

SECTION 305 FINANCE and ADMINISTRATIVE SUB COMMITTEE

MINUTES JANUARY 13, 2016 3:00PM EASTERN CONFERENCE CALL

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| FACILITATOR | <i>Darrell Smith, Chair of the S305 Finance and Administrative Subcommittee (FASC)</i> |
| ATTENDEES | <i>Darrell Smith, Ray Hessinger, Brent Thompson, Eric Curtit, Brian Beeler II, Jeff Gordon for Michael Lestingi, Vincent Brotski, Nico Lindenau, Strat Cavros, Bryan Hong, Shayne Gill, Steve Hewitt</i> |
| ABSENTEES | <i>Michael Lestingi, Arun Rao, John Pagano, Tim Hoeffner, Tammy Nicholson, Sal DeAngelo, Jason Biggs, Larry Salci, Beth Nachreiner, Lynn Everett</i> |

DECISIONS MADE

1. Welcome and Open Meeting – Darrell Smith:

Subcommittee Chair Darrell Smith, Amtrak, opened the conference call meeting and asked Steve Hewitt to call the roll.

2. Roll Call – Steve Hewitt:

Steve Hewitt called the roll, and, noted that there was a lack of a quorum. It was agreed to continue the call, and keep a record of its proceedings, but not to take any votes.

3. Review of Action Items – Steve Hewitt:

Steve Hewitt noted that all action items were to be covered under the agenda and deferred to the Chair rather than review the open actions. (Status printed below)

Status: Action Items

Membership Fee recommendation/outreach to SAIPRC: Darrell Smith has reached out to David Kutrosky, Chair of SAIPRC, to schedule a call to discuss the FASC proposed 209 like membership fee for NGEC States. Participating on the proposed call will be Darrell, David K and Eric Curtit.

Status: Outreach has been made, but a date for the call has not been set. Agenda item 10.

Website review: Darrell Smith and Eric Curtit will begin a review of the NGEC website and ultimately recommend changes/updates. Shayne Gill will ask Bryan Hong to arrange a call with Eric Curtit, Darrell Smith and Steve Hewitt to walk through the website and discuss ways to refresh or update it.

Status: A conference call with Bryan Hong, Shayne Gill, Steve Hewitt and Darrell Smith took place on 1-7-16. Recommendations were made with regard to refreshing/updating the site. A review of the site will take place under Agenda item 5.

NGEC Bylaws review: The FASC review is complete, but with the lack of a quorum present today, Darrell Smith called for an electronic (email) vote to approve submitting the revised Bylaws and Operating Procedures presented today (with the additional edits agreed to on today's call) to the Executive Board for its consideration for adoption. The timeline is to get the updated/revised document into the hands of all Board members by 1-19-16 to provide them with the required 30 days for review in advance of the meeting at which a vote will occur. The vote on the Bylaws is expected to take place at the NGEC Annual Meeting on 2-19-16.

Note: Executive Board Members must receive written copies of By-Laws changes 30 days prior to consideration of adoption. The goal is to adopt a revised set of Bylaws at the 2016 NGEC Annual Meeting – 2-19-16.

Status: Steve Hewitt and Ray Hessinger have drafted an updated version of the Bylaws and Operating procedures and they were sent to all members of the FASC. Input has since been provided by Jeff Gordon, FRA; and a PART E has been provided by the 514 subcommittee. DRAFT NGEC Bylaws update v 5 was sent to all FASC members on 1-11-16.

This item will be discussed under agenda item 6 with possible consideration of approval under agenda item 7.

Specification User Fee Task Force – to flesh out mechanics: The newly established task force will work through the mechanics of potentially assessing and collecting specification user fees under the current NGEC structure. Darrell Smith will chair the task force. Steve Hewitt will work with Darrell to schedule the first conference call sometime around January 12, 2016.

Status: A call of the Specification User Fee task force has been scheduled for 1-20-16. Agenda item 9.

Legislative Outreach Task Force – developing a strategy and implementation plan to obtain future federal funds for the NGEC: Steve Hewitt will work with Eric Curtit to schedule the next Legislative Outreach task force call after the first of the year. The task force members will also be asked to look into the FAST Act in regard to funding eligibility and potential opportunities for the NGEC.

FRA and Amtrak Grants offices are also to be asked to look into the FAST Act for potential NGEC funding opportunities.

Status: A Legislative Outreach Task Force call has been scheduled for Friday, 1-15-16. Agenda item 11.

Interpreting NGEC related provisions contained in the FAST Act: Jeff Gordon will ask FRA staff to review the NGEC related FAST Act provisions and provide its interpretation of its impacts and implementation. Darrell Smith, Amtrak will ask Amtrak legal for an interpretation as well. This will be carried as an action item with a status update scheduled for the next FASC call (1-13-16)

Status: Agenda item 8.

4.

Approval of Minutes from the 12-16-15 FASC conference call – Darrell Smith:

Due to the lack of a quorum, approval of the minutes from 12-16-16 were tabled until the next conference call scheduled for 2-10-16.

5.

Review of website – Darrell Smith:

Darrell Smith reported that a review of the NGEC website has begun. A conference call was held last Friday, 1-8-16 with Darrell Smith, Steve Hewitt, Shayne Gill and Bryan Hong participating. It was agreed that Bryan Hong will update/refresh the individual Executive Board and subcommittee pages in the same format used for a recently updated 514 page. The goal is to be consistent in format among all sections of the website.

Bryan Hong has begun to make the changes and provided FASC members with an overview of the sections that have been updated and compared them to those that have not. The new format is more user friendly and concise - less cluttered than the previous format.

Several other changes have been agreed to. One is to add a link on the opening page to information on how to join the NGEC.

Bryan will complete the page by page updates and will continue to look for additional ways to make improvements.

Eventually, it is anticipated that the site will be under the NGEC banner rather than a part of the AASHTO High Speed Rail site, but will always have a link and connection with the AASHTO site. (AASHTO maintains the website for the NGEC).

6.

Review of NGEN By-Laws proposed updates - Ray Hessinger, NYSDOT:

Ray Hessinger provided an overview of the proposed revisions to the NGEN Bylaws and Operating Procedures for review and consideration of submitting them to the Executive Board with a recommendation for adoption. The changes were primarily in three categories: typo/punctuation corrections; incorporating FAST Act language into the document; and adding the 514 Subcommittee in a Part E of the document.

As the changes were reviewed page by page, several comments and suggested additional changes/edits were offered by members of the FASC. Ultimately, all changes were agreed to by those on the call and the Chair determined that an e-vote should be conducted to get FASC approval for submitting the revised document to the Executive Board for its consideration. (See agenda item 7)

7.

Consideration of FASC Approval to updates – Darrell Smith, Amtrak:

With the lack of a quorum present, Darrell Smith called for an electronic (email) vote to approve submitting the revised Bylaws and Operating Procedures presented today (with the additional edits agreed to on today's call) to the Executive Board for its consideration for adoption. The timeline is to get the updated/revised document into the hands of all Board members by 1-19-16 to provide them with the required 30 days for review in advance of the meeting at which a vote will occur. The vote on the Bylaws is expected to take place at the NGEN Annual Meeting on 2-19-16.

Motion: Jeff Gordon, FRA, offered a motion to submit with a recommendation for adoption, the revised NGEN Bylaws and Operating Procedures, as presented, and further revised, on today's call (1-13-16) to the NGEN Executive Board for its consideration.

Second: The motion was seconded by Brent Thompson, Washington State DOT.

The revised Bylaws to be considered under the above motion and second, are attached with all track changes in tact so that you can readily see what has been changed.

The e-vote motion and second was sent out immediately after the call with a reminder of who the voting members are and a deadline for casting a vote:

Please cast your vote by sending an email to Steve Hewitt with a CC to Darrell Smith and Ray Hessinger by COB on 1-15-16 (Friday).

As a reminder: The subcommittee voting members are:

Darrell Smith, Amtrak
Brent Thompson, Washington State DOT
Ray Hessinger, NYSDOT
Tammy Nicholson, Iowa DOT
Eric Curtit, Missouri DOT
Arun Rao, Wisconsin DOT
Tim Hoeffner, Michigan DOT
Brian Beeler II, NNEPRA for Maine DOT
John Pagano, Caltrans
Michael Lestingi, FRA

8.

Status Update: Review of FAST changes to PRIIA Section 305 NGEN – Eric Curtit:

Eric Curtit reported that his review of FAST indicates that no money is provided in the Act for the NGEN.

FRA review – Jeff Gordon reported that he did not have a report on the FRA's review of FAST and its implications. Jeff asked for clarification on what it is that FRA has been asked to look into.

The response was that the FRA was asked to interpret the changes made to the NGEN in FAST with regard to adding Labor as a member and who are the unions that are being referred to.

Amtrak review – Darrell Smith reported that discussions did take place within Amtrak with regard to the changes, and the consensus is that once a clear interpretation has been determined, Amtrak will send a notice to its unions inviting them to participate on the NGEN. The question is whether or not this is sufficient as there are

additional groups that may also need to be notified as well.

It was agreed that this item will remain open and included on the next FASC agenda, with FRA tasked to provide an interpretation of what and how the changes are to be implemented.

**9.
Status Update: Specification User Fee Task Force – Darrell Smith:**

The task force will work through the mechanics of potentially assessing and collecting specification user fees under the current NGEC structure. Darrell Smith is chairing the task force.

A call of the Specification User Fee task force has been scheduled for 1-20-16.

**10.
Status: Membership Fee recommendation/outreach to SAIPRC – Darrell Smith:**

Outreach has been made to David Kutrosky, SAIPRC, but a date for the call has not been set.

Darrell will follow up again with David's office and try to schedule a call among David, Darrell and Eric Curtit.

**11.
Re-convening the Legislative Outreach Task Force – Eric Curtit:**

A Legislative Outreach Task Force call has been scheduled for Friday, 1-15-16. The Task Force will be asked to review the DRAFT message prepared by MODOT and to develop a strategy for obtaining federal funds beyond the current grant agreement (9-30-17). The task force will be asked to look into FAST for any potential opportunities.

**12.
Preparing for the NGEC Annual Meeting (2-19-16) FASC and Treasurer's Report Presentation – Darrell Smith:**

Darrell Smith will begin preparing a Treasurer's Report and a FASC activities update presentation for the NGEC Annual Meeting. He has asked the subcommittee vice chairs (Ray Hessinger and Brent Thompson) to provide him with bullets of activities undertaken by the various task forces they have chaired or assignments they have taken on over the past year. All members are invited to also make suggestions for items to be included in the presentation.

Darrell will have a draft presentation prepared for FASC review by the next call - 2-10-16.

**Next Finance and Administrative subcommittee conference call February 10, 2016
866 209 1307 access code: 9786620#**

Decisions and Action Items

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Website review: Agreed upon updates will be incorporated into the website by Bryan Hong, AASHTO. The goal is to have consistency in format throughout the site. Members are welcome to provide additional suggestions to improve the site.

NGEC Bylaws review: The FASC review is complete, but with the lack of a quorum present today, Darrell Smith called for an electronic (email) vote to approve submitting the revised Bylaws and Operating Procedures presented today (with the additional edits agreed to on today's call) to the Executive Board for its consideration for adoption. The timeline is to get the updated/revised document into the hands of all Board members by 1-19-16 to provide them with the required 30 days for review in advance of the meeting at which a vote will occur. The vote on the Bylaws is expected to take place at the NGEC Annual Meeting on 2-19-16.

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Legislative Outreach Task Force – developing a strategy and implementation plan to obtain future federal funds for the NGEC: A Legislative Outreach Task Force call has been scheduled for Friday, 1-15-16. The Task Force will be asked to review the DRAFT message prepared by MODOT and to develop a strategy for obtaining federal funds beyond the current grant agreement (9-30-17). The task force will be asked to look into FAST for any potential opportunities.

Interpreting NGEC related provisions contained in the FAST Act: Jeff Gordon will ask FRA staff to review the NGEC related FAST Act provisions and provide its interpretation of its impacts and implementation.

Next Call: 2-10-16 at 3:00PM Eastern

ATTACHMENTS

Next Generation
Equipment Committee



The NGEC will provide national leadership in standardization, acquisition, financing and management of passenger rail equipment.

SECTION 305 Finance and Administrative Subcommittee (FASC)

Conference call
January 13, 2016
3:00PM Eastern

866 209 1307 pass code 9786620#

MEETING AGENDA

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|-----------------------|---------------|
| 1. Welcome/Open | Darrell Smith |
| 2. Roll Call | Steve Hewitt |
| 3. Action Item Review | Steve Hewitt |

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| 4. Approval of the Minutes from 12-16-15 | Darrell Smith |
| 5. Status update: Review of website | Darrell Smith |
| 6. Status Update: Review of NGEC By-Laws proposed updates | Ray Hessinger |
| 7. Consider Bylaw recommendations for submittal to the Executive Board | Darrell Smith |
| 8. Status Update: Review of FAST changes to PRIIA Section 305 NGEC | Eric Curtit |
| FRA review | Jeff Gordon |
| Amtrak review | Vincent Brotski |
| 9. Status Update: Specification User Fee Task Force | Darrell Smith |
| 10. Status: Membership Fee recommendation/outreach to SAIPRC | Darrell Smith |
| 11. Status Update: Legislative Outreach Task Force | Eric Curtit |
| 12. Preparing for the NGEC Annual Meeting – FASC Presentation | Darrell Smith |
| 13. Other Issues/questions | All |

Next Call February 10, 2016
Call in # 866 209 1307 passcode 9786620#