

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
300 Lakeside Drive, P. O. Box 12688, Oakland, CA 94604-2688

BOARD MEETING AGENDA

September 12, 2019

9:00 a.m.

A regular meeting of the Board of Directors will be held at 9:00 a.m. on Thursday, September 12, 2019, in the BART Board Room, 2040 Webster Street, Third Floor, Oakland, California.

Members of the public may address the Board of Directors regarding any matter on this agenda. Please complete a "Request to Address the Board" form (available at the entrance to the Board Room) and hand it to the Secretary before the item is considered by the Board. If you wish to discuss a matter that is not on the agenda during a regular meeting, you may do so under Public Comment.

Any action requiring more than a majority vote for passage will be so noted.

Items placed under "consent calendar" are considered routine and will be received, enacted, approved, or adopted by one motion unless a request for removal for discussion or explanation is received from a Director or from a member of the audience.

Please refrain from wearing scented products (perfume, cologne, after-shave, etc.) to these meetings, as there may be people in attendance susceptible to environmental illnesses.

BART provides service/accommodations upon request to persons with disabilities and individuals who are limited English proficient who wish to address BART Board matters. A request must be made within one and five days in advance of Board meetings, depending on the service requested. Please contact the Office of the District Secretary at 510-464-6083 for information.

Rules governing the participation of the public at meetings of the Board of Directors and Standing Committees are available for review on the District's website (<http://www.bart.gov/about/bod>), in the BART Board Room, and upon request, in person or via mail.

Meeting notices and agendas are available for review on the District's website (<http://www.bart.gov/about/bod/meetings.aspx>); at bart.legistar.com; and via email (https://public.govdelivery.com/accounts/CATRANBART/subscriber/new?topic_id=CATRANBART_1904) or via regular mail upon request submitted to the District Secretary. Complete agenda packets (in PDF format) are available for review on the District's website and bart.legistar.com no later than 48 hours in advance of the meeting.

Please submit your requests to the District Secretary via email to BoardofDirectors@bart.gov; in person or U.S. mail at 300 Lakeside Drive, 23rd Floor, Oakland, CA 94612; fax 510-464-6011; or telephone 510-464-6083.

Patricia K. Williams
District Secretary

Regular Meeting of the
BOARD OF DIRECTORS

The purpose of the Board Meeting is to consider and take such action as the Board may desire in connection with:

1. CALL TO ORDER

- A. Roll Call.
- B. Pledge of Allegiance.
- C. Introduction of Special Guests.

2. CONSENT CALENDAR

- A. Approval of Minutes of the Meeting of August 22, 2019.*
Board requested to authorize.
- B. Proposed Revisions to Rules of the Board of Directors.*
Board requested to adopt.
- C. BART Police Citizen Review Board (BPCRB) Bylaws.* Board requested to authorize.
- D. Amendment to Transit Security Advisory Committee (TSAC) Bylaws.*
Board requested to authorize.
- E. 2019 Organization of Committees and Special Appointments Revision.*
Board requested to ratify.

3. PUBLIC COMMENT – 15 Minutes

(An opportunity for members of the public to address the Board of Directors on matters under their jurisdiction and not on the agenda. An additional period for Public Comment is provided at the end of the Meeting.)

4. ADMINISTRATION ITEMS

Director Simon, Chairperson

- A. Purchase of Commercial Property for BART Headquarters.* Board requested to authorize.
- B. Authorize the Issuance and Sale of the District's Sales Tax Revenue Bonds, SERIES 2019.* Board requested to adopt.
- C. Resolution Declaring Official Intent to Reimburse Certain Expenditures from Proceeds of Indebtedness.* Board requested to adopt.

- D. Approval of Increases to Pension Contributions and Wage Offsets:*
- i. American Federation of State, County and Municipal Employees, Local 3993, Amalgamated Transit Union, Local 1555, Service Employees International Union, Local 1021, SL 19-01, Revising Contract Language on Retirement Plans, Increasing Pension Contributions, and Wages. Board requested to authorize.
 - ii. American Federation of State, County and Municipal Employees, Local 3993(eBART), Amalgamated Transit Union, Local 1555(eBART) Service Employees International Union, Local 1021(eBART), SL 19-01, Revising Contract Language on Retirement Plans, Increasing Pension Contributions, and Wages. Board requested to authorize.
 - iii. Adjust the Wages and Pension Contributions for the General Manager, General Counsel, Controller-Treasurer, District Secretary, Independent Police Auditor and Inspector General. Board requested to authorize.
 - iv. Resolutions for Employer Paid Member Contributions to the California Public Employees Retirement System for employees represented by American Federation of State, County and Municipal Employees, Local 3993, Amalgamated Transit Union Local 1555, Service Employees International Union Local 1021 and Non-Represented. Board requested to adopt.
 - v. Resolution for Pension Cost Sharing to the California Public Employees Retirement System for Non-Represented Employees. Board requested to adopt.

5. ENGINEERING AND OPERATIONS ITEMS

Director Foley, Chairperson

- A. Award of Contract No. 09DJ-160, Transbay Tube Cathodic Protection Anode Sled and Cable Replacement Project.*
Board requested to authorize.
- B. Single Source Procurement with Harris Corporation for the Upgrade of Enhanced Digital Access Communication System Radios for P25 Phase 2.* Board requested to authorize. (TWO-THIRDS VOTE REQUIRED)

6. PLANNING, PUBLIC AFFAIRS, ACCESS, AND LEGISLATION ITEMS

Director Raburn, Chairperson

NO ITEMS.

7. GENERAL MANAGER'S REPORT

- A. Review of the Draft Agenda for the Capitol Corridor Joint Powers Board Meeting of September 18, 2019.*
For information.
- B. Report of Activities, including Updates of Operational, Administrative, and Roll Call for Introductions Items.

8. BOARD MATTERS

- A. Board Member Reports.
(Board member reports as required by Government Code Section 53232.3(d) are available through the Office of the District Secretary. An opportunity for Board members to report on their District activities and observations since last Board Meeting.)
- B. Roll Call for Introductions.
(An opportunity for Board members to introduce a matter for consideration at a future Committee or Board Meeting or to request District staff to prepare items or reports.)
- C. In Memoriam.
(An opportunity for Board members to introduce individuals to be commemorated.)

9. PUBLIC COMMENT

(An opportunity for members of the public to address the Board of Directors on matters under their jurisdiction and not on the agenda.)

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
300 Lakeside Drive, P.O. Box 12688, Oakland, CA 94604-2688

Board of Directors
Minutes of the 1,847th Meeting
August 22, 2019

A regular meeting of the Board of Directors was held August 22, 2019, convening at 9:04 a.m. in the BART Board Room, 2040 Webster Street, Oakland, California. President Dufty presided; Patricia K. Williams, District Secretary.

Directors present: Directors Foley, Li, McPartland, Raburn, Saltzman, Simon and Dufty.

Absent: Director Ames. Director Allen entered the meeting later.

President Dufty called for Introduction of Special Guests. Acting BART Police Chief Ed Alvarez gave an overview of the BART Police Department's actions and practices to become a member of the Commission on Accreditation for Law Enforcement Agencies, Inc. (CALEA). Acting Chief Alvarez introduced Mr. Mark Mosier, Regional Program Manager for CALEA. Mr. Mosier presented General Manager Robert Powers; Acting BART Chief of Police Ed Alvarez; Lt. Kevin Franklin; and Mr. Matt Cromer, Manager of Accreditation, with the May 2019 CALEA Advanced Law Enforcement Accreditation Award. Mr. Mosier acknowledged the years of preparation to achieve accreditation and recognized Mr. Cromer and previous Chiefs of Police Rainey and Rojas.

President Dufty announced that according to State statutes, a publicly noticed hearing is required prior to the Board of Directors approving a new fee and that a hearing would now be held for a proposed fee that will be charged to developers who submit to BART unsolicited proposals for property development on BART-owned land and that this hearing is the venue for the public to comment on the proposed fee.

Mr. Sean Brooks, Director of Real Estate and Property Development; and Ms. Kimberly Koempel, Principal Planner presented the item.

There being no public comment, the Public Hearing was closed.

Consent Calendar items brought before the Board were:

1. Approval of Minutes of the Meeting of July 25, 2019 (Regular).
2. Fixed Property Tax Rates Fiscal Year 2019-2020 General Obligation Bonds.
3. Invitation For Bid No. 9065, AC Traction Motor Encoder Assembly.

Director Raburn made the following motions as a unit. Director Li seconded the motions, which carried by unanimous electronic vote. Ayes – 7: Directors Foley, Li, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 2: Directors Allen and Ames.

1. That the Minutes of the Meeting of July 25, 2019, be approved.

2. Adoption of Resolution No. 5414, In the Matter of Fixing The Rate of Taxes for San Francisco Bay Area Rapid Transit District for Fiscal Year 2019/20.
3. That the General Manager be authorized to award Invitation For Bid No. 9065, for the purchase of Encoder Assemblies for Vehicle Traction Motors, to ITP Rail Associates, Inc. for the bid price of \$1,188,592.50 including tax, pursuant to notification to be issued by the General Manager.

(The foregoing motion is made on the basis of analysis by the staff and certification by the Controller/Treasurer that funds are available for this purpose.)

President Dufty called for Public Comment.

The following individuals addressed the Board:

Gerald Cauthen
Jennifer Rodrigues
Paul Cummings

Director Allen entered the meeting.

Public Comment continued:

Brian Bracknet
Abre' Conner

President Dufty announced that the order of agenda items would be changed.

Director Raburn, Chairperson of the Planning, Public Affairs, Access, and Legislation Committee, brought the matter of Re-Authorization of the Exclusive Negotiating Agreement for Transit Oriented Development, with Brookfield Residential, for the North Concord/Martinez BART Station Project before the Board. Mr. Carl Holmes, Assistant General Manager, Design and Construction; Mr. Sean Brooks; Ms. Abigail Thorne-Lyman, Manager of Transit Oriented Development; and Mr. Joseph Basuino, Principal Property Development Officer, presented the item. The item was discussed.

The following individuals addressed the Board:

Tim Limscomb
Iman Novin
Joe Guerra
Craig Bettencourt

Discussion continued.

Director Foley moved that the General Manager or his designee be authorized to negotiate an Exclusive Negotiating Agreement with the development team led by Brookfield Residential for a term of 24 months, with an option to extend the Exclusive Negotiating Agreement (ENA) period an additional 12 months if key milestones are substantially met, such ENA to be brought back to the Board for approval. Director McPartland seconded the motion, which carried by unanimous

electronic vote. Ayes – 8: Directors Allen, Foley, Li, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 1: Director Ames.

Director Raburn brought the matter of BART’s Transit-Oriented Development Policy Amendment and New Review Fee: Unsolicited Proposals for Property Development, before the Board. Mr. Holmes; Mr. Brooks; and Ms. Koempel presented the item. The item was discussed. Director Saltzman made the following motions as a unit.

1. That the Board amend the Transit Oriented Development Policy by adding the following new Section 4 under Strategy A:

Develop a procedure that will allow BART to respond to unsolicited proposals for property development on BART-owned land. Although BART does not encourage unsolicited proposals, they can be a valuable means for BART to partner with local communities and/or the development community to produce innovative or unique developments that deliver benefits in excess of what is typically provided by the market.

2. Adoption of Resolution No. 5415, In the matter of adopting a new fee for the review of Unsolicited Proposals for property development.
3. That the General Manger or his designee be authorized to enter into agreements with parties that submit Unsolicited Proposals requiring that they reimburse the District for all expenses, including staff and consultant costs, associated with the review of those unsolicited proposals.

Director Simon seconded the motion, which carried by unanimous electronic vote.

Ayes – 8: Directors Allen, Foley, Li, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- : Director Ames.

Director McPartland exited the meeting.

Director Raburn brought the mater of Federal and State Legislation for Consideration before the Board. Mr. Roddrick Lee, Interim Assistant General Manager, External Affairs; and Ms. Amanda Cruz, Program Manager I, Government and Community Relations, presented the item. The item was discussed.

Director Saltzman moved that the Board of Directors support the following bills:

FEDERAL

House of Representatives:	H.R. 1313	Transit Security Grant Program Flexibility Act
	H.R.2864	Rebuild America Act of 2019
	H.R.3437	Saving Transit Art Resources Act

STATE

Assembly Bill:	AB 67	Homeless Integrated Data Warehouse
Senate Bill:	SB277	Road Maintenance and Rehabilitation Program: Local Partnership Program

President Dufty seconded the motion, which passed by electronic vote. Ayes – 6: Directors Foley, Li, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 2: Directors Ames and McPartland. Abstain – 1: Director Allen.

Director McPartland re-entered the meeting.

Director Raburn brought the matter of Irvington BART Station to Warm Springs Extension Project Modifications before the Board. Mr. Holmes; Mr. Paul Medved, Group Manager, Extensions; and Ms. Susan Poliwka, Senior Planner, presented the item. The item was discussed. President Dufty read into record Director Elizabeth Ames' statement regarding the item. Director Saltzman moved that the Board adopt Resolution No. 5416, In The Matter of Adopting the Irvington Station Modifications to the Warm Springs Extension Project. Director Raburn seconded the motion which carried by unanimous electronic vote. Ayes – 8: Directors Allen, Foley, Li, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 1: Director Ames.

Director Raburn brought the matter of Update on the Proposed Implementation of FASTER Bay Area before the Board. Mr. Holmes; Mr. Val Menotti, Chief Planning and Development Officer; Ms. Sadie Graham, Project Manager, Systems Development; Mr. Jason Baker, Silicon Valley Leadership Group; and Mr. Stuart Cohen with FASTER Bay Area, presented the item. The item was discussed.

Director Li exited the meeting.

Director Simon, Chairperson of the Administration Committee, moved that the General Manager be authorized to award Agreement No. 6M4625, with KPMG, LLP, in the amount not to exceed \$5,830,601 for implementation of a Project Portfolio Management System, subject to compliance with the contract's insurance provisions and pursuant to notification by the General Manager; and that the General Manager be further authorized to exercise two (2) one-year Maintenance Options included in the price. President Dufty seconded the motion, which carried by unanimous electronic vote. Ayes – 7: Directors Allen, Foley, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 2: Directors Ames and Li.

Director Li re-entered the meeting.

Director Simon brought the matter of Responses to the 2018-2019 Alameda County Grand Jury Final Report, "Crime and Quality of Life: Impact on BART Ridership" before the Board. Ms. Pamela Herhold, Assistant General Manager, Performance and Budget, presented the item. The item was discussed. Director Raburn moved that the Board approve the Responses from the BART Board of Directors to the 2018-2019 Alameda County Grand Jury Final Report, "Crime and Quality of Life: Impact on BART Ridership" and directs staff that those responses be transmitted to the 2018-2019 Alameda County Grand Jury. President Dufty seconded the motion which carried by unanimous electronic vote. Ayes – 8: Directors Allen, Foley, Li, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 1: Director Ames.

Director Simon brought the matter of Actuarial Report on Changes to Pension before the Board. Ms. Diane Iwata, Manager of HRIS and Benefits, presented the item.

Director Foley, Chairperson of the Engineering and Operations Committee, brought the matter of Change Order to Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project, with Clark Construction Group, LLC., before the Board. Ms. Tamar Allen, Assistant General Manager, Operations; Mr. Holmes; Ms. Tracy Johnson, Chief Transit System Development Officer; and Mr. Wahid Amiri, Project Manager, Extensions, presented the item. The item was discussed. Director Saltzman moved that the General Manager be authorized to execute the various Change Orders in an aggregate amount not to exceed \$6,200,000 to Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project:

- i. Upgrade the Planned 10KW UPS to 40KVA (C.O. No. 33).
- ii. Revise Overhead Power and Communication Conduits and Layout (C.O. No. 39).
- iii. Procure Additional Fire Alarms Devices, from 73 to 229 (C.O. No. 54).
- iv. 5 Month Delay Compensation (C.O. No. 55).
- v. Accelerate Phase 1 of Water Intrusion Mitigation Project (C.O. No. 82).
- vii. Construct a New PG&E Service Meter for New Fire Pump (C.O. No. 91).

Directors Dufty and Simon seconded the motion. Discussion continued. Director Allen requested an amendment to include a change order to retrofit accessible fare gates and to see a diagram projected. The item was continued until later in the meeting.

Director Foley brought the matter of the Quarterly Performance Report, Fourth Quarter Fiscal Year 2019 Service Performance Review before the Board. Ms. Tamar Allen and Mr. Ed Alvarez presented the item. The item was discussed.

Jerry Grace addressed the Board.

Director Foley returned to Change Order to Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project, with Clark Construction Group, LLC. Ms. Tamar Allen presented additional information. Directors Saltzman, Dufty and Simon accepted Director Allen's amendment. Director Saltzman moved that the General Manager be authorized to execute the various Change Orders in an aggregate amount not to exceed \$6,500,000 to Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project:

- i. Upgrade the Planned 10KW UPS to 40KVA (C.O. No. 33).
- ii. Revise Overhead Power and Communication Conduits and Layout (C.O. No. 39).
- iii. Procure Additional Fire Alarms Devices, from 73 to 229 (C.O. No. 54).
- iv. 5 Month Delay Compensation (C.O. No. 55).
- v. Accelerate Phase 1 of Water Intrusion Mitigation Project (C.O. No. 82).
- vi. Retrofit Two Accessible Fare Gates (C.O. No. 90).
- vii. Construct a New PG&E Service Meter for New Fire Pump (C.O. No. 91).

Directors Dufty and Simon seconded the motion which carried by unanimous electronic vote.

Ayes – 8: Directors Allen, Foley, Li, McPartland, Raburn, Saltzman, Simon, and Dufty. Noes – 0. Absent- 1: Director Ames.

Director Raburn exited the meeting.

President Dufty moved adoption of Resolution No. 5417, In the matter of an amendment to the Money Pension Plan Contribution for General Manager. Director Foley seconded the motion, which carried by unanimous electronic vote. Ayes – 7: Directors Allen, Foley, Li, McPartland, Saltzman, Simon, and Dufty. Noes – 0. Absent- 2: Directors Ames and Raburn.

Director Raburn re-entered the meeting.

President Dufty called for Board Member Reports, Roll Call for Introductions, and In Memoriam.

Director Allen requested that the topic of a new BART ordinance prohibiting solicitation of money or “panhandling” from BART riders at any place within the paid areas be brought to a Board meeting by the end of October for consideration by the Board. Staff will work with Directors to research applicable information related to the topic. Directors Foley and McPartland supported the request.

Director Foley stated the reason he supported the RCI submitted by Director Allen is so that the Directors can have an honest and open conversation on how to move forward in a Board meeting, not on social media, in the press or other digital media.

Director Saltzman reported she attended an outreach for El Cerrito Plaza for planned Transit Oriented Development.

President Dufty requested that the meeting be adjourned in honor of Albert Jacquez noting that Mr. Jacquez’ wife of 31 years, Lynn Jacquez has been BART’s senior advisor working with C.J. Lake, LLC.

Director Simon reported she had attended a young elected officials conference in Miami with Director Li. She reported she had attended All In San Francisco and Oakland Planning Development meetings.

Director Li reported she had attended the young elected officials conference in Miami where she had participated on panel for the Future of Transportation and a Chinatown group meeting to focus on transportation issues.

Director Raburn reported he had attended the Santa Clara Valley Transportation Authority Partnership Special Committee, a summer field trip with elementary students to Children’s Fairyland, a Clipper station outreach event, the re-opening of the Transbay Transit Center, the Art & Soul Festival, and a Regional Climate Emergency Strategy Session.

President Dufty announced that the Board would enter into closed session under Item 12-A (Conference with Legal Counsel); Item 12-B (Conference with Legal Counsel) and Item 12-C (Conference with Real Property Negotiators) of the Regular Meeting agenda, and that the Board would reconvene in open session.

The Board Meeting recessed at 1:06 p.m.

The Board reconvened in closed session at 1:15 p.m.

Directors present: Directors Allen, Foley, Li, McPartland, Raburn, Saltzman, Simon and Dufty.

Absent: Director Ames.

Director Saltzman exited the meeting.

The Board Meeting recessed at 2:33 p.m.

The Board reconvened in open session at 2:34 p.m.

Directors present: Directors Allen, Foley, Li, McPartland, Raburn, Simon, and Dufty.

Absent: Directors Ames and Saltzman.

President Dufty announced that there were no announcements to be made from the closed session.

President Dufty called for the Independent Police Auditor's Report.

Mr. Russell Bloom, Independent Police Auditor, presented the Quarterly Report of the Independent Police Auditor.

Mr. Bloom gave a report on the revised Citizen Oversight Model Implementation Report.

Director Foley exited the meeting.

President Dufty returned to the Quarterly Performance Report. Ms. Tamar Allen responded to Directors' questions.

President Dufty called for the General Manager's Report.

General Manager Robert Powers reported on Clipper Only pilot programs and steps he had taken and activities and meetings he had participated in. Ms. Tamar Allen reported on the C35 closure and the work performed.

The Meeting was adjourned at 2:59 p.m. in honor of Albert Jacquez.

Patricia K. Williams
District Secretary



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>Robert M. Powers</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 8/30/2019		BOARD INITIATED ITEM: No		
Originator/Prepared by: Patricia Williams Dept: District Secretary <i>P. Williams</i> Signature/Date: 9.3.19	General Counsel <i>MB</i> 9/3/19	Controller/Treasurer <i>Applegate</i> 9/3/19	District Secretary []	BARC <i>PD</i> 9/2/19
Status: Routed		Date Created: 8/30/2019		

Revisions to Board Rules

PURPOSE: This action will incorporate three minor administrative updates to Board Rules 3-6.2, 5-1, and 5-3.5.

DISCUSSION:

Board Rule 3-6.2 - Board Communications - Brown Act Compliance

Reference to text messages and other social media will be incorporated into Board Rule 3-6.2 as shown on the attached draft revised Rule.

Board Rule 5-1 - Annual Budget

Proposed language will clarify the name of and date of release for the Preliminary Annual Budget as shown on the attached draft revised Rule.

Board Rule 5-3.5 - Use of District Property Other than Automobiles

Subsection (d) will be revised to reflect the correct title of the Performance and Audit Department, as the Internal Audit Department has been reorganized. Draft revised Rule attached.

FISCAL IMPACT:

None.

ALTERNATIVES:

Do not adopt changes.

RECOMMENDATION:

Approve motion to update Board Rules.

MOTION:

The attached revisions to Board Rules 3-6.2, 5-1, and 5-3.5 are adopted.

5-1.2	Budget Submitted to Board.....	V- 1
5-1.3	Notice of Availability of <u>Preliminary Annual Budget</u> and Time of Hearing	V- 1
5-1.4	Adjustments in the Annual Budget.....	V- 2
5-1.5	Approval of Demands.....	V- 2
Section 2 Agreements and Contracts		
5-2.1	General Provisions.....	V- 2
5-2.2	Review.....	V- 2
5-2.3	Change Orders.....	V- 3
5-2.4	Limitation on Contracting by Board Members.....	V- 4
Section 3 Reimbursable Expenses		
5-3.1	Reimbursement for Travel and Personal Expenses.....	V- 4
5-3.2	Rules for Travel and Personal Expenses.....	V- 5
5-3.3	Expense Reports.....	V- 8
5-3.4	District Automobile Use.....	V- 9
5-3.5	Use of District Property Other than Automobiles.....	V- 9
5-3.6	Violations of Use of District Property Rules.....	V-10
5-3.7	Expenses for which Reimbursement is Prohibited.....	V-11
Section 4 Campaign Contribution Statements and Statements of Economic Interest		
5-4.1	Filing and Publication of Required Statements.....	V-11
Section 5 Financial Contribution Limitation		
5-5.1	Contractor/Subcontractor Contributions.....	V-12
5-5.2	Contractor/Subcontractor Certification of Compliance.....	V-12
5-5.3	Contractor/Subcontractor Information Submitted to Board.....	V-13
5-5.4	Definitions.....	V-13
CHAPTER VI AMENDMENTS AND SUSPENSION		
6-1.1	Amendments.....	VI-1
6-1.2	Suspension.....	VI-1
CHAPTER VII INTERPRETATIONS		
7-1.1	Interpretations.....	VII-1
PRINCIPAL RULES GOVERNING MOTIONS		Appendix A
COMMITTEES: SCHEDULE AND STRUCTURE.....		Appendix B
BOARD OF DIRECTORS CODE OF CONDUCT		Appendix C

3-6.2 Board Communications - Brown Act Compliance

- (a) In all communications with each other, including face-to-face meetings, written correspondence, telephone communications, ~~and~~—e-mail communications, text messaging, and other social media communications, Directors shall comply with the provisions of the Brown Act (Government Code Section 54950 et. seq.). District business may not be discussed among a majority of members of a Board Committee, or more than any four members of the Board, without complying with Brown Act meeting requirements. For Brown Act purposes, any gathering of a majority of the members of a Board Committee or the full Board to receive information, hear a proposal, discuss an issue or take any action on an issue under the subject matter jurisdiction of the District is a meeting subject to the notice and open meeting requirements of the Act.
- (b) The following situations should be avoided:
- (1) The Brown Act expressly prohibits serial meetings which are conducted through direct communications, intermediaries or technological devices for the purpose of developing a concurrence as to action to be taken by the legislative body. Typically, a serial meeting is a series of communications, each of which involves less than a quorum of the legislative body, but which taken as a whole involves a quorum of the body. Therefore, although it is acceptable for a Director to write an initial letter or send an initial e-mail or text message to one or more Directors on a Board matter, subsequent communications (in any form) may have to be counted against the limit of four members of the Board or a majority of members of a Board Committee, if the purpose of the communication is to develop a concurrence as to action to be taken on that Board matter. For example, if Directors A, B and C are all members of the same Board Committee, there would be a serial meeting if Director A sends a letter or e-mail or text message on a Board matter to Director B or Director C, if the purpose of the communications is to develop a concurrence as to action to be taken. Conversations which advance or clarify a Board member's understanding of an issue, or facilitate an agreement or compromise amongst members, or advance the ultimate resolution of the issue, may all be viewed as contributing to the development of a concurrence as to actions to be taken. While the purpose of a particular serial communication may not always be clear, it is likely that a court would view substantive conversations amongst Board members concerning an actual or potential agenda item prior to a public meeting as contributing to the development of a concurrence as to the ultimate action to be taken. Therefore,

Board members should avoid serial communications of a substantive nature concerning such items.

- (2) E-mail is particularly vulnerable to potential Brown Act violations because of the reply and copy features of the e-mail system, and the ability to append previous messages. Special care should be taken with e-mail to avoid Brown Act violations. Also, because e-mail, text messaging, or other social media communications may create a record, Directors should assume that any statements on e-mail, text message, or other social media may become public.

SECTION 1. ANNUAL BUDGET

5-1.1 General Provisions

The General Manager, or a designated representative, shall prepare for the District and submit to the Board a tentative Preliminary Annual Budget by March 31 of each calendar year for the following fiscal year. The tentative Preliminary Annual Budget shall include provisions for Operating Expenses, Debt Service, and such other functional categories as the General Manager deems appropriate. The Preliminary Annual Budget will thereafter be released to the public.

5-1.2 Budget Submitted to Board

After the Preliminary Annual Budget is ~~The budget shall be~~ submitted to the Board of Directors, the Preliminary Annual Budget will be presented to and discussed by the Board at least once at a regularly scheduled meeting in April and once at a regularly scheduled ~~not later than the first regular~~ meeting in May ~~of each calendar year. The Board of Directors shall consider the proposed budget and not later than the first (1st) day of June in each calendar year shall cause to be prepared a pamphlet containing a copy of the preliminary budget.~~

5-1.3 Notice of Availability of Pamphlets Preliminary Annual Budget and Time of Hearing

On or before June fifth (5th) of each year, the District Secretary shall publish a notice once in a newspaper of general circulation in each of the counties comprising the District stating that: the Preliminary Annual Budget is available to anyone requesting a copy, and on a date stated in the notice, not less than ten (10) days after the Notice of Availability of the Preliminary Annual Budget and Time of Hearing is published, and at a time and place also stated in the notice, the Board will meet for the purpose of fixing the final budget, and anyone may appear thereat and be heard regarding the increase, decrease, or omission of any item on the budget or for the inclusion of additional items. Said hearing on the fixing of the final budget shall be held on or prior to June twentieth (20th). Said hearing shall be continued from day to day until concluded, but not to exceed a total of ten (10) days, and shall be concluded before the expiration of ten (10) days if there are no requests or applications on file with the Board for further hearings.

~~(a) the preliminary budget pamphlets are available to anyone requesting them,~~

~~(b) — on a date stated in the notice, not less than ten (10) days after the budget pamphlets are available, and at a time and place also stated in the notice, the Board will meet for the purpose of fixing the final budget, and anyone may appear thereat and be heard regarding the increase, decrease, or omission of any item on the budget or for the inclusion of additional items. Said hearing on the fixing of the final budget shall be held on or prior to June twentieth (20th). Said hearing shall be continued from day to day until concluded, but not to exceed a total of ten (10) days, and shall be concluded before the expiration of ten (10) days if there are no requests or applications on file with the Board for further hearings.~~

On or before June thirtieth (30th) of each year the Board shall, by resolution, adopt the budget as finally determined.

5-3.5 Use of District Property Other than Automobiles

(d) Not later than September 15 of each year, the Internal Performance and Audit Department shall complete an annual audit for the previous fiscal year for compliance with the requirements of this Board Rule 5-3.5, and such audit report shall be submitted to the next Administration Committee following September 15 for review and forwarding to the full Board. The audit report shall include a list of District property that is issued to each Director.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Robert M. Power</i> 4 Sept 2019		GENERAL MANAGER ACTION REQ'D:		
DATE: 7/15/2019		BOARD INITIATED ITEM: Yes		
Originator/Prepared by: Mag Tatum Dept: District Secretary <i>Mag Tatum</i> Signature/Date: 8-30-19	General Counsel <i>MB</i> 9/3/19	Controller/Treasurer <i>[Signature]</i> 9/3/19 []	District Secretary <i>[Signature]</i> 8-30-19 []	BARC <i>[Signature]</i> 9/3/19 []
Status: Routed		Date Created: 7/15/2019		

BART Police Citizen Review Board (BPCRB) Bylaws

PURPOSE:

To request Board approval of the BART Police Citizen Review Board Bylaws.

BACKGROUND:

The BART Police Citizen Review Board (BPCRB) was established by the BART Board of Directors (Board) to increase visibility for the public into the delivery of BART police services, to provide community participation in the review and establishment of BART Police Department (BPD) policies, procedures, practices and initiatives, and to receive citizen complaints and allegations of misconduct by BPD employees.

DISCUSSION:

BPCRB Bylaws are to provide effective functions as defined in the Citizen Oversight Model (no provisions in these Bylaws are intended to conflict with the Oversight Model). The BPCRB members independently promulgated and adopted Bylaws on November 14, 2011. The BPCRB subsequently amended the Bylaws on January 9, 2012; March 19, 2012; June 10, 2013; July 8, 2013; March 10, 2014; September 14, 2015; and February 12, 2018 at regular BPCRB meetings. The most current iteration of the Bylaws is attached (Attachment No. 1). The Bylaws have never been approved by the Board. In general, as the authorizing body, the Board approves the official BPCRB Bylaws.

In order to ensure that BART Police Citizen Review Board Bylaws are transparent, it is prudent to convey and confer all BPCRB Bylaws to the full Board for approval and adoption.

Staff has recommended revision of Article XII, Amendments of Bylaws, to be consistent with the scope of authority granted to other subordinate legislative bodies (Transit Security Advisory Committee, and BART Accessibility Task Force). The BPCRB accepted this revision at its August 12, 2019, meeting.

After the first official adoption of BPCRB Bylaws, the Bylaws may be amended or repealed at any time by a majority vote of the BART Board after consultation with, or by recommendation of, the BPCRB.

BPCRB Bylaws Article Amendments are as follows:

BPCRB Meeting Dates							
Meeting	1/9/12	3/19/12	6/10/13	7/8/13	3/10/14	9/14/15	2/12/18
Dates							
Bylaw Article Amendments and Sections							
Bylaw Article Amendments	Article III	Article IV	Article V	Article IV	Article V	Article XI	Article XI
	Section 1	Section 1b	Section 4	Section 1	Section 1	Section 1	Section(s) 1,2,3

(Details of each amendment are shown on Attachment No. 2, Redlines)

FISCAL IMPACT:

None.

ALTERNATIVES:

To further amend the Bylaws or to not adopt the Bylaws as presented.

RECOMMENDATION:

On the behalf of BART Police Citizen Review Board, it is recommended that the Board adopt the following motion.

MOTION:

The Board of Directors approve the attached BART Police Citizen Review Board Bylaws.

BART CITIZEN REVIEW BOARD

BYLAWS – FINAL DRAFT

Definitions

Capitalized terms in these Bylaws are defined as follows:

1. *Oversight Model* – The BART CITIZEN OVERSIGHT MODEL adopted by the BART Board of Directors as of January 13, 2011.
2. CRB - The Citizens Board defined and described in Chapter 2 of the Oversight Model.
3. Brown Act – The Ralph M. Brown Act of 1953, California Govt. Code §§ 54950-54960.5
4. Independent Auditor – The Independent Auditor defined and described in Chapter 1 of the Oversight Model.
5. Appointed Member – All duly appointed members of the CRB, regardless of whether they participate in a vote
6. Voting Member – The Appointed Members who cast an affirmative or negative vote (not an abstention) on a particular issue or election.

Introduction

The CRB will carry out its functions as defined in the *Oversight Model* and these Bylaws. No provisions in these Bylaws are intended to be in conflict with the *Oversight Model* or Brown Act. In the event of conflicts between these Bylaws and the *Oversight Model*, the Oversight Model or Brown Act shall take precedence.

Article I. Purposes

1. To increase visibility for the public into the delivery of BART police services.
2. To provide community participation in the development and review of BART Police Department policies, procedures, practices and initiatives.
3. To receive citizen complaints or allegations regarding BART Police personnel.
4. To review and report on the results of the Independent Auditor's investigations into allegations of misconduct by BART Police and recommendations for corrective actions, including discipline.

BART Citizen Review Board Bylaws. Originally adopted: 11/14/11. Amended: 1/9/12; 3/19/12; 6/10/13; 7/8/13; 3/10/14; 9/14/15; 2-12-18. **Proposed 9/12/19 Board of Directors meeting.**

Article II. Functions

As defined in the *Oversight Model*, the functions of the CRB are:

1. To receive citizen complaints or allegations concerning BART Police personnel.
2. To review recommendations by the Independent Auditor for corrective actions.
3. To develop and review recommendations for BART Police Department procedures, practices, and training.
4. To meet periodically with the BART Police Managers Association (BPMA) and BART Police Officers Association (BPOA).
5. To develop and maintain a program of community outreach.
6. To file quarterly reports with the Office of the District Secretary.
7. To review and comment on drafts of the annual report prepared by the Independent Auditor.
8. To monitor the implementation of recommendations made in periodic studies of the BART Police Department.

Article III. Members

1. Appointment of Members

CRB Members are appointed by the procedures as outlined in the *Oversight Model*, *Chapters 2-02 and 2-03*.

2. Vacancies

Within ten (10) days of a vacancy occurring on the CRB, the Chairperson shall notify the BART Board of Directors and request a new appointment be made as soon as possible.

3. Recommendation for Removal of a Member

a. A recommendation can be made to the BART Board of Directors to remove a Member of the CRB pursuant to Chapter 2-04 of the *Oversight Model*. This recommendation shall be made by motion and approved by two thirds of the Appointed Members at a regular meeting for which the proposed recommendation is an item on the agenda published before such meeting.

b. The Chair (or the Vice Chair, if the member to be removed is the Chair) shall promptly convey that recommendation, and the reasons therefore, to the Secretary of BART and the President of the BART Board of Directors.

Article IV. Officers

1. Election of officers

a. A chair and vice chair shall be elected as described below for a term ending on the election of their successors. After serving for one year, an officer shall serve in an interim capacity until they are reelected or their successor is elected. No person shall serve in the same office for more than two consecutive elected terms, or for more than one elected term immediately after assuming (by succession or special election) a predecessor's office as a result of a vacancy in the office .

b. The annual election of CRB officers shall occur during the regular meeting in the month of July. At that meeting of election, if no candidate for an office receives a majority of the Voting Members' votes on the first ballot, the candidate(s) with the fewest votes shall be eliminated and another vote taken. This process will continue until a candidate receives the support of a majority of Voting Members. The results of each round of balloting shall be publicly announced and the vote recorded in the minutes.

2. Duties of Officers

The chairperson, or in her/his absence, the vice chairperson, or in the absence of both, a Chair *pro tem* elected by a plurality of the Voting Members at each meeting, performs the following duties:

- a. Presides at all meetings of the CRB and ensures that the work of the committee is accomplished.
- b. Appoints committee members.
- c. Approves the agenda prior to distribution.
- d. Signs correspondence on behalf of the CRB.
- e. Represents the CRB before the BART Board of Directors.
- f. Approves and signs CRB reports to the BART Board of Directors.
- g. Schedule periodic meetings with BPMA & BPOA
- h. Performs other duties necessary or customary to the office.

3. Removal and Replacement of Officers

a. Two thirds of the Appointed Members may remove a Chair or Vice- Chair from office by a motion at a regular meeting for which the proposed removal is an item on the agenda published before such meeting. Such an action, and the reasons therefore, shall be promptly conveyed to the Secretary of BART and the President of the BART Board of Directors.

b. A vacancy in the office of Chair shall be filled by the Vice Chair for the remainder of the Chair's original term. A vacancy in the office of Vice Chair shall be filled by an election in the manner described above at the next regular meeting of the CRB, with the newly elected Vice Chair to serve the remainder of the previous Vice Chair's term.

Article V. Meetings

1. The CRB shall meet at the BART Board of Directors Room at the Kaiser Center on the second Monday of each month at 4:00 p.m. or at such other places, dates, or times designated by the Chair. Such meetings shall be designated regular monthly meetings. Other meetings called by the Chairperson or the Vice Chairperson and meetings scheduled for a time or place other than the regular meetings shall be designated special meetings.
2. Meetings shall terminate two hours after the scheduled starting time. The time can be extended for separate periods of up to 30 minutes by a vote of the majority of the Appointed Members.
3. The Chair, or the Vice Chair, in the absence of the chair, (a) may, at his or her discretion, and (b) shall, at the request of a majority of the Appointed Members, call a special meeting. Such meetings shall be subject to the Brown Act's rules regarding notice and quorum.
4. Any Member of the CRB can send the Chair, or the Vice Chair in the absence of the Chair, a request to include an item on the agenda for the next regular meeting. The Chair, or the Vice Chair in the absence of the Chair, shall include all such items that are submitted no less than 14 days prior to the day of the next regular meeting.

Article VI. Parliamentary Authority

The rules contained in Alice Sturgis' *Standard Rules of Parliamentary Procedure*, 4th edition, shall govern the CRB in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, any special rules of order, the Brown Act, the *Oversight Model*, or other BART policies or procedures. Proxy voting is not allowed.

BART Citizen Review Board Bylaws. Originally adopted: 11/14/11. Amended: 1/9/12; 3/19/12; 6/10/13; 7/8/13; 3/10/14; 9/14/15; 2-12-18. **Proposed 9/12/19 Board of Directors meeting.**

Article VII. Reports and Recommendations

1. A quarterly report will be presented to the BART Board of Directors and the public.
2. The CRB may make reports, findings and recommendations to the Independent Auditor, the Chief of Police, the General Manager or the BART Board of Directors as appropriate.
 - a. Findings and recommendations regarding discipline, corrective action or dismissal, shall only be made to the Chief of Police and the General Manager
3. When evaluating reports and investigation findings regarding allegations of misconduct CRB members shall make their decisions using the standard of clear and convincing evidence. The following are possible dispositions for allegations of misconduct:
 - a. Unfounded – The investigation clearly established that the allegation is not true, or that the complaint was frivolous per Penal Code section 832.5 (c).
 - b. Exonerated - The investigation clearly established that the act, which provided the basis for the allegation of misconduct, did occur but was justified, lawful, and proper.
 - c. Sustained – The investigation disclosed sufficient evidence that the act occurred and that it did constitute misconduct.
 - d. Not-Sustained – The investigation established that there is not sufficient evidence to either sustain the allegation or to fully exonerate the employee. This includes situations in which the reporting party and/or witness(es) fail to cooperate in disclosing information needed to further the investigation, or they are no longer available.
4. After determining that the allegation(s) of misconduct are sustained and when making recommendations for discipline, corrective action or dismissal, the CRB should consider the seriousness of the misconduct and any mitigating or aggravating circumstances such as the employee's years of service, past performance and disciplinary history.

Article VIII. Administrative Staff

The CRB shall utilize staff supplied as necessary by the Independent Auditor to carry out its functions as defined in the *Oversight Model*, Chapter 2-07 (D, I, and J).

Article IX. Committees

1. Standing and special committees may be established by the Chair or by a majority of Voting Members at a meeting.
2. The Chairperson shall appoint the members of each committee, and the members of each committee may elect a chair.

Article X. Media Contacts

1. When responding to media or other public inquiries, members of the CRB shall comply with all state and federal laws requiring confidentiality of law enforcement records, information and confidential personnel records and respect the privacy of all individuals involved. (BART Citizen Oversight Model Chapter 2-08)
2. Unless they are speaking in support of a recommendation or position that has been approved by a majority of the CRB, members should make it clear in any public statements that they are speaking as individuals and not as representatives of the entire board.
3. Whether a CRB member does or does not choose to respond to a media inquiry, the member should also consider referring the inquiry to the Chair/Vice-Chair, the Independent Auditor and the BART Public Affairs Office.

Article XI. Attendance at NACOLE Conference

The BART Board of Directors has budgeted/allocated funds for members of the Citizen Review Board to attend the National Association for Citizen Oversight of Law Enforcement (NACOLE) annual conference. Full and/or partial reimbursement for CRB member expenses will be based on BART standard administrative procedures and the following guidelines.

1. As soon as practical after the conference registration has been announced, the CRB chairperson will then poll the members to determine which members would like to attend. The chairperson shall determine the equal distribution of available funds (\$3,500 for FY 15/16) for any and all members who express interest and register for the conference.
2. The budgeted/allocated funds shall be used for reimbursement costs associated with conference attendance (including conference fees, transportation from the Bay Area to the conference, accommodations at the conference's designated hotel, or other similar hotel, and customary per diem

BART Citizen Review Board Bylaws. Originally adopted: 11/14/11. Amended: 1/9/12; 3/19/12; 6/10/13; 7/8/13; 3/10/14; 9/14/15; 2-12-18. **Proposed 9/12/19 Board of Directors meeting.**

for meals).

Article XII. Amendments of Bylaws

1. A proposal to amend these Bylaws shall be submitted in writing by any Member in time to be included in the agenda package for the next regular meeting of the CRB.
2. A motion to accept the amendment can be made by any Member at that meeting and shall be adopted if approved by two thirds of the Appointed Members **shall be forwarded to the BART Board of Directors for adoption.**

BART Police Citizen Review Board (BPCRB) Bylaw Amendments

(REDLINES FOR 2012,2013, 2014,2015, AND 2018)

Amendments from the BPCRB Meeting on June 9, 2012:

Article III. Members, Section 2:

Within ten (10) days of a vacancy occurring on the CRB, the Chairperson shall notify the BART Board of Directors and request a new appointment be made as soon as possible. ~~A newly appointed Member shall serve for the remainder of the term of the member whose position was vacant.~~

Amendments from the BPCRB Meeting on March 19, 2012:

Article IV. Officers, Section 1b:

The annual election of CRB officers shall occur during the regular meeting in the month of ~~March~~ July. At that meeting of election, if no candidate for an office receives a majority of the Voting Members' votes on the first ballot, the candidate(s) with the fewest votes shall be eliminated and another vote taken. This process will continue until a candidate receives the support of a majority of Voting Members. The results of each round of balloting shall be publicly announced and the vote recorded in the minutes.

Amendments from the BPCRB Meeting on June 10, 2013:

Article V. Meetings, New Section 4:

Any Member of the CRB can send the Chair, or the Vice Chair in the absence of the Chair, a request to include an item on the agenda for the next regular meeting. The Chair, or the Vice Chair in the absence of the Chair, shall include all such items that are submitted no less than 14 days prior to the day of the next regular meeting.

Amendments from the BPCRB Meeting on July 8, 2013:

Article IV. Officers, Section 1:

A chair and vice chair shall be elected as described below for a term ending on the election of their successors. After serving for one year, an officer shall serve in an interim capacity until they are reelected or their successor is elected. No person shall serve ~~as an officer in the same office~~ for more than two consecutive elected terms, or for more than one elected term immediately after assuming (by succession or special election) a predecessor's office as a result of a vacancy in the office.

Amendments from the BPCRB Meeting on March 10, 2014:

Article V. Meeting, Section 1

The CRB shall meet at the BART Board of Directors Room at the Kaiser Center on the second Monday of each month at ~~4:00 p.m. 9:00 a.m. (odd months) and 4:00 p.m. (even months)~~, or at such other places, dates, or times designated by the Chair. Such meetings shall be designated regular monthly meetings. Other meetings called by the Chairperson or the Vice Chairperson and meetings scheduled for a time or place other than the regular meetings shall be designated special meetings.

Amendments from the BPCRB Meeting on September 14, 2015:

Article XI. Attendance at NACOLE Conference, Section 1

The BART Board of Directors has budgeted/allocated funds for members of the Citizen Review Board to attend the National Association for Citizen ~~Oversite~~ Oversight of Law Enforcement (NACOLE) annual conference. Full and/or partial reimbursement for CRB member expenses will be based on BART standard administrative procedures and the following guidelines.

As soon as practical after the conference registration has been announced, the CRB chairperson shall make a good faith estimate of the total reimbursable costs (including conference fees, transportation from the Bay Area to the conference, accommodations at the conference's designated hotel, or other similar hotel, and customary per diem for meals) for one member to attend the conference and then, based on the available funds (\$3,500 for FY 15/16), determine the number of members who could attend with full reimbursement and how much would be left for one member to attend with partial reimbursement.

Amendments from the BPCRB Meeting on February 12, 2018:

Article XI. Attendance at NACOLE Conference, Section 1, 2, and 3

1. As soon as practical after the conference registration has been announced, the CRB chairperson ~~shall make a good faith estimate of the total reimbursable costs (including conference fees, transportation from the Bay Area to the conference, accommodations at the conference's designated hotel, or other similar hotel, and customary per diem for meals) for one member to attend the conference and then, based on the available funds (\$3,500 for FY 15/16), determine the number of members who could attend with full reimbursement and how much would be left for one member to attend with partial reimbursement. will then poll the members to determine which members would like to attend. The chairperson shall determine the equal distribution of available funds (\$3,500 for FY 15/16) for any and all members who express interest and register for the conference.~~
2. ~~The chairperson shall inform the members of the number who could attend and the level of reimbursement. The chairperson will then poll the members to determine which members would like to attend. The budgeted/allocated funds shall be used for reimbursement costs associated with conference attendance (including conference fees, transportation from the Bay Area to the conference, accommodations at the conference's designated hotel, or other similar hotel, and customary per diem for meals).~~
3. ~~If there is insufficient funding for all interested members, attendance will be determined as follows:
 - a. ~~Those who have never attended with district cost reimbursement will be given first category priority.~~
 - b. ~~Those who have previously attended one time with partial district cost reimbursement will be given second category priority.~~~~

- ~~c. Those who have previously attended one time with full district cost reimbursement will be given third category priority.~~
- ~~d. Those who have attended more than one time with district cost reimbursement will be placed in subsequent category priority groups based on the number of times they have attended with similar cost reimbursement.~~
- ~~e. If there is insufficient funding for all interested members within a category to attend, the chairperson shall draw names by lots from each category and in priority order until the available full and partially funded attendees have been selected.~~
- ~~f. Members who are not selected using this process may attend the conference at their own expense.~~



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>[Signature]</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 8/30/2019		BOARD INITIATED ITEM: No		
Originator/Prepared by: Mag Tatum Dept: District Secretary Signature/Date: <i>8-30-19</i>	General Counsel <i>[Signature]</i> 9/3/19	Controller/Treasurer <i>[Signature]</i> 9/3/19 []	District Secretary <i>[Signature]</i> 9-3-19 []	BARC <i>[Signature]</i> 9/3/19 []
Status: Routed		Date Created: 8/30/2019		

Transit Security Advisory Committee (TSAC) Bylaws

PURPOSE:

To request Board approval of the amendments to the Transit Security Advisory Committee Bylaws.

BACKGROUND:

The BART Board approved the creation of the Transit Security Advisory Committee (TSAC) in October 2012 to implement AB 716 (Dickinson), which created a pilot program allowing BART to issue prohibition orders. In 2017, the BART Police Department was granted permanent legislative authority through AB 730 (Quirk) to issue prohibition orders to persons cited or arrested for certain offenses. The overall purpose of the prohibition order program is to better protect riders and BART employees by reducing passenger misconduct and disruptions in the BART system. As mandated by law, the TSAC was created to monitor the number of citations and exclusions issued by BART and oversee the training of transit personnel. Board-appointed members of the TSAC are professionals in the areas of mental health, homelessness, public safety, disability rights and youth advocacy.

DISCUSSION:

The TSAC has discussed revisions to Bylaws at various meeting since 2012. Most recently, TSAC has recommended revisions of Article III, Members, for appointments of alternates designated by the TSAC Chairperson. The TSAC accepted this revision at its June 25, 2019, meeting. The most current iteration of the Bylaws is attached, including the proposed amendment (Attachment No. 1).

FISCAL IMPACT:

None.

ALTERNATIVES:

To further amend the Bylaws or to not adopt the Bylaws as presented.

RECOMMENDATION:

On the behalf of Transit Security Advisory Committee, it is recommended that the Board adopt the following motion.

MOTION:

The Board of Directors approve the amended Transit Security Advisory Committee Bylaws.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

AB 716 Advisory Committee Bylaws

ARTICLE I - NAME

The name of this committee shall be TRANSIT SECURITY ADVISORY COMMITTEE, "TSAC".

ARTICLE II — OBJECT

This committee shall serve to provide recommendations to the BART Board of Directors and BART staff. The purpose of the committee is to evaluate the procedures for and issuance of prohibition orders and recommends a course of training for personnel charged with issuance and enforcement of prohibition orders.

Specifically, in accordance with Section 99171 of the Public Utilities Code, the TSAC shall:

1. Provide recommendations, in consultation with the County Mental Health Director, regarding the type and extent of training that should be undertaken by individuals with responsibility for issuance and enforcement of prohibition orders, with an emphasis on training designed to assist in identifying and interacting with persons who are homeless or who have psychiatric, developmental, or other disabilities;
2. Identify, in consultation with the County Mental Health Director, services and programs to which persons who are homeless or who have psychiatric, developmental, or other disabilities maybe referred by transit district personnel prior to or in conjunction with issuance of a prohibition order;
3. Monitor the issuance of prohibition orders to assist BART in ensuring compliance with Section 51 of the Civil Code; and
4. Provide BART's Board of Directors and the California State Legislature with an annual report summarizing the number of prohibition orders issued by BART during the preceding year, including, but not limited to, the types and numbers of citations by category, and the number of exclusion orders appealed, the appeals granted, the reasons granted, and other relevant information directly related to those orders.

ARTICLE III — MEMBERS

Section 1. Maximum Membership

The membership of this Committee shall be composed of no less than five (5) and no greater than seven (7) representatives. Each member shall be appointed by the BART BOARD of

DIRECTORS. Alternates: two alternates shall be appointed by the BART Board with no more than one alternate per category. All alternates are strongly encouraged to attend all meetings. Alternates are not eligible to vote unless filling in for an appointed member that is absent. An alternate is designated by the Chairperson. Staff will notify alternate that attendance will be needed for the next meeting.

Section 2. Membership Representation

Representation will be composed of the following categories:

- A. Mental Health Representative: At least one (1) member with experience working with individuals with psychiatric, developmental, or other disabilities.
- B. Youth Advocates Representative: At least one (1) member with experience as a youth advocate within the region of the BART system.
- C. Law Enforcement: At least one (1) member with experience as a sworn peace officer within the region of the BART system.

At-Large Representatives: There shall be three (3) or four (4) at-large Representatives, preferably users of the BART system.

Section 3. Composition of Committee

Other than Mental Health Representative, the Youth Advocates Representative, and the Law Enforcement Representative, which are mandated by Section 99172 of the Public Utilities Code, no group shall be entitled to representation on the TSAC.

Section 4. Resignations

Any member may resign by filing a written or verbal resignation with staff, chair or the BART Board of Directors.

Section 5. Term of Membership

The term of each member shall be two (2) years. Terms shall begin on January 1, 2013 and end on December 31, 2014 unless Section 99172 is amended to apply to BART beyond the January 1, 2015 sunset date. Members may be considered for re-appointment if the Section 99172 of the Public Utilities Code is so amended.

Section 6. Removal of Members

BART's Board of Directors may remove any member of the TSAC with or without cause.

Section 7. Appointment of Vacancies

In the event of a vacancy, the BART Board of Directors shall appoint a replacement member to fill the term of the vacancy.

ARTICLE IV — OFFICERS

Section 1, Officers and Duties

The officers of the TSAC shall be a Chair and a Vice Chair, These officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the TSAC. The officers may serve as liaisons to the BART Board of Directors.

- A. Chair. The TSAC shall elect from its membership a Chair who shall preside at all meetings of the TSAC. The Chair or his designee shall act as the preliminary spokesperson for the TSAC and will perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the TSAC.
- B. Vice Chair, The Committee shall elect from its membership a Vice Chair who, in the absence or inability of the Chair to serve, shall have all of the powers of the Chair and shall perform all of those duties. The Vice Chair will perform such other duties from time to time as may be requested by the Chair.

Section 2. Nomination Procedure

At the first regular Committee meeting, a Chair and a Vice Chair shall be selected. It shall be the duty of this Committee to nominate candidates who are members of the TSAC for the officers of Chair and Vice Chair.

Section 3. Election of Officers

The Chair and Vice Chair shall be elected by majority vote to serve for one (1) year. Those elected may serve beyond one (1) year if successors have not been elected. The election shall occur at the first meeting of the calendar year.

The Chair and Vice Chair can be removed from office upon a vote of two-thirds of the TSAC.

ARTICLE V -MEETINGS

Section 1. Committee Meetings

Regular meetings will be held as frequently as necessary to achieve the objectives set forth in

Transit Security Advisory Committee Board Bylaws. Originally adopted: 10/11/12. Amended: 6/25/19; **Proposed 9/12/19 Board of Directors meeting.**

Section II above, but in no event shall the committee hold less than 4 regular meetings in a calendar year. Notice of the times and locations of the meetings will be set by the BART staff liaison at least 72 hours prior to the meeting.

Section 2. Special Meetings

Special meetings may be called at any time by the Chair or by a majority of the TSAC members. BART staff will provide written notice required for all special meetings, with such notice may be discussed by the Committee at a special meeting.

Section 3. Meetings Open to the Public

All regular and special meetings of the TSAC shall be conducted in accordance with the requirements of the Ralph M. Brown Act (Government Code 54950 et seq.). Meeting agendas shall be posted by BART staff in a public place and distributed to all members at least 72 hours before the meeting for regular meetings and 24 hours before the meeting for special meetings.

Section 4. Quorum

A majority of the members then appointed to the TSAC shall constitute a quorum for the purposes of conducting business.

Section 5. Voting

Each member of the TSAC has a single vote.

Section 6. Actions

All actions of the TSAC shall be by motion passed by a majority of the members present and voting.

Section 7. Adjournment

The TSAC may adjourn any meeting to a time and place specified in the motion of adjournment, but not beyond the next regular meeting, if any.

ARTICLE VIII -LIAISON WITH BART

There shall be an ongoing liaison between BART staff and the TSAC. The BART General Manager shall designate a BART staff person to serve as liaison. The staff liaison shall prepare meeting notices, agendas, and minutes as required. BART staff shall provide information, technical assistance, and facilitation assistance during all TSAC meetings. The BART staff liaison shall serve as the custodian of records.

ARTICLE IX - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of order Newly Revised shall govern the TSAC in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the TSAC may adopt.

ARTICLE X - AMENDMENT OF BYLAWS

These bylaws may be amended or repealed at any time by majority vote of the BART Board of Directors after consultation with or by recommendation of the TSAC committee.

ARTICLE XI — TERM OF COUNCIL

The TSAC shall remain in existence until discharged by action of the BART Board of Directors or the sunset of Section 99172 of the Public Utilities Code.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

MEMORANDUM

TO: Board of Directors

DATE: September 6, 2019

FROM: District Secretary

SUBJECT: 2019 Organization of Committees and Special Appointments Revision

Board Rule 3-3.2 requires the ratification by a majority vote of all members of the Board any appointment of any Committee member by the Board President. The Rule includes a provision that such appointments shall be submitted directly to the Board.

In accordance with Board Rule 3-3.2, President Dufty is bringing a revision to the 2019 Organization of Committees and Special Appointments before the Board of Directors for ratification at the Regular Board Meeting on September 12, 2019.

The proposed changes are:

- Removal of the Inspector General Ad Hoc Committee and the General Manager Recruitment Ad Hoc Committee, as both of these committees have completed their work
- Revision to the Capitol Corridor Joint Powers Board appointments
- Update to Oversight Board to Successor Agency of San Francisco Development Agency to reflect current status of vacant

The draft revised 2019 Organization of Committees and Special Appointments is attached.

Should you have any questions about the revisions, please contact President Dufty or me at your convenience.

Thank you.


Patricia K. Williams

cc: Board Appointed Officers
Executive Staff

MOTION:

That the Board of Directors ratifies the proposed revisions to the 2019 Organization of Committees and Special Appointments.

**SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
ORGANIZATION OF COMMITTEES AND SPECIAL APPOINTMENTS**

STANDING COMMITTEES

ADMINISTRATION**

Lateefah Simon, Chairperson
Debora Allen, Vice Chairperson
Rebecca Saltzman

ENGINEERING AND OPERATIONS**

Mark Foley, Chairperson
John McPartland, Vice Chairperson
Janice Li

PLANNING, PUBLIC AFFAIRS, ACCESS AND LEGISLATION**

Robert Raburn, Chairperson
Rebecca Saltzman, Vice Chairperson
Liz Ames

SPECIAL COMMITTEES

LABOR NEGOTIATIONS REVIEW SPECIAL COMMITTEE**

Bevan Dufty, Chairperson Rebecca Saltzman, Vice Chairperson Mark Foley

PERSONNEL REVIEW SPECIAL COMMITTEE**

Bevan Dufty, Chairperson John McPartland, Vice Chairperson Lateefah Simon

SANTA CLARA VALLEY TRANSPORTATION AUTHORITY PARTNERSHIP SPECIAL COMMITTEE**

Bevan Dufty Liz Ames John McPartland Robert Raburn

SPECIAL APPOINTMENTS – LIAISON

CONTRA COSTA TRANSPORTATION AUTHORITY LIAISON**

Debora Allen, Primary Mark Foley, Alternate

PARATRANSIT SERVICE REVIEW ADVISORY COMMITTEES LIAISON

Robert Raburn Debora Allen

SAN FRANCISCO TRANSPORTATION AUTHORITY LIAISON**

Janice Li, Primary Bevan Dufty, Alternate

** Brown Act Committee, subject to public meeting requirements.

NOTE: BART Directors discharging liaison functions do not serve as members of either a committee of BART or the other organization, nor as members of a joint committee. Any action on behalf of BART must be taken by the full Board.

**SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
ORGANIZATION OF COMMITTEES AND SPECIAL APPOINTMENTS**

SPECIAL APPOINTMENTS – EXTERNAL

ALAMEDA COUNTY TRANSPORTATION COMMISSION **

Rebecca Saltzman, Primary John McPartland, Alternate

ALTERNATE REPRESENTATIVE TO THE AMERICAN PUBLIC TRANSPORTATION ASSOCIATION BOARD OF DIRECTORS

Robert Raburn

BART AND AC TRANSIT COORDINATING COMMITTEE **

Robert Raburn (Co-Chair) Rebecca Saltzman Lateefah Simon

CAPITOL CORRIDOR JOINT POWERS BOARD***

Debora Allen, Contra Costa County Robert Raburn, Alameda County
Bevan Dufty, San Francisco County Rebecca Saltzman, Contra Costa County
Janice Li, San Francisco County John McPartland, Alameda County

DIRIDON STATION AREA JOINT POLICY ADVISORY BOARD (City of San Jose)***

Robert Raburn

OVERSIGHT BOARD TO SUCCESSOR AGENCY OF SAN FRANCISCO REDEVELOPMENT AGENCY***

Vacant

PLEASANT HILL BART STATION LEASING AUTHORITY BOARD OF DIRECTORS***

Debora Allen Mark Foley

SOUTH HAYWARD BART STATION ACCESS AUTHORITY**

Liz Ames John McPartland Robert Raburn, Alternate

TRI-VALLEY – SAN JOAQUIN REGIONAL RAIL AUTHORITY***

John McPartland

WEST CONTRA COSTA TRANSPORTATION ADVISORY COMMITTEE (WCCTAC)**

Lateefah Simon, Primary Mark Foley, Alternate

** Brown Act Committee, subject to public meeting requirements.

*** Brown Act Board, subject to public meeting requirements.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>Rbt M. Powers</i>		GENERAL MANAGER ACTION REQ'D: Approve and Forward to Board		
DATE: 8/30/2019		BOARD INITIATED ITEM: No		
Originator/Prepared by: Sean Brooks Dept: Systems Development	General Counsel	Controller/Treasurer	District Secretary	BARC
Signature/Date: <i>Sean Brooks 9/4/19</i>	<i>[Signature]</i> 9/4/19 []	<i>[Signature]</i> 9/4/19 []	[]	<i>[Signature]</i> 9/4/19 []
Status: Routed		Date Created: 8/30/2019		

Purchase of Office Building at 2150 Webster Street (Oakland) for BART Headquarters

PURPOSE:

To authorize the General Manager or his designee to enter into a Purchase and Sale Agreement ("PSA") with W/L 2150 Webster Holdings VIII, L.P. (Lane Partners and Walton Street Capital) for the purchase of 2150 Webster Street, Oakland, CA, and to direct the Controller/Treasurer to set aside \$85,000,000 for use in connection with the planning, design and construction of tenant improvements at the office building at 2150 Webster Street, Oakland, CA 94612.

DISCUSSION:

In June 2003, in order to consolidate BART's office space, the BART Board authorized the General Manager to execute a long-term lease at 300 Lakeside Drive, Oakland (LKS). BART is currently leasing 369,587 rentable square feet (RSF) of office space consisting of 14 floors at LKS. Approximately 1,100 BART employees and contractors are housed at this location. BART also leases connected space for the conduct of BART Board meetings.

BART's current blended base rent for LKS is approximately \$34 per square foot (sf), plus operating expenses (including but not limited to services such as: security, janitorial, building maintenance, a parking garage, and property management services) of approximately \$6/sf, for a total of approximately \$40/sf. BART's current LKS lease will expire on July 18, 2021. BART has the option to extend the lease for two additional 5-year periods, at 90% of fair

market value or approximately \$62-64/sf. This expected 60% increase in LKS rental costs is due to current market conditions in the Bay Area and continuing tenant demand in Downtown Oakland.

A Real Estate Committee, comprised of BART employees from External Affairs, Finance, Human Resources, Information Technology, Maintenance & Engineering, Operations, Planning, Development, & Construction, & Treasury was formed to evaluate options for either lease or purchase of space for BART's Headquarters after the termination of the existing lease. The Commercial Real Estate Brokerage Firm of Jones Lang LaSalle, Inc. ("JLL") has been engaged since April 2018 to assist BART in conducting a Workplace Strategy, comprehensive market search and analysis of existing office space.

BART conducted the following real estate activities:

- Workplace Strategy Study (April – November 2018) – This work included Executive Visioning Session and tours of modern workplace models, a workplace utilization study, online experience survey of managers, leadership interviews and employee focus groups to inform the optimal future space for BART's workplace.
- Corporate Headquarter Office Space RFP Solicitation & Real Estate Negotiations (December 2018 – September 2019)

The main criteria used in the search for office space to achieve the BART workplace of the future was:

- Secure lowest long-term occupancy costs
- Position BART to continue to compete for Bay Area talent, and implement a new "workplace of the future" model to enhance employee recruitment, retention and collaboration
- Seek approximately 250,000 square feet of office space (33% reduction in current square footage)
- Identify a regionally centralized location in the Oakland area, with close proximity to BART operations and a BART station
- Encourage reverse commute and not impact peak Transbay tube trips,
- Increase efficiency of the BART Headquarters footprint, and
- Accommodate a BART Board Room.

BART initially received five (5) proposals (including 2 proposals for new developments on BART-owned land at Lake Merritt and West Oakland land). After evaluating each proposal, the proposals for new developments on BART land were eliminated due to the feasibility and risk associated with delivering space by July 2021. Negotiations continued with the

remaining three (3) options under consideration.

	<u>2150 Webster</u>	<u>300 Lakeside Dr</u>	<u>601 12th Street</u>
Landlord/Owner	Lane Partner & Walton Street	Swig Company & Rockpoint Group	Shorenstein & Met Life
Notes	Relocate to fully renovated building, either in lease or purchase scenario	Relocate to lower floors in the building to reduce BART footprint	Relocate to floors 2-11 in new building near 12 th Street BART station
Delivery Timing	Immediately	Immediately	Immediately
Premises Size	244,249 RSF	255,516 RSF	264,418 RSF
Board Room Location	Within Premises on the 1 st Floor	Within Premises on the 2 nd Floor	Within Premises on the 2 nd Floor.
Parking	11 stalls	0.7 stalls per 1,000 RSF leased	0.7 stall for 1,000 RSF leased split equally between the building garage and adjacent garage
Bike Parking	50-100 exclusive bike stalls	50 exclusive bike stalls	68 non-exclusive bike stalls
Net Present Value @ 5%	\$259,552,793	\$373,044,806	\$430,797,812

Purchasing 2150 Webster provides the lowest cost option over time. In addition, BART would own the building after the debt service period expires. Under the other options, BART would still be responsible for continued lease payments.

After touring several properties in the Oakland area and evaluating the financial impacts of these alternatives, the Real Estate Committee recommended the purchase of 2150 Webster Street, Oakland due to the following factors:

- Lowest long-term occupancy cost through purchase option
- Mitigates future market risk
- Single tenant occupancy
- Allows BART the ability to control security and branding
- Fully renovated building with new systems and lobby
- Implement new workplace of the future model to enhance recruitment, retention, and collaboration.
- Achieved LEED-Silver (Existing Building).

FISCAL IMPACT:

The District plans to issue sales tax revenue bonds to finance the building purchase and tenant build out costs not to exceed \$227,000,000; subject to Board Approval.

Proposed Cost Allocation		
FY 20	Purchase Price	\$140,000,000
FY 20	Closing Costs	\$2,000,000
FY 20 & FY 21	Buildout Costs	\$85,000,000
	Total	\$227,000,000

Buildout of 2150 Webster Street to achieve the objectives of the workplace of the future is not to exceed \$85,000,000. The objectives of the workplace of the future include making the office space more efficient, reducing the amount of on-site storage, utilizing more productive, and seamless technology throughout the building, encouraging collaboration, and creating a work place that positions BART to continue to be competitive for talent. Procurement of services for the planning, design and construction of these tenant improvements will be conducted consistent with District procurement policies and applicable state statutes.

Staff is in the process of exploring options to lease parking space for BART-owned vehicles in parking lot(s) within close proximity to the proposed new headquarters site.

ALTERNATIVES:

Alternatives evaluated were:

- 300 Lakeside Drive
- 601 12th Street

While the options above met BART's requirements for space (+/- 250,000/sf), delivery deadline (Summer 2021), and proximity to central BART operations, upon evaluation of the financial term sheets, 2150 Webster provided the lowest long-term occupancy cost to BART.

RECOMMENDATION:

Adopt the following Motions:

MOTIONS:

- The General Manger or his designee is authorized to execute a Purchase and Sale Agreement with W/L 2150 Webster Holdings VIII, L.P. (Lane Partners and Walton Street Capital) to purchase an office building at 2150 Webster Street, Oakland CA 94612 for a total amount not to exceed \$142,000,000 (including closing costs).
- The General Manager or his designee is authorized to execute any and all agreements and other documents in order to effectuate the preceding motion.
- The Controller/Treasurer or her designee is directed to set aside \$85,000,000 for use in connection with the planning, design and construction of tenant improvements at the office building at 2150 Webster Street, Oakland, CA.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>Robert M. Paine</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 8/26/2019		BOARD INITIATED ITEM: Yes		
Originator/Prepared by: Michaela Morales Dept: Finance <i>Signature/Date: 9-4-19</i> <i>Michaela Morales</i>	General Counsel <i>MB 9/4/19</i>	Controller/Treasurer <i>9/4/19</i>	District Secretary	BARC <i>9/4/19</i>

AUTHORIZE THE ISSUANCE AND THE SALE OF THE DISTRICT'S SALES TAX REVENUE BONDS, SERIES 2019

PURPOSE:

To request Board adoption of a resolution, which authorizes the issuance and sale of not to exceed \$230 million in Sales Tax Revenue Bonds, Series 2019 and if sufficient savings can be achieved, which authorizes the issuance of an additional series of taxable refunding bonds (the Refunding Bonds) in the principal amount not to exceed \$85 million to refund a portion of the outstanding Series 2012 A Bonds. Furthermore, to seek Board authorization for the Controller-Treasurer to (1) enter into a Bond Purchase Agreement with the underwriting syndicate led by Barclays Capital Inc. to provide the District with underwriting services in the issuance of the Bonds and (2) to implement the preparation, execution and delivery of the necessary documents including the preliminary Official Statement, the Official Statement, Fifth Supplemental Indenture, Bond Purchase Agreement, Continuing Disclosure Agreement, Escrow Agreement and related agreements, if any, in connection with the issuance of the Bonds.

DISCUSSION:

In 2019, the District intends to issue Sales Tax Revenue Bonds in one or more Series to provide funds to refund a portion of the outstanding Series 2012 A Bonds in order to achieve debt service savings and/or to restructure existing debt service, and to provide funds for the acquisition, construction, renovation, improvement and/or equipping of facilities which shall serve as the District's new headquarters.

The District continually evaluates the municipal bond market for opportunities to achieve debt service savings. The District advertised the RFP for underwriting services to the members of the District's Underwriting Pool on August 5, 2019 and received 12 proposals

on August 16, 2019. The Selection Committee performed a technical evaluation of the proposals. The Selection Committee ranked these proposals and recommended Barclays Capital Inc. as Senior Manager, J.P. Morgan Securities LLC as Co-Senior Manager, and Citigroup Global Markets, Inc, Siebert Cisneros Shank & Co., LLC and Fidelity Capital Markets as Co-Managers. Underwriting compensation will not exceed three-tenths of one percent of the principal amount of the bonds issued.

The proposed resolution will authorize the Controller-Treasurer to negotiate the structure, financing, and cost of issuance of the Bonds. In addition, the resolutions will authorize the preparation, execution, and delivery of the necessary documents including the preliminary Official Statement, the Official Statement, Fifth Supplemental Indenture, Bond Purchase Agreement, Continuing Disclosure Agreement, Escrow Agreement and related agreements, and payment to cover the costs of issuance including rating agencies costs and expenses in connection with issuance of the Sales Tax Revenue Bonds, Series 2019.

FISCAL IMPACT:

All fees for the Sales Tax Revenue Bonds, Series 2019 shall be paid out of bond sale proceeds, therefore, no direct costs will be paid by the District. If no bonds are issued, no expense will be incurred. Interest and principal debt service on the bonds will be paid in accordance with the provisions of the Fifth Supplemental Indenture from sales tax proceeds via allocation from the District's annual adopted operating budget.

ALTERNATIVES:

The District may elect not to issue the Sales Tax Revenue Bonds, Series 2019 at this time, which would mean that we could not have bond proceeds to fund the acquisition and improvement of the new BART Headquarters Building and the District would not realize debt service savings with respect to bonds currently outstanding.

RECOMMENDATION:

To authorize the Controller-Treasurer to negotiate the structure, financing, and cost of issuance for the Sales Tax Revenue Bonds, Series 2019 and execute and deliver all documents necessary for their issuance.

MOTION:

The Board adopts the attached resolution, incorporated herein as if set forth in full, authorizing the issuance and sale of Sales Tax Revenue Bonds, Series 2019, in an amount not to exceed \$230 million for the Building Project and not to exceed \$85 million for refunding purposes and authorizing the preparation, execution and delivery of agreements and documents in connection therewith.

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE
SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT**

Resolution No.

RESOLUTION OF THE SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT AUTHORIZING AND APPROVING THE ISSUANCE OF SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT SALES TAX REVENUE BONDS IN THE AMOUNT OF NOT TO EXCEED \$230 MILLION FOR FUNDING PROJECTS AND NOT TO EXCEED \$85 MILLION IN REFUNDING BONDS; AUTHORIZING THE EXECUTION AND DELIVERY OF A FIFTH SUPPLEMENTAL INDENTURE PURSUANT TO WHICH SUCH BONDS ARE TO BE ISSUED AND A BOND PURCHASE AGREEMENT PURSUANT TO WHICH SUCH BONDS ARE TO BE SOLD; APPROVING AN OFFICIAL STATEMENT RELATING TO SUCH BONDS; AUTHORIZING EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION WITH THE ISSUANCE, SALE AND SECURITY OF SUCH BONDS, INCLUDING A CONTINUING DISCLOSURE AGREEMENT AND AN ESCROW AGREEMENT; DELEGATING TO THE CONTROLLER/TREASURER OF THE DISTRICT POWER TO DETERMINE FINAL TERMS OF SUCH BONDS AND TO COMPLETE SAID DOCUMENTS; AND AUTHORIZING CERTAIN OTHER MATTERS RELATING THERETO.

WHEREAS, the District has heretofore issued its sales tax revenue bonds (together with other bonds issued on a parity therewith, the “Bonds”) under and pursuant to an Indenture, dated as of September 1, 2012, as supplemented and amended by the First Supplemental Indenture, dated as of September 1, 2012, the Second Supplemental Indenture, dated as of October 1, 2015, the Third Supplemental Indenture, dated as of August 1, 2016 and the Fourth Supplemental Indenture, dated as of December 1, 2017 (hereinafter collectively referred to as the “2012 Indenture”), between the District and U.S. Bank National Association, as trustee (the “Trustee”);

WHEREAS, the following Bonds are outstanding in the following amounts:

Series	Issuance Date	Original Principal Amount	Outstanding Principal Amount
2012A	October 4, 2012	\$130,475,000	\$83,940,000
2012B	October 4, 2012	111,085,000	8,335,000
2015A	October 8, 2015	186,640,000	132,435,000
2016A	August 3, 2016	83,800,000	80,665,000
2017A	December 28, 2017	118,260,000	118,260,000
2017B	December 28, 2017	67,245,000	57,845,000

WHEREAS, the District desires to issue additional San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds in one or more Series (the "Series 2019 Bonds") to provide funds for the acquisition, construction, renovation, improvement and equipping of facilities which shall serve as the District's new headquarters (the "Building Project") and to refund a portion of the outstanding Series 2012 Bonds, as shall be determined appropriate by the Controller/Treasurer of the District (the "Controller/Treasurer") in order to achieve debt service savings and/or to restructure existing debt service (the "Refunding");

WHEREAS, the Series 2019 Bonds are to be issued on a parity with the outstanding Bonds under and pursuant to the 2012 Indenture, as it may be amended and supplemented pursuant to its terms, including as amended and supplemented by a Fifth Supplemental Indenture thereto (collectively, as so supplemented and amended, the "Indenture"), which is proposed to be entered by the District and the Trustee;

WHEREAS, Sperry Capital Inc. serves as municipal advisor (the "Municipal Advisor") to the District and will serve in such capacity in connection with the issuance of the Series 2019 Bonds authorized hereby;

WHEREAS, there has been prepared and presented to this meeting a proposed form of Fifth Supplemental Indenture pursuant to which the Series 2019 Bonds shall be issued (such Fifth Supplemental Indenture, in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being hereinafter referred to as the "Fifth Supplemental Indenture");

WHEREAS, this Board deems it necessary and desirable to sell the Series 2019 Bonds by negotiated sale to the underwriters designated by the Controller/Treasurer from the District's Underwriters Pool in order to provide flexibility in the timing of the sale of the Series 2019 Bonds and to achieve a more desirable debt structure and an overall lower cost of borrowing;

WHEREAS, Barclays Capital, Inc., acting on behalf of itself and as representative of J.P. Morgan Securities LLC, Citigroup Global Markets Inc., Siebert Cisneros Shank & Co., L.L.C. and Fidelity Capital Markets (hereinafter collectively referred to as the "Underwriters"), has submitted a proposed contract to purchase the Series 2019 Bonds (such purchase contract in the form presented to this meeting, with such changes, insertions and omissions as are made pursuant to this Resolution, being hereinafter referred to as the "Bond Purchase Agreement");

WHEREAS, in accordance with Section 5852.1 of the Government Code of the State of California, the Board has been presented at this meeting with good faith estimates from the Municipal Advisor and the Underwriters of the information required by such section, including the true interest cost of the Series 2019 Bonds, the amount of all fees expected to be paid with respect to and the total debt service payments on the Series 2019 Bonds, as set forth in Appendix A hereto;

WHEREAS, there has been prepared and submitted to this meeting a proposed form of Official Statement in preliminary form (the "Preliminary Official Statement") to be used in connection with the offering and sale of the Series 2019 Bonds;

WHEREAS, in order to assist the Underwriters in complying with Securities and Exchange Commission Rule 15(c)2-12(b)(5), there has been prepared and submitted to this meeting a proposed form of Continuing Disclosure Agreement (such Continuing Disclosure Agreement, in the form presented to this meeting, with such changes, omissions and insertions as are made pursuant to this Resolution, being hereinafter referred to as the “Continuing Disclosure Agreement”), which is proposed to be entered into by the District and U.S. Bank National Association, as dissemination agent;

WHEREAS, the District hereby determines that the projects financed by the outstanding Bonds and the use of the proceeds of the Series 2019 Bonds to refinance such projects will assist BART in providing mass transit services which services are electrically powered and thus reduce the amount of carbon dioxide that would otherwise be released if BART riders used automobiles and as such the Series 2019 Bonds for the Refunding should be considered “Green Bonds” under publicly considered Green Bond Principles and the Climate Bonds Standard Board will be requested to approve the labeling of the Series 2019 Bonds for the Refunding as “Climate Bond Certified” based on conforming to the Climate Bonds – Low Carbon Land Transport Standard;

WHEREAS, in order to provide for the refunding of a portion of the outstanding Bonds, there has been prepared and submitted to this meeting a proposed form of Escrow Agreement (such Escrow Agreement, in the form presented to this meeting, with such changes, omissions and insertions as are made pursuant to this Resolution, being hereinafter referred to as the “Escrow Agreement”), which is proposed to be entered into by the District and the escrow bank to be designated therein;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the San Francisco Bay Area Rapid Transit District as follows:

Section 1. The foregoing recitals are true and correct and the issuance by the District of San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds, Series 2019 payable on a parity with the Bonds, in an aggregate principal amount not to exceed \$230 million for the Building Project and not to exceed \$85 million for the Refunding as shall be determined appropriate by the Controller/Treasurer in order to achieve present value debt service savings of not less than ten percent of the principal amount of the Bonds refunded and to restructure existing debt service and to pay costs of issuance of the Series 2019 Bonds is hereby approved. The Controller/Treasurer is hereby authorized and directed to determine the principal amount, series designations, interest rate or rates (not to exceed five percent (5%) per annum), maturity dates (not to exceed thirty years), redemption provisions and other terms of the Series 2019 Bonds to be issued, including determining whether such Series 2019 Bonds shall be issued as taxable or tax-exempt bonds (subject to the limitations hereinafter specified) and to specify said terms in the Fifth Supplemental Indenture.

Section 2. The Fifth Supplemental Indenture in the form presented to this meeting is hereby approved. The Controller/Treasurer is hereby authorized and directed to execute and deliver the Fifth Supplemental Indenture in substantially the form presented to this meeting with such changes, insertions and omissions as may be approved by such officer, said execution being conclusive evidence of such approval; and the District Secretary is hereby authorized to attest to such signature. The proceeds of the Series 2019 Bonds (after payment of the costs of issuance

thereof) will be applied to provide funds for the purposes hereinabove described. The maximum term of the Series 2019 Bonds shall not exceed thirty years. The maximum rate of interest to be payable on the Series 2019 Bonds shall not exceed five percent (5.00%) per annum. The combined true interest cost for the Series 2019 Bonds shall not exceed 4.50 percent (4.50%). Optional redemption of the Series 2019 Bonds shall be provided for at not later than July 1, 2029; provided, however, that the Controller/Treasurer is hereby authorized to cause all or any portion of the Series 2019 Bonds to be issued as noncallable bonds. The net present value of the debt service savings with respect to the Series 2019 Bonds for the Refunding shall be at least ten percent (10%) of the aggregate principal amount of the Bonds being refunded. The Series 2019 Bonds shall be signed by the manual or facsimile signature of the President of the Board of Directors of the District and countersigned by the manual or facsimile signature of the Secretary of the District, and the manual or facsimile seal of the District shall be affixed to the Series 2019 Bonds. The Series 2019 Bonds shall be authenticated by a manual signature of a duly authorized officer of the Trustee. The interest payment dates, denominations, forms, manner of execution, terms of redemption and other terms of the Series 2019 Bonds shall be as provided in the Fifth Supplemental Indenture as finally executed.

Section 3. The sale of the Series 2019 Bonds to the Underwriters on the terms and conditions contained in the Bond Purchase Agreement is hereby approved and authorized. The Bond Purchase Agreement in the form presented to this meeting is hereby approved. The Controller/Treasurer is hereby authorized and directed to execute and deliver the Bond Purchase Agreement in substantially the form presented to this meeting with such changes, insertions and omissions as may be approved by such officer, said execution being conclusive evidence of such approval. The maximum underwriting discount on the sale of the Series 2019 Bonds (exclusive of original issue discount) shall not be greater than three tenths percent (.30%) of the principal amount of the Series 2019 Bonds. The proceeds shall be applied upon the delivery of the Series 2019 Bonds to the costs of issuance of the Series 2019 Bonds, the costs of the acquisition, construction, renovation, installation and/or equipping of the project to be financed by the proceeds of the Series 2019 Bonds, and the defeasance of the portion of the Bonds being refunded, as required by the terms of the Indenture and Escrow Agreement as finally executed. The costs of issuance of the Series 2019 Bonds excluding the underwriting discount, shall not be greater than one-half of one percent (.50%) of the principal amount of the Series 2019 Bonds.

Section 4. The Preliminary Official Statement in the form presented to this meeting is hereby approved and the distribution of the Preliminary Official Statement, in connection with the offering and sale of the Series 2019 Bonds, with such changes, omissions and insertions as shall be approved by the Controller/Treasurer, including appropriate disclosure on the Green Bond status of the Series 2019 Bonds, is hereby authorized and approved. The Controller/Treasurer is hereby authorized to review the Preliminary Official Statement and to certify on behalf of the District that the Preliminary Official Statement is "deemed final" as of its date, except for certain terms and pricing information permitted to be omitted therefrom pursuant to Securities and Exchange Commission Rule 15c2-12. The Controller/Treasurer is authorized to deliver such certification to the Underwriters.

The Controller/Treasurer is hereby authorized and directed to prepare a final version of the Official Statement (such final version of the Official Statement, in the form of the Preliminary Official Statement, with such changes, insertions and omissions as shall be approved

by the Controller/Treasurer, being hereinafter referred to as the “Official Statement”) and to execute the Official Statement and any amendment or supplement thereto, in the name of and on behalf of the District, and cause the Official Statement and any such amendment or supplement to be delivered to the Underwriters and distributed in connection with the offering and sale of the Series 2019 Bonds.

Section 5. The Continuing Disclosure Agreement in the form presented to this meeting is hereby approved. The Controller/Treasurer is hereby authorized and directed to execute and deliver a Continuing Disclosure Agreement in substantially the form presented to this meeting, with such changes, insertions and omissions as may be approved by such officer, said execution being conclusive evidence of such approval.

Section 6. The Escrow Agreement in the form presented to this meeting is hereby approved. The Controller/Treasurer is hereby authorized and directed to execute and deliver one or more escrow agreements in substantially the form presented to this meeting, with such changes, insertions and omissions as may be approved by such officer, said execution being conclusive evidence of such approval.

Section 7. The Controller/Treasurer is hereby authorized and directed to take such actions as are necessary or convenient in connection with the Refunding and the investment of funds deposited in the escrow funds established pursuant to the Escrow Agreement, including engagement of a verification agent and bidding agent, seeking bids for escrow securities and, if applicable, authorizing U.S. Bank National Association, in its capacity as trustee or escrow agent, the Underwriters, or the Municipal Advisor, to file such applications and other documents on behalf of the District as may be required to order and obtain U.S. Treasury Obligations – State and Local Government Series or other government securities to be purchased with proceeds of the Series 2019 Bonds and deposited in the escrow fund.

Section 8. The Controller/Treasurer is hereby authorized to enter into or to instruct the Trustee to enter into one or more investment agreements, float contracts, swaps or other hedging products (hereinafter collectively referred to as the “Investment Agreement”) providing for the investment of moneys in any of the funds and accounts created under the Indenture or the Escrow Agreement, on such terms as the Controller/Treasurer shall deem appropriate. Pursuant to Section 5922 of the California Government Code, the Board of Directors of the District hereby finds and determines that the Investment Agreement will reduce the amount and duration of interest rate risk with respect to amounts invested pursuant to the Investment Agreement and is designed to reduce the amount or duration of payment, rate, spread or similar risk or result in a lower cost of borrowing when used in combination with the Bonds or enhance the relationship between risk and return with respect to investments.

Section 9. Orrick, Herrington & Sutcliffe LLP is hereby appointed as bond and disclosure counsel in connection with the issuance and sale of the Series 2019 Bonds and fees of such counsel are to be paid from the proceeds of the Series 2019 Bonds and contingent upon the issuance of the Series 2019 Bonds.

Section 10. The Controller/Treasurer is hereby authorized to solicit proposals from third parties providing Green Bond certifications and, if the Controller/Treasurer determines that

it is in the best interest of the District to arrange for such certifications for the Series 2019 Bonds or a portion thereof, the Controller/Treasurer is hereby authorized to execute and deliver all documents necessary in connection therewith.

Section 11. The Controller/Treasurer, the General Manager of the District, the District Secretary and any other proper officer of the District, acting singly, is, and each of them hereby is, authorized and directed to execute and deliver any and all documents and instruments and to do and cause to be done any and all acts and things necessary or proper to carry out the transactions contemplated by the Indenture, the Bond Purchase Agreement, the Preliminary Official Statement, the Official Statement, the Continuing Disclosure Agreement, the Escrow Agreement and by this Resolution, including without limitation, the engagement of continuing disclosure, arbitrage and other consultants the delivery of tax certifications, the delivery of any documents necessary in connection with the refunding of the Bonds, the delivery of any documents relating to the investment of bond proceeds and the making of any determinations or submission of any documents or reports which are required by any governmental entity in connection with the issuance and sale of the Series 2019 Bonds. The Controller/Treasurer and such officials of the District as the Controller/Treasurer designates are hereby authorized to undertake such travel and incur such expenses, upon consultation with the District's Municipal Advisor, as is considered advisable to secure appropriate credit ratings and/or credit enhancement for the Series 2019 Bonds or assist in the marketing of the Series 2019 Bonds.

Section 12. All actions heretofore taken by the officers, representatives or agents of the District in connection with the issuance and sale of the Series 2019 Bonds are hereby ratified, confirmed and approved.

This Resolution shall take effect immediately upon its adoption.

Adopted: _____

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
CERTIFIED A TRUE COPY

Patricia K. Williams, District Secretary

APPENDIX A TO RESOLUTION

GOOD FAITH ESTIMATES

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT SALES TAX REVENUE BONDS 2019 SERIES A

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT SALES TAX REVENUE BONDS 2019 REFUNDING SERIES B (FEDERALLY TAXABLE)

The following information was obtained from Barclays Capital, Inc., as Representative of the Underwriters of the bonds defined above (the "Bonds"), for consideration prior to the authorization in the foregoing Resolution of the proposed Bonds:

1. *True Interest Cost of the Bonds.* Assuming an aggregate principal amount of the Bonds in the amount of \$204,060,000 of 2019 Series A Bonds for the Building Project and \$80,545,000 of 2019 Refunding Series B Bonds for the Refunding is sold to effectuate the financing and the refunding and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the true interest cost of the Bonds, which means the rate necessary to discount the amounts payable on the respective principal and interest payment dates to the purchase price received for the Bonds, is 2.825%.

2. *Finance Charge of the Bonds.* Assuming such a principal amount of the proposed Bonds is sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the Finance Charge of the Bonds, which means the sum of all fees and charges paid to third parties (or costs associated with the issuance of the Bonds), is \$1,141,000, as follows*:

a)	Bond Counsel Fees	\$200,000
b)	Disclosure Counsel Fees	80,000
c)	Disbursements	5,000
d)	Municipal Advisor Fees	70,000
e)	Rating Agency Fees	199,000
f)	Trustee Fees	18,600
g)	Escrow Agent Fees	5,000
h)	Verification Agent Fees	5,000
i)	Printer Fees	10,200
j)	Green Bond Certification	2,600
k)	Underwriters' Discount	541,000
	Subtotal	1,136,400
l)	Contingency	4,600
	Total:	\$1,141,000

* Preliminary, subject to change.

3. *Amount of Proceeds to be Received.* Assuming such aggregate principal amount of the proposed Bonds required to effectuate the financing is sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the amount of proceeds expected to be received by the issuer for sale of the Bonds less the Finance Charge of the Bonds described in 2 above and any reserves or capitalized interest paid or funded with proceeds of the Bonds, is \$307,218,280.38.

4. *Total Payment Amount.* Assuming such aggregate principal amount of the proposed Bonds (\$284,605,000) are sold and based on market interest rates prevailing at the time of preparation of this information, a good faith estimate of the total payment amount, which means the sum total of all payments the issuer will make to pay debt service on the Bonds plus the Finance Charge of the Bonds described in paragraph 2 above not paid with the proceeds of the Bonds, calculated to the final maturity of the Bonds, is \$458,256,233.

Attention is directed to the fact that the foregoing information constitutes good faith estimates only. The actual interest cost, finance charges, amount of proceeds and total payment amount may vary from the estimates above due to variations from these estimates in the timing of Bond sales, the amount of Bonds sold, the amortization of the Bonds sold and market interest rates at the time of each sale. The date or dates of sale and the amount of Bonds sold will be determined by the issuer based on need for funds and other factors. The actual interest rates at which the Bonds will be sold will depend on the bond market at the time of sale. The actual amortization of the Bonds will also depend, in part, on market interest rates at the time of each sale. Market interest rates are affected by economic and other factors beyond the issuer's control.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

INTER-OFFICE COMMUNICATION

TO: Board of Directors

Date: August 12, 2019

FROM: General Manager

SUBJECT: REIMBURSEMENT RESOLUTION

This Resolution addresses certain IRS regulations relating to tax-exempt bonds and preserves to the District the right to finance the new building acquisition on a tax-exempt basis. This document is required by the District in order to receive reimbursements for any down payments/deposits which were made prior to the purchase.

Please let me know if you have any questions or concerns.



Robert Powers

cc: Board Appointed Officers
Deputy General Manager
Executive Staff

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE
SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT**

Resolution No.

RESOLUTION OF THE SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
DECLARING OFFICIAL INTENT TO REIMBURSE CERTAIN EXPENDITURES FROM
PROCEEDS OF INDEBTEDNESS.

WHEREAS, the Board of Directors of the San Francisco Bay Area Rapid Transit District (the "District") intends to acquire and improve certain real property for use as the headquarters of the District (the Project");

WHEREAS, the District (and for purposes of this resolution and the Treasury Regulations referenced herein, the "Issuer") expects to pay certain expenditures (the "Reimbursement Expenditures") in connection with the Project prior to the issuance of indebtedness for the purpose of financing costs associated with the Project on a long-term basis;

WHEREAS, the Issuer reasonably expects that debt obligations in an amount not expected to exceed \$230 million will be issued in order to finance the Project, and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures;

WHEREAS, Section 1.150-2 of the regulations promulgated by the United States Department of the Treasury (the "Treasury Regulations") requires the Issuer to declare its reasonable official intent to reimburse prior expenditures for the Projects with proceeds of a subsequent borrowing, if such proceeds are to be deemed spent upon the reimbursement allocation, for purposes of federal tax law;

BE IT RESOLVED by the Board of Directors of the San Francisco Bay Area Rapid Transit District, as follows:

Section 1. Recitals. All of the above recitals are true and correct and this Board of Directors so finds.

Section 2. Compliance with the Requirements of Section 1.150-2 of the Treasury Regulations. For purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations, this Board of Directors hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures. This declaration does not bind the Issuer to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. Effective Date. This resolution shall take effect immediately.

PASSED AND ADOPTED by the Board of Directors of the San Francisco Bay Area Rapid Transit District at a regular meeting held on September 12, 2019.

Adopted: _____

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
CERTIFIED A TRUE COPY

Patricia K. Williams, District Secretary



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>R. M. P.</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 8/30/2019		BOARD INITIATED ITEM: No		
Originator/Prepared by: Shana Dines Dept: Labor Relations <i>[Signature]</i> Signature/Date: <i>9/3/19</i>	General Counsel <i>[Signature]</i> <i>9/4/19</i> []	Controller/Treasurer <i>[Signature]</i> <i>9/3/19</i> []	District Secretary []	BARC <i>[Signature]</i> <i>9/3/19</i> []

Approval of Increases to Pension Contributions and Wage Offsets

PURPOSE:

To ratify two side letters of agreement between the San Francisco Bay Area Rapid Transit District (“District”), the American Federation of State, County, and Municipal Employees Local 3993 (“AFSCME”), the Amalgamated Transportation Union Local 1555 (“ATU”), and the Service Employees International Union Local 1021 (“SEIU”) (AFSCME, ATU, and SEIU will be collectively referred to as “the Unions” and the District and the Unions will be hereinafter referred to as “the Parties”) representing both core BART and eBART employees which are revising contract language on retirement plans, and increasing pension contributions and wages.

Additionally, to approve the attached resolutions to increase pension contributions for non-represented employees for CalPERS, and a motion to implement same offset for Board Appointed Officers as applied to all other employees stated above.

DISCUSSION:

The District has been working with the Unions on resolving multiple disputed issues related to Public Employee Pension Reform Act (“PEPRA”) employee status and benefits, as well as looking at the employee pension contributions for all employees, both Classic and PEPRA, as required by the 2016 contract extension agreements. The parties reached an agreement, which is consistent with terms agreed to in previous negotiations, to increase employee pension contributions by eliminating the Employer Paid Member Contribution (“EPMC”) for Classic employees and incorporating an additional pension cost share for all employees, with corresponding wage offsets. This agreement resolved disputes with greater potential liability and settled a major issue prior to commencing contract negotiations in 2021, moving towards more collaborative labor-management relations at the District. The

Unions have ratified these agreements.

The General Manager has decided to extend the same pension contribution terms agreed to by the represented employees to the non-represented employees with the same corresponding wage offset as was negotiated with the Unions. The General Manager does not have the authority to implement pension or salary changes for the Board Appointed Officers ("BAOs"). For consistency, it is staff's recommendation that the Board extend the same terms to the BAOs. For the elimination of the EPMC, the California Public Employees Retirement System ("CalPERS") requires a resolution for all groups. For the additional pension cost share, CalPERS requires a separate resolution for the non-represented employees and BAOs (a requirement which is satisfied by the side letters for the represented employees).

California Government Code 7507 requires that adoption of a retirement benefit change occur no less than two weeks after the actuarial impact upon future annual costs is made public at a public meeting. At the August 22, 2019 Board meeting, the actuarial impact upon future annual costs of the change to pension contributions was publicly disclosed in compliance with this requirement.

FISCAL IMPACT:

The Side Letters were agreed to as part of a larger settlement agreement, which upon ratification of the Side Letters by the Parties, will resolve all issues related to PEPR and pension contributions. With each 1% pension contribution increase by the employees, the employees will receive a 0.7214% wage increase, consistent with terms agreed to by the Parties in the past to eliminate this benefit. This settlement agreement dismisses multiple claims with significant potential costs. The cost of the Side Letters is approximately \$2.3 million in FY 20 (0.67% of projected payroll), and \$2.8 million in FY 21 (0.81% of projected payroll). The cost of the resolutions regarding non-represented employees and BAOs is approximately \$670,000 in FY 20 (0.69% of projected payroll), and \$776,000 in FY 21 (0.78% of projected payroll).

ALTERNATIVES:

Reject the Side Letters. If the Board does not approve the Side Letters, the Parties would need to move the issues to a separate arbitration process, which could result in much greater liabilities. In addition, it could jeopardize the relationships between the District and the Unions leading up to 2021 negotiations.

RECOMMENDATION:

Adoption of the following motions:

MOTION:

The Board approves the following motions:

1. To authorize the General Manager to execute two side letters of agreement, including (1) Side Letter of Agreement AFSCME/SL19-01, ATU/SL 19-01, SEIU/SL 19-01 between the District, AFSCME, ATU, and SEIU, and (2) Side Letter of Agreement AFSCME (eBART)/SL19-01, ATU (eBART)/SL 19-01, SEIU (eBART)/SL 19-01 between the District, AFSCME representing eBART, ATU representing eBART, and SEIU representing eBART, both of which are revising contract language on retirement plans, and increasing pension contributions and wages.
2. To adjust the wages and pension contributions for the General Manager, General Counsel, Controller-Treasurer, District Secretary, Independent Police Auditor and Inspector General in the same manner and on the same schedule as described in Side Letter of Agreement 19-01.
3. To adopt the attached "Resolution for Employer Paid Member Contributions" for ATU, SEIU, AFSCME, and non-represented employees and authorize the Board President to sign the resolutions on behalf of the Board.
4. To adopt the attached resolution regarding pension cost sharing for non-represented employees.

m6

Tentative

SCA
SIDE LETTER OF AGREEMENT

AFSCME/SL 19-01

ATU/SL19-01

SEIU/SL 19-01

Upon signing by the parties, this letter shall constitute a Side Letter of Agreement between the San Francisco Bay Area Rapid Transit District ("District"), the American Federation of State, County, and Municipal Employees Local 3993 ("AFSCME"), the Amalgamated Transit Union Local 1555 ("ATU"), and the Service Employees International Union Local 1021 ("SEIU")(AFSCME, ATU, and SEIU will be collectively referred to as "the Unions" and the District and the Unions will be hereinafter referred to as "the Parties") regarding the contract language on Retirement Benefits.

The following provisions of the respective contracts shall, effective following ratification of this Side Letter, be modified as follows:

ATU/SEIU Article 6.0 Retirement Benefits

~~The Parties agree that no later than thirty (30) days following a final ruling in State of California v DOL, the Parties shall commence bargaining regarding the provisions of Sections 6.1 and 6.2 of the SEIU/ATU Labor Agreement and any other applicable contract provision related to pension contributions.~~

~~After January 1, 2018 and upon request of any party, the parties agree to bifurcate the issues reflected in pending pension-related grievances and endeavor to reach agreement related to employee pension contributions.~~

~~The Parties agree that any resolution shall be cost neutral to all parties. The negotiations shall not result in an increase in the employer paid member contribution as described in Section 6.2. Any agreement described above shall immediately toll the District's prospective liability with respect to the dispute over employee contributions reflected in the grievances. All bargaining shall be conducted based upon the District's obligations under State and Federal law.~~

~~In the event that the Parties are unable to reach agreement within six (6) months of the commencement of bargaining, unresolved issues shall be put to interest arbitration for a final and binding decision.~~

~~Nothing in this Agreement is intended to modify or compromise the position of any party to this Agreement in relation to the pending litigation on referenced above.~~

ATU/SEIU Section 6.1 Public Employees' Retirement System

~~The District shall amend its contract with the Public Employee's Retirement Systems (PERS) to provide the two percent (2%) at 55 retirement option for miscellaneous members in the bargaining~~

~~unit. This change shall become effective August 31, 1992 or as soon thereafter as practicable. The District will take all reasonable steps necessary to implement this amendment so that it can be effective on August 31, 1992 or as soon thereafter as practicable. Except for this change, the District shall continue its present participation in PERS for miscellaneous members at existing levels.~~

~~To partially offset the cost of this new benefit, effective September 1, 1991 the District shall retain its contribution of one point six hundred twenty seven percent (1.627%) of payroll to the District's Money Purchase Pension Plan on behalf of members in the bargaining unit. The retention of the 1.627% contribution shall remain in effect to and including June 30, 2011. Bargaining unit employees shall reimburse the District through deductions from retroactive pay or from payroll deductions for the 1.627% contributions to the Money Purchase Pension Plan made on their behalf for the months of July and August 1991.~~

~~The Union shall approve all changes and execute all documents including, without limitation, documents relating to the PERS contract and the Money Purchase Pension Plan necessary to implement the 2% at 55 retirement benefit, and the change in the District's Money Purchase Pension Plan contribution rate.~~

The District shall provide the two percent (2%) at age 55 retirement plan formula for miscellaneous bargaining unit members determined by CalPERS rules to be classic members. The District shall provide a two percent (2%) at age 62 retirement plan formula, as mandated by PEPR, for all miscellaneous bargaining unit members determined by CalPERS rules to be PEPR members.

ATU/SEIU Section 6.2 PERS Pick-Up Pension Contributions

~~Effective no later than sixty (60) days following ratification of this Agreement employees shall contribute one half percent (.5%) of base pay towards the Employee's Contribution to the Public Employees' Retirement System (PERS) and the District shall discontinue that contribution. On January 1, 2014, employees shall contribute and the District shall discontinue the payment of an additional one half percent (.5%) of base pay towards the PERS Employee's Contribution. Effective January 1 of each successive year of this Agreement, employees shall contribute an additional one percent (1%) of base pay and the District shall discontinue the payment of one percent each year up to a maximum of four percent (4%). PERS Employee Contributions shall be made on the basis of PERSable income earned during each pay period during the time periods described above.~~

~~For each one half percent (.5%) of base pay that employees contribute to PERS, the District shall, at the same time, increase the base wage rates by 0.3607% and for each one percent (1%) the District shall, at the same time, increase the base wage rates by 0.7214%.~~

~~The District shall continue to pick up the remainder of employees' contributions to PERS. During the life of this Agreement, earnings may accrue to the District by reason of a reduction of the District's contribution to PERS.~~

~~The parties recognize that it may be contended that some of these payments were unlawful and that they could not have been made in the absence of an amendment to the District's contract with PERS and recognize further that BART has not sought such an amendment.~~

~~Should the District be required to reimburse PERS for back contributions related to these payments, BART's pick up of employee PERS contributions will cease until an amount equivalent to the amount required to be reimbursed to PERS has been placed by BART in an escrow account pending mutual agreement by the parties as to alternative benefit(s). Such benefit(s) shall not increase BART's aggregate direct or indirect payroll cost above the amount it would otherwise have incurred by continuation of the PERS pick up program.~~

Effective no later than the first full pay period following sixty (60) days after ratification of this Agreement and retroactive to July 1, 2019, all miscellaneous classic bargaining unit employees shall contribute six percent (6%) of pensionable income to CalPERS and all miscellaneous PEPRA bargaining unit employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS, **which is seven percent (7%) effective July 1, 2019.** Effective no later than the first full pay period following sixty (60) days after ratification, all miscellaneous bargaining unit employees shall receive a 1.4428% base pay increase retroactive to July 1, 2019.

Effective the first full pay period after January 1, 2020, all **classic** miscellaneous bargaining unit members shall contribute seven percent (7%) of pensionable income to CalPERS **and all PEPRA bargaining unit employees shall continue to contribute seven percent (7%) of pensionable income to CalPERS** and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Effective the first full pay period after July 1, 2020, all miscellaneous bargaining unit members shall contribute eight percent (8%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Thereafter, if fifty percent (50%) of the normal cost exceeds eight percent (8%), the PEPRA employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS. It is understood that under PEPRA, bargaining unit employees subject to PEPRA may be required to contribute over eight percent (8%) of pay to pension in certain years.

To the extent permitted by law, the District agrees that should the current rate of statutory classic employee contributions to CalPERS increase beyond eight percent (8%) during the term of this Collective Bargaining Agreement, the District shall include such rate increase in the affected employer pick up on behalf of bargaining unit members determined by CalPERS rules to be classic members due subsequent to the rate increase. The parties agree that any additional cost to the

District resulting from any increase in the percentage level of employee contributions occurring after November 1979 shall be borne by the District until the expiration of this agreement.

Each employee is solely and personally responsible for any federal, state or local tax liability of the employee that may arise out of receipt of said pick up by the District or any penalty that may be imposed therefore.

AFSCME Section 5.1 Reimbursement of Employees' PERS Contribution Pension Contributions

~~Effective no later than sixty (60) days following ratification of this Agreement the employees shall contribute one half percent (.5%) of base pay towards the Employee's Contribution to the Public Employees' Retirement System (PERS) and the District shall discontinue that contribution. On January 1, 2014, the District shall discontinue the payment of an additional one half percent (.5%) of base pay towards the Employee's PERS contribution. Effective January 1 of each successive year of this Agreement, employees shall contribute an additional one percent (1%) of base pay, and the District shall discontinue the payment of one percent (1%) each year up to a maximum of four percent (4%). Employee PERS Contributions shall be made on the basis of PERSable income earned during the time periods described above.~~

~~The District shall continue to pick up the remainder of employees' contributions to PERS. During the life of this Agreement, earnings may accrue to the District by reason of a reduction of the District's contribution to PERS.~~

~~The District agrees that should the current rate of employee contribution to PERS increase during the term of this Collective Bargaining Agreement, the District shall include such rate increase in the affected pick up due to the subsequent rate increase. The parties agree that any additional cost to the District resulting from any increase in the percentage level of employee contributions occurring after November 1979 shall be borne by the District until the expiration of this Agreement.~~

~~The parties recognize that it may be contended that some of these payments were unlawful and that they could not have been made in the absence of an amendment to the District's contract with PERS and recognize further that BART has not sought such an amendment.~~

~~Should the District be required to reimburse PERS for back contributions related to these payments, BART's pick up of employee PERS contributions will cease until an amount equivalent to the amount required to be reimbursed to PERS has been placed by BART in an escrow account pending mutual agreement by the parties as to alternative benefit(s). Such benefit(s) shall not increase BART's aggregate direct or indirect payroll cost above the amount it would otherwise have incurred by continuation of the PERS pick up program.~~

~~Any PERS savings accrued by the District on or after July 1, 1989 remain the property of the District and shall not be shared with employees.~~

Effective no later than the first full pay period following sixty (60) days after ratification of this Agreement and retroactive to July 1, 2019, all miscellaneous classic bargaining unit employees shall contribute six percent (6%) of pensionable income to CalPERS and all miscellaneous PEPR bargaining unit employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS, which is seven percent (7%) effective July 1, 2019. Effective no later

than the first full pay period following sixty (60) days after ratification, all miscellaneous bargaining unit employees shall receive a 1.4428% base pay increase retroactive to July 1, 2019.

Effective the first full pay period after January 1, 2020, all classic miscellaneous bargaining unit members shall contribute seven percent (7%) of pensionable income to CalPERS and all PEPRAs bargaining unit employees shall continue to contribute seven percent (7%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Effective the first full pay period after July 1, 2020, all miscellaneous bargaining unit members shall contribute eight percent (8%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Thereafter, if fifty percent (50%) of the normal cost exceeds eight percent (8%), the PEPRAs employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS. It is understood that under PEPRAs, bargaining unit employees subject to PEPRAs may be required to contribute over eight percent (8%) of pay to pension in certain years.

To the extent permitted by law, the District agrees that should the current rate of statutory classic employee contributions to CalPERS increase beyond eight percent (8%) during the term of this Collective Bargaining Agreement, the District shall include such rate increase in the affected employer pick up on behalf of bargaining unit members determined by CalPERS rules to be classic members due subsequent to the rate increase. The parties agree that any additional cost to the District resulting from any increase in the percentage level of employee contributions occurring after November 1979 shall be borne by the District until the expiration of this agreement.

Each employee is solely and personally responsible for any federal, state or local tax liability of the employee that may arise out of receipt of said pick up by the District or any penalty that may be imposed therefore.

Consistent with Sections 3.1 and 3.2, AFSCME pay bands shall also be adjusted by the amount of base pay increases as set forth herein.

AFSCME Section 5.2 Retirement Benefits

~~A. The District shall continue its present participation in the Public Employees' Retirement System (PERS) for miscellaneous members at existing levels.~~

~~The Parties agree that no later than thirty (30) days following a final ruling in *State of California v DOL*, the Parties shall commence bargaining regarding the provisions of Section 5.1 and any other applicable contract provision related to pension contributions.~~

~~After January 1, 2018 and upon request of any party, the parties agree to bifurcate the issues reflected in pending pension-related grievances and endeavor to reach agreement related to employee pension contributions.~~

~~The Parties agree that any resolution shall be cost neutral to all parties. The negotiations shall not result in an increase in the employer paid member contribution as described in Section 5.1. Any agreement described above shall immediately toll the District's prospective liability with respect to the dispute over employee contributions reflected in the grievances. All bargaining shall be conducted based upon the District's obligations under State and Federal law.~~

~~In the event that the Parties are unable to reach agreement within six (6) months of the commencement of bargaining, unresolved issues shall be put to interest arbitration for a final and binding decision.~~

~~Nothing in this Agreement is intended to modify or compromise the position of any party to this Agreement in relation to the pending litigation referenced above.~~

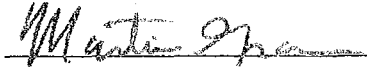
- A. The District shall provide the two percent (2%) at age 55 retirement plan formula for miscellaneous bargaining unit members determined by CalPERS rules to be classic members. The District shall provide a two percent (2%) at age 62 retirement plan formula, as mandated by PEPR, for all miscellaneous bargaining unit members determined by CalPERS rule to be PEPR members.
- B. Effective January 17, 1982, the District discontinued Employer paid additional contributions to PERS. Effective January 18, 1982, the District began contributions of one point six hundred twenty-seven thousandth's percent (1.627%) of payroll to the District's Money Purchase Pension Plan.
- C. ~~The District shall continue to contract with the Public Employees' Retirement System (PERS) to provide the two percent (2%) at 55 retirement option. To partially offset the cost of the 2% at 55 retirement benefit, effective July 1, 1992, the District retained its contribution of one and six hundred twenty-seven thousandth's percent (1.627%) of payroll to the District's Money Purchase Pension Plan on behalf of members in the bargaining unit. The payment of these contributions during the term of the Agreement is subject to the terms of Section 5.5 MPPP and Section 6.2 PERS Medical.~~

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D. Additional PERS Option. Upon execution of this Agreement, the District will permit employees to purchase up to four (4) years of service credit for any continuous active military service prior to employment with BART pursuant to Government Code Sections 20930.3 and 20930.33. The employees will bear all costs for this PERS option.

FOR THE DISTRICT

FOR SEIU

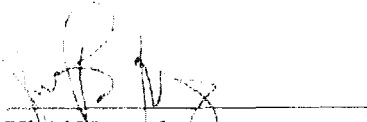


Martin Gran
Chief Labor Relations Officer

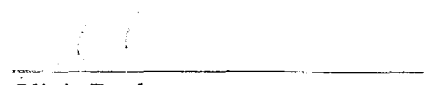


John Arantes
President, BART Chapter

APPROVED AS TO FORM

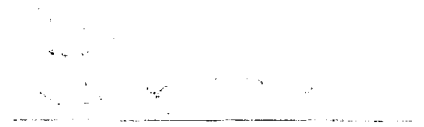


Vicki Nuetzel
Office of the General Counsel



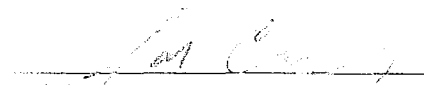
Olivia Rocha
President, Professional Chapter

FOR ATU



Gena Alexander
President, ATU Local 1555

FOR AFSCME



Sal Cruz
President, AFSCME Local 3993

SIDE LETTER OF AGREEMENT

AFSCME (eBART)/SL 19-01

ATU(eBART) /SL19-01

SEIU(eBART)/SL 19-01

Upon signing by the parties, this letter shall constitute a Side Letter of Agreement between the San Francisco Bay Area Rapid Transit District ("District"), the American Federation of State, County, and Municipal Employees Local 3993 ("AFSCME") representing eBART, the Amalgamated Transit Union Local 1555 ("ATU") representing eBART, and the Service Employees International Union Local 1021 ("SEIU"), representing eBART (AFSCME, ATU, and SEIU will be collectively referred to as "the eBART Unions" and the District and the eBART Unions will be hereinafter referred to as "the Parties") regarding the contract language on Retirement Benefits.

The following provisions of the respective contracts shall, effective following ratification of this Side Letter, be modified as follows:

ATU/SEIU

~~10.3~~ RETIREMENT BENEFITS

~~The Parties agree that no later than thirty (30) days following a final ruling in *State of California v. DOL*, the Parties shall commence bargaining regarding the provisions related to employee pensions, pension contributions and any other applicable contract provision related to pension contributions.~~

~~After January 1, 2018, and upon request of any party, the parties agree to bifurcate the issues reflected in pending pension-related grievances filed by the Unions prior to the execution of this Agreement and endeavor to reach agreement related to employee pension contributions.~~

~~The Parties agree that any resolution shall be cost neutral to all parties. The negotiations shall not result in an increase in the employer paid member contributions as specified in this Agreement. Any agreement described above shall immediately toll the District's prospective liability with respect to the dispute over employee contributions reflected in the grievances. All bargaining shall be conducted based upon the District's obligations under state and federal law.~~

~~In the event that the Parties are unable to reach agreement within six (6) months of the commencement of bargaining, unresolved issues shall be put to interest arbitration for a final and binding decision.~~

~~Nothing in this Agreement is intended to modify or compromise the position of any party to this Agreement in relation to the pending litigation referenced above.~~

10.43 PUBLIC EMPLOYEES' RETIREMENT SYSTEM & PICK UP

~~District employees are enrolled in the Public Employees' Retirement System (PERS). The District's 2013-2021 collective bargaining agreement with ATU and SEIU for District employees at core BART, provides that represented employees receive a benefit of two percent (2%) at age 55; and that employees contribute four percent (4%) of base pay towards the pension; and the District "picks up" the remainder of the Employer Paid Member Contribution to the extent that it exceeds four percent (4%) of base pay.~~

~~For those employees employed by the District prior to January 1, 2013, the District provides a pension of two percent (2%) at 55. Those employees contribute four percent (4%) of the required employee contribution. Employees first employed after January 1, 2013, are provided a pension benefit formula of two percent (2%) at 62 and those same employees are required to contribute fifty percent (50%) of normal cost towards the pension.~~

~~Employee contributions shall be made on all reportable compensation as defined by CalPERS. Each employee is solely and personally responsible for any federal, state or local tax liability of the employee that may arise out of receipt of said "pick up" by the District or any penalty that may be imposed therefore.~~

~~The District and the Union have ongoing disputes regarding the changes to the pension benefit and the change in employee contributions required of Union represented employees first employed after January 1, 2013. The District asserts, without limitation, that enrollment into the appropriate retirement options is based on the eligibility requirements set by CalPERS and required by California law. The Union objects to the changes described above, and asserts without limitation that the changes to the pension benefit and contribution requirements, and their implementation are unlawful. Both the District and the Union expressly reserve their rights regarding the legal and contractual rights, requirements or restrictions on pension formulae and contributions. Nothing in this description shall be construed as a waiver of either the District's or Union's position taken in any pending pension-related litigation, administrative proceeding, or grievance, and the parties agree that it shall not be cited or referenced in any pending pension-related litigation.~~

~~It is expressly agreed and understood that pension benefits and contributions may be subject to change as a result of the final ruling in *State of California v. DOL*, or following negotiation and/or interest arbitration as described in Section 10.3 above and that such changes, if any, shall apply equally to all employees represented by ATU and SEIU at core BART and eBART.~~

The District shall provide the two percent (2%) at age 55 retirement plan formula for miscellaneous bargaining unit members determined by CalPERS rules to be classic members. The District shall provide a two percent (2%) at age 62 retirement plan formula, as mandated by PEPR, for all miscellaneous bargaining unit members determined by CalPERS rules to be PEPR members.

Effective no later than the first full pay period following sixty (60) days after ratification of this Agreement and retroactive to July 1, 2019, all miscellaneous classic bargaining unit employees shall contribute six percent (6%) of pensionable income to CalPERS and all miscellaneous PEPR bargaining unit employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS, which is seven percent (7%) effective July 1, 2019. Effective no later

than the first full pay period following sixty (60) days after ratification, all miscellaneous bargaining unit employees shall receive a 1.4428% base pay increase retroactive to July 1, 2019.

Effective the first full pay period after January 1, 2020, all classic miscellaneous bargaining unit members shall contribute seven percent (7%) of pensionable income to CalPERS and all PEPRAs bargaining unit employees shall continue to contribute seven percent (7%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Effective the first full pay period after July 1, 2020, all miscellaneous bargaining unit members shall contribute eight percent (8%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Thereafter, if fifty percent (50%) of the normal cost exceeds eight percent (8%), the PEPRAs employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS. It is understood that under PEPRAs, bargaining unit employees subject to PEPRAs may be required to contribute over eight percent (8%) of pay to pension in certain years.

To the extent permitted by law, the District agrees that should the current rate of statutory classic employee contributions to CalPERS increase beyond eight percent (8%) during the term of this Collective Bargaining Agreement, the District shall include such rate increase in the affected employer pick up on behalf of bargaining unit members determined by CalPERS rules to be classic members. The parties agree that any additional cost to the District resulting from any increase in the percentage level of employee contributions occurring after November 1979 shall be borne by the District until the expiration of this agreement.

Each employee is solely and personally responsible for any federal, state or local tax liability of the employee that may arise out of receipt of said pick up by the District or any penalty that may be imposed therefore.

AFSCME Section 10.4. Retirement Benefits

10.4 — RETIREMENT BENEFITS

~~The Parties agree that no later than thirty (30) days following a final ruling in *State of California v. DOL*, the Parties shall commence bargaining regarding the provisions related to employee pensions, pension contributions and any other applicable contract provision related to pension contributions.~~

~~After January 1, 2018, and upon request of any party, the parties agree to bifurcate the issues reflected in pending pension-related grievances filed by the Unions prior to the execution of this Agreement and endeavor to reach agreement related to employee pension contributions. The Parties agree that any resolution shall be cost neutral to all parties. The negotiations shall not result~~

~~in an increase in the employer paid member contributions as specified in this Agreement. Any agreement described above shall immediately toll the District's prospective liability with respect to the dispute over employee contributions reflected in the grievances. All bargaining shall be conducted based upon the District's obligations under state and federal law.~~

~~In the event that the Parties are unable to reach agreement within six (6) months of the commencement of bargaining, unresolved issues shall be put to interest arbitration for a final and binding decision.~~

~~Nothing in this Agreement is intended to modify or compromise the position of any party to this Agreement in relation to the pending litigation referenced above.~~

10.54 PUBLIC EMPLOYEES' RETIREMENT SYSTEM & PICK UP

~~District employees are enrolled in the Public Employees' Retirement System (PERS). The District's 2013-2021 collective bargaining agreement with AFSCME for District employees at core BART, provides that represented employees receive a benefit of two percent (2%) at age 55; and that employees contribute four percent (4%) of base pay towards the pension; and the District "picks up" the remainder of the Employer Paid Member Contribution to the extent that it exceeds four percent (4%) of base pay.~~

~~For those employees employed by the District prior to January 1, 2013, the District provides a pension of two percent (2%) at 55. Those employees contribute four percent (4%) of the required employee contribution. Employees first employed after January 1, 2013, are provided a pension benefit formula of two percent (2%) at 62 and those same employees are required to contribute fifty percent (50%) of normal cost towards the pension.~~

~~Employee contributions shall be made on all reportable compensation as defined by CalPERS. Each employee is solely and personally responsible for any federal, state or local tax liability of the employee that may arise out of receipt of said "pick up" by the District or any penalty that may be imposed therefore.~~

~~The District and the Union have ongoing disputes regarding the changes to the pension benefit and the change in employee contributions required of Union represented employees first employed after January 1, 2013. The District asserts, without limitation, that enrollment into the appropriate retirement options is based on the eligibility requirements set by CalPERS and required by California law. The Union objects to the changes described above, and asserts without limitation that the changes to the pension benefit and contribution requirements, and their implementation~~

The District shall provide the two percent (2%) at age 55 retirement plan formula for miscellaneous bargaining unit members determined by CalPERS rules to be classic members. The District shall provide a two percent (2%) at age 62 retirement plan formula, as mandated by PEPR, for all miscellaneous bargaining unit members determined by CalPERS rules to be PEPR members.

Effective no later than the first full pay period following sixty (60) days after ratification of this Agreement and retroactive to July 1, 2019, all miscellaneous classic bargaining unit employees

shall contribute six percent (6%) of pensionable income to CalPERS and all miscellaneous PEPRAs bargaining unit employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS, which is seven percent (7%) effective July 1, 2019. Effective no later than the first full pay period following sixty (60) days after ratification, all miscellaneous bargaining unit employees shall receive a 1.4428% base pay increase retroactive to July 1, 2019.

Effective the first full pay period after January 1, 2020, all classic miscellaneous bargaining unit members shall contribute seven percent (7%) of pensionable income to CalPERS and all PEPRAs bargaining unit employees shall continue to contribute seven percent (7%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Effective the first full pay period after July 1, 2020, all miscellaneous bargaining unit members shall contribute eight percent (8%) of pensionable income to CalPERS and all miscellaneous bargaining unit employees shall receive an additional 0.7214% base pay increase.

Thereafter, if fifty percent (50%) of the normal cost exceeds eight percent (8%), the PEPRAs employees shall continue to contribute fifty percent (50%) of the normal cost as determined by CalPERS. It is understood that under PEPRAs, bargaining unit employees subject to PEPRAs may be required to contribute over eight percent (8%) of pay to pension in certain years.

To the extent permitted by law, the District agrees that should the current rate of statutory classic employee contributions to CalPERS increase beyond eight percent (8%) during the term of this Collective Bargaining Agreement, the District shall include such rate increase in the affected employer pick up on behalf of bargaining unit members determined by CalPERS rules to be classic members. The parties agree that any additional cost to the District resulting from any increase in the percentage level of employee contributions occurring after November 1979 shall be borne by the District until the expiration of this agreement.

Each employee is solely and personally responsible for any federal, state or local tax liability of the employee that may arise out of receipt of said pick up by the District or any penalty that may be imposed therefore.

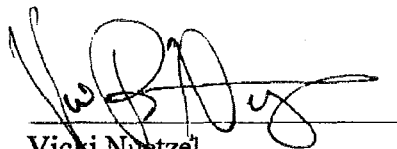
Consistent with Section 10.1, AFSCME pay bands for all eBART employees shall also be adjusted by the amount of base pay increases as set forth herein.

FOR THE DISTRICT



Shana Dines
Chief Labor Relations Officer

APPROVED AS TO FORM

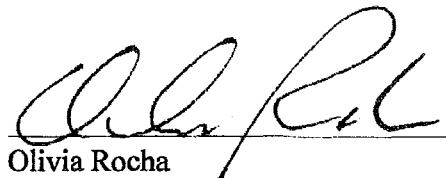


Vicki Nuetzel
Office of the General Counsel

FOR SEIU

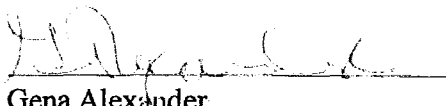


John Arantes
President, BART Chapter



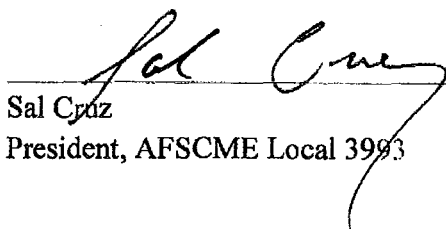
Olivia Rocha
President, Professional Chapter

FOR ATU



Gena Alexander
President, ATU Local 1555

FOR AFSCME



Sal Cruz
President, AFSCME Local 3993

**BEFORE THE BOARD OF DIRECTORS OF THE SAN FRANCISCO BAY
AREA RAPID TRANSIT DISTRICT**

In the Matter of The
Employer Paid Member Contributions
Under the California Public Employees
Retirement System for
Employees represented
by AFSCME:

Resolution No. _____

RESOLUTION FOR EMPLOYER PAID MEMBER CONTRIBUTIONS

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has the authority to implement Government Code Section 20691;

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has a written collective bargaining agreement with the American Federation of State, County and Municipal Employees Local 3993 (AFSCME) which specifically provides for a percentage of the normal member contributions to be paid by the employer;

WHEREAS, one of the steps in the procedures to implement Section 20691 is the adoption by the governing body of The San Francisco Bay Area Rapid Transit District of a Resolution to commence said Employer Paid Member Contributions (EPMC); and

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has identified the following conditions for the purpose of its election to pay EPMC:

- The benefit shall apply to all classic employees represented by AFSCME.
- This benefit shall consist of paying 14.286% of the normal member contribution as EPMC effective on July 1, 2019 and 0% of the normal member contribution as EPMC effective on January 1, 2020.
- The effective date of this Resolution shall be July 1, 2019.

NOW, THEREFORE, BE IT RESOLVED, the governing body of the San Francisco Bay Area Rapid Transit District elects to pay EPMC, as set forth above.

Adopted at a regular meeting of the Board of Directors of the San Francisco Bay Area Rapid Transit District at Oakland, California this ____ day of _____ 2019.

Signed: _____
Board President

Attest: _____
District Secretary

**BEFORE THE BOARD OF DIRECTORS OF THE SAN FRANCISCO BAY
AREA RAPID TRANSIT DISTRICT**

In the Matter of The
Employer Paid Member Contributions
Under the California Public Employees
Retirement System for
Employees represented
by ATU:

Resolution No. _____

RESOLUTION FOR EMPLOYER PAID MEMBER CONTRIBUTIONS

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has the authority to implement Government Code Section 20691;

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has a written collective bargaining agreement with the Amalgamated Transit Union Local 1555 (“ATU”) which specifically provides for a percentage of the normal member contributions to be paid by the employer;

WHEREAS, one of the steps in the procedures to implement Section 20691 is the adoption by the governing body of The San Francisco Bay Area Rapid Transit District of a Resolution to commence said Employer Paid Member Contributions (EPMC); and

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has identified the following conditions for the purpose of its election to pay EPMC:

- The benefit shall apply to all classic employees represented by ATU.
- This benefit shall consist of paying 14.286% of the normal member contribution as EPMC effective on July 1, 2019 and 0% of the normal member contribution as EPMC effective on January 1, 2020.
- The effective date of this Resolution shall be July 1, 2019.

NOW, THEREFORE, BE IT RESOLVED, the governing body of the San Francisco Bay Area Rapid Transit District elects to pay EPMC, as set forth above.

Adopted at a regular meeting of the Board of Directors of the San Francisco Bay Area Rapid Transit District at Oakland, California this ____ day of _____ 2019.

Signed: _____
Board President

Attest: _____
District Secretary

**BEFORE THE BOARD OF DIRECTORS OF THE SAN FRANCISCO BAY
AREA RAPID TRANSIT DISTRICT**

In the Matter of The
Employer Paid Member Contributions
Under the California Public Employees
Retirement System for
Employees represented
by SEIU:

Resolution No. _____

RESOLUTION FOR EMPLOYER PAID MEMBER CONTRIBUTIONS

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has the authority to implement Government Code Section 20691;

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has a written collective bargaining agreement with the Service Employees International Union Local 1021 ("SEIU") which specifically provides for a percentage of the normal member contributions to be paid by the employer;

WHEREAS, one of the steps in the procedures to implement Section 20691 is the adoption by the governing body of The San Francisco Bay Area Rapid Transit District of a Resolution to commence said Employer Paid Member Contributions (EPMC); and

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has identified the following conditions for the purpose of its election to pay EPMC:

- The benefit shall apply to all classic employees who are represented by SEIU.
- This benefit shall consist of paying 14.286% of the normal member contribution as EPMC effective on July 1, 2019 and 0% of the normal member contribution as EPMC effective on January 1, 2020.
- The effective date of this Resolution shall be July 1, 2019.

NOW, THEREFORE, BE IT RESOLVED, the governing body of the San Francisco Bay Area Rapid Transit District elects to pay EPMC, as set forth above.

Adopted at a regular meeting of the Board of Directors of the San Francisco Bay Area Rapid Transit District at Oakland, California this ____ day of _____ 2019.

Signed: _____
Board President

Attest: _____
District Secretary

**BEFORE THE BOARD OF DIRECTORS OF THE SAN FRANCISCO BAY
AREA RAPID TRANSIT DISTRICT**

In the Matter of The
Employer Paid Member Contributions
Under the California Public Employees
Retirement System for
Non-Represented Miscellaneous Employees:

Resolution No. _____

RESOLUTION FOR EMPLOYER PAID MEMBER CONTRIBUTIONS

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has the authority to implement Government Code Section 20691;

WHEREAS, The San Francisco Bay Area Rapid Transit District wishes to provide for a percentage of the normal member contributions of classic non-represented miscellaneous employees to be paid by the employer;

WHEREAS, one of the steps in the procedures to implement Section 20691 is the adoption by the governing body of The San Francisco Bay Area Rapid Transit District of a Resolution to commence said Employer Paid Member Contributions (EPMC); and

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has identified the following conditions for the purpose of its election to pay EPMC:

- The benefit shall apply to all classic employees who are non-represented.
- This benefit shall consist of paying 14.286% of the normal member contribution as EPMC effective on July 1, 2019 and 0% of the normal member contribution as EPMC effective on January 1, 2020.
- The effective date of this Resolution shall be July 1, 2019.

NOW, THEREFORE, BE IT RESOLVED, the governing body of the San Francisco Bay Area Rapid Transit District elects to pay EPMC, as set forth above.

Adopted at a regular meeting of the Board of Directors of the San Francisco Bay Area Rapid Transit District at Oakland, California this ____ day of _____ 2019.

Signed: _____
Board President

Attest: _____
District Secretary

**BEFORE THE BOARD OF DIRECTORS OF THE SAN FRANCISCO BAY
AREA RAPID TRANSIT DISTRICT**

In the Matter of The
Employee Sharing Additional Cost
Under the California Public Employees
Retirement System for
Non-Represented Miscellaneous Employees:

Resolution No. _____

RESOLUTION FOR EMPLOYEE SHARING ADDITIONAL COST

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has the authority to implement Government Code Section 20516; and

WHEREAS, the governing body of the San Francisco Bay Area Rapid Transit District has identified the following conditions for the purpose of its election to pay the additional cost share:

- Classic and PEPRAs Non-represented miscellaneous employees will pay an additional 1%.
- The effective date of this Resolution shall be July 1, 2020.

NOW, THEREFORE, BE IT RESOLVED, the governing body of the San Francisco Bay Area Rapid Transit District elects the Employee Sharing Additional Cost, as set forth above.

Adopted at a regular meeting of the Board of Directors of the San Francisco Bay Area Rapid Transit District at Oakland, California this ____ day of _____ 2019.

Signed: _____
Board President

Attest: _____
District Secretary



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>R. M. P...</i>		GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board		
DATE: 8/21/2019		BOARD INITIATED ITEM: No		
Originator/Prepared by: Maansii Chirag Sheth Dept: Maintenance and Engineering	General Counsel <i>[Signature]</i>	Controller/Treasurer <i>Chirag</i>	District Secretary	BARC <i>[Signature]</i>
Signature/Date: <i>MSheth</i> 8/30/2019	8/30/19 []	8/30/19 []	[]	8/30/19 []

To Request Board Authorization for Award of Contract 09DJ-160, TBT CP Anode Sled and Cable Replacement

PURPOSE:

To request Board authorization for the General Manager to award Contract No. 09DJ-160 for TBT CP Anode Sled and Cable Replacement Project to Manson Construction Co. of Richmond, California for the Base Bid Price of \$3,501,000, and to exercise any or all of the four options for a total of \$5,561,000.

DISCUSSION:

The steel shell around the concrete tube structure of the BART Transbay Tube (TBT) is protected by the cathodic protection system. This system consists of a series of anode sleds, that provide the required current to protect the steel shell from corrosion. There are thirty (30) anode sleds protecting the TBT. At present, six (6) anode sleds are not functioning and need either repair or replacement of the sleds or cables.

This Contract is for all labor, equipment, materials, and services required for the repair of non-functioning anode sleds and cables of the cathodic protection system. The tube is divided into Segments 1 through 4, and Options A through D have been included in order to have the ability to replace any anode sled and cable within these segments when required. Due to the nature of the work this Contract was designated a Security Sensitive Information (SSI) Project.

The Contract was publicly advertised on February 10 - 12, 2019 in three publications. Advance Notice to Bidders of this Contract was emailed on February 11, 2019 to six

prospective bidders. A Pre-Bid meeting was conducted on April 24, 2019 with six prospective bidders in attendance. The Office of Civil Rights (OCR) conducted a Matchmaking Session on May 6, 2019 to help introduce Disadvantaged Business Enterprise (DBE) firms and Small Business Enterprise (SBE) firms to potential prime contractors. Prior to the Bid opening, the District issued five (5) Addenda for this Contract.

One bid was received from Manson Construction Co. (Manson) on July 23, 2019. Manson's submitted Bid Prices and Engineer's Estimate are shown below:

Item	Name	Total Base Bid Amount	Total Bid Price (with Options)
1	Manson Construction Co.	\$ 3,501,000	\$ 5,561,000
2	Engineer's Estimate	\$ 2,936,000	\$ 4,593,634

Bid evaluation for this Contract is based on Total Bid Price, which is inclusive of all option items. District staff has determined that Manson is both the only bidder and the lowest bidder. Further review of Manson's contractor's license, business experience, and financial capabilities has resulted in a determination that Manson Construction is a responsive and responsible Bidder. The Total Base Bid Price of \$3,501,000 is 19% above the Engineer's Estimate of \$2,936,000; and the Total Bid Price, which includes all four Options, of \$5,561,000 is 21% above the Engineer's Estimate of \$4,593,634.

Although there was only one responsive bid and it was above the engineer's estimate, staff determined that the bid is reasonable and found the difference to be attributable to the following key factors:

1. The scope of work for the project is complex and unique, specifically as it requires work to be performed underwater in the San Francisco Bay.
2. Several restrictions such as specialized training for access and Work in the Upper Gallery were included in Addendum No. 4 and in form of Permits (from 401 Water Board, NMFS, BCDC, etc.) causing the bid prices to increase.
3. Options are exercisable by District as far out as two years from the Notice-to-Proceed, and are thus subject to numerous cost fluctuations and escalations for labor and materials over this period, adding higher risks to their bid.
4. This is a Security Sensitive Information (SSI) Project, which involves a longer and more complex procurement process requiring potential bidders to obtain security clearance for participation, limiting the pool of potential bidders.

Pursuant to the District's Disadvantaged Business Enterprise (DBE) Program, the Office of Civil Rights reviewed the scope of work for this Contract and determined that there were Small Business Entity (SBE) subcontracting opportunities; therefore, an SBE participation

goal of 13% was set. The sole Bidder, Manson Construction committed to 0% SBE participation. Manson Construction did not meet the SBE goal; therefore, it was required to submit Good Faith Efforts documentation to the Office of Civil Rights demonstrating that, given all relevant circumstances, the Bidder took all necessary and reasonable steps to actively and aggressively meet the SBE participation requirements. The subsequent Good Faith Efforts analysis conducted by the Office of Civil Rights concluded that Manson Construction demonstrated sufficient Good Faith Efforts to meet the SBE goal, rendering the Bid responsive.

District staff has determined that the Contract Work is categorically exempt from the provisions of the California Environmental Quality Act (CEQA) pursuant to Title 14, California Code of Regulations, Section 15301, Existing Facilities, because it consists of the repairs to and minor alterations of existing facilities involving no expansion of use.

FISCAL IMPACT:

Funding in the amount of \$5,561,000 for the award of Contract No. 09DJ-160 is included in the total Project budget for FMS #09DJ006 – TBT Cathodic Protection Upgrade/ Replace Equipment.

The table below lists funding assigned to the referenced project and is included to track funding history against spending authority. Funds needed to meet this request will be expended from the following sources:

Fund No.	Fund Description	Source	Amount
3013	FY17 Capital Improvements CA-2018-084	Federal	\$3,000,000
3015	FY18 Capital Improvements CA-2019-126	Federal	\$4,000,000
8531	FY17 Operating Allocation to Capital	BART	\$750,000
8532	FY18 Operating Allocation to Capital	BART	\$1,000,000
TOTAL			\$8,750,000

As of 08/23/2019, \$8,750,000 is the total budget for this project. BART has expended \$120,479 and committed and reserved \$0 to date. This action will commit \$5,561,000 leaving an available fund balance of \$3,068,521 in the fund sources for this project.

The Office of the Controller/ Treasurer certifies that funds are currently available to meet this obligation.

This action is not anticipated to have any Fiscal Impact on unprogrammed District Reserves.

ALTERNATIVES:

The alternative is not to repair and maintain the anode cables, anode sleds and the cathodic protection system. This will leave a part of the Transbay Tube unprotected against corrosion due to lack of an operational cathodic protection system.

Another alternative is to reject this bid and re-advertise the Contract, resulting in additional costs and time delay for re-advertisement; however, it is unlikely to guarantee additional bidders or a lower Bid price.

RECOMMENDATION:

Adopt the following motion.

MOTION:

The General Manager is authorized to award Contract No. 09DJ-160 for the TBT CP Anode Sled and Cable Replacement Project to Manson Construction Co. of Richmond, California for the Base Bid Price of \$3,501,000. Additionally, the General Manager is authorized to exercise any or all of the four options, for an additional \$2,060,000, bringing the total authorization to \$5,561,000, pending availability of funding and at the District's sole discretion.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>4 Sept 2019</i> <i>Rhet M. Power</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 8/6/2019		BOARD INITIATED ITEM: No		
Originator/Prepared by: Ravi Gundimeda Dept: Maintenance and Engineering <i>Ravi Gundimeda</i>	General Counsel <i>[Signature]</i>	Controller/Treasurer <i>[Signature]</i>	District Secretary	BARC <i>[Signature]</i>
Signature/Date: <i>9/4/19</i>	<i>9/4/19</i> []	<i>9/4/19</i> []	[]	<i>9.4.2019</i> []

Trunk Radio Upgrade

Sole Source Procurement for Trunk Radio Upgrade Equipment with Dailey-Wells Inc (TWO THIRDS VOTE REQUIRED)

PURPOSE:

To obtain Board authorization for the General Manager to negotiate and execute a Sole Source Agreement with Dailey-Wells Inc, the territorial authorized dealer for Harris Corporation, to purchase equipment for the upgrade of the District's trunk radio system for an amount not to exceed \$5,121,975.

DISCUSSION:

BART's districtwide Trunked Radio System or EDACS (Enhanced Digital Access Communication System) was designed in 1999 and installed in 2000. The EDACS System is the primary communications method utilized by District personnel for Public Safety and day to day revenue operations. The system has exceeded its useful life and replacement parts are no longer available. The District has exhausted the supply of aftermarket replacement parts currently available and the current system is at its maximum capacity. A catastrophic EDACS System failure would result in a minimum of five months of degraded operations and communications.

This procurement directly replaces 5 of the 10 current Harris EDACS radio channels with P25 Phase-2 interoperable technology. This includes replacement of equipment at BART's existing 12 radio sites, 26 symphony dispatch radio consoles and redundant network technology. Subsequent phases will upgrade the remaining 5 channels.

Dailey-Wells Inc. bid was received on June 19, 2019. Dailey-Wells Bid Prices and Engineer's Estimate are shown below:

Item	Name	Total Base Bid Amount
1	Dailey-Wells	\$ 5,121,975
2	Engineer's Estimate	\$ 5,978,480

Dailey-Wells bid was 16.7% below the engineer's estimate.

The Procurement Department will review the Agreement to confirm compliance with the District's procurement standards. The Office of the General Counsel will approve the Agreement as to form.

The District's Non-Discrimination Program for Subcontracting is not applicable to Sole Source Contracts. Accordingly, the Office of Civil Rights did not set Minority Business Enterprises (MBE) and Women Business Enterprise (WBE) Availability Percentages for this Contract.

Pursuant to Public Contract Code Section 20227, the Board may direct the purchase of any supply, equipment or material without observance of competitive bidding upon a finding by two-thirds of all members of the Board that there is only a single source of procurement and that the purchase is for the sole purpose of duplicating or replacing equipment currently in use. This procurement is for the sole purpose of upgrading and thereby duplicating and replacing existing Harris EDACS equipment already in use. The Harris EDACS equipment currently in place throughout the District is proprietary and not compatible with any other off-the-shelf product sold by other vendors.

FISCAL IMPACT:

Funding in the amount of \$5,121,975 for single source of procurement for Enhanced Digital Access Communication System (EDACS) is included in the total project budget for FMS# 20AJ003 – Replace Trunked Radio System-Wide Phase-1.

The table below lists funding assigned to the referenced project and is included to track funding history against spending authority. Funds needed to meet this request will be expended from the following source:

Proposed Funding	
F/G 8526 – FY14 Capital	\$ 2,668,859
F/G 8529 – FY15 Capital	\$ 2,953,116
TOTAL	\$ 5,621,975

As of August 30, 2019, \$5,621,975 is the total budget for this project. BART has expended \$0, committed \$0, and reserved \$0 to date. This action will commit \$5,121,975, leaving an available fund balance of \$500,000 in these fund sources for this project.

The Office of Controller/Treasurer certifies that funds are currently available to meet this obligation.

This action is not anticipated to have any Fiscal Impact on unprogrammed District reserves.

ALTERNATIVES:

Failure to upgrade the EDACS with current P25 Phase-2 technology could result in a catastrophic event leading to loss of communications and more importantly revenue operations. If this failure occurred during a regional emergency, inter-agency communications would be interrupted. Staff examined alternative methods to the direct replacement of the existing equipment and determined that other methods would require additional facilities, infrastructure, training, costs and extend the installation time beyond the 10 months projected with the direct upgrade replacement currently being proposed in this Board action. The direct upgrade replacement method will have minimal impact to Revenue Rail Operations, require no training of operators, employees, BART Police Personnel and have no adverse impact on passenger safety.

RECOMMENDATION:

Adoption of the following motion.

MOTION:

1. Pursuant to Public Contract Code Section 20227, the Board of Directors finds that Dailey-Wells Inc. is the single source supply for the upgrade of the District's trunk radio system, and that this procurement is for the sole purpose of duplicating or replacing equipment currently in use throughout the District.
2. The Board of Directors authorizes the General Manager to enter into direct negotiations and to execute an Agreement with Dailey-Wells Inc. for an amount not to exceed \$5,121,975.

Two thirds vote required.



MEMO

TO: BART Board of Directors
Bob Powers, BART General Manager

FROM: Robert Padgette, Managing Director

DATE: September 5, 2019

SUBJECT: CCJPA Board of Directors Meeting, September 18, 2019

CAPITOL CORRIDOR
JOINT POWERS AUTHORITY
300 LAKESIDE DRIVE
14TH FLOOR EAST
OAKLAND, CA 94612
(V) 510.464.6995
(F) 510.464.6901
www.capitolcorridor.org

I am submitting this memo to provide an overview of the agenda for the September 18, 2019 CCJPA Board of Directors Meeting in lieu of the typical presentation that is covered in the General Manager's report.

Draft Agenda – September 18, 2019 CCJPA Board Meeting. Attached is the draft agenda for the upcoming meeting, which will include the following action items:

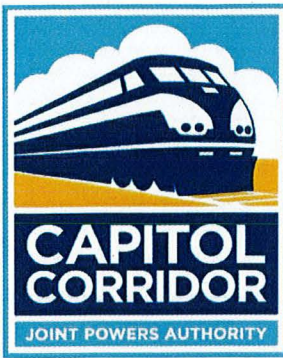
- CCJPA FY 19-20 Budget – Operations, Administration, Marketing, Supplemental
- CCJPA/Amtrak FY 19-20 Operating Agreement
- Establish Ad Hoc Committee for Selection of a CCJPA Managing Agency

In addition, the CCJPA Board will be provided with:

- FASTER Bay Area Update
- Update: Programmed Capital Projects

Should you have any questions, please do not hesitate to contact me at robp@capitolcorridor.org or 510-464-6990. Thanks.

Attachment: Draft Agenda Page – September 18, 2019 CCJPA Board Meeting



CAPITOL CORRIDOR JOINT POWERS AUTHORITY

MEETING OF THE BOARD OF DIRECTORS

Wednesday, Sept 18, 2019

10:00 a.m.

City Hall, Council Chambers
City of Sacramento
915 I Street, Sacramento, CA 95814
(see attached map)

Simultaneous teleconference calls will take place at:

Santa Clara Valley Transportation Authority (VTA)
3331 North First Street, San Jose

SF Bay Area Rapid Transit (BART)
300 Lakeside Drive, 23rd fl., Director's Office, Oakland

AGENDA DRAFT

- I. Call to Order
- II. Roll Call and Pledge of Allegiance
- III. Report of the Chair
- IV. Consent Calendar *Action*
 1. Minutes of June 19, 2019 Meeting
 2. Request for Allocation of Capitol Corridor Measure BB Funds
 3. Budget Update: Davis Signal Replacement Project
- V. Action and Discussion Items *Action*
 1. CCJPA FY 19-20 Budget – Operations, Administration, Marketing, Supplemental *Action*
 2. CCJPA/Amtrak FY 19-20 Operating Agreement *Action*
 3. Legislative Matters/ FY 19-20 State Budget *Action*
 4. Establish Ad Hoc Committee for Selection of a CCJPA Managing Agency *Action*
 5. FASTER Bay Area *Info*
 6. Update: Programmed Capital Projects *Info*
 7. Managing Director's Report *Info*
 8. Work Completed *Info*
 - a. Interactive Voice Response System
 - b. Auburn Security Project
 - c. New Fresh Food Vendor
 - d. Security Fencing at Emeryville Station
 - e. Marketing Activities (June – August 2019)
 9. Work in Progress *Info*
 - a. Onboard Wi-Fi
 - b. California Passenger Information Display System (CalPIDS) Modernization
 - c. Renewable Diesel Pilot Program – Phase 2
 - d. Sacramento-Roseville 3rd Track Project – Phase 1
 - e. South Bay Connect (Oakland to San Jose Phase 2A)
 - f. Alviso Wetland Railroad Adaptation Alternatives Study
 - g. LED Lighting at Richmond Station
 - h. Procurement of Door Panels for Norcal Surfliner Rail Cars
 - i. Upcoming Marketing Activities
- VI. Board Member Reports
- VII. Public Comments
- VIII. Adjournment. Next Meeting Date: 10:30 a.m., November 20, 2019, at Santa Clara Valley Transportation Agency, 1331 North First Street, Room B-106, San Jose, CA

Notes: Members of the public may address the Board regarding any item on this agenda. Please complete a "Request to Address the Board" form (available at the entrance of the Boardroom and at a teleconference location, if applicable) and hand it to the Secretary or designated staff member before the item is considered by the Board. If you wish to discuss a matter that is not on the agenda during a regular meeting, you may do so under Public Comment. Speakers are limited to three (3) minutes for any item or matter. The CCJPA Board reserves the right to act on any agenda item.

Consent calendar items are considered routine and will be enacted, approved or adopted by one motion unless a request for discussion or explanation is received from a CCJPA Board Director or from a member of the audience. The CCJPA Board provides services/accommodations upon request to persons with disabilities who wish to address Board matters. A request must be made within one and five days in advance of a Board meeting, depending on the service requested. Call (510) 464-6085 for information.