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 November 12, 2018 regular meeting of the Orange County Transportation Authority (OCTA) and affiliated agencies was called to order by Chairwoman Bartlett at 9:07 a.m. at the OCTA 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, Chairwoman

Tim Shaw, Vice Chairman

Barbara Delgleize

Andrew Do Lori Donchak

Michael Hennessey

Steve Jones Mark A. Murphy Richard Murphy

Al Murray Miguel Pulido Todd Spitzer Michelle Steel Tom Tait

Gregory T. Winterbottom

Directors Absent: Laurie Davies

Shawn Nelson

Gerardo De Santos, Acting District Director

California Department of Transportation District 12

Also Present: Darrell E. Johnson, Chief Executive Officer

Kenneth Phipps, Deputy Chief Executive Officer

Laurena Weinert, Clerk of the Board Olga Prado, Assistant Clerk of the Board

James Donich, General Counsel

Special Calendar

Orange County Transportation Authority Special Calendar Matters

1. Presentation of Resolution of Appreciation for Hasan Ikhrata, Executive Director of the Southern California Association of Governments

Darrell E. Johnson, Chief Executive Officer (CEO), presented OCTA Resolution of Appreciation No. 2018-129 to Hasan Ikhrata, Executive Director of the Southern California Association of Governments.

Orange County Local Transportation Authority Special Calendar Matters

2. Adopt Resolutions of Necessity for the Interstate 405 Improvement Project Between State Route 73 and Interstate 605

James Donich, General Counsel, opened with comments about the proposed Resolutions of Necessity (RONs) and 12 affirmative votes are needed to pass this item.

Chairwoman Bartlett opened the public hearing, and Jeff Mills, Program Manager for the Interstate 405 (I-405) Improvement Project, provided a PowerPoint presentation for this item as follows:

- I-405 Improvement Project RON Locations;
- RON No. 2018-105 SDI Properties, LP (SDI Properties);
- RON No. 2018-116 Carvana, LLC;
- RON No. 2018-126 Hyundai Motors America;
- RON No. 2018-127 Fountain Valley Homeowners Association, Inc.; and
- Four Requirements to be Considered to Adopt Resolutions.

A discussion ensued regarding RON No. 2018-127 that the permanent foot easement area will be reduced to 22 feet and meets the City of Fountain Valley's Fire Department standards.

Chairwoman Bartlett opened the floor for public comments, and a public comment was heard from <u>John Carter</u>, representing SDI Properties for RON No. 2018-105, who requested the Board of Directors (Board) postpone the eminent domain proceedings.

Mr. Carter stated that SDI Properties and property owner to the right of the SDI Properties agreed to a lot line adjustment. Mr. Carter also stated that once the lot line adjustment is completed, the other property owner can negotiate directly with OCTA for the temporary construction easement (TCE). Lastly, Mr. Carter highlighted the timelines of the lot line adjustment.

A discussion ensued regarding RON 2018-105 as follows:

- Mr. Donich, General Counsel, stated the following:
 - As part of the eminent domain proceedings, OCTA is required to make offers to owners of record, which is SDI Properties;
 - OCTA has worked with SDI Properties regarding the lot line adjustment;
 - Today's Board action will not impact the other property owner's ability to obtain a lot line adjustment; and
 - OCTA cannot delay the process as it will impact the project's timelines.
- SDI Properties would need to claim a prescriptive easement, and OCTA is not aware of the prescriptive easement.
- The lot line adjustment encompasses the entire TCE area.
- OCTA will have the TCE for four years that includes a two-year window for construction.
- OCTA is entering the TCE area from the freeway portion, which will be used to reconstruct a soundwall.

A motion was made by Director Pulido, seconded by Director M. Murphy, and declared passed by those present, to close the public hearing.

A motion was made by Director Pulido, seconded by Director Winterbottom, and declared passed by those present, to adopt Resolution of Necessity Nos. 2018-105, 2018-116, 2018-126, and 2018-127, and authorize and direct General Counsel to prepare, commence, and prosecute a proceeding in eminent domain for the purpose of acquiring necessary right-of-way and real property interests for the Interstate 405 Improvement Project between State Route 73 and Interstate 605.

Director Spitzer voted in opposition.

Consent Calendar (Items 3 through 19)

Orange County Transportation Authority Consent Calendar Matters

3. Approval of Minutes

A motion was made by Director Murray, seconded by Director Pulido, and declared passed by those present, to approve the Orange County Transportation Authority and affiliated agencies' regular meeting minutes of October 22, 2018.

Chairwoman Bartlett abstained due to not being present at the October 22, 2018, Board meeting.

4. Fiscal Year 2018-19 Internal Audit Plan, First Quarter Update

A motion was made by Director Murray, seconded by Director Pulido, and declared passed by those present, to receive and file the first quarter update to the Orange County Transportation Authority Internal Audit Department Fiscal Year 2018-19 Internal Audit Plan as an information item.

5. Investments: Compliance, Controls, and Reporting, January 1 through June 30, 2018

A motion was made by Director Murray, seconded by Director Pulido, and declared passed by those present, to receive and file Investments: Compliance, Controls, and Reporting, January 1 through June 30, 2018, Internal Audit Report No. 19-501, as an information item.

6. Agreement for Federal Legislative Advocacy and Consulting Services

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

- A. Approve the selection of Potomac Partners DC to provide federal legislative advocacy and consulting services.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-8-1750 with Potomac Partners DC, in the amount of \$20,000 per month, for the period of January 1, 2019 to December 31, 2020, with two, two-year options, to perform federal legislative advocacy and consulting services.

Director Spitzer did not participate or vote on this item due to a Levine Act conflict.

7. Fiscal Year 2017-18 Fourth Quarter Budget Status Report

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

8. First Quarter Fiscal Year 2018-19 Procurement Status Report

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

A motion was made by Director Murray, seconded by Director Pulido, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Purchase Order No. A40297, in the amount of \$550,000, to Marsh Risk and Insurance Services, Inc., to purchase property insurance on behalf of the Orange County Transportation Authority for the policy period of December 1, 2018 to December 1, 2019.

Orange County Transit District Consent Calendar Matters

10. ACCESS Service, Internal Audit Report No. 18-514

A motion was made by Director Jones, seconded by Director Pulido, and declared passed by those present, to direct staff to implement five recommendations provided in ACCESS Service, Internal Audit Report No. 18-514.

Chairwoman Bartlett did not participate or vote on this item.

11. Contract Change Order for Utilities to the Hydrogen Fuel Station

A motion was made by Director Murray, seconded by Director Pulido, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Contract Change Order No. 3 to Agreement No. C-7-1577 with Trillium USA Company LLC, in the amount of \$400,000, for the installation of new private utilities for electrical power and communication to the hydrogen fueling station. This will increase the maximum obligation of the agreement to a total contract value of \$7,514,432.

12. Sole Source Agreements for the Purchase of Driver Barriers for a Pilot Project

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

- A. Authorize the Chief Executive Officer to negotiate and execute Purchase Order No. C-8-1923 between the Orange County Transportation Authority and The Aftermarket Parts Company, LLC, in the amount of \$32,325, for the purchase and installation of six driver barriers in six of the forty-foot buses in the active fleet as part of a pilot project.
- B. Authorize the Chief Executive Officer to negotiate and execute Purchase Order No. C-8-1924 between the Orange County Transportation Authority and Complete Coach Works, in the amount of \$34,888, for the purchase and installation of six driver barriers in six of the forty-foot buses in the active fleet as part of a pilot project.

13. Amendment to Cooperative Agreements with Non-Profit Agencies to Provide Senior Mobility Program Services

A motion was made by Director Murray, seconded by Director Pulido, 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-1-2490 between the Orange County Transportation Authority and Abrazar, Inc., in the amount of \$87,556, to provide funding through June 30, 2019.
- B. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 6 to Cooperative Agreement No. C-1-2491 between the Orange County Transportation Authority and Korean American Senior Association, in the amount of \$107,643, to provide funding through June 30, 2019.
- C. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-1-2492 between the Orange County Transportation Authority and Southland Integrated Services, Inc., formerly doing business as Vietnamese Community of Orange County, in the amount of \$94,649, to provide funding through June 30, 2019.
- D. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-1-2493 between the Orange County Transportation Authority and Jewish Federation and Family Services, in the amount of \$94,649, to provide funding through June 30, 2019.

Orange County Local Transportation Authority Consent Calendar Matters

14. Financial and Compliance Audits of Eight Measure M2 Comprehensive Transportation Funding Programs Projects

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

- A. Receive and file financial and compliance audits of eight Comprehensive Transportation Funding Programs projects.
- B. Direct staff to follow up with the City of Orange on the status of implementation of two recommendations.

15. Amendment to Cooperative Agreements with the Cities of Costa Mesa, Fountain Valley, Huntington Beach, and Westminster for the Interstate 405 Improvement Project

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

- A. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 1 to Cooperative Agreement No. C-5-3612 between the Orange County Transportation Authority and the City of Costa Mesa, in the amount of \$661,981, to provide reimbursement for pavement mitigation on city streets used for signed, long-term detour routes during construction. This will increase the maximum obligation of the cooperative agreement to a total value of \$1,006,881.
- B. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 1 to Cooperative Agreement No. C-5-3613 between the Orange County Transportation Authority and the City of Fountain Valley, in the amount of \$657,008, to provide reimbursement for pavement mitigation on city streets used for signed, long-term detour routes during construction. This will increase the maximum obligation of the cooperative agreement to a total value of \$1,632,708.
- C. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 1 to Cooperative Agreement No. C-5-3614 between the Orange County Transportation Authority and the City of Huntington Beach, in the amount of \$682,737, to provide reimbursement for pavement mitigation on city streets used for signed, long-term detour routes during construction. This will increase the maximum obligation of the cooperative agreement to a total value of \$1,278,937.
- D. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 1 to Cooperative Agreement No. C-5-3615 between the Orange County Transportation Authority and the City of Westminster, in the amount of \$623,888, to provide reimbursement for pavement mitigation on city streets used for signed, long-term detour routes during construction. This will increase the maximum obligation of the cooperative agreement to a total value of \$1,823,888.

16. Contract Change Order for Demolition and Clearance Services for the OC Streetcar Project in the City of Santa Ana

A motion was made by Director Pulido, seconded by Director Donchak, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Contract Change Order No. 1 to Agreement No. C-8-1622 between the Orange County Transportation Authority and Sandwood Enterprises, Inc., in the amount of \$77,654, and to add 60 calendar days to the contract duration for additional asbestos and abatement activity for the OC Streetcar Project in the City of Santa Ana.

Directors Spitzer, Steel, and Tait voted in opposition.

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

A motion was made by Director Pulido, seconded by Director Donchak, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 7 to Agreement No. C-5-3337 between the Orange County Transportation Authority and HNTB Corporation, in the amount of \$1,152,212, for additional design support services for the OC Streetcar project. The amendment will increase the maximum cumulative obligation of the agreement to a total contract value of \$19,183,841.

Directors Spitzer, Steel, and Tait voted in opposition.

18. Approval to Release Request for Proposals for Operations and Maintenance of the OC Streetcar

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

- A. Approve the proposed evaluation criteria and weighting for Request for Proposals 8-2039 to select a contractor for operations and maintenance services for the OC Streetcar.
- B. Approve the release of Request for Proposals 8-2039 for operations and maintenance services for the OC Streetcar for an initial term of June 1, 2020 through October 31, 2026, with two, two-year option terms.

Directors Spitzer, Steel, and Tait voted in opposition.

19. Approval to Release Request for Proposals for Traffic and Intelligent Transportation Systems Engineering Services

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

- A. Approve the proposed evaluation criteria and weightings for Request for Proposals 8-2038 for selection of consultants to provide intelligent transportation systems and traffic engineering services.
- B. Approve the release of Request for Proposals 8-2038 for selection of consultants to provide intelligent transportation systems and traffic engineering services for the Katella Avenue and Main Street regional traffic signal synchronization projects.

Regular Calendar

Orange County Transit District Regular Calendar Matters

20. Amendment to the Agreement with First Transit, Inc., for the Provision of Contracted Fixed-Route Service

Jennifer Bergener, Chief Operating Officer, reported on this item's amendment to the agreement with First Transit, Inc. (First Transit) as follows:

- Highlighted the contract procurement background.
- To control costs, the fixed-route bus service is provided through a combination of contracted and direct operations along with the OC Bus 360° efforts.
- Highlighted First Transit's performance measures of customer satisfactions, safety, on-time performance, and miles between road calls.
- First Transit has performed very well in providing safe and customer friendly service and challenges to meet on-time performance and miles between road calls.
- OCTA has increased oversight and involvement in the daily operation of this agreement.
- The recommendation is to execute the agreement's first of two, two-year options with First Transit.
- First Transit has confirmed the pricing rate will be honored during the term of the contract, including the option terms.

Public comments were heard from:

- Shelly Verrinder, First Transit General Manager for Anaheim and Irvine facilities, introduced Lorraine Lopez, Deputy General Manager for Anaheim and Irvine facilities and Dax Sikes, Regional Director of Operations, the First Transit management team.
 - Ms. Verrinder stated that First Transit is committed to exceeding the performance standards and to continue to work with OCTA staff to improve on-time performance and miles between road calls.
- 2. <u>Fredi A. Ramirez</u>, Teamsters Union Local 952 (Teamsters) Shop Steward and First Transit Coach Operator, stated that the First Transit coach operators have a difficult time maintaining and sustaining employment due to the low and outdated salary structure, and highlighted the salary rates.
 - Mr. Ramirez also stated that the low salary rates make it difficult to live in Orange County (OC), and many First Transit coach operators travel a long distance for employment that adds to being tired and stressed. Lastly, Mr. Ramirez urged the Board to review the outdated salary structure, as well as provided other comments.

Transit Committee Chairman Murray stated that at the recent Transit Committee meeting, this item was presented, discussed, and First Transit representative also addressed the Committee Members.

A motion was made by Director Murray, seconded by Director Winterbottom, and declared passed by those present, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 8 to Agreement No. C-4-1737 between the Orange County Transportation Authority and First Transit, Inc., in the amount of \$87,126,726, to exercise the first two-year option term to provide contracted fixed-route services through May 31, 2021, increasing the maximum obligation of the agreement to a total contract value of \$236,026,978.

Director Pulido was not present to vote on this item.

Orange County Transportation Authority Regular Calendar Matters

21. Final 2018 Long-Range Transportation Plan

Darrell E. Johnson, CEO, provided opening comments and introduced Gregory Nord, Section Manager II, who provided a PowerPoint presentation for this item as follows:

- Impacts of Growth;
- Public Outreach Phase One:
- Draft Results:
- Public Outreach Phase Two;
- Long-Range Transportation Plan Refinements;
- Results Remain Consistent;
- Short-Term Action Plan: and
- Next Steps

A discussion ensued regarding:

- Director Donchak provided comments and requested to include, in the public outreach report, on the "External Stakeholders" list the environmental/conservation groups and Coastal Commission. Staff will include on the list as requested by Director Donchak.
- Regional Planning and Highways (RP&H) Committee Chairman M. Murphy stated that the RP&H Committee reviewed/discussed this item at the Committee meeting and are pleased with the results, and taking a transportation-balanced approach is reinforced in this item's plan.
- Vice Chairman Shaw complimented staff for the teleconference townhall that had approximately 1,000 participants and encouraged staff to continue that type of outreach.
- Vice Chairman Shaw requested that today's presentation be provided to the various cities, especially the City of La Habra.

A motion was made by Director M. Murphy, seconded by Director Delgleize, and declared passed by those present, to direct staff to submit the final 2018 Long-Range Transportation Plan to the Southern California Association of Governments as input to the 2020 Regional Transportation Plan and Sustainable Communities Strategy.

Director Jones was not present to vote on this item.

Orange County Local Transportation Authority Regular Calendar Matters

22. Approval of the 2018 Measure M2 Plan of Finance, Issuance of Measure M2 Bonds, Selection of Underwriting Team, and Bond Counsel Services Amendment

Chairwoman Bartlett stated that Director Do will not be participating on this item.

Andrew Oftelie, Executive Director of Finance and Administration, reported on this item as follows:

- Highlighted the next steps for the I-405 Improvement Project financial plan;
- OCTA secured the Transportation Infrastructure Finance and Innovation loan, and late last year, made the first draw of the funds;
- OCTA has used Measure M2 on a pay-as-you-go basis for this item's financial plan, and is now, at a point to initiate a sales tax bond to pay back over time;
- Highlighted the recommendations; and
- Final approval will come forward to the Finance and Administration Committee and Board by January 2019.

The Board bifurcated the vote as follows:

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

- A. Authorize the selection of Bank of America Merrill Lynch; Barclays Capital, Inc.; Citigroup Global Markets, Inc.; Goldman Sachs & Co.; J.P. Morgan Securities LLC; and Stifel, Nicolaus & Company, Inc., from the Orange County Transportation Authority's underwriting pool, to assist with the next Measure M2 bond offering.
- B. Authorize the selection of Bank of America Merrill Lynch and Citigroup Global Markets, Inc., from the Orange County Transportation Authority's underwriting pool, to serve as the senior underwriting manager and co-senior underwriting manager, respectively, for the next Measure M2 bond transaction.
- D. Adopt the 2018 Measure M2 Plan of Finance, which identifies the Measure M2 project requirements over the next several years.
- E. Direct staff to pursue financing opportunities through the Transportation Infrastructure Innovation Act for Measure M2 projects.

Director Do did not participate or vote on Recommendations A, B, D, and E.

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

C. Authorize the Chief Executive Officer to execute Amendment No. 5 to Agreement No. C-5-3099 between the Orange County Transportation Authority and Nossaman LLP, in the amount of \$200,000, to provide bond counsel services for the Orange County Transportation Authority Sales Tax Revenue Bonds, Series 2019 transaction. The total contract amount will be \$527,250.

Directors Do and Spitzer did not participate or vote on Recommendation C.

23. OC Streetcar Vehicle Delivery Update

Darrell E. Johnson, CEO, provided opening comments and introduced Jennifer Bergener, Chief Operating Operator, who provided a PowerPoint presentation for this item as follows:

- Vehicle Exterior Design Key Dates;
- Vehicle Design Review Process;
- Final Vehicle Design Considerations;
- Public and Stakeholder Outreach;
- Public and Stakeholder Feedback:
- Advertising Compatibility and Revenue Opportunities;
- Industry Input;
- Recommendation: Design C;
- Benefits of Design C; and
- Next Steps.

A lengthy discussion ensued regarding:

- Transit Committee Chairman Murray stated that this item was presented/discussed at the November 8th Transit Committee meeting, as well as provided additional comments. In addition, he stated that the Committee Members voted for vehicle design option C, Director Pulido was in Sacramento and absent, and Director Tait voted in opposition.
- Director Pulido provided comments and made a motion, seconded by Director Delgleize, to approve option A as a compromise.
- Consider safety factors for seeing the front of the vehicle in the designs.
- Replacing, repairing, or painting a single door, for options A and B, the cost is approximately \$2,800, and would take 31 hours out of service, and option C would take approximately 8 hours out of service at under \$600.
- Proposed color modifications to design option A.

- To generate additional revenue, advertisements would be placed below the panel between the doors or on the doors for all three design options.
- Contractual concerns if there are redesigns.

Transit Committee Chairman Murray made a secondary recommendation to review design option A and consider the maintenance issue and fine tuning of the blue doors.

After a discussion, the Board acted on the original motion made by Director Pulido, seconded by Director Delgelize, and declared passed by those present, to direct staff to submit OC Streetcar vehicle design option A to Siemens Industries, Inc., in order to advance the OC Streetcar vehicle design process.

Directors R. Murphy, Steel, and Tait voted in opposition.

Discussion Items

24. Public Comments

A public comment was heard from <u>Patrick Kelly</u>, Teamsters representative, who thanked everyone that voted no on Proposition 6, and Teamsters looks forward to working with OCTA's first rated staff.

Mr. Kelly stated that, as far as transitional housing, the transportation of people in buses is not working, and the OC needs to take care of the Veterans and homeless. He also stated that Teamsters looks forward to working with OCTA regarding changing technology, OC sales tax revenue concerns, and will provide OCTA support in Sacramento and the Congress.

Mr. Kelly commented that there are deficiencies with contracted bus service wages and benefits. Lastly, he thanked Directors Spitzer and Tait and the other Board Members for their public service.

25. Chief Executive Officer's Report

Darrell E. Johnson, CEO, reported on the following:

- Last week, he was in Washington, D.C., along with Lance Larson, Executive Director of External Affairs, to meet with key Congressional staff and focused on committees that have oversight over the Federal Transit Administration New Starts program. OCTA continues to prepare for the OC Streetcar Project Full Funding Grant Agreement to be signed by November 30th.
- OC Flex Pilot Program:
 - OCTA is approximately one month into the pilot program with approximately 800 boardings recorded.
 - Monitoring shared versus individual trips, and approximately
 17 percent of the rides are shared.
 - Average wait time is under 12 minutes, with a goal set for 15 minutes.
 - Approximately 97 percent of the customers who rated the service have given it a five-star rating.
 - Huntington Beach destinations are Bella Terra and Boeing.
 - Aliso Viejo, Laguna Niguel, and Mission Viejo destinations are to/from the Metrolink train station for the first/last mile connection.
 - Shopping and entertainment trips are to Aliso Viejo Town Center and Kaleidoscope in Mission Viejo.
 - Staff will continue to report to the Transit Committee the status of the service
- I-405 Improvement Project:
 - On November 13th, pile driving will start at the Slater Avenue bridge and will take place during the day, Monday through Friday, from 6:30 a.m. to 3:30 p.m. for approximately six weeks.
 - The Slate Avenue pile driving will require no closures and traffic is not expected to be impacted; however, it will be loud at times.
 - Day and night work will continue throughout the project area, and OCTA will keep the community updated through social media, etcetera.

26. Directors' Reports

Chairwoman Bartlett congratulated and highlighted several of the Board Members recent local elections and City Selection Committee selections.

27. Closed Session

There was no Closed Session scheduled.

28. Ac	journment
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The meeting adjourned at 10:28 a.m.

The next regularly scheduled meeting of this Board will be held at **9:00 a.m. on Monday, November 26, 2018**, at the 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 Chairwoman	