

Agenda Item No. 3



**PLEASE NOTE:**

**In an effort to conserve paper, copies of the agenda items and staff reports for the February 21, 2007, SMART District Board meeting are not included in this packet, but are available in the Office of the District Secretary.**



## **AGENDA: SMART DISTRICT BOARD MEETING**

**February 21, 2007**

**1:30 PM**

Sonoma County Board of Supervisors Chambers  
575 Administration Drive, Suite 102-A, Santa Rosa

- I. Call to Order
- II. Minutes of the January 17, 2007 SMART Meeting – **DISCUSSION/ACTION\*\***
- III. Consent Agenda – **DISCUSSION/ACTION\*\***
  - III-1. SMART Financial Update Project Cost Report - **INFORMATION \*\***
  - III-2. John Nemeth Merit Increase
- IV. Agenda Review
- V. Public Comment on Items Not on the Agenda (Comments Limited to 3 Minutes)
- VI. SMART General Manager Report (Lillian Hames) – **DISCUSSION**
- VII. Real Estate Committee Report (Lucrecia Milla) – **DISCUSSION**
- VIII. Annual Audit Report – (Lillian Hames/Scott Catania) – **DISCUSSION/ACTION\*\***
- IX. RFQ Environmental Impact Study – (Lillian Hames) **DISCUSSION/ACTION\*\***
- X. CalPark Tunnel Cost Sharing Agreement – (Lillian Hames) **DISCUSSION/ACTION\***
  - A. Updated Costs
  - B. Regional Measure 2: Initial Project Report Update
- XI. Gap Closure Project Update – (Lillian Hames) **DISCUSSION/ACTION\***
  - A. Status Report
  - B. MOU: Track Relocation/Costs
- XII. Review of SMART Easement Policy – (Lillian Hames/Lucrecia Milla)  
**DISCUSSION/ACTION\*\***
- XIII. Resolution 2007-02 SMART Property Fees – **DISCUSSION/ACTION\*\***
  - A. Revised Fee Structure
  - B. Resolution 2007-02
- XIV. Appointment to Real Estate Committee – (Mike Kerns) **DISCUSSION/ACTION**
- XV. **Closed Session**
  - a. Closed Session: Conference with Real Property Negotiator (Govt. Code. Section

54956.8)

Property: Northwestern Pacific Railroad (NWP) Right-of-Way from NWP Milepost 38.88 in Petaluma, Sonoma County.

District Negotiator: Lillian Hames, General Manager

Negotiating Parties: City of Petaluma

Owner: SMART District

b. Closed Session: Conference with Real Property Negotiator (Govt. Code. Section 54956.8)

Property: Northwestern Pacific Railroad (NWP) Right-of-Way from NWP Milepost 53.8 in Santa Rosa, Sonoma County.

District Negotiator: Lillian Hames, General Manager

Negotiating Parties: Railroad Square, LLC

Owner: SMART District

c. Closed Session: Conference with Real Property Negotiator (Govt. Code. Section 54956.8)

Property: Northwestern Pacific Railroad (NWP) Right-of-Way from NWP Milepost 17.5 in San Rafael, Marin County; Gap Closure Project

District Negotiator: Lillian Hames, General Manager

Negotiating Parties: TAM, Caltrans

Owner: SMART District

d. Closed Session Conference with Legal Counsel-Anticipated Litigation.

Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9 Anna Carissa Suarez v. SMART, et al. (Sonoma County Superior Court, case number 2399507)

e. Closed Session: Conference with Real Property Negotiator (Govt. Code. Section 54956.8)

Property: Northwestern Pacific Railroad (NWP) Right-of-Way from NWP Milepost 53.8 in Santa Rosa, Sonoma County.

District Negotiator: Lillian Hames, General Manager

Negotiating Parties: Santa Rosa Cannery, LLC

Owner: SMART District

**XVI.** Report on Closed Session

**XVI.** Next Meeting Date: March 21, 2007, **1:30 pm**, San Rafael City Council Chambers, San Rafael – **DISCUSSION/ACTION**

**XVII.** Adjournment - **ACTION**

DISABLED ACCOMMODATION: if you have a disability that requires the agenda materials to be in an alternate format or that requires an interpreter or other person to assist you while attending this meeting, please contact SMART at least 72 hours prior to the meeting to ensure arrangements for accommodation.

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\* Information will be provided at the meeting. \*\* Information attached.



**MINUTES OF SMART BOARD MEETING  
January 17, 2007  
1:30 PM San Rafael City Council Chambers  
City Hall, 1400 Fifth Street  
San Rafael**

**I Call to Order**

Chair Boro brought the meeting to order. The following Directors were present:

Mike Kerns  
Deborah Fudge  
Peter Breen  
Charles McGlashan  
Jim Eddie  
Carole Dillon-Knutson  
Mike Reilly  
Barbara Pahre

Directors Hal Brown and Bob Jehn were absent

**II Minutes of the December 20, 2006 SMART Meeting**

Chair Boro asked for approval of the December 20, 2006 SMART Board meeting minutes. Vice Chair Kerns moved to approve the minutes, Director McGlashan seconded. The minutes were unanimously approved.

**III Consent Agenda**

Chair Boro brought up the Consent Agenda and asked for approval. Director Dillon-Knutson requested that abbreviations be spelled out when initially used in future minutes and agenda reports. Vice Chair Kerns moved to approve and Director Eddie seconded; with no dissenting votes, the consent agenda was approved.

**IV Agenda Review**

Chair Boro stated item XI would be removed from today's agenda and carried over to the next meeting. Chair Boro asked if there were any other changes to the Agenda from staff or the Board. There were none.

**V Public Comment on Non-Agenda Items**

Chair Boro asked if there were any comments from the public. There were none.

## **VI SMART General Manager Report**

Ms. Hames stated that the Frances Wilson vs. SMART law suit had been resolved. Greg Dion noted that the law suit had been dismissed as to SMART and the Golden Gate Bridge District without prejudice.

## **VII Real Estate Committee Report**

Lucrecia Milla stated that the January 3, 2007 Real Estate Committee Meeting was cancelled. She went on to explain a weekly meeting/conference call had been initiated with NCRA to address upgrades to the NWP corridor. She noted that staff was also working on encroachment requests for a sidewalk project in Penngrove and on-going staff review of the CalPark Tunnel engineering costs.

## **VIII Authorization for EIS(Environmental Impact Summary) Field Studies**

Ms. Hames stated Staff has been working on developing a detailed scope and schedule for federal environmental clearance. Due to the requirement of multiple field studies in one 12 month period, Staff is recommending that this specific work proceed now as to not lose a year of analysis. Garcia and Associates, one of SMART's EIR consultants has proposed a budget of \$22,000 to complete this analysis. Vice Chair Kerns moved the staff recommendation to move forward with this work. The motion was seconded by Director Fudge and passed unanimously.

## **IX Hanson Bridgett Contract Amendment**

Ms. Hames addressed this item noting that the Board authorized a not to exceed \$50,000 contract for on-call legal services provided by the Hanson Bridgett law firm in 2006. Hanson Bridgett's work has mainly been in the areas of railroad law and Staff is requesting the contract be extended for another year. David Schonbrunn stated his concern that this law firm works for multiple agencies and may have a conflict of interest. He was concerned they are becoming SMART's legal counsel. Ms. Hames stated that the law firm had provided services related to the Railroad Square development as well as other railroad law issues.

Chair Boro stated that the Sonoma County Counsel's Office is SMART's legal counsel. Hanson Bridgett is used only when special issues arise. , Vice Chair Kerns moved the recommendation and Director Pahre seconded. It passed unanimously.

## **X Amendment to Administration Code**

Ms. Hames provided the Board with an overview of the committee structure recommended for SMART in 2003. Two formal standing Board committees were initially instituted: Real Estate and Executive. An Operations Committee was discussed with the Board in 2003 but deferred until operating issues arose.

Staff was recommending that an Operations Committee be established now to address questions associated with the North Coast Railroad Authority (NCRA) operating agreements. Director Dillon-Knutson asked about the functions of the committee. Ms. Hames stated that the committee would be scheduled only when required and would address both short and long term operating issues; freight operation being the most immediate topic of discussion. Director McGlashan asked if these issues could be addressed at the Real Estate Committee. Ms. Hames noted that the Real Estate Committee agenda were generally very full.

Lionel Gambill stated he felt it would be important to continue looking more closely at operational issues. He felt this issue was crucial and should be addressed. Karen Nygren said SMART should have an Operations Committee.

Director Dillon-Knutson moved the recommendation to amend the Administrative Code to add the Operations Committee and Vice Chair Kerns seconded. It passed unanimously.

#### **XI Resolution 2007-02 SMART Property Fees**

As mentioned above in IV, item XI will be carried over to a future meeting.

#### **XII Election of Chair and Vice Chair and Appointment of Committee Members**

Director Reilly nominated Vice Chair Kerns to Chair the Board for 2007 and Director Dillon-Knutson seconded the nomination. It passed unanimously. Director Breen moved to nominate Director McGlashan as Vice Chair of the Board. This motion was seconded by Director Dillon-Knutson and passed unanimously. Chair Kerns thanked past Chair Boro for his hard work and dedication over the last year.

Chair Kerns noted his recommendations for committee assignments. The: Real Estate Committee included Committee Chairman McGlashan and Directors Boro, Kerns, Eddie and Jehn. The Executive Committee included Committee Chair Kerns and Directors McGlashan, Boro and Pahre. The Operating Committee included Committee Chair Fudge and Directors Jehn, Breen, Eddie and Dillon-Knutson. He asked if there were any amendments to these recommendations. There were no changes.

#### **X Closed Session**

Chair Kerns stated the Board would now go into closed session.

#### **XI Closed Session Report Out**

Mr. Dion stated on Item (a) regarding negotiations on Railroad Square an update was given by Staff and the Board appointed an Ad Hoc Committee made up of Past Chair Boro and Chair Kerns on specific items in regards to Railroad Square. Item (b) was not discussed. Item (c) regarding Suarez vs. SMART matter, direction was given to staff to authorize a cross complaint against any party that files cross complaints in that action. Item (d) was not discussed. Item (e) an update was given on Dutra and direction was given to staff.

Director Reilly asked if the Ad Hoc Committee regarding Railroad Square would be allowed to discuss other items or issues. Chair Kerns said his understanding was that Railroad Square would be the specific area of discussion although other items might also be discussed.

#### **XIII Next Meeting Date February 21, 2007 1:30p.m., Sonoma County Board of Supervisor Chambers**

Chair Kerns stated next meeting would be on February 21, 2007 at the Sonoma County Board of Supervisors Chambers in Santa Rosa.

#### **XIV Adjournment**

The meeting adjourned at 2:55 p.m.