

**Metro Gold Line Foothill Extension Construction Authority Board Meeting  
Arcadia City Council Chambers  
240 West Huntington Drive  
Arcadia, California 91007  
February 22, 2012  
7:00 P.M.**

**1. Call to Order:**

Chairman Tessitor called the meeting to order at approximately 7:08 PM.

**2. Roll Call:**

<b>Member</b>	<b>Appointing Entity</b>	<b>Present</b>	<b>Absent</b>
<b>Voting Members</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>Non-Voting Members</b>			
Lara Larramendi	Governor of California	X	
Bill Bogaard	City of Pasadena		X
Daniel Evans	City of South Pasadena		X
<b>Alternate Members</b>			
Gerry Miller	City of Los Angeles	—	—

**3. Pledge of Allegiance**

Wes Beverlin 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 presented a video to the Board which highlighted recent activities of the Construction Authority, including construction activities at the IFS including work on the abutments and a media tour. Mr. Balian also discussed procedures and recent events surround freeway night closures. Mr. Balian also highlighted recent geotechnical investigation on the Phase 2A alignment and the San Gabriel River bridge and community outreach. Mr. Balian reviewed various critical path items.

Chairman Tessitor inquired if there had been significant traffic delays due to the freeway closures. Mr. Balian indicated that there had been some vehicle back-up

delays and that the contractor is working with Caltrans to try and minimize any traffic delays.

Chairman Tessitor inquired if there had been any significant community impacts. Mr. Balian indicated that the only issues that have arisen are traffic speeds on the detour route. Mr. Balian indicated that the contractor and staff are working with Arcadia Police department to address excess speeding vehicles.

**6. Consent Calendar**

- a. Approval of Minutes of Board Meeting held January 25, 2012**
- a. Approval of Minutes of Board Meeting held February 8, 2012**

Chairman Tessitor requested a motion to approve the Consent Calendar.

Board Member Pedroza made a motion to approve the Consent Calendar which was seconded by Board Member Fasana and then approved unanimously.

**7. General Board Items**

- a. Receive and File Report on Project Update: Emergency Communication Action Plan**

Mr. Balian introduced Lisa Levy Buch, Public Affairs Director, who provided the report. Ms. Levy Buch indicated that Emergency Communications Action Plan established an organizational structure and general course of action for the Construction Authority and contractors in responding to emergencies. Ms. Levy Buch indicated that the Plan allows for rapid response and identifies roles and responsibilities. Ms. Levy Buch indicated that the Plan would be reviewed regularly and updated as needed. Ms. Levy Buch indicated that the Plan provides guidelines for assessing various levels situations and the appropriate action plan for communicating to interested parties. Ms. Levy Buch provided a detailed PowerPoint presentation on additional aspects of the Plan.

Board Member Fasana requested that additional information as to the role of Board Members. Ms. Levy Buch indicated that the Plan was in the final review stages and when completed, additional information would be provided to the Board and other stakeholders.

Board Member Hanks inquired if the Plan was used by the contractors. Ms. Levy Buch indicated that the contractor has its own plan and the Emergency Communication Action Plan supplements those plans and makes sure everyone is on the same page.

Item received and filed.

- b. Consideration of Nossaman Amendment No. 6 in the amount of \$200,000 for Design Build Legal Services**

Mr. Balian provided the report. Mr. Balian indicated that Amendment No. 6 to the Nossaman contract in the amount of \$200,000 was for legal services. Mr. Balian indicated that staff uses an incremental method of managing consultant contracts in order to control better the consultant's scope of work and budget. Mr. Balian indicated that the total amount of the contract with the proposed Amendment would be \$950,000.

Board Member Fasana requested that staff indicate in future reports if there are any impacts to the project reserves. Mr. Jue indicated that staff would be bringing a revision to the Financial Plan in April.

Chairman Tessitor requested a motion to approve Nossaman Amendment No. 6 in the amount of \$200,000 for Design Build Legal Services. Board Member Hanks made a motion to approve the item which was seconded by Board Member Fasana and approved unanimously.

**c. Consideration of Richards Watson and Gershon Amendment No. 4 to C1115 in the amount of \$300,000 for Legal Services**

Mr. Balian provided the report. Mr. Balian indicated that the Amendment No. 4 to the Richards Watson and Gershon contract in the amount of \$300,000 was for environmental work and general counsel services. Mr. Balian indicated that staff uses an incremental method of managing consultant contracts in order to control better the consultant's scope of work and budget. Mr. Balian indicated that the total amount of the contract with the proposed Amendment would be \$2,250,000.

Chairman Tessitor requested a motion to approve Richards Watson and Gershon Amendment No. 4 to C1115 in the amount of \$300,000 for Legal Services. Board Member Fasana made a motion to approve the item which was seconded by Board Member Pedroza and approved unanimously.

**d. Consideration of various Agreements and Documents with respect to the City of Monrovia and Monrovia Redevelopment Agency Successor Agency**

- (i) Stipulation for Entry of Judgment in Condemnation Against the Monrovia Defendants (LASC Case No. BC476000)**
- (ii) Public Improvements Funding Agreement with the City of Monrovia**
- (iii) Letter Agreement for Construction of Monrovia Station Parking Facility**
- (iv) Letter Agreement for Attorney Fees and Environmental Remediation with the City of Monrovia and Monrovia Redevelopment Agency Successor Agency**

Mr. Balian requested that the item be held until after Closed Session. Chairman Tessitor indicated the item would be held until after Closed Session.

**e. Approval of BNSF Work Authorization to support the Pasadena to Azusa segment through FY 2013**

Mr. Balian provided the report. Mr. Balian indicated that the work authorization for BNSF was through fiscal year 2013, in the amount of \$112,855 for Phase 2A. Mr. Balian indicated that work authorization is for BNSF's continued support in design, review and coordination of the Phase 2A project.

Chairman Tessitor requested a motion to approve BNSF Work Authorization to support the Pasadena to Azusa segment through FY 2013. Board Member Fasana made a motion to approve the item which was seconded by Board Member Hanks and approved unanimously.

**f. 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, review of various DB2 submittals, geotechnical studies, and ongoing utility identification. Mr. Burner updated the Board on construction progress on the IFS which included completion of abutment construction, erection of temporary superstructure falsework, and construction of architectural mock-up panel for the baskets. Mr. Burner also indicated that the IFS contractor, Skanska, has maintained an excellent safety record with no reportable incidents in January. Mr. Burner review the IFS Project schedule which is expected to be completed in the third quarter of 2012.

Board Member Fasana inquired if Skanska had submitted any change-orders. Mr. Burner indicated that to date, there has been \$140,000 in change-orders due to (i) different cite construction conditions relative to the abutments; (ii) additional rendering work; (iii) change to the columns to provide finer detail and (iv) minor insurance changes. Mr. Burner indicated that Skanska has done a great job to date and was very happy with the progress and communication.

Chairman Tessitor inquired in there was still a schedule delay. Mr. Burner indicated that there was a 30-60 day delay currently.

Item received and filed.

**8. General Counsel's Report**

None.

**9. Board Member Comments**

None.

**10. Closed Session**

General Counsel Estrada reviewed the various items that would be considered in Closed Session and indicated that there would be reportable action. Chairman Tessitor recessed the Board into Closed Session at approximately 7:41 PM and reconvened the Board meeting at 8:03 pm.

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

- (i) 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: City of Monrovia and Monrovia Redevelopment Agency  
Under Negotiation: Price and terms

- (ii) 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

- (iii) Property: 5752-025-015

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.  
Negotiating Parties: Ewins, Elke L.  
Under Negotiation: Price and terms

- (iv) Property: 8608-021-027

Agency Negotiator: Habib F. Balian and Regina Danner, Esq.  
Negotiating Parties: Contreras, Josephine and Socorro  
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

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

- (i) Excalibur Property Holdings, LLC and George Brokate v.  
Pasadena Metro Blue Line Construction Authority  
Case No. BS130732

- (ii) Excalibur Property Holdings, LLC and George Brokate v.  
City of Monrovia et. al.  
Case No. BS129985

- (iii) Excalibur Property Holdings, LLC and George Brokate v. Pasadena Metro Blue Line Construction Authority et. al. Case No. BS133977
- (iv) Metro Gold Line Foothill Extension Construction Authority v. Excalibur Property Holdings, LLC and George Brokate Case No. BC466342
- (v) Metro Gold Line Foothill Extension Construction Authority v. City of Monrovia, Monrovia Redevelopment Agency, et. al. Case No. BC47600

**7. General Board Items**

- d. Consideration of various Agreements and Documents with respect to the City of Monrovia and Monrovia Redevelopment Agency Successor Agency**
  - (i) Stipulation for Entry of Judgment in Condemnation Against the Monrovia Defendants (LASC Case No. BC476000)**
  - (ii) Public Improvements Funding Agreement with the City of Monrovia**
  - (iii) Letter Agreement for Construction of Monrovia Station Parking Facility**
  - (iv) Letter Agreement for Attorney Fees and Environmental Remediation with the City of Monrovia and Monrovia Redevelopment Agency Successor Agency**

Mr. Wesley Beverlin, Special Counsel, provided the report. Mr. Beverlin indicated that the Construction Authority and the City of Monrovia and the Successor Agency have finalized terms of a Stipulation for Entry of Judgment in Condemnation Against the Monrovia Defendants regarding the Authority's eminent domain case against the City and Successor Agency. Mr. Beverlin indicated that the Construction Authority, the City of Monrovia and the Successor Agency have also agreed to terms set forth in three separate agreements that will resolve outstanding issues between them: (i) Public Improvements Funding Agreement, (ii) Letter Agreement for Construction of Monrovia Station Parking Facility, and (iii) Letter Agreement for Attorney Fees and Environmental Remediation. Mr. Beverlin indicated that in consideration for a full and complete settlement of all claims and issues between the parties, the Authority will pay \$40,611,782. Mr. Beverlin also indicated that the Public Improvements Funding Agreement seeks reimbursement for public improvements up to a maximum of \$15,750,000; and that the Letter Agreement for Construction of Monrovia Station Parking Facility contemplates a zero cost transaction for the Authority as far as the land is concerned. Mr. Beverlin indicated that the Letter Agreement for Attorney Fees and Environmental Remediation provides that the Authority will be reimbursed up to \$200,000 for attorney fees it has paid in connection with certain litigation brought by Mr. Brokate and up to \$650,000 in environmental remediation costs associated with the cleanup of the proposed M&O facility.

Chairman Tessitor inquired if the Agreements had been approved by Monrovia City

Council. Mr. Beverlin indicated that they had been approved by Monrovia at its recent City Council meeting.

Chairman Tessitor requested a roll call vote to approve various Agreements and Documents with respect to the City of Monrovia and Monrovia Redevelopment Agency Successor Agency. The Clerk conducted a roll call vote of voting members and the item was approved unanimously.

## **11. Adjournment**

The Board Meeting was adjourned at approximately 8:08 pm.