

Meeting Agenda

Bay Area Infrastructure Financing Authority

Alfredo Pedroza, Chair

Nick Josefowitz, Vice Chair

Wednesday, December 21, 2022

9:45 AM

HYBRID (In-Person Option Available)

The Bay Area Infrastructure Financing Authority is scheduled to meet on Wednesday, December 21, 2022 at 9:45 a.m. or immediately following the 9:40 a.m. BATA meeting, in the Bay Area Metro Center (Hybrid with In-person option available). In light of Governor Newsom's State of Emergency declaration regarding COVID-19 and in accordance with the recently signed Assembly Bill 361 allowing remote meetings, this meeting will be accessible via webcast, teleconference, and Zoom for all participants. A Zoom panelist link for meeting participants will be sent separately to committee, commission, or board members.

Meeting attendees may opt to attend in person for public comment and observation at 375 Beale Street, Board Room (1st Floor). In-person attendees must adhere to posted public health protocols while in the building. The meeting webcast will be available at <https://mtc.ca.gov/whats-happening/meetings/live-webcasts>. Members of the public are encouraged to participate remotely via Zoom at the following link or phone number.

Attendee Link: <https://bayareametro.zoom.us/j/84120080104>

Or iPhone one-tap: US: +13462487799,,84120080104# or +14086380968,,84120080104#

Or Join by Telephone: (for higher quality, dial a number based on your current location) US:

+1 408 638 0968 or +1 669 900 6833 or +1 253 215 8782 or +1 346 248 7799 or

+1 312 626 6799 or +1 646 876 9923 or +1 301 715 8592 or

877 853 5247 (Toll Free) or 888 788 0099 (Toll Free)

Webinar ID: 841 2008 0104

International numbers available: <https://bayareametro.zoom.us/j/84120080104>

Detailed instructions on participating via Zoom are available at:

<https://mtc.ca.gov/how-provide-public-comment-board-meeting-zoom>. Committee members and members of the public participating by Zoom wishing to speak should use the "raise hand" feature or dial "*9". In order to get the full Zoom experience, please make sure your application is up to date.

Members of the public may participate by phone or Zoom or may submit comments by email at info@bayareametro.gov by 5:00 p.m. the day before the scheduled meeting date. Please include the committee or board meeting name in the subject line. Due to the current circumstances there may be limited opportunity to address comments during the meeting. All comments received will be submitted into the record.

BAIFA Roster:

Alfredo Pedroza (Chair), Nick Josefowitz (Vice Chair), Margaret Abe-Koga, Eddie Ahn, David Canepa, Cindy Chavez, Vacant, Carol Dutra-Vernaci, Dina El-Tawansy*, Victoria Fleming, Dorene M. Giacomini*, Federal D. Glover, Sam Liccardo, Nate Miley, Gina Papan, David Rabbitt, Hillary Ronen, Libby Schaaf, James P. Spering, Amy R. Worth

***Non-Voting Members**

1. Call to Order / Roll Call / Confirm Quorum

Quorum: A quorum of this Authority shall be a majority of its regular voting members (10).

2. Chair's Report

3. Consent Calendar

- 3a. [22-1787](#) Minutes of the November 16, 2022 and December 14, 2022 meetings
- Action:** Authority Approval
- Attachments:** [3a 22-1787 November 16 2022 BAIFA Draft Minutes.pdf](#)
[3a 22-1787 December 14 2022 Draft Special Joint MTC BAHFA BATA B](#)
- 3b. [22-1807](#) BAIFA Resolution No. 43 Providing for Remote Meetings Pursuant to Assembly Bill 361
- Action:** Authority Approval
- Attachments:** [3b 22-1807 BAIFA Resolution 43 AB 361.pdf](#)
- 3c. [22-1796](#) BAIFA Resolution No. 41 - Delegation of Authority Regarding Settlement of Claims and Lawsuits and Contracts for Legal Services
- Action:** Authority Approval
- Presenter:** Andrea Visveshwara
- Attachments:** [3c 22-1796 BAIFA Resolution 41 Delegation of Authority.pdf](#)
- 3d. [22-0247](#) Fiscal Year 2022-23 BAIFA First Quarter Financial Statements (Unaudited)
- Action:** Information
- Presenter:** Alita Reinecker
- Attachments:** [3d 22-0247 BAIFA FY 2022-23 First Quarter Financials.pdf](#)

4. Authority Approval

- 4a. [22-1804](#) Resilient State Route 37 (SR 37) Program
- i. Resilient SR 37 Program Update
 - ii. California Transportation Commission (CTC) Toll Facility Application for SR 37 Sears Point to Mare Island Improvement Project
 - iii. Resilient SR 37 Memorandum of Understanding (MOU) Amendment

Update on the Resilient SR 37 Program and a request for approval to: 1) Submit a Toll Facility Application to the CTC to authorize tolling on SR 37 as part of the Sears Point to Mare Island Improvement Project, and 2) Amend the Resilient SR 37 MOU to integrate MTC/BAIFA and Sonoma-Marin Area Rail Transit District (SMART).

Action: Authority Approval

Presenter: Kevin Chen

Attachments: [4a 22-1804 Resilient SR 37 Program.pdf](#)
[4a 22-1804 Resilient SR 37 Program Presentation.pdf](#)

5. Public Comment / Other Business

6. Adjournment / Next Meeting

The next meeting of the Bay Area Infrastructure Financing Authority is scheduled to be held on January 25, 2023. Any changes to the schedule will be duly noticed to the public.

Public Comment: The public is encouraged to comment on agenda items at Authority meetings by completing a request-to-speak card (available from staff) and passing it to the Authority secretary. Public comment may be limited by any of the procedures set forth in Section 3.09 of MTC's Procedures Manual (Resolution No. 1058, Revised) if, in the chair's judgment, it is necessary to maintain the orderly flow of business.

Meeting Conduct: If this meeting is willfully interrupted or disrupted by one or more persons rendering orderly conduct of the meeting unfeasible, the Chair may order the removal of individuals who are willfully disrupting the meeting. Such individuals may be arrested. If order cannot be restored by such removal, the members of the Authority may direct that the meeting room be cleared (except for representatives of the press or other news media not participating in the disturbance), and the session may continue.

Record of Meeting: Authority meetings are recorded. Copies of recordings are available at a nominal charge, or recordings may be listened to at MTC offices by appointment. Audiocasts are maintained on MTC's Web site (mtc.ca.gov) for public review for at least one year.

Accessibility and Title VI: MTC provides services/accommodations upon request to persons with disabilities and individuals who are limited-English proficient who wish to address Commission matters. For accommodations or translations assistance, please call 415.778.6757 or 415.778.6769 for TDD/TTY. We require three working days' notice to accommodate your request.

可及性和法令第六章： MTC 根據要求向希望來委員會討論有關事宜的殘疾人士及英語有限者提供服務/方便。需要便利設施或翻譯協助者，請致電 415.778.6757 或 415.778.6769 TDD / TTY。我們要求您在三個工作日前告知，以滿足您的要求。

Acceso y el Título VI: La MTC puede proveer asistencia/facilitar la comunicación a las personas discapacitadas y los individuos con conocimiento limitado del inglés quienes quieran dirigirse a la Comisión. Para solicitar asistencia, por favor llame al número 415.778.6757 o al 415.778.6769 para TDD/TTY. Requerimos que solicite asistencia con tres días hábiles de anticipación para poderle proveer asistencia.

Attachments are sent to Authority members, key staff and others as appropriate. Copies will be available at the meeting.

All items on the agenda are subject to action and/or change by the Authority. Actions recommended by staff are subject to change by the Authority.

Legislation Details (With Text)

File #:	22-1787	Version:	1	Name:	
Type:	Minutes	Status:		Consent	
File created:	11/4/2022	In control:		Bay Area Infrastructure Financing Authority	
On agenda:	12/21/2022	Final action:			
Title:	Minutes of the November 16, 2022 and December 14, 2022 meetings				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	3a 22-1787 November 16 2022 BAIFA Draft Minutes.pdf 3a 22-1787 December 14 2022 Draft Special Joint MTC BAHFA BATA BAIFA Minutes.pdf				

Date	Ver.	Action By	Action	Result
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Subject:

Minutes of the November 16, 2022 and December 14, 2022 meetings

Recommended Action:

Authority Approval



Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105

Meeting Minutes

Bay Area Infrastructure Financing Authority

Alfredo Pedroza, Chair

Nick Josefowitz, Vice Chair

Wednesday, November 16, 2022

9:50 AM

HYBRID (In-Person Option Available)

In the absence of Chair Pedroza, Vice Chair Josefowitz called the meeting to order at 10:53 a.m.

1. Roll Call / Confirm Quorum

- Present:** 12 - Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Vice Chair Josefowitz, Commissioner Liccardo, Commissioner Miley, Commissioner Papan, Commissioner Rabbitt, Commissioner Ronen and Commissioner Worth
- Absent:** 6 - Commissioner Connolly, Commissioner Fleming, Commissioner Glover, Chair Pedroza, Commissioner Schaaf and Commissioner Spering

Non-Voting Member Present: Commissioner Giacopini

Non-Voting Member Absent: Commissioner El-Tawansy

2. Chair's Report

There was nothing to report.

3. Consent Calendar

Upon the motion by Commissioner Dutra-Vernaci and seconded by Commissioner Abe-Koga, the Authority unanimously approved the Consent Calendar by the following vote:

- Aye:** 12 - Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Vice Chair Josefowitz, Commissioner Liccardo, Commissioner Miley, Commissioner Papan, Commissioner Rabbitt, Commissioner Ronen and Commissioner Worth

- Absent:** 6 - Commissioner Connolly, Commissioner Fleming, Commissioner Glover, Chair Pedroza, Commissioner Schaaf and Commissioner Spering

- 3a.** [22-1630](#) Minutes of the October 26, 2022 meeting

Action: Authority Approval

- 3b.** [22-1631](#) BAIFA Resolution No. 40 Providing for Remote Meetings Pursuant to Assembly Bill 361

Action: Authority Approval

- 3c. [22-1461](#) Contract Change Order - Express Lane Toll System Integrator (TSI):
TransCore, LP (\$9,602,323)

Action: Authority Approval

Presenter: Ken Hoang

4. Authority Approval

- 4a. [22-1338](#) Cooperative Agreement - Funding for I-880 Capital Preservation
Maintenance Project

A request to enter into a cooperative agreement with Caltrans to contribute an amount not to exceed \$8,800,000 plus a contingency to be held by BAIFA of \$900,000 for the Alameda I-880 Capital Preventative Maintenance pavement rehabilitation project subject to BAIFA budget approval.

Action: Authority Approval

Presenter: Stephen Wolf

Upon the motion by Commissioner Miley and seconded by Commissioner Dutra-Vernaci, the Authority unanimously approved the cooperative agreement with Caltrans to contribute up to \$8.8 million to the Alameda I-880 Capital Preventative Maintenance project and to hold an additional contingency of \$900,000. The motion carried by the following vote:

Aye: 11 - Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Vice Chair Josefowitz, Commissioner Liccardo, Commissioner Miley, Commissioner Papan, Commissioner Rabbitt and Commissioner Ronen

Absent: 7 - Commissioner Connolly, Commissioner Fleming, Commissioner Glover, Chair Pedroza, Commissioner Schaaf, Commissioner Spering and Commissioner Worth

- 4b. [22-1503](#) BAIFA Resolution No. 31, Revised - Fiscal Year (FY) 2022-23 Bay Area Infrastructure Financing Authority (BAIFA) - Operating and Capital Budget Amendment

A request that BAIFA Resolution No. 31, Revised, which amends the FY 2022-23 Operating and Capital Budget, be approved by the Authority.

Action: Authority Approval

Presenter: Derek Hansel

Upon the motion by Commissioner Dutra-Vernaci and seconded by Commissioner Liccardo, the Authority unanimously adopted BAIFA Resolution No. 31, Revised. The motion carried by the following vote:

Aye: 12 - Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Vice Chair Josefowitz, Commissioner Liccardo, Commissioner Miley, Commissioner Papan, Commissioner Rabbitt, Commissioner Ronen and Commissioner Worth

Absent: 6 - Commissioner Connolly, Commissioner Fleming, Commissioner Glover, Chair
Pedroza, Commissioner Schaaf and Commissioner Spering

5. Public Comment / Other Business

6. Adjournment / Next Meeting

The next meeting of the Bay Area Infrastructure Financing Authority is scheduled to be held on December 21, 2022 with a special meeting on December 14, 2022. Any changes to the schedule will be duly noticed to the public.



Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105

Meeting Minutes

Metropolitan Transportation Commission

Alfredo Pedroza, Chair Nick Josefowitz, Vice Chair

Wednesday, December 14, 2022

9:25 AM

REMOTE

Special Meeting

Call to order the Special Joint meeting of MTC, BAHFA, BATA, and BAIFA

1. Roll Call / Confirm Quorum

Present: 14 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Fleming, Commissioner Glover, Commissioner Liccardo, Commissioner Miley, Commissioner Papan, Commissioner Rabbitt, Commissioner Ronen, and Commissioner Spering

Absent: 3 - Vice Chair Josefowitz, Commissioner Schaaf, and Commissioner Worth

Commissioner Ahn and Commissioner Miley were absent during the roll call and arrived during agenda item 2.

Commissioner Giacomini was absent during the roll call and arrived during agenda item 3.

Non-Voting Member Present: Commissioner Giacomini

Non-Voting Member Absent: Commissioner El-Tawansy

2. Consent Calendar

Upon the motion by Commissioner Dutra-Vernaci and seconded by Commissioner Spering, the Consent Calendar was approved by the following vote:

Aye: 12 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Fleming, Commissioner Glover, Commissioner Liccardo, Commissioner Papan, Commissioner Rabbitt, Commissioner Ronen and Commissioner Spering

Absent: 4 - Vice Chair Josefowitz, Commissioner Canepa, Commissioner Schaaf and Commissioner Worth

Abstain: 1 - Commissioner Miley

2a. [23-0033](#) MTC Resolution No. 4549 - Providing for Remote Meetings Pursuant to Assembly Bill 361

Action: Commission Approval

- 2b.** [23-0034](#) BAHFA Resolution No. 24 - Providing for Remote Meetings Pursuant to Assembly Bill 361

Action: Authority Approval

- 2c.** [23-0035](#) BATA Resolution No. 164 Providing for Remote Meetings Pursuant to Assembly Bill 361

Action: Authority Approval

- 2d.** [23-0036](#) BAIFA Resolution No. 42 Providing for Remote Meetings Pursuant to Assembly Bill 361

Action: Authority Approval

3. Public Comment / Other Business

4. Adjournment / Next Meetings:

The next meeting of the Metropolitan Transportation Commission, BAHFA, BATA, and BAIFA is scheduled to be held on Wednesday, December 21, 2022. Any changes to the schedule will be duly noticed to the public.

Legislation Details (With Text)

File #: 22-1807 **Version:** 1 **Name:**

Type: Resolution **Status:** Authority Approval

File created: 11/10/2022 **In control:** Bay Area Infrastructure Financing Authority

On agenda: 12/21/2022 **Final action:**

Title: BAIFA Resolution No. 43 Providing for Remote Meetings Pursuant to Assembly Bill 361

Sponsors:

Indexes:

Code sections:

Attachments: [3b_22-1807_BAIFA_Resolution_43_AB_361.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
BAIFA Resolution No. 43 Providing for Remote Meetings Pursuant to Assembly Bill 361

Recommended Action:
Authority Approval

**Bay Area Infrastructure Financing Authority
BAIFA**

December 21, 2022

Agenda Item 3b - 22-1807

BAIFA Resolution No. 43 Providing for Remote Meetings Pursuant to AB 361

Subject:

Approval of BAIFA Resolution No. 43 Regarding Remote Meetings Pursuant to AB 361

Background:

AB 361 provides for continuing availability of remote meetings during the pandemic-related state of emergency in California. In order to invoke this option, governing boards of Brown Act bodies, or their authorized designated committees must make certain findings in support of remote meetings within 30 days of the first meeting occurring after October 1, 2021, and every 30 days thereafter. Attached for your review and approval is a resolution invoking AB 361 and providing for remote meetings prospectively for 30 days following the Bay Area Infrastructure Financing Authority's action.

Issues:

Findings in support of Resolution No. 43 are found in the attached resolution. Given the continuing state of public health emergency and the improved public access afforded by holding public meetings of regional bodies in a virtual setting, the resolution under AB 361 is supportable.

Recommended Action:

The Bay Area Infrastructure Financing Authority is requested to adopt Resolution No. 43, authorizing its committees and related entities, to meet remotely pursuant to the provisions of AB 361.

Attachments:

- Attachment A: BAIFA Resolution No. 43



Therese W. McMillan

Date: December 21, 2022
Referred By: BAIFA

ABSTRACT

Resolution No. 43

This resolution makes findings pursuant to AB 361 to continue virtual public meetings for the Bay Area Infrastructure Financing Authority (BAIFA) during the COVID-19 State of Emergency.

Further discussion of this subject is contained in the BAIFA Summary Sheet dated December 21, 2022.

Date: December 21, 2022
Referred By: BAIFA

RE: Findings Pursuant to AB 361 to Continue Virtual Public Meetings for the Bay Area Infrastructure Financing Authority (BAIFA), During the COVID-19 State of Emergency

BAY AREA INFRASTRUCTURE FINANCING AUTHORITY
RESOLUTION NO. 43

WHEREAS, on March 4, 2020, the Governor of the State of California declared a state of emergency, as defined under the California Emergency Services Act, due to the COVID-19 pandemic; and

WHEREAS, the State of Emergency remains in effect; and

WHEREAS, beginning in March 2020, the Governor's Executive Order N-29-20 suspended Brown Act requirements related to teleconferencing during the COVID-19 pandemic provided that notice, accessibility, and other requirements were met, and the public was allowed to observe and address the legislative body at the meeting; and

WHEREAS, Executive Order N-08-21 extended the previous order until September 30, 2021; and

WHEREAS, the Bay Area Infrastructure Financing Authority (BAIFA) and its related entities and committees have conducted their meetings virtually, as authorized by the Executive Order, since March 17, 2020; and

WHEREAS, on September 16, 2021, the Governor signed into law AB 361, an urgency measure effective upon adoption, that provides flexibility to government bodies, allowing them to meet virtually without conforming to the Brown Act teleconferencing rules if: (i) the legislative body holds a meeting during a proclaimed state of emergency, and state or local officials have imposed or recommended measures to promote social distancing; (ii) the legislative body holds a meeting during a proclaimed state of emergency for the purpose of determining, by majority vote, whether, as a result of the emergency, meeting in person would present imminent risks to the health or safety of attendees; or (iii) the legislative body holds a meeting during a proclaimed state of emergency and has determined, by majority vote, that, as a

result of the emergency, meeting in person would present imminent risks to the health or safety of attendees; and

WHEREAS, the San Francisco Public Health Department continues to recommend and/or require measures to promote social distancing in combination with other safety precautions when activities occur in shared indoor spaces to mitigate the risk of COVID-19 transmission; and

WHEREAS, recently, multiple COVID-19 variants have surged in the United States and are believed by medical experts to be more contagious than previous variants, and data has shown these variants have increased transmissibility even among some vaccinated people; and

WHEREAS, due to uncertainty and concerns about recent COVID-19 variants and current conditions, many workplaces that had announced a return to regular in-person operations have pushed back the full return date; and

WHEREAS, virtual meetings have not diminished the public's ability to observe and participate and have expanded opportunities to do so for some communities; and

WHEREAS, given the heightened risks of the predominant variant of COVID-19 in the community, holding meetings with all members of the legislative body, staff, and the public in attendance in person in a shared indoor meeting space would pose an unnecessary and immediate risk to the attendees;

NOW, THEREFORE, BE IT RESOLVED, that the Bay Area Infrastructure Financing Authority hereby determines that, as a result of the emergency, meeting in person presents imminent risks to the health or safety of attendees; and be it further

RESOLVED, that in accordance with AB 361, based on the findings and determinations herein, meetings of BAIFA, its related entities and its committees will be held virtually, with Brown Act teleconferencing rules suspended; and be it further

RESOLVED, that this resolution shall be effective upon adoption and remain in effect for 30 days in accordance with AB 361.

BAY AREA INFRASTRUCTURE FINANCING AUTHORITY

Alfredo Pedroza, Chair

The above resolution was entered into by the Bay Area Infrastructure Financing Authority at a duly called and noticed meeting held in San Francisco, California and at other remote locations, on December 21, 2022.



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	22-1796	Version:	1	Name:	
Type:	Resolution	Status:		Authority Approval	
File created:	11/4/2022	In control:		Bay Area Infrastructure Financing Authority	
On agenda:	12/21/2022	Final action:			
Title:	BAIFA Resolution No. 41 - Delegation of Authority Regarding Settlement of Claims and Lawsuits and Contracts for Legal Services				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	3c 22-1796 BAIFA Resolution 41 Delegation of Authority.pdf				

Date	Ver.	Action By	Action	Result
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Subject:

BAIFA Resolution No. 41 - Delegation of Authority Regarding Settlement of Claims and Lawsuits and Contracts for Legal Services

Presenter:

Andrea Visveshwara

Recommended Action:

Authority Approval

**Bay Area Infrastructure Financing Authority
(BAIFA)**

December 21, 2022

Agenda Item 3c - 22-1796

**BAIFA Resolution No. 41
Delegation of Authority Regarding Settlement of Claims and Lawsuits and Contracts for
Legal Services**

Subject:

A request that the Bay Area Infrastructure Financing Authority (BAIFA) approve BAIFA Resolution No. 41: 1) authorizing the General Counsel or designee to allow, compromise, or settle claims and actions against the local public entity and execute any resulting agreement, provided the amount to be paid pursuant to the agreement to accept, compromise or settle does not exceed fifty thousand dollars (\$50,000); 2) authorizing the Chief Financial Officer or designee to make payment on said allowance, compromise or settlement, upon request by General Counsel or designee; 3) authorizing the General Counsel or designee to negotiate and execute agreements for legal services in an amount not to exceed the General Counsel's delegated authority as set forth in Metropolitan Transportation Commission Resolution No. 4546; and 4) directing the General Counsel to report to BAIFA any action taken under the authority of the proposed resolution.

Background:

Government Code section 935.4 authorizes a public entity to authorize an employee to allow, compromise, or settle a claim against the local public entity if the amount to be paid pursuant to the acceptance, compromise or settlement does not exceed fifty thousand dollars (\$50,000).

Government Code section 949 allows a public entity to delegate the authority to settle a legal action. Upon written order from the authorized employee, the fiscal officer is to pay the amount as required by the allowance, compromise or settlement of the claim or action. Claims or actions above fifty thousand dollars (\$50,000) require action by the Commission to allow, settle, or compromise the claim. The best practice is to have a separate resolution governing settlement and payment of claims and actions. Since the Office of General Counsel oversees and manages claims and actions, staff recommends delegating such authority to the General Counsel. The Chief Financial Officer should be authorized to make payment on any settlement agreement that does not exceed fifty thousand dollars (\$50,000) upon request by the General Counsel. Finally, staff recommends authorizing the General Counsel to execute legal service agreements in an amount not to exceed the Executive Director's authority for executing contracts, which is currently two hundred thousand dollars (\$200,000) as set forth in BAIFA Resolution No.1 (and see also BATA Resolution No. 46), and in an amount not to exceed the General Counsel's

authority for executing legal service contracts as set forth in Metropolitan Transportation Commission Resolution No. 4546, which is also two hundred thousand dollars (\$200,000). Outside legal counsel serves as an extension of the Office of General Counsel, and to ensure no inadvertent waiver of the attorney work product doctrine, the General Counsel should retain outside legal services. The General Counsel will report to the Authority on a quarterly basis any action taken under the proposed resolution. For any contracts or amendments that would exceed the delegated authority, the General Counsel will seek authority from BAIFA prior to executing the contract or amendment.

Issues: None.

Recommendations:

Staff recommends that the Authority approve BAIFA Resolution No. 41 for approval: 1) authorizing the General Counsel or designee to allow, compromise, or settle claims and actions against the local public entity and execute any resulting agreement, provided the amount to be paid pursuant to the agreement to accept, compromise or settle does not exceed fifty thousand dollars (\$50,000); 2) authorizing the Chief Financial Officer or designee to make payment on said allowance, compromise or settlement, 3) authorizing the General Counsel or designee to negotiate and execute agreements for legal services in an amount to exceed the General Counsel's delegated authority as set forth in Metropolitan Transportation Commission Resolution No. 4546; and 4) directing the General Counsel to report any action taken under the authority of the proposed resolution to BAIFA.

Attachments:

- BAIFA Resolution No. 41



Therese W. McMillan

Date: December 21, 2022
Referred By: BAIFA

ABSTRACT

Resolution No. 41

This resolution authorizes the General Counsel or designee to reject, allow, compromise, or settle claims and actions against the Bay Area Infrastructure Financing Authority (BAIFA) and execute any resulting agreement, provided the amount to be paid pursuant to the agreement to allow, compromise or settle does not exceed fifty thousand dollars (\$50,000); authorizes the Chief Financial Officer or designee to make payment on said allowance, compromise or settlement, upon request by General Counsel or designee and authorizes the General Counsel or designee to negotiate and execute agreements for legal services in an amount not to exceed the General Counsel's authority as set forth in Metropolitan Transportation Commission Resolution No. 4546. Any actions taken by the General Counsel under the authority of this Resolution shall be reported to BAIFA on a quarterly basis.

Further discussion of this subject is contained in the BAIFA Summary Sheet dated December 21, 2022.

Date: December 21, 2022
Referred By: BAIFA

RE: Rejection, Allowance, Compromise or Settlement of Claims and Actions And Delegated Authority For Contracting for Legal Services

BAY AREA INFRASTRUCTURE FINANCING AUTHORITY
RESOLUTION NO. 41

WHEREAS, pursuant to Government Code section 935.4, the Bay Area Infrastructure Financing Authority (BAIFA) may authorize an employee to allow, compromise, or settle a claim against the local public entity if the amount to be paid pursuant to the acceptance, compromise or settlement does not exceed fifty thousand dollars (\$50,000); and

WHEREAS, pursuant to Government Code section 935.4, the Chief Financial Officer may make payment in the amount for which a claim has been allowed, compromised, or settled upon request by the authorized employee; and

WHEREAS, pursuant to Government Code section 949, BAIFA may delegate authority to the General Counsel to settle pending actions; and

WHEREAS, to ensure no inadvertent waiver of confidential materials protected by the attorney work product doctrine, BAIFA desires the General Counsel to retain outside legal counsel services; and

WHEREAS, the Metropolitan Transportation Commission adopted MTC Resolution No. 4546 on October 26, 2022 to authorize the General Counsel or designee to reject, allow, compromise, or settle claims and actions against MTC and execute any resulting agreement, provided the amount to be paid pursuant to the agreement to allow, compromise or settle does not exceed fifty thousand dollars (\$50,000); authorize the Chief Financial Officer or designee to make payment on said allowance, compromise or settlement, upon request by General Counsel or designee and authorize the General Counsel or designee to negotiate and execute agreements for legal services in an amount not to exceed the Executive Director's authority as set forth in MTC Resolution No. 3619; and

WHEREAS, BAIFA desires to increase efficiency in the management and disposition of claims and litigation; and

NOW, THEREFORE, BE IT RESOLVED, that BAIFA authorizes the General Counsel or designee to reject, allow, compromise, or settle claims and actions against the local public entity and to negotiate and execute any resulting agreement, provided the amount to be paid pursuant to the agreement to allow, compromise or settle does not exceed fifty thousand dollars (\$50,000); and be it further

RESOLVED, that the Chief Financial Officer or designee is authorized to make payment on said allowance, compromise or settlement, upon request by the General Counsel or designee; and be it further

RESOLVED, that the General Counsel or designee is authorized to negotiate and execute agreements for legal services and related purchase orders, in an amount not to exceed the General Counsel's authority as set forth in MTC Resolution No. 4546 as it exists or may be amended or revised, that the General Counsel shall seek authority from BAIFA prior to executing any agreements or amendments for legal services that exceed the authority granted by this Resolution, and that this Resolution shall supersede any resolutions or other policies and procedures that conflict with this authority; and

RESOLVED, that any action taken by the General Counsel or designee shall be reported to BAIFA on a quarterly basis.

BAY AREA INFRASTRUCTURE FINANCING AUTHORITY

Alfredo Pedroza, Chair

The above resolution was entered into by
The Bay Area Infrastructure Financing Authority
at a duly called and noticed meeting held in
San Francisco, California and at other remote
locations, on December 21, 2022.



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 22-0247 **Version:** 1 **Name:**

Type: Report **Status:** Informational

File created: 1/25/2022 **In control:** Bay Area Infrastructure Financing Authority

On agenda: 12/21/2022 **Final action:**

Title: Fiscal Year 2022-23 BAIFA First Quarter Financial Statements (Unaudited)

Sponsors:

Indexes:

Code sections:

Attachments: [3d 22-0247 BAIFA FY 2022-23 First Quarter Financials.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Fiscal Year 2022-23 BAIFA First Quarter Financial Statements (Unaudited)

Presenter:

Alita Reinecker

Recommended Action:

Information

Bay Area Infrastructure Financing Authority (BAIFA)

December 21, 2022

Agenda Item 3d - 22-0247

Fiscal Year 2022-23 BAIFA First Quarter Financial Statements (Unaudited)

Subject:

FY 2022-23 Bay Area Infrastructure Financing Authority (BAIFA) first quarter financial statements (unaudited).

Background:

The operations of Metropolitan Transportation Commission's express lanes, Interstate 680 (I-680) and the Interstate 880 (I-880), are managed by BAIFA. Tolls on these express lanes are collected through FasTrak®. BAIFA also manages the collection of tolls for the San Mateo 101 Express Lanes (SM 101 EL) under a cooperative agreement with the San Mateo County Express Lanes Joint Powers Authority (SMCELJPA).

The FY 2022-23 BAIFA first quarter unaudited financial statements for the period ended September 30, 2022 reflects total revenue of \$17.6 million or 25% of the adopted budget and total expenses before transfers of \$2.5 million or 8% of the adopted budget. Toll revenues were \$14.9 million, violation revenues were \$2.4 million, and \$ 300 thousand of other revenues. The I-680 and I-880 toll revenues for the first quarter are at 27% and 26% of their budgets, respectively. The SM 101 EL received \$255 thousand of reimbursement revenue which was 5% of the estimated full year budget.

Total expenses incurred for this period was \$2.5 million or 8% of the budget. Considering this is the first quarter of the fiscal year, expenses are generally and historically lower during this period. Spending is anticipated to increase as the operating year progresses.

There were transfers made from the operating reserve of \$1.1 million to fund the staff costs in the BAIFA Capital Program and Rehabilitation Program.

The actual operating surplus for the first quarter of FY 2022-23 was \$14 million resulting from the express lane revenue.

I-680 Operating:

The I-680 Express Lanes revenues were \$3 million from tolls and \$1 million from violation fees and penalties. These are at 27% and 31% of the approved budget, respectively. Total expenses were \$1 million, at 10% of the budget. The operating surplus, before transfers and reserves, was \$3 million. A transfer from the operating surplus was made to the capital development program for \$250k to fund staffing costs. The resulting operating surplus was \$2.8 million versus the budgeted surplus of \$ 500 thousand.

I-880 Operating:

The I-880 total revenue was \$13 million or 26% of the budget, which consisted of \$12 million of toll revenue and \$1 million of violation revenue. Total expenses were \$1.3 million or 8% of the budget. The operating surplus was \$11 million after an \$830 thousand transfer to the capital and rehabilitation programs to cover budgeted staff costs.

First quarter spending was nominal on operating expenses for the express lanes. These include expenses for the FasTrak[®] operations and tolling systems operations and maintenance as bills from vendors and the respective payments for most operating expenses lag during the first quarter of the fiscal year. Similarly, express lanes administration expenses are anticipated to increase in succeeding months including expenses for communications, audit, insurance and other administrative expenses.

San Mateo (SM) 101 Operating:

The SM 101 express lanes recently opened in February 2022. BAIFA has a cooperative agreement with the San Mateo County Express Lanes Joint Powers Authority (SMCELJPA) for BAIFA to manage the tolling system on SM 101 and SMCELJPA to reimburse the associated operating expenses. BAIFA only billed and received reimbursement from the SMCELJPA for BAIFA staff costs related to managing the tolling system on the express lanes. There was \$232 thousand of reimbursement revenue or 5% of the budget and \$232 thousand or 4% of associated operating expenses in managing the express lanes.

Capital Programs:

Express Lanes Development Program

A transfer of \$530 thousand for staffing costs per the approved budget was received by the Means-Based Toll Discount project in the Capital Program from the operating surplus of the I-880. The approximately \$447 million BAIFA capital program includes fourteen projects which are all within budget. The remaining budget balance was \$61 million. (Attachment A).

Rehab Program

During the first quarter of FY 2022-23, there was a transfer of \$550 thousand for the BAIFA rehabilitation program for existing express lanes, \$250 thousand from the I-680 operating surplus and \$300 thousand from the I-880 operating surplus as budgeted. Total BAIFA Rehab Program has a budget of \$3.1 million with no actual spending as of the first quarter of FY 2022-23. (Attachment A).

Actions under Executive Director Contract signature authority:

Per Executive Director's Management Memorandum (EDMM) 352 the Executive Director is authorized to approve and execute contracts or amendments up to \$200,000 cumulatively (or as amended by Agency resolution). Please refer to page 9 for relevant contract and purchase order actions taken for the quarter within the Executive Director's authority.

Recommendations:

None. This item provided as information only.

Attachments:

- Attachment A – FY 2022- 23 First Quarter BAIFA Financial Statements (unaudited)



Therese W. McMillan

BAIFA Operating Budget
As of September 2022 (Unaudited)

	FY 2022-23 Budget	Actual YTD	Current Budget Balance Over/(Under)	% of Budget (YTD/Bud)	Year Expired
Revenue:					
General Toll Revenue	56,000,000	14,876,055	(41,123,945)	26.6%	25.0%
Violation Revenue	9,400,000	2,442,791	(6,957,209)	26.0%	25.0%
Interest and Other Revenue	5,839,395	304,757	(5,534,638)	5.2%	25.0%
Total Revenue	71,239,395	17,623,603	(53,615,792)	24.7%	25.0%
Expense:					
FasTrak Operations and Maintenance	8,856,984	950,165	(7,906,819)	10.7%	25.0%
Express Lanes & Backhaul Operations and Maintenance	13,444,154	859,206	(12,584,948)	6.4%	25.0%
Express Lanes Administration	3,614,364	494,679	(3,119,685)	13.7%	25.0%
San Mateo 101 Tolling Operations Services	5,416,695	231,771	(5,184,924)	4.3%	25.0%
Total Expense	31,332,197	2,535,821	(28,796,376)	8.1%	25.0%
Operating Surplus (Shortfall) before Transfers & Reserves	39,907,198	15,087,782	(24,819,416)	37.8%	25.0%
Transfers & Reserves					
Transfer (from)/to MTC	224,594	0	(224,594)	0.0%	25.0%
Transfer (from)/to Capital Program	1,080,000	1,080,000	-	100.0%	25.0%
Transfer (from)/to Capital Reserve	15,000,000	0	(15,000,000)	0.0%	25.0%
Total Transfer In (out) & Reserves	16,304,594	1,080,000	(15,224,594)	6.6%	25.0%
Net Operating Surplus (Shortfall)	23,602,605	14,007,782			

BAIFA Operating Budget - 680 Express Lanes
As of September 2022 (Unaudited)

	FY 2022-23 Budget	Actual YTD	Current Budget Balance Over/(Under)	% of Budget (YTD/Bud)	Year Expired
Revenue:					
General Toll Revenue	11,000,000	3,012,291	(7,987,709)	27.4%	25.0%
Violation Revenue	3,200,000	1,004,757	(2,195,243)	31.4%	25.0%
Interest Revenue and Other Revenue	251,780	49,957	(201,823)	19.8%	25.0%
Total Revenue	14,451,780	4,067,005	(10,384,775)	28.1%	25.0%
Expense:					
FasTrak Operations and Maintenance					
RCSC Operations	1,694,476	259,639	(1,434,837)	15.3%	25.0%
Banking/Credit Card Fees	576,000	30,261	(545,739)	5.3%	25.0%
BATA Financial Services	124,615	10,385	(114,231)	8.3%	25.0%
Collections/DMV Expenses	245,000	0	(245,000)	0.0%	25.0%
FasTrak O&M Subtotal	2,640,091	300,284	(2,339,807)	11.4%	25.0%
Express Lanes & Backhaul Operations and Maintenance					
Operating Center	642,614	56,711	(585,903)	8.8%	25.0%
California Highway Patrol Enforcement	700,000	0	(700,000)	0.0%	25.0%
Roadway Maintenance	1,330,000	45,535	(1,284,465)	3.4%	25.0%
Caltrans Expenditure	100,000	0	(100,000)	0.0%	25.0%
Toll System Operations & Maintenance	2,734,778	330,559	(2,404,219)	12.1%	25.0%
Utility Service	80,000	8,789	(71,211)	11.0%	25.0%
Backhaul Operations and Maintenance	121,868	0	(121,868)	0.0%	25.0%
Express Lanes and Backhaul O&M Subtotal	5,709,260	441,594	(5,145,798)	7.7%	25.0%
Express Lanes Administration					
Salaries, Benefits & Overhead	1,221,884	227,876	(994,008)	18.6%	25.0%
Professional/Consultant Service	382,546	619	(381,927)	0.2%	25.0%
Audit/Accounting	49,000	10,712	(38,288)	21.9%	25.0%
Insurance	6,760	267	(6,493)	4.0%	25.0%
Other	78,861	4,500	(74,361)	5.7%	25.0%
Express Lanes Admin Subtotal	1,739,051	243,973	(1,495,078)	14.0%	25.0%
Total Expense	10,088,402	985,851	(9,102,551)	9.8%	25.0%
Operating Surplus (Shortfall) before Transfers & Depreciation	4,363,378	3,081,154	(1,282,224)	70.6%	25.0%
Transfers & Reserves					
Transfer (from)/to MTC	112,297	0	(112,297)	0.0%	25.0%
Transfer(from)/to Capital Program	250,000	250,000	0	100.0%	25.0%
Transfer (from)/to Capital Reserve	3,500,000	0	(3,500,000)	0.0%	25.0%
Total Transfer In (out) & Reserves	3,862,297	250,000	(3,612,297)	6.5%	25.0%
Net Operating Surplus (Shortfall)	501,084	2,831,154			

BAIFA Operating Budget - 880 Express Lanes
As of September 2022 (Unaudited)

	FY 2022-23 Budget	Actual YTD	Current Budget Balance Over/(Under)	% of Budget (YTD/Bud)	Year Expired
Revenue:					
General Toll Revenue	45,000,000	11,863,764	(33,136,236)	26.4%	25.0%
Violation Revenue	6,200,000	1,438,034	(4,761,966)	23.2%	25.0%
Interest Revenue and Other Revenue	170,920	0	(170,920)	0.0%	25.0%
Total Revenue	51,370,920	13,301,798	(38,069,122)	25.9%	25.0%
Expense:					
FasTrak Operations and Maintenance					
RCSC Operations	3,860,508	563,001	(3,297,507)	14.6%	25.0%
Banking/Credit Card Fees	1,296,000	74,765	(1,221,235)	5.8%	25.0%
BATA Financial Services	145,385	12,116	(133,270)	8.3%	25.0%
Collections/DMV Expenses	915,000	0	(915,000)	0.0%	25.0%
FasTrak O&M Subtotal	6,216,893	649,881	(5,567,012)	10.5%	25.0%
Express Lanes & Backhaul Operations and Maintenance					
Operating Center	539,210	50,482	(488,728)	9.4%	25.0%
California Highway Patrol Enforcement	1,400,000	0	(1,400,000)	0.0%	25.0%
Roadway Maintenance	1,890,000	49,017	(1,840,983)	2.6%	25.0%
Caltrans Expenditure	300,000	0	(300,000)	0.0%	25.0%
Toll System Operations & Maintenance	3,306,904	295,076	(3,011,828)	8.9%	25.0%
Utility Service	150,000	23,038	(126,962)	15.4%	25.0%
Backhaul Operations and Maintenance	148,780	0	(148,780)	0.0%	25.0%
Express Lanes and Backhaul O&M Subtotal	7,734,894	417,613	(7,168,501)	5.4%	25.0%
Express Lanes Administration					
Salaries, Benefits & Overhead	1,277,908	234,038	(1,043,870)	18.3%	25.0%
Professional/Consultant Service	429,211	742	(428,469)	0.2%	25.0%
Audit/Accounting	57,500	12,425	(45,075)	21.6%	25.0%
Insurance	8,690	0	(8,690)	0.0%	25.0%
Other	102,004	3,500	(98,504)	3.4%	25.0%
Express Lanes Admin Subtotal	1,875,313	250,705	(1,624,608)	13.4%	25.0%
Total Expense	15,827,100	1,318,199	(14,360,121)	8.3%	25.0%
Operating Surplus (Shortfall) before Transfers & Reserves	35,543,820	11,983,599	(23,560,221)	33.7%	25.0%
Transfers & Reserves					
Transfer (from)/to MTC	112,297	0	(112,297)	0.0%	25.0%
Transfer(from)/to Capital Program	830,000	830,000	0	100.0%	25.0%
Transfer (from)/to Capital Reserve	11,500,000	0	(11,500,000)	0.0%	25.0%
Total Transfer In (out) & Reserves	12,442,297	830,000	(11,612,297)	6.7%	25.0%
Net Operating Surplus (Shortfall)	23,101,522	11,153,599			

BAIFA Operating Budget - San Mateo 101 Express Lanes
As of September 2022 (Unaudited)

	FY 2022-23 Budget	Actual YTD	Current Budget Balance Over/(Under)	% of Budget (YTD/Bud)	Year Expired
Revenue:					
Interest Revenue and Other Revenue	5,416,695	254,800	(5,161,895)	4.7%	25.0%
Total Revenue	5,416,695	254,800	(5,161,895)	4.7%	25.0%
Expense:					
Express Lanes & Backhaul Operations and Maintenance					
Operating Center	325,187	17,559	(307,628)	5.4%	25.0%
Roadway Maintenance	1,930,000	0	(1,930,000)	0.0%	25.0%
Toll System Operations & Maintenance	2,060,641	111,120	(1,949,521)	5.4%	25.0%
Backhaul Operations and Maintenance	163,057	0	(163,057)	0.0%	25.0%
Express Lanes and Backhaul O&M Subtotal	4,478,885	128,679	(4,350,206)	2.9%	25.0%
Express Lanes Administration					
Salaries, Benefits & Overhead	443,067	103,092	(339,975)	23.3%	25.0%
Professional/Consultant Service	323,209	0	(323,209)	0.0%	25.0%
Other	171,534	0	(171,534)	0.0%	25.0%
Express Lanes Admin Subtotal	937,810	103,092	(834,718)	11.0%	25.0%
Total Expense	5,416,695	231,771	(5,184,924)	4.3%	25.0%
Net Operating Surplus (Shortfall)	0	23,029			

BAIFA Express Lanes Capital Program ⁽ⁱ⁾

As of September 2022 - Life to Date (Unaudited)

Project Title	Total Express Lane Budget ^(iv)	Exp Recorded in BATA 849 ⁽ⁱⁱⁱ⁾	LTD BAIFA Capital Budget	Actual	Balance Remaining Over/(Under)
Program Costs: Planning, Coordination & Management	28,437,000	20,254,980	8,182,020	5,439,199	(2,742,821)
Centralized Toll System	31,659,778	20,980,474	10,679,304	4,037,849	(6,641,455)
CC-680 Southern Segment Conversion	53,398,590	52,420,459	978,131	231,193	(746,938)
Capitalized Start-up O&M	15,539,321	4,852,589	10,686,732	852,490	(9,834,242)
ALA-880 Conversion ⁽ⁱⁱ⁾	136,798,000	104,122,301	32,675,699	28,899,521	(3,776,178)
CC-680 Northern Segment - Southbound Conversion	53,623,000	16,955,242	36,667,758	35,650,502	(1,017,256)
Program Contingency	2,249,954	-	2,249,954	-	(2,249,954)
SOL-80 Express Lane Conversion	20,378,000	11,634,064	8,743,936	3,668,471	(5,075,465)
84/Dumbarton Bridge	323,140	323,140	-	-	-
92/San Mateo Bridge	369,303	369,303	-	-	-
San Mateo 101	95,000,000	-	95,000,000	74,040,870	(20,959,130)
EL Means-Based Toll Discount	3,530,000	-	3,530,000	1,428,891	(2,101,109)
CC 680 Southbound Gap to I 580	2,325,034	-	2,325,034	16,085	(2,308,949)
SOL-80 Toll System Conversion	2,822,000	-	2,822,000	-	(2,822,000)
Express Lanes Total	446,453,120	231,912,552	214,540,568	154,265,071	(60,275,496)

i - BAIFA Express Lanes Capital Budget is funded by BATA unless it is noted separately

ii - FY 2018-19, SAFE transfer in \$3,000,000

iii - BATA transferred the remaining budget balance and fixed asset to BAIFA in FY 2019-20

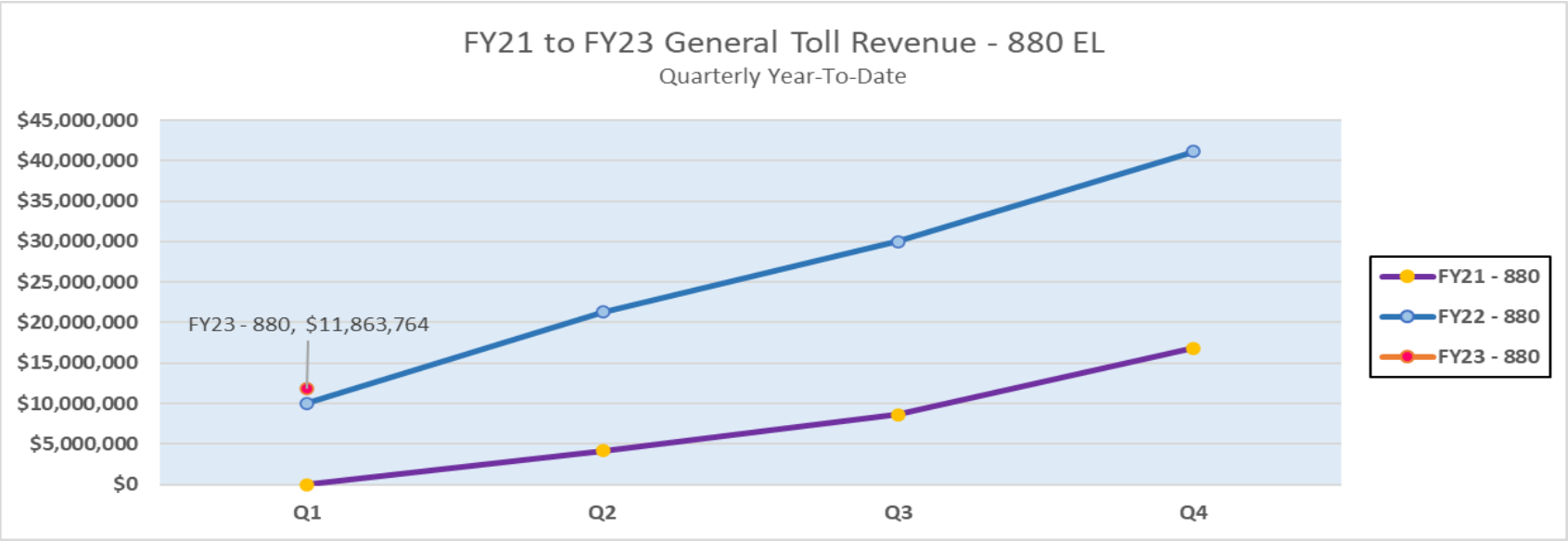
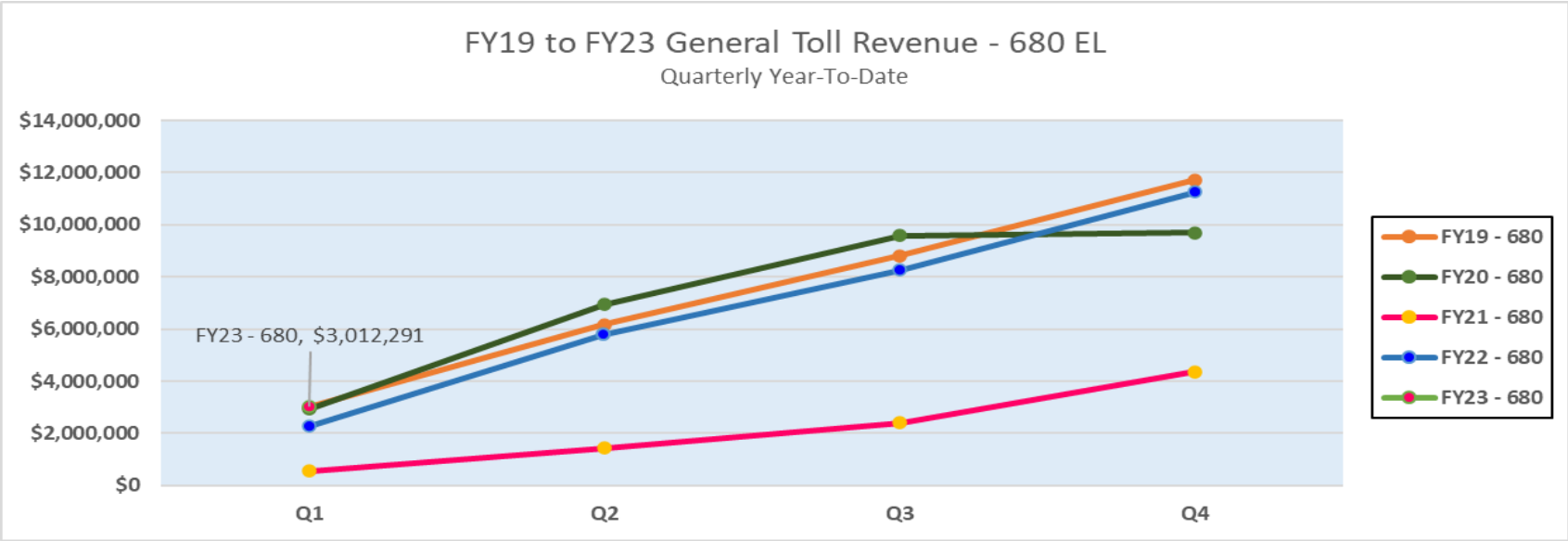
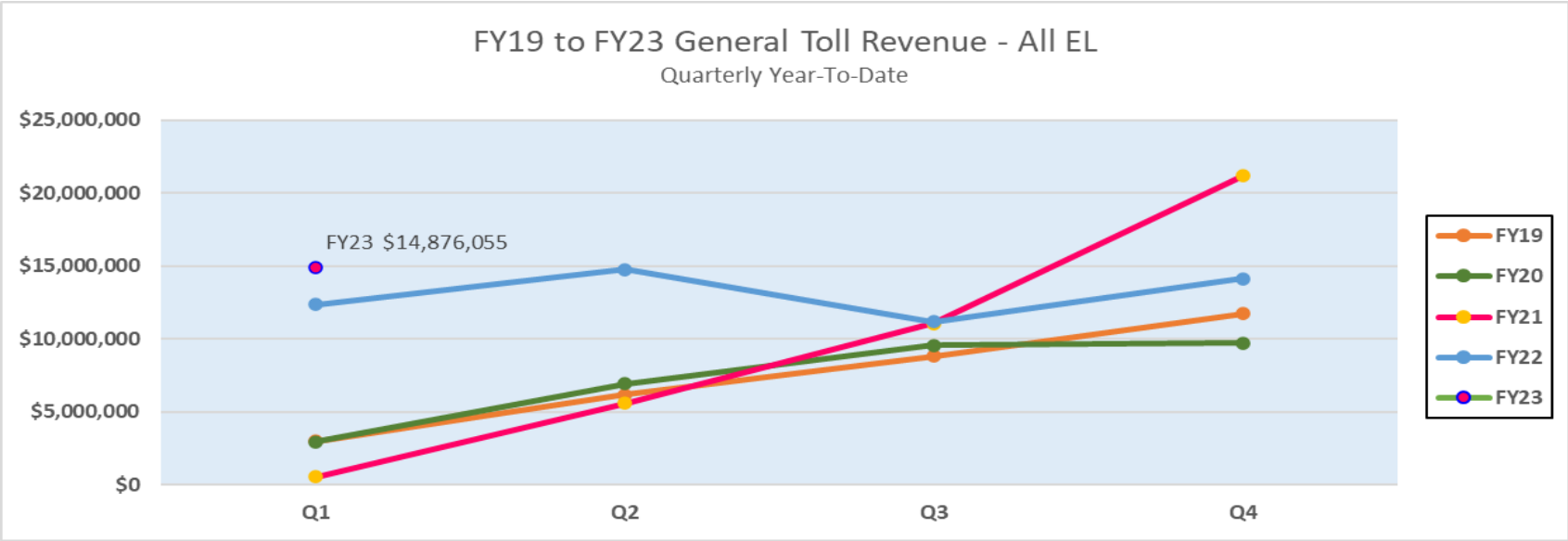
iv - FY 2022-23 funding from reserve per Resolution 0031.

BAIFA Express Lanes Rehabilitation Program
As of September 2022 - Life to Date (Unaudited)

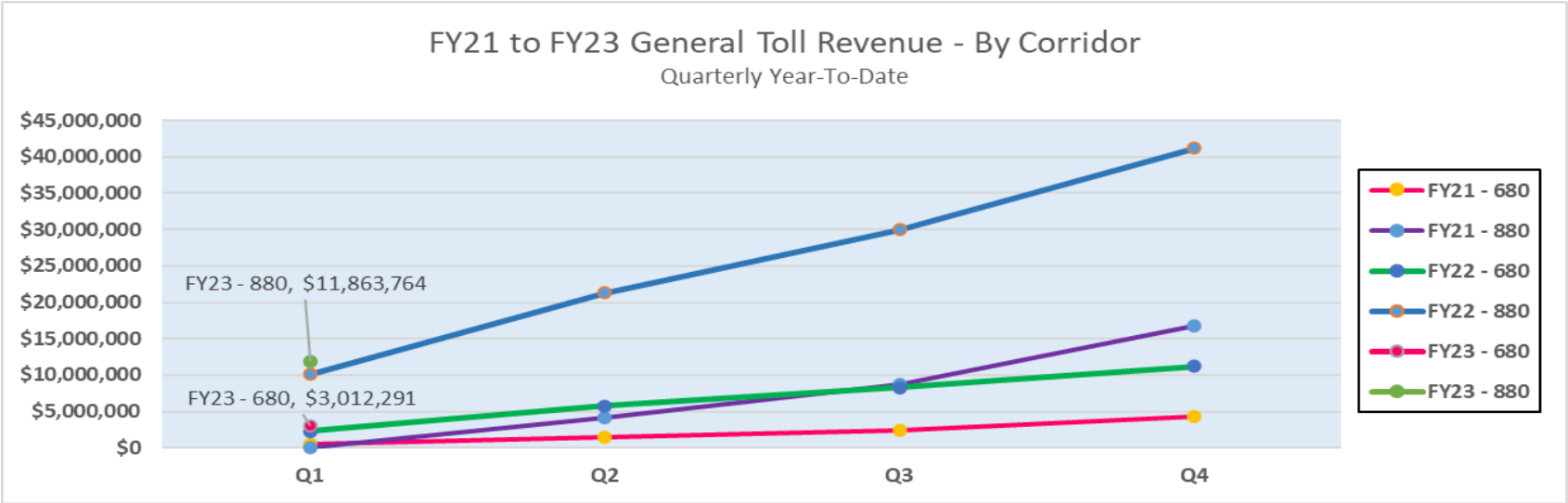
Project Title	LTD Budget Thru FY 2022-23 ⁽ⁱ⁾	Actual	Balance Remaining Over/(Under)
680 - Toll System	500,000	-	(500,000)
880 - Toll System	520,000	-	(520,000)
680 - Backhaul	1,960,000	-	(1,960,000)
Centralized - Contingency	100,000	-	(100,000)
Express Lanes Total	3,080,000	-	(3,080,000)

iv - FY 2022-23 funding from reserve per Resolution 0031.

BAIFA Operating
Toll Revenue - Graphs
As of September 2022 (Unaudited)



BAIFA Operating
Toll Revenue - Graphs
As of September 2022 (Unaudited)



CONTRACTS EXECUTED BY EXECUTIVE DIRECTOR**\$2,500-200,000****July - Sep '22**

Digital 365 Main LLC

\$20,077

Fiber optic communications

Zoon Engineering Inc

\$100,000

*On-call construction management services***PURCHASE ORDERS EXECUTED BY EXECUTIVE DIRECTOR****\$2,500-\$200,000****July - Sep '22**

PARAGON INTERNATIONAL

\$8,700

Capital assets system annual hosting and subscription fees

Legislation Details (With Text)

File #: 22-1804 **Version:** 1 **Name:**

Type: Contract **Status:** Authority Approval

File created: 11/8/2022 **In control:** Bay Area Infrastructure Financing Authority

On agenda: 12/21/2022 **Final action:**

Title: Resilient State Route 37 (SR 37) Program

- i. Resilient SR 37 Program Update
- ii. California Transportation Commission (CTC) Toll Facility Application for SR 37 Sears Point to Mare Island Improvement Project
- iii. Resilient SR 37 Memorandum of Understanding (MOU) Amendment

Update on the Resilient SR 37 Program and a request for approval to: 1) Submit a Toll Facility Application to the CTC to authorize tolling on SR 37 as part of the Sears Point to Mare Island Improvement Project, and 2) Amend the Resilient SR 37 MOU to integrate MTC/BAIFA and Sonoma-Marín Area Rail Transit District (SMART).

Sponsors:

Indexes:

Code sections:

Attachments: [4a 22-1804 Resilient SR 37 Program.pdf](#)
[4a 22-1804 Resilient SR 37 Program Presentation.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Resilient State Route 37 (SR 37) Program

- i. Resilient SR 37 Program Update
- ii. California Transportation Commission (CTC) Toll Facility Application for SR 37 Sears Point to Mare Island Improvement Project
- iii. Resilient SR 37 Memorandum of Understanding (MOU) Amendment

Update on the Resilient SR 37 Program and a request for approval to: 1) Submit a Toll Facility Application to the CTC to authorize tolling on SR 37 as part of the Sears Point to Mare Island Improvement Project, and 2) Amend the Resilient SR 37 MOU to integrate MTC/BAIFA and Sonoma-Marín Area Rail Transit District (SMART).

Presenter:

Kevin Chen

Recommended Action:

Authority Approval

**Bay Area Infrastructure Financing Authority
(BAIFA)**

December 21, 2022

Agenda Item 4a - 22-1804

Resilient State Route 37 Program

Subject:

Update on the Resilient State Route 37 (SR 37) Program and a request for approval to: 1) Submit a Toll Facility Application to the California Transportation Commission (CTC) to authorize tolling on SR 37 as part of the Sears Point to Mare Island Improvement Project, and 2) Amend the Resilient SR 37 Memorandum of Understanding (MOU) to integrate MTC/BAIFA and Sonoma-Marín Area Rail Transit District (SMART).

Background:

State Route 37 extends from US Highway 101 (US 101) in Novato, Marin County to Interstate 80 (I-80) in Vallejo, Solano County. It is an important regional connection linking the north, east, and west San Francisco Bay sub-regions. The corridor is faced with a number of challenges, including traffic congestion, seasonal flooding, environmentally-sensitive ecology, and sea level rise (SLR). MTC is working in partnership with Transportation Authorities in Solano, Sonoma, Napa and Marin and the California Department of Transportation (Caltrans) in the development of a Resilient SR 37 Program to address these challenges.

The Resilient SR 37 Program will deliver corridor improvements that provide both near-term and long-term benefits using a phased implementation approach. The Sears Point to Mare Island Improvement Project (Project), expected to be delivered by 2026, will improve traffic flow and peak travel times and increase vehicle occupancy on the corridor between State Route 121 and the Mare Island interchange. The SR 37 Corridor Sea Level Rise Adaptation Project (Ultimate Project) is being developed concurrently with the Project and will address long-term resiliency to SLR and flooding, provide ecological and hydraulic enhancements, and provide multimodal facilities to further improve traffic flow for the entire corridor between US 101 and I-80.

California Transportation Commission (CTC) Toll Facility Application for SR 37 Sears Point to Mare Island Improvement Project:

The Project proposes to provide one lane free to high occupancy vehicles and one tolled general purpose lane in each direction. The Project cost is currently estimated at \$430 million, subject to

change, which is anticipated to be funded by a number federal, state and local funds, as well as future toll funds from SR 37 through financing. BAIFA is proposed to serve as the SR 37 tolling authority that would operate tolling, administer toll revenue, and deliver corridor improvements. BAIFA, in partnership with Caltrans, will submit a Toll Facility Application (application) to the CTC to request authorization of tolling on the SR 37 corridor. The application is anticipated to be considered for approval at the March 2023 CTC meeting. Prior to the CTC meeting, a public hearing will be held for the CTC to receive public comments.

The application will follow CTC guidelines and demonstrate the engineering, operational, and financial feasibility of the toll facility, including how it will improve corridor performance and conform to Plan Bay Area 2050 and Streets and Highways Code Section 149.7. However, implementation and construction details are subject to further engineering and environmental considerations. As such, the application will not commit to specific toll policies, operational policies, phasing, or financing approaches. All these issues will be subject of subsequent BAIFA policy action after consultation with our partner agencies and opportunities for public comment.

Resilient SR 37 Memorandum of Understanding Amendment:

In February 2019, the BATA Oversight Committee approved authorization to enter into an MOU with Caltrans and the four North Bay Transportation Authorities in Solano, Sonoma, Napa, and Marin to deliver the Resilient SR 37 Program. An amended MOU was approved by the Operations Committee at its December 9, 2022 meeting, and staff is subsequently seeking approval from BAIFA. The amended MOU updates the organizational structure to include MTC and BAIFA and updates the proposed tolling authority from BATA to BAIFA. BATA is no longer envisioned to be the authority that will manage tolling along the SR 37 corridor. As such, it is no longer applicable to the Resilient SR 37 Program. The amended MOU will also add SMART, which owns the railroad corridor that is adjacent to portions of SR 37, to facilitate better coordination resulting in more multi-modal corridor planning.

Recommendations:

Staff recommends that the Authority: 1) Approve submittal of a Toll Facility Application to the California Transportation Commission (CTC) to authorize tolling on SR 37 as part of the Sears

Point to Mare Island Improvement Project, and 2) Authorize the Chair to negotiate and enter into the amended and restated Resilient SR 37 Memorandum of Understanding in substantially the form as Attachment A to integrate MTC/BAIFA and Sonoma-Marin Area Rail Transit District (SMART).

Attachments:

- Attachment A: Proposed Resilient State Route 37 Memorandum of Understanding Amendment
- Attachment B: PowerPoint Presentation



Therese W. McMillan

AMENDED AND RESTATED MEMORANDUM OF UNDERSTANDING
for
THE RESILIENT STATE ROUTE 37 PROGRAM
between
METROPOLITAN TRANSPORTATION COMMISSION
BAY AREA INFRASTRUCTURE FINANCING AUTHORITY
CALIFORNIA DEPARTMENT OF TRANSPORTATION
SOLANO TRANSPORTATION AUTHORITY
SONOMA COUNTY TRANSPORTATION AUTHORITY
TRANSPORTATION AUTHORITY OF MARIN
NAPA VALLEY TRANSPORTATION AUTHORITY
SONOMA-MARIN AREA RAIL TRANSIT DISTRICT

This Memorandum of Understanding (MOU) is entered into and effective as of the last date written below between the Metropolitan Transportation Commission (“MTC”), the Bay Area Infrastructure Financing Authority (“BAIFA”), the California Department of Transportation District 4 (“Caltrans”), the Solano Transportation Authority (“STA”), the Sonoma County Transportation Authority (“SCTA”), Transportation Authority of Marin (“TAM”) and Napa Valley Transportation Authority (“NVTa”) and Sonoma-Marín Area Transit District referred to herein collectively as the “Parties” or individually as a “Party”), to cooperatively determine their mutual responsibilities in delivering the Resilient State Route 37 Program (“Program”).

Recitals

1. The Resilient SR 37 Program aims to address resiliency of transportation infrastructure to sea level rise and flooding, traffic congestion, and opportunities for ecological enhancements, transit, multimodal use and public access along the SR 37 corridor from I-80 to US 101. The Program includes near- and longer-term improvements for a majority of the 20-mile corridor, including the long-term sea level rise vulnerability of a number of low-lying areas throughout the corridor.
2. The SR 37 Policy Committee, Executive Steering Committee (“ESC”) and the Project Leadership Team (“PLT”) currently have varying roles and responsibilities in the development and delivery of the Program. The SR 37 Policy Committee, composed of Executive Directors and Board Members representing MTC/BAIFA, Caltrans, STA, SCTA, TAM, and NVTa, provides policy oversight and dispute resolution to the respective staffs. The Executive Directors of MTC/BAIFA, Caltrans, STA, SCTA, TAM, and NVTa serve on the ESC to provide strategic direction to the Policy Committee and PLT. The Directors and their staffs of MTC/BAIFA, Caltrans, STA, SCTA, TAM, and NVTa participate in the PLT to vet technical, policy, and other related project issues and elevate them as appropriate to the ESC.

3. The MTC, Caltrans, STA, SCTA, TAM and NVTA completed a SR 37 Transportation and Sea Level Rise Corridor Improvement Plan that identified Segment B between and including Sears Point to the Mare Island Bridge (referred to herein as the “Segment B”) as the highest priority. On November 2, 2017, the SR 37 Policy Committee confirmed that Segment B is the priority segment. Subsequently, MTC, STA, SCTA, TAM and NVTA prepared a Project Initiation Document (PID) for Segment B improvements and submitted it to Caltrans for review and approval. Caltrans approved this PID on December 28, 2018.
4. On November 8, 2018 the SR 37 Policy Committee unanimously approved a funding plan and authorized the applicable sponsor(s) to submit Initial Project Reports to the Metropolitan Transportation Commission for funding consideration under Regional Measure 3, as follows: \$15 million to STA for Segment C-Fairgrounds Interchange, \$20 million to SCTA for Interim Segment B Environmental and Design Phases, \$4 million to SCTA for Environmental Phase for SR 37/121 improvements, \$3 million to TAM for Segment A levee study, and \$58 million to SCTA and TAM for Ultimate Segment A and Segment B improvements.
5. The Parties wish to organize the delivery of the SR 37 Program wherein:
 - a. MTC, Caltrans, SMART, SCTA and TAM are assigned to and have purview over Segment A (US 101 to SR121);
 - b. MTC, BAIFA, Caltrans, SCTA, SMART, STA and NVTA are assigned to and have purview over Segment B (Sears Point to Mare Island Bridge); and
 - c. MTC, Caltrans, SMART and STA are assigned to and have purview over Segment C (Mare Island Bridge to I-80).

The SR 37 Policy Committee, ESC and PLT continue to perform the same roles and responsibilities except for the technical work, discussions, actions and decisions of the individual Party would be targeted and applicable to the project segment for which that Party is assigned.

6. The Parties commit to continue to make progress on the delivery of the priority Segment B interim and ultimate projects, while also performing feasibility studies, environmental studies, PIDs, and related studies with the goal of coordinating the longer-term delivery of the SR 37 Program.
7. BAIFA intends to seek tolling authority between Sears Point and Mare Island.
8. The Parties acknowledge the likely need for funding above and beyond tolling and as such, intend to develop a financing and funding plan consisting of other traditional and untraditional funding sources to deliver the Program.

9. The Parties wish to work cooperatively to deliver the Program by exploring alternative project delivery methods (including, but not limited to, Design Build contracts), early environmental enhancements, and traditional and non-traditional funding and partnerships.
10. This MOU is amended and restated to update the organizational structure and the agency identified to be responsible for tolling from the Bay Area Toll Authority to BAIFA in the MOU. BAIFA is the authority that will, subject to authorization, be responsible for tolling, which is proposed along the SR 37 corridor.
11. This MOU is also amended and restated to add SMART to the MOU. SMART is the owner of the railroad corridor that is adjacent to portions of SR37, including running parallel in Segment A and in the proximity of Segments B and C. The addition of SMART to the Resilient State Route 37 Program is a commitment to the multi-modal nature of the Program beyond bus transit and carpooling.

I. Term

The term of this MOU shall commence when fully executed, and unless amended earlier, shall terminate at a date agreed upon by the Parties.

II. SR 37 Program Delivery Organization

A. Executive Steering Committee (ESC)

1. Role

The ESC shall guide the identification, development, funding plan and implementation of projects to improve State Route 37. The ESC will select a Chairperson. The Chairperson will rotate between the members every two years. The Chairperson shall preside over the meetings of the ESC and shall perform all other duties incident to the position or as assigned to her or him by the ESC.

2. Members

- a. Executive Director, MTC/BAIFA (or designee)
- b. District 4 Director, Caltrans (or designee)
- c. Executive Director, STA (or designee)
- d. Executive Director, SCTA (or designee)
- e. Executive Director, TAM (or designee)
- f. Executive Director, NVTA (or designee)
- g. General Manager, SMART (or designee)

3. Assignment

- a. Segment A: MTC, Caltrans, SMART, SCTA, TAM
- b. Segment B: MTC, BAIFA, Caltrans, SMART, SCTA, STA, NVTA
- c. Segment C: MTC, Caltrans, SMART, STA

4. Responsibilities

- a. Approve implementation and funding plan(s), which may include one or more projects.
- b. Define agency roles and responsibilities for individual projects, including project managers.
- c. Approve the scope, schedule, budget and funding plan for individual projects within funding levels approved by the MTC, BAIFA or other funding agencies, as applicable.
- d. Oversee overall project progress and reporting of project status, risk assessments, costs and schedule.
- e. Advise the MTC on contract matters.
- f. Review and approve project staffing plans.

5. Decision-making

The ESC will endeavor to make decisions on a consensus basis. To ensure public accountability, transparency and public disclosure, the decisions will be documented.

6. Meetings

Regular meetings of the ESC shall be held quarterly as otherwise determined by the ESC. Notice shall include an agenda of items on which the ESC will take action. Each member of the ESC has the right to place a matter on the ESC's agenda for consideration. Meetings to be rotated between MTC, Caltrans, STA, SCTA, NVTA, TAM offices or at a location determined by the ESC.

B. Corridor Director of the ESC

- 1. The Corridor Director serves as staff to the ESC, represents all ESC members and works directly with member agency Executive Directors and their staffs.
 - a. MTC will select, with the ESC, and employ the Corridor Director.
 - b. MTC reserves the right to make decisions regarding hiring, promotion, termination, compensation, and removal of the Corridor Director, in consultation with the ESC.
 - c. The Corridor Director may serve the SR37 Corridor Policy Committee in a similar capacity.

2. Responsibilities

The Corridor Director shall work with the Project Leadership Team, collaborate and provide direction to the project managers, as appropriate, to

- a. Develop an implementation plan(s) and funding plan(s), including delivery methods
- b. Develop the scope, schedule, budget and funding plan for individual projects.
- c. Report regularly to the ESC on project status, risks assessments, change, costs and schedule.
- d. Develop project staffing plans.
- e. Prepare agendas for ESC meetings.
- f. Deliver progress reports to and consult with the SR 37 Corridor Policy Committee.
- g. Deliver progress reports to ESC and Policy Committee.
- h. Provide oversight and direction to project managers.

The Corridor Director will also advise the SR37 Corridor Policy Committee on the SR 37 program.

C. Project Leadership Team

1. Role

The ESC hereby establishes a Project Leadership Team (PLT) that shall assist the ESC in the performance of its duties. The members of the PLT shall advise the Corridor Director on matters that are to be brought before the ESC.

2. Members

- a. Deputy Executive Director, Operations, MTC (or designee)
- b. Chief Deputy Director, Caltrans District 4 (or designee)
- c. Director of Projects, STA (or designee)
- d. Deputy Executive Director, SCTA (or designee)
- e. Principal Project Delivery Manager, TAM (or designee)
- f. Director of Programs, Projects and Planning, NVTA (or designee)
- g. Chief Engineer, SMART (or designee)

3. Assignment

- a. Segment A: MTC, Caltrans, SMART, SCTA, TAM
- b. Segment B: MTC, BAIFA, Caltrans, SMART, SCTA, STA, NVTA
- c. Segment C: MTC, Caltrans, SMART, STA

4. Responsibilities

The PLT shall assist the Corridor Director and ESC in the performance of their duties for their assigned segments by

- a. Developing an implementation plan(s) and funding plan(s)
- b. Developing the scope, schedule, budget and funding plan for individual projects.
- c. Reviewing cost estimates, risk assessments, and cash flow requirements.
- d. Reviewing project status, scope and budgets, expenditures, staffing and contractor services to anticipate, identify, evaluate, and report to the Corridor Director concerning any project issues.
- e. Developing project staffing plans and structures.
- f. Preparing other project related reports for ESC review.
- g. Performing such other assignments as appropriate.

5. Meetings

The PLT will meet on an as-needed basis as determined necessary by the members or by the Corridor Director.

III. GENERAL

A. Integration Clause

This MOU constitutes the complete and entire understanding among the Committee Members.

B. Amendments

This MOU may be amended in writing from time to time upon MOU of the Committee Members.

C. Counter Parts

This MOU may be executed in counterparts, each one of which will be an original or the equivalent thereof.

D. Miscellaneous

This MOU is intended solely as a guide to the obligations, intentions and policies of the Committee Members. It does not constitute an authorization for funding a project nor does it constitute a legally binding MOU amongst the Agencies.

MTC/Caltrans/STA/SCTA/TAM/NVTA
Memorandum of Understanding
Resilient SR 37 Program
Amendment No. 1

IN WITNESS WHEREOF, the Parties hereto have agreed to this MOU on the date opposite their respective names.

_____/_____
Alfredo Pedroza Date
Chair
Metropolitan Transportation Commission/Bay Area Infrastructure Financing Authority

_____/_____
Dina El-Tawansy Date
District 4 Director
Caltrans

_____/_____
Robert McConnell Date
Chair
Solano Transportation Authority

_____/_____
Chris Rogers Date
Chair
Sonoma County Transportation Authority

_____/_____
Stephanie Moulton-Peters Date
Chair
Transportation Authority of Marin

_____/_____
Liz Alessio Date
Chair
Napa Valley Transportation Authority

_____/_____
David Rabbitt Date
Chair
Sonoma-Marín Area Rail Transit District

Resilient State Route 37

Sears Point to Mare Island Improvement Project



BAIFA Presentation
December 21, 2022



Highway 37: Regionally Significant 21-Mile East-West Corridor



Corridor Challenges

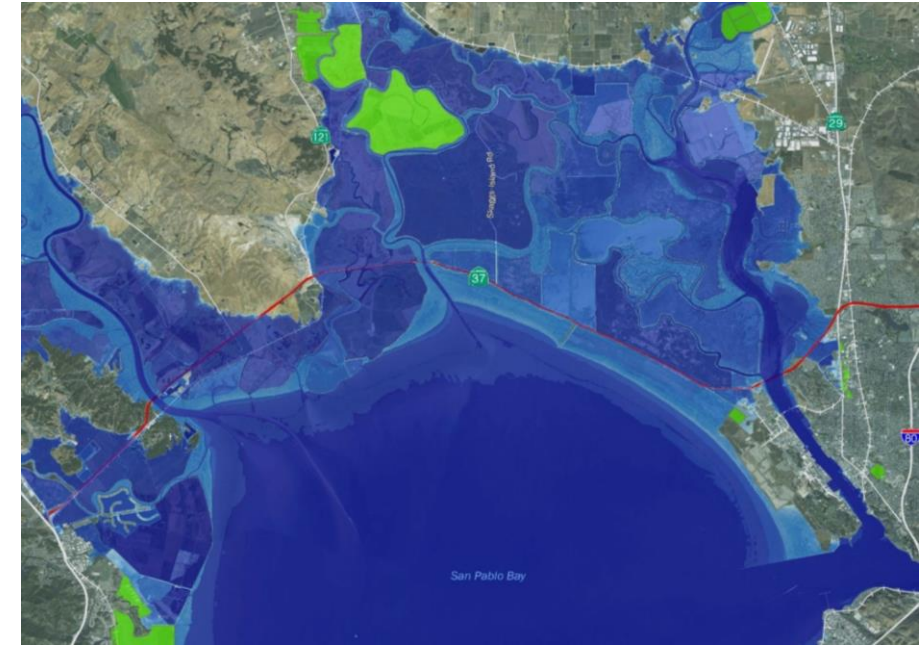
Congestion



Flooding



Sea Level Rise



Resilient State Route 37

DELIVER A CORRIDOR PROGRAM THAT PROVIDES IN COMMUNITY BENEFITS FOR ALL



Sea Level Rise
Adaptation

Improve resiliency
of transportation
infrastructure to
sea level rise and
flooding



Multimodal
Transportation

Improve traffic flow
and peak travel times
by relieving congestion
and increasing person
throughput



Equity

Enhance the
quality of life for
residents and
build stronger
local and regional
economy for all



Ecology

Restore ecological and
hydrologic flows to
enhance productivity of
wetlands and Baylands



Public Access

Provide accommodation
for multimodal use and
facilitate public access
to natural resources

Resilient State Route 37 Program – Phased Implementation

CONCURRENT PROJECT DEVELOPMENT. DELIVER EARLY COMMUNITY BENEFITS.

Environmental - Design - Construction

Sears Point to Mare Island Improvement

- Address Equity
- Improve Travel Times and Reliability
- Support Transit and Carpool Prioritization
- Advance Baylands Restoration
- Enhance Resilience and Public Access

Early Benefits



Transition

SR 37 Sea Level Rise Adaptation (I-80 – US 101)

- Long Term Corridor Resilience (Planning and Environmental Linkages Study)
- Multiple Project Implementation (Flood Reduction Project – 101 to Atherton)
- Equity, Bike, Pedestrian, Transit, and Public Access
- Advance Mitigation

RESILIENTSR37



Today

2025

2050

RESILIENTSR37

SR 37 Sears Point to Mare Island Improvement Project

Purpose

- To improve traffic flow, peak travel times, and increase vehicle occupancy, between Mare Island and State Route 121.

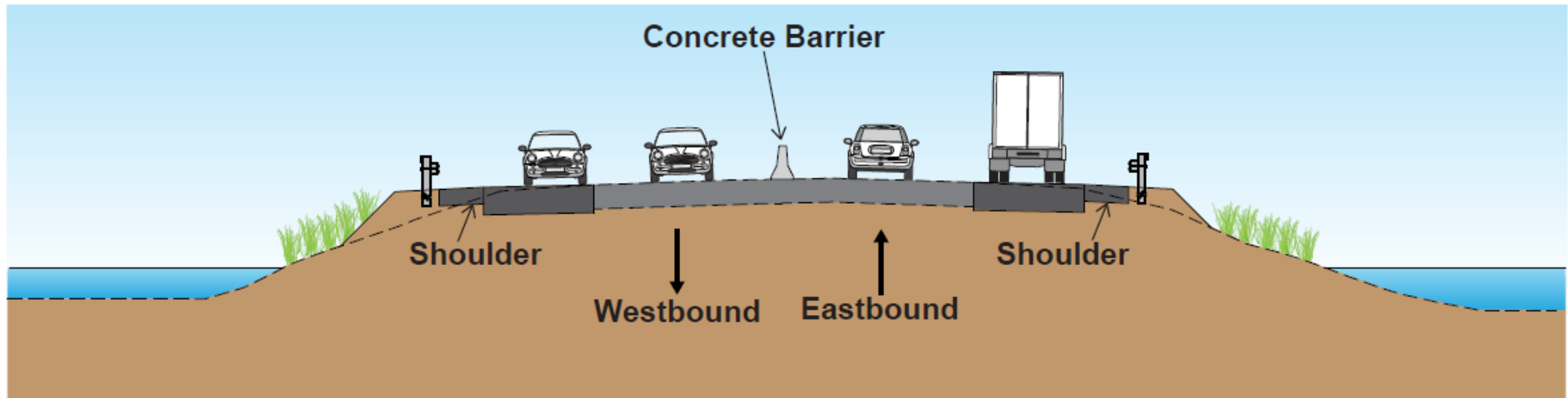
Need

- Alleviate substantial traffic congestion where the highway lanes merge to one lane in each direction.
- Address existing equity challenge
- Address lack of multimodal travel options



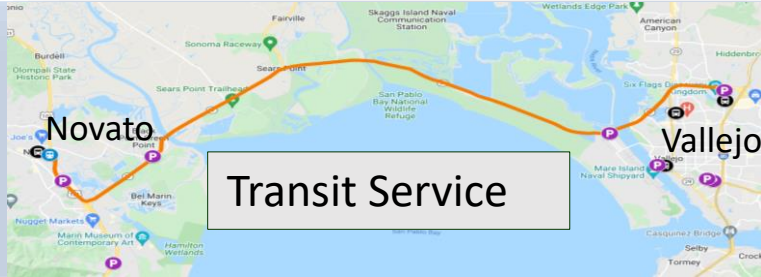
New Project Components

- HOV Lane
- Bus Transit Service
- Public Access Improvements
- ITS Improvements
- Ecological Enhancements
- Implementation of Tolling *
 - Provide Necessary Funding For This Project
 - Manage VMT



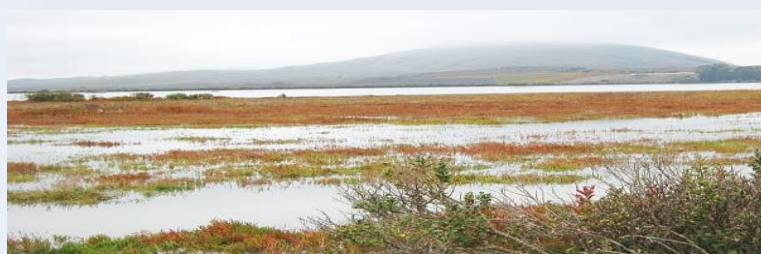
* Approval is required from the California Transportation Commission for tolling authority.

Project Deliverers: Equity, Sustainability, and Funding



Equity

- Transit & Rideshare
- Travel Reliability between Housing & Jobs
- Means Based Discounts for Tolls & Transit



Sustainability

- Reduced Interim Flooding Risk (Subsidence)
- Reduced VMT with Tolling
- Tolay Creek Bridge & Strip Marsh East



Funding

- Local Funding Match for Federal and State Dollars
- Advance Ultimate SLR Adaptation

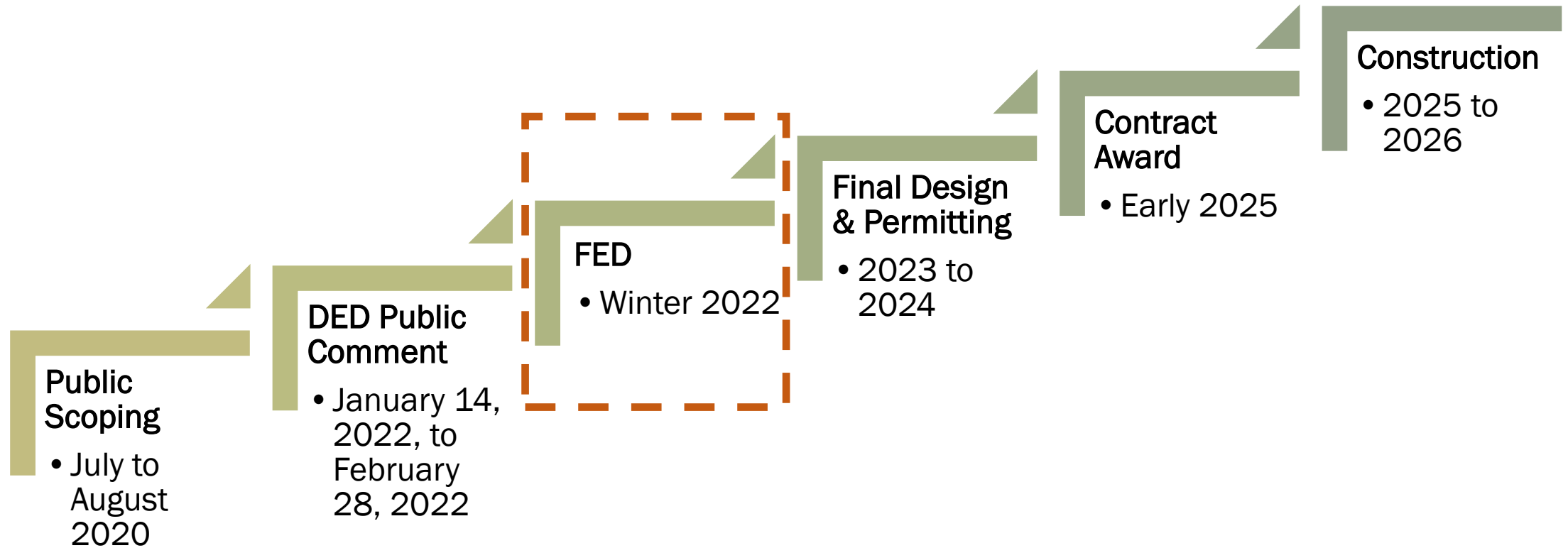


Project Funding Plan

Funding Source	Amount (in \$M) *	Status
Bay Area Toll Authority	\$8	Committed Local Funds
California Senate Bill 170 (SB 170)	\$3	Committed State Funds. Budget Act of 2021 allocates \$3M for design of the Project.
California State Funds	\$17	Committed State Funds
State Route 37 Toll Revenues	\$74.3	Uncommitted. Toll authorization will be secured through the CTC's Toll Facilities Program. Toll financing work could begin following authorization of tolling.
Senate Bill 1 - Solutions for Congested Corridor Program (SCCP)	\$70	Uncommitted. Grant application submitted.
Senate Bill 1 - Trade Corridor Enhancement Program (TCEP)	\$80	Uncommitted. Grant application submitted.
State Highway Operations and Protection Program (SHOPP)	\$67.7	Existing SHOPP fund from two on-going overlapping SHOPP projects near SR 121, pending on an overall committed funding plan and future SHOPP funds.
One Bay Area Grant 3 (OBAG 3)	\$10	Committed Regional Funds
USDOT Multimodal Project Discretionary Grant - Rural Surface Transportation Grant	\$100	Uncommitted. Grant application submitted.
Total	\$430	

* Total project cost is currently estimated at \$430 million. The project cost and funding plan are subject to change.

Project Timeline



Bay Area Infrastructure Financing Authority (BAIFA) as Applicant for CTC Tolling Application

- BAIFA will serve as SR 37 tolling authority, in consultation with the SR 37 Policy Committee
 - Approve toll rates, including discounts
 - Adopt toll ordinance (toll violations)
 - Deliver, operate & maintain toll system
 - Direct toll revenue: O&M, near-term and long-term projects, other eligible corridor expenses
- CTC Tolling Application
 - Anticipated Approval at the March 2023 CTC Commission Meeting

Resilient State Route 37 Memorandum of Understanding

- Agreement with four North Bay Agencies and Caltrans to deliver Resilient SR 37 Program
- Amendment to existing MOU
 - Update organizational structure for delivery from BATA to MTC/BAIFA
 - Integrate Sonoma-Marín Area Rail Transit District (SMART)
 - Approved by Operations Committee at December 9, 2022 meeting

