



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 Street, Novato, CA  
Marin County  
Wednesday, December 13, 2017 - 10:30 a.m.

---

### MINUTES

#### A. CALL TO ORDER

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

#### B. ROLL CALL

**Director Present:** Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks

**Directors Absent:** Hemphill

**Others Present:** Executive Director – Mitch Stogner, Legal Counsel - Chris Neary, Guillon Inc. - Steve Honeycutt, FEC Real Estate Services – Mike Dannelly, Recording Secretary – Hiedy Torres.

#### C. AGENDA APPROVAL

Upon motion by Director Peters, seconded by Director Kelley Item L.1 was added to the Agenda. Item arose after the Agenda was published and is an emergency item.

Motion Carried:

AYES: 8- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks

NOES: 0

ABSENT: 1- Hemphill

ABSTAIN: 0

Upon Motion by Director Kelley, seconded by Director McCowen the Agenda was approved as presented.

Motion Carried:

AYES: 8- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks

NOES: 0

ABSENT: 1- Hemphill

ABSTAIN: 0

#### D. PUBLIC COMMENT

Mike Pechner- Mr. Pechner said that the Golden Gate Railroad Museum is trying to get excursions started in Schellville and he would like to see NCRA and NWP Co. getting more support from SMART.

**E. CONDUCT OF BUSINESS**

**1. Election of NCRA Board Officers for Calendar Year 2018**

Upon Motion by Director Kelley, seconded by Director Fennell, Director Wagenet was elected as Chair of the NCRA Board of Directors for 2018.

Motion Carried:

AYES: 8- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks

NOES: 0

ABSENT: 1- Hemphill

ABSTAIN: 0

Upon Motion by Director Kelley, seconded by Director Fennell, Director Marks was elected as Vice Chair of the NCRA Board of Directors for 2018.

Motion Carried:

AYES: 8- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks

NOES: 0

ABSENT: 1- Hemphill

ABSTAIN: 0

**2. Appointments to NCRA Committees for Calendar Year 2018**

**Chair Hemphill arrived at 10:43 a.m.**

Vice Chair Wagenet asked that the Chair of each Committee give a brief overview of 2017.

The Committee Appointments for 2018 will be continued at the next Board meeting in Eureka at the request of Director Kelley.

**3. Discussion Regarding Delinquent Payments; Terminated 2012 PI Cell Tower Agreement; and 2015 Willits Cell Tower Agreement. No Action will be taken.**

This Item was referred to the Property Committee for further discussion.

**At the request of Chair Hemphill, Item E.6 was discussed after Item E.3.**

**4. Discussion and Possible Action Regarding Amendment to the June 20, 2011 Operating and Coordination Agreement**

Upon Motion by Director Wagenet, seconded by Director Hagele the Board unanimously approved Amendment to the June 20, 2011 Operating and Coordination Agreement subject to approval by NWP Co.

Motion Carried:

AYES: 9- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks, Hemphill

NOES:0

**5. Discussion and Possible Action Regarding Long-Term Lease for NCRA Balloon Track Easements Including the Eureka Office Building on W. 2<sup>nd</sup> Street in Eureka**

**Public Comment-**

**Lisa Carboni, Caltrans District 4-** Ms. Carboni read a December 13, 2017 letter from Brad Mettam, Caltrans Dist. 1 to NCRA Executive Director, Stogner.

Upon Motion by Director Peters, seconded by Director Marks the Board unanimously approved referring this item to the NCRA Property Committee for further discussion and review.

Motion Carried:

AYES: 9- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks, Hemphill

NOES: 0

**6. Discussion and Possible Action Regarding License Agreement for Use of Building at MP 119.99 (Old Piedmont Lumber Building) Mendocino County**

Upon Motion by Director Kelley, seconded by Director McCowen the Board unanimously approved License Agreement for Use of Building at MP 119.99 (Old Piedmont Lumber Building) Mendocino County.

Motion Carried:

AYES: 9- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks, Hemphill

NOES: 0

**F. CONSENT CALENDAR**

1. Approval of Minutes – Regular Board Meeting – November 8, 2017
2. Approval of Minutes – Property Committee Tele-Conference – November 7, 2017
3. Approval of NCRA Financial Statements – November 2017
4. Approval of Warrants Issued – November 2017
5. Approval of Cal Card Statement – November 2017
6. Approval of Property Management Report FEC Real Estate Services – November 2017

Upon Motion by Director Fennell, seconded by Director Peters the Board unanimously approved Consent Calendar Items F.1 through F.5 and Item F.6 was removed.

Motion Carried:

AYES: 9- Fennell, Kelley, Wagenet, McCowen, Breen, Hagele, Peters, Marks, Hemphill

NOES:0

**G. OPERATOR REPORT – Doug Bosco – Legal Counsel NWP Co.**

Mr. Bosco wished the Board a happy holiday season and extended John Williams’ regards.

Mr. Bosco said that the LPG cars are no longer being stored by NWP Co. on the rail line. He also said that NWP Co. has had interest from parties in Sonoma County to move 3000 tons of fire debris by rail out of Sonoma County to landfill and has been contacted by interested parties inquiring about building materials being shipped by rail to Sonoma County.

**Public Comment-**

**Bernie Meyers-** Mr. Meyers asked if Mr. Bosco could find out what the 2017 & 2016 estimated revenues and expenses might be for the NWP Co.

Mr. Bosco- Mr. Bosco said that information is proprietary.

**H. STAFF REPORT – Mitch Stogner – Executive Director**

1. Steve Honeycutt, Guillon Inc.- Update on Ukiah Depot projects
2. Ad-Hoc Legislation Committee report regarding NCRA legislation

**Public Comment-**

**Bernie Meyers-** Mr. Meyers asked if the public can see the NCRA response that will be provided to the CTC for its January or February meeting.

Chair Hemphill- Mr. Hemphill said that the response will be made public when it is available.

**I. LEGAL COUNSEL REPORT – CJ Neary**

No report given.

**J. MATTERS FROM THE BOARD**

Director McCowen- Dir. McCowen mentioned interest by the City of Ukiah to construct a recycled water pipeline within the NCRA ROW in Ukiah. He said the city is willing to pay a one-time license agreement fee, but does not want annual fees.

The Board convened to Closed Session at 12:31 p.m.

**Director Hagele left the meeting at 2:05 p.m.**

**K. CLOSED SESSION**

1. **CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION**  
Government Code Section 54956.9(a) two cases
  - a. FRIENDS OF THE EEL RIVER V. NORTH COAST RAILROAD AUTHORITY  
California Supreme Court Case # S222472
  - b. CATS V. NORTH COAST RAILROAD AUTHORITY  
California Supreme Court Case # S222472
2. **CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION**  
Government Code Section 54956.9(b) (One Case)
3. **CONFERENCE WITH REAL PROPERTY NEGOTIATORS**
  - a. Ukiah Depot Property, Including Mason Street Property  
Government Code Section 54956.9.8  
Negotiation Regarding Disposition of Ukiah Depot Property, including Mason Street Property  
Agency Negotiators: Mitch Stogner, Chris Neary

Under Negotiation: Price, Terms; Interaction with Judicial Council on Joint Courthouse Off-Site Improvements.

- b. NWP Co.  
Government Code Section 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. Including other Consideration, Including Track Abandonment and Methodology of Consideration Calculations and Resolution of Outstanding Debt.
  
- c. Cloverdale Property north of Citrus Fair Drive  
Negotiation Regarding Disposition of Cloverdale Property north of Citrus Fair Drive  
Agency Negotiators: Mitch Stogner, Chris Neary  
Under Negotiation: Terms

The Board reconvened from Closed Session at 2:12 p.m.

**L. ANNOUNCEMENT OUT OF CLOSED SESSION**

The Board received information and gave direction on items of Existing Litigation.

The Board gave direction for Anticipated Litigation and authorized execution of Quit Claim Deeds.

The Board met on one item of Property Negotiations and authorized execution of a letter of intent.

**1. Discussion and Possible Action Regarding Resolution 2017-14 Amendment to the NCRA Agency Budget**

Upon Motion by Director Peters, seconded by Director Kelley the Board approved Resolution 2017-14 Amendment to the NCRA Agency Budget.

Motion Carried:

AYES: 8- Fennell, Kelley, Wagenet, McCowen, Breen, Peters, Marks, Hemphill

ABSENT: 1- Hagele

NOES: 0

**M. ANNOUNCEMENT OF NEXT MEETING**

Regular Board Meeting  
Wednesday, January 10, 2018 - 10:30 a.m.  
Humboldt Board of Supervisors Chambers  
825 5th Street, Eureka, CA  
Humboldt County

**N. ADJOURNMENT**

Chair Hemphill adjourned the meeting at 2:16 p.m.