

LOS ANGELES METROPOLITAN TRANSIT AUTHORITY

Minutes of Regular Meeting of
the Members of the Authority

April 17, 1958

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Upon notice duly given, the members of the Los Angeles Metropolitan Transit Authority met at a regular meeting at the office of the Authority's General Attorney, Room 1213, 621 South Hope Street, Los Angeles, California, at 3:00 o'clock p.m., (P.S.T.) on April 17, 1958, at which time the Chairman called the meeting to order.

Chairman Hayden F. Jones, Members Don Belding, Russell A. Quisenberry, and Arthur J. Will attended. Members Fred S. Dean, Carl P. Miller and Clarence A. Winder were absent. Also present were the General Attorney Gerald G. Kelly of Musick, Peeler & Garrett, and Roderick M. Hills of that firm, Executive Director Ralph P. Merritt, General Manager Cone T. Bass, Public Relations Director James H. Raport, Controller Wm. W. Wakelee, Ernest Gerlach of Coverdale & Colpitts, Consulting Engineer of the Authority, Secretary Virginia L. Rees, Assistant General Manager R. F. MacNally, Administrative Assistant J. H. Lyons, and representatives of the press.

Report of the Executive Director

Mr. Merritt reported the progress of the program whereby MTA personnel were being integrated into the office building at 1060 South Broadway.

Appropriations for 1060 South Broadway Building

Upon motion duly made, seconded and unanimously carried, it was resolved

WHEREAS, the Authority may make an annual savings of \$52,476.40 by certain structural changes and renovations of its building at 1000 South Broadway in that office facilities will be created which may be used by Authority personnel now using quarters in other buildings for which the Authority is required to pay rental,

NOW, THEREFORE, BE IT HEREBY RESOLVED, that prior appropriation for the purpose of providing additional quarters at 1000 South Broadway in the amount of \$27,000 be increased by an additional sum of \$22,000 making a total appropriation of \$49,000 which includes all structural changes, renovations and quarters on the first, second, ninth and tenth floors of said building for the purposes as previously outlined to the Board by the Executive Director.

Contract with Coverdale & Colpitts

After discussion, it was agreed that the contract with Coverdale & Colpitts as Consulting Engineers in future planning would be the first item on the agenda at the next meeting of the Authority.

Payment to Coverdale & Colpitts

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the Controller be and he is hereby authorized to pay out of the Construction Fund to Coverdale & Colpitts the amount of \$2,193.45 in payment for preliminary services rendered by Coverdale & Colpitts prior to the existing contract date in connection with the Bond Issue.

Payment to Orrick, Dahlquist, Herrington & Sutcliffe

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the Controller be and he is hereby authorized to pay out of the Depreciation Reserve Fund the amount of \$5,879.39 payable to Orrick, Dahlquist, Herrington & Sutcliffe for legal services and disbursements rendered and incurred in connection with

the issuance and sale of Metropolitan Transit Authority Equipment Trust Certificate Series A, in principal amount of \$2,208,000.

Contract with Haskins & Sells

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the General Attorney be and he hereby is authorized to prepare a contract between the Authority and Haskins & Sells, at prevailing rates, to examine the financial statements of Asbury Rapid Transit System, and

RESOLVED FURTHER, that the Executive Director be and he is hereby authorized to execute such a contract.

Approval of various requisitions

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that subject to approval of the General Attorney the following requisitions be and they hereby are approved for payment:

1. Medical services, exclusive of occupational injuries, for participants of Medical Plan (former LATL participants) from 3/3/58 to 12/31/58, in an amount not to exceed an average monthly expenditure of \$27,000.
2. Re-employment physical examination, including laboratory tests, by F. K. Zahawi, M.D., Medical Director, from 3/3/58 to 12/31/58, in the amount of \$3.50 each, but not to exceed an average of \$300.00 monthly.
3. Bi-annual physical examinations of coach operators (former LATL operators) from 3/3/58 to 12/31/58, in the amount of \$3.50 each, but not to exceed an average of \$300 monthly.

RESCINDED BY
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ADOPTED
AUGUST 5, 1958

4. Flower sprays for funerals of employee or spouse from 3/3/58 to 12/31/58, in the amount of \$7.20 each, but not to exceed \$60.00 per month.

Report of Purchasing Committee

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the Report of Purchasing Committee of Authorizations from April 1, to April 15, 1958, as attached hereto as Exhibit 1, be and the same is hereby ratified and approved and the appropriate payments are hereby authorized.

Committee re Treasurer

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that a Committee consisting of Carl P. Miller and Clarence A. Winder be and it hereby is appointed to consider the appointment and duties of a Treasurer.

RESOLVED FURTHER, that the Executive Director and General Attorney be and they hereby are appointed ex officio members of said Committee.

Ratification of various agreements

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the following letter agreements relating to refunding of fares and advertising of such practice on back of transfers for period from 5/8/58 to 8/10/58 be and the same are hereby ratified:

- (1) Acousticon of Los Angeles
- (2) Harris & Frank
- (3) Marinello School of Beauty Culture
- (4) Paramount Downtown Theatre

RESOLVED FURTHER, that subject to the approval of the General Attorney the letter agreement dated March

Secretary

President

4, 1958 with Glendale City Lines, Inc. relating to continuance of division of fares between the Authority and Glendale City Lines previously in effect between Glendale City Lines and MCL be and the same is hereby ratified.

Former MCL Claims Department Employees

Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

WHEREAS, W. J. Burke and R. Dunlap, employees of the Authority, were on an authorized leave of absence to serve as employees of Transit Casualty Company; and

WHEREAS, these employees have severed their employment voluntarily with Transit Casualty Company and with the Authority; and

WHEREAS, these employees were entitled as employees of the Authority to certain severance benefits;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that these two employees be paid such severance benefits as they may be entitled as employees of the Authority.

Rules and Regulations

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that Article II, 2.6, B shall be amended to read in its entirety as follows:

The Treasurer shall deposit all funds in the name and to the credit of the Authority in such depositories as may be designated by the Authority, and shall disburse the funds of the Authority as may be directed by the Authority. Except for expenditures required by contracts entered into or assumed by the Authority, expenditures made in payment of public utility bills, expenditures made

shall be allowed as fair compensation for the use of such privately-owned automobile. The question of whether an expense has been necessarily incurred in connection with the business of the Authority shall be determined by the Board, and such determination shall be submitted for the approval of the General Attorney.

Joint Pole Committee

Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

WHEREAS, Los Angeles Transit Lines and Metropolitan Coach Lines own certain joint pole interests in common with other members of the so-called "Joint Pole Committee"; and

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WHEREAS, these interests were assigned to the Authority on March 3, 1958; and

WHEREAS, the "Joint Pole Committee" by letter dated April 14, 1958, has offered to admit the Authority to full membership on said Committee on the condition that the Authority accept the obligations of Los Angeles Transit Lines and Metropolitan Coach Lines to such Committee, and on the further condition that the Authority agree to be bound by the provisions of the so-called "Joint Pole Agreement";

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the Authority hereby accepts all obligations of Los Angeles Transit Lines and Metropolitan Coach Lines under the above-mentioned "Joint Pole Agreement," provided that the Authority shall not be responsible for any obligations, incurred under this agreement prior to March 3, 1958, and provided further that the right of the Authority as a public corporation to secure the payment of facility relocation expenses from any other public body that may cause such expense shall not be impaired by reason of the foregoing or by reason of the Authority's association with the "Joint Pole Committee"; and

RESOLVED FURTHER, that L. E. Dye, Superintendent of Electrical Equipment, and Walter E. Whiteside, Chief Clerk of Electrical Department of this Authority, and

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and they hereby are, authorized, to send and empowered to execute and deliver on behalf of, and in the name of this Authority, Bills of Lading, transferring joint pole interests when the same are required in connection with the performance of obligations of this Authority under the Los Angeles "Joint Pole Agreement" dated October 10, 1906, as amended, and to approve, execute and deliver on behalf and in the name of this Authority, statements of account, acknowledgments of title, and/or other instruments relating to joint poles with respect to which there is a joint participation in original costs, when the same are required in connection with the performance of obligations of Los Angeles Transit Lines and Metropolitan Coach Lines under the aforesaid Agreement dated October 10, 1906, as amended.

Contract with Oakite Products, Inc.

Upon motion duly made, seconded and unanimously adopted it was

RESOLVED, that the Executive Director is hereby authorized to enter into an agreement with Oakite Products, Inc., for the purchase of certain Oakite materials for a 12-month period, commencing March 3, 1958. Such agreement shall be in the form reviewed at this meeting.

Contract with Pitney-Bowes, Inc.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the Executive Director is hereby authorized to enter into an agreement with Pitney-Bowes, Inc., covering the rental of two postal meters. Such agreement shall be in the form reviewed at this meeting.

Contract with Western Greyhound Lines

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the Executive Director is hereby authorized to enter into an agreement with Western Greyhound Lines, which agreement shall provide for joint use of certain facilities for the handling of passengers, baggage and express matter, and sale of Western Greyhound tickets. The agreement shall be in the form reviewed at this meeting.

Authorization to Sign Checks

Upon motion duly made, seconded and unanimously carried the following resolutions were adopted:

WHEREAS, the Authority by resolution appointed E. H. Uecker to the office of Assistant Treasurer; and

WHEREAS, the Authority by resolution authorized E. H. Uecker to sign checks, drafts and other orders for the payment of money drawn in the Authority's name,

NOW, THEREFORE, IT IS HEREBY RESOLVED, that E. H. Uecker is removed from the office of Assistant Treasurer; and

RESOLVED FURTHER, that the above-mentioned authority given to E. H. Uecker to sign checks, drafts and other orders is hereby withdrawn.

RESOLVED FURTHER, that H. L. Black is appointed to the office of Assistant Treasurer; and

RESOLVED FURTHER, that H. L. Black is authorized to sign checks, drafts and other orders for the payment of money drawn in the Authority's name.

RESOLVED FURTHER, that the Bank of America National Trust and Savings Association as a designated depository of this Authority be and it (including its correspondent banks) is hereby authorized, requested and directed to honor all checks, drafts or other orders for the payment of money drawn in the Authority's name on its accounts (including those drawn to the individual order of any person or persons whose names appear thereon as signer or signers thereof) when bearing the facsimile signatures of the following, as indicated:

Signed by

- Martin Pollard, Treasurer
- A. Underwood, Assistant Treasurer
- L. V. Collins, Assistant Treasurer
- H. L. Black, Assistant Treasurer
- J. L. Pujol, Assistant Treasurer

Countersigned by any one of the following

- Wardner F. Jones, Chairman
- Don Felding, Assistant Chairman
- Ralph P. Merritt, Executive Director

and the Bank of America National Trust and Savings Association (including its correspondent banks) shall be entitled to honor and to charge the Authority for all such checks, drafts or other orders for the payment of money, regardless of by whom or by what means the actual facsimile signature or signatures thereon may have been affixed thereto, if such facsimile signature or signatures resemble the facsimile specimens in like to like filed with the Bank of America National Trust and Savings Association by the secretary or other officer of the Authority. That all previous authorizations for the signing and honoring of checks, drafts or other orders for the payment of money drawn on the said Bank of America National Trust and Savings Association by the Authority are hereby continued in full force and effect as amplified hereby.

EXCEPT, that notwithstanding any notice to the contrary, E. E. Becker is no longer authorized to sign checks, drafts or other orders for payment of such money.

RESOLVED FURTHER, that the Chairman and Secretary be and they are hereby authorized to execute a Certificate of Authority of Officers to the Bank of America National Trust and Savings Association; and that the officers named therein have been duly elected and are now qualified to sign as such officers on behalf of the Authority; and that the specimen signatures appearing opposite the names and titles on the Certificate of Authority of Officers are the genuine signatures of such officers and that the Bank of America National Trust and Savings Association, Corporate Trust Department, is authorized to recognize these signatures until written notice to the contrary is given to said Bank.

Agency Agreement

Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

WHEREAS, the Ticket Agency Agreement inserted in the minute book immediately following these minutes as Exhibit 2, has been approved by the General Attorney; and

WHEREAS, it is necessary for the Authority from time to time to enter into such agreements;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the General Manager is authorized to enter into such agreements from time to time as may be necessary for the business of the Authority.

Small Claims Court

Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that Kenneth M. Elkin and R. J. Lyon are hereby appointed to represent the Authority in the Small Claims Court of the Los Angeles Judicial District.

RESOLVED BY
RESOLUTIONS
ADOPTED
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RESOLVED FURTHER, that said persons are hereby authorized to do all things necessary and lawful to prosecute claims in said court on behalf of the Authority and to do all things necessary and lawful to defend the Authority against claims filed in said court.

RESOLVED FURTHER, that Virginia L. Rees, Secretary of the Authority, is hereby authorized and empowered to accept service of process issued by said court for and on behalf of the Authority.

RESOLVED FURTHER, that this resolution is the sole resolution adopted by this Authority appointing representatives to act on its behalf in the Small Claims Court of the Los Angeles Judicial District.

Coverdale & Colpitts contract

Upon motion duly made, seconded and unanimously carried,
 it was

RESOLVED, that the Executive Director is hereby authorized to enter into a letter agreement, a copy of which is inserted into the minute book immediately following these minutes as Exhibit 3, with Coverdale & Colpitts to amend the agreement between the Authority and Coverdale & Colpitts, dated December 10, 1957.

Joint Pole Lease Renewal form agreement

Upon motion duly made, seconded and unanimously carried,
 the following resolution was adopted:

WHEREAS, the pole lease renewal agreement inserted in the minute book immediately following these minutes, as Exhibit 4, has been approved by the General Attorney; and

WHEREAS, it is necessary for the Authority to enter into such agreements from time to time;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that the General Manager and the Secretary are authorized to enter into such agreements from time to time as may be necessary for the business of the Authority.

Claims Against the Authority

Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

WHEREAS, the Authority, in the special meeting held on March 25, 1958, adopted certain preambles and resolutions under the titles "Claims Against the Authority" and "Payment of Claims Against the Authority";

NOW, THEREFORE, IT IS HEREBY RESOLVED, that all such preambles and resolutions adopted under the aforesaid headings are hereby rescinded, and

WHEREAS, the Authority covenanted in Section

1013 of the Trust Indenture dated January 1, 1958, to obtain insurance against liability and property damage from a responsible insurance company; and

WHEREAS, by reason of a past resolution of this Board, and by reason of contract, this Authority is insured for such risks under a General Comprehensive Liability policy issued by Transit Casualty Company; and

WHEREAS, under the terms and provisions of said policy, Transit Casualty Company is required to investigate, process, handle and dispose of claims against this Authority for bodily injury and property damage, and to handle all litigation arising out of such claims and in connection therewith, to file, and verify pleadings, to testify, and to accept Writs of Summons, Subpoena or Subpoena Duces Tecum on behalf of and in the name of the Authority; and

WHEREAS, the law requires that this Board appoint Agents with authority to do and perform such acts for and on behalf of the Authority;

NOW, THEREFORE, IT IS HEREBY RESOLVED, that John G. Miller and Charles A. Nichol, Manager and Assistant Manager respectively of the Transit Casualty Company Los Angeles Branch office, be and hereby are appointed as Agents of this Authority for the purpose of and with the authority to sign, verify and file any and all pleadings in the name of and on behalf of the Authority, and to accept service of any and all Writs of Summons, Subpoena or Subpoena Duces Tecum and, by and through such persons as they or Transit Casualty Company may select, to investigate, process, handle, settle, litigate or otherwise dispose of bodily injury and property damage claims against the Authority in accordance with the provisions of the above mentioned Liability Insurance policy, and that said John G. Miller and Charles A. Nichol, or any other agent or employee of Transit Casualty Company shall not be entitled to any compensation from the Authority for the performance of any of the acts herein authorized.

Agreements for bus turn-arounds, etc.

Upon motion duly made, seconded and unanimously carried,

