



Foothill Transit

**STATEMENT OF PROCEEDINGS FOR THE
SPECIAL MEETING OF THE
FOOTHILL TRANSIT EXECUTIVE BOARD**

**FOOTHILL TRANSIT ADMINISTRATIVE OFFICE
2ND FLOOR BOARD ROOM
100 S. VINCENT AVENUE
WEST COVINA, CALIFORNIA 91790**

**Friday, December 14, 2018
9:45 a.m.**

1. CALL TO ORDER

The meeting was called to order by Chair Calaycay at 10:15 a.m.

2. ROLL CALL

Roll call was taken by Christina Lopez, Board Secretary.

Present: Member Richard Barakat, Member Sam Pedroza, Vice Chair Carol Herrera, Chair Corey Calaycay

3. APPROVAL OF AGENDA

After discussion, by Common Consent, and there being no objection, the Board approved the agenda as presented.

4. REVIEW & APPROVAL OF THE MINUTES

Approval of the minutes for the Special Meeting of October 30, 2018 and Special Meeting of November 12, 2018.

Motion by Member Barakat, second by Member Pedroza, the minutes for the Special Meeting of October 30, 2018 and Special Meeting of November 12, 2018 were approved. Motion carried 4-0.

5. PUBLIC COMMENT

No members of the public addressed the Foothill Transit Executive Board.

5.1 Executive Director Response to Public Comment

There was no response to Public Comment by the Executive Director.



CONSENT CALENDAR

6. **OCTOBER 2018 FINANCIAL STATEMENTS AND INVESTMENT SUMMARY**

Recommendation: Receive and file the Financial Statements and Investment Summary year-to-date report through October 31, 2018. The attached Financial Statements and Investment Report summarize Foothill Transit's unaudited operations and financial condition as of October 31, 2018 for the fiscal year ending June 30, 2019.

Motion by Member Pedroza, second by Vice Chair Herrera, to receive and file. Motion carried 4-0.

7. **TITLE VI EQUITY ANALYSIS - DUARTE TRANSIT SERVICE**

Recommendation: Receive and file the equity analysis of Duarte Community Connector service.

Motion by Member Pedroza, second by Vice Chair Herrera, to receive and file. Motion carried 4-0

8. **TITLE VI EQUITY ANALYSIS - FOOTHILL TRANSIT CLASS PASS PROGRAM REVIEW**

Recommendation: Receive and file the Title VI Equity Analysis review report for the Class Pass Program.

Motion by Member Pedroza, second by Vice Chair Herrera, to receive and file. Motion carried 4-0

9. **CONTRACT AWARD - ARCADIA FACILITY UTILITY ROOF**

Recommendation: Authorize the Executive Director to enter into Agreement No. 19-024 with Best Contracting Services, Inc., in the amount of \$230,680 for replacement of the asphalt utility roof at Foothill Transit's Arcadia Operations and Maintenance Facility.

Motion by Member Pedroza, second by Vice Chair Herrera, to approve. Motion carried 4-0.



REGULAR AGENDA

10. REQUEST TO ISSUE REQUEST FOR PROPOSALS (RFP) – TRANSIT STORE OPERATIONS AND BUS STOP MAINTENANCE SERVICES

Recommendation: Authorize the Executive Director to Issue Request for Proposals (RFP) No. 19-035 for Transit Store Operations and Bus Stop Maintenance Services.

LaShawn King Gillespie, Director of Customer Service and Operations, presented this item.

Ms. Gillespie reported that the Transit Stores and bus stop maintenance functions are currently managed through an agreement with Transdev Services Incorporated. The agreement was originally executed in May 2008 and then restated in 2013. The agreement is now scheduled to terminate in June 2019.

The procurement of a new agreement for these services is requested. A Request for Proposals (RFP) would be issued in January 2019. RFPs would be due in February 2019, followed by other procurement activities. A recommendation for contract award would go before the Executive Board in April 2019. The commencement date for the new agreement would be July 1, 2019.

Motion by Member Barakat, second by Vice Chair Herrera, to approve. Motion carried 4-0.

11. REQUEST TO ISSUE REQUEST FOR PROPOSALS (RFP) – AUDIT SERVICES

Recommendation: Authorize the Executive Director to issue a Request for Proposals (RFP No. 19-046) for a Certified Public Accountant or Certified Public Accounting firm to perform audit services for Foothill Transit

Michelle Lopes Caldwell, Director of Finance and Treasurer, presented this item.

Ms. Caldwell reported that every year Foothill Transit contracts an independent audit firm to prepare the Comprehensive Financial Audit. The audit is a requirement of Foothill Transit's funding partners. The current auditor is Crowe Horwath; they have reached the end of their contract. A Request for Proposals (RFP) will need to be issued to procure audit services beginning in May 2019.



Motion by Member Barakat, second by Vice Chair Herrera, to approve.
Motion carried 4-0.

12. **REQUEST TO ISSUE REQUEST FOR PROPOSALS - LEGAL SERVICES**

Recommendation: Authorize the Executive Director to Issue Request for Proposals (RFP) No. 19-037 for provision of Legal Services.

Christopher Pieper, Director of Procurement, presented this item.

Mr. Pieper reported that the current agreement for special counsel services was originally awarded to Thompson Coburn LLP in 2007. The agreement has been amended and extended several times by the Executive Board and is set to expire in June 2019. Foothill Transit has additional special counsel services provided in a Letter of Engagement from 2013 with the firm of Richards, Watson and Gershon. Foothill Transit staff has been researching and preparing for an open and competitive solicitation encompassing all special counsel services to the agency.

Foothill Transit staff will design the RFP around 10 major areas of expertise. Foothill Transit will solicit proposals from a list of currently registered firms. Firms will be able to propose services on any number of specialty areas. The highest rated firm in each area of specialty will be recommended for award to the Executive Board.

Motion by Member Pedroza, second by Vice Chair Herrera, to approve.
Motion carried 4-0.

13. **FEDERAL ADVOCACY SERVICES CONTRACT**

Recommendation: Authorize the Executive Director to terminate the Federal Advocacy Services Contract with Baker, Donelson, Bearman, Caldwell & Berkowitz and begin a sole source Federal Advocacy Services Contract with Powell Consulting DC effective January 31, 2019, to provide federal advocacy services through December 31, 2021, for a fee of \$4,800/month and two one year options for a fee of \$5,500/month from January 1, 2022, through December 31, 2023.

David Reyno, Director of Government Relations, presented this item.

Mr. Reyno reported that in 1995 the Executive Board authorized staff to contract with Baker, Donelson, Bearman & Caldwell to provide technical



assistance in Foothill Transit's pursuit of federal capital funds. The firm assigned Jan Powell to work with Foothill Transit staff. Ms. Powell has been instrumental in assisting the agency in obtaining millions of dollars in federal discretionary grants and providing guidance on federal transportation legislation. In 2017, the Executive Board determined it best to approve a sole source contract with Baker, Donelson, Bearman, Caldwell, & Berkowitz and continue to have Ms. Powell as Foothill Transit's advisor because of her understanding of Foothill Transit's operations and to maintain the continuity of the agency's critical work.

Ms. Powell announced she is leaving Baker, Donelson, Bearman, Caldwell, & Berkowitz effective the end of January 2019. She will be going into private practice as Powell Consulting DC. Continuity of Foothill Transit's work in Washington, DC will be very important. Mr. Reyno requested that the Executive Board terminate the Federal Advocacy Services Contract with Baker, Donelson, Bearman, Caldwell & Berkowitz and begin a sole source Federal Advocacy Services Contract with Powell Consulting DC.

Mr. Reyno stated that there was an error in the written report. The report incorrectly stated that the contract would be effective January 31, 2019. The correct effective date is February 1, 2019.

Motion by Member Pedroza, second by Vice Chair Herrera, to approve.
Motion carried 4-0.

14. **DOWNTOWN LOS ANGELES MID-DAY LAYOVER**

Recommendation: In accordance with the Downtown Mid-day Layover Subcommittee's recommendation, authorize the Executive Director to: 1. Enter into a 10-year lease agreement with Caltrans in the amount of \$44,300 per month for property located in downtown Los Angeles to be used as a mid-day commuter bus layover. The lease agreement will include three 10-year options. 2. Enter into a memorandum of understanding (MOU) with Antelope Valley Transportation Authority (AVTA) and Los Angeles Department of Transportation (LADOT) regarding the shared use of the downtown mid-day commuter bus layover locations.

Kevin Parks McDonald, Deputy Executive Director, presented this item.

Mr. McDonald reported that at the November Executive Board Meeting the Board considered authorizing the Executive Director to enter into a lease with CalTrans and entering into a shared-use agreement with Antelope Valley Transit Authority (AVTA) and the Los Angeles Department of



Transportation (LADOT) for joint use of those properties for a mid-day layover for the buses. At the meeting, the Board had questions related to both documents. An Ad Hoc Committee was established made-up of Member Barakat and former Member Warshaw to assist staff on terms to be included in the shared-use agreement and lease.

Based on the committee's direction related to the CalTrans lease, staff requested a 10-year base term with three 10-year options, and a three percent cap on annual CPI increases. The Ad Hoc committee also requested that staff pursue a 5-year initial period before increases would take effect. CalTrans has agreed to the 10-year base, options, and CPI increase. They are still discussing internally the possibility of no increase during the initial 5-year period.

On the shared-use agreement the Ad Hoc committee recommended that each agency commit to the number of spaces they would use and pay for, and that there be a mechanism in place in the event that one of the three agencies wanted to increase or decrease their utilization of the spaces. It was proposed that by December 1 of each year that each agency would commit to the number of spaces they would use the following fiscal year. AVTA and LADOT have agreed to the terms.

Motion by Member Barakat, second by Member Pedroza, to approve. Motion carried 4-0.

15. **EXECUTIVE DIRECTOR COMMENT**

Comments by Mr. Doran J. Barnes, Executive Director, Foothill Transit.

Mr. Barnes reported the following:

- Recognized newly elected Councilmember Dario Castellanos from the City of West Covina.
- Today the new meeting format was implemented; staff will continue to make tweaks to make both meetings run smoothly.
- A Special Executive Board Meeting - Study Session on Foothill Transit's Electric Bus Program will be held on December 18. Two closed session items will also be addressed at that meeting.

16. **BOARD MEMBER COMMENT**

Comments by Members of the Foothill Transit Executive Board.



- Member Pedroza wished everyone Happy Holidays and Happy 30th Anniversary to Foothill Transit. Mr. Pedroza stated he enjoyed the historic photos on the agenda packet covers.
- Chair Calaycay wished everyone a wonderful holiday season.

17. **ADJOURNMENT**

Adjournment for the December 14, 2018 Foothill Transit Special Executive Board Meeting.

There being no further business, the Foothill Transit Special Executive Board Meeting adjourned at 10:41 a.m.