

Napa Valley Transportation Authority

625 Burnell Street
Napa, CA 94559

August 18, 2021
NVTA Agenda Item 8.1

Continued From: New
Action Requested: APPROVE

Meeting Minutes NVTA Board of Directors

Wednesday, July 21, 2021

1:00 PM

REFER TO COVID-19 SPECIAL NOTICE

1. Call to Order

Chair Pedroza called the meeting to order at 1:26 p.m.

2. Roll Call

Leon Garcia
Chris Canning
Alfredo Pedroza
Paul Dohring
Mark Joseph
Kerri Dorman
Belia Ramos
Liz Alessio
Gary Kraus
Scott Sedgley
Anna Chouteau
Doug Weir
Absent:
John F. Dunbar

3. Adoption of the Agenda

Motion **MOVED** by JOSEPH, **SECONDED** by ALESSIO to **APPROVE** adoption of the agenda.

Motion carried by the following roll call vote:

Aye: 23 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, Alessio, Kraus, Sedgley, and Chouteau

Absent: 1 - Dunbar

4. Public Comment

None

5. Chairperson's, Board Members', Metropolitan Transportation Commissioner's, and Association of Bay Area Governments Update

ABAG Update

Leon Garcia provided an update of recent ABAG activities.

MTC Commissioner's Update

Alfredo Pedroza provided an update of recent MTC activities.

6. Director's Update

Kate Miller, Executive Director

- Announced that NVTA and Transdev staff attended the VTA Memorial event celebrating the lives of the 9 VTA transit workers who tragically lost their lives during the mass shooting event at VTA on May 26th. A Vine bus was part of a procession of VTA and Transit Operators buses from around the Bay Area, Sacramento, Monterey and Santa Cruz Counties.
- Announced that on July 2nd, Transdev, NVTA's service provider, was one of several hundred companies that downloaded the Kaseya software upgrade only to find out it that it was ransomware. This resulted in Vine phones, dispatch and ADA scheduling software being down for over 24 hours. Staff immediately sent out rider alerts, announcements on social media, and 511 and redirected riders to call the ticket office at the Soscol Gateway Transit Center to arrange rides. Transdev was able to restore services the next day, prioritizing NVTA because so much of the Vine service is on-demand and relies on the phone system for rider services.
- Announced that on July 16, the Invitation to bid or IFB for the Imola Park and Ride was listed on the NVTA website. Bids are due on August 4th and we hope to request the Board's approval to award at the Special NVTA Meeting in August.
- Announced that Kelly Hirschberg, Caltrans Project Manager, will be retiring in August. Kelly has had a long and distinguished career at Caltrans. She has been essential at moving a number of projects in Napa forward, including, Jameson Canyon Widening, Soscol Junction and hundreds of SHOPP projects. Most recently she has been the Caltrans' project manager on the SR 37 project coordinating with all four North Bay counties and MTC. Kelly has been a good friend to NVTA and we will miss her greatly. NVTA staff will miss Kelly's affable personality, her tenacity – even when problems seem insurmountable, her creative approach to her work, and her commitment to the communities she serves.

7. Caltrans' Update

8. CONSENT AGENDA ITEMS

8.1 Meeting Minutes of June 16, 2021 (Laura Sanderlin) (Pages 8-10)

Attachments: [Draft Minutes](#)

Motion MOVED by KRAUS, SECONDED by ALESSIO, with CHOUTEAU ABSTAINING, the meeting minutes of June 16, 2021. Motion carried by the following roll call vote:

Aye: 22 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, Alessio, Kraus, and Sedgley

Absent: 1 - Dunbar

Abstain: 1 - Chouteau

8.2 Resolution No. 21-18 Approving the Amended and Restated Grant of Easement and Easement Agreement and Authorization to Transfer an Easement Interest in Real Property Identified as Assessor Parcel Number 035-110-028 by Quitclaim Deed to the City of Napa (Kate Miller) (Pages 11-46)

Attachments: [Staff Report](#)

Motion MOVED by KRAUS, SECONDED by ALESSIO to APPROVE as AMENDED Consent Item 8.2. Motion carried by the following roll call vote:

- 8.3** Amendment #4 to Project Work Order No. E-13 to NVTA Agreement No. 18-23 with RSA+, Inc. for Professional Engineering Design, Environmental & Construction Document Services for the Napa Valley Vine Trail-Calistoga to St. Helena Project (Sanjay Mishra) (Pages 47-54)

Attachments: [Staff Report](#)

Motion MOVED by KRAUS, SECONDED by ALESSIO to APPROVE Consent Item 8.3. Motion carried by the following roll call vote:

Aye: 23 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, Alessio, Kraus, Sedgley, and Chouteau

Absent: 1 - Dunbar

9. REGULAR AGENDA ITEMS

- 9.1** Transportation Development Act Article 3 (TDA-3) Countywide Claim and Three-Year Program of Projects (Diana Meehan) (Pages 55-63)

Attachments: [Staff Report](#)

Board action approved the TDA-3 countywide claim and Three-year program of projects.

Motion MOVED by GARCIA, SECONDED by JOSEPH to APPROVE 1) Resolution No. 21-19 requesting the Fiscal Year (FY) 2021-22 Transportation Development Act Article 3 (TDA-3) allocation for Pedestrian/Bicycle project funds in the amount of \$209,745 to the Metropolitan Transportation Commission (MTC) as part of the annual Countywide Claim and (2) adopt the FY 2021-22 through FY 2023-24 Three-Year program of projects. Motion carried by the following roll call vote:

Aye: 23 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, Alessio, Kraus, Sedgley, and Chouteau

Absent: 1 - Dunbar

9.2 Financing Approvals for the Vine Bus Maintenance Facility Project (Antonio Onorato)
(Pages 64-370)

Attachments: [Staff Report](#)

Board action approved financing for the Vine Bus Maintenance Facility project.

Motion **MOVED** by GARCIA, **SECONDED** by ALESSIO to **APPROVE**:

- 1) Resolution No. 21-20 approving the following actions to provide financing for construction of the Vine Bus Maintenance Facility project, and
- 2) Authorize the Executive Director to negotiate, finalize, execute and deliver a TIFIA Loan Agreement in the amount not to exceed \$19,917,401, or 49% of the total eligible project cost, whichever is greater, and
- 3) Authorize the Executive Director to negotiate, finalize, execute and deliver a Collateral Accounts and Security Agreement (CASA) with US Bank, and
- 4) Adopt NVTA's Debt Management Policy, and
- 5) Authorize the Executive Director to negotiate, finalize, execute and deliver a loan agreement with the Bank of Marin in an amount not to exceed \$5,000,000, and
- 6) Authorize the Executive Director to execute and deliver an Irrevocable Direction regarding Deposit of Local Transportation Funds between NVTA and the County of Napa with Metropolitan Transportation Commission (MTC) concurrence in support of the financing arrangement, and
- 7) Authorize the Executive Director to execute and deliver an Irrevocable Direction regarding Deposit of Farebox Revenues between NVTA and the County of Napa in support of the financing arrangement.

Motion carried by the following roll call vote:

Aye: 23 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, Alessio, Kraus, Sedgley, and Chouteau

Absent: 1 - Dunbar

9.3 Transit Operations Services Agreement No. 21-12 with Transdev Services Inc. (Antonio Onorato) (Pages 371-490)

Attachments: [Staff Report](#)

Board action approve the transit operations services agreement with Transdev Services, Inc.

Motion **MOVED** by GARCIA, **SECONDED** by ALESSIO to **APPROVE** Resolution No. 21-21 authorizing the Executive Director to make minor modifications to and execute Agreement No. 21-12 with Transdev Service, Inc. for transit operation services, pending the California Department of Transportation (Caltrans) approval. The proposed award is a five (5) year base contract from January 1, 2022 to December 31, 2026 and two (2) one-year options through 2028 for a total contract amount of \$81,355,292. Motion carried by the following roll call vote:

Aye: 22 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, Alessio, Kraus, and Sedgley

Absent: 2 - Dunbar, and Chouteau

9.4 Fiscal Year (FY) 2021-22 Salary Ranges for Napa Valley Transportation Authority (NVTA) Job Classifications (Laura Sanderlin) (Pages 491-502)

Attachments: [Staff Report](#)

Board action approved the NVTA job classification salary ranges for fiscal year 2021-22.

Motion **MOVED** by GARCIA, **SECONDED** by RAMOS to **APPROVE** Resolution No. 21-22 approving the Fiscal Year (FY) 2021-22 Salary Ranges for NVTA Job Classifications based upon a compensation study of comparable transportation agencies and Bay Area Consumer Price Index (CPI). Motion carried by the following roll call vote:

Aye: 16 - Garcia, Canning, Pedroza, Dohring, Joseph, Dorman, Ramos, and Alessio

Nay: 5 - Sedgley

Absent: 3 - Dunbar, Kraus, and Chouteau

9.5 Federal and State Legislative Update (Kate Miller) (Pages 503-515)

Attachments: [Staff Report](#)

Information Only / No Action Taken

The Board received the Federal and State Legislative update.

10. FUTURE AGENDA ITEMS

None

11. ADJOURNMENT

11.1 Approval of Special Meeting Date of August 18, 2021 and Adjournment

The next meeting is scheduled for Wednesday, August 18, 2021.

Chair Pedroza adjourned the meeting at 3:19 p.m.

Laura Sanderlin (e-sign)

Laura Sanderlin, NVTA Board Secretary