

San Mateo County Express Lanes Joint Powers Authority Board of Directors Meeting Minutes

Meeting No. 11
May 8, 2020

In compliance with Governor’s Executive Order N-29-20, and pursuant to the Shelter-in-Place Order issued by the San Mateo County Health Officer, this meeting was conducted via remote conferencing.

Board of Directors: Alicia Aguirre (Chair), Don Horsley (Vice Chair), Emily Beach, Maryann Moise Derwin, Diane Papan, and Rico Medina

1.0 CALL TO ORDER/ ROLL CALL

Chair Aguirre called the meeting to order at 9:00 a.m. Roll call was taken.

Members Present:

C/CAG Members:

Alicia Aguirre, Maryann Moise Derwin, Diane Papan

SMCTA Members:

Don Horsley, Rico Medina, Emily Beach

Members Absent:

None.

Staff Present:

Sandy Wong – Executive Council

Jim Hartnett – Executive Council

Mima Guilles – Secretary

Tim Fox – Legal Counsel

Matthew Click – Program/Policy Manager for SMCEL JPA, HNTB

Samantha Soule – HNTB

Sean Charpentier, Van Ocampo – C/CAG staff supporting SMCEL JPA

Joe Hurley, April Chan, Derek Hansel – TA staff supporting SMCEL JPA

Other members of the public were in attendance.

2.0 BRIEF OVERVIEW OF TELECONFERENCE MEETING PROCEDURES

Sandy Wong, Executive Council member, provided overview of the teleconference procedures.

3.0 PUBLIC COMMENT

Note: Public comment is limited to two minutes per speaker. Public comment permitted

on both items on the agenda and items not on the agenda.

In accordance with the agenda for this meeting, persons who wish to address the SMCEL- JPA Board on an item to be considered at this meeting, or on items not on this agenda, were asked to submit comments in writing to mguilles@smcgov.org by 8:00 AM on Friday May 8, 2020. Mima Guilles, Secretary, reported there were no public comments received by the deadline.

4.0 APPROVAL OF CONSENT AGENDA

This item is to set the final consent and regular agenda, and to approve the items listed on the consent agenda. All items on the consent agenda are approved by one action. There will be no separate discussion on these items unless members of the Board, staff or public request specific items to be removed for separate action.

- 4.1 Approval of the minutes of Board of Directors regular business meeting No. 10 dated April 10, 2020 APPROVED

Director Horsley **MOVED** to approve the Consent Agenda. Director Beach **SECONDED**. Roll call was taken. **MOTION CARRIED 6-0-0**

5.0 REGULAR AGENDA

- 5.1 Accept the Statement of Revenues and Expenditures for the Period Ending March 31, 2020. APPROVED

Director Beach asked where the special financial counsel is in the budget. Derek Hansel responded that it could be funded in the consultants line item in budget or as part of the cost of issuance of the bond.

Director Papan asked there were a separate line item for legal services. Derek Hansel responded that there is a separate line item for legal counsel provided from the County Counsel. .

Director Papan **MOVED** to approve item 5.1. Director Medina **SECONDED**. Roll call was taken. **MOTION CARRIED 6-0-0**

- 5.2 Presentation and update on the US 101 Express Lanes Project. INFORMATION

The SMCEL-JPA Board received a presentation from Leo Scott of Gray Bowen Scott, on the US 101 Express Lanes Project. The presentation consists of construction progress, COVID-19 impact and opportunities and public outreach.

Director Papan asked how are the neighbors doing and is the pile driving during day time. Leo Scott responded and said, yes, it is day time pile driving only, 8:00am - 5:00pm. So far, neighbors hasn't much complained. The message and communication are apparently getting across and the neighbors seem to be

satisfied to as what they are hearing. Director Horsley asked if the pile driving causes much vibration to the neighborhood. Leo Scott responded and said, it can. It depends on the soil conditions and size of the hammer they use to drive the pile. One of the things they must and have done is to take a visual survey of the properties that are within the distance of that actual operation.

Chair Aguirre asked if there were any production or cost lost since crews were demobilized for two weeks? Leo Scott responded and said at the moment they don't believe so. Kiewit will make up for their loss of production.

Director Papan asked if they are also on social media. Leo said yes, Caltrans is using Twitter, we are using their Facebook page, San Mateo City staff is using NextDoor and your email distribution list for the City and newsletter. Director Medina asks if we are reaching out in other languages. Leo Scott said yes. Radio ads were in Chinese, Spanish and in English. The traffic advisories and press releases are generally in English for the media purposes. Will have to check specifically to find out how much we are translating.

5.3 Presentation of the Preliminary Fiscal Year 2021 JPA Budget. INFORMATION

The SMCEL-JPA Board received a presentation from Derek Hansel on the San Mateo County Express Lanes JPA FY21 Preliminary Budget. SMCTA and CCAG will provide loans to the SMCEL-JPA for FY 2021 operations, to be repaid after the San Mateo express lanes generate revenues. For Fiscal Year (FY) 2021, C/CAG's share of the advance is \$917,244 and SMCTA's share of the advance is \$1,270,463. Those amounts are based on the assumption that each agency will loan funds to cover its own staff support and its own internal costs, while other non labor costs such as consultant costs are split equally between CCAG and SMCTA.

Director Beach asked for clarification regarding the budget of 3.58 FTE. She asked if that would be equivalent to about 8 staff members spending nearly half of their workdays every day working for the SMCEL-JPA.

Derek Hansel responded that there are more than 8 staff billing to this account.

5.4 Informational Update on Amendment #1 of the Toll System Cooperative Agreement. INFORMATION

The SMCEL-JPA Board received a brief update from Samantha Soules of HNTB. Just a refresher that the JPA is in a current coop agreement with BAIFA for the design portion of the project. This is a \$3M agreement and now with the \$45M coming in for the toll system, this amendment is going to address the larger phase of implementation. The amendment is also going to incorporate the two openings and some of the terms that are being contemplated we'll make sure we pull forward all of the decisions that has been made recently. Some other highlights, this is going to go through to implementation at the time of tolling commencement there will be another agreement separate from this coop that will be negotiated for the operation maintenance and phase. Will be working on that

as soon as this is completed. Topics that are being addressed on cost sharing between JPA and BAIFA and cost and schedule control, this will be how the JPA address states the issues on progress, status for budget and be able to negotiate and cooperate on any changes necessary during the implementation. Other items such as liquidated damages and indemnification are also going to be covered in this amendment. Staff will continue working with BAIFA on these topics and bring an Amendment for adoption to the SMCEL-JPA Board, the TA, and C/CAG in June.

Director Papan asked when talking about liquidated damages, are you talking about the contractors? Samantha Soules responded that the toll system integrator that is hired by BAIFA to deliver the toll system does have liquidated damages in event of a project delay, this agreement as they are not a named party, would pull forward any kind of condition in which the JPA would share note in that conversation if there were a project delay.

6.0 REPORTS

a) Chairperson Report.

None.

b) Member Communication.

None.

c) Executive Council Report.

Jim Harnett reported that the May TA board meeting, that there was a discussion on an information item related to the potential loan from the TA to this JPA. The staff presented information as to options that can be pursued in connection with the terms of the loan. His understanding that the JPA finance committee will be discussing it in the next couple of weeks. The goal is to derive a common set of terms that could be approved by the Board on the next June meeting.

Sandy Wong informed the board that in accordance with the Joint Exercise of Powers Agreement, the Board will need to elect a Chair and Vice Chair at the next meeting in June. In addition, the Chair and Vice Chair shall rotate between the two member agencies. An item will come forward to the next month meeting.

d) Policy/Program Manager Report.

Matt Click reported out on the equity study that it was successfully negotiated a scope of work, final budget and schedule with ARAP. They will proceed with the work next week. We've been reached out by MTC there is extreme interest in our sister agencies about what we're doing in the area of equity. They have interest in doing something broader and what to look at equity regionally. Also we are going to be sitting the equity study advisory group and would like one member from this board. Chair Aguirre has volunteered to sit on the advisory group. The board has agreed that the Chair would represent well.

7.0 WRITTEN COMMUNICATIONS

None.

8.0 NEXT REGULAR MEETING

June 12, 2020

ADJOURNMENT – 10:01 a.m.