regulatory requirements.

Vice Chair Price asked for confirmation that there is no change in contract or substance to the agreement. Mr. Preusch confirmed that there was not.

Board Member Colonna motioned, seconded by Board Member Renwick that Item No. 9 be approved as recommended. Carried by the following vote:

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

NOES: None

ABSENT: Buscaino

10. PEREGRINE FALCON HABITAT RELOCATION – SR-47 PROJECT – MOU BETWEEN ACTA & LA HARBOR DEPARTMENT – APPROVED.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, recommending the authorization of the Chief Executive Officer or Chief Financial Officer to execute a Memorandum of Understanding (MOU) with a five-year maximum duration with the Los Angeles Harbor Department concerning peregrine falcon habitat relocation during Construction of the SR-47 Heim Bridge Replacement Project, was presented to the Governing Board.

Mr. Doherty explained that ACTA is obliged to implement and enforce the environmental mitigation requirements of the EIS and EIR for the SR-47 Project pursuant to a cooperative agreement with Caltrans. This item was one of those requirements.

Board Member Hahn asked if this is an extension to the original MOU. Co-Counsel Lauren Misajon responded that due to the expiration of the first MOU because of delayed administrative handling, a new MOU was required. But there are no substantive changes to the original MOU.

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

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

NOES: None

ABSENT: Buscaino

11. RESOLUTION NO. 18-1 - SR-47 PROJECT SEGMENT 1 – CALTRANS COOPERATIVE AGREEMENT NO. 07-4914 - ADOPTED.

Communication from John T. Doherty, Chief Executive Officer, dated October 11, 2018, recommending the adoption of Resolution No. 18-1 approving Amendment No. 3 to Construction Agreement No. 07-4914 with the California Department of Transportation which will increase the not-to-exceed budget for design support services from \$5,300,000 to \$6,900,000 for certain services to be provided by ACTA during construction of Segment 1 of the SR-47 Project; and authorize the Chief Executive Officer or Chief Financial Officer to execute said amendment, was presented to the Governing Board.

Mr. Doherty explained that this resolution and amendment are necessary to ensure ACTA's continued reimbursement for services it provides to Caltrans under the SR-47 Construction Cooperative Agreement.

Member Renwick asked if ACTA receives any overhead reimbursement for its services. Mr. Doherty said it did not, but would address this matter in the future agreements with Caltrans.

Board Member Kenagy motioned, seconded by Board Member Colonna that Resolution No. 18-1 be adopted as recommended. Carried by the following vote:

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

NOES: None

ABSENT: Buscaino

13. ALAMEDA CORRIDOR ENGINEERING TEAM – FY18 CLOSEOUT CHANGE ORDERS 66 & 48 – AGREEMENT NO. 27 – APPROVED.

Communication from James P. Preusch, Chief Financial Officer, dated October 11, 2018, recommending the authorization of the Chief Executive Officer or Chief Financial Officer to issue Change Orders to Contract Work Orders with the Alameda Corridor Engineering Team (ACET) for FY18 final adjustments in the aggregate decreased amount of \$146,124, was presented to the Governing Board.

Mr. Doherty explained that before each fiscal year the Board approves a budget for ACET, and that following the end of that fiscal year, the Board is asked to approve the final actual adjusted amount.

Mr. Preusch then reported that the final amount for FY18 is less than the original approved budget.

Board Member Colonna motioned, seconded by Board Member Hahn that Item No. 13 be approved as recommended. Carried by the following vote:

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

NOES: None

ABSENT: Buscaino

14. AUGUST 2018 CORRIDOR PERFORMANCE – INFORMATION ITEM.

This item was continued to the next meeting due to time constraints.

15. PUBLIC COMMENT

16. ADJOURNMENT

At 11:26 a.m., the meeting was adjourned sine die.