

Date: November 15, 2023  
W.I.: 1255  
Referred by: PAC

ABSTRACT

Resolution No. 4609

This resolution approves the allocation of Regional Measure 3 funds for Clipper Next Generation System Integrator, sponsored by Metropolitan Transportation Commission.

This Resolution includes the following attachments:

Attachment A – Allocation Summary and Conditions of Allocation

Attachment B – Project and Subproject Details

Attachment C – Project Funding Plan and Schedule

Attachment D – RM3 Deliverable Segment/Product Cash Flow Plan

This resolution allocates \$50 million in RM3 funds to the Metropolitan Transportation Commission (MTC) for the Clipper Next Generation System Integrator Project.

Further discussion of this action is contained in the Programming and Allocations Summary Sheet dated November 8, 2023.

Date: November 22, 2023  
W.I.: 1255  
Referred by: PAC

RE: Approval of Allocation of Regional Measure 3 Funds for Clipper Next Generation System Integrator Project.

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION NO. 4609

WHEREAS, the Metropolitan Transportation Commission (MTC) is the regional transportation planning agency for the San Francisco Bay Area pursuant to Government Code Section 66500 *et seq.*; and

WHEREAS, Streets and Highways Code Sections 30950 *et seq.* created the Bay Area Toll Authority (“BATA”) which is a public instrumentality governed by the same board as that governing MTC; and

WHEREAS, on June 5, 2018, a special election was held in the City and County of San Francisco, and the Counties of Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano, and Sonoma (individually, each a “County” and, collectively, the “Counties”) to approve a toll increase of three dollars (\$3.00) phased in over time, including a one dollar (\$1.00) toll increase on January 1, 2019, a one dollar (\$1.00) toll increase on January 1, 2022, and a one dollar (\$1.00) toll increase on January 1, 2025, for vehicles traveling on the state-owned bridges located in the San Francisco Bay Area (“Regional Measure 3”); and

WHEREAS, on September 26, 2018, BATA adopted Resolution No. 126 accepting certified statements from the Registrar of Voters of the City and County of San Francisco and each of the Counties and observing that a majority of all voters voting on Regional Measure 3 (“RM3”) at such special election voted affirmatively for RM3; and

WHEREAS, RM3 establishes the RM3 Expenditure Plan and identifies specific capital projects and programs and operating programs eligible to receive RM3 funding as identified in Sections 30914.7(a) and (c) of the California Streets and Highways Code; and

WHEREAS, BATA shall fund the projects of the RM3 Expenditure Plan by bonding or transfers to MTC; and

ABSTRACT

MTC Resolution No. 4609

Page 2

WHEREAS, MTC adopted RM3 Policies and Procedures for the implementation of the RM3 Expenditure Plan, specifying the allocation criteria and project compliance requirements for RM3 funding (MTC Resolution No. 4404, Revised); and

WHEREAS, the Clipper Next Generation System Integrator Project is identified as capital project number 28 under the RM3 expenditure plan and is eligible to receive RM3 funding as identified in Streets and Highways Code Sections 30914.7(a); and

WHEREAS, the Metropolitan Transportation Commission (MTC) is the project sponsor for the Program; and

WHEREAS, MTC has submitted a request for the allocation of RM3 funds for the Clipper Next Generation System Integrator Project; and

WHEREAS, MTC has submitted an initial Project Report (IPR), as required pursuant to Streets and Highways Code Section 30914.7(d); and

WHEREAS, Attachment A to this resolution, attached hereto and incorporated herein as though set forth at length, lists the project and phase for which the MTC is requesting RM3 funding and the amount recommended for allocation by MTC staff; and

WHEREAS, Attachment B to this resolution, attached hereto and incorporated herein as though set forth at length, lists the required project specific conditions which must be met prior to execution of the allocation and any reimbursement of RM3 funds; and

WHEREAS, Attachment C to this resolution, attached hereto and incorporated herein as though set forth at length, includes MTC staff's review of MTC's IPR for this project; and

WHEREAS, Attachment D attached hereto and incorporated herein as though set forth at length, lists the cash flow of RM3 funds and complementary funding for the deliverable RM3 project segment or product; and

WHEREAS, the claimants to which funds are allocated under this resolution have certified that the projects and purposes listed and recorded in Attachment A are in compliance

ABSTRACT

MTC Resolution No. 4609

Page 3

with the requirements of the California Environmental Quality Act (Public Resources Code Section 21000 et seq.), and with the State Environmental Impact Report Guidelines (14 California Code of Regulations Section 15000 et seq.); now, therefore, be it

RESOLVED, that MTC approves MTC staff's review of MTC's IPR for this project as set forth in Attachment C; and, be it further

RESOLVED, that MTC approves the allocation and reimbursement of RM3 funds in accordance with the amount, reimbursement schedule, and allocation expiration dates for the phases and activities as set forth in Attachment A; and, be it further

RESOLVED, that the allocation and reimbursement of RM3 funds as set forth in Attachment A are conditioned upon MTC complying with the provisions of the RM3 Policies and Procedures as set forth at length in MTC Resolution No. 4404, Revised; and, be it further

RESOLVED, that the allocation and reimbursement of RM3 funds are further conditioned upon the project specific conditions set forth in attachment B; and, be it further

RESOLVED, that the allocation and reimbursement of RM3 funds as set forth in Attachment A are conditioned upon the availability and expenditure of any complementary funding as set forth in Attachment D; and, be it further

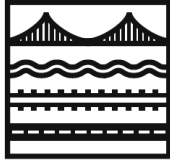
RESOLVED, that a certified copy of this resolution shall be forwarded to the project sponsor.

METROPOLITAN TRANSPORTATION COMMISSION

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Alfredo Pedroza, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at a duly called and noticed meeting held in San Francisco, California and at other remote locations, on November 15, 2023.



## Regional Measure 3 Allocation of Funds Allocation Summary

<b>RM3 Project Number</b>	28
<b>Project Title</b>	Clipper Next Generation System Integrator
<b>Project Sponsor</b>	Metropolitan Transportation Commission

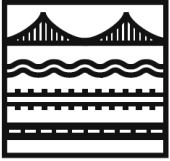
Activities to be funded with Allocation #1 and #2:

Costs related to the design and construction/implementation portions of the next generation Clipper system (C2). The design portion of the next-generation Clipper system includes preliminary, conceptual, and final design reviews, as well as development and testing of the system. Construction/implementation includes procurement and installation of equipment needed to implement the C2 system on vehicles and transit stations.

Allocation #24460901 is tied to the RM3 Letter of No Prejudice issued February 23, 2022, and costs incurred following that date are eligible for reimbursement under this allocation number.

Allocation #24460902 is an allocation for the same scope, not tied to the LONP. Costs incurred following November 15, 2023 are eligible for reimbursement under this allocation number.

Funding Information:					
Allocation Instruction No.	Approval Date	Phase	Reimbursement Year	Expiration Date	Allocation Amount
24460901	15-Nov-23	PS&E	FY 2023-24	30-Jun-25	\$ 30,000,000
24460902	15-Nov-23	CON	FY 2023-24	30-Jun-25	\$ 20,000,000
Cumulative Total - Allocation 1					\$ 50,000,000
Cumulative Total - Project 28					\$ 50,000,000



# Regional Measure 3

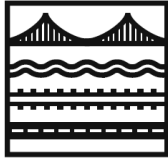
## Allocation of Funds

### Conditions of Allocation

<b>RM3 Project Number</b>	28
<b>Project Title</b>	Clipper Next Generation System Integrator
<b>Project Sponsor</b>	Metropolitan Transportation Commission

The allocation and reimbursement of RM3 funds for the above project are conditioned upon the following:

<b>Conditions of Allocation #1</b>	
This allocation is contingent upon completion of the following:	
1	None



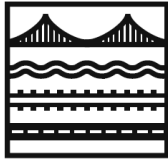
## Regional Measure 3

### Allocation of Funds

#### IPR Review (Project and Subproject Details, Funding Plan, and Schedule)

<b>RM3 Project Number</b>	28	
<b>Project Title</b>	Clipper Next Generation System Integrator	
<b>Lead Sponsor(s)</b>	<b>Other Sponsor(s)</b>	<b>Implementing Agency</b>
Metropolitan Transportation Commission (MTC)		
<b>Legislated Project Description</b>	<b>RM3 Legislated Funding (in \$1,000s)</b>	
(28) Provide funding to design, develop, test, implement, and transition to the next generation of Clipper, the bay area's transit fare payment system. The next-generation system will support a universal, consistent, and seamless transit fare payment system for the riders of transit agencies in the bay area. The project sponsor is the Metropolitan Transportation Commission. Fifty million dollars (\$50,000,000).	\$50,000	
<b>Sponsor Programming and Allocation Request Action</b>		
As MTC is the project sponsor, this resolution is considered the sponsor programming and allocation request action.		
<b>Detailed Project/Subproject Description</b>		
Clipper 2.0 will be a customer-focused, cost-effective fare collection system that supports a modern, consistent and seamless Bay Area transit experience and provides a flexible platform for future fare structures. New features will include: a robust mobile application, near real-time communication, expanded retail, online and mobile sales, and new fare media options.		





## Regional Measure 3

### Allocation of Funds

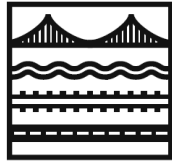
IPR Review (Project and Subproject Details, Funding Plan, and Schedule)

<b>RM3 Project Number</b>	28
<b>Project Title</b>	Clipper Next Generation System Integrator
<b>Project Sponsor</b>	Metropolitan Transportation Commission

#### Project Funding Plan

#### Project Schedule

Phase	Funding Source	Committed? (Yes/No)	Total Amount (\$1,000s)	Start	End
ENV	N/A				
PSE	RM2	Yes	\$ 13,000	9/2018	Q3/2024
	OBAG 1 & 2	Yes	\$ 34,836		
	FTA - Golden Gate Pass Through	Yes	\$ 8,442		
	CML 6084	Yes	\$ 500		
	BATA Rehab	Yes	\$ 9,600		
	STA-SGR	Yes	\$ 16,011		
	FTA - TCP	yes	\$ 14,128		
	RM3	Yes	\$ 30,000		
ROW	N/A				
CON	FTA - TCP	Yes	\$ 47,741	Q3/2024	Q4/2025
	SGR FY 22	Yes	\$ 2,128		
	SGR FY 23	Yes	\$ 11,009		
	RM3	Yes	\$ 20,000		
<b>Capital Funding Total</b>			\$ 207,394		



## Regional Measure 3

### Allocation of Funds

#### Cash Flow Plan

<b>RM3 Project Number</b>	28
<b>Project Title</b>	Clipper Next Generation System Integrator
<b>Project Sponsor</b>	MTC

#### Cash Flow Plan for RM3 Deliverable Segment(s) - Funding by planned year of expenditure

Funding Source	Phase	Prior	2022-23	2023-24	2024-25	2025-26	Future committed	Total Amount (\$ thousands)
								\$ -
								\$ -
								\$ -
ENV Subtotal			\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
								\$ -
								\$ -
								\$ -
PSE Subtotal			\$ -					\$ -
RM-3								
								\$ -
ROW Subtotal			\$ -					\$ -
RM-3				\$ 50,000				\$ 50,000
								\$ -
CON Subtotal		\$ -	\$ -	\$ 50,000	\$ -	\$ -	\$ -	\$ 50,000
<b>RM 3 Funding Subtotal</b>		\$ -	\$ -	\$ 50,000	\$ -	\$ -	\$ -	\$ 50,000
<b>Capital Funding Total</b>		\$ -	\$ -	\$ 50,000	\$ -	\$ -	\$ -	\$ 50,000