

**Metro Gold Line Foothill Extension Construction Authority SPECIAL Board Meeting
 Construction Authority Offices
 406 East Huntington Drive, Suite 202
 Monrovia, California 91016
 August 22, 2012
 4:00 P.M.**

1. Call to Order:

Chairman Tessitor called the meeting to order at approximately 4:10 PM. Board Member Hanks indicated that he had posted the Agenda on the door at his location and had provided proof to the Clerk of the Board.

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	City of Los Angeles	X	
Keith Hanks (via telephone)	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>			
Gerry Miller	City of Los Angeles	—	—
Denis Bertone	SGVCOG	—	—

3. Pledge of Allegiance

Doug Tessitor led the Pledge of Allegiance.

4. Public Comments on Items On/Off Agenda

Chair Tessitor inquired if there was anyone who wished to provide public comment. Board Member Hanks indicated that there were no members from the public at his location. Chair Tessitor seeing and hearing none, closed public comment.

5. CEO's Monthly Report

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 the deck-pour, removal of framework on the superstructure; continued fabrication of architectural elements of the bridge. Mr. Balian indicated that FTC continues work on utility relocation. Mr. Balian indicated that the Construction

Authority and FTC had recently held a public meeting for residents adjacent to the M&O facility to provide the latest information on the facility.

Mr. Balian reviewed various items on the critical path schedule including the start of alignment construction in September 2012; M&O property remediation in October 2012; start of M&O Facility construction in November 2012, transfer of the IFS project to the D2 contractor in December 2012 and start of construction for the San Gabriel River bridge in March 2013.

Mr. Balian indicated that Board Member Fasana had requested information on impacts related to areas of significant construction in a city and what information is provided by the Construction Authority. Mr. Balian indicated the staff had provided such information to the City of Arcadia and had passed it along to Board Member Fasana. Mr. Balian also indicated that staff would prepare a report for an upcoming Board meeting.

Mr. Balian also presented the PowerPoint slide reviewing the Phase 2B environmental process and schedule. Mr. Balian indicated that the Draft EIR for Phase 2B had been released and was out for 45-day public review and comment. Mr. Balian indicated that the Final EIR would be presented to the Board for consideration in late November.

Mr. Balian also presented the proposed Phase 2B schedule. Mr. Balian indicated that currently funding had not been identified for Phase 2B, but there is a 3-4 year window to secure funding to maintain the proposed schedule. Mr. Balian indicated that Phase 2B preliminary design/advanced conceptual engineering would begin in 2013 and conclude in 2015; financing and procurement from 2015 to 2016 and construction from 2016 to 2021.

Chairman Tessitor inquired what the estimated costs were for preliminary design/advanced conceptual engineering. Mr. Balian indicated that the estimated cost was \$20-30 million dollars.

Board Member Fasana inquired about the upcoming closure of the I-210 freeway. Mr. Balian indicated that SCE will be replacing an electrical line which spans the entire width of the I-210 which will require a full shut down of freeway – both east and west-bound lanes. Mr. Balian indicated that staff and Skanska have coordinated with the City of Arcadia regarding the closure. Mr. Balian indicated that the work being done is by SCE and does not involve the Construction Authority and Skanska, but has taken the initiative to make sure everyone is informed regarding the closure. Mr. Balian indicated that the closure will take place from 11:00 pm to 5:00 am next Tuesday and Wednesday.

6. Consent Calendar

- a. Approval of Minutes of Board Meeting held July 25, 2012**
- b. Authorize CEO to Issue Request for Proposals (RFP) C1150 for**

Intermodal Parking Facilities and Enhancements Design-Build Contract

- c. Authorize CEO to Execute Change Order with Skanska USA, Inc. for Retaining Walls**
- d. Consideration of Employee Benefits and Salary Administration Guidelines**

Chair Tessitor indicated that Item 6.d. was being pulled from the Agenda and would be considered at a future Board meeting. Chair Tessitor indicated that the Management and Personnel Committee had met previously on the item and had questions of staff and were awaiting a response before the item could be considered.

Chair Tessitor requested a motion to approve Items 6.a, 6.b. and 6.c. of the Consent Calendar. Board Member Fasana made a motion to approve the Consent Calendar which was seconded by Board Member Pedroza. Chair Tessitor requested a roll call vote due to a Board Member participating via telephone. The Clerk conducted a roll call vote of all voting members and the item passes unanimously.

7. General Board Items

- a. Authorize CEO to Execute Amendment No. 3 to IBI Group Contract No. C1140 for Transit Oriented Development Corridor Study**

Mr. Balian provided the report. Mr. Balian indicated that Amendment No. 3 for IBI in an amount not to exceed \$220,000 is for a study to investigate the impact to employers and employment clusters with the advent of rail transit service in the Los Angeles area. Mr. Balian indicated that the funds for this study were from a state grant.

Chair Tessitor requested a motion to authorize the CEO to execute Amendment No. 3 with IBI Group. Board Member Pedroza made a motion to approve the item and Board Member Reyes seconded the motion.

Chair Tessitor requested a roll call vote due to a Board Member participating via telephone. The Clerk conducted a roll call vote of all voting members and the item passes unanimously.

- b. Consideration of revisions to update the DBE Program**

Mr. Balian introduced Robert Pearman to provide the report. Mr. Balian indicated that the DBE program had not been updated in the prior few years and wanted to be sure it complies with the various rules and regulations of the U.S. DOT regulations. Mr. Balian indicated that staff worked with Mr. Pearman to address the concerns of the Board regarding SBE. Mr. Pearman indicated that the proposed changes are meant to be a "clean-up" of the DBE policy as

well as incorporating new regulations from the USDOT adopted a few months ago. Mr. Pearman indicated that there have been several changes in law, including notably the additional of a requirement to foster small business participation. Mr. Purcell indicated that the changes that were incorporated would create a platform to maximize and address the Board's request. Mr. Purcell indicated that the changes indicated on DBE policy would be incorporated into the DB3 documents.

Chair Tessitor requested a motion to approve the revisions to the DBE program as presented to the Board. Board Member Fasana made a motion to approve the item, which was seconded by Board Member Pedroza.

Chair Tessitor requested a roll call vote due to a Board Member participating via telephone. The Clerk conducted a roll call vote of all voting members and the item passes unanimously.

c. Receive and File Report on Project Labor Agreements (*Oral report*)

Mr. Balian introduced Mr. Purcell to provide the report. Mr. Balian indicated that in response to the Board's request, staff contacted the Nossaman firm who worked with staff for the DB contracts. Mr. Purcell indicated that his comments regarding to PLA were with respect to only the DB3 (Phase 2A Parking Facilities) contract. Mr. Purcell indicated that the DB3 contract is estimated to be \$30 million and \$5 million in enhancements. Mr. Purcell indicated the DB2 (Phase 2A alignment) contractor when contacted about the possible hypothetical use of a PLA in the project, the contractor indicated they would not be receptive due to most of the work being done on DB2 is union-shops and the PLA would add an additional administrative layer and cost. Mr. Purcell indicated that the contractor indicated that they would be willing to do so if the Construction Authority requested it, they would do so. Mr. Purcell indicated that Nossaman had conducted a survey of three projects that used PLAs and three that did not. Mr. Purcell provided a summary of Nossaman's findings.

Board Member Fasana indicated that he believes that the project needs to provide opportunities to hire locally. Board Member Fasana indicated that he would like to see PLA as part of the DB3. Board Member Hanks indicated that PLA would help ensure no work-stoppages and to increase local-hiring.

Board Member Fasana inquired if the Board wanted to include a project labor agreement into the DB3 contract would they have to act today. Mr. Balian indicated that the Board has until September to make that decision.

Board Member Pedroza inquired if we are already doing well on local-hiring, would the addition of a project labor agreement increase those numbers. Mr. Purcell indicated that our current contractors are using local unions; staff conducts local outreach and has an extensive database to contact local-hiring regarding opportunities. Mr. Purcell indicated that the project labor agreement

would be similar to what is currently being done but would impose additional costs.

Mr. Balian indicated that staff would further investigate the use of project labor agreement and local hiring practices and report back to the Board at the next meeting.

Board Member Hanks requested that staff look at what the City and County of Los Angeles has done with respect to project labor agreements.

Item received and filed.

d. Receive and File Report on Light-Rail Vehicle Delivery

Mr. Balian introduced Mr. Burner to provide the report. Mr. Burner indicated that Metro is responsible for the procurement Light Rail Vehicles (LRVs) using project funds per the Funding Agreement between Metro and the Construction Authority. Mr. Burner indicated that Metro had entered into a 2009 agreement with options with AnsaldoBreda, who had manufactured Phase 1 LRVs, but later in the year the two parties could not resolved various items with respect to the options and the contract was dissolved. Mr. Burner indicated that Metro started a new procurement for LRVs in 2012 and a contract was award to Kinkisharyo in April 2012. Mr. Burner indicated that one of the vendors who competed for the contract filed a protest which was eventually denied by the FTA in August 2012. Mr. Burner indicated that the contract was for approximately 235 LRVs of which 15 LRVs were designated for Phase 2A of the project. Mr. Burner indicated that the LRVs were scheduled to be delivered in September 2015 in addition to 42 LRV for Expo Phase II. Mr. Burner indicated that Metro has now indicated that due to the late start of the contract there will be a shortage in available LRVs of approximately 40 vehicles when Phase 2A and Expo Phase II open in 2015/2016. Mr. Burner indicated that Metro has acknowledged that there is an issue and is working with the vendor to try and resolve.

Board Member Hanks inquired that if the LRVs will be late will it impact on the need for the M&O facility to be available to Metro. Mr. Burner indicated that it probably would not because there may be a few vehicles and there will be other start-up activities at the site.

Board Member Fasana indicated that the project should continue on its current schedule irrespective to the LRV delivery because if we finish ahead of Expo II it may be beneficial to us.

Board Member Hanks inquired if all LRVs have motor or will some be coaches and might make them available for delivery earlier. Mr. Burner indicated that all the LRVs have motors.

Item received and filed.

e. Consideration of AB 1446 (Feuer) (Oral Report)

Mr. Balian provided the report. Mr. Balian indicated that AB 1446 is expected to make it to the Governor's desk in the next 3-4 days and would need to be signed by the end of September to make it on the ballot. Mr. Balian indicated that the Board until now has decided not take a position on the matter.

Chair Tessitor indicated that there is no reason to take action on the item until the Governor either sign's or vetoes it.

Item received and filed.

f. Receive and File Report on Monthly Update

Mr. Balian introduced Chris Burner to provide the report. Mr. Burner indicated that IBI Group has developed advanced conceptual engineering of all parking facilities for Phase 2A and continued work on the RFP for the DB3 contract. Mr. Burner indicated that staff has held meeting with the three shortlisted firms for DB3 to discuss Industry Review Draft Contract documents. Mr. Burner indicated that FT continues rail demolition and provide critical design submittals to support the start of construction activities.

Mr. Burner indicated construction work on IFS continues including stripping formwork from the superstructure; completion of deck concrete pour; developing alternative assembly design of basket reed sections for Caltrans approval and that Skanska reports no safety incidents with over 7,693 hours of work for the month of June. Mr. Burner indicated that there have been no safety reportable incident on the IFS project.

Mr. Burner indicated that during the next three to four months staff will complete superstructure and construction of baskets and punch list items; continue management of the Alignment contract, including evaluation of design and project management submittals; complete acquisition of NTP Phase 2 properties; complete advanced conceptual engineering of all parking facilities and issue an RFP for Parking Facilities Contract (DB3). Mr. Burner also indicated that staff will complete abatement of lead, asbestos, and other hazards in existing buildings on M&O Facility property and transfer the M&O facility property to FTC.

Mr. Burner also reviewed a detailed IFS Project schedule and Phase 2A Alignment schedule.

Item received and filed.

8. General Counsel's Report

None.

9. Board Member Comments

Board Member Fasana thanks staff for reports regarding high impact construction zones and introduce Duarte Mayor Pro Tem Liz Reilly who was in attendance.

10. Closed Session

Interim General Counsel Dorsey reviewed the various items that would be considered in Closed Session and indicated that there would not be a reportable action. Chair Tessitor recessed the Board into Closed Session at approximately 5:09 PM.

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

- (i) Property: 8605-003-902
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Totten Properties, LLC.
Under Negotiation: Price and terms
- (ii) Property: (1) 8528-015-918; (2) 8528-015-919;
(3) 8528-015-920
Agency Negotiator: Habib F. Balian and Wes Beverlin, Esq.
Negotiating Parties: Successor of the Monrovia Redevelopment Agency
Under Negotiation: Price and terms
- (iii) Property: 8608-017-013
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Ralph and Shirley Contreras
Under Negotiation: Price and terms
- (iv) Property: 8528-015-049
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Ye Family Investments, LLC
Under Negotiation: Price and terms
- (v) Property: 8528-011-020
Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Hydraulic Unit Inc. (GE)
Under Negotiation: Price and terms

(vi) Property: 8608-024-012

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.
Negotiating Parties: Target Corporation
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.
City of Monrovia, Monrovia Redevelopment Agency, et. al.
Case No. BC47600

C. CONFERENCE WITH LEGAL COUNSEL:..... G.C. 54956.9(c)
Initiation of Litigation

(i) Three Cases

11. Adjournment

The Board Meeting was adjourned at approximately 6:21 pm.