

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

BOARD MEETING AGENDA

December 7, 2017

8:30 a.m.

A regular meeting of the Board of Directors will be held at **8:30 a.m.** on Thursday, December 7, 2017, in the BART Board Room, Kaiser Center 20th Street Mall – Third Floor, 344 – 20th Street, 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>), 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 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.

Kenneth A. Duron
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 November 16, 2017.* Board requested to authorize.
- B. Non-California Public Employees' Retirement System (Non-CalPERS) Medical Plan Structure and Rates for Calendar Year 2018.* Board requested to adopt.
- C. Reject All Bids for Contract No. 15CQ-200, Rail Procurement.* Board requested to reject.
- D. Independent Auditor's Reports on the Basic Financial Statement and Internal Control for the Fiscal Year Ended June 30, 2017.* For information.

3. CLOSED SESSION (Room 303, Board Conference Room)

A. PUBLIC EMPLOYEE PERFORMANCE EVALUATION

Titles: General Manager, General Counsel, Controller/Treasurer,
District Secretary, and Independent Police Auditor
Gov't. Code Section: 54957

B. CONFERENCE WITH LABOR NEGOTIATORS

Agency Negotiators: Directors Saltzman, Raburn, and Keller
Titles: General Manager, General Counsel, Controller/Treasurer,
District Secretary, and Independent Police Auditor
Gov't. Code Section: 54957.6

4. PUBLIC HEARING

- A. Refunding 2012B Sales Tax Revenue Bonds.

5. 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.)

6. FINANCE, BOND OVERSIGHT AND ADMINISTRATION ITEMS

Director Josefowitz, Chairperson

- A. BART to Antioch Fares.* Board requested to adopt. (TWO-THIRDS VOTE REQUIRED.)
- B. BART to Antioch Parking Fees.* Board requested to adopt. (TWO-THIRDS VOTE REQUIRED.)
- C. Sales Tax Revenue Bonds, Refunding Series 2017, to Apply Proceeds to Series 2010 Bonds, Series 2012A Bonds, and Series 2012B Bonds.* Board requested to authorize.
- D. Metropolitan Transportation Commission Regional Means-Based Fare Study.* For information.
- E. California Public Employees' Retirement System (CalPERS) Pension Funding Update.* For information.

7. OPERATIONS, SAFETY AND WORKFORCE ITEMS

Director Keller, Chairperson

- A. Award of Invitation for Bid No. 9035A, Fuel.* Board requested to authorize.
- B. Change Orders to Contract No. 05HA-100, El Cerrito Del Norte Station Modernization, with Clark Construction, to Increase Accessible Fare Gate Quantity.* Board requested to authorize.
- C. Change Orders to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Tracks, with Shimmick Construction Company, Inc.
 - a. Bio-Retention Changes (C.O. No. 2.1, Part 1).*
 - b. (CONTINUED from November 16, 2017, Board Meeting) Time Impacts (C.O. No. 6).*
 - c. Spur Track Stub (C.O. No. 18.1, Part 1).*Board requested to authorize.
- D. Change Order to Contract No. 79HM-120, SFTS MB, with Manson Construction Company, Inc., for Bearing Pad Field Adjustments (C.O. No. 99.2).* Board requested to authorize.
- E. (CONTINUED from November 16, 2017, Board Meeting) BART Extension to Silicon Valley, Phase II – Single Bore Tunnel.* For information.
- F. Updates on Law Enforcement Assisted Diversion (LEAD) San Francisco Program and the San Francisco Homeless Outreach Team (HOT) Program.* For information.

- G. (CONTINUED from November 16, 2017, Board Meeting)
Quarterly Performance Report, First Quarter Fiscal Year 2018 - Service
Performance Review.* For information.

8. PLANNING AND LEGISLATION ITEMS

Director Raburn, Chairperson

- A. Proposed BART Transit Operations Facility and Lake Merritt Plaza
Redesign Project.*
i. Adopt the Initial Study/Mitigated Negative Declaration.
ii. Adopt the Mitigation Monitoring and Reporting Plan.
iii. Approve the Proposed BART Transit Operations Facility and Lake
Merritt Plaza Redesign Project.

Board requested to adopt.

- B. Power Purchase Agreements for Renewable Energy.* Board requested to
authorize.

- C. 2018 State and Federal Advocacy Program.* Board requested to
authorize.

- D. Lease of Warehouse Space at 30527 San Antonio Street, Hayward.*
Board requested to authorize.

9. GENERAL MANAGER'S REPORT

- A. Report of Activities, including Updates of Operational, Administrative,
and Roll Call for Introductions Items.

10. 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.)

11. 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.)

12. OPEN SESSION

- A. Compensation and Benefits for General Manager, General Counsel,
Controller/Treasurer, District Secretary, and Independent Police Auditor.
Board requested to authorize.

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

Board of Directors
Minutes of the 1,802nd Meeting
November 16, 2017

A regular meeting of the Board of Directors was held November 16, 2017, convening at 9:07 a.m. in the Board Room, 344 20th Street, Oakland, California. President Saltzman presided; Kenneth A. Duron, District Secretary.

Directors present: Directors Allen, Blalock, Dufty, Keller, Raburn, and Saltzman.

Absent: Director Simon. Directors Josefowitz and McPartland entered the Meeting later.

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

Director McPartland entered the Meeting.

Consent Calendar items brought before the Board were:

1. Approval of Minutes of the Meetings of October 26, 2017 (Regular), and November 7, 2017 (Special).
2. Award of Contract No. 08PA-130, West Dublin/Pleasanton Station Site Improvement Plan.
3. Award of Contract No. 15QH-220, Site Improvements at Daly City Station.
4. Award of Invitation for Bid No. 9037A, Shoe, Paddle, Current Collector.
5. Award of Invitation for Bid No. 9039, Polymer Concrete Cable Trough.
6. Award of Invitation for Bid No. 9040, Cushion, Cover Seat Back and Bottom.

Director Dufty made the following motions as a unit. Director Blalock seconded the motions, which carried by unanimous acclamation. Ayes – 7: Directors Allen, Blalock, Dufty, Keller, McPartland, Raburn, and Saltzman. Noes - 0. Absent – 2: Directors Josefowitz and Simon.

1. That the Minutes of the Meetings of October 26, 2017 (Regular), and November 7, 2017 (Special), be approved.
2. That the General Manager be authorized to award Contract No. 08PA-130, Construction of BART's West Dublin/Pleasanton Station Site Improvement Project, to Alta Engineering Group, Inc., for the Bid Price of

\$314,130.00, pursuant to notification to be issued by the General Manager, and subject to the District's protest procedures and Federal Transit Administration's requirements related to protests.

3. That the General Manager be authorized to award Contract No. 15QH-220, Site Improvements at Daly City Station, to Kerex Engineering Inc., for the Bid Price of \$240,000.00, pursuant to notification to be issued by the General Manager, and subject to the District's protest procedures.
4. That the General Manager be authorized to award Invitation for Bid No. 9037A, for Current Collector Shoes, to Trans Tech, for an amount of \$278,216.25, including tax, pursuant to notification to be issued by the General Manager.
5. That the General Manager be authorized to award Invitation for Bid No. 9039, for Polymer Concrete Cable Trough, to Armourcast Product Company, Inc., for an amount of \$767,745.15, pursuant to notification to be issued by the General Manager.
6. That the General Manager be authorized to award Invitation for Bid No. 9040, for the purchase of Cushion, Cover Seat and Bottom, to Sedia Inc., for an amount of \$214,627.10, pursuant to notification to be issued by the General Manager.

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

President Saltzman called for Public Comment. The following individuals addressed the Board.
Clarence Fischer
Aleta Dupree

Director Josefowitz entered the Meeting.

Director Keller, Chairperson of the Operations, Safety, and Workforce Committee, brought the following three items before the Board.

1. Award of Contract No. 09EK-130A, Oakland Emergency Generator System.
2. Change Order to Contract No. 01RQ-110, Construction of Hayward Maintenance Complex Project Sandoval Way Access Road, with Clark Construction: Acoustical Barrier at Component Repair Shop (C.O. No. 100.1.)
3. Change Order to Contract No. 01RQ-110, Construction of Hayward Maintenance Complex Project Sandoval Way Access Road, with Clark

Construction: Sandoval Way Repairs and Construction Work
(C.O. No. 152.1).

Director McPartland made the following motions as a unit. Director Blalock seconded the motions, which carried by unanimous acclamation. Ayes – 8: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, and Saltzman. Noes - 0. Absent – 1: Director Simon.

1. That the General Manager be authorized to award Contract No. 09EK-130A, for the Oakland Emergency Generator System, to DMZ Builders, for the total bid price of \$22,320,000.00, pursuant to the notification to be issued by the General Manager, and subject to compliance with the District's protest procedures and Federal Transit Administration's requirements related to protest procedures.
2. That the General Manager be authorized to execute Change Order No. 100.1, for acoustical barrier at Component Repair Shop, to Contract No. 01RQ-110, Hayward Maintenance Complex Project Maintenance Facilities, with Clark Construction, for an amount not to exceed \$518,000.00.
3. That the General Manager be authorized to execute Change Order No. 152.1, for Sandoval Way repairs and construction work, to Contract No. 01RQ-110, Hayward Maintenance Complex Project Maintenance Facilities, with Clark Construction, for an amount not to exceed \$358,000.00.

Director Keller announced that items 6-C, Change Order to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Tracks, with Shimmick Construction Company, Inc., for Time Impacts; and 6-D, BART Extension to Silicon Valley, Phase II – Tunneling Options, would be continued to a future meeting.

Director Keller brought the matter of Escalator and Canopy Program Update before the Board. Mr. Mike Lemon, Superintendent, Power and Mechanical, and Ms. Shirley Ng, Group Manager, Stations Engineering and Construction, presented the item.

Aleta Dupree addressed the Board.

The item was discussed.

Hale Zukas addressed the Board.

President Saltzman announced that under the provisions of the Rules of the Board of Directors of the San Francisco Bay Area Rapid Transit District, this was the time set to hold a public hearing on proposed fares and parking fees for the new BART to Antioch Extension, that staff would give a brief presentation on the items, and that the meeting would then be opened for comments from the public.

Ms. Pamela Herhold, Acting Assistant General Manager, Administration and Budgets; and Mr. Bob Franklin, Department Manager, Customer Access, presented the item.

Aleta Dupree addressed the Board.

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

Director Josefowitz, Chairperson of the Finance, Bond Oversight, and Administration Committee, brought the matters of BART to Antioch Extension Fares and BART to Antioch Extension Parking Fees before the Board. The items were discussed.

Director Josefowitz brought the matter of Regional Clipper® Card Fare Payment System Update before the Board. Ms. Patricia Nelson, Project Manager, Clipper® Program, and Mr. Jason Weinstein, Metropolitan Transportation Commission, presented the item. The item was discussed.

Aleta Dupree addressed the Board.

Director Raburn, Chairperson of the Planning and Legislation Committee, brought the matter of Negotiation and Execution of an Extension of Agreement No. 6M6083, Management Services to Operate BART's Bike Facilities, with BikeHub, before the Board. Mr. Steve Beroldo, Manager of Access Programs, presented the item. President Saltzman moved that the General Manager be authorized to enter into direct negotiations with BikeHub to execute an agreement for a two-year extension in an amount not to exceed \$900,130.00, and a third optional year not to exceed \$480,000.00 Director Dufty seconded the motion. The item was discussed. The motion carried by electronic vote. Ayes – 7: Directors Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, and Saltzman. Noes – 1: Director Allen. Absent – 1: Director Simon.

Director Raburn brought the matter of Warm Springs/South Fremont Station West Access Bridge and Plaza Project before the Board. Mr. Joe Basuino, Senior Right of Way Officer, and Ms. Zhiming Fan, Deputy Project Manager, Warm Springs Extension Program, presented the item. Director Blalock moved that the General Manager or her designee be authorized to complete negotiations and execute Agreement(s) as necessary in connection with the Design, Funding, Construction, Ownership, Operation and Maintenance of the Warm Springs/South Fremont BART West Access Bridge and Plaza project. Director Saltzman seconded the motion, which carried by unanimous acclamation. Ayes – 8: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, and Saltzman. Noes - 0. Absent – 1: Director Simon.

President Saltzman announced that the Board would enter into closed session under Item 11-A (Conference with Legal Counsel), Item 11-B (Conference with Labor Negotiators), and Item 11-C (Public Employee Performance Evaluation) of the Regular Meeting agenda, and that the Board would reconvene in open session upon conclusion of the closed session.

The Board Meeting recessed at 12:19 p.m.

The Board Meeting reconvened in closed session at 12:30 p.m.

Directors present: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, and Saltzman.

Absent: Director Simon.

The Board Meeting recessed at 3:00 p.m.

The Board Meeting reconvened in open session at 3:04 p.m.

Directors present: Directors Allen, Blalock, Josefowitz, Keller, McPartland, Raburn, and Saltzman.

Absent: Director Simon. Director Dufty entered the Meeting later.

President Saltzman announced that the Board had concluded its closed session and that there were no announcements to be made.

President Saltzman called for the General Manager's Report.

Director Dufty entered the Meeting.

General Manager Grace Crunican reported on steps she had taken and activities and meetings she had participated in, ridership, upcoming events, and outstanding Roll Call for Introductions items. She noted participation in the peer review panel in San Jose regarding the operations, safety, and maintenance concerns with the two tunneling methodologies under consideration for the Phase II BART Silicon Valley Extension. Mr. Paul Oversier, Assistant General Manager, Operations, reported on Fleet of the Future progress.

The presentation on Quarterly Performance Report, First Quarter Fiscal Year 2018 - Service Performance Review, was continued to a future meeting.

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

Director Dufty reported he had continued his efforts to improve the environment at the 16th Street Mission Station and reported on information he had received regarding outreach to the homeless and encouraging young people to become considerate BART riders.

Director Blalock reported he had attended a meeting regarding the state rail plan, the Alameda County Mayors Conference, and that he would attend the San Joaquin Joint Powers Board meeting the next day.

Director Raburn reported he had attended Dia de los Muertos at Fruitvale; Trunk or Treat at Coliseum Station; the Fall Festival at Ascend School; the Senate Bill 1 Rally in Dublin; the Alameda County Transportation Commission East Bay Greenway Workshop in San Leandro;

had participated in the Network Gap survey for the Coliseum Site; had given Rebuilding BART presentations at Bella Vista and at the Fruitvale Unity Council; had led the Urban Land Institute transit-oriented development tour at MacArthur Station; and had attended the Capitol Corridor Joint Powers Authority Board Meeting.

Director Allen reported she had attended the Bay Area Council annual awards dinner and had given a Rebuilding BART presentation to the Walnut Creek Chamber of Commerce.

President Saltzman reported she made a presentation to the Orinda City Council regarding the Scoop carpool program.

President Saltzman called for Public Comment. No comments were received.

The Meeting was adjourned at 3:20 p.m..

Kenneth A. Duron
District Secretary



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Rbt. P. P...</i> 29 Nov 2017		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/22/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Diane Iwata Dept. Human Resources Administration <i>Diane Iwata</i> Signature/Date: 11/28/17	General Counsel <i>[Signature]</i> 11/28/17 []	Controller/Treasurer <i>[Signature]</i> 11/28/17 []	District Secretary []	BARC <i>[Signature]</i> 11/28/17 []

Non-CalPERS Medical Plan Structure and Rates for CY 2018

PURPOSE:

To obtain Board approval of a resolution approving a change to the contribution schedule for non-California Public Employee Retirement System (“non-CalPERS”) medical plans that are available to active members of the Board of Directors, eligible former members of the Board, and eligible survivors of BART employees and Board members for calendar year 2018.

DISCUSSION:

The District has two non-CalPERS medical plans, a self-insured indemnity plan under United Health Care (“UHC”) and a fully-insured health maintenance organization plan under Kaiser Permanente (“Kaiser”). These non-CalPERS plans are available to individuals who are not eligible for CalPERS coverage; specifically, those survivors of employees who died prior to contracting with CalPERS, non-registered domestic partners, and active Board members and former Board members who are eligible for District provided benefits under State law and District policy. The number of individuals currently in the non-PERS plans has remained consistently low over the past few years. A total of 44 individuals participate in these plans, thirty-seven (37) in UHC and seven (7) in Kaiser.

Due to industry restrictions, the District cannot match the District’s plan designs identically to CalPERS. However, the District makes every effort to keep these plans as closely aligned in plan design as possible. As UHC is self-funded, the District must establish the premium for this plan; however, the District pays all actual expenses. The Board previously approved matching the UHC rate to the CalPERS Bay Area PERS Choice plan, as the UHC plan is

close in plan design. Since the District's Kaiser Plan is fully insured, the negotiated rate is used for the District plan and not matched to the CalPERS Bay Area Kaiser HMO rates.

The District has also applied the medical cap formula and contribution amount used for a non-represented employee/annuitant to participants under the non-CalPERS medical plans. The medical cap for non-represented employees/annuitants is the more costly of the CalPERS Bay Area Blue Shield Access+ HMO basic plan or the CalPERS Bay Area Kaiser HMO basic plan for the applicable level of plan participation for the employee/annuitant (as previously negotiated for collective bargaining groups in 2009), less the employee/annuitant monthly contribution. For participants under the District plans, the medical cap was modified to be the more costly of the CalPERS Bay Area Blue Shield Access+ HMO basic plan or the District's non-CalPERS Kaiser HMO basic plan for the applicable level of plan participation for the employee, less the employee/annuitant monthly contribution. For calendar year 2018, the non-represented employee/annuitant contribution is \$143.93 per month. Staff is recommending this same contribution amount be applied to participants under the non-CalPERS medical plans.

FISCAL IMPACT:

For the twenty-five (25) primary participants (does not include dependents) enrolled in the District's non-CalPERS medical plans, the contribution increase is estimated to produce a \$12,033 savings for calendar year 2018.

RECOMMENDATION:

Approve the attached resolution. The Office of the General Counsel will approve any agreements or modifications to agreements with plan providers as to form.

MOTION:

To adopt the attached resolution "In the Matter of Non-CalPERS Medical Plan Structure and Rates for CY 2018."

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

In the Matter of the

Resolution No.

Non-CalPERS Medical Plan

Plan Structure and Rates

For Calendar Year 2018

WHEREAS, Board Resolution 4981, adopted April 13, 2006 sets forth at length the applicable law and history of District provided medical benefits for active members and former members of the Board and their eligible survivors and further sets forth required premium contributions by active members and former members, with the latter dependent on when the former Director first served and his/her length of service;

WHEREAS, by Resolution 4981, adopted by the Board on April 13, 2006, the Board confirmed its policy and practice with respect to the participation and contributions of active and former members of the Board in District provided health plans, with the premium contribution structure for all active directors and eligible former directors as identified there indexed to the lowest premium contribution among the employee groups;

WHEREAS, the parties in 2009 collective bargaining agreed that the District's contribution for health insurance premiums for employees and retirees would be capped at an amount up to the applicable level of plan participation (single, two-party, family) and the same Medicare status as elected by the eligible employee or retiree for the most costly HMO Plan offered to the employee by CalPERS, less the indexed employee contribution (\$86.95 for calendar year 2011);

WHEREAS, after contracting with CalPERS for medical benefits for employees under the Public Employees Medical and Hospital Care Act (PEMHCA), the District has maintained two health plans outside of CalPERS for those individuals who are eligible for District provided coverage under collective bargaining agreements or District policy, but are not eligible under the District's contract with CalPERS, including members of the Board of Directors (Board), domestic partners and some survivors of employees, retirees and former Board members;

WHEREAS, by Resolution 5116, adopted on November 19, 2009, the Board approved a premium structure for the non-CalPERS' plans with a cap similar to the negotiated structure for the CalPERS' plans that capped the District contribution for active members and those former

members who are eligible for benefits on the same terms as employees at an amount up to the applicable level of plan participation (single, two-party, family) for the non-CalPERS HMO, less the indexed employee contribution;

WHEREAS, by Resolution 5151, adopted by the Board on December 2, 2010, the Board authorized amendments to the District's agreements for the non-CalPERS Plans with Principal Financial Group and Kaiser to align their benefit and premium structure more closely with the benefits and premium structure then provided under the CalPERS PERS Choice Plan and the Kaiser HMO Plan and authorized a new rate structure effective in Calendar year 2011 applicable to active directors and those former directors who are eligible for District provided benefits at the capped contribution rate;

WHEREAS, effective January 1, 2012, the District replaced Principal Financial Group as its non-CalPERS self-funded plan administrator with United Health Care (UHC);

WHEREAS, as more fully set forth in Resolution No. 4981, State law imposes restrictions on health benefits that may be provided by the District to the current and most former members of its governing board. For those directors who first serve after January 1, 1989, such benefits may not exceed benefits provided to full-time current or retired employees and the terms, conditions, or contributions applicable to any plan provided to employees must also apply to any plan provided for members of the governing board;

WHEREAS, the Board has adopted an employer's monthly contribution structure for the non-represented employees for calendar year 2018 and intends to apply this same structure to current and eligible former Board members and survivors who have non-CalPERS medical plans and who are eligible for District provided benefits under the capped contribution structure; and

NOW, THEREFORE BE IT RESOLVED that, (a) the established total premium for determining the applicable employer contribution for the self-funded UHC plan for 2018 will be set at the same level as the CalPERS PERS Choice Bay Area Plan as it has been established for 2018 and the total premium for the insured Non-CalPERS Kaiser Plan used for determining the applicable employer contribution for 2018 shall be established by the rates negotiated between Kaiser and the District for that period;

BE IT FURTHER RESOLVED that, the rate structure and premium contribution for Directors and for former Directors and survivors who are eligible for District provided health benefits under a non-CalPERS plan at the capped employer contribution structure shall be the amount necessary to pay the full cost of his/her enrollment, including the enrollment of his/her family members in a health benefits plan up to a maximum of the higher of the Non-CalPERS Kaiser basic plan or the Bay Area Blue Shield Access+ basic plan, less \$143.93 employee/annuitant share each month for the year 2018; and

BE IT FURTHER RESOLVED THAT, the rate structure and premium contribution for these plans for Calendar Year 2018 shall be as follows:

Kaiser Permanente HMO	Single	2-Party	Family
Total Monthly Premium	\$ 1,355.13	\$ 2,710.27	\$ 3,835.03
District's Contribution	\$ 1,211.20	\$ 2,566.34	\$ 3691.10
Participant's Contribution	\$ 143.93	\$ 143.93	\$ 143.93

United Health Care	Single	2-Party	Family
Total Monthly Premium	\$ 800.27	\$ 1,600.54	\$ 2,080.70
District's Contribution	\$ 656.34	\$ 1,456.61	\$ 1,936.77
Participant's Contribution	\$ 143.93	\$ 143.93	\$ 143.93

BE IT FURTHER RESOLVED THAT, with the exception of the new premium contribution structure applicable to active directors and those former directors who are eligible for District provided benefits at the capped contribution rate, Resolution No. 4981 "In the Matter of Health and Welfare Benefits for Directors" remains in full force and effect.

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 _____ 2018.

Signed: _____

President

Attest: _____

District Secretary

**Directors, Former Directors and Their Survivors
Eligibility and Premium Contributions for Health Benefits—2018**

Length of Service on Board	Category	Date First Served on Board		
		1/01/81-01/01/89	1/02/89-12/31/94	1/1/95 or Later
12 Years (3 Full Terms)	Active Director	None in Category	Employee Rate* plus \$15/mo. Survivor Contribution if enrolled	Employee Rate*
	Survivor of Active Director	None in Category	\$15/mo. Survivor Contribution if enrolled	Fully Self Paid
	Former Director	\$0.0/mo. Health Benefit Contribution plus \$15 Survivor Benefit if enrolled.	Employee Rate * plus \$15/mo. Survivor Benefit Contribution if enrolled	Fully Self Paid
	Survivor of Former Director	\$15/mo. Survivor Contribution if enrolled.	\$15/mo. Survivor Contribution if enrolled	Fully Self Paid
At Least 1 Full Term But Less Than 12 Years	Active Director	None in Category	Employee Rate* plus \$15/mo. Survivor Benefit Contribution if enrolled	Employee Rate*
	Survivor of Active Director	None in Category	\$15/mo. Survivor Contribution if enrolled	Fully Self Paid
	Former Director	Not Eligible	Fully Self-Paid	Fully Self Paid
	Survivor of Former Director	Not Eligible	Fully Self-Paid	Fully Self Paid
Less Than 1 Term	Active Director	None in Category	Employee Rate* plus \$15/mo. Survivor Benefit Contribution if enrolled	Employee Rate
	Survivor of Active Director	None in Category	\$15/mo. Survivor Benefit if enrolled	Not Eligible
	Former Director	Not Eligible	Not Eligible	Not Eligible
	Survivor of Former Director	Not Eligible	Not Eligible	Not Eligible

Note: The Employee Premium Contribution Rates for 2018 are attached.

Kaiser Permanente HMO	Single	2-Party	Family
Total Monthly Premium	\$ 1,355.13	\$ 2,710.27	\$ 3,835.03
District's Cost	\$ 1,211.20	\$ 2,566.34	\$ 3691.10
Director's Cost	\$ 143.93	\$ 143.93	\$ 143.93

United Health Care	Single	2-Party	Family
Total Monthly Premium	\$ 800.27	\$ 1,600.54	\$ 2,080.70
District's Cost	\$ 656.34	\$ 1,456.61	\$ 1,936.77
Director's Cost	\$ 143.93	\$ 143.93	\$ 143.93

Note: The Employee Premium Contribution Rates for 2018 are attached.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>29 Nov 2017</i> <i>Pat M. Power</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/27/2017		BOARD INITIATED ITEM: Yes		
Originator/Prepared by: Mark Letman Dept: Maintenance and Engineering	General Counsel	Controller/Treasurer	District Secretary	BARC
<i>Mark Letman</i> Signature/Date: <i>11/28/17</i>	<i>[Signature]</i> <i>11/29/17</i> []	<i>[Signature]</i> <i>11/29/17</i> []	[]	<i>[Signature]</i> <i>11/29/17</i> []

Reject All Bids for Contract 15CQ-200 for Rail Procurement

PURPOSE:

To reject all Bids for Contract No. 15CQ-200 for Rail Procurement.

DISCUSSION:

This is a five (5) year estimated quantity Contract to purchase eight hundred (800) foot running rail and special trackwork steel components for the District's Measure RR funded track infrastructure replacement and capital maintenance projects. The premium head, hardened rail and steel components are to be used in rebuilding legacy track interlockings, upgrading BART yard rail and replacing special trackwork. Stock rail, switch point, frogs and taper rail additionally will be supplied by the Contract.

Notices were mailed to fifteen (15) potential suppliers on August 24, 2017. The Contract was advertised on September 8, 2017, and eight (8) firms registered for the Contract documents. Two (2) prospective Bidders attended a pre-bid conference held on September 20, 2017. At the time Bids were opened on November 14, 2017, two (2) Bids were received. A third Bid that was delivered to the District's post office box arrived at the District's Secretary's Office on November 15, 2017, after the Bid opening date. In accordance with the District's standard practice for untimely Bids, the Bid was returned to the Bidder unopened.

The Bidder whose Bid was returned filed a protest asserting that the Bid had been timely delivered to the District's offices. Staff is unable to accurately determine the timeliness of delivery of this Bid and thus cannot determine the lowest responsible and responsive Bid. In the interest of time, Staff recommends the rejection of all Bids. Upon rejection, Staff intends to promptly reissue the Contract solicitation with the Bid submittal instructions clarified.

FISCAL IMPACT:

There is no fiscal impact resulting from the rejection of all bids.

ALTERNATIVES:

Continue with Award to the apparent Low Bidder. This may result in protests or court challenges, which could significantly delay award of this Contract, and negatively impact the District's rail replacement schedule.

RECOMMENDATION:

On the basis of analysis and evaluation by Staff, it is recommended that the Board adopt the following motion.

MOTION:

The Bids for Contract No. 15CQ-200 for Rail Procurement are rejected and the General Manager is authorized to re-advertise the solicitation.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>29 Nov 2017</i> <i>Robert M. Fournier</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/17/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Christopher Gan Dept: Assistant Controller <i>Chris Gan</i> Signature/Date: <i>11/28/17</i>	General Counsel <i>[Signature]</i> <i>11/28/17</i>	Controller/Treasurer <i>[Signature]</i> <i>11/28/17</i>	District Secretary []	BARC <i>[Signature]</i> <i>11/28/17</i>

INDEPENDENT AUDITOR'S REPORTS ON THE BASIC FINANCIAL STATEMENTS AND INTERNAL CONTROL FOR THE FISCAL YEAR ENDED JUNE 30, 2017

PURPOSE:

To present the Independent Auditor's Reports on Basic Financial Statements and Internal Control over financial reporting for the fiscal year ended June 30, 2017.

DISCUSSION:

The San Francisco Bay Area Rapid Transit District Act provides that an annual audit be made of all books and accounts of the District by an independent public accountant (Public Utilities Code Section 28769).

The independent certified public accounting firm of Macias, Gini and O'Connell LLP conducted the audit for fiscal year 2017. The District's basic financial statements provide information on the District's Enterprise Fund and Fiduciary Fund. The Enterprise Fund includes all revenues, expenses, assets, liabilities and net assets related to the District's operations. The Fiduciary Fund shows all financial transactions of the Retiree Health Benefit Trust, which was created by the District to administer and account for assets which are restricted for the payment of retiree health premiums and administrative costs. Their audit concluded that the District's basic financial statements for the year ended June 30, 2017 present fairly, in all material respects, the financial position of the Enterprise Fund and the Fiduciary Fund, and are in conformity with accounting principles generally accepted in the

INDEPENDENT AUDITOR'S REPORTS ON THE BASIC FINANCIAL STATEMENTS AND INTERNAL CONTROL FOR THE FISCAL (cont.)

United States of America. As part of the examination, the auditors performed a review and evaluation of the District's internal control over financial reporting. The results of the evaluation are discussed in the Independent Auditor's Report on Internal Control over Financial Reporting.

FISCAL IMPACT:

None

ALTERNATIVES:

None. The District is required by law to have its books and accounts audited every year by an independent certified public accountant.

RECOMMENDATION:

None

MOTION:

None



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Pat M. Ryan</i> 29 Nov 2017		GENERAL MANAGER ACTION REQ'D:		
DATE: 10/24/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Charlotte Barham Dept: Budget	General Counsel <i>[Signature]</i> 11/28/17 []	Controller/Treasurer <i>[Signature]</i> 11/28/17 []	District Secretary []	BARC <i>[Signature]</i> 11/27/17 []
Signature/Date: <i>Charlotte Barham</i> 11/27/17				
Status: Routed		Date Created: 10/24/2017		

BART to Antioch Extension Fares

PURPOSE:

To adopt fares to be charged for trips to and from the BART to Antioch Extension stations of Pittsburg Center Station and Antioch Station.

DISCUSSION:

BART to Antioch is a 9.1 mile rail extension located in Contra Costa County that will run between Pittsburg/Bay Point Station and Hillcrest Road in Antioch. There are two stations: Pittsburg Center, which is located approximately 2.9 miles from the existing Pittsburg/Bay Point Station, and Antioch Station, which is approximately 9.1 miles from the Pittsburg/Bay Point Station. Ticket vending machines at those stations will only sell the regional Clipper smart card, though riders may also enter and exit these stations using paper mag-stripe tickets.

BART proposes to apply its existing distance-based fare structure to calculate fares for the new service. Because the BART to Antioch Stations are stations located in Contra Costa County, the East Bay Suburban Zone fare (equal to the 2018 minimum fare of \$2.00 when using Clipper) and applied to certain other East Bay station fares is proposed. This fare would be charged for trips between six and 13 miles from BART to Antioch, e.g., for the 9.1 mile trip between Pittsburg/Bay Point Station and Antioch Station, the Clipper fare would be \$2.00. No new surcharges are proposed for fares to, or from, the new BART to Antioch Stations, and all discount programs will be applied to these fares as part of the extension of BART's distance-based fare structure.

The table below shows 2018 BART to Antioch sample fares using the adult Clipper card; a fare paid for with a paper mag-stripe ticket would be an additional 50 cents. The attached resolution includes complete fare tables for adult Clipper and mag-stripe tickets, as well as discounted Clipper fare tables for seniors and people with disabilities, and youth age 5 through 18. When using discounted mag-stripe tickets, seniors and people with disabilities will pay an additional 19 cents per trip (50 cents discounted by 62.5%), and youth riders will pay an additional 25 cents per trip (50 cents discounted by 50%).

	Embarcadero	12th St/Oakland	San Leandro
Pittsburg/Bay Point	\$6.70	\$4.90	\$5.55
Pittsburg Center	\$6.85	\$5.05	\$5.70
Antioch	\$7.50	\$5.70	\$6.35

The "BART to Antioch Extension Title VI Equity Analysis and Public Participation Report" was approved by the BART Board on October 26, 2017. As BART's distance-based fare structure is unchanged, BART staff has determined that the proposed fares will have no adverse effect on BART to Antioch riders. Since there is no adverse effect on riders, the analysis found that the proposed BART to Antioch fares would not result in a disparate impact on minority riders or a disproportionate burden on low-income riders.

A public hearing on the proposed BART to Antioch fares was held on November 16, 2017. One member of the public spoke at the public hearing, expressing support for both the proposed fares as an extension of BART's existing distance-based fare structure and Clipper-only vending at BART to Antioch stations. Four fare-related e-mails were forwarded to the Board as part of the District Secretary's customer comments transmittals, and these e-mails supported fares that were less expensive than those proposed for BART to Antioch stations.

FISCAL IMPACT:

In Fiscal Year 2019, the first full year of service, net fare revenue from BART to Antioch trips is estimated to be approximately \$7 to \$8 million; fare revenue is projected to grow in succeeding years as additional new riders begin to use the service.

ALTERNATIVES:

BART to Antioch fares could be calculated using a different method from application of the existing distance-based fare structure. Application of an alternative method would not be consistent with fares charged for trips taken in the rest of the system and would result in a fare change.

RECOMMENDATION:

Adoption of the following motion.

MOTION:

Adopt the attached resolution, "In the Matter of Adopting Fare Rates and Charges for the BART to Antioch Extension." Two-thirds vote required.

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

In the Matter of Adopting
Fare Rates and Charges for
the BART to Antioch Extension

Resolution No. _____

WHEREAS, pursuant to Public Utilities Code Section 29038, it is the duty and responsibility of the Board of Directors of the San Francisco Bay Area Rapid Transit District ("District") to fix the rates and charges for rapid transit service to be furnished by the District; and

WHEREAS, the BART to Antioch Extension (BART to Antioch) is located in Contra Costa County and has two stations: Pittsburg Center, which is located approximately 2.9 miles from the existing Pittsburg/Bay Point Station and Antioch Station, which is approximately 6.2 miles from Pittsburg Center Station; and

WHEREAS, recommended fare rates and charges for BART service to and from Pittsburg Center Station and Antioch Station have been calculated by applying BART's existing distance-based fare structure and are consistent with fares charged for trips taken in the rest of the system; and

WHEREAS, the recommended fare rates and charges for BART to Antioch service are set forth in the attached Exhibit A entitled "Fare Rates and Charges for the BART to Antioch Extension;" and

WHEREAS, the "BART to Antioch Extension Title VI Equity Analysis and Public Participation Report," approved by the BART Board on October 26, 2017, found the proposed fares would not result in a disparate impact on minority riders or a disproportionate burden on low-income riders; and

WHEREAS, a public hearing was held on November 16, 2017 at a regularly scheduled meeting of the Board to consider fare rates and changes for the BART to Antioch Extension; and

NOW, THEREFORE, the Board hereby finds that:

(1) After careful study of staff recommendations, public comment, and due deliberations, the Board determines, as required by Public Utilities Code Section 29038, that the rates and charges for service are reasonable; and that insofar as practicable, these rates and charges are calculated to result in revenue which will:

(a) Pay for the operating expenses of the District;

- (b) Provide repairs, maintenance and depreciation of works owned and operated by the District;
 - (c) Provide for purchases, lease, or acquisition of rolling stock, including provisions for the interest, sinking funds, reserve funds, or other funds required for the payment of any obligations incurred by the District for the acquisition of rolling stock; and
 - (d) After making any current allocation of funds for the foregoing purposes and by the terms of any indebtedness incurred under Public Utilities Code Articles 6 (commencing with Section 29240) and 7, (commencing with Section 29250) of Chapter 8, provide funds for any purpose the Board deems necessary and desirable to carry out the purposes of Part 2 of Division 10 of the Public Utilities Code.
- (2) Fare rates and charges for the Project were discussed in the Project Environmental Impact Report (EIR/EIS).
- (3) The rates and charges set forth in Exhibit A are for the purposes of:
- (a) Meeting operating expenses such as employee wage rates and fringe benefits;
 - (b) Purchasing or leasing supplies, equipment or materials;
 - (c) Meeting financial reserve needs and requirements; and
 - (d) Obtaining funds for capital projects, necessary to maintain service within existing service areas.

The rates and charges for service set forth in Exhibit A are statutorily exempt from the California Environmental Quality Act (CEQA) pursuant to Public Resources Code Section 21080(b)(8) and CEQA Guidelines, 14 Cal. Code Regs. § 15273 and that Notices of Exemption will be filed in the affected counties.

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

- (1) The rates and charges for BART service set forth in Exhibit A are hereby adopted.
- (2) The General Manager is authorized to implement the fare rates and charges as set forth in Exhibit A for the new BART to Antioch Extension.

#

**EXHIBIT A—FARE RATES AND CHARGES FOR THE BART TO ANTIOCH
EXTENSION**

The fare rates and charges for BART service to or from the BART to Antioch Extension stations of Pittsburg Center and Antioch shall be as shown in Attachments 1, 2, 3, and 4 and shall be effective upon commencement of operation of the BART to Antioch Extension.

The fares as shown in Attachment 1 will be paid by adult riders using the regional Clipper smart card. The fares as shown in Attachment 2 are Attachment 1 fares increased by 50 cents per trip and will be paid by adult riders using paper magnetic-stripe tickets. The fares as shown in Attachment 3 are Attachment 1 fares discounted by 62.5% rounded down to the nearest nickel and are charged for riders who are seniors or people with disabilities using the appropriate Clipper discount card. The fares as shown in Attachment 4 are Attachment 1 fares discounted by 50% rounded down to the nearest nickel and are charged for youth age 5 through 18 years using the Youth Clipper Card.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>29 Nov 2017</i> <i>Robert M. Poon</i>		GENERAL MANAGER ACTION REQ'D: Yes		
DATE: 9/25/2017		BOARD INITIATED ITEM: Yes		
Originator/Prepared by: Robert Franklin Dept: Customer Access <i>Bob Franklin</i> Signature/Date:	General Counsel <i>MP</i> 11/29/17	Controller/Treasurer <i>White</i> 11/29/17 []	District Secretary []	BARC <i>P. Poon</i> 11/29/17 []
Status: Routed		Date Created: 9/25/2017		

Parking Fees for the new Pittsburg Center and Antioch Stations

PURPOSE

For the BART Board of Directors to set parking fees for the new Eastern Contra Costa BART extension stations at Pittsburg Center and Antioch.

DISCUSSION

The new BART to Antioch extension is scheduled to open in May 2018. The Pittsburg Center Station will have 262 parking stalls, located on Bliss Ave near the Railroad Avenue overcrossing at BART's existing Park-n-Ride lot. The Antioch Station will have 1,012 parking stalls. The District is proposing to charge parking fees at these parking facilities that are consistent with the parking fees charged at 31 of the 34 stations systemwide, including at the Pittsburg/Bay Point and North Concord stations, which are adjacent to the extension stations.

The proposed parking fees at the Pittsburg Center and Antioch stations are as follows:

- Daily Fee: \$3
- Monthly Reserved Permit: \$105
- Single Day Reserved Permit: \$6
- Airport/Long Term Reserved Permit: \$7

Permit and Fee areas will be designated within the parking areas at both extension stations.

Consistent with other BART stations with parking fees, parking fees will be required from 4:00 am to 3:00 pm, Monday through Friday. Once the parking fees are approved, future changes to parking fees at the Pittsburg Center and Antioch stations will be governed by BART's parking policies previously established by the Board for BART stations on February 28, 2013.

BART is obligated to ensure that its actions comply with federal and state law prohibiting discrimination in its programs and activities. A review of the proposed BART to Antioch station parking fees has determined that the proposed fees will not adversely affect minority and/or low-income populations at these stations and therefore will not have a disproportionate impact on those populations.

This item was presented at the November 7, 2017 Finance, Bond Oversight and Administration Committee. This item was also presented at both a public hearing and the BART Board meeting on November 16, 2017.

FISCAL IMPACT

After the initial ramp up period and once parking is fully utilized, parking fee revenues from the Pittsburg Center and Antioch stations are expected to generate about \$900,000 annually. For purposes of the Station Access Fund, which earmarks a portion of parking revenue for station access and station modernization and rehabilitation improvements, the \$3 daily fee is proposed to be used as a baseline and the parking revenue from FY18 is proposed to be allocated to the operating budget. The BART Board may consider directing staff as a part of the FY19 Budget process to reallocate a portion of the parking revenue from these two stations to the Station Access Fund. Alternatively, the BART Board potentially may also consider reallocating this revenue through a future change in parking policy. This topic will be agendized as part of the February, 2018 Board workshop.

ALTERNATIVES

Do not implement parking fees or implement a different parking fee or allocation schedule.

RECOMMENDATION

Adopt the following motion:

DRAFT MOTION

The Board hereby adopts the attached Resolution: "In the Matter of Adopting Parking Fees for the BART Pittsburg Center and Antioch Stations." (Two-thirds vote required.)

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

In the Matter of Adopting
Parking Fees for the
BART Pittsburg Center
and Antioch Stations

Resolution No. _____

WHEREAS, pursuant to Public Utilities Code Section 29038, it is the duty and responsibility of the Board of Directors of the San Francisco Bay Area Rapid Transit District ("District") to fix the rates and charges for rapid transit service to be furnished by the District; and

WHEREAS, the Eastern Contra Costa BART Extension Project ("Project") adds approximately 10-miles of new track from the existing Pittsburg/Bay Point Station east to the new Pittsburg Center and Antioch BART Stations, located in the Cities of Pittsburg and Antioch; and

WHEREAS, the parking fees established by this Resolution for the Pittsburg Center and Antioch Stations are consistent with fees charged at the adjacent Pittsburg/Bay Point and North Concord BART Stations and at the majority of BART stations in the rest of the system; and

WHEREAS, the recommended parking fees for the Pittsburg Center and Antioch Stations are set forth in the attached Exhibit A entitled "Parking Fees for the Pittsburg Center and Antioch Stations"; and

WHEREAS, to ensure compliance with federal Title VI requirements and state law prohibiting disparate impact in its programs and activities, District staff has conducted public participation and BART's Office of Civil Rights has performed an analysis to determine whether the proposed parking fees would have a disparate impact on minority riders or place a disproportionate burden on low-income riders; and

WHEREAS, a public hearing was held on November 16, 2017 at a regularly scheduled meeting of the Board to consider parking fees for the Pittsburg Center and Antioch Stations; and

WHEREAS, the District will use parking fee revenue to pay for operating expenses at the station and in the remainder of the BART system; and

NOW, THEREFORE, the Board hereby makes the following findings:

- (1) After careful study of staff recommendations, public comment, and due deliberations, the Board determines, as required by Public Utilities Code Section 29038, that the parking fees are reasonable; and that insofar as practicable, these parking fees are calculated to result in revenue which will:

- (a) Pay for the operating expenses of the District;
- (b) Provide repairs, maintenance and depreciation of works owned and operated by the District;
- (c) Provide for purchases, lease, or acquisition of rolling stock, including provisions for the interest, sinking funds, reserve funds, or other funds required for the payment of any obligations incurred by the District for the acquisition of rolling stock; and
- (d) After making any current allocation of funds for the foregoing purposes and by the terms of any indebtedness incurred under Public Utilities Code Articles 6 (commencing with Section 29240) and 7, (commencing with Section 29250) of Chapter 8, provide funds for any purpose the Board deems necessary and desirable to carry out the purposes of Part 2 of Division 10 of the Public Utilities Code.

(2) The parking fees set forth in Exhibit A are for the purposes of:

- (a) Meeting operating expenses such as employee wage rates and fringe benefits;
- (b) Purchasing or leasing supplies, equipment or materials;
- (c) Meeting financial reserve needs and requirements; and
- (d) Obtaining funds for capital projects, necessary to maintain service within existing service areas.

(3) The parking fees for the station are statutorily exempt from the California Environmental Quality Act (CEQA) pursuant to Public Resources Code Section 21080 (b)(8) and CEQA Guidelines, 14 Cal. Code Regs. Section 15273 and that Notices of Exemption will be filed in the affected counties.

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

(1) The parking fees for the Pittsburg Center and Antioch Stations set forth in Exhibit A are hereby adopted.

(2) The General Manager is authorized to implement the parking fees for the new Pittsburg Center and Antioch Stations as set forth in Exhibit A.

(3) Following implementation of the parking fees for the new Pittsburg Center and Antioch Stations as set forth in Exhibit A, the parking fees for said Station shall thereafter be subject to the parking fee program adopted pursuant to Board Resolution Number 5207.

#

EXHIBIT A—PARKING FEES FOR THE NEW PITTSBURG CENTER AND ANTIOCH STATIONS

The parking fees at the Pittsburg Center and Antioch Stations shall be effective upon commencement of operation of the Pittsburg Center and Antioch Stations and are as follows:

Daily Fee Parking: \$3 per day

Permit Fee Parking:

Monthly Reserved Permit: \$105 per month

Single Day Reserved Permit: \$6 per day

Airport/Long-Term Permit: \$7 per day



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: 29 Nov 2017 		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/28/2017		BOARD INITIATED ITEM: Yes		
Originator/Prepared by: Michaela Morales Dept: Finance Signature/Date 	General Counsel 11/28/17 []	Controller/Treasurer 11/28/17 []	District Secretary []	BARC 11/28/17 []

TO AUTHORIZE THE ISSUANCE AND SALE OF THE DISTRICT'S SALES TAX REVENUE BONDS, REFUNDING SERIES 2017

PURPOSE:

To request Board adoption of a resolution, which authorizes the issuance and sale of not to exceed \$250 million in Sales Tax Revenue Bonds, Refunding Series 2017. 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, Fourth 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 2017, the District intends to issue not to exceed \$250 million in Sales Tax Revenue Bonds. Proceeds of the Bonds will be used to refund outstanding bonds to achieve debt service savings and to pay costs of issuance of the bonds.

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 12 members of the District's Underwriting Pool on November 1, 2017, and received 10 proposals on November 10, 2017. The Selection Committee performed a technical evaluation of the proposals. The Selection Committee ranked these proposals and recommended Barclays Capital Inc. as Senior Manager, Goldman Sachs & Co. LLC as Co-Senior Manager, and Fidelity Capital Markets and J.P. Morgan Securities LLC as Co-

Managers. Underwriting compensation will not exceed one-half of one percent of the principal amount of the bonds issued.

On November 2, 2017, the U.S. House of Representatives began deliberating on tax reform legislation that may potentially limit the District's ability to advance refund its outstanding debt after December 31, 2017 as well as other potential changes to the municipal bond market. Based on the proposed legislation, the District and its advisors provided an addendum to the RFP to expedite the proposal deadline and consequently selected underwriters to assist the District to facilitate potential advance refundings before December 31, 2017.

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, Fourth Supplemental Indenture, Bond Purchase Agreement, Continuing Disclosure Agreement, Escrow Agreement and related agreements, and payment to cover the costs of issuance as well as the negotiation and commitment to bond insurance or other credit support agreements, if any, in connection with issuance of the Sales Tax Revenue Bonds, Refunding Series 2017.

FISCAL IMPACT:

The District proposes to issue Sales Tax Revenue Bonds, Refunding Series 2017 in the total principal amount of not to exceed \$250 million. After setting aside approximately 1% of the principal amount for costs of issuance, the District intends to apply the proceeds of the Refunding Series 2017 Bonds, together with other funds of the District, to advance refund all or a portion of the Series 2010 Bonds, the Series 2012A Bonds, and the Series 2012B Bonds to achieve debt service savings.

All fees for the Sales Tax Revenue Bonds, Refunding Series 2017 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 Fourth 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, Refunding Series 2017 at this time, which would mean no debt service savings would be available with respect to bonds currently outstanding.

RECOMMENDATION:

To authorize the Controller-Treasurer to negotiate the structure, financing, and cost of

TO AUTHORIZE THE ISSUANCE AND SALE OF THE DISTRICT'S SALES TAX REVENUE BONDS, REFUNDING SERIES 2017 (cont.)

issuance for the Sales Tax Revenue Bonds, Refunding Series 2017 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 not to exceed \$250 million aggregate principal amount of Sale Tax Revenue Bonds, Refunding Series 2017, and authorizing the preparation, execution and delivery of agreements and documents in connection therewith.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

RESOLUTION OF THE SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT AUTHORIZING AND APPROVING THE ISSUANCE AND SALE OF NOT TO EXCEED \$250 MILLION SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT SALES TAX REVENUE BONDS FOR REFUNDING PURPOSES; AUTHORIZING THE EXECUTION AND DELIVERY OF A FOURTH 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.

Resolution No.

WHEREAS, the District has heretofore issued its sales tax revenue bonds (the "1990 Indenture Bonds") under and pursuant to an Indenture, dated as of July 1, 1990, as supplemented and amended by the First Supplemental Indenture, dated as of August 7, 1990, the Second Supplemental Indenture, dated as of August 29, 1991, the Third Supplemental Indenture, dated as of June 7, 1995, the Fourth Supplemental Indenture, dated as of April 1, 1997, the Fifth Supplemental Indenture, dated as of March 12, 1998, the Sixth Supplemental Indenture, dated as of October 7, 1999, the Seventh Supplemental Indenture, dated as of July 12, 2001, the Eighth Supplemental Indenture, dated as of September 7, 2005, the Ninth Supplemental Indenture, dated as of June 29, 2006, the Tenth Supplemental Indenture, dated as of November 30, 2006 and the Eleventh Supplemental Indenture, dated as of May 19, 2010 (hereinafter collectively referred to as the "1990 Indenture"), between the District and U.S. Bank National Association ("U.S. Bank"), successor by merger to U.S. Bank Trust National Association, which was successor to First Trust of California, National Association, which was successor to Bank of America National Trust and Savings Association, which was successor to Security Pacific National Bank, as trustee (the "Prior Trustee");

WHEREAS, the following 1990 Indenture Bonds are outstanding in the following amounts:

Series	Issuance Date	Original Principal Amount	Outstanding Principal Amount
2010	May 19, 2010	\$129,595,000	\$115,095,000

WHEREAS, the District has heretofore issued its sales tax revenue bonds (the “2012 Indenture Bonds” and, together with the 1990 Indenture Bonds and other bonds issued on a parity with the 2012 Indenture Bonds, 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, and the Third Supplemental Indenture, dated as of August 1, 2016 (hereinafter collectively referred to as the “2012 Indenture”), between the District and U.S. Bank, as trustee (the “Trustee”);

WHEREAS, the following 2012 Indenture Bonds are outstanding in the following amounts:

Series	Issuance Date	Original Principal Amount	Outstanding Principal Amount
2012A	October 4, 2012	\$130,475,000	\$117,060,000
2012B	October 4, 2012	111,085,000	99,635,000
2015A	October 8, 2015	186,640,000	155,655,000
2016A	August 3, 2016	83,800,000	83,800,000

WHEREAS, the San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds, 2012 Series B (Federally Taxable) (the “2012B Bonds”) were issued as taxable bonds to finance the Oakland Airport Connector and such bonds may be refunded on a tax-exempt basis if certain requirements are met by the District, including that the issuance of refunding bonds to refund such 2012B Bonds (such refunding bonds referred to herein as the “2012B Refunding Bonds”) is approved in accordance with Section 147(f) of the Code if necessary in the determination of bond counsel;

WHEREAS, this Board is the elected legislative body of the District and is the applicable elected representative required to approve the 2012B Refunding Bonds for purposes of Section 147(f) of the Code;

WHEREAS, a notice of public hearing with respect to the 2012B Refunding Bonds to be issued by the District was published not less than fourteen (14) days prior to said public hearing, in a newspaper of general circulation available to the residents of the District;

WHEREAS, a public hearing was held pursuant to such notice before this Board on the date hereof, and an opportunity was provided for interested persons to present arguments for and against the issuance of the 2012B Refunding Bonds to refinance the projects described in the notice of public hearing;

WHEREAS, some or all of the 2012B Refunding Bonds to be issued may constitute “private activity bonds” within the meaning of the Code, and in such case, the District intends that such obligations constitute qualified exempt facility bonds within the meaning of Sections 141 and 142 of the Code;

WHEREAS, the District desires to issue its San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds, including the 2012B Refunding Bonds, in one or more Series (the "Refunding Bonds") to provide funds to refund a portion of the outstanding 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 and discharge the 1990 Indenture;

WHEREAS, the District desires to issue the Refunding Bonds, payable on a parity with the Bonds pursuant to the 2012 Indenture, as it may be amended and supplemented pursuant to its terms, including as amended and supplemented by a Fourth 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 Refunding Bonds authorized hereby;

WHEREAS, there has been prepared and presented to this meeting a proposed form of Fourth Supplemental Indenture (such Fourth 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 "Fourth Supplemental Indenture");

WHEREAS, this Board deems it necessary and desirable to sell the Refunding 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 Refunding 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 Goldman Sachs & Co. LLC, Fidelity Capital Markets and J.P. Morgan Securities LLC (hereinafter collectively referred to as the "Underwriters"), has submitted a proposed contract to purchase the Refunding 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, 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 Refunding 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, as trustee and dissemination agent;

WHEREAS, the District hereby determines that the projects financed by the outstanding Bonds and the use of the proceeds of the Refunding 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 Refunding Bonds should be considered "Green Bonds" under publicly considered Green Bond Principles;

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, Refunding Series 2017 payable on a parity with the Bonds, in an aggregate principal amount not to exceed \$250 million and being sufficient to: (i) refund such portion of the outstanding Bonds as shall be determined appropriate by the Controller/Treasurer in order to achieve debt service savings, use excess proceeds, and to restructure existing debt service and discharge the 1990 Indenture; and (ii) pay costs of issuance of the Refunding Bonds, on the terms and conditions set forth in, and subject to the limitations specified in, the Fourth Supplemental Indenture, as finally executed and delivered, is hereby approved. The Controller/Treasurer is hereby authorized and directed to determine the principal amount, series designations, interest rate or rates, and other terms of the Refunding Bonds to be issued, including determining whether such Refunding Bonds shall be issued as taxable or tax-exempt bonds (subject to the aforesaid limitations and the limitations hereinafter specified) and to specify said terms in the Fourth Supplemental Indenture.

Section 2. The Fourth 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 Fourth 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 Refunding 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 Refunding Bonds shall not exceed the maturity date of the Bonds being refunded. The maximum rate of interest to be payable on the Refunding Bonds shall not exceed five and one half percent (5.50%) per annum. The combined true interest cost for the Refunding Bonds shall not exceed four and one half percent (4.50%). Optional redemption of the Refunding Bonds shall be provided for at not later than July 1, 2028; provided, however, that the Controller/Treasurer is hereby authorized to cause all or any portion of the Refunding Bonds to be issued as noncallable bonds. The net present value of the debt service savings with respect to the Refunding Bonds shall be at least five percent (5.00%) of the aggregate principal amount of the Bonds being refunded. The interest payment dates, denominations, forms, manner of execution, terms of redemption and other terms of the Refunding Bonds shall be as provided in the Fourth Supplemental Indenture as finally executed.

Section 3. The sale of the Refunding 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 Refunding Bonds (exclusive of original issue discount) shall not be greater than one half percent (0.50%) of the principal amount of the Refunding Bonds. The proceeds shall be applied simultaneously with the delivery of the Refunding Bonds to the costs of issuance of the Refunding 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 Refunding Bonds, excluding the underwriting discount, shall not be greater than one percent (1.00%) of the principal amount of the Refunding 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 Refunding 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 Refunding 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 Refunding 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 in connection with the investment of funds deposited in the escrow funds established pursuant to the Escrow Agreement, including seeking bids for escrow securities and, if applicable, U.S. Bank, in its capacity as trustee or escrow agent, the Underwriters, or the Municipal Advisor, is hereby authorized and directed 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 Refunding Bonds and deposited in the escrow funds.

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 Refunding Bonds and fees of such counsel are to be paid from the proceeds of the Refunding Bonds and contingent upon the issuance of the Refunding 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 Refunding 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 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 1990 Indenture, 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 delivery of tax certifications, the delivery of any documents necessary in connection with the refunding of the Bonds, the discharge of the 1990 Indenture, 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 Refunding 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 Refunding Bonds or assist in the marketing of the Refunding

Bonds, which authorization shall constitute prior approval under Section 5-3.2(b) of the Rules of the Board of Directors of the District.

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

This Resolution shall take effect immediately upon its adoption.

Adopted: _____

Kenneth A. Duron, District Secretary

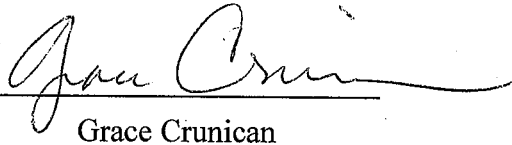
SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

MEMORANDUM

TO: Board of Directors **DATE:** December 1, 2017
FROM: General Manager
RE: Regional Means-Based Fares Informational Item

Attached is a presentation describing work done by the Metropolitan Transportation Commission and the region's transit operators regarding offering a regional means-based fare discount, which will be presented as an informational item to the Board at the December 7, 2017 meeting.

If you have any questions about the document, please contact Pamela Herhold, Acting Assistant General Manager, Administration and Budget, at 510-464-6168.



Grace Crunican

cc: Board Appointed Officers
Deputy General Manager
Executive Staff

**SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
MEMORANDUM**

TO: BART Board of Directors

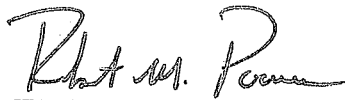
DATE November 29, 2017

FROM: General Manager

RE: Pension Funding Update

At the December 7th Board Mary Beth Redding, Vice President of Bartel Associates, the District's actuarial consultant will provide an update on pension funding. Attached is a copy of her presentation.

If you have any questions about the document, please contact Michael Jones, Assistant General Manager, Human Resources, at 510-464-6231.



for Grace Crunican

cc: Board Appointed Officers
Deputy General Manager
Executive Staff



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>1 DEC 2017</i> <i>Robert M. Powner</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/27/2017		BOARD INITIATED ITEM: Yes		
Originator/Prepared by: Mark Letman Dept: Maintenance and Engineering <i>Mark Letman 11/28/17</i> Signature/Date:	General Counsel <i>[Signature]</i> 11/29/17 []	Controller/Treasurer <i>[Signature]</i> 11/29/17 []	District Secretary []	BART <i>[Signature]</i> 11/30/17 []

Award of IFB No. 9035A, Gasoline, Renewable Diesel Fuel, Red Dyed #2 Diesel Fuel and Diesel Exhaust Fluid

PURPOSE:

To request Board authorization for the General Manager to award Invitation For Bid (IFB) No. 9035A, to Golden Gate Petroleum of Martinez, CA, for the purchase of Gasoline, Renewable Diesel Fuel, Red Dyed #2 Diesel Fuel and Diesel Exhaust Fluid (DEF), for the District's non-revenue vehicle fleet and the eBART diesel multiple unit system.

DISCUSSION:

Gasoline and diesel fuel power the District's non-revenue vehicle fleet and other engine driven equipment. This Contract is to supply fuel for core BART shops and the eBART system. BART core shops will purchase Regular Unleaded 10% Ethanol gasoline and a cutting edge, low carbon, 100% sustainable biofuel known as Renewable Diesel Fuel (RD100) that is chemically identical to petroleum diesel, yet petroleum free. Using Renewable Diesel Fuel use will significantly lower the District's carbon footprint. eBART is contracting for ultra-low sulfur Red Dyed Diesel Fuel, identical to clear diesel except in color. Designed for off road use, Red Dyed Diesel Fuel is exempt from state and federal fuel taxes and its use will yield substantial fuel cost savings to eBART. eBART is also contracting for diesel exhaust fluid (DEF), an aqueous urea solution which helps reduce carbon emissions by converting nitrogen oxide into harmless nitrogen gas and water vapor in the selective catalytic reductions process.

This is a five (5) year estimated quantity Contract. During the term of the Contract, The District is required to purchase from the Supplier the minimum amount of fifty (50) percent of the total dollar value of the Contract. Upon Board approval, the General Manager will have the authority to purchase up to one hundred fifty (150) percent of the total dollar value

of the Contract, subject to available funding.

A notice requesting bids was published and uploaded to the BART Vendor Portal on October 31, 2017, and correspondence was sent to five (5) prospective bidders inviting them to view the solicitation on the Vendor Portal. Bids were opened on November 14, 2017, and three (3) bids were received.

Totals Including Projected Fuel and Sales Tax

Bidder	Core BART Shops	eBART System	Grand Total
Golden Gate Petroleum, Martinez, CA	\$5,060,398	\$5,458,821	\$10,519,219
Valley Oil Company, Mountain View, CA	\$5,084,358	\$5,696,856	\$10,781,214
Southern Counties Oil Co, Orange, CA	\$5,228,990	\$5,573,096	\$10,802,086

Independent cost estimate by BART staff: \$ 10,207,200, including all applicable tax.

The invoice delivery price for fuel will be the appropriate Oil Price Index Service net average price for northern California in effect on the date of delivery, plus the per gallon price adjustment for delivery and administrative cost as offered by the low bidder, including all applicable tax.

Staff has determined that Golden Gate Petroleum, Martinez, CA, submitted a responsive bid and that the Bid pricing is fair and reasonable based on market surveys, bid competition and prior purchases.

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

FISCAL IMPACT:

Core BART Shops: Oakland, Hayward, Concord, Richmond, Daly City

Funding of \$421,700 for the core BART portion of the contract price (\$5,060,398) (PR 14549) for the award of IFB No. 9035A will be provided by the FY18 operating budget for Non-Revenue Vehicle Maintenance, Cost Center 0802871, accounts 680-061 and 680-060. The Office of the Controller/Treasurer certifies that funds are currently available to meet this obligation. Funding for subsequent fiscal years, FY19 – FY23 will be requested in future operating budget cycles.

FY18 \$ 421,700 (2/1/18 to 6/30/18)
 FY19 \$1,012,080
 FY20 \$1,012,080
 FY21 \$1,012,080
 FY22 \$1,012,080
 FY23 \$ 590,378 (7/1/22 to 2/1/23)

The eBART Diesel Multiple Unit System

Funding of \$454,902 for the eBART FY18 portion will come from the project budget for FMS #04SO000 – eBART Pre-Revenue. The Office of the Controller/Treasurer certifies that funds are currently available to meet this obligation. Funding for subsequent fiscal years, FY19 – FY23 will be requested in future operating budget cycles.

FY18 \$ 454,902 (2/1/18 to 6/30/18)
 FY19 \$1,091,764
 FY20 \$1,091,764
 FY21 \$1,091,764
 FY22 \$1,091,764
 FY23 \$ 636,863 (7/1/22 to 2/1/23)

The following table depicts funding assigned to project 04SO000 - eBART Pre-Revenue and is included in totality to track funding history against spending authority. Funds needed to meet this request will be expended from a combination of these sources. As of November 21, 2017, \$15,730,745 is available for this project from the following sources:

Fund No.	Fund Description	Source	Amount
8530	FY 2016 Operating Allocation to Capital	BART	2,233,016
8531	FY 2017 Operating Allocation to Capital	BART	3,896,616
8532	FY 2018 Operating Allocation to Capital	BART	9,601,113
			15,730,745

BART has expended \$6,866,801, committed \$486,319, and reserved \$165,347 to-date for

other action. This action will commit \$454,902 leaving an available fund balance of \$7,757,377 in this project.

There is no fiscal impact on available unprogrammed District Reserves.

ALTERNATIVES:

Reject the Bid and re-advertise the Contract. This, however, is not likely to result in increased competition or lower prices and the ready availability of fuel is essential to the operation of District automotive and other engine driven equipment. Purchasing fuel as required from retail outlets would result in higher cost and reduced environmental benefit.

RECOMMENDATION:

On the basis of analysis by Staff and certification by the Controller-Treasurer that the funds are available for this purpose, it is recommended that the Board adopt the following motion.

MOTION:

The General Manager is authorized to award Invitation For Bid No. 9035A, an estimated quantity contract for Gasoline, Renewable Diesel Fuel, Red Dyed Diesel Fuel and Diesel Exhaust Fluid, to Golden Gate Petroleum of Martinez, CA for the Bid price of \$10,519,219 including all applicable taxes, and pursuant to notification to be issued by the General Manager, subject to compliance with the District's Protest Procedures.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Robert M. Poun</i> 29 Nov 2017		GENERAL MANAGER ACTION REQ'D: Forward and approve to the Board of Directors		
DATE: 10/25/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Shirley Ng Dept: Extensions	General Counsel <i>[Signature]</i> 11/27/17 []	Controller/Treasurer <i>[Signature]</i> 11/27/17 []	District Secretary []	BARC <i>Paul Cherner</i> 11/28/17 []
Signature/Date: <i>[Signature]</i> 11/27/17				

Execute Change Orders to Increase Accessible Fare Gate Quantity, to Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project

PURPOSE: To obtain Board authorization for the General Manager to execute up to three Change Orders in an amount not to exceed \$2,000,000 to increase the accessible fare gate quantity on Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project.

DISCUSSION:

In February 2017, the Board authorized the award of Contract No. 05HA-100 with a value of \$23.2M. The Contract also included an option for procuring new AFC equipment for other stations pending funding availability. That option was executed. Additional accessible fare gates are a priority for two primary reasons: (1) accessible fare gates improve customer access for a wide range of users and provision of additional accessible fare gates is a recommended measure supported by both the BART Accessibility Task Force and Bicycle Advisory Task Force per a 2015 joint letter to the BART Board; and (2) installation of accessible fare gates in strategic locations will support station hardening efforts to reduce fare evasion. Staff would like to leverage manufacturing costs of the accessible fare gates by increasing the quantity to support the station access program and other District needs. If the items are procured through a separate contract, the equipment cost may increase due to re-engineering of obsolete parts, inflation, and the equipment may delay a project as this is a long lead time item.

Staff anticipates issuing the first Change Order in December for nine AFGs for six stations to meet current project needs. It is anticipated that the remaining Change Orders will be executed in the spring or summer of 2018. Staff is evaluating the quantity of accessible fare gates needed to support future projects; and, as a result, Change Order authority is requested.

Pursuant to Board Rule 5-2.3, Change Orders involving expenditures greater than \$200,000 require Board approval.

The Office of the General Counsel will approve these Change Orders as to form prior to execution. The Procurement Department will review these Change Orders for compliance with procurement guidelines prior to execution.

FISCAL IMPACT:

The total not to exceed amount of \$2,000,000 for Change Orders to Contract No. 05HA-100 is included in total project budget for FMS # 05HA001 – El Cerrito Del Norte Gateway. The Office of Controller/Treasurer certifies that funds are currently available to meet this obligation. The following table depicts funding assigned to the referenced project and is included in totality to track funding history against spending authority. Funds needed to meet this request will be expended from a combination of these sources as listed.

As of November 13, 2017, \$39,705,512 is available for this project from the following sources:

Fund No.	Fund Description	Source	Amount
535A	FY10-11 Prop 1B - PTMISEA	State	10,000,000
535B	FY14-15 Prop 1B - PTMISEA	State	11,549,407
663Y	CCTA Measure J - Res 17-46-G	Local	2,400,000
6646	CCTA Measure J - Res 13-09-P	Local	125,000
6649	CCTA Measure J - Res 16-17-9	Local	11,503,000
8526	FY2014 Operating Cap Alloc	BART	328,105
8528	Stations & Access form Pkg Rev	BART	1,500,000
802A	2017 Measure RR GOB	BART	2,300,000
Total			39,705,512

BART has expended \$7,026,271, committed \$23,256,541 and reserved \$0 to date for other action. This action will commit \$2,000,000 leaving an available fund balance of \$7,422,700 in this project.

There is no fiscal impact on available unprogrammed District Reserves

ALTERNATIVES:

The Board can elect not to authorize the execution of these Change Orders. This will require the items to be procured in a future contract that could result in higher costs per unit and

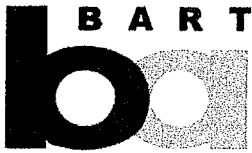
may delay impacted projects requiring the equipment.

RECOMMENDATION:

It is recommended that the Board adopt the following motion:

MOTION:

The General Manager is authorized to execute up to three Change Orders in an amount not to exceed \$2,000,000 to increase the accessible fare gate quantity on Contract No. 05HA-100, El Cerrito Del Norte Station Modernization Project.



EXECUTIVE DECISION DOCUMENT

ATTACHMENT #1

CONTRACT NO. 05HA-100

CHANGE ORDER SUMMARY

BACKGROUND

Name of Contractor: Clark Construction.
Contract No./NTP: 05HA-100 / May 15, 2017
Contract Description: El Cerrito del Norte Station Modernization Project

Percent Complete as of: 11/15/2017 – 3.00%

Dollars Percent Complete as of: 11/15/2017 - 12%

COST	% of Award	Cost	Contract Amount
Original Contract Award Amount			\$23,200,000.00
Change Orders:	.03%	\$6,000.00	
Board Authorized Options:			
#1:		\$954,000.00	
#2:		\$4,131,000.00	
#3:		\$566,000.00	
These Change Orders:	8%	\$2,000,000.00	
Subtotal of all Change Order	8.03%	\$2,006,000.00	
<u>Revised Contract Amount:</u>			\$30,857,000.00

SCHEDULE

Original Contract Duration: 740 Days
Time Extension to Date: 0 Days
Time Extension Due to Approved COs: 0 Days
Revised Contract Duration: N/A

SUMMARY REASON FOR THIS CHANGE ORDER

Staff would like to leverage manufacturing costs of the accessible fare gates by increasing the quantity to support the station access program and other District need.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>29 Nov 2017</i> <i>Robert M. Power</i>		GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board		
DATE: 11/14/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Anthony Hitchings Dept: Extensions <i>A.J. Hitchings</i> Signature/Date: <i>11/21/17</i>	General Counsel <i>V. B. [Signature]</i> Signature/Date: <i>11/21/17</i> []	Controller/Treasurer <i>[Signature]</i> Signature/Date: <i>11/22/17</i> []	District Secretary []	BARC <i>Paul [Signature]</i> Signature/Date: <i>11/28/17</i> []

Contract 09AU-130 BART Earthquake Safety Program Oakland Shops Spur Track, Change Order No. 2, Bioretention Changes

PURPOSE:

To obtain Board authorization for the General Manager or her designee to execute Change Order No. 2.1, Part 1, Bioretention Changes, to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track, in an amount not to exceed \$350,000.

DISCUSSION:

On September 22, 2016, the Board of Directors authorized the award of Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track ("Contract"), to Shimmick Construction Company, Inc. The Notice to Proceed was issued November 28, 2016.

The Contract provided for a bioretention area to mitigate environmental impacts caused by the addition of a new spur track at the Oakland Shops. As work progressed, Staff determined that the proposed bioretention area overlapped with a planned future expansion of the adjacent BART Annex building. It also became clear that the existing surface drainage did not adequately flow to the bioretention area. To avoid extensive regrading of paved areas, this proposed Change Order will relocate the bioretention area within the Oakland Shops site, minimizing the need to regrade the site and avoiding an overlap with the planned Annex building expansion.

Change Order No. 2, Part 1 was issued in an amount not to exceed \$50,000. Change Order No. 2.1, Part 1 will be issued in an amount not to exceed \$350,000. The total estimated

value of the work for all elements of Change Order No. 2 is \$400,000.

The following table summarizes the District's financial commitments for all elements of Change Order No. 2:

Change Order No. 2, Part 1	\$50,000	
Change Order No 2.1, Part 1	\$350,000	Pending Approval
Total Commitment	\$400,000	

Pursuant to Board Rule 5-2.3, Change Orders involving expenditures greater than \$200,000 require Board approval. The Office of the General Counsel will approve this Change Order as to form prior to its execution. The Procurement Department will review this Change Order for compliance with procurement guidelines prior to its execution.

FISCAL IMPACT:

Funding of \$350,000 for the award of Change Order No. 2.1, Part 1 to Contract No. 09AU-130 is included in the total budget for 09AU000 – TBT Retrofit #1 (Underwater). The Office of Controller/Treasurer certifies that funds are currently available to meet this obligation.

The following table depicts funding assigned to the referenced project and is included in totality to track funding history against spending authority. Funds needed to meet this request will be expended from a combination of these sources as listed.

As of November 13, 2017, \$374,726,031 is available for this project from the following sources:

Account	Description	Source	Amount
801F & 801J	ESP GO Bond	BART	\$300,518,803
801I	ESP GO Bond Interest Earnings	BART	\$20,000,000
850V, 850X & 850W	Capital Allocation	BART	\$207,228
802A	2017 Measure RR GO Bond	BART	54,000,000

BART has expended \$61,269,158, committed \$286,306,903, and reserved \$25,765,000 to-date for other action. This action will commit \$350,000 leaving an available fund balance of \$1,034,970 in this project.

There is no fiscal impact on available unprogrammed District Reserves.

ALTERNATIVE:

The Board can elect not to authorize the execution of this Change Order. If the Change Order is not executed, the District would remain responsible for the environmental impacts

Contract 09AU-130 BART Earthquake Safety Program Oakland Shops Spur Track, Change Order No. 2, Bioretention Changes

caused by the Contract Work. Non-compliance with the MS4 environmental permit would expose the District to potential fines from the California State Water Board and the District would remain liable for the cost of completing the bioretention changes at a later date.

RECOMMENDATION:

That the Board approve the following motion:

MOTION:

The General Manager or her designee is authorized to execute Change Order No. 2.1, Part 1, Bio-Retention Changes, to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track with Shimmick Construction Company Inc., in an amount not to exceed \$350,000.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

**EXECUTIVE DECISION DOCUMENT
ATTACHMENT No 1**

Date: 11/16/2017

CONTRACT No. 09AU-130

CO No. 002.1 Part 1

CHANGE ORDER SUMMARY

BACKGROUND

Program:	Earthquake Safety Program
Name of Contractor	Shimmick Construction
Contract No. / NTP	09AU-130 / November 28, 2016
Contract Description:	OKS Spur Track
Percent Complete as of 11/16/17	83.51%

COST

	% of Award	CO Totals	Contract Amount
Original Contract Award Amount			\$ 7,903,190
Change Orders			
Board Authorized COs	2.35%	\$ 186,000	
Other Than Board Authorized COs	8.39%	\$ 663,081	
This CO No. 002.1 Part 1	4.43%	\$ 350,000	
Subtotal of all Change Orders	15.17%	\$ 1,199,081	
<u>Revised Contract Amount</u>			\$ 9,102,271

SCHEDULE

Original Contract Duration	350	days
Time Extension to Date	0	days
Time Extension Due to Approved COs	0	days
Time Extension Due to this CO No. 002.1 Part 1	0	days
Revised Contract Duration	350	days

MBE/WBE PARTICIPATION

	MBE	WBE
Original Subcontracted Value excluding Allowances	\$ 2,682,000	\$ 2,682,000
Current Participation excluding this Change Order	3.18%	4.20%
Projected Participation excluding this Change Order	4.81%	10.48%
This Change Order No. 002.1 Part 1	0.00%	9.08%
Contract 09AU-130 Participation Commitment	4.81%	9.62%



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Rbt M. Pann</i> 8 NOV 2017		GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board		
DATE: 9/15/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Anthony Hitchings Dept: PD&C-ESP Signature/Date: <i>[Signature]</i> 10/23/17	General Counsel <i>[Signature]</i> 10/28/17 []	Controller/Treasurer <i>[Signature]</i> 10/26/17 []	District Secretary []	BARC <i>[Signature]</i> 11/6/17 []

Contract 09AU-130 BART Earthquake Safety Program Oakland Shops Spur Track, Change Order No. 6, Time Impacts

PURPOSE:

To obtain Board authorization for the General Manager or her designee to execute Change Order No. 6, Time Impacts, to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track in an amount not to exceed \$385,000.

DISCUSSION:

On September 22, 2016, the Board of Directors authorized staff to award Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track ("Contract"), to Shimmick Construction Company, Inc. Staff issued the Notice to Proceed for the Contract on November 28, 2016.

This Change is necessary to compensate the Contractor for delays resulting from changes in the scope of the Contract relating to construction of a new weld shop pursuant to Change Order No. 1, and new bioretention work that is currently under negotiation pursuant to proposed Change Order No. 2. These District directed changes impacted the critical path of the Contract. This change is for time and costs incurred due to these delays.

On 09/20/2017 the Contractor submitted a Time Extension and Cost Proposal relating to impacts of all BART-caused delays to date. The Time Extension and Cost Proposal reflected a 72-calendar day extension of time on the Contract, with a cost impact not-to-

exceed \$385,000.

Pursuant to Board Rule 5-2.3, Change Orders involving expenditures greater than \$200,000 require Board approval. The Office of the General Counsel will approve this Change Order as to form prior to its execution. The Procurement Department will review this Change Order for compliance with procurement guidelines prior to execution.

FISCAL IMPACT:

Funding of \$385,000 for the award of Change Order No. 6 to Contract No. 09AU-130 is included in the total budget for 09AU000 – TBT Retrofit #1 (Underwater). The Office of the Controller/Treasurer certifies that funds are currently available to meet this obligation. The following table depicts funding assigned to the referenced project and is included in totality to track funding history against spending authority. Funds needed to meet this request will be expended from a combination of these sources as listed.

As of October 3, 2017, \$373,536,500 is available for this project from the following sources:

Fund Number	Fund Description	Source	Funded Amount
801F & 801J	ESP GO Bond	BART	\$299,509,627
801I	ESP GO Bond Interest Earnings	BART	\$20,000,000
850V & 850X	Capital Allocations	BART	\$26,873
802A	2017 Measure RR GO Bond	BART	\$54,000,000
Total			\$373,536,500

BART has expended \$47,024,934, committed \$299,045,496, and reserved \$26,155,000 to-date for other action. This action will commit \$385,000 leaving an available fund balance of \$926,070 in this project.

There is no fiscal impact on available unprogrammed District Reserves.

ALTERNATIVE:

The Board can elect not to authorize the execution of this Change Order. If the Change Order is not executed, the Contractor may pursue a claim against the District for the cost of delays attributable to the District. Contractor's delay costs and potential litigation costs, thus potentially increasing the final cost to the District.

RECOMMENDATION:

That the Board approve the following motion:

MOTION:

The General Manager or her designee is authorized to execute Change Order No. 6, Time Impacts, to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track with Shimmick Construction Company Inc. in an amount not to exceed \$385,000.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

EXECUTIVE DECISION DOCUMENT
ATTACHMENT No 1

Date: 10/12/2017

CONTRACT No. 09AU-130

CO No. 06

CHANGE ORDER SUMMARY

BACKGROUND

Program:	Earthquake Safety Program
Name of Contractor	Shimmick Construction
Contract No. / NTP	09AU-130 / November 28, 2016
Contract Description:	OKS Spur Track
Percent Complete as of 10/12/17	76.46%

COST

	<u>% of Award</u>	<u>CO Totals</u>	<u>Contract Amount</u>
Original Contract Award Amount			\$ 7,903,190
Change Orders			
Board Authorized COs	0.00%	\$ -	
Other Than Board Authorized COs	4.60%	\$ 363,888	
This Change Order No. 001 Part 2	4.87%	\$ 385,000	
Subtotal of all Change Orders	9.48%	\$ 748,888	
<u>Revised Contract Amount</u>			\$ 8,652,078

SCHEDULE

Original Contract Duration	350	days
Time Extension to Date	0	days
Time Extension Due to Approved COs	0	days
Time Extension Due to this CO 06	77	days
Revised Contract Duration	427	days

MBE/WBE PARTICIPATION

	MBE	WBE
Original Subcontracted Value excluding Allowances	\$ 2,682,000	\$ 2,682,000
Current Participation excluding this Change Order	4.89%	10.12%
Projected Participation excluding this Change Order	4.89%	10.12%
This Change Order No. 06	0.00%	0.00%
Contract 09AU-130 Participation Commitment	4.81%	9.62%



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Rbt M. Poon</i> 29 NOV 2017		GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board		
DATE: 10/3/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Anthony Hitchings Dept: PD&C-ESP <i>A. Hitchings</i> Signature/Date: 11/21/17	General Counsel <i>[Signature]</i> 11/21/17 []	Controller/Treasurer <i>[Signature]</i> 11/21/17 []	District Secretary <i>[Signature]</i> []	BARC <i>Paul Gervier</i> 11/28/17 []

Contract 09AU-130 BART Earthquake Safety Program Oakland Shops Spur Track, Change Order No. 18, Spur Track Stub

PURPOSE:

To obtain Board authorization for the General Manager or her designee to execute Change Order No. 18.1, Part 1, Spur Track Stub, to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track in an amount not to exceed \$1,150,000.

DISCUSSION:

On September 22, 2016, the Board of Directors authorized staff to award Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track ("Contract"), to Shimmick Construction Company, Inc. ("Contractor"). Staff issued the Notice to Proceed for the Contract on November 28, 2016.

The work being performed pursuant to the Contract includes accommodation for two future spur tracks, one to the south of the main shop and a second going directly into the second shop bay.

The passage of Bond Measure RR has created an urgent need for track that is accessible by Maintenance & Engineering ("M&E") for the maintenance of the District's growing fleet of non-revenue vehicles. As a result, staff proposes to have the Contractor build out the first 165 feet of the spur track south of the main shop, including a section of reinforced concrete over a 78" diameter storm drain owned by the City of Oakland.

As a part of the Contract 09AU-130, BART's Earthquake Safety Program staff has

coordinated with the City of Oakland for required City approvals. This coordination would expedite any additional approvals required in connection with the proposed Change Order.

In addition, if the proposed spur track is built at a later date, there will be operational impacts on the Transbay Tube Retrofit Contract (Contract No. 09AU-120), which could potentially impact the cost and duration of that contract.

Change Order No. 18, Part 1 was issued in an amount not to exceed \$50,000. Change Order No. 18.1, Part 1 will be issued in an amount not to exceed \$1,150,000. The total estimated value of the work for all elements of Change Order No. 18 is \$1,200,000.

The following table summarizes the District's financial commitments for all elements of Change Order No. 18:

Change Order No. 18 Part 1	\$50,000	
Change Order No 18.1 Part 1	\$1,150,000	Pending Approval
Total Commitment	\$1,200,000	

Pursuant to Board Rule 5-2.3, Change Orders involving expenditures greater than \$200,000 require Board approval. The Office of the General Counsel will approve this Change Order as to form prior to its execution. The Procurement Department will review this Change Order for compliance with procurement guidelines prior to its execution.

FISCAL IMPACT:

Funding in the amount of \$1,150,000 for Change Order No 18.1 Part 1 of Contract No. 09AU-130 to Shimmick Construction Company, Inc is included in the total budget for FMS project #15CQ002- Replace Rails, Ties, Fasteners Ph3 from Bond Measure RR. The Office of Controller/Treasurer certifies that funds are currently available to meet this obligation.

The following table depicts funding assigned to the referenced project and is included in totality to track funding history against spending authority. Funds needed to meet this commitment will be expended from a combination of these sources as listed.

As of October 18, 2017, \$617,146,525 is the total budget for this project from the following sources:

Measure RR General Obligation Bond	BART	\$616,949,279
BART Operating to Capital Allocation	BART	\$197,246

BART has expended \$13,338,871, committed \$7,428,684, and reserved \$41,960,095 to date for other actions. This action will commit \$1,150,000 leaving an available fund balance of \$553,218,875.

There is no fiscal impact on available unprogrammed District Reserves.

ALTERNATIVE:

The Board can elect not to authorize the execution of this Change Order. If the Change Order is not executed, the work will not be performed and another contract to complete this necessary work will be required in the future.

RECOMMENDATION:

That the Board approve the following motion:

MOTION:

The General Manager or her designee is authorized to execute Change Order No. 18.1 Part 1, Spur Track Stub, to Contract No. 09AU-130, BART Earthquake Safety Program Oakland Shops Spur Track with Shimmick Construction Company Inc. in an amount not to exceed \$1,150,000.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

**EXECUTIVE DECISION DOCUMENT
ATTACHMENT No 1**

Date: 11/16/2017

CONTRACT No. 09AU-130

CO No. 018.1 Part 1

CHANGE ORDER SUMMARY

BACKGROUND

Program:	Earthquake Safety Program
Name of Contractor	Shimmick Construction
Contract No. / NTP	09AU-130 / November 28, 2016
Contract Description:	OKS Spur Track
Percent Complete as of 11/16/17	83.51%

COST

	<u>% of Award</u>	<u>CO Totals</u>	<u>Contract Amount</u>
Original Contract Award Amount			\$ 7,903,190
Change Orders			
Board Authorized COs	2.35%	\$ 186,000	
Other Than Board Authorized COs	8.39%	\$ 663,081	
This CO No. 018.1 Part 1	14.55%	\$ 1,150,000	
Subtotal of all Change Orders	25.29%	<u>\$ 1,999,081</u>	
<u>Revised Contract Amount</u>			<u>\$ 9,902,271</u>

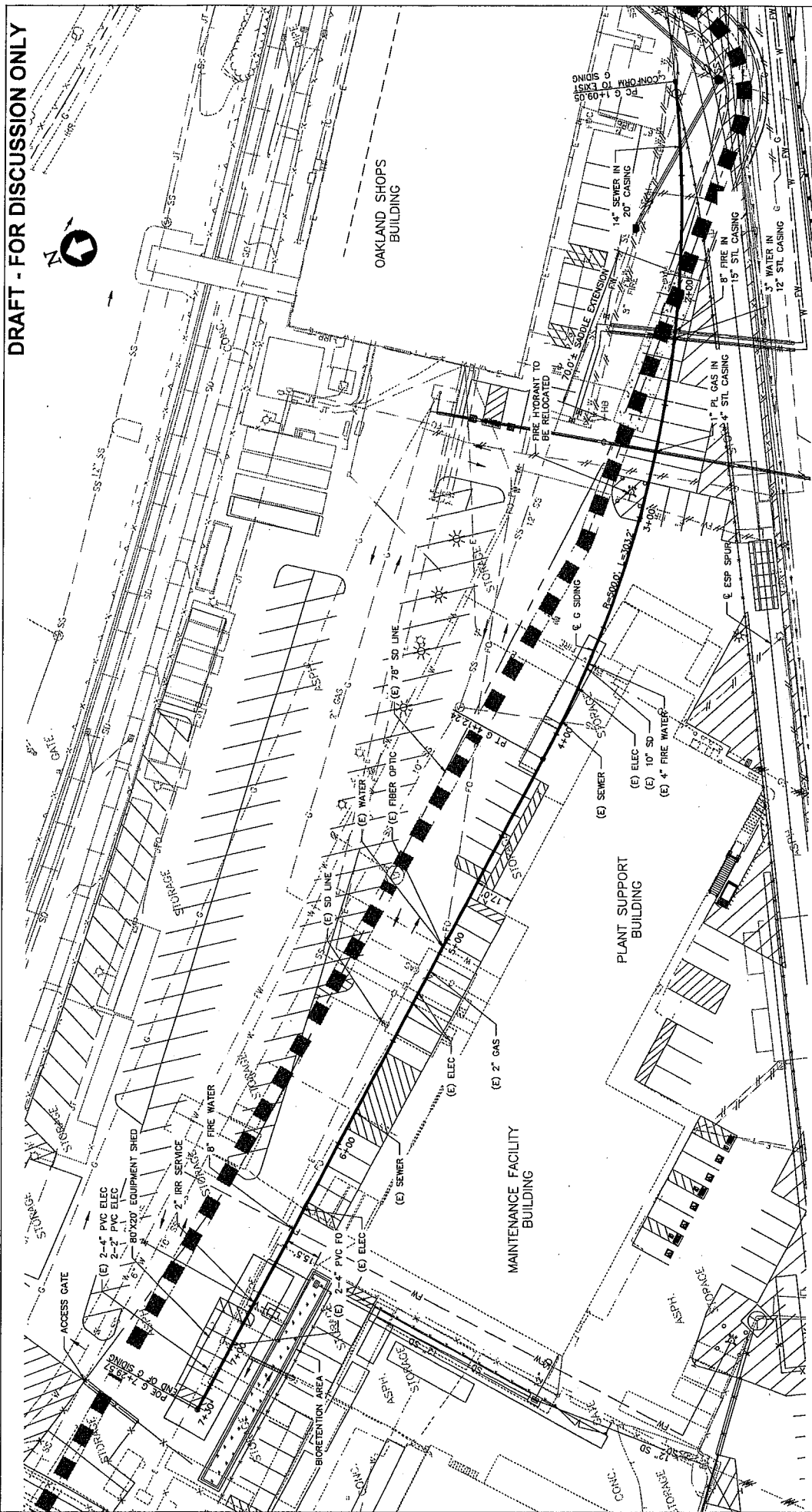
SCHEDULE

Original Contract Duration	350	days
Time Extension to Date	0	days
Time Extension Due to Approved COs	0	days
Time Extension Due to this CO 018.1 Part 1	116	days
Revised Contract Duration	466	days

MBE/WBE PARTICIPATION

	MBE	WBE
Original Subcontracted Value excluding Allowances	\$ 2,682,000	\$ 2,682,000
Current Participation excluding this Change Order	3.18%	4.20%
Projected Participation excluding this Change Order	4.81%	10.48%
This Change Order No. 018.1 Part 1	0.00%	0.00%
Contract 09AU-130 Participation Commitment	4.81%	9.62%

DRAFT - FOR DISCUSSION ONLY



PLAN
SCALE: 1"=20'



SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
BART EARTHQUAKE SAFETY PROGRAM
OAKLAND SHOPS SPUR TRACK
G SIDING EXTENSION EXHIBIT

AUGUST 31, 2017





EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>29 Nov 2017</i> <i>Rhat M. Poon</i>		GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board		
DATE: 11/10/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Anthony Hitchings Dept: PD&C-ESP <i>Anthony Hitchings</i> Signature/Date: <i>11/20/2017</i>	General Counsel <i>[Signature]</i> <i>11/20/17</i>	Controller/Treasurer <i>[Signature]</i> <i>11/20/17</i>	District Secretary []	BARC <i>Paul Chersier</i> <i>11/28/17</i>

Contract No. 79HM-120 SFTS MB, Change Order No. 99.2, Bearing Pad Field Adjustments

PURPOSE:

To obtain Board authorization for the General Manager to execute Change Order No. 99.2, Bearing Pad Field Adjustments, to Contract No. 79HM-120, for construction of the SFTS Marine Barrier (MB), in an amount not to exceed \$300,000.00.

DISCUSSION:

The Board authorized award of Contract No. 79HM-120, SFTS MB to Manson Construction Company, Inc. on February 12, 2015. Notice to Proceed was issued on May 19, 2015. This proposed Change Order No. 99.2 will compensate the Contractor for Bearing Pad field adjustment and shimming, in an amount not-to-exceed \$300,000.00.

The original Contract for the SFTS MB assumed that the SFTS was constructed plumb, square, and flat as indicated in the Contract Drawings. The marine barrier (MB) bearing pads were designed with this assumption in mind. In the field, a differing site condition exists; the walls and skin of the SFTS are not plumb, square, and flat and are therefore, different than indicated in the Contract Drawings. Due to difficulties in obtaining SFTS flatness measurements, it was determined that the final adjustment can only be made in the field as part of the setting procedure for the MB modules. This proposed Change Order No. 99.2 will compensate the Contractor for additional labor, equipment and material costs for installing shimming at bearing pads on deck and under water, in order to achieve the maximum engineered gap between the MB module pad and SFTS wall, in an amount not-to-exceed \$300,000.

The following table summarizes the District's financial commitments for all elements of Change Order No. 99:

Change Order No. 99 Part 1	\$100,000	Issued
Change Order No. 99.1 Part 1	\$100,000	In Process
<u>Change Order No. 99.2 Part 1</u>	<u>\$300,000</u>	Pending BOD Approval
Total Commitment	\$500,000	

Pursuant to Board Rule 5-2.3, Change Orders involving expenditures greater than \$200,000 require Board approval. The Office of the General Counsel will approve this Change Order as to form prior to execution. The Procurement Department will review this Change Order for compliance with procurement guidelines prior to execution.

FISCAL IMPACT:

Funding of \$300,000 for Contract No. 79HM-120 Change Order No. 99.2 will come from project budget 79HM000 Transition Barriers. The Office of the Controller/Treasurer certifies that funds are currently available to meet this obligation. The following table depicts funding assigned to the referenced project, and is included in its totality to track funding history against spending authority. Funds needed to meet this request will be expended from the sources listed below. As of November 14, 2017, \$108,421,735 is available for this project from the following sources:

Fund Group	Amount
FEDERAL	\$89,339,870
INTERNAL	\$190,421
REGIONAL	\$4,434,500
STATE	\$14,456,944
Total	\$108,421,735

BART has expended \$82,757,517 and committed \$16,928,305 to date for other actions. This action will commit an additional \$300,000 leaving an uncommitted balance of \$8,435,913 in this project. There is no fiscal impact on available un-programmed District Reserves.

ALTERNATIVES:

The Board can elect not to authorize the execution of this Change Order. If not resolved, failure to issue this Change Order will lead to a claim for the Contractor's delay costs and potential litigation costs, thus increasing the final cost to the District.

RECOMMENDATION:

Recommend that the Board approve the following motion:

MOTION:

The General Manager is authorized to execute Change Order No. 99.2, Bearing Pad Field Adjustment, in an amount not to exceed \$300,000 for Contract No. 79HM-120, SFTS MB with Manson Construction Company, Inc.

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

EXECUTIVE DECISION DOCUMENT

11/9/2017

**ATTACHMENT No 1
CONTRACT 79HM-120**

CO No. 99.2

CHANGE ORDER SUMMARY

BACKGROUND

Program:	Transition Barriers
Name of Contractor	Manson Construction Co.
Contract No. / NTP	79HM-120 / May 20, 2015
Contract Description:	SFTS MB
Percent Complete as of 9/30/17	74.80%

<u>COST</u>	<u>% of Award</u>	<u>CO Totals</u>	<u>Contract Amount</u>
Original Contract Award Amount			\$ 49,686,000
Change Orders			
Board Authorized COs	10.16%	\$ 5,050,526	
Other Than Board Authorized COs <i>see note *</i>	6.43%	\$ 3,193,696	
This Change Order No. 99.2	0.60%	\$ 300,000	
Subtotal of all Change Orders	17.20%	\$ 8,544,222	
<u>Revised Contract Amount</u>			\$ 58,230,222

SCHEDULE

Original Contract Duration	730	days
Time Extension to Date		
Time Extension Due to Approved Cos	367	days
Time Extension Due to this CO 99	0	days
Revised Contract Duration	1,097	days

DBE PARTICIPATION

Original Contract Value excluding Allowances	\$ 49,105,000
Current DBE Participation excluding this Change Order	14.86%
Projected DBE Participation excluding this Change Order	13.74%
This Change Order No. 99	0.00%
Contract 79HM-120 DBE Participation Commitment	1.95%

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

MEMORANDUM

TO: Board of Directors

DATE: December 1, 2017

FROM: General Manager

SUBJECT: BART Extension to Silicon Valley (SVX), Phase II – Update

VTA and BART jointly agreed in October 2017 to conduct a peer review focused on the operations and safety aspects of the tunneling methodologies for Phase II of the SVX project. As agreed, the peer review panel would include representatives from public transit agencies currently operating heavy rail subway systems with deep stations.

The 3-day peer review was conducted the week of November 13th with the transit consulting firm TRA serving as the facilitator.

The peer review panel included current and retired executives from:

Los Angeles Metropolitan Transportation Authority (LAMTA)

Washington Metropolitan Area Transit Authority (WMATA)

Metropolitan Atlanta Rapid Transit Authority (MARTA)


New York City Transit (NYCTA)


New York Metropolitan Transportation Authority (NYMTA), and

San Francisco Municipal Transportation Agency (SFMTA).

Daniel Hauder from TRA will be presenting the findings and recommendations of this peer review as an item on the Operation, Safety, and Workforce agenda at the Board of Directors meeting on December 7, 2017. Mr. Hauder will be accompanied by BART and VTA staff who participated in the peer review.

If you have any questions, please call Robert Powers, Deputy General Manager, at (510) 464-6126.



 Grace Crunican

cc: Board Appointed Officers
Deputy General Manager
Executive Staff

SAN FRANCISCO BAY AREA RAPID TRANSIT

MEMORANDUM

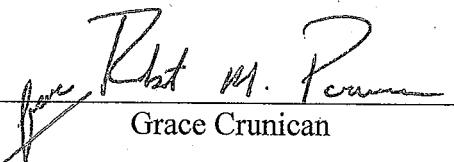
TO: Board of Directors **DATE:** December 1, 2017
FROM: General Manager
SUBJECT: Update on Law Enforcement Assisted Diversion (LEAD) SF Program and SF Homeless Outreach Team (SFHOT) Program

At the Dec. 7 Board meeting, there will be a presentation on the Law Enforcement Assisted Diversion (LEAD) San Francisco Program, and a presentation on the expansion of the San Francisco Homeless Outreach Team (SFHOT) Program to the Powell and Civic Center BART / Muni Stations. This item is in response to Roll Call for Introduction #17-809 initiated by Dir. Dufty.

Dr. Angelica Almeida, who leads the forensic programs at the San Francisco Department of Public Health, and serves as Project Director for LEAD SF, will provide an overview of the LEAD SF Program.

Attached please find the presentation from BART staff on the SF HOT Program. Dr. Almeida's LEAD SF presentation will be sent to the Board next week.

Please contact Paul Oversier at (510) 464-6710 if you have questions.


Grace Crunican

Attachment

cc: Board Appointed Officers
Deputy General Manager
Executive Staff



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>3 Nov 2017</i> <i>Robert M. Powers</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 10/26/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Hannah Lindelof Dept: Stations Planning	General Counsel	Controller/Treasurer	District Secretary	BARC
Signature/Date: <i>Hannah Lindelof</i> <i>11/2/17</i>	<i>[Signature]</i> <i>11/3/17</i> []	<i>[Signature]</i> <i>11/3/17</i> []	[]	<i>[Signature]</i> <i>11.2.17</i> []

Adopt the Initial Study/Mitigated Negative Declaration and Mitigation Monitoring and Reporting Plan, and Approve the Proposed BART Transit Operations Facility and Lake Merritt Plaza Redesign Project

PURPOSE:

To obtain Board action on the proposed BART Transit Operations Facility and Lake Merritt Plaza Redesign as follows:

1. Adopt the Initial Study/Mitigated Negative Declaration ("IS/MND");
2. Adopt the Mitigation Monitoring and Reporting Plan ("MMRP"); and
3. Approve the proposed Transit Operations Facility & Lake Merritt Plaza Project

DISCUSSION:

The District currently houses much of its transit system management facilities in the Lake Merritt Complex, near the Lake Merritt Plaza at the Lake Merritt BART Station in Oakland. The existing transit management facilities require increased physical space and state of good repair improvements to achieve state-of-the art functionality; support improved BART operations; and accommodate operation of planned BART extension projects over the next 40 years, including the extension to Silicon Valley.

Because of physical constraints at the current location, the existing facilities cannot be expanded, therefore, the District proposes to design and construct a new Transit Operations Facility ("TOF") building on the Lake Merritt Plaza. The new TOF would modernize the current operations control infrastructure and technology to support improved and expanded operations. On June 22, 2017, the BART Board of Directors approved the Title VI Siting Analysis for the TOF.

The proposed TOF structure would have a footprint of 16,500 square feet and would be three stories tall (57 feet tall plus roof equipment such as HVAC, reaching a total height of 73 feet). The upper two stories would include 16,500 square feet of core transit management facilities, which would be designed as a secure facility. The ground floor would include 11,500 square feet of transit management support offices as well as a retail "wrap." The retail wrap would consist of approximately 5,000 square feet of retail and/or community uses that would face onto city streets and the open plaza area.

As of part of the above transit operations improvements, the District is also proposing a redesign of the existing street-level plaza to create a more inviting and flexible space for the community. Streetscape and plaza improvements, community space, and retail space are intended to engage the community, activate the public realm, and enhance connections between the BART station, the surrounding community, and the number of public facilities in the vicinity. The plaza design would aim to achieve the following design objectives, based on community feedback from public and working group meetings, convened by BART:

- Catalyze and Activate
- Connect and Integrate
- Safe and Welcoming

The plaza design would improve roughly 40,000 square feet by removing existing structures, landscaping, and trees, and replacing them with new, integrated elements such as a bike station, open plaza area, a shade structure, seating, game tables, streetscape improvements, modified station entrances, and full or partial enclosure of the sunken courtyard/fountain area, potentially including new station vertical circulation.

Environmental Review

In order to meet the requirements of the California Environmental Quality Act ("CEQA"), a Draft Initial Study/Mitigated Negative Declaration ("IS/MND") for the proposed TOF and Lake Merritt Project was prepared and released to the public. The Draft IS/MND evaluated the environmental impacts associated with the proposed TOF and Lake Merritt Project and determined that the proposed Project would not have a significant effect on the environment. Potential Project impacts were identified for the following environmental areas: air quality, biological resources, hazardous materials, and noise/vibration. None of the environmental impacts would result in any significant effects that could not be mitigated to less-than-significant levels following implementation of project-specific mitigation measures identified in the IS/MND. The Mitigation Monitoring and Reporting Plan ("MMRP") consists of a program to ensure implementation of specific mitigation measures in the IS/MND as required by Public Resources Code Section 21080.6. The Draft IS/MND, Final IS/MND, and MMRP are available online at www.bart.gov/lakemerritt.

The Draft IS/MND was released to the public on September 22, 2017. Notices were posted

at the site, in the Lake Merritt Station, and at public facilities in the neighborhood. In addition, stakeholders were notified by email and information was posted on the project website. A public comment meeting was held October 11, 2017; translated materials and interpretation were provided. In addition to the public comment meetings, comments were accepted by mail, fax and email. The comment period ran for 30 days, closing on October 22, 2017. Comments received during the review period and corresponding responses are attached to the Final IS/MND.

Since BART may seek federal funds for a portion of the cost of implementation if the Project is adopted, BART plans to request a Categorical Exclusion ("CE") under the National Environmental Policy Act ("NEPA") from the Federal Transit Administration ("FTA"). This is a necessary step in making the TOF and Lake Merritt Plaza eligible for federal funding. In contemplation of the possibility of future funding, and in order to facilitate action by the FTA on a CE, staff is bringing the proposed Project forward to the Board at this time.

Next Steps

If the Board adopts the IS/MND and MMRP and approves the Proposed Transit Operations Facility & Lake Merritt Plaza Project, staff would then: 1) Proceed with ongoing engagement with the community and City of Oakland; 2) Complete the project design; 3) Continue to pursue funding for the TOF and Lake Merritt Plaza Project and return to the Board of Directors with a full funding plan; 4) Discuss with the FTA a request for a CE; and 5) Advance to contracting; and 6) Return to the Board for award of construction contracts.

FISCAL IMPACT:

There is no fiscal impact at this time associated with Board action to adopt the IS/MND and MMRP and approve the proposed TOF and Lake Merritt Plaza Project. The rough order of magnitude capital cost for the TOF is estimated at \$60 million and the Lake Merritt Plaza and Active Uses are estimated at \$14 million. The project is partially funded, including \$20 million in BART capital allocations and a \$26.4 million cost sharing contribution from Santa Clara Valley Transportation Authority for the TOF, and \$2.4 million in Measure RR Station Access funds contributing to the design of the plaza and construction of the bike station. Staff will continue to pursue potential fund sources to develop a full funding plan, which will be brought back to the Board for consideration.

ALTERNATIVES:

The Board could choose not to adopt the IS/MND and MMRP and/or approve the proposed TOF and Lake Merritt Plaza Project. This would delay or prevent construction of the Project, which are necessary for the improved and expanded operations. Delay of project adoption could also result in cost escalation. If the project is not constructed it would, in the long run, cause the opening of the Berryessa Extension to negatively impact

overall service delivery and would require the construction of a different new facility to support the addition of the full San Jose extension.

RECOMMENDATION:

Approval of the following Motion.

MOTION:

Having reviewed and considered the information contained in the Initial Study/Mitigated Negative Declaration and the Mitigation Monitoring and Reporting Plan, the BART Board of Directors hereby:

1. Finds that on the basis of the whole record before the Board, there is no substantial evidence that the proposed BART Transit Operations Facility and Lake Merritt Plaza Project will have a significant effect on the environment (the potential significant impacts identified can all be mitigated to less-than-significant levels following implementation of project-specific mitigation measures identified in the Initial Study/Mitigated Negative Declaration); and
2. Finds that the Initial Study/Mitigated Negative Declaration reflects the Board's independent judgment and analysis; and
3. Adopts the Initial Study/Mitigated Negative Declaration; and
4. Adopts the Mitigation Monitoring and Reporting Plan; and
5. Approves the BART Transit Operations Facility and Lake Merritt Plaza Project as proposed.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>30 Nov 2017</i> <i>Robert M. Power</i>		GENERAL MANAGER ACTION REQ'D: No		
DATE: 11/21/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Holly Gordon Dept: Systems Development <i>Holly Gordon</i> Signature/Date: 11/29/17	General Counsel <i>[Signature]</i> 11/29/17 []	Controller/Treasurer <i>[Signature]</i> 11/30/17 []	District Secretary []	BARC <i>[Signature]</i> 11.29.17 []
Status: Approved		Date Created: 11/21/2017		

Approval of Power Purchase Agreements for Wholesale Renewable Energy

PURPOSE:

To obtain Board authorization to enter into two 20-year Power Purchase Agreements ("PPAs") for wholesale renewable energy. The first agreement is with NextEra Energy for energy generated from a new 61.7 MW wind project to be located in Kern County, California. The second agreement is with Recurrent Energy for energy generated from a new 45 MW solar project also to be located in Kern County, California.

DISCUSSION:

In 2015, the California legislature passed Senate Bill 502 (authored by Senator Leno), which allows BART to directly procure eligible renewable energy resources. In late April 2017, the Board approved the Wholesale Electricity Portfolio Policy ("WEPP"), which sets performance measures for procuring BART's power from eligible renewable energy resources. To begin implementing the WEPP, BART staff released a Request for Proposals ("RFP") titled "BART 2017 Renewable Energy RFP" on May 8, 2017. In choosing projects, the objectives of the RFP were as follows:

- Align procurement with Board Policy.
- Purchase long-term (10-30 year) renewable supply at stable, competitive prices.
- Ensure developers are experienced and creditworthy, and contracts mitigate BART's exposure to market, development and production risks.
- Ensure projects are realistic and far along in preconstruction planning.
- Ensure BART's risks during delivery terms are minimized.

On August 11, 2017, BART staff selected the NextEra wind project and the Recurrent solar project. PPAs for these projects were finalized in late November 2017. The key provisions of the PPAs are as follows:

Developer	NextEra Energy	Recurrent Energy
Project Name	Sky River	Gaskell West 2
Technology	Wind Energy	Solar energy
Location	Kern County (east of Bakersfield)	Kern County (southeast of Bakersfield)
Delivery Term	1/1/2021 - 12/31/2040	1/1/2021 - 12/31/2040
Project Size	61.7 MW	45 MW
Expected Output	257,000 MWh/Year	130,000 MWh/Year

The projects will meet approximately 90% of BART's energy needs when they come online in 2021. As BART's energy needs increase between 2021-2026, due to the addition of SVBX service and the new train control system, the projects will then meet approximately 75% of BART's energy needs for the remainder of the PPAs. These projects will exceed the initial goals set out in the WEPP and put BART well on the path of achieving 100% of its electric power from eligible renewable sources by 2045.

The Office of the General Counsel will approve the PPAs as to form.

FISCAL IMPACT:

The costs of the PPAs will be incurred over the 20-year delivery terms beginning in 2021 and will be paid for from the District's annual energy operating budget (account 682300; department 1104474). The weighted average price for the two PPAs is 3.23 cents per kWh. Over the 20-year terms of the PPAs, the projects will cost approximately \$12.5 million per year, or \$251 million total. Cost savings are estimated to be \$4.5 million in the first year of delivery, increasing to \$13.4 million in Year 20, for total savings of approximately \$174 million over the delivery terms as compared with current projections used in long-term budget forecasting (including the 2017 SRTP).

	Year 1	Year 5	Year 10	Year 15	Year 20	Total
Contract Cost	\$12.9M	\$12.7M	\$12.6M	\$12.4M	\$12.3M	\$251.4M
Est. Savings	\$4.5M	\$6.2M	\$8.5M	\$11.1M	\$13.4M	\$173.9M

**There is no fiscal impact on available un-programmed District Reserves.*

ALTERNATIVES:

Not entering into these PPAs with NextEra Energy and Recurrent Energy. This would a) delay the District's progress in transitioning to a renewable energy portfolio and b) require entering into short term contracts that are subject to price volatility, both of which are counter to the goals laid out in the WEPP.

RECOMMENDATION:

Adoption of the following motion.

MOTION:

The General Manager, or her designee, is authorized to enter into a 20-year PPA with NextEra Energy and a 20-year PPA with Recurrent Energy.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Robert M. Pava</i> 29 NOV 2017		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/21/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: Amanda Cruz Dept: Gov't & Community Relations <i>AC</i> 11/27/17 Signature/Date:	General Counsel <i>MB</i> 11/29/17	Controller/Treasurer <i>[Signature]</i> 11/29/17 []	District Secretary []	BARC <i>[Signature]</i> 11.29.17 []

2018 State and Federal Advocacy Program

PURPOSE:

To review, discuss and seek approval of the District's 2018 State and Federal Legislative Advocacy Program.

DISCUSSION:

BART's State and Federal advocacy efforts are guided by the annual goals adopted by the Board of Directors. The goals reflect BART's legislative priorities and provide guidance for the District's activities in Sacramento and Washington, D.C. Both the State Legislature and Congress will begin the second year of their respective two-year sessions in January. The following summarizes proposed State and Federal goals BART plans to actively pursue in 2018.

Proposed STATE Advocacy Program:

Protect state transportation funding, including new SB 1 revenue, from being eliminated, repealed, or diverted

BART will continue efforts to protect transit funding outlined in the Fiscal Year (FY) 2017-2018 State Budget, including new funding enacted by SB 1 (Beall). BART will track the implementation of and pursue funding from various SB 1 programs, including but not limited to the Transit and Intercity Rail Capital Program (TIRCP), State Transit Assistance "State of Good Repair" Program, Local Partnership Program, and Solutions for Congested Corridors

Program.

Opponents of SB 1 have filed two different initiative referenda measures intended to repeal SB 1's various tax and fee increases in the November 2018 election. BART will participate in advocacy efforts organized to protect transit funding such as ACA 5 (Frazier), and oppose any effort(s) to repeal, divert, or place conditions on enacted SB 1 funding.

Advocate for additional, more flexible funding for public transit through the Cap and Trade Program

Continuing efforts from last session, BART will advocate for doubling the percentage of annual Cap and Trade auction proceeds directed to transit investments such as the Low Carbon Transit Operations Program (LCTOP) and TIRCP either through a one-time appropriation or continuous allocation.

BART will also monitor and engage in efforts to reform the Affordable Housing and Sustainable Communities Program, which receives 20% of Cap and Trade revenue, to ensure more funding benefits transit.

Additionally, with the stabilization of Cap and Trade through AB 398 (Garcia), BART will explore opportunities within LCTOP to encourage and incentivize creating or expanding discount transit pass programs.

Monitor implementation of new housing legislation and funding programs for affordable housing; Pursue opportunities to advance BART's transit-oriented development (TOD) goals

This year, the Legislature passed, and the Governor signed, a package of bills to provide new funding for low-income housing development, streamline building, and control the ability of local governments to block new appropriate housing development. BART will continue to support legislation that accelerates the development of affordable housing and collaborate with local, regional, and state partners to highlight the potential benefits of SB 3 (Beall), the \$4 billion housing bond, for which transit agencies would be directly eligible.

BART will also engage in regional and statewide discussions on development requirements such as housing density, parking minimums, and other restrictions as well as collaborate with public agencies, who have adopted affordable housing policies, on strategies to pursue new state funds for transit-oriented or infill development.

Support efforts to enhance local funding for transit and promote infrastructure improvements near transit

BART will continue to support mechanisms enabling transit agencies and local governments to maintain and expand transit service and promote infrastructure near public transit. These

tools may include changes to Infrastructure Financing District laws, incentives for development near transit, and lower voter-thresholds for local sales tax initiatives such as SCA 6 (Weiner) and ACA 4 (Aguilar-Curry).

Continue to engage in the State's Greenhouse Gas emission reduction efforts

BART should continue to engage in the State's Greenhouse Gas (GHG) reduction efforts including policies that prioritize the purchase of electricity supplied from low-carbon or zero-carbon sources in addition to monitoring programs and funding that incentivize the adoption of zero-emission technology and supporting infrastructure.

Monitor legislation and regulations related to shared mobility as well as the testing and deployment of autonomous vehicles

In partnership with local governments, transit agencies, and other transportation organizations, BART should continue to monitor legislation and regulatory efforts related to shared mobility such as transportation network companies and real-time carpooling to maximize potential benefits and ensure the interests of public transit are considered.

For the past two years, BART has supported legislation authorizing autonomous vehicle pilot projects designed to serve, in part, transit users accessing BART stations. BART should continue to engage in efforts related to the testing and deployment of autonomous vehicles, specifically on projects that provide BART riders with first- and -last mile connections and help create a mode shift from single occupant vehicles to transit.

Monitor and respond to legislation that directly impacts BART

BART will ensure that the District's needs and interests are represented in any legislative effort that could directly impact BART, including bills that were recently enacted or introduced in the current session. Legislation of interest to BART may pertain to regional transit governance, agency oversight, law enforcement, pension reform, etc.

Pursue and pass necessary BART-sponsored legislation

As necessary, BART will seek to introduce and pass sponsored legislation that addresses specific BART-related problems or goals as identified by the Board and/or staff.

Proposed FEDERAL Advocacy Program:

Advocate for Congress to appropriate funding consistent with the amounts authorized in the Fixing America's Surface Transportation (FAST) Act

BART will partner with regional, state, and federal stakeholders and advocate to ensure Congress appropriates funding as authorized in the FAST Act in FY18 and FY19. This

includes supporting a minimum appropriation for all FTA formula programs, in addition to discretionary programs such as the Capital Investment Grant (CIG) Program, inclusive of the Core Capacity Program, and the TIGER program.

Secure a \$50 million FY19 budget appropriation and Full Funding Grant Agreement for the Transbay Corridor Core Capacity Project

BART's Core Capacity Project completed the two-year Project Development phase of the CIG program in August of 2017 and is expected to receive FTA approval to enter into Engineering in late December or early January. BART is applying for a total of \$1.25 billion in overall CIG funding and is requesting \$50 million in FY19 budget appropriations. A Congressional letter of support for BART's request has been secured and efforts will continue to secure a 2019 Full Funding Grant Agreement.

Engage in any advocacy efforts to advance a federal Infrastructure Initiative with a specific focus on new funding mechanisms for transit

BART will advocate to the Administration and our Congressional delegation for an Infrastructure Initiative that provides new federal funding to public transit projects. BART will partner with the American Public Transit Association and fellow passenger rail agencies through the Metropolitan Rail Discussion Group to support a federal initiative that supports the replacement of aging infrastructure; addresses growing demand for new or expanded service; and includes funds for innovative mobility and workforce development.

Advocate for continued funding to support public transit security programs

BART will continue to advocate for maintaining and increasing funding for all transit security programs within the Department of Homeland Security and pursue additional grant funding for identified security projects in 2018.

Support legislative efforts to ensure the solvency of the Highway Trust Fund

Last year, BART supported H.R. 1664 (DeFazio) and H.R. 1670 (Delaney) focused on increasing funding for the Highway Trust Fund so that the fund remains solvent and capable of supporting transit programs. BART will continue to support legislative efforts to increase revenue to the fund by raising the federal gas tax or through the exploration of other revenue sources that can be diverted to transit programs.

Continue to promote federal funding for apprenticeship and workforce development programs

BART will continue to support legislation such as the American Apprenticeship Act (S. 862) and pursue opportunities to sustain or expand current workforce development efforts such as the Transit Career Ladders Training (TCLT) Program - a partnership with local

community colleges and workforce investment boards. Federal funding for this program concludes in January 2018 and BART will continue to explore funding opportunities for future job training programs.

FISCAL IMPACT:

N/A

ALTERNATIVES:

The Board could decline to support the 2018 State and Federal Legislative Advocacy Program.

RECOMMENDATION:

For the Board to approve the following motion.

MOTION:

The Board approves the 2018 State and Federal Advocacy Program, as presented by staff.



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Robert M. Pava</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: 11/6/2017		BOARD INITIATED ITEM: No		
Originator/Prepared by: David Baumann Dept: Real Estate and Property Development <i>[Signature]</i> Signature/Date: 11/28/17	General Counsel <i>[Signature]</i> 11/28/17 []	Controller/Treasurer <i>[Signature]</i> 11/28/17 []	District Secretary []	BARC <i>[Signature]</i> 11.29.17 []
Status: Routed		Date Created: 11/6/2017		

Lease of Warehouse - 30527 San Antonio Street, Hayward, CA

PURPOSE:

To authorize the General Manager, or her designee, to enter into a Lease with Hayward California LLC (Landlord) for approximately 42,200 square feet of warehouse space at 30527 and 30537 San Antonio Street, Hayward, CA for a ten-year term with a tenant option to extend for five years.

DISCUSSION:

As part of the Measure RR infrastructure renew programs, it will be important to store equipment and materials so they will be available and in a secure location as construction phases begin. These projects have commenced and are scheduled to continue through 2027.

Staff evaluated multiple potential storage locations and located five potential properties that meet the District's needs. After a detailed evaluation of each site based on proximity to the A, R and C lines, cost per square foot, truck and dock access, common area maintenance, tenant improvement costs, age of facility and stability of ownership, staff determined that 30527 and 30537 San Antonio in Hayward ("Property") was the most suitable location. The average cost per square foot of the properties considered was \$0.80 per square foot. The subject property will be leased for \$0.78 per square foot for the initial year, with escalation of 2.5% per year. Net charges are estimated to be \$0.24 per square foot for the first year of the lease.

The Property selected will be leased for a term of one hundred and twenty months plus an

additional two months free rent, commencing on January 1, 2018 and expiring February 2028, with an option to renew for an additional sixty months, at the District's request.

The first-year lease payment, including taxes, insurance and common area operating expenses (Net Charges) are estimated to be \$516,625.90. This excludes PG&E and water which will be billed monthly. A previous tenant's monthly utility bill was approximately \$1,100. It is unclear what BART's monthly utility bills will be. The landlord does not require a security deposit.

INITIAL 10-YEAR LEASE	
YEAR	RENT
1	\$516,625.92
2	\$529,541.57
3	\$542,780.11
4	\$556,349.61
5	\$570,258.35
6	\$584,514.81
7	\$599,127.68
8	\$614,105.87
9	\$629,458.52
10	\$645,194.98
TOTAL	\$5,787,957.42

5-YEAR TENANT OPTION	
YEAR	RENT
11	\$661,324.85
12	\$677,857.98
13	\$694,804.42
14	\$712,174.54
15	\$729,978.90
TOTAL	\$3,476,140.69

TOTAL POTENTIAL 10 & 15-YEAR RENT	
TOTAL 10 YEAR LEASE	\$5,787,957.42
TOTAL 5-YEAR OPTION	\$3,476,140.69
TOTAL POTENTIAL RENT	\$9,264,098.11

Note, the amounts above are estimated. They include initial monthly rent of \$0.78 per square foot plus the estimated initial monthly Net charges of \$0.24 per square foot escalating at 2.5% per year. The amounts above will vary slightly over the course of the lease due to variability of the Net charges.

The Office of the General Counsel will approve the lease as to form.

FISCAL IMPACT:

Funding in the amount of \$9,264,098 for 10 year capital lease obligation plus 5 year option for warehouse space located on San Antonio St. Hayward is included in the total budget for FMS project #15CQ002- Replace Rails, Ties, Fasteners Ph3 and FMS project #15EJRR1 – 34.5KV AC Cable Replacement. The Office of Controller/Treasurer certifies that funds are currently available to meet this obligation. The following table depicts funding assigned to the referenced projects and are included in totality to track funding history against spending authority. Funds needed to meet this commitment will be expended from a combination of these sources as listed.

15CQ002 – Replace Rails, Ties, Fasteners \$3,612,998

As of November 3, 2017, \$617,146,525 is the total budget for this project from the following sources:

Funding Group	Source	Total Awarded
Measure RR General Obligation Bond	BART	616,949,279
BART Operating to Capital Allocation	BART	197,246
Grand Total		617,146,525

BART has expended \$14,777,148, committed \$7,277,527, and reserved \$43,030,932 to date for other actions. This action will commit \$3,612,998 in part leaving an available fund balance of \$548,447,920.

15EJRR1 – 34.5KV AC Cable Replacement \$5,651,100

As of November 3, 2017, \$288,364,368 is the total budget for this project from the following sources:

Funding Group	Source	Total Awarded
Measure RR General Obligation Bond	BART	288,364,368
Grand Total		288,364,368

BART has expended \$1,969,857, committed \$6,555,011, and reserved \$1,920,000 to date for other actions. This action will commit \$5,651,100 in part leaving an available fund balance of \$272,268,400.

There is no fiscal impact on available unprogrammed District Reserves.

ALTERNATIVES:

The Board can elect not to authorize the execution of the lease agreement. If the District does not lease the warehouse space at 30527 and 30537 San Antonio Street, Hayward, Staff will continue to search for another location to temporarily store the equipment required for the Measure RR infrastructure renew programs construction.

RECOMMENDATION:

Adoption of the following Motion.

MOTION:

That the General Manager, or her designee, is authorized to execute a lease agreement with Hayward California 1 LLC for approximately 42,200 square feet of office space at 30527 and 30537 San Antonio Street, Hayward for a ten-year term along with a five-year option for a total base amount (excluding electricity, gas and water, which will be billed monthly), not to exceed \$9,264,098.11.