

# S305 Structure and Finance Task Force

MINUTES

MARCH 12, 2012

3:30PM EDT

CONFERENCE CALL

<b>FACILITATOR</b>	<i>Eric Curtit, Missouri DOT, Chair, Structure and Finance Task Force</i>
<b>ATTENDEES</b>	<i>Eric Curtit, (Eric Curtit also as proxy for George Weber and Tim Hoeffner), Ron Pate, Al Ware, DJ Stadler, Chad Edison, Bill Bronte, <b>Support Staff:</b> Steve Hewitt, Gordon Hutchinson, Ken Uznanski, Nancy Greene, Vincent Brotski, Leo Penne, Nico Lindenau, Ashok Sundararajan, Jeff Gordon</i>
<b>ABSENTEES</b>	<i>Mario Bergeron, (George Weber and Tim Hoeffner represented by proxy as noted) Kevin Kesler, Robin McCarthy Ryan Swick, David Ewing, Shayne Gill, Andy House, Larry Salci</i>

## DISCUSSION/DECISIONS MADE

### **Roll call – Steve Hewitt**

Steve Hewitt took the roll call of participants, and it was determined that a quorum of voting members was present. Attendance is as noted above.

### **Welcome – Eric Curtit:**

Eric Curtit, Missouri DOT, and Chair of the Structure and Finance task force (SFTF) welcomed all participants to the call.

### **Approval of the Minutes from February 13, 2012 – Eric Curtit:**

On a motion by Bill Bronte, Caltrans, and a second by Al Ware, Georgia DOT, the minutes of the February 13, 2012 Structure and Finance task force call were approved without objection.

### **Task force membership and support – Eric Curtit:**

Eric reminded task force members that “we would love to have more folks on the task force”. He asked those on the call to spread the word that additional members and/or support participation is welcome. “If you know anyone who may be interested, and you would like me to call them, let me know, and I will.”

Steve Hewitt observed that we currently have 6 state members (as well as FRA and Amtrak membership) and, with voting procedures as they are, it is always better to have an odd number of state members. He suggested a focus be finding a 7<sup>th</sup> state to join.

Eric asked that anyone who has a suggestion for additional members or support staff, please send them to Eric and to Steve Hewitt.

### **Update on RFP and timeline – Eric Curtit/Chad Edison:**

Eric provided a status update of the SOW for the proposed RFP for initial SFTF consultant services. He reported that comments on the first draft had been received from Ron Pate, Washington State DOT, and Bill Bronte, Caltrans. He also noted that Nancy Greene, on behalf of Amtrak, had submitted comments earlier today. The Amtrak comments, in Eric’s opinion, were “preferential” in nature, and improved the wording, but did not “impact what the SOW was trying to do”. Nancy agreed that the comments were more clarification edits than substance changes.

Eric noted that his intent was to move to a vote on today’s call, and would not want to hold that vote up to add the edits provided by Amtrak. He did agree that, since those edits improved the wording and provided clarification, he would want them included in a final “cleaned up version”. Still, he felt a vote on the most recent version was appropriate. This version was sent out on Friday of last week to all task force members, and addressed comments received by or near the deadline (March 7, 2012).

Eric described his intended timeline for getting the RFP out as soon as possible:

- Get the SOW approved by the SFTF today and submitted to the Executive Board (if approved).
- Have the Executive Board consider it for approval on March 20, 2012, and further define it in the NGECC budget.
- Once the Board approves it – it will take about a month for the administrative “stuff”.

Eric also noted the comments from Bill Bronte included issues that will need to be addressed, but that this SOW describes “what we need to do first.” Broader issues such as operation of a regional or national system and the possible structure of the Committee as an entity will come later, along with a look at funding options.

The SOW will look at deployment of the fleet and Section 6 grant requirements, but not only for Caltrans and the mid-west. Rather it is also intended to form a framework that will align with other states as they begin to procure equipment.

Chad Edison, FRA, agreed with Eric’s comments adding that this is for “the initial work effort. Implementation and other issues will come later”.

Bill Bronte noted, “putting a mechanism in place that survives this procurement and helps additional procurements, and how does it work, and what’s the structure for making it work” are all important issues that need to be addressed.

Bill went on to add, “let’s bring in the Jack Bassos (AASHTO’s CFO) of the world, the Brent Thompsons (Washington State DOT CFO) the Larry Salcis – who have a broad perspective - bring them in as an advisory group. Let’s reach out and go beyond just the states like we’ve done in the Technical subcommittee”.

Attendees on the call seemed to concur with Bill’s “big picture” outlook, and the general opinion was there is a lot of work to be done beyond this initial SOW. It is just a beginning.

DJ Stadtler, Amtrak, asked “do we go to the Board for approval?”

Eric responded “Yes, the Executive Board would need to approve the SOW.” The task force would vote on it, and if we approve it, it goes on to the Board for its approval – hopefully at the next call of the Board. (March 20, 2012)

Eric also provided a brief summary of a meeting that was held in Washington, DC last week in regards to the SOW and RFP. The meeting was held at AASHTO offices. Present at the meeting were: Leo Penne, Jack Basso, and AASHTO’s contracts manager, as well as Chad Edison, FRA, Nico Lindenau, and Ashok Sundararajan, both from Booz Allen Hamilton, and Eric Curtit via phone. The primary purpose of the meeting was to get a general sense of AASHTO’s capabilities and its procedures for putting out the RFP and serving as contracting agent for this competitive bid procurement.

It was clear from the discussion, that AASHTO is fully capable, and willing to serve as contracting agent for the NGECC if that is what is desired.

Eric described AASHTO’s role as “making the steps happen” he added that AASHTO follows federal guidelines as well as having its own internal process which was explained to those attending the meeting.

Leo Penne, AASHTO, suggested that “you check with Chad Edison and his colleagues (who attended the meeting) to determine if they believe AASHTO is equipped to do this competitive bid process.”

Chad Edison, FRA, responded, “we met and we now understand what they (AASHTO) will do. The process is aligned with the federal process including evaluation”. Chad explained that AASHTO would do the mechanics and an evaluation team would be comprised of members of the SFTF with Eric Curtit as the chair. “In terms of the information, such as best value rather than lowest bid, AASHTO would be able to provide the mechanics of the contract process”. It was further explained that the task force would provide the technical folks to do the review.

AASHTO is only to be the contracting agent in parallel with the contract that was done with Larry Salci for the Standardization assessment. AASHTO would be responsible for entering into the contract and would handle the legal and financial aspects.

Judgment of the work, and approval for payment, however, would lie with Eric Curtit, as chair of the SFTF. The evaluation will be the responsibility of Eric and others named to the evaluation team, and the full task force would be responsible for approving payments.

It was again reiterated – AASHTO will handle the mechanics and serve as the contracting agent only.

Ken Uznanski, Amtrak NGEC Project Mmanager, stated that "additional pieces need to be done. Amtrak needs to include this in its support services contract with AASHTO."

Leo Penne added, "if the SOW is approved, the SFTF should also approve using AASHTO as the contracting agent", and Amtrak would have to confirm that the money is available. Leo emphasized, "AASHTO will not enter into a contract without money identified in the budget."

Eric noted that the budget process is moving forward, and as agreed on the last Board call, the Executive Board will have a contingency fund which will contain any of the dollars not yet programmed by the various subcommittees or task forces.

The intent of the Board is to approve a budget and scope for the NGEC – fully obligating the funds. This should be accomplished on the next call (March 20<sup>th</sup>) and that would ensure that there is money available for the SFTF RFP.

**SOW Approval – Eric Curtit:**

At the conclusion of the discussion, and with no more questions being raised, Eric Curtit asked for a motion to:

*Approve the SOW, as currently drafted, with the caveat that the edits provided by Amtrak (through Nancy Greene) would be added to the final version before going to the Executive Board. Further, the motion calls for AASHTO to be used as the contracting agent.*

Bill Bronte, Caltrans, made the motion, as read by Steve Hewitt, and Ron Pate, Washington State DOT, seconded the motion.

Steve Hewitt then polled the voting members of the task force:

Eric Curtit, Missouri DOT, aye  
Ron Pate, Washington State DOT, aye  
Al Ware, Georgia DOT, aye  
Eric Curtit as proxy for Tim Hoeffner, Michigan DOT, aye  
Eric Curtit as proxy for George Weber, Illinois DOT, aye  
DJ Stadler, Amtrak (and chair of the NGEC Finance subcommittee), aye  
Chad Edison, FRA, aye  
Bill Bronte, Caltrans, aye

With no objections and all voting in favor, Eric Curtit determined that consensus had been achieved and the motion carried.

Ken Uznanski will address what needs to be done as far as the budget and scope mechanics for the grant agreement. (Ken is due to provide a draft of the NGEC scope and budget for review and comment by COB today (March 12, 2012).

Ken will use the approved version of the SOW to "drop into the scope and budget for the SFTF" in the NGEC proposal.

Steve Hewitt will send out the Amtrak edited version to all task force members immediately following this call.

Ashok Sundararajan, BAH, will revise the approved SOW to include the Amtrak edits. This will be completed by COB Tuesday March 13, 2012, and sent to Steve Hewitt for distribution to the SFTF members and the Executive Board.

Bill Bronte (Chair of the NGEC Executive Board) agreed that this topic will be an agenda item for Board consideration on March 20, 2012.

**Other – All**

With no additional business to come before the task force today, the meeting was adjourned at approximately 4:20 pm Eastern.

**Next call: March 26, 2012 at 3:30pm Eastern**

**Decisions and Action Items**

- SFTF members are asked to send any additional membership suggestions to Eric Curtit and Steve Hewitt.
- Steve Hewitt to reach out to Mario Bergeron about Dave Warner’s availability to participate on the SFTF or, if not Dave, ask for someone from the Technical subcommittee to be named as Mario’s designated representative..
- SFTF members are asked to send any additional membership suggestions to Eric Curtit and Steve Hewitt.
- Steve Hewitt will send all task force members the Amtrak edited version of the SOW immediately following this call.
- Ken Uznanski will add whatever is needed to address the grant agreement mechanics for AASHTO to serve as contracting agent for the SFTF RFP.
- The SFTF proposed SOW was approved by the SFTF and will be sent to the Executive Board for its consideration during its next call (March 20, 2012)
- Ashok Sundararajan, BAH, will “clean up” the approved SFTF approved SOW including Amtrak’s clarification edits, by COB March 13, 2012. Ashok will provide it to Steve Hewitt, who will distribute it to the Executive Board for its review and consideration.
- Steve Hewitt will add this topic to the Executive Board agenda for march 20, 2012.
- Ken Uznanski, in completing the draft NGEC scope and budget, will “drop in” the SOW in the SFTF section of the scope and budget.

**ATTACHMENTS**



**PRIIA NGEC S305 Structure and Finance Task Force (SFTF)  
Conference Call Meeting  
March 12, 2012  
3:30 – 4:30 pm Eastern**

**866 299 7945 passcode 1601544#**  
**Agenda**

- |                                       |              |
|---------------------------------------|--------------|
| I. Welcome                            | Eric Curtit  |
| II. Roll Call                         | Steve Hewitt |
| III. Approval of Prior Minutes        | Eric Curtit  |
| IV. Update on RFP and time line       | Eric/Chad    |
| V. Statement of work approval         | Eric Curtit  |
| VI. Task Force membership and support | Eric Curtit  |
| VII. Other                            | All          |