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DATE: MARCH 1, 2007

TO: BOARD OF DIRECTORS

FROM: RICHARD D. THORPE

CHIEF EXECUTIVE OFFICER

ACTION: APPROVE MASTER COOPERATIVE AGREEMENT (MCA)

BETWEEN AT&T CALIFORNIA AND THE EXPOSITION METRO

LINE CONSTRUCTION AUTHORITY

RECOMMENDATION

- Approve the attached Master Cooperative Agreement (MCA) between AT&T California (AT&T) and the Exposition Metro Line Construction Authority (Authority); and
- 2. Authorize the Chief Executive Officer to execute the MCA or substantially the same on behalf of the Authority.

SUMMARY

Support of the design and construction of the Expo LRT Project by AT&T is both necessary and essential to completion of the Project in accordance with the Board adopted schedule. The proposed MCA describes the roles, responsibilities, and obligations of the two parties during the design and construction of the Project.

DISCUSSION

To date, AT&T staff has provided design and construction support services under the terms of an existing MCA between AT&T and the Los Angeles County Metropolitan Transportation Authority (Metro). With the creation of the Authority however, a new MCA is required. Authority representatives have met with AT&T staff and determined that the terms and conditions of the existing agreement with minor revisions will address the specific needs of the Project and equitably represents the interests of both parties.

FINANCIAL IMPACT

There is no financial impact associated with this proposed action. The MCA does not obligate the expenditure of funds. In a separate action, Authority staff will present a proposed Annual Work Plan for Board consideration, which if approved, will obligate Authority funds to pay for AT&T support of the Project.

NEXT STEPS

Subject to the Board's approval of this action, the CEO will work with AT&T's designated representative to complete the execution of the MCA. Additionally, Authority staff will complete the negotiation of an Annual Work Plan with AT&T and present it to the Board for approval.

ATTACHMENT(S)

A. Master Cooperative Agreement