

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

August 23, 2017
10:00 a.m.
Conference Call – Various Locations

FINAL 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: 500 Bicentennial Way, Santa Rosa, Ca

Director Fennell: 825 5th St., Eureka, Ca

Director Marks: 601 Startare Dr., Eureka, Ca

Directors McCowen and Wagenet: 591 Low Gap Rd., Ukiah, Ca

Director Kelley: 910 K St., Sacramento, Ca

Director Peters: 333 W. Harbor Dr. Room 1118, San Diego, Ca

A. CALL TO ORDER

Chair Hemphill called the meeting to order at 10:07 a.m.

B. ROLL CALL

Directors Present: Fennell, Marks, McCowen, Kelley, Peters, Wagenet, and Chair Hemphill.

Directors Absent: Breen, - Hagele joined from a private location and was not be included in the Board quorum.

Others Present: Executive Director - Mitch Stogner, Legal Counsel - Chris Neary, NWP Co. Legal Counsel - Doug Bosco, Guillon Inc. – Steve Honeycutt, Caltrans District One – Brad Mettam and Leishara Ward and Recording Secretary Hiedy Torres.

C. AGENDA APPROVAL

Upon motion by Director Marks, seconded by Director Peters the Agenda stood as presented.

D. PUBLIC COMMENT

Brad Mettam – Deputy Dir. Caltrans Dist. 1 – Mr. Mettam reminded the Board of the October CTC meeting that NCRA has been requested to attend.

E. CONDUCT OF BUSINESS

1. Consideration and Possible Action Regarding Approval of Agreement with NWP Co. Regarding Disposition of Schellville Crossing Revenue and Petaluma Easement Revenue

Public Comment:

Mr. Mettam said that he wanted to confirm that Caltrans/CTC will receive its share of funds in accordance with the Funds Transfer Agreement between the NCRA and the State of California in regard to the Schellville Crossing.

Item E.1. - three (3) separate recommendations were discussed and were Approved by the Board as follows:

E.1.1. Upon motion by Director Peters, seconded by Director Kelley the Board Approved use of Schellville Crossing funds (\$290,000) as a partial repayment of the approximately \$4.1 mil. owed to NWP Co. for completion of the Lombard-Windsor Freight Rail Project.

Motion Carried:

AYES: 7- Fennell, Marks, McCowen, Kelley, Peters, Wagenet, and Chair Hemphill

NOES: 0

ABSENT:2- Breen, Hagele

ATTEST:0

E.1.2. Upon motion by Director McCowen, seconded by Director Peters the Board Approved use of Petaluma Easement funds (\$900,000) to repay \$450,000 borrowed from the Mendocino County Savings Bank to pay NCRA's 50% share of the Cox, Castle legal bill; to pay \$85,288 to the law firm of Neary & O'Brien for legal costs related to the FOER lawsuit; and to pay \$264,712 to NWP Co. as partial repayment of the approximately \$4.1 mil. owed to NWP Co. for completion of the Lombard-Windsor Freight Rail Project.

Motion Carried:

AYES: 7- Fennell, Marks, McCowen, Kelley, Peters, Wagenet, and Chair Hemphill

NOES: 0

ABSENT:2- Breen, Hagele

ATTEST:0

E.1.3. Upon motion by Director Fennell, seconded by Director Peters the Board Approved competitive bid exemptions, negotiated contracts, as specified in Resolution No. 2017-12 and approved by Director Hemphill and McCowen, all cost saving efforts and innovations that the project manager can employ to meet the accelerated project schedule and amendment to the March 2016 Off-Site Improvement Agreement, revising the terms and timing of the progress payments and extending the completion date until at least June 30, 2018.

Motion Carried:

AYES: 7- Fennell, Marks, McCowen, Kelley, Peters, Wagenet, and Chair Hemphill

NOES: 0

ABSENT:2- Breen, Hagele

ATTEST:0

2. Consideration and Possible Action Regarding Resolution No. 2017-12 Approving an Exemption from Competitive Bidding Procedure for Contracts Necessary to Carry-Out

the March 2016 Off-Site Improvement Agreement with the Judicial Council of California (JCC).

Upon Motion by Director Fennell, seconded by Director Peters the Board Approved Resolution No. 2017-12 with minor language modifications and Authorized the Executive Director to execute contracts required to complete work specified in the March 2016 Off-Site Improvement Agreement as amended, subject to approval by the NCRA Chair and Director McCowen.

Motion Carried:

AYES: 7- Fennell, Marks, McCowen, Kelley, Peters, Wagenet, and Chair Hemphill

NOES: 0

ABSENT:2- Breen, Hagele

ATTEST:0

F. STAFF REPORT – Mitch Stogner, Executive Director

No report.

G. LEGAL COUNSEL REPORT – CJ Neary

No report.

H. ANNOUNCEMENT OF NEXT MEETING

Wednesday, September 13, 2017 at 10:30 a.m.
Humboldt County Board of Supervisors Chambers
825 5th St., Eureka, Ca

I. ADJOURNMENT

Chairman Hemphill adjourned the meeting at 11:48a.m.