

Minutes of the
Orange County Transportation Authority
Orange County Transit District
Orange County Local Transportation Authority
Orange County Service Authority for Freeway Emergencies
Board of Directors Meeting

Call to Order

The May 22, 2017 regular meeting of the Orange County Transportation Authority (OCTA) and affiliated agencies was called to order by Vice Chair Bartlett at 9:06 a.m. at the Orange County Transportation Authority Headquarters, 550 South Main Street, Board Room – Conference Room 07-08, Orange, California.

Roll Call

Following the Invocation and Pledge of Allegiance, the Clerk of the Board noted a quorum was present, with the following Directors in attendance:

Directors Present: Lisa A. Bartlett, Vice Chair
Laurie Davies
Andrew Do
Lori Donchak
Steve Jones
Mark A. Murphy
Richard Murphy
Al Murray
Miguel Pulido
Tim Shaw
Michelle Steel
Ryan Chamberlain, Governor's Ex-Officio Member

Directors Absent: Michael Hennessey, Chairman
Barbara Delgleize
Shawn Nelson
Todd Spitzer
Tom Tait
Gregory T. Winterbottom

Also Present: Darrell Johnson, Chief Executive Officer
Ken Phipps, Deputy Chief Executive Officer
Laurena Weinert, Clerk of the Board
Olga Prado, Assistant Clerk of the Board
James Donich, General Counsel
Members of the Press and the General Public

Special Calendar

Orange County Transportation Authority Special Calendar Matters

1. Presentation of Resolutions of Appreciation for Employees of the Month for May 2017

Darrell Johnson, Chief Executive Officer (CEO), presented the OCTA Resolutions of Appreciation Nos. 2017-020, 2017-021, and 2017-022 to Vicky Korte, Coach Operator, Tri Tran, Maintenance; and Michelle Paloma, Administration, as Employees of the Month for May 2017.

2. Recognition of the 2017 American Public Transportation Authority Rodeo Team

Darrell Johnson, CEO, presented the OCTA 2017 American Public Transportation Association International Bus Rodeo Maintenance team of Patrick Courchaine, Ray Consiglio, and Chris Jordan, and Coach Operator, Darvy Traylor. In addition, not present for the recognition was OCTA's team coaches Frank Amparan and Leonard Cruz.

Consent Calendar (Items 3 through 18)

Vice Chair Bartlett stated that matters on the Consent Calendar are to be approved in one motion unless a Board Member or a member of the public requests separate action on a specific item.

Orange County Transportation Authority Consent Calendar Matters

3. Approval of Minutes

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to approve the Orange County Transportation Authority and affiliated agencies' regular meeting minutes of May 8, 2017.

Director Pulido was not present to vote on this item.

4. Amendment to Cooperative Agreement with the County of Orange, Orange County Sheriff's Department

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-5-3342 between the Orange County Transportation Authority and County of Orange, Orange County Sheriff's Department, in the amount of \$7,538,093, for Transit Police Services, effective July 1, 2017 through June 30, 2018. This will increase the maximum obligation of the agreement to a total contract value of \$21,532,496.

Director Pulido was not present to vote on this item.

5. Agreements for On-Call General Auditing Services

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to:

- A. Approve the selections of BCA Watson Rice LLP; Conrad LLP; Vavrinek, Trine, Day & Company LLP; and KNL Support Services, as the firms to provide on-call general auditing services in an aggregate amount of \$450,000.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-7-1569 between the Orange County Transportation Authority and BCA Watson Rice LLP, to provide on-call general auditing services for a three-year initial term effective through June 30, 2020, with two, two-year option terms.
- C. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-7-1703 between the Orange County Transportation Authority and Conrad LLP, to provide on-call general auditing services for a three-year initial term effective through June 30, 2020, with two, two-year option terms.
- D. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-7-1704 between the Orange County Transportation Authority and KNL Support Services, to provide on-call general auditing services for a three-year initial term effective through June 30, 2020, with two, two-year option terms.
- E. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-7-1705 between the Orange County Transportation Authority and Vavrinek, Trine, Day & Company LLP, to provide on-call general auditing services for a three-year initial term effective through June 30, 2020, with two, two-year option terms.

Director Pulido was not present to vote on this item.

6. State Legislative Status Report

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to:

- A. Adopt an OPPOSE position on AB 302 (Gipson, D-Carson), which will create requirements for the use of zero- and near-emission technology in public fleets within the south coast air basin.
- B. Adopt a SUPPORT IF AMENDED position on AB 1282 (Mullin, D-San Mateo), which will create a task force to explore opportunities for permit streamlining for transportation projects.

6. (Continued)

- C. Adopt a SUPPORT position on AB 1454 (Bloom, D-Santa Monica) and SB 768 (Allen, D-Santa Monica), which seeks to expand the use of public-private partnership authority for state highway projects.

Director Pulido was not present to vote on this item.

7. Federal Legislative Status Report

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to receive and file as an information item.

Director Pulido was not present to vote on this item.

8. Agreement for Insurance Brokerage Services

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to:

- A. Approve the selection of Marsh USA, Inc. as the firm to provide insurance brokerage services.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-7-1585 between the Orange County Transportation Authority and Marsh USA, Inc., in the amount of \$520,000, to provide insurance brokerage services for a five-year term, effective July 1, 2017 through June 30, 2022.

Director Pulido was not present to vote on this item.

9. OC Bus 360° Update

Director Murray pulled this item and remarked that bus ridership has been one of the premier issues that the Transit Committee has been addressing. Director Murray highlighted the positive outcomes of the bus system since the implementation of OC Bus 360°, technology changes, real-time bus information, mobile ticketing, and public outreach efforts.

Director Murray also stated that OC Bus 360° efforts are seeing an increase in bus ridership in the high-demand areas, and the next phase will focus on improving productivity for the bus route service. In addition, he thanked staff for all their efforts.

A motion was made by Director Murray, seconded by Director Donchak, and declared passed by those present, to receive and file as an information item.

Director Pulido was not present to vote on this item.

Orange County Transit District Consent Calendar Matters

10. Approval of the Fiscal Year 2017-18 Local Transportation Fund Claim for Laguna Beach Public Transportation Services

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to approve the Laguna Beach Municipal Transit Lines Fiscal Year 2017-18 Local Transportation Fund Claim for public transportation services in the amount of \$1,096,021, and authorize the Chief Executive Officer of the Orange County Transportation Authority to issue allocation/disbursement instructions to the Orange County Auditor-Controller in the amount of the claim.

Director Pulido was not present to vote on this item.

11. Approval of the Fiscal Year 2017-18 Local Transportation Fund Claim for Public Transportation and Community Transit Services

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to approve the Orange County Transit District Fiscal Year 2017-18 Local Transportation Fund Claim for public transportation services in the amount of \$146,621,592, and for community transit services in the amount of \$7,774,611, for a total claim amount of \$154,396,203, and authorize the Chief Executive Officer to issue allocation/disbursement instructions to the Orange County Auditor-Controller in the full amount of the claims.

Director Pulido was not present to vote on this item.

12. October 2017 Service Change Proposal

Director Murray pulled this item and remarked that OCTA modifies the bus service three times each calendar year in order to improve efficiencies. Director Murray reported that at the recent Transit Committee meeting, staff presented the proposed October 2017 bus service changes and highlighted the recommendations.

Director Murray also stated that the proposed October 2017 bus service changes will be presented in July (to the Transit Committee and Board of Directors.)

A motion was made by Director Murray, seconded by Director M. Murphy, and declared passed by those present, to receive and file as an information item.

Director Pulido was not present to vote on this item.

13. Amendment to Cooperative Agreement with Regional Center of Orange County

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 3 to Cooperative Agreement No. C-3-1625 between the Orange County Transportation Authority and the Regional Center of Orange County to exercise the second option term to share in the cost of paratransit services provided to Regional Center of Orange County consumers through June 30, 2018.

Director Pulido was not present to vote on this item.

14. Amendments to Cooperative Agreements with Special Agencies Providing Paratransit Services

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to:

- A. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Cooperative Agreement No. C-3-1619 between the Orange County Transportation Authority and Acacia Adult Day Services to exercise the second option term, in an amount of \$535,500, to share in the cost of providing transportation services through June 30, 2018, bringing the total contract value to \$3,125,125.
- B. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 1 to Cooperative Agreement No. C-6-1056 between the Orange County Transportation Authority and Alzheimer's Orange County to exercise the first option term, in an amount of \$170,170, to share in the cost of providing transportation services through June 30, 2018, bringing the total contract value to \$539,001.
- C. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Cooperative Agreement No. C-3-1620 between the Orange County Transportation Authority and Alzheimer's Family Center to exercise the second option term, in an amount of \$813,925, to share in the cost of providing transportation services through June 30, 2018, bringing the total contract value to \$2,663,039.
- D. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-3-1622 between the Orange County Transportation Authority and Community SeniorServ to exercise the second option term, in an amount of \$605,793, to share in the cost of providing transportation services through June 30, 2018, bringing the total contract value to \$4,242,596.

14. (Continued)

- E. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Cooperative Agreement No. C-3-1623 between the Orange County Transportation Authority and Orange County Adult Achievement Center to exercise the second option term, in an amount of \$1,919,301, to share in the cost of providing transportation services through June 30, 2018, bringing the total contract value to \$7,433,315.
- F. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Cooperative Agreement No. C-3-1624 between the Orange County Transportation Authority and Sultan Adult Day Health Care to exercise the second option term, in an amount of \$1,339,875, to share in the cost of providing transportation services through June 30, 2018, bringing the total contract value to \$5,930,483.

Director Pulido was not present to vote on this item.

15. Agreement for Coach Operator, Operations Instructor, and Field Supervisor Uniforms

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to:

- A. Approve the selection of Becnel Uniforms, as the firm to provide coach operator, operations instructor, and field supervisor uniforms on an as-needed basis.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-6-1442 between the Orange County Transportation Authority and Becnel Uniforms, in the amount of \$821,852, for an initial three-year term with two, one-year option terms to provide coach operator, operations instructor, and field supervisor uniforms on an as-needed basis.

Director Pulido was not present to vote on this item.

Orange County Local Transportation Authority Consent Calendar Matters

16. Rail Programs and Facilities Engineering Quarterly Report

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to receive and file as an information item.

Director Pulido was not present to vote on this item.

17. OC Streetcar and Bus-Rail Interface Title VI Analysis

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to approve the 2017 OC Streetcar and Bus-Rail Interface Title VI Analysis and direct staff to submit to the Federal Transit Administration Headquarters Office of Civil Rights.

Director Pulido was not present to vote on this item.

18. Amendment to Agreement for the Design of the OC Streetcar Project

A motion was made by Director Murray, seconded by Director Davies, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Agreement No. C-5-3337 between the Orange County Transportation Authority and HNTB Corporation, in the amount of \$866,639, for additional design services for the OC Streetcar project. The amendment will increase the maximum cumulative obligation of the agreement to a contract value of \$17,784,560.

Director Pulido was not present to vote on this item.

Regular Calendar

Orange County Transportation Authority Regular Calendar Matters

19. Selection of Letter of Credit or Line of Credit Provider

Kirk Avila, Treasurer and General Manager of the 91 Express Lanes, reported that the Build America Bureau Credit Programs Office (Bureau) imposed requirements on OCTA to have all funds committed prior to the closing of OCTA's Transportation Infrastructure Finance and Innovation Act loan for the Interstate 405 Improvement Project.

Mr. Avila also reported that the Bureau would accept a Letter or Line of Credit (LOC) as a form of committed funds. In addition, he stated that on May 1, 2017, OCTA issued a request for proposals for LOC services, in the amount of \$900 million, as well as highlighted the procurement approach, recommendations, and next steps.

A discussion ensued regarding:

- The Bureau has stated it will accept the LOC option and noted it in the draft loan agreement;
- If OCTA issued all the debt today, that would cost approximately \$41 million in additional interests costs compared to the \$9.28 million that OCTA projected for the LOC;
- Staff was thanked for the creative solution;

19. (Continued)

- The \$4 million difference between the Bank of America Merrill Lynch (BAML) and JP Morgan Chase Bank (JPM) is the following: 1) JPM's proposal was comprised of five banking institutions and one firm dropped out; and 2) BAML's proposal was one credit review and one firm.

A motion was made by Director Donchak, seconded by Director Pulido, and declared passed by those present, to:

- A. Approve the selection of Bank of America Merrill Lynch to provide a line of credit in the amount of \$900 million for a period of four years.
- B. Authorize the Chief Executive Officer to negotiate and execute an agreement between the Orange County Transportation Authority and Bank of America Merrill Lynch to provide a line of credit.

20. Transit Master Plan - Investment Framework

Gary Hewitt, Project Manager, Transit Planning, provided a PowerPoint presentation as follows:

- Project Schedule;
- Built on Goals and Objectives;
- Transit Investment Framework;
- Service: Route Categories;
- Service Level Guidelines;
- Capital: Existing Bus Investment Types;
- Capital: Existing Bus Guidelines;
- Capital: High-Capacity Transit;
- Opportunity Corridor Evaluation;
- "Build Your Own Transit" Survey; and
- Next Steps.

A discussion ensued regarding:

- Include the Vanpool program under on-demand or express bus service;
- Include a transit option to the John Wayne Airport;
- Connect with neighboring county systems (i.e., rail and bus);
- Focus on using Project V for transporting passengers to and from the Orange County train stations;
- Include outreach budget to the communities with service reductions; and
- The Transit Master Plan data will also provide key input to the Long-Range Transportation Plan to be presented in June 2017 to the Regional Planning and Highways Committee and Board of Directors.

20. (Continued)

Vice Chair Bartlett requested the locations of the respondents to the “Build Your Own Transit” survey. Mr. Hewitt responded it would be included when this item returns to the Board in July 2017.

Director Donchak reported that, she, along with Director Davies recently attended a stakeholders meeting, and Director Davies commented on extending the survey deadline. Director Donchak suggested extending to June. Darrell Johnson, CEO, responded that the response date could be extended to June.

A public comment was heard from Jose Melendez who stated that there are good ideas that he likes about the survey, and he hopes the responses are incorporated into the Transit Master Plan and the OC 360°. He also suggested having visitors take part in the survey.

A discussion ensued regarding:

- Provide the survey to the visitors association and Orange County visitors entities;
- Review the OC Streetcar going north on Harbor Boulevard towards the City of Garden Grove;
- Consider connecting to the City of Orange via Chapman Avenue (i.e., outlet mall, Diocese of Orange, etcetera);
- Ensure that OCTA has sustainability as one of the components within the realm of the criteria; and
- Have the survey available at the John Wayne Airport visitor’s desk and have an announcement on the screens.

A motion was made by Director Murray, seconded by Director Pulido, and declared passed by those present, to direct staff to return to the Board of Directors in July 2017, with draft Transit Opportunity Corridors and short-term bus service recommendations. In addition, include outreach and provide the survey to the visitors associations, Orange County visitors entities, and John Wayne Airport visitors, as well as continue the survey until the end of June 2017.

Orange County Local Transportation Authority Regular Calendar Matters

21. OC Streetcar Full Funding Grant Agreement

Darrell Johnson, CEO, opened with remarks that for this item, Jim Beil, Executive Director of Capital Programs, would outline the process to enter into the application for a Full Funding Grant Agreement (FFGA) for OCTA’s OC Streetcar project (Project). Mr. Johnson also referenced the handouts about the consultants from Cardinal Infrastructure that advised OCTA on the Federal Transit Administration process.

21. (Continued)

Mr. Beil reported on the FFGA process in order to secure a maximum \$148.96 million through the Section 5309 Capital Investment Grant Program.

A discussion ensued regarding:

- Page 5 of the Staff Report under “. . . updated Capital Funding Plan . . .” and 19 percent of funding for this Project is coming from Measure M2. It was noted that this it is a good example of OCTA leveraging its funds by obtaining outside resources from the state and federal government to build the Project.
- Sherry E. Little and Severn “Sev” Miller, consultants from Cardinal Infrastructure also addressed the Board of Directors questions.

A motion was made by Director Pulido, seconded by Director R. Murphy, and declared passed by those present, to:

- A. Approve the revised OC Streetcar project funding plan consistent with the outcome of the Federal Transit Administration Risk Assessment Workshop conducted on the 60 percent design.
- B. Authorize the use of an additional \$1.43 million in Congestion Mitigation Air Quality Improvement Program funding, increasing the total project funding from \$297.91 million to \$299.34 million.
- C. Approve the Interim Comprehensive Business Plan and Financial Commitment Policy Statement to address the Orange County Transportation Authority’s commitments to its bus and rail operations as required to support the request for a Full Funding Grant Agreement.
- D. Authorize the Chief Executive Officer to request and enter into a Full Funding Grant Agreement to secure a federal contribution of \$148.96 million through the Section 5309 Capital Investment Grant Program.
- E. Authorize staff to make all necessary amendments to the Federal Transportation Improvement Program and execute any required agreements or amendments to facilitate the recommendation above.

Discussion Items

22. Public Comments

There were no public comments received.

23. Chief Executive Officer's Report

Darrell Johnson, CEO, reported that:

- Last week, the Santa Ana College (SAC) student body approved OCTA's three-year student bus pass pilot program that will be launched this fall. The first year of the pilot program will provide SAC students a free ride on OCTA's regular bus routes, and the second and third years, a full-time student would pay a student administration fee of \$6.75 per semester to fund the program.
- Funding from the Low Carbon Transit Operations Program will be used to offset the cost of the SAC pilot program. In addition, Mr. Johnson stated that this is a part of OCTA's targeted outreach efforts through OC Bus 360° to enhance bus service.
- OCTA completed is the Final Natural Community Conservation Plan/Habitat Conservation Plan. Mr. Johnson stated that the plan is part of the Measure M2 Freeway Environmental Mitigation Program.
- On Tuesday, June 20th, at 10:00 a.m., OCTA will host an event to commemorate the finalization of the conservation plan, and the event will be located at the O'Neill Regional Park in Trabuco Canyon.
- Last week, OCTA hosted a "Bike to Work Week" and the annual bike rally to promote alternative transportation during "Bike Month." At the May 18th OCTA bike rally, there were approximately 40 cyclists that rode from the Orange Metrolink Station to the OCTA Headquarters. Mr. Johnson thanked Director Murray for participating in the bike rally event.
- Directors Davies and Delgleize attended the May 17th Transit Master Plan elected officials workshop which was hosted by OCTA. He also stated that in fall 2017, an elected officials workshop would be scheduled to discuss the highway portion of the Transit Master Plan.

24. Directors' Reports

- Director M. Murphy thanked OCTA and staff for a right of silence at last week's OCTA bike rally at the Metrolink Train Station. He also thanked the OCTA staff for job well-done at the bike rally.
- Director R. Murphy reported that he took a tour of Garden Grove Base and his overall impression was on staff's immense work pride. Director R. Murphy also supported Director Pulido's challenge for the Board to provide ideas as OCTA reviews long-term transit solutions.
- Director Murray remarked on last week's OCTA bike rally and thanked Ken Phipps, Deputy CEO, and staff for a job well-done.
- Vice Chair Bartlett thanked elected officials that attended last week's, OCTA "Transit Master Plan Elected Official Workshop."

25. Closed Session

There were no Closed Session items scheduled.

26. Adjournment

The meeting was adjourned at 10:06 a.m.

The next regularly scheduled meeting of this Board will be held at **9:00 a.m. on Monday, June 12, 2017**, at Orange County Transportation Authority Headquarters, 550 South Main Street, Board Room – Conference Room 07-08, Orange, California.

ATTEST:

Laurena Weinert
Clerk of the Board

Lisa A. Bartlett
OCTA Vice Chair