



Anaheim Transportation Network Board of Directors Meeting

Wednesday, August 29, 2018
3:00 P.M. – 5:00 P.M.

BOARD OF DIRECTORS:

Paul Sanford
Chairperson

Fred Brown
Vice Chair

Jerry Alder
Director

Jay Burress
Director

Ian Gee
Director

Ronald Kim
Director

Dan Lee
Director

Carrie Nocella
Director

Bharat Patel
Director

Bhavesh Bo Patel
Director

Jeffrey Runsten
Director

Brian Sanders
Director

Merit Tully
Director

Diana Kotler
Executive Director

Anaheim Regional Transportation Intermodal Center

2nd Floor Conference Room
2626 East Katella Avenue
Anaheim, CA 92806

AGENDA

ATN Board Members in Attendance:

Dan Lee
Paul Sanford
Carrie Nocella
Fred Brown
Bharat Patel
Jerry Alder
Keith Moses
Jay Burres
Ian Gee

ATN Staff Present:

Diana Kotler
Jim Appleby
Belinda Trani
Lita Aguilar
Paula Eberhardt
Lynn Keller

Members of the Public Present:

Linda Johnson, City of Anaheim
Jesse Roach, TransDev
Eric Willens, Cummins & White

Call to order ATN Board of Directors meeting at 3:15 PM

Welcome & Introductions—Director Kotler thanked the ATN Board of Directors for approval of the change in the Board meeting date to allow her to attend a private/family event in Washington DC.

Additions and/or Deletions to the meeting agenda -- None

Public Comments -- None



1. Vice Chairman Fred Brown invited staff to make special recognition of and presentation of Resolutions to:

- Operator of the Month of May – Karen Pineda
- Operator of the Month of June – Ronald Taylor
- Operator of the Month of July – Christopher Lindsey
- Operator of the Quarter – Christopher Lindsey

Executive Director Diana Kotler congratulated the operators of the month/quarter, she recognized nominated employees and presented them with certificates of recognition.

CONSENT CALENDAR:

Items 2- 10 on the consent calendar will be acted on by one roll call vote unless members of the ATN Board of Directors, staff or the public request the item to be discussed and/or removed from the consent calendar for separate action:

2. Receive and approve minutes of the ATN Board of Directors meeting held on Wednesday, June 6, 2018.
3. Receive and file status report pertaining to the Anaheim Transportation Network operations ATN Focus Area Reports – June through July 2018.
4. Receive and file ART Operating Reports for June through July 2018:
 - a. Maintenance: Mileage & Road Call Reports
 - b. Safety & Training: Safety & Security Report
 - c. Operations Contract Penalty Report
 - d. Operational Performance Reports
5. Receive and file ATN membership and customer service summary report for May through July 2018.
6. Receive and file ATN Financials Statements for May through July 2018. Approve credit card payment for June through August 2018. Authorize staff to close ATN Financial Statements for Fiscal Year 2017/2018 and to begin preparation of the audited financial statements.
7. Receive and file sales report summary for June through July 2018.
8. Approve contract extension with Watts Smith & Hartman to represent ATN in Sacramento. Authorize ATN Executive Director to execute consulting and advocacy agreement in the



amount not to exceed \$36,000 for a twelve-month period.

9. Authorize ATN Executive Director to execute a service agreement with Planet Bids for procurement and vendor management services in the amount not to exceed \$25,000 For a twelve-month period.
10. Authorize ATN Executive Director to execute service agreements with pre-qualified transportation providers to provide supplementary personnel/operator resources for Anaheim Resort Transportation (ART) and MicroTransit (FRAN) services. Authorize ATN Director of Operations to issue Task Orders necessary for operation of all ART and ART-related public transportation services.

By Motion Paul Sanford/Carrie Nocella, moved to accept items 2-10 on the consent calendar. Items passed in a single motion:

YEAS: Dan Lee, Bharat Patel, Jerry Alder, Fred Brown, Keith Moses, Jay Burres, Ian Gee.

NAYS: NONE

ABSTAIN: NONE

OPERATIONAL REPORT:

11. ART Operational Update – Monthly report provided by Transdev Transit Services, Inc.
Gregory Cain, General Manager

The Operational Update: Mr. Roach stated that negotiations with eh Teamster Local 952 are still on going. Negotiation meetings are scheduled for September and October. Wage increase to \$15/hr and retention in bonus will be effective September 19, 2018. Chairman Paul Sanford thanked Mr. Roach for the update on the negotiations.

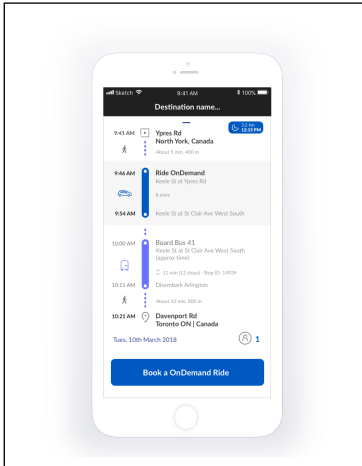
BOARD WORKSHOP:

12. Review and provide comments for the development of ATN mobile payment and ticketing application. Authorize staff to execute wholesale commissionable agreements with third party vendors.

Executive Director Diana Kotler reported to the ATN Board of Directors that in March 2018 ATN Board ATN staff presented concepts for the Mobile Ticketing Application. This Mobile App is being developed in partnership with RouteMatch.

Anaheim Resort Transportation

1354 South Anaheim Blvd. • Anaheim, CA 92805 888-364-ARTS • RideArt.org



The APP will include several functions:

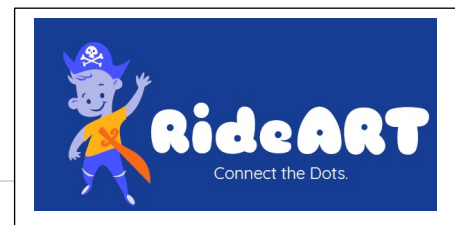
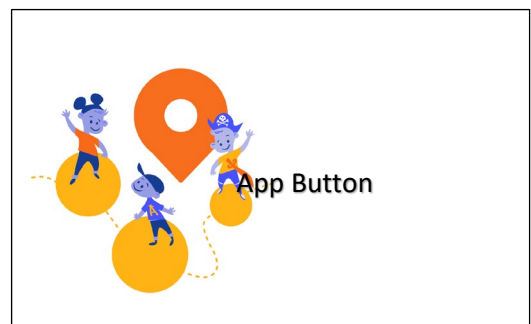
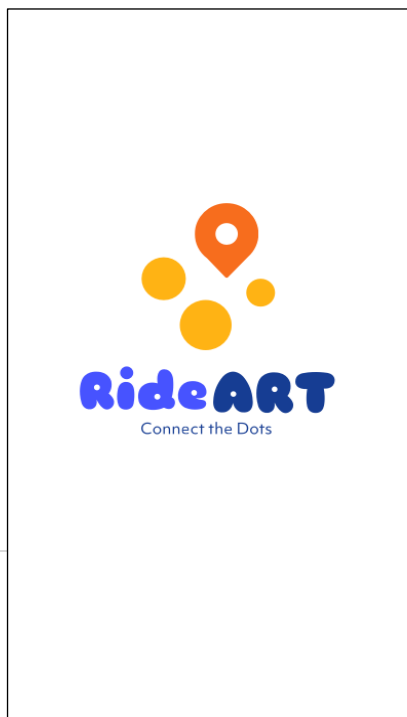
1. Trip planner
2. Mobile ticketing (Initial release and test on October 31, 2018)
 - a. Multiple passes and fares
 - b. Multiple rider types – reduced fare, children, multiple days
 - c. TNC - Lyft & Enterprise Rent-a-Car Micro Car Rental Integration
 - d. Transportation Provider Integration with RouteMatch Platform

3. Mobile ticket and geofencing reporting

In addition to the esthetic design, software integration includes coordination with on-board GPS systems, real-time passenger information signage, connectivity with MicroTransit Mobile App, and ART real-time GTFS (general transit feed system) to all for real-time trip planning.

Conceptual ticketing screen design was also developed to correspond with the Splash Screen, App Button and use of “Art” character.

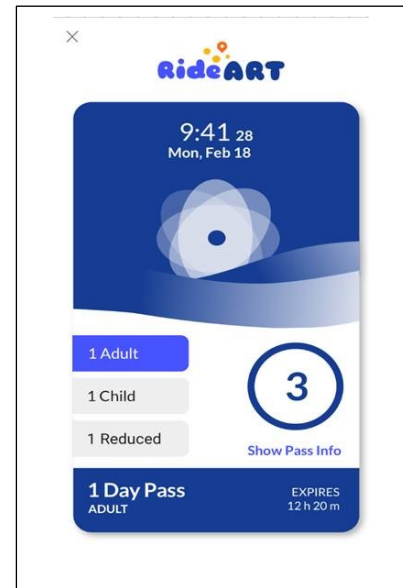
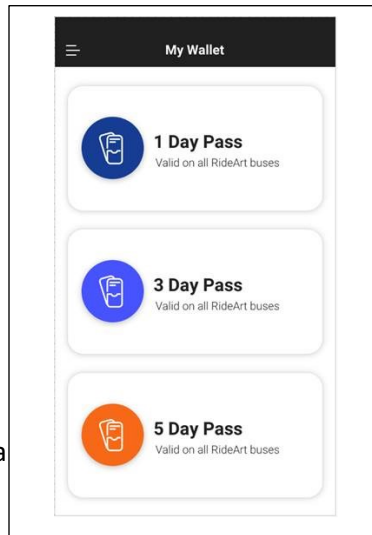
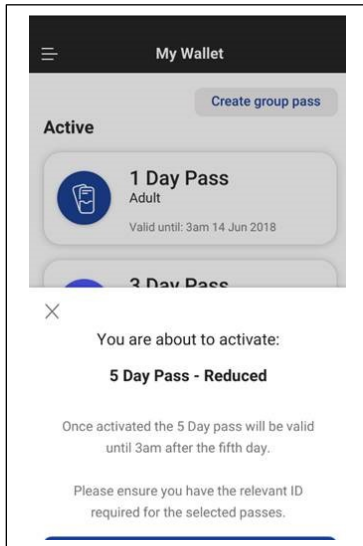
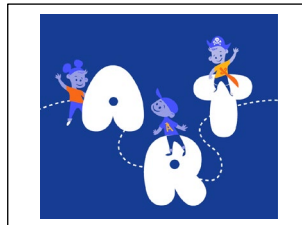
EXHIBIT 1 – ART MOBILE APP FINAL CONCEPTS



Use of Characters



Splash Screen



Animated design in the ticketing app will ensure that ART operators can identify valid app from expired. The date and time on the ticket will further confirm validity. Every ART bus will be equipped with an iBeacon to trigger validation of the mobile ticket and passenger counting. Secondary use of iBeacons will allow for text notifications, reminders, alerts as well as advertising promotions and messaging.

iBeacons will also be installed at all ART bus stops to push app activation and for dispatch/operational purposes. The final item for review is authorization to enter into commissionable wholesale arrangements with third party vendors. ATN already has contractual relationships for ticket sales with Walt Disney Travel Company, Get-Away Travel and Knott's Berry Farm, OCTA and Metrolink.



ATN will be entering into commissionable arrangements with several transportation providers – Enterprise Rent-A-Car, Karmel Shuttle, Yellow Cab of Orange County. On the public side, ATN will need to add Amtrak to the family of transportation providers.

The wallet on the app will store passes for up to 18 months without expiring. No tickets necessary the I beacon on the bus will activate the pass, there is no ability to share passes in Phase 1. Belinda will negotiate with all of the wholesale they have set rates for example Karmel Shuttle will be a 20% net.

ChairmanSanfrod confirmed if the mobile phone will retain all ART passes and if the passes expire.

Director Kotler indicated that presently the plan is to follow ART’s paper product and policy and allow passes to not expire. Chairman Sanford suggested to look at expiration date.

Director Adler asked for the reasons for iBeacons. Ms. Trani clarified the purpose of the iBeacons to count ridership and activate Mobile App. Future applications will include “push” of information to the phone.

Director Nocella indicated that she would forward ART graphic concepts to Disney legal to ensure compliance.

Chairman Sanford confirmed that ART mobile APP will have more than ART passes – it will allow purchase of other passes with trip planned functionality. Director Kotler responded that the plan is to include rail (Metrolink & Amtrak) to comply with the forthcoming State mandate to connect CA. The purpose of the current effort is to add airport services to ART’s menu of product through Lyft, Enterprise micro car rental and taxi options and to create a “transportation package” for travel to/from/and within Orange County.

Chairman Sanford asked will the APP will be available on a per trip bases and if there are any other examples of this application/functions – Director Kotler replied that ART mobile app is the first, to her knowledge, application in US; hence a P3 arrangement with RouteMatch and shared revenue agreement.

Director Alder asked for the timeline. Director Kotler said fall of 2018 will include Yellow Cab, EHI and Lyft integration, trip planning, geo-coding – other ticket sales will be operational before IPW.

By motion Paul Sanford/Jerry Alder, approved staff recommendation

YEAS: Dan Lee, Carrie Nocella, Bharat Patel, Fred Brown, Keith Moses, Jay Burress, Ian Gee

NAYS: NONE

ABSTAIN: NONE



ACTION CALENDAR:

- 13. Review and approve Anaheim Transportation Network’s Ten-year Capital Improvement Program __ *Continued from June 6, 2018 ATN Board of Directors Meeting*

Director Kotler provided a review and an update on the Anaheim Transportation Network (ATN) developed a Capital Improvement Program (CIP) which is a short-range planning tool, usually five to ten years, to identify future capital needs for the organization. The CIP functions as a planning tool and identifies options for future financing opportunities and strategies.

The ATN’s CIP is a ten-year planning document spanning from Fiscal Year 2018/2019 through Fiscal Year 2028. This CIP Plan will become part of the ATN’s overall budget with total projected capital expenditures of \$109,813,590.

Approximately 51 percent of the needed funding have been either secured or a grant request has been submitted, and/or prepared for submission, to a funding agency. *Table 1 – ATN CIP Summary by Category* represents an overview of the ATN CIP funding accomplishments and needs.

TABLE 1 __ ATN CIP Summary by Category

Category	Total Required Years 1-5 Funding	Total Available Years 1-5 Funding	Total Required Years 6-10 Funding	Total Available Years 6-10 Funding
Technology	\$3,262,907	\$2,864,256	\$924,439	\$398,029
Fleet	\$64,276,707	\$34,461,000	\$12,412,192	--
Facility	\$26,486,125	\$15,373,000	\$2,451,201	--
Total	\$94,025,739	\$52,698,256	\$15,787,832	\$389,029

Staff made several planning assumptions:.

CIP Years 1-5 Assumptions:

- Addition of 2,400 new hotel rooms
- Relocation/Construction of new Operations & Maintenance Facility

- Future relocation of East Esplanade/Main Transportation Center for Disneyland® Resort
- Replacement of 36 CNG/LPG buses (Years 3 and 4)
- Replacement of MicroTransit Fleet (Year 5)
- ART Fleet Expansion with relocation of East Esplanade/Main Transportation Center for Disneyland® Resort (Year 5).



CIP Years 6-10 Assumptions:

- Replacement of LCD/LED Signage (Year 7)
- Begin to replace ART Fleet (Year 10)
- Upgrades/Capital Need for ATN new facility

Staff also indicated that since the CIP spans over multiple years and will require amendments based on funding availability, implementation schedule and other parameters, CIP is approved annually as a stand-alone document. Staff reports dealing with the CIP amendments will identify appropriate updates to the CIP. Only through Board of Directors action, can CIP be amended.

This CIP represents the first capital improvement plan for the ATN. As such, it is a blueprint to future capital investment planning by the ATN and will be our working document as the ATN continues to forge its future course.

By Motion, Paul Sanford/Fred Brown approve Anaheim Transportation Network's Ten-year Capital Improvement Program __ *Continued from June 6, 2018 ATN Board of Directors Meeting*

YEAS: Dan Lee, Carrie Nocella, Bharat Patel, Jerry Alder, Keith Moses, Jay Burress, Ian Gee

NAYS: NONE

ABSTAIN: NONE

14. Approve ATN Executive Committee recommendation to submit an amendment to the original funding request (March 28, 2018) to Anaheim Tourism Improvement District (ATID) Transportation Committee to co-fund ATN's Capital Improvement Program as revised on August 28, 2018.

Director Kotler reminded the Board that at its meeting on March 28, 2018, the ATN Board of Directors approved Executive Committee's recommendation to submit a funding request to the Anaheim Tourism Improvement District (ATID) for \$12.5 million, over five years, to fund the following activities:

1. Co-fund construction of the new ART Administration and Maintenance Facility - \$10 million
2. Provide match funds for submission of grant applications and other initiatives - \$2.5 million

In early April 2018, ATN was notified by California Transportation Agency (CalSTA) of a full grant award of \$28.6 million to electrification and solar energy storage solution for the new zero emission bus fleet. Based on the receipt of the CalSTA grant, a revised funding request has been prepared for consideration of ATID Transportation Committee (Table 1 – ATID Funding Request).



This request represents a request for \$6,856,000 for ART fleet electrification and facility relocation construction (excluding acquisition land costs).

- | | | | |
|----|-------------|-----------------------|--------------|
| 1. | \$2,511,000 | Fleet Electrification | FY 2019/2020 |
| 2. | \$4,345,000 | Facility Construction | FY 2020/2021 |

At the request of the City staff and ATID Committee members, ATID Committee will begin to meet on quarterly basis. Next meeting of the ATID Committee is on September 24, 2018. At this meeting, the ATN will forward a funding request of \$2,511,000 for ART fleet electrification.

Between now and the upcoming ATID Committee meeting in January 2019, ATN and City of Anaheim will continue to work to identify land acquisition opportunities, discuss ownership arrangements and other pertinent items to forward funding request for facility construction for ATID Committee's consideration in early 2019.

The total project cost for fleet electrification, MicroTransit, and facility construction is projected at \$44,049,0000, with 84.44% of funding secured from TIRCP, HVIP, MSRC and ATN, ATID co-funding request represents a 15.56% funding match.

The proposed request to ATID Transportation Committee is enclosed and is consistent with the purpose and intent of the ATID program.

Director Kotler explained proposed costs for the needs of the new ATN administration and maintenance facility, based of the study prepared by Griffin Structure, CalSTA funding, pending information on the current location appraisal. The new ATID request to ATID for facility acquisition, improvements and relocation are estimated at \$4.3 million (not including land)

Chairman Sanford questions the reduction in the funding request and congratulated staff on ability to reduce ATID request by over 70%.

By motion Paul Sanford/Ian Gee approve Executive Committee Recommendation

YEAS: Dan Lee, Carrie Nocella, Bharat Patel, Jerry Alder, Fred Brown, Keith Moses, Ian Gee

NAYS: NONE

ABSTAIN: NONE



TABLE 1 – ATID FUNDING REQUEST

	MICROTRANSIT 10 GEM Vehicles & Infrastructure	ART FLEET 40 ZEB Buses	ART FACILITY without land acquisition	TOTAL PROJECT COST
TOTAL PROJECT COST	\$569,000	\$31,980,000	\$11,500,000 ¹	\$44,049,000
SECURED FUNDS	TICRP			
	\$443,000	\$23,019,000	\$5,155,000	
	MSRC			
	\$90,000			
	CITY OF ANAHEIM			
	HVIP			
		\$5,950,000		
	FTA			
		\$500,000		
ATN				
		\$2,000,000²		
	\$569,000	\$29,469,000	\$7,155,000	\$37,193,000 (84.44%)
UNFUNDED NEEDS	---	\$2,511,000	\$4,345,000	\$6,856,000 (15.56%)

15. Approve Resolution #18-002 to oppose Proposition 6 which, if passed, would eliminate certain road repair and transportation funding and repeal Senate Bill 1 (Beall & Frazier)

The ATN Board of Director debate the value of approval of the Resolution to oppose Proposition 6 – which would repeal Senate Bill 1 (Beall & Frazier). ATN staff provided background for the request and a list of local organizations that support opposition efforts.

Upon further debate, ATN Board of Directors decided NOT to take action.

² Estimated proceeds/equity from the sale of current ATN property



OTHER UPDATES:

16. ATN Franchise Application Approval Schedule & Strategy

Director Kotler reviewed a schedule and proposed process for the preparation, submittal and review of the ATN Franchise Application to the City of Anaheim:

1. Draft review by the ATN Executive Committee – October 2018
2. Review and Approval by the ATN Board of Directors – January 30, 2019
3. Submittal of the Franchise Application to the City of Anaheim – February 2019
4. Staff comments & internal review – March 2019
5. City Council Consideration – April 2019
6. Franchise Approval – May 2019

17. Educational/outreach trip to Washington DC – meetings with Congressional Delegation and Federal Transit Administrator

Director Kotler reported on the ATN meeting with FTA Administrator Jane Williams and her staff. Future meetings with FTA staff will be scheduled to educate and inform FTA officials about ATN and its services to the community.

18. California Transportation Commission Meeting Update & Master Agreement for TIRCP funds

Staff advised the Board that California Transportation Commission (CTC) approved ATN's initial funding allocation for the purchase of MicroTransit vehicles. Next funding allocation request will be for the purchase of 40 ZEBs on December 5, 2018.

Anaheim Transportation Network Board of Directors Meeting Adjourned at 4:25 PM ATN Board of Directors when into Closed Session to consider two items.

1. Conference with legal counsel – anticipated litigation. Pursuant to Paragraph 4 of Subdivision D of California Government Code Section 54956.9 -- One potential case
2. Conference with real property negotiators Executive Director Diana Kotler and Paul Simonds pursuant to Government Code Section 54956.8, concerning potential terms and conditions of acquisition and/or disposition of the property identified below:

Property Location: 1354 South Anaheim Blvd., Street, Anaheim, CA
Owner/Negotiating Party: ATN Asset Holding Company

At 4:53 PM Chairman Sanford reconvened ATN Board of Directors Meeting. ATN Legal Counsel Eric Willens made a report that ATN Board of Directors authorized the ATN Executive Director



and legal staff the ability to provide guidance and direction for the real property negotiators concerning the property located at 1354 South Anaheim Blvd., Street, Anaheim, CA.”

By Motion (Sanford/Adler) the ATN Board of Directors authorized the ATN Executive Director and legal staff the ability to provide guidance and direction for the real property negotiators concerning the property located at 1354 South Anaheim Blvd., Street, Anaheim, CA.”

YEAS: Dan Lee, Carrie Nocella, Bharat Patel, Fred Brown, Keith Moses, Ian Gee

NAYS: NONE

ABSTAIN: NONE

Anaheim Transportation Network Board of Directors Meeting adjourned at 4:55 PM

Next regular ATN Board of Directors meeting will take place at the Anaheim Regional Transportation Intermodal Center (ARTIC) 2nd Floor Conference Room 2626 East Katella Avenue, Anaheim, on Wednesday, November 14, 2018