



## **ALAMEDA-CONTRA COSTA TRANSIT DISTRICT**

### **MINUTES**

#### **Board of Directors - Regular Meeting**

5:00 PM Regular Meeting

HYBRID MEETING

AC Transit General Offices

2nd Floor Board Room - 1600 Franklin Street, Oakland, California

Phone (669) 900 6833, Webinar ID: 984 8717 5063

**Wednesday, December 11, 2024 at 5:00 PM**

#### **MEMBERS OF THE BOARD OF DIRECTORS**

**DIANE SHAW, PRESIDENT (WARD 5)**

**MURPHY MCCALLEY, VICE PRESIDENT (WARD 4)**

**H. E. CHRISTIAN PEEPLES (WARD 1)**

**JEAN WALSH (WARD 2)**

**SARAH SYED (WARD 3)**

**ANTHONY C. SILVA (WARD 6)**

**JOEL YOUNG (AT-LARGE)**

#### **BOARD OFFICERS**

**KATHLEEN KELLY, INTERIM GENERAL MANAGER/CHIEF EXECUTIVE OFFICER**

**AIMEE L. STEELE, GENERAL COUNSEL/CHIEF LEGAL OFFICER**

**LINDA A. NEMEROFF, BOARD ADMINISTRATIVE OFFICER/DISTRICT SECRETARY**

**TELECONFERENCE:**

Director H. E. Christian Peeples, 13328 San Pablo Avenue, Room 38C, San Pablo, California 94806

**1. CALL TO ORDER**

The Alameda-Contra Costa Transit District Board of Directors held a meeting on Wednesday, December 11, 2024, at 5:00 p.m. Prior to the start of the meeting, General Counsel Aimee Steele confirmed that all requirements of the Ralph M. Brown Act (Govt. Code Sections 54950, et seq.) and the provisions of Board Policy 101, Section 4.9 regarding teleconferenced meetings were met in order for Director Peeples to teleconference to the meeting.

The meeting was called to order at 3:49 p.m. for the purpose of Closed Session. All Board members were present with the exception of Director Syed who arrived at 3:55 p.m. and Director Walsh who was absent. The Board convened in Closed Session to discuss Items 8A-8E as listed on the agenda. Closed Session concluded at 4:50 p.m.

President Young called the Board of Directors meeting to order at 5:03 p.m.

**2. ROLL CALL**

**Present:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

**Director Syed joined the meeting in person at 5:20 p.m. during the presentation of Item 3.A.**

**3. PRESENTATION**

- 3.A.** Consider the adoption of Resolution No. 24-040 honoring Michael A. Hursh for his years of dedicated service as AC Transit's General Manager and Chief Executive Officer.

[24-614](#)

Presenter:

President Young

President Young presented a Resolution honoring General Manager Michael Hursh and a short video was presented which highlighted some of the many accomplishments achieved during Mr. Hursh's tenure with the District.

Members of the Board expressed their deep appreciation for General Manager Michael Hursh. Director Peeples highlighted Mr. Hursh's 9 years of service, noting his leadership through difficult internal challenges and his national recognition for advocating on behalf of public transit as well as his leadership in zero-emission initiatives. Vice President Shaw acknowledged Mr. Hursh's unwavering support for veterans, cultural diversity, and his fun, human side, while Director McCalley described him as one of the greatest transit general managers, comparing him to the "Mount Rushmore" of transit leaders and acknowledging the legacy he leaves behind. The final speaker, Director

Syed, thanked Mr. Hursh for his strong advocacy for black and brown, low-income AC Transit riders, and his efforts to push for equitable regional and state transportation policies.

There was no public comment offered.

MOTION: SHAW/McCALLEY to adopt Resolution No. 24-040 honoring Michael A. Hursh for his years of dedicated service as AC Transit's General Manager and Chief Executive Officer. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, McCALLEY, SILVA, PEEPLES

**Absent:** SYED, WALSH

#### 4. PUBLIC COMMENT

**Jane Kramer** commented on the need for Board Members to positively improve their communication with each other and with the community they were elected to serve.

**Eduardo** congratulated retiring General Manager Michael Hursh for his service at AC Transit and expressed personal viewpoints to the 2-year U.S. House of Representatives investigation regarding COVID-19 vaccines.

#### 5. MODIFICATIONS TO THE AGENDA

There were no modifications to the agenda.

#### 6. CONSENT CALENDAR (AND CALL FOR PUBLIC COMMENT ON CONSENT ITEMS)

There were no public comments offered on the items on the Consent Calendar.

MOTION: PEEPLES/SHAW to receive, approve and adopt items on the Consent Calendar except items 6.D., 6.G., 6.N., and 6.Q. which were pulled off. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.A.** Consider approving Board of Directors meeting minutes of November 13, 2024.

[24-047](#)

Staff Contact:

Linda Nemeroff, Board Administrative Officer/District Secretary

MOTION: PEEPLES/SHAW to approve Board of Directors meeting minutes of November 13, 2024. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.B.** Consider approving Board of Directors meeting minutes of November 19, 2024 (Special Meeting). [24-612](#)

Staff Contact:

Linda A. Nemeroff, Board Administrative Officer/District Secretary

MOTION: PEEPLES/SHAW to approve Board of Directors meeting minutes of November 19, 2024 (Special Meeting). The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.C.** Consider adopting the revised 2025 regular Board meeting schedule. [24-509a](#)

Staff Contact:

Linda A. Nemeroff, Board Administrative Officer/District Secretary

MOTION: PEEPLES/SHAW to adopt the revised 2025 regular Board meeting schedule. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.D.** Consider authorizing the District Secretary to conduct a recruitment to fill a vacant public member position on the AC Transit Retirement Board; allow applicants residing within the five-county Bay Area Region outlined in the staff report to apply; and adopt Resolution No. 24-030 reappointing Jeffrey Lewis as the second of the two public members to the AC Transit Retirement Board and Chief Financial Officer Chris Andrichak as the non-ATU member, each for a two-year term expiring on March 31, 2027. [24-462](#)

Staff Contact:

Linda A. Nemeroff, Board Administrative Officer/District Secretary

Item 6.D. was pulled off the Consent Calendar by President Young who announced his recusal from voting on the item due to a potential conflict of interest and left the dais.

MOTION: PEEPLES/McCALLEY to authorize the District Secretary to conduct a recruitment to fill a vacant public member position on the AC Transit Retirement Board; allow applicants residing within the five-county Bay Area Region outlined in the staff report to apply; and adopt Resolution No. 24-030 reappointing Jeffrey Lewis as the second of the two public members to the AC Transit Retirement Board and Chief Financial Officer Chris Andrichak as the non-ATU member, each for a two-year term expiring on March 31, 2027. The motion carried by the following vote:

**Ayes:** SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

**Recused:** YOUNG

- 6.E.** Consider receiving the General Manager's Access Committee minutes of October 8, 2024. [24-592](#)

Staff Contact:

Ramakrishna Pochiraju, Executive Director of Planning & Engineering

MOTION: PEEPLES/SHAW to receive the General Manager's Access Committee minutes of October 8, 2024. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.F.** Consider authorizing the General Manager to execute a contract amendment with Global Traffic Technologies (GTT)/Miovision to service, upgrade and repair the GPS-based Transit Signal Priority (TSP) system on AC Transit buses. [19-212a](#)

Staff Contact:

Ramakrishna Pochiraju, Executive Director of Planning & Engineering

MOTION: PEEPLES/SHAW to authorize the General Manager to execute a contract amendment with Global Traffic Technologies (GTT)/Miovision to service, upgrade and repair the GPS-based Transit Signal Priority (TSP) system on AC Transit buses. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.G.** Consider authorizing the General Manager, or his designee, to execute documents through the State of California's Department of General Services (DGS) contract to purchase nine (9) sixty-foot zero-emission hydrogen buses from New Flyer. [24-406](#)

Staff Contact:

Salvador Llamas, Chief Operating Officer

Item 6.G. was pulled off the Consent Calendar by Director Silva to announce his recusal from voting on this item due to a potential conflict of interest and left the dais.

MOTION: SHAW/PEEPLES to authorize the General Manager, or his designee, to execute documents through the State of California's Department of General Services (DGS) contract to purchase nine (9) sixty-foot zero-emission hydrogen buses from New Flyer. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, PEEPLES

**Absent:** WALSH

**Recused:** SILVA

- 6.H.** Consider receiving a report from the District Parcel Tax Fiscal Oversight Committee on Measure VV/C1 tax proceeds for the year ended June 30, 2024. [24-606](#)

Staff Contact:

Chris Andrichak, Chief Financial Officer

MOTION: PEEPLES/SHAW to receive a report from the District Parcel Tax Fiscal Oversight Committee on Measure VV/C1 tax proceeds for the year ended June 30, 2024. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.I.** Consider receiving the Year-End Financial Statements and Independent Auditor's Report for the Fiscal Year Ended June 30, 2024. [24-556](#)

Staff Contact:

Chris Andrichak, Chief Financial Officer

MOTION: PEEPLES/SHAW to receive the Year-End Financial Statements and Independent Auditor's Report for the Fiscal Year Ended June 30, 2024. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.J.** Consider review of Board Policy 311 - Budgets, with no amendments. [24-492](#)

Staff Contact:

Chris Andrichak, Chief Financial Officer

MOTION: PEEPLES/SHAW to receive a review of Board Policy 311 - Budgets, with no amendments. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.K.** Consider adoption of Resolution No. 24-036 authorizing the General Manager or his designee to file and execute an amended application with the Metropolitan Transportation Commission (MTC) for MTC's Transit Capital Priorities (TCP) Program for Federal Fiscal Years (FFY) 2024-25 and 2025-26, including Federal Transit Administration (FTA) [24-537](#)

Sections 5307, 5337, 5339 and Surface Transportation Program (STP) funds.

Staff Contact:

Chris Andrichak, Chief Financial Officer

MOTION: PEEPLES/SHAW to adopt Resolution No. 24-036 authorizing the General Manager or his designee to file and execute an amended application with the Metropolitan Transportation Commission (MTC) for MTC's Transit Capital Priorities (TCP) Program for Federal Fiscal Years (FFY) 2024-25 and 2025-26, including Federal Transit Administration (FTA) Sections 5307, 5337, 5339 and Surface Transportation Program (STP) funds. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.L.** Consider receiving the quarterly budget update for the period of July 2024 through the end of September 2024 of FY 2024-25. [24-583](#)

Staff Contact:

Chris Andrichak, Chief Financial Officer

MOTION: PEEPLES/SHAW to receive the quarterly budget update for the period of July 2024 through the end of September 2024 of FY 2024-25. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.M.** Consider receiving the Monthly Report on Investments for September and October 2024. [24-585](#)

Staff Contact:

Chris Andrichak, Chief Financial Officer

MOTION: PEEPLES/SHAW to receive the Monthly Report on Investments for September and October 2024. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.N.** Consider approving contract award to One WorkPlace Construction, LLC (dba Vantis) to provide technological equipment, supplies, and labor associated with the upgrade of the tenth-floor conference room in the District's General Office building. [24-387a](#)

Staff Contact:

Ahsan Baig, Chief Information Officer

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Item 6.N. was pulled off the Consent Calendar by Director Peeples for clarifying questions that were addressed by staff.

MOTION: PEEPLES/SHAW to approve contract award to One WorkPlace Construction, LLC (dba Vantis) to provide technological equipment, supplies, and labor associated with the upgrade of the tenth-floor conference room in the District's General Office building. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.O.** Consider authorizing the General Manager to extend the current contract with Clever Devices Inc., for two years, from December 31, 2024, to December 31, 2026, for Computer Aided Dispatch and Automated Vehicle Location (CAD/AVL) system software. [24-450](#)

Staff Contact:

Ahsan Baig, Chief Information Officer

MOTION: PEEPLES/SHAW to authorize the General Manager to extend the current contract with Clever Devices Inc., for two years, from December 31, 2024, to December 31, 2026, for Computer Aided Dispatch and Automated Vehicle Location (CAD/AVL) system software. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.P.** Consider authorizing the General Manager to extend the current contract with Arcadis, Inc., for two years from December 31, 2024 to December 31, 2026, and increase the Contract Change Order threshold from 28% to 30% to allow for completion of the existing scope of work. [13-326e](#)

Staff Contact:

Ahsan Baig, Chief Information Officer

MOTION: PEEPLES/SHAW to authorize the General Manager to extend the current contract with Arcadis, Inc., for two years from December 31, 2024 to December 31, 2026, and increase the Contract Change Order threshold from 28% to 30% to allow for completion of the existing scope of work. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

- 6.Q.** Consider the adoption of Resolution No. 24-041 approving the following new classifications: Telecommunications Analyst I; Senior Telecommunications Analyst; and Data Scientist; and approving the [24-533](#)



revisions to the following classifications: Telecommunications Analyst II; Innovation and Technology (IT) Service Analyst I; Data Engineer (formerly Database Administrator); and the Director of Training and Workforce Development (formerly Training and Education Manager).

Staff Contact:

Michael Hursh, General Manager/Chief Executive Officer

Item 6.Q. was pulled off the Consent Calendar for clarification. Staff addressed Director Syed's questions. Director Syed made a motion to approve the adoption of Resolution with exception of the Director of Training and Workforce Development classification and to consider that classification at the time the Budget is reviewed. The motion failed for the lack of a second.

MOTION: PEEPLES/SHAW to approve the adoption of Resolution No. 24-041 as recommended by staff. The motion failed by the following vote:

**Ayes:** PEEPLES, SHAW, YOUNG

**Noes:** SYED

**Absent:** WALSH

**Abstain:** McCALLEY, SILVA

President Young invited the Board to consider approving portions of the classifications proposed by staff.

MOTION: SYED/McCALLEY to approve the adoption of Resolution No. 24-041 in its entirety except the classification of Director of Training and Workforce Development and directed staff to bring that classification back for consideration with the Budget. The motion carried by the following vote:

**Ayes:** YOUNG, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

**Abstained:** SHAW

- 6.R.** Consider the adoption of Resolution No. 24-029 approving the new classification of Deputy Executive Officer Retirement Plan. [Previously considered by the Board of Directors on April 24, 2024.]

[24-096a](#)

Staff Contact:

Michael Hursh, General Manager/Chief Executive Officer

MOTION: PEEPLES/SHAW to adopt Resolution No. 24-029 approving the new classification of Deputy Executive Officer Retirement Plan. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

## **7. REGULAR CALENDAR**

### **External Affairs Items - Chair Peeples**

- 7.A.** Consider receiving the Monthly Legislative Report and approving legislative positions, if necessary. [24-611](#)

Staff Contact:

Claudia Burgos, Director of Legislative Affairs & Community Relations

Director of Legislative Affairs and Community Relations Claudia Burgos presented the staff report. There were no public comments offered.

MOTION: SHAW/McCALLEY to receive the Monthly Legislative Report. The motion carried by the following vote:

**Ayes:** YOUNG, SHAW, SYED, McCALLEY, SILVA, PEEPLES

**Absent:** WALSH

### **Board Administrative Matters - President Young**

- 7.B.** Announcement of appointments to the Nominating Committee for the selection of President and Vice President of the Board for 2025. [24-587](#)  
(Verbal)

Presenter:

President Young

President Young announced the appointment of Directors McCalley, Peeples and himself to the Nominating Committee for the selection of Board President and Vice President. There was no public comment offered.

## **8. CLOSED SESSION/REPORT OUT**

With respect to Item 8.A., General Counsel Aimee Steele reported out on the following:

MOTION: SYED/SHAW to approve settlement in the matter of Cooks v. AC Transit, WCAB Case Nos. ADJ006670, ADJ8285977 and ADJ9169216 in the amount of \$500,000 less permanent disability payments in the amount of \$76,729.86. The motion carried by the following vote:

**Ayes:** SYED, SHAW, MCCALLEY, SILVA, PEEPLES, YOUNG

**Absent:** Walsh

MOTION: SYED/SHAW to approve settlement in the matter of Pena-Garcia v. AC Transit, ACSC Case No. 23CV032825 in the amount of \$290,000. The motion carried by the following vote:

**Ayes:** SYED, SHAW, MCCALLEY, SILVA, PEEPLES, YOUNG

**Absent:** Walsh

MOTION: MCCALLEY/SHAW to approve settlement in the matter of Mayberry v. AC Transit, et al., CCCSC Case No. C21-01629 in the amount of \$125,000. The motion carried by the following vote:

**Ayes:** SHAW, MCCALLEY, SYED, SILVA, PEEPLES, YOUNG

**Absent:** Walsh

With respect to Item 8.E., President Young reported that Kathleen Kelly had been appointed Interim General Manager and would assume the position on December 15, 2024.

**8.A. Conference with Legal Counsel – Existing Litigation**

(Government Code Section 54956.9 (a))

- Cooks v. AC Transit, WCAB Case Nos. ADJ006670 ADJ8285977 and ADJ9169216
- Pena-Garcia v. AC Transit, ACSC Case No. 23CV032825
- Mayberry v. AC Transit, et al., CCCSC Case No. C21-01629
- Williams v. AC Transit, ACSC Case No. 24CV069216
- AC Transit v. Arrow Construction, ACSC Case Number 23CV028095
- AC Transit v. Cal Trans, ACSC Case Number 22CV022839
- AC Transit v. CenturyLink et. al., ACSC Case Number 23CV048523
- AC Transit v. Hathaway Dinwiddie, et al., ACSC Case Number 23CV02878
- AC Transit v. Innovative Construction Solutions, et al., ACSC Case Number 23CV047231
- AC Transit v. The Martin Group, et al., ACSC Case Number 23CV031555

**8.B. Conference with Legal Counsel – Potential Litigation**

Significant exposure to litigation pursuant to subdivision (b) of Section 54956.9: (two cases)  
Initiation of litigation pursuant to subdivision (c) of Section 54956.9: (two cases)

**8.C. Conference with Labor Negotiators**

(Government Code Section 54957.6):

Agency Designated Representative:

- General Manager Michael Hursh

- Labor and Employee Relations Representative;

Employee Organizations: ATU Local 192, AFSCME Local 3916, IBEW Local 1245,  
Unrepresented Employees

**8.D. Conference with Labor Negotiator**

(Government Code Section 54957.6):

Agency Designated Representative: President Young, General Counsel

Unrepresented Employees: Interim General Manager, Acting General Manager

**8.E. Public Employee Appointment**

(Government Code Section 54957(b))

Title: Interim General Manager, Acting General Manager

**Public Comment:**

Latrina Meredith, President of ATU Local 192, asked the Board if ATU could provide input into the process of hiring a permanent General Manager in order to ensure the Board hires someone who can work with ATU Local 192.

**9. AGENDA PLANNING**

Directors are limited to two agenda planning requests per meeting. Each item requested shall have the concurrence of three Directors, including the requestor.

- 9.A.** Review of Agenda Planning Pending List and Agenda Planning Request [24-061s](#)  
Form submitted jointly by Directors Walsh and McCalley.

Staff Contact:

Linda Nemeroff, Board Administrative Officer/District Secretary

The Agenda Planning request from Directors Walsh and McCalley was accepted.

**10. GENERAL MANAGER'S REPORT**

- 10.A.** General Manager's Report for December 11, 2024. [24-016s](#)

General Manager Hursh thanked the Board and staff on their support in achieving many accomplishments during his tenure as the General Manager.

The report was presented for information only.

**11. BOARD/STAFF COMMENTS**

(Government Code Section 54954.2)

Members of the Board reported on meetings and events attended since the last Board meeting.

Director Syed read a statement addressing some concerns, including General Manager Michael Hursh's transition to Senior Advisor to the AC Transit Board of Directors, a bullying and harassment complaint filed upon Syed by Hursh, and reporting of negative organizational and cultural issues at the District and its impact on the agency's operation. Syed noted the intent to challenge the legality of Hursh's employment agreement.

- 11.A.** Written reports from Board members on travel to District-related conferences occurring in the last 30 days. [24-317](#)

Travel reports were provided by Directors Walsh and McCalley for the recent California Transit Association Conference in San Jose.

**12. ADJOURNMENT**

There being no further business to come before the Board of Directors, the meeting adjourned at 6:11 p.m. The next meeting of the Board is scheduled for January 8, 2025 at 5:00 p.m.

Respectfully submitted,

/s/Linda A. Nemeroff

Board Administrative Officer/District Secretary