

WEST HAYMARKET JOINT PUBLIC AGENCY (JPA)
Board Meeting
June 19, 2012

Meeting Began At: 3:02 P.M.

Meeting Ended At: 3:37 P.M.

Members Present: Chris Beutler, Eugene Carroll, Tim Clare

Item 1 -- Introductions and Notice of Open Meetings Law Posted by Door

Chair Beutler opened the meeting with introductions of the Board members. He advised that the open meetings law posted at the back of the room is in effect.

Item 2 -- Public Comment and Time Limit Notification

Chair Beutler welcomed public comment. He stated that individuals from the audience will be given a total of five minutes to speak on specific items listed on today's agenda. Those testifying should identify themselves for the official record and sign in.

Item 3 -- Approval of the minutes from the JPA meeting held June 1, 2012

Beutler asked for corrections or changes to the minutes of the May 15, 2012 meeting. Clare noted that on page 2 in the third paragraph it states "corridor roadway bids" and should be "core area roadway bids."

Carroll moved approval of the minutes as amended. Clare seconded the motion. Motion carried 3-0.

Item 4 -- Approval of Payment Registers

Steve Hubka came forward and presented the payment registers for the month of May. The Engineering charges were roughly \$25,000 and the total expenses were \$14.6 million. That number is higher than normal due to a transfer of \$7.5 million to the trustee for payment on the bonds, which was due June 15th.

Clare asked if everything was on budget and looking good from an audit perspective. Hubka stated that they are. Beutler asked if there were any payments that might be considered controversial. Hubka answered that there were not.

Hearing no public comment, Clare moved for approval of the payment registers. Carroll seconded the motion. Motion carried 3-0.

Item 5 -- Review of the May 2012 Expenditure Reports

Steve Hubka presented the Job Cost Report for the capital budget and operating budget through May 31, 2012. There were no unusual items included in that timeframe.

Beutler asked for public comments. No one came forward.

Item 6 -- WH 12-36 Resolution authorizing the Chair to execute on behalf of the West Haymarket Joint Public Agency the Corporation Warranty Deed and all closing documents associated with conveyance of City Parcel One and City Parcel Two to Star City, LLC and conveyance of the Star City Parcel to the West Haymarket Joint Public Agency.

Rod Confer informed the Board that this item is a land swap arrangement that the JPA approved in April of 2011. At that time, the resolution only authorized a signature on the land exchange agreement and did not authorize a signing of the warranty deed. Therefore, Confer is asking that the Board authorize the Chair to execute the warranty deed as part of that land exchange.

Beutler observed that this is for some small pieces of land just north of the stadium and roundabouts. Confer confirmed that and added that the JPA exchanged some land with Star City in order to build the Salt Creek Roadway. Star City gave the JPA more land than they were given, so there was a payment made to them for approximately \$170,000.

Clare asked if the JPA received the parcel of land from Star City. Confer answered yes and noted that this resolution is just to convey the property to them.

Beutler asked for public comments. Hearing none, Carroll made a motion to approve Resolution WH 12-36. Clare seconded the motion. Motion carried 3-0.

Item 7 -- WH 12-37 Resolution approving Amendment No. 13 to the Agreement for Engineering Services with Olsson Associates for the Haymarket Infrastructure Design Project for Construction Phase Services for the Core Area Roadway Project and the Historic Canopy Renovation Project.

Paula Yancey reported that this resolution is to approve Amendment 13 to the Lincoln Haymarket Infrastructure Team (LHIT) contract. This covers construction phase services related to the core area roadway improvements. The scope of services covers all of the construction observation, construction administration, geotechnical testing, construction testing (concrete, asphalt, compaction, backfill), survey work, records documentation, and assistance through the contract closeout. This will be full time work for several people for 73 weeks. The total for this scope of work is \$1.4 million; however, after review of the LHIT contract Yancey determined there were some areas for savings and some projects that were not proceeding at this time. Funds will be transferred from those projects to help offset this cost. This amendment increases the LHIT contract by \$816,590. It is within the budget and Yancey recommends approval of the resolution.

Clare observed that the original contract was for \$8.9 million and this amendment is for another \$800,000. He asked if the scope changed or if this work was not known when the original package was put together. Yancey explained that this work was known and the LHIT contract allows for additional phases and tasks to be added when the projects are scoped. Instead of putting everything in at the beginning without knowing the full scope, only the items required for

the core area roadway have been added. Carroll thanked Yancey for repurposing allocated fund and making changes that will save or reduce costs.

Beutler asked for public comment. Jane Kinsey with the Watchdogs of Lincoln came forward and stated that there was an article in the Journal Star on August 12, 2011 that said the canopy was going to cost \$1 million. Kinsey asked if the money in this resolution is in addition to the \$1.2 million requested for the canopy in agenda item 9. Beutler allowed Yancey some leeway to discuss agenda item 9 and 7 together to answer Kinsey's question. Yancey indicated that item 9 relates to the work to restore the historic canopy. This work was estimated at \$1 million in the budget. The engineer's estimate was more than that and the bid came in at \$1.2 million. Yancey feels comfortable with the scope of work that Hawkins will provide. Olsson Associates will help provide some oversight with the historic canopy, but 90% of this amendment relates to the core area roadway.

Clare asked if the core area roadway is on time in conjunction with the construction of the arena. Yancey advised that it is on time. BNSF is moving forward and it is timely that this comes before the Board now so that as soon as the tracks are gone this next phase of this work can begin.

Bob VanValkenburg came forward and stated that has concerns regarding Dan Marvin, who owns an investment company and is credentialed to trade in bonds. He asked that Marvin state before the public and the Board that he receives no benefit from any of the bond transactions. Beutler advised that it was not appropriate for VanValkenburg to bring this allegation forward as it does not speak to the current agenda item.

Hearing no further public comment, Carroll made a motion to approve Resolution WH 12-37. Clare seconded the motion. Motion carried 3-0.

Item 8 -- WH 12-38 Resolution approving the Agreement with Hawkins Construction Company for the West Haymarket JPA Infrastructure Improvements Core Area Roadway and Utilities Project (Bid No. 12-128) in the amount of \$14,168,272.94.

Yancey explained that this resolution is to approve an agreement with Hawkins Construction Company for the core area roadway improvement project. This project was bid through the ebid site. Five bids were received and Hawkins was the low and most responsible bidder. The total amount of this contract is \$14,168,272.94. The alternates included in this bid are on hold at this time and will be reviewed with the team as this project moves forward. Yancey showed a summary of how the project is funded in the current budget. Out of the \$14 million construction contract, about \$107,000 is related to the water main betterments which was approved in the updated budget. There is \$500,000 that will be transferred from the ITS dynamic message sign budget to cover the conduit and fiber installation. LES, Time Warner Cable and Windstream asked to get some pricing to install the conduits for their work. The utilities are looking at the numbers to determine if it is beneficial for them to install it themselves or utilize this contract. Therefore, \$787,000 will either be deducted from this contract or will be refunded by the utilities if they elect to proceed with this contractor. Three hundred thousand of site prep and dirt moving will be moved from that line item as well as \$500,000 in the parking line item to cover the temporary parking lots included in the scope. After making those adjustments, the revised number for the scope related to the core area roadway is \$11.9 million. The original estimate was \$12 million so that is right on target and within the budget.

Clare observed that money is being pulled from other line items and asked if that would affect those areas. Yancey explained that over the past year, the team has been refining and defining what needs to happen in the core area roadway project. Scope was added for coordination and phasing to make sure that conduit is put in at the same time that the road is opened. The temporary parking lot needs to be built prior to the elimination of other parking areas in the developer block. Those budget transfers are being made to accommodate the extra scope that was moved into this project. A budget update will be brought to a future JPA meeting for the Board to approve the official transfers. Clare asked what the time frame for construction is. Yancey indicated that construction will begin in July or August and will be completed in the summer or fall of 2013, prior to the opening of the arena.

Beutler asked for public comment. Jane Kinsey asked if there are penalties for not being finished on time. Yancey answered that there is a liquidated damages clause within all of the JPA contracts.

Hearing no further public comment, Clare made a motion to approve Resolution WH 12-38. Carroll seconded the motion. Motion carried 3-0.

Item 9 -- WH 12-39 Resolution approving the Agreement with Hawkins Construction Company for the West Haymarket JPA Historic Canopy Renovation Project - Phase 2 (Bid No. 12-129) in the amount of \$1,254,000.00.

Yancey informed the Board that Hawkins was the low responsible bidder for this project. They will coordinate all aspects of the removal, restoration and reinstallation of the historic canopy. Their bid was \$1,254,000 for this scope of work and Yancey recommended approval.

Beutler asked for public comment. Jane Kinsey referenced an article in the Lincoln Journal Star on August 12, 2011 and noted that this contract is for an increased amount than was mentioned at that time to the public. Kinsey asked why the cost is more than was reported at that time. Yancey stated that the original number was an estimate and they weren't sure how the canopy would be restored at that time. They had the cost from when a section was taken down to get R Street done in the first phase and figured it could potentially cost \$1 million, but that was before all of the designs were done and the scope was really known. The \$1.2 million is a fair bid and is below the engineer's estimate. It is still within the budget due to some other savings from dirt moving and site prep that offset the additional cost. Kinsey added that the article also mentions other places around the country where they had only spent about \$900,000 for similar work. Yancey was not familiar with the other projects and the reasons their bids were lower. It could be due to timing or perhaps they were able to do the restoration in place and didn't have to take the canopy down. She could not comment on their scope without knowing how extensive their renovations were.

Hearing no further public comment, Carroll made a motion to approve Resolution WH 12-39. Clare seconded the motion. Motion carried 3-0.

Item 10 -- WH 12-40 Resolution approving the Agreement with Judds Brothers Construction Company for the West Haymarket Railroad Track Removal Project No. 870908 (Bid No. 12-151) in the amount of \$146,026.00.

Beutler stated that if there were no objections from the other Board members he was removing Item 10 from the agenda. This particular company has been involved in some work on South Street that will be very late and Beutler would like to further review that project and this contract with regard to the provisions related to liquidated damages, incentives and penalties. With no objections, this item was removed from the agenda until further notice.

Item 11 -- WH 12-41 Resolution approving Amendment No. 1 to the Sublease Agreement between Amtrak and the West Haymarket Joint Public Agency which amends the Sublease by amending Exhibit C, Final Plans, for the New Station to reflect the redesign of the New Station to add an Amtrak crew base and to provide for Amtrak to pay \$25,000 toward the redesign of the New Station, and by amending Exhibit D, the Station Lease, to provide that Amtrak pay additional rent in the amount of \$420.00 per month due to the additional space being occupied by the crew base and to restrict access from the New Station to the Platform except during the period of time that Amtrak trains have arrived at the New Station and are parked along the Platform for boarding and de-boarding of passengers.

Chris Connolly, City Attorney, informed the Board that the items before them deal with Amtrak and trying to get the new station up and running. The first deals with the sublease on the old station and work that is being done to construct the new station. The second is the lease on the new station itself. Building and Safety issued a limited certificate of occupancy on Friday. In order to get the permanent certificate of occupancy there is some minor work that needs to be done, basically things that are not necessary for the operation of the facility.

Connolly observed that the problem they have run into is that Amtrak has not signed the lease and he has not received any firm commitment from them that it is going to be signed. In dealing with Amtrak's legal department, operations people and real estate people all indications are that they are going to do it but the station is supposed to open next Monday. Connolly recommended that the Board approve these agreements and the Chair not execute them until he gets further word from Amtrak. The resolution allows for the Chair to make some minor changes if necessary. Connolly sent an email last week advising Amtrak that the new station would not be opening until the lease is signed. On June 25, Burlington Northern is scheduled to cut over and the old station is not going to be available for train service. That is going to happen regardless of what happens with these agreements. Again, there is no indication that there is anything wrong with the documents; we just cannot get a signature.

Beutler asked for public comment. Jane Kinsey asked why the Board doesn't just table this item until the signatures are obtained. Beutler advised that it is due to the short timeframe they have to work with. Connolly added that the City is agreeable to the terms it is just a matter of getting the correct signature. Kinsey asked what will happen if it is not signed. Connolly stated that it is his recommendation that the station not be opened.

Hearing no further public comment, Carroll made a motion to approve Resolution WH 12-41. Clare seconded the motion. Motion carried 3-0.

Item 12 – Set Next Meeting Date

The next meeting date is set for Friday, July 6, 2012 at 3:00 in City Council Chambers Room 112.

Item 13 -- Motion to Adjourn

Carroll made a motion to adjourn the meeting. Clare seconded the motion. Motion carried 3-0. The meeting adjourned at 3:37 P.M.

Prepared by: Melissa Ramos-Lammler, Public Works and Utilities

