

**AGENDA FOR THE  
BOARD OF DIRECTORS OF THE  
SAN DIEGO NORTHERN RAILWAY, INC.**

North County Transit District  
810 Mission Avenue, Oceanside, CA 92054  
Thursday, November 15, 2007 at 2:00 P.M.

*For individuals with disabilities, we will provide assistive services. To obtain such services or copies of documents in an alternate format, please call or write, a minimum of 72 hours prior to the event, to request these needed reasonable modifications. We will make every attempt to accommodate requests that do not give 72 hour notice. Please contact our Customer Service Supervisor at (760) 966-6503.*

*Persons with hearing impairment please use the California Relay Service (CRS): 800-735-2929 using TTY; 800-735-2922 using voice; 800-855-3000 for Spanish. CRS Customer Service: 800-735-0373 or 800-735-0193 TTY.*

- A. CALL TO ORDER
- B. ROLL CALL OF BOARD MEMBERS
- C. MINUTES OF SEPTEMBER 21, 2006 (ATTACHMENT 1 – Pages 3-4)  
**(NO ACTION REQUIRED – Minutes were approved at the October 19, 2006 meeting of the North County Transit District Board meeting)**
- D. PUBLIC COMMUNICATIONS  
**(There is a time limit of 15 minutes for this section of Public Communications, and each speaker is limited to three minutes for their presentation.)**
- E. FOR BOARD ACTION – DISCUSSION
  - E-1 ANNUAL MEETING AND ELECTION OF OFFICERS (Page 5)  
  
That the Board elect Karen H. King as President of the corporation and C. Michael Cowett as the Secretary.
- F. CORRESPONDENCE, BOARD MEMBER COMMENTS, AND OTHER MATTERS

- G. REMAINING PUBLIC COMMUNICATIONS (For any remaining speakers who have completed a “Request to Speak” form before the start of the meeting)
- H. ADJOURNMENT

**All persons wishing to address the Board during the meeting must complete a “Request to Speak” form. These forms are provided in a box at the table in the hallway, and must be completed and given to the Clerk of the Board before that agenda item is called. All speakers are limited to three minutes for their presentation.**

ATTACHMENTS

CERTIFICATIONS AND RULES (FOR BOARD AND PUBLIC INFORMATION)

Posting of Board Agenda (Page 6)

Certification by the Clerk of the Board as to compliance with the Brown Act in posting the Agenda.

Rules for Public Speakers (Pages 7)

Information item

**MINUTES OF THE REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF  
THE SAN DIEGO NORTHERN RAILWAY, INC.  
SEPTEMBER 21, 2006**

OPENING OF MEETING

Chairman Jerome Stocks opened the meeting at 2:01 p.m.

ROLL CALL OF BOARD MEMBERS

Jerome Stocks (City of Encinitas); Ed Gallo (City of Escondido); David Druker (City of Del Mar); Lesa Heebner (City of Solana Beach); Bill Horn (County of San Diego); Shari Mackin (City of Oceanside); Norine Sigafoose (City of Carlsbad); Bob Campbell (City of Vista).

Absent: Hal Martin (City of San Marcos).

Also present were Karen King, Executive Director, and C. Michael Cowett, General Counsel.

APPROVAL OF MINUTES

No action was taken as the Minutes of the September 15, 2005 meeting were approved at the October 20, 2005 meeting of the North San Diego County Transit Development Board.

PUBLIC COMMUNICATIONS

None

FOR BOARD ACTION – DISCUSSION

E-1 Annual Meeting and Election of Officers

That the Board elect Karen King, Executive Director, as President of the SDNR Corporation and C. Michael Cowett, Legal Counsel, as the Secretary.

**MOTION BY DAVE DRUKER TO ELECT KAREN KING AS PRESIDENT OF THE SDNR CORPORATION AND C. MICHAEL COWETT AS SECRETARY, SECONDED BY BOB CAMPBELL. MOTION CARRIED UNANIMOUSLY.**

CORRESPONDENCE, BOARD MEMBER COMMENTS, AND OTHER MATTERS

None

REMAINING PUBLIC COMMUNICATIONS

None

ADJOURNMENT

CHAIRMAN STOCKS ADJOURNED THE MEETING AT 2:03 P.M.

DATED: \_\_\_\_\_

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Chairman

FOR BOARD ACTION  
AGENDA ITEM E-1

November 15, 2007

TO: Board of Directors of the San Diego Northern Railway, Inc.  
FROM: Karen H. King  
SUBJECT: ANNUAL MEETING AND ELECTION OF OFFICERS

Staff's Recommended Action:

That the Board of Director's elect Ms. Karen H. King as President and Mr. C. Michael Cowett as the Secretary of the Corporation.

Background:

The San Diego Northern Railway, Inc. (SDNR) was formed by the North San Diego County Transit Development Board as a subsidiary entity to have full responsibility for overseeing the operation of the Commuter Rail and the maintenance of the railroad right-of-way and the rail equipment. In the spring of 1996, staff and legal counsel determined that it would be most efficient to discontinue the active operation of the SDNR. However, because the SDNR was a party in several lawsuits, and also due to the potential need of the Board to utilize the SDNR at some future time, legal counsel recommended that the SDNR not be dissolved, but be maintained as an interactive corporate entity.

In July 1996, the Board of Directors of the SDNR approved the following actions: (1) Authorized the assignment of all contract rights and obligations held by the SDNR to the North San Diego County Transit Development Board; (2) Set the regular meetings of the SDNR Board of Directors to occur annually; and (3) Directed staff to take such further actions, subject to the approval of the President, as necessary to maintain the corporation in good standing. Since these actions were taken, staff has done what has been necessary to maintain the formal corporate status of the SDNR, including the filing of appropriate reports and tax returns. No other business has been conducted by the SDNR.

In accordance with the prior action of the Board, it is necessary that a 2007 annual meeting of the SDNR Board be held. The only matter that needs to be considered and acted upon by the SDNR Board are the election of Karen King as President and C. Michael Cowett as the Secretary.

Fiscal Impact:

None

November 15, 2007

TO: Board of Directors of the San Diego Northern Railway, Inc.  
FROM: Clerk of the Board  
SUBJECT: POSTING OF THE AGENDA

In Compliance with the Ralph M. Brown Act, as amended, the following information is provided.

The Agenda for this meeting of the Board was posted as follows:

Meeting Date and Time:	November 15, 2007; 2:00 p.m.
Posted At:	810 Mission Avenue, Oceanside, CA
Date & Time of Posting:	November 9, 2007; 5:00 p.m.
Posted By:	Clerk of the Board

TO: Board of Directors of the San Diego Northern Railway, Inc.

FROM: Ed Gallo, Chairman

SUBJECT: RULES FOR PUBLIC SPEAKERS AT MEETINGS OF THE BOARD OF DIRECTORS OF THE SAN DIEGO NORTHERN RAILWAY, INC.

Per Board policy, all public communications at meetings of the North County Transit District shall be made and received in accordance with the following procedures:

I. COMMENTS ON ITEMS NOT ON AGENDA

- A. Total time limit all speakers:
  - Beginning of Meeting: 15 minutes
  - End of Meeting: No time limit.
- B. Time limit per speaker per meeting: 3 minutes
- C. Priority: First come first served. All Speaker Slips will be numbered as the Clerk of the Board receives them. Those not allowed to speak at the beginning of the meeting due to limit stated above, will be called at the end of the meeting.
- D. Order on agenda: Items will be heard at the beginning of the meeting and if the time limit stated in paragraph A is exhausted, those who filled out a speaker slip and have not yet spoken, will be given an opportunity to speak at the end of the meeting under "*Remaining Public Communications*".
  - 1. Out of Order: Comments must address items not on the agenda.

II. TIME LIMITS FOR ADDRESSING MATTERS ON THE AGENDA

- A. Total time limit: None.
- B. Time limit per speaker: 3 minutes.
- C. These rules apply to both public hearing and non-public hearing items listed on the agenda.
  - 1. Out of Order: Comments made must be germane to the subject matter listed on the agenda.

III. CUTOFF FOR TURNING IN SPEAKER SLIPS

Speakers wishing to speak to an item on the Board Agenda must submit a speaker slip to the Clerk of the Board before that agenda item is called.

Speakers turning in slips after discussion begins on an item will be heard at the end of the meeting under "*Remaining Public Communications*".

IV. MODIFICATION OF RULES BY CHAIR

The Board Chair may, in his or her absolute discretion, relax the requirements of the rules contained herein. However, a decision of the Chair to do so in one instance shall not be deemed a waiver of the rules as to any other instance or matter.