

Napa County Transportation and Planning Agency (NCTPA)

Board of Directors

MINUTES

Wednesday, November 16, 2011

ITEMS

1. Call to Order

Chair Caldwell called the meeting to order at 1:30 p.m.

2. Pledge of Allegiance

Chair Caldwell led the salute to the flag.

3. Roll Call

Members Present:

Joan Bennett	City of American Canyon
Leon Garcia	City of American Canyon
Michael Dunsford	City of Calistoga
Jack Gingles	City of Calistoga
Jim Krider	City of Napa
Jill Techel	City of Napa
Mark Luce	County of Napa
Keith Caldwell	County of Napa
Peter White	City of St. Helena
Margie Mohler	Town of Yountville
Lewis Chilton	Town of Yountville

Members Absent:

Del Britton	City of St. Helena
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Non-Voting Member Present:

JoAnn Busenbark	Paratransit Coordinating Council
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4. Public Comment - None

5. Chairperson, Board Members' and Metropolitan Transportation Commission (MTC) Update

MSC - Motioned, Seconded, and Unanimously Carried

No reports given.

6. Directors Update

Paul W. Price, Executive Director

Reported NCTPA was successful in receiving \$2.4M Federal Transit Administration Grant (State of Good Repair grant). Funds will be used for bus replacement purposes.

7. Caltrans Update

No oral report given, provided for review was the November 2011 Caltrans Reporting Memo.

8. CONSENT ITEMS (8.1 – 8.9)

At the request of the City of Napa, Items 8.6 and 8.7 were pulled. Items will be brought back to the Board at a later date.

MSC* DUNSFORD / GARCIA to APPROVE Consent Items 8.1 - 8.5, and 8.8 - 8.9.

8.1 Approval of Meeting Minutes of October 12, 2011 and October 19, 2011

Board action approved meeting minutes of October 12, 2011 and October 19, 2011.

8.2 Approval of Resolution No. 11-33 Setting the Regular Meeting Time, Location and Schedule of the Napa County Transportation and Planning Agency Governing Board for Calendar Year (CY) 2012

Board action approved Resolution No. 11-33 approving the dates, time and location of the NCTPA Board meetings for CY 2012.

8.3 Request for Proposal (RFP) for an Advanced Farebox System

Board action authorized the Executive Director to issue a RFP for an Advanced Farebox System consulting services and procurement of equipment for the VINE transit service vehicles.

8.4 Request for Proposal (RFP) for Website Design

Board action authorized the Executive Director to issue a RFP for website redesign, development, implementation and maintenance services.

8.5 Approval of Resolution No. 11-35 Authorizing the Executive Director to Execute Fund Transfer Agreements with the State of California Department of Transportation (Caltrans) for FY 11/12 State Transportation Improvement Program (STIP) Planning, Programming and Monitoring (PPM) Program

Board action authorized the Executive Director to Execute Fund Transfer Agreements with Caltrans for FY 11/12 STIP PPM program in the amount of \$24,000.

8.6 Approval of a Memorandum of Understanding between the Napa County Transportation and Planning Agency and the City of Napa

At the request of the City of Napa, Item 8.6 was pulled. Item will be brought back to the Board at a later date.

8.7 Approval of Recipient Funding Agreement for Funds between the Napa County Transportation and Planning Agency (NCTPA) and the City of St. Helena

At the request of the City of Napa, Item 8.7 was pulled. Item will be brought back to the Board at a later date.

8.8 Approval of Agreement for Maintenance of Post Construction Storm Water Best Management Practices Soscol Gateway Transit Center

Board action approved the Maintenance of Post Construction Storm Water Best Practices Provisions with the City of Napa for the Soscol Gateway Transit Center.

8.9 Approval of Cooperative Agreements between Caltrans, Napa County Transportation and Planning Agency (NCTPA) and Solano Transportation Authority (STA) for the Construction of the Jameson Canyon Project

Board action approved two Cooperative Agreements with Caltrans and STA related to the construction of the Jameson Canyon project.

9. REGULAR AGENDA ITEMS

9.1 Amendment No. 8 to the Joint Powers Agreement for the Napa County Transportation and Planning Agency

Board action approved the circulation among its member agencies Amendment No. 8 to the Joint Powers Agreement for NCTPA with the intent to review, approve and sign Amendment No. 8. After member agencies have signed Amendment No. 8, return the amendment to NCTPA's Board of Director's for approval.

MSC* TECHEL / DUNSFORD to APPROVE circulating among its member agencies Amendment No. 8 to the Joint Powers Agreement for the Napa County Transportation and Planning Agency with the intent to review, approve and sign Amendment No. 8.

9.2 Substitution of Mechanical Sub-Contractor for the Soscol Gateway Transit Center

After the award of the Soscol Gateway Transit Center construction contract, F & H Construction notified the NCTPA that its mechanical subcontractor, R & R Mechanical, was going to be going out-of-business and was not accepting any further work. Under the California Public Contracting Code, section 4107, substitutions of subcontractors are allowed under certain conditions. To ascertain if R & R Mechanical's failure to perform meets the criteria in CPCC, section 4107, the awarding authority is required to send the subcontractor (R & R Mechanical) a notice of substitution and the reasons for the prime contractors request for substitution and, if requested, a hearing to which the listed subcontractor is invited along with the prime contractor.

NCTPA will be undertaking its due diligence in making sure all licensing and performance criteria are met by the new subcontractor to achieve the scope of work as listed in the Invitation for Bid (IFB). If the required criteria are not met, the prime contractor (F & H Construction) will be required to submit a new subcontractor that meets all the necessary criteria to fulfill the scope of work under the mechanical section of the contract.

MSC* DUNSFORD / GARCIA to APPROVE authorizing the Executive Director approve the substitution of GP Mechanical (Contractors license # 802244) for R & R Mechanical subject to the following: (1) Confirmation that all required licenses for the Scope of Work under the mechanical sections are in-place and are current through the construction and warrantee period, (2) That the NCTPA confirm, as required by California Public Contracting Code (CPCC), Section 4107, that R & R Mechanical is not pursuing the work under the provisions of CPCC 4107, and (3) That NCTPA staff determines, under CPCC 4107, that the subcontractor is a

responsible contractor. Should the substitution subcontractor not meet the criteria above, then the Board authorizes the Executive Director to approve a substitution for R & R Mechanical that does meet the three criteria listed above.

9.3 Approval to Purchase Thirteen (13) Vehicles for the VINE, VINE Go, and Yountville Shuttle Fleet

Board action approved the purchase of thirteen (13) vehicles and authorized the Executive Director to issue purchase agreements with Creative Bus Sales/El Dorado Bus Sales, A-Z Bus Sales, and National Bus Sales.

MSC* DUNSFORD / GINGLES to APPROVE (1) the purchase of 5 CNG powered buses, (2) the purchase of 4 clean diesel powered buses, (3) approve the purchase of 3 gasoline powered paratransit buses, (4) the purchase of 1 gasoline powered trolley, and (5) authorizing the Executive Director to issue purchase agreements with Creative Bus Sales/El Dorado Bus Sales, A-Z Bus Sales, and National Bus Sales under NCTPA's membership with CalACT (California Association for Coordinated Transportation) and/or City of Morrow Bay piggyback agreement.

9.4 Approval of Memorandum of Understanding between Lake Transit Authority and Napa County Transportation and Planning Agency (NCTPA)

Lake Transit operates Inter-county Route 3 which runs from Clearlake to Calistoga, St. Helena, and St. Helena Hospital in Deer Park. This MOU would provide for free bus transfers between the VINE Route 10, St. Helena Shuttle, Calistoga Shuttle, and Lake Transit Route 3.

MSC* GINGLES / BENNETT to APPROVE authorizing the Executive Director to enter into a Memorandum of Understanding with the Lake Transit Authority authorizing free bus transfers between the two transit systems on designated routes. Additionally, the Board directed staff to report back in approximately six (6) months as to the number of transfers there are between the two services.

9.5 VINE Route 29 Commuter Service Timetables

Staff provided an update on the VINE Route 29 Commuter service timetable changes.

10. INTERJURISDICTIONAL ISSUES FORUM

10.1 Napa County Commission for Arts and Culture Report (NCCAC)

NCCAC Member Yvonne Henry provided an update of activities to date.

10.2 Napa County Commission for Arts and Culture (NCCAC) Appointment

At the request of Legal Counsel, this item was continued until the December Board meeting in order for staff to verify that the open position was publically advertised.

10.3 Interjurisdictional Issues Discussion Forum and Information Exchange

- (1) Board Members are encouraged to share specific new projects with interjurisdictional impacts.

No Reports Given.

- (2) Staff will report on the cost savings of transitioning to a paperless agenda by purchasing iPads for Board Member as requested at the July 20, 2011 meeting.

Staff reported on the cost savings of transitioning to a paperless agenda by purchasing iPads for Board Member. Chair Caldwell requested that at the December meeting, Napa County ITS staff give a presentation on the iPad use and function.

11. CLOSED SESSION

Janice Killion, NCTPA Legal Counsel, announced that the Board would be adjourning to closed session for the two items as noted in the agenda (Conference with Legal Counsel-Existing Litigation (Government code Section 54956.9(a) Geraghty v NCTPA, Napa County Superior Court No. 26-53815 and Public Employee Performance Evaluation (Government Code Section 54957 Title: Executive Director).

Due to a potential Conflict of Interest from Napa County Counsel's office, Ms. Killion recused herself from Closed Session Item 11.1 Conference with Legal Counsel-Existing Litigation (Government code Section 54956.9(a) Geraghty v NCTPA, Napa County Superior Court No. 26-53815.

Adjourned to Closed Session at 2:47 p.m.

11.1 CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION (Government Code Section 54956.9(a)) Name of case:

MSC - Motioned, Seconded, and Unanimously Carried

Geraghty v NCTPA, Napa County Superior Court No. 26-53815

11.2 PUBLIC EMPLOYEE PERFORMANCE EVALUATION (Government Code Section 54957)

Title: Executive Director

Adjourned to Closed Session at 3:38 p.m.

Chair Caldwell reported that there were no reportable actions taken during closed session.

12. ADJOURNMENT

12.1 Approval of Meeting Date of December 14, 2011 and Adjournment

The next regular meeting will be held Wednesday December 14, 2011 at 1:30 p.m.

The meeting was adjourned by Chair Caldwell at 3:38 p.m.

Karalyn E. Sanderlin, NCTPA Board Secretary