

RESOLUTION
of the
Board of Directors
of
NORTH COAST RAILROAD AUTHORITY

Resolution No. 2019-11

IN THE MATTER OF:

Resolution No. 2019-11

Making Findings and Delegating
Authority regarding Ukiah Depot
Project Construction Contract

WHEREAS, on or about March 2, 2016 the North Coast Railroad Authority (“NCRA”) entered into a purchase and sale agreement with the Judicial Council of California (“JCC”) for certain real property known as the Ukiah Depot, and an Off-Site Improvement Agreement whereby NCRA agreed to perform, and JCC agreed to fund, certain improvements (the “Project”) related to the real property sold. The Off-Site Improvement Agreement was amended on or about September 27, 2017; and

WHEREAS, certain improvements to the site have been made, including significant work by Wipf Construction, a registered contractor licensed to perform public works contracts, which work includes excavation and grading necessary for installation of sewer, water supply systems, and other utilities and demolition work; and

WHEREAS, Wipf Construction has particularized knowledge and understanding of the Project based on its prior work thereon, and is uniquely qualified to complete the additional work needed to finalize the Project, which is of similar kind to the work already performed by Wipf Construction on the Project; and

WHEREAS, Wipf Construction, because of its general expertise and particular experience with the Project, is in a superior position to be able to quickly complete final improvements needed to satisfy NCRA’s duties under the Off-Site Improvement Agreement with the JCC; and

WHEREAS, in light of the very short timeframe to complete the Project improvements, and Wipf Construction’s willingness and ability to complete the work on a short time frame and within the maximum costs allowable by the JCC, NCRA desires to contract with Wipf Construction to complete the needed improvements for the Project to be deemed complete.

NOW THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE NORTH COAST RAILROAD AUTHORITY as follows:

1. The foregoing recitals are true and correct, and are incorporated into this resolution by this reference; and
2. Competitive bidding of the remaining work on the Project would not produce an advantage to NCRA within the meaning of *Graydon v. Pasadena Redevelopment Agency*, 104 Cal. App.3d 631 (1980), but would instead increase the cost of the completion of the Project, cause delays, and potentially cause NCRA to incur additional costs and liabilities associated with completion of its obligations under the Off-Site Improvement Agreement with JCC; and
3. Competitive bidding of the remainder of the Project would be undesirable and impractical and a waiver of competitive bidding is appropriate in this case; and
4. The Executive Director of NCRA shall be delegated the authority to enter in a contract with Wipf Construction for the balance of the work to be completed on the Project, in an amount not to exceed \$950,000, and in a form approved by General Counsel; and
5. The agreement authorized by this resolution are contracts within the definition of Government Code Section 53511 and as such, any action challenging the validity of the contract must be commenced within sixty (60) days of the adoption of this resolution pursuant to Section 863 of the Code of Civil Procedure.

Introduced and adopted this 10th day of July 2019 at a teleconference meeting of the Board of Directors of North Coast Railroad Authority at Ukiah, California.

AYES:

NOES:

ABSENT:

ATTEST:

Mitch Stogner
NCRA Executive Director

Richard Marks
NCRA Board of Directors Chair

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RESOLUTION
of the
Board of Directors
of
NORTH COAST RAILROAD AUTHORITY

Resolution No. 2019-12

WHEREAS, on July 10, 2019, the NCRA Board of Directors adopted Resolution No. 2019-11; and

WHEREAS, upon further consideration by the Board of Directors and in light of certain facts and events occurring after adoption of Resolution No. 2019-11, the Board of Directors has determined that Resolution 2019-11 should be rescinded; and

NOW THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE NORTH COAST RAILROAD AUTHORITY as follows:

Resolution No. 2019-11, regarding a waiver of public bidding and a delegation of authority to the Executive Director to execute a construction contract with Wipf Construction, is hereby rescinded, and shall be of no further force or effect.

Introduced and adopted this 14th day of August 2019, at a regular meeting of the Board of Directors of North Coast Railroad Authority at Ukiah, California.

AYES:

NOES:

ABSENT:

ATTEST:

Mitch Stogner
NCRA Executive Director

Richard Marks
NCRA Board of Directors Chair