

**Metro Gold Line Foothill Extension Construction Authority Special Board Meeting
 Construction Authority Offices
 406 E. Huntington Drive, Suite 202
 Maria Dalton Community Room
 Monrovia, California 91016**

**May 28, 2014
 7:00 P.M.**

1. Call to Order:

Chairman Tessitor called the meeting to order at approximately 7:07 pm.

2. Roll Call:

Member	Appointing Entity	Present	Absent
<i>Voting Members</i>			
Doug Tessitor, <i>Chair</i>	City of Pasadena	X	
Sam Pedroza, <i>Vice Chair</i>	SGVCOG	X	
Vacant	City of Los Angeles	—	—
Paul Leon	City of South Pasadena	X	
John Fasana	LACMTA	X	
<i>Non-Voting Members</i>			
Carrie Bowen	Governor of California	X	
Bill Bogaard	City of Pasadena	X (7:12)	
Daniel Evans	City of South Pasadena	X	
Alan Wapner	SANBAG		X
<i>Alternate Members</i>			
Marisol Salguero	City of Los Angeles		X
Mary Ann Lutz	SGVCOG	—	—
Deborah Robertson	SANBAG	—	—

3. Pledge of Allegiance

Paul Leon led the Pledge of Allegiance.

4. Public Comments on Items On/Off Agenda

Chairman Tessitor inquired if there were any members of the public who wish to provide comment on items on or off the Agenda. Chairman Tessitor recognized Matt Pilarz from the City of Pomona to provide public comment on Agenda Item 7.a. Mr. Pilarz introduced himself as the acting City Engineer. Mr. Pilarz indicated that the City of Pomona has provided correspondence dated May 28, 2014 with regard to Agenda Item 7.a. – Phase 2B EIR Addendum No. 1. Mr. Pilarz indicated that the City of Pomona had received the Addendum on May 27th which was not enough time for the City of Pomona to review the document and provide comments. Mr. Pilarz indicated that the City of Pomona would like to note that the traffic impact study at Garey Avenue were not analyzed to the same

level as other intersections in the document. Mr. Pilarz indicated that when the traffic impacts are studied in further detail, the City is confident that it will indicate that a bridge will be necessary at Garey Ave. Mr. Pilarz indicated that it is the City of Pomona's understanding that a bridge will be put in place at Garey Avenue and based upon that assurance, the City has no other objections to the Addendum.

Chairman Tessitor inquired if there was any additional members of the public who wished to provide public comment, hearing and seeing none, Chairman Tessitor closed public comment.

5. CEO's Monthly Report

Mr. Balian reviewed the Critical Path Schedule which indicated the completion of the San Gabriel crossing. Mr. Balian indicated that work on the Foothill Bridge will be completed by June 2014. Mr. Balian indicated that work on the Virginia and Magnolia crossings will be completed in July 2014. Mr. Balian indicated that the Huntington Bridge is scheduled to be completed by August 2014. Mr. Balian indicated that light rail track installation continues to be installed and should be completed by September 2014. Mr. Balian indicated that the Mountain Ave. crossing should be completed by December 2014 and that the first powered train test should occur in December 2014.

Mr. Balian highlighted work in the City of Azusa which included installation of a temporary shoring wall for APU/Citrus College station parking structure; sound wall installation from Virginia to the Foothill Boulevard bridge; opening of the San Gabriel Ave. crossing to traffic; and the completion of directional street closures at Foothill Boulevard bridges. Mr. Balian highlighted work in the City of Irwindale which included the site visit with Irwindale Council Member H. Manuel Ortiz and the concrete pour at the Irwindale station platform; concrete pour for the San Gabriel River Bridge direct fixation track. Mr. Balian highlighted work in the City of Duarte which included demolition of the existing Mountain Avenue crossing; continued construction at the Mountain Avenue crossing; continued support of businesses in the area of Mountain Avenue; installation of metal roofing for the Duarte/City of Hope station and pulling of OCS wire. Mr. Balian highlighted work in the City of Monrovia which included construction of fence posts along the alignment and installation of the sound wall foundations. Mr. Balian highlighted work at the Gold Line Operations Campus in the City of Monrovia which included construction of the Materials Storage building; construction of Maintenance of Way Storage facility as well as the Main Shops building. Mr. Balian highlighted work in the City of Arcadia which including waterproofing of the Santa Anita Bridge deck and ongoing construction at the Arcadia Parking Facility. Mr. Balian highlighted community outreach which included Senator Dr. Ed Hernandez Transportation Video Series event, a project update to the University Club of Pasadena and a project update to the representatives of local, state and federal staff members.

Chairman Tessitor inquired if the Metro's delivery of the TPPS is still delayed. Mr. Burner indicated that based on the most recent schedule provided by Metro, there should not be any delay to the project, but any further delay may impact the schedule and budget.

Board Member Evans inquired if there was any update from Metro with regard to the delivery of vehicles. Mr. Balian indicated that Metro has not provided an update to the schedule previously released. Mr. Fasana indicated that Metro conducted a recent site visit to the LRV manufacturer and that no additional delays are expected.

Board Member Fasana indicated that he has noticed that some of the businesses surrounding the Mountain Avenue construction are providing discounts and incentives during this period and inquired if the Construction Authority was underwriting those costs. Mr. Balian indicated that the Construction Authority was only providing print and signage materials indicated that the businesses in the impacted area are open for business.

6. Consent Calendar

- a. Approval of Minutes of Board Meeting held April 23, 2014**
- b. Authorize the CEO to Execute Amendment No. 14 to Contract No. C1129 with Hill International for Phase 2A and 2B Program Management**
- c. Authorize the CEO to Execute Amendment 10 to Contract No. C1115 with Richards, Watson and Gershon for General Counsel Services**
- d. Authorize the CEO to Execute Amendment No. 4 to Contract No. C1143 with Baker, Donelson, Bearman, Caldwell & Berkowitz, PC for Federal Government Relations Consulting Services**
- e. Authorize the CEO to Execute Amendment No. 4 to Contract No. C1147 with Aaron Read & Associates, LLC for California Government Relations Services**
- f. Authorize the CEO to Execute Amendment 4 to Contract No. C1157 with Orbach, Huff & Suarez LLP for Legal Services**
- g. Authorize CEO to Execute Amendment 3 to Contract No. C1158 with Lewis Brisbois Bisgaard & Smith LLP for Legal Services**
- h. Receive and File Financial Quarterly Report**
- i. Resolution Rescinding Resolution of Necessity No. 2014-R-01 of the Metro Gold Line Foothill Extension Construction Authority**

Chairman Tessitor requested a motion to approve the Consent Calendar. Board Member Fasana made a motion to approve the Consent Calendar which was seconded by Board Member Leon and approved unanimously.

7. General Board Items

- a. Consideration of a Resolution No. 2014-R-03 Approving Certain Refinements to the Azusa to Montclair Segment and Adopting an Addendum to the Certified Azusa to Montclair Final EIR**

Mr. Balian provided the report. Mr. Balian indicated that Phase 2B EIR was conducted in March 2013 and that soon thereafter a lawsuit was filed by the City of Pomona seeking to change various elements of the project in the City of Pomona. Mr. Balian indicated that after several meetings with the City, a settlement agreement was signed in December 2013. Mr. Balian indicated that the settlement agreement called for the Authority to study certain aspects of the project that were of concern to the City. Mr. Balian indicated that after the studies have been completed, staff recommends three refinements to the project. Mr. Balian indicated that the refinements have no impact on the initial FEIR. Mr. Balian indicated that the three refinements deal with a grade separation at Garey Avenue; 139 feet shift west for the Pomona station and incorporation of architectural features to the Garey bridge that are similar to those at the Santa Anita bridge in Arcadia. Mr. Balian indicated that staff are supportive of the changes and seek the Board's approval.

Chairman Tessitor inquired what the impacts of the refinements would have on the budget. Mr. Balian indicated that the budget will be impacted by the Garey crossing, but an exact dollar figure has not been forecast. Mr. Balian indicated that it would be in the 8 million dollar range. Mr. Burner indicated that Metro required a large contingency budget for the project and that sufficient funds are available based upon current estimates.

Chairman Tessitor requested a motion to approve Resolution No. 2014-R-03 Approving Certain Refinements to the Azusa to Montclair Segment and Adopting an Addendum to the Certified Azusa to Montclair Final EIR. Board Member Fasana made a motion which was seconded by Board Member Pedroza – hearing no objection, the item passed unanimously.

b. Receive and File Project Update: Grade Crossings Update

Mr. Balian introduced Chris Burner, Chief Project Officer, to provide the report. Mr. Burner indicated that Phase 2A of the project contains a total of 37 grade crossings. Mr. Burner indicated that the CPUC has approved all crossings, and construction is underway or complete for the majority of crossings. Mr. Burner indicated that of these 37 crossings, 20 are grade separated and 17 are at-grade. Mr. Burner indicated that the grade separated crossings account for bridges, bike trails, aerial freeway ramps, etc. Included in the 17 at-grade crossings are four pedestrian crossings at Monrovia, Duarte, Irwindale, and Azusa-Citrus stations, and 13 vehicular at-grade crossings. Mr. Burner indicated that of the total 37 crossings, the most impactful to the project are the 13 vehicular at-grade crossings which must be carefully coordinated and quickly constructed, as they have potential to impact vehicular and pedestrian traffic. Mr. Burner indicated that the construction status of these 13 crossings is as follows: ten are complete and three are in progress, Mr. Burner indicated that all crossings are scheduled to be complete by the end of 2014. Mr. Burner provided a detailed overview and schedule of some of the current and upcoming crossings:

Item received and filed.

c. Consideration of California Senate Bill 1037 (Hernandez)

Mr. Balian provided the report. Mr. Balian indicated that Senator Dr. Ed Hernandez seeks to update the planning for a possible Measure R. Mr. Balian indicated that staff believes that there are several issues that need to be addressed in the current draft legislation. Mr. Balian indicated that staff recommends a position of “work with author”. Mr. Balian indicated that staff has provided language to the Senator for possible consideration. Mr. Balian also indicate that Metro has taken a “work with author” position on the legislation.

Chairman Tessitor requested a motion to “work with author” on SB 1037. Board Member Fasana made a motion which was seconded by Board Member Pedroza and passed unanimously.

d. Consideration of METRO’s 2014 Draft Short Range Transportation Plan

Mr. Balian provided the report. Mr. Balian indicated that Metro staff released a draft Short Range Transportation Plan (SRTP) which looks at projects over the next 10 years. Mr. Balian indicated that the funding dollars listed in the SRTP are derived from existing funds, Measure R funds and potential new funds such as an extension of the sales tax. Mr. Balian indicated that SRTP as currently drafted completely ignored the Foothill Gold Line. Mr. Balian indicated that the SRTP only mentions the project as going to Azusa (Phase 2A). Mr. Balian indicated that project funds listed is for \$851 million initially and does not indicated future dollars. Mr. Balian indicated that the SRTP also lists other projects from the Long Range Transportation Plan (LRTP) were accelerated and did not treat the Foothill Gold Line in the same manner.

Chairman Tessitor inquired if the original Measure R language made provision for the Foothill Gold Line to a top priority if additional funding became available. Mr. Balian indicated that the Metro Board did take an action when Measure R was discussed that the Gold Line and Crenshaw lines would be the first projects to receive additional funding should it become available yet the SRTP does not do that. Chairman Tessitor indicated that this was inconsistent with what the Metro Board had agreed to do.

Board Member Fasana indicated that it is his understanding that the SRTP does not include possible additional funds from a new measure at this time. Board Member Fasana indicated that Metro would be looking at projects from the LRTP that were listed under the “unfunded” projects for possible acceleration when funds become available. Mr. Balian indicated that the SRTP in its current draft has already moved projects for the LRTP’s unfunded list to the accelerated list and has ignored the Foothill Gold Line.

Board Member Fasana indicated that Metro continues to look at additional funding sources such as CAP and Trade. Mr. Balian indicated that it is his belief that the SRTP will be used as the guiding document when additional funding

become available. Mr. Balian indicated that Subway to the Sea has three segments and that the initial segment was funded by Measure R but the additional two segments are now listed in the accelerated plan of the SRTP and the Foothill Gold Line is not listed at all. Board Member Fasana indicated that he would look into the matter.

Board Member Pedroza inquired what the timeline for this process is. Mr. Balian indicated that the Metro Board may consider the item at its July Board meeting and is seeking comments on the SRTP until June 18th.

Board Member Pedroza inquired if Board Member Fasana, as chair of the SGVOCG Transportation Committee, could agendaize the item to provide Metro with feedback as Metro Board Members Antonovich and Dubois had requested earlier in the year. Board Member Pedroza agreed to have the item added to the Agenda.

Chairman Tessitor indicated that he would like to propose a motion from the Board. Chairman Tessitor requested staff to distribute the draft motion for the Board's review and consideration.

After review, Board Member Pedroza seconded the motion. Board Member Fasana indicated that at this time he would withhold his support until he resolved the two different viewpoints that he has received.

Chairman Tessitor requested that a roll-call vote be conducted regarding the Motion as presented. The clerk of the board conducted the roll call vote – Yes (Tessitor, Pedroza, Leon); Absent (Salguero) and Abstain (Fasana). The clerk indicated that the motion had passed.

Revised: see duplication below of discussion and change of vote below which occurred immediately after Agenda Item 7.e.

Board Member Fasana indicated that after review of the documents and information presented, he would request that his vote be changed from Abstain to Yes. Chairman Tessitor requested that the vote be changed to reflect Board Member's Fasana revised vote. The Motion passed 4 votes in the affirmative (Tessitor, Pedroza, Leon and Fasana) with 1 vote absent (Salguero).

e. Receive and File Monthly Update

Mr. Balian introduced Chris Burner to prove the report. Mr. Burner reviewed the Phase 2A Progress - work at Arcadia, Monrovia, Duarte, Irwindale, Azusa-Downtown and Azusa-Citrus stations continue; completed San Gabriel grade crossing; continued construction of grade crossings at Virginia and Magnolia; began grade crossing work at Mountain; continued bridge work at Foothill and Huntington; completed bridge work at Rosemead; and completed construction of retaining walls and continued construction of sound walls (83% complete) throughout the alignment. Mr. Burner indicated that there has been continued

light rail mainline track placement; continued mainline OCS pole installation (13% complete) and foundation work (77% complete) throughout alignment; continued OCS pole installation (29% complete) and foundation work (87% complete) at Gold Line Operations Campus (Campus); split face CMU screen wall is complete at the Campus; continued trackwork at the Campus; continued structural steel work at the Main Shop Building in the Campus and began structural steel work for the car cleaning building in the Campus.

Mr. Burner reviewed in detail the current Project Schedule.

Mr. Burner reviewed the current activities with regard to the Parking Facilities. Mr. Burner indicated that there is continued construction of parking facilities including

- Arcadia:
 - Installed falsework and formwork for deck
 - Placed concrete for portion of deck
- Monrovia:
 - Continued work on the columns and began work on the slab on grade
 - Began work on the CMU ramp
- Irwindale:
 - Continued demolition and mass excavation of the site
- Azusa-Citrus:
 - Continued shoring and mass excavation

Mr. Burner indicated that future activities over the next three to four months include completed trackwork at the Campus; completed construction of bridges at Foothill, Kincaid, and Huntington; completed Virginia, Magnolia, and Mountain crossings; completed construction of all stations (except architectural elements); complete OCS foundation installation and pole installation; complete sound wall installation throughout the alignment and complete mainline LRT trackwork construction.

Item received and filed.

Board Member Fasana indicated that after review of the documents and information presented, he would request that his vote be changed from Abstain to Yes. Chairman Tessitor requested that the vote be changed to reflect Board Member's Fasana revised vote. The Motion passed 4 votes in the affirmative with 1 vote absent.

8. General Counsel's Report

None.

9. Board Member Comments

Board Member Fasana indicated that staff may want to investigate integrating funding opportunities with Caltrans as possible new avenues. Board Member Fasana indicated

that it would not provide complete funding, but would provide a percentage of it. Board Member Bowen indicated that there may be some opportunities. General Counsel Estrada indicated that the item would need to be Agendized if to be discussed further. Chairman Tessitor requested that the matter be place on a future Agenda when appropriate but indicated that any possible funding scenarios would be “in addition to” and not a “replacement” of the current budget provided to Metro.

10. Closed Session

General Counsel Estrada reviewed the various items that would be considered in Closed Session and indicated that there would be no reportable action after Closed Session. Chairman Tessitor recessed the Board into Closed Session at approximately 7:51 pm.

A. CONFERENCE WITH LEGAL COUNSEL:..... G.C. 54956.9(a)
Pending Litigation

- (i) Field Myrtle Oil, Inc. v. Foothill Transit Constructors, SKANSKA Community Liaison, Metro Gold Line Foothill Extension Construction Authority, et al.
Case No. BC539314
- (ii) Metro Gold Line Foothill Extension Construction Authority v. MillerCoors LLC, et al.
Case No. BC497583
- (iii) Metro Gold Line Foothill Extension Construction Authority v. Hydraulic Units, Inc., et al.
Case No. BC498261
- (iv) Metro Gold Line Foothill Extension Construction Authority v. 223 North First Street I, LLC, et al.
Case No. BC531266

The Chairman reconvened the Board Meeting at 8:37 pm.

The General Counsel indicated that the Board approved settling the Miller-Coors case by approving a stipulation for interlocutory judgment and that copies of the judgment would be available from the clerk of the board.

11. Adjournment

The Board Meeting was adjourned at approximately 8:38 pm.