

**NORTH COAST RAILROAD AUTHORITY (NCRA)
BOARD OF DIRECTORS SPECIAL MEETING**

November 7, 2007

2:00 p.m.

Conference Call – Various Locations

DRAFT Minutes

Public Call-In Location:

NCRA Office~ 419 Talmage Road, Suite M, Ukiah, Ca

Alternate Public Participation Locations – The following Board Members will have Conference Call Availability:

Chairman Hemphill: 137 Porterfield, Cloverdale
Director Ziedrich: 359 Hudson Street, Healdsburg
Director Simonson: 419 Talmage Road, Suite M, Ukiah
Director Ollivier: 1970 Ollivier Way, McKinleyville
Director MacDonald: 95 Rowland Way, Novato, Cavallero Room
Director Meyers: 95 Rowland Way, Novato, Cavallero Room
Director Colfax: 419 Talmage Road, Suite M, Ukiah
Director Woolley: 825 5th Street, Room 111, Eureka

A. *CALL TO ORDER*

Chairman Hemphill called the meeting to order at 2:05 p.m.

B. *ROLL CALL*

Directors Present: Ollivier, Colfax, MacDonald, Meyers, Ziedrich, Simonson, Woolley, Chairman Hemphill

Directors Absent: Kelley

Also Present: Executive Director Mitch Stogner, Legal Counsel Christopher Neary, and Recording Secretary Heather Lindsteadt

C. *AGENDA APPROVAL*

The agenda stood as presented. All Directors confirmed that they posted the Agenda for public viewing at their respective locations.

D. *MATTERS FROM THE BOARD*

Director Meyers requested further clarification on agenda item F.3 and F.4. He asked if the letter to the CTC which accompanies the CTC application should be approved by the Board before it is sent to the CTC. Executive Director Stogner said that if the Board objected to submission of the

applications, withdrawal of the applications would be a simple matter. He said the initial letter to the CTC, therefore, does not bind the NCRA in any way.

E. PUBLIC COMMENT

No Public Comment

F. CONDUCT OF BUSINESS

1. Consideration and Possible Action Regarding Award of Contract to Ghilotti Brothers/Cooper Crane for Timber Bridge Repairs, Contract T-3.

Executive Director Stogner updated the Board on the CTC Allocations to date and summarized the funding for the signal repair work.

Dave Anderson, NCRA Project Manager said that on October 25 NCRA received 4 proposals in response to an RFP that was issued for Timber Bridge Repair Contract T-3. He explained that the lowest responsible bidder was American Civil Constructors West Cost, Inc. He reported that American Civil Constructors contacted HNTB after the bid opening and requested that their proposal be withdrawn due to a serious error in their bid package.

Mr. Anderson said that the next lowest responsible bidder was Ghilotti Bros/Cooper Crane JV. for a total contract Price of \$3,926,700.00. He added that the engineer's estimate for the project was \$3,570,664.00.

Director Woolley said that the \$100,000 limit for the Optional Items was exceeded in the Ghilotti Bros/Cooper Crane JV bid. He asked Mr. Anderson to clarify why it exceeded the \$100,000 estimate.

Mr. Anderson said that the \$100,000 figure was a general number designed to cover several possible contingencies.

Director MacDonald asked Mr. Anderson to clarify what the Optional Items consisted of and if NCRA noticed that Granite Construction Co's Optional Items were lower than Ghilotti Bros/Cooper Crane JV's Option Items. Mr. Anderson said NCRA has to base the contract award on the actual work undertaken rather than a comparative analysis of optional items.

Director Ziedrich asked if staff could provide a more detailed spreadsheet comparing the engineer's estimate to the bids that are received.

Director Meyers asked if the project would result in the structures being restored to their original condition. Mr. Anderson said that the project will bring the structures back to the original condition, or close to the original condition.

Upon Motion by Director Meyers, seconded by Director Ziedrich, and carried unanimously (8-0, Kelly absent) the Board awarded contract to Ghilotti Bros/Cooper Crane JV. for Timber Bridge Repairs, Contract T-3.

2. Consideration and Possible Action Regarding Issuance of Notice to Proceed (NTP) to Ghilotti Brothers/Cooper Crane for Timber Bridge Repairs, Contract T-3.

Upon Motion by Director Woolley, seconded by Director Simonson, and carried unanimously (8-0, Kelley absent), the Board approved issuance of Notice to Proceed to Ghilotti Brothers/Cooper Crane for Timber Bridge Repairs, Contract T-3.

3. Consideration and Possible Action Regarding Approval of December 12/13 2007 CTC Application for TCRP Project 32.4.

Executive Director Stogner updated the Board on the Emergency Repair Project 32.4 Amendment and the CTC Application that will go before the CTC in December. He said that the 3 projects, totaling \$4.9 million, which are covered under project 32.4 are repair and reconstruction of a levee in Humboldt County at King Salmon, repairs at San Antonio Creek, Robinson Creek and the Marin Audubon Levee. He said that with the December 13, 2007 CTC Application, NCRA will request funds to complete the repair of the Schellville levee embankment, which is the last emergency repair project under 32.4 .

Director MacDonald asked for some clarification about the \$5,000,000.00. Executive Director Stogner said that \$100,000 has already been expended for a portion of the 2002 Capital Assessment Report. He added that once the December allocation is approved the total will be \$4.9 million, for the projects covered under 32.4.

Director Meyers asked if Caltrans District 01 and SMART staff fully agree with NCRA's position. Executive Director Stogner said that they understand NCRA's goals and added that Mike Strider, HDR's Engineer has reviewed NCRA's engineering plans and has approved all of the repair projects.

Director Meyers asked if after the construction is completed, if the line will be able to handle the freight load over the next 30-40 years. John Williams said that the repairs that are being made will handle the freight traffic that has been projected on the Russian River Division.

Director Ziedrich asked about the levee repairs in terms of whether, when repaired, they could withstand a 100 year storm event. Mr. Anderson said the levees will be repaired to bring them back to their original design and height.

Director Meyers asked if the repairs would affect compliance with the Environmental Consent Decree. Mr. Anderson said that the repairs will facilitate addressing issues in the Environmental Consent Decree.

Director Simonson asked for clarification about the height of the Schellville levee. Mr. Anderson said that the engineers prepared topographic maps and have estimated that the roadbed from Railroad slough to Wingo Bridge was increasing to 10 feet. He said that the roadbed was built on bay mud and the roadbed continues to sink. He added that the roadbed will be brought up to the original height of 10 feet.

Upon Motion by Director Ziedrich, seconded by Director Woolley, and carried unanimously (8-0, Kelley absent) the Board approved the December 12/13 2007 CTC Application for TCRP Project 32.4.

4. Consideration and Possible Action Regarding Approval of December 12/13 2007 CTC Application for TCRP Project 32.5. (Environmental Consent Decree)

Executive Director Stogner said that Project 32.5 completion dated needs to be extended to March 2011. He said that this is a technical change to the project application.

Director MacDonald asked about the project management costs.

Director Meyers asked what Class the line was originally and what the freight speeds had been historically. John Williams said that it is the goal of NCRA to return to class III and that train speeds vary depending on the area.

Chairman Hemphill said we are restoring the line to historic standards, which for many areas in the Russian River Division is Class III or 40 mph.

Director Meyers asked who was responsible for maintenance after the line was operational. John Williams said that the operator will assume the maintenance responsibility after resumption of service.

Director Meyers asked what would happen if the operator does not perform its maintenance duties. John Williams said that the FRA governs the maintenance and the operator has to perform or the FRA will take action to terminate service.

Upon motion by Director Woolley, seconded by Director Ziedrich, TCRP Project 32.5 application for the December 2007 CTC meeting was approved unanimously (8-0, Kelley absent). Director Meyers added that although he is in support of the motion, he thinks that an EIR /EIS will need to be completed before any trains are permitted to run on the system. He said he is concerned that NCRA has entered into a long term lease with a new operator without an EIR/EIS for review.

Chairman Hemphill said that he appreciated Director Meyers comments and suggested that he meet with staff to discuss the history of the railroad and NCRA.

G. STAFF REPORTS

1. Executive Director – Mitch Stogner

Mr. Stogner said that the repairs that are currently being done are under notices of exemption under CEQA. HE said that an initial study and a Notice of Preparation (EIR) evaluating train operations on the Russian River Division was issued on July 10, 2007. He added that NCRA will begin meeting with SMART regarding the Operating Agreement over the next several months.

2. Legal Counsel - Chris Neary

No Report

3. Project Manager Report – Dave Anderson

No report

H. OPERATOR REPORT

1. John Williams – NWP Co.

No report

Chairman Hemphill recommended canceling the November 14 regular NCRA Board meeting scheduled for Willits, and asked if there were any objections. Hearing no objections, he reported that the November 14, 2007 meeting has been cancelled.

The Board adjourned to closed session at 3:24 p.m.

I. CLOSED SESSION

1. **Conference with Legal Counsel—Existing Litigation**
One Case; Government Code Section 54956.9 (a)
City of Novato vs. North Coast Railroad Authority
Superior Court of California, County of Marin # 074645
2. **Conference with Legal Counsel - Existing Litigation - One Case**
NWPY vs. NCRA Gov Code Section 54956.9 (a)

J. ANNOUNCEMENT OUT OF CLOSED SESSION

Legal Counsel reported that the Board met with counsel, received information and gave direction on two items of Existing Litigation. He added that the Board took unanimous action directing Legal Counsel to withdraw the settlement proposal.

K. ANNOUNCEMENT OF NEXT MEETING

December 12, 2007 - 11:00 a.m.
Regular NCRA Board of Directors Meeting
Healdsburg City Council Chambers
Sonoma County

L. ADJOURNMENT

Chairman Hemphill adjourned the meeting at 4:03 p.m.