

1. CALLED TO ORDER at 5:34 p.m.

2. ROLL CALL

Board Members Present: Campos, Dean J. Chu, Gage, Kerr, Kniss, Liccardo, Macias, Reed, Sandoval, Sellers, Williams

Board Members Absent: Cortese

Alternate Board Members Present: Velasco

Alternate Board Members Absent: Caserta, Kansen Chu, King, McHugh

Ex-Officio Board Member Present: Yeager

Ex-Officio Board Member Absent: None

* Alternates do not serve unless participating as a Member.

A quorum was present.

3. ORDERS OF THE DAY

Chairperson Chu **noted** the following Addendum to the Agenda: Closed Session **Agenda Item # 35.X.** Conference with Real Property Negotiators on the property block bounded by North First Street, North Market Street, Santa Clara Street and West St. John (Mitchell Block) located in Downtown San Jose; and Regular **Agenda Item # 36.X.** Authorize the General Manager to execute a Purchase and Sale Agreement and all other documents necessary to purchase the property in downtown San Jose being offered for sale as the First Market Plaza property, more commonly known as the Mitchell Block, bounded by First, Santa Clara, Market and West St. John Streets, consisting of approximately 3.6 acres, at a purchase price of \$39,563,250.

Chairperson Chu **requested** that the following Agenda Item be moved up on the Agenda to be heard before **Agenda Item # 8.**, Public Presentations: **Agenda Item # 36.X.** Authorize the General Manager to execute a Purchase and Sale Agreement and all other documents necessary to purchase the property in downtown San Jose being offered for sale as the First Market Plaza property, more commonly known as the Mitchell Block, bounded by First, Santa Clara, Market and West St. John Streets, consisting of approximately 3.6 acres, at a purchase price of \$39,563,250.

Chairperson Chu **requested** that the following Agenda Item be deleted from the Agenda: Closed Session Item, **Agenda Item # 35.X.** Conference with Real Property Negotiators on the property block bounded by North First Street, North Market Street, Santa Clara Street and West St. John (Mitchell Block) located in Downtown San Jose.

Chairperson Chu **noted** that the Board of Directors would adjourn the meeting in memory of Ann Sloan, Chief Deputy Clerk of the Santa Clara County Board of Supervisors, who recently passed away.

M/S/C (Macias/Gage) to **accept** the Orders of the Day.

Board Member Gage **commented** that Ann Sloan passed away on October 9, 2007 at the age of 58 following a brief illness. Board Member Gage **stated** that Ann will be missed by everyone.

4. **AWARDS AND COMMENDATIONS**

A. **Employees of the Month for October 2007 and Supervisor of the Quarter**

Chairperson Chu **recognized and presented** awards to the following recipients as Employees of the Month for October 2007: Mike Cook on behalf of wife Joyce Stewart-Cook, Buyer Assistant, River Oaks Administration; and Sarah Ann Keating, Service Worker, Chaboya Maintenance.

Sherry Cruz, Cerone Operations Coach Operator, was unable to attend the November 1, 2007 Board Meeting.

Chairperson Chu **recognized and presented** an award to Diann Cosgrove, Transportation Supervisor, Guadalupe Division, as Supervisor of the Quarter for the fourth quarter of 2007.

B. **Employees of the Month for November 2007**

Chairperson Chu **recognized and presented** awards to the following recipients as Employees of the Month for November 2007: Catherine “Cathy” Clegg, Engineering Aide, River Oaks Administration; Phillip “Stef” Perez, Light Rail Operator, Guadalupe Operations; and Michael Silveira, Service Mechanic, Cerone Maintenance.

5. **Policy Advisory Committee (PAC) Chairperson’s Report**

Christopher Moylan, Policy Advisory Committee (PAC) Chairperson, **provided** a report highlighting: 1) Discussion at the Joint PAC/CAC Workshop; 2) Received presentation and provided input to staff on the Regional Transportation Plan/Valley Transportation Plan 2030 as well as the ABAG Focus Our Vision Priority Development Areas; and 3) Received presentation from the Town of Los Gatos regarding their local transportation needs and priorities.

NOTE: M/S/C MEANS MOTION SECONDED AND CARRIED AND, UNLESS OTHERWISE INDICATED, THE MOTION PASSED UNANIMOUSLY.

Chairperson Moylan **noted** that the PAC's next meeting is scheduled for November 8, 2007 and discussion will include: 1) Discussion of the Joint PAC/CAC Workshop, and 2) Local Transportation Needs and Priorities Presentation from the City of Campbell.

6. REPORT FROM THE GENERAL MANAGER

Michael T. Burns, General Manager, **provided** a report, highlighting: 1) Draft Proposal VTA Board of Directors 2008 Meeting Schedule; 2) VTA Ridership for September 2007 overall weekday has increased 5.7 percent as compared to 2006; 3) VTA Engineering and Construction Division was awarded the 2007 Best of California Merit Award in Bridges and Transportation Category for the Coleman Interchange Project. The ceremony is scheduled for December 5, 2007 in San Francisco; 4) Jack J. Collins, Chief Engineering and Construction Officer, would be leaving VTA.

Mr. Burns **expressed appreciation** and **recognized** Mr. Collins for doing an outstanding job and for his many accomplishments during his tenure at VTA.

VTA Board of Directors **expressed appreciation** and **thanked** Mr. Collins for his outstanding years of dedicated work at VTA.

7. REPORT FROM THE CHAIRPERSON

Chairperson Chu **provided** a report, highlighting: 1) Metropolitan Transportation Commission (MTC) approved the recommendation for the Pacheco Pass Alignment for the High Speed Rail Alignment between Northern and Southern California with the Altamont Pass approved as the secondary route to accommodate transportation needs in the area; 2) On October 26, 2007, MTC and the Association of Bay Area Governments (ABAG) held a summit meeting to discuss Regional Transportation Solutions; 3) Chairperson Chu was appointed as Vice Chairperson to the National League of Cities Community and Regional Development; and 4) Chairperson Chu and Alternate Board Member Kansan Chu have been appointed to represent VTA in the Santa Clara County Expressway Advisory Committee.

8. PUBLIC PRESENTATIONS

Michael Samak, Interested Citizen, **inquired** as to whether a citizen relinquishes his civil and legal rights when they become a VTA employee. Mr. Samak **expressed discontent** related to VTA's Employment Policy.

Ross Signorino, Interested Citizen, **urged** the Board of Directors to conduct a feasibility study that examines the actual cost to construct the downtown tunnel for the BART Project. Mr. Signorino **urged** the Board of Directors to consider an alternative cost effective plan for the BART Project.

The Agenda was taken out of order.

36.X. Purchase of First Market Plaza Property

Board Member Gage **stressed the importance** to resolve any issues before executing the purchase and sale agreement.

Ross Signorino, Interested Citizen, **noted** the need to purchase the property to construct the staging site to facilitate building the proposed downtown BART Station. Mr. Signorino **urged** the Board of Directors to consider that the purchase of the property takes funding away that could be used for other services for minority cities in the County.

M/S/C (Gage/Liccardo) to **authorize** the General Manager to execute a Purchase and Sale Agreement and all other documents necessary to purchase the property in downtown San Jose being offered for sale as the First Market Plaza property, more commonly known as the Mitchell Block, bounded by First, Santa Clara, Market and West St. John Streets, consisting of approximately 3.6 acres, at a purchase price of \$39,563,250.

CONSENT AGENDA

Chairperson Chu **noted** the requests from several Board Members to remove the following Agenda Items from the Consent Agenda and placed on the Regular Agenda:

- **Agenda Item #16.**, Retain the Resolution establishing rates and fares for VTA adopted by the Board of Directors on June 7, 2007. (Item concerning “Zero Fare Program” Report);
- **Agenda Item # 18.**, Authorize the General Manager for the Capitol Expressway Light Rail Project to execute: 1) Real property purchase agreements where the purchase price equals VTA’s statutory offer of just compensation based upon an approved appraisal, or where the negotiated purchase price does not exceed \$100,000; and 2) Possession and use agreements allowing immediate access for VTA to construct the Project prior to agreement on the purchase price;
- **Agenda Item #19.**, Approve the budget and cost allocation for the Santa Clara Valley Habitat Conservation Plan/Natural Community Conservation Plan; and
- **Agenda Item #22.**, Recommend that the VTA Board of Directors approve the following: 1) Waive the Bicycle Expenditure Program policy on limitations of cost increases for the Mary Avenue Bicycle and Pedestrian Bridge Project; 2) Increase the Bicycle Expenditure Plan allocation for the Mary Avenue Bicycle and Pedestrian Bridge by \$3.35 million for a total of \$10.35 million; 3) Program \$3.35 million in Congestion Management Program Local Program Reserve funds to the construction of the Mary Avenue Bicycle and Pedestrian Bridge; and 4) Commit to program an equivalent amount of future Bicycle Expenditure Plan funds to repay the Local Program Reserve fund, as the future grant funds becomes available for programming.

M/S/C (Gage/Campos) to **approve** the Consent Agenda, as amended.

9. Minutes of the Regular Board of Directors’ Meeting of October 4, 2007

M/S/C (Gage/Campos) to **approve** the Minutes of the Regular Board of Directors' Meeting of October 4, 2007.

10. Amendment to the Policy Advisory Committee (PAC) Bylaws and VTA Administrative Code Modifying the Quorum and Voting Requirements

M/S/C (Gage/Campos) to **adopt Resolution No. 07.11.19**: 1) Amending Section 5.4 of the Policy Advisory Committee (PAC) bylaws to change the quorum requirement from majority of total authorized membership to majority of total appointed members or seven, whichever is greater; 2) Further amending Section 5.4 to change the voting requirement to permit a majority of the quorum to pass an item, provided that if the number of votes approving any recommendation is less than a quorum, then the minutes of the meeting shall contain a notation that the item was passed by less than a majority of the total appointed membership; and amending Section 4.1 of the PAC bylaws to require that the PAC Chairperson shall also bring this to the attention of the Board during his/her monthly verbal report to the Board; and 3) Amending Section 4-17 of the VTA Administrative Code to allow implementation of these modifications.

ADMINISTRATION AND FINANCE COMMITTEE

11. FY 2007 Federal Transit Administration Section 5311 Non-Urbanized Area Grant Application

M/S/C (Gage/Campos) to **adopt Resolution No. 07.11.20** authorizing the filing and execution of grants with the California Department of Transportation (Caltrans) for funding under the Federal Transit Administration (FTA) Section 5311 Non-Urbanized Area Formula Grant Program.

12. Lease with T-Mobile for Installation of a Cell Site at Guadalupe Division

M/S/C (Gage/Campos) to **authorize** the General Manager to execute a five-year lease agreement with an option for year-to-year extensions thereafter, with T-Mobile USA, Inc. (dba Omnipoint Communications, Inc.) to lease a wireless telecommunications site from VTA starting at \$2,500 a month for the first year plus three percent annual increases thereafter.

13. Program Augmentation for Transportation Planning and Mass Transit Studies

M/S/C (Gage/Campos) to **augment** the total value of contracts permitted under the previously approved Transportation Planning and Mass Transit Studies on-call list from \$2,500,000 to \$6,000,000 and authorize the General Manager to execute task order contracts to perform transit planning services.

14. Silicon Valley Rapid Transit (SVRT) Project Financial Plan and Support Services for FTA New Starts Funding

M/S/C (Gage/Campos) to **authorize** the General Manager to execute a contract with AECOM Consult, Inc. (AECOM) in the not-to-exceed amount of \$610,000 for financial planning services related to FTA New Starts program funding for the Silicon Valley Rapid Transit (SVRT) Project.

15. Transit Passes for Homeless Shelters

M/S/C (Gage/Campos) to **authorize** the General Manager to negotiate and execute a contract with the County of Santa Clara in the amount of \$118,400 per year. This contract would enable VTA to provide Eco Pass type passes at a price of \$60 per pass per year, for up to 1,850 passes to be issued each quarter, for a fixed annual price of \$111,000 plus card issuance expenses of up to \$7,400 per year. These passes would be made available to the homeless population in Santa Clara County effective January 2008.

16. (Removed from the Consent Agenda and placed on the Regular Agenda.)

Retain the Resolution establishing rates and fares for VTA adopted by the Board of Directors on June 7, 2007. (Item concerning “Zero Fare Program” Report.)

17. Authority for General Manager to Execute Purchase Agreements and Possession and Use Agreements for the Freight Railroad Relocation and Lower Berryessa Creek Project

M/S/C (Gage/Campos) to **authorize** the General Manager for the Freight Railroad Relocation and Lower Berryessa Creek Project to execute: 1) Real property purchase agreements where the purchase price equals VTA’s statutory offer of just compensation based upon an approved appraisal, or where the negotiated purchase price does not exceed \$100,000; and 2) Possession and use agreements allowing immediate access for VTA to construct the Project prior to agreement on the purchase price.

18. (Removed from the Consent Agenda and placed on the Regular Agenda.)

Authorize the General Manager for the Capitol Expressway Light Rail Project to execute: 1) Real property purchase agreements where the purchase price equals VTA’s statutory offer of just compensation based upon an approved appraisal, or where the negotiated purchase price does not exceed \$100,000; and 2) Possession and use agreements allowing immediate access for VTA to construct the Project prior to agreement on the purchase price.

19. (Removed from the Consent Agenda and placed on the Regular Agenda.)

Approve the budget and cost allocation for the Santa Clara Valley Habitat Conservation Plan/Natural Community Conservation Plan.

20. Construction Cooperative Agreement with Caltrans for Route 87 Highway Planting Project

M/S/C (Gage/Campos) to **authorize** the General Manager to execute a Construction Cooperative Agreement with the California Department of Transportation (Caltrans) covering the construction of the Route 87 Highway Planting Project; and authorize an increase to the current VTP 2030 Highway Improvement Program Capital Budget appropriation for fiscal year 2008 from \$4,196,000 to \$4,620,000.

21. VTA Permit Fee Schedule Changes

M/S/C (Gage/Campos) to **adopt** proposed Permit Fee Schedules increasing the fees to be collected for Restricted Access Permits and Construction Access Permits.

CONGESTION MANAGEMENT PROGRAM AND PLANNING COMMITTEE

22. (Removed from the Consent Agenda and placed on the Regular Agenda.)

Recommend that the VTA Board of Directors approve the following: 1) Waive the Bicycle Expenditure Program policy on limitations of cost increases for the Mary Avenue Bicycle and Pedestrian Bridge Project; 2) Increase the Bicycle Expenditure Plan allocation for the Mary Avenue Bicycle and Pedestrian Bridge by \$3.35 million for a total of \$10.35 million; 3) Program \$3.35 million in Congestion Management Program Local Program Reserve funds to the construction of the Mary Avenue Bicycle and Pedestrian Bridge; and 4) Commit to program an equivalent amount of future Bicycle Expenditure Plan funds to repay the Local Program Reserve fund, as the future grant funds becomes available for programming.

TRANSIT PLANNING AND OPERATIONS COMMITTEE
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23. National Incident Management System (NIMS) Resolution

M/S/C (Gage/Campos) to **adopt** a **Resolution No. 07.11.21** designating the National Incident Management System (NIMS) as the official regulatory guidance for emergency incident and disaster preparedness, response, recovery and mitigation by the Santa Clara Valley Transportation Authority within its service area.

24. RIDE Task Force Recommendations – Annual Update

M/S/C (Gage/Campos) to **receive** the RIDE Task Force Recommendations – Annual Update.

25. **Utility Relocation Agreements with Pacific Gas & Electric and San Jose Water Company for the Capitol Expressway Light Rail Project**

M/S/C (Gage/Campos) to **authorize** the General Manager to execute Utility Relocation Agreements with Pacific Gas & Electric (PG&E) in an amount not to exceed \$3,500,000 and San Jose Water Company (SJWC) in an amount not to exceed \$1,500,000 to clear the alignment for the Eastridge extension of the Capitol Expressway Light Rail Project.

Board Member Sellers **recused** himself on Agenda Item #19 per Government Code Section 84308.

Board Member Sellers left his seat at 6:13 p.m.

REGULAR AGENDA

ADMINISTRATION AND FINANCE COMMITTEE

19. **Santa Clara Valley Habitat Conservation Plan/Natural Community Conservation Plan Budget and Cost Allocation**

Board Member Macias **queried** about the location of the 333 acres for the habitat. Thomas Fitzwater, Environmental Planning Manager, **responded** that it is north east of Anderson Reservoir.

(Agenda Item #19 continued and heard after Agenda Item #18 later on the Agenda.)

Board Member Sellers took his seat at 6:15 p.m.

CONGESTION MANAGEMENT PROGRAM AND PLANNING COMMITTEE

22. **Amendment to the Countywide Bicycle Expenditure Plan for the Mary Avenue Bicycle and Pedestrian Bridge**

Graham Clark, Homestead High School, **addressed** the Board of Directors.

Geoffret Kiehl, Fremont Union High School District, **addressed** the Board of Directors.

Joe Walton, Cupertino Bicycle and Pedestrian Commission, **addressed** the Board of Directors.

Kevin Jackson, City of Sunnyvale, **addressed** the Board of Directors.

M/S/C (Liccardo/Sandoval) on a vote of 10 Ayes to 1 No, 0 Abstentions to **recommend** that the VTA Board of Directors approve the following: 1) Waive the Bicycle

Expenditure Program policy on limitations of cost increases for the Mary Avenue Bicycle and Pedestrian Bridge Project; 2) Increase the Bicycle Expenditure Plan allocation for the Mary Avenue Bicycle and Pedestrian Bridge by \$3.35 million for a total of \$10.35 million; 3) Program \$3.35 million in Congestion Management Program Local Program Reserve funds to the construction of the Mary Avenue Bicycle and Pedestrian Bridge; and 4) Commit to program an equivalent amount of future Bicycle Expenditure Plan funds to repay the Local Program Reserve fund, as the future grant funds becomes available for programming. Board Member Kerr opposed.

ADMINISTRATION AND FINANCE COMMITTEE

Board Member Sandoval left her seat at 6:55 p.m.
Board Member Reed left the meeting at 7:00 p.m.
Board Member Sandoval took her seat at 7:00 p.m.

16. “Zero Fare Program” Report

M/S/C (Kerr/Gage) to **retain** the Resolution establishing rates and fares for VTA adopted by the Board of Directors on June 7, 2007. (Item concerning “Zero Fare Program” Report.)

Board Members Kerr and Macias left their seats at 7:08 p.m.

Board Member Kerr took his seat at 7:10 p.m.

18. Authority for General Manager to Execute Purchase Agreements and Possession and Use Agreements for the Capitol Expressway Light Rail Project

M/S/C (Gage/Sandoval) to **authorize** the General Manager for the Capitol Expressway Light Rail Project to execute: 1) Real property purchase agreements where the purchase price equals VTA’s statutory offer of just compensation based upon an approved appraisal, or where the negotiated purchase price does not exceed \$100,000; and 2) Possession and use agreements allowing immediate access for VTA to construct the Project prior to agreement on the purchase price.

Board Member Sellers **recused** himself on Agenda Item #19 per Government Code Section 84308.

Board Member Sellers left his seat at 7:10 p.m.

19. Santa Clara Valley Habitat Conservation Plan/Natural Community Conservation Plan Budget and Cost Allocation (continued)

M/S/C (**Gage/Kniss**) on a vote of 8 Ayes to 0 Noes, 0 Abstentions, and 1 Recusal to **approve** the budget and cost allocation for the Santa Clara Valley Habitat Conservation Plan/Natural Community Conservation Plan. Board Member Sellers recused under Government Code 84308.

26. HEARING - NOTICE OF INTENTION TO ADOPT RESOLUTION OF NECESSITY

Amended Resolution of Necessity for the State Route 152/156 Improvement Project – Property Owned by Blackburn Farms III, LLP

Board Members Kniss and Sandoval left their seats at 7:11 p.m.

Board Members Macias and Sellers took their seats at 7:13 p.m.

Vice Chairperson Kniss took her seat at 7:14 p.m.

Board Member Sandoval took her seat at 7:15 p.m.

Heather C. Baugh, Best Best & Krieger LLP, **addressed** the Board of Directors.

M/S/C (**Gage/Kniss**) to **close hearing** and **adopt Resolution of Necessity No. 07.11.22**, in connection with the Route 152/156 Improvement Project (“Project”), amending Resolution of Necessity No. 06.06.12, to include, as part of the acquisition, the taking of access rights along portions of the property line of Parcel 43002-1 (APN 898-24-017) owned by Blackburn Farms III, LLP.

Property ID/Owner/Assessor’s Parcel Number
43002-1 (APN 898-24-017) owned by Blackburn Farms III, L.P.

Board Member Liccardo left the meeting at 7:16 p.m.

ADMINISTRATION AND FINANCE COMMITTEE CHAIRPERSON’S REPORT – (See Agenda Item #31.A.)

Board Member Gage and Vice Chairperson Kniss left their seats at 7:19 p.m.

Vice Chairperson Kniss took her seat at 7:21 p.m.

Board Member Gage took his seat at 7:23 p.m.

27. Request for Pilot of Reduced Monthly Pass Fare for Milpitas School Students

M/S/C (Gage/Kniss) to **defer** the item to the January 3, 2007 Board of Directors Regular Meeting and allow the Milpitas School District 60 days to provide support for the proposed pilot program.

Joan Marx, Escuela School Traffic Reduction Committee, **addressed** the Board of Directors.

Allysson McDonald, Escuela School Traffic Reduction Committee and Sunnyhills Neighborhood Association, **addressed** the Board of Directors.

Rob Means, Interested Citizen, **addressed** the Board of Directors.

28. Free Transportation for Youth Under 18

M/S/C (Gage/Williams) to **retain** the resolution establishing rates and fares for VTA adopted by the Board of Directors on June 7, 2007. (Item concerning Free Transportation for Youth Under 18.)

CONGESTION MANAGEMENT PROGRAM AND PLANNING COMMITTEE CHAIRPERSON'S REPORT – (See Agenda Item #31.B.)

There were no items submitted for the Regular Agenda by the Congestion Management Program and Planning Committee.

TRANSIT PLANNING AND OPERATIONS COMMITTEE CHAIRPERSON'S REPORT – (See Agenda Item #31.C.)
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There are no items submitted for the Regular Agenda by the Transit Planning and Operations Committee.

OTHER ITEMS

29. ITEMS OF CONCERN AND REFERRAL TO ADMINISTRATION

There were no Items of Concern and Referral to Administration.

30. MONTHLY LEGISLATIVE HISTORY MATRIX

Accepted the Monthly Legislative History Matrix as contained in the Agenda Packet.

31. SUMMARY MINUTES FROM STANDING COMMITTEES

A. Administration and Finance Committee

Accepted the October 18, 2007 Summary Minutes as contained in the Agenda packet.

B. Congestion Management Program and Planning

Accepted the October 18, 2007 Summary Minutes as contained in the Agenda packet.

C. Transit Planning and Operations Committee

Accepted the October 18, 2007 Summary Minutes as contained in the Agenda packet.

32. REPORTS (UNAPPROVED MINUTES) FROM ADVISORY COMMITTEES

A. Committee for Transit Accessibility (CTA)

Accepted the October 10, 2007 Minutes as contained in the Agenda packet.

B. Citizens Advisory Committee (CAC) and 2000 Measure A Citizens Watchdog Committee (CWC)

Accepted the October 10, 2007 Minutes as contained in the Agenda packet.

C. Bicycle & Pedestrian Advisory Committee (BPAC)

There was no report from the October 10, 2007 Bicycle and Pedestrian Advisory Committee (BPAC).

D. Technical Advisory Committee (TAC)

There was no report from the October 11, 2007 Technical Advisory Committee (TAC).

E. Policy Advisory Committee (PAC)

There was no report from the October 11, 2007 Policy Advisory Committee (PAC).

33. REPORTS FROM JOINT POWERS BOARDS (JPBs) & REGIONAL COMMISSIONS

Chairperson Chu **advised** the Board of Directors that the Reports from the Joint Powers Boards (JPBs) & Regional Commissions were placed in front of them on the dais.

- A. **Peninsula Corridor JPB**
- B. **Capitol Corridor JPB**
- C. **Dumbarton Rail Corridor Policy Committee**
- D. **Metropolitan Transportation Commission (MTC)**

34. REPORTS FROM VTA POLICY ADVISORY BOARDS (PABs)

A. **Vasona Light Rail PAB**

There was no report from the Vasona Light Rail PAB.

B. **Silicon Valley Rapid Transit Corridor PAB**

On order of Chairperson Chu, there being no objection, the October 18, 2007 report was accepted as contained on the dais.

C. **Downtown East Valley PAB**

There was no report from the Downtown East Valley PAB.

D. **Highway PAB – South**

There was no report from the Highway PAB - South.

E. **I-680 Sunol SMART Carpool Lane Policy Advisory Committee**

There was no report from the I-680 Sunol SMART Carpool Lane Policy Advisory Committee.

35. ADJOURND TO CLOSED SESSION at 8:20 p.m.

- X. **(Removed from the Agenda.)**

Conference with Real Property Negotiator
[Government Code 54956.8]

Property: Block bounded by North First Street, North Market Street, Santa Clara Street and West St. John Street (Mitchell Block) located in downtown San Jose.

Negotiators for VTA: Jerry Mikolajczyk, Chief Financial Officer
Roberta Notrangelo, Manager of Real Estate

Negotiating parties: Jeffrey S. Kuhn, Managing Principal, Financial Leadership Group, LLC
William T. Brooks, Attorney at Law, Brooks & Hess
John H. Blake, Attorney at Law, Hannig Law Firm

Under negotiation: Price and terms of payment.

- A. Conference with Legal Counsel – Anticipated Litigation
Significant exposure to litigation pursuant to Government Code Section 54956.9(b)(3)(C):

Claim of L. Rivera pursuant to Tort Claims Act

- B. Conference with Labor Negotiators
[Government Code Section 54957.6]

VTA Designated Representatives:
Jerry Mikolajczyk, Chief Financial Officer
Bill Lopez, Chief Administrative Officer
Robert Escobar, Manager, Office of Employee Relations

Employee Organization:
Amalgamated Transit Union (ATU)

RECONVENED TO OPEN SESSION at 8:31 p.m.

36. CLOSED SESSION REPORT

- X. **(Removed from the Agenda.)**

Conference with Real Property Negotiator
[Government Code 54956.8]

Property: Block bounded by North First Street, North Market Street, Santa Clara Street and West St. John Street (Mitchell Block) located in downtown San Jose.

Negotiators for VTA: Jerry Mikolajczyk, Chief Financial Officer
Roberta Notrangelo, Manager of Real Estate

Negotiating parties: Jeffrey S. Kuhn, Managing Principal, Financial Leadership Group, LLC
William T. Brooks, Attorney at Law, Brooks & Hess
John H. Blake, Attorney at Law, Hannig Law Firm

Under negotiation: Price and terms of payment.

- A. Conference with Legal Counsel – Anticipated Litigation
Significant exposure to litigation pursuant to Government Code Section 54956.9(b)(3)(C):

Claim of L. Rivera pursuant to Tort Claims Act

Suzanne Gifford, General Counsel, **noted** that there was no reportable action taken during Closed Session.

- B. Conference with Labor Negotiators
[Government Code Section 54957.6]

VTA Designated Representatives:
Jerry Mikolajczyk, Chief Financial Officer
Bill Lopez, Chief Administrative Officer
Robert Escobar, Manager, Office of Employee Relations

Employee Organization:
Amalgamated Transit Union (ATU)

Suzanne Gifford, General Counsel, **noted** that there was no reportable action taken during Closed Session.

36.X. (Considered earlier on the Agenda.)

Authorize the General Manager to execute a Purchase and Sale Agreement and all other documents necessary to purchase the property in downtown San Jose being offered for

sale as the First Market Plaza property, more commonly known as the Mitchell Block, bounded by First, Santa Clara, Market and West St. John Streets, consisting of approximately 3.6 acres, at a purchase price of \$39,563,250.

37. REPORT FROM THE NOMINATING COMMITTEE

Board Member Williams **reported** that at the October 4, 2007 Regular Meeting, the VTA Board of Directors appointed Board Members Gage, Chu, himself to serve as the Nominating Committee for the selection of the 2008 Board of Directors Chairperson and Vice Chairperson.

Board Member Williams **reported** that the Board has a process that ensures that Board leadership will be equitably shared among the five City and County groups. Under this rotation schedule, the nominations will alternate between Groups 2, 3, and 4 (the small cities) and Group 1 and 5 (the City of San Jose and the County of Santa Clara) on a yearly basis. In this way, in any given year, one of the positions will be filled by a small city, a City of San Jose or the County of Santa Clara representative will fill the other position.

Board Member Williams **reported** that for the 2008 term, the Nominee for Chairperson will come from City Group 5 (the County of Santa Clara) and the Nominee for Vice-Chairperson will come from Group 2, 3, or 4 (the small cities). The Nomination Committee reviewed and discussed the nominations received and the recommendation that the Board of Directors approve for the 2008 term, the nomination of Board Member Liz Kniss representing Group 5 as Chairperson and the nomination of Board Member Dolly Sandoval as the Vice Chair representing Group 3.

Board Member Williams **reported** that the election of Chairperson and Vice Chairperson is scheduled for the December 13, 2007 Board of Directors Regular Meeting. At that time, the floor will be opened to take any additional nominations that may come forward from the Board of Directors.

Accepted the Nominating Committee Report recommending the slate of officers for the 2008 term.

38. ANNOUNCEMENTS

There were no Announcements.

SUMMARY MINUTES
VTA Board of Directors
Thursday, November 1, 2007
70 West Hedding Street
San Jose, CA

- 39. ADJOURNED at 8:32 p.m.** in memory of Ann Sloan, Deputy Clerk to the Board of Supervisors, who passed away on October 9, 2007.