

# Metropolitan Transportation Commission Programming and Allocations Committee

December 9, 2015

## MTC Resolution No. 3667, Revised

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- Subject:** Allocation of \$13.5 million in Regional Measure 2 (RM2) Capital funds for right-of-way and construction on the BART Warm Springs Extension project; rescission of \$11.4 million in earlier-phase construction funds from the same project.
- Background:** Staff is proposing to rescind approximately \$11.4 million in savings from the Fremont Central Park Subway phase of the BART Warm Springs Extension project. These savings will be reallocated, along with approximately \$2.1 million in currently unallocated funds, to the Warm Springs project for the Line, Trackwork, Systems, and Station (LTSS) construction contract; construction management and related construction activities; and for remaining right-of-way costs. With this action, all \$176 million in RM2 funds available to the project will be allocated.
- System testing for the Warm Springs extension is now underway. Contract completion is forecast for early 2016, with revenue service to begin later in 2016.
- Issues:** This action is conditioned on BART obtaining approval from the California Transportation Commission to move the remaining \$1.6 million in state Traffic Congestion Relief Program (TCRP) funds from the right-of-way phase to the construction phase. Both the TCRP funds and the proposed RM2 funds are needed in order to fully fund the remaining project costs.
- Recommendation:** Refer MTC Resolution No. 3667, Revised to the Commission for approval.
- Attachments:** MTC Resolution No. 3667, Revised.

Date: December 15, 2004  
W.I.: 1255  
Referred by: PAC  
Revised: 02/25/09-C 07/22/09-C  
01/27/10-C 07/28/10-C  
07/27/11-C 02/26/14-DA  
12/16/15-C

### ABSTRACT

MTC Resolution No. 3667, Revised

This resolution approves the allocation of Regional Measure 2 funds for the BART Extension to Warm Springs Project sponsored and implemented by the San Francisco Bay Area Rapid Transit District.

This resolution includes the following attachments:

- Attachment A - Allocation Summary Sheet
- Attachment B - Project Specific Conditions for Allocation Approval
- Attachment C - MTC staff's review of San Francisco Bay Area Rapid Transit District's Initial Project Report (IPR) for this project
- Attachment D - RM2 Deliverable/Useable Segment Cash Flow Plan
- Attachment E - Synopsis of Terms for Funding Agreement

This resolution was revised on February 25, 2009 to allocate \$167 million towards the construction of the Fremont Central Park Subway element of the BART to Warm Springs Extension project.

This resolution was revised on July 22, 2009 to rescind \$29,093,000 from the prior allocation towards the construction of the Fremont Central Park Subway element owing to contract bid savings on the project.

This resolution was revised on January 27, 2010 to allocate \$10.31 million towards the early expenses including soft costs and some materials procurement costs (rail, fiber optic etc.) on the Line, Track, Station and Systems contract for the Warm Springs Extension project.

This resolution was revised on July 28, 2010 to allocate \$21.8 million towards the Line, Trackwork, Systems & Station (LTSS) construction and related activities for the Warm Springs Extension project.

This resolution was revised on July 27, 2011, to add conditions to Attachment E specifying principles for addressing any potential construction cost increases on the LTSS segment.

This resolution was revised on February 26, 2014 via Delegated Authority to rescind \$2,090,571 from the initial right-of-way phase allocation.

This resolution was revised on December 16, 2015 to rescind approximately \$11.4 million in savings from the Fremont Central Park Subway element and to allocate approximately \$13.5 million towards the LTSS construction and right-of-way activities for the Warm Springs Extension project.

Additional discussion of this allocation is contained in the Executive Director's memorandum to the MTC Programming and Allocations Committee dated December 8, 2004, February 11, 2009, July 8, 2009, January 13, 2010, July 14, 2010, July 13, 2011, and December 9, 2015.

Date: December 15, 2004  
W.I.: 1255  
Referred by: PAC

Re: Approval of Allocation of Regional Measure 2 funds for the BART Extension to Warm Springs

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION No. 3667

WHEREAS, pursuant to Government Code Section 66500 et seq., the Metropolitan Transportation Commission (“MTC”) is the regional transportation planning agency for the San Francisco Bay Area; 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 March 2, 2004, voters approved Regional Measure 2, increasing the toll for all vehicles on the seven state-owned toll bridges in the San Francisco Bay Area by \$1.00, with this extra dollar funding various transportation projects within the region that have been determined to reduce congestion or to make improvements to travel in the toll bridge corridors, as identified in SB 916 (Chapter 715, Statutes of 2004), commonly referred as Regional Measure 2 (“RM2”); and

WHEREAS, RM2 establishes the Regional Traffic Relief Plan and lists specific capital projects and programs and transit operating assistance eligible to receive RM2 funding as identified in Streets and Highways Code Sections 30914(c) & (d); and

WHEREAS, RM2 assigns administrative duties and responsibilities for the implementation of the Regional Traffic Relief Plan to MTC; and

WHEREAS, BATA shall fund the projects of the Regional Traffic Relief Plan by transferring RM2 authorized funds to MTC; and

WHEREAS, MTC adopted policies and procedures for the implementation of the Regional Measure 2 Regional Traffic Relief Plan, specifying the allocation criteria and project compliance requirements for RM 2 funding (MTC Resolution No. 3636); and

WHEREAS, the San Francisco Bay Area Rapid Transit District has submitted a request for the allocation of RM 2 funds for the BART Extension to Warm Springs Project; and

WHEREAS, the BART Extension to Warm Springs Project is identified as capital project number 31 under RM 2 and is eligible to receive RM 2 funding as identified in Streets and Highways Code Sections 30914(c); and

WHEREAS, the San Francisco Bay Area Rapid Transit District has submitted an Initial Project Report (“IPR”), as required pursuant to Streets and Highway Code Section 30914(e), to MTC for review and approval; 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 San Francisco Bay Area Rapid Transit District is requesting RM2 funding and the reimbursement schedule and 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 RM2 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 the San Francisco Bay Area Rapid Transit District’s Initial Project Report (IPR) for this project; and

WHEREAS, Attachment D attached hereto and incorporated herein as though set forth at length, lists the cash flow of RM2 funds and complementary funding for the deliverable/useable RM2 project segment; now, therefore be it

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 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 the San Francisco Bay Area Rapid Transit District’s IPR for this project as set forth in Attachment C; and be it further

RESOLVED, that MTC approves MTC staff's review of the San Francisco Bay Area Rapid Transit District's IPR for this project as set forth in Attachment C; and be it further

RESOLVED, that MTC approves the allocation and reimbursement of RM2 funds in accordance with the amount and reimbursement schedule for the phase, and activities as set forth in Attachment A; and, be it further

RESOLVED, that the allocation and reimbursement of RM2 funds as set forth in Attachment A are conditioned upon the San Francisco Bay Area Rapid Transit District's complying with the provisions of the Regional Measure 2 Regional Traffic Relief Plan Policy and Procedures as set forth in length in MTC Resolution 3636; and be it further

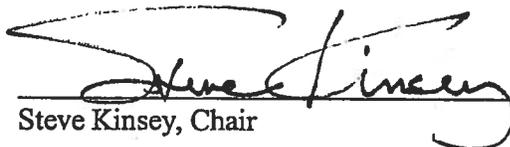
RESOLVED, that the allocation and reimbursement of RM2 funds are further conditioned upon the project specific conditions as set forth in Attachment B; and, be it further

RESOLVED, that the allocation and reimbursement of RM2 funds as set forth in Attachment A are conditioned upon the availability and expenditure of the complementary funding as set forth in Attachment D; and be it further

RESOLVED, that reimbursement of RM2 funds as set forth in Attachment A is subject to the availability of RM2 funding; 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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Steve Kinsey, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at the regular meeting of the Commission held in Oakland, California, on December 15, 2004.

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: BART Extension to Warm Springs  
Sponsor: San Francisco Bay Area Rapid Transit Dist.  
Project Number: 31.2

<b>Allocation No. 31.2-1</b>						
Activities to be funded with Allocation #1:						
Relocation of utilites, site preparation and clearance in between Washington Blvd. And Paseo Padre in conjunction with the City of Fremont's grade separation project.						
Funding Information:						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
05366701	15-Dec-04	\$ 4,000,000	ROW	FY 2004-05	\$ 4,000,000	
06366702	15-Dec-04	\$ 2,000,000	ROW	FY 2005-06	\$ 6,000,000	
05366701	24-Feb-14	\$ (90,571)	ROW	FY 2004-05	\$ 5,909,429	
06366702	26-Feb-14	\$ (2,000,000)	ROW	FY 2005-06	\$ 3,909,429	

<b>Allocation No. 31.2-2</b>						
Activities to be funded with Allocation #2:						
This allocation will fund all the below mentioned costs associated with the construction of the Fremont Central Park Subway: (Contract includes a one mile long double track subway box, two trackway transition and ventilation structures associated with the subway as well as a trackway embankment)						
1) Direct labor of implementing agency: Including but not limited to planning, engineering, project management, system safety, technical support, community relations and accounting.						
2) Capital costs associated with the subway contract.						
3) Consultants: Design services during constuction, construction management and community relations.						
4) Other Direct Costs: Including but not limited to inventory issues, telephone, office supplies and services and insurance.						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
09366703	25-Feb-09	\$ 167,000,000	CON	FY 2008-09	\$ 170,909,429	
09366703	22-Jul-09	\$ (29,093,000)	CON	FY 2008-09	\$ 141,816,429	
09366703	16-Dec-15	\$ (11,408,823.10)	CON	FY 2015-16	\$ 130,407,606	

<b>Allocation No. 31.2-3</b>						
Activities to be funded with Allocation #3:						
This allocation will fund below mentioned costs associated with the Line, Trackwork, Station and Systems contract on the Warm Springs Extension project:						
A) Soft costs including but not limited to:						
1) Transit System Development Engineering and Project Management						
2) Design and Design services during Construction						
3) Construction Management Oversight						
B) Material procurement costs: Rail, Fiber optic etc						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
10366704	27-Jan-10	\$ 10,315,957	CON	FY 2009-10	\$ 140,723,563	

<b>Allocation No. 31.2-4</b>						
Activities to be funded with Allocation #4:						
This allocation will fund below mentioned costs associated with the Line, Trackwork, Station and Systems (LTSS) contract on the Warm Springs Extension project:						
1) Award of the LTSS contract						
2) Construction Manangement						
3) Design support during construction						
4) BART staff support						
5) Coordination with other jurisdictional agencies and development of agreements						
6) Owner Controlled Insurance Program						
7) Community Relations						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
11366705	28-Jul-10	\$ 21,777,043	CON	FY 2010-11	\$ 162,500,606	
16366706	16-Dec-15	\$ 12,472,394.10	CON	FY 2015-16	\$ 174,973,000	

<b>Allocation No. 31.2-5</b>						
Activities to be funded with Allocation #5:						
Ongoing project right of way activities, including:						
-Parcel acquisition						
-Processing of relocation claims						
-Noise mitigation						
-Surveying support						
-Property exchanges						
-Consolidation mapping and agreement						
-Alameda County Water District easements						
-City of Fremont easements						
-Eminent domain and plat						
-Right of way plans						
-Appraisal map updates						
-Record map updates						
-Station site parcel map or ALTA survey and record of survey updates and review						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
16366707	16-Dec-15	\$ 1,027,000	ROW	FY 2015-16	\$ 176,000,000	

## **REGIONAL MEASURE 2 PROGRAM Project Specific Conditions**

Project Title: The BART Extension to Warm Springs Project  
Sponsor: San Francisco Bay Area Rapid Transit District  
Project Number: 31.2

The allocation and reimbursement of RM2 funds for the above project are conditioned upon the following :

1. Receipt of these funds by the Bay Area Rapid Transit District is conditioned on working cooperatively with MTC and the relevant local jurisdictions to encourage Transit-Oriented Development with the goal of assuring that an appropriate number of residences, jobs, services and other activities will be planned for and located within proximity to the rail service.
2. BART may invoice MTC for eligible project expenses as frequently as monthly, in accordance with the cash flow plan.
3. Utility relocation will be limited to the project boundaries between Paseo Padre and Washington Boulevard.
4. The Bay Area Rapid Transit District (BART) shall spend allocated Traffic Congestion Relief Program (TCRP) funds before RM2 funds on segments of the project where TCRP funds are scoped and eligible. On segments of the project where the TCRP funds are not scoped and eligible, RM2 funds shall be available to proceed with RM2 funding reimbursements.

On February 25, 2009, the Commission approved the following conditions pertaining specifically to Allocation No. 2:

- 1 ACTIA's allocation of \$80 million in Measure B funds towards the construction phase of the project; this allocation is an effort on the part of ACTIA, to advance later year Measure B funds to offset the Proposition 1B shortfall and allow the project to proceed on schedule.
- 2 The BART board's approval of the Initial Project Report (IPR) and the resolution of project compliance.
- 3 Execution of a funding agreement between MTC and BART before the contract award, for the Regional Measure 1 90% Rail Reserve East and RM2 funds.
- 4 BART shall request the State Proposition 1B funds at the earliest time. Once available and approved for allocation towards this project, MTC would rescind the \$37 million in RM2 funds which are currently being used as an advance due to the unavailability of State funds.
- 5 If the bids for the subway construction contract are lower than anticipated, the savings against the MTC and ACTIA allocations would be moved to fund remaining sections of the project at a later time. At the completion of the project, any savings would be split among the local funding partners in amounts proportional to the capital contribution of each agency.

On January 27, 2010, the Commission approved the following conditions pertaining specifically to Allocation No. 3:

- 1 This allocation is conditioned on the BART Board's approval of the Initial Project Report (IPR) and the resolution of project compliance.
- 2 If the CTC approves the SLPP funds towards this project in January or February and Caltrans approves the Prop 1B Transit funds in January or February, the Commission may rescind this allocation in part and move to fund remaining sections of the project at a later time.

On July 28, 2010, the Commission approved the following conditions pertaining specifically to Allocation No. 4:

- 1 Approval of the Initial Project Report (IPR) package by the BART board.
- 2 Execution of a funding agreement covering RM1, RM2, and AB1171 funds, between MTC and BART prior to the Notice-to-Proceed (NTP) of the Line, Trackwork, Station, and Systems (LTSS) construction contract.
- 3 All the funding partners maintaining their funding commitment for the estimated \$890 million project as outlined in the 2008 revision to MTC Resolution No. 3434, unless agreed otherwise as part of condition #4 below.
- 4 Funding partners reaching an agreement prior to BART's NTP of the LTSS contract that outlines the distribution of potential total project cost savings or overruns, given disproportionate contributions by partners to date.

On December 16, 2015, the Commission approved the following conditions pertaining specifically to Allocation Nos. 4 and 5:

- 1 Allocations made on this date are conditioned upon California Transportation Commission approval of reallocation of \$1.6 million in State TCRP funds for the Warm Springs project from the Right-of-Way phase to the Construction phase.

**RM2 Project Number: 31.2**  
**BART Extension to Warm Springs**

Lead Sponsor <b>BART</b>	Other Sponsors(s) City of Fremont for Grade Separation Work	Implementing Agency (if applicable) <b>BART</b>
Legislated Project Description Extension of the existing BART system from Fremont to Warm Springs in southern Alameda County. The project would facilitate a future rail service extension to the Silicon Valley.		
RM2 Legislated Funding (in \$1,000) Total Overall Funding \$186,000 31.1 City of Fremont Grade Separation (\$10,000) <b>31.2 BART Extension to Warm Springs (\$176,000)</b>		Total Estimated Project Cost (in \$1,000) <b>\$890,000</b>
Project Purpose and Description The Warm Springs Extension will add 5.4-miles of new tracks from the existing Fremont Station south to a new station in the Warm Springs District of the City of Fremont, with an optional station to be located approximately midway in the heart of the Irvington District. The optional Irvington Station is dependent upon future funding through the City of Fremont. The project will provide increased transportation capacity for future growth in employment and population in the southern part of the region. The Project, to be implemented via the Design-Build contracting method, will include all necessary interfaces with the operating system at the Fremont Station as well as provision of all facilities, systems and equipment normally associated with BART service. South of the Warm Springs Station, tail-tracks will continue for about 3,000 feet and a small maintenance facility will be constructed.		
Funding Description Committed Funds: Funding is fully committed. Operating Capacity: BART has included service to this project in its future operating budget.		

Overall Project Cost and Schedule

Phase	Scope	Start	End	Cost (in \$1,000)
1	Final Environmental Document	01/2002	10/2006	\$8,713
2	Plans, Specifications and Estimates	12/2002	06/2010	\$36,126
3	Right-of-Way	04/2002	06/2016	\$79,317
4	Construction	05/2009	06/2016	\$765,844
<b>Total:</b>				<b>\$890,000</b>

## Total Project Funding Plan: Committed and Uncommitted Sources

(Amounts Escalated in Thousands)

Project Title	BART to Warm Springs Extension											Project No.	31.2
Lead Sponsor	BART												
Fund Source	Phase	Prior	2009-10	2010-11	2011-12	2012-13	2013-14	2014-15	2015-16	2016-17	Future	Total	
<b>Committed</b>													
State TCRP	ENV/PE	42,676										42,676	
ACCMa TIP	ENV	2,163										2,163	
State TCRP	ROW	38,081							(1,700)			36,381	
Alameda Measure B	ROW	38,000										38,000	
RM2	ROW	3,909							1,027			4,936	
RM2	Construction		20,000	40,000	35,000	30,000	20,000	13,575	12,489			171,064	
RM1	Construction				5,000	25,000	30,000	53,000				113,000	
AB 1171	Construction							5,000				5,000	
Prop 1B/MTC Spillover	Construction		20,000	20,000								40,000	
SLPP (MTC/ACTIA/VTA)	Construction	36,712	20,403	19,887	8,288	6,790						92,080	
BART	Construction	2,563	2,755	3,454	3,644	2,722	1,500	362	7,000			24,000	
ACCMa STIP	Construction										69,000	69,000	
MTC/ACTIA/BART Advance	Construction										54,000	54,000	
State TCRP	Construction	19,500							1,700			21,200	
Alameda Measure B	Construction		25,000	35,000	40,000	35,000	25,000	16,500				176,500	
<b>Total:</b>		<b>183,604</b>	<b>88,158</b>	<b>118,341</b>	<b>91,932</b>	<b>99,512</b>	<b>76,500</b>	<b>88,437</b>	<b>20,516</b>	<b>-</b>	<b>123,000</b>	<b>890,000</b>	
<b>Uncommitted</b>													
											0	0	
<b>Total:</b>		<b>0</b>											
<b>Total Project Committed and Uncommitted</b>													
		<b>Prior</b>	<b>2009-10</b>	<b>2010-11</b>	<b>2011-12</b>	<b>2012-13</b>	<b>2013-14</b>	<b>2014-15</b>	<b>2015-16</b>	<b>2016-17</b>	<b>Future</b>	<b>Total</b>	
<b>Total:</b>		<b>183,604</b>	<b>88,158</b>	<b>118,341</b>	<b>91,932</b>	<b>99,512</b>	<b>76,500</b>	<b>88,437</b>	<b>20,516</b>	<b>0</b>	<b>123,000</b>	<b>890,000</b>	

## REGIONAL MEASURE 2 PROGRAM Project Cash Flow Plan

Project Title: BART Extension to Warm Springs  
Sponsor: San Francisco Bay Area Rapid Transit District  
RM2 Project Number: 31.2

RM2 Project # 31.2	PRIOR	FY 2015-16	Future	TOTAL
<b>RM2 Funds Total</b>	<b>141,068,000</b>	<b>34,932,000</b>	<b>-</b>	<b>176,000,000</b>
<b>Environmental (ENV)</b>	<b>8,713,000</b>	<b>0</b>	<b>0</b>	<b>8,713,000</b>
State TCRP	6,550,000			6,550,000
ACCMA TIP	2,163,000			2,163,000
				0
				0
				0
<b>Final Design (PS&amp;E)</b>	<b>36,126,000</b>	<b>0</b>	<b>0</b>	<b>36,126,000</b>
State TRCP	36,126,000			36,126,000
				0
				0
				0
				0
<b>Right of Way</b>	<b>77,748,000</b>	<b>1,569,000</b>	<b>0</b>	<b>79,317,000</b>
RM 2	3,909,000	1,027,000	0	4,936,000
Alameda County Measure B	38,000,000			38,000,000
State TCRP	35,839,000	542,000		36,381,000
				0
				0
<b>Construction</b>	<b>657,890,000</b>	<b>107,954,000</b>	<b>0</b>	<b>765,844,000</b>
RM2	137,159,000	33,905,000		171,064,000
Alameda County Measure B	169,700,000	6,800,000		176,500,000
ACCMA STIP	69,000,000			69,000,000
AB1171	472,000	4,528,000		5,000,000
RM1	71,359,000	41,641,000		113,000,000
Prop 1B/MTC Spillover	36,400,000	3,600,000		40,000,000
SLPP (MTC/ACTIA/VTA)	83,700,000	8,380,000		92,080,000
MTC/ACTIA/BART Advance	54,000,000			54,000,000
State TRCP	19,500,000	1,700,000		21,200,000
BART	16,600,000	7,400,000		24,000,000
				0
				0
<b>TOTAL FUNDING</b>				<b>0</b>
Environmental	8,713,000	0	0	<b>8,713,000</b>
Final Design (PS&E)	36,126,000	0	0	<b>36,126,000</b>
Right of Way	77,748,000	1,569,000	0	<b>79,317,000</b>
Construction	657,890,000	107,954,000	0	<b>765,844,000</b>
<b>PROJECT TOTAL</b>	<b>780,477,000</b>	<b>109,523,000</b>	<b>0</b>	<b>890,000,000</b>