

Agenda Item No. 3



PLEASE NOTE:

In an effort to conserve paper, copies of the agenda items and staff reports for the February 18, 2009, SMART District Board meeting are not included in this packet, but are available in the Office of the District Secretary.



AGENDA: SMART DISTRICT EXECUTIVE COMMITTEE MEETING

February 18, 2009

Immediately following Board Meeting

Sonoma County Board of Supervisors Chambers
575 Administrative Drive, Santa Rosa, California

- I. Call to Order
- II. Minutes of the January 7, 2009 Committee Meeting – **DISCUSSION/ACTION****
- III. Agenda Review
- IV. Committee Members Comments
- V. Public Comment on Items Not on the Agenda (Comments Limited to 3 Minutes)
- VI. General Manager's Report (Lillian Hames)
- VII. Strategic Plan Update (Lillian Hames)
 - a. Schedule
 - b. Oversight Committee
- VIII. SMART Staff Additions (Lillian Hames)
 - a. Staff Positions
 - b. Office Sites
 - c. Schedule
- IX. Review of SMART Board Agenda for Monthly Meeting***
- X. 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.

DOCUMENTS: Documents distributed by SMART for its monthly Board meeting or committee meetings, and which are not otherwise privileged, may be inspected at SMART's office located at 750 Lindero Street, Suite 200, San Rafael, CA 94901 during regular business hours.

* Information will be provided at the meeting, ** Information *** Amended Agenda Item



**MINUTES OF SMART EXECUTIVE COMMITTEE MEETING
January 7, 2009**

San Rafael Community Development Conference Room
San Rafael City Hall, 1400 Fifth Street
San Rafael, California

I. Call to Order

Chairman McGlashan brought the meeting to order. Deb Fudge, Mike Kerns and Barbara Pahre were present.

II. Approval of January 16, 2008 Minutes

Chair McGlashan asked if there were any changes to the minutes. There were none.

III. Agenda Review

Chair McGlashan asked if there were any changes. There were none. He asked that Agenda item IX be moved up due to the upcoming closed session.

IV. Committee Members Comments

Carol Dillon-Knutson asked about the status of the Novato South station discussions. Ms. Hames noted that staff meetings were being scheduled.

V. Public Comment on Items Not on the Agenda

Anita Franzi asked about the recent news on the Colorado Rail Car Company's closure. Ms. Hames explained how it might impact SMART's choices. Steve Birdleough asked about the costs of videotaping all of SMART's meetings. Staff was asked to look into this issue.

VI. General Managers Report

Ms. Hames gave the Committee an update on elements of community outreach work that was on-going as the agency was entering the final engineering stage of the project. The committee agreed that regular email updates, website editing and volunteer forms should be made available during this time. She also noted that PowerPoint presentations of technical presentations on the vehicle selection topic would be placed on the website. Ms. Hames consulted the committee on the contents of a Resolution for Hal Brown.

IX. Review of SMART Board Agenda for Monthly Meeting (Out of Order)

Ms. Hames gave an over view of proposed agenda items. Chair McGlashan noted that Committee assignments should be placed on the agenda. Greg Dion stated the

Committee of the Whole resolution would be brought to the Board and the amendments for new personnel.

VII. Closed Session: Performance Evaluation

VIII. Report on Closed Session

Direction was given to staff and there was nothing to report.

X. Adjournment

The meeting was adjourned at 3:15 p.m. Next meeting time to be determined.



AGENDA: SMART DISTRICT BOARD MEETING

February 18, 2009

1:30 PM

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

And via Telephone from
3505 Civic Center Drive, San Rafael, CA
314 Laurel Ct., Cloverdale, CA

- I. Call to Order
- II. Minutes of the January 21, 2009 SMART Meeting – **DISCUSSION/ACTION****
- III. Consent Agenda – **DISCUSSION/ACTION****
 - III-a SMART Financial Update Project Cost Report - **INFORMATION ****
 - III-b Joe Walsh Contract Extension- **DISCUSSION/ACTION****
 - III-c Chris Coursey Contract – **DISCUSSION/ACTION****
 - III-d Travel and Meal Reimbursement Policy - **DISCUSSION/ACTION****
 - III-e Authorization to Travel to Portland and San Diego - **DISCUSSION/ACTION****
 - III-f SMART Committee Assignments - **DISCUSSION/ACTION****
 - III-g Personnel Ordinance 2009-01 and Resolution 2009-02 Amendment to Conflict of Interest Code
- IV. Public Comment on Items Not on the Agenda (Comments Limited to 3 Minutes)
- V. SMART General Manager Report (Lillian Hames) – **DISCUSSION**
- VI. Next Board Meeting Date: March 18, 2008 San Rafael City Council Chambers – **DISCUSSION/ACTION**

Special Operations Committee Meeting Date: February 27, 2009 Portland, Oregon – **DISCUSSION/ACTION**

Special Operations Committee Meeting Date: March 2, 2009, San Diego, California– **DISCUSSION/ACTION**

Next Real Estate Committee Meeting Date: March 4, 2009 at 10:00 AM San Rafael City Council Chambers, San Rafael, CA – **DISCUSSION/ACTION**

Next Operations Committee Meeting Date: March 11, 2009 at 1:30 PM Sonoma County Board of Supervisor Chambers, 575 Administration Drive, Ste. 102-A, Santa Rosa, CA– **DISCUSSION/ACTION**

VII. Adjournment – ACTION

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**MINUTES OF SMART BOARD MEETING
January 21, 2009
San Rafael City Council Chambers
1400 Fifth Street
San Rafael, California**

I Call to Order

Chair McGlashan brought the meeting to order. The following Board members were present:

Judy Arnold
Peter Breen
Carole Dillon-Knutson
James Eddie
Debora Fudge
Mike Kerns
Barbara Pahre
Carol Russell

II Minutes of the December 17th, 2008 SMART Meeting

Motion was made by Director Kerns and seconded by Director Dillon-Knutson to approve the minutes of the December 17, 2008 SMART Board meeting. Motion passed.

III Consent Agenda

Chair McGlashan introduced the Consent Agenda and stated that Items b & c would be pulled from today's agenda. Motion was made by Director Kerns and seconded by Director Dillon-Knutson to approve the Consent Agenda. Chair McGlashan thanked Director Brown for his service on the Board. Director Pahre thought the resolution was very appropriate and asked Chair McGlashan to read it.

Chair McGlashan asked Greg Dion to explain the corrections to the Consent Agenda. Mr. Dion stated III-b; the Willard Keeney Contract should be amended to reflect Mr. Keeney was with URS Corporation Inc. On III-c, the Administrative Code amendment, the date should be corrected from 2008 to 2009. Director Kerns moved approval and it was seconded by Vice-Chair Fudge. Motion passed unanimously.

Mr. Dion swore in Supervisor Judy Arnold as the new Marin County director. Chair McGlashan welcomed Director Arnold to the SMART Board.

IV Agenda Review

Chair McGlashan asked that item XVIII Update to SMART Website be moved up before the Closed Session. Chair McGlashan asked for public comments not on the agenda today. There were none.

V Board Member Announcements

Chair McGlashan called for announcements from the Board members. Director Breen asked if staff was aware of any violations of the funding non-compete clause of the 2008 Expenditure Plan. Ms. Hames stated she was not aware of this issue.

VI Public Comment on Items Not On the Agenda

Tanya Narath, Friends of SMART, thanked Chris Coursey for all of his work for SMART. She presented him with a photo book documenting his work.

VII SMART General Manager Report

Lillian Hames stated staff had posted notices for the Rail Engineering Manager and Chief Financial Officer on the SMART website as well as other professional publications. She outlined the work that the Program Management team was doing. She also stated that the application for SMART committees was now on the website and forms were being received. She noted that the Board had requested that vehicle related PowerPoint presentations also be made available on the website.

Ms. Hames thanked Chris Coursey for his work with SMART, noting that SMART could not have won in 2008 without him. She stated he would be with the District a bit longer on a consulting basis until a replacement was located. Chair McGlashan also stated his appreciation for a job well done.

Director Dillon-Knutson stated this would be her last SMART Board meeting. Chair McGlashan thanked her for her time and contributions to the Board.

VIII Real Estate Committee Report

Rob Krantz stated site visits to possible acquisition sites for the project had taken place over the last month. Key site acquisitions included the Jennings Road and Corona Road station sites and a Windsor maintenance facility. Ms. Hames asked John Nemeth to provide a monthly update on the Railroad Square project work. John Nemeth stated the developers were working on the Prop. III-C application. The application would be due in March, 2009. The developers were also working with private lenders and had commissioned Dan Solomon to do more architectural work.

IX Board Officer and Committee Assignments 2009

Chair McGlashan asked for a motion on the proposed Board Officers and Committee Assignments for 2009. Director Boro moved to approve and it was seconded by Director Breen. It passed unanimously. Chair McGlashan stated he was glad to be the Chair another year and looked forward to working with the Board and the SMART staff.

X Personnel Ordinance 2009-01 and Resolution 2009-02

Greg Dion stated SMART's enabling statute, AB2224, had envisioned five full time positions for the SMART District. A new Personnel Ordinance was required to establish the positions of Rail Engineering and Project Implementation Manager, Community Outreach Manager, Chief Financial Officer, Office Manager, and Rail Planning Manager. The Rail Engineering and Project Implementation Manager would be a new position. The other positions were previously created by the Board pursuant to resolutions. The proposed ordinance would also combine the office of auditor, controller and treasurer into

one position: Chief Financial Officer (CFO), which the Board would appoint. The ordinance would also delegate authority to the General Manager to supervise the CFO. Director Dillon-Knutson asked how you would control the three positions. Ms. Hames stated SMART would still have independent audits, which were currently conducted regularly by Sonoma County, MTC and Caltrans. Mr. Dion stated for clarification, staff was introducing the ordinance now but that it would be brought back to the February Board Meeting for final approval. Vice Chair Fudge asked if annual reviews would be conducted by the General Manager; Ms. Hames replied they would be. The motion was moved by Director Russell and seconded by Director Eddie.

Chair McGlashan asked for public comments. There were none.

XI Program Management Consultant Update

Kam Shadan gave an overview of the Program Management work to date. He stated that the LTK Vehicle Selection Study, advanced project engineering on railroad crossings, advanced engineering on a pathway segment, project cost analysis and the development of a milestone schedule were all underway. Director Arnold asked who would be on the negotiating team for the rail operations agreement. Ms. Hames stated the team included legal counsel, operations consultants, Bob Jehn and herself. She noted that a rail manufacturer's presentation would be conducted at the February Operations Committee.

Chair McGlashan noted the Operations Committee meeting at the Marin Civic Center on February 11th would start at 12:30 a.m. and end at approximately 5:30 p.m. and suggested all Board members attend. Mr. Shadan went on to present the six month schedule for the PMC work. Ms. Hames pointed out that the vehicle selection work and freight assumptions were critical path items. Another critical path would be issue of bid packages. Director Breen asked that all PowerPoint presentation materials be made available in print at every public meeting and that the presentations be readable on the screen in the future. Mr. Shadan said it would be corrected in the future.

Chair McGlashan asked for public comments. David Schonbrunn, Transdef, urged the Board to study only non-compliant DMU's. Karen Nygren also wanted handouts and noted an FRA waiver was required for non-compliant cars. Steve Birdleough asked about design, build and operate scenarios. Ms. Hames stated SMART's enabling legislation limits operating and maintenance personnel to ATU employees of SMART or the Golden Gate Bridge District. Director Eddie stated he felt initiating discussions with NCRA was critical. Ms. Hames noted meetings were scheduled for those discussions.

XII Status on the Proposed Federal Economic Recovery Package

Ms. Hames gave an overview of the current standing of the House Economic Stimulus package. She noted SMART was speaking with MTC and FTA on this issue. Projects under consideration included advanced rail construction in the CalPark Tunnel, railroad crossing upgrades and pathway improvements between Civic Center Drive and North San Pedro Road. Ms. Hames noted that the MTC was currently setting priorities for the funds allocated to the regional entities and that Caltrans would also likely receive stimulus funding. Funds would have to be expended within approximately 120 days. Ms. Hames had been in communication with SMART's Washington lobbyist everyday and would let the Board know the outcomes.

XIII Railroad Square Update

John Nemeth stated that staff and counsel were seeking to clarify the Board's intent prior to executing the legal agreements for the Railroad Square development project that were conditionally approved by the Board. Staff and counsel were seeking clarification as to whether a right of first offer for the Plant 5 site satisfied the Board's expectations. Chair McGlashan asked for clarification of right of first offer vs. right of first refusal. Mr. Nemeth stated the right of first offer means the developer would offer to sell the site to SMART first and if there was no agreement on price, after 60 days they could sell to someone else at not less than 10% over what was offered to SMART. Director Kerns stated the project may be different if SMART would not be able to acquire the Plant 5 property but felt the agreement was what was discussed at the last meeting. Directors Breen, Dillon-Knutson and Pahre supported a right of first refusal concept but could not support a right of first offer.

Chair McGlashan asked for public comments. There were none.

Chair McGlashan asked for a motion. Director Arnold moved and Vice Chair Fudge seconded the motion. The vote was as follows: Directors Arnold, Eddie, Fudge, McGlashan, Kerns, Russell voted aye and Directors Breen, Dillon-Knutson and Pahre voted no. The motion passed.

XVIII Update to SMART Website (Moved Up in the Agenda)

Chris Coursey stated updates and changes were made recently to the SMART website. He noted a new a new drop down list of Opportunities (which included employment, citizen involvement and contracting) was added. Two new job descriptions were listed under employment for the Rail Engineer and CFO. A new application for the Citizen Oversight Committee was also added. The Board would be appointing those positions in the near future. The Board asked if Oversight Committee members would require Form 700's. Mr. Dion stated not necessarily but he would look into that. Director Pahre asked if SMART was receiving a large amount of job applications. Ms. Hames said yes, they had received several. Director Russell cautioned that the HR procedures for applications and review should be closely followed. Ms. Hames noted they had hired Gail Papworth to assist with personnel matters. Director Russell offered to help if it was needed.

XIV Closed Session

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

XV Report on Closed Session

Chair McGlashan the Board had concluded the closed session and nothing further there.

XVI General Manager's Compensation for 2009

Chair McGlashan stated the Executive Committee meet with the General Manager in a closed session for her annual performance review. As a result of her positive performance review and the additional responsibilities the GM was taking on, the Board recommended a salary increase of 15% which included a market adjustment of 10% and a 5% COLA increase. The effective date for this salary increase would be January 1, 2009. Director Pahre moved the motion; it was seconded by Director Breen and passed unanimously. Ms. Hames thanked the Board for their support and noted she was looking forward to working with all of them as the SMART project proceeded into design and implementation.

XVII Calendar of Meetings for 2009

The new 2009 calendar of meetings was presented. It was moved by Director Arnold and the seconded by Eddie. The motion passed.

XIX Next Meetings

Next Meetings

- A. SMART Board Meeting: February 18, 2009 at 1:30 p.m. Sonoma County Supervisors Chambers.
- B. Real Estate Committee Meeting: February 4, 2009 at 10:00 a.m. San Rafael City Council Chambers.
- C. Operations Committee Meeting: February 11, 2009 at 12:30 PM Marin County Board of Supervisors Chambers, Civic Center

XX Adjournment

The meeting was adjourned at 4:40 p.m.