

**Metro Gold Line Foothill Extension Construction Authority Special Board Meeting  
 Construction Authority Offices  
 406 E. Huntington Drive, Suite 202  
 Monrovia, California 91016  
 April 24, 2012  
 4:00 P.M.**

**1. Call to Order:**

Chairman Tessitor called the meeting to order at approximately 4:04 PM.

**2. Roll Call:**

<b>Member</b>	<b>Appointing Entity</b>	<b>Present</b>	<b>Absent</b>
<b><i>Voting Members</i></b>			
Doug Tessitor, <i>Chair</i>	City of Pasadena	X	
Sam Pedroza, <i>1<sup>st</sup> Vice Chair</i>	SGVCOG	X	
Ed Reyes	City of Los Angeles		X
Keith Hanks	City of South Pasadena	X	
John Fasana	LACMTA	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>			
Gerry Miller	City of Los Angeles	—	—

**3. Pledge of Allegiance**

Chris Burner led the Pledge of Allegiance.

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

Chairman Tessitor inquired if there was anyone who wished to provide public comment; seeing and hearing none, Chairman Tessitor closed public comment.

**5. CEO's Monthly Report**

Mr. Balian reviewed various critical path items including 50% completion of M&O property acquisition; notice to proceed issued to DB2 contractor; transfer of properties to DB2 contractor in May 2012; transfer of M&O property in October 2012 and transfer of IFS structure in December 2012.

Mr. Balian presented a video to the Board which highlighted recent activities of the Construction Authority among which were various construction activities at the IFS site including formwork installation; Board and TAC member visits to the construction site; and utility relocation and identification.

Mr. Balian updated the Board on the status of AB 1600 and AB 1446.

**6. Consent Calendar**

- a. Approval of Minutes of Board Meeting held March 28, 2012**
- b. Approval of Use and Improvement Agreement with 3M Company and Private Grade Crossing and Access Agreement between the Construction Authority, Metro, and 3M**
- c. Approval of Amendment to Chief Executive Officer's Employment Agreement, Memorializing Existing Benefits**
- d. Approval of Revisions to the Employee Personnel Policy & Procedure Manual for Staff and Board Policy on Business and Travel Expenses**
- e. Receive and File Financial Quarterly Update**

Chairman Tessitor requested a motion to approve the Consent Calendar.

Board Member Fasana requested that Item 6.c. be pulled for discussion. Board Member Pedroza made a motion to approve the remaining items on the Consent Calendar which was seconded by Board Member Fasana and then approved unanimously.

Board Member Fasana indicated that he is supportive of the Amendment to the CEO's Employment Agreement but inquired if there may be willingness to consider a reduction in paid leave and asked that the matter be place on the Agenda for a future meeting. Chairman Tessitor indicated that the Management and Personnel Committee would discuss the item and report back to the Board. Board Member Fasana made a motion to approve the Amendment to the CEO's Employment Agreement, which was seconded by Board Member Pedroza and then approved unanimously.

**7. General Board Items**

- a. Receive and File Report on IFS Status**

Mr. Balian introduced Chris Burner, Chief Project Officer to provide the report. Mr. Burner updated the Board on the Iconic Freeway Structure (IFS) progress. Mr. Burner indicated that the bridge design, foundations, substructure and falsework have been completed. Mr. Burner indicated that the superstructure formwork and concrete pour, basket construction, lighting and landscaping are still in progress. Mr. Burner indicated that Skanska (IFS contractor) has requested a time extension of two months due to delays associated with regulatory agency design review and architectural impacts. Mr. Burner indicated that the Construction Authority has granted a sixty-five day extension with expected completion in early September 2012, which would still allow three months before turn-over to the DB2 contractor. Mr. Burner indicated that

staff is currently reviewing scope of work changes to include construction of two large retaining walls. Mr. Burner indicated that the retaining walls are part of the DB2 contract, but will be transferred to Skansa. Mr. Burner indicated there would be a deductive change order to the DB2 contract.

Board Member Fasana inquired if Kiewit, the DB2 contractor, was providing any push-back regarding the change in scope. Mr. Burner indicated that there were not. Mr. Balian inquired when a decision must be made regarding the change order for Skanska. Mr. Burner indicated that a decision should be made in the next month.

Item received and filed.

**b. Consideration of Expenditure Plan for Metro Gold Line (Pasadena to Claremont) Light Rail Transit Extension in accordance with subdivision (f) of Section 130350.5 of the Public Utilities Code**

Mr. Balian provided the report. Mr. Balian indicated that AB 1146 (Measure R Plus), which would extend the Measure R sales tax, is working its way through Sacramento. Mr. Balian indicated that according to PUC language in Measure R, the Construction Authority's "Capital Project" is defined as Pasadena to Claremont and is required to provide an expenditure plan to Metro. Mr. Balian indicated that the expenditure plan provides expected project costs for Phase 2A and Phase 2B to Claremont. Mr. Balian indicated that once the expenditure plan has been approved by the Board, it would be forwarded to Metro.

Board Member Pedroza indicated that it is important to make sure funding for Phase 2B is included in Measure R plus.

Board Member Fasana indicated he thought Metro would prepare expenditure plans. Mitch Purcell, Chief Contracting Officer, indicated that per the statute that the agency sponsoring a project would need to prepare an expenditure plan, and since the Construction Authority was the sponsor of the Foothill Extension, we would prepare the expenditure plan.

Board Member Pedroza inquired about additional information regarding project cost and what was included in Measure R. Mr. Purcell provided a summary of light rail transit projects in Measure R and indicated that the Gold Line was the only project in Measure R that did not include the full cost estimate to build the project as defined in Measure R from Pasadena to Claremont. Mr. Purcell indicated that \$758 million was the estimated cost listed and the Measure R Minimum for the project was \$735 million which leaves a difference of \$23 million. Mr. Purcell indicated that all other light rail projects in Measure R were significantly higher.

Board Member Fasana indicated that he had requested from Metro and updated expenditure plan on Measure R projects to reflect the current reality.

Mr. Balian indicated that the total project cost of Phase 2A and 2B is approximately \$1.5 billion.

Chairman Tessitor inquired if any of the Construction Authority contracts or agreements with Metro gives a definition of Phase 2A and Phase 2B. Mr. Estrada indicated that within the Funding Agreement there is language regarding Phase 2A funding and some additional funding for Phase 2B CEQA work.

Crandal Jue, Chief Financial Officer, reviewed the details of the Expenditure Plan.

Chairman Tessitor requested a motion to approve the item. Board Member Pedroza made a motion to approve the Expenditure Plan which was seconded by Board Member Hanks and then approved unanimously.

**c. Discussion of Phase 2B Project Schedule**

Mr. Balian provided the report. Mr. Balian reviewed the Phase 2B Environmental Process and Schedule. Mr. Balian indicated that the CEQA certification is targeted for November 2012. Mr. Balian reviewed the Phase 2B Project schedule with an anticipated end of construction date of 2021.

Item received and filed.

**d. Receive and File: Monthly Project Status Report**

Mr. Balian introduced Chris Burner, Chief Project Officer, to provide the report. Mr. Burner indicated that work continues on advanced conceptual engineering for various Phase 2A parking facilities by IBI Group and review of various DB2 submittals. Mr. Burner updated the Board on construction progress on the IFS which included completion of the temporary falsework, 50% of formwork and form line installation; installation of drainage system; and continued design work for structural and architectural element of the baskets. Mr. Burner indicated that Caltrans has indicated they will approve the basket design. Mr. Burner indicated that Skanska continues to report zero safety incidents on the project. Mr. Burner reviewed various items over the next three to four months include completion of IFS formwork and superstructure pour; continued IFS and DB2 contract management; completion of real property acquisition; completion of advanced conceptual engineering of Phase 2A parking facilities; and release of RFP. Mr. Burner reviewed the IFS Project detailed schedule which is expected to be completed in the third quarter of 2012.

Chairman Tessitor indicated that the level of detail on the IFS structure is incredible and if any Board member has not visited the site, he would encourage them to do so.

Item received and filed.

**8. General Counsel's Report**

None.

**9. Board Member Comments**

Mr. Hanks thanked staff for the opportunity to visit the IFS construction site and complimented Skanska on their work and for maintaining a clean work site.

**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. Chairman Tessitor recessed the Board into Closed Session at approximately 4:50 PM and reconvened the Board meeting at 5:06 pm.

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

(i) Property: 8528-015-047  
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.  
Negotiating Parties: Park, Soon J.  
Under Negotiation: Price and terms

(ii) Property: 8528-015-049  
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.  
Negotiating Parties: Ye Family Investments  
Under Negotiation: Price and terms

(iii) Property: 8608-021-027  
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.  
Negotiating Parties: Contreras, Josephine and Socorro  
Under Negotiation: Price and terms

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

(i) Metro Gold Line Foothill Extension Construction Authority v.  
Excalibur Property Holdings, LLC and George Brokate  
Case No. BC466342

(ii) Metro Gold Line Foothill Extension Construction Authority v.  
City of Monrovia, Monrovia Redevelopment Agency, et. al.  
Case No. BC47600

**11. Adjournment**

The Board Meeting was adjourned at approximately 5:07 pm.