

**Metro Gold Line Foothill Extension Construction Authority Board Meeting
Construction Authority Offices, Conference Room
Arcadia City Council Chambers
240 West Huntington Drive
Arcadia, California 91007
February 23, 2011
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>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	
<i>Non-Voting Members</i>			
Lara Larramendi	Governor of California		X
Bill Bogaard	City of Pasadena		X
Daniel Evans	City of South Pasadena		X
<i>Alternate Members</i>			
Michael Cacciotti	City of South Pasadena	—	—
Gerry Miller	City of Los Angeles	—	—
Mary Ann Lutz	SGVCOG	X	

3. Pledge of Allegiance

Sam Pedroza led the Pledge of Allegiance.

4. Public Comments on Items On/Off Agenda

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

None.

5. CEO's Monthly Report

Mr. Balian presented the report. Mr. Balian presented a video which highlighted recent activities and meetings of the Construction Authority including a presentation with Congresswoman Judy Chu on the status of the project. Mr. Balian also reviewed the status and next steps for the Pasadena to Azusa Design-Build Procurement Process as well as the upcoming Washington DC reception on March 15, 2011.

6. Consent Calendar:

- a. Approval of Minutes of Board Meeting held February 9, 2011**
- b. Authorize the Chief Executive Officer to Execute Amendment No. 8 to Hill International Contract No. C1129 for Program Management**
- c. Authorize the CEO to execute an Agreement with the City of Arcadia for the Design and Construction of the City of Arcadia Santa Anita Grade Separation**
- d. Approval of Amendment to Chief Executive Officer's Employment Agreement**

Chairman Tessitor requested a motion to approve the Consent Calendar. Board Member Hanks made a motion to approve the Consent Calendar. Board Member Pedroza seconded the motion. The Consent Calendar was then approved unanimously.

7. General Board Items:

- a. Receive and File Report on Project Update: Structures**

Mr. Balian introduced Denis Cournoyer, Director of Engineering for the Construction Authority, to present an overview of the current structures present in the Pasadena to Azusa portion of the project and what issues and challenges those structures present. Mr. Cournoyer indicated that there are 17 locations along the alignment that require a structure for the light rail to cross. Mr. Cournoyer also indicated that of these 17 crossings, some have dual light rail structures which results in a total of 24 structures required for the project from Pasadena to Azusa. Mr. Cournoyer that staff has completed a comprehensive and detailed review of all the structures and determined that 9 will need to be construction, 10 existing structures will need to be modified to meet seismic and structural requirements, and 5 structures will need to be replace. Mr. Cournoyer indicated that a matrix of these structures and status were included in the Board Report. Mr. Cournoyer indicated that all structures would meet the various standards and requirements of Metro, Caltrans, Army Corps of Engineering and AREMA code and freight railroad requirement. Mr. Cournoyer then presented a video highlighting in detail various structure, proposed modifications as well as the level of coordination with cities, agencies and stakeholders.

Board Member Fasana inquired about possible impacts of the bicycle path that runs from the mountain to the sea located in the San Gabriel Valley river bed. Mr. Cournoyer indicated that staff will work with the contractor to minimize impacts as much as possible and that postings will be placed when impacts will be present. Board Member Fasana requested that since the bicycle path is heavily used by a large population that expanded outreach be conducted with

the local various bicycle groups.

Item received and filed.

b. Overview of Maintenance and Operation Facility

Chair Tessitor invited Mr. Brad Torgan to present public comment.

Mr. Torgan indicated that he was from The Silverstein Law Firm and represents George Brokate and Excalibur Property Holdings who owns 4.5 acres located in the area identified for the M&O facility in Monrovia which the Construction Authority wishes to acquire. Mr. Torgan indicated he believes that his client has not been treated fairly. Mr. Torgan indicated that his client will vigorously litigate to invalidate the environmental process. Mr. Torgan thanked the Board for their time.

Chair Tessitor requested a staff report on the Maintenance and Operation Facility (M&O).

Mr. Balian introduced Chris Burner, Chief Project Officer to present the report. Mr. Balian indicated that staff would be presenting the project and M&O budget to Metro in March. Mr. Balian indicated that Metro would be assuming 75% of the budget for the M&O facility. Mr. Burner indicated that the Funding Agreement with Metro requires the Construction Authority to prepare a budget for the M&O facility which will serve the existing Gold Line alignments as well as the Eastside Extension. Mr. Burner indicated that the M&O facility will reduce overcrowding of vehicle storage and maintenance due to the absence of an Eastside facility and overcrowding at the Midway facility build during Phase 1 of the Gold Line project. Mr. Burner indicated that the new M&O facility will be able to store 84 cars. Mr. Burner indicated that the M&O facility location was approved by the Board on January 18, 2011 when the Supplemental Environmental Impact Report (SEIR) was approved. Mr. Burner reviewed the proposed budget for the M&O facility whose costs would be allocated to Metro (75%) and the Construction Authority (25%). Mr. Burner indicated that the estimated budget provided to Metro for the M&O facility was \$250 million dollars which contained \$150 million for design and construction; \$75 million for real estate acquisitions and \$25 million for contingencies. Mr. Burner indicated the M&O facility design and construction project is part of the Pasadena to Azusa Design-Build Contract which was added as an addendum on January 28 and the initial proposal for the M&O facility along with the Pasadena to Azusa alignment are due on March 9th. Mr. Burner indicated that Metro is requiring the portions of the M&O facility be completed 9 months prior to the opening of revenue operations of the project and that the entire facility must be operational by substantial completion of the project.

Board Member Fasana inquired what the significance of the March 9th date. Mr. Burner indicated that the three teams who are bidding on the Pasadena to Azusa Design Build package would be submitting proposals for the alignment

and the M&O facility. Mr. Fasana indicated that Metro has some concerns about the ability to address the M&O budget in March. Mr. Balian indicated that the Construction Authority will work with Metro to assist in any way possible, but delays beyond April would negatively impact the project.

Item received and filed.

c. Receive and File Report on Ridership and Full-build-out Operations

Mr. Balian introduced Chris Burner, Chief Project Officer to present the report. Mr. Balian indicated that this report will provide information on implementation of all the Measure R projects. Mr. Burner indicated that 2008 ballot initiate Measure R committed approximately \$40 billion to transit projects, including rail expansion. Mr. Burner indicated that Measure R allocated \$810 million toward the construction of the Gold Line Foothill Extension per the Funding Agreement with Metro. Mr. Burner indicated that when all Measure R project have been completed the Gold Line will provide a continuous connection from Long Beach to Montclair via the regional connector as indicated in the Measure R Build-Out map presented in the PowerPoint presentation. Mr. Burner indicated that current ridership for the existing Gold Line was estimated at about 939,501 boardings in the month of January 2011, including approximately 33,947 boardings per weekday. Mr. Burner indicated that the ridership analyses for the Foothill Extension project predicts an average of 12,949 daily boardings for Arcadia to Azusa/Citrus stations and 20,455 daily boardings for the Glendora to Montclair stations by the year 2035. Mr. Burner also indicated that by 2035 the Authority predicts that the entire Metro Gold Line will accommodate approximately 116,422 boardings per day.

Board Member Reyes inquired if health impacts based upon ridership projections had been identified. Board Member Reyes indicated that based upon this information and the positive impact that additional funding opportunities could be identified. Chair Tessitor indicated that he was very receptive to identifying the various impact of increased ridership and beneficial health and environmental impacts. Board Member Fasana and Hanks echoed comments made by Board Members Reyes and Tessitor. Chair Tessitor instructed staff to review the feasibility of conducting research on the topic and report back to the Board.

Board Member Pedroza inquired how the ridership projections were obtained. Mr. Burner indicated that were provided by Parsons Brinkerhoff using Metro's ridership model that looks at various attributes to predict ridership.

Chair Tessitor inquired if ridership projections had been completed for a possible extension from Montclair to the Ontario Airport. Mr. Burner indicated that it is possible to identify projections using the ridership model.

Item received and filed.

d. Monthly Project Status Report

Mr. Balian introduced Chris Burner, Chief Project Officer to present the report. Mr. Burner review various efforts that have been completed or that are underway including agreements executed with SCRRRA, AT&T, Southern California Gas and the US Army Corp of Engineers. Mr. Burner also indicated that discussion with Pasadena to Azusa Design Build proposer teams had gone well and that addenda to the RFP were recently released. Mr. Burner also indicated work was underway in preparing estimates for the Colorado Bridge extension and possible Arcadia Station betterments requested by the City of Arcadia. Mr. Burner reviewed various items that would be addressed in the upcoming months including finalizing station parking facilities, CPUC grade crossing approvals, finalization of the BNSF agreement, an agreement with County Sanitation Districts as well as various other items.

Board Member Hanks inquired if sewer lines were being encased when identified and impacted. Mr. Burner indicated that all of the SCRRRA and Metro guidelines.

Board Member Fasana inquired about the status of CPUC applications. Mr. Burner indicated that Metro has several applications that are under review and have returned one and committed to reviewing the others still outstanding.

Item received and filed.

8. General Counsel Report

None.

9. Board Member Comments

Board Member Fasana inquired about the timing of the 2nd round of meeting for the Azusa to Montclair environmental scoping meetings. Mr. Balian indicated that staff is currently finalizing all the meeting with cities and the next round of scoping meetings.

10. Closed Session

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

(a) Property: (1) 8513-012-911; 8513-012-912; (2) 8513-012-909;
(3) 8513-012-908; (4) 8513-012-910

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

- (b) Property: APN: 5776-035-902

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: County of Los Angeles
Under Negotiation: Price and terms

- (c) Property: APN: 5773-006-054

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Recreational Equipment, Inc.
Under Negotiation: Price and terms

- (d) Property: 5773-006-015

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Miriam C. Spaulding Properties
Under Negotiation: Price and terms

2. CONFERENCE WITH LEGAL COUNSEL: G.C. 54956.9(b)
Anticipated Litigation

A point has been reached where, in the opinion of the Authority on the advice of its legal counsel, based on the letter received from The Silverstein Law Firm dated February 15, 2011 (copy available for public inspection in Clerk's office), there is a significant exposure to litigation against the Authority.

No Reportable Action.

11. Adjournment

Board Chairman Tessitor adjourned the meeting at 7:56 PM into Closed Session