

**MINUTES
DALLAS AREA RAPID TRANSIT
BOARD OF DIRECTORS'
May 11, 2010**

The Dallas Area Rapid Transit **Board of Directors'** meeting convened on Tuesday, May 11, 2010, at 6:48 p.m., at DART Headquarters, 1401 Pacific Avenue, Dallas, Texas, with Chair Velasco presiding.

City of Dallas

Scott Carlson - **Secretary**
Jerry L. Christian
Pamela Dunlop Gates
Angel Reyes
Robert Strauss
William Tsao
William M. Velasco - **Chair**
Claude Williams

City of Garland

Tracey M. Whitaker

City of Irving

John C. Danish – **Vice-Chair**

City of Plano

Loretta Ellerbe - **Assistant Secretary**

Cities of Addison, Highland Park, Richardson, and University Park

Raymond Noah

Cities of Carrollton and Irving

Randall Chrisman

Cities of Dallas, Plano, Glenn Heights, and Cockrell Hill

Faye Moses Wilkins

Cities of Farmers Branch, Garland, and Rowlett

Mark C. Enoch

Angel Reyes, Faye Moses Wilkins, and Claude Williams were absent.

General Items:

1. Approval of Minutes: April 27, 2010

Mr. Noah made a motion to approve the Minutes from the April 27, 2010, Board of Directors' Meeting with no corrections, deletions, or additions.

Ms. Ellerbe seconded the motion and it was approved unanimously.

2. Public Comments

Chair Velasco reviewed the rules that govern the Public Comments portion of the meeting, including the Code of Conduct for Citizens, News Media, and Visitors at DART Board Meetings (on file with the Office of Board Support).

John Danish joined the meeting at 6:49 p.m.

Chair Velasco called Mr. Jim Carroll and Mr. Robert Delaney, both of whom had completed a Request to Address the Board. Neither person came forward.

The following individuals did respond to Chair Velasco's call to address the Board:

Ms. Tammy Greenberg, 1111 South Akard Street, #205, Dallas, Texas, 75215, (469) 358-8476: Ms. Greenberg told the Board that she was surprised that the TVM (ticket vending machine) located at Union Station had been removed. Ms. Greenberg continued that the TVM at Union Station made purchasing a monthly pass very convenient for downtown residents. Ms. Greenberg also suggested the Board consider expanding the selection of fare media available at the TVM's.

Chair Velasco asked Ms. Greenberg to speak with Mr. David Leininger, Senior Vice President and Chief Financial Officer, who identified himself as present.

Mr. Ken Duple`, 11115 Akard Street, #209, Dallas, Texas, 75215, (469) 441-8476: Mr. Duple` spoke to the Board concerning the alignment of the second downtown rail alignment (CBD-2). Mr. Duple` made several suggestions for the second alignment and explained the reasoning that had formed his suggestions.

Chair Velasco thanked Mr. Duple` for sharing his extensive knowledge of the system and asked him to speak with Mr. Robert Smith, Assistant Vice President of Service Planning and Development, who was also present at the meeting, concerning his alignment ideas.

Consent Items:

Mr. Carlson made a motion to approve Consent Items 3. – 10.

3. Contract for the Construction of DART Police Facility - Contract 3

Approval of Resolution No. 100057 that authorizes the President/Executive Director or his designee to award a contract for the construction of the DART Police Facility - Contract 3 to Journeyman Construction, Inc., in the amount of \$1,264,950, plus a supplemental work contingency of \$101,196 (8%) for unanticipated expenses, for a total authorized amount not to exceed 1,366,146.

4. Contract for Construction of Walnut Hill/Denton Station Parking Along Northwest Corridor Line Section Northwest-3 (NW-3)

Approval of Resolution No. 100058 that authorizes the President/Executive Director or his designee to award a contract for the construction of Walnut Hill/Denton Station Parking along Northwest Corridor Line Section Northwest-3 (NW-3) to Phillips/May Corporation in the amount of \$1,293,333, plus a supplemental work contingency of \$194,000 (15%) for unanticipated expenses, for a total authorized amount not to exceed \$1,487,333.

5. Authorize the Sale of 50% Undivided Interest to the Fort Worth Transportation Authority ("the T") of the Property Known as IR-1 and IR-2 in the City of Irving

Approval of Resolution No. 100059 that authorizes the President/Executive Director or his designee to execute all necessary legal instruments to convey 50% undivided interest in parcels IR-1 and IR-2 to the Fort Worth Transportation Authority ("the T") in exchange for 50% of the actual cost paid by DART for these properties.

6. Declare Public Necessity, Establish Just Compensation, and Authorize the Acquisition of Parcel R1-62 for the Rowlett Corridor Line Section R-1 and Authorize Eminent Domain Proceedings if Necessary

Approval of Resolution No. 100060 that states:

Section 1: There is a public necessity for the acquisition of the property described in Exhibit 1.

Section 2: This property is necessary and proper for construction of the Rowlett Corridor and for any other use authorized by Chapter

452 of the Texas Transportation Code, and such use is hereby declared to be a public use for a public purpose.

- Section 3:** The amount to be offered as just compensation for the parcel required for the Rowlett Corridor shall be the value of the property as determined by the appraisal prepared by independent Real Estate appraisers and reviewed by DART's Chief Appraiser.
- Section 4:** In the event the property owner accepts the offer of just compensation, the President/Executive Director or his designee is hereby authorized to execute all necessary legal instruments and to pay necessary relocation expenses, title policy expenses, closing costs, and other such costs as may be required by law to close the purchase of the property.
- Section 5:** Should the property owner decline the offer of just compensation, then the President/Executive Director or his designee is hereby authorized and directed to negotiate the purchase of such parcel in accordance with DART's Real Estate Policy.
- Section 6:** If the President/Executive Director or his designee is unable to negotiate the purchase of the parcel for just compensation, the General Counsel is hereby authorized and directed to initiate and prosecute to completion eminent domain proceedings for the acquisition of the parcel for the Rowlett Corridor.
- Section 7:** DART shall not exercise its power of eminent domain for the acquisition of the parcel described in Exhibit 1 without the approval of such acquisition by the City Council of the City of Rowlett.
- Section 8:** DART's exercise of power of eminent domain in acquiring the herein described parcel will not unduly impair the then existing neighborhood character of property surrounding or adjacent to the property to be condemned, nor unduly interfere with interstate commerce, nor authorize DART to run its vehicles on railroad tracks which are used to transport property.

7. Contract Option for Installation of Passenger Shelters

Approval of Resolution No. 100061 that authorizes the President/Executive Director or his designee to exercise the first, one-year option for the purchase and installation of passenger shelters with Tolar Manufacturing Company,

Inc., and increase the not-to-exceed amount by \$1,056,960, for a new total authorized amount not to exceed \$4,960,005.

8. **Approval of the 2010 Service Modifications**

Approval of Resolution No. 100062 that authorizes the President/Executive Director or his designee to implement the Service Modifications, as shown in Attachment 1, no later than December, 2010.

9. **Approval of Quarterly Disclosure Update as of March 31, 2010**

Approval of Resolution No. 100063 that authorizes the President/Executive Director or his designee to issue the Quarterly Disclosure Update dated May 11, 2010, in substantially the same form as shown in Exhibit 1 to this Resolution.

10. **Financial Standards for FY 2011 Budget and Twenty-Year Financial Plan Process**

Approval of Resolution No. 100064 that approves the Financial Standards for the FY 2011 Budget and Twenty-Year Financial Plan process, as shown in Exhibit 1 attached to this Resolution.

Ms Ellerbe seconded the motion and it was approved unanimously.

Individual Items:

Chair Velasco stated he wished the Board to consider Item 12., **Reconciliation Closure of the University of Dallas (UD)/Texas Stadium Light Rail Transit (LRT) Alignment Interlocal Agreement (ILA) between DART and the City of Irving; and Incorporation of Specific Scope Elements into and Deferral of Construction of the Las Colinas Carpenter Ranch Station from the Irving 1/Irving-2 (I-1/I-2) Design-Build Contract**, so that amendments made to Item 11., **Authorize Execution of a Memorandum of Understanding between Dallas Area Rapid Transit and the North Central Texas Council of Governments Concerning the Identification of Funding Sources to Implement Passenger Rail Service on the Cotton Belt Corridor**, by the Committee-of-the-Whole could be readied and distributed to the Board.

12. **Reconciliation Closure of the University of Dallas (UD)/Texas Stadium Light Rail Transit (LRT) Alignment Interlocal Agreement (ILA) between DART and the City of Irving; and Incorporation of Specific Scope Elements into and Deferral of Construction of the Las Colinas Carpenter Ranch Station from the Irving 1/Irving-2 (I-1/I-2) Design-Build Contract**

Mr. Danish made a motion to approve Resolution No. 100066 that states:

Section 1: The Dallas Area Rapid Transit Board of Directors acknowledges that the City of Irving intends to:

- Acquire not less than \$1M in funding from Dallas County Major Capital Improvement Program (MCIP) by a date no later than December 31, 2010 for DART's use on the project; and
- Lead in working cooperatively with DART to obtain funding in an amount not less than \$10M, by a date no later than May 11, 2015, from ARRA or similar federal sources for DART's use on the project; and
- Pursue opportunities to obtain funding by others for the construction of Belt Line Station parking or to lead in working cooperatively with DART in the pursuit of a business opportunity to obtain shared revenue from parking at Belt Line Station in an amount not less than \$2M for DART's share; and
- Provide compensation to DFW International Airport for DART's use of DFW's property for the project; and
- Provide compensation to Tract 10 Properties, LLC, for DART's use of Tract 10 Properties, LLC's property for the project.

Section 2: The Dallas Area Rapid Transit Board of Directors authorizes the President/Executive Director or his designee to incorporate the following specific scope elements into the Irving-1/Irving-2 Design-Build contract:

- Closed bottom soffit for bridge over Lake Carolyn Canal
- Station windscreen artwork at Las Colinas Urban Center Station
- Traction Power Substation (TPSS) screening with 11' high wall
- Irrigation sleeves under Lake Carolyn Parkway
- Extend wrought iron type picket fencing west of Irving Convention Center Station
- Mandalay Place wall concept to match appearance of existing neighborhood wall

- **Landscaping east and west of Irving Convention Center Station.**

These specific scope elements will be funded from existing contingency; therefore, the total authorized amount not to exceed \$447,371,910 will remain unchanged for this contract.

Section 3: The Dallas Area Rapid Transit Board of Directors authorizes the President/Executive Director or his designee to amend the Irving-1/Irving-2 Design-Build contract to defer the construction of Las Colinas Carpenter Ranch Station resulting in a credit under the ILA of not less than \$3.3M. The construction of platform grade beams, manholes and ductbanks for communications and electrical elements, and insulated trackwork joints at the end of the anticipated station location will not be deferred. Funding for the future construction of Las Colinas Carpenter Ranch Station shall be provided by others.

Section 4: The Dallas Area Rapid Transit Board of Directors acknowledges that nothing in this resolution amends or otherwise modifies the terms of the ILA.

Section 5: The Dallas Area Rapid Transit Board of Directors acknowledges that the manner in which Irving proposes to meet the obligations of the ILA will be sufficient to fully offset the financial commitments outlined in the ILA. This statement assumes that DART will be paid in full on the remaining outstanding financial obligations within the total time period provided for in the ILA, consistent with the terms of the ILA. Accordingly, DART will treat the remaining obligations as a receivable from Irving and will account for them accordingly.

Section 6: The President/Executive Director or his designee is authorized to proceed with the reconciliation of the UD/Texas Stadium LRT Alignment ILA between DART and the City of Irving, in accordance with the conditions stated herein, resulting in an equitable resolution.

Mr. Chrisman seconded the motion and it was approved by majority. (11/1; Mr. Enoch voted against the Item.)

11. **Authorize Execution of a Memorandum of Understanding between Dallas Area Rapid Transit and the North Central Texas Council of Governments Concerning the Identification of Funding Sources to Implement Passenger Rail Service on the Cotton Belt Corridor**

Chair Velasco called the Board to note the amended (green sheet) version of the Item being distributed for review. Chair Velasco confirmed that all amendments, decided and approved by the Committee-of-the-Whole, were incorporated into the revised (green sheeted) version.

Mr. Noah made a motion to approve Resolution No. 100065 that authorizes the President/Executive Director or his designee to execute the Memorandum of Understanding between Dallas Area Rapid Transit and the North Central Texas Council of Governments Concerning the Identification of funding Sources to Implement Passenger Rail Service on the Cotton Belt Corridor in substantially the form as attached to this Resolution as Exhibit 1.

Mr. Danish seconded the motion.

Chair Velasco called for the Board to vote. Mr. Strauss and Mr. Enoch objected, saying that the Board should be allowed time to review the revised document (green sheet) prior to casting votes.

Chair Velasco conceded and the members of the Board reviewed the revised Resolution.

After a brief interlude, Chair Velasco confirmed that the members of the Board concurred with the revisions made to the Resolution (i.e.; green sheet) and reminded the assembly that Mr. Noah's motion, seconded by Mr. Danish, sought conclusion.

Chair Velasco called for the Board to vote.

The Item was approved by majority. (9/3; Ms. Dunlop Gates, Mr. Whitaker, and Ms. Ellerbe voted against the Item.)

Ray Noah left the meeting at 6:58 p.m.

Other Items:

15. **Public Comments**

Chair Velasco called Mr. Carroll and Mr. Delaney, previously called during Item 2., **Public Comments**, once again. Neither person responded.

16. Identification of Future Agenda Items

This Item was considered by the Committee-of-the-Whole only.

17. Adjournment

There being no further business to discuss, the meeting was adjourned 6:59 p.m.

Gail Cook
Board/Committee Secretary

+ Same Night Item
* Briefing Item