



**SAN DIEGO & ARIZONA
EASTERN RAILWAY
COMPANY**

A NEVADA NONPROFIT CORPORATION

1255 IMPERIAL AVENUE, SUITE 1000
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BOARD OF DIRECTORS

WAYNE TERRY, CHAIRPERSON
MATT DOMEN
DAVID FRANKLIN, JR.

OFFICERS

SHARON COONEY, PRESIDENT
MATT DOMEN, SECRETARY
ERIN DUNN, TREASURER

LEGAL COUNSEL

KAREN LANDERS

AGENDA

San Diego and Arizona Eastern (SD&AE)
Railway Company
Board of Directors Meeting

Thursday, October 27, 2022
9:00 a.m.

Executive Committee Room
James R. Mills Building
1255 Imperial Avenue, 10th Floor

****Meeting will be held via Webinar****

This information will be made available in alternative formats upon request. To request an agenda in an alternative format, please call the Clerk of the Board at least five working days prior to the meeting to ensure availability. Assistive Listening Devices (ALDs) are available from the Clerk of the Board prior to the meeting and are to be returned at the end of the meeting.

*Virtual meeting instructions can be accessed by clicking on "Meeting Link and Webinar Instructions" at the following link: <https://www.sdmts.com/about-mts-meetings-and-agendas/sdae>. Click the following link to access the meeting: <https://us02web.zoom.us/j/83417122174>

ACTION RECOMMENDED

- | | | |
|----|---|---------------|
| 1. | <u>Approval of the Minutes of October 5, 2021</u>
Action would approve the SD&AE Railway Company Minutes of October 5, 2021. | Approve |
| 2. | <u>Statement of Railway Finances (Erin Dunn)</u>
Action would receive a report for information. | Informational |
| 3. | <u>Report on San Diego and Imperial Valley (SD&IV) Railroad Operations (Matt Domen)</u>
Action would receive a report for information. | Informational |
| 4. | <u>Report on Pacific Southwest Railway Museum (Stephen Hager)</u>
Action would receive a report for information. | Informational |
| 5. | <u>Report on the Desert Line (Karen Landers)</u>
Action would receive a report for information. | Informational |
| 6. | <u>Real Property Matters (Sean Myott)</u>
Action would receive a report for information. | Informational |

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|-----|---|---------------------|
| 7. | <u>Ratification of Transit-Oriented Development (TOD) Agreements; Delegation of Authority To SD&AE President (Karen Landers)</u> | Ratify/
Delegate |
| | Action would: | |
| | <ol style="list-style-type: none">1. Ratify the San Diego Metropolitan Transit System's (MTS) Board of Directors October 14, 2021 approval of Disposition and Development Agreements (DDA) for a TOD project with National Community Renaissance of California, a California nonprofit public benefit corporation (National CORE) and MALICK INFILL CORP, a California corporation (Malick Infill) at the Palm Avenue Trolley Station;2. Ratify the MTS Board of Director's March 10, 2022 approval of a DDA for a TOD project with Beyer Family Housing L.P. at the Beyer Boulevard Trolley Station; and3. Delegate to the SD&AE President the authority to approve DDA agreements, ground leases, easements, fee transfers, restrictive covenants, regulatory agreements, and other real estate transactions or documents necessary to carry out projects on SD&AE property so long as such projects have been approved by the MTS Board of Directors and do not materially impair freight operations on adjacent SD&AE right-of-way. | |
| 8. | <u>Election of SD&AE Chairperson and Board Member (Karen Landers)</u>
Action would move to elect Brian Riley as Chairperson and Board member of the SD&AE replacing Wayne Terry and forward a recommendation to the MTS Board of Directors for approval. | Approve |
| 9. | <u>Board Member Communications</u> | |
| 10. | <u>Public Comments</u> | |
| 11. | <u>Next Meeting Date: October 10, 2023</u> | |