



# MINUTES

## *Board of Directors' Meeting*

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### **Call to Order**

The February 18, 2020, Board of Directors (Board) meeting of the Los Angeles - San Diego – San Luis Obispo (LOSSAN) Rail Corridor Agency (Agency) was called to order by Chairman Murray at 11:01 a.m. at the Orange County Transportation Authority Headquarters, Board Room – Conference Room 07-08, 550 South Main Street, Orange, California.

Chairman Murray announced that several of the Directors would participate in today's meeting via teleconferencing, and all votes would be taken by roll call.

Directors Present:	Al Murray, Chairman John Fasana, Metro Caylin Frank, SDMTS (teleconference) Gregg Hart, SBCAG Ellie Haviland, SANDAG (teleconference) Bryan MacDonald, VCTC (teleconference) David Perry, Metro Tim Shaw, OCTA Fred Strong, SLOCOG Andrew Cook for Kyle Grading, Caltrans, Ex-Officio Tamika Smith, Amtrak, Ex-Officio
Directors Absent:	Dana Reed, Vice Chairman Jewel Edson, NCTD (teleconference) Jess Talamantes, Metro Kyle Grading, Caltrans, Ex-Officio
Staff Present:	Jennifer L. Bergener, Immediate Past Managing Director Donna DeMartino, Managing Director Gina Ramirez, LOSSAN Deputy Clerk of the Board Cassie Trapesonian, Assistant General Counsel

## **Pledge of Allegiance**

The pledge of allegiance was led by Director Hart.

### **1. Public Comments**

There were no public comments.

## **Special Calendar**

### **2. Election of Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency Board of Directors Chairman**

Cassie Trapesonian, Assistant General Counsel, reported on the LOSSAN Rail Corridor Agency bylaws, which states at the first meeting of every year, the Board of Directors (Board) is to elect a Chairman and Vice Chairman to serve for a one-year term. Ms. Trapesonian noted the Board could take these as separate actions or combine Items 2 and 3 as one action.

Chairman Murray stated both Items 2 and 3 would be combined into one item and called for nominations for the LOSSAN Rail Corridor Agency Board Chairman and Vice Chairman.

Immediate Past Chairman MacDonald suggested that the Board re-elect Chairman Murray and Vice Chairman Reed to allow for a smooth transition from Jennifer L. Bergener, Immediate Past Managing Director, to Donna DeMartino, the newly hired Managing Director.

Ms. Bergener stated that Vice Chairman Reed was not able to attend today and extended his appreciation to the full Board for the nomination and would be happy to serve in that capacity.

A motion was made by Director MacDonald, seconded by Director Strong, and following a roll call vote, declared passed 8-0, to re-elect current Chairman Al Murray as Chairman of the LOSSAN Rail Corridor Agency Board of Directors for 2020.

Director Perry was not present to vote.

**3. Election of Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency Board of Directors Vice Chairman**

A motion was made by Director MacDonald, seconded by Director Strong, and following a roll call vote, declared passed 8-0, to re-elect current Vice Chairman Dana Reed as Vice Chairman of the LOSSAN Rail Corridor Agency Board of Directors for 2020.

Director Perry was not present to vote.

**Consent Calendar (Items 4 through 8)**

**4. Approval of Minutes**

A motion was made by Director Strong, seconded by Director Fasana, and following a roll call vote, declared passed 8-0, to approve the minutes of the LOSSAN Agency Board of Directors meeting of November 18, 2019.

Director Perry was not present to vote.

**5. Fiscal Year 2019-20 First Quarter Budget Status Report**

A motion was made by Director Strong, seconded by Director Fasana, and following a roll call vote, declared passed 8-0, to receive and file as an information item.

Director Perry was not present to vote.

**6. The Los Angeles - San Diego - San Luis Obispo Rail Corridor Trends for the Fourth Quarter of Federal Fiscal Year 2018-19**

A motion was made by Director Strong, seconded by Director Fasana, and following a roll call vote, declared passed 8-0, to receive and file as an information item.

Director Perry was not present to vote.

**7. Approval to Release Request for Proposals for Pacific Surfliner Digital Marketing Services**

This item was pulled by Director Fasana, who inquired about the second sentence on Page 2 of the staff report regarding the "informal \$50,000 contract was awarded for a one-year term".

Jennifer L. Bergener, Immediate Past Managing Director, highlighted the informal procurement process.

## 7. (Continued)

A motion was made by Director Fasana, seconded by Director Strong, and following a roll call vote, declared passed 8-0, to:

- A. Approve the proposed evaluation criteria and weightings for Request for Proposals 0-2025 to provide digital marketing services for the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency.
- B. Approve the release of Request for Proposals 0-2025 for digital marketing services for the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency for a one-year initial term with two, one-year option terms.

Director Perry was not present to vote.

## 8. Amendment to Agreement for Website Design and Development Services

A motion was made by Director Strong, seconded by Director Fasana, and following a roll call vote, declared passed 8-0, to authorize the Managing Director to negotiate and execute Amendment No. 6 to agreement No. L-7-1917 between the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency and Nansen Inc., to exercise the first option term of the agreement, in the amount of \$301,140, to provide continued website design and development services for the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency marketing program. This will increase the maximum obligation of the agreement to a total contract value of \$1,048,640.

Director Perry was not present to vote.

## Regular Calendar

Chairman Murray announced that staff would like Regular Calendar Item 12 "Agreement with Union Pacific Railroad to Implement Two Additional Passenger Train Pairs" to be presented as the first Regular Calendar matter before Items 9, 10, and 11.

## **12. Agreement with Union Pacific Railroad to Implement Two Additional Passenger Train Pairs**

Jennifer L. Bergener, Immediate Past Managing Director, provided opening comments and introduced James D. Campbell, Program Manager, who provided an overview of the item as follows:

- The agreement with Union Pacific Railroad is to finalize and deliver the capital improvements and infrastructure enhancements necessary for additional service north of Los Angeles.
- Phase 1 focuses on the projects and enhancements necessary to implement a third-round trip to San Luis Obispo.
- Phase 2 focuses on the remaining capital improvements and enhancements required to implement a seventh-round trip to Goleta.
- A \$7.3 million gap to fully fund the entire \$124.6 million program of projects is included in the agreement.
- There is enough funding to fully deliver the Phase 1 projects necessary to implement the third-round trip to San Luis Obispo. To achieve this additional round trip by the end of 2020, Union Pacific has stated that they must begin the delivery of the Phase 1 projects by the end of March.
- During the implementation of Phase 1 projects, staff will continue to work with the California Department of Transportation (Caltrans) and the California State Transportation Agency (CALSTA) to identify sources to fill the \$7.3 million funding gap.

A lengthy discussion ensued regarding:

- Time frames of Phase 1 and Phase 2.
- What the benefits of the Phase 1 project for Ventura or Santa Barbara Counties.
- Gap funding needed and the estimated time it will take to resolve the issues with CALSTA and Caltrans to get to an agreement.

## 12. (Continued)

A motion was made by Director Strong, seconded by Director Hart, and following a roll call vote, declared passed 8-0, to:

- A. Authorize the Managing Director to negotiate and execute an agreement between the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency and Union Pacific Railroad for a not-to-exceed amount of \$124,600,000 to design and construct the capital improvements necessary to implement two additional roundtrips north of Los Angeles.
- B. Amend the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency's fiscal year 2019-20 revenue and expense budget in the amount of \$35,000,000 to reflect the estimated amount of project activity through the remainder of fiscal year 2019-20.

Director Perry was not present to vote.

## 9. **Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency Fiscal Year 2018-19 Annual Financial Audit**

Jason Jewel, Finance and Administration Manager, reported that in conjunction with the managing agency, the Orange County Transportation Authority (OCTA), Crowe LLP, was selected to provide financial statement audit services for three fiscal years.

Mr. Jewell reported that all deliverables provided an unmodified clean audit opinion. No deficiencies identified in the internal controls that would be considered material weaknesses.

Mr. Jewell thanked Kathy Lai of Crowe LLP, and her team for their professionalism, collaboration, and input throughout the process. He also thanked LOSSAN Agency staff member Nerida Villasenor, Senior Accounting Analysts, for all her hard work and dedication.

Following the discussion, no action was taken on this receive and file for information item.

## **10. Final Draft Business Plan for Fiscal Years 2020-21 and 2021-22**

Roger Lopez, Manager of Planning & Analysis, provided background and an overview for this item of the following:

- The final draft of the LOSSAN Rail Corridor Agency's annual business plan is ready for submittal for fiscal years 2020-21 and 2021-22 to the Secretary of the California State Transportation Agency by April 1, 2020.
- Key assumptions for the business plan include staffing levels, projections on ridership, revenue increases, and overall cost assumptions.
- The draft business plan has been to the Technical Advisory Committee, and the next step is to seek final Board approval at the March 16, 2020 Board meeting.

A motion was made by Chairman Murray, seconded by Director Fasana, and following a roll call vote, declared passed 9-0, to direct staff to incorporate comments received from the Board of Directors into the Los Angeles - San Diego - San Luis Obispo Rail Corridor Agency Business Plan for fiscal years 2020-21 and 2021-22 and return to the Board of Directors on March 16, 2020, to seek final approval.

## **11. Continuance of the Pacific Surfliner Peak-Period Service Between Los Angeles - Ventura - Santa Barbara Counties**

Jennifer L. Bergener, Immediate Past Managing Director, provided a brief overview of the item.

A lengthy discussion ensued regarding the continuance of the cost-sharing arrangement with Santa Barbara County Association of Governments, a decrease in ridership and revenue, and any conflicts with the business plan while continuing the service.

A motion was made by Director Hart, seconded by Director Strong, and following a roll call vote, declared passed 9-0, to authorize the Managing Director to negotiate and execute an agreement with the Santa Barbara Association of Governments in an amount not to exceed \$1,861,880, for cost-sharing to facilitate the continuance of peak-period service between Los Angeles - Ventura and Santa Barbara counties, for a period of one year through March 31, 2021.

## Discussion Items

### 13. Pacific Surfliner Fourth Quarter On-Time Performance Analysis for Federal Fiscal Year 2018-19

Roger Lopez, Manager of Planning & Analysis, presented a PowerPoint presentation for this item on the following:

- Monthly Average Endpoint On-Time Performance (OTP) – Systemwide;
- Federal Fiscal Year (FFY) 2018-19 4<sup>th</sup> Quarter (Q4) Monthly Average Endpoint OTP: Detail by Train;
- Delays by Responsible Party FFY 2017-18 Q4 v. FFY 2018-19 Q4;
- Delays by Delay Category & Responsible Party FFY 2017-18 Q4 v. FFY 2018-19 Q4;
- FFY 2018-19 Q4 (July–September) Host Responsible Delays by Delay Category;
- Initial Terminal Performance: FFY 19 Q4;
- Total Delay Distribution – By Location;
- Train 777 – Delay Analysis;
- Train 774 – Delay Analysis;
- Train 785 – Delay Analysis;
- Conclusions – Q4; and
- Questions.

### 14. Pacific Surfliner Marketing Update

Emilia Doerr, Marketing & Communications Officer, presented a PowerPoint presentation for this item of the following:

- Performance Summary;
- Year-Over-Year Performance;
- Always-On Campaigns;
- Driving Awareness;
- Driving Consideration;
- Driving Conversions;
- Companion Travel Promotion;
- Pacific Surfliner Game of the Week;
- College and Student Marketing;
- Big West Conference;
- Big West Universities on Pacific Surfliner Route;
- Big West Conference; and
- Looking Ahead.



## **15. Managing Director's Report**

- Jennifer L. Bergener, Immediate Past Managing Director, announced Donna DeMartino as the new LOSSAN Agency's Managing Director.
- Introduced Tamika Smith, as the new Ex-Officio Director of State Supported Services for Amtrak.

## **16. Board Members' Report**

- Director MacDonald provided his appreciation for all the work that Ms. Bergener has done for the LOSSAN Rail Corridor Agency.
- Director Haviland reported that on January 21, 2020, LOSSAN Agency staff participated in the first LOSSAN San Diego Regional Rail Corridor Working Group meeting lead by CALSTA, David Kim. This working group will examine climate change resiliency issues and develop plans for the LOSSAN rail corridor. Special attention will be given to the Del Mar bluffs and identifying funds to implement short term improvements and solutions to address long term needs.
- Director Smith is looking forward to being a part of the LOSSAN Agency's Board.
- Directors Cook, Hart, Perry, and Strong congratulated Ms. Bergener on her new position and complimented her excellent work performance for the LOSSAN Agency.
- Director Shaw discussed the Federal Transit Administration triennial audit for OCTA. It was a very successful audit year for OCTA, and congratulations to management for all their hard work.
- Director Fasana encouraged the Board to hold some of the meetings at the Los Angeles County Metropolitan Transportation Authority and noted the Board Room availability for May, June, and September.
- Chairman Murray thanked Ms. Bergener for her work at the LOSSAN Agency and wished her the best in her next endeavor.

## **17. Closed Session**

There was no Closed Session scheduled.



**18. Adjournment**

The meeting was adjourned at 12:28 p.m.

The next regularly scheduled meeting of this Board will be held:

**Monday, March 16, 2020**

11:15 a.m. - 12:30 p.m.

Orange County Transportation Authority Headquarters

Board Room - Conference Room 07-08

550 South Main Street

Orange, California.

ATTEST:

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Al Murray  
LOSSAN Agency Chairman

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Gina Ramirez  
LOSSAN Agency Deputy Clerk  
of the Board