



North Coast Railroad Authority
419 Talmage Road, Suite M
Ukiah, Ca 95482

NORTH COAST RAILROAD AUTHORITY (NCRA) Board of Directors Meeting

Novato Sanitary District
500 Davidson St, Novato, CA
Marin County
Wednesday, December 14, 2016 – 10:30 a.m.

DRAFT MINUTES

A. CALL TO ORDER

Chair Peters called the meeting to order at 10:30 a.m.

B. ROLL CALL

Directors Present: Hemphill, McCowen, Kelley, Marks, Wagenet, Chair Peters

Directors Absent: Fennell, Madrigal, Stroeh

Others Present: Executive Director Mitch Stogner, Legal Counsel Chris Neary, NWP Co. Legal Counsel Doug Bosco and Jonathan Kathrein, Parallel Infrastructure Mike Dannelly by telephone.

C. AGENDA APPROVAL

Upon Motion by Director McCowen, seconded by Director Wagenet the Board Approved the Agenda with the request that Item G.1 be considered during the Executive Director Staff Report, G.1 becomes Item I.3, and Closed Session will be moved to the beginning of the meeting.

Motion Carried: AYES 6- Hemphill, McCowen, Kelley, Marks, Wagenet, Chair Peters NOES- 0 ABSTAIN- 0 ABSENT-3 Fennell, Madrigal, Stroeh

The Board convened to Closed Session at 10:47 a.m.

The Board reconvened from Closed Session at 11:38 a.m.

D. PUBLIC COMMENT

Mike Pechner- Mr. Pechner said that the NCRA Board should vigorously support the freight railroad. He said he would like to see the successful expansion of the freight railroad in the future.

E. PRESENTATION

Jonathan Kathrein- NWP Co. – Agreement with Golden Gate Railroad Museum

Mr. Kathrein reported that NWP Co. is discussing an Agreement with Golden Gate Railroad Museum to develop roughly 8 acres of property near South Sonoma for the future Golden Gate Railroad Museum with the ultimate goal of providing excursion train service on the NWP line.

F. CONDUCT OF BUSINESS

1. Election of NCRA Board Officers for Calendar Year 2017

Upon Motion by McCowen, seconded by Director Kelley the Board Approved the Election of NCRA Board Officers for Calendar Year 2017 and appointed Allan Hemphill as Chair and Hal Wagenet as Vice-Chair of the NCRA Board of Directors.

Motion Carried: AYES- 6 Hemphill, McCowen, Kelley, Marks, Wagenet, Chair Peters NOES- 0 ABSTAIN- 0 ABSENT- 3 Fennell, Madrigal, Stroeh

2. Appointments to NCRA Committees for Calendar Year 2017

Upon the request by Director McCowen and Director Kelley, Item F.2 will be carried to the next regular Board meeting to be discussed January 11, 2017.

3. Consideration of SMART Claim against NCRA

Upon Motion by Director McCowen, seconded by Director Hemphill the Board Approved the Rejection of the SMART Claim against NCRA.

Motion Carried: AYES- 6 Hemphill, McCowen, Kelley, Marks, Wagenet, Chair Peters NOES- 0 ABSTAIN- 0 ABSENT- 3 Fennell, Madrigal, Stroeh

Public Comment:

Mike Pechner- Mr. Pechner said that switches are split all the time and there is usually a mechanism in the switch that will break and can be easily recovered.

G. CONSENT CALENDAR

1. Approval of Minutes – Regular Board Meeting – November 9, 2016
2. Acceptance of NCRA Financial Statements – November 2016
3. Acceptance of Warrants Issued – November 2016
5. Acceptance of Cal Card Statement – November 2016
6. Acceptance of Property Management Report – November 2016

Upon Motion by Director McCowen, seconded by Director Marks the Board Approved Consent Calendar Items G.2 through G.6 as presented. Item G.1 will be discussed in Staff Report with Item I.2. Motion Carried: AYES- 6 Hemphill, McCowen, Kelley, Marks, Wagenet, Chair Peters NOES- 0 ABSTAIN- 0 ABSENT- 3 Fennell, Madrigal, Stroeh

H. OPERATOR REPORT – Doug Bosco – NWP Co. Legal Counsel

No report given.

I. STAFF REPORT – Mitch Stogner – Executive Director

1. Update Regarding NCRA/NWP Co. SMART Coordination Issues- NWP Co. Response to Timetable No. 4
2. Termination of Cell Tower Agreement with Parallel Infrastructure
3. Contract Extension with Parallel Infrastructure – Asset Service Agreement

Upon Motion by Director McCowen, seconded by Director Kelley the Board Approved the Asset Service Agreement Contract Extension with Parallel Infrastructure.
Motion Carried: AYES- 6 Hemphill, McCowen, Kelley, Marks, Wagenet, Chair Peters NOES- 0
ABSTAIN- 0 ABSENT- 3 Fennell, Madrigal, Stroeh

J. LEGAL COUNSEL REPORT – CJ Neary

No report given.

K. MATTERS FROM THE BOARD

Director McCowen said that Lear Asset Management has sent out letters to property owners notifying them that Lear will be patrolling the NCRA right-of-way north of Willits beginning in 2017.

L. CLOSED SESSION

1. CONFERENCE WITH LEGAL COUNSEL-EXISTING LITIGATION

Government Code Section 54956.9(a) (two cases)

- a. NCRA vs. SMART
Surface Transportation Board # FD 36077
- b. NCRA vs. AT&T, Mendocino Superior Court
Case No. SCUK-CVPO-15-0066151

2. CONFERENCE WITH REAL PROPERTY NEGOTIATORS

- a. Ukiah Depot Property
Negotiation Regarding Sale of Excess Ukiah Depot Property
Agency Negotiators: Mitch Stogner, Chris Neary
- b. NWP Co.
Gov. Code 54956.8
Parties to Negotiation: NCRA; NWP Co.
Agency Negotiators: Mitch Stogner, Chris Neary
Under Negotiation: Payment Provisions of 2006 Lease Agreement with NWP Co.

3. CONFERENCE WITH LEGAL COUNSEL-ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to Gov. C. 54956.9 (b) (one case)

M. ANNOUNCEMENT OUT OF CLOSED SESSION

The Board met on 2 Items of Existing Litigation, 2 Items of Property Negotiation, and 1 Item of Anticipated Litigation. The Board received information and direction was given.

N. ANNOUNCEMENT OF NEXT MEETING

**Regular Board Meeting
January 11, 2017 – 10:30 a.m.
Humboldt County Board of Supervisors Chambers
825 5th Street, Eureka
Humboldt County**

O. ADJOURNMENT

Chair Peters adjourned the meeting at 12:21 p.m.

DRAFT