

SECTION 305 NGENC

Executive Board Conference Call Meeting

MINUTES

JULY 10, 2012

11:30 AM
EASTERN

CONFERENCE CALL

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| FACILITATOR | <i>Bill Bronte, Chair, S305 NGENC Executive Board</i> |
| ATTENDEES | Executive Board Members: <i>Bill Bronte, Mario Bergeron, John Tunna as proxy for Paul Nissenbaum, Al Ware, Gordon Hutchinson, Eric Curtit, Ron Adams (Ron also as proxy for Tammy Nicholson), Ray Hessinger, Paul Morris, Johnson Bridgewater, Bill Bronte as proxy for Illinois DOT, John Sibold, Support Staff: Steve Hewitt, Larry Salci, Ryan Swick, Nico Lindenau, Ken Uznanski, Nancy Greene, Dave Warner, Jeff Gordon</i> |
| ABSENTEES | Board Members: <i>Kevin Lawson, Tammy Nicholson (proxy to Ron Adams), Illinois DOT (proxy to Bill Bronte) Paul Nissenbaum (proxy to John Tunna) Support Staff: Tim Hoeffner, Leo Penne, Shayne Gill, Andy House, David Ewing, Kevin Kesler, Chad Edison, Whitney Phend, Melissa Shurland, Dale Engelhardt, Robin McCarthy</i> |

WELCOME/ROLL CALL/MINUTES

Opening – Bill Bronte-chair:

Bill Bronte opened the conference call meeting, and asked Steve Hewitt to call the roll.

Roll Call – Steve Hewitt, Manager, S305 NGENC Support Services:

Steve Hewitt took a roll of Executive Board members, and the presence of a quorum was confirmed with 13 of 14 Board members present or represented by proxy (as noted above).

Approval of the Minutes from the June 26, 2012 Executive Board conference call – Bill Bronte:

On a motion by Eric Curtit, Missouri DOT, and a second by Paul Morris, NCDOT, the minutes of the June 26, 2012 conference call meeting of the Executive Board were approved without objection.

Action Items Review – Steve Hewitt:

Steve Hewitt reviewed only those action items that were not on the agenda for today’s call:

Jeff Gordon will continue to coordinate the monthly conference calls among AASHTO. Amtrak and FRA public affairs and through AASHTO keep the state public affairs offices involved. **Status: Jeff reported on the Technical subcommittee call last week that once the RFI was released he would notify the public affairs team. He has notified them – and does not know what they will do with it (press wise), but he will keep the Board informed.**

The DMU Review effort will begin (June 28, 2012) following the completion of the Revision A report. Steve Hewitt will work with Bill Bronte to schedule a DMU Review Panel call for some time during the week of July 17-20, 2012 if possible. **Status: This schedule has been moved back a bit. The Review panel is expected to finalize its report during the week of July 30-August 3, 2012, and bring it to the Board on August 7th for a decision.**

Agenda Items

Filling States Board Member vacancies (IDOT and Oklahoma DOT) – Bill Bronte:

Bill Bronte reported that the NGENC Board had lost two members to retirement. George Weber, Illinois DOT, and Joe Kyle, Oklahoma DOT. Both will be greatly missed. Bill commented on the time and effort they both put in towards making the NGENC a success.

Bill noted that both states have expressed their interest in remaining as Board member states. Bill announced that Oklahoma DOT has named Johnson Bridgewater to take the place of Joe Kyle on the Board. Johnson was on today’s call.

He is the Federal Programs Manager for ODOT, and is looking forward to participating on the NGEC during what he sees as "the most exciting period (in passenger rail) that I can remember."

Bill also announced that Joe Shacter, IDOT, has informed him that they will also stay on the Board and that he is currently in the process of making offers to candidates for George Weber's IDOT position. Once that position is filled, Joe will let Bill Bronte know who IDOT's representative will be on the NGEC Executive Board. For today's call, Joe asked that Bill act as IDOT's proxy.

The Grant Agreement has been executed – Next Steps? – Ken Uznanski:

Ken Uznanski reported that amendment #3 to the NGEC Grant Agreement was fully executed by FRA on June 29, 2012. (the agreement runs from April 1, 2012 through March 31, 2014) Steve Hewitt has provided copies of the agreement to all Board members. Ken explained that the agreement has a provision in it under Section 104 "as amended by the grant agreement" which allows the Board to "shift professional services funds and Executive Board contingency funds to the appropriate subcommittee, task force or AASHTO Support Services Budget, provided there is an approved work plan and scope of work".

As Ken understands it the "Executive Board must direct Amtrak to request that FRA move the funds to the appropriate place" (subcommittee, task force or AASHTO Support Services budget). The request then goes to Paul Nissenbaum, FRA, and Paul sends a letter to Amtrak approving the shift in funds as requested. Ken is working on developing a template to use for such requests.

The next immediate step is for the Executive Board to "formally direct Amtrak to request the modification" or shift of funds to the AASHTO Support Services Budget for the SFTF contract with Parsons Brinkerhoff (PB) (once approved) and to the already approved contract with Larry Salci for Review Panel efforts (work that is underway). For both of these items scopes of work and work plans have already been approved by the Board "so", Ken added, "this should be pretty much a pro forma action" by FRA to approve the request for shifting the funds for the above described purposes.

The Board agreed that it would take up this action in the next agenda item. (See Below)

SFTF recommendation for awarding the contract for Section 6/Deployment – Eric Curtit:

Eric Curtit provided a brief overview and history of the Structure and Finance Task Force (SFTF) efforts in developing the RFP for consultant services to develop Section 6 and Fleet deployment plans. He summarized the SFTF's selection committee's efforts to review the 3 proposals they received, and reported that the selection committee (Eric Curtit, Bill Bronte, Mario Bergeron and Chad Edison) unanimously recommended the Parson Brinkerhoff proposal as the one that they felt was the best to complete the tasks described in the SFTF RFP. The selection committee made this recommendation to the full SFTF, which, in turn, unanimously accepted and approved the recommendation on July 2, 2012. Subsequently, the SFTF provide the recommendation and all of the proposal documents submitted by PB to the Executive Board for its consideration.

Eric noted that the next step was for the Executive Board to approve the SFTF recommendation to award the contract to Parsons Brinkerhoff.

Bill Bronte added that he was "pleased with the PB package" and that he thought it "was a good document." He specifically wanted to thank Eric Curtit and Chad Edison for the hard work they put into this effort.. Bill also expressed special thanks to AASHTO, particularly Strat Cavros, for "pulling this all together so quickly."

Mario Bergeron added that he felt Eric had done a good job of recapping. He noted, "definitely, this is the best way to move forward with the Section 6 requirements", and, with the clarifying questions the selection committee asked of PB, he feels that "we enhanced the original PB document."

Along with Eric, both Bill and Mario recommended that the Board move forward today to approve the PB proposal.

A motion was offered by Al Ware, Georgia DOT, and seconded by Ron Adams, Wisconsin DOT, to accept the recommendations of the SFTF to award the Section 6/Deployment contract to Parsons Brinkerhoff.

Steve Hewitt polled the voting Members of the Board:

Bill Bronte, Caltrans – in favor

Mario Bergeron, Amtrak – in favor

Gordon Hutchinson, Amtrak – in favor

Al Ware, Georgia DOT – in favor

John Tunna as proxy for Paul Nissenbaum, FRA – in favor

Ron Adams, Wisconsin DOT – in favor

Ron Adams as proxy for Tammy Nicholson, Iowa DOT – in favor

Eric Curtit, Missouri DOT – in favor

Ray Hessinger, NYSDOT – in favor

Bill Bronte as proxy for Illinois DOT – in favor

Paul Morris, NCDOT – in favor

Johnson Bridgwater, Oklahoma DOT – in favor

John Sibold, Washington State DOT – in favor

With a quorum established, and all members present or represented by proxy, voting in favor, Chairman Bronte determined that consensus had been achieved, and the motion was approved.

Bill Bronte next entertained a motion to direct Amtrak to request that FRA approve allocating funding from the professional services budget to the AASHTO Support Services Budget as contracting agent for both the PB contract for Section 6/deployment, and the Larry Salci contract for Review Panel efforts for the Locomotive Revision A and the DMU specification.

Ron Adams, Wisconsin DOT, offered the motion and Paul Morris, NCDOT, seconded it.

Gordon Hutchinson, Amtrak, suggested the motion be simplified. He suggested the Board simply request approval from FRA to allow Amtrak to move the funds to the AASHTO Support Services Budget for the contract with PB and the Larry Salci contract for Review Panel efforts.

Ron Adams, Wisconsin DOT, offered the amended motion, and Paul Morris, NCDOT seconded it.

Ken Uznanski said he would check with the grants people to be sure this language was appropriate, but it was clear that the Board was requesting that appropriate action be taken to move the required funding for the purposes described above.

Steve Hewitt polled the voting Members of the Board:

Bill Bronte, Caltrans – in favor

Mario Bergeron, Amtrak – in favor

Gordon Hutchinson, Amtrak – in favor

Al Ware, Georgia DOT – in favor

John Tunna as proxy for Paul Nissenbaum, FRA – in favor

Ron Adams, Wisconsin DOT – in favor

Ron Adams as proxy for Tammy Nicholson, Iowa DOT – in favor

Eric Curtit, Missouri DOT – in favor

Ray Hessinger, NYSDOT – in favor

Bill Bronte as proxy for Illinois DOT – in favor

Paul Morris, NCDOT – in favor

Johnson Bridgwater, Oklahoma DOT – in favor

John Sibold, Washington State DOT – in favor

With a quorum established, and all members present or represented by proxy, voting in favor, Chairman Bronte determined that consensus had been achieved and the motion was approved.

Eric Curtit asked that the action be expedited, and noted he and Chad Edison were scheduled to have a “kick off” meeting with PB in Washington, DC on July 17, 2012.

Steve Hewitt reminded everyone that AASHTO “is quite nervous” about acting as contracting agent without absolute certainty that the action has been taken, and that the funding is available to them to carry out these responsibilities.

Ken Uznanski said that he will submit the request to FRA tomorrow. Steve Hewitt emphasized, again, that AASHTO was very interested in being sure this was going to happen expeditiously as they will be the contracting agent for both contracts. They cannot take on the contracts until the funds are made available under the AASHTO Support Services budget. Ken said it was safe to say that this would be handled expeditiously. He saw no issue with either request as both had already received approval of the scope of work and work plans.

Locomotive Revision A – Bill Bronte/Larry Salci:

Larry Salci provided an overview of the background leading up to the Revision A Review Panel Report and recommendation. The report was approved by the Review Panel on July 2, 2012. The original specification had been approved by the Technical subcommittee in February of 2011, and by the Board in March of 2011.

Larry noted that a number of technical issues such as performance, fuel efficiency, and the PRIIA objective of top operating speeds up to 125 mph, made this specification a little more complicated than some of the others.

The issues described were discussed at length throughout the process. The Locomotive Technology Task Force was established by the Technical subcommittee to look at these issues. The LTTF had members of the FRA, Amtrak, the states, and industry – a total of 29 members. Four white papers were developed and are included in the Review Panel report.

Larry acknowledged the hard work of Dave Warner, Amtrak, and Jack Madden, NYSDOT, throughout the process. He noted that the Document management system is in place and working well. He added that the RFI process this time has been handled differently with the RFI being a questionnaire developed and issued through the NGEC, rather than by a single state as was done with the Bi-Level RFI. Larry is certain that there will be additional revisions beyond Rev A coming out of the RFI process and those will be adjudicated in a confidential

manner without industry involvement.

Larry summarized by saying that he recommended that the Board approve Revision A, and also an amendment to the Requirements document – 0054 listed in the summary sheet (which basically corrects a typo).

A motion was offered by Ray Hessinger, NYSDOT, and seconded by Ron Adams, Wisconsin DOT, to accept the Review Panel recommendations and adopt Revision A and also the Requirements document change – 0054.

Steve Hewitt polled the voting Members of the Board:

Bill Bronte, Caltrans – in favor

Mario Bergeron, Amtrak – in favor

Gordon Hutchinson, Amtrak – in favor

Al Ware, Georgia DOT – in favor

John Tunna as proxy for Paul Nissenbaum, FRA – in favor

Ron Adams, Wisconsin DOT – in favor

Ron Adams as proxy for Tammy Nicholson, Iowa DOT – in favor

Eric Curtit, Missouri DOT – in favor

Ray Hessinger, NYSDOT – in favor

Bill Bronte as proxy for Illinois DOT – in favor

Paul Morris, NCDOT – in favor

Johnson Bridgwater, Oklahoma DOT – in favor

John Sibold, Washington State DOT – in favor

With a quorum established, and all members present or represented by proxy, voting in favor, Chairman Bronte determined that consensus had been achieved and the motion was approved.

With this accomplished, Bill Bronte said Rev A would be signed off and posted to the website as soon as possible.

Bill then described the RFI that has just been released (July 6, 2012) as a positive step in moving the NGEC forward. He noted that the last RFI had been done by a state, but the goal of the NGEC is to “ultimately be buying the equipment, so this was a first step towards the larger vision of the 305 NGEC”. He added, “it is much better to have the committee do it as a survey/RFI because it allows the states to continue talking to the industry members” during this part of the process.

Steve Hewitt noted that the RFI was released to a comprehensive list of OEMs from the NGEC industry participants list on July 6, 2012, and was posted on the website in two locations on July 9, 2012.

Nico Lindenau added that the industry responses are to go to Steve Hewitt and he will consolidate those responses to send to the review group without the names of the responding manufacturers being disclosed. So, those doing the review will not see the actual responses or who they were submitted by.

John Tunna, FRA, commented that he is "happy the RFI has been issued and is looking forward to the responses."

Bill Bronte commented on the general timing anticipated; as an RFP by late August-early September, 2012 and final proposals in January, 2013 with a Notice of Award around March 15, 2013.

Nico Lindenau clarified that the RFI actually calls for a more aggressive schedule with a Notice to Proceed in January, 2013 at the latest. The RFI also asks responders to comment on the proposed schedule.

Update: Bi-Level RFP – Bill Bronte:

Bill Bronte provided a brief overview of the RFP process for Bi-Level cars to date. In May, 2012 7 OEMs submitted Notices of Intent to Bid; June 20, 2012 draft proposals were submitted by 6 of the 7. The proposals are currently under review and beginning next week (week of July 16, 2012) Caltrans and IDOT will meet with the submitters "2 a day" to "identify technical issues and concerns that may preclude them from submitting a bid." He emphasized that these "will be strictly technical discussions."

Bill finished his report by noting the schedule as intending to have final proposals submitted by August 17, 2012; cost proposals by September 7, 2012, and award by September 10, 2012.

Update: Administrative task force activities – Al Ware:

Al Ware reported that the Administrative task force (ATF) met on Friday, July 6, 2012 and there are two items which he wanted to brief the Board on.

1. Railroad 101 – Tammy Nicholson, Iowa DOT, and a member of the ATF, has the lead for this project. Tammy has established a team with members of a number of states (such as Vermont, South Carolina and Texas) along with David Ewing, AASHTO consultant to the NGEC, and AASHTO staff (Leo Penne and Shayne Gill) to develop a work plan for conducting the webinar series through the AASHTO Rail Resource Center as previously approved by the Executive Board.

The team met a week or so ago and have developed a tentative plan to kick off the series at the AASHTO SCORT meeting to be held in Portland, Maine in late September, and to hold 6 webinars at a rate of approximately one per month, concluding with a final meeting at the SCORT fall meeting in 2013. He noted that much of the syllabus has come from the original document that Rob Edgcumbe had developed, while working with the NGEC.

Al concluded by noting that final details are still being worked out, but the effort is making great strides forward. More to come...

2. Recruiting new member states – Al reported that the ATF has agreed that new efforts need to be made to recruit additional state members for the general NGEC and to serve on task forces and subcommittees going forward. The new members will also be needed to eventually fill vacant Board member slots as more retirements occur.

The ATF has agreed that Al Ware and Steve Hewitt draft a letter to potential state members to provide them with information about the NGEC and its activities and to inform them how the NGEC is financed, and to encourage them to participate in the NGEC activities. Bill Bronte will see the letter and provide his input before it goes out.

The ATF will start with a list of states that have state supported corridors but are not members (currently) of the NGEC. Such a list was previously developed by Ryan Swick (BAH) and submitted to the ATF and the Board. Steve Hewitt asked that AASHTO provide contact names for the targeted states.

Ro Adams suggested that the letter also go to Paula Hammond, Washington State DOT, chair of the States for Passenger Rail Coalition (S4PRC) and to Caitlin Hughes Raymond, MDOT, and secretary to the S4PRC.

Bill Bronte suggested that "we ask Leo Penne and Shayne Gill to include a discussion about participation in the NGEAC at the SCORT meeting in Portland, Maine" and inform SCORT members that the Board will hold a meeting at the conclusion of SCORT. This would be a great opportunity for potential members to see how the Board works and get a sense of the activities of the Committee.

Bill also noted that "we should begin to prepare an agenda for the Board meeting in Portland very soon." Steve Hewitt agreed to begin developing a draft. Board members should provide suggestions to Bill Bronte and Steve Hewitt.

Adjourn:

With no more business to come before the Board today, on a motion by Ron Adams, and Al Ware, and a second by, Eric Curtit, the July 10, 2012 Executive Board conference call was adjourned at approximately 12:30pm Eastern. **The next call is scheduled for July 24, 2012 at 11:30am Eastern**

The next Executive Board Conference call is July 24, 2012 11:30 am Eastern

Decisions/Action Items

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|---|--------------|
| 5. Filling States Board Member vacancies (IDOT and Oklahoma DOT) | Bill Bronte |
| 6. Grant Agreement has been executed – Next steps? | Ken Uznanski |
| 7. SFTF – Recommendation for awarding the contract for Section 6/deployment | Eric Curtit |
| a. Review recommended selection | Eric Curtit |
| b. Executive Board action on directing the funds be provided to AASHTO as contract agent | Eric Curtit |
| c. Executive Board vote on the SFTF recommendation | Bill Bronte |
| 8. Locomotive Revision A | Bill Bronte |
| a. Review Panel Report and recommendation | Larry Salci |
| b. Executive Board consideration of adoption of Revision A | Bill Bronte |
| c. Locomotive Revision A – RFI Release | Bill Bronte |
| 9. Update: Bi-Level car RFP | Bill Bronte |
| 10. Update: Administrative Task Force Activities | Al Ware |
| a. Railroad 101 | |
| b. Recruiting new NGEC members | |
| 11. Other | All |

Status of Action Items from June 26, 2012

Ken Uznanski will again inform Amtrak legal of the need to execute the grant agreement and issue a notice to proceed to AASHTO prior to July 1, 2012. If not issued by then, on July 1, 2012 AASHTO will “pull the plug on all support services” to the NGEC. **Status – Task Complete Grant Agreement has been fully executed – on today’s agenda we will discuss what the next steps are for moving forward. The Board will need to request that Amtrak make the funds available to AASHTO to manage the various consultant contracts it has been asked to serve as contracting agent for.**

DJ Stadler will contact the lawyer handling the grant agreement and will also talk to Gordon Hutchinson and Ken Uznanski to make sure this gets resolved.

Once the issue has been resolved (or not) Steve Hewitt will receive notification from Leo Penne, AASHTO, and will inform the Executive Board members of the resolution.

It is anticipated that the SFTF will take action on the selection of a contractor for the Section 6/deployment procurement on July 2 18, 2012. Eric Curtit will provide the package of items for consideration to Steve Hewitt later today (June 26, 2012) and Steve will distribute to the SFTF members. Steve will also remind members to participate on the July 2, 2012 call, and, if unavailable, provide their proxy to another voting member. Once approved, it will be put forward to the Board for its consideration – intent is to have it on the Board agenda for July 10, 2012 **Status: This item is on today’s agenda – the SFTF has made a recommendation to the Board and the Board will act on that recommendation**

Bill Bronte will continue to keep the Board “generally” apprised of the progress of the bi-level railcar procurement and of the progress of the locomotive procurement. **(Ongoing)**

All members are to make an effort to identify potential new state members for the NGEC subcommittees and task forces. Names of potential “recruits” are to be sent to Bill Bronte (cc to Steve Hewitt) **Status: No names have come forward – a concerted effort is needed –possibly through the Admn TF**

Jeff Gordon will continue to coordinate the monthly conference calls among AASHTO. Amtrak and FRA public affairs and through AASHTO keep the state public affairs offices involved. **(Ongoing)**

The Locomotive Revision A review is moving forward. Larry Salci will provide the report with recommendations to Steve Hewitt for distribution to the Review panel on June 27, 2012. The Panel will meet on July 2, 2012 to consider approval. If approved the report will be sent to the Board for its consideration of approval on its July 10, 2012 conference call. **Status: The Review Panel has approved Larry Salci’s report and recommendations – Larry will brief the Board on the report and the Board will vote on approval of the recommendation**

of the Review Panel on this call

The DMU Review effort will begin (June 28, 2012) following the completion of the Revision A report. Steve Hewitt will work with Bill Bronte to schedule a DMU Review Panel call for some time during the week of July 17-20, 2012 if possible. **Status: This schedule has been moved back a bit. The Review panel is expected to finalize its report during the week of July 30-August 3 and bring it to the Board on August 7th for a decision.**

The Executive Board charged the JPTF with developing, issuing, and managing the Locomotive RFI as an NGEN RFI. A draft RFI is out for review by JPTF members now – comments due to Steve Hewitt by June 29, 2012. Once finalized and ready for release, Chad Edison, Steve Hewitt and Kevin Kesler will work with AASHTO to ensure broad distribution of the RFI and a possible posting on the website. **Status: Discussion of this is on today's agenda – the RFI is to be released July 6, 2012 to a comprehensive list of OEMs and will or has been posted to the web site.**