



METROPOLITAN TRANSPORTATION COMMISSION

Meeting Transcript



JANUARY 22, 2025

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BAY AREA TOLL AUTHORITY
WEDNESDAY, JANUARY 22ND, 2025, 9:40 AM

V. CHAIR, NICK JOSEFOWITZ: OKAY. MY NAME IS NICK JOSEFOWITZ, I AM THE VICE CHAIR OF BATA CALLING THIS MEETING TO ORDER. THIS MEETING IS WEBCAST ON THE MTC WEB SITE. COMMISSIONERS AND MEMBERS OF THE PUBLIC PARTICIPATING BY ZOOM WISHING TO SPEAK SHOULD USE THE RAISED HAND FEATURE OR DIAL STAR NINE. TELECONFERENCE ATTENDEES WILL BE CALLED BY THE LAST FOUR DIGITS OF THEIR PHONE NUMBER. ROLL CALL VOTE WILL BE TAKEN FOR ALL ACTION ITEMS DUE TO REMOTE PARTICIPATION. PLEASE CALL THE ROLL AND CONFIRM QUORUM.

CLERK, KIMBERLY WARD: VICE CHAIR JOSEFOWITZ.

V. CHAIR, NICK JOSEFOWITZ: YES.

CLERK, KIMBERLY WARD: ABE-KOGA?

MARGARET ABE-KOGA: HERE.

CLERK, KIMBERLY WARD: AHN? HAS STEPPED AWAY AT THE MOMENT, BUT IS PRESENT. ANDERSEN?



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1 **CANDACE ANDERSEN:** HERE.

2

3 **CLERK, KIMBERLY WARD:** COMMISSIONER -- PARDON ME --
4 COMMISSIONER CANEPA?

5

6 **DAVID CANEPA:** HERE.

7

8 **CLERK, KIMBERLY WARD:** EL-TAWANSY IS ABSENT. COMMISSIONER EZZY
9 ASHCRAFT IS ABSENT. COMMISSIONER FLEMING?

10

11 **VICTORIA FLEMING:** HERE.

12

13 **CLERK, KIMBERLY WARD:** COMMISSIONER GIACOPINI?

14

15 **DORENE M. GIACOPINI:** HERE.

16

17 **CLERK, KIMBERLY WARD:** KAPLAN?

18

19 **REBECCA KAPLAN:** HERE.

20

21 **CLERK, KIMBERLY WARD:** MAHAN IS ABSENT. MILEY?

22

23 **NATHAN MILEY:** HERE MOULTON-PETERS IS ABSENT. NOACK? PAPAN?

24

25 **GINA PAPAN:** YES.



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1

2 **CLERK, KIMBERLY WARD:** RABBITT?

3

4 **DAVID RABBITT:** HERE.

5

6 **CLERK, KIMBERLY WARD:** SCHAFF?

7

8 **LIBBY SCHAAF:** PRESENT.

9

10 **CLERK, KIMBERLY WARD:** SPERING IS PRESENT. THANK YOU.

11 [LAUGHTER] WE HAVE A QUORUM.

12

13 **V. CHAIR, NICK JOSEFOWITZ:** AGENDA ITEM TWO, CHAIR'S REPORT. I

14 HAVE NOTHING TO REPORT. AGENDA ITEM THREE, CONSENT CALENDAR,

15 ITEMS 3A THROUGH 3C, DO I HAVE ANY COMMISSIONER COMMENTS?

16

17 **REBECCA KAPLAN:** MOVE APPROVAL.

18

19 **V. CHAIR, NICK JOSEFOWITZ:** MOVE APPROVAL COMMISSION ARE

20 KAPLAN.

21

22 **CANDACE ANDERSEN:** SECOND.

23

24 **V. CHAIR, NICK JOSEFOWITZ:** SECONDED BY COMMISSIONER ANDERSON.

25 NO COMMISSIONER COMMENT. DO WE HAVE PUBLIC COMMENT?



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1

2 **CLERK, KIMBERLY WARD:** I HAVE RECEIVED NOTHING IN WRITING FOR
3 THIS ITEM. I SEE NO MEMBER OF THE PUBLIC WITH THERE HANDS
4 RAISED IN THE ZOOM SPACE AND NO ONE HAS APPROACHED THE PODIUM.

5

6 **V. CHAIR JOSEFOWITZ:** GREAT. LET'S DO A ROLL CALL VOTE.

7

8 **CLERK, KIMBERLY WARD:** JOSEFOWITZ.

9

10 **V. CHAIR, NICK JOSEFOWITZ:** YES.

11

12 **CLERK, KIMBERLY WARD:** ABE-KOGA?

13

14 **MARGARET ABE-KOGA:** AYE.

15

16 **CLERK, KIMBERLY WARD:** AHN? IS ABSENT AT THE MOMENT. ANDERSON?

17

18 **CANDACE ANDERSON:** AYE.

19

20 **CLERK, KIMBERLY WARD:** CANEPA?

21

22 **DAVID CANEPA:** AYE.

23

24 **CLERK, KIMBERLY WARD:** ASHCRAFT IS ABSENT. FLEMING?

25



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1 **VICTORIA FLEMING:** YES.

2

3 **CLERK, KIMBERLY WARD:** KAPLAN?

4

5 **REBECCA KAPLAN:** YES.

6

7 **CLERK, KIMBERLY WARD:** MAHAN IS ABSENT. MILEY?

8

9 **NATHAN MILEY:** YES.

10

11 **CLERK, KIMBERLY WARD:** MOULTON-PETERS IS ABSENT. NOACK

12

13 **SUE NOACK:** YES.

14

15 **CLERK, KIMBERLY WARD:** PAPAN?

16

17 **GINA PAPAN:** YES.

18

19 **CLERK, KIMBERLY WARD:** RABBITT?

20

21 **DAVID RABBITT:** AYE.

22

23 **CLERK, KIMBERLY WARD:** SPERING? THANK YOU. THE MOTION PASSES

24 UNANIMOUSLY BY ALL MEMBERS PRESENT.

25



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1 **V. CHAIR, NICK JOSEFOWITZ:** AGENDA ITEM FOUR A BATA RESOLUTION
2 NUMBER 166 REVISED BATA TEN-YEAR TOLL BRIDGE CAPITAL
3 IMPROVEMENT PLAN FOR FISCAL YEAR '24, '33. I KNOW IT'S NOON
4 AND ANXIOUS THAT COMMISSIONERS MIGHT START LEAVING SOON. I
5 WOULD SUGGEST THAT STAFF MAYBE GO THROUGH THEIR PRESENTATIONS
6 IN AN EXPEDITED WAY. OKAY. OKAY. ROSALYNN -- AND I'M GOING TO
7 MISPRONOUNCE YOUR NAME, SO I'LL LET YOU PRONOUNCE IT.

8

9 **ROSALYNN CHONGCHAIKIT:** YOU GOT ROSALYNN RIGHT. [LAUGHTER] GOOD
10 MORNING, COMMISSIONERS MY NAME IS ROSALYNN CHONGCHAIKIT.
11 PRINCIPLE ENGINEER IN THE BATA ASSET MANAGEMENT PROGRAM. IN
12 INTEREST OF TIME, NEXT SLIDE, WE ARE RECOMMENDING APPROVAL OF
13 THE CAPITAL IMPROVEMENT PLAN TODAY THE TOLL BRIDGE PROGRAM
14 REPORT IS PROVIDED INFORMATION TO HELP SUPPORT THAT YOU CAN
15 PAUSE ME ON ANY OF THE SLIDES BUT WE DID PRESENT THIS EARLIER
16 THIS MONTH IF MORE DETAIL AT REQUEST OF THE CHAIR IS NEEDED I
17 CAN DO THAT AS A REFRESHER, NEXT SLIDE. NEXT SLIDE. AS A
18 REFRESHER BATA WORKED WITH CALTRANS TO PROPOSE A TEN-YEAR PLAN
19 TO PRESERVE THE TOLL BRIDGES AND COLLECT TOLLS EFFECTIVELY.
20 THIS IS WHAT WE THINK IS GOING TO HAPPEN ON THE BRIDGES AND
21 WHEN. AND THE TOLL BRIDGE PROGRAM REPORT EXPLAINS WHY THESE
22 PROJECTS NEED TO HAPPEN. NEXT SLIDE. WE FIRST BROUGHT THE CIP
23 TO YOU IN FEBRUARY OF 2023. WHEN IT WAS ADOPTED, THAT WORK WAS
24 ESTIMATED AT 1.9 BILLION FROM FISCAL YEAR 2024 TO 2033, FOCUS
25 AREAS WITH THIS AMENDMENT TODAY ARE DUE TO CHANGES IN PROJECT



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1 COST ESTIMATE REVISIONS TOLLING SYSTEM NEEDS AND EMERGENCY
2 WORK ON THE TOLL BRIDGES. NEXT SLIDE PLEASE. SO HERE ARE THE
3 CHANGES: TOTAL ESTIMATED BUDGET REQUIREMENTS HAS GROWN TO OVER
4 FOUR HUNDRED MILLION AND YOU WILL SEE CHANGES BROKEN INTO THREE
5 CATEGORIES IN THE TABLE ON THE RIGHT. ALL WORK IS NECESSARY TO
6 PRESERVE THE BRIDGES AND ENSURE FUNCTIONALITY OF THE TOLLING
7 INFRASTRUCTURE. FIRST IS THE BRIDGE PRESERVATION CATEGORY WITH
8 INCREASE OF 141 MILLION. THIS CATEGORY CAPTURES CAPITAL
9 PROJECTS WITH A MORE EXTENSIVE REHABILITATION WORK SUCH AS
10 CONCRETE SUBSTRUCTURE REPAIR AND FENDER REPLACEMENT IN THIS
11 CASE THE WORK ON SAN MATEO HAYWARD BRIDGE AND BAY BRIDGE WEST
12 RESPECTFULLY IS DRIVING UP THE PLAN AMOUNT. SECOND TECHNOLOGY
13 TRANSPORTATION SUPPORT ELEMENTS WITH INCREASE 197 MILLION
14 ELECTRICAL MECHANICAL SYSTEMS ROADS SIDE TOLL COLLECTION
15 SYSTEM FALL INTO THIS CATEGORY. IN THIS CASE, THE TOLL
16 COLLECTION SYSTEM IS THE PRIMARY REASON FOR THE DELTA. FINALLY
17 PLANNING FOR ROUTINE PRESERVATION WITH INCREASE OF 88 MILLION
18 FOR WORK NECESSARY TO UPKEEP ON BRIDGES ON A REGULAR SCHEDULE
19 WHEN COMPARED WITH THE FIRST CATEGORY, BRIDGE CAMERAS, STATE
20 PAINTERS, INSPECTIONS, AND OUR REGIONAL CUSTOMER SERVICE
21 CENTER ARE THE MAIN CONTRIBUTORS TO THE INCREASED FIGURE. THE
22 PRIMARY UPDATED ESTIMATES ARE BULLETED ON THE LEFT.
23 HIGHLIGHTING WE DO HAVE BETTER COST ESTIMATES FOR PROJECTS
24 ACROSS ALL CATEGORIES, AND WE HAVE SEEN THE POST-COVID TRENDS
25 FOR COST CONTINUED TO BE A CHALLENGE. SOMETHING UNIQUE AND



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1 POSITIVE, AMOUNT INCLUDES CALTRANS DELIVERING BAY BRIDGE WEST
2 BAND FENDER REPLACEMENT PROJECT USING IJJA BRIDGE FORMULA
3 PROGRAM FUNDS BRINGING MORE PLAN WORK FOR THE TOLL BRIDGES IN
4 THE NEAR-TERM. NEXT SLIDE. THIS IS A SUMMARY SLIDE, LEFT IMAGE
5 LINE GRAPH ESTIMATED BUDGET REQUIREMENTS AND EXPENDITURES OVER
6 TIME. AS EXPECTED, EXPENDITURES WILL LAG QUITE A LOT THAT'S
7 WHAT THE DASH LINE IS SHOWING. WE HAVE LARGE CONTRACTS TO
8 ADDRESS NECESSARY WORK ON THE BRIDGES SO HAVING LARGE BUDGET
9 REQUIREMENTS PARTICULARLY IN THE FISCAL YEAR 2026 AND '27
10 YEARS IS NOT SURPRISING FOR CAPITAL PROJECT DELIVERY. NEXT
11 SLIDE PLEASE. AND OF COURSE WE DON'T WANT TO YOU FORGET OUR
12 ASSET MANAGEMENT WORK. WE ARE CONTINUING TO WORK TO GET BETTER
13 SCOPE AND TIMING OF BRIDGE WORK INTO OUR CIP AND CONTINUE TO
14 IMPROVE ON IT WITH OUR PARTNERS AND THAT INCLUDES OUR ASSET
15 MANAGEMENT EFFORT WITH THEM. IT WILL IMPROVE THE PICTURE OF
16 BRIDGE NEEDS BASED ON SELECTED NOTARIES SHARED WITH YOU LAST
17 YEAR. SPOT REPAIR, REDUCED BACKLOG, ACCELERATED REHAB. A NEW
18 PROJECTS LIST AND PRIORITIZATION WILL COME FROM THAT STRATEGY
19 AND THAT WILL DRIVE UP COSTS BOTH IN THE CIP TIME FRAME AND
20 BEYOND. WE PLAN TO COME BACK WITH THE ASSET MANAGEMENT RESULTS
21 LATER THIS YEAR AND AGAIN WITH A NEW CIP IN 2026 TO COVER
22 MORE. OUR DECKS AND BRIDGES ARE SAFE AND SO THIS IS THE TIME
23 TO PLAN AND MAXIMIZE VALUE FROM GOOD ASSET MANAGEMENT
24 PRACTICES. I WILL CONTINUE OUR DISCUSSION ON THE BRIDGE
25 CONDITIONS ON THE NEXT PART OF MY PRESENTATION. NEXT SLIDE



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1 PLEASE. SO THIS IS AN INFORMATION ITEM AND IN THE INTEREST OF
2 TIME I'M GOING TO SKIP TOWARDS THE END OF OUR SLIDES. THE MOST
3 IMPORTANT THINGS ARE OUR BRIDGES ARE SAFE. NEXT SLIDE. OUR
4 BRIDGES ARE SAFE, AND WORK IS CONTINUING ON SAN MATEO HAYWARD
5 BRIDGE TO BRING ITS CONDITION UP. NEXT SLIDE PLEASE. THAT'S
6 SHOWN HERE. AND THAT DOES COST ADDITIONAL MONEY. CONTINUE ON
7 TO THE NEXT SLIDE, PLEASE. WE ARE JUST SHOWING SOME EXAMPLES
8 OF THE GREAT WORK THAT'S BEEN DONE. NEXT SLIDE PLEASE. AND THE
9 CONTINUING WORK THAT'S ONGOING, AND I'LL GO TO THE NEXT SLIDE.
10 TO TALK ABOUT OUR OPEN ROAD TOLLING RECALCULATION. WE CAN GO
11 OVER IN DETAIL HERE, BUT WE HAVE ALREADY GONE OVER AT BATA
12 EARLIER THIS MONTH. AND I'M RUSHING TO YOU GUYS ALL TO THIS
13 LAST SLIDE HERE. IT'S A VERY EXCITING SLIDE, FOR ME.
14 [LAUGHTER] NEXT SLIDE, PLEASE. SO, THIS IS OUR BAY BRIDGE WEST
15 BAND MAIN CABLE INSPECTION. AS AN ENGINEER IT'S AN EXCITING
16 PROJECT TO SHOWCASE TO YOU TODAY BECAUSE IF YOU HAVE TRAVELED
17 OVER THE BRIDGE RECENTLY, YOU HAVE NOTICED THE WORK PLATFORMS
18 OVERHEAD THERE ARE SEVERAL IN THIS PICTURE IN THE UPPER LEFT
19 HERE AND THERE IS GOING TO BE MORE LOCATIONS BETWEEN YERBA
20 BUENA ISLAND AND SAN FRANCISCO MOBILIZING HERE. WHAT'S
21 REMARKABLE IS INSIDE THOSE CONTAINMENT AREAS THE MAIN CABLES
22 ARE BEING UNWRAPPED AND WEDGED OPEN FOR INSPECTION. YOU CAN
23 SEE IN THIS CENTER IMAGE OVER 14,000 TINY GALVANIZED WIRES
24 COME TOGETHER TO FORM THE MAIN CABLE THAT SUSPENDS THE
25 BRIDGE OVER WATER YOU CAN SEE THE WEDGING TO CREATE SPACE SO



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1 THE WIRES CAN BE INSPECTED. YOU CAN SEE THE RED COLOR ON THE
2 OUTER LAYERS THAT'S REMAINING PROTECTIVE APPLIED DURING
3 ORIGINAL CONSTRUCTION. ON THE LAST PHOTO ON THE RIGHT YOU CAN
4 SEE ADDITIONAL REQUIREMENTS FOR PROTECTING OUR BAY AND THE
5 BRIDGE WORKERS. WORKERS ARE COVERED WITH GLOVES AND GOGGLES
6 AND RESPIRATORS AND IN CONTAINED WORK AREAS TO ENSURE THAT
7 LEAD ISN'T GOING TO WHERE IT SHOULDN'T BE THIS PHOTO IS PRIOR
8 TO THE NEW CAL OSHA REGULATIONS ON LEAD WHICH CAME INTO EFFECT
9 THIS YEAR. THESE ARE STRICT PRACTICES THAT ARE BEING TAKEN
10 SERIOUSLY AND SUBSTANTIALLY IMPACT BRIDGE PRESERVATION ON THE
11 TOLL BRIDGES IN WAYS THAT YOU DON'T SEE ON THE MORE TYPICAL
12 ROADWAY AND CONCRETE BRIDGE PROJECTS. THANK YOU FOR YOUR TIME
13 TODAY TO SHARE SOME OF THE REALLY NICE PICTURES ABOUT OUR
14 BRIDGES AND THE WORK. NEXT SLIDE. STAFF RECOMMENDS THE
15 AUTHORITY APPROVE BATA RESOLUTION 166 REVISED, BATA TEN-YEAR
16 TOLL BRIDGE CAPITAL IMPROVEMENT PLAN FOR FISCAL YEAR 2024 TO
17 2033.

18

19 **V. CHAIR, NICK JOSEFOWITZ:** THANK YOU VERY MUCH FOR THAT
20 PRESENTATION. IS THERE ANY COMMENTS FROM COMMISSIONERS? PUBLIC
21 COMMENT ON THIS ITEM?

22

23 **CLERK, KIMBERLY WARD:** NO ONE HAS APPROACHED THE PODIUM I HAVE
24 RECEIVED NOTHING IN WRITING. WON'T HAS RAISED A HAND IN THE



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1 ZOOM SPACE. HOWARD WONG. GO AHEAD AND UNMUTE YOURSELF YOU WILL
2 HAVE ONE EMPTY.

3

4 **SPEAKER:** REGARDING THE INFRASTRUCTURE, I THINK IT'S
5 INTERESTING TO HAVE SOME PRESENTATION ON THE EFFECT OF CLIMATE
6 CHANGE ON THE APPROACHES AND INFRASTRUCTURE. WE'RE STARTING TO
7 SEE A LOT OF DIFFERENTIAL WIDE SWINGS IN TEMPERATURE, IN WATER
8 PRESSURE, AND I THINK THAT PERHAPS GROUNDWATER PRESSURES, I
9 THINK IT WOULD BE INTERESTING TOPIC TO LOOK AT IN TERMS OF
10 INFRASTRUCTURE. THANK YOU.

11

12 **CLERK, KIMBERLY WARD:** THANK YOU. THERE ARE NO ADDITIONAL HANDS
13 RAISED.

14

15 **V. CHAIR, NICK JOSEFOWITZ:** THANK YOU VERY MUCH. LET'S DO A
16 ROLL CALL VOTE.

17

18 **CLERK, KIMBERLY WARD:** ONE MOMENT PLEASE. WE NEED TO HAVE A
19 MOTION AND A SECOND, PLEASE.

20

21 **V. CHAIR, NICK JOSEFOWITZ:** GOOD IDEA. [LAUGHTER] COMMISSIONER
22 KAPLAN?

23

24 **REBECCA KAPLAN:** I WOULD MOVE APPROVAL AND TAKE THIS
25 OPPORTUNITY TO COMMENT. AS WE'RE TALKING ABOUT BRIDGE



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1 MAINTENANCE AS IT RELATES TO PREVIOUS QUESTION ABOUT FASTRAK
2 ONE OF THE SUGGESTIONS FROM THE COMMITTEE WAS TO REACH OUT TO
3 CAR DEALERSHIPS TO MAKE AVAILABLE TO DIRECTLY GET INTO THE
4 HANDS OF PEOPLE WHO MAY ALREADY HAVE, SO THEY WOULDN'T HAVE TO
5 GO TO A SECOND PLACE TO GET IT THAT COULD BE A WAY TO FURTHER
6 ENSURE WE'RE BRINGING IN ENOUGH MONEY TO MAINTAIN OUR BRIDGES.
7 I MOVE APPROVAL OF THE ITEM.

8

9 **V. CHAIR, NICK JOSEFOWITZ:** THANK YOU. SECOND? COMMISSIONER
10 SPERING. NOW WE CAN HAVE A ROLL CALL VOTE.

11

12 **CLERK, KIMBERLY WARD:** JOSEFOWITZ.

13

14 **V. CHAIR, NICK JOSEFOWITZ:** AYE.

15

16 **CLERK, KIMBERLY WARD:** AHN?

17

18 **EDDIE AHN:** AYE.

19

20 **CLERK, KIMBERLY WARD:** ABE-KOGA?

21

22 **MARGARET ABE-KOGA:** AYE.

23

24 **CLERK, KIMBERLY WARD:** CANEPA?

25



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1 **DAVID CANEPA:** AYE.

2

3 **CLERK, KIMBERLY WARD:** ASHCRAFT IS ABSENT. FLEMING?

4

5 **VICTORIA FLEMING:** AYE.

6

7 **CLERK, KIMBERLY WARD:** KAPLAN?

8

9 **REBECCA KAPLAN:** AYE.

10

11 **CLERK, KIMBERLY WARD:** MAHAN IS ABSENT. MILEY?

12

13 **NATHAN MILEY:** YES.

14

15 **CLERK, KIMBERLY WARD:** MOULTON-PETERS IS ABSENT. NOACK?

16

17 **SUE NOACK:** AYE.

18

19 **CLERK, KIMBERLY WARD:** PAPAN?

20

21 **GINA PAPAN:** AYE.

22

23 **CLERK, KIMBERLY WARD:** RABBITT?

24

25 **DAVID RABBITT:** AYE.



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1

2 **CLERK, KIMBERLY WARD:** SPERING?

3

4 **JAMES P. SPERING:** AYE.

5

6 **CLERK, KIMBERLY WARD:** MOTION PASSES UNANIMOUSLY BY ALL MEMBERS
7 PRESENT.

8

9 **V. CHAIR, NICK JOSEFOWITZ:** AGENDA ITEM 4B BATA RESOLUTION 183
10 AUTHORIZING THE 2025 PLAN OF FINANCE AND RECEIPT OF GOOD FAITH
11 ESTIMATE. WE'LL HAVE A PRESENTATION ON THIS.

12

13 **NATALIE PERKINS:** GOOD AFTERNOON, COMMISSIONERS. I'M NATALIE
14 PERKINS DIRECTOR OF TREASURY HERE TO PRESENT THE ANTICIPATED
15 PLANS FOR BATA OVER THE NEXT YEAR WE PRESENTED THIS AT THE
16 BATA OVERSIGHT MEETING TWO WEEKS AGO SO I'LL TRY TO MAKE IT
17 BRIEF. NEXT SLIDE PLEASE. OVERALL BATA'S DEBT SUPREMELY STRONG
18 CREDIT IT'S ONE OF THE HIGHEST RATED ENTITY IN THE COUNTRY
19 WITH AA RATINGS FROM ALL THREE CREDIT RATING AGENCIES WE HAVE
20 DIVERSE FLEXIBLE DEBT PORTFOLIO THAT INCLUDES VARIOUS TYPES OF
21 DEBT THAT ARE LISTED ON THE SLIDE WE EXPECT TO BE BACK TO THE
22 BOARD EVERY YEAR WITH RELATION TO MAINTAINING DEBT PORTFOLIO.
23 NEXT SLIDE. OUTSTANDING DEBT WE CURRENTLY HAVE \$9.8 BILLION IN
24 DEBT OUTSTANDING 70% OF THAT DEBT IS FIXED WITH 30% OF DEBT
25 SHORT-TERM MEANING INTEREST RATE CHANGES REGULARLY WHERE IT'S



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1 FIXED FOR RELATIVELY SHORT AMOUNT OF TIME HALF OF THE SHORT-
2 TERM DEBT IS CONVERTED TO FIXED RATE THROUGH INTEREST RATE
3 SWAPS REPRESENTED BY THE BLUE SLICE OF THE PIE AND THE OTHER
4 HALF SHORT-TERM DEBT REPRESENTED BY GREEN SLICE OF THE PIE
5 VARIABLE RATE THAT HAS VARIABLE RATES EFFECTIVELY HEMMED BY
6 SHORT-TERM INVESTMENTS SHORT-TERM DEBT REQUIRES ANNUAL
7 MAINTENANCE WE SPREAD OUT MATURITY DATES FOR EACH INDIVIDUAL
8 SERIES IN ORDER TO MINIMIZE THE AMOUNT REQUIRING REMARKETING
9 IN A GIVEN YEAR. NEXT SLIDE. BATA'S DEBT PLANS IN 2025 INCLUDE
10 FOUR MAIN ITEMS FIRST MAINTENANCE OF SHORT-TERM PORTFOLIO
11 WHICH WILL GO INTO DETAIL IN THE NEXT SLIDE SECOND RESOLUTION
12 AUTHORIZES UP TO \$500 MILLION IN NEW MONEY FINANCING WE EXPECT
13 TO ISSUE UP TO 4 MILLION IN GREEN BONDS FOR REGIONAL MEASURE
14 THREE WE DID ISSUE FIRST SERIES OF CLIMATE UNCERTIFIED GREEN
15 BONDS LAST YEAR BASED ON RM3 PROJECT LIST GREEN BOND VERIFIER
16 WAS ABLE TO IDENTIFY \$1.9 BILLION IN PROJECTS THAT QUALIFY FOR
17 GREEN BOND DESIGNATION AND WE HAVE RECEIVED 1.9 BILLION
18 PROGRAMMATIC GROWN BOND CERTIFICATION THE PORTION OF NEW MONEY
19 AUTHORIZATION MAY ALSO BE USED TO REFINANCE BONDS FROM THE
20 SUBORDINATE LIEN TO SENIOR LEAN THIRD ITEM IN THE PLAN OF
21 FINANCE IS SELF-LIQUIDITY VARIABLE RATE DEMAND BONDS. THIS
22 SLIDE LAYS OUT DETAILS OF THE SHORT-TERM PORTFOLIO. THE PIE
23 CHART SHOWS THREE TYPES OF SHORT-TERM DEBT PRODUCTS BATA
24 CURRENTLY HAS OUTSTANDING. ALL PRODUCTS REQUIRE REFINANCING OR
25 REPLACEMENT OF CREDIT PROVIDERS WITHIN NEXT FOUR YEARS. THE



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1 BAR CHART AT BOTTOM OF THE SLIDE SHOWS AMOUNT NEEDED TO
2 ADDRESS EACH YEAR BYPRODUCT TYPE. THE 2025 PLAN INCLUDES
3 REFINANCING OF FIRST DARK BLUE BAR, WHICH IS 306 MILLION IN
4 TERM RATE BONDS THAT WE PLAN TO REFINANCE WITH FIXED RATE
5 DEBT. IN 2026 BATA HAS \$800 MILLION IN DEBT THAT NEEDS TO BE
6 ADDRESSED REPRESENTED BY SECOND BAR. WE'RE PLANNING TO
7 PROACTIVELY ADDRESS 150 MILLION THIS YEAR BY REPLACING
8 EXTENDING A LETTER OF CREDIT THAT CURRENTLY EXPIRES IN 2026
9 WITH ONE THAT WILL EXPIRE IN 2027. FINALLY WE MAY USE SELF-
10 LIQUIDITY VARIABLE RATE DEMAND BONDS TO ADDRESS SOME OF THE
11 REQUIRED REMARKETING GOING FORWARD. NEXT SLIDE, PLEASE. SO,
12 THE BOARD PACKET INCLUDES NEW SECOND SUBORDINATE INDENTURE.
13 THE BOND INDENTURE IS THE DOCUMENT THAT LAYS OUT THE LEGAL
14 TERMS AND STRUCTURE OF BATA'S DEBT. BATA CURRENTLY HAS SENIOR
15 LEAN AND SUBORDINATE LEAN INDENTURE. THE PACKET INCLUDES NEW
16 SECOND SUBORDINATE INDENTURE WHICH WOULD ESSENTIALLY REPLACE
17 THE EXISTING SUBORDINATE LIEN. THE REASON IS TO SIMPLIFYING
18 DEBT ADMINISTRATION AND ALSO ALLOW FOR ISSUANCE OF SELF-
19 LIQUIDITY VARIABLE RATE DEMAND BONDS. BATA'S EXISTING VARIABLE
20 RATE DEMAND BONDS ALL HAVE RATES THAT ARE RESET DAILY OR
21 WEEKLY AND INVESTORS HAVE RIGHT TO SELL THOSE BONDS BACK AT
22 ANY TIME. IF BONDS CAN'T BE SOLD TO ANOTHER INVESTOR THERE
23 NEEDS TO BE A SOURCE OF FUNDS TO FUND THOSE PURCHASES. FOR
24 EXISTING DEBT BATA PAYS VARIOUS BANKS FOR LETTERS OF CREDIT
25 WHICH PROVIDE FUNDS FOR THOSE PURCHASES. THE SECOND



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1 SUBORDINATE INDENTURE WOULD ALLOW BATA TO USE ITS OWN FUND
2 BALANCES TO MAKE PURCHASES IF NECESSARY COMPARED TO LETTER OF
3 CREDIT BACK, WOULD SAVE ON LETTER OF CREDIT FEES AND ALSO SAVE
4 ON INTEREST COST. ALSO NOTE THAT THE EXISTING SUBORDINATE LEAN
5 WILL BE CLOSED WITH FIRST ISSUANCE OF BONDS UNDER THE NEW
6 SECOND SUBORDINATE INDENTURE AND THIS MEANS WE COULD NO LONGER
7 ISSUE DEBT UNDER THE OLD SUBORDINATE INDENTURE. NEXT SLIDE,
8 PLEASE. WE'RE ALWAYS LOOKING FOR OPPORTUNITIES DEBT SERVICE
9 SAVINGS. THIS YEAR WERE LOOKING ON OF DEBT SERVICE SAVINGS.
10 THIS YEAR WE'RE LOOKING AT POTENTIAL TENDER REFUNDING. WE
11 EXECUTED TENDER REFUNDINGS IN BOTH 2023 AND 2024. A QUICK
12 REVIEW OF MECHANICS. IN TENDER REFUNDING BATA INVITES
13 INVESTORS TO SELL BOND BACKS AT A GIVEN PRICE WE FUND THOSE
14 PURCHASES WITH PROCEEDS OF NEW REFUNDING BONDS. WE WOULD ONLY
15 ACCEPT TENDERED BONDS FOR PURCHASE IF THERE IS DEBT SERVICE
16 SAVINGS AVAILABLE. NEXT SLIDE, PLEASE. WE'RE ASKING THE
17 AUTHORITY TO APPROVE OF RESOLUTION 183. IT WOULD AUTHORIZE
18 MAINTENANCE OF THE VARIABLE RATE PORTFOLIO, THE ISSUANCE OF UP
19 TO \$500 MILLION IN NEW MONEY BONDS ALSO AUTHORIZE REFUNDING OF
20 EXISTING BONDS THAT MEET OUR DEBT POLICY GUIDELINES. THE
21 RESOLUTION ALSO INCLUDES FORMS OF THE OFFICIAL STATEMENT,
22 INCLUDING APPENDIX A. THIS IS BATA'S PRIMARY DISCLOSURE
23 DOCUMENT TO THE MARKET, AND IT'S IMPORTANT TO NOTE THAT SEC
24 REGULATIONS REQUIRE ANYTHING MATERIAL IN OFFICIAL STATEMENT TO
25 BE ACCURATE AND NO INFORMATION THAT WOULD BE MATERIAL TO AN



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1 INVESTMENT DECISION BE OMITTED IT'S OUR RESPONSIBILITY AS
2 STAFF AND YOUR RESPONSIBILITY AS BOARD TO REVIEW THE DOCUMENT
3 IN THAT LIGHT. THE PACKET INCLUDES NEW SECOND SUBORDINATE
4 INDENTURE THAT I DESCRIBED EARLIER, AND IT INCLUDES FORM OF
5 STANDBY BOND PURCHASE AGREEMENT THAT PROVIDES THE TERMS OF THE
6 SELF-LIQUIDITY I WAS SPEAKING ABOUT. FINALLY, IT INCLUDES
7 ACCEPTANCE OF THE GOOD FAITH ESTIMATES. AND THAT CONCLUDES THE
8 PREPARED PRESENTATION. I'M HAPPY TO ANSWER QUESTIONS.

9

10 **V. CHAIR, NICK JOSEFOWITZ:** THANK YOU FOR THAT PRESENTATION.
11 CAN YOU EXPLAIN TO ME WHY WE HAVE VARIABLE RATE DEMAND BONDS?
12 AND NOT JUST, LIKE -- LIKE, WHAT ARE THE -- IT JUST SEEMS LIKE
13 A, SORT OF, FAIRLY SORT OF, NOT MASSIVELY EXOTIC FINANCIAL
14 INSTRUMENT, BUT SOMETHING WHICH IS CERTAINLY SOMETHING WHICH
15 IS MORE COMPLEX THAN I WOULD HAVE EXPECTED, GIVEN HOW WE ARE
16 NOT STRUGGLING WITH SOME SORT OF SHORT-TERM LIQUIDITY NEEDS OR
17 ANYTHING LIKE THAT.

18

19 **NATALIE PERKINS:** SURE. IT'S PART OF A DIVERSE PORTFOLIO. OVER
20 THE LONG-TERM AVAILABLE RATE BONDS ARE GOING TO HAVE THE
21 LOWEST INTEREST RATE COSTS. WE HAVE HAD VARIABLE RATE DEMAND
22 BONDS FOR, I GUESS, AT LEAST 15 TO 20 YEARS.

23

24 **DEREK HANSEL:** YEAH, I CAN ADD A LITTLE BIT TO THAT. AS NATALIE
25 MENTIONED, THE VARIABLE RATE DEMAND BONDS HISTORICALLY PROVIDE



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1 THE VERY LOWEST RATES AVAILABLE IN THE MUNICIPAL MARKET. BUT
2 SECONDLY, AND --

3

4 **V. CHAIR, NICK JOSEFOWITZ:** THAT'S BECAUSE PEOPLE CAN JUST,
5 LIKE, WITHIN A WEEK, ASK FOR THEIR MONEY BACK.

6

7 **DEREK HANSEL:** THAT'S CORRECT. AND THAT'S WHY WE UTILIZE
8 LETTERS OF CREDIT, WHY WE KEEP A SIGNIFICANT BALANCE SHEET.
9 AND ONE OF THE THINGS THAT WE, YOU KNOW, DO, AGAIN, AS NATALIE
10 MENTIONED, AS THERE IS A SIGNIFICANT HEDGE ON OUR OWN BALANCE
11 SHEET TIED TO THAT WHICH IS WE HAVE GOT INVESTABLE ASSETS IN
12 BATA APPROACHING \$3 BILLION. THOSE EXIST FOR A WHOLE LOT OF
13 REASONS. WE HAVE TALKED OVER A PERIOD OF YEARS ABOUT THE HARD
14 DECK. THOSE INTEREST RATES RESET ALL THE TIME, RIGHT? WE DON'T
15 KEEP THOSE -- THOSE AREN'T TEN-YEAR INVESTMENTS THEY'RE ALL
16 INSIDE OF FIVE YEARS, SO THOSE RATES ARE CHANGING ALL THE
17 TIME. SO, KEEPING A PORTION ON THE VARIABLE RATE MODE BETTER
18 ALIGNS WITH OUR COST OF DEBT WITH OUR RETURN ON THOSE
19 INVESTMENTS SO THERE ARE A LOT OF REASONS THAT THOSE HAVE
20 EXISTS. HISTORICALLY PREFINANCIAL CRISIS, BATA HAD A MUCH
21 HIGHER PROPORTION OF DEBT IN VARIOUS -- VARIABLE RATE MODES.
22 THAT WENT AWAY WITH THE FINANCIAL CRISIS, BUT IT'S, A, PART OF
23 IT IS STILL OUT THERE AND HEDGED BY INTEREST RATE SWAPS THAT
24 WERE DONE PRIOR TO THE FINANCIAL CRISIS, BUT, SECONDLY, IT'S,
25 FRANKLY, IT'S JUST FOR A MATURE DEBT ISSUING AGENCY LIKE THIS,



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1 MAINTAINING A SIGNIFICANT PORTION OF VARIABLE RATE DEBT IS
2 FRANKLY A BEST PRACTICE.

3

4 **V. CHAIR, NICK JOSEFOWITZ:** OKAY. OF THE. I THINK IT WOULD BE
5 WORTH, SORT OF, LOOKING AT WHAT THE TOTALITY -- NOT FOR THIS
6 YEAR BUT FOR NEXT YEAR LOOKING AT THE TO TALL COST OF THE
7 VARIABLE RATE DEMAND NOTES INCLUDING COLLATERAL THAT WE HAVE
8 TO KEEP AND THE, SORT OF, COMPLEXITY OF ADMINISTERING THESE
9 THINGS AND THE RISK OF WHAT HAPPENS IN A DOWNSIDE SCENARIO
10 IMAGINE A MAJOR EARTHQUAKE ON THE BRIDGE ALL OF A SUDDEN
11 EVERYBODY COULD REDEEM THOSE NOTES INSTANTLY LIKE YOU HAVE A
12 PERK TO PAY OUT LIKE A, SORT OF, SIGNIFICANT SUM OF MONEY IN A
13 WAY THAT ANOTHER TYPES OF DEBT WE MIGHT HAVE MORE TIME TO,
14 SORT OF, MANAGE THINGS FROM A CASH FLOW, RIGHT?

15

16 **DEREK HANSEL:** WE HAVE STRUCTURED PORTFOLIO AND CERTAINLY
17 PRECEDES MY TEN YOU'RE HERE BUT WE HAVE AMENDMENTS THAT AS
18 NATALIE MENTIONED THAT PORTFOLIO ROLLS ON ANNUAL BASIS SO WE
19 KEEP THAT AS LEVEL AS POSSIBLE OVER FIVE YEARS PERIOD SO WE
20 HAVE GOT ROOM TO ADDRESS EXACTLY THOSE ISSUES WHEN WE ENTER
21 INTO BANK LETTERS OF CREDIT FACILITIES EVEN THOUGH THE BOND
22 INVESTORS HAVE THE RIGHT TO SELL BACK THOSE LETTER OF CREDIT
23 THE BANKS DON'T ON THE OTHER HAND WE HAVE THE SAME OPPORTUNITY
24 SO WERE THERE TO BE, PUT A LETTER OF CREDIT BANK TAKES IT
25 THERE IS WHAT'S CALLED TERM OUT ON THOSE CREDIT FACILITIES.



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1

2 **V. CHAIR, NICK JOSEFOWITZ:** SO WE ADDRESS AWAY FROM THE LETTERS
3 OF CREDIT.

4

5 **DEREK HANSEL:** I'M SORRY?

6

7 **V. CHAIR, NICK JOSEFOWITZ:** SHIFTING AWAY FROM THE LETTER OF
8 CREDIT PORTION.

9

10 **DEREK HANSEL:** AS A PERCENTAGE OF OVERALL DEBT PORTFOLIO VERY
11 SMALL PORTION.

12

13 **V. CHAIR, NICK JOSEFOWITZ:** KEEN ON THE DEPOSIT FINANCIAL
14 PRODUCTS I THINK THE FACT WE HAVE DONE THIS IN THE PAST, IT
15 FEELS IT'S WORTH THINKING ABOUT ANYWAY. DON'T WANT TO BELABOR
16 IT.

17

18 **DEREK HANSEL:** APPRECIATE THAT.

19

20 **V. CHAIR, NICK JOSEFOWITZ:** ANY COMMENTS? OR SOMEONE WOULD LIKE
21 TO MAKE A MOTION? COMMISSIONER NOACK?

22

23 **SUE NOACK:** I HAD A QUESTION ON THE SUBORDINATE DEBT YOU'RE
24 CLOSING OUT ON THE FIRST COORDINATED LEAN THERE'S STILL
25 OUTSTANDING UNDER THAT?



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1

2 **DEREK HANSEL:** THE FIRST LEAN WOULD BE CLOSED BONDS THERE'S
3 STILL SIGNIFICANT AMOUNT OF BONDS THAT ARE CURRENTLY
4 OUTSTANDING THE ONE WE'RE ASKING YOU TO APPROVE TODAY THE
5 SECOND SUBORDINATE INDENTURE WOULD BECOME THE OPERATIVE
6 SUBORDINATE LEAD.

7

8 **SUE NOACK:** THE SUBORDINATION IS THE SAME AS THE FIRST.

9

10 **DEREK HANSEL:** SUBORDINATED TO THE FIRST SUBORDINATED BUT
11 FRANKLY ANTICIPATING RATINGS THAT ARE CLOSE TO IF NOT EXACTLY
12 WHAT THE SUBORDINATE LEAN RATINGS ARE BECAUSE WE WOULD BE
13 CLOSING OUT THE SUB-LIEN.

14

15 **SUE NOACK:** DO YOU HAVE AN IDEA OF DIFFERENTIAL ON COST BETWEEN
16 THE SUBORDINATED DEBT AND THE SENIOR DEBT?

17

18 **DEREK HANSEL:** VARIES MARKET TO MARKET BUT RIGHT NOW ON FIVE
19 BASIS POINTS SO RIGHT NOW .05%.

20

21 **SUE NOACK:** OKAY.

22

23 **V. CHAIR, NICK JOSEFOWITZ:** COMMISSIONER KAPLAN.

24

25 **REBECCA KAPLAN:** WHAT IS THE BOND RATING CURRENTLY?



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1

2 **DEREK HANSEL:** WE HAVE DOUBLE RATINGS FROM BOTH MOODY'S --
3 SORRY -- STANDARD, AND [INDISCERNIBLE] AND FITCH, WE HAVE
4 RATINGS ON OUTSTANDING BONDS FROM MOODY'S WHICH ARE IN THE AA
5 THREE CATEGORY. WE HAVE NOT USED MOODY'S IN THE LAST YEAR'S
6 ISSUANCE AND FRANKLY NOT INTENDING TO USE THEM THIS TIME
7 EITHER.

8

9 **REBECCA KAPLAN:** OKAY MOVE APPROVAL.

10

11 **V. CHAIR, NICK JOSEFOWITZ:** IS THERE A SECOND?

12

13 **SUE NOACK:** SECOND.

14

15 **V. CHAIR, NICK JOSEFOWITZ:** SECOND BY COMMISSIONER NOACK. IS
16 THERE ANY PUBLIC COMMENT?

17

18 **CLERK, KIMBERLY WARD:** I HAVE RECEIVING NOTHING IN WRITING FOR
19 THIS ITEM AND I SEE NO RAISED HANDS IN THE ZOOM SPACE AND NO
20 ONE HAS APPROACHED THE PODIUM.

21

22 **V. CHAIR, NICK JOSEFOWITZ:** GREAT. LET'S DO A ROLL CALL VOTE.

23

24 **CLERK, KIMBERLY WARD:** THANK YOU. VICE CHAIR JOSEFOWITZ?

25



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1 V. CHAIR, NICK JOSEFOWITZ: YES.

2

3 CLERK, KIMBERLY WARD: UPON COMMISSIONER ABE-KOGA?

4

5 MARGARET ABE-KOGA: AYE.

6

7 CLERK, KIMBERLY WARD: UPON AHN?

8

9 EDDIE AHN: AYE.

10

11 CLERK, KIMBERLY WARD: ANDERSON?

12

13 CANDACE ANDERSEN: AYE.

14

15 CLERK, KIMBERLY WARD: CANEPA? ASHCRAFT IS ABSENT. FLEMING?

16

17 VICTORIA FLEMING: YES.

18

19 CLERK, KIMBERLY WARD: KAPLAN?

20

21 REBECCA KAPLAN: YES.

22

23 CLERK, KIMBERLY WARD: MAHAN IS ABSENT. MILEY?

24

25 NATHAN MILEY: YES.



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1

2 **CLERK, KIMBERLY WARD:** MOULTON-PETERS IS ABSENT. NOACK?

3

4 **SUE NOACK:** YES.

5

6 **CLERK, KIMBERLY WARD:** PAPAN?

7

8 **GINA PAPAN:** YES.

9

10 **CLERK, KIMBERLY WARD:** NOACK?

11

12 **SUE NOACK:** AYE.

13

14 **CLERK, KIMBERLY WARD:** SPERING?

15

16 **JAMES P. SPERING:** AYE.

17

18 **CLERK, KIMBERLY WARD:** MOTION PASSES UNANIMOUSLY BY ALL MEMBERS

19 PRESENT.

20

21 **V. CHAIR, NICK JOSEFOWITZ:** GREAT. AGENDA ITEM FIVE, IS THERE

22 ANY PUBLIC COMMENT.

23



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1 **CLERK, KIMBERLY WARD:** I HAVE ONE SPEAKER. ALETA DUPREE, GO
2 AHEAD AND TAKE THE PODIUM. WOULD YOU PUSH THE BUTTON? THANK
3 YOU, KINDLY.

4
5 **SPEAKER:** THANKS AGAIN, VICE CHAIR NICK JOSEFOWITZ AND MEMBERS.
6 ALETA DUPREE FOR THE RECORD SHE AND HER WITH TEAM FOLDS. AS I
7 SPEAK GENERALLY, NEED MY CLOCK HERE. GREAT MEETING A LOT GOING
8 ON TODAY. OPEN ROAD TOLLING IS ESSENTIAL. AND WANT TO KEEP UP
9 WITH THAT AND EDUCATE PEOPLE ON HOW TO USE IT, GET PEOPLE
10 INTERESTED IN USING FASTRAK. THERE IS LAG WITH GETTING MONEY
11 BUT IT'S MONEY DELAYED BUT NOT DENIED. WE'RE GOING TO GET IT.
12 I ENLIGHTEN YOU. I AM SURE SOME OF YOU HAVE BEEN KEEPING UP
13 WITH THIS. BUT THIS IS CLOSE TO HOME FOR ME. THE CONGESTION
14 PRICING PROGRAM IN NEW YORK CITY WENT LIVE ON FIVE JANUARY OF
15 THIS YEAR. I'M CLOSE TO THAT, BECAUSE I WAS BORN IN NEW YORK
16 CITY AND SPENT THE FIRST, SOME OF MY TEEN YEARS IN NEW YORK
17 CITY. IT'S A HUGE INSTALLATION. WHAT CAN WE LEARN FROM EACH
18 OTHER? THE BIGGEST THING IS TO KEEP THOSE BRIDGES SAFE. THANK
19 YOU.

20

21 **CLERK, KIMBERLY WARD:** THANK YOU. THERE ARE NO ADDITIONAL
22 RAISED HANDS.

23

24 **V. CHAIR, NICK JOSEFOWITZ:** GREAT. WE'RE GOING TO ADJOURN. THE
25 NEXT REGULAR MEETING OF THE BAY AREA TOLL AUTHORITY IS MEET AT



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1 BAY AREA METRO CENTER ON WEDNESDAY FEBRUARY 26TH. THANK YOU.

2 [ADJOURNED]

3



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