

San Mateo County Express Lanes Joint Powers Authority Board of Directors Meeting Minutes

Meeting No. 12
June 12, 2020

In compliance with Governor’s Executive Order N-29-20, and pursuant to the Shelter-in-Place Order issued by the San Mateo County Health Officer, this meeting was conducted via remote conferencing.

Board of Directors: Alicia Aguirre (Chair), Don Horsley (Vice Chair), Emily Beach, Maryann Moise Derwin, Diane Papan, and Rico Medina

1.0 CALL TO ORDER/ ROLL CALL

Chair Aguirre called the meeting to order at 9:00 a.m. Roll call was taken.

Members Present:

C/CAG Members:

Alicia Aguirre, Maryann Moise Derwin, Diane Papan

SMCTA Members:

Rico Medina, Emily Beach

Members Absent:

Done Horsley

Staff Present:

Sandy Wong – Executive Council

Jim Hartnett – Executive Council

Mima Guilles – Secretary

Tim Fox – Legal Counsel

Matthew Click – Program/Policy Manager for SMCEL JPA, HNTB

Sean Charpentier, Van Ocampo – C/CAG staff supporting SMCEL JPA

Joe Hurley, April Chan, Derek Hansel – TA staff supporting SMCEL JPA

Other members of the public were in attendance.

2.0 BRIEF OVERVIEW OF TELECONFERENCE MEETING PROCEDURES

Sandy Wong, Executive Council member, provided overview of the teleconference procedures.

3.0 PUBLIC COMMENT

Note: Public comment is limited to two minutes per speaker. Public comment permitted on both items on the agenda and items not on the agenda.

In accordance with the agenda for this meeting, persons who wish to address the SMCEL- JPA Board on an item to be considered at this meeting, or on items not on this agenda, were asked to submit comments in writing to mguilles@smcgov.org. Mima Guilles, Secretary, reported there were no written public comments received. Spoken public comments during the meeting through Zoom were also accepted. Drew made a public comment as part of this agenda item thanking the convenience for making public comments during the meeting.

Drew thanked the SMCEL-JPA Board for allowing public participation.

4.0 APPROVAL OF CONSENT AGENDA

This item is to set the final consent and regular agenda, and to approve the items listed on the consent agenda. All items on the consent agenda are approved by one action. There will be no separate discussion on these items unless members of the Board, staff or public request specific items to be removed for separate action.

Director Medina MOVED approval of Items 4.1, 4.2 and 4.3. Director Beach SECONDED. Roll call was taken. **MOTION CARRIED 5-0-0**

- 4.1 Approval of the minutes of Board of Directors regular business meeting No. 11 dated May 8, 2020. APPROVED
- 4.2 Accept the Statement of Revenues and Expenditures for the Period Ending April 30, 2020. APPROVED
- 4.3 Review and approval of Resolution SMCEL 20-07 authorizing the San Mateo County Express Lanes Joint Powers Authority Chair to execute Amendment No. 1 to the Agreement with the Office of County Counsel of San Mateo County for general legal services for Fiscal Year 2020-21 for an amount not to exceed \$60,000. APPROVED

5.0 REGULAR AGENDA

- 5.1 Review and approval of Resolution SMCEL 20-08 authorizing the Chair to execute the First Amended and Restated Cooperative Agreement between the Bay Area Infrastructure Financing Authority (BAIFA), San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA), San Mateo County Transportation Authority (SMCTA) and City/ County Association of Governments of San Mateo County (C/CAG). APPROVED

Van Ocampo, C/CAG staff supporting the SMCEL JPA, provided a summary of the First Amended and Restated Cooperative Agreement between the Bay Area Infrastructure Financing Authority (BAIFA), San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA), San Mateo County Transportation Authority (SMCTA) and City/ County Association of Governments of San Mateo County (C/CAG) that includes the installation, testing and implementation of the toll system for the San Mateo County US 101 Express Lanes Project.

Director Derwin **MOVED** to approve item 5.1. Director Medina **SECONDED**. Roll call was taken. **MOTION CARRIED 5-0-0**

- 5.2 Public Hearing: Approval of Resolution SMCEL 20-09 adopting the Fiscal Year 2021 SMCEL-JPA Budget in the amount of \$2,187,707. **APPROVED**

Chair Aguirre announced the opening of the Public Hearing for the purpose of considering the adoption of the Fiscal Year 2021 budget of the San Mateo County Express Lanes Joint Powers Authority. Chair Aguirre asked the Clerk of the Board, Mima Guilles, to provide a brief background on the hearing. Mima Guilles provided an overview of the procedure and notification for the adoption of the Budget.

Derek Hansel, Chief Financial Officer, presented the proposed Fiscal Year 2021 Budget.

Mima Guilles noted that no written communication or emails were received prior to the meeting, and there were no raised hands on Zoom.

Tim Fox, Legal Counsel, provided a brief summary and description of the action required to hold a public hearing.

Director Papan **MOVED** to close the public hearing. Director Beach **SECONDED**. Roll call was taken. **MOTION CARRIED 5-0-0**

Director Papan **MOVED** to approve Resolution SMCEL 20-09 adopting the Fiscal Year 2021 JPA Budget in the amount of \$2,187,707. Director Derwin **SECONDED**. Roll call was taken. **MOTION CARRIED 5-0-0**

- 5.3 San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA) Board of Directors election of a Chair and a Vice-Chair to serve one-year terms, effective July 1, 2020.

APPROVED

Chair Aguirre nominated Vice-Chair Horsley as Chair. Director Medina **SECONDED**. Roll call was taken. **MOTION CARRIED 5-0-0**

Director Derwin nominated Director Papan as Vice-Chair. Director Beach **SECONDED**. Roll call was taken. **MOTION CARRIED 5-0-0**

Director Beach thanked Chair Aguirre for her great leadership as Chair.

6.0 REPORTS

- a) Chairperson Report.

None.

b) Member Communication.

Director Papan asked for clarification as to when will there be discussion on the \$100 million capital loan and the Ad Hoc Finance Committee's effort thus far.

Sandy Wong, Executive Council Member, noted that a brief update will be provided as part of the Executive Council Report.

c) Executive Council Report - Executive Council Verbal Report

Sandy Wong thanked Chair Aguirre for her great leadership in leading SMCEL-JPA organization in its inaugural year.

Regarding the \$100 million capital loan, the Ad Hoc Finance Committee has met several times and discussed some of the loan's key terms. Staff are close to having those key terms agreed upon and anticipate a Loan Agreement will be ready for the SMCEL-JPA July meeting.

Jim Harnett, Executive Council Member, reported that he and Sandy Wong provided a joint recommendation on key loan terms at the last Ad Hoc Finance Committee meeting.

Director Papan emphasized the high level of collaboration and that significant progress has been made.

Director Beach concurred with Director Papan, thanked staff for their work, and noted that the agreement will reflect the comments from both the SMCEL-JPA and TA Boards.

Sandy Wong thanked Ad Hoc Finance Committee Members for their efforts, leadership, and attention to detail.

Jim Hartnett thanked the Ad Hoc Finance Committee Members for their hard work and thanked Chair Aguirre for her service during a productive first year.

Drew, a Member of Public, commented that related to the Loan Agreement, language should be added that clarifies that part of the excess revenue could be used to fund other transportation projects in the corridor.

d) Policy/Program Manager Report.

Mathew Click, Program/Policy Manager for SMCEL-JPA, reported on the status of the equity study. A technical workshop was held with the JPA staff, the Policy/Program Manager, and the equity consultant team to begin of the alignment around data tools and methods for the technical analysis. The Equity Study Advisory Committee (ESAC) invitation letter will be sent out to the 22 potential members who represent municipalities along the corridor, advocacy entities, and other sister express lane agencies. The plan is to have the first of six ESAC meetings in late July.

7.0 WRITTEN COMMUNICATIONS

- 7.1 Letter from EideBailly, CPAs & Business Advisors, to the Governing Board of San Mateo County Express Lanes Joint Power Authority, dated 4/20/20, regarding the engagement to audit the financial statements of San Mateo County Express Lanes Joint Power Authority (JPA).

8.0 NEXT REGULAR MEETING

July 10, 2020

9.0 ADJOURNMENT – 9:33 a.m.