DEVELOPMENT AUTHORITY

ORANGELINE DEVELOPMENT AUTHORITY MEETING

Wednesday, March 8, 2006

Cerritos Sheriff's Station/Community Center
Community Meeting Room
18135 Bloomfield Avenue
Cerritos

Buffet Dinner – 6:00 p.m.
Meeting – 6:30 p.m.

A G E N D A

1. Call to Order
2. Pledge of Allegiance
3. Introduction of Attendees
4. Public Comments
5. Approval of Meeting Minutes of February 8, 2005
7. Consider Milestone 6 – Cargo and Freight Draft Report – ARCADIS
8. Public Outreach and Advocacy – ARCADIS
9. Consider Adoption of Authority Amended Bylaws
10. Status of State Legislation
11. Shanghai Maglev Inspection – Authorization for Travel
12. Consider Approval of Agreement with Craig Accountancy for Accounting Services
13. Reminder to Board Regarding Submittal of Form 700 – Annual Statement of Economic Interests
14. Approval of Warrants
15. Assumptions for Preparation of FY06-07 Authority Budget
16. Communication Items to the Board
17. Communication Items from the Board
18. Adjournment – Next Meeting April 12, 2006

info@calmaglev.org • Phone 310.871.1113 • Fax 562.924.0152
16401 Paramount Boulevard • Paramount • California 90723 • USA • www.orangeline.calmaglev.org
MINUTES OF THE
ORANGELINE DEVELOPMENT AUTHORITY (OLDA) MEETING
WEDNESDAY, FEBRUARY 8, 2006

CALL TO ORDER

City of Bellflower Councilmember and Board Chair Scott Larsen called the meeting to order at 6:30 p.m.

PLEDGE OF ALLEGIANCE

City of South Gate Vice Mayor Maria Davila led the assembly in the salute to the flag.

INTRODUCTION OF ATTENDEES

Albert Perdon – OLDA Executive Director
Scott Larsen – Councilmember, City of Bellflower
Fred Freeman – Mayor, City of Los Alamitos
Yvette Abich – Legal Counsel, Colantuono & Levin
John Crawley – Mayor, City of Cerritos
Jack Joseph – Deputy Executive Director, Gateway Cities COG
Greg Nord - OCTA
Kirk Cartozian – Councilmember, City of Downey
Dorothy King – Councilmember, City of Bellflower
Maria Davila – Vice Mayor, City of South Gate
Marsha McLean – Mayor Pro Tem, City of Santa Clarita
Debbie Helbig – Project Development Coordinator, City of Santa Clarita
Robert Newman – Director of Public Works, City of Santa Clarita
Robert A. Lopez – Advance Planning/Redevelopment Manager, City of Cerritos
W. Michael McCormick – Councilmember, City of Vernon
Gene Daniels – Councilmember, City of Paramount
Sergio Calderon – Councilmember, City of Maywood
Sharad Mulchand – Transportation Planning Manager, MTA
Gary Milliman – City Manager, City of South Gate
John Lyon – Mayor Pro Tem, City of Artesia
Laura Biery – Administrative Analyst, City of Palmdale
Steve Hofbauer – Councilmember, City of Palmdale
Steve Lefever – Director of Community Development, City of South Gate
Janet Peters – Vice President, ARCADIS
Charlene Palmer – Area Manager/Vice President, ARCADIS
Paul Deibel – Director of Community Development, City of San Fernando
Albert Perdon Jr. – Transit Media Consultants
Pamela Mendoza – Administrative Assistant, City of Cerritos
Maria Shafer – Minute Secretary, City of Cerritos

PUBLIC COMMENTS

City of Bellflower Councilmember and OLDA Chair Scott Larsen opened public comments for those in the audience who wished to address the Authority. There was no response and the public comments section of the meeting was closed.
APPROVAL OF MEETING MINUTES OF JANUARY 11, 2006

MOTION: City of Vernon Councilmember McCormick moved to approve the minutes of the OLDA meeting of January 11, 2006, as presented. City of South Gate Director of Community Development Lefever seconded the motion, which carried, unanimously.

NEW MEMBER STATUS REPORT

OLDA Executive Director Perdon presented the report noting that membership stands at 14 member cities. He reported that Chairman Larsen has set a goal for adding six cities to the Authority’s membership by the end of the fiscal year. He added that the focus has been on securing the membership of three of the remaining Los Angeles County cities, including San Fernando, Glendale and Burbank and results achieved so far to that end.

Downey Councilmember Cartozian reported speaking with Burbank representatives at the recent Governor’s Strategic session who expressed willingness to engage in further discussion on the issue.

Mr. Perdon emphasized the importance of communication by Members with representatives of non-member cities in developing interest in the project. Although there is still a lot of work to be done, progress is also being made with Orange County cities.

MOTION: City of Vernon Councilmember McCormick moved to receive and file the report. City of Downey Councilmember Cartozian seconded the motion, which carried unanimously.

CONSIDER ADOPTION OF MILESTONE 3 – ALIGNMENT AND STATION LOCATIONS

Mr. Perdon presented background to the item noting this is the second presentation of Milestone 3. Additional comments have been received since the first presentation and Mr. Perdon reviewed them in detail. He reported that the station locations and alignments identified in the report will be used for the first modeling run to estimate ridership. The intent is to make a presentation to potential private investors to show that the project is feasible, viable and profitable.

Beginning with the City of Lancaster, Mr. Perdon reviewed the detailed maps of alignments and station locations. He reviewed the three types of stations, including local, express and shuttle as explained in the Agenda Report dated February 8, 2006.

Mr. Perdon reported that the City of Santa Clarita would like to see a station location at the new Santa Clarita Parkway and the computer-based ridership estimating model will be run using that as a potential station placement. He added that serving airports is a key consideration.

Discussion followed regarding alignments in the L.A./Union Station area as well as the Staples Center and new South Park development.

City of South Gate Director of Community Development Lefever reported he has scheduled a meeting the Huntington Park representatives to talk about the project.

It was noted that discussions with Metrolink and Caltrans must proceed regarding securing alignments. Feasibility studies show the potential that project will work (in terms of technology), but that it will also work financially. Mr. Perdon added that the Staples Center location is a definite opportunity.
It was also noted that it is important for adjoining cities to work together relative to station locations and development opportunities. Two important aspects to consider are who will be serviced and the economic benefits for each city.

Decisions will be based on financial models where the goal will be to maximize the overall project benefits while spreading the benefits equitably throughout all the Member cities.

Relative to the potential station locations serving the cities of Artesia and Cerritos, it was suggested that the two cities get together to work out a mutually beneficial/agreed-upon location.

Mr. Perdon added that shuttle station dynamics will be based on development trends. It would be preferred for shuttles to have the same frequency of service as the Maglev and that service should be coordinated with local services.

It was reported that at a recent meeting that ARCADIS held with Orange County cities, an issue was raised about the desire to have the Orangeline Maglev serve John Wayne Airport.

Discussion followed regarding Palmdale and Santa Clarita stations, the possibility of service to Magic Mountain, tunneling under the Disney Resort, future meetings with cities along the corridor to discuss station locations, and identifying opportunities for expanding access to the Orangeline Maglev to best serve the potential demand.

ARCADIS Area Manager/Vice President Charlene Palmer suggested proceeding with the first model run and keeping subsequent runs fairly fluid. The first model run will be performed and a report will be presented to the Board upon completion. She added that the model has a special component for holidays and special events. The initial run will not include a route to John Wayne Airport. Alternatives will be tested to evaluate the various options.

**MOTION:** City of Palmdale Councilmember Hofbauer moved to adopt Milestone 3 with the changes discussed. City of South Gate Vice Mayor Maria Davila seconded the motion, which carried unanimously.

**CONSIDER ADOPTION OF MILESTONE 4 – RIDERSHIP MODELING ASSUMPTIONS**

Mr. Perdon presented details of Milestone 4 – Ridership Modeling Assumptions. He reported that it will be adjusted to reflect the changes discussed above and that it describes the operation of the system.

**MOTION:** City of Los Alamitos Mayor Fred Freeman moved to approve the Draft Milestone 4 and file the report. City of Palmdale Councilmember Hofbauer seconded the motion, which carried unanimously.

**CONSIDERATION OF PROJECT IDENTIY OPTIONS**

Mr. Perdon introduced Paul Deibel, Community Development Director from the City of San Fernando. Mr. Deibel commented on his city’s interest in the Orangeline Maglev.

Mr. Perdon presented background to the item and noted he is recommending that the project name be changed to the Orangeline Maglev in order to separate its identity from the Metro Orange Line bus system. In addition, he recommended that the Authority retain its corporate name as the Orangeline Development Authority.
Ensuing discussion pertained to changing the name "Orangeline" altogether in order to avoid confusion with the bus system. It was recommended that the Board work with the ARCADIS public relations firm to deal with the corporate branding issue. It was noted that Orangeline may be seen as favorable when soliciting membership from Orange County cities.

It was agreed that the issue should be reviewed including consideration of pros and cons. The Board directed that the ARCADIS Team public relations firm be requested to look at branding and project identity options.

General Counsel Yvette Abich addressed the requirements for changing the Authority’s legal name and reported that if branding is the issue, it would not require any other steps.

**MOTION:** City of Los Alamitos Mayor Fred Freeman moved to receive and file the report. City of Palmdale Councilmember Hofbauer seconded the motion, which carried unanimously.

### CONSIDER ADOPTION OF AUTHORITY AMENDED BYLAWS

General Counsel Yvette Abich presented a report for the Board to consider amended Bylaws to ensure conformity and consistency with the 1st Amended Joint Exercise of Powers Agreement (JEPA). She presented details of the changes and the following was added as well:

4. The Authority's meeting date has been changed from the first Thursday of the month to the second Wednesday of the month (to reflect the actual meeting date of the Authority), or as otherwise set by the Board.

**MOTION:** City of Paramount Councilmember Gene Daniels moved to approve the changes to the Bylaws recommended by the Authority's Counsel and as discussed above and receive and file the report. City of Vernon Councilmember Mike McCormick seconded the motion, which carried unanimously.

### CONSIDER ADOPTION OF AUTHORITY EXPENSE AND USE OF PUBLIC RESOURCES POLICY

General Counsel Yvette Abich presented a report to the Board and addressed Assembly Bill 1234 which regulates the way in which non-salaried local elected officials are paid, how they receive reimbursement for expenses, and the requirement of at least two hours of ethics training every two years. She presented a “first look” at the reimbursement policy and reported that her office is available to provide the training. Ms. Abich reported that proof of ethics training can be submitted if it has been otherwise provided. The item will be brought back to the Board for adoption and changes at the Board’s next meeting.

**MOTION:** City of Vernon Mike McCormick moved to receive and file the report. City of Downey Councilmember Kirk Cartozian seconded the motion, which carried unanimously.

### STATUS OF STATE LEGISLATION

Mr. Perdon presented the Status of State Legislation report which also summarizes key features of the Governor’s Infrastructure proposal. He added that all cities should be developing comments to present to the Governor’s Office relative to the proposal. He reported that at a recently held meeting co-hosted by the Governor’s Office and the League of California Cities, local City Council Members presented concerns that local governments have no voice in prioritizing use of the monies.
Individual cities need to inform their Assembly members, Senators and lobbyists of the importance of the Orangeline Maglev project to their respective cities. It is vital that individual cities take part in communicating to state legislators that the Orangeline Maglev should be a high priority project, since they are now focusing on transportation.

Mr. Perdon reported speaking with Representative Hector de la Torre, who is very committed to the Orangeline Maglev project, regarding potential state legislation.

Discussion followed regarding the possibility of the ARCADIS Team also communicating their interest and participation in the Orangeline Maglev to state and federal officials, either directly or with the assistance of their lobbyists, and regarding the importance of public outreach.

**MOTION:** City of Los Alamitos Mayor Fred Freeman moved to receive and file the report. City of Paramount Councilmember Gene Daniels seconded the motion, which carried unanimously.

**CONSIDER ESTABLISHING A BOARD LEGISLATIVE COMMITTEE**

Mr. Perdon reported that at the prior meeting a recommendation was made for the Board to establish a Board Legislative Committee which would review and make recommendations regarding pending legislation and provide oversight and guidance on the Authority’s legislative program. He added that Board Members Guerrero, Hofbauer, Martin and Cartozian volunteered to serve on the committee.

Discussion followed regarding reconciling/balancing other projects within cities that are competing for the same state funds. Chairman Larsen reported that the bill that the Board is working on is not for cash grants, but rather for loans/loan guarantees.

**MOTION:** City of Los Alamitos Mayor Fred Freeman moved to approve formation of a Board Legislative Committee, designate the Committee members and receive and file the report. City of Artesia Mayor Pro Tem John Lyon seconded the motion, which carried unanimously.

**RESCHEDULED ORANGELINE MAGLEV EVENT**

Mr. Perdon reported that for various reasons, staff is requesting the “Pioneering Spirit Event” be rescheduled to accommodate the schedules of participants and honorees and to allow additional time for planning and preparations.

**MOTION:** City of Vernon Councilmember Mike McCormick moved to receive and file the report. City of Los Alamitos Mayor Fred Freeman seconded the motion, which carried unanimously.

**AUTHORIZE EXPENDITURE TO DEVELOP AND DISPLAY ORANGELINE MAGLEV EXHIBIT**

Mr. Perdon presented details of the item and requested authorization of expenditures to develop and display an Orangeline Maglev exhibit. This will aid in increasing public attention and beginning an expanded public outreach and information campaign, and will include a model of the Orangeline Maglev vehicle along with a backdrop, video and displays.

It was suggested that the exhibit be presented at the California Contract Cities Annual Conference in May.
MOTION: City of Palmdale Councilmember Steve Hofbauer moved to authorize expenditure of $5,000 to develop and exhibit the TRI Maglev model and to receive and file the report. City of Los Alamitos Mayor Fred Freeman seconded the motion, which carried unanimously.

APPROVAL OF WARRANTS

MOTION: City of Los Alamitos Mayor Freeman moved to approve warrants listed in the Agenda Report dated February 8, 2006. City of Palmdale Councilmember Hofbauer seconded the motion, which carried, unanimously.

COMMUNICATION ITEMS TO THE BOARD

Mr. Perdon presented an overview of communication items to the Board including: the Treasurer's Report, Member and Financial Status report, report on meetings attended, and upcoming meetings.

CONSENSUS: The Board concurred to receive and file the report.

COMMUNICATION ITEMS FROM THE BOARD

Chairman Larsen distributed copies of a recent Press Telegram article regarding City of Paramount Councilmember Gene Daniels' retirement. He also referenced a recent article in the same publication regarding the Maglev project. Relative to the later, a letter to the editor has been composed and will be sent to the Press Telegram.

City of Santa Clarita Mayor Pro Tem Marcia McLean reported that she is very committed to the project and requested a timeline of major milestones, a list of expenditures and earlier distribution of agenda packets, if possible.

Relative to inquiries regarding the budget, Mr. Perdon suggested that Members could assume a 3%-4% increase from last year's budget.

City of South Gate City Manager Gary Milliman presented copies of a recent Los Angeles Times article by Ray Bradbury regarding a monorail system.

ARCADIS representative Charlene Palmer presented an update on public outreach regarding the Maglev. She added that Mary McCormick of MBI Media, is working on a video for distribution to the media.

Chairman Larsen added that there are many things that can be done in terms of increasing public awareness.

Discussion followed regarding including the project within each city's General Plan.
ADJOURNMENT

There being no further business to come before the Orangeline Development Authority, the meeting was adjourned at 8:50 p.m. to the next scheduled meeting of March 8, 2006.

________________________________________
Art Gallucci, Secretary

Attest:

________________________________________
Scott Larsen, Chair

Approved:
DEVELOPMENT AUTHORITY

AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

DATE: March 8, 2006

SUBJECT: Consider Milestone 5 – System Operations Draft Report - ARCADIS

Milestone 5 is one of 10 key Milestones in the Phase 1 Preliminary Engineering work currently underway. The Board has previously adopted the Milestone 1 through Milestone 4 reports. The final milestone report, Milestone 10 – Financial Plan, is scheduled for Board consideration on August 9, 2006.

The Milestone 5 report is being introduced to the Board at this meeting by ARCADIS. Following Board review and comment, the final draft is planned to be presented to the Board for consideration on April 12, 2006.

RECOMMENDATION

The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Provide direction to staff; and
3. Receive and file the report.
AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

DATE: March 8, 2006

SUBJECT: Consider Milestone 6 – Cargo and Freight Draft Report - ARCADIS

Milestone 6, like the previous report on today’s Board agenda, is one of 10 key Milestones in the Phase 1 Preliminary Engineering work currently underway. The Board has previously adopted the Milestone 1 through Milestone 4 reports. The final milestone report, Milestone 10 – Financial Plan, is scheduled for Board consideration on August 9, 2006.

The Milestone 6 report is being introduced to the Board at this meeting by ARCADIS. Following Board review and comment, the final draft is planned to be presented to the Board for consideration on April 12, 2006.

RECOMMENDATION

The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Provide direction to staff; and
3. Receive and file the report.

ATTACHMENT

1. Draft Milestone 6 – Cargo and Freight Report
Orangeline Maglev Freight/Cargo Ramifications

I. General Overview

Is there a role for cargo/freight movement in the Orangeline Maglev program? If there is a role what kind of cargo/freight could the system accommodate? Direction is needed on these decisions as they affect the systems' operating scenarios. These scenarios include the route, type of cargo/freight, the structural aspects of the guideway beam geometry, construction and operations/ maintenance costs and the resultant revenue picture. Again, a discussion regarding overall cargo/freight scenarios and a subsequent decision is needed in order to set parameters for proceeding.

The three general scenarios include:

1. Passenger only (including limited cargo).
   a. High value freight
   b. Airport cargo
   c. Express Cargo

2. Passenger and heavy cargo containers (including airport and express cargo) on the same guideway system. This includes sea-borne containers.
   a. Longer-less frequent passenger vehicles with some freight during the day and most during off-peak hours.
   b. Shorter more-frequent passenger vehicles with few daily freight vehicles with almost all at night.

3. Separate guideway systems for passenger and freight service.

Scenario #2 (above) may mean that the heavy cargo containers can only be singles (not double-stacked). The question is how much more reinforcing or concrete is needed (foundations, columns, and beam) if the guideway surface area (adjacent to the vehicle) is to remain the same for today's vehicle.

At the same time that we are looking at the cost side, we will need to look at the revenue side, especially revenue from heavy cargo.

A previous study of the potential for the use of maglev technology in moving freight/cargo was performed by the Authority in conjunction with the Center for Commercial Deployment of Transportation Technology. Excerpts from the study report are made a part of this Milestone Report.
II. The following excerpts are taken from the following:

**Container Conveyor System Preliminary Study**

*To*

Dr. Kenneth James  
Technical Coordinator  
Center for Commercial Deployment of Transportation Technologies  
(CCDOTT)

*From*

Orangeline Development Authority  
and  
Transrapid International-USA, Inc.

*Introduction*

The Orangeline Development Authority entered into an agreement with the Center for Commercial Deployment of Transportation Technologies (CCDoTT) to study the potential feasibility of a freight maglev system to carry sea-borne containers from the Ports of Long Beach and Los Angeles to inland intermodal facilities in Victorville, California. Transrapid-USA supported the Authority in performing this study.

The three primary aspects of the study were: to identify a potential pathway/corridor alignment for the freight maglev system, to assess the feasibility of Transrapid (TRI) maglev technology for carrying container cargo, and to define the design and operational switching concepts for the end points of the system.

This report presents the results of the initial feasibility study.

*Section 1 – Maglev Route*

Completed by the Orangeline Development Authority (OLDA), this report section was submitted on September 30, 2004. OLDA performed a preliminary review of potential corridors for a container freight maglev system between the Port of Long Beach / Los Angeles and a planned inland facility at Victorville, California. Two alignments and various alternatives are presented.
Figure 1.1 – Proposed Preliminary Maglev Alignments
(Inland Empire Route: Red; Palmdale Route: Purple)
Section 3 – Freight Maglev System

3.1 Freight System Description

3.1.1 Vehicles

Transrapid freight maglev vehicles will be custom-designed versions of the proven passenger design. The freight vehicle will utilize a simpler, heavy-duty structure that will allow greater payload capacity, up to 67,200 lbs (30.5 metric tons) per section. It will consist of an undercarriage with a flat upper surface and fittings for a single 40-foot (12.2-meter) container or two 20-foot (6.1-meter) containers in either a single- or double-stack configuration. The double-stack configuration is possible as long as the overall section payload (total weight of containers on that section) is limited to the 67,200-lb. (30.5-metric ton) capacity.

As part of the freight design customization, vehicle sections will be shorter than the current Transrapid production vehicle to better suit the overall container size. Sections will likely be up to 60 feet (18 meters) in length. Likewise, sections will be wider to better handle the torsion loads due to the transport of double-stack containers and the resulting high center of gravity. The increased width of the vehicle will also allow wider support magnets for the increased payload over the shorter length of the vehicle section.

The foreseen vehicle configuration concept includes a minimum vehicle unit length of five sections which can be automatically coupled to form 10-, 15- or 20-section consists. The five-section unit length will allow operational flexibility during off-peak periods and simplifies the vehicle maintenance and parking facility layouts.

The vehicle carriage design would be optimized for the lower design speeds, higher payloads and lack of on-board equipment that would otherwise be required for a passenger vehicle.

![Diagram of Transrapid Freight Vehicle Concept (Double-Stack Configuration)](image)

Figure 3.1 – Transrapid Freight Vehicle Concept (Double-Stack Configuration)
3.1.2 Maglev System Operating & Maintenance Concept

The planned operating concept for the corridor includes 20-section maglev consists automatically transporting single- or double-stacked containers at as often as three minute intervals along the route. Shortly before reaching the terminal at either end of the system, each consist will enter a marshalling area and be uncoupled into shorter lengths (10-section consists are foreseen) for subsequent unloading and loading in the terminal area. Since vehicles will be coupled in 5-section units, consists of 5-sections, 10-sections or 15-sections can be operated during lower volume periods.

Based on this preliminary study, freight vehicles are foreseen to operate at a maximum speed of 93 mph (150 km/h).

Vehicles will operate automatically with no on-board personnel required. The only operating personnel will be in the maglev system operations control center and in the terminal areas to operate and support the unloading/loading processes.

Although the maglev system can operate 24 hours per day, nominal periods of routine maintenance will be required each day and/or multiple times per week for the inspection and maintenance of the equipment and infrastructure. The overall layout and operating concept developed for the project, including the desired levels of redundancy, will ultimately determine the overall operations schedule. The typical maintenance period of approximately four hours per night is currently included in the concept layout.
3.1.3 System Capacity

Assuming the standard 40-foot (12.2-meter) container, a 20-section vehicle consist would be able to carry up to 20 full containers in a single-stack configuration or up to 40 partially loaded containers in a double-stack configuration. With 3-minute operating frequencies, single-stack and double-stack operations would be able to transport up to 400 and 800 containers per hour, respectively, in each direction.

Figure 3.3 summarizes the possible system capacities.

<table>
<thead>
<tr>
<th>Operating Configuration</th>
<th>Consist Length</th>
<th>Containers</th>
</tr>
</thead>
<tbody>
<tr>
<td>Single-Stack</td>
<td>20 sections</td>
<td>Per Consist 20, Per Hour(^{(1)}) 400, Per Day(^{(1,2)}) 8,000, Per Year(^{(1,2)}) 2,920,000</td>
</tr>
<tr>
<td>Double-Stack</td>
<td>20 sections</td>
<td>Per Consist 40, Per Hour(^{(1)}) 800, Per Day(^{(1,2)}) 16,000, Per Year(^{(1,2)}) 5,840,000</td>
</tr>
</tbody>
</table>

\(^{(1)}\) Capacity in each direction.
\(^{(2)}\) Assumes 20-hour per day operating period.

*Figure 3.3 – Transrapid Freight System Container Capacity*

The above figures represent maximum capacity to handle significant demand. The system can be flexibly and efficiently adapted to transport fewer containers by lessening the operating frequency, shortening the consist length or utilizing a single-stack configuration.

3.1.4 Guideway Infrastructure & Alignment

Section 2 included discussion of the features of the standard Transrapid guideway. The freight system would use a double-track guideway, allowing the most capacity and operational flexibility. Similar to the vehicle, the guideway for a freight system would necessitate a wider track gauge to handle the increased torsion loads due to double-stack operations. It is foreseen that the width would increase to approximately 11.5 feet (3.5 meters) from the current Transrapid standard gauge of 9.2 feet (2.8 meters). The guideway beam would also likely have a thicker cantilever area, increasing the vertical gauge, to handle the increased payload per linear increment of track. To simplify the overall infrastructure design, the beam span lengths would likely be shorter – up to 67 feet (20 meters) between support columns. Beam support bearings would likely have a wider spacing, consistent with the wider track gauge.

The guideway beams can be constructed of steel, concrete or a combination of these materials (hybrid). Since passengers will not be transported on this system, the overall ride comfort design criteria can be relaxed. Together with the lower operating speeds, this may lead to an opportunity to relax the overall system tolerances required for guideway beams, which could lead to simpler construction techniques. This situation would need further investigation as part of a more detailed study.

With the reduced ride comfort requirements, the alignment parameters would also be optimized for freight operation. The maximum allowed super elevation (banking) would likely be limited to 6% to minimize restrictions on stopping vehicles on banked curves. Since shorter vehicle sections will be utilized, the use of smaller curve radii would be possible. Using radii less than the current 1150-foot (350-meter) minimum Transrapid
Transfer tables are used in off-line situations, such as maintenance areas, for compact access of multiple tracks. They consist of welded steel, multi-span, straight beams with electro-mechanical, rack and pinion drive units mounted on every second support of the transfer table. Locking mechanisms ensure the positioning of the steel beam. With the vehicle resting on top, the transfer table shifts laterally to access parallel segments of guideway. While transfer tables present a second track switching option, time needed to transfer a vehicle between tracks would likely prevent their efficient use in a time-sensitive terminal loading area.

3.1.5.3 Container Loading

The maglev vehicle design is foreseen to easily accommodate loading and unloading with vertical loading cranes. Due to the open design of the freight vehicle section, provisions for side loading could also be incorporated.

It is foreseen that an automated control system would be developed in coordination with the terminal design to efficiently control the terminal area movement of the maglev vehicles as well as the containers transported by them.

Presented in Figure 3.6, TRI-USA has prepared a port terminal layout concept to show one possible integration option of the maglev system and port facilities. Numbers and locations of tracks can be designed in conjunction with CCDoTT and others as part of more detailed study of an efficient terminal design.

Figure 3.6 – Port Terminal / Maglev Concept
3.2 Preliminary System Layout & Operations Data (Port of LA/LB – Victorville)

3.2.1 Corridor Operations Summary

At part of this freight study, TRI-USA performed a preliminary analysis of operations over the route currently foreseen between the Port of Long Beach / Los Angeles (Port of LB/LA) and a future intermodal terminal to be located in Victorville, California. Based on the 93 mph (150 km/h) maximum speed planned for the freight system, an average operating speed of 75 mph (120 km/h) was assumed for the preliminary alignments summarized with Milestone 1. A more detailed operations analysis will be necessary as part of future study and will yield specific data for a more detailed alignment.

Figures 3.7 and 3.8 summarize the route data for freight operations over the primary Inland Empire and Palmdale Routes identified with Milestone 1.

<table>
<thead>
<tr>
<th>Stations (Inland Empire Route)</th>
<th>Station Location</th>
<th>Trip Time</th>
<th>Average Speed</th>
<th>Energy Consumption (20 sections)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ports of LA/LB</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bell</td>
<td>[mi] 0</td>
<td>[km] 0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Industry, Pomona, Ontario</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(UP Rail Corridor)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Devore</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Interstate 15)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Victorville</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>100</td>
<td>161</td>
<td>80</td>
<td>75</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>120</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>9.5</td>
</tr>
</tbody>
</table>

*Figure 3.7 – Preliminary Route Data for Inland Empire Route*

<table>
<thead>
<tr>
<th>Stations (Palmdale Route)</th>
<th>Station Location</th>
<th>Trip Time</th>
<th>Average Speed</th>
<th>Energy Consumption (20 sections)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ports of LA/LB</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Bell</td>
<td>[mi] 0</td>
<td>[km] 0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Downtown L.A.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(UP Rail Corridor)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Glendale</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Interstate 5, SR-2, I-210)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Angeles National Forest</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(Tunnel)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Victorville</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>128</td>
<td>206</td>
<td>100</td>
<td>75</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>120</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>12.0</td>
</tr>
</tbody>
</table>

*Figure 3.8 – Preliminary Route Data for Palmdale Route*
Figure 3.10 – Preliminary System & Propulsion Layout
### Transrapid Freight System: Preliminary Analysis Summary

<table>
<thead>
<tr>
<th>Transrapid Freight System Capabilities</th>
<th>Single Stack Container Transport</th>
<th>Double Stack Container Transport</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Container Vehicle Concept</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Number of Containers per Section</td>
<td>1</td>
<td>2</td>
</tr>
<tr>
<td>Number of Vehicle Sections per Unit</td>
<td>5</td>
<td>5</td>
</tr>
<tr>
<td>Maximum Number of Coupled Units per Consist</td>
<td>4</td>
<td>4</td>
</tr>
<tr>
<td>Maximum Number of Vehicle Sections per Consist</td>
<td>20</td>
<td>20</td>
</tr>
<tr>
<td>Number of Containers per Unit</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Maximum Number of Containers per Consist</td>
<td>5</td>
<td>10</td>
</tr>
<tr>
<td>Maximum Payload Capacity per Section</td>
<td>67,200 lbs.</td>
<td>67,200 lbs.</td>
</tr>
<tr>
<td>Maximum Payload Capacity per Consist</td>
<td>1,344,000 lbs.</td>
<td>1,344,000 lbs.</td>
</tr>
<tr>
<td>Vehicle Length per Section (estimate)</td>
<td>&lt; 60 ft.</td>
<td>&lt; 60 ft.</td>
</tr>
<tr>
<td>Vehicle Length per Consist (estimate)</td>
<td>&lt; 1,200 ft.</td>
<td>&lt; 1,200 ft.</td>
</tr>
<tr>
<td><strong>Container Vehicle Operations</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Maximum Operating Speed (assuming ideal alignment)</td>
<td>93 mph</td>
<td>93 mph</td>
</tr>
<tr>
<td>Assumed Average Speed for Layout</td>
<td>75 mph</td>
<td>75 mph</td>
</tr>
<tr>
<td>Maximum Grade</td>
<td>6%</td>
<td>6%</td>
</tr>
<tr>
<td>Maximum Super elevation ( Banking)</td>
<td>6%</td>
<td>6%</td>
</tr>
<tr>
<td>Minimum Operating Frequency (Headway)</td>
<td>3 minutes</td>
<td>3 minutes</td>
</tr>
<tr>
<td><strong>Power / Energy Requirements</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Estimated Power per Consist at Constant Average Speed of 75 mph</td>
<td>7.2 MW</td>
<td>7.2 MW</td>
</tr>
<tr>
<td>Estimated Energy Consumption per Consist per Trip (Inland Empire Route, 100 miles)</td>
<td>9.5 MWh</td>
<td>9.5 MWh</td>
</tr>
<tr>
<td>Maximum Number of Containers per Hour (in each direction)</td>
<td>400</td>
<td>800</td>
</tr>
<tr>
<td>Maximum Number of Containers per Year (in each direction)</td>
<td>2,320,000</td>
<td>5,840,000</td>
</tr>
<tr>
<td><strong>Preliminary Route Data (Port of Long Beach / Los Angeles – Victorville)</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Estimated Trip Time (Inland Empire Route, 100 miles)</td>
<td>50 min.</td>
<td>50 min.</td>
</tr>
<tr>
<td>Estimated Trip Time (Palmdale Route, 128 miles)</td>
<td>100 min.</td>
<td>100 min.</td>
</tr>
<tr>
<td><strong>Freight Guideway Infrastructure</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Suggested Maximum Span Length between Support Columns</td>
<td>&lt; 67 ft.</td>
<td>&lt; 67 ft.</td>
</tr>
</tbody>
</table>

Note: All above data are preliminary and will be refined with additional detailed study.

**Study Assumptions (information provided by CCoTT)**

- Standard 40-foot Container (length x width x height): 40.0’ x 8.0’ x 8.5’
- Maximum Container Weight (highways): 46,200 lbs.
- Average Container Weight: 40,000 lbs.
- Percentage of Containers at or near the Maximum Weight of 66,200 lbs.: 10-15%
- Percentage of Containers from Port to Inland Facility that are loaded: 100%
- Percentage of Containers from Inland Facility to Port that are loaded: 33%
- Annual Container Volume:
  - Foreseen Number of Containers via Maglev System: 5 million
  - Foreseen Number of Containers via Maglev System (2020): 7 - 10 million
- Maglev Operating Period: 20 hours per day
Section 4 - Costs

4.1 Freight System Cost Considerations

4.1.1 Vehicles

As discussed in Section 3.1.1, Transrapid freight vehicles would represent a simplified version of the standard Transrapid passenger vehicle. While functional system components would be enhanced to efficiently transport the heavy container loads, none of the on-board equipment normally necessary for a passenger vehicle would be needed. These savings include the complete vehicle carriage body, on-board systems associated with the passengers (HVAC, etc.), interior fittings and the driver control console. In addition, the length of the freight vehicle section, up to 60 feet (18 meters), would be significantly shorter than the standard Transrapid passenger vehicle section length of 82 - 89 feet (25 - 27 meters).

As a result of the above considerations, the cost per section of a Transrapid freight vehicle would be significantly less than that of the production Transrapid passenger vehicle. Total cost of vehicles for a freight system, however, would be determined by the number of sections needed for the desired operations. Given that the proposed freight system would require a large number of vehicles (due to the high traffic volume), the percentage of total project investment cost for the vehicles would undoubtedly be higher than for typical passenger maglev systems.

Since total desired number of vehicles for this system will be determined at later stages of project study, it is recommended that vehicle cost be considered separate from other project investment cost for the purposes of comparison with alternative systems.

4.1.2 Guideway Infrastructure

Section 3.1.4 described the modifications necessary to the Transrapid guideway for a container freight system. The freight guideway would require a slightly increased horizontal and vertical track gauge to accommodate the higher loads and ensure stability for double-stack operations. Shorter beam span lengths would be used to simplify the overall infrastructure design. In addition, simpler construction techniques could be used, since lower maximum speeds result in relaxed design criteria and system tolerances of a freight system relative to the passenger maglev system.

Based on these considerations, the cost of freight guideway infrastructure is expected to be similar to or slightly more expensive than that of Transrapid passenger system guideway infrastructure.

4.1.3 Energy Supply & Propulsion System

A Transrapid container freight system would utilize similar energy supply and propulsion technology as is used by the proven passenger system design. While the operating frequency of a freight system may require more power substations along the route, the
equipment in each substation (power blocks, etc.) will be less, and be lower power, than that in a typical passenger system substation.

As a result, the cost of the energy supply and propulsion system for a Transrapid freight operation can be considered comparable to that for a Transrapid passenger system.

4.1.4 Right-of-Way (ROW) & Environmental Considerations

As mentioned in Section 3.1.4, it is expected that the freight maglev system will require a similar or slightly smaller horizontal clearance envelope (width) for the guideway infrastructure. This translates into a similar amount of Right-of-Way (ROW) for the system. The lack of passengers on-board would eliminate the need for evacuation/emergency services access to the route and stopping area infrastructure. With all guideway maintenance activities being handled by guideway-bound special vehicles, there will be less support infrastructure along the route.

The freight system will also travel at a lower maximum speed than the passenger system, thereby minimizing the need for noise protection measures along the route. The taller vehicle (double-stack configuration) may require increased visual protection measures in populated locations along the route, thereby balancing out the savings in noise protection.

Overall it is expected that the ROW and environmental considerations associated with the freight maglev system will be less than those for the passenger system.

4.1.5 Operations & Maintenance

The costs associated with operations and maintenance can be attributed to three general areas:

- operating personnel
- energy consumption
- maintenance

With its highly automated operation and minimum maintenance requirements, the Transrapid passenger system already requires a minimum of personnel. In that a large portion of the operating personnel in a passenger system is associated with serving and supporting passenger operations (in the stations, on the vehicles), these personnel would not be required for the freight system. There are no differences in the actual operating personnel in the control center and no personnel required along the route, such as in the substations. Since the maglev-associated portion of the freight terminals is expected to be highly automated, the operating personnel required in the terminals will most likely be associated with the subsequent handling and administering of the containers and therefore already present, and not directly attributable to the freight maglev system. As a result, the overall number of operating and administration personnel is expected to be lower for the freight maglev system.

In terms of absolute energy consumption, the lower energy requirements associated with the operating speeds for the freight maglev system - 93 mph (150 km/h) versus 218-280
4.2 Cost Considerations Summary

Based on the preliminary work in this study, the following general conclusions can be drawn from a comparison of a freight maglev system with a passenger maglev system in the urban/suburban environment of Southern California:

- The investment cost of the maglev route infrastructure (guideway, energy supply/propulsion system) per unit distance (mile or kilometer) is expected to be similar to slightly higher for the freight maglev system. Given that a large portion of the route passes through areas with low population density, the average overall cost of the route infrastructure should be less than a passenger system in the Los Angeles urban area.

- The investment cost of the non-maglev route infrastructure (ROW, environmental considerations) per unit distance (mile or kilometer) is expected to be less for the freight maglev system.

- The investment cost of the freight maglev vehicles is expected to be significantly less per section and consist, but given the large number desired for the project, the absolute cost of the vehicles will be proportionately higher than for a typical passenger maglev project. For this reason, vehicle costs should be considered separately from the project investment cost for purposes of comparisons with alternatives.

- The operating and maintenance costs of the freight maglev system are expected to be similar to that of a high-volume passenger system (typical of a Los Angeles application), primarily due to the larger quantities of equipment involved (vehicles, substations, etc.)

These conclusions are summarized in tabular form in Figure 4.1.

<table>
<thead>
<tr>
<th>Transrapid Freight System Cost Factors</th>
<th>Single-Stack Container Transport</th>
<th>Double-Stack Container Transport</th>
</tr>
</thead>
<tbody>
<tr>
<td>(compared to a standard Transrapid passenger system)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Vehicles (per section) (1)</td>
<td>Significantly Less</td>
<td>Significantly Less</td>
</tr>
<tr>
<td>Guideway Infrastructure</td>
<td>Similar / More</td>
<td>Similar / More</td>
</tr>
<tr>
<td>Energy Supply &amp; Propulsion System</td>
<td>Similar</td>
<td>Similar</td>
</tr>
<tr>
<td>ROW &amp; Environmental Considerations</td>
<td>Similar / Less</td>
<td>Similar / Less</td>
</tr>
<tr>
<td>Operations &amp; Maintenance</td>
<td>Similar</td>
<td>Similar</td>
</tr>
</tbody>
</table>

(1) For purposes of consistent cost comparisons with alternative systems, vehicle costs should be considered separately from the project investment cost.

Figure 4.1 – Transrapid Freight System Cost Factors

A sampling of results from the FRA Noise Report pertinent to the operating speeds of a freight system is shown in Figure 5.2. Maximum sound pressure levels for the Transrapid moving along a reference concrete guideway beam are shown for various speeds.
To provide a reference to everyday noises to which people are familiar, Figure 5.3 summarizes noise levels of typical sounds in an urban environment.

<table>
<thead>
<tr>
<th>Source</th>
<th>Noise Level</th>
</tr>
</thead>
<tbody>
<tr>
<td>Commercial Jet Takeoff (near runway)</td>
<td>120 dB(A)</td>
</tr>
<tr>
<td>Ambulance Siren (100 feet)</td>
<td>95 dB(A)</td>
</tr>
<tr>
<td>Construction Dump Truck (at sidewalk)</td>
<td>95 dB(A)</td>
</tr>
<tr>
<td>Diesel City Bus (at sidewalk)</td>
<td>92 dB(A)</td>
</tr>
<tr>
<td>Gas Lawn Mower (100 feet)</td>
<td>79 dB(A)</td>
</tr>
<tr>
<td>Inside Sports Car, 50 mph</td>
<td>74 dB(A)</td>
</tr>
<tr>
<td>Car Pass-by (50 feet)</td>
<td>65 dB(A)</td>
</tr>
</tbody>
</table>

Figure 5.3 – Typical Urban Noise

5.1.2 Noise Assessment

For purposes of assessment, it is important to note that sound levels are defined not just by their maximum noise levels, but rather based on noise frequency over specific periods of time. This allows a careful assessment to account for, as an example, a long conventional freight train that produces significant noise over a period of several minutes compared to a shorter Transrapid vehicle that passes in a matter of several seconds.
Transrapid Freight & Cargo

Express Airfreight Containers / Pallets

TR09

TR09 / G
Transrapid Freight & Cargo
Express Airfreight Containers / Pallets

Transport of parcelled goods and air containers

Max. vehicle length (8 sections) approx. 200 m / 660 ft
Max. payload 28 t per section
Max. speed 500 km/h / 310 mph

Transrapid Freight & Cargo
Express Airfreight Containers / Pallets

ISO-6617 l x b x h [mm]
AHE 2007x1524x1626
AHG 2337x1524x1626
ALP 3175x1534x1626
AVK 2007x1534x1166
AKV 3x196x1534x1166

Dimensions in mm
Transrapid
Trainset Configurations

Passenger operation: 2 - 10 sections

Cargo/Freight: 2 - 10 sections (500 km/h); 20 sections (200 km/h)
<table>
<thead>
<tr>
<th>Transrapid Vehicles</th>
<th>English units</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Train Configuration</strong></td>
<td>End Section</td>
</tr>
<tr>
<td><strong>Train Size</strong></td>
<td></td>
</tr>
<tr>
<td>Section Length</td>
<td>88.5 ft</td>
</tr>
<tr>
<td>Section Width</td>
<td>12.1 ft</td>
</tr>
<tr>
<td>Section Height</td>
<td>13.6 ft</td>
</tr>
<tr>
<td><strong>Payload / Section</strong></td>
<td></td>
</tr>
<tr>
<td>Passenger / Cargo</td>
<td>30,800 lbs</td>
</tr>
<tr>
<td>Freight</td>
<td>52,800 lbs</td>
</tr>
<tr>
<td>Seats / Section</td>
<td>49 to 92</td>
</tr>
<tr>
<td>plus 2 wheelchairs</td>
<td></td>
</tr>
<tr>
<td><strong>Floor Space / Section</strong></td>
<td>699 ft²</td>
</tr>
<tr>
<td><strong>Total Weight</strong></td>
<td>136,400 / 147,400 lbs</td>
</tr>
</tbody>
</table>

**Capacity**

<table>
<thead>
<tr>
<th>Number of Sections</th>
<th>2</th>
<th>4</th>
<th>6</th>
<th>8</th>
<th>10</th>
</tr>
</thead>
<tbody>
<tr>
<td>Passenger Seats (high density)</td>
<td>184</td>
<td>436</td>
<td>688</td>
<td>940</td>
<td>1192</td>
</tr>
<tr>
<td>Passenger Seats (low density)</td>
<td>98</td>
<td>214</td>
<td>330</td>
<td>446</td>
<td>562</td>
</tr>
<tr>
<td>000 lbs</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Passengers / Cargo</td>
<td>61.6</td>
<td>138.6</td>
<td>215.6</td>
<td>292.6</td>
<td>369.6</td>
</tr>
<tr>
<td>Freight</td>
<td>105.6</td>
<td>239.8</td>
<td>374.0</td>
<td>508.2</td>
<td>642.4</td>
</tr>
</tbody>
</table>

(1) Special vehicle, system layout, and guideway; max. speed 200 km/h / 125 mph
(2) Weight per passenger including baggage: 90 kg / 198 lbs average; with wheelchair, 150 kg / 330 lbs
(3) Increased vehicle weight to account for unusual operating circumstances with increased payload
DEVELOPMENT AUTHORITY

AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

DATE: March 8, 2006

SUBJECT: Public Outreach and Advocacy - ARCADIS

Mary McCormick, President of MBI Media, a member of the ARCADIS Team, will make a presentation to the Board on public outreach and advocacy. The presentation will include a discussion on naming options for the Orangeline Maglev, as requested by the Board at the previous meeting.

RECOMMENDATION
The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Provide direction to staff; and
3. Receive and file the report.
DEVELOPMENT AUTHORITY

AGENDA REPORT

TO: Members of the Orangeline Development Authority
FROM: Albert Perdon, Executive Director
DATE: March 8, 2006

SUBJECT: Consider Adoption of Authority Amended Bylaws

This item was previously presented to the Board for consideration as an information item on February 8, 2006. It is now before the Board as an action item.

Based on the changes contained in the 1st Amended Joint Exercise of Powers Agreement, Yvette Abich – Legal Counsel, Colantuono & Levin, has reviewed the Authority bylaws to ensure conformity and consistency with the 1st Amended Joint Exercise of Powers Agreement (JEPA). The few substantive changes to the bylaws proposed by Ms. Abich are highlighted in the attachment. Some of the substantive changes are as follows:

1. The spelling of the Orangeline has been changed from "Orange Line" to "Orangeline" throughout the bylaws. This change is reflected in the 1st Amended JEPA.
2. Added to the bylaws as parties are those cities contained in the 1st Amended JEPA.
3. The Authority's Treasurer-Auditor is Jack Joseph. The bylaws indicate that Treasurer-Auditor will be an employee or officer of the Authority, but until the Board appoints such person, the Cerritos Finance Manager is the Treasurer-Auditor. Existing language has been retained, but language is included that the Treasurer-Auditor may also be the Finance Manager's "designee" which would permit Mr. Joseph to continue as Treasurer-Auditor.
4. The Authority's meeting date has been changed from the first Thursday of the month to the second Wednesday of the month (to reflect the actual meeting date for the Authority).

The proposed changes to the Authority Bylaws are simply a housekeeping matter. Should the Board agree to change the identity of the Orangeline to Orangeline Maglev or to some other name, this change would also be reflected in the amended Bylaws.

RECOMMENDATION

The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Approve the changes to the Bylaws recommended by the Authority’s Counsel; and
3. Receive and file the report.

ATTACHMENT

1. Copy of Authority Bylaws with proposed changes highlighted
BYLAWS
OF
ORANGELINE DEVELOPMENT AUTHORITY

Approved _______, 2006
BY-LAWS
OF
ORANGELINE DEVELOPMENT AUTHORITY

ARTICLE I. ORGANIZATION; PURPOSES; POWERS; MEMBERS.

A. This Orangeline Development Authority (“Authority”) is an entity authorized to engage in the Joint Exercise of Powers pursuant to California Government Code Sections 6500 – 6599.1.

B. The Authority is the public entity established under the Joint Exercise of Powers Agreement (“Agreement”) entered into among some or all the cities of Los Angeles, Vernon, Huntington Park, Maywood, Bell, Cudahy, South Gate, Downey, Paramount, Bellflower, Cerritos, Artesia, Cypress, Stanton, Huntington Beach, Buena Park, La Palma, San Fernando, Burbank, Glendale, Tustin, Irvine, Palmdale, Los Alamitos, Lancaster, Santa Clarita, Garden Grove, Anaheim, Santa Ana and the County of Los Angeles (cities and county collectively referred to as “Members” or “Parties;” individual cities referred to as “Member” or “Party”), dated March 4, 2005 as that Agreement may be amended from time to time, to carry out the Authority’s purpose to use the common powers of its Members to enter into one or more public-private partnerships to finance, acquire, design, construct, reconstruct, improve, and operate the facilities and improvements to the Orangeline adjacent to or within the boundaries of the Members, as may be approved by action of the Authority.

C. The Board of Directors of the Authority (“Board”) is comprised of its Members, with one Member representing each City, and with one or more Alternate Directors appointed by each Member.

D. The Orangeline is to be a high-speed ground transportation service that is provided by an advanced technology, elevated, magnetically levitated (“Maglev”) ground transportation system for moving people and cargo, and comprised of passenger and cargo vehicles, elevated guideways and support columns, power distribution system, vehicle control system, stations, maintenance and operation center, and related facilities.

E. The Agreement, as it may be amended from time to time, is incorporated herein by this reference. In the event of a conflict between the Agreement and any other provision of these Bylaws, the Agreement shall prevail.
ARTICLE II. DIRECTORS

A. Obligations and Rights

Each Director shall fulfill the obligations and have the rights of a director of a California Joint Powers Authority, subject to any limitations imposed by the Agreement.

B. Number and Qualifications

The authorized number of Directors is the number of Members of the Authority as that number of Members now exists or as may be added by amendment of the Agreement and which have not withdrawn or been expelled thereafter.

Each Member shall appoint one or more Alternate Directors. All Directors and Alternate Directors shall be current members of the governing body of their appointing Member.

C. Term of Office

Each Director's term of office shall be one year, concurrent with the Authority's fiscal year, and thereafter until his or her successor is selected and qualified (unless a Director or Alternate Director ceases to qualify for service, as by loss of elective office). Directors and Alternate Directors shall serve during the pleasure of their respective appointing authorities.

D. Vacancies

Any vacancy caused by a Director or Alternate Director ceasing to serve on the body which appointed him or her or otherwise shall be filled in the same manner as the original appointment.

E. Removal of Directors

A Director may be removed by his or her Appointing Authority with or without cause or notice. A Director may be removed by the Board due to conduct detrimental to the interests of the Authority, and shall be removed upon being absent from three (3) consecutive meetings of the full Board or of any Standing Committee to which the Director is assigned, or being absent from six (6) meetings of either during any 12-month period, or upon ceasing to qualify for service. Notwithstanding the above attendance requirements, no meeting which is rescheduled due to lack of a quorum at its regularly-scheduled time shall be considered a “meeting” for purposes of causing a Director's removal, so long as the Director was present at the meeting which lacked a quorum or would have been present but for receipt of advance notice from staff of the meeting’s cancellation due to lack of a quorum.

To accomplish such removal the Authority shall comply with the following procedures:
(1) The Director in question and his or her appointing authority shall be given notice not less than fourteen (14) days prior to any action. This notice shall be:

   a. in writing, detailing the time and place of the meeting where such action will be taken; and

   b. mailed to the Director in question at such address as may appear in the records of the Authority or in care of the Director’s appointing authority, with a return receipt requested.

(2) The Director in question shall be given reasonable opportunity to address the Board; however, failure to appear before the Board shall not be an impediment to removal.

F. Compensation

All Directors and Alternate Directors on the Board shall receive a stipend of not more than one hundred dollars ($100) per meeting attended as the Member’s voting representative upon a vote of the Board to authorize such stipends. Each Director and Alternate Director on the Board shall be reimbursed for reasonable and necessary expenses actually incurred in the conduct of the Authority’s business, pursuant to an expense reimbursement policy established by the Board prior to such expenses being incurred.

G. Non-Liability of Directors and Members

The Directors and Members shall not be personally liable for the debts, liabilities, or other obligations of the Authority and the Directors shall be entitled to defense and indemnity by the Authority as provided in Government Code Section 825 et seq.

H. Powers of Directors

Subject to the provisions and limitations of the Joint Exercise of Powers Act of the State of California, California and any other applicable laws, the Authority’s activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Directors as a body.

ARTICLE III. OFFICERS

A. Designation; Election; Resignation; Vacancy.

The Authority’s officers shall be a Chair, a Vice-Chair, a Secretary, and a Treasurer and Auditor.
The Board shall select a Chair and Vice-Chair from among its members at its July meeting in each year and at such other times as the Board may direct. Absent a unanimous vote of the Directors in attendance when the vote is taken, the Chair and Vice-Chair shall represent Members located in different counties.

The Board shall appoint a Secretary from the Directors or the officers or employees of the Authority or a Member.

The Board shall appoint an officer or employee of the Authority or an officer or employee of a Member to hold the offices of Treasurer and Auditor of the Authority. The offices of Treasurer and Auditor may be held by separate officers or employees or may be combined and held by one such officer or employee, as provided by the Board. Until such time as the Board shall select another Treasurer and Auditor pursuant to this paragraph, the City of Cerritos Finance Manager or his/her designee shall serve as Treasurer and Auditor of the Authority.

Any Officer may resign at any time by giving written notice to the Chair or Vice-Chair with a copy to the Executive Director. The resignation shall be effective on the date of notice or any other date specified in the notice, and need not be accepted to take effect.

Any vacancy in an Officer position for any reason shall be filled in the same manner as the original appointment and for the balance of the term of the respective Officer.

B. Term.

The Chair, Vice-Chair, Secretary, Treasurer and Auditor shall serve during the pleasure of the Board and during that pleasure shall hold office for a period of one year, concurrent with the Authority fiscal year, and thereafter until their successors are selected and qualified (unless the Chair or Vice-Chair should cease to be a member of the Board). The appointment of such persons by the Board shall be evidence that the position of an officer, employee, or agent of the Authority is compatible with those of any officer, employee or agency of any Member.

C. Additional Officers.

The Board may appoint any additional officers deemed necessary or desirable. Such additional officers also may be officers or employees of a Member or of the Authority.

D. Powers and Duties of Officers

(1) Chair.

The Chair shall call and preside at all meetings of the Board of Directors; shall appoint Directors to standing committees and ad hoc committees, except as otherwise specified in these Bylaws, the Agreement, or applicable law; shall be an ex officio member of all
committees of which the Chair is not a regular member; shall sign all Board contracts, modifications, warrants and other documents evidencing an obligation of the Board, except as such authority may be delegated to staff by specific, written action of the Board of Directors in limited circumstances; and shall exercise such other powers and perform such other duties as the Board may from time to time assign.

(2) Vice-Chair

The Vice-Chair shall possess and perform all of the powers and duties of the Chair during the absence, unwillingness or inability of the Chair to act for any reason, or as otherwise delegated by the Chair; and shall exercise such other powers and perform such other duties as the Board may from time to time assign.

(3) Secretary

The Secretary shall keep or cause to be kept at the Board’s principal office, or at such other place as the Board may direct, each of the following records: (a) minutes of all meetings, proceedings, and actions of the Board, which minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular, or special, and if special, how authorized, the notice given, and the names of Directors and officers of the Authority present at Board of Directors and committee meetings; (b) a copy of the Joint Exercise of Powers Agreement and Bylaws, as amended to date; (c) a record of the Board’s Directors and Alternate Directors, showing each Director’s and Alternate Director’s name, address, and term of appointment; and (d) adequate and correct books and accounts of the Board’s properties and transactions. Each of the above records shall be open to inspection by any Director at all reasonable times.

The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors and its committees as required by these Bylaw.

(4) Treasurer and Auditor.

The Treasurer and Auditor shall perform all Treasurer and Auditor functions for the Authority, including those required or authorized by California Government Code Sections 6505, 6505.5, and 6505.6.

The Treasurer shall receive, deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Authority with such depositories as the Board may designate; shall approve all financial reports to the Board summarizing receipts, disbursements, and fund balances; and shall disburse the Authority’s funds as the Board may order.

The Auditor shall perform audit functions as the Board may direct, in addition to those required by California Government Code Sections 6505, 6505.5, and 6505.6.
(5) Executive Director.

The Executive Director shall administer the operations of the Authority and perform such other duties as the Board may specify.

ARTICLE IV. EXECUTIVE DIRECTOR

The Board shall appoint an Executive Director, which appointment shall require the approval of two-thirds (2/3) of its entire membership. The Executive Director may be an officer or employee of a Member, and shall have full authority and responsibility to implement the purposes and objectives of the Authority, subject only to the general authority of the Board.

The duties of the Executive Director will be as directed by the Board.

ARTICLE V. COMMITTEES

A. Establishment of Committees

The Board may by resolution create permanent or ad hoc committees to give advice to the Board of Directors on such matters as may be referred to such committee by the Board. Qualified persons shall be appointed to such committees by the Board and each such appointee shall serve at the pleasure of the Board.

B. Standing Committees

The Board shall have such established and continuing committees (“Standing Committees”) as the Board may from time to time direct. Each Standing Committee shall establish its own procedures to perform its duties and shall elect its own chair, subject to Board of Directors review and approval. Meetings of Standing Committees shall be held such that actions taken can be promptly reported to and acted upon by the Board of Directors. All committee actions shall be considered recommendations to the Board of Directors.

C. Other Committees

The Chair may from time to time establish one or more temporary committees of limited scope and appoint persons thereto, provided that each such committee's purpose and term of existence shall be reported to the Board at the next meeting. Each Standing Committee may also form and appoint members of such subcommittees as it believes appropriate to perform its duties.
D. Committee Meetings

Each committee shall comply with the Ralph M. Brown Act, Government Code Sections 54950 et seq., (“Brown Act”) as it now exists or may hereafter be amended, and all other applicable law. A quorum of a committee shall be a majority of its membership, and no recommendation shall be made except upon approval by a majority of a quorum at a meeting noticed and conducted in compliance herewith.

ARTICLE VI. BOARD OF DIRECTORS MEETINGS

A. Scope

All meetings of the Board of Directors shall be conducted pursuant to this Article, except as otherwise required by law. All regular, adjourned and special meetings of such committees shall be called and conducted in accordance with the applicable requirements of the Brown Act, as it now exists or may hereafter be amended, and all other applicable law.

B. Regular Meetings

Regular meetings of the Board of Directors shall be held in the City of Cerritos on the second Wednesday of each month, except when that day falls on a legal holiday, in which case the meeting shall be held at a date and time directed by the Board of Directors. The Board may choose to alter the schedule from time to time by amendment to these bylaws or by separate resolution.

Written notice of each regular meeting shall specify the meeting’s place, date and time and shall contain a brief general description of each item of business to be discussed at the meeting. Notice shall be given to each Director and Member to each person or organization that has requested written notice of such meeting; shall be given either by personal delivery or by first-class mail, and shall be received by the Directors and posted at the city halls of the Member cities and at the Authority’s principal place of business in sites freely accessible to the public at least 72 hours prior to the meeting. Discussion of items not appearing on the posted agenda shall be limited as provided in the Brown Act.

C. Special Meetings

Special meetings of the Board of Directors may be called at any time by the Chair or by a writing signed by a majority of the Directors.

Written notice of each special meeting shall be given to each Director and Member (unless waived in writing by that Director or Member) and to each local newspaper of general circulation, and radio or television station that has requested such notice in writing. Notice shall be received by the Directors and posted at the city halls of the Member cities and at the Authority’s principal place of business in sites freely accessible to the public at least 24 hours
prior to the meeting. The notice shall state the place, date and time of the meeting and the business to be transacted; and no other business may be transacted.

**D. Annual Meeting**

The annual meeting of the Board of Directors shall be held on the **second Wednesday** in July of each year unless that date falls on a legal holiday, in which case it shall occur on a date and time directed by the Board of Directors. The purpose of the annual meeting shall be to elect Officers, approve an annual budget and to conduct such other business as may be necessary at that time.

**E. Quorum**

A quorum at any Board meeting shall consist of Directors representing at least one-half of the agencies which are parties to the Agreement, excluding Director positions which are not then filled and non-voting Board positions.

**F. Voting**

(1) **Required Vote.** The Board may act only by majority vote of a quorum or such greater number as may be required herein, by law or under the Agreement. All actions of the Board shall be by vote of the representatives of a majority of Directors or Alternate Directors of a quorum present and voting.

(2) **Proxy and Absentee Votes.** Directors and Alternate Directors may not cast proxy or absentee votes. Each Member shall have an equal vote. Each Alternate Director shall have one vote during the absence of the Director for whom he or she serves as an Alternate Director.

**G. Roberts Rules of Order**

In all its actions and meetings, the Board of Directors shall be governed by the most recent edition of **Robert’s Rules of Order** in all cases to which they are applicable and not inconsistent with these Bylaws, as interpreted and applied by the Chair or a parliamentarian appointed by the Chair.

**ARTICLE VII. INSURANCE**

The Board shall have the right to purchase and maintain insurance to the fullest extent permitted by law on behalf of its Directors, Officers, committee members, employees and other agents, against any liability asserted against or incurred by a person in such capacity or arising out of the person's status as such.
ARTICLE VIII. INSPECTION OF RECORDS

Every Director shall have the absolute right at any reasonable time to inspect the Authority’s books, records, documents of every kind, and physical properties. The inspection may be made in person or by the Director’s agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

ARTICLE IX. AMENDMENTS

Amendments to these By-Laws must be approved by an affirmative vote of a majority of all current Directors, excluding Director positions which are not then filled, at a meeting of the Board of Directors; provided that each amendment proposed shall have been received by the Directors no less than five business days prior to action by the Board and shall have been noticed in accordance with the provisions of the Brown Act.

CERTIFICATE OF SECRETARY

I hereby certify that I am the duly elected and acting Secretary of the Orangeline Development Authority and that the above Bylaws consisting of nine (9) pages are the Bylaws of this Authority as in effect on the date hereafter stated.

Executed on __________, 2006, at Cerritos, California.

________________________________________
Art Gallucci, Secretary
The Orangeline Development Authority is a joint powers agency formed to pursue deployment of the Orangeline maglev system in Southern California. The Authority is composed of the following public agencies:

- City of Artesia
- City of Bell
- City of Bellflower
- City of Cerritos
- City of Cudahy
- City of Downey
- City of Huntington Park
- City of Los Alamitos
- City of Maywood
- City of Paramount
- City of Santa Clarita
- City of South Gate
- City of Vernon

**Chairman**
Scott Larsen
Councilmember, City of Bellflower

**Secretary**
Art Gallucci
City Manager, City of Cerritos

**General Counsel**
Michael Colantuono
Colantuono & Levine, PC

**Treasurer/Auditor**
Jack Joseph
Gateway Cities COG

**Executive Director**
Albert Perdon, P.E.

**Supporting Agencies**
Gateway Cities Council of Governments
Southern California Association of Governments
City of Garden Grove
City of Huntington Beach
City of Long Beach
City of Paramount

---

**AGENDA REPORT**

**TO:** Members of the Orangeline Development Authority  
**FROM:** Albert Perdon, Executive Director  
**DATE:** March 8, 2006  
**SUBJECT:** Status of State Legislation

The Authority’s Legislative program is to seek a State loan/loan guarantee for the next project development phase – Phase 2 Preliminary Engineering. Staff has been working with former Authority Board Chairman and current Assembly Member Hector De La Torre to introduce legislation that would enable the Authority to secure such a loan/loan guarantee.

Assembly Member De La Torre is working with the State Treasurer to review a draft legislative proposal prepared by the Authority. That review is on-going. Additionally, Assembly Member De La Torre has introduced Assembly Bill 2882. This bill would allow any local agency or other entity of local government that has authority to issue bonds to request a loan from the Pooled Money Investment Account. Currently only a state agency or an agency of state government may request such a loan.

Assembly Member De La Torre believes that this bill would enable the Authority to apply for a loan to fund the next phase of project development.

A copy of AB 2882 is attached. Staff will continue to work with the author to secure passage of this bill and to obtain a favorable review by the State Treasurer of the Authority’s proposal.

**RECOMMENDATION**

The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Provide further direction to staff; and
3. Receive and file the report.

**ATTACHMENT**

1. Author’s Copy of AB2882
LEGISLATIVE COUNSEL'S DIGEST

Bill No. AB 2882
as introduced, De La Tone.
General Subject: State government: fiscal affairs: state funds.

Existing law allows the Pooled Money Investment Board to make a loan from the Pooled Money Investment Account to any special fund to carry out a program or project that is authorized to be financed by issuing bonds, notes or other evidence of indebtedness, subject to those terms and conditions as the board determines with interest to be determined as provided by law. Any state agency or other entity of state government that has authority to issue bonds may request a loan from the Pooled Money Investment Account, and execute the necessary documents to obtain and repay the loan.

This bill would allow any local agency or other entity of local government that has authority to issue bonds to request a loan from the Pooled Money Investment Account, and execute the necessary documents to obtain and repay the loan.
THE PEOPLE OF THE STATE OF CALIFORNIA DO ENACT AS FOLLOWS:

SECTION 1. Section 16312 of the Government Code is amended to read:

16312. (a) Notwithstanding and in addition to any other provision of law permitting withdrawal of moneys from the General Fund for deposit into a special fund for the purpose of carrying out a program or project with repayment to the General Fund to come from the proceeds of the later sale of state bonds or notes, the Pooled Money Investment Board may instead make a loan from the Pooled Money Investment Account directly to any such special fund, on such terms and conditions as the board may determine, upon request made to the board by an appropriate official. Any official authorized by law to seek, authorize, or approve a withdrawal of moneys from the General Fund for these purposes may in the alternative request a loan from the board as provided in this section and execute such documents as are required by the board to obtain and repay the loan. Interest on the loan shall be determined as provided in Section 16314.

(b) The Pooled Money Investment Board may also make a loan from the Pooled Money Investment Account to any special fund for the purpose of carrying out a program or project that is authorized to be financed by issuing bonds, notes, or other evidence of indebtedness, where the special fund does not qualify under subdivision (a). Any loan shall be subject to those terms and conditions as the board shall determine and interest shall be determined as provided in Section 16314.

Any state or local agency or other entity of state or local government that has authority to issue bonds may request a loan from the Pooled Money Investment
Account and execute such documents as are required by the board to obtain and repay the loan.

(c) When a loan is made pursuant to subdivision (a) or (b) to a special fund to carry out a state general obligation bond program, other than a program adopted pursuant to an initiative statute prior to August 22, 1988, or Chapter 27, 30, 48, or 49 of the Statutes of 1988, the special fund shall pay the loan interest out of the proceeds derived from bond sales. For non-self-liquidating programs adopted pursuant to an initiative statute prior to August 22, 1988, or Chapter 27, 30, 48, or 49 of the Statutes of 1988, the General Fund shall pay the loan interest.

(d) Notwithstanding Section 13340, amounts required to pay interest on loans made to non-self-liquidating general obligation bond programs are hereby continuously appropriated from the General Fund.

The Legislature hereby finds and declares that these appropriations for interest payments regarding general obligation bond programs are appropriations for debt service as defined in Section 8 of Article XIII B of the California Constitution and therefore are exempt from the appropriations limit set by that article.
DEVELOPMENT AUTHORITY

AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

DATE: March 8, 2006

SUBJECT: Shanghai Maglev Inspection – Authorization for Travel

In January, a delegation of seven Authority Board members and staff, joined by 11 additional representatives of member cities and guests, inspected the Shanghai Maglev and met with City of Shanghai officials to observe maglev in operation and study land use/transportation planning in Shanghai, China. The trip to Shanghai proved to be very useful for gaining first hand knowledge of the world’s first commercially operational maglev system in an urban setting. The Board authorized an expenditure of $2700 per delegate for up to seven delegates for this trip. However, as a result of early purchases of airline tickets and hotel room bookings the actual expenses were kept to an average of $1923 per delegate and $13,459 total for the seven-member delegation.

At its January 2006 meeting, following a report by the Board delegates on the results of the trip to Shanghai, the Board authorized the Executive Director to plan a second inspection trip for additional Board members who were not able to make the initial trip and key state legislative leaders. It was recommended that such a trip would greatly help inform state legislators in key positions to influence legislation shaping future state transportation policy and funding programs on the attributes of maglev technology. It would also enable Board members to network with state legislators during the trip to Shanghai and enable them to inform the legislators about the Orangeline Maglev and advocate for their cities’ interests in the project.

Staff has discussed the inspection of the Shanghai Maglev with former Board Chairman and current Assembly Member Hector De La Torre. Assembly Member De La Torre has introduced a bill in the Assembly that, if enacted into law, would provide a potential opportunity for the Authority to secure a loan/loan guarantee for the Orangeline Maglev. As this bill will be subject to considerable review during the coming months, now is an important time for key legislators to learn about and observe maglev in operation.

Assembly Member De La Torre has expressed an interest in participating as a member of the delegation visiting the Shanghai Maglev, as well as in securing the participation of a number of other key legislators. Due to the busy Legislative calendar, Assembly Member De La Torre has indicated that the only practical time he and other legislators could participate in such a trip would be during the Spring recess, beginning April 7, 2006.

It is recommended that the Board support an inspection of the Shanghai Maglev during the April 8-12, 2006 timeframe. As the Board suggested at the January
meeting, the itinerary for the visit would be altered to provide additional observations not included in the previous trip. Due to the potential freight market for the Orangeline Maglev, and due to the Legislature’s strong interest in the movement of freight in the region, the trip itinerary would include a visit to the Port of Shanghai. The Port of Shanghai is the originating point of most of the cargo that comes into the United States through the San Pedro Bay ports and through many Orangeline Maglev cities.

It is recommended that the Board approve the expenditure of funds from the Authority’s current fund balance to cover the costs of a designated number of Board members and invited State legislators and the Executive Director to inspect the Shanghai Maglev. As with the initial visit, a video log will be produced of the inspection of the Shanghai Maglev and of the meetings that will be held to enable the public to view the Authority experiences.

Several city staff members participated in the previous trip and it is recommended that member cities make it possible for additional city staff to accompany the Board members on this trip. ARCADIS Team members are also encouraged to participate.

**Preliminary Schedule and Itinerary**

The following preliminary schedule has been set for the proposed April 8-12, 2006 visit of the Shanghai Maglev.

- Depart LAX early Saturday April 8, 2006.
- Arrive in Shanghai the morning of Monday, April 10, 2006
- View parts of the city on Monday afternoon.
- Visit the Shanghai Maglev and the Port of Shanghai and meet with project officials and city planning officials on Tuesday and Wednesday April 11th-12th
- Depart Shanghai midday on Thursday, April 12th
- Arrive at LAX midday on Thursday. April 12th

**RECOMMENDATION**

The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Determine how many members should participate in the Delegation to inspect the Shanghai Maglev; and
3. Adopt the attached resolution captioned:

   **A RESOLUTION OF THE ORANGELINE DEVELOPMENT AUTHORITY APPROVING EXPENDITURE OF FUNDS FOR TRAVEL OUTSIDE OF THE AREA BY BOARD MEMBERS, KEY MEMBERS OF THE STATE LEGISLATURE AND THE EXECUTIVE DIRECTOR TO INSPECT THE SHANGHAI MAGLEV SYSTEM**

Attachment

1. Resolution No. 2006_____
RESOLUTION NO. 2006-___

A RESOLUTION OF THE ORANGELINE DEVELOPMENT AUTHORITY APPROVING EXPENDITURE OF FUNDS FOR TRAVEL OUTSIDE OF THE AREA BY BOARD MEMBERS, KEY MEMBERS OF THE STATE LEGISLATURE AND THE EXECUTIVE DIRECTOR TO INSPECT THE SHANGHAI MAGLEV SYSTEM

WHEREAS, the Orangeline Development Authority is undertaking detailed Phase 1 Planning and Preliminary Engineering for the Orangeline Corridor Development Project;

WHEREAS, it is important that Board members be able to make informed decisions as the Orangeline project proceeds through the current Preliminary Engineering development phase, and that each member of the Board have a thorough background and understanding of the issues in order to make the best possible decisions affecting the success of the project;

WHEREAS, legislation has been introduced that could offer an important benefit to the Project, and which will be considered by the Legislature during the current session;

WHEREAS, it is imperative that Board members and key members of the Legislature experience an operational maglev system and have an opportunity to meet with the people who have already gone through the process of implementing and operating a maglev system;

WHEREAS, the Shanghai Maglev is the only high speed ground transportation system with commercial operating experience at over 200 mph, and the same technology used in the Shanghai Maglev is being considered for application in the Orangeline Maglev;

WHEREAS, by visiting and inspecting the Shanghai Maglev in early April 2002 a delegation of Authority Board members and key members of the Legislature would gain first hand experience riding the Shanghai Maglev, hold meetings with government and project officials who will describe the planning and construction of the system, as well as its operation, be able to see how the Shanghai Maglev interconnects with air travel at Pudong Airport and how it relates to land uses and local transit services at the Longyang Station in Shanghai, and how such a system may facilitate the movement of freight;

WHEREAS, the movement of freight in the region is a great concern of many people and could become an important component of the transportation market to be served by the Orangeline Maglev;

WHEREAS, by visiting and inspecting the Port of Shanghai, the delegation would gain insight into the challenges and opportunities for carrying freight, including cargo containers, aboard the Orangeline Maglev;
THE ORANGELINE DEVELOPMENT AUTHORITY DOES HEREBY FIND, RESOLVE AND ORDER AS FOLLOWS:

Section 1. Designated Board Directors or Alternate Directors substituting in a Board Member’s place and the Executive Director are authorized to travel out of the area as members of a Delegation to conduct an inspection of the Shanghai Maglev.

Section 2. Designated members of the State Legislature are invited to participate as members of the Authority Delegation.

Section 3. Reimbursement of ordinary and approved travel expenses incurred by the Delegation members is approved in an amount not to exceed $2000 per individual traveler, and shall be funded from Authority funds budgeted for such purposes.

Section 3. A video log will be produced to enable the public to view the Authority experiences encountered during inspection of the Shanghai Maglev and the meetings that were held.

Section 4. Representatives of the Authority’s development partner, ARCADIS, and from each member agency, from prospective member agencies, and from other stakeholder groups are invited to accompany the delegation on this inspection trip.

PASSED, APPROVED and ADOPTED this 8th day of March 2006.

AYES: Board Members:
NOES: Board Members:
ABSTAIN: Board Members:

_________________________________, Chairman

ATTEST:

_________________________________, Secretary
AGENDA REPORT

TO: Members of the Orangeline Development Authority
FROM: Albert Perdon, Executive Director
DATE: March 8, 2006
SUBJECT: Consider Approval of Agreement with Craig Accountancy for Accounting Services

Since the Authority’s inception, the Authority’s funds have been managed by, and maintained in a bank account of, the Gateway Cities Council of Governments (GCCOG). Jack Joseph, Deputy Executive Director of the GCCOG has served as the Authority’s Treasurer and managed the Authority’s account. Support of the Gateway COG, and of Mr. Joseph in particular, has been of considerable benefit to the Authority during this period of time.

Since passage of the SAFETEA-LU federal transportation reauthorization bill staff has taken steps to secure funding earmarked in SAFETEA-LU for the Orangeline Maglev. In order for the Authority to secure the $250,000 in earmarked funds, it is necessary that the Authority establish a separate bank account and accounting system to meet the requirements of Caltrans, which oversees the disbursement of federal funds to the recipient agencies.

The Gateway Cities Council of Governments uses Craig Accountancy to provide accounting services. The firm is familiar with Caltrans requirements and has performed a satisfactory job in its engagement with GCCOG. It is recommended that the Authority obtain the services of Craig Accountancy to set up a financial reporting system for the Authority so that the Authority is able to meet Caltrans requirements and move a step closer to securing the earmarked federal funding.

Craig Accountancy has submitted a proposal detailing the work it would perform and the price. It is recommended that the Authority enter into an agreement for accounting services as described in the attached Letter of Engagement for an amount not to exceed $5,000.00.

RECOMMENDATION
The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Authorize the Chairman to execute an agreement with Craig Consulting for accounting services as described in the Attachment to this report; and
3. Receive and file this report.

ATTACHMENT

1. Engagement Letter from Craig Accountancy

info@calmaglev.org • Phone 310.871.1113 • Fax 562.924.0152
16401 Paramount Boulevard • Paramount • California 90723 • USA • www.orangeline.calmaglev.org
February 2, 2006

Mr. Albert Perdon, P.E  
Executive Director  
Orangeline Development Authority  
16401 Paramount Boulevard  
Paramount, California 90723  

Dear Mr. Perdon:

We look forward to assisting the Orangeline Development Authority in the establishment of its financial reporting system. This letter outlines our understanding of the terms and objectives of our engagement.

We will assist in the establishment of a fund accounting system, within an MIP software environment, provided by you. In as much, we will assist the Orangeline Development Authority in recording its current fiscal year transactions, pursuant to your direction and approval. At the conclusion of our engagement, we will meet with you to discuss the results of the engagement. We may also meet with you at various times throughout the engagement to discuss its progress and request guidance and approval.

In performing these services, we will be relying on financial data of the Orangeline Development Authority. We will not audit or review this financial information and will not express an opinion or any form of assurance on it. Our engagement cannot be relied upon to disclose errors, irregularities, or illegal acts, including fraud, or defalcation, that may exist. However, we will inform you of any such matters that come to our attention. If, for some reason, we are unable to complete the services described above, we will not release the results of this engagement.

Our fees for this work will be at our regular hourly rates for the individuals involved plus out-of-pocket expenses. We estimate the cost for the work to be performed to be approximately $4,000.00. However this is only an estimate. We will advise you prior to commencing additional activity should actual cost exceed this estimate.

Payments for services are due when rendered and interim billings may be submitted as work progresses and expenses are incurred. Billings become delinquent if not paid within 30 days of the invoice date. If billings are past due in excess of 45 days, we will stop all work until your account is brought current, or withdraw from this engagement.
engagement. The Orangeline Development Authority acknowledges and agrees that we are not required to continue work in the event of the Orangeline Development Authority’s failure to pay on a timely basis for services rendered as required by this engagement letter. The Orangeline Development Authority further acknowledges and agrees that in the event we stop work or withdraw from this engagement as a result of the Orangeline Development Authority’s failure to pay on a timely basis for services rendered as required by this engagement letter, we shall not be liable to the Orangeline Development Authority for any damages which occur as a result of our ceasing to render services due to such failure to timely pay for these services.

If a dispute arises among the parties hereto, the parties agree first to try in good faith to settle the dispute by mediation administered by the American Arbitration Association under its Rules for Professional Accounting and Related Services Disputes before resorting to litigation. The costs of any mediation proceeding shall be shared equally by all parties.

Client and accountant both agree that any dispute over fees charged by the accountant to the client will be submitted for resolution by arbitration in accordance with the Rules for Professional Accounting and Related Services Disputes of the American Arbitration Association. Such arbitration shall be binding and final. IN AGREEING TO ARBITRATION, WE BOTH ACKNOWLEDGE THAT, IN THE EVENT OF A DISPUTE OVER FEES CHARGED BY THE ACCOUNTANT, EACH OF US IS GIVING UP THE RIGHT TO HAVE THE DISPUTE DECIDED IN A COURT OF LAW BEFORE A JUDGE OR JURY AND INSTEAD WE ARE ACCEPTING THE USE OF ARBITRATION FOR RESOLUTION.

We sincerely appreciate this opportunity to be of service to you. If the foregoing is in accordance with your understanding, please sign the copy of this letter in the space provided and return the signed letter to us.

Sincerely,

_______________________________
John B. Craig CPA
Craig Accountancy, PC

APPROVED:

_______________________________
Scott Larsen
Chairman
Orangeline Development Authority

_______________________________
Date
The Orangeline Development Authority is a joint powers agency formed to pursue deployment of the Orangeline Maglev system in Southern California. The Authority is composed of the following public agencies:

- City of Artesia
- City of Bell
- City of Bellflower
- City of Cerritos
- City of Cudahy
- City of Downey
- City of Huntington Park
- City of Los Alamitos
- City of Maywood
- City of Palmdale
- City of Paramount
- City of Santa Clarita
- City of South Gate
- City of Vernon

**Chairman**
Scott Larsen
Councilmember, City of Bellflower

**Secretary**
Art Gallucci
City Manager, City of Cerritos

**General Counsel**
Michael Colantuono
Colantuono & Levine, PC

**Treasurer/Auditor**
Jack Joseph
Gateway Cities COG

**Executive Director**
Albert Perdon, P.E.

**Supporting Agencies**
Gateway Cities Council of Governments
Southern California Association of Governments
City of Garden Grove
City of Huntington Beach
City of Long Beach
City of Stanton

---

**DEVELOPMENT AUTHORITY**

**AGENDA REPORT**

**TO:** Members of the Orangeline Development Authority

**FROM:** Albert Perdon, Executive Director

**DATE:** March 8, 2006

**SUBJECT:** Reminder to Board Regarding Submittal of Form 700 – Annual Statement of Economic Interests

Board members are reminded that it is that time of year when the annual Form 700 – Statement of Economic Interests is required to be submitted to the State Fair Political Practices Commission.

By now, you should have received the blank Form 700, which was distributed to all Board members on February 17, 2006. The completed forms are to be submitted to the Authority’s legal counsel, Colantuono & Levin, attention Yvette Abich, on or before April 3, 2006.

If a Board member has a question regarding completion of the Form, please contact Ms. Abich at 213.533.4201.

**RECOMMENDATION**
The following is recommended to the Board:

1. Review and discuss the information provided; and,
2. Ensure that your Form 700 is submitted on or prior to the deadline; and
3. Receive and file the report.

---

info@calmaglev.org • Phone 310.871.1113 • Fax 562.924.0152
16401 Paramount Boulevard • Paramount • California 90723 • USA • www.orangeline.calmaglev.org
The Orangeline Development Authority is a joint powers agency formed to pursue deployment of the Orangeline Maglev system in Southern California. The Authority is composed of the following public agencies:

- City of Artesia
- City of Bell
- City of Bellflower
- City of Cerritos
- City of Cudahy
- City of Downey
- City of Huntington Park
- City of Los Alamitos
- City of Maywood
- City of Palmdale
- City of Paramount
- City of Santa Clarita
- City of South Gate
- City of Vernon

Chairman
Scott Larsen
Councilmember, City of Bellflower

Secretary
Art Gallucci
City Manager, City of Cerritos

General Counsel
Michael Colantuono
Colantuono & Levine, PC

Treasurer/Auditor
Jack Joseph
Gateway Cities COG

Executive Director
Albert Perdon, P.E.

Supporting Agencies
Gateway Cities Council of Governments
Southern California Association of Governments
City of Garden Grove
City of Huntington Beach
City of Long Beach
City of Stanton

DEVELOPMENT AUTHORITY

AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

DATE: March 8, 2006

SUBJECT: Approval of Warrants

Staff recommends that the Board approve payment of the following invoice:

   For professional management and administrative services rendered to support the Authority as Executive Director for the month of February 2006.
AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

DATE: March 8, 2006

SUBJECT: Assumptions for Preparation of FY06-07 Authority Budget

Staff is initiating preparation of the Authority’s FY06-07 Budget. Input from the Board is requested before work on the budget begins. The Board’s direction will help to set the work scope and budget priorities for the coming year.

The Authority’s current account balance and projected end-of-year balance are shown in Attachment 1. Also shown is the potential revenue for FY06-07. There are several issues regarding the current year work plan and expenditures that the Board may want to consider. One issue is the expenditure of funds to support a broader public outreach program. Other potential expenditures for this fiscal year are listed and discussed in other reports on today’s Board meeting agenda.

The thrust of the work effort anticipated during the next fiscal year will be to:

1. Complete the Phase 1 Preliminary Engineering work program with ARCADIS and prepare the package for private funding
2. Secure private funding to enable initiation of Phase 2 Pre-engineering
3. Secure passage of state legislation to facilitate getting private funding
4. Secure participation of additional cities along the corridor
5. Secure grants to support the FY06-07 work program

As member cities have begun the process of developing their budgets for next year, it is important that the Authority appraise member cities of our request for funding in FY 06-07.

RECOMMENDATION

The following is recommended to the Board:

1. Review and discuss the above information; and,
2. Provide direction to staff; and
3. Receive and file the report

ATTACHMENT

1. Authority Funding Schedule
<table>
<thead>
<tr>
<th>Description</th>
<th>General Fund</th>
<th>Project Fund</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Beginning Balance (January 1, 2006)</strong></td>
<td>$196,647.39</td>
<td>$0.00</td>
<td>$196,647.39</td>
</tr>
<tr>
<td><strong>Revenues Received</strong></td>
<td>$143,771.44</td>
<td>$234,854.00</td>
<td>$378,625.44</td>
</tr>
<tr>
<td><strong>Accounts Receivable</strong></td>
<td>$9,272.00</td>
<td>$15,146.00</td>
<td>$24,418.00</td>
</tr>
<tr>
<td><strong>Anticipated Revenues Available</strong></td>
<td>$349,690.83</td>
<td>$250,000.00</td>
<td>$599,690.83</td>
</tr>
<tr>
<td><strong>Expenditures to date</strong></td>
<td>$122,577.23</td>
<td>$35,844.42</td>
<td>$158,421.65</td>
</tr>
<tr>
<td><strong>Current Balance (February 28, 2006)</strong></td>
<td>$227,113.60</td>
<td>$214,155.58</td>
<td>$441,269.18</td>
</tr>
<tr>
<td><strong>Anticipated Expenditures</strong></td>
<td>$79,165.00</td>
<td>$100,000.00</td>
<td>$179,165.00</td>
</tr>
<tr>
<td>Board Stipends</td>
<td>$7,500.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Staff</td>
<td>$66,665.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Orangeline Maglev Display</td>
<td>$5,000.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Potential Expenditures</strong></td>
<td>$35,000.00</td>
<td></td>
<td>$35,000.00</td>
</tr>
<tr>
<td>Accounting Services</td>
<td>$5,000.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Shanghai Inspection</td>
<td>$20,000.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Public Outreach Material</td>
<td>$10,000.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Ending Balance</strong></td>
<td>$112,948.60</td>
<td>$114,155.58</td>
<td>$227,104.18</td>
</tr>
<tr>
<td><strong>FY 06-07 Member Investment Contributions</strong></td>
<td>$159,167.84</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Artesia</td>
<td>$5,018.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Bell</td>
<td>$4,059.12</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Bellflower</td>
<td>$14,738.88</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Cerritos</td>
<td>$14,060.80</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Cudahy</td>
<td>$4,624.88</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Downey</td>
<td>$8,411.52</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Huntington Park</td>
<td>$8,588.32</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Los Alamitos</td>
<td>$1,560.00</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Maywood</td>
<td>$2,881.84</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Palmdale</td>
<td>$26,405.60</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Paramount</td>
<td>$11,717.68</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Santa Clarita</td>
<td>$31,847.92</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of South Gate</td>
<td>$19,531.20</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Vernon</td>
<td>$5,722.08</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Projected Revenues Available</strong></td>
<td>$272,116.44</td>
<td>$114,155.58</td>
<td>$386,272.02</td>
</tr>
<tr>
<td><strong>Additional Potential Revenues</strong></td>
<td>$32,428.24</td>
<td>$150,000.00</td>
<td>$182,428.24</td>
</tr>
<tr>
<td>Federal Grant</td>
<td></td>
<td></td>
<td>$150,000.00</td>
</tr>
<tr>
<td>Additional Cities</td>
<td>$32,428.24</td>
<td></td>
<td></td>
</tr>
<tr>
<td>San Fernando</td>
<td>$6,605.04</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Glendale</td>
<td>$25,823.20</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Potential FY 06-07 Revenues</strong></td>
<td>$304,544.68</td>
<td>$264,155.58</td>
<td>$568,700.26</td>
</tr>
</tbody>
</table>
The Orangeline Development Authority is a joint powers agency formed to pursue deployment of the Orangeline Maglev system in Southern California. The Authority is composed of the following public agencies:

- City of Artesia
- City of Bell
- City of Bellflower
- City of Cerritos
- City of Cudahy
- City of Downey
- City of Huntington Park
- City of Los Alamitos
- City of Maywood
- City of Palmdale
- City of Paramount
- City of Santa Clarita
- City of South Gate
- City of Vernon

Chairman
Scott Larsen
Councilmember, City of Bellflower

Secretary
Art Gallucci
City Manager, City of Cerritos

General Counsel
Michael Colantuono
Colantuono & Levine, PC

Treasurer/Auditor
Jack Joseph
Gateway Cities COG

Executive Director
Albert Perdon, P.E.

Supporting Agencies
Gateway Cities Council of Governments
Southern California Association of Governments
City of Garden Grove
City of Huntington Beach
City of Long Beach
City of Stanton

---

DEVELOPMENT AUTHORITY

AGENDA REPORT

TO: Members of the Orangeline Development Authority

FROM: Albert Perdon, Executive Director

MEETING DATE: March 8, 2006

SUBJECT: Communication Items to the Board

Treasurer’s Report

The Treasurer’s Report for the month of February 2006 is shown in Attachment 1.

Member and Financial Status

The Member and Financial Status Report is shown as Attachment 2.

Meetings

The Executive Director participated in, or will attend, the following meetings:

- **City of San Fernando** – February 6, 2006; presentation to City Council
- **City of Artesia** – February 13, 2006; presentation to City Council on project status and current planning work.
- **City of Glendale** – February 16, 2006; meeting with City Manager to discuss City joining the Authority.
- **MTA** – February 22, 2006; conference on transit oriented development
- **Assembly Member De La Torre** – Discuss state legislative proposal
- **City of Downey** – February 28, 2006; presentation to City Council.
- **Ethics Training** – March 2, 2006
- **City of Anaheim** – March 8, 2006; meeting with Mayor Pringle
- **California Transportation Foundation** – March 15, 2006; state-wide transportation conference in Sacramento

RECOMMENDATION

The following is recommended to the Board:

1. Review and discuss the information provided; and
2. Receive and file the report.

ATTACHMENTS

1. Treasurer’s February 2006 Report
2. Member and Financial Status Report

---

info@calmaglev.org • Phone 310.871.1113 • Fax 562.924.0152
16401 Paramount Boulevard • Paramount • California 90723 • USA • www.orangeline.calmaglev.org
TREASURER’S REPORT
ORANGELINE DEVELOPMENT AUTHORITY
February 2006

Beginning Balance (2-1-06) $455,049.97

Receipts:
Member Contributions 10,277.54

Expenditures:
Board Member Meeting Stipends (Feb. Meeting) 1,100.00
ARCADIS (Invoices #2 & #3) 22,958.33

24,058.33

Ending Balance (2-28-06) $441,269.18

Jack M. Joseph
Treasurer
ORANGELINE DEVELOPMENT AUTHORITY
MEMBER AND FINANCIAL STATUS

Currently, there are fourteen cities that have adopted the Orangeline Development Authority Joint Exercise of Powers Agreement, effectively forming the joint powers authority. The Authority’s administrative operations are funded from member agency investment contributions, as shown in the table below. A portion of the amounts received from member cities during FY2005-2006 is used to match a $1.1 million in-kind investment contribution by the Authority’s development partner. The Authority is seeking additional funding from both public and private sources.

Authority Member Agency Investment Contributions

for FY 2005-2006
(as of February 7, 2006)

<table>
<thead>
<tr>
<th>Member Cities</th>
<th>Total Amount Due</th>
<th>Amount Received</th>
</tr>
</thead>
<tbody>
<tr>
<td>Artesia</td>
<td>$12,707</td>
<td></td>
</tr>
<tr>
<td>Bell</td>
<td>$10,277</td>
<td>$10,278</td>
</tr>
<tr>
<td>Bellflower</td>
<td>$37,322</td>
<td>$37,322</td>
</tr>
<tr>
<td>Cerritos</td>
<td>$35,604</td>
<td>$35,605</td>
</tr>
<tr>
<td>Cudahy</td>
<td>$11,711</td>
<td></td>
</tr>
<tr>
<td>Downey</td>
<td>$21,300</td>
<td>$21,300</td>
</tr>
<tr>
<td>Huntington Park</td>
<td>$21,747</td>
<td>$21,747</td>
</tr>
<tr>
<td>Los Alamitos</td>
<td>$3,950</td>
<td>$3,950</td>
</tr>
<tr>
<td>Maywood</td>
<td>$7,296</td>
<td>$7,296</td>
</tr>
<tr>
<td>Palmdale</td>
<td>$66,865</td>
<td>$66,865</td>
</tr>
<tr>
<td>Paramount</td>
<td>$29,671</td>
<td>$29,671</td>
</tr>
<tr>
<td>Santa Clarita</td>
<td>$80,645</td>
<td>$80,645</td>
</tr>
<tr>
<td>South Gate</td>
<td>$49,456</td>
<td>$49,456</td>
</tr>
<tr>
<td>Vernon</td>
<td>$14,488</td>
<td>$14,489</td>
</tr>
<tr>
<td><strong>Total Member Cities</strong></td>
<td><strong>$403,039</strong></td>
<td><strong>$378,625</strong></td>
</tr>
</tbody>
</table>