375 Beale Street
Suite 700
San Francisco, California
94105

Meeting Agenda

ABAG Executive Board

President, David Rabbitt, Supervisor, Sonoma County
Vice President, Greg Scharff, Councilmember, Palo Alto
Immediate Past President, Julie Pierce, Councilmember, Clayton

Thursday, November 15, 2018 | **7:00 PM** | **Board Room - 1st Floor**

Association of Bay Area Governments

ABAG Executive Board Meeting No. 435

The ABAG Executive Board may act on any item on the agenda.
Agenda, roster, and webcast available at http://abag.ca.gov/meetings.
For information, contact Clerk of the Board at (415) 820-7913.

1. Call to Order / Pledge of Allegiance / Roll Call / Confirm Quorum

2. Public Comment

Information

3. Executive Board Announcements

Information

4. President's Report

4.a. 18-0931 Presentation of Proclamation to Gerald Lahr

Action: Information
Presenter: David Rabbitt

5. Executive Director's Report

18-0923 Executive Director's Report

Action: Information
Presenter: Steve Heminger

6. Executive Board Consent Calendar

6.a. 18-0924 Approval of ABAG Executive Board Minutes of September 20, 2018

Action: Approval

Presenter: Clerk of the Board

Attachments: EB 20181115 Item 06A Minutes 20180920 Draft.pdf

6.b. 18-0925 Ratification of Appointment to the Metropolitan Transportation Commission

Action: Approval

Presenter: David Rabbitt

Attachments: EB 20181115 Item 06B Memo Ratification Appointment MTC Final.pdf

6.c. 18-0926 Approval of ABAG Meeting Schedule for 2019

Action: Approval

Presenter: Clerk of the Board

Attachments: EB 20181115 Item 06C Meeting Schedule 2019 Draft.pdf

6.d. 18-0927 Approval of Bay Area Regional Energy Network (BayREN) 2019 Contract Amendments

Action: Approval

Presenter: Jenny Berg

Attachments: EB 20181115 Item 06D 00 BayREN Memo 2019 Contract Agreements.pdf

EB 20181115 Item 06D 01 BayREN Summary Approval Energy Council Final.p

EB 20181115 Item 06D 02 BayREN Summary Approval County Contra Costa F

EB 20181115 Item 06D 03 BayREN Summary Approval County Marin Final.pdf

EB 20181115 Item 06D 04 BayREN Summary Approval County Napa Final.pdf

EB 20181115 Item 06D 05 BayREN Summary Approval City County San Franci

EB 20181115 Item 06D 06 BayREN Summary Approval County San Mateo Fina

EB 20181115 Item 06D 07 BayREN Summary Approval County Santa Clara Fir

EB 20181115 Item 06D 09 BayREN Summary Approval RCPA Final.pdf

EB 20181115 Item 06D 10 BayREN Summary Approval Blue Point Planning Fir

EB 20181115 Item 06D 13 BayREN Summary Approval Frontier Energy Final.p

EB 20181115 Item 06D 14 BayREN Summary Approval SRS Final.pdf

6.e. 18-0928 Authorization to Enter into a Sole Source Contract with the University of California, Los Angeles in the amount of $375,000

Action: Approval

Presenter: Jenny Berg

Attachments: EB 20181115 Item 06E Memo BayREN UCLA Energy Atlas Sole Source Contra

EB 20181115 Item 06E Attachment BayREN UCLA Energy Atlas Sole Source J

EB 20181115 Item 06E Summary Approval BayREN UCLA Energy Atlas Final.p

6.f. 18-0929 Approval of Contract Amendment between CLEAResult Consulting, Inc. and Bay Area Regional Energy Network (BayREN) not to exceed $7,220,235 updating the 2018 and 2019 Scope of Work

Action: Approval

Presenter: Jenny Berg

Attachments: EB 20181115 Item 06F Memo BayREN CLEAResult Contract Amendment Final

EB 20181115 Item 06F Summary Approval CLEAResult Contract Amendment F

6.g. 18-0930 Approval of Amendment to the ABAG/MTC Energy Program Fiscal Year 2018-19 Budget in the amount of $400,000 due to Acceptance of Bay Area Air Quality Management District Climate Protection Grant Program Award

Action: Approval

Presenter: Jenny Berg

Attachments: EB 20181115 Item 06G Memo BayREN Fiscal Year Budget Increase Final.pdf

EB 20181115 Item 06G Summary Approval BayREN Fiscal Year Budget Increa

6.h. 18-0989 Authorizations for San Pablo Avenue Green Stormwater Spine Project New Funding and Associated Contract Actions

Action: Approval

Presenter: Caitlin Sweeney

Attachments: EB 20181115 Item 06H Memo San Pablo Green Stormwater BATA Final_OGC.

EB 20181115 Item 06H Summary Approval Ghilotti Final_OGC.pdf

EB 20181115 Item 06H Summary Approval EBMUD Final_OGC.pdf

EB 20181115 Item 06H Summary Approval MNS Engineering Final_OGC.pdf

7. ABAG Administrative Committee Report

18-0933 ABAG Administrative Committee Report

Action: Approval

Presenter: David Rabbitt

8. ABAG Legislation Committee Report

18-0934 ABAG Legislation Committee Report

Action: Approval

Presenter: Scott Haggerty

9. ABAG Finance Committee Report

18-0935 ABAG Finance Committee Report

Action: Approval

Presenter: Karen Mitchoff

9.a. Report on Financial Audit for Fiscal Year 2017-18

18-0936 Report on ABAG Financial Audit for Fiscal Year 2017-18

Action: Approval

Presenter: Brain Mayew

Attachments: EB 20181115 Item 09A 5 - Finance Committee Audit Memo Final.pdf

1 - Association of Bay Area Governments Finance Committee Audit Report for F

2 - Association of Bay Area Governments Reports on Federal Awards in Accord

3 - Internal Controls Report FY 2017-18.pdf

4 - Association of Bay Area Governments Financial Statements for FY 2017-20

10. ABAG Regional Planning Committee Report

18-0937 ABAG Regional Planning Committee Report

Action: Approval

Presenter: Pradeep Gupta

11. Committee to House the Bay Area (CASA) Report

18-0944 Presentation on the Draft CASA Compact

Action: Information

Presenter: Ken Kirkey

Attachments: EB 20181115 Item 11 Memo CASA Report Final.pdf

EB 20181115 Item 11 Attachment Final CASA ABAG Bd Presentation 1109201

EB 20181115 Item 11 Attachment Term Sheets CASA Compact 11_8_2018.pdf

EB 20181115 Item 11 Attachment CASA Roster Biographies.pdf

12. Adjournment / Next Meeting

The next regular meeting of the ABAG Executive Board will be announced.

Public Comment: The public is encouraged to comment on agenda items at Committee meetings by completing a request-to-speak card (available from staff) and passing it to the Committee 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 Committee 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: Committee 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 Titulo 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 Committee 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 Committee. Actions recommended by staff are subject to change by the Committee.

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0931	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Presentation of Proclamation to Gerald Lahr				
Sponsors:					
Indexes:					
Code sections:					
Attachments:					

Date	Ver.	Action By	Action	Result

Presentation of Proclamation to Gerald Lahr

David Rabbitt

Information

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Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0923	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Informational
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Executive Director's Report				
Sponsors:					
Indexes:					
Code sections:					
Attachments:					

Date	Ver.	Action By	Action	Result

Executive Director's Report

Steve Heminger

Information

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San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0924	**Version:**	1	**Name:**	
Type:	Minutes			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Approval of ABAG Executive Board Minutes of September 20, 2018				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06A Minutes 20180920 Draft.pdf				

Date	Ver.	Action By	Action	Result

Approval of ABAG Executive Board Minutes of September 20, 2018

Clerk of the Board

Approval

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375 Beale Street
Suite 700
San Francisco, California
94105

Meeting Minutes - Draft

ABAG Executive Board

President, David Rabbitt, Supervisor, Sonoma County
Vice President, Greg Scharff, Councilmember, Palo Alto
Immediate Past President, Julie Pierce, Councilmember, Clayton

Thursday, September 20, 2018 | **7:00 PM** | **Board Room - 1st Floor**

ABAG Executive Board Meeting No. 434

1. Call to Order

Vice President Scharff called the meeting to order at about 7:09 p.m.

1.a. Pledge of Allegiance

1.b. Roll Call

Present: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

1.c. Confirm Quorum

Quorum was present.

2. Public Comment

There was no public comment.

3. Executive Board Announcements

Eklund commented on the Regional Housing Needs Allocation process.

4. President's Report

There was no President's Report.

5. Executive Director's Report

The Executive Board received the Executive Director's report.

18-0814 Executive Director’s Report

6. Executive Board Consent Calendar

Upon the motion by Eklund and seconded by Gibbons, the Consent Calendar, except Items 6.b. and 6.g., was approved. The motion carried unanimously by the following vote:

Aye: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

6.a. 18-0732 Approval of Executive Board Summary Minutes of Meeting on July 19, 2018

6.c. 18-0734 Authorization to enter into a Sole Source Contract with Ecom Enterprises, Inc. for Clean Vessel Act Outreach Program App Software Development in an amount not to exceed $150,000 from September 2018 to September 2021

6.d. 18-0735 Adoption of Resolution No. 08-18 Authorization to Submit a Proposal with the California State Parks Division of Boating and Waterways for Clean Vessel Act Education and Outreach Pumpout Monitoring 2019-2020 in an amount up to $225,000, and, if awarded, to enter into a Grant Agreement and Designate an Authorized Representative

6.e. 18-0736 Authorization to enter into Contract Amendment with Frontier Energy for Bay Area Regional Energy Network Technical and Regulatory Consulting Services in an amount not to exceed $159,300 through December 2018

6.f. 18-0737 Authorization to enter into Contract Amendment with Applied Energy Group for Bay Area Regional Energy Network Multifamily Energy Efficiency Small-project Financing Market Research Study in an amount not to exceed $100,000 through January 2019

6.h. 18-0813 Authorization to Waive Potential Right of First Refusal under CC&Rs for 375 Beale Street and to Execute Amendment of CC&Rs

6.b. 18-0733 Ratification of Committee Appointments to Ad Hoc Committee to Facilitate the Selection of the Next ABAG and MTC Executive Director

Eklund commented on the selection process of the Executive Director of the Metropolitan Transportation Commission.

Upon the motion by Eklund and seconded by Haggerty, Item 6.b. was approved. The motion carried unanimoulsy by the following vote:

Aye: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

6.g. 18-0738 Authorization to enter into Contract Agreement with Energy Council for the Heat Pump Water Heater Regional Market Transformation Project in an amount not to exceed $389,979 through October 2020

Gibbons commented on the Heat Pump Water Heater Regional Market Transformation Project.

Upon the motion by Gibbons and seconded by Eklund, Item 6.g., was approved. This motion carried unanimously by the following vote:

Aye: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

7. ABAG Administrative Committee Report

7.a. 18-0739 ABAG Administrative Committee Report

Upon the motion by Pierce and seconded by Lee, this Report was approved. The motion carried by the following vote:

Aye: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

8. ABAG Legislation Committee Reprt

8.a. 18-0740 ABAG Legislation Committee Report

Upon the motion by Haggerty and seconded by Pierce, the ABAG Legislation Committee Report and the Report on Proposition 6 were approved. The motion carried unanimously by the following vote:

Aye: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

8.b. 18-0741 Proposition 6: Overview of Bay Area Impacts

9. ABAG Finance Committee Report

9.a. 18-0742 ABAG Finance Committee Report

Upon the motion by Mitchoff and seconded by Lee, this Report was approved. The motion carried by the following vote:

Aye: 26 - Andersen, Augustine, Chavez, Cortese, Diep, Eklund, Garcia, Gibbons, Guillen, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Lee, Mackenzie, Mandelman, Miley, Mitchoff, Peralez, Pierce, Ramos, Rodgers, Rodoni, Scharff, and Spencer

Absent: 8 - Breed, Campbell Washington, Canepa, Gibson McElhaney, Halliday, Pine, Rabbitt, and Yee

10. Adjournment / Next Meeting

Vice President Scharff adjourned the meeting at about 8:01 p.m.

The next regular meeting of the ABAG Executive Board is on November 15, 2018.

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0925	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Ratification of Appointment to the Metropolitan Transportation Commission				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06B Memo Ratification Appointment MTC Final.pdf				

Date	Ver.	Action By	Action	Result

Ratification of Appointment to the Metropolitan Transportation Commission

David Rabbitt

Approval

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ASSOCIATION OF BAY AREA GOVERNMENTS

Representing City and County Governments of the San Francisco Bay Area

ABAG

Date: November 8, 2018

To: ABAG Executive Board

From: ABAG President

Subject: **Ratification of Appointment to the Metropolitan Transportation Commission**

Executive Summary

Pursuant to the enabling legislation for the Metropolitan Transportation Commission (MTC), the Association of Bay Area Governments (ABAG) appoints one representative to MTC. The appointment term is four years. The term of the current ABAG representative, Julie Pierce, Councilmember, City of Clayton, ends on February 9, 2019.

In a letter dated September 25, 2018, the MTC Commission Secretary requested that ABAG appoint or reappoint a representative to MTC for the term that commences on February 10, 2019.

On behalf of the Executive Board, I would like to thank Julie for her good work on MTC representing ABAG. And, with the Executive Board's consent, I am appointing myself as the next ABAG representative to MTC.

Recommended Action

The Executive Board is requested to ratify the appointment of David Rabbitt, Supervisor, County of Sonoma, to the Metropolitan Transportation Commission for the term that commences on February 10, 2019.

David Rabbitt

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0926	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Approval of ABAG Meeting Schedule for 2019				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06C Meeting Schedule 2019 Draft.pdf				

Date	Ver.	Action By	Action	Result

Approval of ABAG Meeting Schedule for 2019

Clerk of the Board

Approval

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ASSOCIATION OF BAY AREA GOVERNMENTS

Representing City and County Governments of the San Francisco Bay Area

ABAG

MEETING SCHEDULE 2019

Approved by the Executive Board: To be determined

Agenda, roster, and webcast available at http://abag.ca.gov/meetings

For information, contact Clerk of the Board at (415) 820-7913.

General Assembly and Business Meeting

Date: *To be determined*

Time: 9:30 a.m. to 3:00 p.m.—General Assembly
10:00 a.m. to 11:00 a.m.—Business Meeting

Location: Bay Area Metro Center, 375 Beale Street, San Francisco

Executive Board

Dates: Thursday, January 17
Thursday, March 21
Thursday, May 16
Thursday, July 18
Thursday, September 19
Thursday, November 21

Time: 7:00 p.m. to 10:00 p.m.

Location: Bay Area Metro Center, 375 Beale Street, Board Room, San Francisco

Legislation Committee

Dates: See Executive Board schedule

Time: 5:00 p.m.

Location: Bay Area Metro Center, 375 Beale Street, Board Room, San Francisco

Finance Committee

Dates: See Executive Board schedule

Time: 5:05 p.m., or immediately following the Legislation Committee meeting

Location: Bay Area Metro Center, 375 Beale Street, Board Room, San Francisco

Administrative Committee

Dates: Special meetings scheduled as needed.
Friday, January 11
Friday, February 8
Friday, March 8
Friday, April 12
Friday, May 10
Friday, June 14
Friday, July 12
Friday, August 9
Friday, September 13
Friday, October 11
Friday, November 8
Friday, December 13

Time: 10:00 a.m., or *To be determined*

Location: Bay Area Metro Center, 375 Beale Street, Board Room, San Francisco

Regional Planning Committee

Dates: Wednesday, February 6
Wednesday, April 3
Wednesday, June 5
Wednesday, August 7
Wednesday, October 2
Wednesday, December 4

Time: 1:00 p.m. to 3:00 p.m.

Location: Bay Area Metro Center, 375 Beale Street, Yerba Buena Conference Room, San Francisco

Proposed: October 3, 2018

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0927	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Approval of Bay Area Regional Energy Network (BayREN) 2019 Contract Amendments				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06D 00 BayREN Memo 2019 Contract Agreements.pdf EB 20181115 Item 06D 01 BayREN Summary Approval Energy Council Final.pdf EB 20181115 Item 06D 02 BayREN Summary Approval County Contra Costa Final.pdf EB 20181115 Item 06D 03 BayREN Summary Approval County Marin Final.pdf EB 20181115 Item 06D 04 BayREN Summary Approval County Napa Final.pdf EB 20181115 Item 06D 05 BayREN Summary Approval City County San Francisco Final.pdf EB 20181115 Item 06D 06 BayREN Summary Approval County San Mateo Final.pdf EB 20181115 Item 06D 07 BayREN Summary Approval County Santa Clara Final.pdf EB 20181115 Item 06D 09 BayREN Summary Approval RCPA Final.pdf EB 20181115 Item 06D 10 BayREN Summary Approval Blue Point Planning Final.pdf EB 20181115 Item 06D 13 BayREN Summary Approval Frontier Energy Final.pdf EB 20181115 Item 06D 14 BayREN Summary Approval SRS Final.pdf				

Date	Ver.	Action By	Action	Result

Approval of Bay Area Regional Energy Network (BayREN) 2019 Contract Amendments

Jenny Berg

Approval

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Date: November 8, 2018

To: ABAG Executive Board

From: Executive Director

Subject: **Approval of Bay Area Regional Energy Network (BayREN) 2019 Contract Amendments**

Executive Summary

This memorandum requests Executive Board approval of 2019 contract amendments for eight of the nine[1] Bay Area Regional Energy Network (BayREN) member agencies: Energy Council, on behalf of Alameda County jurisdictions; County of Contra Costa; County of Marin; County of Napa; City and County of San Francisco; County of San Mateo; County of Santa Clara; Regional Climate Protection Authority, on behalf of Sonoma County jurisdictions; and third party consultants: BluePoint Planning LLC; Frontier Energy, Inc.; and Sustainable Real Estate Solutions, Inc. The eleven contract amendments total $12,244,369.

Background

Since 2013, BayREN has implemented a portfolio of energy efficiency programs across the region. The Association of Bay Area Governments (ABAG) serves as the program administrator and lead agency for a 10-member unincorporated association of local government entities. On May 31, 2018 the California Public Utilities Commission (CPUC) issued Decision 18-05-041[2] which among other things authorized funding for BayREN through 2025, allowed for modifications to the existing portfolio, and increased the portfolio's total and annualized budget.

ABAG has contracts with BayREN member agencies[3] and with third party consultants that were selected through a competitive process to assist in the implementation of the programs. The overall BayREN budget is developed each calendar year and contracts are thereafter amended on an annual basis or as needed. The following table lists the government partners and consultants, work descriptions, and budget amounts. Each of the counterparties listed have existing contracts including a scope of work and budget expiring in 2018.

[1] The Solano County member agency is to be determined.
[2] http://docs.cpuc.ca.gov/PublishedDocs/Published/G000/M215/K706/215706139.PDF
[3] The budgets for each member agency are determined by the amount of activities the agencies select and if an agency is the lead for a particular program.

Government Partners	2019 Work Description	2019 Budget
Energy Council, on behalf of Alameda County jurisdictions	Multifamily and Green Labeling Program Lead; Alameda County outreach	$6,670,347
Contra Costa, County	Outreach regarding BayREN programs to the Contra Costa County jurisdictions	$210,069
Marin, County	Outreach regarding BayREN programs to the Marin County jurisdictions	$149,454
Napa, County	Outreach regarding BayREN programs to the Napa County jurisdictions	$148,382
San Francisco, City and County	Commercial Program Lead	$2,948,331
San Mateo, County	Outreach regarding BayREN programs to the San Mateo County jurisdictions	$179,001
Santa Clara, County	Outreach regarding BayREN programs to the Santa Clara County jurisdictions	$323,349
Sonoma County Regional Climate Protection Authority	Water Bill Savings Program Lead	$1,024,776
	Subtotal	**$11,653,709**
Consultants	**2019 Work Description**	**2019 Budget**
BluePoint Planning	Policy and marketing support	$30,000
Frontier Energy	Technical and Regulatory support	$431,685
Sustainable Real Estate Solutions	Consulting and implementation services for BayREN's Commercial PACE program	$128,975
	Subtotal	**$590,660**
	Grand Total	**$12,244,369**

Recommended Action

The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: Energy Council, $6,670,347; County of Contra Costa, $210,069; County of Marin, $149,454; County of Napa, $148,382; City and County of San Francisco, $2,948,331; County of San Mateo, $179,001; County of Santa Clara, $323,349; Regional Climate Protection Authority, $1,024,776; BluePoint Planning, $30,000; Frontier Energy, $431,685; Sustainable Real Estate Solutions, $128,975; for a total of $12,244,369.

Steve Heminger

Attachments

Summary Approval - Energy Council
Summary Approval - County of Contra Costa
Summary Approval - County of Marin
Summary Approval - County of Napa
Summary Approval - City and County of San Francisco
Summary Approval - County of San Mateo
Summary Approval - County of Santa Clara
Summary Approval - Regional Climate Protection Authority
Summary Approval - BluePoint Planning
Summary Approval - Frontier Energy
Summary Approval - Sustainable Real Estate Solutions

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307 and 2309)
Consultant:	Energy Council
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to Alameda County jurisdictions; participate in administrative activities related to BayREN operations; serve as lead for BayREN's Multifamily, Multifamily Capital Advance and Green Labeling programs. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$6,670,347 (includes rebates) Time & Materials (2307): $2,920,347 Rebates (2309): $3,750,000
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: Energy Council, $6,670,347.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	County Of Contra Costa
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to County of Contra Costa jurisdictions; participate in administrative activities related to BayREN operations. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$210,069
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: County of Contra Costa, $210,069.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	County of Marin
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to the County of Marin jurisdictions; participate in administrative activities related to BayREN operations. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$149,454
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: County of Marin, $149,454.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	County of Napa
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs County of Napa jurisdictions; participate in administrative activities related to BayREN operations. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$148,382
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: County of Napa, $148,382.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307 & 2309)
Consultant:	City and County of San Francisco (SFE)
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to residents and businesses in the city and county of San Francisco; serve as the lead of the Commercial program and as an implementer for the multifamily program in San Francisco; participate in administrative activities related to BayREN operations. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$2,948,331 (includes rebates) Time & Materials (2307): $1,997,691 Rebates (2309): $950,640
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: City and County of San Francisco, $2,948,331.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	County of San Mateo
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to County of San Mateo jurisdictions; participate in administrative activities related to BayREN operations. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$179,001
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: County of San Mateo, $179,001.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	County of Santa Clara
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to Santa Clara county jurisdictions; participate in administrative activities related to BayREN operations. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$323,349
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: County of Santa Clara, $323,349.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	Regional Climate Protection Authority (RCPA)
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Responsible for outreach regarding BayREN programs to Sonoma County jurisdictions; participate in administrative activities related to BayREN operations; serve as lead for On-Bill Water Finance program. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$1,024,776
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: Regional Climate Protection Authority, $1,024,776.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	Blue Point Planning, LLC Oakland, CA
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Assist with implementation of programs; provide policy and marketing support. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$30,000
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: BluePoint Planning, $30,000.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	Frontier Energy Oakland, CA
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Provides consulting services for BayREN Codes & Standards, serves as portfolio wide technical lead overseeing regulatory reporting, evaluation, measurement and verification, and assistance with strategy. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$431,685
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: Frontier Energy, $431,685.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	Sustainable Real Estate Solutions (SRS) Trumbull, CT
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Provides consulting services for BayREN's Commercial PACE program. Duties include commercial contractor trainings and outreach and project assistance. This amendment is for 2019 activities.
Project Cost Not to Exceed:	$128,975
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to negotiate and enter into contract amendments with BayREN member agencies and third party implementers for services in 2019 as follows: Sustainable Real Estate Solutions, $128,975.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0928	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Authorization to Enter into a Sole Source Contract with the University of California, Los Angeles in the amount of $375,000				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06E Memo BayREN UCLA Energy Atlas Sole Source Contract Final.pdf EB 20181115 Item 06E Attachment BayREN UCLA Energy Atlas Sole Source Justification.pdf EB 20181115 Item 06E Summary Approval BayREN UCLA Energy Atlas Final.pdf				

Date	Ver.	Action By	Action	Result

Authorization to Enter into a Sole Source Contract with the University of California, Los Angeles in the amount of $375,000

Jenny Berg

Approval

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Date: November 8, 2018

To: ABAG Executive Board

From: Executive Director

Subject: **Authorization to Enter into a Sole Source Contract with the University of California, Los Angeles in the amount not to exceed $375,000**

Executive Summary

This memorandum requests Executive Board approval to enter into a sole source contract with the University of California, Los Angeles (UCLA) for development of an Energy Atlas for the nine-county Bay Area, The Energy Atlas will greatly assist with the outreach and implementation of Bay Area Regional Energy Network (BayREN) programs.

UCLA is a non-profit accredited university eligible for access to disaggregated utility data at the account-level for research purposes, as set forth in California Public Utilities Commission (CPUC) Decision 14-05-016. For the past five years, UCLA has obtained data for Southern California Investor Owned Utilities under a Non-Disclosure Agreement (NDA) from the CPUC. With this data, UCLA invented the Energy Atlas[1] for Southern California, the only such tool in California.

Over the past five years, UCLA has developed solutions to problems of utility data quality and to the challenges of geocoding accounts to parcels and parcel characteristics. BayREN will benefit from an Energy Atlas in terms of both cost and quality, and of having a consistent approach to utility data analysis that will allow for statewide comparisons. There are no known entities that have access to this utility data, worked in concert with the CPUC to obtain this data, or developed a tool similar to the Energy Atlas. For these reasons, staff requests sole source authorization for compelling business reasons to procure services from UCLA to provide building and utility data services as described in the attached staff memorandum.

[1] http://www.energyatlas.ucla.edu/

Recommended Action

The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to enter into a sole source agreement with the University of California, Los Angeles for the development of an Energy Atlas for the nine-county Bay Area in the amount not to exceed $375,000 through December 2019.

Steve Heminger

Attachments

Sole Source Justification
Summary Approval

METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Brad Paul, Deputy Executive Director, LGS DATE: October 23, 2018

FR: Jennifer Berg, Principal Program Manager, BayREN

RE: Sole Source Contract – UCLA

The purpose of this memorandum is to request sole source authorization for a compelling business reasons to procuring services from UCLA to provide building and utility data services for assistance with targeting for BayREN programs.

Justification:
The University of California, Los Angles (UCLA) is a non-profit accredited university, eligible for access to disaggregated utility data at the account-level for research purposes, as set forth in California Public Utilities Commission (CPUC) Decision 14-05-016. For the past 5 years, UCLA has obtained data for Southern California Investor Owned Utilities under an NDA from a Non-Disclosure Agreement (NDA) from the CPUC. With this data, UCLA invented the Energy Atlas for Southern California, the only such tool in California.

UCLA has spent the last 5 years developing solutions to problems of utility data quality and to the challenges of geocoding accounts to parcels and parcel characteristics. An Energy Atlas for the BayREN will benefit from this work in terms of both cost and quality, and from a consistent approach that will allow for statewide comparisons. There are no known entities that have access to this utility data, that have worked in concert with the CPUC to obtain this data, or have developed a tool similar to the Energy Atlas.

- UCLA has written peer-reviewed papers on the Atlas, including:
    - Porse, E.C., J. Derenski, H. Gustafson, Z. Elizabeth, and S/ Pincetl (2016). "Structural, Geographic, and Social Factors in Building Energy Use: Analysis of Aggregated, Account-Level Consumption Data in a Megacity". Energy Policy. Vol. 96. September 2016. Pg. 179-192.
    - Derenski, J. E.C. Porse, H. Gustafson, D. Cheng, and S. Pincetl. "Spatial and Temporal Analysis of Aggregated Energy Use Data in Los Angeles Schools." (2018). Energy Efficiency.
    - E.D. Fournier, F. Federico, E.C. Porse, S. Pincetl. "Effects of Building Size Growth on Residential Energy Efficiency and Conservation in California." Applied Energy. In Review. May 2018.
    - Pincetl, S., Chester M., Eisenman D.. Urban heat stress vulnerability in the U.S. Southwest: the role of sociotechnical systems. Sustainability, 8, 842; doi:10.3390/su8090842. 2016.
    - Pincetl S., Graham R., Murphy S., Sivaraman D. Analysis of high-resolution utility data for understanding energy use in urban systems: The case of Los

Angeles, California. Journal of Industrial Ecology DOI: 10.1111/jiec.12299, 2015.

- Kennedy CA., Stewart I., Facchini A., Cersosimo I., Mele R., Chen B., Uda M., Chiu A., Kim K-g., Dubeux C., La Rovere EL., Cunha B., Pincetl S., Keirstead J., Barles S., Pusaka S., Gunawan J., Adegbile M., Ibrahim N., Farooqui RK, Cervantes G., Sahin AD., Energy and material flows of megacities. Proceedings of the National Academies of Science. www.pnas.org/cgi/doi/10.1073/pnas.1504315112, 2015.
- Pincetl S. Chester M.K., Circella G. Fraser A., Mini C., Murphy S., Reyna J., Sivaraman, D. Enabling future sustainability transitions; An urban metabolism approach to Los Angeles. Journal of Industrial Ecology, 18: 871-882, 2015

Recommendation:

Staff requests approval for sole source for the Energy Atlas for Bay Area jurisdictions with UCLA in the not to exceed amount of $375,000.

Sole Source Request:

Jennifer Berg
Principal Program Manager, BayREN

Approval of Sole Source Request:

Brad Paul
Deputy Executive Director,
Local Government Services

Concur Sole Source Request:

Jerry Lahr
Assistant Director, Energy Programs

Steve Heminger
Executive Director

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307)
Consultant:	University of California, Los Angeles (UCLA)
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Development of an Energy Atlas for the nine Bay Area cities and counties,
Project Cost Not to Exceed:	$375,000
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to enter into a sole source agreement with the University of California, Los Angeles for the development of an Energy Atlas for the nine-county Bay Area in the amount of $375,000 through December 2019.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0929	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Approval of Contract Amendment between CLEAResult Consulting, Inc. and Bay Area Regional Energy Network (BayREN) not to exceed $7,220,235 updating the 2018 and 2019 Scope of Work				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06F Memo BayREN CLEAResult Contract Amendment Final.pdf EB 20181115 Item 06F Summary Approval CLEAResult Contract Amendment Final.pdf				

Date	Ver.	Action By	Action	Result

Approval of Contract Amendment between CLEAResult Consulting, Inc. and Bay Area Regional Energy Network (BayREN) not to exceed $7,220,235 updating the 2018 and 2019 Scope of Work

Jenny Berg

Approval

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Date: November 8, 2018

To: ABAG Executive Board

From: Executive Director

Subject: **Approval of Contract Amendment between CLEAResult Consulting, Inc. and Bay Area Regional Energy Network (BayREN) not to exceed $7,220,235 updating the 2018 and 2019 Scope of Work**

Executive Summary

Since 2013, the Bay Area Regional Energy Network (BayREN) has implemented a portfolio of energy efficiency programs across the region. The Association of Bay Area Governments (ABAG) serves as the program administrator and lead agency for a 10-member unincorporated association of local government entities. On May 31, 2018 the California Public Utilities Commission (CPUC) issued Decision 18-05-041[1] which among other things authorized funding for BayREN through 2025, allowed for modifications to the existing portfolio, and increased the portfolio's total and annualized budget.

ABAG has contracts with BayREN member agencies and with third-party consultants. The budget for each member agency is determined by the activities the agency selects, including whether an agency is a lead for a particular program. The third-party consultants were selected through a competitive process to assist in the implementation of the programs.

CLEAResult Consulting, Inc. is the implementer of BayREN's Single Family Energy Retrofit Program which includes contractor and home owner outreach, processing and payment of incentives, regional marketing, assistance with regulatory reporting, and filings relating to the Single Family Program.

Staff proposes approval of a contract amendment with CLEAResult Consulting Inc. updating the scope of work and associated budget. The amendment will increase the 2018 and 2019 contract budget from $1,094,735 to $7,220,235. Of the $6.1 million proposed amendment, $4.3 million is allocated to incentive funding. Funding for this amendment is included in BayREN's current budget.

[1] http://docs.cpuc.ca.gov/PublishedDocs/Published/G000/M215/K706/215706139.PDF

Recommended Action

The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to enter into a contract amendment with CLEAResult Consulting Inc. in an amount not to exceed $6,125,500 to continue existing services and provide for expanded services through the end of calendar year 2019, for a total contracted amount of $7,220,235.

Steve Heminger

Attachment

Summary Approval

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721 (NFSN 2307 and 2309)
Consultant:	CLEAResult San Bruno, CA
Work Project Title:	BayREN
Purpose of Project:	Implement a portfolio of energy efficiency programs across the region.
Brief Scope of Work:	Implementer of BayREN Single Family energy retrofit program, which includes contractor and home owner outreach, processing and payment of incentives, regional marketing, assistance with Single Family regulatory reporting and filings. This amendment is for 2018 and 2019 activities.
Project Cost Not to Exceed:	$7,220,235 (includes rebates) Time & Materials (2307): $2,970,235 Rebates (2309): $4,250,000
Funding Source:	PG&E (ratepayer funds) as directed by the CPUC
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to enter into a contract amendment with CLEAResult Consulting Inc. in an amount not to exceed $6,125,500 to continue existing services and provide for expanded services through the end of calendar year 2019, for a total contracted amount of $7,220,235.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0930	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Approval of Amendment to the ABAG/MTC Energy Program Fiscal Year 2018-19 Budget in the amount of $400,000 due to Acceptance of Bay Area Air Quality Management District Climate Protection Grant Program Award				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06G Memo BayREN Fiscal Year Budget Increase Final.pdf EB 20181115 Item 06G Summary Approval BayREN Fiscal Year Budget Increase Final.pdf				

Date	Ver.	Action By	Action	Result

Approval of Amendment to the ABAG/MTC Energy Program Fiscal Year 2018-19 Budget in the amount of $400,000 due to Acceptance of Bay Area Air Quality Management District Climate Protection Grant Program Award

Jenny Berg

Approval

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ASSOCIATION OF BAY AREA GOVERNMENTS

Representing City and County Governments of the San Francisco Bay Area

ABAG

Date: November 8, 2018

To: ABAG Executive Board

From: Executive Director

Subject: **Approval of Amendment to the ABAG/MTC Energy Program Fiscal Year 2018-19 Budget in the amount of $400,000 due to Acceptance of Bay Area Air Quality Management District Climate Protection Grant Program Award**

Executive Summary

The Bay Area Air Quality Management District (BAAQMD), under its Climate Protection Grant Program, has awarded the Metropolitan Transportation Commission (MTC),on behalf of the Bay Area Regional Energy Network (BayREN), a grant in the amount of $400,000 for the proposal entitled, *Heat Pump Water Heater Regional Market Transformation*.

At its July meeting, the Executive Board authorized the Executive Director to accept the award and to enter into a contract with the BAAQMD for this grant. The grant was awarded after the approval of the fiscal year 2018-19 budget.

Recommended Action

The Executive Board is requested to approve an amendment to the ABAG/MTC Energy Program Fiscal Year 2018-19 budget in the amount of $400,000.

Steve Heminger

Attachment

Approval Summary

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1721
Consultant:	
Work Project Title:	"Heat Pump Water Heater Regional Market Transformation"
Purpose of Project:	To address the market barriers for regional adoption of energy efficient hot pump water heaters.
Brief Scope of Work:	BayREN will engage market actors in the supply chain, coordinate with municipal utilities, CCAs and local governments for regional consistency, and develop and implement workforce development activities to support the market.
Project Cost Not to Exceed:	$400,000
Funding Source:	BAAQMD
Fiscal Impact:	Funds to be added to FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to approve an amendment to the ABAG/MTC Energy Program Fiscal Year 2018-19 budget in the amount of $400,000.
Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0989	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Consent
File created:	11/2/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Authorizations for San Pablo Avenue Green Stormwater Spine Project New Funding and Associated Contract Actions				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 06H Memo San Pablo Green Stormwater BATA Final_OGC.pdf EB 20181115 Item 06H Summary Approval Ghilotti Final_OGC.pdf EB 20181115 Item 06H Summary Approval EBMUD Final_OGC.pdf EB 20181115 Item 06H Summary Approval MNS Engineering Final_OGC.pdf				

Date	Ver.	Action By	Action	Result

Authorizations for San Pablo Avenue Green Stormwater Spine Project New Funding and Associated Contract Actions

Caitlin Sweeney

Approval

powered by Legistar™

Date: November 8, 2018

To: ABAG Executive Board

From: Executive Director

Subject: **Authorizations for San Pablo Avenue Green Stormwater Spine Project New Funding and Associated Contract Actions**

Executive Summary

San Francisco Estuary Partnership has been working on a multi-site green street project in various cities along San Pablo Avenue in the East Bay. The goal of the projects is to retrofit the public right-of-way with landscape-based stormwater treatment facilities that collect urban runoff and filter out pollutants before it is discharged to the Bay. Once constructed, the projects will cumulatively treat six acres of impervious surface runoff, meeting San Francisco Regional Water Quality Control Board mitigation requirements associated with the San Francisco-Oakland Bay Bridge east span replacement project.

The San Pablo Avenue Green Stormwater Spine Project (Project) is funded by multiple grant sources. Caltrans stormwater mitigation funds and the State Natural Resources Agency's Urban Greening Program grant provide $1,480,000 in construction money. Additional funds are needed to complete the suite of construction projects due to cost increases and delays caused by underground utility conflicts at the sites. The Metropolitan Transportation Commission's (MTC) Bay Area Toll Authority (BATA) will provide $2,000,000 in BATA Rehabilitation funds to ensure the projects can continue.

The Association of Bay Area Governments (ABAG) contracted with Ghilotti Brothers, Inc, for construction services for the Project. The original authorization was for an amount not to exceed $2,000,000. The construction contract was let in two packages (Package A for Emeryville only, and Package B for the cities of Oakland, Berkeley, El Cerrito, Richmond, Albany, and San Pablo) to Ghilotti Bros., Inc. The contract for Package A was originally executed in 2016 in an amount not to exceed $475,000, and was amended in October 2018 to reflect a not-to-exceed amount of $635,000. The contract for Package B was originally executed in 2016 in an amount not to exceed $2,100,000 and will be amended to reflect a reduced not-to-exceed amount of $1,850,000. The cumulative authorization should have been increased when the contract for Package B was originally executed, but inadvertently was not increased at that time. To correct this, we request an increase in the cumulative authorization for both packages to $2,500,000.

East Bay Municipal Utility District (EBMUD) must perform pipeline relocations for the Project. ABAG expects to contract with EBMUD for that service for up to $750,000.

ABAG expects to enter into an agreement with MNS Engineering (MNS) for construction management. MNS is on MTC's bench of on-call construction management and design services approved vendors. The contract will be for up to $850,000 for construction management of the Project.

To streamline approvals in a shortened timeline, these approval requests have been condensed into one agenda item.

Recommended Actions

The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to (1) accept Bay Area Toll Authority (BATA) Rehabilitation funds in the amount of $2,000,000 for funding the San Pablo Avenue Green Stormwater Spine project; (2) increase the cumulative authorization for the Ghilotti Brothers, Inc. agreements for San Pablo Avenue Green Stormwater Spine Construction, Packages A and B, not to exceed $2,500,000; (3) enter into an agreement with the East Bay Municipal Utility District in an amount up to $750,000 to perform pipeline relocations for the San Pablo Avenue Green Stormwater Spine project; and, (4) enter into an agreement with MNS Engineering in an amount up to $850,000 to provide construction management services for all San Pablo Avenue Green Stormwater Spine project sites.

Steve Heminger

Attachments

Summary Approval Ghilotti Brothers, Inc.
Summary Approval EBMUD
Summary Approval MNS Engineering

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1720 (FSRC 2305 and 2995)
Consultant:	Ghilotti Bros., Inc.
Work Project Title:	San Pablo Avenue Green Stormwater Spine
Purpose of Project:	Install green infrastructure to absorb and treat stormwater runoff at multiple sites along San Pablo Avenue
Brief Scope of Work:	Construct green infrastructure projects at Stormwater Spine sites
Project Cost Not to Exceed:	$2,500,000
Funding Source:	Natural Resource Agency/Strategic Growth Council, Caltrans, BATA Rehabilitation
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to amend the agreement with Ghilotti Brothers, Inc. for San Pablo Avenue Green Stormwater Spine Construction, Package B, to reflect a not-to-exceed amount of $1,850,000, for a cumulative authorized amount not to exceed $2,500,000 for Packages A and B.
ABAG Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1720 (FSRC 2305 and 2995)
Consultant:	East Bay Municipal Utility District
Work Project Title:	San Pablo Avenue Green Stormwater Spine
Purpose of Project:	Install green infrastructure to absorb and treat stormwater runoff at multiple sites along San Pablo Avenue
Brief Scope of Work:	Relocate utilities along San Pablo Avenue Stormwater Spine sites
Project Cost Not to Exceed:	$750,000
Funding Source:	Natural Resource Agency/Strategic Growth Council, Caltrans, BATA Rehabilitation
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to enter into an agreement with the East Bay Municipal Utility District in an amount up to $750,000 to perform pipeline relocations for the San Pablo Avenue Green Stormwater Spine project.
ABAG Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

SUMMARY OF EXECUTIVE BOARD APPROVAL

Work Item No.:	1720 (FSRC 2305 and 2995)
Consultant:	MNS Engineering
Work Project Title:	San Pablo Avenue Green Stormwater Spine
Purpose of Project:	Install green infrastructure to absorb and treat stormwater runoff at multiple sites along San Pablo Avenue
Brief Scope of Work:	Construction management for stormwater spine sites
Project Cost Not to Exceed:	$850,000
Funding Source:	Natural Resource Agency/Strategic Growth Council, Caltrans, BATA Rehabilitation
Fiscal Impact:	Funds programmed in FY 2018-19 Budget
Motion by Committee:	The Executive Board is requested to authorize the Executive Director of the Metropolitan Transportation Commission, or his designee, to enter into an agreement with MNS Engineering in an amount up to $850,000 to provide construction management services for all San Pablo Avenue Green Stormwater Spine project sites.
ABAG Executive Board Approval:	David Rabbitt, ABAG President
Approval Date:	

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0933	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Approval
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	ABAG Administrative Committee Report				
Sponsors:					
Indexes:					
Code sections:					
Attachments:					

Date	Ver.	Action By	Action	Result

ABAG Administrative Committee Report

David Rabbitt

Approval

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Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0934	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Approval
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	ABAG Legislation Committee Report				
Sponsors:					
Indexes:					
Code sections:					
Attachments:					

Date	Ver.	Action By	Action	Result

ABAG Legislation Committee Report

Scott Haggerty

Approval

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San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0935	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Approval
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	ABAG Finance Committee Report				
Sponsors:					
Indexes:					
Code sections:					
Attachments:					

Date	Ver.	Action By	Action	Result

ABAG Finance Committee Report

Karen Mitchoff

Approval

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Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0936	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Approval
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Report on ABAG Financial Audit for Fiscal Year 2017-18				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 09A 5 - Finance Committee Audit Memo Final.pdf 1 - Association of Bay Area Governments Finance Committee Audit Report for FY 2017-2018.pdf 2 - Association of Bay Area Governments Reports on Federal Awards in Accordance with OMB Uniforr 3 - Internal Controls Report FY 2017-18.pdf 4 - Association of Bay Area Governments Financial Statements for FY 2017-2018.pdf				

Date	Ver.	Action By	Action	Result

Report on ABAG Financial Audit for Fiscal Year 2017-18

Brain Mayew

Approval

powered by Legistar™

Date: November 8, 2018

To: ABAG Finance Committee
ABAG Executive Board

From: Executive Director

Subject: **ABAG Financial Statements for the Fiscal Year Ended June 30, 2018**

Recommended Action

The ABAG Finance Committee is requested to accept and recommend ABAG Executive Board approval of, and the ABAG Executive Board is requested to approve, the ABAG audit financial statements and accompanying reports for the fiscal year ending June 30, 2018

Summary

There are several documents that make up the year-end financial reports. These reports are:

- Report to the Finance Committee
- Reports on Federal Awards in Accordance with OMB Uniform Guidance for the Year Ended June 30, 2018
- Report on Internal Controls
- ABAG Financial Statements

The external auditors, PricewaterhouseCoopers (PWC), LLP will make a presentation directly to the Finance Committee relating to their required communications, internal controls and the report on federal awards. Staff will make a presentation on the ABAG Financial Statements.

The audit opinion expressed is “unmodified”, meaning there were no significant or material weakness in internal controls and that the report is prepared in accordance with Generally Accepted Accounting Principles (GAAP). The Report on Internal Controls addresses the Metropolitan Transportation Commission’s (MTC) internal financial controls since there are no separate ABAG financial controls.

Report to the ABAG Finance Committee

PWC prepares a report to communicate certain required information related to the FY 2017-18 Audit. The basic components are the Status of the Audit, Audit Risks and Results, and other Required Communications.

Reports on Federal Awards in Accordance with OMB Uniform Guidance for the Year Ended June 30, 2018

PWC prepares this report on expenses and financial controls as they relate to federal grants. The audit opinion is unmodified (p.9) with no reported deficiencies in internal controls on either a significant deficiency or material weakness basis. There were no questioned costs.

Report on Internal Controls—Metropolitan Transportation Commission (MTC)

The Report on Internal Controls prepared by PWC concerns financial accounting and reporting controls in MTC. The ABAG financial system was discontinued following the financial systems consolidation on July 1, 2017.

There are no new business process findings in the FY 2017-18 report (p.1). There are two new technology findings (p. 2-3) for which remedial actions are already underway. Other prior year findings have been closed.

ABAG Financial Statements

The ABAG financial statements for FY 2017-18 are comprised of five sections. The sections are:

Independent Auditors Report (p. 1) This is the opinion expressed on internal controls and the financial statements. The opinion is "unmodified" in that the financial statements present fairly the financial position of ABAG in accordance with Generally Accepted Accounting Principles (GAAP).

Management's Discussion and Analysis (MD&A) (p. 3) The MD&A provides a management overview of the information contained in the financial statements as of June 30, 2018.

The MD&A provides a multi-year financial picture that is not so obvious in the detail of the financial statements.

The two important financial aspects to discuss are the Negative Net Position (p. 5) and the Operating Loss (p. 6).

The "net position" of assets over liabilities is negative for both FY 2016-17 and FY 2017-18. Given the change in accounting rules where full pension and Other Post-Employment Benefits (OPEB) liabilities are recorded on the balance sheet, it is not unusual for organizations to have negative net positions. If we remove $4.7 million for pension and OPEB liability for FY 2017-18 the ending net position would be positive (Note 2, p. 22).

A similar discussion is in order in relation to the revenue and expenses schedule (p. 6). ABAG has an operating loss of $2.3 million. However, this number includes (p. 45):

Pension Payments	$1,293,682
OPEB (Pay-as-you-go)	$ 435,142
Payroll Closeout	$ 114,289
GASB 68/75 expenses	$1,543,617
	$3,386,730

Basic Financial Statements (p. 10)

The net loss, the combination of the operating loss and nonoperating gain, is $1,923,584. The combination of payroll closeout and Governmental Accounting Standards Board (GASB) adjustments are a combined $1,657,906, leaving an "adjusted" net loss of just $265,678. Once the OPEB liability is retired ABAG will be reimbursed for OPEB expenses which should leave ABAG with a more solid financial future.

The nonoperating component in the ABAG financials shows a gain of $371,496 for FY 2017-18 compared to a substantial negative in the prior year (p. 6). Nonoperating revenue and expenses in this case is the various grant funded work conducted through Bay Area Regional Energy Network (BayREN) and the San Francisco Estuary Partnership (SFEP). It is of critical importance to the future integrity of ABAG' financial status that these grant funded programs remain in balance from a revenue and expense basis and self-contained on a cash-flow and administrative cost basis.

Required Supplementary Information (p. 39-42)

This section contains information important to understanding ABAG finances, especially the pension and OPEB schedules.

Other Supplementary Information (p. 44-45)

These contain the detail of the net position and revenue and expense detail by ABAG programs.

- Other Supplemental Schedules (p. 48-49)

  These schedules contain additional information and detail on ABAG and the major funds detail on existing ABAG Conduit Financing Pool (p. 48).

Overall ABAG finances are not without challenges; however, with careful management, the financial future should be sound.

If you have any questions about this report, please contact Brian Mayhew at (415) 778-6730.

Steve Heminger

Attachments

Audit Report
Reports on Federal Awards
Internal Controls Report
Financial Statements

Report to the Finance Committee FY 2018 audit results

Association of Bay Area Governments

November 15, 2018

pwc

November 1, 2018

Dear Members of the Finance Committee of the Association of Bay Area Governments:

We are pleased to submit our Report to the Finance Committee related to the results of our fiscal year 2018 audit of the Association of Bay Area Governments ("ABAG" or the "Organization"). Our report includes a summary of the results of our audit work and other required communications.

This report has been prepared in advance of our meeting and prior to the completion of our procedures. Other matters of interest to the Finance Committee may arise that we will bring to your attention at our meeting.

We look forward to presenting this report, addressing your questions and discussing any other matters of interest. Please feel free to contact me at 415-377-4410 or ian.fleming@pwc.com with any questions you may have.

Very truly yours,

Ian Fleming
Engagement Partner

PricewaterhouseCoopers LLP, Three Embarcadero Center, San Francisco, CA 94111-4004
T: (415) 498 5000 F: (415) 498 7100

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Appendix I - Management representation letter

This report and the information that it contains is intended solely for the information and use of the Finance Committee or management, if appropriate, and should not be used by anyone other than these specified parties.

Executive summary

pwc

Executive summary

Status of our audit

- We have substantially completed our audits of the financial statements of ABAG and its aggregately presented non major funds (BALANCE Foundation and ABAG Finance Corporation) in accordance with accounting principles generally accepted in the United States of America as of and for the year ended June 30, 2018. Pending items include:
  - Keeping current procedures
  - Receipt of signed management representation update letter
  - Receipt of final in-house counsel letter update and external counsel legal letters
  - Completion of certain audit procedures

Key events and transactions affecting the year

- ABAG Staff Consolidation with MTC
- Adoption of GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*

Identified misstatements, recorded and unrecorded

- There were no uncorrected misstatements identified by management or the auditors. One audit adjustment that was corrected by management is described in the required communications section on page 11.

Highlights

- Audit has been substantially completed
- We have used final 2018 balances to update preliminary materiality
- Continued independence has been affirmed
- We did not identify any potential or known fraud, irregularities, or illegal acts

Audit results

Status of our audit

Remaining items to complete	Significant changes to the audit plan
We are in the process of completing the audit procedures in accordance with our audit plan to address the identified risks. Open items include: • Keeping current procedures • Receipt of signed management representation update letter • Receipt of final in-house counsel letters • Completion of certain audit procedures We expect to issue our unmodified report on the financial statements of the Organization on November 16, 2018.	We provided our planned audit approach, including our preliminary risk assessment, and related scoping considerations for FY2018 to the Executive Board on August 6, 2018. Throughout the audit, we continuously evaluated the appropriateness of our audit strategy. There were no significant changes to the planned audit approach.

Audit risks and results

Final audit plan

Significant risk

	Risk	Significant findings
⚠	Management override of controls – presumed risk under the auditing standards	None to report

Other matters of emphasis

Item	Significant findings
Implementation of GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*	None to report
Testing of conduit debt disclosures	None to report
Federal, State and Local government grant expenditures	None to report

⚠ **Significant risk**

Audit risks and results

Significant accounting policies and practices

The following table summarizes ABAG's initial adoption of, or changes to existing, significant accounting policies practices:

Significant accounting policy or practice	Effect on financial statements or disclosures	Date adopted	Audit result
GASB 75: Valuation of other postemployment benefit (OPEB)	Management is required to report a liability on the face of the financial statements, representing their financial obligation for the defined benefit other post employment benefits (OPEB) that they provide.	Management adopted the standard for FY18	As part of our audit, we evaluated management policies and concluded practices are aligned with the applicable guidance. Further, we tested the recognition, estimation, allocation, and valuation of OPEB's assets and liabilities. No significant exception noted.

Other required communications

Independence re-evaluation	There were no independence matters that occurred or were identified subsequent to our most recent independence affirmation provided.
Material uncertainties related to events and conditions (specifically going concern)	We are not aware of any material uncertainties that cast doubt on ABAG's ability to continue as a going concern.
Other information in documents containing audited/reviewed financial statements	We did not identify any information that was materially inconsistent with the information in the financial statements.
Disagreements with management	There were no disagreements with management.
Consultation with other accountants	We are not aware of any consultations management has had with other accountants about significant accounting or auditing matters.
Difficulties encountered during the audit	There were no significant difficulties encountered during the audit.
Other material written communications	Appendix I includes a copy of management's representation letter.
Non-compliance with laws and regulations	We did not identify any instances of non-compliance with laws and regulations.
Fraud or Illegal acts	We did not identify any potential or known fraud, irregularities, or illegal acts.
Alternative accounting treatments	We did not identify any alternative treatments permissible under US GAAP for accounting policies and practices related to material items, including recognition, measurement, and presentation and disclosure.

Other required communications

Identified misstatements	It was discovered that, for internal tracking purposes, ABAG recorded revenues twice for work which ABAG performs related to certain grants. This was done to match grant revenues to allowable expenses, but it caused an overstatement in revenue of $220k. PwC identified $145k of this overstatement, and management identified an additional $75k as a result of internal follow up procedures. Management booked an adjustment which decreased both revenues and expenses by $220k, and increased both transfers in and transfers out by $220k. There were no uncorrected misstatements identified.
Control deficiencies	We considered internal controls over ABAG's financial reporting as a basis for designing our auditing procedures for the purpose of expressing our opinions on the financial statements but not for the purpose of expressing an opinion on the effectiveness of ABAG's internal controls. Accordingly, we do not express an opinion on the effectiveness of ABAG's internal control. In performing our audit, we identified no material weaknesses and did not become aware of any significant deficiencies.
Departure from standard report	Our report will have an emphasis of matter paragraph in order to discuss the implementation of GASB 75.
Other matters	There were no other matters arising from the audit that are significant to the oversight of ABAG's financial reporting process.
Quality of the organization's financial reporting	We have performed an evaluation of whether the presentation of the financial statements and the related disclosures are in conformity with the applicable financial reporting framework, including our consideration of the form, arrangement, and content of the financial statements (including the accompanying notes). We did not identify any instances of non conformity. We have evaluated management's anticipated application of accounting pronouncements that have been issued but are not yet effective and might have a significant effect on future financial reporting. We do not have any concerns as a result of our evaluation. We have evaluated the potential effect on the financial statements of significant exposures and risks, and uncertainties, such as pending litigation, that are disclosed in the financial statements. We did not identify any matters with a material potential effect. We have evaluated whether the difference between estimates best supported by the audit evidence and estimates included in the financial statements, which are individually reasonable, indicate a possible bias on the part of ABAG management. We did not identify any areas of possible bias.

Appendices

pwc

Appendices

Appendix I – Management representation letter

METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street, Suite 800
San Francisco, CA 94105
415.778.6700
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Jake Mackenzie, Chair
Sonoma County and Cities

Scott Haggerty, Vice Chair
Alameda County

Alicia C. Aguirre
Cities of San Mateo County

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U.S. Department of Housing and Urban Development

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Damon Connolly
Marin County and Cities

Dave Cortese
Santa Clara County

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Dorene M. Giacopini
U.S. Department of Transportation

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San Francisco Bay Conservation and Development Commission

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Alfredo Pedroza
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Julie Pierce
Association of Bay Area Governments

Libby Schaaf
Oakland Mayor's Appointee

Warren Slocum
San Mateo County

James P. Spering
Solano County and Cities

Tony Tavares
California State Transportation Agency

Amy R. Worth
Cities of Contra Costa County

Steve Heminger
Executive Director

Alix Bockelman
Deputy Executive Director, Policy

Andrew B. Fremier
Deputy Executive Director, Operations

Brad Paul
Deputy Executive Director, Local Government Services

October 26, 2018

PricewaterhouseCoopers LLP
3 Embarcadero Center
San Francisco, CA 94111
Attn: Filip Nowak

We are providing this letter in connection with your audits of the financial statements of the governmental activities, the business-type activities, the discretely presented component units, each major fund, the aggregate remaining fund information and the fiduciary funds of the Metropolitan Transportation Commission Government-wide ("MTC GW") as of and for the years ended June 30, 2018 and 2017 and the related notes to the financial statements, which collectively comprise MTC GW's financial statements for the purpose of expressing an opinion as to whether such financial statements present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the discretely presented component units, each major fund, the aggregate remaining fund information and the fiduciary funds of MTC GW at June 30, 2018 and 2017, and were applicable, the respective changes in financial position and cash flows thereof and for the years then ended in conformity with accounting principles generally accepted in the United States of America.

We are also providing this letter in connection with your audits of the standalone financial statements for MTC GW's discretely presented component unit, Bay Area Headquarters Authority ("BAHA") as of and for the years ended June 30, 2018 and 2017 MTC GW's discretely presented component unit, Bay Area Infrastructure Financing Authority ("BAIFA") for the year ended June 30, 2018 and the related notes to the financial statements which comprise BAHA's and BAIFA's financial statements for the purpose of expressing an opinion as to whether such financial statements present fairly, in all material respects, the financial position of BAHA at June 30, 2018 and 2017 and BAIFA at June 30, 2018 and the changes in financial position and cash flows thereof and for the years then ended in conformity and 375 Beale Condominium Corporation (375 Beale Condo) for the year ended June 30, 2018 and the related notes to the financial statements with accounting principles generally accepted in the United States of America.

Further, we are providing this letter in connection with your audits of the Association of Bay Area Governments (ABAG), ABAG Publicly Owned Energy Resources (POWER), and ABAG Finance Authority for Nonprofit Corporations (FAN) for the year ended June 30, 2018 and the related notes to the financial statements which comprise these respective entities' financial statements for the purpose of expressing an opinion as to whether such financial statements present fairly, in all material respects, the financial position of the entities at June 30, 2018 and the changes in financial position and cash flows thereof and for the year then ended in conformity with accounting principles generally accepted in the United States of America.

We acknowledge and confirm that we have fulfilled our responsibility, as set out in our engagement letters of April 13, 2018, for the preparation and fair presentation in the individual financial statements of financial position, and, where applicable, changes in financial position and cash flows in conformity with generally accepted accounting principles, including the appropriate selection and application of accounting policies. For the purposes of this letter, the entities above are collectively referred to as "MTC" or "MTC entities".

Certain representations in this letter are described as being limited to those matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would have been changed or influenced by the omission or misstatement. Materiality used for purposes of this letter is enclosed in Appendix 1 covered.

We confirm, to the best of our knowledge and belief, as of October 26, 2018, the date of your report, the following representations made to you during your audit(s):

1. The financial statements referred to above are fairly presented in conformity with accounting principles generally accepted in the United States of America ("GAAP"), and include all disclosures necessary for such fair presentation and disclosures otherwise required to be included therein by the laws and regulations to which MTC is subject. We have prepared the financial statements on the basis that the MTC is able to continue as a going concern. There are no conditions or events, considered in the aggregate, that raise substantial doubt about MTC's ability to continue as a going concern within one year after the date the financial statements are available to be issued.

2. We have made available to you:

   a. All financial records and related data.

   b. Unconditional access to persons within the entity from whom you have requested audit evidence.

   c. All minutes of the meetings of the Commission, committees of the Commission, the Boards, and Board committees of the MTC entities and summaries of actions of recent meetings for which minutes have not yet been prepared through the date of this letter. The most recent meetings held were:

      - Metropolitan Transportation Commission – 10/24/2018
      - Administration Committee – 10/10/2018
      - Bay Area Headquarters Authority (BAHA) – 09/26/2018
      - Bay Area Toll Authority – 10/24/2018
      - Bay Area Toll Authority (BATA) Oversight Committee – 10/10/2018
      - Bay Area Infrastructure Financing Authority (BAIFA) – 09/26/2018
      - 375 Beale Condo Corporation Board - 06/11/2018
      - Operations Committee – 10/12/2018
      - Programming and Allocations Committee – 10/10/2018
      - ABAG Administrative Committee – 10/12/2018
      - ABAG Executive Board – 09/20/2018
      - ABAG Finance Executive Committee – 09/20/2018
      - ABAG POWER Executive Committee – 10/25/2018

3. We have appropriately reconciled our books and records (e.g., general ledger accounts) underlying the financial statements to their related supporting information (e.g., sub ledger or third-party data). All related reconciling items considered to be material were identified and included on the reconciliations and were appropriately adjusted in the financial statements, as necessary. There were no material unreconciled differences or material general ledger suspense account items that should have been adjusted or reclassified to another account balance. There were no material general ledger

suspense account items written off to a balance sheet account, which should have been written off to an income statement account and vice versa. All intra-**entity** accounts have been eliminated or appropriately measured and considered for disclosure in the financial statements. The effect of interfund activity has been eliminated from the government-wide financial statements. However, interfund services provided and used are not eliminated in the process of consolidation.

4. There have been no communications from regulatory agencies concerning noncompliance with or deficiencies in financial reporting practices. We have shared with you the Government Finance Officers' Association's comments on MTC GW's financial statements for the fiscal year ended June 30, 2017.

5. There are no material transactions, agreements or accounts that have not been properly recorded in the accounting records underlying the financial statements.

6. The effects of the uncorrected financial statement misstatements and out-of-period adjustments summarized in the accompanying schedule Appendix 2 are immaterial, both individually and in the aggregate, to the financial statements taken as a whole. Additionally, management identified one classification error in the FY 2017 statement of cash flows for BATA. There was no net cash impact but a $20m outflow in the operating activities section should have been presented in the non capital financing section instead. Management determined that the qualitative impact of this item did not warrant a revision of the previously issued figures.

7. We acknowledge and confirm that we have fulfilled our responsibility, as set out in our engagement letters of April 13, 2018, for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error and we have disclosed to you all deficiencies in the design or operation of internal control over financial reporting of which we are aware. We have also disclosed to you which of these deficiencies we believe are significant deficiencies or material weaknesses in internal control over financial reporting.

8. We acknowledge our responsibility for the design and implementation of programs and controls to provide reasonable assurance that fraud is prevented and detected.

9. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud and we have no knowledge of any fraud or suspected fraud affecting MTC involving:

   a. Management,
   b. Employees who have significant roles in internal control over financial reporting, or
   c. Others where the fraud could have a material effect on the financial statements.

10. We have no knowledge of any allegations of fraud or suspected fraud affecting MTC received in communications from employees, former employees, analysts, regulators, short sellers, or others. (As to items 8, 9 and 10, we understand the term "fraud" to mean those matters described in AICPA AU-C 240).

11. There have been no violations or possible violations of laws or regulations whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.

12. MTC has no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.

13. We have disclosed to you the identity of the MTC's related parties and all the related party relationships and transactions of which we are aware.

14. The following, if material, have been properly recorded or disclosed in the financial statements

    a. Relationships and transactions with related parties, as described in GASB Codification Section 2250 -*Additional Financial Reporting Considerations*, including sales, purchases, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties.

    b. Significant changes in estimates in accordance with GASB Codification Section 2250 - Additional Financial Reporting Considerations.

    c. Significant estimates and material concentrations known to management that are required to be disclosed in accordance with GASB 72, *Fair Value Measurement and Application.*

15. There are no Guarantees, whether written or oral, under which MTC is contingently liable.

16. MTC has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral, except as disclosed in the financial statements.

17. Where an allocation estimate is used to recognize assets for construction/capital work in process, management has ensured the underlying assumptions, methods, procedures and the source and reliability of supporting data are reasonable and based on applicable guidance. The procedures and methods utilized in developing assumptions, estimates and judgments are appropriate and have been consistently applied in the periods presented. Any change is allocation in the current year was as a result of new facts and circumstances not previously known and as such was accounted for as a change in estimate.

18. MTC has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.

19. Receivables recorded in the financial statements represent bona fide claims against debtors for sales or other charges arising on or before the balance sheet dates and are not subject to discount except for normal cash discounts. Receivables classified as current do not include any material amounts which are collectible after one year. All receivables have been appropriately reduced to their estimated net realizable values.

20. We have not violated any covenants of our debt instruments during any of the periods presented, and we disclosed to you all covenants and information related to how we determined compliance with the covenants.

21. We are responsible for all significant estimates and judgments affecting the financial statements. Significant estimates and judgments and their underlying assumptions, methods, procedures and the source and reliability of supporting data are reasonable and based on applicable guidance, are completely and appropriately disclosed in the financial statements, and appropriately reflect management's intent and ability to carry out specific courses of action, where relevant. The procedures and methods utilized in developing assumptions, estimates and judgments are appropriate and have been consistently applied in the periods presented. There have been no subsequent events which would require the adjustment of any significant estimate and related disclosures.

22. MTC has no unpaid claims of risks not covered by an insurer that should either be recorded as a liability or reported as a contingency.

23. Expenditure by external transit agencies is an eligibility requirement of the AB664 fund.

24. The Service Authority for Freeways and Expressways ("SAFE") revenue is a fee and not a tax and therefore this entity is appropriately classified as an enterprise fund.

25. Management has determined in consultation with counsel that the contract between the Bay Area Toll Authority ("BATA") and the patron for prepaid FasTrak toll monies establishes a legal restriction on the use of the patron's monies such that the monies may not be used by BATA for operating purposes.

26. Management has determined in conclusion with counsel that the contract between BATA and the Golden Gate Bridge Highway and Transportation District relating to the collection of FasTrak toll monies establishes a legal restriction on the use of the monies such that the monies may not be used by BATA for operating purposes.

27. The Memorandum of Understanding Regarding the Operation and Maintenance of Clipper Fare Collection System ("MOU") is a validly executed arrangement and is the basis by which MTC and the parties to the MOU are operating the Clipper Fare Collection System.

28. Management has concluded that the nature of ABAG membership dues is a fee charged to external users for goods or service. As such, ABAG is considered an enterprise fund.

29. Management has concluded that in consideration of the GASB Codification 2100 - *Defining the financial reporting entity*, ABAG, 375 Beale Condo, are not considered component units of MTC GW. Additionally, POWER, FAN, ABAG Pooled Liability Assurance Network, ABAG Comp Shared Risk Pool, and the San Francisco Bay Restoration Authority are not considered to be component units of ABAG.

30. We have appropriately implemented the provisions of GASB Statement No. 75 *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions* (GASB 75). We concluded that it was not practical, as defined by GASB 75, to determine the amounts of all applicable deferred inflows of resources and deferred outflows of resources related to OPEB for the prior periods presented.

31. Management has followed applicable laws and regulations in adopting, approving, and amending budgets.

32. The financial statements of MTC properly classify all funds and activities.

33. The financial statements of MTC include all component units and properly disclose all other related organizations.

34. All funds that meet the quantitative criteria in GASB Codification Section 2200 – *Comprehensive Annual Financial Report*, for presentation as major are identified and presented as such and all other funds that are presented as major are considered to be important to financial statement users, and therefore presented accordingly.

35. Net position components (restricted, assigned, committed, unassigned, nonexpendable, invested in capital assets, net of related debt; and unrestricted and fund balance reserves and designations) are properly classified and, if applicable, approved.

36. Expenses have been appropriately classified in or allocated to functions and programs in the statement of activities and the statement of revenues, expenses and changes in fund balances/net position, and allocations have been made on a reasonable basis.

37. Interfund, internal, and intra-entity activity and balances have been appropriately classified and reported.

38. Deposits and investment securities are properly classified in a category of custodial credit risk.

39. Capital assets, including infrastructure assets, are properly capitalized, reported, and, if applicable, depreciated.

40. We acknowledge our responsibility for the presentation of the *Required Supplementary Information, Other Supplementary Information*, and *Statistical Section* in accordance with prescribed guidelines. We believe such information, including its form and content, is fairly presented in accordance with applicable criteria, including those required by GASB. The methods of measurement or presentation have not changed from those used in the prior period. We have informed you about any significant assumptions or interpretations underlying the measurement or presentation of the information.

41. Assets and liabilities required to be measured at fair value were measured both on a recurring and nonrecurring basis at fair value in accordance with GASB Statement No. 72, Fair value measurement and application. The valuation was determined using an acceptable methodology applied on a consistent basis and taking into account reasonable assumptions, including highest and best use, non-performance risk and credit and liquidity risk adjustments. We classified and disclosed financial assets and liabilities in the financial statements as Level 1, Level 2 and Level 3 in accordance with GASB 72, including a description of inputs and information used to develop valuation techniques.

42. Special items are appropriately classified and reported.

43. Tax-exempt bonds issued have retained their tax-exempt status.

44. The actuarial valuations of the Miscellaneous Plan of Metropolitan Transportation Commission, MTC's defined-benefit other post-employment benefits healthcare plan obligations, and all other MTC pension and OPEB plans were determined using acceptable methodologies applied on a consistent basis and taking into account the individual characteristics of the plans and reasonable assumptions, including those for the discount rates, rates of return on plan assets, mortality rates and other demographic assumptions.

45. We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us.

46. We are responsible for establishing and maintaining effective internal controls over financial reporting.

47. We are responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America.

48. We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us.

49. We have identified and disclosed to you all instances that have occurred or are likely to have occurred, of fraud and noncompliance with provisions of laws and regulations that have a material effect on the financial statements, and any other instances that warrant the attention of those charged with governance.

50. We have identified and disclosed to you all instances that have occurred or are likely to have occurred, of noncompliance with provisions of contracts and grant agreements that has a material effect on the determination of financial statement amounts.

51. We have identified and disclosed to you all instances that have occurred or are likely to have occurred of abuse that could be quantitatively or qualitatively material to the financial statements.

52. We are responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

53. We acknowledge our responsibility for the design, implementation, and maintenance of internal controls to prevent and detect fraud.

54. We have taken timely and appropriate steps to remedy fraud, illegal acts, violations of provisions of contracts or grant agreements, or abuse that you report.

55. We have a process to track the status of audit findings and recommendations.

56. We have identified for you previous financial audits, attestation engagements, and other studies related to the audit objectives and whether related recommendations have been implemented.

57. We have provided views on your reported findings, conclusions, and recommendations, as well as management's planned corrective actions, for the report.

58. We acknowledge our responsibilities as they relate to nonaudit services performed by you and assume all management responsibilities. We oversee the services by designating an individual within senior management who possesses suitable skills, knowledge, or experience and we evaluate the adequacy and results of the services performed. We accept responsibility for the results of the services.

With respect to the federal awards program applicable to MTC entities

I. We are responsible for complying, and have complied, with the requirements of the Uniform Guidance.

II. We are responsible for understanding and complying with the requirements of federal statutes, regulations, and the terms and conditions of federal awards related to each of our federal programs.

III. We are responsible for establishing and maintaining, and have established and maintained, effective internal control over compliance for federal programs that provides reasonable assurance that we are managing federal awards in compliance with federal statutes, regulations,

and the terms and conditions of the federal award that could have a material effect on our federal programs.

IV. We acknowledge and understand our responsibility for the presentation of the schedule of expenditures of federal awards in accordance with the Uniform Guidance and we believe such information, including its form and content, is fairly presented in accordance with the Uniform Guidance. We have included expenditures made during the period being audited for all awards provided by federal agencies in the form of grants, federal cost-reimbursement contracts, loans, loan guarantees, property (including donated surplus property), cooperative agreements, interest subsidies, insurance, food commodities, direct appropriations, and other assistance. The methods of measurement or presentation have not changed from those used in the prior period. We have informed you about any significant assumptions or interpretations underlying the measurement or presentation of the schedule of expenditures of federal awards.

V. We have identified and disclosed to you all of our government programs and related activities subject to the Uniform Guidance compliance audit.

VI. We have identified and disclosed to you the requirements of federal statutes, regulations, and the terms and conditions of federal awards that are considered to have a direct and material effect on each major program.

VII. We have made available all contracts and grant agreements (including amendments, if any) and any other correspondence relevant to federal programs and related activities that have taken place with federal agencies or pass-through entities.

VIII. We have identified and disclosed to you all amounts questioned and all known noncompliance with the direct and material compliance requirements of federal awards or stated that there was no such noncompliance.

IX. We believe that we have complied with the direct and material compliance requirements.

X. We have made available to you all documentation related to compliance with the direct and material compliance requirements, including information related to federal program financial reports and claims for advances and reimbursements.

XI. We have provided to you our interpretations of any compliance requirements that are subject to varying interpretations.

XII. We have disclosed to you any communications from federal awarding agencies and pass-through entities concerning possible noncompliance with the direct and material compliance requirements, including communications received from the end of the period covered by the compliance audit to the date of the auditor's report.

XIII. We have disclosed to you the findings received and related corrective actions taken for previous audits, attestation engagements, and internal or external monitoring that directly relate to the objectives of the compliance audit, including findings received and corrective actions taken from the end of the period covered by the compliance audit to the date of the auditor's report.

XIV. We are responsible for taking corrective action on audit findings of the compliance audit and have developed a corrective action plan that meets the requirements of the Uniform Guidance.

XV. We have provided you with all information on the status of the follow-up on prior audit findings by federal awarding agencies and pass-through entities, including all management decisions.

XVI. We have disclosed the nature of any subsequent events that provide additional evidence with respect to conditions that existed at the end of the reporting period that affect noncompliance during the reporting period.

XVII. We have disclosed all known noncompliance with direct and material compliance requirements occurring subsequent to the period covered by your report or we have stated that there were no such known instances.

XVIII. We have disclosed whether any changes in internal control over compliance or other factors that might significantly affect internal control, including any corrective action taken by management with regard to significant deficiencies and material weaknesses in internal control over compliance, have occurred subsequent to the period covered by the auditor's report.

XIX. Federal program financial reports and claims for advances and reimbursements are supported by the books and records from which the basic financial statements have been prepared.

XX. The copies of federal program financial reports provided to you are true copies of the reports submitted, or electronically transmitted, to the federal agency or pass-through entity, as applicable.

XXI. We have monitored subrecipients, as necessary, to determine that they have expended subawards in compliance with federal statutes, regulations, and the terms and conditions of the subaward and have met the other pass-through entity requirements of the Uniform Guidance.

XXII. We have issued management decisions for audit findings that relate to federal awards we make to subrecipients and that such management decisions are issued within six months of acceptance of the audit report by the Federal Audit Clearinghouse. Additionally, we have followed-up ensuring that the subrecipient takes timely and appropriate action on all deficiencies detected through audits, on-site reviews, and other means that pertain to the federal award provided to the subrecipient from us.

XXIII. We have considered the results of subrecipient audits and have made any necessary adjustments to our own books and records.

XXIV. We have charged costs to federal awards in accordance with applicable cost principles.

XXV. We are responsible for, and have accurately prepared, the summary schedule of prior audit findings to include all findings required to be included by the Uniform Guidance.

XXVI. The reporting package does not contain protected personally identifiable information.

XXVII. We have accurately completed the appropriate sections of the data collection form.

XXVIII. We have disclosed all contracts or other agreements with service organizations.

To the best of our knowledge and belief, no events have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustment to or disclosure in the aforementioned financial statements.

Steve Heminger – Executive Director

Brian Mayhew – Chief Financial Officer

Arleicka Conley – Section Director/Finance & Accounting

Debbie Atmaja – Assistant Director/Financial Reporting

Suzanna Bode – Accounting Manager

Appendix 1

Materiality Levels

Fund Name	Materiality ($)
MTC General	175,000
AB664	371,000
STA	436,000
Rail Reserves	84,000
BART Car Exchange	772,000
MTC Non Major	16,000
Gov Activities / Fund 299 (A)	561,000
BATA	755,000
Clipper	89,000
SAFE	21,000
BAHA	482,000
BAIFA	18,000
TDA / AB1107 / Clipper	443,000
ABAG	67,000
ABAG Non major	190
POWER	13,000
FAN	1,900
375 Beale Condo Corporation	8,100

Appendix 2

Preliminary SUM items
Funds affected

FY 2018 SUM Entries - Business Type:

Entries	Reason	BATA		Clipper		SAFE		Business-Wide
DR/CR Operating Expenses	To correct expenses pertaining to FY 2108 that were not booked	$ 1,995,583		$ -		$ -		$ 1,995,583
CR/DR Accounts Payable			$ 1,995,583		$ -		$ -	$ 1,995,583

Total of Prior Year out-of-period adjustments:

	Reason	BATA	Clipper	SAFE	Business-Wide
DR/CR Income statement	To correct transactions pertaining to FY2017 that were subsequently booked in FY2018.	$ (6,412,461)	$ (308,047)	$ (101,996)	$ (6,822,504)
Net P/L Impact of Uncorrected Misstatements (rollover):		$ (4,416,878)	$ (308,047)	$ (101,996)	$ (4,826,921)

Financial Statements Metrics:

Operating Revenues	$ 755,729,337	$ 22,948,430	$ 6,705,582	$ 785,383,349
Operating Expenses	$ 168,219,801	$ 36,327,062	$ 10,568,893	$ 215,115,756
Non-operating Revenues (Expenses)	$ (630,760,866)	$ 2,834,077	$ 7,109,807	$ (620,816,982)
Transfers	$ (32,883,977)	$ 16,479,572	$ (737,565)	$ (17,141,970)
Change in Net Position	$ (76,135,307)	$ 5,935,017	$ 2,508,931	$ (67,691,359)
Total current assets	$ 1,001,096,640	$ 20,198,207	$ 28,084,562	$ 1,049,379,409
Total non-current assets	$ 1,812,888,649	$ -	$ 1,129,743	$ 1,814,018,392
Total Deferred Outflows	$ 841,036,382	$ 1,008,479	$ 300,869	$ 842,345,730
Total current liabilities	$ 370,125,649	$ 7,710,687	$ 935,719	$ 378,772,055
Total non-current liabilities	$ 10,001,449,920	$ 2,437,580	$ 743,726	$ 10,004,631,226
Total Deferred Inflows	$ 934,664	$ 185,212	$ 57,664	$ 1,177,540
Total Net Position	$ (6,717,488,562)	$ 10,873,207	$ 27,778,065	$ (6,678,837,290)

Preliminary SUM items

Funds affected

FY 2018 SUM Entries - Governmental Funds:

Entries	Reason	MTC General	AB664	STA	Rail Reserves	BART Car	Non-Major	GW
DR/CR Operating Expenses	To correct expenses pertaining to FY 2018 that were not booked							$ -
CR/DR Accounts Payable								$ -

Total of Prior Year out-of-period adjustments:

	Reason	MTC General	AB664	STA	Rail Reserves	BART Car	Non-Major	GW
DR/CR Income statement	To correct transactions pertaining to FY2017 that were subsequently booked in FY2018	$ -	$ -		$ (414,840)		$ (49,040)	$ (463,880)
Net P/L Impact of Uncorrected Misstatements (rollover):		$ -	$ -	$ -	$ (414,840)	$ -	$ (49,040)	$ (463,880)

Financial Statements Metrics:

	MTC General	AB664	STA	Rail Reserves	BART Car	Non-Major	GW
Total Revenues	$ 78,884,559.00	$ 2,474,839.00	$ 218,325,209.00	$ 700,978.00	$ 4,335,949.00	$ 8,384,209.00	$ 303,747,937.00
Total Expenditures	$ 87,823,801.00	$ 9,552,966.00	$ 172,215,346.00	$ 9,821,602.00	$ 4,875.00	$ 1,402,431.00	$ 279,625,929.00
Total Assets	$ 73,107,500.00	$ 185,757,363.00	$ 150,338,138.00	$ 42,181,869.00	$ 386,108,863.00	$ 87,713,309.00	$ 930,919,647.00
Total Deferred Outflows	$ -	$ -	$ -	$ -	$ -	$ -	$ 12,929,215.00
Total Liabilities	$ 26,694,522.00	$ 1,107,675.00	$ 73,314,782.00	$ 775,508.00	$ -	$ 530,010.00	$ 138,844,773.00
Total Deferred Inflows	$ -	$ 168,704,508.00	$ -	$ 135,777,134.00	$ -	$ 40,033,137.00	$ 346,792,795.00
Total Fund Balance	$ 46,412,978.00	$ 15,945,180.00	$ 77,023,356.00	$ (94,370,773.00)	$ 386,108,863.00	$ 47,150,162.00	$ 458,211,294.00

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Association of Bay Area Governments

Reports on Federal Awards in Accordance With OMB Uniform Guidance For the Year Ended June 30, 2018

Component Unit	EIN
Association of Bay Area Governments	94-2832478

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Association of Bay Area Governments
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Report of Independent Auditors on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With *Government Auditing Standards*

To the Executive Board of the
Association of Bay Area Governments:

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the business-type activities and aggregate remaining fund information of the Association of Bay Area Governments ("ABAG") as of and for the year ended June 30, 2018, and the related notes to the financial statements, which collectively comprise ABAG's basic financial statements, and have issued our report thereon dated November 16, 2018.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered ABAG's internal control over financial reporting ("internal control") to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of ABAG's internal control. Accordingly, we do not express an opinion on the effectiveness of ABAG's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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Compliance and Other Matters

As part of obtaining reasonable assurance about whether ABAG's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

DRAFT

San Francisco, California
November 16, 2018

DRAFT

Report of Independent Auditors on Compliance with Requirements That Could Have a Direct and Material Effect on Each Major Program and on Internal Control Over Compliance in Accordance With the OMB Uniform Guidance

To the Executive Board of the
Association of Bay Area Governments:

Report on Compliance for Each Major Federal Program

We have audited the Association of Bay Area Governments' ("ABAG") compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on each of ABAG's major federal programs for the year ended June 30, 2018. ABAG's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with federal statutes, regulations and the terms and conditions of its federal awards applicable to its federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for each of ABAG's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about ABAG's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of ABAG's compliance.

Opinion on Each Major Federal Program

In our opinion, ABAG complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2018.

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Report on Internal Control Over Compliance

Management of ABAG is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered ABAG's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of ABAG's internal control over compliance.

A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

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Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance

We have audited the financial statements of the business-type activities and aggregate remaining fund information of the Association of Bay Area Governments ("ABAG") as of and for the year ended June 30, 2018, and the related notes to the financial statements, which collectively comprise ABAG's basic financial statements. We issued our report thereon dated November 16, 2018, which contained unmodified opinions on those financial statements. Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the basic financial statements. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the Uniform Guidance and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

DRAFT

San Francisco, California
November 16, 2018

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Association of Bay Area Governments
Schedule of Expenditures of Federal Awards
For the Year ended June 30, 2018

Federal Grantor/Pass Through Grantor Program or Cluster Title	Federal CFDA Number	Pass-Through Entity Identifying Number	Passed-Through to Sub-Recipients	Total Federal Expenditures
United States Environmental Protection Agency				
The San Francisco Baywater Quality Improvement Fund				
Direct Awards				
Greener Pesticides for Cleaner Waterways Campaign				
W900T97901	66.126		$ -	$ 18,688
Guadalupe Watershed Calcine Removal				
W999T03401	66.126		514,539	545,838
Urban Greening Bay Area				
W999T26201	66.126		303,211	342,640
W999T53101	66.126		264,491	280,927
Suisun Marsh				
W999T25701	66.126		83,530	180,038
Subtotal: CFDA 66.126			1,165,771	1,368,131
National Estuary Program				
Direct Awards				
San Francisco Estuary Program				
CE00T47801	66.456		25,868	311,970
Implementation of the Comprehensive Conservation and Management Plan				
CE99T59901	66.456		14,562	401,196
Subtotal: CFDA 66.456			40,430	713,166
Regional Wetland Program Development Grants				
Direct Awards				
Wetland Policy Climate Change Update				
CD99T34301	66.461		-	45,250
Bay Area Wetlands Regional Monitoring Program Plan				
CD99T66201	66.461		41,437	87,595
Subtotal: CFDA 66.461			41,437	132,845
Brownfields Assessment and Cleanup Cooperative Agreements				
Direct Awards				
Brownfields Assessment and Cleanup Cooperative Agreements				
BF99T45501	66.818		112,945	112,945
Subtotal: CFDA 66.818			112,945	112,945
Total United States Environmental Protection Agency			1,360,583	2,327,087

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Association of Bay Area Governments
Schedule of Expenditures of Federal Awards
For the Year ended June 30, 2018

Federal Grantor/Pass Through Grantor Program or Cluster Title	Federal CFDA Number	Pass-Through Entity Identifying Number	Passed-Through to Sub-Recipients	Total Federal Expenditures
Department of the Interior				
U.S. Geological Survey				
Direct Awards				
U.S. Geological Survey Research and Data Collection				
G16AC003818	15.808		13,678	13,678
G17AC00135	15.808		49,103	49,103
G17AC00239	15.808		48,868	48,868
140G0318P0151	15.808		7,860	7,860
Subtotal: CFDA 15.808			119,509	119,509
Direct Awards				
Earthquake Hazards Program Assistance				
G16AP00172	15.807		27,190	27,190
G15AP00118	15.807		10,814	10,814
Subtotal: CFDA 15.807			38,004	38,004
Clean Vessel Act				
Pass through from California State Department of Parks & Recreation				
Clean Vessel Education & Outreach Grant				
	15.616	C8957414	-	200,936
	15.616	C8961418	-	30,162
Subtotal: CFDA 15.616			-	231,098
Total Department of the Interior			157,513	388,611
Department of Energy				
Conservation Research and Development				
Direct Award				
San Francisco BayREN (BRICR)				
DE-EE00075580001	81.086		87,715	152,080
Subtotal: CFDA 81.086			87,715	152,080
Total US Department of Energy			87,715	152,080
Department of Homeland Security				
Cooperating Technical Partners				
Direct Awards				
EMF2016CA00010	97.045		33,857	33,857
EMF2017CA00007	97.045		105,581	105,581
Subtotal: CFDA 97.045			139,438	139,438
Total Department of Homeland Security			139,438	139,438
Total Expenditures for Federal Awards			$ 1,745,249	$ 3,007,216

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Association of Bay Area Governments
Notes to Schedule of Expenditures of Federal Awards
For the Year Ended June 30, 2018

1. Basis of Accounting

The accompanying Schedule of Expenditures of Federal Awards (the "Schedule") presents the activity of all expenditures of federal awards of the Association of Bay Area Governments ("ABAG"). ABAG's reporting entity is defined in Note 1 of ABAG's Financial Statements

The Schedule is presented using the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (the "Uniform Guidance"). Therefore, some amounts presented in the Schedule may differ from amounts presented in, or used in preparation of, the financial statements.

2. Indirect Cost Rate

ABAG applies its predetermined approved indirect cost rate when charging indirect costs to federal awards rather than the 10% de minimis indirect cost rate as described in Section 200.414 of the Uniform Guidance.

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Association of Bay Area Governments
Schedule of Findings and Questioned Costs
For the Year Ended June 30, 2018

Section I – Summary of Auditor's Results

Financial Statements

Type of auditor's report issued:	Unmodified
Internal control over financial reporting:	
• Material weakness(es) identified?	No
• Significant deficiency(ies) identified that are not considered to be material weaknesses?	None reported
Noncompliance material to financial statements noted?	No

Federal Awards

Internal control over major programs:	
• Material weakness(es) identified?	No
• Significant deficiency(ies) identified that are not considered to be material weaknesses?	None reported
Type of auditor's report issued on compliance for major programs:	Unmodified
Any audit findings disclosed that are required to be reported in accordance with 2 CFR 200.516(a)?	No
Identification of major programs:	
CFDA Number(s)	Name of Federal Program or Cluster:
66.456	National Estuary Program
Dollar threshold used to distinguish between type A and type B programs:	$750,000
Auditee qualified as low-risk auditee?	Yes

Section II – Financial Statement Findings

None noted.

Section III – Federal Award Findings and Questioned Costs

None noted.

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Association of Bay Area Governments
Summary Schedule of Prior Audit Findings
For the Year Ended June 30, 2018

The prior year audit did not disclose any findings or questioned costs required to be reported in accordance with Uniform Guidance.

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Association of Bay Area Governments

Financial Statements
For the Year Ended June 30, 2018

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Association of Bay Area Governments
Financial Statements
For the Year Ended June 30, 2018
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Report of Independent Auditors

To the Members of the Executive Board of the
Association of Bay Area Governments:

We have audited the accompanying financial statements of the business-type activities and aggregate remaining fund information of the Association of Bay Area Governments ("ABAG"), as of and for the year ended June 30, 2018, and the related notes to the financial statements, which collectively comprise ABAG's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express opinions on the financial statements based on our audit. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to ABAG's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of ABAG's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities and aggregate remaining fund information of the Association of Bay Area Governments as of June 30, 2018, and the respective changes in financial position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

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Emphasis of Matter

As discussed in Note 1. J to the financial statements, in the year ended June 30, 2018 ABAG changed the manner in which it accounts for Postemployment Benefit Plans Other Than Pension Plans. Our opinion is not modified with respect to this matter.

Other Matters

Required Supplementary Information

The accompanying management's discussion and analysis ("MD&A") on pages 3 through 8 and other required supplementary information ("RSI") on pages 38 through 42 are required by accounting principles generally accepted in the United States of America to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Supplementary Information

Our audits were conducted for the purpose of forming opinions on the financial statements that collectively comprise ABAG's basic financial statements. The other supplementary schedules identified in the table of contents under Other Supplementary Information and appearing on pages 43 through 49 are presented for purposes of additional analysis and are not a required part of the basic financial statements. The information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States of America. In our opinion, these supplementary schedules are fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

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San Francisco, California
November 16, 2018

Management's Discussion and Analysis

This section presents an overview of the financial activities of the Association of Bay Area Governments (ABAG) and its blended component units for the year ended June 30, 2018. This discussion has been prepared by management and should be read in conjunction with the financial statements and the notes which follow.

ABAG was created by local governments to meet their planning and research needs related to land use, environmental and water resource protection, disaster resilience, energy efficiency and hazardous wasted mitigation. In addition to the planning function, ABAG runs two major grant funded programs: San Francisco Estuary Partnership (SFEP) and Bay Area Regional Energy Network (BayREN).

SFEP was established in 1988 by the State of California and the U.S. Environmental Protection Agency under the Clean Water Act's National Estuary Program when the San Francisco Estuary was designated as *estuary of national significance*. SFEP manages important multi-benefit projects that improve the health of the Estuary by implementing the *Estuary Blueprint*, a comprehensive, collective vision for the Estuary's future. SFEP receives fundings from federal, state and local for regional-scale restoration, water quality improvement, and resilience-building projects. SFEP's host entity is ABAG.

BayRen is a collaboration of the nine counties that make up the San Francisco Bay Area. Led by ABAG, BayREN provides regional-scale energy efficiency programs, services, and resources. BayREN is funded by utility ratepayer funds through the California Public Utilities Commission, as well as other sources, drawing on the expertise, knowledge, and proven track record of Bay Area local governments.

A. Financial Highlights

On April 20, 2017, the ABAG Executive Board approved a Contract for Services between ABAG and the Metropolitan Transportation Commission (MTC). On July 1, 2017 all members of the ABAG staff, excluding the ABAG Legal Counsel, who retired on January 5, 2018, were consolidated into MTC as new employees. ABAG retains ownership of all its existing assets and remains responsible for its outstanding liabilities, including unfunded pension and other post employment benefits (OPEB) liabilities.

The staff consolidation of the two agencies provides ABAG with an expanded financial position to carry out its important work – supporting local governments and the Bay Area. The following are some of the highlights from fiscal year 2018.

<u>Planning Housing and Neighborhoods</u>

- Launched $50 million Bay Area Preservation Pilot revolving loan fund with $10 million MTC investment.
- Issued $8 million Priority Development Areas (PDA) Planning, Technical and Staffing Assistance Call for Projects for local jurisdictions.
- Hosted three Planning Innovations regional forums.
- Invested in electric vehicle infrastructure with the Bay Area Air Quality Management District to

accelerate EV usage in the region.

San Francisco Estuary Partnership (SFEP)

- Held the 2017 State of the Estuary Conference.
- Completed eight Integrated Regional Water Management Program projects.
- Staffed the San Francisco Bay Restoration Authority which approved nearly $18 million in the first round of grants.
- Awarded a grant by EPA to develop a Wetland Regional Monitoring Program.
- Awarded an additional $0.25 million for the Clean Vessel Act Program.
- Received additional funding of $0.085 million from EPA's Climate Ready Estuaries Program.

Bay Area Regional Energy Network (BayREN)

- BayREN received California Public Utilities Commission's (CPUC) approval of its "Business Plan" with funding through 2025.
- BayREN Single Family Home Upgrade program has paid over $3.8 million in incentives to Bay Area homeowners for improving energy efficiency and reducing energy use in existing single family homes.
- The Bay Area Multifamily Building Enhancements (BAMBE) program, which offers free technical consulting for energy retrofits, has paid over $4.1 million in rebates to property owners for installing energy upgrades and improving energy efficiency in multifamily buildings. In addition, the program has issued six loans which total over $1 million. The loans offer the property owners the opportunity to finance up to 50% of a project's cost at zero percent interest.

Post Employment Benefits Other Than Pension

- ABAG adopted Governmental Accounting Standards Board (GASB) Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions* in fiscal year 2018, and reported the prior period cumulative effect of applying GASB 75 as a restatement of the opening net position balance. Refer to Note 1J.

B. Overview of the Financial Statements

The ABAG's Financial Statements include *Statement of Net Position*, *Statement of Revenues, Expenses and Changes in Net Position*, and *Statement of Cash Flows*. The financial statements are prepared in accordance with accounting principles generally accepted in the United States of America.

Statement of Net Position reports assets plus deferred outflows of resources, liabilities plus deferred inflows of resources and the difference as net position. *Statement of Revenues*, *Expenses and Changes in Net Position* consists of operating revenues and expenses and non-operating revenues and expenses. *Statement of Cash Flows* are presented using the direct method.

The Financial Statements above provide information about the financial activities of ABAG's funds. The ABAG fund is presented as a major fund; ABAG Finance Corporation and BALANCE Foundation are presented as non-major funds in an aggregate amount in a separate column.

C. Financial Analysis

ABAG has negative net position of approximately $4 million for fiscal year 2018 primarily due to the recognition of GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions* and GASB Statement No. 68, *Accounting and Financial Reporting for Pensions* of $1.5 million and $3.2 million respectively. Refer to Note 2 to the financial statements for further information.

Statement of Net Position

The following table is a summary of ABAG's Statement of Net positon as of June 30 for the last two fiscal years:

	2018	2017
Assets		
Current and other assets	$ 17,160,006	$ 23,603,326
Capital assets	5,541,035	5,860,144
Total assets	22,701,041	29,463,470
Deferred outflows	6,508,318	6,613,550
Liabilites		
Other liabilites	10,416,898	16,530,941
Long term liabilites	21,652,802	18,662,892
Total liabilites	32,069,700	35,193,833
Deferred inflows	1,081,028	1,407,157
Net position:		
Net investment in capital assets	5,541,035	5,644,144
Unrestriced (deficit)	(9,482,404)	(6,168,114)
Total net position	$ (3,941,369)	$ (523,970)

Total assets decreased by $6,762,429 or 22.95 percent from fiscal year 2017 to fiscal year 2018. The decrease in total assets was primarily due to a decrease in accounts receivable balance at the end of fiscal year 2018. The decrease in capital assets was mainly due to depreciation.

Total liabilities decreased by $3,124,133 or 8.88 percent from fiscal year 2017 to fiscal year 2018. The decrease was primarily due to a decrease in current liabilities, offset by increases in long term liabilities of pension and OPEB. The decrease in current liabilities was mainly due to decreases in accounts payable and accrued expenses related to grant projects.

Deferred inflows decreased by $326,129 or 23.18 percent from fiscal year 2017 to fiscal year 2018. The decrease was mainly due to a decrease in deferred inflows from pension.

Total net position decreased by $3,417,399 from fiscal year 2017 to fiscal year 2018. The decrease was primarily due to a prior period adjustment as a result of the adoption of GASB 75, as well as due to an operating loss of $2,295,080 in fiscal year 2018.

Statement of Revenues, Expenses, and Changes in Net Position

The following table is a summary of ABAG's Statement of Revenues, Expenses, and Changes in Net Position for the last two fiscal year ended June 30:

	2018	2017
Operating revenues		
Membership dues	$ 2,068,486	$ 1,963,769
Charges for services	-	3,416,556
Conference registration	313,404	250,879
Other operating revenues	167,503	214,709
Total operating revenues	2,549,393	5,845,913
Operating expenses		
Salaries and benefits	3,416,206	4,727,003
Professional fees	325,840	1,735,908
Other operating expenses	1,102,427	1,656,140
Total operating expenses	4,844,473	8,119,051
Operating loss	(2,295,080)	(2,273,138)
Nonoperating revenues/(expenses)		
Grants	29,055,371	39,444,969
Salaries and benefits	(2,132,062)	(3,374,672)
Professional fees	(26,328,868)	(31,481,218)
Gain on sale of capital assets	1,376	4,959,746
Other nonoperating revenues	176,435	19,497
Other nonoperating expenses	(400,756)	(306,849)
Total nonoperating revenues (expenses)	371,496	9,261,473
Change in net position	(1,923,584)	6,988,335
Net position - beginning	(523,970)	(7,512,305)
Prior period adjustment	(1,493,815)	-
Net position - beginning (as restated)	(2,017,785) *	(7,512,305)
Net position - ending	$ (3,941,369)	$ (523,970)

* In fiscal year 2018, beginning balance was restated due to the adoption of GASB Statement No. 75. See note 1J for further information.

ABAG's membership dues increased by $104,717 or 5.33 percent in comparison to the prior fiscal year. The membership dues increase was primarily due to an increase in the CPI and population growth.

Charges for services decreased by $3,416,556 or 100% from fiscal year 2017 to fiscal year 2018. Prior to July 1, 2017, ABAG provided administrative support services to its affiliated entities and received reimbursement for those services. Charges for services were reduced to zero in fiscal year 2018 due to MTC providing all support services to ABAG's affiliated entities including ABAG FAN and ABAG POWER.

Conference registration increased by $62,525 or 24.92 percent. The revenue increased mainly as a result of the State of the Estuary Conference that was held successfully in fall 2017 with over eight hundred attendees.

ABAG's total operating expenses decreased by $3,274,579 or 40.33 percent from fiscal year 2017 to fiscal year 2018. The decrease in operating expenses was mainly due to the transfer of administrative support services function to MTC.

Total nonoperating revenues / (expenses) decreased due to the following:

ABAG's grant revenues decreased by $10,389,598 or 26.34 percent from fiscal year 2017 to fiscal year 2018. The operating grant revenue decreased as result of the decline in revenues from federal, state and local grants.

The decrease in the revenue from federal grants is primarily due to a reduction of $2,500,000 in revenues from Federal Highway Administration (FHWA), Federal Transit Administration (FTA) and Surface Transportation Program (STP) funds which MTC is no longer passed through to ABAG after the ABAG/MTC staff consolidation on July 1, 2017.

State grant revenue decreased largely due to a decrease in revenue from Department of Water Resources (DWR) grants. Revenue from DWR grants reduced by $4,438,257 due to construction projects delays related to the Integrated Regional Water Management Programs.

Local grant revenue decreased mainly as result of reductions in Transportation Development Act (TDA) and toll bridge funding from MTC after the ABAG/MTC staff consolidation on July 1, 2017.

ABAG's total non-operating expenses decreased by $6,301,053 or 17.92 percent from fiscal year 2017 to fiscal year 2018. Nonoperating expenses decreased mainly due to regional planning projects that were previously performed by ABAG staff have been transferred to MTC after the ABAG/MTC staff consolidation on July 1, 2017.

Gain on sale of capital assets decreased by $4,958,369 from fiscal year 2017 to fiscal year 2018. The decrease was primarily due to an office building exchange transaction in fiscal year 2017. ABAG sold its office building in Oakland in exchange for its share of the new office building at 375 Beale Street in San Francisco in June 2017. The exchange transaction resulted in a gain of $4,959,745 in fiscal year 2017.

D. Notes to the Financial Statements

The notes to the financial statements provide additional information that is essential to a full understanding of the data provided in this management discussion and analysis and the financial statements.

E. Capital Asset Administration

ABAG's capital assets include building facilities, furniture and equipment, and capitalized software. ABAG reports its capital assets on an accrual basis. ABAG's investment in capital assets decreased to $5,541,035 in fiscal year 2018 from $5,860,144 in fiscal year 2017 due to depreciation. Additional information on ABAG's capital assets is disclosed in Note 4.

F. Economic Factors

- The Bay Area economy continues to expand lowering unemployment and raising general revenue.
- The unemployment rate dropped from 3.65 percent in fiscal year 2017 to 3.07 percent in fiscal year 2018 according to the State of California Employment Development Department.
- Regional sales of retail goods measured by regional sales tax receipts increased for the eighth consecutive year, up 4.3 percent and 2.2 percent for fiscal year 2018 and fiscal year 2017, respectively.
- Building permits for housing and commercial development continue to increase.

Requests for information

This financial report is intended to provide citizens, taxpayers, creditors, and stakeholders with a general overview of the ABAG's finances. Questions about this report may be directed to the MTC Finance Department, at 375 Beale Street, Suite 800, San Francisco, California 94105.

Association of Bay Area Governments
Statement of Net Position
June 30, 2018

	Association of Bay Area Governments	Non-Major Enterprise Funds	Total
ASSETS			
Current Assets:			
Cash	$ 5,510,125	$ 58,719	$ 5,568,844
Investments	2,225,822	-	2,225,822
Account receivable	8,950	-	8,950
Accrued interest	10,581	-	10,581
Loan receivable	131,942	-	131,942
Receivable from federal	483,227	-	483,227
Receivable from state	6,820,290	-	6,820,290
Receivable from local	68,552	-	68,552
Due from other government	645	-	645
Prepaid items	63,733	-	63,733
Total current assets	15,323,867	58,719	15,382,586
Non-current Assets			
Loan receivable	1,777,420	-	1,777,420
Capital assets, net of accumulated depreciation/ amortization	5,541,035	-	5,541,035
Total non-current assets	7,318,455	-	7,318,455
TOTAL ASSETS	22,642,322	58,719	22,701,041
DEFERRED OUTFLOWS OF RESOURCES			
Deferred outflows from pension	5,741,819	-	5,741,819
Deferred outflows from OPEB	766,499	-	766,499
TOTAL DEFERRED OUTFLOWS OF RESOURCES	6,508,318	-	6,508,318
LIABILITIES			
Current Liabilities:			
Accounts payable and accrued liabilities	4,835,140	-	4,835,140
Retention payable	2,311,569	-	2,311,569
Unearned revenue	2,751,972	-	2,751,972
Due to other government	518,217	-	518,217
Total current liabilities	10,416,898	-	10,416,898
Non-current Liabilities:			
Unearned revenue	893,623	-	893,623
Advance from PG&E	2,760,000	-	2,760,000
Net pension liability	16,288,587	-	16,288,587
Net OPEB liability	1,710,592	-	1,710,592
Total non-current liabilities	21,652,802	-	21,652,802
TOTAL LIABILITIES	32,069,700	-	32,069,700
DEFERRED INFLOWS OF RESOURCES			
Deferred inflows from pension	914,254	-	914,254
Deferred inflows from OPEB	166,774	-	166,774
TOTAL DEFERRED INFLOWS OF RESOURCES	1,081,028	-	1,081,028
NET POSITION			
Net investment in capital assets	5,541,035	-	5,541,035
Unrestricted	(9,541,123)	58,719	(9,482,404)
TOTAL NET POSITION	$ (4,000,088)	$ 58,719	$ (3,941,369)

See accompanying notes to financial statements

Association of Bay Area Governments
Statement of Revenues, Expenses and Changes in Net Position
For the Year Ended June 30, 2018

	Association of Bay Area Governments	Non-Major Enterprise Funds	Total
OPERATING REVENUES:			
Membership dues	$ 2,068,486	$ -	$ 2,068,486
Conference registration	313,404	-	313,404
Other operating revenues	122,617	44,886	167,503
TOTAL OPERATING REVENUES	2,504,507	44,886	2,549,393
OPERATING EXPENSES			
Salaries and benefits	3,416,206	-	3,416,206
Professional fees	255,188	70,652	325,840
Conference and meeting costs	117,734	-	117,734
Building assessments	325,000	-	325,000
Committee members' stipend	62,775	-	62,775
Insurance	99,170	-	99,170
Memberships	110,390	-	110,390
Deprecitation expense	312,987	-	312,987
Overhead	16,666	-	16,666
Other operating expenses	52,500	5,205	57,705
TOTAL OPERATING EXPENSES	4,768,616	75,857	4,844,473
OPERATING LOSS	(2,264,109)	(30,971)	(2,295,080)
NONOPERATING REVENUES AND (EXPENSES)			
Federal grants	3,007,216	-	3,007,216
State grants	25,712,595	-	25,712,595
Local grants	335,560	-	335,560
Salaries and benefits	(2,132,062)	-	(2,132,062)
Professional fees	(26,328,868)	-	(26,328,868)
Interest income	7,453	531	7,984
Interest expenses	(1,395)	-	(1,395)
Gain on sale of capital assets	1,376	-	1,376
Contribution from ABAG Finance Authority	168,451	-	168,451
Other nonoperating expenses	(376,688)	(22,673)	(399,361)
TOTAL NONOPERATING REVENUES (EXPENSES)	393,638	(22,142)	371,496
CHANGE IN NET POSITION	(1,870,471)	(53,113)	(1,923,584)
Net Position, beginning of year	(635,802)	111,832	(523,970)
Prior period adjustment	(1,493,815)	-	(1,493,815)
Net Position, beginning of year (as restated)	(2,129,617)	111,832	(2,017,785)
Net Position, end of year	$ (4,000,088)	$ 58,719	$ (3,941,369)

See accompanying notes to financial statements

Association of Bay Area Governments
Statement of Cash Flows
For the Year Ended June 30, 2018

	Association of Bay Area Governments	Non-Major Enterprise Funds	Total
Cash flows from operating activities			
Cash receipts from users and others	$ 3,055,904	$ 44,886	$ 3,100,790
Cash payments to suppliers and employees for services	(3,372,006)	(76,857)	(3,448,863)
Net cash used in operating activities	(316,102)	(31,971)	(348,073)
Cash flows from non-capital financing activities			
Federal grants	4,052,146	-	4,052,146
State grants	31,895,415	-	31,895,415
Local grants	486,106	-	486,106
Salaries and benefits	(1,859,855)	-	(1,859,855)
Professional fees	(32,019,178)	-	(32,019,178)
Interest expenses	(1,395)	-	(1,395)
Other nonoperating expenses	(376,688)	(22,673)	(399,361)
Net cash provided by/(used in) non-capital financing activites	2,176,551	(22,673)	2,153,878
Cash flows from capital and related financing activities			
Principal repayment of loan payable	(47,549)	-	(47,549)
Sale of capital asset	7,498	-	7,498
Net cash used in capital and related financing activities	(40,051)	-	(40,051)
Cash flows from investing activities			
Proceeds/transfer from maturity of investments	-	57,485	57,485
Return interest earnings to grantor	(21,992)	-	(21,992)
Interest and dividends received	2,071	1,060	3,131
Net cash provided by/(used in) investing activities	(19,921)	58,545	38,624
Net increase in cash	1,800,477	3,901	1,804,378
Balances - beginning of year	3,709,648	54,818	3,764,466
Balances - end of year	$ 5,510,125	$ 58,719	$ 5,568,844

See accompanying notes to financial statements

Association of Bay Area Governments
Statement of Cash Flows - Proprietary Funds
For the Year Ended June 30, 2018

	Association of Bay Area Governments	Non-Major Enterprise Funds	Total
Reconciliation of operating income to net cash used in operating activities			
Operating loss	$ (2,264,109)	$ (30,971)	$ (2,295,080)
Adjustments to reconcile operating net cash used in operating activities:			
Depreciation and amortization	312,987	-	312,987
Net effect of changes in:			
Due from other government	501,375	(1,000)	500,375
Due to other government	(36,855)	-	(36,855)
Deferred outflows from pension	871,731	-	871,731
Deferred outflows from OPEB	8,495	-	8,495
Accounts receivable	136,268	-	136,268
Perpaid expenses	109,833	-	109,833
Net pension liability	1,538,737	-	1,538,737
Net OPEB liability	(828,575)	-	(828,575)
Loan receivable	(966,246)	-	(966,246)
Deferred inflows from pension	(492,903)	-	(492,903)
Deferred inflows from OPEB	166,774	-	166,774
Advance from PG&E	880,000	-	880,000
Accounts payable and accrued expenses	(253,614)	-	(253,614)
Net cash used in operating activities	$ (316,102)	$ (31,971)	$ (348,073)
Noncash transactions			
Waiver of loan payable	$ 168,451	$ -	$ 168,451

See accompanying notes to financial statements

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

The Association of Bay Area Governments (ABAG) was established in 1961 pursuant to the Joint Exercise of Powers Act, California Government Code Section 6500, et seq by agreement among its member counties and cities of the San Francisco Bay Area. ABAG is a separate entity from its members and its purpose is to serve as a permanent forum to discuss and study matters of mutual interest and concern to member jurisdictions, develop policies and action plans, and provide services and undertake actions addressing such matters.

ABAG is governed by a General Assembly comprised of elected officials from member cities and counties. The General Assembly appoints an Executive Board to carry out policy decisions, and approve the annual budget.

On April 20, 2017, ABAG Executive Board approved a Contract for Services between ABAG and the Metropolitan Transportation Commission (MTC). As of July 1, 2017, MTC Executive Director and the consolidated staff of the two agencies perform all of the duties and programmatic work for ABAG and its Local Collaboration Programs (LCP). ABAG remains a separate legal entity, governed by its Board of Directors, and retains its mission along with all of its statutory roles and responsibilities as the region's Council of Governments.

ABAG is a membership organization that provides a variety of planning and other service programs for its members. ABAG's principal sources of revenue include membership dues, contributions and grant funded programs on a cost-reimbursement basis. The accompanying financial statements present the ABAG operation which is the primary activity, along with the financial activities of its component units, which are entities for which ABAG is financially accountable. Although they are separate legal entities, they are presented in the financial statements as a blended component unit.

Blended Component Units

Blended component units are in substance part of ABAG's operations and are reported as an integral part of the financial statements. The following blended component units are described below:

i) ABAG Finance Corporation (Corporation)

ABAG Finance Corporation is a non-profit public benefit corporation created on June 24, 1985 to aid members in obtaining financing by acting as a credit pooling conduit. Participating members issue debt, leases or certificates of participation (COPs) that are pooled as a single issue by the Corporation. Members' payments are pooled to repay the debt and the leased assets become the property of the member when the obligation is retired.

The Corporation is governed by a sub-committee of the ABAG Executive Board, which establishes financing policies and approves each credit pooling arrangement.

ii) BALANCE Foundation (BALANCE)

Balance Foundation is a non-profit, tax-exempt corporation created on September 22, 1987 to assist bay area governments in obtaining funds to study, analyze and resolve regional issues. BALANCE is governed by a Board of Directors whose appointment is controlled by ABAG.

B. Basis of Presentation

ABAG's financial statements are prepared in conformity with accounting principles generally accepted in the United States of America. The Governmental Accounting Standards Board is the acknowledged standard setting body for establishing accounting and financial reporting standards followed by governmental entities in the U.S.A.

ABAG presents its financial statements as enterprise funds and reports the following funds:

Major funds

Association of Bay Area Governments Fund - this fund accounts for revenues and expenses of the Association of Bay Area Governments.

Non-major funds

ABAG Finance Corporation Fund - this fund accounts for revenues and expenses of the ABAG Finance Corporation.

BALANCE Foundation Fund - this fund accounts for revenues and expenses of the Bay Area Leaders Addressing the Challenge of the Economy and Environment Foundation as well as the Alameda County Green Business Program (ACGP), which ABAG served as a fiscal agent. The fiscal agent function for ACGP was terminated, and the program fund balance was transferred to ACGP's new fiscal agent in April 2018.

C. Measurement Focus, Basis of Accounting, and Financial Statement Presentation

The ABAG's enterprise fund financial statements are reported using the economic resources measurement focus and the full accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place.

New Accounting Pronouncements

GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, replaces the requirements of Statements No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other than Pensions*, as amended, and No. 57, *OPEB Measurements by Agent Employers and Agent Multiple-Employer Plans*. This standard establishes new accounting and financial reporting requirements for those governments whose employees are provided with other post employment benefits (OPEB), as well as for certain nonemployer governments that have a legal obligation to provide financial support for OPEB provided to the employees of other entities. This standard was issued in June 2015 and is effective for reporting periods beginning after June 15, 2017. The implementation of this Statement resulted in a restatement and decreased beginning net position of ABAG by $1,493,815. See Note 1J, 1M and 7.

GASB Statement No. 81, *Irrevocable Split-Interest Agreements*, requires that a government that receives resources pursuant to an irrevocable split-interest agreement recognize assets, liabilities, and deferred inflows of resources at the inception of the agreement. The requirements of this statement are effective for reporting periods beginning after December 15, 2016. This standard did not have any impact on ABAG's financial statements.

GASB Statement No. 82, *Pension Issues - An Amendment of GASB Statement No. 67, No. 68, and No. 73*, addresses issues regarding (1) the presentation of payroll-related measures in required supplementary information (RSI), (2) the selection of assumptions and the treatment of deviations from the guidance in an Actuarial Standard of Practice for financial reporting purposes, and (3) the classification of payments made by employers to satisfy employee (plan member) contribution requirements. The requirements of this statement are effective for reporting periods beginning after June 15, 2016, except for the requirements of this statement for the selection of assumptions in a circumstance in which an employer's pension liability is measured as of a date other than the employer's most recent fiscal year-end. In that circumstance, the requirements for the selection of assumptions are effective for that employer in the first reporting period in which the measurement date of the pension liability is on or after June 15, 2017. This Statement was adopted early by ABAG for fiscal year ended June 30, 2017. The adoption of this Statement changed the presentation of payroll-related measures from covered-employee payroll to covered payroll in the required supplementary information (RSI).

GASB Statement No. 83, *Certain Asset Retirement Obligations*, addresses requirements regarding the retirement of certain tangible assets for all state and local governments. The requirements of this Statement are effective for reporting periods beginning after June 15, 2018. Management is currently evaluating the effect of this Statement on ABAG's financial statements.

GASB Statement No. 84, *Fiduciary Activities*, establishes criteria for identifying fiduciary activities of all state and local governments. The requirements of this statement are effective for reporting periods beginning after December 15, 2018. Management is currently evaluating the effect of this Statement on ABAG's financial statements.

GASB Statement No. 85, *Omnibus 2017*, addresses various practice issues including related blending component units, goodwill, fair value measurement and application, and postemployment benefits (OPEB). The requirements of this statement are effective for reporting periods beginning after June 15, 2017. This Statement did not have any impact on ABAG's financial statements.

GASB Statement No. 86, *Certain Debt Extinguishment Issues*, provides guidance to improve consistency in accounting and financial reporting for in-substance defeasance of debt. The requirements of this statement are effective for reporting periods beginning after June 15, 2017. This Statement did not have any impact on ABAG's financial statements.

GASB Statement No. 87, *Leases*, is to better meet the information needs of financial statement users by improving accounting and financial reporting for leases by governments. It requires recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. The requirements of this statement are effective for reporting periods beginning after December 15, 2019. Management is currently evaluating the effect of this Statement on ABAG's financial statements.

GASB Statement No. 88, *Certain Disclosures Related to Debt, including Direct Borrowings and Direct Placements*, provides additional essential information related to the debt disclosure in notes to financial statements related to debt, direct borrowings and direct placements. This Statement clarifies which liabilities governments should include when disclosing information related to debt. The requirements of this Statement are effective for reporting periods beginning after June 15, 2018. Management is currently evaluating the effect of this Statement on ABAG's financial statements.

GASB Statement No.89, *Accounting for Interest Cost Incurred before the End of a Construction Period*, establishes accounting requirements for interest cost incurred before the end of a construction period. This Statement enhances the relevance and comparability of information about capital assets and the cost of borrowing for a reporting period. The requirements of this Statement are effective for reporting periods beginning after December 15, 2019. Management is currently evaluating the effect of this Statement on ABAG's financial statements.

D. Net Position

Net position, presented in the financial statements, represents the residual interest in assets plus deferred outflows after liabilities and deferred inflows are deducted. ABAG's net position consists of three sections: Net investment in capital assets, restricted and unrestricted. Net position is reported as restricted when constraints are imposed by creditors, grantors, contributors, laws or regulations or other governments or enabling legislation. There is no amount reported in restricted net position in the year-end.

E. Cash and Investments

Under the Contract for Services MTC invests ABAG's available cash under the prudent investor rule. The prudent investor rule states, in essence, that "in investing … property for the benefit of another, a trustee shall exercise the judgment and care, under the circumstance then prevailing, which people of prudence, discretion, and intelligence exercise in the management of their own affairs." This policy affords ABAG a broad spectrum of investment opportunities as long as the investment is deemed prudent and is authorized under the California Government Code Sections 53600, et seq. ABAG's Administrative Committee adopted MTC's investment policy on June 9, 2017. Investments allowed under MTC's investment policy include the following:

- Securities of the U.S. Government or its agencies
- Securities of the State of California or its agencies
- Certificates of deposit issued by a nationally or state chartered bank
- Authorized pooled investment programs
- Commercial paper – Rated "A1" or "P1"
- Corporate notes – Rated "A" or better
- Municipal bond
- Mutual funds – Rated "AAA"
- Other investment types authorized by state law and not prohibited in MTC's investment policy.

ABAG applies the provisions of GASB Statement No. 31, *Accounting and Financial Reporting for Certain Investments and External Investment Pools, as amended* (including by GASB Statement No. 72, *Fair Value Measurement and Application*), which generally requires investments to be recorded at fair value with the difference between cost and fair value recorded as an unrealized gain or loss. Investments are stated at fair value based upon quoted market prices. Net increases or decreases in the fair value of investments are shown in the Statements of Revenues, Expenses and Changes in Net Position. During the fiscal year ended June 30, 2018, ABAG holds investments in Local Agency Investment Fund (LAIF).

ABAG considers all balances in demand deposit accounts to be cash, and classifies all other highly liquid cash equivalents as short-term investments. Highly liquid cash equivalents are short-term investments

that meet the following definitions:

- Readily convertible to known amounts of cash.
- So near their maturity that they present insignificant risk of changes in value because of changes in interest rates.

F. Prepaid Items

Certain payments to vendors applicable to future accounting periods are recorded as prepaid items based on the consumption method.

G. Capital Assets

Capital assets, which include buildings and improvements, furniture and equipment, and software, are reported in the Statement of Net Position. Capital asset acquisitions are recorded at historical cost. ABAG's intangible assets consist of purchased and licensed commercially available computer software and internally developed software.

Capital assets are defined by ABAG as assets with an initial, individual cost of more than $5,000 and an estimated useful life in excess of three years. However, capital assets that do not meet the threshold on an individual basis but are material collectively are capitalized. ABAG follows the guidance in GASB Statement No. 34, *Basic Financial Statements - and Management's Discussion & Analysis - for State and Local Governments* and GASB Statement No. 51, *Accounting and Financial Reporting for Intangible Assets for recording capital assets.*

The costs of normal maintenance and repairs that do not add to the value of the asset or materially extend asset service lives are not capitalized. Depreciation and amortization are computed using the straight-line method that is based upon the estimated useful lives of individual capital assets. The estimated useful lives of capital assets are as follows:

	Years
Facilities and improvements	5 – 30
Automobiles	5
Furniture and equipment	3 - 10
Capitalized software	3 - 6

Depreciation and amortization ceases when the use of capital assets is discontinued or a decision has been made to sell assets and the assets are not continuing to be used. Such assets are also evaluated for impairment.

H. Due to/from Other Government

The due to other government consists of the amount due to MTC for services provided in fiscal year 2018. The due from other government consists of the amount due from MTC.

I. Retirement Plans

ABAG provides a defined benefit pension plan, which provides retirement and disability benefits, annual cost-of-living adjustments and death benefits to Plan members and beneficiaries. The ABAG Miscellaneous Rate Plan is part of the public agency cost-sharing multiple-employer Defined Benefit Pension Plan (Plan) in the California Public Employees' Retirement System (CalPERS).

GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*, requires that reported results must pertain to liability and asset information within certain defined timeframes. For this report, the following timeframes are used.

Valuation Date (VD)	June 30, 2016
Measurement Date (MD)	June 30, 2017
Measurement Period (MP)	July 1, 2016 to June 30, 2017

GASB 68 allows use of a measurement date up to 12 months before the employer's fiscal year end. Accordingly, for financial reporting purposes, the ABAG total pension liability was determined by CalPERS using a valuation date of June 30, 2016. CalPERS then rolled forward the total pension liability to June 30, 2017, and this is the basis for measuring ABAG's net pension liability at June 30, 2018.

Following the staff consolidation on July 1, 2017 and the retirement of the last ABAG employee, there will be no more employees added to the ABAG Pension Plan. Future pension liabilities for employees transferred to MTC will be covered by MTC. ABAG remains responsible for its unfunded pension liabilites.

For purposes of measuring the net pension liability and deferred outflows/inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Plan and additions to / deductions from the Plan's fiduciary net position have been determined on the same basis as they are reported by the CalPERS Financial Office. For this purpose, benefit payments (including refunds of employee contributions) are recognized when currently due and payable in accordance with the benefit terms. Investments are reported at fair value.

For additional information on the Plan, refer to Note 6.

J. Other Post Employment Healthcare Benefits (OPEB)

ABAG provides post employments medical coverage for eligible retired employees and their eligible dependents through the Public Employees' Medical & Hospital Care Act (PEMHCA) governed by CalPERS. Eligible employees are the employees who were hired prior to July 1, 2009. ABAG established Section 115 benefit trust fund with the California Employers' Retiree Benefit Trust (CERBT),

an irrevocable agent multiple-employer post retirement healthcare trust fund administered by CalPERS. The benefit trust fund is not recorded as a fiduciary fund by ABAG as the underlying assets are not managed by ABAG.

In fiscal year 2018, ABAG adopted GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*, replaces the requirements of Statements No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other than Pensions*, as amended, and No. 57, *OPEB Measurements by Agent Employers and Agent Multiple-Employer Plans*. Prior to the adoption of GASB 75, ABAG reported a cumulative OPEB liability of $270,357 under the actuarially required contributions, consistent with prior accounting standard. This amount was removed from the OPEB liability with corresponding addition to the net position. Under GASB 75, ABAG has a liability which is required to be recognized and reported as an obligation in the financial statements. The prior periods' OPEB liability cumulative amount of $2,539,167 was recognized in fiscal year 2018 with the corresponding reduction to beginning net position balance of $1,764,173, and an addition to the deferred outflows of $774,994.

The impact of adoption GASB 75 on the net position at July 1, 2017 is summarized as follows:

	Association of Bay Area Governments
Net Position at July 1, 2017 as previously reported	$ (635,802)
Impact of adoption GASB 75	(1,493,815)
Net position at July 1, 2017 as restated	$ (2,129,617)

For purposes of measuring the net OPEB liability, deferred outflows of resources and deferred inflows of resources related to OPEB, and OPEB expense, information about fiduciary net position of ABAG (OPEB Plan) and additions to / deletions from the OPEB Plan's fiduciary net position have been determined on the same basis. For this purpose, benefit payments are recoqnized when currently due and payable in accordance with the benefit terms. Investments are reported at fair value.

GASB 75 requires that reported results must pertain to liability and assets information within certain defined timeframes. For this report, the following timeframes are used.

Valuation Date (VD)	July 1, 2017
Measurement Date (MD)	June 30, 2017
Measurement Period (MP)	July 1, 2016 to June 30, 2017

GASB 75 allows the use of a measurement date up to twelve months before the employer's fiscal year end. Accordingly, for financial reporting purposes, ABAG net OPEB liability at June 30, 2018 was determined using the actuarial valuation of June 30, 2017 measurement date.

Following the ABAG/MTC staff consolidation at July 1, 2017 and subsequent retirement of the last ABAG empolyee in January 2018, there will be no employees added to the ABAG Medical OPEB Plan. Liabilities for consolidated employees now rests with MTC as of July 1, 2017. ABAG remains responsible for its unfunded OPEB liabilities related to ABAG retirees.

For additional information about the Plan, refer to Note 7.

K. Unearned Revenue

The unearned revenue consists of the funds advanced by Caltrans for San Pablo Spine Project and CPUC grant (passing through PG&E) for BayRen Incentive Program.

L. Advance from PG&E

PG&E advanced funds from CPUC grant (passing through PG&E) for BayRen Multifamily Loan Program.

M. Deferred Outflows/Inflows on Pensions and Other Post-Employment Benefits (OPEB)

Deferred outflows of resources and deferred inflows of resources are recognized for:

- Changes in the total pension and OPEB liability arising from differences between expected and actual experience with regard to economic or demographic factors. *
- The effects of changes of assumptions about future economic or demographic factors or of other inputs. *
- Difference between projected and actual investment earnings on defined benefit pension and OPEB plan investments. **
- Net differences between the ABAG actual contributions and ABAG's proportionate share of the total contributions from employers included in the collective net pension liability. *
- Change in ABAG's proportion of collective net pension liability. *

* The balance on these accounts are recognized in pension and OPEB expenses using a systemmatic and rational method over a closed period equal to the average of the expected remaining service lives of employees determined as of the beginning of the measurement period.

** The difference between projected and actual earnings amount is recognized in pension and OPEB expenses using a systematic and rational method over a closed five-year period.

Deferred outflows of resources are also used to report ABAG's contribution to CalPERS subsequent to the measurement date of the net pension and OPEB liability and before the end of the reporting period.

Refer to Note 6 and 7 for additional information.

N. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

O. Operating and Nonoperating Revenues and Expenses

Operating revenues are those necessary for principal operations of the entity. Operating expenses are those related to user service activities. Nonoperating revenues and expenses are all other revenues and expenses not related to user service activities.

2. NET POSITION

ABAG has a negative net position of $4,000,088 for fiscal year 2018. The negative position is mainly the result of recognition of GASB 75 and GASB 68 of $1,546,009 and $3,211,247 respectively. In addition ABAG had onetime costs as a result of the staff consolidation under the ABAG/MTC Contract for Services. ABAG believes that circumstances have changed such that membership fees will be adequate in the future to reduce and eliminate the negative net position over time. Since staff have transitioned from ABAG to MTC employment, ABAG will no longer have any growth in its pension or OPEB liabilities. As such any future payments to CalPERS will go toward reducing the unfunded liability. The OPEB liability is nearly fully funded and should be fully retired in the near future allowing ABAG to draw annual retiree medical costs of nearly $500,000 from the existing trust, the California Employers' Retiree Benefit Trust (CERBT). In addition, with no additional employees adding to costs or liability the pension liability should be reduced annually based on the current CalPERS amortization schedule. With these changes ABAG believes the membrship dues should restore the net position in the future.

3. CASH AND INVESTMENTS

A. A summary of Cash and Investments as shown on the Statement of Net Position at June 30, 2018 is as follows:

Cash	$	5,568,844
Investments		2,225,822
Total Cash and Investments	$	7,794,666

B. The composition of cash and investments at June 30, 2018 is as follows:

Cash

Cash at banks	$ 5,568,844
Total cash	5,568,844

Investments

GASB Statement No. 72 sets forth the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1), and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in markets that are not active;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The following is a description of the valuation methodologies used for assets measured at fair value at June 30, 2018:

Local Agency Investment Fund: The position in the California State Local Agency Investment Fund is determined by the fair value of the pool's underlying portfolio.

The following tables set forth by level, within the fair value hierarchy, the ABAG's investments at fair value.

Investment by fair value level at June 30, 2018	Level 1	Level 2	Level 3	Total
Government Pool Investments:				
Local Agency Investment Fund *	$ -	$ 2,225,822	$ -	$ 2,225,822
Total investments measured at fair market value	$ -	$ 2,225,822	$ -	$ 2,225,822

* Local Agency Investment Fund (LAIF) is a program created by state statute as an investment alternative for California's local governments and special districts. LAIF funds are available for immediate withdrawal.

C. Deposit and Investment Risk Factors

There are many factors that can affect the value of investments such as credit risk, custodial credit risk, concentration of credit risk, and interest rate risk.

i.) Credit Risk

Generally, credit risk is the risk that an issuer of an investment fails to fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. LAIF is unrated.

ii.) Custodial Credit Risk

Custodial credit risk is the risk that securities held by the custodian and in the custodian's name may be lost and not be recovered.

Custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, ABAG may not be able to recover its deposits that are in the possession of an outside party. All checking accounts are insured by the Federal Depository Insurance Corporation (FDIC) up to limit of $250,000.

Under California Government Code Section 53651, depending on specific types of eligible securities, a bank must deposit eligible securities to be posted as collateral with its agent and having a fair value of 110% to 150% of the ABAG's cash on deposit.

iii.) Concentration of Credit Risk

Concentration of credit risk is the risk associated with lack of diversification, such as having substantial investments in a few individual issuers, thereby exposing the organization to greater risks resulting from

adverse economic, political, regulatory or credit developments. LAIF is the only investment made by ABAG and LAIF consists of pool investment securities.

iv.) Interest Rate Risk

Interest rate risk is the potential adverse effect resulting from changes in market interest rates on the fair value of an investment. Generally, the longer the maturity of an investment, the greater the sensitivity of its fair value to changes in market interest rates. The weighted average maturity of the investments in the LAIF investment pool at June 30, 2018 is 0.53 years.

4. CAPITAL ASSETS

A summary of changes in capital assets for the year ended June 30, 2018 is as follows:

	Beginning Balance July 1, 2017	Additions	Deletions	Ending Balance June 30, 2018
Capital assets being depreciated:				
Facilities and improvements	$ 5,488,962	$ -	$ -	$ 5,488,962
Furniture and equipment	730,395	-	(333,411)	396,984
Vehicles	57,652	-	(57,652)	-
Capitalized software	225,103	-	(99,791)	125,312
Total capital assets being depreciated	6,502,112	-	(490,854)	6,011,258
Less accumulated depreciation for:				
Facilities and improvements	-	219,559	-	219,559
Furniture and equipment	361,030	91,611	(327,289)	125,352
Vehicles	57,652	-	(57,652)	-
Capitalized software	223,286	1,817	(99,791)	125,312
Total accumulated depreciation	641,968	312,987	(484,732)	470,223
Total capital assets, being depreciated, net	$ 5,860,144	$ (312,987)	$ (6,122)	$ 5,541,035

5. CONDUIT FINANCING PROGRAMS FOR MEMBERS

ABAG assists members and other borrowers in obtaining financing through the issuance of revenue bonds, special assessment debt, certificates of participation in lease revenues and in straight leasing arrangements.

The underlying liability for the repayment of each of these issues rests with the borrower participating in that issue, and not with ABAG which acts only as a conduit in pooling each issue. For that reason, ABAG has not recorded a liability for these issues.

A summary of the outstanding balances of the ABAG's Conduit Financing Programs as of June 30, 2018 is as follows:

	Ending Balance June 30, 2018
California Redevelopment Bonds	$ 11,985,000
California Capital Projects Bonds	5,700,000
Water Pool Bonds	58,820,000
Total	$ 76,505,000

The Corporation assists members and other borrowers in obtaining financing through the issuance of revenue bonds, special assessment debt, certificates of participation in lease revenue and in straight leasing arrangements.

The underlying liability for the repayment of each of these issues rests with the borrower participating in that issue, and not with the Corporation, which acts only as a conduit in pooling each issue. For that reason, the Corporation has not recorded a liability for these issues.

A summary of the outstanding balances of the Corporation's Conduit Financing Programs as of June 30, 2018 is as follows:

	Ending Balance June 30, 2018
ABAG 41 Certificate of Participation (1)	$ 225,000
Total	$ 225,000

(1) Evidencing direct, undivided fractional interests of the owners thereof in lease payments to be made by the City of Concord (Contra Costa County) to the ABAG Finance Corporation (California).

6. PENSION PLAN

A. General Information about the Pension Plan

Plan Description

All qualified permanent and probationary employees are eligible to participate in the ABAG Miscellaneous Employee Pension Rate Plan. The ABAG Miscellaneous Rate Plan is part of the public agency cost-sharing multiple-employer Defined Benefit Pension Plan (Plan) administered by the California Public Employees' Retirement System (CalPERS), which acts as a common investment and administrative agent for participating public employers within the state of California. The Plan consists of individual rate plans (benefit tiers) within a miscellaneous risk pools. Plan assets may be used to pay benefits for any employer rate plan of the miscellaneous risk pools. Benefit provisions under the Plan are established by State statute and Agency resolution. CalPERS issues publicly available reports that include a full description of the pension plan regarding benefit provisions, assumptions and membership information that can be found on the CalPERS website: www.calpers.ca.gov

Benefits Provided

The ABAG's defined benefit pension plan, the Miscellaneous Plan of Association of Bay Area Governments ("the Plan"), provides service retirement and disability benefits, annual cost of living adjustments and death benefits to plan members and beneficiaries. Benefits are based on years of credited service, equal to one year of full time employment. Classic members (hired before January 1, 2013) with five years of total service are eligible to retire at age 50 with statutorily reduced benefits. New members (hired after January 1, 2013) with five years of total service are eligible to retire at age 52 with statutorily reduced benefits.

The Plan's provisions and benefits in effect at June 30, 2018, are summarized as follows:

	Miscellaneous Plan	
	Tier I	Tier II
Hire date	Prior to January 1, 2013	On or after January 1, 2013
Benefit formula	2.5%@55	2%@62
Benefit vesting schedule	5 Years service	5 Years service
Benefit payments	monthly for life	monthly for life
Retirement age	50- 55	52-62
Monthly benefits, as a percentage of eligible compensation	2.0%-2.5%	1.0%-2%
Required employee contribution rates	8.00%	6.25%
Required employer contribution rates	9.539%	6.533%

On July 1, 2017 all ABAG employees except for one, transferred to MTC. The last employee retired in January 2018. There will be no more employees added to the ABAG retirement Plan. ABAG remains responsible for its unfunded pension liabilities related to the legacy employees. All of ABAG's pension liability is related to this legacy period as any benefits earned for these employees going forward becomes

the responsibility of MTC.

Contributions

Section 20814(c) of the California Public Employees' Retirement Law requires that the employer contribution rates for all public employers be determined on an annual basis by the actuary and shall be effective on the July 1 following notice of a change in the rate. Funding contributions for the Plan are determined annually on an actuarial basis as of June 30 by CalPERS. The actuarially determined rate is the estimated amount necessary to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. ABAG is required to contribute the difference between the actuarially determined rate and the contribution rate of employees.

Beginning in fiscal year 2016, CalPERS collects employer contributions for the Plan as a percentage of payroll for the normal cost portion as noted in the rates above and as a dollar amount for contributions toward the unfunded liability and side fund. The ABAG required contribution for the unfunded liability and side fund was $1,286,561 in fiscal year 2018.

For the year ended June 30, 2018, the contributions to the Plan was $1,293,682.

B. Pension Liabilities, Pension Expenses and Deferred Outflows/Inflows of Resources Related to Pensions

As of June 30, 2018, ABAG reported a net pension liability for its proportionate share of the net pension liability as $16,288,587.

ABAG's net pension liability for the Plan is measured as the proportionate share of the total net pension liability of the Plan. The net pension liability of the Plan is measured as of June 30, 2017, and the total pension liability for the Plan used to calculate the net pension liability was determined by an actuarial valuation as of June 30, 2016 rolled forward to June 30, 2017 using standard update procedures. ABAG's proportion of the net pension liability was based on a projection of the long-term share of contributions to the pension plan relative to the projected contributions of all participating employers, actuarially determined. ABAG's proportionate share of the net pension liability for the Plan as of June 30, 2016 and 2017 as follows:

	Miscellaneous Plan
Proportion - June 30, 2016	0.4246 %
Proportion - June 30, 2017	0.4132 %
Change - Increase (Decrease)	(0.0114)%

For the year ended June 30, 2018, ABAG recognized pension expense of $3,211,247. At June 30, 2018, ABAG reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Miscellaneous Plan	
	Deferred Outflows of Resources	Deferred Inflows of Resources
Contribution made after the measurement date	$ 1,293,682	$ -
Difference between actual and expected experience	16,938	(242,665)
Changes in assumption	2,101,582	(160,248)
Net difference in actual and proprotionate contribution	1,133,906	(289,871)
Net difference between projected and actual earnings on investments	475,291	-
Adjsutments due to differences in proportion	720,420	(221,470)
Total	$ 5,741,819	$ (914,254)

The $1,293,682 in the preceding table is reported as deferred outflows of resources related to employer contributions subsequent to the measurement date and will be recognized as a reduction of the net pension liability in the year ending June 30, 2019. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized as a pension expense as follows:

Year Ended June 30	Annual Amortization
2019	$ 1,167,354
2020	1,514,008
2021	1,134,710
2022	(282,189)
Thereafter	$ -

Actuarial Assumptions

For the measurement period ended June 30, 2017, the total pension liability was determined using the annual actuarial valuation as of June 30, 2016 rolled forward to June 30, 2017. The June 30, 2017 total pension liability was based on the following actuarial methods and assumptions:

Valuation Date	June 30, 2016
Measurement Date	June 30, 2017
Actuarial Cost Method	Entry-Age Normal Cost Method
Actuarial Assumptions:	
Discount Rate	7.15%
Inflation	2.75%
Salary Increases	Varies by Entry Age and Service
Mortality Rate Table (1)	Derived using CalPERS's Memership Data for all Funds
Post Retirement Benefit Increase	Contract COLA up to 2.75% until Purchase Power Protection Allowance Floor on Purchasing Power applies, 2.75% thereafter

(l) The mortality table used was developed based on CalPERS' specific data. The table includes 20 years of mortality improvements using Society of Actuaries Scale BB. For more details on this table, please refer to the CalPERS 2014 experience study report available on the CalPERS website: www.calpers.ca.gov

All other actuarial assumptions used in the June 30, 2016 valuation were based on the results of an actuarial experience study for the period 1997 to 2011, including updates to salary increases, mortality and retirement rates. Further details of the Experience Study can be found on the CalPERS website: www.calpers.ca.gov

Change of Assumptions

In fiscal 2017, the accounting discount rate was reduced from 7.65 percent to 7.15 percent.

Discount Rate

The discount rate used to measure the total pension liability was 7.15 percent for the Plan. To determine whether the municipal bond rate should be used in the calculation of a discount rate for each plan, CalPERS stress tested plans that would most likely result in a discount rate that would be different from the actuarially assumed discount rate. Based on the testing, none of the tested plans run out of assets. Therefore, the current 7.15 percent discount rate is adequate and the use of the municipal bond rate calculation is not necessary. The long term expected discount rate of 7.15 percent will be applied to all plans in the Public Employees Retirement Fund (PERF). The stress test results are presented in a detailed report that can be obtained from the CalPERS website: www.calpers.ca.gov

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class.

In determining the long-term expected rate of return, CalPERS took into account both short-term and long-term market return expectations as well as the expected pension fund cash flows. Using historical returns of all the funds' asset classes, expected compound (geometric) returns were calculated over the short-term (first 10 years) and the long-term (11-60 years) using a building-block approach. Using the expected nominal returns for both short-term and long-term, the present value of benefits was calculated for each PERF fund. The expected rate of return was set by calculating the single equivalent expected return that arrived at the same present value of benefits for cash flows as the one calculated using both short-term and long-term returns. Such cash flows were developed assuming that both members and employers will make their required contributions on time and as scheduled in all future years. The expected rate of return was then set equivalent to the single equivalent rate calculated above and rounded down to the nearest one quarter of one percent.

The table below reflects the long-term expected real rate of return by asset class. The rate of return was calculated using the capital market assumptions applied to determine the discount rate and asset allocation. The target allocation shown was adopted by the CalPERS Board effective on July 1, 2016. These geometric rates of return are net of administrative expenses.

Asset Class	Current Target Allocation	Real Return Years 1 - 10(a)	Real Return Years 11+(b)
Global Equity	47 %	4.90 %	5.38 %
Global Fixed Income	19 %	0.80 %	2.27 %
Inflation Sensitive	6 %	0.60 %	1.39 %
Private Equity	12 %	6.60 %	6.63 %
Real Estate	11 %	2.80 %	5.21 %
Infrastructure and Forestland	3 %	3.90 %	5.36 %
Liquidity	2 %	(0.40)%	(0.90)%
Total	100 %		

(a) An expected inflation of 2.5% is used this period.
(b) An expected inflation of 3.0% is used this period.

Sensitivity of the Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following presents ABAG's proportionate share of the net pension liability for the Plan, calculated using the discount rate for the Plan, as well as what ABAG's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1-percentage point lower or 1-percentage point higher than the current rate:

	Discount Rate -1% (6.15%)	Current Discount Rate (7.15%)	Discount Rate +1% (8.15%)
Net Pension Liability	$23,216,003	$16,288,587	$10,551,176

C. Pension Plan Fiduciary Net Position

Detailed information about each pension plan's fiduciary net position is available in the separately issued CalPERS financial reports that can be found on the CalPERS website: www.calpers.ca.gov

7. OTHER POST EMPLOYMENT BENEFITS (OPEB)

A. Plan Description

ABAG has contracted with California Public Employees' Retirement System (CalPERS) for the purpose of providing medical insurance benefits for eligible retired employees and eligible survivors of retired employees. The Public Employees' Medical & Hospital Care Act (PEMHCA) governs the CalPERS Health Program. ABAG pays PEMHCA an administration fee. Once a retiree becomes eligible for Medicare, he or she must join a Medicare HMO or a Medicare Supplement plan, with Medicare becoming the primary payer.

ABAG participates in the California Employers' Retiree Benefit Trust (CERBT), an irrevocable agent multiple-employer post-retirement healthcare trust established to fund its other post-employment benefit (OPEB). CERBT Fund is a Section 115 trust fund and administered by CalPERS, and is managed by an appointed board not under the control of the ABAG Board. This Trust is not considered a component unit by ABAG and has been excluded from these financial statements. Separately issued financial statements for CERBT may be obtained from CalPERS at P.O. Box 942709, Sacramento, CA 94229-2709, or from CalPERS website: www.calpers.ca.gov

Benefits provided:

Tier 1 (Hired before July 1, 2009)

- Eligible retirees retired before September 1, 1994: ABAG pays 100% of Kaiser single basic premium for the retirees; and ABAG reimburses retirees for the Medicare Part B deductible upon receiving of receipt or proof of payment.
- Eligible retirees retired after September 1, 1994: ABAG pays 100% of Kaiser 2-party basic premium for eligible retired employees; reimbursement for the Medicare Part B deductible will be made to the retirees and spouses upon submission of receipt or proof of payment.
- Same benefit continues to surviving spouse if retiree elects CalPERS survivor annuity.

If retirees enroll in more expensive health plans than Kaiser basic plan, retirees are responsible to pay for the portion exceeding the premium amount that ABAG pays.

Tier 2 (Hired on or after July 1, 2009)

ABAG contributes $200/mo for management and $100/mo for non-management to an individual MARA account during employment, and ABAG pays any PEMHCA minimum required by PEMHCA law. ABAG has no further obligation toward retiree health benefits or premiums.

Eligibility

Employees become eligible to retire directly from ABAG under CalPERS and receive healthcare benefits upon reaching the age of 50 with 5 years of service. Benefits are paid for the lifetime of the retiree or eligible survivor.

Employees covered by benefit terms:

The number of participants eligible to receive benefits at July 1, 2017, the date of the latest actuarial valuation:

Active employees	1
Inactive employees or beneficiaries currently receiving benefit payments	43
Inactive employees entitled to but not yet receiving benefit payments	15
Total	59

Contribution

ABAG annually contributes to the Trust fund based on an actuarially determined contribution (ADC) amount for the reporting period determined based on the funding policy and the most recent measurement available. For the fiscal year ended June 30, 2018, the ABAG contribution rate was 608.06 percent of covered-employee payroll.

B. Net OPEB Liability

The ABAG net OPEB liability was measured as of June 30, 2017 and the total OPEB liability used to calculate the net OPEB liability was determined by an actuarial valuation as of July 1, 2017.

Actuarial Assumptions - The total OPEB liability in the July 1, 2017 actuarial valuation was determined using the following assumptions, applied to all periods included in the measurement, unless otherwise specified:

Actuarial Valuation Date	July 1, 2017
Contribution Policy	Pre-funded through CERBT with the Strategy 1 Asset allocation
Discount Rate	6.75% at June 30, 2017; 6.75% at June 30, 2016
General Inflation	2.75%
Expected Long-Term Rate of Return on Investment	Same as discount rate. Plan assets projected to sufficient to pay all benefit from trust
Medical Trend Rate	Non-Medicare 7.5% for 2019, decreasing to an ultimate rate of 4% in 2076; Medicare 6.5% for 2019, decreasing to an ultimate rate of 4.0% in 2076
Mortality, Retirement, Disability, Termination	Based on CalPERS 1997-2015 Experience Study
Mortality Improvement	Mortality projected fully generational with Scale MP-17
Municipal Bond Rate	N/A
Participation at Retirement	100%. Applicable to 1 remaining active

Expected Long-Term Rate of Return:

Asset Class Component	Target Allocation* CERBT-Strategy 1	Expected Real Rate of Return
Global Equity	57%	4.82%
Fixed Income	27%	1.47%
TIPS	5%	1.29%
Commodities	3%	0.84%
REITs	8%	3.76%
Assumed Long-Term Rate of Inflation		2.75%
Expected Long-Term Net Rate of Return, Rounded		6.75%

The expected long term real rates of returns are presented as geometric means.

*Policy target effective October 13, 2014

Discount Rate - The discount rate used to measure the total OPEB liability was 6.75 percent, decreased from the prior valuation discount rate 7.25 percent. The projection of cash flows used to determine the discount rate assumed that ABAG's contribution will be made at rates equal to the actuarially determined contribution rates. Based on those assumptions, the OPEB plan's fiduciary net position was projected to be available to make all projected OPEB payments for current active and inactive employees. Therefore, the long-term expected rate of return on OPEB plan investments was applied to all periods of projected benefit payments to determine the total OPEB liability.

C. OPEB Plan Fiduciary Net Position

Detailed information about the OPEB plan's fiduciary net position is available in a separately issued CERBT financial report that can be found on the CalPERS website: www.calpers.ca.gov

D. Changes in Net OPEB Liability

	Total OPEB Liability	Fiduciary Net Position	Net OPEB Liability
Balance as of June 30, 2017 (6/30/16 measurement date)	$ 7,637,694	$ 5,098,527	$ 2,539,167
Changes for the year			
Service cost	6,314	-	6,314
Interest on the total OPEB liability	499,585	-	499,585
Contributions - employer	-	774,994	(774,994)
Net investment income	-	562,294	(562,294)
Benefit payments	(485,483)	(485,483)	-
Administrative expenses	-	(2,814)	2,814
Net changes	20,416	848,991	(828,575)
Balance at June 30, 2018 (6/30/17 measurement date)	$ 7,658,110	$ 5,947,518	$ 1,710,592

Sensitivity of the Net OPEB Liability to the Changes in the Discount Rate

The following presents what ABAG's net OPEB liability (NOL) would be if it were calculated using a discount rate that is 1-percentage point lower or 1-percentage point higher than the current discunt rate:

	Discount Rate		
	1% Decrease (5.75%)	Current Rate (6.75%)	1% Increase (7.75%)
Net OPEB Liability	$ 2,630,555	$ 1,710,592	$ 951,908

Sensitivity of the Net OPEB Liability to the Changes in the Healthcare Cost Trend Rate

The following presents what ABAG's net OPEB liability (NOL) would be if it were calculated using a healthcare cost trend rate that is 1-percentage point lower or 1-percentage point higher than the current healthcare cost trend rate:

	Healthcare Trend Rate		
	1% Decrease	Current Trend	1% Increase
Net OPEB Liability	$ 965,662	$ 1,710,592	$ 2,598,727

E. OPEB Expense and Deferred Outflows of Resources and Deferred Inflows of Resources

For the year ended June 30, 2018, ABAG recognized an OPEB expense of $113,193. At June 30, 2018, ABAG reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Net difference between projected and actual earnings on plan investments *	$ -	$ 166,774
Employer contributions made subsequent to the measurement date **	766,499	-
Total	$ 766,499	$ 166,774

* Combine Deferred Inflows and Outflows for footnote disclosure.

** Include contributions to trust, cash benefit payments, and implied subsidy benefit payments by ABAG.

Amounts currently reported as deferred outflows of resources and inflows of resources related to OPEB will be recognized in OPEB expense as follows:

Fiscal Year Ending June 30	Deferred Outflows/(Inflows) of Resources
2019	$ (41,693)
2020	(41,693)
2021	(41,693)
2022	(41,695)
Thereafter	$ -

8. CONTINGENCIES

ABAG's grant funded projects are subject to audit by the respective grantors. The final determination of allowable project costs can be made only after the grantors' audits are completed and final rulings by the grantors' administrative departments are obtained. Disallowed expenditures, if any, must be absorbed by ABAG.

9. RISK MANAGEMENT

ABAG is exposed to various risks of loss related to torts, theft of, damage to, and destruction of assets; errors and omissions; and natural disasters. ABAG purchases commercial insurance through an insurance agent, who obtains the appropriate insurance coverage needed by ABAG from insurance companies. To date, there have been no significant reductions in any of ABAG's insurance coverage, and no settlement amounts have exceeded commercial insurance coverage for the past three years.

10. RELATED PARTY TRANSACTIONS

The 375 Beale Condominium Corporation (the "375 Beale Condo") was incorporated in June 2017 in the state of California under the Non-profit Mutual Benefit Corporation Law. The 375 Beale Condo was formed to provide for the management of the association for the three condominium owners: Bay Area Headquarters Authority (BAHA), Bay Area Air Quality Management District (BAAQMD), and the Association of Bay Area Governments (ABAG), in the property known as 375 Beale Street, San Francisco, California.

The 375 Beale Condo exercised a custodial responsibility on behalf of the owner occupants and assessed sufficient amounts to meet all required expenditures of the common area and joint used space. The 375 Beale Condo collects two types of assessment fees: common area and shared services. Assessment fees are predetermined yearly by the budget approved by the board. The assessment fees billed to ABAG for common area assessments and shared services assessment fees were $174,567 and $150,433 respectively for fiscal year 2018.

Cushman and Wakefield of California, Inc. (C&W) was contracted to provide day-to-day property

management services on behalf of the three condominium unit owners.

On April 20, 2017, the ABAG Executive Board approved a Contract for Services between ABAG and MTC which states that the MTC Executive Director and the consolidated staff will perform all of the duties and programmatic work for ABAG and its LCP that were previously performed by ABAG staff. On July 1, 2017 all members of ABAG staff, excluding ABAG Legal Counsel, who retired on January 5, 2018, were merged into the staff of MTC as new employees of MTC. ABAG paid MTC $2,396,301 for administrative support services during fiscal year 2018.

ABAG Finance Authority for Non-Profit Corporations (FAN) assists non-profit corporations and local governments in obtaining financing. Prior to July 1, 2017, ABAG contracted with FAN to provide administrative support. As of July 1, 2017, the support services are provided by MTC staff through a Contract for Services agreement between ABAG and MTC.

ABAG Publicly Owned Energy Resources (POWER) provides gas energy aggregation services to participating members. Prior to July 1, 2017, ABAG contracted with POWER to provide adminstrative support. As of July 1, 2017, the support services are provided by MTC staff through a Contract for Services agreement.

The San Francisco Bay Restoration Authority (SFBRA) is a regional entity established by the San Francisco Bay Restoration Authority Act, Government Code section 66700 et seq. that is charged with raising and allocating local resources for the protection and enhancement of tidal wetlands and other wildlife habitat in and surrounding the San Francisco Bay. SFBRA successfully placed the San Francisco Bay Clean Water, Pollution Prevention and Habitat Restoration Measure ("Measure AA"), a regional special tax measure, on the June 2016 ballot to raise such funds.

On October 24, 2016, the State Coastal Conservancy (SCC), ABAG and SFBRA entered into a joint powers agreement that provides for SCC and ABAG to perform staff functions for SFBRA ("JPA"). Subsequent to the execution of the JPA, on May 30, 2017 ABAG and MTC entered into the Contract for Services under which MTC assumed staff functions for ABAG, commencing July 1, 2017. Pursuant to the Contract for Services, MTC is fulfilling the staff obligations assigned to ABAG as set forth in the JPA, amended on November 3, 2017. The staff obligations include providing program and fiscal agent/treasurer services.

Starting fiscal year 2018, SFBRA is no longer considered by management to be a discretely presented component unit of ABAG.

11. SUBSEQUENT EVENTS

ABAG has evaluated subsequent events for the period from June 30, 2018 through November 16, 2018, the date the financial statements were available to be issued, and no material subsequent events have been identified.

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Required Supplementary Information

Association of Bay Area Governments,
Cost-Sharing Defined Pension Plan
Schedule of Changes in the Net Pension Liability and Related Ratios (unaudited)
As of fiscal year ending June 30, 2018
Last Ten Years*

	Miscellaneous Plan	Miscellaneous Plan	Miscellaneous Plan	Miscellaneous Plan
	Tier I & II	Tier I & II	Tier I & II	Tier I & II
Measurement Date	2014	2015	2016	2017
Plan's Proportion of the Net Pension Liability/Asset	0.4744 %	0.4738 %	0.4246 %	0.4132 %
Plan's Proportionate Share of the Net Pension Liability/(Asset)	$ 11,357,673	$ 12,998,297	$ 14,749,850	$ 16,288,587
Plan's Covered Payroll	$ 6,847,411	$ 6,198,473	$ 6,036,594	$ 5,832,772
Plan's Proportionate Share of the Net Pension Liability/(Asset) as a Percentage of its Covered Payroll	165.87 %	209.70 %	244.34 %	279.26 %
Plan's Proportionate Share of the Fiduciary Net Position as a Percentage of the Plan's Proportionate Share of the Total Pension Liability	65.65 %	69.23 %	67.14 %	67.66 %

* Fiscal year 2015 was the 1st year of implementation, therefore only four years are shown.

Association of Bay Area Governments
Cost-Sharing Defined Pension Plan
Schedule of Employer Contributions - Pension (unaudited)
As of fiscal year ending June 30, 2018
Last Ten Years *

	Miscellaneous Plan	Miscellaneous Plan	Miscellaneous Plan	Miscellaneous Plan
	Tier I & II	Tier I & II	Tier I & II	Tier I & II
Fiscal Year Date	Fiscal Year 2014-2015	Fiscal Year 2015-2016	Fiscal Year 2016-2017	Fiscal Year 2017-2018
Actuarially determined contribution	$ 1,305,738	$ 491,374	$ 2,744,108	$ 1,293,682
Contributions in relation to the actuarially determined contributions	$ (1,305,738)	$ (491,374)	$ (2,744,108)	$ (1,293,682)
Covered payroll	$ 6,198,473	$ 6,036,594	$ 5,832,772	$ 74,655
Contributions as a percentage of covered payroll	21.07%	8.14 %	47.05 %	1,732.88 %

Notes to Schedule

Valuation date:	6/30/2013	6/30/2014	6/30/15	6/30/2016
Methods and assumptions used to determine contribution rates:				
Actuarial cost method	Entry age	Entry age	Entry age	Entry age
Amortization method	Level percentage of payroll, closed	Level percentage of payroll, closed	Level percentage of payroll, closed	Level percentage of payroll, closed
Remaining amortization period	30 years	30 years	30 years	30 years
Asset valuation method	5-year smoothed market	5-year smoothed market	5-year smoothed market	5-year smoothed market
Inflation	2.75%	2.75%	2.75%	2.75%
Salary increases	Varies by Entry Age and Service	Varies by Entry Age and Service	Varies by Entry Age and Service	Varies by Entry Age and Service
Investment rate of return	7.5%, net of pension plan investment and administrative expenses, including inflation	7.65%, net of pension plan investment and administrative expenses, including inflation	7.65%, net of pension plan investment and administrative expenses, including inflation	7.15%, net of pension plan investment and administrative expenses, including inflation
Retirement age	55yrs. Misc., 62 yrs. Tier 2	55yrs. Misc., 62 yrs. Tier 2	55yrs. Misc., 62 yrs. Tier 2	55yrs. Misc., 62 yrs. Tier 2
Mortality	The probabilities of mortality are derived from CalPERS' Membership Data for all Funds based on CalPERS' specific data from a 2010 CalPERS Experience Study. The table includes 20years of mortality improvements using the Society of Actuaries Scale BB.	The probabilities of mortality are derived from CalPERS' Membership Data for all Funds based on CalPERS' specific data from a 2010 CalPERS Experience Study. The table includes 20years of mortality improvements using the Society of Actuaries Scale AA.	The probabilities of mortality are derived from CalPERS' Membership Data for all Funds based on CalPERS' specific data from a 2010 CalPERS Experience Study. The table includes 20 years of mortality improvements using the Society of Actuaries Scale AA.	The probabilities of mortality are derived from CalPERS' Membership Data for all Funds based on CalPERS' specific data from a 2014 CalPERS Experience Study. The table includes 20 years of mortality improvements using the Society of Actuaries Scale BB.

* Fiscal year 2015 was the 1st year of implementation, therefore only four years are shown.

Association of Bay Area Governments
Schedule of Changes in Net OPEB Liability and Related Ratios (unaudited)
For the Year Ended June 30, 2018
Last Ten Years *

Measurement Period	2016-17 *
Total OPEB liability	
Service cost	$ 6,314
Interest on the total OPEB liability	499,585
Benefit payments	(485,483)
Net change in total OPEB liability	20,416
Total OPEB liability - beginning	7,637,694
Total OPEB liability - ending (a)	$ 7,658,110
OPEB fiduciary net position	
Benefit payments	$ (485,483)
Contribution from employer	774,994
Net investment income	562,294
Administrative expenses	(2,814)
Net change in plan fiduciary net position	848,991
Plan fiduciary net position - beginning	5,098,527
Plan fiduciary net position - ending (b)	$ 5,947,518
Plan net OPEB liability - ending (a) - (b)	$ 1,710,592
Plan fiduciary net position as a percentage of the total OPEB liability	77.66%
Covered-employee payroll	$ 6,655,535
Plan net OPEB liability of as a percentage of covered-employee payroll	25.70%

* Historical information is required only for measurement periods for which GASB 75 is applicable.

Association of Bay Area Governments
Schedule of Employer Contributions - OPEB (unaudited)
For the Year Ended June 30, 2018
Last 10 Years *

	Fiscal Year 2017-2018
Actuarially determined contribution **	$ 752,000
Contributions in relation to the actuarially determined contribution	(766,499)
Contribution deficiency (excess)	$ (14,499)
Covered-employee payroll	$ 126,057
Contribution as a percentage of covered-employee payroll	608.06%

* Fiscal year 2018 was the first year of implementation of GASB 75, therefore only one year is shown

** The June 30, 2015 actuarial valuation provided the Actuarially Determined Contributions for fiscal years ending 6/30/17 and 6/30/18; the July 1, 2017 actuarial valuation provided the Actuarially Determined Contributions for fiscal years ending 6/30/19 and 6/30/20.

Notes to Schedule

Valuation date:

Actuarial determined contribution rates are calculated as of June 30, 2015, two years prior to the end of fiscal year in which contributions are reported.

Methods and assumptions for 2017-2018 actuarially determined contribution:

Actuarial Cost Method	Entry Age Normal, Level Percentage of Payroll
Amortization Method	Level percent of pay
Amortization Period	20-year fixed period for 2017/18
Asset Valuation Method	Investment gains and losses spread over 5-year rolling period
Discount Rate	7.25%
General Inflation	3%
Medical Trend	Non-Medicare - 6.5% for 2018, decreasing to an ultimate rate of 5.0% in 2021 and later years; Medicare - 6.7% for 2018, decreasing to an ultimate rate of 5.0% in 2021 and later years
Mortality	CalPERS 1997-2011 experience study
Mortality Improvement	Mortality projected fully generational with modified Scale MP-14, converges to ultimate rate in 2022

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Other Supplementary Information

Association of Bay Area Governments
Statement of Net Position - ABAG
June 30, 2018

	ABAG Admin	ABAG SFEP	ABAG Energy	ABAG Planning	Total Association of Bay Area Governments
Assets					
Current assets:					
Cash	$ 1,795,817	$ 835,708	$ 2,529,455	$ 349,145	$ 5,510,125
Investments	596,593	1,629,229	-	-	2,225,822
Account receivable	8,950	-	-	-	8,950
Due from/(to) other program	127,755	-	-	(127,755)	-
Due from other government	-	-	-	645	645
Loan receivable	-	-	131,942	-	131,942
Accrued interest	10,581	-	-	-	10,581
Receivable from federal	-	330,942	102,628	49,657	483,227
Receivable from state	-	5,022,856	1,447,174	350,260	6,820,290
Receivable from local	-	65,702	-	2,850	68,552
Prepaid items	47,180	13,980	2,573	-	63,733
Total current assets	2,586,876	7,898,417	4,213,772	624,802	15,323,867
Non-curreent assets:					
Loan receivable	-	-	1,777,420	-	1,777,420
Capital assets, net of accumulated depreciation/ amortization	5,541,035	-	-	-	5,541,035
Total non-current assets	5,541,035	-	1,777,420	-	7,318,455
Total assets	$ 8,127,911	$ 7,898,417	$ 5,991,192	$ 624,802	$ 22,642,322
Deferred Outflows of Resources					
Deferred outflows from pension	5,741,819	-	-	-	5,741,819
Deferred outflows from OPEB	766,499	-	-	-	766,499
Total deferred outflows of resources	6,508,318	-	-	-	6,508,318
Liabilities					
Current liabilities:					
Accounts payable and accrued liabilities	68,354	3,322,850	1,443,511	425	4,835,140
Retention payable	-	2,270,729	-	40,840	2,311,569
Unearned revenue	-	848,262	1,673,710	230,000	2,751,972
Due to other government	3,867	175,426	96,782	242,142	518,217
Total Current liabilities	72,221	6,617,267	3,214,003	513,407	10,416,898
Non-current liabilities:					
Unearned revenue	-	782,228	-	111,395	893,623
Advance from PG&E	-	-	2,760,000	-	2,760,000
Net pension liability	16,288,587	-	-	-	16,288,587
Net OPEB liability	1,710,592	-	-	-	1,710,592
Total non-current liabilities	17,999,179	782,228	2,760,000	111,395	21,652,802
Total liabilities	18,071,400	7,399,495	5,974,003	624,802	32,069,700
Deferred Inflows of Resources					
Deferred inflows from pension	914,254	-	-	-	914,254
Deferred inflows from OPEB	166,774	-	-	-	166,774
Total deferred inflows of resources	1,081,028	-	-	-	1,081,028
Net Position					
Net investment in capital assets	5,541,035	-	-	-	5,541,035
Unrestricted	(10,057,234)	498,922	17,189	-	(9,541,123)
Total net position	$ (4,516,199)	$ 498,922	$ 17,189	$ -	$ (4,000,088)

Association of Bay Area Governments
Statement of Revenues, Expenditures and Changes in Net Position - ABAG
For the Year Ended June 30, 2018

	ABAG Admin	ABAG SFEP	ABAG Energy	ABAG Planning	Total Association of Bay Area Governments
Operating Revenues					
Membership dues	$ 2,068,486	$ -	$ -	$ -	$ 2,068,486
Conference registration	3,604	309,800	-	-	313,404
Other operating revenues	28,533	94,084	-	-	122,617
Total operating revenues	2,100,623	403,884	-	-	2,504,507
Operating Expenses					
Salaries and benefits	3,379,629 *	31,058	5,519	-	3,416,206
Professional fees	147,869	107,319	-	-	255,188
Conference and meeting costs	16,691	100,994	49	-	117,734
Building assessments	325,000	-	-	-	325,000
Committee members' stipend	62,775	-	-	-	62,775
Insurance	99,170	-	-	-	99,170
Memberships	95,890	4,500	10,000	-	110,390
Deprecitation expense	312,987	-	-	-	312,987
Overhead	5,664	8,337	2,665	-	16,666
Other operating expenses	37,445	13,832	1,223	-	52,500
Total operating expenses	4,483,120	266,040	19,456	-	4,768,616
Operating Income / (Loss)	(2,382,497)	137,844	(19,456)	-	(2,264,109)
Nonoperating Revenues and Expenses					
Federal grants	-	2,445,241	152,080	409,895	3,007,216
State grants	-	9,448,737	15,448,266	815,592	25,712,595
Local grants	-	309,010	-	26,550	335,560
Salaries and benefits	-	(1,692,201)	(439,861)	-	(2,132,062)
Professional fees	-	(10,172,504)	(14,904,327)	(1,252,037)	(26,328,868)
Other nonoperating expenses	-	(118,282)	(258,406)	-	(376,688)
Interest income	5,659	-	1,794	-	7,453
Interest expenses	(1,395)	-	-	-	(1,395)
Gain on sale of capital assets	1,376	-	-	-	1,376
Contribution from ABAG Finance Authority	168,451	-	-	-	168,451
Total nonoperating revenues and expenses	174,091	220,001	(454)	-	393,638
Income / (loss) before transfer	(2,208,406)	357,845	(19,910)	-	(1,870,471)
Transfers					
Transfer between programs	(178,176)	141,077	37,099	-	-
Total transfers	(178,176)	141,077	37,099	-	-
Change in Net Position	(2,386,582)	498,922	17,189	-	(1,870,471)
Net position, beginning of year	(635,802)	-	-	-	(635,802)
Prior period adjustment	(1,493,815)	-	-	-	(1,493,815)
Net position, beginning of year as restated	(2,129,617)	-	-	-	(2,129,617)
Net position, end of year	$ (4,516,199)	$ 498,922	$ 17,189	$ -	$ (4,000,088)

* include: contributions to pension plan $1,293,682; pay-as-go OPEB costs $435,142; a last active ABAG employee's salaries and benefits $114,289; temporary agency services $1,900; recognition of GASB 68 (pension) and GASB 75 (OPEB) expenses of $1,534,617.

Association of Bay Area Governments
Statement of Net Position
Non-Major Enterprise Funds
June 30, 2018

	Balance Foundation	ABAG Finance Corporation	Total Non-Major Enterprise Funds
Assets			
Cash	$ 33,328	$ 25,391	$ 58,719
Total assets	$ 33,328	$ 25,391	$ 58,719
Net Position			
Unrestricted	33,327	25,391	58,718
Total net position	$ 33,327	$ 25,391	$ 58,718

Association of Bay Area Governments
Statement of Revenues, Expenditures and Changes in Net Position
Non-Major Enterprise Funds
For the Year Ended June 30, 2018

	Balance Foundation	ABAG Finance Corporation	Total Non-Major Enterprise Funds
Operating Revenues:			
Other operating revenues	$ 44,800	$ 86	$ 44,886
Total operating revenues	44,800	86	44,886
Operating Expenses:			
Professional fees	70,022	630	70,652
Other operating expenses	5,185	20	5,205
Total operating expenses	75,207	650	75,857
Operating Loss	(30,407)	(564)	(30,971)
Nonoperating Revenues and Expenses			
Interest income	530	1	531
Other nonoperating expenses	(22,673)	-	(22,673)
Total nonoperating revenues and expenses	(22,143)	1	(22,142)
Loss before operating transfers	(52,550)	(563)	(53,113)
Change in Net Position	(52,550)	(563)	(53,113)
Net position, beginning of year	85,878	25,954	111,832
Net position, end of year	$ 33,328	$ 25,391	$ 58,719

Association of Bay Area Governments
Schedule of ABAG Conduit Financing Pool (unaudited)
For the Year Ended June 30, 2018

Borrowers	Original Issue Date	Final Maturity	Original Issuance Balance	Balance 6/30/2018
ABAG 1994 Tax Allocation Revenue Bonds, Series A and 1994 Subordinated Tax Allocation Revenue Bonds, Series B (California Redevelopement Agency Pool)	6/29/1944	12/15/2024	$ 43,695,000	$ 2,055,000
ABAG 2006 Revenue Bonds, Series A (California Tax Allocation Bonds)	3/29/2006	9/1/2025	9,605,000	4,405,000
ABAG Lease Revenue Bonds, 2001-2 (California Capital Projects)	12/20/2001	12/1/2025	14,355,000	915,000
ABAG Lease Revenue Bonds, 2001 Series A (California Capital Projects)	7/31/2001	7/1/2031	15,110,000	895,000
ABAG Lease Revenue Bonds, 2002-1 (California Capital Projects)	7/18/2002	7/1/2032	13,370,000	3,890,000
ABAG 2004 Tax Allocation Revenue Bonds, Series A (California Redevelopment Agency Pool) Series A	12/1/2004	9/1/2035	34,080,000	2,020,000
ABAG 2006 Water and Wastewater Revenue Bonds, Series A (City of Ukiah)	3/2/2006	3/1/2036	75,060,000	58,820,000
ABAG 2007 Revenue Bonds, Series A and Taxable Series B (California Tax Allocation Bonds)	11/27/2007	9/1/2036	55,425,000	3,505,000
				$ 76,505,000

Association of Bay Area Governments
Schedule of ABAG Finance Corporation Conduit Financing Pool (unaudited)
For the Year Ended June 30, 2018

	Original Issue Date	Final Maturity	Original Issuance Balance	Balance 6/30/2018
ABAG 41 Evidencing Direct, Undivided Fractional Interests of the Owners Thereof in Lease Payments	7/1/1998	8/1/2018	$ 3,560,000	$ 225,000
				$ 225,000

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0937	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Executive Board Approval
File created:	10/15/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	ABAG Regional Planning Committee Report				
Sponsors:					
Indexes:					
Code sections:					
Attachments:					

Date	Ver.	Action By	Action	Result

ABAG Regional Planning Committee Report

Pradeep Gupta

Approval

powered by Legistar™

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #:	18-0944	**Version:**	1	**Name:**	
Type:	Report			**Status:**	Informational
File created:	10/18/2018			**In control:**	ABAG Executive Board
On agenda:	11/15/2018			**Final action:**	
Title:	Presentation on the Draft CASA Compact				
Sponsors:					
Indexes:					
Code sections:					
Attachments:	EB 20181115 Item 11 Memo CASA Report Final.pdf EB 20181115 Item 11 Attachment Final CASA ABAG Bd Presentation 11092018.pdf EB 20181115 Item 11 Attachment Term Sheets CASA Compact 11_8_2018.pdf EB 20181115 Item 11 Attachment CASA Roster Biographies.pdf				

Date	Ver.	Action By	Action	Result

Presentation on the Draft CASA Compact

Ken Kirkey

Information

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Date: November 8, 2018

To: ABAG Executive Board

From: Executive Director

Subject: **CASA—The Committee to House the Bay Area**

Background

Plan Bay Area (PBA) 2040, the region's long-range transportation and land use plan adopted in 2017 by the Metropolitan Transportation Commission (MTC) and Association of Bay Area Governments (ABAG), projects that the region will grow by 2.4 million more people, 820,000 new households, and 1.3 million new jobs by the year 2040.

PBA 2040 makes aggressive assumptions about policy interventions and strategies to help accommodate this growth, but falls short on a number of key performance measures including affordable housing, access to jobs, displacement risk, and housing and transportation affordability.

PBA 2040 therefore includes an Action Plan that lays out strategies to address these regional challenges. One of the commitments included in the Action Plan is to convene a blue-ribbon committee that will focus on finding game-changing solutions to the region's housing crisis. MTC and ABAG convened this committee, the Committee to House the Bay Area (CASA), in June 2017.

Overview

CASA includes leaders from across the Bay Area who will build actionable political consensus around (1) increasing housing production at all levels of affordability, (2) preserving existing affordable housing, and (3) protecting vulnerable populations from housing instability and displacement.

CASA is being led by three Co-Chairs: Fred Blackwell, The San Francisco Foundation; Leslye Corsiglia, Silicon Valley at Home; and Michael Covarrubias, TMG Partners. It is structured around a Steering Committee and Technical Committee composed of local elected officials, thought leaders, and policy experts from across the region. The CASA effort is supported and staffed by the consolidated MTC/ABAG staff and a team of consultants.

By the end of 2018, CASA will have engaged a broad range of stakeholders to develop a suite of recommendations for legislative reform, new revenue, and regional leadership. These recommendations will be packaged into the CASA Compact.

Next Steps

At your November meeting, staff will brief you on the CASA effort and areas of agreement for the CASA Compact to-date and seek your input and discussion. The current schedule calls for the CASA Compact to be finalized by mid-December. If the schedule holds, the MTC Commission in December and ABAG Executive Board in January would consider authorizing the Chair and President to sign the CASA Compact.

Recommended Action

Information

Steve Heminger

Attachments

Presentation
Elements of the CASA Compact Term Sheets
CASA Roster

CASA

The Committee to House the Bay Area

November 8th, 2018

Image source: Tom Lee

Plan Bay Area 2040

"CASA—The Committee to House the Bay Area

MTC and ABAG are helping to coordinate CASA — The Committee to House the Bay Area. This initiative is bringing together a multi-sector set of partners to identify and agree upon significant regional solutions that address the region's chronic housing challenges and advance equity and economic health in the nine-county Bay Area. Through stakeholder engagement, research and interviews, CASA will develop a comprehensive regional approach to the housing crisis, focusing on increasing housing supply, improving housing affordability, and strengthening preservation and anti-displacement measures. Objectives include a suite of legislative, financial, policy and regulatory recommendations, with partners agreeing on a path forward and working together on implementation. A final report is scheduled for release by the end of 2018."

Action Plan Objectives

The recommendations in this Action Plan address multiple performance target areas.

- HOUSING: Lower the share of income spent on housing and transportation costs, lessen displacement risk, and increase the availability of housing affordable to low- and moderate-income households.
- ECONOMIC DEVELOPMENT: Improve transportation access to jobs, increase middle-wage job creation, and maintain the region's infrastructure.
- RESILIENCE: Enhance climate protection and adaptation efforts, strengthen open space protections, create healthy and safe communities, and protect communities against natural hazards.

Only the most aggressive policies can help address the region's housing affordability and equity challenges

54

% of HH income

Even with Plan Bay Area 2040
Housing costs will rise by **12 percent points** and
Transportation costs by **1 percent point**

67

% of HH income

H+T Costs For Lower-Income Households

2005

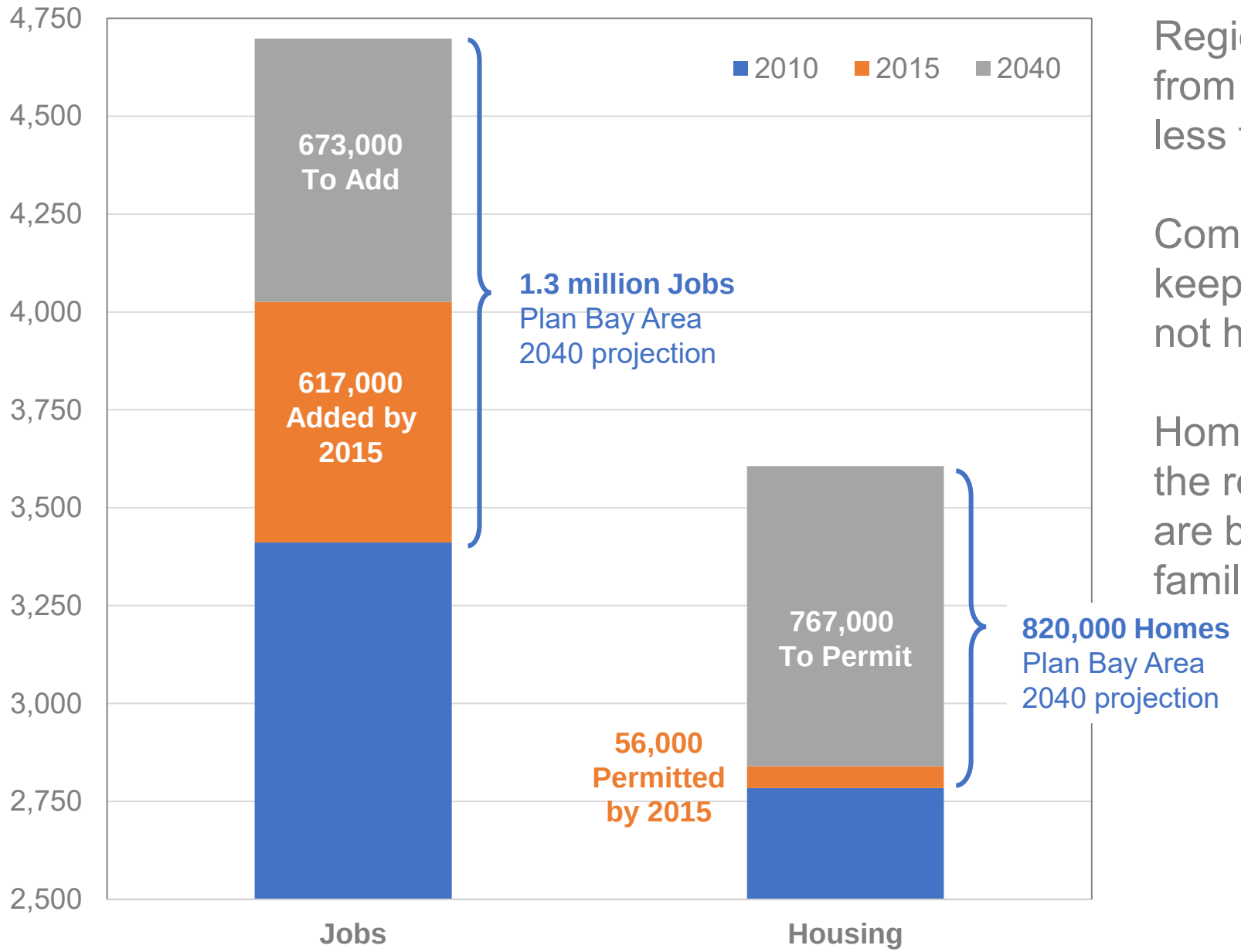
H+T Costs For Lower-Income Households

2040

Image Source: City of San Ramon

Job Growth Outpaced Housing Permits Regionwide From 2010-2015

Source: PBA 2040 Growth Forecast and Projections



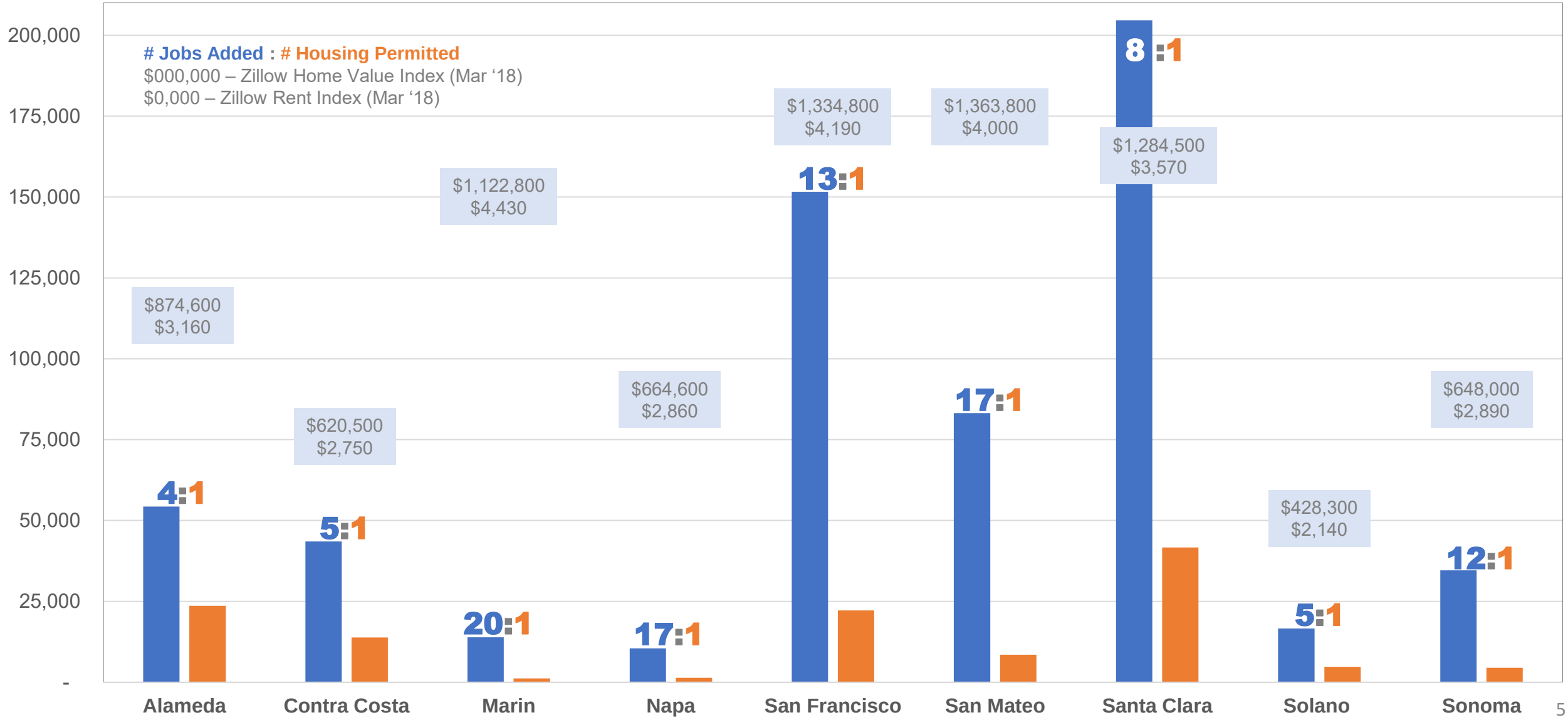
Region added over 600,000 jobs from 2010-2015, but permitted less than 60,000 homes.

Commercial development is keeping pace with demand but not housing.

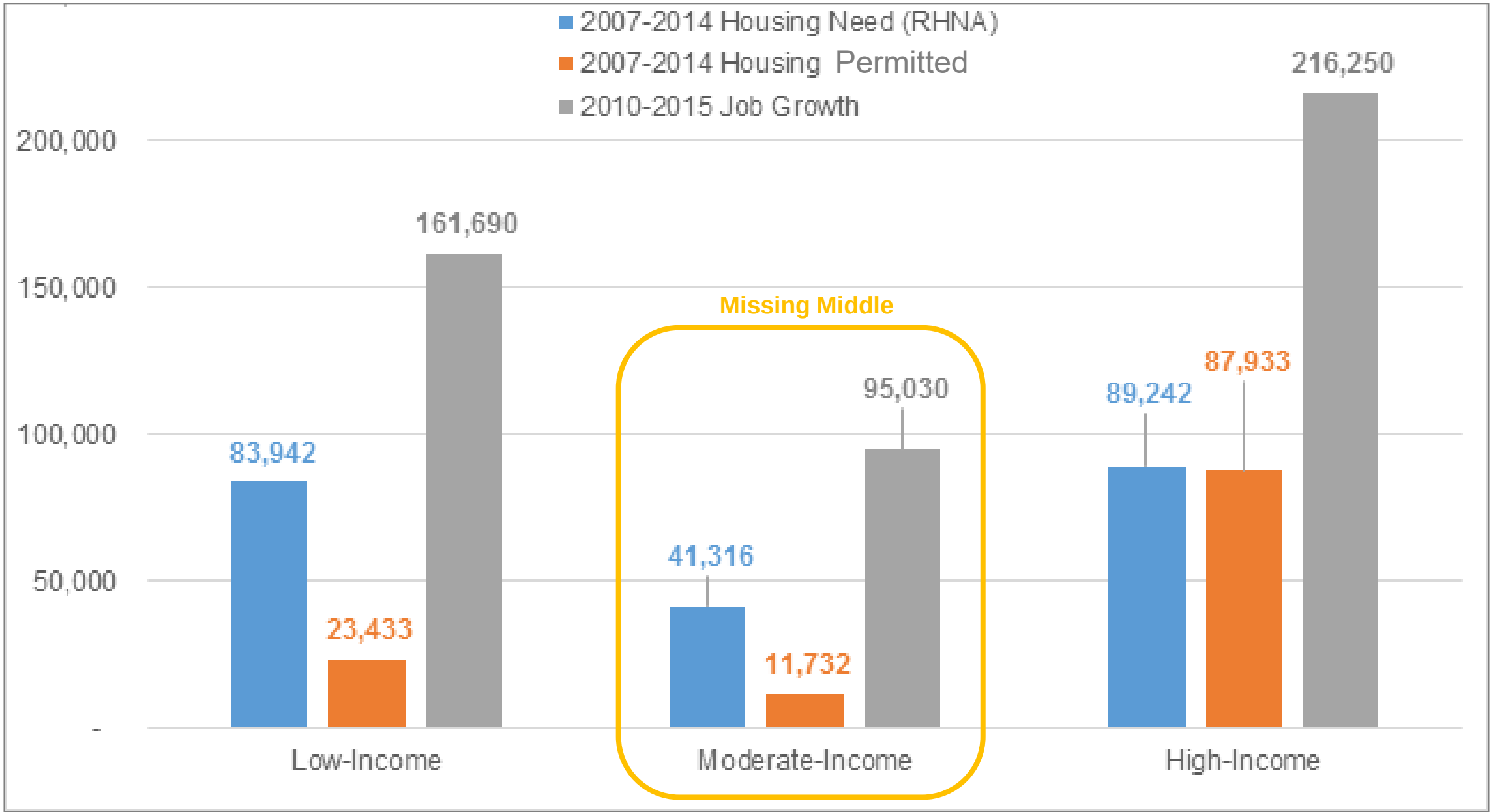
Homelessness has grown across the region; rents and home prices are beyond the reach of most families.

Bay Area Added 1 Housing Unit for Every 11 Jobs Between 2010 to 2016

Source: Jobs – California County Economic Forecast, 2017-2050, Transportation Economics Branch, California Department of Transportation; Housing – E-5 Population and Housing Estimates for Cities, Counties, and the State, California Department of Finance



Affordable Housing Permits Are Lower Than Identified Need



Lower-Income Households Are Most Affected

Plan BayArea 2040

Map 42

Displacement Risk

Gentrification and Displacement in the Bay Area

University of California Berkeley
American Community Survey 2009 - 2013
Tracts Within Urbanized Areas

Lower Income Tracts
Greater than 39% of Households are considered Low Income.

- Not losing LI Households, or Very Early Stages
- At Risk of Gentrification or Displacement
- Undergoing Displacement
- Advanced Gentrification

Moderate to High Income Tracts
Less than 39% of Households are considered Low Income.

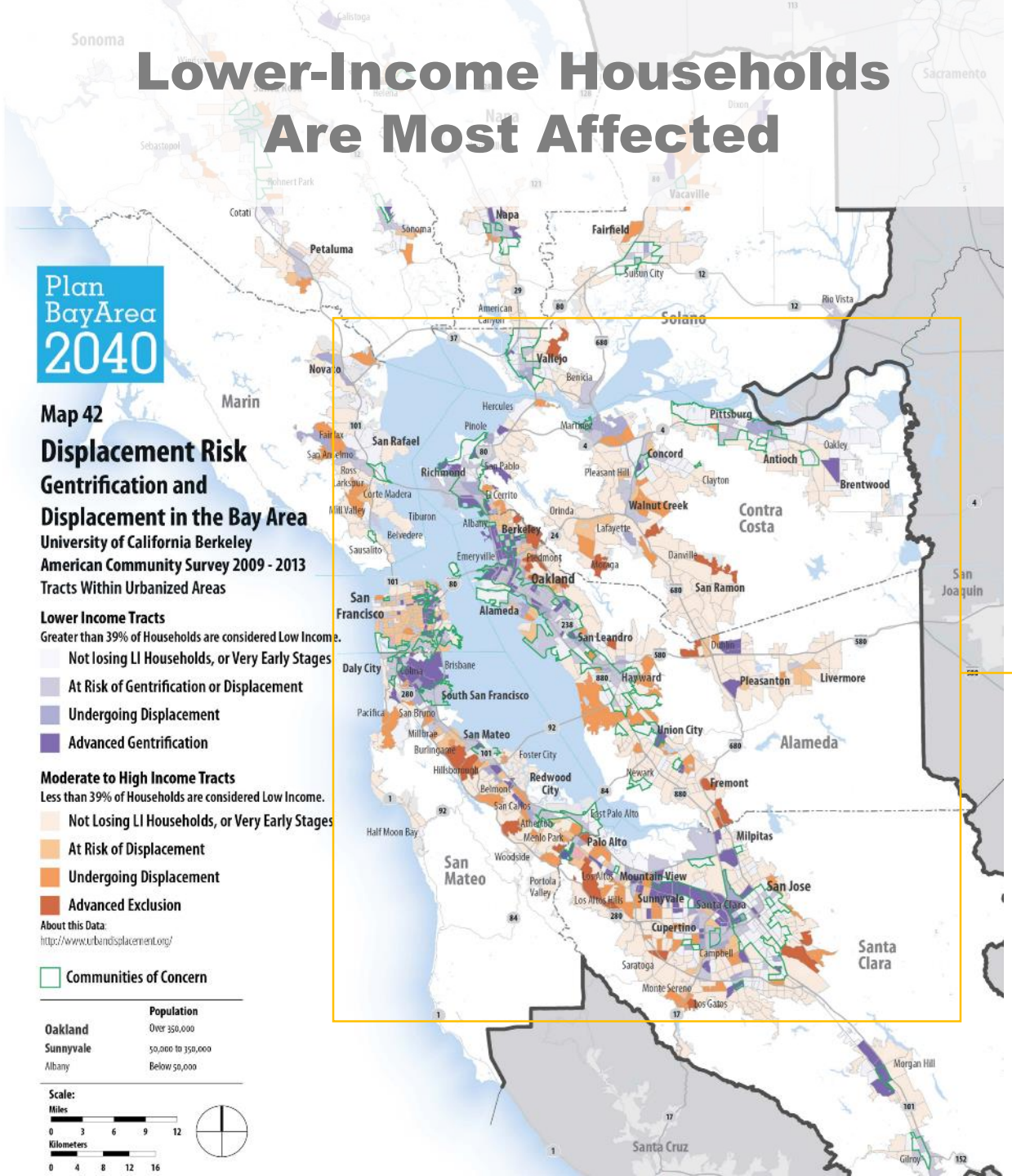
- Not Losing LI Households, or Very Early Stages
- At Risk of Displacement
- Undergoing Displacement
- Advanced Exclusion

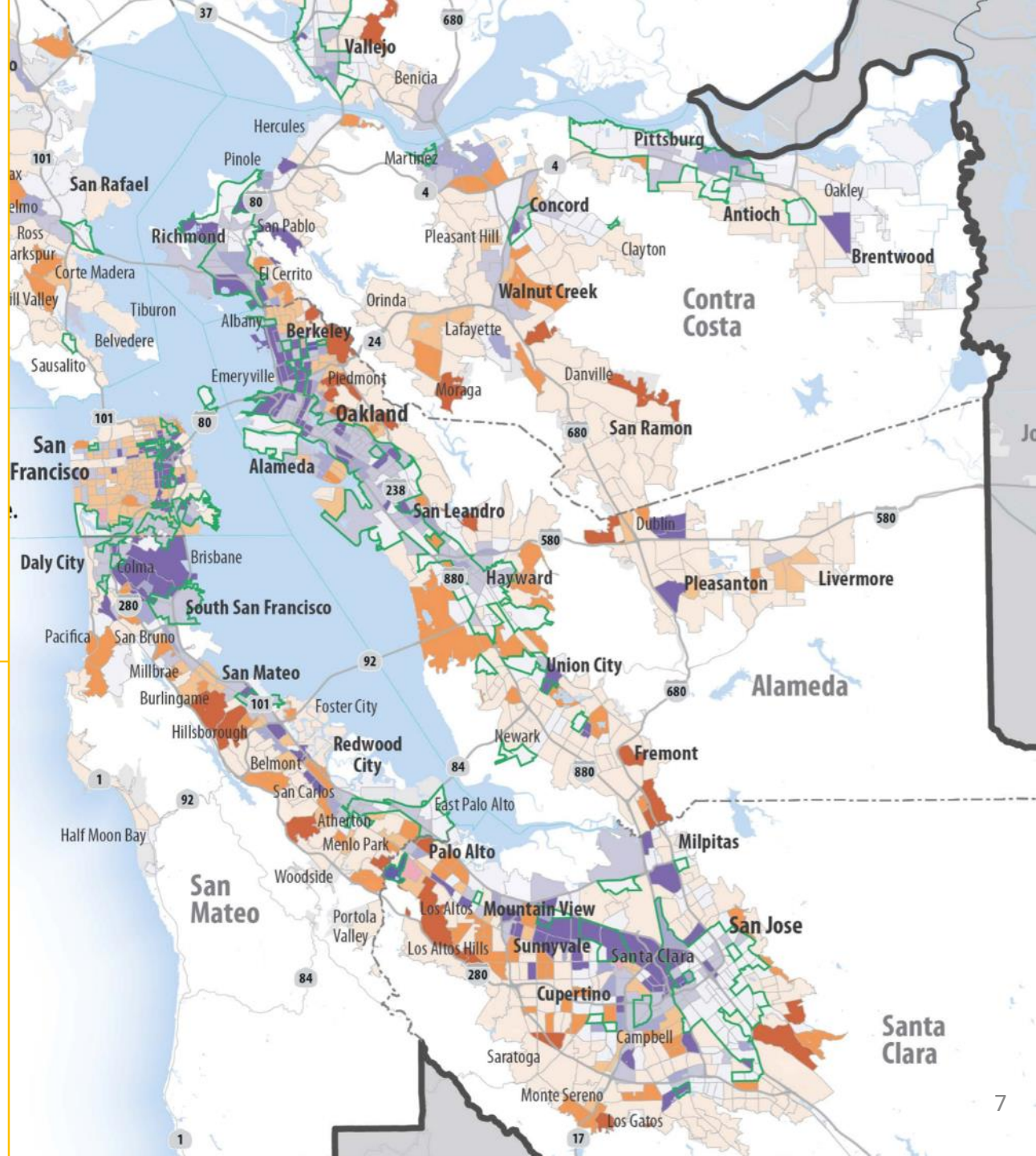
About this Data:
http://www.urbandisplacement.org/

Communities of Concern

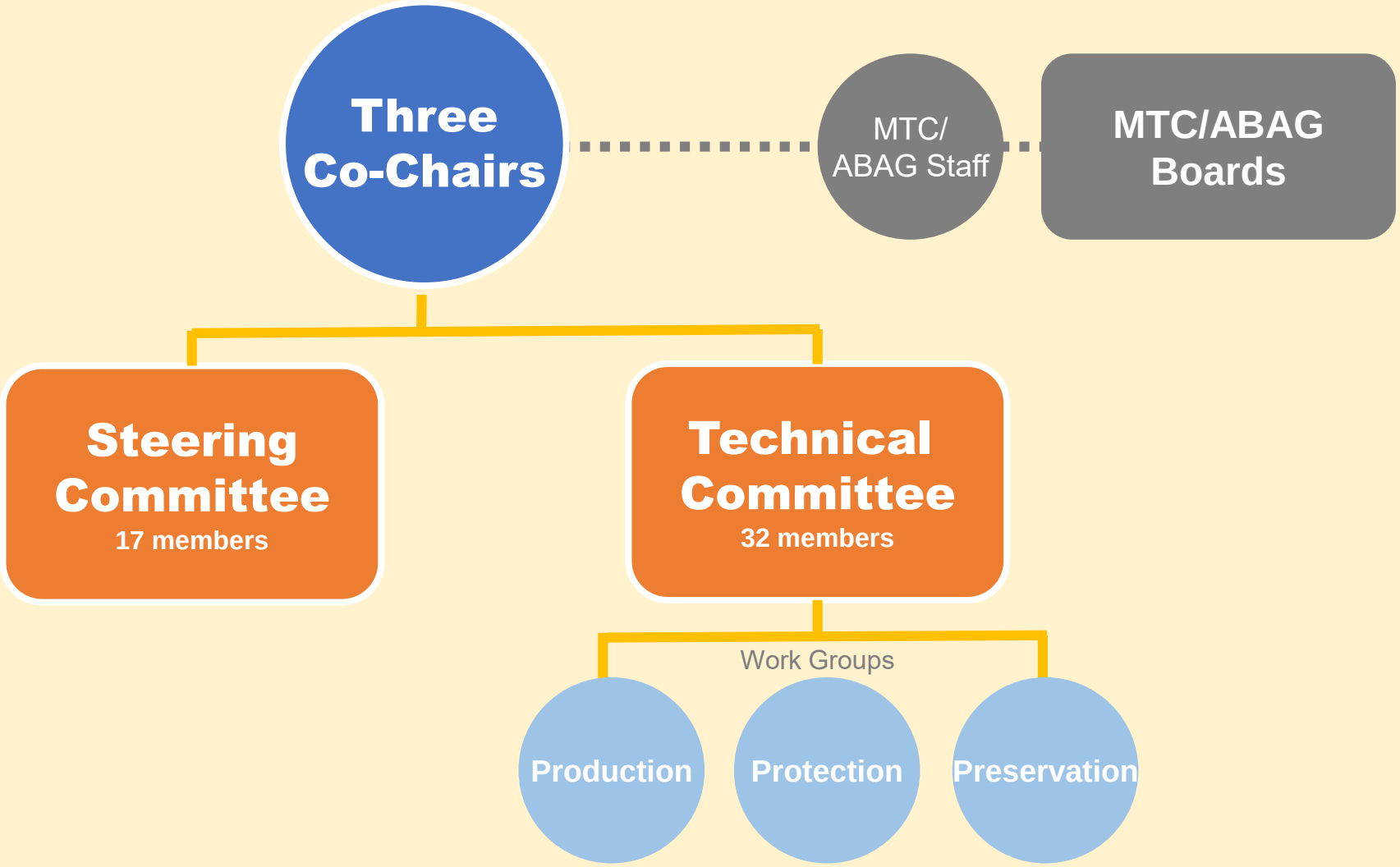
	Population
Oakland	Over 350,000
Sunnyvale	50,000 to 350,000
Albany	Below 50,000

Scale:
Miles 0 3 6 9 12
Kilometers 0 4 8 12 16





The Committee to House the Bay Area



CASA Compact Framework

Produce +/-

35,000 Housing Units / Year
14,000 of Which are Affordable to Lower-Income and 7,000 to Moderate-Income Households

Preserve +/-

30,000 Affordable Units
26,000 of Which are Market-Rate Affordable Units, and 4,000 are At-Risk Over the Next 5 Years

Protect +/-

300,000 Lower-Income HHs
Who are Extremely Rent-Burdened (they spend more than 50 percent of their income on housing)

Legislative Reform

New Revenue

Regional Housing Enterprise

Local Jurisdiction Engagement

Online Survey
(May/June)

- Input from local jurisdiction elected officials and staff
- Perspective on:
  - Barriers and challenges related to housing (i.e., funding, market strength)
  - Effectiveness of existing programs (i.e., OBAG)
  - Resources needed to accelerate compliance with state housing laws

Advisory Group
(Monthly)

- Input from local jurisdiction elected officials
- *Membership* – elected officials on CASA Steering Committee and chairs of RPC and RPC-Housing Sub-Committee

Meetings + Presentations
(Ongoing)

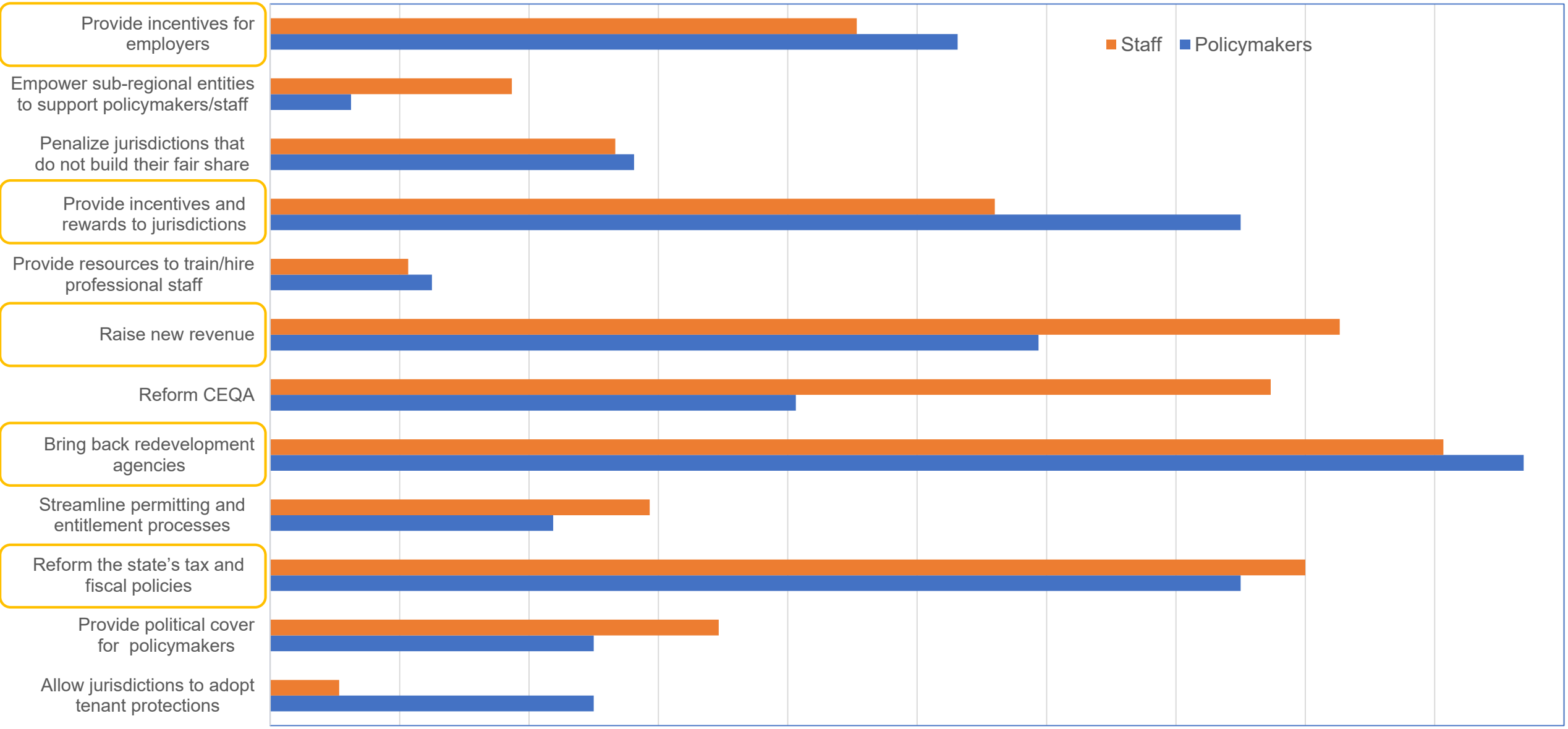
- ABAG Executive Board
- Bi-annual BAPDA meetings
- Meetings with planning and housing directors in each county
- CMA presentations

Local Jurisdiction Online Survey Results

(June 2018)

How can the state or the region help?

(Top 3 picks)



Elements of the CASA Compact

CASA Compact	Protection	Preservation	Production
1. Just Cause Eviction Standards	X	X	
2. Emergency Rent Cap	X	X	
3. Right to Legal Counsel and Eviction Proceedings	X	X	
4. Streamlining for ADUs and Tiny Homes			X
5. Minimum Zoning for Housing Near Transit			X
6. Effective and Fair State Housing Streamlining (SB 35) Laws			X
7. Public Land for Housing Production			X
8. Streamlining of Local Housing Approval Process			X
9. Regional Housing Enterprise		X	X
10. New Revenue to Implement the Compact	X	X	X

Annual Funding Gap Estimate for CASA Initiatives: $2.5 billion

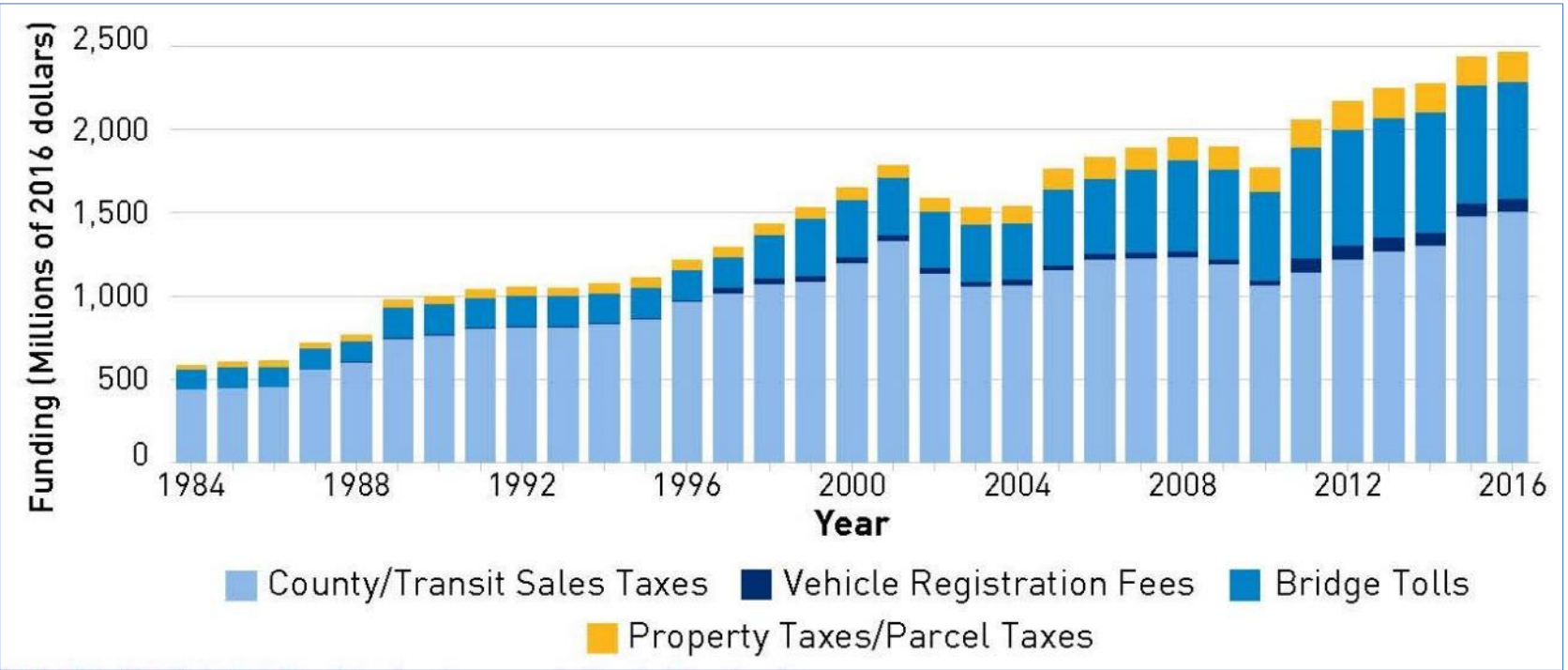
***Protection** – Right to Legal Counsel*	
Approved w/ Prop F in SF (pop.~884,363)	$4.2 to $5.6 million
Estimated cost for Bay Area (pop.~7.8 million)	~$50 million
Annual Funding Gap for Protection	**$50 million**

***Production** – Lower-Income Subsidized Housing*	
Avg. per unit development cost	$600,000
Avg. per unit supportable debt	($45,000)
Avg. per unit federal subsidy (LIHTC)	($180,000)
Avg. per unit federal subsidy (AHP)	($50,000)
Avg. per unit state subsidy (MHP/Prop 1)	($100,000)
Avg. per unit local subsidy	($75,000)
Avg. funding gap	$150,000 / unit
Annual adopted CASA target	14,000 units
Annual Funding Gap for Production	**$2.1 billion**

***Preservation** – Market-Rate and Subsidized Affordable Housing*	
Avg. per unit subsidy	$300,000-$450,000
Avg. per unit supportable debt	($45,000-$90,000)
Avg. per unit federal subsidy (LIHTC)	($0-$180,000)
Avg. per unit state subsidy (MHP/Prop 1)	($0-$100,000)
Avg. per unit local subsidy	($0-250,000)
Avg. estimated funding gap	$100,000 / unit
Annual adopted CASA target (over 8 years)	3,750 units
Annual Funding Gap for Preservation	**$375 million**

Self-Help Funding for Transportation, 1984-2016

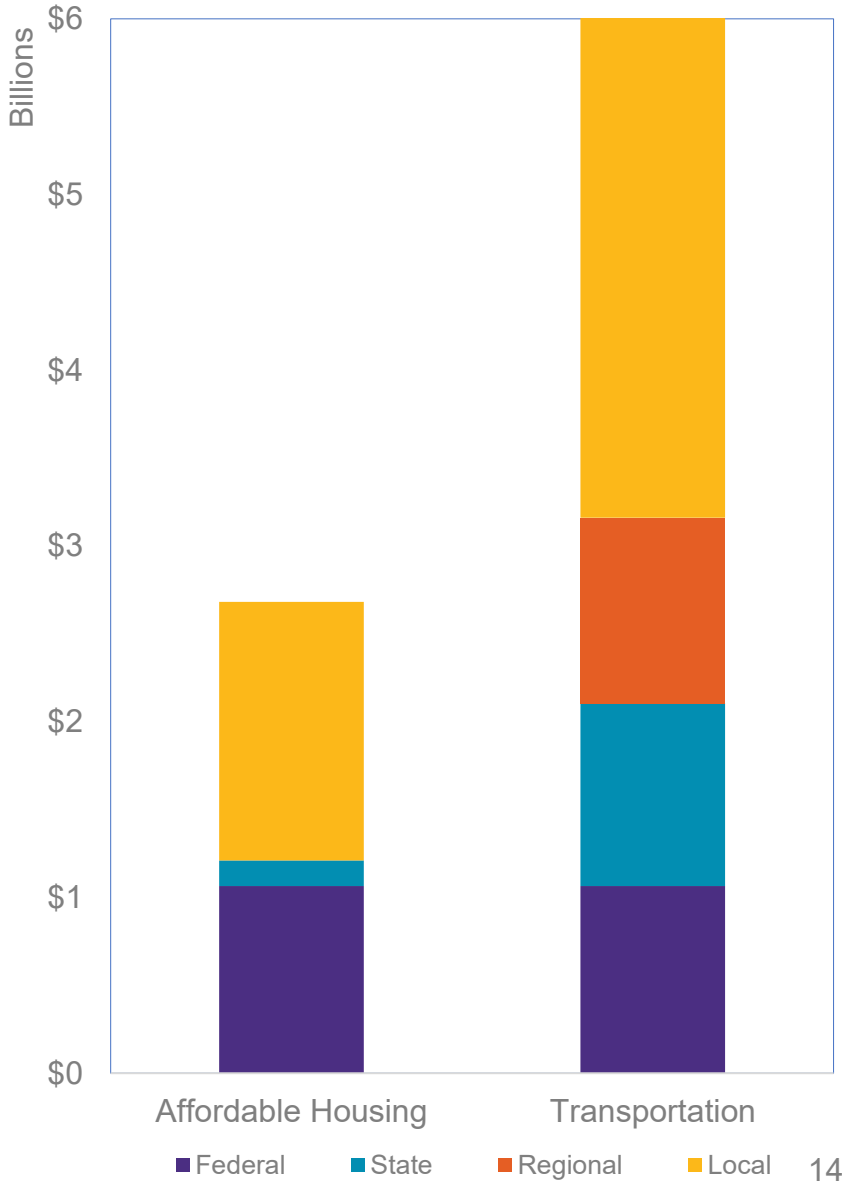
Source: MTC



Source of Funding, Annual

For Affordable Housing and Transportation

Source: Financial Assumptions Report, Plan Bay Area 2040; Funding Affordable Housing Near Transit, May 2017, Great Communities Collaborative



Menu of Funding Sources to Implement the Compact

Potential New Sources of Revenue

Target: $1.5 billion per year

Property Owners

$100 million

1 percent

Vacant Homes Tax on the assessed value of vacant home, region-wide

Vancouver adopted an Empty Homes Tax of 1 percent in 2016
Oakland adopted a Vacant Property (parcel) Tax of $3,000 to 6,000 in 2018

$100 million

$48 per year

Parcel Tax, region-wide

Bay Area approved Measure AA for $12 per year in 2016

Developers

$200 million

$5-$20 per sq. ft.

Commercial Linkage Fee on new construction; variable rates based on number of workers at location, jobs-housing ratio of host jurisdiction, and location within or outside transit-served areas, region-wide

38 jurisdictions in the Bay Area have a commercial linkage fee, with a median of $10 per sq. ft.

Jurisdictions with an existing linkage fee (which is set aside for housing) will get a credit

$200 million

$10 per sq. ft.

Flat Commercial Linkage Fee on new construction, region-wide

Employers

$200 million

0.1%-0.75%

Gross Receipts Tax, variable rates based on sector and firm size, region-wide

Almost half the jurisdictions in the Bay Area charge some form of gross receipts tax, often as a business tax

Small businesses would be exempt from the tax. Employers in a jurisdictions with an existing tax will get a credit

$200 million

$40-120 per job

Head Tax; variable rates based on number of employees, jobs-housing ratio and transit access, region-wide

Mountain View adopted a Head Tax of up to $149 in 2018

Local Governments

$200 million

25 percent

Redevelopment Revenue Set-Aside for affordable housing in TPAs (including portion for schools and special districts), **statewide**

Former Redevelopment Agencies were required to set aside 20 percent of their revenue towards affordable housing

$100 million

20 percent

Revenue Sharing Contribution from future property tax growth, region-wide

Minneapolis-St. Paul adopted a seven-county Fiscal Disparities Program (tax-base sharing) in 1971 that pools 40 percent of future revenue increase

Taxpayers

$800 million

1/2-cent

Sales Tax, region-wide

Most jurisdiction have local sales taxes. Could be linked to "point of sale" and e-commerce legislation. Could be folded into a "mega-measure" that includes funding for transportation

$100 million

5-Yr. Term

General Obligation Bonds, issued by a regional housing enterprise, renewed every five years, region-wide

Philanthropy

CZI-TSFF Initiative

Policy and Infrastructure Funds

Key

- Voter Approval
- State Legislation
- Policy Benefit
- Fee Imposition

New Sources of Funding to Implement the Compact

Proposed Allocation of New Revenue Raised by CASA

Local Jurisdiction Incentives **up to 10 percent**

Partial payments to local jurisdictions to make up for lost revenue due to proposed cap on impact fees. Other incentives.

Tenant Protection Services **up to 10 percent**

Administered by a non-profit entity. Short-term rental assistance and access to legal counsel for low- and moderate-income households.

Affordable Housing Preservation **up to 20 percent**

Grants and financing for acquisition and rehab and “expiring” units. Priority to projects in low-income neighborhoods facing displacement.

Affordable Housing Production **min. 60 percent**

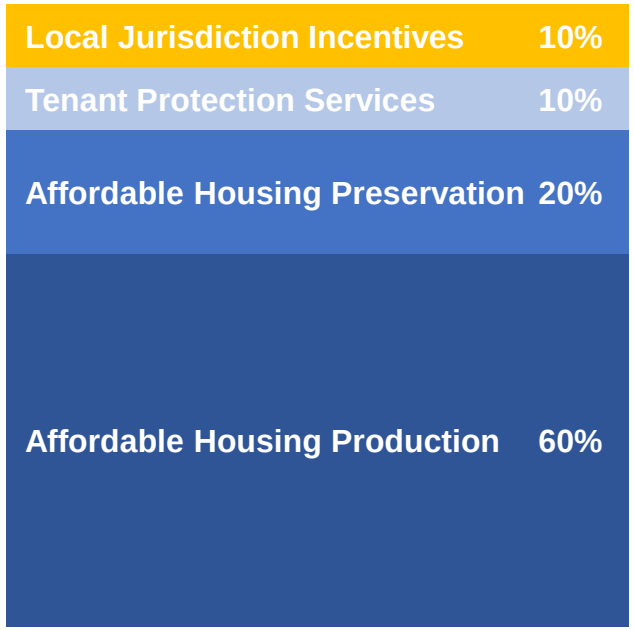
Grants and financing. Priority to projects in Transit-Priority Areas (TPAs) and High-Opportunity Areas (HOAs). Construction training programs. Land lease/acquisition/disposition program.

New Sources of Funding to Implement the Compact

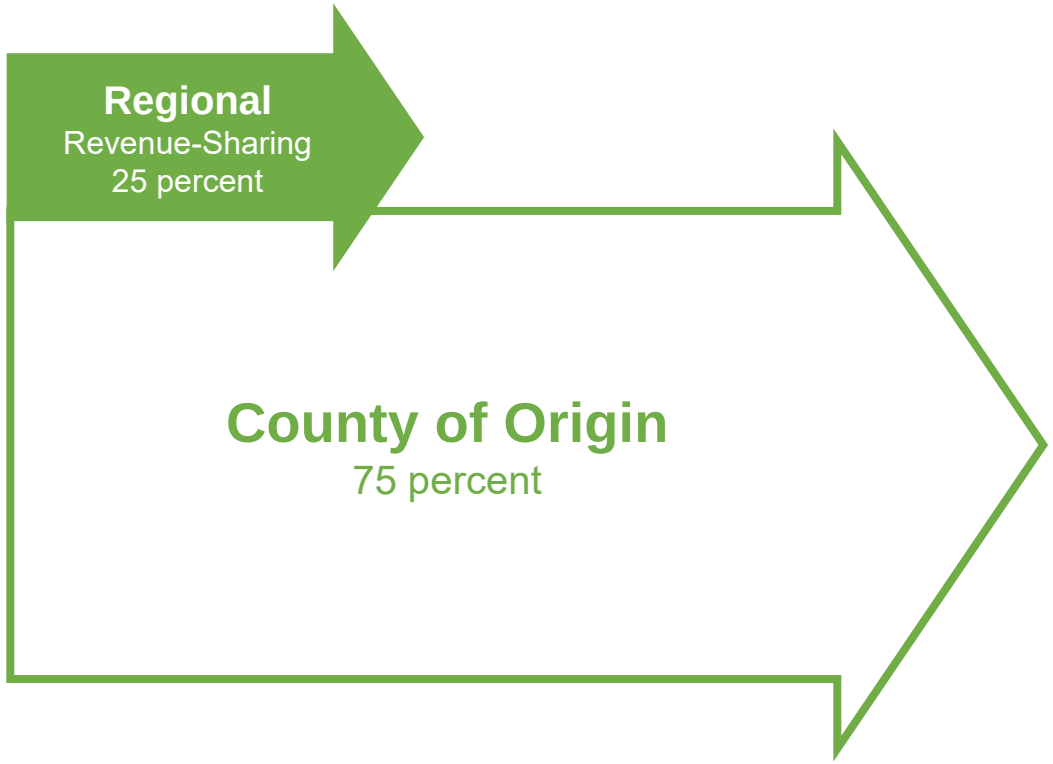
Return to Source Proposal

- 75 percent spent w/in county of origin
- 25 percent to regional program for revenue-sharing
- Subject to performance/policy outcomes
- Similar to BART sales tax allocation

Note: total expenditures would be consistent with allocation shares set in the CASA Compact (see previous slide)



Total Revenue and Allocation



Regional Housing Enterprise

MTC/ABAG Roles and Responsibilities

- Data, Research and Technical Assistance
- RHNA and PBA
- Transportation Conditioning, OBAG, TOAH, NOAH, HIP
- Legislative Reform and Advocacy

Regional Housing Enterprise Roles

- Revenue Administration and Debt Issuance
- Land Leasing and Disposition
- Enhanced Technical Assistance
- Monitoring and Reporting
- Racial Equity

Regional Housing Enterprise Governance

- **Independent board** w/ representation from MTC, ABAG and key stakeholders
- Supported by **MTC/ABAG consolidated staff** (with additions in specialized areas such as debt issuance, land leasing, etc.)

CASA Work Windows

Elements of the CASA Compact
Draft Term Sheets
Wednesday, November 7, 2018

1. Just Cause Eviction Standards
2. Emergency Rent Cap
3. Right to Legal Counsel in Eviction Proceedings
4. Streamlining for ADUs and Tiny Homes
5. Minimum Zoning for Housing Near Transit
6. Effective and Fair State Housing Streamlining Laws
7. Public Land for Housing Production
8. Streamlining of Local Housing Approval Process
9. Regional Housing Enterprise
10. New Revenue to Implement the Compact

Compact Element #1: Just Cause Eviction Standards

Desired Effect: Just cause would protect tenants from arbitrary evictions. Studies show that eviction can cause health issues, emotional trauma, school disruptions for children, longer and more costly commutes and reduced wage earnings for adults. By preventing no-cause evictions, just cause eviction protections promote tenant stability—particularly in low vacancy and expensive housing markets—and limit eviction-related monetary, health, school and other costs. Eviction-related costs can pose a particular burden for tenants who are low and fixed income, have physical disabilities, or are elderly.

Scale: State legislation applied to 9 Bay Area counties

Models:
New Jersey statewide Just Cause Law; Large cities in CA (SF, Oakland, San Jose, LA)

References:
Action Plan 2.1

Negotiation Points:
Definition of permissible causes for eviction, define property types excluded, discuss relocation assistance; means of enforcement

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Permissible causes for eviction	Fault: • Failure to pay rent • Substantial breach of a material term of the rental agreement • Nuisance • Waste • Illegal conduct No fault: • Owner-Move-In (OMI) or Relative-Move-In (RMI) • Withdrawal of unit from rent or lease market (e.g., Ellis Act/condominium conversion)	Definition of: • Nuisance • Illegal conduct	

	• Unit Unsafe for Habitation: Recovery of unit for health and safety reasons • Demolition or substantial rehabilitation		
Coverage	Applies to all rental units except the following: • Government owned and government subsidized housing units (e.g., Section 8) • Transient and tourist hotel occupancy as defined in Civil Code Section 1940(b) • Housing accommodations in a nonprofit hospital, convent, monastery, church, religious facility, or extended care facility • Dormitories owned and operated by an institution of higher education or a high school or elementary school • Unit where tenant shares a bathroom or kitchen facility with the owner who maintains their principal residence there • Single owner-occupied residences including when the owner-occupant rents or leases 2 units (including ADU and JADU) or bedrooms In the event that a local ordinance conflicts with a state or federal ordinance, the others should prevail. All restricted housing is exempt from any fees that might be levied by the localities to implement this program or cap to some nominal amount.	• Resident-owned nonprofit housing	
Notice Requirements	<u>Tenant Rights</u>: The owner must provide notice to tenants at the beginning of each tenancy as to tenant rights with copy of lease. This notice should be in the form of a lease addendum that is signed by the tenant at the time the lease is signed. <u>Evictions</u>: The grounds for eviction must be set forth in the notice to terminate tenancy. • If the reason for the termination is for cause, the owner must provide an initial notice with an opportunity to cure before the notice of termination. This should only be for insufficient funds, nuisance or other types of curable lease violations. If the lease violation is related to	▯ If the reason for termination triggers relocation benefits, then the notice must include that the tenant is entitled to a relocation fee of the amount then in effect	

	specific illegal activity of presents the potential for harm to other tenants, there should not be a right to cure. Separate provisions should be made for domestic violence situations.		
Relocation Assistance	Eligibility: Applies to all no-fault causes. Timing: Provided directly to the tenant at the time of service of the notice to quit. Notice: The landlord shall notify the tenants of their rights under this section at the time of service of the notice to quit.	• If the reason for termination triggers relocation benefits, then the notice must include that the tenant is entitled to a relocation fee of the amount then in effect Amount: *Option 1* (set amount per tenant household): A set amount per tenant household, e.g. $15,000. (*See, e.g.*, Berkeley $20k). Berkeley is too expensive, San Jose has a tiered relocation option based on bedroom size that is much more reasonable. *Option 2* (multiple of month's rent): Could tier by landlord size (e.g. if landlord owns 4+ units or under 4 units). (*See e.g.*, Glendale, Mountain View) *Option 3* (set amount by unit size): (*See, e.g.*, Beverly Hills, Oakland, San Jose, Santa Monica, West Hollywood, for models) *Option 4* (set amount by bedroom): San Jose Annual increases	
Enforcement		Enforcement-How to provide information to landlords	

Preemption of Local Ordinances	This law does not preempt more restrictive local ordinances.		

Compact Element #2: Emergency Rent Cap

Brief Summary: Establishes reasonable annual increases in rent.

Desired Effect: High impact. An emergency rent cap would prevent extreme rent increases in rent on a year-to-year basis, thereby decreasing the number of households who are at risk of displacement and homelessness, decreasing the number of households who are rent burdened, and promoting tenant and community stability. Extreme rent increases can pose a particular burden for tenants who are low and fixed income. Can be extended

Scale: State legislation applied to 9 Bay Area Counties

Models: Existing State Anti-Gouging Law in States of Emergency (cite)

References: Action Plans Referenced: 1.1, 1.2, 1.3

Negotiation Points: Annual rent increase limits, vacancy decontrol, define property types excluded; limits on # of years increases can be banked and % of increases banked; enforcement mechanisms; duration: permanent program or tied to emergency declaration w/ sunset provisions

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Annual Rent Increase Limits	No landlord shall increase rent by more than the allowable increase, as defined below, in any year of tenancy (yearly increase).	<u>Percentage Increases</u>: Option 1: all units have rent increase caps, e.g. 5%+CPI Option 2: a different cap depending on age of unit, e.g. units 15+ years have CPI cap and newer units have 5%+CPI <u>Term</u> Is there a sunset period?	This applies whether or not Prop 10 passes. Costa Hawkins is irrelevant to state legislation and does not limit coverage in this instance
Vacancy Provision		Vacancy de/control Cap applies to renter not unit -	

Coverage		*In addition to exemption of nonprofit/government owned housing, dormitories, ADUs, are there other exceptions?*	Costa Hawkins is irrelevant to state legislation and does not limit coverage in this instance
Banking and Capital Improvements		Banking cap, cap on annual increases Formula for pass thrus and returns LL can bank 5 years of unused maximum Only increase rents 2x annual maximum eg. CPI+5x2	Some protections need to be in place so that landlords cannot "bank" an unreasonable amount of rent increases and then issue an exorbitant aggregated rent increase all at once.
Preemption of Local Ordinances	This law does not preempt more restrictive local ordinances.		
State of Emergency		What conditions need to exist for this to apply? Who declares the state of emergency? Determine if state of emergency garner any other tools to expedite housing (permitting, etc)	

Compact Element #3: Right to Legal Counsel for Eviction Proceedings

Brief Summary: All tenants facing eviction would have the right to legal counsel, leveling the playing field and protecting tenants from illegal evictions.

Desired Effect: Access to a lawyer can be the difference between losing a home and keeping it. Ensuring that all tenants facing eviction have the right to legal counsel would create a fairer justice system; prevent evictions and homelessness; improve health, stability and opportunity for thousands of residents, including children; and preserve existing affordable housing. With proper implementation, research suggests that the right to legal assistance for eviction proceedings can reduce evictions by 77% to upwards of 94% (according to a pilot program in California) and lead to a net savings for local jurisdictions. (e.g. in New York City cost savings are estimated at $2 for every $1 spent on legal assistance)

Scale: State legislation supported by regional funding

Models: SF Prop F passed in June, New York City

References: Action Plan 3.1

Negotiation Points: Funding source, identifying providers/administration; fees: means testing or sliding scale

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Coverage	All tenants who are faced with legal proceedings to evict them from their residence have the right to legal counsel except when eviction proceedings are brought by a landlord or master tenant who resides in the same dwelling unit or property with tenant. The region or city shall have no obligation to provide	What is forum for resolution?. Create separate renters court, regional or local? Means tested? At what range?	The term "legal representation" shall mean full scope representation provided to an individual by a designated organization or attorney which includes, but is not limited to, filing responsive pleadings, appearing on behalf of the tenant in court proceedings, and providing legal advice.

	legal services where a state or federal program already provides full scope legal representation to a tenant facing eviction proceedings. Landlord obligation limited to providing an addendum notice of this rights in lease and eviction notice. Landlord has no payment or any other obligations. Tenant failure to exercise right to counsel will not impede eviction proceedings for landlord.		
*Funding (alternative pathway to achieve right)	Generate approximately $50 million per year to fund regional right to legal counsel.	What happens in eviction where there is no $ for attorney? Possible sources include a regional transient occupancy tax, a tax on short-term rentals and vacant units, and a regional mega-measure, among others.	Tenants Together's recent report, *California Evictions Are Fast and Frequent* found the following 3-year averages for unlawful detainer filings by county: (1) Alameda - 5,467; (2) Contra Costa - 3,928; (3) Marin - 432; (4) Napa - 277; (5) San Francisco - 3,275; (6) San Mateo - 1,516; (7) Santa Clara - 3,515; (8) Solano - 2,321; and (9) Sonoma - 1,195, for a total of 21,926 unlawful detainer filings per year. It should be noted that this number does not include the number of eviction notices prior to the filing of unlawful detainer eviction lawsuits. Therefore, if the region were to provide a right to legal counsel, the number of cases could be much higher; however, as a counterpoint, a right to legal counsel would likely deter landlords from serving tenants with illegal eviction notices.
Providers		Option 1: Each city shall establish, run, and fully fund a program to provide legal representation for all tenants within the city who are faced with legal proceedings to evict them from their residence.	NYC's has a coordinator who designates existing organizations that have "the capacity to provide legal services"

		Option 2: Each jurisdiction identifies local service providers to provide legal representation. Bay Area Metro distributes funds to local service providers from a regional pool. Bay Area Metro and local jurisdictions fund and conduct education efforts to notify residents of this right. Option 3: Bay Area Metro identifies and funds local service providers to provide legal representation. Bay Area Metro funds and conducts education efforts to notify residents of this right.	Annual or bi-annual review of the program

Compact Element #4: Remove Regulatory Barriers to ADUs and Tiny Homes

Brief Summary: Amend existing state ADU law to remove regulatory barriers to building including ministerial approval for AD Us and Junior ADUs in residential zones, allowance for multiple ADUs in multi-family homes, and creation of a small homes building code (AB 2890 Ting).

Desired Effect: Extremely High Impact; Short Term. Assuming 20% of 1.5 Million single family homes in Bay Area = 300,000 new homes distributed into existing neighborhoods. In PDAs alone would be 50,000 new homes. Distribute green, more affordable homes quickly and uniformly in region. State must reduce zoning barriers to: (1) Create significant, rapid increase in less costly homes including stabilizing vulnerable households including seniors, disabled, and lower income homeowners in all existing neighborhoods (Missing middle housing, Preservation); (2) Reduce GHG by improving utilization of buildings/land build more small, infill, low GHG/sustainable homes (3) ease codes for ADUs and Tiny Homes . Help expand and stabilize labor force and construction.

Scale: State legislation applied to 9 Bay Area Counties

Models: Arlington VA, Portland OR, Seattle WA, Vancouver BC, State of Oregon Tiny Homes Code, (Leslye's work)

References: Action Plans 10.3, 10.4
UCB Chapple 2015; UCB Terner Center 2017; Legislative history SB 1069, AB 2890

Negotiation Points:

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Ministerial Approval	Allow ministerial approval regardless of zoning standards for: • Both an ADU and a Junior ADU (JADU), not required to be smaller than 800 sqft in any zone that allows residential uses; in existing or proposed structures including in rear yard cottage not to exceed 800 sqft , 16' tall , with 4' in side or rear yard setbacks		

	• Existing unused spaces in multi-family structures or yards may be converted to multiple ADUs. • ADUs receiving ministerial permits cannot be rented for less than 30 days; subject to local non-zoning housing standards not addressed in this law • Encourage non-safety code forgiveness • Provide that remedies for successful project applicant legal challenge include same as in HAA. • Apply HAA's provisions for determining project consistency (if there is substantial evidence to support a consistency determination it is deemed consistent) Allow division of existing homes by 50% where ADU may be 800 sqft		
Owner Occupancy	If Owner Occupancy locally required, reasonable annual monitoring based on published documents		
Impact Fees	Limit impact fees to (1) being charged on a per square foot basis and (2) only on net new living area over 500 sqft per accessory unit		
Small and Tiny Homes Building Code	Create small homes building code to reduce non-safety code requirements that disproportionately make small homes and tiny homes infeasible including energy standards, appliance and room sizes, and similar. Life-safety standards must be upheld Use of unlicensed contractors under "owner builder" permits shall be discouraged by requiring a statement of owner liability be provided at time of building permit issuance under any small homes building code and any other building permits issued for ADUs. Sprinklers shall be required for ADUs if required under the building code for comparable home construction		

Compact Element #5: Minimum Zoning for Housing

Brief Summary: Increase number of market rate and affordable homes near transit and MTC 5-Factor Areas on low density residential, commercial, and public sites with limited parking in a manner that fits in with existing neighborhoods and expands at a minimum missing middle housing (housing built to height of 36', 75% lot coverage, no parking, no density restrictions), to significantly increase overall housing production in areas targeted by Plan Bay Area and Sustainable Communities and consistency with new MTC 5-factor index.

Desired Effect: High Impact, Medium to Long term but essential to achieve compliance with PBA and SCS. Required precursor to increasing housing production of market rate, affordable, homeless, and all forms of housing.

Scale: State legislation applied to 9 Bay Area Counties

Models: Portland OR, Seattle WA pre-zoning infill neighborhoods

References: Action Plans Referenced: 8.2, 10.3, 10.5, 10.6
SB 827

Negotiation Points: Temporary delay provisions for communities of concern for 3-5 years; height for added density above missing middle to 75/80', define qualifying transit (bus, rail, ferry, major transit stop?); Refer to last draft of last printed version of sb 827 for all items except those not specified here.

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary

Density Requirements Definition Missing Middle Zoning	Modify concepts from last printed version SB 827 only as specified below • increase housing densities and create allow housing overlay (1 mile?) ½ miles "on Transit" (confirm definition) to permit housing uses on commercial and institutional land below a low allowed FAR (1.5) to a minimum missing middle or "Minimum Housing Density" . See definition of minimum housing density below. • increase densities and create housing overlay on Transit to at least densities above. • In areas closer to major transit corridors (rail corridors, ferry stations, major transit corridors) increase densities to minimum 50' (up to 75' with density bonus excepting that "Sensitive Communities" can delay this increased Transit Density for projects providing less than 50% affordable housing for up to 4 years at 120% of AMI or less but only if no plan adopted last 5 years ie no downzoning • Sites occupied by a Mobile Home Park, Public Housing, or Single Room Occupancy built prior to Effective Date shall not be eligible for Minimum Density overlay • Subject to Additional Terms from SB 827 (e.g. no net loss, etc.). • No local action required under CEQA for this to take effect * Missing middle standards: Local jurisdictions shall not adopt local zoning standards to limit density, require a minimum lot size, amount of parking or open space, or control the building location or envelope on a lot, except the following may be regulated: 1. Building height – Maximum allowed building height shall not be less than 36' except in the rear 20' of the lot where the maximum allowed building height may be reduced to 15'. 2. Yard setbacks – Minimum required yard setbacks shall be no more than 10' in the front, 5' in the side, and 10' in the rear [or no more than 3' in the rear if the building height is 15' or less]. 3. Unit size – Maximum allowed unit size shall not be larger than 2,000 square feet. Local agency may create demolition controls to preserve existing architectural character which shall allow remodeling, raising, relocating existing structures.	Height for added density above missing middle Define qualifying transit (bus, rail, ferry, major transit stop?); Determine definition of "transit corridors" Determine reduced affordability levels outside "sensitive communities" Determine period of "deferred compliance" and expected planning densities on transit for completed plans. Map of sensitive communities	To broaden missing middle zoning, widen zoning overlay, add provision that housing overlay applies to disturbed commercial/institutional sites larger than 5 acres, with permitted FAR below 1.5, in urbanized areas (targets large non-performing low density retail, light industrial) outside of transit areas, with 0 parking minimum

	** High-density standards: Local jurisdictions shall not adopt local zoning standards to limit density, require a minimum lot size, amount of parking or open space, or control the building location or envelope on a lot, except the following may be regulated: 1. Building height – Maximum allowed building height shall not be less than 55' which may be increased to 75' with the addition of the State Density bonus program. 2. Yard setbacks – Minimum required yard setbacks shall be no more than 10' in the front, 4' in the side, and 10' in the rear.	(see geography proposal)	
	Expand upzoning beyond narrow focus on transit areas consistent with MTC analysis showing most appropriate locations for housing based on 5 objective factors: affordability; VMT reduction; resilience; access to opportunity; displacement Apply HAA's provisions for determining project consistency (if there is substantial evidence to support a consistency determination it is deemed consistent). Provide that remedies for successful project applicant legal challenge include same as in HAA.		

Compact Element #6: Improve Effectiveness and Fairness of State Housing Streamlining (SB 35)

Brief Summary: SB 35 was intended to streamline housing for projects with fully skilled and trained labor and on-site affordable amendments are needed to improve effectiveness so more projects to make use of this section to increase housing production. Amendments proposed:

- Allow reasonable local review including design review
- Allow smaller projects to access expedited review without added labor or affordability standards
- For larger projects add tax 15-year abatement (modeled on New York) and other offsets to pay for labor and affordable requirements
- Adjust liability standards to make more homes insurable. Home ownership cannot be achieved in infill buildings without modifying existing liability laws that prevent reasonable attached home ownership products because they are uninsurable. See AB 2353 (Frazier)

Desired Effect: Projects that have labor standards should get the benefit of additional tools (benefits/offsets) to pay for living wage jobs. Pre-cursor to achieving expanded housing production with labor standards and on-site affordable throughout the region. Essential to easing construction labor shortage increasing number and predictability of high quality desirable construction jobs.
In regions such as Cascadia which has more reasonable liability laws for ownership, up to 50% of attached housing new construction is in ownership forms. If the Bay Area could increase production by being able to offer homes for sale in addition to for rent, could increase overall housing production significantly. Also may be only way to create new home ownership opportunities in existing developed communities including in small missing middle type projects that could create more ownership opportunities at a range of incomes.

Scale: State legislation applied to 9 Bay Area Counties

Models: New York

References: SB 35; Action Plans Referenced: 12.2, 12.3, 17.1, 17.2

Negotiation Points: Deferrals for provisions for communities of concern regarding affordability levels, economic offsets and tools; confirm 15 year time period for real estate tax abatement; define: small project, affordability levels, limits/requirements on use of real estate abatement

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Clarifications to Existing Law	• Housing developments of less than 20 units or 20,000 square feet, are eligible for SB 35 expedited approvals without added affordability, wage, apprentice, or labor standards to reduce local planning workload on small but often controversial projects. • SB 35 projects are exempt from CEQA • Local jurisdictions retain authority to regulate demolition of historic structures excepting that historic status if any must have been identified prior to project application completeness.	• Precluded from considering impacts to views, privacy or solar access, except in the case of existing solar panels. • Maximum number of required public hearings: 1 for projects with 5 units or less; 2 for projects with six to 20 units; 3 for projects with 20 units or more.	

	• SB 35 projects subject to limited local discretionary review as follows: • 6 months and 1 de novo hearing for projects of 20 units or less • 12 months and 3 de novo hearings for projects larger than 20 units • Subject to HAA protections. • May not reduce the number of residential units otherwise permitted by the maximum allowed building envelope. • Precluded from considering impacts to views, privacy or solar access, except in the case of existing solar panels. • Provide that remedies for successful project applicant legal challenge include same as in HAA. • Apply HAA's provisions for determining project consistency (if there is substantial evidence to support a consistency determination it is deemed consistent) • Deferral option in Sensitive Communities: Local agency may elect in sensitive community designated areas to retain affordability levels for SB 35 projects remain at current law levels until community planning complete at which point affordability levels may change.		

Developer Incentives	• Cap impact fees on SB 35 projects to $30 per square feet for over 500 square feet of net new living area • Add 15-year tax relief modeled on NY program to SB 35 projects "reverse redevelopment" • Make SB 35 projects eligible for an automatic 35% Density Bonus • For projects that use a skilled and trained workforce: 3-year statute of repose and liability requires showing of negligence in construction, i.e., no strict liability • Require licensed inspectors for plaintiffs and builders in construction defect cases to reduce the likelihood and size of class action like suits which prove to be timely and expensive • By minimizing costs related to construction defect suits, this will encourage increased production of homes, especially condominiums.	• Local agencies shall provide a waiver process for individual developments to waive or modify inclusionary requirements including: 1. offering a lower rate of required on-site affordability 2. higher rates of area median income 3. "fee out" option to pay fees instead of building units on site 4. the ability to provide land or units off-site 5. waive all or some of the above if none of the above are feasible. • Waiver request and rationale shall be included in a project's initial application material. If all or partial waiver denied, local agency must make findings supported by substantial evidence in the record that disproves project sponsor's rationale for the waiver and can be subject to challenge under the Housing Accountability Act.	Terms and requirements of waiver
Changes to Existing Law	• Grandfathering Existing Programs	All local agencies, including grandfathered, must make findings and document that any local inclusionary zoning rates are not suppressing housing production based on annual public hearing in first 30 day of every calendar year before governing body with public testimony and evidence that shall include last 5 years of development applications, building permit issuance, and occupancy permit issuance in the local agency, and testimony from local for profit	Monitoring and enforcement to ensure not suppressing production,

		and non-profit developers. Hearing transcript must be transmitted to HCD and regional agency. Otherwise zoning compliant projects protected by the Housing Accountability Act at a zoned density cannot be made infeasible by the rates or application of any local inclusionary zoning program.	
Affordable Housing Fee		An affordable housing fee shall be charged to "high price units" defined as (TBD)	Formula for fee at least 10% Higher than median sales or rental price for new construction in the jurisdiction Legal issues in structuring fee

Compact Element #7: Strengthen Utilization of Public Land for Housing Production

Brief Summary: Promote increased utilization of public land for affordable housing through enhancements to a variety of legislation, regulatory tools and regional coordination and planning actions including strengthening the surplus land act, amending housing element law or amending the regulatory certification process, and embedding coordinating, technical support and monitoring functions in a regional housing entity. Goals are to achieve:

- Barrier reduction to developing on public land by ensuring that land is adequately zoned
- Create mechanism for coordination/monitoring of regional public land supply
- Provide technical support and draft legislation that encourages public land to be re-used for housing.

Desired Effect: Encourage the reuse of public land for the creation of mixed-income or affordable housing development.

Scale: State legislation applied to 9 Bay Area Counties; may impacts housing element law; to be addressed in coordination with other CASA policies.

Models: Puget Sound region of WA including Seattle; https://www.psrc.org/public-land-affordable-housing; https://seattle.curbed.com/2017/9/29/16387686/surplus-public-land-affordable-housing
Enterprise report: https://www.enterprisecommunity.org/download?fid=3257&nid=3739

References: Action Plans 16.1; 16.2

Negotiation Points: Intent: is it to "encourage" or to "create stricter requirements for affordability"
Incentive structure options, revenue source to cover localities cost to implement; levels of affordability; pricing and conveyance of land ranging from donated in full to conveying at below-market value

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Details	See (Current bill) Also support changing State Housing Element Law to: A) Require and resource jurisdictions to prepare a full inventory of publicly-owned sites within their boundaries, including current uses, and report this to their Councils of Governments (COGs). B) Allow residential uses on developable public land, regardless of zoning, by establishing a presumption in Housing Element Law that homes may be built on public land meeting certain criteria (eg not parkland). If a jurisdiction prohibits housing on a site, require them to submit a rationale for its exemption, based on strict State-sanctioned standards.		

	Regulatory changes: A) Make public land more competitive for affordable housing funds to incentivize rezoning: Modifications to LIHTC, AHSC, other program requirements. Build in incentives to programs that encourage housing development on public lands. B) Review State's spatial guidelines for public facilities (ie schools) to evaluate potential for changes that could open up land for housing without compromising the quality of on-site public services (e.g. New York allows for vertical mixed use with ground floor public uses)		
Definitions	Temporary housing shall be defined as follows: • Designed and constructed to be relocatable and transportable over public streets. • Floor area of 500 square feet or less when measured at the most exterior walls. • Sited upon a temporary foundation in a manner that is designed to permit easy removal. • Designed to be removed within three (3) years of installation		
Labor Standards	Public lands released for housing shall include policies that help expand the trained labor pool available for housing construction including requirements for trained apprentices and prevailing wages. Exceptions to these labor standards requirements on public lands shall be made for temporary housing built to address an emergency, and housing built with volunteer labor (see Labor Code §1720.4. http://leginfo.legislature.ca.gov/faces/codes_displaySection.xhtml?lawCode=LAB&sectionNum=1720.4.		

Compact Element #8: Streamline Housing Approvals Through Fair, Predictable, Faster Process

Brief Summary: Amend State Housing and Permitting Laws (Permit Streamlining Act, Housing Accountability Act) to disallow backsliding to avoid compliance with State law, and to restore transparency, certainty, fairness, deadlines, predictability to housing approval process Case-by-case public disputes and opposition to many if not most housing projects, even when these are consistent with local plans and rules,. Good government must be transparent, fair, predictable, and even-handed across the region, with clear rules that apply to everyone equally.
Terner Center found in 2018 report that development fees are extremely difficult to estimate; are usually set without oversight or coordination between city departments, the type and size of impact fees levied vary widely from city to city; Individual fees add up and substantially increase the cost of building housing; and projects are often subject to additional exactions not codified in any fee schedule. Effect of legislation will be to create certainty and transparency in how impact fees are set and what they are, and overall reduce impact fees
UCB Terner Center 2017 https://ternercenter.berkeley.edu/blog/it-all-adds-up-the-cost-of-housing-development-fees-in-seven-california-cities,

Desired Effect: High Impact; Short Term for proposed housing or housing stuck in approval pipeline that that otherwise prevented from advancing or made infeasible due to lack of transparent or fair process including varying or changing standards for processing, impact fees, community benefits. Not possible to document the number of units "not proposed" or "slowed down until became infeasible". Required precursor to increasing housing production of market rate, affordable, homeless, and all forms of housing.

Scale: State legislation applied to 9 Bay Area Counties

Models: Forthcoming if available/applicable.

References:
Action Plans Referenced: 12.1
https://www.law.berkeley.edu/wp-content/uploads/2018/02/Getting_It_Right.pdf

Negotiation Points: Terms and requirements for a local waiver; monitoring and enforcement to ensure not suppressing production; exploration of "deemed approved" language.

Bucket /	Summary	Areas for Further Negotiation	Additional Commentary

Category of Detail			
Local Jurisdictional Requirements Local Jurisdictional Requirements	• Disallow height and density reductions, limits, and moratoria in already residentially zoned areas to avoid compliance with State housing law especially the HAA. • Local agency and special district rules, fees, codes, and standards must be made available in writing to an applicant on a written form available at the local agency with clear mechanisms for determining rules, fees, inclusionary standards, community benefits and historic status determinations or they cannot be requested by the local agency nor agreed to by the developer. • Historic status must be determined prior to project application completeness based on published reports. • Allow no more than 3 de novo public hearings on a housing project (with possibility of appeals). • Report to Bay Area Metro and HCD the length of time from new or renovated housing project application to project approval for all housing projects and remodels, as well as the number of de novo hearings and appeals on each. • Use it or lose it provision such that streamlined permits expire if not used in a timely way (eg 24 months) • May not reduce the number of residential units otherwise permitted by the maximum allowed building envelope. • Precluded from considering impacts to views, privacy or solar access, except in the case of existing solar panels.	Should this apply only to projects of 20 units or less (e.g. "small" projects)? No net loss provisions on streamlined projects Additional community engagement and delayed implementation in sensitive communities	Consistency with general plan when zoning non-compliant accomplished in AB 3194 (Gloria) signed in 2018-delete here Note that AB 2753 (Friedman) requires density bonus standards to be issued at Application Completeness, creating precedent for this approach
Fees/Rules	• For projects consistent with the general plan, any relevant specific plans, and consistent with residential use zoning, LOCK FEES AND RULES AND COMMUNITY BENEFITS AT APPLICATION COMPLETENESS (excepting rule changes for life safety conditions). Lock fees and rules for 100% affordable projects as of the date of application. • These local rules/fees cannot be modified after Application Completeness. Completeness shall be defined as making all the required plan changes in the first zoning completeness letter.		

	• To remove small homes penalty, limit mitigation impact fees from all local agencies and special districts to being levied on a per square foot not per unit basis • Allow impact fees only on net new living area over 500 square feet (modeled on existing school impact fee law). • Implement fee impact recommendations of Terner Center: • Develop clear, consistent methodology for region for all impact fees that can be charged by local agencies. Work with Terner Center and HCD to develop this. Require evaluation of total fees, exactions, impositions, locally imposed requirements in excess of state building code (not labor costs) and provide documentation to regional agency and HCD. • Provide written estimate of all development impact fees that will be charged by the local agency through the entitlement and construction process at the time of application submittal or these cannot be levied as a condition of development approval • Lock all development impact fees and formulas/rates for charging these at application completeness • Require that local agencies allow payment of up to 50 percent of development impact fees at project completion or up to 100 percent of the fees at project completion if accompanied by reasonable financial security at permit issuance;		
Parallel Amendments	• Amend Permit Streamlining Act to require approval of all residential projects less than 20 units or 20,000 square feet in size in 6 months, over 20 units in 12 months. Requires parallel CEQA amendments to be effective—see SB 35 Compact Item <u>Apply HAA's provisions for determining project consistency (if there is substantial evidence to support a consistency determination it is deemed consistent). Provide that remedies for successful project applicant legal challenge include same as in HAA.</u>		

Density Bonus Clarifications & Administration	• Re-write density bonus law to add clarity, clear implementation guidelines to be developed by HCD including implementing forms, agreements, etc. • Confirm and codify Density Bonus ruling in Latinos Unidos del Valle de Napa y Solano v. County of Napa ("LUNA") as applied to DB units, inclusionary units, and mitigation, SB 35 ie $ for $ credit (each is credited all requirements,no double or triple payments) • HCD monitor DB and IZ units		
Density Bonus Requirements	• Relate Density Bonus Affordability to Palmer Fix (Inclusionary) and disallow separate housing impact fees except as an alternative compliance mechanism:		Clarify that mitigation fees for housing may not be charged to Density Bonus or deed restricted units

Compact Element #9: Regional Housing Enterprise

Brief Summary: Establish a regional leadership entity to implement the CASA Compact, track and report progress, and provide incentives and technical assistance. The entity must be governed by an independent board with representation for key stakeholder groups that helped develop the Compact. The housing entity would not play a regulatory/enforcement role.

Desired Effect: Existing regional agencies either do not have the mandate (for e.g., the Metropolitan Transportation Commission) or the resources/tools (for e.g., the Association of Bay Area Governments) to directly tackle the region's pressing displacement and affordable housing crisis. The CASA Compact will set a bold region-wide agenda for addressing protection of existing tenants, preservation of existing affordable units and production of both market-rate and subsidized units. To implement this agenda, a broad coalition of stakeholders, who have helped shape the CASA Compact, must stay engaged with state legislative advocacy, building support for raising new revenue and financing programs, tracking and monitoring progress, keeping the public engaged, and taking a regional approach to challenges such as homelessness. A regional approach can balance inequities and imbalances across multiple jurisdiction that have to contend with varying market strengths, fiscal challenges and staff expertise.

Scale: State legislation applied to 9 Bay Area Counties

Models: New York City Housing Development Corporation (housing finance); Twin Cities (revenue-sharing)

References: The entire CASA Compact

Negotiation Points: board structure and governance, authority, roles and responsibilities, staffing and coordination with existing regional agencies

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Board Structure and Governance	CASA may recommend establishing a Regional Housing Enterprise (RHE) to coordinate and lead implementation of the CASA Compact. State law may establish an independent board, with broad representation to MTC, ABAG and key stakeholder groups that helped develop the CASA Compact.		

Authority	The state may form the RHE through an act of legislation, and give it authority to collect new revenue (through fees or taxes); disburse the revenue to programs and projects in the expenditure plans (consistent with the CASA Compact); purchase, lease and hold land; and provide direct assistance. The RHE will not have regulatory authority but will collect and monitor progress on implementing the CASA Compact.		
Roles and Responsibilities	*Revenue administration and debt issuance* – using the authority to levy fees and seek voter approval to impose taxes for housing, the RHE may collect and disburse new funding, issue debt based as needed, and allocate funding to protection, preservation and production programs, as laid out in the CASA Compact. *Land leasing and disposition* – the RHE may act on behalf of the related public agency to lease or purchase land for housing development and assemble parcels, when appropriate. The RHE may hold and bank land, based on market conditions. *Monitoring and Reporting* – the RHE may coordinate with MTC/ABAG to collect relevant data (including on local housing performance), conduct research and analysis, and disseminate information as part of its monitoring and reporting role. The RHE may also conduct evaluation of its program to improve state CASA outcomes. *Enhanced Technical Assistance* – the RHE may coordinate with MTC/ABAG to provide extensive support and technical assistance to local jurisdictions (especially smaller jurisdictions with limited staff capacity), education and awareness for stakeholders (such as tenants and landlords), and communication materials for the broader public.		
Staffing	The RHE may be supported by the consolidated staff of MTC/ABAG, with additional staff added in specialized areas such as debt issuance, land leasing and disposition, financing projects, etc.		

Compact Element #10: Funding and Financing the CASA Compact

Brief Summary: Raise $1.5 billion in new revenue annually from a broad range of sources, including property owners, developers, employers, local governments and the taxpayers, to fund implementation of the CASA Compact. Allocate up to 10 percent of the new revenue for local jurisdiction incentives, another 10 percent for protection strategies, 20 percent for preservation, and 60 percent for the production of subsidized units for lower-income households. Distribute 75 percent of the new revenue back to the county of origin (return to source) and use the remaining 25 percent for regional program (revenue-sharing), while maintaining the allocation shares listed above. Disbursement of regional as well as county-level revenue would be subject to performance and outcomes, to be developed by the Regional Housing Enterprise (RHE). Any unused revenue would revert to the regional pot, after a specified time period.

Desired Effect: The Compact identifies a range of strategies to protect tenants, preserve affordability and produce new units. Many of the strategies, such as "Right to Legal Counsel," building 14,000 new subsidized housing units annually, and preserving 26,000 market-rate units as permanently subsidized units for lower-income households, are unfunded mandates for the RHE without an infusion of new revenue.

Scale: State legislation applied to 9 Bay Area Counties

Models: TBD

References: The entire CASA Compact

Negotiation Points: Total amount to raise, potential sources, allocation and distribution formulas and level of flexibility.

Bucket / Category of Detail	Summary	Areas for Further Negotiation	Additional Commentary
Funding gap	CASA estimates that the funding gap to implement the Compact is $1.5 billion per year over the next 15 to 20 years.		
Potential sources	New revenue could be raised through fees or taxes. In principle, new revenue would be raised from a range of sources to spread the responsibility (or pain). These sources may include property		

	owners, developers, employers, local governments and taxpayers. Promising examples include: A. 2 percent Vacant Homes Tax levied on property owners; B. Commercial Linkage Fee charged to developers, which ranges from $5 to $20 per square foot depending on whether the new development is located within or outside a Transit-Priority Area (TPA), or is in a jurisdiction that has a balanced or unbalanced jobs-housing ratio; C. Gross receipts tax on employers modeled on San Francisco, which varies by sector and size of the firm; D. Bringing back Redevelopment Agencies for housing and setting a 25 percent set aside requirement on revenues for subsidized units; and E. ½-cent Sales Tax.		
Allocation formula	New revenues would be allocated by the following shares: • Up to 10 percent for local jurisdiction incentives; • Up to 10 percent for tenant protection services; • Up to 20 percent for preservation; and • A minimum of 60 percent for subsidized housing production.		
Distribution formula	New revenues would be distributed by the following shares: • 75 percent to county of origin (return to source); and • 25 percent to a regional program (revenue-sharing). Total expenditures would still meet the allocation formula (see above), and be subject to objective performance standards and outcomes.		

SCHEDULE

ROSTER

BIOGRAPHIES*

***Revisions to bios accepted per request**

CASA Committee to House the Bay Area is a year-long, multi-sector, blue-ribbon initiative that brings together diverse interests to identify game-changing solutions to the region's chronic housing affordability challenges, and forge an actionable political consensus to implement them.

CASA is a broad-based stakeholder process, led by a Steering Committee and Technical Committee, that will develop a Regional Housing Implementation Strategy featuring a range of legislative, regulatory, financial, and market-related measures.

CASA will address the region's housing needs at all income levels, finding scalable, high-impact solutions.

CASA – The Committee to House the Bay Area

7/26/2018

COMMITTEE MEMBERSHIP IS NON-TRANSFERABLE

Co-Chairs and Convener for Steering and Technical Committees			
	Name	*Organization*	*Email*
1	Fred Blackwell	The San Francisco Foundation	fblackwell@sff.org
2	Leslye Corsiglia	Silicon Valley at Home	leslye@siliconvalleyathome.org
3	Michael Covarrubias	TMG Partners	michael.c@tmgpartners.com
4	Steve Heminger	Metropolitan Transportation Commission	sheminger@bayareametro.gov

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	Name	*Organization*	*Email*
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10	Keith Carson	Alameda County	keith.carson@acgov.org
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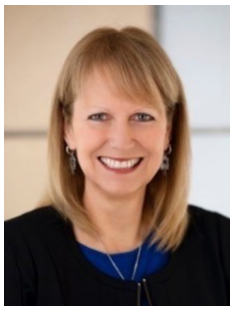
CO-CHAIRS and CONVENER

Fred Blackwell	
Chief Executive Officer | The San Francisco Foundation	
	Fred Blackwell is a visionary leader working to ensure shared prosperity, innovation, and equity in the Bay Area. As CEO of The San Francisco Foundation, he leads one of the largest community foundations in the country, working hand-in-hand with donors, nonprofits, community leaders, business, and government partners in philanthropy to identify, influence, and leverage best practices and long-term solutions to make a greater impact in our community. Mr. Blackwell currently serves on the board of the San Francisco Bay Area Super Bowl 50 Legacy Fund, on the advisory council for Berkeley's College of Environmental Design, and as an advisor for Google Impact Challenge: Bay Area. He previously served on the boards of the California Redevelopment Association, Urban Habitat Program, LeaderSpring, SPUR, and Leadership Excellence. He holds a master's degree in City Planning from U.C. Berkeley and a bachelor's degree in Urban Studies from Morehouse College.
THE SAN FRANCISCO FOUNDATION One Embarcadero Center, Suite 1400 San Francisco, CA 94111 P: (415) 733-8500 E: fblackwell@sff.org	Established in 1948, The San Francisco Foundation (TSFF) is committed to serving the people of the Bay Area. As an incubator for community investment, original ideas, and passionate leadership, TSFF has become one of the nation's largest community foundations in grantmaking and assets, giving millions of dollars a year to make the Bay Area the best place it can be. Currently, TSFF is tackling widening inequality, increasing poverty, and declines in upward economic mobility despite historic levels of prosperity. Staying true to its commitment to serving the people of the Bay Area, TSFF recently launched an ambitious strategy to advance racial and economic equity across the Bay Area.

Leslye Corsiglia **Executive Director | SV@Home**	
	**Leslye Corsiglia** began her professional career at the California Department of Housing and Community Development, where she held several positions before taking on the challenge of overseeing the day-to-day activities of the state's housing loan and grant programs. In that capacity, she worked to pass and then implement the first affordable housing bond initiatives, which made $550 million available for the construction and rehabilitation of affordable housing throughout the state. Ms. Corsiglia joined the City of San Jose as the Department of Housing's first Assistant Director in 1991, and then served for 14 years as the Director. While with the City, she oversaw a program that developed and improved 21,000 affordable housing units, leveraging the City's funds with more than $2.7 billion from public and private sources. She has served on a number of federal, state, and regional boards and currently serves on the Board of the Non-Profit Housing Association of Northern California. She is a dedicated housing wonk, loves policy and research, and is excited to take on the challenge of leading the new start-up venture known as SV@Home.
sv@home 350 W. Julian St. #5 San Jose, CA 95110 P: (408) 780-8411 E: leslye @siliconvalleyathome.org	SV@Home is the voice for affordable housing in Silicon Valley. Based initially in the Housing Trust Silicon Valley, SV@Home is a membership organization that advocates for policies, programs, land use, and funding that lead to an increased supply of affordable housing. Additionally, SV@Home educates elected officials and the community about the need for housing and the link between housing and other quality of life outcomes, including education, health, transportation, and the environment.

Michael Covarrubias	
Chair and Chief Executive Officer | TMG Partners	
	Michael Covarrubias joined TMG Partners in 1988. He oversees all of the company's operations and has directed the company since 1995. Prior to TMG, Mr. Covarrubias' professional background includes 17 years with Union Bank, including commercial and real estate lending as well as administrative management. In his last position, he served as Senior Vice President and Manager of Union Bank's Silicon Valley Regional Real Estate Center. Mr. Covarrubias is a graduate of the University of San Francisco with a bachelor's degree in business administration.
TMG PARTNERS 100 Bush Street San Francisco, CA 94101 P: (415) 772-5900 E: michael.c @tmgpartners.com	TMG Partners is a privately-held, full-service development company headquartered in San Francisco focusing on urban infill projects in the San Francisco Bay Area. Its exclusive focus in the Bay Area helps the firm understand the nuances of market trends and timing. This allows TMG Partners to be highly responsive and opportunistic while contributing to the vibrancy of the communities that make up the Bay Area region.

Steve Heminger	
Executive Director | Metropolitan Transportation Commission	
	Steve Heminger is Executive Director of MTC and responsible for the administration of more than $2 billion per year in funding for the operation, maintenance, and expansion of the Bay Area's surface transportation network. Mr. Heminger was appointed by House Democratic Leader Nancy Pelosi to serve on the "National Surface Transportation Policy and Revenue Study Commission," which helped chart the future course for the federal transportation program. As Chair of the Toll Bridge Program Oversight Committee, he also oversaw construction of the new east span of the San Francisco-Oakland Bay Bridge, the largest transportation project in California history. In addition, he is a member of the Board of Trustees for the Mineta Transportation Institute and of the Executive Committee for the Transportation Research Board. Mr. Heminger received a bachelor's degree from Georgetown University and a master's degree from the University of Chicago.
METROPOLITAN TRANSPORTATION COMMISSION 375 Beale Street San Francisco, CA 94105 P: (415) 778-5228 E: sheminger@bayareametro.gov	The Metropolitan Transportation Commission (MTC) connects the nine-county Bay Area's communities by allocating regional, state, and federal funds for transportation projects, planning for the future, and coordinating the participation of governments and residents in the planning process. The Commission's central purpose is to make sure that the transportation networks that connect the residents and communities within the Bay Area region function smoothly and efficiently. Its job is to plan responsibly to meet the mobility needs of residents, now and in the future.

STEERING COMMITTEE

Ariane Hogan **Associate Director | Genentech**	
	Ariane Hogan joined Genentech's Government Affairs team in 2011. She came to Genentech with a unique blend of corporate and public sector experience. In addition to working for companies such as Gap, Inc., Ms. Hogan spent the formative part of her career in public service where she served as Special Assistant for the Honorable Mayor Willie L. Brown, Jr. During her career, Ms. Hogan has also worked with local community development organizations such as Young Community Developers, Inc., Urban Economic Development Corporation, and Habitat for Humanity. Born and raised in the San Francisco Bay Area, Ms. Hogan earned her bachelor's degree in Law and Society from University of California, Santa Barbara and her juris doctorate from Howard University School of Law in Washington, D.C. Ms. Hogan is an active member of the California State Bar. Her past and present affiliations include Board Member for Housing Conservation and Development Corporation and Board Member for Katherine Delmar Burke School.
Genentech *A Member of the Roche Group* 1 DNA Way South San Francisco, CA 94080 P: (650) 225-1000 E: Hogan.ariane@gene.com	Genentech is a leading biotechnology company that discovers, develops, manufactures, and commercializes medicines to treat patients with serious or life-threatening medical conditions. It is among the world's leading biotech companies, with multiple products on the market and a promising development pipeline.

Bob Alvarado **Executive Officer | Northern California Carpenters Regional Council**	
	Bob Alvarado is the Executive Officer of the Northern California Carpenters Regional Council, which represents over 35,000 men and women in carpentry and related crafts. He was first elected in 2001 and re-elected to a fourth term in August 2013. Mr. Alvarado has negotiated four multi-year Carpenters Master Agreements for Northern California. He led the creation of the Basic Crafts Workers Compensation Fund, an insurance program that uses alternative dispute resolution to improve service to workers and reduce costs to employers of carpenters, laborers, and operating engineers. He serves as Co-chair of the Corporate Board for the Carpenters' Funds Administrative Office, overseeing combined assets of over $5 billion. He was appointed to the California Transportation Commission by Governor Schwarzenegger in 2006 and is currently serving his third term after being reappointed by Governor Brown. Previously, Mr. Alvarado was a member of the board of the State Compensation Insurance Fund and the Contractors State License Board. Mr. Alvarado is a member of the International Foundation Board of Voting Directors and serves on the Trustees Committee.
NORTHERN CALIFORNIA CARPENTERS REGIONAL COUNCIL 265 Hegenberger Road Suite 200 Oakland, CA 94621 E: bobalvarado_nccrc @msn.com	The Northern California Carpenters Regional Council (NCCRC) is dedicated to improving the California building and construction trades industry. NCCRC strives to organize and improve working conditions and raise the standard of living on behalf of all workers. With employers, contractors, and subcontractors, NCCRC seeks to build partnerships by providing stability through a workforce that is motivated and skilled, producing quality work in a safe manner. Its mission is achieved throughout Northern California by the daily effort of NCCRC members producing quality work on the job and through a responsible and responsive staff of field representatives and organizers dedicated to the task.

Dave Cortese	
District 3 Supervisor | County of Santa Clara	
	Prior to joining the Board of Supervisors and being elected as its President, **Dave Cortese** served eight years on the San Jose City Council, including two years as Vice Mayor. He grew up in San Jose as part of a family that has been active in civic, cultural, and business activities for generations. He is married to Pattie and has four children. His strong local roots and love for this county fuel his passion for public service. Supervisor Cortese was educated at Bellarmine College Prep and U.C. Davis where he earned a bachelor's degree in Political Science. He earned his juris doctorate at Lincoln University Law School in San Jose.
70 West Hedding St. East Wing, 10th Floor San Jose, CA 95110 P: (408) 299-5030 E: dave.cortese @bos.sccgov.org	The County of Santa Clara is located at the southern end of San Francisco Bay and encompasses 1,312 square miles. The fertile Santa Clara Valley runs the entire length of the county from north to south, ringed by the Diablo Range on the east and the Santa Cruz Mountains on the west. Salt marshes and wetlands lie in the northwestern part of the county, adjacent to the waters of San Francisco Bay. Today, the county is a major employment center for the region, providing more than a quarter of all jobs in the Bay Area. It has one of the highest median family incomes in the country and a wide diversity of cultures, backgrounds, and talents. The County of Santa Clara continues to attract people from all over the world.

Dave Regan **President | SEIU-United Healthcare Workers West (SEIU-UHW)**	
	Dave Regan is President of SEIU-United Healthcare Workers West (SEIU-UHW), one of the largest hospital unions in the United States, with 85,000 members in California. He also is a vice president of the two million-member Service Employees International Union (SEIU). In 2011, Mr. Regan was elected SEIU-UHW president and, along with more than 200 members, formed the largest democratically elected union executive board in California. He was re-elected in 2014. Mr. Regan has steered the union toward becoming a leader in ensuring that all people – whether union members or not – have access to quality, affordable healthcare and are paid living wages. Prior to joining SEIU-UHW, Mr. Regan served from 1996 to 2008 as President of SEIU District 1199, a three-state local union representing more than 34,000 members in Ohio, West Virginia, and Kentucky. Under his leadership, District 1199's membership grew from 13,000 to more than 34,000. As a member of the SEIU Health Care Division Steering Committee, Mr. Regan helps plan and execute the union's strategic work, including organizing, bargaining, and politics nationwide.
SEIU-UHW United Healthcare Workers West 560 Thomas L. Berkley Way Oakland, CA 94612 P: (510) 252-1210 E: dregan@seiu-uhw.org	Service Employees International Union-United Healthcare Workers West (SEIU-UHW) is a California union consisting of 90,000 members who work in hospitals, nursing homes, and in the community as home care providers. Its members are frontline caregivers, including respiratory care practitioners and dietary, environmental services, and nursing staff who keep Californians healthy. SEIU-UHW members live and work throughout California, from the Bay Area to Sacramento, Los Angeles, and the Central Valley. Its union of healthcare workers is driven to improve the healthcare system with a mission to provide quality care for all patients, expand access to excellent, affordable healthcare for all Californians, and improve living standards for all workers.

David Rabbitt	
Second District | County of Sonoma	
	Supervisor D**avid Rabbitt** was elected to the Sonoma County Board of Supervisors in November, 2010 and is serving his second term representing the diverse blend of urban and rural which comprises the Second District of Sonoma County. The Supervisor served two consecutive terms as Chair of the Board of Supervisors in 2013 and 2014 and is currently Vice-Chair for 2018. In 2018, Supervisor Rabbitt's regional assignments include the Golden Gate Bridge District, Association of Bay Area Governments, Sonoma-Marin Area Rail Transit, the North Bay Water Reuse Authority and North Bay Water. Supervisor Rabbitt's countywide assignments include Sonoma County Employee Retirement Association, Sonoma County Transportation Authority/Regional Climate Protection Authority. He was appointed by the Governor to the California Seismic Safety Commission in 2013 and reappointed in 2017 representing local government. Supervisor Rabbitt is an architect, and resides in Petaluma with his wife, three children and their dog Nellie.
575 Administration Drive Suite 104A Santa Rosa CA 95403 P: (707) 565-2241 E: David.Rabbitt@sonoma-county.org	The County of Sonoma is comprised of 26 departments and agencies that provide a full range of services to the community. It encompasses over 1600 square miles. Sonoma County government has a history of providing excellent and responsive public service while operating under sound fiscal principles. Sonoma County is located at the threshold between the commerce-driven San Francisco Bay Area and the spectacular beauty of northern California. The county extends over 1,500 square miles with a diverse economy that includes a world class wine region, stunning natural resources, and dozens of tourist destinations. Sonoma County is home to 493,285 people, with approximately 33 percent of the population residing in Santa Rosa. That city was also recently named as one of the nation's "most livable communities" by Partners for Livable Communities. Residents all over Sonoma county enjoy a unique quality of life with access to cultural events, an academic community via CSU Sonoma State, economic opportunity, and low crime rates.

Ellen Wu	
Executive Director | Urban Habitat	
	Ellen Wu has dedicated her professional career to improving the health and well-being of low-income communities of color. Prior to joining Urban Habitat, she was Executive Director of the California Pan-Ethnic Health Network (CPEHN) for 12 years. Ms. Wu serves on numerous boards and advisory committees, including the City of Oakland's Park and Recreation Commission, the Board of Directors for the California Budget Project, and the Board of Directors of California Association of Nonprofits. She was an adjunct faculty member at San Francisco State University and received her master's degree in Public Health from UCLA.
URBAN HABITAT 1212 Broadway, Suite 500 Oakland, CA 94612 P: (510) 839-9510 E: ellen@urbanhabitat.org	Urban Habitat works to democratize power and advance equitable policies to create a just and connected Bay Area for low-income communities and communities of color. The organization confronts structural inequities that impact historically disenfranchised communities and strives to increase their power and capacity through strategic partnerships.

Grace Crunican	
General Manager | San Francisco Bay Area Rapid Transit	
	Grace Crunican was appointed General Manager of San Francisco Bay Area Rapid Transit (BART) by the BART Board of Directors on August 31, 2011. She oversees a staff of 3,137 full-time employees and a $15 billion transportation infrastructure. The Board of Directors selected Ms. Crunican because of her 32 years of experience in the public transportation industry, her proven leadership abilities, and her focus on providing safe and reliable transportation services for all Bay Area communities. She brings to BART a reputation for transparency and accountability. Prior to coming to BART, Ms. Crunican was Director of the Seattle Department of Transportation (SDOT). She guided SDOT in meeting the goals of Bridging the Gap, Seattle's transportation maintenance levy, and implemented the Transit Master Plan – Seattle Connections, Bike Master Plan, Freight Mobility Strategic Plan, and Pedestrian Master Plan. These are aimed at building a system to move more people and goods with fewer cars and helping Seattle achieve the U.S. Kyoto Protocol goals. Ms. Crunican holds a bachelor's degree from Gonzaga University and a master's in Business Administration from Willamette University.
300 Lakeside Drive 23rd Floor, LKS-23 Oakland, CA 94612 P: (510) 464-6060 E: gcrunic@bart.gov	The San Francisco Bay Area Rapid Transit District (BART) connects the San Francisco Peninsula with Oakland, Berkeley, Fremont, Walnut Creek, Dublin/Pleasanton, and other cities in the East Bay. For more than 40 years, BART has provided fast, reliable transportation to downtown offices, shopping centers, tourist attractions, entertainment venues, universities, and other destinations for Bay Area residents and visitors.

Jake Mackenzie	
Mayor | City of Rohnert Park	
	Jake Mackenzie is Mayor of the City of Rohnert Park. In addition to serving on the Water/Wastewater Issues and Education Committees, Mayor Mackenzie is also a Board Member of ICLEI U.S., Chair of the Public Policy Committee at Greenbelt Alliance, a member of the Sonoma Marin Area Rail Transit (SMART) SCTA Committee, and Chair of the Metropolitan Transportation Commission (MTC). He holds a B.S. in Agricultural Science and Farm Management from Edinburgh University in Scotland and an M.S. and Ph.D. in Weed Science from Oregon State University.
130 Avram Avenue City of Rohnert Park, CA 94928 P: (707) 584-1195 E: jmackenzie@rpcity.org	Located in Sonoma County, Rohnert Park was one of the first planned communities nationwide in the 1950s. Nicknamed "The Friendly City," Rohnert Park has a population of just over 40,000 (2010 U.S. Census).

Julie Combs	
City Council Member | City of Santa Rosa	
	Julie Combs serves as Councilmember for the City of Santa Rosa. Re-elected in 2016, Councilmember Combs envisions a city with beautiful tree-lined streets and preserved historic buildings full of innovative business. She further envisions a thriving region that leads to job creation, nurturing families, and maintaining the quality of life all deserve in Santa Rosa. Councilmember Combs holds a bachelor's degree in Psychology from the University of North Carolina at Greensboro and a bachelor's in Mechanical Engineering from Syracuse University.
City of Santa Rosa PO Box 1678 Santa Rosa, CA 95402 P: (707) 542-1906 E: jcombs@srcity.org	The City of Santa Rosa is the North Bay's premier location for technology and entrepreneurial businesses. As a business and service hub, Santa Rosa is the economic engine that drives the region. Just 55 miles north of San Francisco, you'll find a vibrant city overflowing with all you love about California.

Keith Carson **District 5 Supervisor | County of Alameda**	
	Supervisor **Keith Carson** serves as a member of the Alameda County Board of Supervisors, representing the Fifth District of Alameda County on a platform dedicated to inclusive and accessible government. The Fifth District includes the Albany, Berkeley, Emeryville, and Piedmont, as well as large portions of Oakland, namely the West Oakland, North Oakland, Rockridge, and Montclair neighborhoods, and portions of the Diamond, Bella Vista, and San Antonio districts. Supervisor Carson works to bring together people who have a wealth of talent and creative resources to address such challenges as access to health care, ending poverty, homelessness, crime, improving business retention, and addressing the scarcity of jobs in our communities.
1221 Oak Street #536 Oakland, CA 94612 P: (510) 272-6984 E: supervisor.carson @acgov.org	One of 58 counties in California, Alameda County is home to over 1.5 million people living in 14 incorporated cities as well as in six unincorporated communities and rural areas throughout its 813 square miles. Alameda County enjoys a varied geography ranging from urban marinas, to rolling, open spaces, to hillside lakes and streams. Characterized by rich diversity and culture, Alameda County takes pride in being one of the most ethnically diverse regions in the Bay Area and the nation. Alameda County provides essential community services including health care, social services, public protection, and general government programs. These are provided by more than 9,000 employees working in 21 different agencies and departments.

Kofi Bonner	
Regional President, Northern California | FivePoint	
	Kofi Bonner has been FivePoint's Regional President, Northern California since May 2016, leading development of the San Francisco Shipyard and Candlestick Point communities, as well as the communities managed for Lennar – Treasure Island and the Concord Naval Weapons Station. From 2005 until May 2016, Mr. Bonner was President of Lennar Urban, a division of Lennar. Before joining Lennar he was Executive Vice President and Chief Administrative Officer of the Cleveland Browns where he was responsible for the business affairs of the team and built the Cleveland Browns Stadium. Later, Mr. Bonner became the Regional Director and Executive Vice President of MBNA. Prior to that, he served as Chief Economic Advisor to Mayor Willie Brown in San Francisco. He also worked as Director of Community and Economic Development and Interim City Manager for the City of Oakland, Deputy Executive Director of the San Francisco Redevelopment Agency, and Redevelopment Director for the City of Emeryville. Mr. Bonner is a 2011 University of California, Berkeley College of Environmental Design Distinguished Fellow and a former non–resident Senior Fellow of the Brookings Institution's Metropolitan Leadership Council. In 2010, Lambda Alpha International's Golden Gate Chapter named Mr. Bonner Member of the Year. He currently serves on the Executive Committee of the Bay Area Council where he co–chairs the Housing Committee. He is also on the University of California, Berkeley's College of Environmental Design Advisory Council, University of California, Berkeley Foundation's Board of Trustees, the Board of Trustees of the Rock and Roll Hall of Fame Museum (Cleveland), and Board of the Museum of the African Diaspora.
FIVEPOINT One Sansome Street Suite 3200 San Francisco, CA 94104 P: (415) 995-1770	FivePoint designs and develops mixed–use, master–planned communities in coastal California. Its vibrant and sustainable communities in Orange County, Los Angeles County, and San Francisco County offer homes, commercial, retail, educational, and recreational elements, as well as civic areas, parks, and open spaces.

Libby Schaaf	
Mayor | City of Oakland	
	Mayor **Libby Schaaf** was inaugurated Oakland, California's 50th mayor on January 5, 2015. A native Oaklander, Mayor Schaaf previously served one term as a member of the Oakland City Council. A former Council Chief of Staff and top mayoral aide to Jerry Brown, Mayor Schaaf has two decades of public service experience that began while she was a young attorney leading volunteer efforts in Oakland. She later left her legal career at Oakland's largest law firm to build and run the first centralized volunteer program for Oakland public schools at the Marcus Foster Institute. Mayor Schaaf eventually went on to become Public Affairs Director for the Port of Oakland. Mayor Schaaf is honored to serve the people of Oakland and to help promote her hometown as the greatest place to live, work, play, and do business. She is committed to revitalization that preserves and celebrates Oakland's diversity and leads to direct prosperity for long-time residents and newcomers. Her four areas of focus as mayor are 1) holistic community safety, 2) sustainable, vibrant infrastructure, 3) equitable jobs and housing, and 4) responsive, trustworthy government.
CITY OF OAKLAND 1 Frank H. Ogawa Plaza 3rd Floor Oakland, CA 94612 P: (510) 238-7167 E: lschaaf@oaklandnet.com	Incorporated in 1852, Oakland is the eighth largest city in California, with a population of 420,000 and a wealth of resources and opportunities. Located on the east side of the San Francisco Bay, Oakland is bordered by 19 miles of coastline to the west and rolling hills to the east, which provide unparalleled vistas of the Bay and the Pacific Ocean.

London Breed

Mayor | City and County of San Francisco

Mayor London N. Breed is the 45th Mayor of the City and County of San Francisco and the first African-American woman Mayor in the City's history. Prior to being elected by voters in the June 2018 election, she served as Acting Mayor, leading San Francisco following the sudden passing of Mayor Edwin Lee.

Mayor Breed is committed to addressing the most critical issues facing San Francisco residents. She is focused on providing care and shelter for the City's homeless population, creating more affordable housing opportunities for residents, improving public safety, and supporting San Francisco's education and public transportation systems.

Mayor Breed served as a member of the Board of Supervisors for six years, including the last three years as President of the Board. During her time on the Board, Mayor Breed passed legislation to create more housing along transit corridors and prioritize residents for affordable housing opportunities in their communities. She helped to reform the City's emergency response systems, fought for funding for San Francisco's homelessness support network, and enacted the strongest Styrofoam ban in the country."

Mayor Breed is a native San Franciscan, raised by her grandmother in Plaza East Public Housing in the Western Addition. She graduated with honors from Galileo High School and attended the University of California, Davis, earning a Bachelor of Arts degree in Political Science/Public Service with a minor in African American Studies. She went on to earn a Master's degree in Public Administration from the University of San Francisco.

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San Francisco is a vibrant and dynamic city, on the forefront of economic growth and innovation, urban development, arts and entertainment, as well as social issues and change. This rich tapestry of culture and ideas is sustained by the City's commitment to heighten the quality of life for San Franciscans and residents of the greater Bay Area.

City and County employees play an important role not only in making San Francisco what it is today, but also in shaping its future. The City and County of San Francisco employ more than 28,000 individuals in a diverse array of services such as maintaining city streets and parks, driving buses and cable cars, providing public health services, keeping the streets safe, and firefighting.

Matthew Franklin **President | MidPen Housing Corporation**	
	Matthew Franklin is responsible for the strategic direction of MidPen and oversees all areas of the company including real estate development, property and asset management, corporate administration and resident services. Mr. Franklin came to MidPen from an appointed post as Executive Director of the San Francisco Mayor's Office of Housing, where he coordinated all City housing policy and oversaw financing for 3,500 new affordable rental units and compliance monitoring for 24,000 existing affordable units. Mr. Franklin currently serves on the Board of Directors for the National Housing Trust and the Housing Partnership Network. He held previous board posts with the Nonprofit Housing Association of Northern California, where he served as Board Chair, the California Housing Consortium, California Housing Finance Agency, and the California Tax Credit Allocation Committee. He received a master's degree in Public Policy from the John F. Kennedy School of Government at Harvard University and a bachelor's degree in political science from Colgate University. Mr. Franklin also attended the London School of Economics and Political Science.
MidPen HOUSING 303 Vintage Park Dr. Suite 250 Foster City, CA 94404 P: (510) 238-7167 E: mfranklin @midpen-housing.org	MidPen Housing is one of California's largest nonprofit affordable housing developers. Its mission is to provide safe, affordable housing of high quality to those in need, to establish stability and opportunity in the lives of residents, and to foster diverse communities that allow people from all ethnic, social, and economic backgrounds to live in dignity, harmony, and mutual respect. Since 1970, MidPen has developed and professionally managed over 8,000 homes for low-income families, seniors, and those with special needs. MidPen Resident Services Corp. also provides professional onsite programs and services to help residents advance in every area of their lives.

Michael Matthews	
Director of California Public Policy | Facebook	
	Michael Matthews is the California Director of Public Policy at Facebook. Mr. Matthews joined Facebook from his firm, KMM Strategies. KMM Strategies provided an array of grassroots organizing capabilities, keen political strategic advice and results oriented project management. KMM Strategies clients include high tech companies, unions and nonprofit organizations. Mr. Matthews has more than 30 years of campaign, political and grassroots organizing experience. He served as Political Director for the Democratic Congressional Campaign Committee (DCCC) for the 2002 election cycle and the 2000 Gore/Lieberman presidential campaign. From 1997 to 2001 he directed the national political training program for the AFL -CIO. Mr. Matthews was a senior staff member on several presidential campaigns and served as a consultant to numerous campaigns and organizations including: NARAL Pro-Choice America, National Education Association, Project New America, Catalist, the Building & Construction Trades Department (BCTD), National Democratic Institute (NDI) and the Democratic National Committee.
Headquarters 1 Hacker Way Menlo Park, California 94025 E: mmatthews@fb.com	Founded in 2004, Facebook's mission is to give people the power to build community and bring the world closer together. People use Facebook to stay connected with friends and family, to discover what's going on in the world, and to share and express what matters to them. As of June 2017, Facebook has 1.32 billion daily active users on average and 2.01 billion monthly active users. Facebook has 20,658 employees worldwide.

Rebecca Prozan	
Chief of Public Policy and Government Affairs | Google	
	Rebecca Prozan is a policy leader at Google, working to forge cutting-edge partnerships with San Francisco's diverse communities. For almost two decades, Ms. Prozan has had opportunities to shape policy and help the public in varying roles, including the Mayor's Office, the Board of Supervisors, the District Attorney's Office, the Recreation and Park Commission, and the Elections Redistricting Task Force. Throughout her public sector career, Ms. Prozan has worked to find innovative solutions to the city's problems by bringing people together, listening to different points of view, and crafting ways that make things work. She holds a bachelor's degree in politics from U.C. Santa Cruz and a juris doctorate from Golden Gate University, School of Law.
1600 Amphitheatre Parkway Mountain View, CA 94043 E: prozan@google.com	Google's mission is to organize the world's information and make it universally accessible and useful. Since its founding in 1998, Google has grown by leaps and bounds. From offering search in a single language, Google now offers dozens of products and services – including various forms of advertising and web applications for all kinds of tasks – in scores of languages. Starting from two computer science students in a university dorm room, Google now has thousands of employees and offices around the world.

Sam Liccardo	
Mayor | City of San Jose	
	Mayor **Sam Liccardo** serves as Mayor of San Jose. In prior public service, Mayor Liccardo prosecuted a range of felony cases as a federal and local criminal prosecutor, from sexual assault and child exploitation to international narcotics trafficking. In 2006, voters elected Mayor Liccardo to the first of his two terms on the City Council, where he led efforts to revitalize its downtown, preserve San Jose's hillsides and open space, boost funding for affordable housing, and open a world-class soccer stadium for the San Jose Earthquakes. Mayor Liccardo serves on a number of boards of directors, including the Metropolitan Transportation Commission, the Valley Transit Authority Board, and the Bay Area Water Supply and Conservation Agency. He also is the Co-chair for Joint Venture Silicon Valley and a founding Board Member for Cristo Rey High School. He also holds senior fellowships for the American Leadership Forum and the Aspen Institute and is a member of the U.S. Conference of Mayors. Mayor Liccardo graduated from San Jose's Bellarmine College Prep and Georgetown University, prior to receiving a juris doctorate from Harvard Law School and a master's degree from Harvard's John F. Kennedy School of Government.
CITY OF SAN JOSE CAPITAL OF SILICON VALLEY 200 E. Santa Clara Street San Jose, CA 95113 P: (408) 535-4800 E: sam.liccardo @sanjoseca.gov	From its founding in 1777 as California's first city, San Jose has been a leader driven by its spirit of innovation. Today, San Jose stands as the largest city in Northern California and the capital of Silicon Valley – the world's leading center of technology innovation. San Jose is the 10th largest city in the U.S. and is committed to remaining a top-ranked place to do business, work, live, play, and learn. San Jose is located in Santa Clara County at the southern edge of the San Francisco Bay, about 50 miles south of San Francisco, 390 miles north of Los Angeles.

Stuart Cohen	
Founding Executive Director | TransForm	
	Stuart Cohen, Founding Executive Director, TransForm In 1997, Stuart Cohen co-founded TransForm, an organization that promotes walkable communities with affordable homes and excellent transportation choices to connect people of all incomes to opportunity, keep California affordable, and help solve the climate crisis. Stuart has worked for over 20 years to link transportation, land use and housing, including spearheading the successful campaign to have MTC and ABAG initiate the Bay Area's smart growth visioning process in 1998. He also co-led the effort to have MTC adopt their Transit-Oriented Development policy in 2005, which conditions funding for transit expansions on local plans for housing. In 2006 Stuart helped conceive and launch the Great Communities Collaborative to engage communities in planning near transit throughout the Bay Area. He also co-founded ClimatePlan, a statewide network promoting smart land use and transportation as critical components of California's climate strategy. Stuart was awarded an Ashoka Fellowship and the James Irvine Leadership award for TransForm's innovative programs such as GreenTRIP which certifies and promotes residential developments that dramatically reduce car trips, excess parking, and climate emissions while promoting more affordable homes. Stuart has authored over a dozen TransForm's reports, including the 2014 report "Why Creating and Preserving Affordable Homes Near Transit is a Highly Effective Climate Protection Strategy". The report, paired with a coalition campaign led by Housing California and TransForm has unlocked over $500 million from California's climate investments for the Affordable Housing and Sustainable Communities program. He received his MPP from the Goldman School of Public Policy at UC Berkeley.
TransForm Our communities. Our transportation. Our future. 436 14th Street, Suite 600 Oakland, CA 94612 E: stuart@transformca.org	By combining high-quality policy analysis with coalition building and strategic media efforts, TransForm has become a powerful and effective voice for world class transit and walkable communities in the Bay Area and beyond. TransForm's campaigns on transportation sales taxes and other funding measures have brought together diverse coalitions and helped raise over $8 billion for sustainable and socially-just transportation. Founded in 1997, TransForm now has 30 staff with offices in Oakland, San Jose and Sacramento.

TECHNICAL COMMITTEE

Abby Thorne-Lyman	
TOD Program Manager | San Francisco Bay Area Rapid Transit	
	Abby Thorne-Lyman is Transit-oriented Development (TOD) Program Manager in the Strategic and Policy Planning group at BART, where she helps develop system-wide policies and programs and implement BART's new agency-wide TOD Policy and Strategic Plan. Formerly, she was the Director of the National Center for Transit-oriented Development, where she developed policies and strategies related to TOD for transit agencies and regional governments around the country. Ms. Thorne-Lyman holds a bachelor's degree in Growth and Structure of Cities from Bryn Mawr College and a master's degree in City Planning in Local and Regional Economic Development from U.C. Berkeley.
300 Lakeside Drive 23rd Floor, LKS-23 Oakland, CA 94612 E: athorne@bart.gov	The San Francisco Bay Area Rapid Transit District (BART) connects the San Francisco Peninsula with Oakland, Berkeley, Fremont, Walnut Creek, Dublin/Pleasanton, and other cities in the East Bay. For more 40 years, BART has provided fast, reliable transportation to downtown offices, shopping centers, tourist attractions, entertainment venues, universities, and other destinations for Bay Area residents and visitors alike.

Adhi Nagraj	
Director | SPUR	
	Adhi Nagraj is the San Francisco Director of SPUR, where he manages all policies and advocacy in the City. Prior to that he was a Director of Development at BRIDGE Housing where he oversaw the development of over 1,600 units of affordable housing, including the largest affordable modular project in California. He also oversaw the BRIDGE's refinancing and rehabilitation of over 700 units of public housing in San Francisco as a part of the City's visionary RAD initiative. Adhi is the outgoing Chair of the Oakland Planning Commission, and was appointed by Governor Brown to serve on the Board of CHPC, a statewide affordable housing finance and policy organization. He is a licensed attorney, and a graduate of Brown University and Columbia Law School.
SPUR 654 Mission Street San Francisco, CA 94105 P: (415) 781-4015 E: anagraj@spur.org	With offices in San Francisco, San Jose, and Oakland, SPUR brings people together to address the major urban and regional issues of the day. Its work spans eight program areas: Community Planning, Disaster Planning, Economic Development, Good Government, Housing, Regional Planning, Sustainable Development, and Transportation. SPUR is recognized as a leading civic planning organization and respected for its independent and holistic approach to urban issues.

Aimee Inglis	
Associate Director | Tenants Together	
	Aimee Inglis was trained as a community organizer through the Midwest Academy's Organizing program, and has worked professionally on starting and managing volunteer programs and developing education and outreach services for tenants' rights. She has worked for housing justice for over six years, starting as a volunteer counselor on Tenants Together's 'Tenant Rights Hotline.' As staff, her role at Tenants Together has evolved from developing its volunteer and tenant education programs to online organizing and communications to currently leading organizational development as Associate Director.
TENANTS TOGETHER 474 Valencia St. #156 San Francisco, CA 94103 P: (415) 495-8100 x1001 E: Aimee@tenantstogether.org	As California's only statewide renters' rights organization, Tenants Together works to improve the lives of California's tenants through **education, organizing** and **advocacy**. Tenants Together seeks to galvanize a statewide movement for renters' rights. Supported by members and member organizations, Tenants Together works to empower renters to assert their rights and provide the tools to organize and advocate in their own communities. Working together, we build the power and political will to win economic justice.

Amie Fishman	
Executive Director | Non-Profit Housing Association of Northern California (NPH)	
	Amie Fishman joined NPH as Executive Director in 2015, after more than 20 years in the affordable housing and community development field. At NPH, she has launched a new initiative to grow public support and political will for affordable homes in the Bay Area through ballot measure campaigns. Prior to NPH, she was Executive Director of East Bay Housing Organizations (EBHO) from 2006 to 2014. During her tenure there, she initiated major affordable housing advocacy campaigns with broad-based community coalitions, developed strong membership committees, initiated a resident organizing program, and deepened EBHO's work throughout Alameda and Contra Costa Counties to advance local and regional policies for affordable housing and sustainable and equitable transit-oriented development. Ms. Fishman also worked as the Director of Supportive Housing at Mission Housing Development Corporation (MHDC) in San Francisco for 10 years, directing MHDC's supportive housing programs and community organizing collaborations for homeless and formerly homeless adults and families. She holds a master's degree in Public Administration, with a focus on public policy analysis related to affordable housing and community development, from the Wagner School of Public Service at NYU.
NPH NON-PROFIT HOUSING ASSOCIATION OF NORTHERN CALIFORNIA 369 Pine Street, Suite 350 San Francisco, CA 94104 P: (415) 989-8160 E: amiefishman @nonprofithousing.org	As the backbone organization for the affordable homes community since 1979, the Non-Profit Housing Association of Northern California creates the environment and generates the essential elements – land, funding, supportive policies, and political will – for developing, preserving, and operating service-enriched affordable homes for low-income individuals and families, seniors, veterans, and people with disabilities. NPH advocates for solutions at the federal, state, regional, and local levels, runs targeted, focused campaigns, and helps build capacity at member organizations through leadership development opportunities, networking, and training events, as well as through peer-to-peer sharing of best practices.

Andreas Cluver	
Secretary-Treasurer | Building and Construction Trades Council of Alameda County	
	Andreas Cluver is Secretary-Treasurer of the Alameda County Building and Construction Trades Council and has been working in the labor movement for 16 years. Mr. Cluver served as a business representative for the building trades in Alameda County as well as internationally in Southern Africa as a program director with the AFL-CIO. Mr. Cluver also is a member of the Board of Port Commissioners at the Port of Oakland, serving as Second Vice President of the Board. As a City of Oakland compliance officer, Mr. Cluver worked with community groups to help ensure access for Oakland residents to union apprenticeships and jobs generated by public works projects. He has also worked with local community groups to strengthen their participation in development planning and helped to create policies related to downtown development intended to benefit Oakland's neighborhoods. Mr. Cluver has evaluated job training programs designed to assist farm and dislocated workers. He worked in Mozambique as a project manager overseeing the construction of schools, health posts, and roads. He holds a Master of City and Regional Planning from the University of California, Berkeley.
Building and Construction Trades Council of Alameda County 7750 Pardee Lane, Suite 100 Oakland, CA 94621 E: andreas@btcalameda.org	The Building and Construction Trades Council of Alameda County is a coalition of 28 affiliated unions representing workers in various construction trades. The Council works with affiliated unions to: • Increase the market share of construction work for union trades men and women in Alameda County • Negotiate Project Labor Agreements with local agencies and governments to ensure skilled workers are employed, labor standards are upheld, and the community benefits from jobs created by development projects • Endorse candidates for elected office who support the goals of the Building Trades Council and its affiliated unions, and campaign for labor-friendly candidates • Promote Union Apprenticeship programs to train the next generation of skilled workers • Build unity among the different building trades unions.

William (Bill) A. Witte **Chair and CEO | Related California**	
	Mr. William Witte is Chair and Chief Executive Officer of Related California. For the past 25 years, and since the founding of Related California, he has been responsible for the strategic direction of the company, overall management of the firm, pursuit of new development opportunities, and oversight of planning, financing, and construction of a development portfolio of more than 9,800 residential units totaling more than $2.5 billion in assets. Mr. Witte previously served as Executive Assistant to Assistant Secretary for Housing/Federal Housing Commissioner Lawrence B. Simons at the U.S. Department of Housing and Urban Development (HUD) in Washington, D.C., as Legislative Director for the National Association of Housing and Redevelopment Officials, and with the Philadelphia Office of Housing and Community Development. He graduated from the University of Pennsylvania with a bachelor's degree in Urban Studies and a master's degree in City Planning.
RELATED 44 Montgomery Street Suite 1300 San Francisco, CA 94104 P: (415) 677-9000 E: bwitte@related.com	Related California is a fully integrated real estate firm with a 25-year track record delivering top-quality, mixed-income housing and mixed-use developments across California. The company has completed more than 10,000 residences and has a track record of consistently developing communities that set new industry benchmarks in design, construction, sustainability, and property management. The company is backed by one of the most prominent privately owned real estate firms in the nation, with a portfolio of over $30 billion in developments. As long-term property owners committed to sustainability and stewardship, Related forms strong public-private partnerships with civic leaders, non-profit organizations, public officials, and neighbors throughout California to revitalize communities.

Bob Glover	
Executive Officer | Building Industry Association of the Bay Area	
	Bob Glover is the Executive Officer of the Building Industry Association of the Bay Area. As a past member of local city commissions, he has been part of the development process as both a public-sector and private-sector representative, experiencing firsthand the importance of the public process and the need for collaboration in local and regional planning. Mr. Glover is currently serving as an elected Board Member of the Pleasant Hill Recreation and Park District. He was previously a member of the City of Pleasant Hill Redevelopment Advisory Committee and served as Board Chair of the City of Martinez Planning Commission. He graduated from the University of California at Davis with a degree in Communications.
BIA BAY AREA BUILDING INDUSTRY ASSOCIATION 1350 Treat Boulevard Suite 140 Walnut Creek, CA 94597 P: (925) 951-6840 E: bglover@biabayarea.org	The Building Industry Association of the Bay Area is a nonprofit membership association that advocates at the local, regional, and state levels in support of an adequate supply of quality homes for people of all income levels. BIA's 400-plus members are home builders, trade contractors, suppliers, and residential development industry professionals. Headquartered in the Contra Costa Centre Transit Village in Walnut Creek, BIA|Bay Area's eight-member staff and consultant team is governed by a 25-member board of directors.

Caitlyn Fox	
Policy | Chan Zuckerberg Initiative	
	Caitlyn Fox focuses on policy at the Chan Zuckerberg Initiative, a philanthropic initiative founded by Priscilla Chan and Mark Zuckerberg with the aim to "advance human potential and promote equality in areas such as health, education, scientific research, and energy." She also served as Chief of Staff there prior to her current role. Ms. Fox was also a Leadership Fellow and the Director of The Wharton Social Venture Fund. Prior to attending Wharton, she worked for the Rockefeller Foundation, where she focused on strategic planning to identify and develop new areas of work for the foundation. Previously, Ms. Fox worked in management consulting for Booz & Company and Katzenbach Partners, serving technology and financial services clients on corporate strategy. She earned a bachelor's degree in Philosophy from Brown University and a master's of Business Administration from The Wharton School.
CHAN ZUCKERBERG INITIATIVE 1 Hacker Way Menlo Park, CA 94025 E: caitlyn @chanzuckerberg.com	The Chan Zuckerberg Initiative (CZI) was launched by Facebook founder and CEO Mark Zuckerberg and Dr. Priscilla Chan, pediatrician and founder of the Primary School. CZI seeks to advance human potential and promote equal opportunity. Initially, focus areas will include personalized learning, curing disease, and building strong communities.

Denise Pinkston	
Housing Committee Co-chair | Bay Area Council	
	Denise Pinkston has over 30 years of experience in real estate including acquisitions, asset and construction management, marketing, leasing, planning/entitlements, transit and green building program development, and public affairs. Ms. Pinkston was named one of the Bay Area's Most Influential Women in Bay Area Business by the *San Francisco Business Times* in 2012 and 2013 and was named to their Forever Influential Honor Roll in 2014. Ms. Pinkston teaches real estate at the Lorry I. Lokey Graduate School of Business at Mills College. Ms. Pinkston attended the University of California, Berkeley where she earned a bachelor's degree in History and a master's degree in City and Regional Planning.
BAYAREA COUNCIL 353 Sacramento St. 10th Floor San Francisco, CA 94111 P: (415) 946-8777 E: dpinkston @tmgpartners.com	The Bay Area Council is a business-sponsored, public-policy advocacy organization for the nine-county San Francisco Bay Area. The Council proactively advocates for a strong economy, a vital business environment, and a better quality of life for everyone who lives here.

Derecka Mehrens	
Executive Director | Working Partnerships USA	
	Derecka Mehrens, Executive Director at Working Partnerships USA, brings 15 years of community organizing, civic engagement, and public policy experience working in communities of color and with low- and moderate-income families. Under Ms. Mehrens' leadership, Working Partnerships USA co-founded Silicon Valley Rising, a coordinated regional campaign to inspire a tech-driven economy where all workers, their families, and communities thrive. The unprecedented labor-faith-community alliance is working to build a new economic model that rebuilds the middle class, to raise wages and workplace standards for all workers in this valley, and to address a regional housing crisis that is pushing families and children to live in garages, cars, or near creek beds in order to survive. Ms. Mehrens graduated from the University of Oregon with a bachelor's degree in Sociology, History, and International Studies.
WORKING PARTNERSHIPS USA 2102 Almaden Road Suite 107 San Jose, CA 95125 P: (408) 809-2120 E: derecka@wpusa.org	Working Partnerships USA is a community organization that drives the movement for a just economy by bringing together public policy innovation and the power of grassroots organizing. Working Partnerships USA builds the capacity of workers, low-income neighborhoods, and communities of color to lead and govern. Based in Silicon Valley, it tackles the root causes of inequality and poverty by leading collaborative campaigns for quality jobs, healthy communities, equitable growth, and vibrant democracy.

Doug Shoemaker **President | Mercy Housing California**	
	Doug Shoemaker was appointed President of Mercy Housing California in 2011. In this role, he is responsible for leading Mercy Housing's operations in California, including the oversight of affordable housing development, fundraising, and resident services. Mr. Shoemaker has more than 15 years of experience in the affordable housing and community development industry. He received a bachelor's degree in Comparative Area Studies from Duke University and has done studies toward a Ph.D. in Latin American History at the University of California, Berkeley.
mercy HOUSING 1256 Market Street San Francisco, CA 94102 P: (415) 355.7100 E: dshoemaker @mercyhousing.org	Mercy Housing, a national nonprofit organization, is working to build a more humane world where poverty is alleviated, communities are healthy, and all people can develop their full potential. It is one of the nation's largest affordable housing organizations. Mercy Housing participates in the development, preservation, management, and financing of affordable, program-enriched housing across the country. It serves a variety of populations with housing projects for low-income families, seniors, and people with special needs, acquiring and renovating existing housing, as well as developing new affordable rental properties. Mercy Housing is redefining affordable housing by creating a stable foundation where residents can explore their potential, supported by practical resident programs such as health classes, financial education, employment initiatives, parenting, and after- school programs for children.

Jacky Morales Ferrand	
Housing Department Director | City of San Jose	
	Jacky Morales Ferrand currently serves as Housing Department Director at the City of San Jose. Ms. Morales Ferrand has served as assistant director of the Housing Department since 2007 where she has overseen the planning and operations of programs with a combined annual budget of $62 million, a portfolio of $800 million of loans and grants, and a staff of 62 employees. Ms. Morales Ferrand received a bachelor's degree in American Studies from the University of Colorado, Boulder and a master's degree in Public Administration from the University of Colorado, Denver.
CITY OF SAN JOSE CAPITAL OF SILICON VALLEY 200 E. Santa Clara Street San Jose, CA 95113 P: (408) 535-3500 E: jacky.morales-ferrand@sanjoseca.gov	From its founding in 1777 as California's first city, San Jose has been a leader driven by its spirit of innovation. Today, San Jose stands as the largest city in Northern California and the capital of Silicon Valley – the world's leading center of technology innovation. San Jose is the 10th largest city in the U.S. and is committed to remaining a top-ranked place to do business, work, live, play, and learn. San Jose is located in Santa Clara County at the southern edge of the San Francisco Bay, about 50 miles south of San Francisco, 390 miles north of Los Angeles.

Janice Jensen	
President and CEO | Habitat for Humanity East Bay/Silicon Valley	
	Janice Jensen, President and CEO of Habitat for Humanity East Bay/ Silicon Valley, has more than 25 years of experience in nonprofit management primarily in the fields of healthcare and affordable housing. Ms. Jensen provides expertise in strategic planning, operations, fund development, marketing communications, and advocacy. She has worked closely with board members, corporate executives, elected officials, community leaders, and volunteers in a variety of capacities. In addition to her leadership role with Habitat East Bay/Silicon Valley, Ms. Jensen currently serves on the board of directors for SV@Home, Habitat for Humanity California State Support Organization, and California Housing Consortium Board of Governors. She is also the Vice Chair of Habitat for Humanity International's U.S. Council, serves on or leads several national committees, and chairs Habitat California's statewide Legislative Committee. Ms. Jensen joined the staff of Habitat for Humanity East Bay/Silicon Valley in 2005. Since then she has led her team to dramatically increase home production and families served. Ms. Jensen led two successful mergers between Habitat affiliates, the first in 2007 and the second in 2012. Habitat East Bay/Silicon Valley now serves three large counties – Alameda, Contra Costa, and Santa Clara – which includes 52 cities, unincorporated regions, and a population of more than 4.4 million.
Habitat for Humanity® East Bay/Silicon Valley 2619 Broadway Oakland, CA 94612 P: (510) 803-3314 E: jjensen@habitatebsv.org	Habitat East Bay/Silicon Valley continues on a growth path to serve more families by operating four ReStores and constructing, renovating, and repairing affordable homes using environmentally sustainable methodologies. Habitat is also a HUD-certified housing counseling agency, which assists hundreds of lower income people each year as they prepare for homeownership. Habitat is growing a strong community-building program and broadening community engagement so that substandard housing becomes socially, politically, and morally unacceptable to the community at large and more families will have an opportunity to own their own home.

Jennifer Hernandez	
Partner | Holland & Knight	
	Jennifer L. Hernandez leads the West Coast Land Use and Environment Practice Group at Holland & Knight. She divides her time between the San Francisco and Los Angeles offices, and works on projects in Northern and Southern California, as well as the Central Valley. She has achieved national prominence in her work on brownfields redevelopment, wetlands, and endangered species, as well as the California Environmental Quality Act (CEQA). She represents a broad variety of private, nonprofit, and public sector clients, including real estate developers, public agencies, and operating companies in numerous industries. Ms. Hernandez holds a bachelor's degree with honors from Harvard University and a juris doctorate from Stanford Law School.
Holland & Knight 50 California Street Suite 2800 San Francisco, CA 94111 P: (415) 743-6927 E: jennifer.hernandez @hklaw.com	Holland & Knight is a global law firm with more than 1,200 lawyers and other professionals in 27 offices throughout the world. Holland & Knight provides representation in litigation, business, real estate, and governmental law.

Dr. Jennifer Martinez	
Executive Director | Faith in Action Bay Area	
	Dr. Jennifer Martinez currently leads Faith in Action Bay Area, a regional network of community and faith-based organizations. She has also been an organizer with the PICO National Network since 2001. Dr. Martinez has a bachelor's degree from Stanford University and a master's degree and Ph.D. from the University of Nottingham in England. Her graduate research focused on social movement strategies in the struggle for housing and land rights in Venezuela and South Africa. In 2011, her Ph.D. won the British International Studies Association thesis of the year award. She has several published works and, in addition to being a participant in faith-based movement-building, continues to write about the ways in which social movements transform people and places.
FAITH IN ACTION BAY AREA 1336 Arroyo Avenue San Carlos, CA 94070 P: (650) 796-4160 E: Jennifer@picocalifornia.org	Faith in Action Bay Area is a regional network of community and faith-based organizations working to create innovative solutions to problems facing urban and suburban communities in San Mateo and San Francisco Counties. Faith in Action Bay Area has successfully worked to increase access to health care, improve public schools, make neighborhoods safer, build affordable housing, redevelop communities, and revitalize democracy. The organization helps engage ordinary people in public life, building a strong legacy of leadership in local communities across the region, and is part of PICO, a national network of faith-based organizing groups. Faith in Action Bay Area is non-partisan, multi-faith, and multicultural.

Jonathan Fearn	
Sr Director, Development| Greystar	
	Jonathan Fearn is responsible for entitlements and design development for projects in Redwood City and Santa Clara. In addition to obtaining discretionary approvals, his primary responsibilities include due diligence, forecasting and budgeting, initial land and site planning, architecture and design, government relations and community outreach. Prior to joining Greystar, Jonathan served as Vice President of Development at SummerHill Housing Group where he was responsible for entitlements for multifamily, single-family and mixed-use projects in the SF Peninsula and South Bay. Prior to SummerHill, Jonathan worked as Development Manager for Em Johnson Interest, a real estate development firm specializing primarily in affordable housing and economic development projects within low income communities. Jonathan is a member of the Oakland Planning Commission, a Technical Committee member of the Metropolitan Transportation Commission's Committee to House the Bay Area (CASA), and a founding member of ConnectOakland, an advocacy group created to reimagine the I-980 corridor within Oakland. Jonathan is and both a certified LEED and GreenPoint Rated Professional, and holds a Masters of City Planning with a concentration in Housing and Community Development from the University of California - Berkeley, and a Bachelor of Arts in History from Wesleyan University in Connecticut.
450 Sansome Street San Francisco CA 94111 P: (415)-527-2869 E: jonathan.fearn@ greystar.com	Back in 1993, when Founder, Chairman, and CEO Bob Faith set out to build Greystar, he saw a highly fragmented multifamily industry that was more focused on assets than people. He envisioned the need for an industry leader, a blue-chip company that operated with the highest integrity and character in delivering world-class services to residents, property owners and investors in multifamily real estate. He said, "Why not us? Let's go be that company." With a winning strategy and a focus on people, Greystar set out to meet that need -- guided by the mission of enriching the lives of those we touch by doing things the right way.

Joseph Villarreal	
Executive Director | Contra Costa Housing Authority	
	Joseph Villarreal is the Executive Director of the Housing Authority of the County of Contra Costa (HACCC). He oversees programs that provide affordable housing and supportive services to over 25,000 residents of Contra Costa County. HACCC's program offerings range from the VASH and Shelter Plus Care programs for homeless individuals and families to Self Sufficiency and Homeownership programs for voucher participants. During his ten-year tenure, HACCC has partnered its project-based voucher program with Contra Costa County's affordable housing program to fund 1,382 new or preserved affordable housing units. When all projects are completed, this will more than double the units committed by HACCC to this effort. Prior to coming to Contra Costa County, Joseph worked at the Benicia, Alameda County and Oakland Housing Authorities. He currently serves as a Board Member of the Contra Costa Council on Homelessness, the Kennedy King Memorial Scholarship Fund and is the current Board President of the Community Housing Development Corporation. He is Past President of the California Association of Housing Authorities, a former member of the Board of Governors of the National Association of Housing and Redevelopment Officials (NAHRO) and the Past President of NAHRO's Pacific Southwest Region. In addition to a number of articles on the voucher program, Joseph is the co-author/editor of the book Philanthropy in Communities of Color. He is a graduate of Carnegie Mellon University with a BS in Applied History.
HOUSING AUTHORITY of the COUNTY OF CONTRA COSTA 3133 Estudillo Street Martinez, CA 94553 3133 Estudillo Street Martinez, CA 94553 P: (925) 957-8000 E: jvillarreal @contracostahousing.org	The Housing Authority of the County of Contra Costa provides rental subsidies and manages and develops affordable housing for low-income families, seniors, and persons with disabilities in Contra Costa County.

Joshua Howard	
Senior Vice President, Northern California | California Apartment Association – Tri County Division	
	Joshua Howard serves as Senior Vice President, Northern California for the California Apartment Association (CAA). Mr. Howard has over 15 years of experience with the regional and local rental housing markets, and has served on several local, regional, and statewide committees on housing, transportation, and government finance. He serves on the Board of Directors for the Housing Industry Foundation, the San Mateo County Home for All Steering Committee, and other business advocacy organizations in the region. Prior to joining CAA, Mr. Howard served as Vice President of Public Policy for the San Jose/Silicon Valley Chamber of Commerce and as a Senior Aide to former San Jose Vice Mayor Pat Dando where he advised the Vice Mayor on transportation, environmental, and fiscal policy issues. In 2006, the *Silicon Valley Business Journal* named Mr. Howard one of the Bay Area's "40 People to Watch under Age 40." He holds a bachelor's degree in Political Science from Santa Clara University and a master's degree in Public Administration from the University of San Francisco.
CAA California Apartment Association *Tri-County* 1530 The Alameda Suite 100 San Jose, CA 95126 P: (408) 342-3507 E: jhoward@caanet.org	CAA is the nation's largest statewide trade group representing owners, investors, developers, managers, and suppliers of rental homes and apartment communities. For more than 75 years, CAA has served rental home and apartment owners and managers through its work in public affairs, education, and customer service. CAA represents members of the rental housing industry in all aspects of government affairs within California, and provides information, products, and services that contribute to the success of their businesses.

Ken Rich	
Director of Development | City of San Francisco Mayor's Office	
	Ken Rich currently serves as Director of Development for the San Francisco Office of Economic and Workforce Development. He leads the City's team on major public-private development projects and advises Mayor Lee on planning and development issues in the city. Projects under Mr. Rich's management encompass a total of more than 10,000 residential units and several million square feet of office development, including the new Golden State Warriors Basketball Arena, the Pier 70 development project, the Mission Rock development project, the California Pacific Medical Center rebuild, the 5M project, the Schlage Lock project, and the Octavia Boulevard parcels. Before joining the Office of Economic and Workforce Development in 2010, Mr. Rich worked for more than 10 years doing long-range planning at the San Francisco Planning Department. He holds a master's degree in City Planning from University of California, Berkeley, as well as history degrees from U.C. Berkeley and Columbia University. Mr. Rich resides in the transit-oriented, walkable, bikeable San Francisco neighborhood Haight-Ashbury.
1 Dr. Carlton B. Goodlett Place San Francisco, CA 94102 E: ken.rich@sfgov.org	San Francisco is a vibrant and dynamic city, on the forefront of economic growth and innovation, urban development, arts and entertainment, and social issues and change. This rich tapestry of culture and ideas is sustained by the City's commitment to heighten the quality of life for San Franciscans and residents of the greater Bay Area. The City and County of San Francisco employ more than 28,000 individuals in a diverse array of services such as maintaining city streets and parks, driving buses and cable cars, providing public health services, keeping the streets safe, and firefighting.

Linda Mandolini	
President | Eden Housing	
	Linda Mandolini has served Eden Housing as a Project Developer, as Director of Real Estate Development, and since 2001 as President. She oversees affordable housing production, resident support services, and property management components of the organization, and a staff of more than 340 employees. She is guided in her work by Eden's active, volunteer Board of Directors. Under Ms. Mandolini's strong leadership, Eden has become one of the most productive and successful nonprofit affordable housing developers in California. Eden has received numerous awards including being named as a Best Place to Work in the Bay Area in 2012, 2015, and 2016 and Healthiest Employers in the Bay Area by the *San Francisco Business Times* for the past five years in a row (2012-2016). Ms. Mandolini received her A.B. from Wheaton College in Massachusetts and earned a master's of Business Administration at Boston University.
EDEN HOUSING 22645 Grand Street Hayward, CA 94541 P: (510) 582-1460 E: lmandolini @edenhousing.org	Eden Housing revitalizes California communities through its affordable housing development and property management activities, through the partnerships it establishes and the investments it makes in California neighborhoods, and through the resident services programs it provides to meet the needs of its residents. Since its founding in 1968, Eden Housing has developed or acquired 7,450 affordable housing units in nearly 100 properties that have provided homes for more than 65,000 people. Eden currently has more than 1,000 units in its immediate pipeline. Eden's housing now includes rental apartments, cooperatives, and supportive living environments for families, seniors, and people with disabilities. Eden has so far partnered with 29 cities in 10 California counties and it is rapidly expanding its geographical operations to new communities, including the greater Sacramento area, the Central Valley, and Southern California.

Lynn Hutchins **Attorney | Goldfarb Lipman LLP**	
	Lynn Hutchins has 30 years of experience in community economic development, affordable housing, environmental law, and real estate finance. Ms. Hutchins represents developers and public agencies in the development, financing and management of low- and moderate-income housing and community development projects. Her experience includes all phases of the development process, including developer selection, formation of special-purpose entities, land use entitlements, acquisition and disposition of property, loan and equity investment closings, advice relating to hazardous materials, CEQA, NEPA and land use issues, and syndication of housing and community development projects. Ms. Hutchins holds a bachelor's degree from Stanford University and a juris doctorate from the University of California, Davis.
goldfarb lipman attorneys 1300 Clay Street, 11th Floor Oakland, CA 94612 P: (510) 836-6336 E: lhutchins @goldfarblipman.com	Goldfarb & Lipman LLP is a leading California law firm in the fields of real estate, municipal law, affordable housing, and economic development. The practice is focused on all aspects of real estate law including housing and economic development, real estate syndications, public finance, land use, fair housing, cooperatives, condominium and other subdivisions, leasing, financing, environmental law, related areas of tax, corporate, and employment law, and litigation. Goldfarb & Lipman combines the expertise of a small boutique firm with a wide array of services often only available from larger firms.

Mark Kroll	
Managing Director | Sares Regis Group	
	Mark Kroll is Co-founder and Managing Director of Sares Regis Group of Northern California, LLC and Regis Homes Bay Area, LLC. Combined with its affiliate Sares Regis Group, headquartered in Irvine, the firm has a portfolio of real estate properties and fee-based management contracts valued in excess of $4 billion, including 16,000 rental apartments and 15 million square feet of commercial and industrial space. Together with Rob Wagner, Mr. Kroll is responsible for the executive management of all operating divisions in Northern California. Mr. Kroll holds a bachelor's degree in Engineering from Lehigh University and a master's degree in Civil Engineering/Construction Management from Stanford University.
SARES REGIS Northern California 901 Mariners Island Blvd. San Mateo, CA 94404 P: (650) 378-2800 E: mkroll@srgnc.com	Sares Regis Group of Northern California, LLC is a privately held commercial real estate development, project management, investment, and property management firm. The breadth and depth of expertise enables Sares Regis Group to manage a project from inception to occupancy and beyond, delivering exceptional results to tenants and superior returns to capital partners. Since its founding in 1992, Sares Regis Group of Northern California, LLC has developed and acquired 7 million square feet of office, research and development, and industrial assets valued at over $2 billion.

Mary Murtagh **President and CEO | EAH Housing**	
	Mary Murtagh joined EAH Housing as Executive Director in 1986. Professionally trained as an architect, Ms. Murtagh specialized in real estate finance and project management prior to joining EAH. Under her direction, EAH has successfully pursued development opportunities creating over 7,300 units throughout California and Hawaii, and increasing units under EAH property management by over 850% to more than 9,300. EAH has grown to a staff of 450, serving 20,000 residents. Ms. Murtagh graduated cum laude from Wellesley College with a bachelor's degree in Philosophy and Art History and has a master's degree in Architecture from Massachusetts Institute of Technology. Ms. Murtagh subsequently studied investment analysis and tax and real estate finance at the University of California, Los Angeles.
EAH A NONPROFIT HOUSING CORPORATION 2169 E. Francisco Blvd. Suite B San Rafael, CA 94901 P: (415) 258-1800 E: mary.murtagh @eahousing.org	EAH Housing is a nonprofit corporation founded with the belief that attractive affordable housing is the cornerstone to vibrant, sustainable, communities. Established in 1968, EAH has become one of the largest and most respected nonprofit housing development and management organizations in the western United States. With a staff of over 400, EAH develops and manages multifamily housing throughout California and Hawaii, and plays a leadership role in local, regional, and national housing advocacy efforts.

Matt Schwartz	
President and CEO | California Housing Partnership	
	As President and CEO of the California Housing Partnership, **Matt Schwartz** plays a leadership role in shaping housing-related legislation and regulations to expand the resources to preserve and create affordable housing for the state's lowest income residents. In recognition of this work, the Southern California Association of NonProfit Housing named Mr. Schwartz the 2010 Advocate of the Year and the NonProfit Housing Association of Northern California gave Mr. Schwartz its Inspirational Leader Award for 2013. Mr. Schwartz received a bachelor's degree from Stanford University and a master's degree in Public Policy from Harvard's Kennedy School of Government. He is also a recipient of Harvard's Robert F. Kennedy Award for Public Service and Stanford's Lloyd W. Dinkelspiel Award for Outstanding Public Service.
California Housing Partnership Corporation 369 Pine Street, Suite 300 San Francisco, CA 94104 P: (415) 433-6804 E: mschwartz@chpc.net	The California Housing Partnership Corporation is a private nonprofit organization dedicated to helping government and nonprofit housing agencies preserve and expand the supply of affordable homes for lower-income households throughout California. Since its incorporation in 1988, CHPC has helped its partners create and preserve more than 50,000 affordable homes in California and has provided training and technical assistance to more than 15,000 individuals.

Matt Vander Sluis **Deputy Director | Greenbelt Alliance**	
	Matt Vander Sluis directs Greenbelt Alliance's work to holistically address land-use issues across the nine-county San Francisco Bay Area. He also oversees the organization's "Homes and Neighborhoods" initiative, working to create walkable, transit-friendly neighborhoods that improve the quality of life for residents across the income spectrum. Prior to joining Greenbelt Alliance in 2010, Matt managed the climate policy program for the Planning and Conservation League, a statewide environmental nonprofit in Sacramento, where he shaped state policies at the intersection of land-use, transportation, and climate change. His work has been covered by a variety of media outlets, including the Atlantic Monthly, the San Francisco Chronicle, Los Angeles Times, Capital Public Radio, and KQED's QUEST. In 2017, he was named one of the East Bay's "40 under 40" by Diablo Magazine. Matt graduated from Stanford University in American Studies in 2003.
GREENBELT ALLIANCE 312 Sutter Street, Suite 500 San Francisco, CA 94108 P: (415) 545-6771 E: vandersluis@greenbelt.org	Greenbelt Alliance is the champion of the places that make the Bay Area special. We defend natural and agricultural landscapes from development while helping create great cities and neighborhoods. We advocate for, provide expertise on, and build support behind public policy and planning that supports open space conservation and smart growth. We defend the Bay Area's natural and agricultural landscape from development—from the natural lands that shelter wildlife and provide fresh water to the farms and ranches that give us local food. And we shape the rules that make great cities, towns, and neighborhoods—healthy places where people can walk and bike, communities with businesses, parks, shops, transportation options, and homes that are affordable. Together these amazing places drive the Bay Area's economic vitality and quality of life.

Michele Byrd	
Director, Housing and Community Development Department | City of Oakland	
	Michele Byrd has been serving as the Director of the city of Oakland's Housing and Community Development Department since February 2012. She has demonstrated her leadership across a wide breadth of programs and partnerships ranging from the establishment of the Housing Assistance Center to provide services in response to the Foreclosure and Housing Crisis, to the passage of amendments to the Rent Adjustment Ordinance and her proactive role in advocating for the passage of a 25% set aside in response to the difficult loss of Redevelopment funds for Affordable Housing. Prior to her current role, she served as Deputy Director of Housing and Community Development. Ms. Byrd began her career with the City of Oakland as the Manager of the Community Development Block Grant Program. She previously held the position of Special Projects Manager for the City and County of San Francisco. Ms. Byrd holds a Master's Degree in Public Administration from California State University, Hayward and a Bachelor's Degree in Political Science from University of California, Davis. She serves on the Board of Directors of the East Bay Rescue Mission and the Bay Area HomeBuyer Agency.
CITY OF OAKLAND 250 Frank H. Ogawa Plaza Suite 5313 Oakland, CA 94612 P: (510) 238-3714 E: ophelia.basgal@gmail.com	Incorporated in 1852, Oakland is the eighth largest city in California, with a population of 420,000 and a wealth of resources and opportunities. Located on the east side of the San Francisco Bay, Oakland is bordered by 19 miles of coastline to the west and rolling hills to the east, which provide unparalleled vistas of the Bay and the Pacific Ocean.

Ophelia Basgal	
Visiting Scholar | Terner Center for Housing Innovation	
	Ophelia Basgal is a Visiting Scholar at the Terner Center for Housing Innovation. She has over 30 years of high-level management experience and extensive regulatory and policy knowledge of the U.S. Department of Housing and Urban Development's (HUD) programs and other state and local affordable housing programs. Prior to joining the Terner Center, Ms. Basgal was the HUD Region IX Regional Administrator where she led a team of approximately 650 employees in five field offices in the states of Arizona, California, Hawaii, Nevada, and the Territory of Guam, Commonwealth of the Northern Mariana Islands, and American Samoa. She previously held positions as Vice President for Community Relations for PG&E and Executive Director of the Alameda County Housing Authority. Ms. Basgal holds a bachelor's degree in Sociology from Arizona State University and a master's degree in Social Welfare from U.C. Berkeley, with an emphasis on social welfare administration.
TERNER CENTER FOR HOUSING INNOVATION UC BERKELEY 318 Wurster Hall, MC 1850 Berkeley, CA 94720 P: (510) 642-2845 E: ophelia.basgal @gmail.com	The Terner Center for Housing Innovation at the University of California, Berkeley is a collaboration between the College of Environmental Design (CED) and the Fisher Center for Real Estate and Urban Economics at the Haas School of Business. The Terner Center leverages applied research and best practices to inform and advance innovation in the planning, financing, design, and development of the built environment.

Randy Tsuda	
Community Development Director | City of Mountain View	
	Randy Tsuda has led Mountain View's Community Development Department since 2008. His career includes experience in the public, private, and nonprofit sectors. He has over 20 years of experience in city planning, including four years as the Assistant Community Development Director in Los Gatos. Mr. Tsuda also served as Mountain View's Zoning Administrator and Development Projects Manager from 1993 to 1998, during which he managed innovative public-private ventures to create new corporate campuses (including the Googleplex) and a city park. Mr. Tsuda was an adjunct faculty member for seven years in the Urban and Regional Planning program at San Jose State University. Mr. Tsuda has worked on and managed projects that have received a National Planning Award from the American Planning Association, National Honor Award from the American Society of Landscape Architects (ASLA), and the Centennial Medallion from the ASLA. He received his certification from the American Institute of Certified Planners in 1990.
City Hall 500 Castro St., 1st floor Mountain View, CA 94041 P: (650) 903-6306 E: randy.tsuda @mountainview.com	The Community Development Department is responsible for the review of development and building activity to ensure compliance with zoning and building codes, economic development goals, General Plan policies, the California Environmental Quality Act (CEQA), and community values. The Department assists the community in establishing land use plans, affordable housing and neighborhood programs, and ensures the quality of new projects through the design and development process. The Department staffs the Council Neighborhoods Committee, the Downtown Committee, the Environmental Planning Commission (EPC), the Visual Arts Committee and other citizen committees.

Richard Gross	
VP and Market Leader for Northern California Market | Enterprise Community Partners	
	Rich Gross is Vice President and Northern California Market Leader for Enterprise Community Partners, Inc. He oversees Enterprise's affordable housing, community development, investment, and strategic programs for the San Francisco Bay Area. Those efforts include launching Enterprise's role in a groundbreaking program to revitalize public housing in San Francisco, greening existing affordable housing, working with Bay Area communities on the foreclosure crisis, and initiating investment in new affordable housing. Mr. Gross leads the Northern California effort to coordinate Enterprise solutions with partners and supports efforts to raise more capital for its work throughout the state. Previously, he managed and underwrote low-income housing tax credit investments in California for Enterprise. Mr. Gross received a bachelor's degree in American history and a master's degree in Urban and Regional Planning from the University of Wisconsin, Madison.
Enterprise 101 Montgomery Street Suite 1350 San Francisco, CA 94104 P: (415) 395-9466 E: rgross @enterprisecommunity.com	Enterprise delivers the capital, develops the programs, and advocates for the policies needed to create and preserve well-designed homes that people can afford in inclusive and connected communities.

Robert Apodaca	
Principal, Zezen Advisors | California Community Builders	
	Robert Apodaca has a 40-year professional and civic career that spans both private and public sectors and several industries. Following his service as Chair and Trustee of the Alameda County Retirement Board (pension fund), he joined the investment industry as a Senior Vice President and Partner of Kennedy Associates, an institutional investor for pension funds. New and retained accounts credited to his leadership include CalPERS, Chicago Transit Authority, San Diego County Retirement Board, Dallas Police and Fire, Kansas City Public Schools, N.Y.C. Fire Fighters and International Glass Molders. He was a frequent public speaker at conferences and participated in numerous state and national pension fund associations. Additionally, Mr. Apodaca represented Kennedy Companies on Barings Private Equity's "Mexico Fund" board of directors. He later joined McLarand Vasquez Emsiek & Partners, a leading international architectural and planning firm, as Senior Vice President of Business Development. During his tenure, he secured architectural contracts for developments that exceed $1 billion in construction costs. He currently serves on numerous boards in California.
1918 University Ave. Suite 1B Berkeley, CA 94704 P: (510) 868-0991 E: robert @zezenadvisors.com	California Community Builders Inc. (CCB) is an outgrowth of the Greenlining Institute but is an independent organization with its own 501(c)(3) nonprofit status, board of directors, and mission. Founded in 2006, CCB is a nonprofit organization seeking to decrease the homeownership gap for low-income residents in California beginning with pilot projects in the Central Valley. CCB strives to create positive change at familial, communal, and regional levels through holistic development, homeownership opportunities, and a new high-density model for affordable housing development.

Scott Littlehale	
Senior Research-Analyst | Northern California Carpenters Regional Council	
	Scott Littlehale, Senior Research-Analyst for the Northern California Carpenters Regional Council, leads a team of researchers that is dedicated to enhancing understanding of the construction industry, its workforce, and its wage dynamics. Over the 14 years he has worked on behalf of the members of the Carpenters Union, Mr. Littlehale has extensively analyzed the costs of producing below-market-rate housing in California as well as the social and economic impacts of prevailing wage and apprenticeship policies. Mr. Littlehale earned a Bachelor's of Arts degree with distinction and departmental honors at Stanford University; he passed Ph.D.-qualifying exams in Political Science at the University of North Carolina - Chapel Hill. Mr. Littlehale has worked with and for the trade union movement since 1997. A California native, he has lived in Richmond, CA since 2001.
NORTHERN CALIFORNIA CARPENTERS REGIONAL COUNCIL 265 Hegenberger Road Suite 200 Oakland, CA 94621 E: slittlehale@nccrc.org	The Northern California Carpenters Regional Council (NCCRC) is dedicated to improving the California building and construction trades industry. NCCRC strives to organize and improve working conditions and raise the standard of living on behalf of all workers. With employers, contractors, and subcontractors, NCCRC seeks to build partnerships by providing stability through a workforce that is motivated and skilled, producing quality work in a safe manner. Its mission is achieved throughout Northern California by the daily effort of NCCRC members producing quality work on the job and through a responsible and responsive staff of field representatives and organizers dedicated to the task.

Tomiquia Moss	
Executive Director and CEO | Hamilton Families	
	Tomiquia Moss joined Hamilton Families in February 2017 with more than 20 years of nonprofit leadership and management experience. Ms. Moss is locally and nationally recognized as a dynamic nonprofit leader with expertise in public policy and community planning. From 2014 to 2017, she served directly under the Mayors of both San Francisco and Oakland, and most recently as Chief of Staff for Oakland Mayor Libby Schaaf. Previously, Ms. Moss was the Executive Director of the HOPE SF Initiative, a public housing and neighborhood revitalization effort with San Francisco Mayor Edwin Lee's office. Prior to that, she was SPUR's Community Planning Policy Director. Ms. Moss also was the founding Project Director of the San Francisco Community Justice Center of the Superior Court of California and served as director of the Community Organizing Department for the Tenderloin Neighborhood Development Corporation. Ms. Moss has been a social worker and community activist working as an advocate for social justice and economic equality in many communities around the country. She holds a master's degree in public administration from Golden Gate University.
Hamilton Families HOUSING FIRST. COMMUNITY STRONG. 1631 Hayes Street San Francisco, CA 94117 P: (415) 409-2100 E: tmoss @hamiltonfamilies.org	Established in 1985, Hamilton Families is San Francisco's leading service provider to homeless families, with carefully designed programs to prevent homelessness, provide shelter and stability, return families to permanent housing, and support the well-being of children experiencing homelessness.

STAFF AND CONSULTANT TEAM

Ken Kirkey **Planning Director | Metropolitan Transportation Commission**	
	Ken Kirkey is the Planning Director for the Metropolitan Transportation Commission (MTC), assuming this position in July 2012. As Planning Director, he is the agency's lead staff for the development of Plan Bay Area, the region's Sustainable Communities Strategy and Regional Transportation Plan. Mr. Kirkey also oversees MTC's Planning Section, which guides planning and implementation projects related to a broad range of issue areas and programs. Prior to joining MTC, Mr. Kirkey was the Planning and Research Director with the Association of Bay Area Governments (ABAG) where he directed a variety of programs. These included the consensus-based process for developing the Bay Area's regional blueprint plan (known as the FOCUS Program) for over 150 Priority Development Areas and more than 100 Priority Conservation Areas, and the Regional Housing Needs Allocation (RHNA) process. Mr. Kirkey has more than 20 years of experience related to regional land use and transportation planning. Prior to joining ABAG he worked in the public, private, and nonprofit sectors on regional growth management policy, general plans, specific plans, and development agreements in the San Francisco Bay Area and New England. On July 1, 2017, Mr. Kirkey began a new role as Planning Director of the Integrated Regional Planning Program, a consolidation of the MTC and ABAG Planning Departments intended to better serve the region. Mr. Kirkey is Project Manager of CASA, the first major new initiative associated with the integrated program.
METROPOLITAN TRANSPORTATION COMMISSION 375 Beale Street San Francisco, CA 94105 P: (415) 778-6790 E: kkirkey@bayareametro.gov	The Metropolitan Transportation Commission connects the nine-county Bay Area's communities by allocating regional, state, and federal funds for transportation projects, planning for the future, and coordinating the participation of governments and residents in the planning process. The Commission's central purpose is to make sure that the transportation networks that connect the residents and communities within the Bay Area region function smoothly and efficiently. Its job is to plan responsibly to meet the mobility needs of residents, now and in the future.

Jennifer LeSar	
Co-President and Co-CEO | Estolano LeSar Advisors	
	Jennifer LeSar is the founding CEO of LeSar Development Consultants and a founding Co-CEO of Estolano LeSar Advisors, two firms working together to grow thriving, healthy, and vibrant communities. Ms. LeSar's background includes more than three decades in community development, real estate development, and investment banking. She has a deep working knowledge of ecosystem change management and organizational strategy. This expertise supports clients in achieving impactful and scalable solutions to today's most vexing policy challenges, including addressing our global housing affordability crisis and ending homelessness in the United States. Ms. LeSar has served on numerous local and regional boards in the public, philanthropic, and nonprofit sectors. She received both her master's of Business Administration in Real Estate and Finance and a master's in Urban Planning from the University of California, Los Angeles and earned a bachelor's degree from Bryn Mawr College in Political Science and Economics. She also completed the Executive Program in Social Entrepreneurship at Stanford Graduate School of Business.
Estolano LeSar ADVISORS 448 South Hill St. Suite 618 Los Angeles, CA 90013 P: (619) 236-0612 x101 E: jennifer @estolanolesar.com	**Estolano LeSar Advisors** is an award-winning urban planning and public policy firm. Estolano Lesar Advisors works across fields and issue areas to help clients find pragmatic, context-sensitive approaches. This includes collaborating with national foundations to develop grant-making strategies. It is reflected in the technical assistance we provide to local governments, housing developers, and community-based organizations. And it is evident in our role as conveners and facilitators for clients across all sectors. Co-founded by Cecilia V. Estolano, Jennifer LeSar, and Katherine Perez-Estolano in 2011, Estolano LeSar Advisors has offices in Los Angeles, Berkeley, and San Diego. Our team of technical experts specializes in managing multi-stakeholder processes to address complex public policy and social equity issues.

Cecilia V. Estolano	
Co-President and Co-CEO | Estolano LeSar Advisors	
	Cecilia V. Estolano is a land use and environmental lawyer, urban planner, and expert in equitable and sustainable economic development. As Co-founder of Estolano LeSar Advisors, Ms. Estolano has advised local governments, nonprofits, and foundations on urban revitalization and transit oriented community policies, workforce development and sector strategies, the planning and financing of freeway cap parks, green infrastructure and energy efficiency programs, and community benefits negotiations. Ms. Estolano provides real estate advisory services and leads planning, developer solicitation, negotiations, and project approval processes for mixed-income, urban infill projects on behalf of public and institutional clients. Ms. Estolano previously served as Chief Executive Officer of the Community Redevelopment Agency of the City of Los Angeles, Of Counsel at the law firm Gibson, Dunn & Crutcher LLP, Special Assistant City Attorney in Los Angeles, and Senior Policy Advisor to the Assistant Administrator of Air and Radiation at the U.S. Environmental Protection Agency. Ms. Estolano is a graduate of the University of California, Berkeley School of Law and holds an M.A. in Urban Planning from the University of California, Los Angeles. She received her undergraduate degree in Social Studies with honors from Harvard-Radcliffe Colleges. Ms. Estolano has taught urban planning at UCLA and U.C. Berkeley and serves as President of the California Community Colleges Board of Governors.
Estolano LeSar ADVISORS 448 South Hill St. Suite 618 Los Angeles, CA 90013 P: (213) 612-4545 E: cecilia @estolanolesar.com	**Estolano LeSar Advisors** is an award-winning urban planning and public policy firm. Estolano Lesar Advisors works across fields and issue areas to help clients find pragmatic, context-sensitive approaches. This includes collaborating with national foundations to develop grant-making strategies. It is reflected in the technical assistance we provide to local governments, housing developers, and community-based organizations. And it is evident in our role as conveners and facilitators for clients across all sectors. Co-founded by Cecilia V. Estolano, Jennifer LeSar, and Katherine Perez-Estolano in 2011, Estolano LeSar Advisors has offices in Los Angeles, Berkeley, and San Diego. Our team of technical experts specializes in managing multi-stakeholder processes to address complex public policy and social equity issues.
Carol Galante	

Faculty Director | Terner Center for Housing Innovation	
	Carol Galante is the I. Donald Terner Distinguished Professor in Affordable Housing and Urban Policy and the Faculty Director of the Terner Center for Housing Innovation at the University of California, Berkeley. She also co-chairs the Policy Advisory Board of the Fisher Center of Real Estate and Urban Economics. As Faculty Director for the Terner Center, Professor Galante oversees the center's work and co-leads the center's research agenda, supervising projects that identify, develop, and advance innovative solutions in local, state, and federal housing policy and practice. In her role as I. Donald Terner Distinguished Professor in Affordable Housing and Urban Policy, Professor Galante teaches graduate courses on housing policy and community development, including a semester-long studio intensive course on the design and finance of affordable housing development. Professor Galante served in the Obama Administration for over five years as the Assistant Secretary for Housing/Federal Housing Commissioner at the U.S. Department of Housing and Urban Development (HUD) and as the Deputy Assistant Secretary for Multifamily Housing programs. Prior to her appointment at HUD, Professor Galante was President and Chief Executive of BRIDGE Housing Corporation, the largest nonprofit developer of affordable, mixed-income and mixed-use developments in California. Professor Galante has held numerous volunteer leadership positions at the federal and state level, and has received a number of notable industry and academic honors for her leadership and commitment to addressing the housing challenges and needs of all families. She holds a bachelor's degree from Ohio Wesleyan and a master's degree in City Planning from U.C. Berkeley.
TERNER CENTER FOR HOUSING INNOVATION UC BERKELEY 318 Wurster Hall, MC 1850 Berkeley, CA 94720 P: (510) 642-2845 E: carol.galante@berkeley.edu	The Terner Center for Housing Innovation at the University of California, Berkeley is a collaboration between the College of Environmental Design and the Fisher Center for Real Estate and Urban Economics at the Haas School of Business. The Terner Center leverages applied research and best practices to inform and advance innovation in the planning, financing, design, and development of the built environment.

Autumn Bernstein	
Principal | Estolano LeSar Advisors	
	Autumn Bernstein is the Bay Area market lead for Estolano LeSar Advisors. She is an experienced transportation, housing, and environmental policy professional with more than 15 years of experience advocating for sustainable and equitable transportation and housing policies throughout California. With a vision for a healthier and more vital California for all residents, Autumn has spent her career working to change how land use planning and transportation investments are made throughout the state. A native of the Bay Area, her work has focused on local, regional, and state policy reform to reduce urban sprawl, invest in public transit, and accelerate transit-oriented affordable housing development. As the founding Director of ClimatePlan, Autumn led a statewide coalition of environmental, social equity, transportation, housing, and public health organizations to implement SB 375, California's groundbreaking sustainable communities legislation. Autumn has also worked for several non-profit organizations including Greenbelt Alliance, Sierra Nevada Alliance, and the Planning and Conservation League. Autumn holds a Master of Science in Transportation Technology and Policy and Bachelor of Science in Conservation Biology, both from UC Davis.
Estolano LeSar ADVISORS 2150 Kittredge St. Suite 3A Berkeley, CA 94704 P: (510) 859-7077 E: autumn@ estolanolesar.com	**Estolano LeSar Advisors** is an award-winning urban planning and public policy firm. Estolano Lesar Advisors works across fields and issue areas to help clients find pragmatic, context-sensitive approaches. This includes collaborating with national foundations to develop grant-making strategies. It is reflected in the technical assistance we provide to local governments, housing developers, and community-based organizations. And it is evident in our role as conveners and facilitators for clients across all sectors. Co-founded by Cecilia V. Estolano, Jennifer LeSar, and Katherine Perez-Estolano in 2011, Estolano LeSar Advisors has offices in Los Angeles, Berkeley, and San Diego. Our team of technical experts specializes in managing multi-stakeholder processes to address complex public policy and social equity issues.

Miriam Zuk	
Director | Center for Community Innovation | UC Berkeley	
	Miriam Zuk, Ph.D. is the director of the Center for Community Innovation, project director of the Urban Displacement Project, lecturer in the Department of City and Regional Planning, and senior researcher at UC Berkeley in affiliation with the Institute of Governmental Studies. She has over 15 years of experience in the fields of environmental justice and equitable development. Dr. Zuk completed her Ph.D. in 2013 at UC Berkeley in the Department of City and Regional Planning. She previously served as the Deputy Director of Air Quality Research for the Mexican Ministry of Environment. Dr. Zuk received her M.S. in Technology and Policy from MIT and her B.A. in Environmental Sciences from Barnard College.
UC BERKELEY CENTER FOR COMMUNITY**INNOVATION** 2538 Channing Way Bldg. 9, Room 204 Berkeley, CA 94720 *MAILING ADDRESS* University of California Center for Community Innovation c/o Institute of Governmental Studies 109 Moses Hall # 2370 Berkeley, CA 94720-2370 E: mzuk@berkeley.edu	The Center for Community Innovation's (CCI) mission is to nurture effective solutions that expand economic opportunity, diversify housing options, and strengthen connection to place. CCI conducts community-engaged research using advanced urban data analytics to build more equitable and resilient futures for communities. CCI houses our three major projects: The Urban Displacement Project, Planning Sustainable Regions, and Planning for Jobs.

Vikrant Sood	
Senior Social Equity Planner | Metropolitan Transportation Commission	
	Vikrant Sood is a Senior Planner at MTC, the metropolitan planning organization for the San Francisco Bay Area. Mr. Sood has over 20 years of experience in land use, housing, transportation, economic development, and education policy and planning at the local and regional level. At MTC, Mr. Sood conducts the Environmental Justice and Title VI analysis for the region's long-range plan and manages the Northern California Mega-region Goods Movement Study. Before joining MTC, Mr. Sood managed the Bay Area Regional Prosperity Plan, a $5 million program of the U.S. Department of Housing and Urban Development that addressed housing affordability and economic opportunity in the region. Before that, Mr. Sood managed the Health-Works project at SANDAG, a $3 million program of the U.S. Centers for Disease Control and Prevention that addressed health inequity in the county. Mr. Sood has a graduate degree in City and Regional Planning from the University of California, Berkeley.
METROPOLITAN TRANSPORTATION COMMISSION 375 Beale Street San Francisco, CA 94105 P: (415) 778-5228 E: vsood@bayareametro.gov	The Metropolitan Transportation Commission connects the nine-county Bay Area's communities by allocating regional, state, and federal funds for transportation projects, planning for the future, and coordinating the participation of governments and residents in the planning process. The Commission's central purpose is to make sure that the transportation networks that connect the residents and communities within the Bay Area region function smoothly and efficiently. Its job is to plan responsibly to meet the mobility needs of residents, now and in the future.