

**Bay Area Infrastructure Financing Authority**  
**Network and Operations Committee**

**March 14, 2025**

**Agenda Item 4b**

**Contract Amendment – Express Lanes Program Advisor: William R. Gray and Company,  
DBA Gray-Bowen-Scott (Gray-Bowen-Scott) (\$1,152,690 and authorization of an  
additional contingency of \$200,000)**

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**Subject:**

A request for Committee approval to enter into a contract amendment with Gray-Bowen-Scott to add an amount not to exceed \$1,152,690 to the contract value and authorization of an additional contingency of \$200,000 to the existing contract contingency.

**Background:**

BAIFA's express lane host application system, implemented in 2017, is a centralized data processing system supporting all BAIFA-operated roadside toll systems. It is approaching the end of its 8 to 10 year expected lifespan and will need replacement within three years to avoid disruptions in revenue collection and performance issues. The roadside toll system on Interstate 680 (I-680) in Contra Costa County will require replacement in whole or in part in approximately the same timeframe, while roadside toll system equipment in other BAIFA corridors and US 101, for which BAIFA provides the toll system through agreement with the San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA), will require a replacement strategy relative to their respective implementation dates (see Attachment A).

In February 2023, the Committee approved staff's recommendation to contract with Gray-Bowen-Scott for express lanes program advisor services. This includes support for the planning, policy, implementation, and operation of BAIFA's Express Lanes Network, as well as regional coordination on express lanes. The contract is set for a term of three years and four months, with an initial total not to exceed \$8,487,000, plus a contingency of \$1,500,000, contingent on annual BAIFA budget approval. It includes an option to extend for up to three additional years in increments of BAIFA's choosing. The procurement allowed for the inclusion of optional tasks for work that may be eligible but not immediately assigned to the program advisor, potentially requiring further Authority budget approval.

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Staff is now seeking approval to add additional budget to the contract for project management and project controls for the replacement of the express lane host application system. This work was identified in the RFP as optional and not included as a base task. Gray-Bowen-Scott's scope for this replacement project includes but is not limited to technical and strategic advice, program, risks, and controls management, and scheduling.

The lifecycle replacement of the express lane toll system is included in the 10-year financial plan, which was adopted by the Committee on March 8, 2024 (BAIFA Resolution No. 52 – Bay Area Infrastructure Financing Authority (BAIFA) Express Lanes 10-Year Financial Plan and Reserves Policy).

Attachment B includes a summary of Gray-Bowen-Scott and its project team's small business and disadvantaged business enterprise status.

**Issues:**

None identified

**Recommendations:**

Staff recommends that BAIFA's Network and Operations Committee authorize the Executive Director or designee to amend the contract with Gray-Bowen-Scott in an amount not to exceed \$1,152,690 and authorize an additional contingency of \$200,000 for project management and project controls related to the toll system host application replacement.

**Attachments:**

- Attachment A: Toll System Lifecycle Schedule
- Attachment B: Disadvantaged Business Enterprise and Small Business Enterprise Status
- Request for Committee Approval – Summary of Proposed Contract

  
Andrew B. Fremier

Attachment A

BAIFA's Express Lane Toll System Anticipated Lifecycle Schedule

Toll System	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035		
Host Application System	[Gray bar]																				
680	[Gray bar]																				
880				[Gray bar]																	
101							[Gray bar]														
80									[Gray bar]												

Note: Gray bars represent the expected lifespan of each existing toll system component, with replacement planned at the end of each period.

Attachment B

Disadvantaged Business Enterprise and Small Business Enterprise Status

	Firm Name	Role on Project	DBE* Yes / No	If DBE Yes, List #	SBE** Yes / No	If SBE Yes, List #
Prime Contractor	Gray-Bowen-Scott	Program Management & Advising	No		Yes	CA DGS 1756291
Subcontractor	HNTB Corporation	Toll System Project Management	No		No	
Subcontractor	Zoon Engineering, Inc.	Construction Management & Advising	No		Yes	CA DGS 58549
Subcontractor	Davis & Associates Communications, Inc.	Public Education & Equity	Yes	26344	Yes	CA DGS 1785923
Subcontractor	Barrios Transportation Consulting	Traffic Engineering	No		Yes	CA DGS 2026403
Subcontractor	Sperry Capital, Inc.	Funding & Financing Advising	No		Yes	CA DGS 25586

\*Denotes certification by the California Unified Certification Program (CUCP).

\*\*Denotes certification by the State of California.

**Request for Committee Approval**

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**Summary of Proposed Contract Amendment**

Work Item No.: 6874

Vendor: Gray-Bowen-Scott  
Walnut Creek, CA

Work Project Title: Express Lanes Program Advisor

Purpose of Project: Provide technical expertise planning, policy, implementation and operation of BAIFA's Express Lanes Network.

Brief Scope of Work: Perform professional services including: Technical and strategic advice; Toll system project management; Operations/maintenance support; Program controls and coordination; Optional tasks.

Project Cost Not to Exceed: This amendment: \$1,152,690 plus an additional contingency of \$200,000  
Current contract amount before this amendment: \$8,487,000 plus a contingency of \$1,500,000  
Maximum contract amount after the amendment: \$9,639,690 plus a contingency of \$1,700,000

Funding Source: BAIFA Rehabilitation Budget

Fiscal Impact: Funds for this amendment are included in the FY 2024-25 BAIFA Rehabilitation Budget.

Motion by Committee: That the Executive Director or designee is authorized to negotiate and enter into a contract amendment with Gray-Bowen-Scott for services as described above and in the BAIFA Network and Operations Committee Summary Sheet dated March 14, 2025, and the Chief Financial Officer is authorized to set aside funds in the amount of \$1,152,690 plus an additional contingency of \$200,000 to be used in the discretion of the Executive Director or designee for such contract amendment, as specified above.

BAIFA Network and  
Operations Committee:

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Stephanie Moulton-Peters, Vice Chair

Approved: March 14, 2025