

**Metro Gold Line Foothill Extension Construction Authority Board Meeting  
Arcadia City Council Chambers  
240 West Huntington Drive  
Arcadia, California 91007  
April 21, 2010  
7:00 P.M.**

**1. Call to Order:**

Chair Hanks called the meeting to order at approximately 7:03 PM.

**2. Roll Call:**

Member	Appointing Entity	Present	Absent
<b><i>Voting Members</i></b>			
Keith Hanks, <i>Chair</i>	City of South Pasadena	X	
Doug Tessitor, <i>1<sup>st</sup> Vice Chair</i>	City of Pasadena	X	
Ed Reyes, <i>2<sup>nd</sup> Vice Chair</i>	City of Los Angeles		X
John Fasana	LACMTA		X
Sam Pedroza	SGVCOG	X	
<b><i>Non-Voting Members</i></b>			
Lara Larramendi	Governor of California	X	
Bill Bogaard	City of Pasadena		X
Daniel Evans	City of South Pasadena		X
<b><i>Alternate Members</i></b>			
Michael Cacciotti	City of South Pasadena	—	—
Gerry Miller	City of Los Angeles	—	—
Mary Ann Lutz	SGVCOG	—	—

**3. Pledge of Allegiance**

Mike Estrada led the Pledge of Allegiance.

**4. Public Comments on Items On/Off Agenda**

Chair Hanks requested any public comments on or off the Agenda.

None.

**5. Swearing-in of San Gabriel Valley Council of Governments (SGVCOG) Appointment to the Board**

Chair Hanks indicated that this item would be held-over until the May Board meeting as the SGVCOG nomination process has yet to close on the appointment.

**6. CEO's Monthly Report**

Mr. Balian presented the report. Mr. Balian introduced a video which summarized recent activities at the Construction Authority and recognized Chairman Hanks for his election as Man of the Year for Trenchless Technology.

**7. Consent Calendar:**

- a. Approval of Minutes of Special Board Meeting held March 10, 2010**
- b. Authorize CEO to issue Request for Proposal for Corridor Study for Transit Oriented Development (TOD)**
- c. Receive and File Financial Quarterly Report**
- d. Authorize CE to use competitively negotiated procurement procedures for contracts for services less than or equal to \$250,000**
- e. Board Meeting Notification Best-Practices**

Chair Hanks inquired if there were any questions regarding any of the items on the Consent Calendar. Hearing none, Chair Hanks then requested a motion to approve the Consent Calendar. Board Member Tessitor made a motion to approve the Consent Calendar. Board Member Pedroza seconded the motion which was then approved unanimously.

**8. General Board Items:**

- a. Receive and File Report on Project Update: Soundwalls & Fencing**

Mr. Balian presented the report. Mr. Balian indicated that there will be fencing and/or soundwalls throughout the Phase 2A alignment on either side of the tracks which is primarily meant to deter trespassing and provide noise mitigation. Mr. Balian indicated that the location of soundwalls was determined during the environmental process through a detailed noise study. Mr. Balian relayed that there are two types of fencing that will be used on the project - the palisade metal picket fence and the typhoon wire mesh fence. Mr. Balian indicated that the baseline soundwall is a precast post and panel with a fractured fin architectural treatment but also indicated that the use of an architecturally enhanced wall may be used in high visibility areas.

Chairman Hanks inquired if there was a contingency in place. Mr. Balian indicated that a contingency amount has been put in place.

Item received and filed.

- b. Update on Community Outreach Activities**

Ms. Levy Buch presented the report. Ms. Levy Buch indicated that the Public Affairs team is responsible for developing and implementing a communications program that reaches a broad group of stakeholders. Ms. Levy Buch also indicated that currently the Public Affairs department is developing new public information materials, conducting community open houses, installing station

signs, presenting project status updates, etc. Ms. Levy Buch indicated that during the last six weeks, and additional 650 stakeholders have been added to the outreach database. Ms. Levy Buch also presented a video which summarized much the recent public outreach effort.

Item received and filed.

**c. Consideration of Shortlist of Proposers to Receive Upcoming Request for Proposals (RFP) C1135 for Phase 2A Alignment Design-Build-Finance Contract**

Mr. Balian presented the report. Mr. Balian indicated that three firms had responded to the Request for Qualifications (RFQ) for design-build-finance teams for the Phase 2A Alignment. Mr. Balian indicated that the purpose of the RFQ was to create a "shortlist" of teams who will be eligible to receive the Request for Proposals for the Phase 2A alignment project. Mr. Balian indicated that upon completion of review of the submittals, per the RFQ process the teams that meet the qualifications to receive the RFP were (1) Kiewit Pacific Co.; Parsons Transportation Group; (2) Shimmick Construction Company; URS Corporation; and (3) Skanska USA Civil West California District; Balfour Beatty USA.

Board Member Pedroza indicated that the Finance Committee had met on this item and concurred with the recommended shortlist presented in the Board report.

Chair Hanks requested a motion to approve the Shortlist of Proposers to Receive Upcoming Request for Proposals (RFP) C1135 for Phase 2A Alignment Design-Build-Finance Contract. Board Member Tessitor made a motion to approve the item. Board Member Pedroza seconded the motion which was then approved unanimously.

**d. Authorize CEO to Negotiate with Proposers in Response to Request for Proposals (RFP) C1136 for the Alternative Analysis Study of Phase 2C to LA/Ontario International Airport**

Mr. Balian presented the report. Mr. Balian indicated that 4 teams had responded to Request for Proposals (RFP) that was issued in December 2009. Mr. Balian indicated that the RFP sought qualified firms or teams to provide support services for the Metro Gold Line Foothill Extension Alternatives Analysis for Phase 2C - Montclair to LA/Ontario International Airport. Mr. Balian further indicated that the Construction Authority evaluated proposals on (1) qualifications, related experience, and financial stability, (2) staffing and personnel/team organization, and (3) project understanding and plan approach. Mr. Balian indicated that the qualified teams were then ranked and staff was seeking Board approval to negotiate with the highest rank team and if negotiations were successful to execute a contract. Mr. Balian further indicated that if negotiations were not successful, staff would then negotiate a contract

with next highest ranked team. Mr. Balian relayed that highest ranked teams from high to low are: (1) KOA Corporation; (2) Kimley-Horn and Associates; (3) AECOM and (4) IBI Group.

Mr. Balian indicated that at this time discussions are underway to secure funding for this project and is expected to be available for FY 2011. Mr. Balian further indicated that a contract will not be awarded until funding has been secured.

Chair Hanks requested a motion to Authorize CEO to Negotiate with Proposers in Response to Request for Proposals (RFP) C1136 for the Alternative Analysis Study of Phase 2C to LA/Ontario International Airport. Board Member Tessitor made a motion to approve the item. Board Member Pedroza seconded the motion which was then approved unanimously.

**e. Authorize the Chief Executive Officer to Execute Amendment No. 5 to Hill International Contract No. C1129 for Program Management**

Mr. Balian presented the report. Mr. Balian indicated that Hill International is the Program Management team for this project and the total estimate costs for services over the life of the project is estimated to be between \$20-\$25 million. Mr. Balian indicated that based upon experience from Phase I of the project that a lump-sum contract not be awarded but done by increments in order to better control consultants scope of work and budget. Mr. Balian indicated that the proposed amendment presented to the Board is for items currently not in Hill International's scope of work, which include the Maintenance and Operation (M&O) Facility environmental study and clearance of the as well as additional staffing to support project needs and support from specialty consultants.

Vice Chair Tessitor indicated that the Finance Committee reviewed and requested additional clarification language about incremental increases in large contracts and is satisfied with the language contained in the Board report.

Chair Hanks requested a motion to Authorize the Chief Executive Officer to Execute Amendment No. 5 to Hill International Contract No. C1129 for Program Management. Board Member Pedroza made a motion to approve the item. Board Member Tessitor seconded the motion which was then approved unanimously.

**f. Authorize CEO to Execute Measure R Fund Transfer Agreement and Master Cooperative Agreement between the Construction Authority and Metro**

Mr. Balian presented the report. Mr. Balian indicated that the Metro Board of Directors at their March 25, 2010 meeting had approved the Term Sheets attached to the Board Report which outline the terms and conditions for the Measure R Fund Transfer Agreement and the Master Cooperative Agreement.

Mr. Balian indicated that Construction Authority and Metro staff have begun the process of drafting the Agreements.

Vice Chair Tessitor inquired if the BNSF and Maintenance and Operation Facility issues appeared to be insurmountable or attainable. Mr. Balian indicated that much work needs to be done and would keep the Board aware if any possible issues arise.

Chair Hanks requested a motion to Authorize CEO to Execute Measure R Fund Transfer Agreement and Master Cooperative Agreement between the Construction Authority and Metro. Board Member Tessitor made a motion to approve the item. Board Member Pedroza seconded the motion which was then approved unanimously.

**g. Consideration of CEQA Review Process for M&O Facility**

Mr. Balian presented the report. Mr. Balian indicated that proposed Maintenance and Operation facility (M&O facility) in Monrovia was not one of the sites initially considered in the Final Environmental Impact Report (Final EIR) and therefore further environmental analysis needs to be conducted. Mr. Balian indicated that during this process any potential environmental impacts would be identified and public outreach would be conducted. Mr. Balian also indicated that based upon preliminary information regarding the various components of the site that a Supplemental EIR was appropriate. Mr. Balian also reviewed the proposed schedule for the CEQA review process.

Board Member Pedroza inquired if the proposed schedule was aggressive enough to clear the site. Mr. Balian indicated that the schedule was very aggressive but attainable.

Chair Hanks inquired if additional sites would be identified during this process. David Snow, the Construction Authority environmental attorney indicated that a reasonable range of possible alternative sites would be identified.

Chair Hanks requested a motion to Approve the CEQA Review Process for M&O Facility. Board Member Pedroza made a motion to approve the item. Board Member Tessitor seconded the motion which was then approved unanimously.

**h. Consideration of Phase 2A Project Schedule**

Mr. Balian presented the report. Mr. Balian indicated that staff has began expanding the summary level schedule into a fully detailed project schedule as well as details contained in the Fund Transfer Agreement and Master Cooperative Agreement. Mr. Balian indicated that this effort currently contains approximately 3,500 tasks and will be reviewed and updated as need be. Mr. Balian indicated that under the current project scheduling considerations and also due to the 9 month pre-start-up of the M&O facility prior to operations, the

project is scheduled to open in late 2014. Mr. Balian indicated that the design-build contractor will also propose a schedule and may request incentives if they are able to reduce the schedule.

Chair Hanks requested a motion to Approve the Phase 2A Project Schedule. Board Member Tessitor made a motion to approve the item. Board Member Pedroza seconded the motion which was then approved unanimously.

**i. Update on Mission Meridian**

Mr. Balian presented the report. Mr. Balian indicated that this gate modification work at Mission Ave & Meridian Ave was the last item per the three-party settlement agreement between the Authority, Metro, and the City of South Pasadena. Mr. Balian indicated that this work is anticipated to conclude by early July.

Board Member Pedroza inquired if there were similar intersections in Phase 2A and 2B of the project. Mr. Balian indicated that there were and that based upon the Mission/Meridian gate modifications improvement will be made to the Phase 2A similar intersections.

Item received and filed.

**j. Legislative Update**

Mr. Balian presented the report and reviewed recent activities and discussions with local, state and federal officials.

Item received and filed.

**k. Monthly Project Status Update**

Mr. Balian provided the report and summarized recent activities by Construction Authority Staff.

Item received and filed.

**9. General Counsel Report**

None.

**10. Closed Session**

CONFERENCE WITH LEGAL COUNSEL

Anticipated Litigation:

(G.C. 54956.9(b))

A point has been reached where, in the opinion of the Authority on the advice of its legal counsel, based on facts and circumstances that might result in litigation but which the Authority believes are not yet known to a potential plaintiff or plaintiffs, there is a significant exposure to litigation against the Authority.

Facts and circumstances that might result in litigation but which the Authority believes are not yet known to potential plaintiff or plaintiffs

No reportable action.

#### **11. Board Member Comments**

Board Member Pedroza indicated that the San Gabriel Valley Council of Governments Transportation Committee and Board have tentatively supported Los Angeles Mayor Villaraigosa's 30/10 Transportation Initiative which would seek to accelerate transportation projects in Los Angeles County but were seeking to clarifications on whether Phase 2B of the Foothill Extension were included as well as highway funding.

Chairman Hanks thanked staff for the Safety Kick-off meeting which was attended by local and county fire, police, safety and administrative staff. Mr. Hanks indicated that the meeting gave a clear perspective about various aspects of the project and the M&O facility. Chair Hanks also indicated that the Right-of-Way Safety training was very beneficial and encourage fellow Board members to attend.

#### **12. Adjournment**

The Board meeting was adjourned at approximately 7:57 PM.