



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

Meeting Agenda

Bay Area Infrastructure Financing Authority

Authority Members:

Scott Haggerty, Chair Amy Worth, Vice Chair
Federal D. Glover, Carol Dutra-Vernaci, James P. Spering

Non-Voting Member: Tony Tavares

Wednesday, May 27, 2020

9:10 AM

Board Room - 1st Floor (REMOTE)

The Bay Area Infrastructure Financing Authority (BAIFA) is scheduled to meet on Wednesday, May 27, 2020 at 9:10 a.m. or immediately following the 9:05 a.m. BATA meeting, in the Bay Area Metro Center (Remotely). In light of Governor Newsom's State of Emergency declaration regarding the COVID-19 outbreak and in accordance with Executive Order N-29-20 issued by Governor Newsom on March 17, 2020 and the Guidance for Gatherings issued by the California Department of Public Health, the meeting will be conducted via webcast, teleconference, and Zoom for committee, commission, or board members who will participate in the meeting from individual remote locations.

A Zoom panelist link for meeting participants will be sent separately to committee, commission, or board members.

The meeting webcast will be available at
<https://mtc.ca.gov/whats-happening/meetings/live-webcasts>.

Members of the public are encouraged to participate remotely via Zoom at the following link or phone number.

Attendee Link: <https://bayareametro.zoom.us/j/98669428839>
Join by Telephone: 888 788 0099 (Toll Free) or 877 853 5247 (Toll Free)
Webinar ID: 986 6942 8839

Detailed instructions on participating via Zoom are available at:
<https://mtc.ca.gov/how-provide-public-comment-board-meeting-zoom>.

Committee members and members of the public participating by Zoom wishing to speak should use the "raise hand" feature or dial "*9". In order to get the full Zoom experience, please make sure your application is up to date.

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

1. Call to Order / Roll Call / Confirm Quorum

Quorum: A quorum of this Authority shall be a majority of its regular voting members (3).

2. Consent Calendar

- 2a. [20-0663](#) Minutes of the April 22, 2020 meeting

Action: Authority Approval

Attachments: [2a 20-0663 04-22-2020 BAIFA Draft Minutes.pdf](#)

- 2b. [20-0665](#) Cooperative Agreement Amendment - I-880 Express Lanes Paving:
Caltrans (\$650,000)

Action: Authority Approval

Presenter: Angela Louie

Attachments: [2b 20-0665 I-880 Express Lanes Coop Agreement Amendment.pdf](#)

3. Authority Approval

- 3a. [20-0664](#) Cooperative Agreement Amendment - San Mateo 101 Express Lanes Toll System: San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG)

A request for approval to amend the cooperative agreement between the Bay Area Infrastructure Financing Authority (BAIFA), the San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG) (collectively referred to as the San Mateo County Agencies) for installation, testing, and associated services to deliver the express lane toll system.

Action: Authority Approval

Presenter: Ken Hoang

Attachments: [3a 20-0664 CoopAgreementAmendment SM 101 ExpressLanes.pdf](#)

- 3b. [20-0744](#) Contract Change Order - San Mateo 101 Express Lane Toll System Integrator (TSI): TransCore, LP (\$2,850,000)

A request for approval to enter into a contract change order with TransCore, LP to procure variable toll message signs (VTMS) for the San Mateo 101 express lane toll system in an amount not to exceed \$2,850,000.

Action: Authority Approval

Presenter: Ken Hoang

Attachments: [3b 20-0744 ContractChangeOrder EL TSI TransCoreLP.pdf](#)

4. Public Comment / Other Business

5. Adjournment / Next Meeting:

The next meeting of the Bay Area Infrastructure Financing Authority is scheduled to be held on Wednesday, June 24, 2020 at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA 94105.

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

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

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

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

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

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

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

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



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 20-0663 **Version:** 1 **Name:**

Type: Minutes **Status:** Consent

File created: 4/16/2020 **In control:** Bay Area Infrastructure Financing Authority

On agenda: 5/27/2020 **Final action:**

Title: Minutes of the April 22, 2020 meeting

Sponsors:

Indexes:

Code sections:

Attachments: [2a 20-0663 04-22-2020 BAIFA Draft Minutes.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Minutes of the April 22, 2020 meeting

Recommended Action:
Authority Approval



Meeting Minutes

Bay Area Infrastructure Financing Authority

Authority Members:

*Scott Haggerty, Chair Amy Worth, Vice Chair
Federal D. Glover, Carol Dutra-Vernaci, James P. Spering*

Non-Voting Member: Tony Tavares

Wednesday, April 22, 2020

9:10 AM

Board Room - 1st Floor (REMOTE)

Call Remote Meeting to Order

1. Roll Call / Confirm Quorum

Present: 5 - Commissioner Dutra-Vernaci, Commissioner Glover, Chair Haggerty, Commissioner Spering and Vice Chair Worth

Non-Voting Member Present: Commissioner Tavares

2. Consent Calendar

Upon the motion by Commissioner Dutra-Vernaci and the second by Vice Chair Worth, the Authority unanimously approved the Consent Calendar by the following vote:

Aye: 5 - Commissioner Dutra-Vernaci, Commissioner Glover, Chair Haggerty, Commissioner Spering and Vice Chair Worth

2a. [20-0574](#) Minutes of the March 25, 2020 meeting

Action: Authority Approval

3. Authority Approval

3a. [20-0240](#) BAIFA Resolution No. 19 - BAIFA Tax-Exempt Obligations

A request to adopt BAIFA Resolution No. 19 declaring BAIFA's intent to issue tax exempt obligations to facilitate public improvements related to the BART Car Replacement Program and to reimburse expenditures made prior to the issuance of the tax-exempt obligations.

Action: Authority Approval

Presenter: Brian Mayhew

Upon the motion by Commissioner Spering and the second by Commissioner Dutra-Vernaci, agenda item 3a was unanimously deferred to a future month. The motion carried by the following vote:

Aye: 5 - Commissioner Dutra-Vernaci, Commissioner Glover, Chair Haggerty, Commissioner Spering and Vice Chair Worth

4. Information

4a. [20-0610](#) Future BAIFA Roles and Related Considerations

This item summarizes the history of BAIFA as the infrastructure financing arm of MTC, near and longer term financing opportunities in the region where BAIFA could play an important role, and some alternative approaches related to BAIFA's structure going forward.

Action: Information

Presenter: Therese McMillan

Upon the motion by Commissioner Spering and the second by Commissioner Dutra-Vernaci, agenda item 4a was unanimously deferred to a future month. The motion carried by the following vote:

Aye: 5 - Commissioner Dutra-Vernaci, Commissioner Glover, Chair Haggerty, Commissioner Spering and Vice Chair Worth

5. Public Comment / Other Business

Roland Lebrun was called to speak.

6. Adjournment / Next Meeting:

The next meeting of the Bay Area Infrastructure Financing Authority is scheduled to be held on Wednesday, May 27, 2020 at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA 94105.



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 20-0665 **Version:** 1 **Name:**

Type: Contract **Status:** Consent

File created: 4/16/2020 **In control:** Bay Area Infrastructure Financing Authority

On agenda: 5/27/2020 **Final action:**

Title: Cooperative Agreement Amendment - I-880 Express Lanes Paving: Caltrans (\$650,000)

Sponsors:

Indexes:

Code sections:

Attachments: [2b 20-0665 I-880 Express Lanes Coop Agreement Amendment.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Cooperative Agreement Amendment - I-880 Express Lanes Paving: Caltrans (\$650,000)

Presenter:
Angela Louie

Recommended Action:
Authority Approval

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

May 27, 2020

Agenda Item 2b - 20-0665

Cooperative Agreement Amendment – I-880 Express Lanes Paving: Caltrans (\$650,000)

Subject: A request for approval to amend a cooperative agreement with Caltrans, in an amount not to exceed \$650,000, for paving for the I-880 Express Lanes Project (the Project) to be undertaken as part of Caltrans I-880 Capital Preventative Maintenance (CAPM) contract.

Background: The Project will convert the existing I-880 high-occupancy vehicle lanes to express lanes in Alameda County from Hegenberger Road to Dixon Landing Road in the southbound direction and from Dixon Landing Road to Lewelling Boulevard in the northbound direction. The project is nearing the end of construction, and is anticipated to open in late summer 2020.

Caltrans secured funding for complementary projects to replace the median barrier and to rehabilitate the pavement in the I-880 corridor during the same timeframe. To minimize the overall construction duration and construction impacts to the public, BAIFA and Caltrans have identified significant opportunities to optimize delivery of the separate projects. For example, Caltrans agreed to install BAIFA median foundations as part of its median barrier replacement project, completed in Spring 2018. BAIFA and Caltrans arranged to move some BAIFA required paving into the Caltrans CAPM repaving contract to maximize efficiencies and to minimize pavement scarring due to restriping and realignments.


In May 2017, BAIFA entered into a cooperative agreement with Caltrans for \$2,680,000 for construction capital and support to incorporate BAIFA paving into the Caltrans CAPM project. The agreement requires additional budget due to a delay in the scheduled completion of the express lanes from 2019 to 2020 as a result of significant toll system integrator delays as described in Express Lanes Status Reports presented to BAIFA each quarter. The delay in the express lanes necessitated a BAIFA request for contract change orders (CCOs) to the Caltrans CAPM contract to defer the proposed BAIFA paving from the scheduled 2018 and 2019 paving seasons to the 2020 paving season.

Staff seeks to add \$650,000 to the Caltrans construction cooperative agreement to cover the requested deferral of this paving work and the extended duration and effort of Caltrans' support services. This reflects an estimated \$500,000 for construction capital plus \$150,000 for Caltrans support services, including Caltrans oversight efforts for the added capital work and longer contract duration.

This work is necessary to complete the I-880 Express Lanes Project. The funds for this work are included in the I-880 Express Lane Project line item in the approved BAIFA Capital Budget for FY 2019-20 and the work does not depend on subsequent phases that require new funding in FY 2020-21.

Recommendation: Staff recommends that the Authority authorize the Executive Director or designee to negotiate and enter into a cooperative agreement amendment in an amount not to exceed \$650,000 with Caltrans for express lane paving in its I-880 Capital Preventative Maintenance contract.

Attachments: Request for Committee Approval – Summary of Proposed Cooperative Agreement Amendment



Therese W. McMillan

REQUEST FOR COMMITTEE APPROVAL

Summary of Proposed Cooperative Agreement Amendment

Work Item No.: 6844

Agency: California Department of Transportation (Caltrans)

Work Project Title: I-880 Capital Preventative Maintenance (CAPM) Contract

Purpose of Project: The Caltrans I-880 CAPM Contract will rehabilitate pavement along I-880 in Alameda County. The CAPM project is primarily a Caltrans funded and constructed project. BAIFA will be constructing an Express Lanes conversion project along the portions of the same I-880 corridor as the CAPM project. To minimize the overall construction duration and construction impacts to the public, BAIFA and Caltrans identified significant opportunities to optimize delivery of the separate projects, including incorporation of BAIFA required paving into the CAPM project.

Brief Scope of Work: Caltrans will provide design and construction support to incorporate BAIFA paving into the Caltrans CAPM project. This effort requires an amendment to the cooperative agreement for Caltrans support and construction capital costs to cover the requested deferral of BAIFA paving work and the extended duration and effort of Caltrans' support services.

Project Cost Not to Exceed: \$650,000 this amendment
Total Agreement before this amendment: \$2,680,000
Total Authorized Agreement with this amendment: \$3,330,000

Funding Source: BATA Express Lanes Capital Project Budget

Fiscal Impact: Funding is included in the adopted FY 2019-20 BAIFA Capital and Operating Budget (BAIFA Resolution No. 18, Revised)

Motion by Committee: That the Executive Director or designee is authorized to negotiate and enter into a cooperative agreement amendment with Caltrans for support and construction capital costs, as described above and in the BAIFA Summary Sheet dated, May 27, 2020, and the Chief Financial Officer is authorized to set aside \$650,000 for such cooperative agreement amendment.

Bay Area Infrastructure Financing Authority:

Scott Haggerty, Chair

Approval: Date: May 27, 2020

Legislation Details (With Text)

File #:	20-0664	Version:	1	Name:	
Type:	Contract	Status:		Authority Approval	
File created:	4/16/2020	In control:		Bay Area Infrastructure Financing Authority	
On agenda:	5/27/2020	Final action:			
Title:	Cooperative Agreement Amendment - San Mateo 101 Express Lanes Toll System: San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG)				

A request for approval to amend the cooperative agreement between the Bay Area Infrastructure Financing Authority (BAIFA), the San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG) (collectively referred to as the San Mateo County Agencies) for installation, testing, and associated services to deliver the express lane toll system.

Sponsors:

Indexes:

Code sections:

Attachments: [3a 20-0664 CoopAgreementAmendment SM 101 ExpressLanes.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Cooperative Agreement Amendment - San Mateo 101 Express Lanes Toll System: San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG)

A request for approval to amend the cooperative agreement between the Bay Area Infrastructure Financing Authority (BAIFA), the San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG) (collectively referred to as the San Mateo County Agencies) for installation, testing, and associated services to deliver the express lane toll system.

Presenter:

Ken Hoang

Recommended Action:

Authority Approval

Bay Area Infrastructure Financing Authority (BAIFA)

May 27, 2020

Agenda Item 3a - 20-0664

Cooperative Agreement Amendment – San Mateo 101 Express Lanes Toll System: San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG)

Subject: A request for approval to amend the cooperative agreement between the Bay Area Infrastructure Financing Authority (BAIFA), the San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG) (collectively referred to as the San Mateo County Agencies) for installation, testing, and associated services to deliver the express lane toll system.

Background: In February 2019, BAIFA approved an arrangement whereby BAIFA will implement the toll system and operate the San Mateo 101 Express Lanes (San Mateo 101) for the agency that would ultimately be responsible for the lanes. In May 2019, C/CAG and SMCTA created the SMCELJPA, which subsequently secured authorization from the California Transportation Commission to implement the San Mateo 101 Express Lane.

In June 2019, BAIFA authorized a cooperative agreement with SMCELJPA committing an initial amount not to exceed \$3 million for the toll system design phase with the understanding staff would return at a later date for authorization to add the toll system implementation phase. After BAIFA approved staff's request to enter into a cooperative agreement with SMCELJPA, the San Mateo Agencies informed us they preferred a four-party cooperative agreement with each agency playing a role. SMCELJPA was formed to oversee the operations and administration of the San Mateo 101 Express Lanes Project, and to jointly exercise ownership rights over the express lanes. C/CAG is the procurement and contract management arm, as well as provider of SMCELJPA Board support, while SMCTA is the financing arm of SMCELJPA and provides marketing and communications support. BAIFA subsequently entered into the agreement with all of the San Mateo County Agencies. Staff is now requesting authorization to amend the cooperative agreement in order to undertake the work associated with toll system implementation including, but not limited to: capital and support for toll equipment and testing, integration with the FasTrak® Customer Service Center, implementation of the backhaul communications network, and expansion of the Regional Operating Center (ROC) to accommodate the SM 101 corridor, as well as contingency for known and unknown risks. With this amendment, BAIFA will agree to spend up to \$42,000,000 in implementation related expenses, subject to other Authority approvals. Staff would also like to note that staff will seek authority from BAIFA in the future to execute change orders to its existing Toll System


Integrator (TSI) contract with Transcore, LP to execute the majority of this work, as explained further in Item 3b.

BAIFA's work on San Mateo 101 is funded in the FY 2019-20 BAIFA Capital Budget by a portion of the \$95 million provided by the Bay Area Toll Authority (BATA) for the project. These funds represent the regional commitment of bridge toll funding to the \$586.9 million project, which secured \$200 million in the first cycle of competitive Senate Bill 1 (SB 1) funding. Specifically, the \$95 million includes \$45 million to pay for BAIFA's costs to design and implement the San Mateo 101 toll system. The \$50 million balance of bridge toll funding is being used to help fund civil construction of the express lanes in accordance with a funding agreement between BAIFA and SMCTA approved by BAIFA in November 20, 2019.

Toll system implementation and testing must be undertaken in order to complete the San Mateo 101 Express Lanes approved by the California Transportation Commission. BAIFA is performing this work through mutual agreement with the San Mateo County Agencies, but BAIFA is not required to perform this work by statute or regulation. As noted above, funds for BAIFA's work on toll system implementation and testing are approved in the FY 2019-20 BAIFA Capital Budget, and no additional funding is required in FY 2020-21 to complete BAIFA's work to implement the San Mateo 101 toll system. Staff will return to BAIFA at a future date, likely in FY 2020-21, for authorization to enter into a separate operations and maintenance agreement with SMCELJPA. The project is expected to begin tolling operations in 2021. BAIFA's operations and maintenance work for SMCELJPA will be funded with San Mateo 101 Express Lane toll revenue.

Recommendation: Staff recommends that the Authority authorize the Executive Director or designee to negotiate and enter into an amendment to the cooperative agreement between BAIFA and the San Mateo County Agencies for toll system implementation and testing.

Attachments: Request for Authority Approval – Summary of Proposed Cooperative Agreement Amendment


Therese W. McMillan

REQUEST FOR AUTHORITY APPROVAL

Summary of Proposed Cooperative Agreement Amendment

Work Item No.: 6853

Agency: San Mateo County Express Lanes Joint Powers Authority (SMCELJPA), the San Mateo County Transportation Authority (SMCTA) and the City/County Association of Governments of San Mateo County (C/CAG)

Work Project Title: San Mateo 101 Express Lanes Toll System

Purpose of Project: Implement an express lane on US 101 in San Mateo County.

Brief Scope of Work: Implement and test the toll system for San Mateo 101 Express Lane and cover costs including, but not limited to, toll system support, capital cost related to installation and testing of toll equipment, and backhaul communications network, as well as contingency for known and unknown risks.

Project Cost Not to Exceed: \$45,000,000 (includes \$3,000,000 from original agreement), subject to necessary Authority approval for specific contracts

Funding Source: BAIFA Capital Budget Funds

Fiscal Impact: Funding is included in the adopted FY 2019-20 BAIFA Capital and Operating Budget (BAIFA Resolution No. 18, Revised)

Motion by Authority: That the Executive Director or designee is authorized to negotiate and enter into an amendment to the Cooperative Agreement with the SMCELJPA, SMCTA, and C/CAG for toll system implementation described above and in the Bay Area Infrastructure Financing Authority Summary Sheet dated May 27, 2020.

Bay Area Infrastructure Financing Authority:

Scott Haggerty, Chair

Approved: May 27, 2020



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 20-0744 **Version:** 1 **Name:**

Type: Contract **Status:** Authority Approval

File created: 4/29/2020 **In control:** Bay Area Infrastructure Financing Authority

On agenda: 5/27/2020 **Final action:**

Title: Contract Change Order - San Mateo 101 Express Lane Toll System Integrator (TSI): TransCore, LP (\$2,850,000)

A request for approval to enter into a contract change order with TransCore, LP to procure variable toll message signs (VTMS) for the San Mateo 101 express lane toll system in an amount not to exceed \$2,850,000.

Sponsors:

Indexes:

Code sections:

Attachments: [3b 20-0744 ContractChangeOrder EL TSI TransCoreLP.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Contract Change Order - San Mateo 101 Express Lane Toll System Integrator (TSI): TransCore, LP (\$2,850,000)

A request for approval to enter into a contract change order with TransCore, LP to procure variable toll message signs (VTMS) for the San Mateo 101 express lane toll system in an amount not to exceed \$2,850,000.

Presenter:

Ken Hoang

Recommended Action:

Authority Approval

Bay Area Infrastructure Financing Authority (BAIFA)

May 27, 2020

Agenda Item 3b - 20-0744

Contract Change Order – San Mateo 101 Express Lane Toll System Integrator (TSI): TransCore, LP (\$2,850,000)

Subject: A request for approval to enter into a contract change order with TransCore, LP to procure variable toll message signs (VTMS) for the San Mateo 101 express lane toll system in an amount not to exceed \$2,850,000.

Background: In February 2019, BAIFA approved an arrangement whereby BAIFA will implement the toll system and operate the San Mateo 101 Express Lanes (San Mateo 101) for the agency that would ultimately be responsible for the lanes. In May 2019, C/CAG and SMCTA created the SMCELJPA, which subsequently secured authorization from the California Transportation Commissions to implement the San Mateo 101 Express Lanes.

In June 2019, BAIFA authorized a cooperative agreement with SMCELJPA under which BAIFA initiated toll system design for San Mateo 101. After BAIFA approved staff's request to enter into a cooperative agreement with SMCELJPA, the San Mateo Agencies informed us they preferred a four-party cooperative agreement with each agency playing a role. SMCELJPA was formed to oversee the operations and administration of the San Mateo 101 Express Lanes Project, and to jointly exercise ownership rights over the express lanes. C/CAG is the procurement and contract management arm, as well as provider of SMCELJPA Board support, while SMCTA is the financing arm of SMCELJPA and provides marketing and communications support. Under item 3a, staff is requesting authority from BAIFA to amend the existing cooperative agreement with SMCELJPA, SMCTA and C/CAG to complete toll system installation and testing. BAIFA intends to use its existing Toll System Integrator (TSI) to execute the majority of this work.

BAIFA originally awarded the TSI contract to TransCore, LP in June 2014 with a five-year term and the ability to add corridors and extend for five additional years. This approach allows the region to take advantage of the investment BAIFA made in the toll host system built originally for BAIFA's I-680 and I-880 Express Lanes and avoids spending funds to build duplicate systems for new corridors to be operated by BAIFA. In September 2017, BAIFA approved the addition of the I-680 Northern Segment to the TSI contract, which extended the contract to June 30, 2023. San Mateo 101 falls within the approved extension period.

In June 2019, BAIFA authorized a contract change order with the TSI for toll system design. Now, staff would like to request approval to enter into a contract change order with the TSI to procure VTMS signs for the San Mateo 101 toll system. These signs will be used to display toll rates, as well as general purpose messages, along the corridor. Due to the long lead time nature of this equipment type, staff would like to enter into a contract

change order with the TSI as soon as possible in order for the TSI to begin procurement of these signs. The change order must be executed in June 2020 for work to proceed unimpeded and not delay the start of tolling in 2021.

Staff is continuing to work with Transcore to finalize the scope and budget for the remaining work, and will return to BAIFA next month to request authorization to enter into a change order for all other work related to roadside equipment, installation, testing of the toll system.

Toll system implementation, including purchase of the VTMS signs, must be undertaken in order to complete the San Mateo 101 Express Lanes approved by the California Transportation Commission. BAIFA is performing this work through mutual agreement with the San Mateo County agencies, but BAIFA is not required to perform this work by statute or regulation. As noted in the staff memo for Item 3a, funds for BAIFA's work on toll system implementation, including purchase of VTMS signs, are approved in the FY 2019-20 BAIFA Capital Budget, and no additional funding is required in FY 2020-21 to complete BAIFA's work to implement the San Mateo 101 toll system. Attachment A includes a summary of TransCore, LP and its project team's small business and disadvantaged business enterprise status.

Recommendation: Staff recommends that the Authority authorize the Executive Director or designee to negotiate and enter into a contract change order with TransCore, LP, in an amount not to exceed \$2,850,000 million to procure VTMS signs for the San Mateo 101 toll system.

Attachments: Attachment A - TransCore, LP DBE and SBE Status; and
Request for Authority Approval – Summary of Proposed Contract Change Order



Therese W. McMillan

**Attachment A (TransCore, LP)
Small Business and Disadvantaged Business Enterprise Status**

Firm Name	Role on Project	DBE* Firm			SBE** Firm		
		Yes	If Yes, List #	No	Yes	If Yes, List #	No
TransCore, LP	Toll System Integrator			X			X
Calcom, Inc.	Subcontractor			X			X
IBI Group	Subcontractor			X			X
KRC Safety	Subcontractor	X	447		X	6897	
Lane Safety Co.	Subcontractor			X	X	45978	
Nexus IS	Subcontractor			X			X
TJKM	Subcontractor	X	40772		X	38780	
Traffic Solutions	Subcontractor			X			X

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

**Denotes certification by the State of California.

REQUEST FOR AUTHORITY APPROVAL

Summary of Proposed Contract Change Order

Work Item No.: 6853

Contractor: TransCore, LP
San Diego, CA

Work Project Title: Regional Express Lane Toll System Integrator (TSI)

Purpose of Project: Design, implement, and maintain BAIFA's express lane toll system

Brief Scope of Work: The contract change order will authorize TSI to procure VTMS signs for the San Mateo 101 Express Lane toll system.

Project Cost Not to Exceed: This amendment: \$2,850,000 million
Total Contract before this amendment: \$69,299,558
Total Contract after this amendment: \$72,149,558
Remaining contingency after this Amendment: \$966,769

Funding Source: BAIFA Capital Budget Funds

Fiscal Impact: Funding is included in the adopted FY 2019-20 BAIFA Capital and Operating Budget (BAIFA Resolution No. 18, Revised)

Motion by Authority: That the Executive Director or designee is authorized to negotiate and enter into a Contract Change Order with TransCore, LP for VTMS signs as described above and in the Bay Area Infrastructure Financing Authority Summary Sheet dated May 27, 2020, and the Chief Financial Officer is authorized to set aside \$2,850,000 million for such Contract Change Order, as specified above.

Bay Area Infrastructure Financing Authority:

Scott Haggerty, Chair

Approved: May 27, 2020