



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

Meeting Agenda

Joint ABAG MTC Governance Committee

ABAG Committee Members

President David Rabbitt

Jesse Arreguin, Cindy Chavez, Julie Pierce, Dennis Rodoni, and Warren Slocum

MTC Committee Members

Commission Chair Scott Haggerty

Dave Cortese, Nick Josefowitz, Alfredo Pedroza, James P. Spering, and Amy Worth

Wednesday, September 25, 2019

11:00 AM

Board Room - 1st Floor

This meeting is scheduled to take place at 11:00 a.m., or immediately following the MTC Commission meeting, whichever occurs later and will be webcast live on the following websites:

Association of Bay Area Government's Website: <https://abag.ca.gov/meetings>

Metropolitan Transportation Commission's Website: <http://mtc.ca.gov/whats-happening/meetings>

1. Roll Call / Confirm Quorum

Quorum: A quorum of this committee shall be a majority of its regular non-ex-officio voting members (7).

2. ABAG Compensation Announcement - Clerk of the Board

3. MTC Compensation Announcement - Clerk of the Committee

4. Consent Calendar

4a. [19-0938](#) Minutes of the July 24, 2019 Meeting

Action: Committee Approval

Attachments: [4a_Governance Minutes_Jul 2019.pdf](#)

5. Discussion on Governance

[19-1133](#) Handout - PowerPoint Presentation

Attachments: [5_Joint ABAG MTC Governance Committee Presentation_rev.pdf](#)

5a. [19-1093](#) Roadmap for Upcoming Governance Meeting Discussions

Action: Information

Presenter: Therese W. McMillan

- 5b.** [19-1029](#) Overview of Agency Authorities and Financial Resources
- Summary of current agency authorities and financial resources for ABAG and MTC.
- Action:*** Information
- Presenter:*** Therese W. McMillan
- Attachments:*** [5b_Overview of Agency Auth_rev.pdf](#)
-
- 5c.** [19-1030](#) Discussion of Consultant Assistance / Selection Process
- Request for direction from the Joint Committee on whether consultant assistance is requested and the focus of that assistance to inform any necessary procurement / budget actions.
- Action:*** Information
- Presenter:*** Therese W. McMillan
- Attachments:*** [5c_Consultant Assistance.pdf](#)

6. Public Comment / Other Business

7. Adjournment / Next Meeting

The next meeting of the Joint ABAG MTC Governance Committee will be held at 11:30 a.m. on October 23, 2019 at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA.

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)

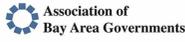
File #: 19-0938 **Version:** 1 **Name:**
Type: Minutes **Status:** Consent
File created: 8/14/2019 **In control:** Joint ABAG MTC Governance Committee
On agenda: 9/25/2019 **Final action:**
Title: Minutes of the July 24, 2019 Meeting
Sponsors:
Indexes:
Code sections:
Attachments: [4a Governance Minutes Jul 2019.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Minutes of the July 24, 2019 Meeting

Recommended Action:
Committee Approval

Attachments:



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

Meeting Minutes - Draft

Joint ABAG MTC Governance Committee

ABAG Committee Members

President David Rabbitt

*Jesse Arreguin, Cindy Chavez, Julie Pierce, Dennis Rodoni, and
Warren Slocum*

MTC Committee Members

Commission Chair Scott Haggerty

*Dave Cortese, Nick Josefowitz, Alfredo Pedroza,
James P. Spering, and Amy Worth*

Wednesday, July 24, 2019

12:00 PM

Board Room - 1st Floor

1. Roll Call / Confirm Quorum

Present: 11 - Rabbitt, Arreguin, Chavez, Pierce, Rodoni, Slocum, Haggerty, Pedroza, Spering, Cortese and Worth

Absent: 1 - Josefowitz

2. ABAG Compensation Announcement - Clerk of the Board

3. Welcome by MTC Chair Scott Haggerty and ABAG President David Rabbitt

4. Initiating Discussion on Governance

[19-0871](#) PowerPoint Presentation
Initiating Discussion on Governance: Setting The Table

Attachments: [4_Joint ABAG MTC Governance Committee final ppt.pdf](#)

4a. [19-0862](#) Review of Memorandum of Understanding Between ABAG and MTC

Action: Discussion

Attachments: [4a_MTC ABAG Approved Memorandum of Understanding Final.pdf](#)

4b. [19-0863](#) Discussion of Key Principles and Areas of Interest

Action: Discussion

4c. [19-0864](#) Next Steps Including Meeting Logistics

Action: Discussion

Ken Bukowski was called to speak.

5. Public Comment / Other Business

6. Adjournment / Next Meeting

The next meeting of the Joint ABAG MTC Governance Committee will be held at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA at a time to be duly noticed.

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 19-1133 **Version:** 1 **Name:**
Type: Report **Status:** Informational
File created: 9/25/2019 **In control:** Joint ABAG MTC Governance Committee
On agenda: 9/25/2019 **Final action:**
Title: Handout - PowerPoint Presentation
Sponsors:
Indexes:
Code sections:
Attachments: [5_Joint ABAG MTC Governance Committee Presentation_rev.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Handout - PowerPoint Presentation

Attachments:

Joint ABAG MTC Governance Committee

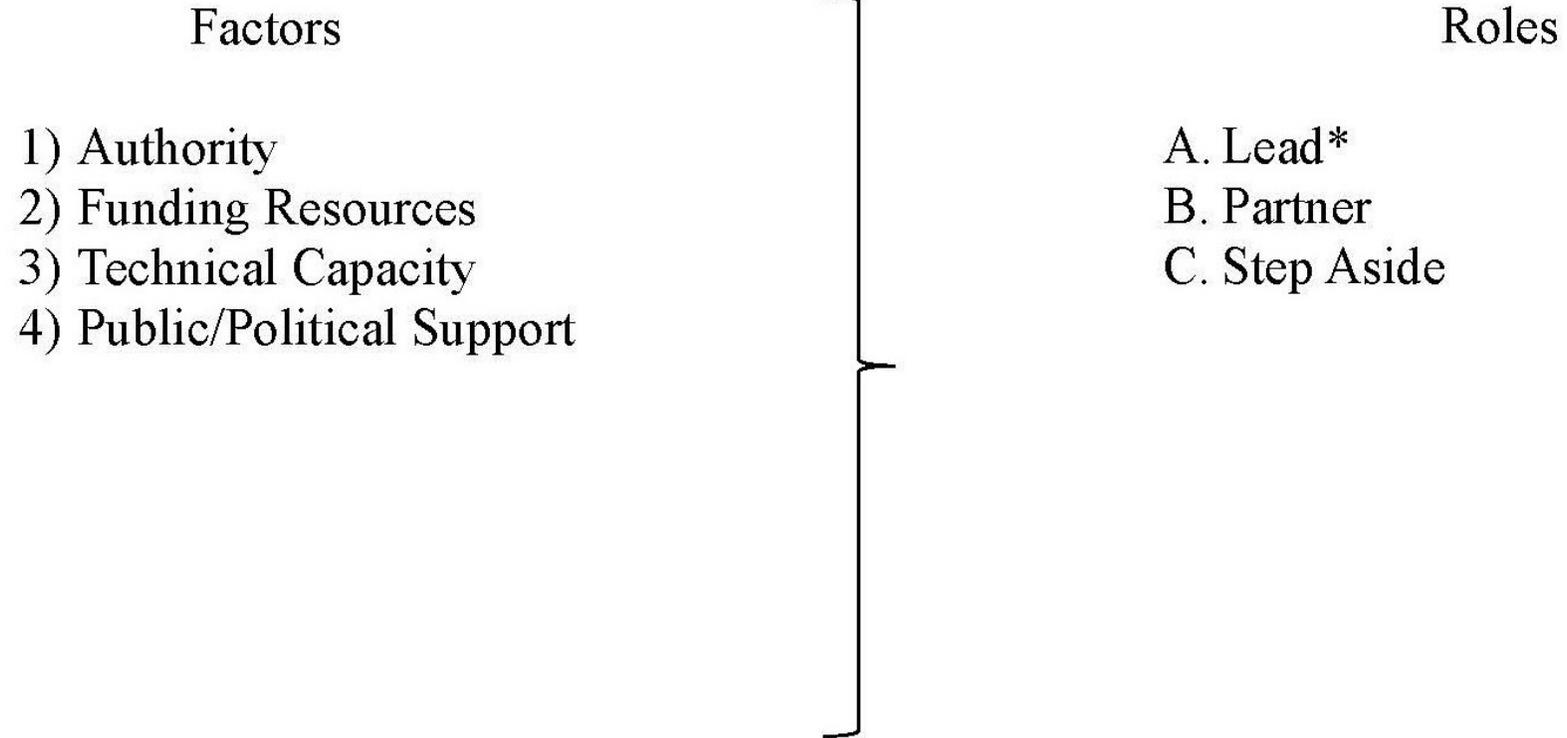
Meeting 2: Agency Existing Authorities and Financial Capacity

Therese W. McMillan, Executive Director
September 25, 2019

Recap of Last Meeting....

- Governance question should focus first on regional issues portfolio:
 - ❖ What continues; and what is added
- Success in governing the portfolio (no matter the topic) requires:
 - ❖ Authority
 - ❖ Funding/Financing
 - ❖ Technical Capacity
 - ❖ Public/Political support
- *Degree* of governing flows from above; to
 - ❖ Lead
 - ❖ Partner
 - ❖ Step Aside

Key Factors Influencing Governance



Why Examine:

- Critical to level set baseline of
 - ❖ What ABAG and MTC *must* do, versus can do
 - ❖ What is their capacity to carry that out TODAY
 - ❖ Authority and Funding/Financing key “starter” factors
- Consider whether A & F capacity...
 - ❖ if separate or combined;
 - ❖ is sufficient to address

the regional issues at hand.

Authority is Assigned, and is Foundational

- ❖ The “Must Do’s”
- ❖ Should drive priorities
- ❖ Can be supplemented, but “non” authorized activity is discretionary

[Attachment A & B, Agenda Item 5b]

Funding / Financing Also Foundational

- ❖ Sometimes attendant to Authority; otherwise must be sought
- ❖ Measurable, and accountable via budget processes
- ❖ Should be prioritized around Authorities
- ❖ Important considerations:
 - 1) Reliability (formula vs. discretionary)
 - 2) Flexibility (general vs. restricted)
 - 3) Tenure (term vs. continuing)

[Attachment C, Agenda Item 5b]

Next Level Factors

- Technical capacity directly shaped by
 - ❖ Authority: What you need to have
 - ❖ Funding: How much and how well you can sustain it
- Public/Political Support
 - ❖ Can initiate and sustain both Authority and Funding; AND
 - ❖ Loss of P/P can impact effectiveness or existence of both Authority and Funding.

Activities Outside of Statutory Authorities

- Can Do's, not Must Do's
- Considerations:
 - ❖ Do they add benefit/complement Authorized activities?
 - ❖ Do they supplement or drain Funding/Financing needed for Authorized activities
 - ❖ Does Public/Political support prioritize “Can Do” more so than “Must Do” activities – and if so, why?

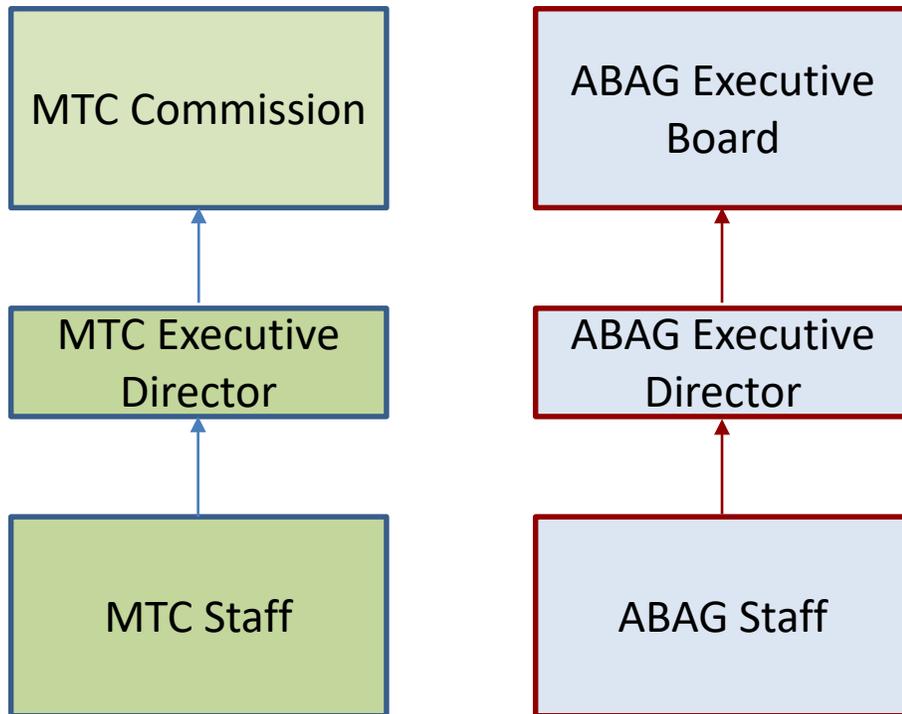
MTC/ABAG Staffing: Baseline Technical Capacity

1. Staffing significantly changed with consolidation
2. Important to understand “blended” structure
 - Influences decisions on current and future resource priorities
 - Must Do’s versus Can Do’s/same staff

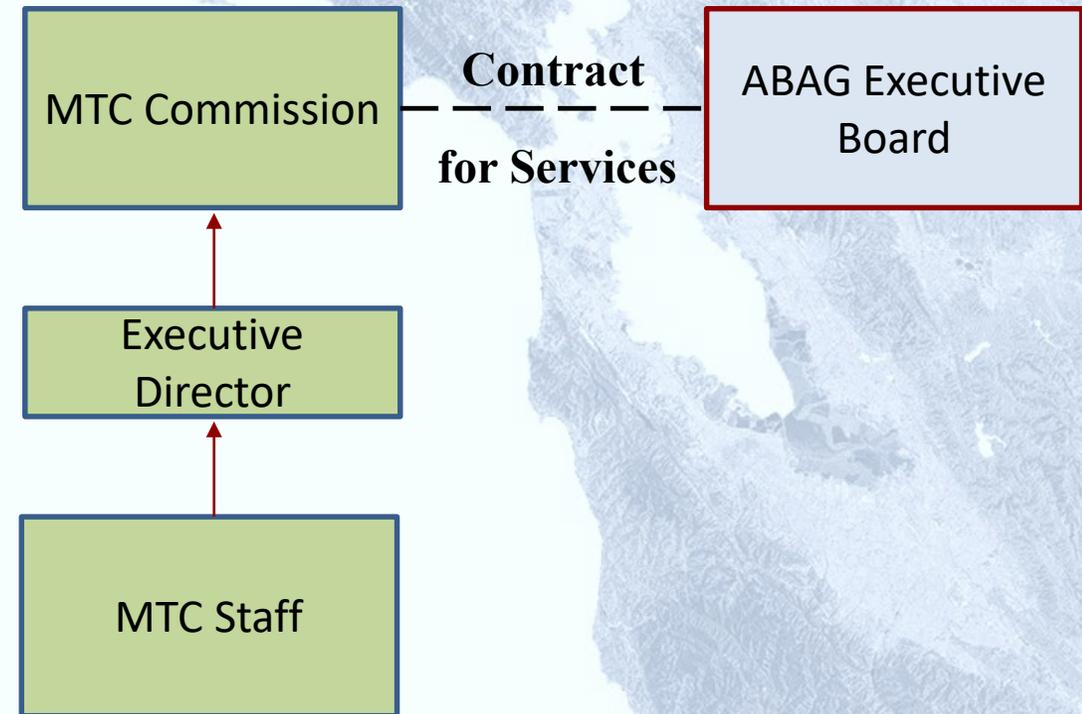
Staffing Structure

(Contract for Services - 4.3 MTC Staffing) The MTC employees identified as part of the Budget approval process.....will be responsible, commencing as of July 1, 2017, for providing services under this Agreement, both to ABAG and the LCPs.

BEFORE



CURRENT



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 19-1093 **Version:** 1 **Name:**
Type: Report **Status:** Informational
File created: 9/17/2019 **In control:** Joint ABAG MTC Governance Committee
On agenda: 9/25/2019 **Final action:**
Title: Roadmap for Upcoming Governance Meeting Discussions
Sponsors:
Indexes:
Code sections:
Attachments:

Date	Ver.	Action By	Action	Result
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Subject:
Roadmap for Upcoming Governance Meeting Discussions

Presenter:
Therese W. McMillan

Recommended Action:
Information

Attachments:

Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 19-1029 **Version:** 1 **Name:**
Type: Report **Status:** Informational
File created: 9/3/2019 **In control:** Joint ABAG MTC Governance Committee
On agenda: 9/25/2019 **Final action:**
Title: Overview of Agency Authorities and Financial Resources
Summary of current agency authorities and financial resources for ABAG and MTC.

Sponsors:

Indexes:

Code sections:

Attachments: [5b_Overview of Agency Auth_rev.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Overview of Agency Authorities and Financial Resources

Summary of current agency authorities and financial resources for ABAG and MTC.

Presenter:

Therese W. McMillan

Recommended Action:

Information

Attachments:

Joint ABAG MTC Governance Committee

September 25, 2019

Agenda Item 5b

Overview of Agency Authorities and Financial Resources

Subject: Summary of current agency authorities and financial resources for ABAG and MTC.

Background: During our July kick-off of the Joint ABAG MTC Governance Committee, there was a robust discussion about table setting in the context of mission and scope of each governing board and how that might translate in a potential merged board structure. Specifically, the Committee discussed roles in the following regional topics:

- transportation;
- land use;
- housing;
- economic development; and
- resilience

This is not all inclusive – it was noted that energy and water policy can have extraordinary impacts on a regional scale. Given that breadth, there was also a discussion of four key ingredients that are fundamental to success in tackling regional challenges: 1) authority; 2) financial resources; 3) technical capacity; and 4) public and political support. These are essential considerations for determining what role MTC, ABAG, or some combined manifestation of these agencies should assume with regard to these issues: to lead, to partner, or in some cases, to step aside as other parties are better situated to take on these regional challenges (see Exhibit 1). Authority and financial resources are defined and/or measurable; technical capacity and political/public acceptance redounds from those and can shift.

From that discussion, it follows that a snapshot of each agencies' *existing* statutory authority and financial resources would be an important backdrop to the governance discussion – level setting the committees understanding related to the current conditions. To that end, staff has developed several attachments that summarize ABAG and MTC's statutory authorities as well as each agencies' financial resources. For the statutory authority matrices, staff has added a dimension related to the regional topics above.

Attachment A illustrates the matrix of agency authority for MTC. As shown, many of the statutory activities stem from MTC's role as the metropolitan planning organization and the regional transportation planning agency. In these roles, there are many planning, programming and allocation, and public participation responsibilities that are called for in federal or state statute, in addition to functions assigned under its state enabling legislation. The preparation of the Regional Transportation Plan/Sustainable Communities Strategy occurs every four years and the preparation of the Transportation Improvement Program every two years. The programming and allocation responsibilities are over \$1.5 billion annually. MTC, wearing its BATA hat, also has several key statutory responsibilities related to collection, administration, and debt issuance of bridge toll revenue. Not surprisingly, nearly all of the statutory responsibilities relate to transportation. There are also many important regional initiatives that are more voluntary in nature, as discussed later, and in some cases those cover topic areas outside of transportation.

Attachment B is the same matrix for ABAG. As shown, until this legislative session, ABAG's primary statutory responsibilities were related to the preparation of the Regional Housing Needs Allocation and the forecasting and land use estimates related to Senate Bill 375 and the Sustainable Communities Strategy. With the recent enactment of AB101 (Governor Newsom's Housing and Homelessness Budget Trailer Bill FY 2019-20), ABAG now has additional planning responsibilities as well as allocation responsibility over approximately \$25 million. ABAG's responsibilities focus on land use and housing. In addition to the statutory responsibilities, ABAG has several enterprise units, including serving as the lead agency for the San Francisco Estuary Partnership, BayREN, and the newly created ACFA.

One responsibility is highlighted in red in both Attachments A and B – the forecasted development pattern of the Sustainable Communities Strategy per SB375. This is the only statutory responsibility that is shared between the two agencies. It is an important regional responsibility, however, and one that is fulfilled by one agency everywhere else in California. It is this statutory responsibility and how best to carry out that started the consolidated discussion in late 2015.

Attachment C illustrates the financial resources of each agency – making a distinction between those resources that support administrative staff/activities versus those resources passed through to other agencies/sponsors. The matrix also make clear funds that are formula and therefore more predictable and certain, versus those that are grants/discretionary and may not be as certain or flexible as they are tied to a certain project or program.

Attachment D includes some of the high profile, non-statutory work of ABAG and MTC. Whether a work item is statutory or not does not entirely speak to its impact in the region or whether it is valuable, but it does mean that the activity is discretionary and therefore subject to prioritization by the Commission or Executive Board.

Issues: N/A

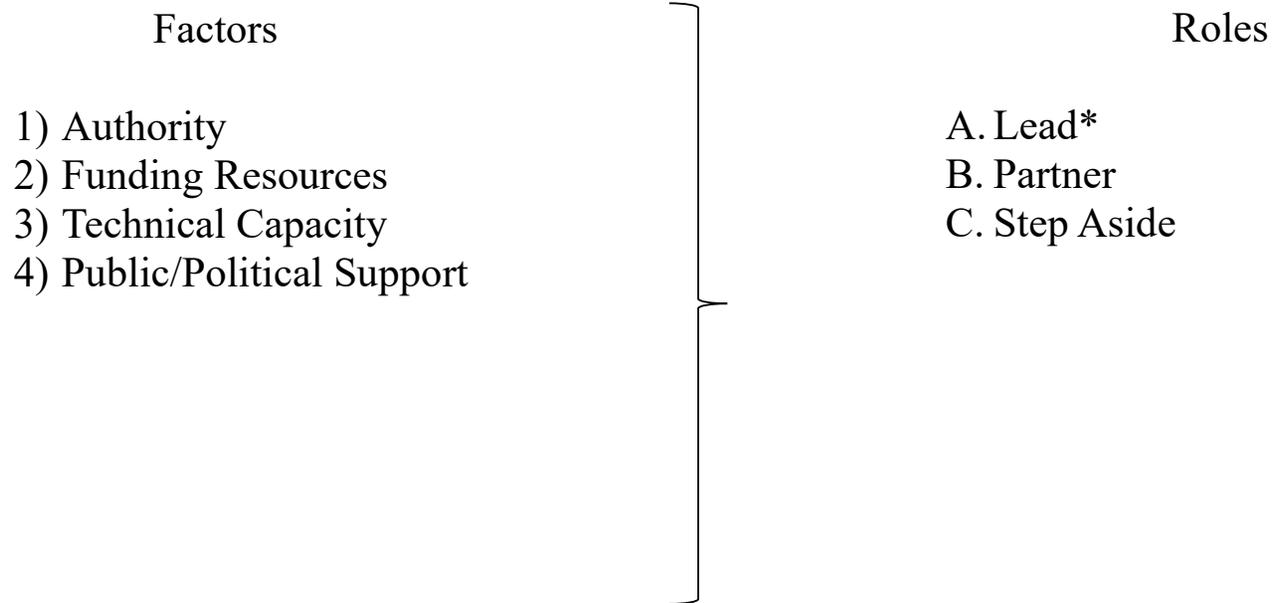
Recommendation: Information

Exhibit 1: Key Factors Influencing Governance
Attachment A: MTC Statutory Responsibilities
Attachment B: ABAG Statutory Responsibilities
Attachment C: Financial Summary for ABAG, MTC and Affiliates
Attachment D: Non-Statutory Activities of MTC and ABAG



Therese W. McMillan

Key Factors Influencing Governance



*Effectively must have or can secure all four factors

Type of Authority	MTC Statutory Authorities	Transp.	Land Use	Housing	Econ. Dev.	Resilience
Regulatory/ Oversight	RM2 and RM3 Performance Measures - SHC 30914	X				
	Conduct TDA Performance Audits / PIP - PUC 99246 (perf. audits); PUC 99246 (PIP)	X				
	Fare Coordination - shall require joint revenue sharing agreements (GC66516)	X				
	Transit Data and reporting standards - GC 66517.5/ TAM Plans -- 49 USC 5326	X				
	Jointly administer the Commute Benefits Ordinance, with BAAQMD - GC 65081	X				
	Fund BART Office of Inspector General (PUC 28840)	X				
	RM3 Independent Oversight Committee (SHC 30923)	X				
Planning	RTPA state designation - GC66500	X				
	MPO federal designation - 23 USC 134(d)	X				
	Requirements for: Title VI , EO 12898 environmental justice, EO 13166 limited English proficiency, EO 12372 intergovernmental review	X				
	SB375 Sustainable Communities Strategy - GC65080(b)(2)(b) (iv) transportation network; (vii)* forecasted development pattern for the region, (viii) RTP compliance with Clean Air Act	X	X			
	Adopt Overall Work Program (OWP) - 23 USC 134(c),(h)	X	X			
	Adopt Regional Transportation Plan (RTP) - 23 USC 134(c),(i) --> GC65080	X				
	Adopt Coordinated Plan - 49 USC 53 Section 5310	X				
	Congestion Management Process - 23 USC 134(k)(3)	X				
	Adopt Performance Targets (MAP-21) - 23 USC 150	X				
	Adopt Public Participation Plan - 23 USC 134(j)(4-5),(7); (Title VI and EOs)	X				
	Air Quality Conformity - 42 USC 7401; 24 USC 7506(c)(1)	X				
	Consistency Finding for each prepared Congestion Management Program with the adopted RTP (GC 65089.2)	X				
	Adopt Countywide Transportation Plan Guidelines (GC 66531(c))	X				

Type of Authority	MTC Statutory Authorities	Transp.	Land Use	Housing	Econ. Dev.	Resilience
Funding/ Finance	Allocate RM1, RM2, RM3, AB1171, AB664, Two Percent Bridge Tolls - SHC 30913 & 30919 (RM1), SHC 30914 (RM2, RM3), SHC 31010(b) (AB1171), SHC 30844 (AB664), SHC 30913(b) (Two Percent)	X				
	Program STP, CMAQ, FTA Formula, RTIP, and ATP - 23 USC 133, SHC 182.6 (STP); 23 USC 149, SHC 182.7 (CMAQ); 49 USC 5307, 5337 (FTA); GC65082 (RTIP); and SHC 2381 (ATP)	X				
	Allocate TDA, STA, AB1107, LCTOP - PUC 99200 (TDA), PUC 99313 & 99314 (STA), PUC 29142.2 (AB1107), CHSC 39718(b)(1)(B) (LCTOP)	X				
	Adopt and maintain TIP - 23 USC 134(j)	X				
	Confirm consistency of certain program applications with regional SCS (statutorily created programs; mandates given to MPOs through guidelines) -- AHSC, TIRCP, LCTOP, TCC (PRC 75200-75243), IIG (HSC 53559), Federal discretionary programs	X				
	Advocate for funding for transportation investments (GC66531)	X				
Operations	BATA FasTrak - Collect bridge toll revenue (SHC 30952)	X				
	BATA - Administer bridge toll revenue (SHC 30950.2 & 30951)	X				
	BATA - Issue debt financing (SHC 30920, 30951, 39058 & 30960)	X				
	BATA - Prepare a Long Range Plan (SH30950.3)	X				
	SAFE - Operate Call Boxes and Freeway Service Patrol (SHC 2550-2559 & 2560-2565)	X				
	SB 1474 requires a Coordination Implementation Plan, which resulted in Res 3866 including TransLink/Clipper; Clipper MOU as amended and updated in 2014	X				

* With ABAG

**MTC, as FTA recipient, fulfills EO 12898 via FTA guidance (FTA Circular 4703.1)

***ARB (SCS) and CTC (RTP) adopt guidelines for the regional planning process

Type of Authority	ABAG Statutory Authorities	Transp.	Land Use	Housing	Econ. Dev.	Resilience
Regulatory/Oversight	Housing Element / RHNA Process (GC65584 - 65589.8)			X		
	SFEP (1988 Clean Water Act) Created 28 estuary programs and required local partner. ABAG is designated local partner through MOU with San Francisco Bay Regional Water Quality Control Board.					X
Planning	SB375 Sustainable Communities Strategy GC65080(b)(2)(b) (i) identify location of uses; (ii) identify areas sufficient to house population; (iii) identify areas to house RHNA; (v) gather and consider best practices regarding resource areas and farmland; (vi) consider state housing goals; GC (vii)* set forth a forecasted development pattern for the region		X		X	
Funding/Finance	Allocation and reporting on \$25.5 million in 2019 Governor's Trailer Bill Local Government Planning Support Grants (health and safety code 50515.02 & 50515.03)		X	X		
Operations/LGS	Bay Trail (PRC5850-5851)	X				

* With MTC

Financial Resource Summary for ABAG, MTC and Affiliates

FY19-20

MTC Budget Detail (In Millions)

Funding Direction	Revenue Type	Total	Source		
			Federal	State	Local
Internal/Administration	Formula	\$37.5	\$11.7	\$16.7	\$9.1
	Discretionary/Grant	\$30.3	\$10.7	\$0.7	\$18.9
Pass Through	Formula	\$0.0			
	Discretionary/Grant	\$0.0			
Total		\$67.8	\$22.4	\$17.4	\$28.0
Debt Portfolio		\$0.0			

BATA Budget Detail (In Millions)

Funding Direction	Revenue Type	Total	Source		
			Federal	State	Local
Internal/Administration	Formula	\$0.0			
	Discretionary/Grant	\$766.3			\$766.3
Pass Through	Formula	\$49.8			\$49.8
	Discretionary/Grant	\$0.0			
Total		\$816.1	\$0.0	\$0.0	\$816.1
Debt Portfolio		\$9,600.0			\$9,600.0

SAFE Budget Detail (In Millions)

Funding Direction	Revenue Type	Total	Source		
			Federal	State	Local
Internal/Administration	Formula	\$13.7		\$13.7	
	Discretionary/Grant	\$7.1		\$0.1	\$7.0
Pass Through	Formula	\$0.0			
	Discretionary/Grant	\$0.0			
Total		\$20.8	\$0.0	\$13.8	\$7.0
Debt Portfolio		\$0.0			

ABAG Budget Detail (In Millions)

Funding Direction	Revenue Type	Total	Source		
			Federal	State	Local
Internal/Administration	Formula	\$0.0			
	Discretionary/Grant	\$3.7			\$3.7
Pass Through	Formula	\$0.0			
	Discretionary/Grant	\$46.9		\$46.9	
Total		\$50.6	\$0.0	\$46.9	\$3.7
Debt Portfolio		\$0.0			

Non-Statutory Activities

ABAG
Planning/Policy
Forecasts / Projections (other than SB375 required)
Economic Development (<i>Comprehensive Econ. Dev. Strategy</i> ; Project Priority Area (PPA) Implementation)
Resilience (Soft-Story Seismic Retrofit Program; <i>Earthquake Field Guide</i> for property owners)
East Bay Corridors Initiative (helping cities make San Pablo Ave./Intern'l Blvd. more transit/housing/pedestrian friendly)
Program/Operations
Brownfields Community Assessment Program (using EPA funds to help cities remediate toxic housing sites on Intern'l Blvd and Mission Blvd. (Oakland, San Leandro, Hayward).
SB2 Technical Assistance for Local Jurisdictions
SF Bay Restoration Authority (funds projects that protect/restore SF Bay. Staffed by SFEP and Coastal Conservancy)
BayREN (Energy/Water Efficiency programs for residential users, Codes Work with cities)
SF Bay Water Trail (supports growing network of non-motorized boat launching/landing sites)
MTC
Planning/Policy
Asset Management (Regional Transit Capital Inventory)
Data/Performance Monitoring (Vital Signs, Statistical Summary,
Major Planning Initiatives (e.g. Horizon, CASA, Transit Sustainability Project)
Community Based Transportation Plans -Required by FTA; move to Statute
Bike and Ped Planning (complete streets policy, bike grants)
Goods Movement (Region and Megaregion plans)
Transit Performance Initiative (Resolution Driven)
Resolution 3434 (Transit Expansion Program and TOD Policy)
Emergency Planning (Agency-to-agency clearinghouse for transportation info in event of emergency)
BATA - Resilient SR-37
Program/Operations
Transit Onboard Survey Program (Resolution 3866)
Climate Programs
Streetsaver / Pavement Technical Assistance Program
Clipper - Management and Development
511 - Management and Development
BATA - Toll Plaza Maintenance
BAIFA - Deliver and Operate Express Lanes
BAHA - 375 Beale Management
Select Operation Initiatives (e.g. Bay Area Forward)
Transportation Management Systems (promote state of good repair for freeway ITS)
Bike Share

Metropolitan Transportation Commission

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San Francisco, CA 94105

Legislation Details (With Text)

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Type: Report **Status:** Informational
File created: 9/3/2019 **In control:** Joint ABAG MTC Governance Committee
On agenda: 9/25/2019 **Final action:**
Title: Discussion of Consultant Assistance / Selection Process

Request for direction from the Joint Committee on whether consultant assistance is requested and the focus of that assistance to inform any necessary procurement / budget actions.

Sponsors:

Indexes:

Code sections:

Attachments: [5c_Constant Assistance.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Discussion of Consultant Assistance / Selection Process

Request for direction from the Joint Committee on whether consultant assistance is requested and the focus of that assistance to inform any necessary procurement / budget actions.

Presenter:

Therese W. McMillan

Recommended Action:

Information

Attachments:

Joint ABAG MTC Governance Committee

September 25, 2019

Agenda Item 5c

Discussion of Consultant Assistance / Selection Process

Subject: Request for direction from the Joint Committee on whether consultant assistance is requested and the focus of that assistance to inform any necessary procurement / budget actions.

Background: We are seeking your direction today on how you would like to proceed with respect to consultant assistance for this effort. This committee may find it useful to have consultant assistance as it discusses the governance options. The assistance needed could range from facilitation, legal, financial, or policy analysis.

As background related to the last merger discussion, in October 2015, MTC and ABAG approved resolutions (see Attachment A for excerpt) calling for a merger study and merger implementation plan (MIP) and jointly funded and oversaw the selection of a consultant for that effort.

It was an expedited effort that included releasing a request for qualifications in early November 2015 and recommending selection of a firm in mid-December of that same year through a series of progress reports. Only two bids were received – perhaps because of the complexity of the study and/or because of the accelerated schedule for responding and conducting the study. The Commission and ABAG approved a contract with Management Partners for the merger study and MIP. Attachment B is a copy of the scope of work for that effort for reference. The scope of work in Attachment B was completed and culminated in the merger implementation plan in mid-2016.

The 2015-2016 contract budget was \$275,000 so budget should be considered in the discussion related to consultant assistance. Each agency budget would need to be amended to add resources for this effort, should the past practice of sharing in the expense be pursued.

Note that Management Partners was also engaged for the information gathering phase of the MOU governance study, as discussed with the Joint MTC Planning and ABAG Administrative Committee in November 2018. That contract approved under Executive Director delegated authority, for \$50,000, has largely been untapped given the transition of Executive Directors and MTC Chairs in early 2019. Management Partners has done the research and evaluation of other organization models, focused on regional transportation and land use agencies, as described in last year's report and is prepared to provide that report at your meeting in October.

Their involvement in other efforts will depend on the Joint Committee direction but they can be a resource, as needed, given their experience with the merger study, MIP and staff consolidation.

Issues: N/A

Recommendation: Information

Attachments: Attachment A: MTC Resolution 4210 Excerpt
Attachment B: 2015-2016 Merger Study Scope of Work Excerpt



Therese W. McMillan

MTC Resolution No. 4210

MTC and ABAG shall expedite the retention of a mutually acceptable consultant to conduct a jointly funded merger study and a merger implementation plan of MTC and ABAG to be complete by June 1, 2016. The study shall examine the policy, management, financial and legal issues associated with further integration, up to and including institutional merger between MTC and ABAG and shall set forth the specific plans benchmarks, and milestones for implementation. This plan shall be referred to as the proposed ABAG/MTC Merger Implementation Plan (MIP). The study and plan shall be governed by the joint MTC Planning and ABAG Administrative committees and be informed by the full participation of designated ABAG and MTC representatives through public meetings governed by the Brown Act.

2015-2016 Merger Study Scope of Work Excerpt

As required by MTC resolution No. 4210 and ABAG Administrative Committee Resolution No. 12-15, the CONSULTANT shall perform a merger study and assist the agencies in developing a MIP. The study shall examine the policy, management, financial and legal issues associated with further integration of ABAG and MTC, up to and including institutional merger between MTC and ABAG. The MIP shall be comprised of the specific plans, benchmarks, and milestones for the implementation of any further integration, up to and including institutional merger of MTC and ABAG. The study and MIP shall be governed by the Joint MTC Planning and ABAG Administrative Committees and be informed by the full participation of the designated ABAG and MTC representatives through public meetings governed by the Brown Act.

Any interviews conducted as part of a Task Order shall be solely for the purpose of gathering information and shall not be used to transmit views between or among MTC or ABAG board or committee members.

The detailed and final work plan shall be developed in consultation with the joint MTC Planning and ABAG Administrative committees.

The tasks below are examples of types of tasks and type of work that may be included in Task Orders:

Task 1. Develop Work Plan and Schedule

This task may involve a kick-off meeting with the joint MTC Planning and ABAG Administrative committees and interviews with the committee members, other Board and Commission members and staff. The task may include interviews to discuss the vision for the region, outcomes desired from an MTC/ABAG integration or merger, and concerns related to the further integration or merger of the two agencies. The final work plan shall incorporate input received from the joint MTC and ABAG Administrative committees during the kick-off meeting and/or interviews, and clarify project goals and objectives, describe project management, identify milestones, budget, and schedule, and create oversight procedures. CONSULTANT shall submit the final work plan for approval by the joint MTC Planning and ABAG Administrative Committees

Task 2. Review Past Efforts to Integrate or Merge MTC and ABAG and Current Need for Integrated Regional Planning

This task may involve a literature review about past efforts to integrate or merge MTC and ABAG. Further, the task may include stakeholder interviews and focus groups with local elected officials and staffs working in the fields of land use, transportation, environment, economy, and equity about the most significant issues facing the Bay Area in the regional planning arena, and how ABAG and MTC currently support these issue areas and recommended areas for improvement. The purpose of this task is to ensure that the remaining CONSULTANT work is focused on integration or merger efforts that address regional transportation and land use planning issues and takes into account successful regional integration and merger models in California and elsewhere.

Task 3: Financial Review and Capital Assets

This task may include an analysis of the financial status and capacity of each agency, including interviews with MTC/ABAG Finance/Treasury/Debt staff as appropriate. Among the types of financial analysis to be considered are the cost of employees including salaries, benefits, overhead as well as long term liabilities including pension and other post-employment unfunded liabilities.

Task 4: Organization and Human Resource/Labor Review

This task may include an analysis and summary of the current organizational structures, staffing plans, position classifications, salary and benefits, employee labor representation and other related topics of each organization and identify key areas to be considered should functional consolidation or institutional merger be pursued. This task may also include confidential interviews with employees to better understand their skills/interests/ideas of how they might fit into a merged planning department or agency. This task may include alternative organizational structures.

Task 5: Mission/Authority

This task may consider the mission and authority as well as duties/functions of national peer MPOs and COGs – that appear to have the same complexity as the Bay Area – to provide context to the current mission and authority of MTC and ABAG and whether a further integrated or merged agency should have modifications to the mission and authority.

Task 6. Structure and Governance

This task could include a review of information provided to the CONSULTANT regarding the current form of governance of each agency, including relevant statutory, legal and fiduciary responsibilities and requirements, as well as other regional governance models, based on an evaluation of other regional agency governance structures in California and nationally for MPOs and COGs, or other agencies responsible for similar work. CONSULTANT may then facilitate a discussion of the joint MTC Planning and ABAG Administrative Committees to seek feedback and to narrow the governance models under consideration.

Task 7: Merger Implementation Plan

Based on the tasks above, CONSULTANT shall recommend specific plans, benchmarks, and milestones for implementation that shall inform the Boards of MTC and ABAG in their consideration of a more integrated or fully merged agency.