



Call to Order

The meeting was opened at 9:05 a.m. by Cassie Trapesonian, Assistant General Counsel, who indicated that in the absence of the Chairman and Vice Chairman of the Orange County Transportation Authority (OCTA) Board of Directors (Board), a Chair Tempore and Vice Chair Tempore would need to be selected for the meeting.

A motion was made by Director Federico, seconded by Director Foley, and following a roll call vote declared passed 11-0 to select Director Do as Chair Tempore and Director Hennessey as Vice Chair Tempore, in the absence of the Chair and Vice Chair.

Directors Goodell, Jones, Lopez, and Wagner were not present to vote on this item.

The June 12, 2023, regular meeting of the OCTA Board and affiliated agencies was called to order by Chair Tempore Do at the OCTA Headquarters, 550 South Main Street, Orange, California.

Directors Present: Andrew Do, Chair Tempore
Michael Hennessey, Vice Chair Tempore
Doug Chaffee
Jose Diaz
Jon Dumitru
Jamey Federico
Katrina Foley
Brian Goodell
Patrick Harper
Steve Jones
Farrah N. Khan
Jessie Lopez
Vicente Sarmiento
Donald. P. Wagner

Via Teleconference: Fred Jung

Directors Absent: Gene Hernandez, Chairman
Tam Nguyen, Vice Chairman
Ryan Chamberlain, Ex-Officio

Staff Present: Darrell E. Johnson, Chief Executive Officer
Jennifer L. Bergener, Deputy Chief Executive Officer
Allison Cheshire, Clerk of the Board Specialist, Senior
Sahara Meisenheimer, Clerk of the Board Specialist
Andrea West, Interim Clerk of the Board
Cassie Trapesonian, Assistant General Counsel



Special Calendar

1. Public Hearing on Orange County Transportation Authority's Fiscal Year 2023 24 Budget and Personnel and Salary Resolution

Sean Murdock, Director, Finance and Administration, provided a presentation on this item.

The Clerk of the Board received a public comment from Nicole Nguyen via email on June 3, 2023, and provided it to the Board on June 11, 2023.

In-person, public comment was received from Peter Warner.

A motion was made by Vice Chair Tempore Hennessey, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to approve:

- A. Approve by resolution the Orange County Transportation Authority's Fiscal Year 2023-24 Budget.
- B. Approve the Personnel and Salary Resolution for fiscal year 2023-24.
- C. Authorize the Chief Executive Officer, or his designee, to negotiate and execute the software and hardware licensing, maintenance, and emergency support purchase orders and/or agreements.

A motion was made by Vice Chair Tempore Hennessey, seconded by Director Foley, and following a roll call vote, declared passed 12-3, to approve:

- D. Approve fiscal year 2023-24 Orange County Transportation Authority member agency contribution to the Southern California Regional Rail Authority, operating subsidy, in an amount up to \$50,750,849, including authorization of federal funding to be drawn down directly by the Southern California Regional Rail Authority, in an amount up to \$9,534,777. In addition, approve the capital and rehabilitation expenditure budget contingent upon all member agencies' approval of their respective capital and rehabilitation budgets. The Orange County Transportation Authority's portion of the costs for capital is \$4,129,290 and \$25,543,735 for rehabilitation. Also, authorize a working capital reserve contribution of up to \$7,150,000 to facilitate the funding of capital expenditures and lessen the necessity of using operating funds to front capital expenditures.

Directors Diaz, Dumitru, and Wagner voted in opposition to Recommendation D.



Consent Calendar (Items 2 through 20)

2. Approval of Minutes

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to approve the minutes of the May 22, 2023, Orange County Transportation Authority and affiliated agencies' regular meeting.

3. Amendment to the 91 Express Lanes Riverside County Transportation Commission / Orange County Transportation Authority Facility Agreement

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 8 to Agreement No. C-5-3828 between the Orange County Transportation Authority and Riverside County Transportation Commission, in the amount of \$1,452,388, for the reimbursement of shared operational expenses through June 30, 2024.

4. Agreement for Security Officer Services

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to:

- A. Approve the selection of Inter Con Security, Inc., as the firm to provide Security Officer services.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C 2 2886 between the Orange County Transportation Authority and Inter Con Security, Inc., in the amount of \$1,092,000, to provide security officer services for a two-year initial term with one-year option term.

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

Director Sarmiento requested a performance metrics report at a future date on services provided by this agreement.

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-0-2330 between the Orange County Transportation Authority and County of Orange, Orange County Sheriff's Department, in the amount of \$11,396,565, for Transit Police Services, effective July 1, 2023, through June 30, 2024. This will increase the maximum obligation of the agreement to a total contract value of \$44,810,826.



6. Fiscal Year 2022-23 Third Quarter Grant Reimbursement Status Report

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote declared passed 15-0 to receive and file as an information item.

7. Third Quarter Fiscal Year 2022-23 Procurement Status Report

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote declared passed 15-0 to receive and file as an information item.

8. Purchase Order for Disk Storage Arrays

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to authorize the Chief Executive Officer to negotiate and execute Purchase Order No. A53853 between the Orange County Transportation Authority and vCloud Tech, Inc., in the amount of \$376,739, for disk storage arrays.

9. Amendment to Cooperative Agreement with the City of Laguna Beach for Public Transit Services

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-8-1679 between the Orange County Transportation Authority and the City of Laguna Beach, in the amount of \$778,530, for the pass through of additional Federal Transit Administration, State Transit Assistance, and SB 1 State of Good Repair funding and to extend the expiration date for an additional six months through December 31, 2023. This will increase the maximum obligation of the cooperative agreement to a total contract value of \$4,569,306.

10. Resolution to Establish the Orange County Transportation Authority General Fund Appropriations Limit for Fiscal Year 2023-24

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to adopt Orange County Transportation Authority Resolution No. 2023-026 to establish the Orange County Transportation Authority General Fund appropriations limit at \$14,628,424, for fiscal year 2023-24.



11. Orange County Transportation Authority Investment and Debt Programs Report - March 2023

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0 to receive and file as an information item.

12. Measure M2 Comprehensive Transportation Funding Programs Project Audits

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to:

- A. Direct staff to implement one recommendation provided in the audit of the County of Orange, Regional Capacity Program, La Pata Avenue Phase II, Project No. 13 ORCO-ACE-3655, Construction Phase.
- B. Direct staff to perform follow-up with the County of Orange and the cities of Costa Mesa, Laguna Beach, and San Clemente on actions taken to address recommendations made.

13. Amendments to Cooperative Agreements with the City of Westminster and the City of Seal Beach and Cooperative Agreement with the City of Huntington Beach for the Interstate 405 Improvement Project

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to:

- A. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 5 to Cooperative Agreement No. C-5-3615 between the Orange County Transportation Authority and the City of Westminster, in the amount of \$590,000, for additional city support services during construction of the Interstate 405 Improvement Project. This will increase the maximum obligation of the cooperative agreement to a total value of \$4,251,331.
- B. Authorize the Chief Executive Officer to negotiate and execute Amendment No. 4 to Cooperative Agreement No. C-6-1126 between the Orange County Transportation Authority and the City of Seal Beach, in the amount of \$200,000, for additional city support services during construction of the Interstate 405 Improvement Project. This will increase the maximum obligation of the cooperative agreement to a total value of \$940,600.



- C. Authorize the Chief Executive Officer to negotiate and execute Cooperative Agreement No. C-3-2580 between the Orange County Transportation Authority and the City of Huntington Beach, in the amount of \$200,000, for city support services required during the remainder of construction of the Interstate 405 Improvement Project.

14. Cooperative Agreement with the California Department of Transportation for State Route 57 Northbound Improvement Project Between Orangewood Avenue and Katella Avenue for Right-of-Way Services

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to:

- A. Authorize the Chief Executive Officer to negotiate and execute Cooperative Agreement No. C-3-2577 between the Orange County Transportation Authority and the California Department of Transportation, in the amount of \$3,294,358, to perform right-of-way services, for the State Route 57 Northbound Improvement Project between Orangewood Avenue and Katella Avenue.
- B. Authorize the use of up to \$1,794,358 in Measure M2 freeway funds for right-of-way capital and right-of-way services for the State Route 57 Northbound Improvement Project between Orangewood Avenue and Katella Avenue.
- C. Authorize staff to process all necessary amendments to the Federal Transportation Improvement Program and execute or amend all necessary agreements to facilitate the above actions.

15. Resolution to Establish the Orange County Local Transportation Authority/Measure M2 Appropriations Limit for Fiscal Year 2023-24

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to adopt Orange County Local Transportation Authority/Measure M2 Resolution No. 2023-025 to establish the Orange County Local Transportation Authority/Measure M2 appropriations limit at \$2,210,761,786, for fiscal year 2023-24.

16. Membership Appointments for the Measure M2 Environmental Cleanup Allocation Committee

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to

- A. Approve the reappointment of current committee members serving on the Measure M2 Environmental Cleanup Allocation Committee for an additional three-year term.



- B. Appoint three committee members to replace outgoing members on the Measure M2 Environmental Cleanup Allocation Committee.

17. Membership Appointments for the Measure M2 Environmental Oversight Committee

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to approve the reappointment of the 12 current committee members serving on the Measure M2 Environmental Mitigation Program Environmental Oversight Committee for an additional three-year term beginning July 1, 2023.

18. Measure M2 Environmental Mitigation Program Update

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to receive and file as an information item.

19. Measure M2 Quarterly Progress Report for the Period of January 2023 Through March 2023

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to receive and file as an information item.

20. Comprehensive Transportation Funding Programs Semi-Annual Review - March 2023

A motion was made by Director Dumitru, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to:

- A. Approve requested adjustments to Comprehensive Transportation Funding Programs projects and Local Fair Share and Senior Mobility Program funds.
- B. Amend the Comprehensive Transportation Funding Programs, Measure M2 Eligibility, and Senior Mobility Program guidelines (documented in this staff report and attachments) to allow for requested project adjustments due to the unique circumstances created by the coronavirus pandemic.



Regular Calendar

21. Update on the Railroad Track Stabilization Project in the Vicinity of Milepost 206.8 and Related Agreement and Contract Change Order

Jim Beil, Executive Director, Capital Planning, reported this item.

A motion was made by Director Foley, seconded by Director Sarmiento, and following a roll call vote, declared passed 15-0, to:

- A. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-3-2612 between the Orange County Transportation Authority and Wildlands SLR Holdings I, LLC, in the amount of \$307,500, for mitigation credits for waters of the United States.
- B. Authorize the Chief Executive Officer to negotiate and execute Contract Change Order No. 2 to Agreement No. C-2-2884 between the Orange County Transportation Authority and Condon Johnson & Associates, Inc., in the amount of \$2,174,626, for additional tieback strands, design support, and a temporary soil nail wall.
- C. Authorize the use of \$307,500 in Measure M2 High-Frequency Metrolink Service (Project R) funds for the mitigation work.
- D. Authorize staff to process all necessary amendments to the Federal Transportation Improvement Program and execute or amend all necessary agreements to facilitate the above actions.

22. Adopt Resolution No. 2023-033 and Authorize the Chief Executive Officer to Take All Necessary Actions to Address the Emergency Need for Railroad Track Protection from a Landslide in the Vicinity of Mile Post 204.6 on the Orange Subdivision

Jim Beil, Executive Director, Capital Planning, reported this item.

A motion was made by Director Foley, seconded by Director Federico, and following a roll call vote, declared passed 15-0, to adopt Resolution No. 2023-033 and authorize the Chief Executive Officer to take all necessary actions to address the emergency need for railroad track protection in the vicinity of Mile Post 204.6 on the Orange Subdivision, including working with the Southern California Regional Rail Authority to develop and implement protective measures to safely restore rail service as soon as possible, and return to the Board of Directors, as required, to report on the status thereof.



23. Interstate 405 Improvement Project Update

Jeff Mills, Senior Program Manager, and Chris Boucly, Outreach Project Manager, provided a presentation on this item.

No action was taken on this receive and file item.

24. 91 Express Lanes Financing Documents

Robert Davis, Department Manager, Treasury and Public Finance, reported this item.

A motion was made by Director Wagner, seconded by Director Foley, and following a roll call vote, declared passed 15-0, to adopt Resolution No. 2023-027, authorizing the issuance of Orange County Transportation Authority Senior Lien Toll Road Revenue Refunding Bonds (91 Express Lanes), Series 2023, in an aggregate principal amount not to exceed \$71.42 million, and the execution and delivery of related financing documents. The related financing documents include forms of the Second Supplemental Indenture, Purchase Contract, Preliminary Official Statement, and the form of the Continuing Disclosure Certificate, and taking all other actions necessary in connection with the proposed transaction.

25. Consultant Selection for Construction Management Services for the Transit Security and Operations Center Project

A motion was made by Vice Chair Tempore Hennessey, seconded by Director Wagner, and following a roll call vote, declared passed 15-0, to:

- A. Approve the selection of Anser Advisory Management, LLC, as the firm to provide construction management services for the Transit Security and Operations Center project.
- B. Authorize the Chief Executive Officer to negotiate and execute Agreement No. C-2-2643 between the Orange County Transportation Authority and Anser Advisory Management, LLC, to provide construction management services for the Transit Security and Operations Center project.

Discussion Items

26. Update on Interstate 5/EI Toro Road Interchange Project

Rosey Casey, Director of Highways, and Fernando Chavarria, Manager, Community Outreach, provided a presentation on this item.

No action was taken on this item.



27. Public Comments

Public comments were received via email on June 5, 2023 from Maria Lopez and on June 11, 2023 from Vivian Pallack and provided to the Board on June 11.

In person public comment was received from the following:

- Brian Yanity, Rail Passenger Association of California and Nevada
- Paul Hyek
- Peter Warner
- Erik Rodriguez, Southern California Association of Governments

28. Chief Executive Officer's Report

Derrell E. Johnson, Chief Executive Officer, provided an update on the following:

- Bond rating of the 91 Express Lanes
- Transition of Contracted Fixed-Route Service to Keolis

29. Directors' Reports

Vice Chair Tempore Hennessey reported that the Taxpayers' Oversight Committee meeting will be held on Tuesday, June 13 at 6:00 p.m. at the OCTA Headquarters.

30. Adjournment

The meeting was adjourned at 10:43 a.m.

The next regularly scheduled meeting of this Board will be held:

9:00 a.m., on Monday, June 12, 2023

OCTA Headquarters
550 South Main Street
Orange, California

ATTEST:

Gina Ramirez
Clerk of the Board Specialist, Principal