
Wednesday, December 15, 2021

12:00 p.m.

Virtual | Webex

Board members present | Will Allen III, Brenda Howerton, Sig Hutchinson, Valerie Jordan [left 12:44 p.m.], Vivian Jones, Renée Price, Charlie Reece, Jennifer Robinson [left 1:32 p.m.], Stelfanie Williams

Board members absences | Corey Branch, Michael Fox, Michael Parker [excused]

Chair Sig Hutchinson officially called the meeting to order at 12:07 p.m. A quorum was present.

I. Adoption of Agenda

Chair Hutchinson announced the addition of one item, RUS Bus Joint Development Agreement.

Action: On motion by Allen and second by Howerton the agenda was adopted as amended. Upon vote by roll call, the motion was carried unanimously.

II. Recognition

A. Employee Service Awards

President/CEO Charles Lattuca recognized Darrick Harris [15 years] and Joaquin De La Cruz [20 years] for their service to GoTriangle.

III. Public Comment

No comments.

IV. Consent Agenda

Action: On motion by Allen and second by Howerton the consent agenda was approved. Upon vote by roll call, the motion was carried unanimously.

The following consent agenda items were approved/adopted:

- November 17, 2021 – Regular Session Minutes
- November 17, 2021 – Closed Session Minutes
- Updated Triangle Regional Model Protocol
- Authorized President/CEO to execute a task order for bus stop design services with Ramey Kemp and Associates for on-call architectural and engineering consultant services for an amount not to exceed \$130,000
- Authorized staff to acquire the right of way needed for GoDurham bus stop improvements on behalf of the city of Durham
- FY2022 Durham Transit work plan and budget ordinance amendments 2021 0034 and 0035
- Revised by-laws to clarify the definition of quorum for committee meetings
- Approved signing of financial performance indicator of concern letter to LGC
- Authorized President/CEO to execute agreements to extend the period of performance and to reallocate remaining funds from the FY2018 Wake Transit Work Plan project funding allocations

The updated Triangle Regional Model Protocol, locations for GoDurham right of way acquisitions, revised by-laws, Durham Transit budget change impact and budget ordinances, response letter to LGC and Wake Transit projects to be extended are attached and hereby made a part of these minutes.

V. General Business Agenda

A. Items Removed from Consent Agenda

None.

B. Operations & Finance Committee Report

Action items were approved on the consent agenda.

C. Planning & Legislative Committee Report

Will Allen reported that the Committee received a report from HR&A, Greater Triangle Commuter Rail Regional Economic Impact Analysis, which looked at the interconnected impacts of commuter rail on quality of life, employment connectivity, smart development and job growth. He encouraged all Board members to review the presentation. Allen stated that comments from Committee members were related to honing and focusing the data on what's in it for the individual and why someone should support commuter rail. He stated that more information would be provided at the February work session on commuter rail.

The second item was discussion of a legislative agenda, which will come back to the Committee in more detail.

D. RUS Bus Development

1. Closed Session | RUS Bus Agreements

Action: On motion by Allen and second by Williams the Board entered into Closed Session at 12:28 p.m. pursuant to NCGS §143-318.11(a)(3) to consult with an attorney employed or retained by the public body in order to preserve the attorney-client privilege between the attorney and the public body, which privilege is hereby acknowledged. Upon vote by roll call, the motion was carried unanimously.

Action: The Board returned to open session at 1:19 p.m.

2. RUS Bus Joint Development Agreement

Katharine Eggleston's presentation is attached and hereby made a part of these minutes. She reviewed the project, a transit facility with a joint development mixed-used high-rise private overbuild on property owned by GoTriangle and adjacent to Raleigh Union Station, a multi-modal facility developed by NCDOT and the city of Raleigh in 2018. The \$20 million BUILD grant received from the federal government to support the public portion of this project includes a ground floor transit center, pedestrian bridge to the train station, wayfinding and accessibility enhancements, West Street improvements, BRT infrastructure, traffic signal upgrades and funds for

low/no emission rolling stock. GoTriangle currently is working with Hoffman & Associates to advance design of these elements.

In addition to the federal grant, the project includes almost \$18 million in additional from the state and local sources. The start of construction and demolition is planned for the spring of 2022, with a completion date of summer 2025.

The private development includes 500,000 square feet across two high-rise buildings that will house 350 apartment units [10% affordable units], 200 hotel rooms, 18,000 square feet of retail and 550 parking spaces.

Jeff Bandini explained the key terms of the primary agreements for to the project:

- **Joint development services agreement** provides for the developer of the property, Hoffman, to act as a project and construction manager for GoTriangle to build out the public improvements of the project.
 - Project controls for scope, schedule, budget and change management
 - Project management fee and construction management fee
 - BUILD grant agreement and FTA compliance
 - DBE not less than 12%
- **Joint development agreement** provides for the construction of the private overbuild next to and over the public facilities
 - Private overbuild project schedule and completion deadline
 - GoTriangle review and approval for design
 - Private overbuild financing plan
 - Conditions to execution of ground lease at closing
 - FTA compliance
 - "To the greatest extent commercially practicable, Developer shall advertise contracts and consider bids from minority-owned businesses, woman-owned businesses and historically underutilized businesses in connection with the development of the Private Overbuild project."
- **Ground lease** agreement provides for the long term lease of the property, the ground and air rights, to allow the private developer to build on the site.
 - 99-year term
 - Ground rent \$375,000 per year at the start of the fourth year after rent commencement date. Ground rent is abated 75%, 50% and 25% for the first three years, respectively.
 - Ground rent escalator 2% every year beginning fifth year after rent commencement date.
 - Structure for development of sub-components [retail, hotel, residential] to be developed.
 - Affordable housing the greater of 20 units or 10% of total residential units for 15 years after certificate of occupancy issued.

Action: On motion by Allen and second by Price the Board authorized the President/CEO to finalize negotiations and enter into a Joint Development Agreement with RB Vertical LLC, a special purpose entity owned and controlled by Hoffman & Associates, to allow for development of the Private Overbuild co-located with the RUS Bus Transit Facilities. Upon vote by roll call, the motion was carried unanimously.

VI. Other Business

A. President and CEO's Report

A list of contracts approved by the president and CEO is attached and hereby made a part of these minutes.

Lattuca also reported on a recent organizational change which was the addition of an executive vice president position below the President/CEO. He stated that Scott Thomas was moved from Chief Communications Officer into the new position. He said this change is in preparation for the planned large capital projects that GoTriangle will be leading and is the first of additional changes that will occur. Allen asked for an updated organizational chart.

1. Operations Update

The monthly report is attached and hereby made a part of these minutes.

2. Covid-19 Vaccination & Testing Update

Carolyn Lyons reported that GoTriangle's vaccination and testing program officially launched this past Friday and over half of GoTriangle's employees already have provided proof of vaccination. She said the program is modeled after the programs implemented in Durham and Orange counties and uses the same platform, Coverified, to manage and to track vaccination verifications. She said weekly testing of unvaccinated employees would be required beginning in January. Lyons added that all employees who provide proof of vaccination by the end of the calendar year are eligible to receive a \$400 bonus in January.

3. Capital Projects Status Report

The capital projects status report and presentation on major project updates is attached and hereby made a part of these minutes.

Eggleston reported that the joint board group met on November 30 and good progress is being made on the capacity modeling study. She said some preliminary results of the study have tracked with what GoTriangle has seen in its own modeling. She stated recommendations for modifications to infrastructure are expected next month and the GoTriangle team also is working on modifications and will be prepared to respond to their recommendations.

Eggleston shared activities related to the top risks to the project:

- Railroad coordination - The capacity modeling study is ongoing.

- Local buy-in - Staff is in discussion with the municipalities to plan public and elected official engagement once the feasibility study results are available. Staff also is engaging with institutional partners such as Duke University.
- Cost-sharing discussions - Staff is engaging with the counties and the MPOs. Our finance team is working with the counties and their financial consultants to evaluate model inputs. Durham County is advancing work on their preferred scenario as part of the update to the Durham Transit Plan to consider commuter rail along with other high priority investments in Durham County.
- Feasibility in key areas - Work has focused on downtown Durham and downtown Cary to ensure engineering solutions for laying additional track.
- Federal funding eligibility - Updates are being made to the ridership model.

Upcoming work includes finalizing recommendations on the project definition which will include findings from our work in Durham and Cary and the infrastructure recommendations from Norfolk Sothern's capacity modeling study. Also expected in the next months is the final report from TJCOG on land use analysis and updated ridership and cost estimates. Staff also is planning for public engagement activities for 2022.

Liz Raskopf reported that there were 606 registrants for the recent commuter rail webinar and attendees plus post-presentation views totaled 575. The presentation included images and photographs of commuter rail systems throughout the country to show what a typical station could look like regarding lighting, safety features and platforms. Each station in the corridor was discussed. There were over 100 questions submitted by participants. The recording of the webinar has been posted on the website and YouTube. Raskopf stated that signup for the Commuter Rail Insider email group has increased by 25% since the webinar.

B. Office of the General Counsel Report

General Counsel Byron Smith stated that he has been meeting with the legal staff and the executive team since coming onboard and learning more about the RUS Bus project. Tom Henry noted that the legal team is involved in the ongoing governance study in Orange and Durham counties.

C. Chair's Report

Chair Hutchinson offered the following comments:

- Congratulations to Commissioners Howerton and Price for being re-elected chairs of their respective boards of commissioners and stated that with himself from Wake County it is the first time all three county commission chairs have served together on the GoTriangle Board.
- Welcome to new General Counsel Byron Smith.
- Praised staff efforts on the recent commuter rail webinar.
- At some point next year meetings will return to in-person. Hutchinson said he is interested in what Board members think and in making sure members are comfortable.

- There is interest in keeping service fare free since being implemented as a result of the Covid-19 pandemic. He suggested a study to look at efficiencies and how financial savings might offer an opportunity to continue fare free service.
- Offered thanks to the team of attorneys working on the RUS Bus project.

D. Board Member Reports

1. CAMPO Executive Board Representative

Will Allen III stated the updated draft 2050 MTP was approved unanimously.

2. Regional Transportation Alliance (RTA) Representative

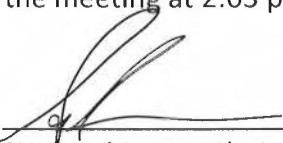
No report.

3. DCHC MPO Board Representative

No report.

VII. Adjournment

Action: Chair Hutchinson adjourned the meeting at 2:03 p.m.



Sig Hutchinson, Chair

Attest:



Michelle C. Dawson, CMC
Clerk to the Board