

**FOOTHILL/EASTERN TRANSPORTATION CORRIDOR AGENCY
BOARD OF DIRECTORS
AGENDA**

**September 11, 2008
9:30 a.m.**

**TCA Offices
125 Pacifica, Irvine, CA 92618**

AGENDA DESCRIPTIONS

The Agenda descriptions are intended to give notice to members of the public of a general summary of items of business to be transacted or discussed. The listed Action represents staff's recommendation. The Board may take any action it deems to be appropriate on the agenda item, and is not limited in any way by the recommended action.

In compliance with the Americans with Disabilities Act, those requiring special accommodation for this meeting should notify the Clerk of the Board 24 hours prior to the meeting at (949) 754-3400. The Agenda is posted at the TCA office and is also available on the web site at www.thetollroads.com. Materials distributed to the majority of the members of the TCA Board or Committee in connection with any matter subject to consideration at this meeting in open session are available for public inspection at the TCA offices.

I. CALL TO ORDER

PLEDGE OF ALLEGIANCE

(Chairman Jerry Amante)

INVOCATION

(Director Pat Bates)

ROLL CALL

Chairman Jerry Amante	City of Tustin
Director Sam Allevato	City of San Juan Capistrano
Director Lisa Bartlett	City of Dana Point
Director Pat Bates	County of Orange, 5 th District
Director Neil Blais	City of Rancho Santa Margarita
Director Carlos Bustamante	City of Santa Ana
Director Bill Campbell	County of Orange, 3 rd District
Director Jim Dahl	City of San Clemente
Vice Chairman Peter Herzog	City of Lake Forest
Director Jan Horton	City of Yorba Linda
Secretary Lucille Kring	City of Anaheim
Director Beth Krom	City of Irvine
Director Lance MacLean	City of Mission Viejo
Director Mark Murphy	City of Orange
Director Chris Norby	County of Orange, 4 th District
Cindy Quon, Ex Officio Member	Caltrans

II. PUBLIC COMMENTS

At this time members of the public may address the Board regarding any items within the subject matter jurisdiction of the Board, but no action may be taken on off-agenda items unless authorized by law. Comments shall be limited to three (3) minutes per person and twenty (20) minutes for all comments, unless the Chairman, subject to the approval of the Board, sets different time limits.

III. CONSENT CALENDAR (Items 1 – 5)

All matters listed under the Consent Calendar are considered to be routine and will be enacted by one vote. There will be no discussion of these items unless Board Members request specific items to be removed from the Consent Calendar for separate action.

1. **MINUTES, FOOTHILL/EASTERN BOARD MEETING, AUGUST 14, 2008**
(Annita Henzie, Clerk of the Board)
REPORT NO. 2: (2008F-001)
ACTION: Approve Minutes.

2. **INVESTMENT REPORT F/ETCA**
(Brenda Shott, Acting Chief Financial Officer)
REPORT NO. 6: (2008F-003)
The Foothill/Eastern Investment Portfolio is in compliance with the California Government Code as of July 31, 2008. The portfolio is also in compliance with the F/ETCA Investment Policy as of July 31, 2008.
ACTION: Receive and file.

3. **FOURTH QUARTER FISCAL YEAR 2008 BUDGET STATUS REPORT**
(Amy Suchomel, Controller)
REPORT NO. 8 (2008F-006)
Through the end of Fiscal Year 2008, the Agency received a total of \$158.1 million in revenue or 85.4% of the annual budget. Net Toll Revenue, Fees and Penalties, Development Impact Fees, Interest Earnings, and Grant Revenue are below the amounts expected at 88.6%, 96.3%, 49.8%, 97%, and .6% respectively of the annual budget. Total budgeted uses are under budget at \$238.5 million or 88.7% of the amended budget. The annual audit is currently in process; therefore, the numbers in this report are preliminary.
ACTION: Receive and file.

4. CONTRACT AMENDMENT FOR UPGRADE OF CONTROL CENTER

(Jim Rhodes, Deputy Director, Technology)

REPORT NO. 10: (2008J-010)

In April 2008, the Boards authorized a contract with Commercial Construction Services to modify the Irvine Ranch toll plaza as part of the Control Center and Surveillance Video upgrade.

Part of the modification was to move the electrical power for the air conditioning system to the generator backed-up electrical panel. The contractor proposed solution would require a total shutdown of the Irvine Ranch toll plaza for two hours. Staff proposed an alternate and less risky solution to the contractor which would avoid the shutdown but increase the cost beyond the current Board authorized funding. An amendment to the contract and additional funding is required to implement the alternate solution. Funding to cover the contract amendment is available in the approved FY '09 budget.

ACTION: Authorize the CEO to execute an amendment to contract K000374 with Commercial Construction Services (CCS) for \$2,966 to add an air conditioning system electrical panel. This amendment would increase the contract value from \$25,619 to \$28,585.

5. APPROVAL OF ADDITIONAL INVESTMENT BROKER/DEALERS

REPORT NO. 8: (2008F-031)

Staff recommends adding five additional broker/dealer firms to the Agency's listing of approved broker/dealer firms. These firms, recommended by the Agency's financial advisors, will provide additional levels of expertise with the investment of the Agency's reserve funds. The inclusion of these firms will increase the number of authorized firms to 17, providing the Agency with more flexibility and the opportunity to better maximize its return on investment through additional competition. The broker/dealer listing will be reviewed again in December 2008 in conjunction with the annual adoption of the Investment Policy.

ACTION: Approve the following five additional banks and investment firms to the listing of Board authorized broker/dealers:

- Cantor Fitzgerald
- Citibank
- JPMorgan/Chase
- Lehman Brothers
- Wachovia Bank

IV. BOARD BUSINESS (Items 6-7)

6. **PRINTING AND MAILHOUSE SERVICES**

(Joyce Hill, Toll Operations Manager)

REPORT NO. 12: (2008J-027)

In order to continue providing excellent customer service, and in an effort to achieve operational savings and efficiencies, staff is requesting authorization for the CEO to execute a three-year contract with DataProse in an amount not-to-exceed \$535,931. The total contract values of \$375,152 for F/ETCA and \$160,779 for SJHTCA would provide printing and mailing services for FasTrak statements and violation notices through October 31, 2011. A 5% contingency in the total amount of \$26,797 is requested to cover volume fluctuations and minor contract amendments, as needed.

Recommend to the Board:

- ACTION:
1. Authorize the Chief Executive Officer (CEO) to execute a three-year contract with DataProse to provide printing and mailing services for the Agency in an amount not-to-exceed \$375,152 through October 31, 2011.
 2. Authorize the CEO to execute additional changes to this contract within 5% of the authorized expenditure value (\$18,758) without further Board action.

7. **TOLL ATTENDANT RECOGNITION**

(Steve Loughry, Manager, Cash Operations)

Pat Blair, Mahesh Shah, Bijan Momtaz and Jeanell Johnson will be recognized for their exemplary efforts as Toll Attendants on the Foothill/Eastern Toll Road.

8. **CHIEF EXECUTIVE OFFICER'S REPORT**

(Thomas Margro, CEO)

- Water Quality/Sediment Impact Assessment, Peer Review #3**
Paul Bopp, Foothill-South Corridor Manager
(Verbal presentation, no action required.)

9. **DIRECTORS' REPORTS AND NEW BUSINESS**

(Jerry Amante, Chairman)

V. CLOSED SESSION

CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION

Government Code Section 54956.9(a)

Pamela Mathews Avery et. al. v. San Joaquin Hills Transportation Corridor Agency,
Foothill/Eastern Transportation Corridor Agency et. al.
(Orange County Superior court Case No. 07CC00004)

CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION

Government Code Section 54956.9(a)

California State Parks Foundation, et al. v. Foothill/Eastern Transportation Corridor
Agency, et al.
(San Diego Superior Court, Case No. GIN 051194)

CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION

Government Code Section 54956.9(a)

People of the State of California, ex rel. Bill Lockyer, et al. v. Foothill/Eastern
Transportation Corridor Agency, et al.
(San Diego Superior Court, Case No. GIN 051371)

CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION

Government Code Section 54956.9(a)

Native American Heritage Commission v. Foothill/Eastern Transportation Corridor
Agency
(San Diego Superior Court, Case No. GIN 051370)

CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION

Government Code Section 54956.9(a)

Rancho Mission Viejo, LLC v. Foothill/Eastern Transportation Corridor Agency
(Orange County Superior Court Case No. 07CC00688)

CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9
(Three potential cases)

CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION

Building Industry Assn. Of Southern California v. Kempthorne
(U.S. District Court, Central District of California, Case No. CV 01-7028 SVW
(CTx))

CONFERENCE WITH REAL PROPERTY NEGOTIATORS

Government Code Section 54956.8

Property: Saddle Creek South Parcel, APN 856-023-14, 856-023-18 and 856-023-19

Agency Negotiators: Thomas Margro, Terry Swindle, Valarie McFall

Negotiating Parties: Foothill/Eastern Transportation Corridor Agency and Rutter Development. Under negotiation: Purchase price and terms of payment

CONFERENCE WITH LEGAL COUNSEL -- ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of Government Code section 54956.9 --

Two potential cases.

VI. ADJOURNMENT

This meeting will be adjourned in memory of the victims of the terrorist attacks on September 11, 2001. The next regularly scheduled meeting of the Foothill/Eastern Board of Directors will be October 9, 2008 at 9:30 a.m., TCA Offices, 125 Pacifica, Irvine, CA 92618