BOARD OF DIRECTORS MEETING ACTION AGENDA

DATE: WEDNESDAY, MARCH 25, 2026
TIME: 2:00 PM
LOCATION: CITY OF ANAHEIM – 5TH FLOOR CONFERENCE ROOM
200 SOUTH ANAHEIM BOULEVARD
ANAHEIM, CA 92805
LIVESTREAM: MEETING LIVESTREAMED VIA ZOOM. MEETING VIDEO AVAILABLE FOR VIEWING ON RIDEART.ORG

MEMBERS PRESENT (10): Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook

ATN STAFF PRESENT:

Linda Johnson
Araceli Castaneda
Monica Pascua
Ken Jarocki
Lynn Blechinger
Sue Edwards
Danny Martinez
Caroline Coykendall

MEMBERS OF THE PUBLIC PRESENT
Fred Whitaker, Cummins & White LLP;
Aaron Chaves, Cathy Dutton, PCAM, LLC;
Sofia Perez, OCTA;

CALL TO ORDER
Meeting called to order at 2:03 p.m. by Chairperson of the Board Matt Hicks

WELCOME & INTRODUCTIONS
None

ADDITIONS/DELETIONS TO THE AGENDA
None

PUBLIC COMMENTS
None

SPECIAL CALENDAR

1. Presentation of Resolutions by PCAM, LLC to:
    a. Operator of the Month of January, 2026: Susan Nabai
    b. Operator of the Month of February, 2026: Marcus Robles

Action: Resolutions presented by Aaron Chevez, PCAM, LLC

2. Presentation of Certificates of Years of Service and Appreciation to ATN Employees

Action: Resolutions presented by Linda Johnson, ATN

CONSENT CALENDAR:

Consent Calendar Item 3 will be considered for approval in a single roll call vote, unless a Board member, staff, or member of the public requests that an item be discussed separately or removed for individual action.

3. By Motion, receive and approve meeting minutes for the Anaheim Transportation Network Board of Directors Special Meeting held on February 26, 2026.

Motion by Ronald Kim seconded by Fred Brown approving item 3. Motion carried at 2:08 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

END OF CONSENT CALENDAR

ACTION ITEMS:

4. By Motion, approve the budget for Cummins & White, LLP to be the wind-down administrator and complete post closure Anaheim Transportation Network activities for a not-to-exceed pre-paid amount of $360,000 after March 31, 2026 through December 31, 2026.

Motion by Carlos Castellanos, seconded by Matt Hicks approving item 4. Motion carried at 2:14 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

5. By Motion, authorize the ATN Managing Director to execute an agreement with Iron Mountain for retention of Anaheim Transportation Network (ATN) records for a period of five years after closure of the ATN, for a not-to-exceed pre-paid amount of $27,000.

Motion by Fred Brown seconded by Christina Dawson approving item 5 and as part of the item's discussion, the City of Anaheim will be given access to the ATN records stored at Iron Mountain. Motion carried at 2:17 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

6. By Resolution No. 2026-004, authorize the ATN Interim Executive Director to submit the Annual Compliance Report (ATN 2025 Annual Report/2026 Close-Out Report) to the City of Anaheim in accordance with the Anaheim Municipal Code Section 1.02.020, Ordinance No. 5911 and Ordinance No. 6464.

Motion by Matt Hicks, seconded by Ronald Kim approving item 6. Motion carried at 2:26 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

7. By Resolution No. 2026-005, authorize the ATN Interim Executive Director to submit a letter to the City of Anaheim requesting to close out the Anaheim Transportation Network Real-Time Management/Passenger Information System project, reallocate the remaining unspent funding of $159,713 to the ATID Transportation Fund unencumbered balance, and transfer ownership of LED signs at 21 locations in The Anaheim Resort to the City of Anaheim (these signs were purchased by the ATN using ATID Transportation funds and installed in The Anaheim Resort).

Motion by Karalee Darnell, seconded by Andrew Alicea approving item 7. Motion carried at 2:29 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

8. Update and Action-Items regarding ATN Wind-Down Activities:
    a. By Motion, receive and file an update on ATN Wind-Down Activities including activities completed to date.
    b. By Motion, approve a Post March 31, 2026 Work Plan/Budget
    c. By Resolution No. 2026-006, adopt fiscal year 2025/2026 continuing resolution and 91-day spending authority from April 1 through June 30, 2026, for the Anaheim Transportation Network's operating budget and capital improvement program

Motion by Fred Brown, seconded by William O'Connell approving item 8a. Motion carried at 2:50 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

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Motion by Andrew Alicea, seconded by Rosa Cook approving item 8b and as part of the presented post March 31, 2026 Work Plan and Budget, staff is requesting board authorization for staff to update banking and signing authority to ensure continuity of financial operations. This includes:

- Removal of former authorized signers no longer with the organization
- Confirmation of current authorized representatives including ATN Chairperson, Matt Hicks, ATN Treasurer, Fred Brown, and ATN Managing Director, Araceli Castaneda
- Authorization to work with the banking institution to update signature cards and account access as needed

This step is necessary to maintain appropriate financial controls and allow staff to carry out the approved work plan efficiently during the transition. Motion carried at 2:50 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

Motion by William O'Connell, seconded by Ronald Kim approving item 8c. Motion carried at 2:50 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: Carlos Castellanos

9. By Motion, authorize the ATN Managing Director to discuss and potentially negotiate an auction agreement with the OCTA and/or the company responsible for the OCTA's auction activities to provide for the sale of ATN's assets that are selected to be auctioned off, with an agreement greater than $25,000 to be scheduled for ATN Board of Directors consideration.

Motion by Matt Hicks, seconded by Karalee Darnell approving item 9 with the clarification during the presentation this request is for the ATN Managing Director to be authorized to discuss and potentially negotiate an auction agreement with the company responsible for the OCTA's auction activities, and the ATN Managing Director also indicated she would reach out to one or two additional auction companies to obtain proposals. Motion carried at 2:52 p.m.
YEAS: Matt Hicks; Ronald Kim; Fred Brown; Karalee Darnell; Andrew Alicea; Carlos Castellanos; Christina Dawson; Jen Jeanblanc; William O'Connell; Rosa Cook
NAYS: None
ABSTAIN: None

Adjourn Anaheim Transportation Network Board of Directors Meeting to Closed Session at 2:54 p.m.

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CLOSED SESSION:

10. Conference with Legal Counsel – Anticipated Litigation – Significant exposure to litigation pursuant to Govt. Code Section 54956.9(b): 7 Items

    Agency Negotiators: Ad Hoc Executive Committee, Linda Johnson, Interim Executive Director, Araceli Castaneda, Managing Director

    Negotiating Party: Fred M. Whitaker, P.C. and Eric Khodadian – Cummins & White, LLP and Jared Bryan, Esq. – Jackson Lewis P.C

11. Conference with Legal Counsel – Existing Litigation (California Government Code §54956.9(a)

    a. Baker Electric & Renewables, LLC v Anaheim Transportation et al, OC Super. Ct. Case No. CASE NO.:30-2025-01508211-CU-BC-NJC
    b. Waite v. Disney International et al., Orange County Superior Court, Case No. 30-2024-01377406-CU-PO-CJC
    c. Tucker v. OCTA et al., Orange County Superior Court Case No. 30-2024-01385486-CU-BT-CJC
    d. United Financial v. ATN et al., United States District Court Case No. 8:25-cv-01607-JVS-DMFx
    e. Brown v. Walt Disney Parks and Resorts U.S., Inc. et al. 30-2024-01430333-CU-PO-NJC

    Agency Negotiators: Ad Hoc Executive Committee, Linda Johnson, Interim Executive Director, Araceli Castaneda, Managing Director

    Legal Counsel: Fred M. Whitaker, P.C. and Eric Khodadian – Cummins & White, LLP

12. Conference with Real Property Negotiators (Gov. Code Section 54956.8). Property Address(es): 1354 South Anaheim Blvd. Anaheim, CA 92805 and 1227 S. Claudina Street, Anaheim, CA 92805

    Disposition of Real Property

    Agency Negotiators: Ad Hoc Executive Committee, Linda Johnson, Interim Executive Director, Araceli Castaneda, Managing Director

    Negotiating Party: Fred M. Whitaker, P.C. – Cummins & White, LLP

Reconvene Anaheim Transportation Network Board of Directors Meeting at 3:54 p.m.

Report from ATN Legal Counsel: *"The ATN Board has granted the Executive Committee the authority to sell 1354 S. Anaheim Boulevard to the City of Anaheim at the appraised value lesser range."*

Adjourn Anaheim Transportation Network Board of Directors Meeting at 3:55 p.m.

Next regular Anaheim Transportation Network Board of Directors meeting will take place at City of Anaheim 5th Floor Conference Room at 200 South Anaheim Boulevard, Anaheim, on Wednesday, June 24, 2026

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