

**Metro Gold Line Foothill Extension Construction Authority Board Meeting
Arcadia City Council Chambers
240 West Huntington Drive
Arcadia, California 91007
June 8, 2011
7:00 P.M.**

1. Call to Order:

Chairman Tessitor called the meeting to order at approximately 7:11 PM.

2. Roll Call:

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

3. Pledge of Allegiance

Lara Larramendi led the Pledge of Allegiance.

4. Public Comments on Items on or off the Agenda

Chairman Tessitor requested any public comments on or off the Agenda.

Mr. Christopher Sutton spoke during public comment and presented a letter to the Board regarding "Does Gold Line Authority Legally Exist". Mr. Sutton provided a summary of the contents of the letter to the Board.

5. CEO's Monthly Report

Mr. Balian presented a video to the Board which highlight recent activities on the Construction Authority including voluntary inspections by Skanska and Authority staff of properties adjacent to the IFS construction area to document pre-existing conditions of residence prior to the start of construction in the IFS; TPSS substations

surveying; ongoing meetings with DB2 proposers, a tour of Metro control station by Authority staff; Pomona station and grade-crossing site visit; reps-of-elected meetings with local, state and federal officials; presentation to the TOD Summit sponsored by Urban Land Institute (ULI) in Pasadena as well as continued community outreach.

Mr. Balian reviewed various critical path items including various agreements, the acquisition of the M&O properties, upcoming DB2 proposal submittals to allow for award of the contract in July; work with the Army Corp of Engineers for the San Gabriel River bridge and ongoing efforts with regard to the environmental documents for the Azusa to Montclair portion of the project.

6. Consent Calendar:

a. Approval of Minutes of Board Meeting held May 25, 2011

Chairman Tessitor requested a motion to approve the Minutes of Board Meeting Held on May 25, 2011. Board Member Fasana made a motion to approve the item. Board Member Pedroza seconded the motion which was then approved unanimously.

7. General Board Items:

a. Approval of Resolution Designating Certain Personnel of the Authority to Execute Certain Documents Regarding the Purchase, Sale, Lease, Transfer, and Use of Real Property Interests, and Authorizing Certain Property Management Functions

Chairman Tessitor requested a motion to Approve the Resolution Designating Certain Personnel of the Authority to Execute Certain Documents Regarding the Purchase, Sale, Lease, Transfer, and Use of Real Property Interests, and Authorizing Certain Property Management Functions. Board Member Fasana made a motion to approve the item. Board Member Pedroza seconded the motion which was then approved unanimously.

b. Receive and File Report on Project Update: CPUC Grade Crossing Update

Mr. Balian presented the report. Mr. Balian indicated that the CPUC has approved 31 of the 37 crossings and that approval of the remaining crossings is expected in the next few months. Mr. Balian thanked Mr. Burner and his staff for getting the crossing approved.

Board Member Fasana commended the Construction Authority staff for the extraordinary effort in getting the crossing applications submitted and approved.

Chair Tessitor inquired if there were any issues with the remaining applications. Mr. Burner indicated that there were not any issue and that they all have been submitted and staff is waiting for the final approval.

Chairman Tessitor requested a motion to Receive and File Report on Project Update: CPUC Grade Crossing Update. Board Member Pedroza made a motion to receive and file the item. Board Member Fasana seconded the motion which was then approved unanimously.

c. Approval of Amended and Restated Funding Agreement

Mr. Balian presented the report. Mr. Balian reminded the Board that Funding Agreement with Metro was approved in June 2010. Mr. Balian indicated that additional modifications which have been presented to the Board previously to the original Agreement are necessary. Mr. Balian highlighted the major changes to the Funding Agreement which have been approved by Metro and request approval of the Amended and Restated Funding Agreement.

Board Member Pedroza thanked staff and Metro for working together to get the Agreement finalized.

Chairman Tessitor requested a motion to Approve the Amended and Restated Funding Agreement. Board Member Pedroza made a motion to approve the item. Board Member Reyes seconded the motion which was then approved unanimously.

d. Approval of Amendment No. 2 to Contract No. C1133 for Azusa to Montclair California Environmental Quality Act (CEQA) Analysis and Document Preparation

Mr. Balian presented the report. Mr. Balian indicated that the Amendment was for an amount not to exceed \$250,000 to complete the environmental analysis for the Azusa to Montclair portion of the project. Mr. Balian indicated that the additional amount was necessary due to additional public workshops and stakeholder meetings with each of the cities along the corridor which resulted in some additional design changes that require further technical studies as well as other necessary changes to the environmental documents.

Chairman Tessitor requested a motion to Approve Amendment No. 2 to Contract No. C1133 for Azusa to Montclair California Environmental Quality Act (CEQA) Analysis and Document Preparation. Board Member Fasana made a motion to approve the item. Board Member Hanks seconded the motion which was then approved unanimously.

8. General Counsel's Report

a. Request for Conflict of Waiver for Richards Watson & Gershon

General Counsel Estrada indicated that the Conflict Waiver is requested due to an attorney at Richards Watson & Gershon who is assisting the City of South Pasadena with water quality issues. Mr. Estrada indicated that the Construction Authority still has some remaining issues with the Tri-Party

Settlement Agreement which the Construction Authority, the City of South Pasadena and Metro are parties to. Mr. Estrada indicated that the requested Conflict Waiver discloses this matter.

Chairman Tessitor requested a motion to Approve the Conflict of Waiver for Richards Watson & Gershon. Board Member Bogaard made a motion to approve the item. Board Member Hanks seconded the motion which was then approved unanimously.

9. Board Member Comments

None.

General Counsel Estrada reviewed the various items that would be considered in Closed Session and indicated that there would be no reportable action. Chairman Tessitor adjourned the Board Meeting into Closed Session at approximately 7:29 PM.

10. Closed Session

1. CONFERENCE WITH REAL PROPERTY NEGOTIATOR.....G.C. 54956.8

- (a) Property: (1) 8513-012-804; (2) 8513-012-805; (3) 8513-012-806;
(4) 8513-012-908; (5) 8513-012-909; (6) 8513-012-910
(7) 8513-012-911; (8) 8513-012-912; (9) 8513-012-913

Agency Negotiator: Habib F. Balian and Wes Beverlin, Esq.
Negotiating Parties: Monrovia Redevelopment Agency
Under Negotiation: Price and terms

- (b) Property: 8531-017-021

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Javier & Micaela Sanchez
Under Negotiation: Price and terms

- (c) Property: 8513-012-043

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Hoffman Family Trust/Linsalato
Under Negotiation: Price and terms

- (d) Property: 8513-012-040

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Walter Cleveland
Under Negotiation: Price and terms

- (e) Property: (1) 8513-012-032; (2) 8513-012-033;
(3) 8513-012-034; (4) 8513-012-035;
(5) 8513-012-036

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Excalibur Holdings
Under Negotiation: Price and terms

- (f) Property: 8531-014-022

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Peter & Yolanda Gutierrez
Under Negotiation: Price and terms

2. CONFERENCE WITH LEGAL COUNSEL:..... G.C. 54956.9(a)

Pending Litigation

- (1) Excalibur Property Holdings, LLC and George Brokate v.
Pasadena Metro Blue Line Construction Authority
Case No. BS130732
- (2) Excalibur Property Holdings, LLC and George Brokate v.
Pasadena Metro Blue Line Construction Authority. et. al.
Case No. BS129985

3. CONFERENCE WITH LEGAL COUNSEL..... (G.C. 54956.9(b))

Anticipated Litigation:

A point has been reached where, in the opinion of the Authority Board 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 potential plaintiff or plaintiffs, there is a significant exposure to litigation against the Authority.

11. Adjournment

The Board entered Closed Session at 7:29 PM. After the closed session, the meeting was adjourned at 8:36 pm.