

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
300 Lakeside Drive, P. O. Box 12688, Oakland, CA 94604-2688

BOARD MEETING AGENDA

May 10, 2012

9:00 a.m.

A regular meeting of the Board of Directors will be held at 9:00 a.m. on Thursday, May 10, 2012, in the BART Board Room, Kaiser Center 20th Street Mall – Third Floor, 344 – 20th Street, Oakland, California.

Members of the public may address the Board of Directors regarding any matter on this agenda. Please complete a “Request to Address the Board” form (available at the entrance to the Board Room) and hand it to the Secretary before the item is considered by the Board. If you wish to discuss a matter that is not on the agenda during a regular meeting, you may do so under General Discussion and Public Comment.

Any action requiring more than a majority vote for passage will be so noted.

Items placed under “consent calendar” are considered routine and will be received, enacted, approved, or adopted by one motion unless a request for removal for discussion or explanation is received from a Director or from a member of the audience.

Please refrain from wearing scented products (perfume, cologne, after-shave, etc.) to these meetings, as there may be people in attendance susceptible to environmental illnesses.

BART provides service/accommodations upon request to persons with disabilities and individuals who are limited English proficient who wish to address BART Board matters. A request must be made within one and five days in advance of Board meetings, depending on the service requested. Please contact the Office of the District Secretary at 510-464-6083 for information.

Rules governing the participation of the public at meetings of the Board of Directors and Standing Committees are available for review on the District's website (<http://www.bart.gov/about/bod>), in the BART Board Room, and upon request, in person or via mail.

Meeting notices and agendas are available for review on the District's website (<http://www.bart.gov/about/bod/meetings.aspx>), and via email or via regular mail upon request. Complete agenda packets (in PDF format) are available for review on the District's website no later than 48 hours in advance of the meeting. Those interested in being on the mailing list for meeting notices (email or regular mail) can do so by providing the District Secretary with the appropriate address.

Please submit your requests to the District Secretary via email to BoardofDirectors@bart.gov; in person or U.S. mail at 300 Lakeside Drive, 23rd Floor, Oakland, CA 94612; fax 510-464-6011; or telephone 510-464-6083.

Kenneth A. Duron
District Secretary

Regular Meeting of the
BOARD OF DIRECTORS

The purpose of the Board Meeting is to consider and take such action as the Board may desire in connection with:

1. CALL TO ORDER

- A. Roll Call.
- B. Pledge of Allegiance.
- C. Introduction of Special Guests.

2. CONSENT CALENDAR

- A. Approval of Minutes of the Meeting of April 26, 2012.* Board requested to authorize.
- B. Resolution of Project Compliance and Initial Project Report for Metropolitan Transportation Commission Bridge Tolls for the East Contra Costa BART Extension (eBART) Project.* Board requested to approve.
- C. Award of Invitation for Bid No. 8901, Purchase of Station Agent and Foreworker Uniforms.* Board requested to authorize.
- D. Fiscal Year 2012 Third Quarter Financial Report.* For information.

3. ADMINISTRATION ITEMS

Director Sweet, Chairperson

- A. Approval of a Memorandum of Understanding between San Francisco Bay Area Rapid Transit District, City of Oakland and Alameda County Transportation Commission for Maintenance of a Portion of the East Bay Greenway.* Board requested to authorize.
- B. Resolution for the Quitclaim of BART Parcel No. O-S335, Fee and Easement Interests, and Conveyance of Personal Property at the Powell Street Station Stockton and Ellis Street to the City and County of San Francisco for the Central Subway Project.* Board requested to adopt.
- C. Real Property Agreement between San Francisco Bay Area Rapid Transit District and Contra Costa Transportation Authority for the SR4 Widening Project and East Contra Costa BART Extension (eBART) Project.* Board requested to authorize.
- D. Resolution Endorsing Metropolitan Transportation Commission Resolution No. 5046 Memorandum of Understanding: High Speed Rail Blended System on the Peninsula Corridor and Approving Revisions to the List of Projects for the BART High Speed Passenger Train Bond Program.* Board requested to adopt.

- E. Fiscal Year 2013 Preliminary Budget Operating Sources, Uses and Service Plan.* For Information only.

4. ENGINEERING AND OPERATIONS ITEMS

Director Fang, Chairperson

- A. Award of Contract No. 40FA-110, Procurement of Transit Vehicles.* Board requested to authorize.
- B. Quarterly Performance Report, Third Quarter Fiscal Year 2012 – Service Performance Review.* For information only.

5. PLANNING, PUBLIC AFFAIRS, ACCESS, AND LEGISLATION ITEMS

Director Blalock, Chairperson

NO ITEMS.

6. GENERAL MANAGER'S REPORT

NO REPORT.

7. BOARD MATTERS

- A. Board Member Reports. For information.
- B. Roll Call for Introductions.
(An opportunity for Board members to introduce a matter for consideration at a future Committee or Board Meeting or to request District staff to prepare items or reports.)

8. GENERAL DISCUSSION AND PUBLIC COMMENT

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
300 Lakeside Drive, P.O. Box 12688, Oakland, CA 94604-2688

Board of Directors
Minutes of the 1,653rd Meeting
April 26, 2012

A regular meeting of the Board of Directors was held April 26, 2012, convening at 9:06 a.m. in the Board Room, 344 20th Street, Oakland, California. President McPartland presided; Kenneth A. Duron, District Secretary.

Directors present: Directors Blalock, Fang, Franklin, Keller, Murray, Raburn, Sweet, and McPartland.

Absent: None. Director Radulovich entered the Meeting later.

Consent Calendar items brought before the Board were:

1. Approval of Minutes of the Meeting of April 12, 2012.
2. Award of Contract No. 15QH-120, Site Improvements at Various Stations.

Director Sweet requested that Item 2-B, Award of Contract No. 15QH-120, Site Improvements at Various Stations, be removed from Consent Calendar.

Director Radulovich entered the Meeting.

Director Blalock moved that the Minutes of the Meeting of April 12, 2012, be approved. Director Murray seconded the motion, which carried by unanimous electronic vote. Ayes – 9: Directors Blalock, Fang, Franklin, Keller, Murray, Raburn, Radulovich, Sweet, and McPartland. Noes – 0.

Item 2-B was discussed. Director Blalock moved that the General Manager be authorized to award Contract No. 15QH-120, Site Improvements at Various Stations, to Golden Bay Construction, Inc., for the Bid price of \$1,621,747.00, pursuant to notification to be issued by the General Manager, and subject to compliance with the District's protest procedures. Director Murray seconded the motion, which carried by electronic vote. Ayes – 7: Directors Blalock, Franklin, Keller, Murray, Raburn, Radulovich, and McPartland. Noes – 2: Directors Fang and Sweet.

Director Blalock, Chairperson of the Planning, Public Affairs, Access, and Legislation Committee, brought the matter of Alameda County 2012 Transportation Expenditure Plan before the Board. Mr. Carter Mau, Executive Manager of Planning and Budgets; Ms. Donna Lee, Principal Planner; Mr. Art Dao, Executive Manager of Alameda County Transportation Commission (ACTC); and Ms. Tess Lengyel, Deputy Director of Policy, Public Affairs, and Legislation, ACTC, presented the item. The item was discussed.

The following individuals addressed the Board.

Mr. Dave Campbell
Mr. Eddie Dillard

Director Blalock moved that the San Francisco Bay Area Rapid Transit District support the 2012 Alameda County Transportation Expenditure Plan. President McPartland seconded the motion, which carried by electronic vote. Ayes – 8: Directors Blalock, Fang, Franklin, Keller, Murray, Radulovich, Sweet, and McPartland. Noes – 1: Director Raburn.

Director Sweet, Chairperson of the Administration Committee, brought the matter of Issuance of Concession Permit to Administer the District's Parking Permit Programs before the Board. Mr. Kevin Hagerty, Department Manager, Customer Access, presented the item.

Mr. Eddie Dillard addressed the Board.

Representatives of Pacific Park Management, Inc., addressed the Board.

The item was discussed.

Director Blalock moved that the General Manager be authorized to issue Concession Permit No. M342-12 to Pacific Park Management, Inc., to administer the District's Parking Permit Programs, for a three-year period, with an option by the District to extend the Permit for up to two additional one-year periods. Director Sweet seconded the motion, which carried by electronic vote. Ayes – 8: Directors Blalock, Fang, Franklin, Keller, Murray, Raburn, Sweet, and McPartland. Noes – 1: Director Radulovich.

Director Sweet brought the matter of Service Employees International Union (SEIU) Local 1021 Side Letter - Addition of Step to the Senior Programmer Applications Analyst Wage Scale, before the Board. Mr. Rudolph Medina, Department Manager, Labor Relations, presented the item. Director Keller moved that the General Manager be authorized to execute the Side Letter of Agreement with SEIU, Local 1021, SEIU/SL-11-1 RE: Addition of Step to the Senior Programmer Applications Analyst Wage Scale, and modifying the SEIU Collective Bargaining Agreement as specified therein. Director Blalock seconded the motion, which carried by unanimous electronic vote. Ayes – 9: Directors Blalock, Fang, Franklin, Keller, Murray, Raburn, Radulovich, Sweet, and McPartland. Noes – 0.

Director Sweet brought the matter of Execution of Contract Option for CDSNet, LLC, for the Sales and Exchange of Tickets before the Board. Ms. Julie Yim, Department Manager, Customer Service, presented the item. Director Fang moved that the General Manager be authorized to execute a change order to exercise the final five-year option on Agreement No. 6G4435, Operation of Booths for the Sale of Transit Tickets, to modify the scope of services subject to the conditions described in the Executive Decision Document, and to modify the terms of remuneration, including the addition of a minimum guarantee, with the cost of funding the minimum guarantee not to exceed \$70,000.00 per year, for a total not-to-exceed amount of \$350,000.00 for the five-year option period. Director Keller seconded the motion. The item was discussed. The motion carried by electronic vote. Ayes – 8: Directors Blalock, Fang, Franklin, Keller, Murray, Raburn, Sweet, and McPartland. Noes – 1: Director Radulovich.

Director Fang, Chairperson of the Engineering and Operations Committee, brought the matter of Award of Contract No. 40FA-110, Procurement of Transit Vehicles, and Funding Plan Discussion, before the Board. Mr. Paul Oversier, Assistant General Manager, Operations; Mr. Richard Wieczorek, Department Manager, Procurement; and Mr. Mau presented the item.

The following individuals addressed the Board.

Mr. Eddie Dillard
Mr. Guillaume Mehlman
Mr. Scott Emblidge
Mr. Alex Heckler
Mr. Thomas Brandon
Mr. Wil Hardee
Ms. Lisa Hoyos
Mr. Josh Franco
Ms. Antonette Bryant
Ms. Debra Hauser
Mr. Victor Martinez
Mr. Tom Faber

The item was discussed.

President McPartland called for the General Manager's Report. General Manager Grace Crunican reported on steps she had taken and meetings she had participated in.

President McPartland called for Board Member Reports.

Director Keller reported he had attended a Concord City Council meeting.

Director Blalock reported he had attended the groundbreaking for the Silicon Valley Extension.

Director Sweet reported she had attended a Personnel Review Special Committee, the event at the Ed Roberts Campus honoring Hale Zukas, and had moderated a panel at San Francisco State on transportation, politics, and the AIDS epidemic.

Director Radulovich reported he had attended a public workshop for the 24th Street BART Plaza renovation, had toured the Daly City Station, and had attended the Personnel Review Special Committee.

President McPartland reported he had been a speaker at the National Earthquake Convention, attended the Hale Zukas event, attended meetings regarding distribution of Clipper cards to seniors, and participated in planning sessions for the upcoming Japanese-American photo gallery event at the San Bruno Station.

Director Franklin reported he had attended the Hale Zukas event, the Silicon Valley Extension groundbreaking, a planning meeting for downtown Orinda, and the Alameda County Labor annual dinner.

Director Fang requested a letter to retiring employee Peter Horikoshi.

Director Murray reported she had attended a Concord City Council meeting and had introduced herself in the Town of Danville, and had attended a American Planning Association meeting where BART received an award for the Pleasant Hill/Contra Costa Centre Transit Village.

Director Raburn reported he had attended a public forum hosted by the Citizen Review Board, the Business Advisory Council Board Workshop, the Blue Sky festival, the Silicon Valley Extension groundbreaking, and the Hale Zukas event, had chaired the Oakland Airport Connector Joint Advisory Committee, and had met with AC Transit regarding transit sustainability.

President McPartland brought Roll Call for Introductions before the Board.

Director Fang requested the District conduct a general study of public-private partnership opportunities for future projects.

Director Radulovich recommended the District evaluate and consider expansion of senior certification in every station using Station Agents for processing applications.

Director Radulovich requested a briefing on San Francisco County Transportation Authority planning regulations recognizing the District as a regional carrier versus the major provider of local trips it is.

Director Sweet requested a change to Consent Calendar guidelines to require that procurements wherein the recommended bidder/proposer does not achieve the desired DBE/MBE/WBE/SBE goals, percentages, opportunities, etc., are placed on the regular meeting agenda and not on the Consent Calendar.

Director Sweet requested an update on the District's certification process for minority and women owned business.

President McPartland called for General Discussion and Public Comment. No comments were received.

President McPartland announced that closed session Item 9-A (Conference with Labor Negotiators) would be continued to a future meeting.

Board Meeting was adjourned at 2:16 p.m.

Kenneth A. Duron
District Secretary



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Ulacia Salazar</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: <i>5/3/12</i>		BOARD INITIATED ITEM: No		
Originator/Prepared by: Stacey Perkins Dept: <i>5.1.2012</i>	General Counsel <i>Howell</i>	Controller/Treasurer <i>[Signature]</i>	District Secretary []	BARC <i>Carroll</i>
Signature/Date: <i>Todd Morgan 5-1-12</i>	<i>Andrea Karasik</i> []	[]	[]	<i>5-2-12</i> []
Status: Routed		Date Created: 12/29/2011		

TITLE:

Approval of Resolution of Project Compliance and Initial Project Report for AB1171 Bridge Toll Funds for the eBART Project

NARRATIVE:

Purpose:

To obtain BART Board approval of an application for a total of \$9,410,000 in AB1171 bridge toll funds for the eBART Project. The application includes a Resolution of Project Compliance ("Resolution") and an Initial Project Report ("IPR") for the AB1171 bridge toll funds, as described in the attached IPR Summary. This application is a request for reimbursement to provide funding for final design, construction management, and design services during construction for the eBART Project.

Discussion:

Metropolitan Transportation Commission ("MTC") Resolution No. 3636, as amended, Policies and Procedures for Implementation of the Regional Traffic Plan of Regional Measure 2, requires that a project sponsor approve a Resolution and IPR when the project sponsor requests an allocation of AB1171 bridge toll funds. Staff has prepared the attached IPR Summary and Resolution for adoption by the BART Board of Directors to meet MTC's requirement for an allocation of a total of \$9,410,000 of AB1171 bridge toll funding for the eBART Project.

The eBART Project has received all necessary environmental approvals. On April 23, 2009, the Board of Directors certified the Final Environmental Impact Report (FEIR), adopted the eBART Project and authorized the General Manager to proceed with implementation actions. Since then, BART has prepared two Addenda to the original FEIR. BART and the Contra Costa Transportation Authority (CCTA) are co-sponsors for the AB1171 bridge toll funds associated with the eBART Project. Previous allocations of AB1171 bridge toll funds have been used for the final design, right of way acquisition and construction, including construction of the transfer station at the Pittsburg Bay Point BART Station. This application for AB1171 bridge toll funds will provide funding for final design, construction management, and design services during construction. This will be the seventh request for AB1171 bridge toll funds for the eBART Project. Approval of the IPR and Resolution is a requirement for the application for AB1171

bridge toll funds. It is expected that CCTA and MTC will approve the IPR and Resolution by June 2012.

Fiscal Impact:

Approval of the IPR and Resolution is a requirement for the District to receive an allocation of AB1171 bridge toll funds from the MTC.

Alternatives:

Do not approve the Resolution and IPR. Failure to approve the Resolution and IPR would likely result in schedule delays and cost increases for the eBART Project.

Recommendation:

Adoption of the following motion.

Motion:

The Board of Directors approves the Resolution of Project Compliance and Initial Project Report dated April 6, 2012 for AB1171 bridge toll funds for the eBART Project, as described in the attached Initial Project Report Summary.

eBART Project
Initial Project Report Summary - April 6, 2012

Project Description

The purpose of the eBART project and the State Route 4 widening project is to bring commute relief to the eastern portion of Contra Costa County in a reasonable period of time at a reasonable cost. Eastern Contra Costa County is the fastest growing part of the Bay Area, expecting population growth of 53% and job growth of 132% between 2000 and 2025. CCTA and BART have identified the SR 4 median as the preferred route for transit expansion. The eBART Project is currently under construction. This application is for final design, construction management, and design services during construction.

Current Allocation Request

Amount Requested	Phase Requested
\$9.41million	PS&E, CON

Project Schedule

Phase-Milestone	Planned	
	Start Date	Completion Date
Environmental Document	FY05	FY09
Environmental Studies, Preliminary Eng. (ENV / PE / PA&ED)	FY05	FY09
Final Design - Plans, Specifications & Estimates (PS&E)	FY08	FY13
Right-of-Way Activities /Acquisition (R/W)	FY05	FY13
Construction (Begin – Open for Use) / Acquisition / Operating Service (CON)	FY11	FY17

Project Budget

Phase	Total Amount - Escalated - (Thousands)
Environmental Studies & Preliminary Eng (ENV / PE / PA&ED)	\$26,400
Final Design - Plans, Specifications and Estimates (PS&E)	\$34,000
Right-of-Way Activities /Acquisition (R/W)	\$116,000
Construction / Rolling Stock Acquisition (CON)	\$286,850
Total Project Budget (in thousands)	\$463,250

**BEFORE THE BOARD OF DIRECTORS OF THE SAN FRANCISCO BAY
AREA RAPID TRANSIT DISTRICT**

**In the Matter of the Approval of a
Resolution of Project Compliance
and Initial Project Report for
AB1171 Bridge Toll Funds for the
East Contra Costa County Rail
Extension/eBART Project**

Resolution No.

Whereas, the Metropolitan Transportation Commission (“MTC”) is the regional transportation planning agency for the San Francisco Bay Area pursuant to Government Code Sections 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, pursuant to California Streets & Highways Code (“SHC”) Section 31010 (b), funds (generally referred to as “AB1171 funds”) generated in excess of those needed to meet the toll commitments as specified in paragraph (4) of subdivision (b) of Section 188.5 of the SHC shall be available to BATA for funding projects consistent with SHC Code Sections 30913 and 30914; and

Whereas, SB 916, (Chapter 715, Statutes 2004), commonly referred to as Regional Measure 2 (“RM2”), identifies projects eligible to receive funding under the Regional Traffic Relief Plan; and

Whereas, MTC is responsible for funding projects eligible for RM2 funds pursuant to SHC Section 30914(c) and (d); and

Whereas, MTC has established a process whereby eligible transportation project sponsors may submit allocation requests for AB1171 funds; and

Whereas, allocation requests to MTC must be submitted consistent with such procedures and conditions; and

Whereas, MTC adopted Resolution 3434, Revised, which establishes commitments of AB1171 bridge toll funds to specific projects and corridors; and

Whereas, BART and the Contra Costa Transportation Authority (“CCTA”) are sponsors of the East Contra Costa County Rail Extension /eBART project (the “PROJECT”), which is eligible for consideration of RM2 Regional Traffic Relief Plan funds; and

Whereas, the PROJECT is also eligible for consideration of AB1171 funds; and

Whereas, the AB1171 allocation request, sponsored by BART, in the Initial Project Report (“IPR”) dated April 6, 2012 and incorporated herein as though set forth at length, lists the purpose, schedule, budget, expenditure and cash flow plans for which BART is requesting that MTC allocate AB1171 funds for the PROJECT; and

Whereas, BART and its agents agree to comply with the provisions of the MTC’s Regional Measure 2 Policy Guidance (MTC Resolution No. 3636) for the drawdown of AB1171 funds;

NOW, THEREFORE, BE IT RESOLVED that:

1. BART certifies that the PROJECT is consistent with the Regional Transportation Plan (“RTP”).
2. BART certifies that all environmental approvals necessary for the PROJECT have been obtained and that the year of funding for the construction phase has taken into consideration the time necessary to obtain permitting approval, as necessary for such construction.
3. BART certifies that the PROJECT phase or segment to be funded with AB1171 funds is fully funded and results in an operable and useable segment.
4. BART approves the updated IPR dated April 6, 2012, as described in the attached IPR Summary (“Summary”).
5. BART approves the cash flow plan described in the IPR dated April 6, 2012, as described in the attached Summary.
6. BART has reviewed the PROJECT’S needs and has adequate staffing resources to deliver and complete the PROJECT within the schedule set forth in the IPR dated April 6, 2012.
7. BART is an eligible sponsor of projects in the RM2 Regional Traffic Relief Plan, Capital Program, in accordance with SHC Section 30914(c).
8. The PROJECT is eligible for receipt of AB1171 funds consistent with SHC Section 31010 (b).
9. BART is authorized to submit an application for AB1171 funds for the PROJECT in accordance with the provisions of the SHC Sections 30913 and 30914, as applicable.
10. BART certifies that the PROJECT and purposes for which AB1171 funds are being requested are in compliance with the requirements of the California Environmental Quality Act (Public Resources Code Section 21000 et seq.), and with the State CEQA Guidelines (14 California Code of Regulations Section 15000 et seq.)
11. There is no legal impediment to BART’s making allocation requests for AB1171 funds.

12. There is no pending or threatened litigation, which might in any way adversely affect the PROJECT, or the ability of BART, to deliver the PROJECT.

13. BART has agreed to indemnify and hold harmless MTC, its Commissioners, representatives, agents, and employees from and against all claims, injury, suits, demands, liability, losses, damages, and expenses, whether direct or indirect (including any and all costs and expenses in connection therewith), incurred by reason of any act or failure to act of BART, its officers, employees or agents, or subcontractors or any of them in connection with its performance of services under this allocation of AB1171 funds. In addition to any other remedy authorized by law, so much of the funding due under this allocation of AB1171 funds as shall reasonably be considered necessary by MTC may be retained until disposition has been made of any claim for damages.

14. BART has agreed that, if any revenues or profits from any non-governmental use of property (or PROJECT) are collected, those revenues or profits shall be used exclusively for the public transportation services for which the PROJECT was initially approved, either for capital improvements or maintenance and operational costs; otherwise, the MTC is entitled to a proportionate share equal to MTC's percentage participation in the PROJECT.

15. BART agrees that assets purchased with AB1171 funds, including facilities and equipment shall be used for the public transportation uses intended, and should said facilities and equipment cease to be operated or maintained for their intended public transportation purposes for its useful life, that the MTC shall be entitled to a present day value refund or credit (at MTC's option) based on MTC's share of the Fair Market Value of the said facilities and equipment at the time the public transportation uses ceased, which shall be paid back to MTC in the same proportion that AB1171 funds were originally used.

16. BART has authorized its General Manager or her designee to execute and submit an allocation request for the construction phase for the PROJECT to MTC for AB1171 funds in the amount of \$9.41 million for the PROJECT purposes and amounts included in the IPR dated April 6, 2012.

17. BART's General Manager or her designee has been delegated the authority to make non-substantive changes or minor amendments to the IPR dated April 6, 2012 as she deems appropriate.

18. A copy of this Resolution shall be transmitted to MTC in conjunction with the filing of the IPR dated April 6, 2012 referenced herein.

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EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>[Signature]</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: c <i>5/2/12</i>		BOARD INITIATED ITEM: No		
Originator/Prepared by: Tera Hankins-Stokes Dept: Transportation 5/2/12	General Counsel <i>[Signature]</i> 5/2/12	Controller/Treasurer <i>[Signature]</i> []	District Secretary []	BARC <i>[Signature]</i> 5/2/12
Signature/Date: <i>[Signature]</i>				

TITLE:

Invitation for Bid No. 8901, Purchase of Station Agent and Foreworker Uniforms

NARRATIVE:

PURPOSE:

To obtain Board Authorization for the General Manager to award Invitation For Bid No. 8901 to Galls, LLC.

DISCUSSION:

The District's current collective bargaining agreement with Amalgamated Transit Union Local 1555 requires that the District provide Station Agents and Foreworkers with uniforms on a yearly basis. The uniform items requested in the Invitation For Bid reflect items chosen by the joint union/management uniform committee.

This is a three (3) year estimated quantity contract. Pursuant to the terms of the District's standard estimated quantity contract, during the term of the contract the District is required to purchase from the supplier a minimum amount of fifty percent (50%) of the contract bid price. Upon Board approval of this Contract, the General Manager will also have the authority to purchase up to one hundred fifty percent (150%) of the Contract bid price, subject to availability of funding.

The District's Nondiscrimination in Subcontracting Program does not apply to Emergency Contracts, Sole Source Contracts and Contracts under \$50,000 or any Invitation for Bid. Pursuant to the Program, the Office of Civil Rights did not set availability percentages for this contract.

A notice requesting bids was published on March 30, 2012 and bid requests were mailed to twenty-one (21) prospective Bidders. Bids were opened on April 17, 2012, and the following four (4) bids were received:

Bidders

Total Bid Price (including 8.75% Sales Tax)

Galls, LLC
2789 Long Beach Boulevard
Long Beach, CA 90806

\$669,380.82

Anderson's Uniforms 6500 Dublin Blvd. Dublin, CA 94568	\$714,270.00
Banner Uniform Center 345 9th Street San Francisco, CA 94103	\$831,233.88
Murphy & Hartelius Uniforms 48 Second Avenue San Mateo, CA 94401	\$923,645.72

Independent cost estimate by BART staff: \$736,124.00.

Staff has determined that the apparent low Bidder, Galls, LLC, submitted a responsive bid. Staff has also determined that the bid pricing is fair and reasonable based on bid competition.

FISCAL IMPACT:

Funding of \$669,380.82 for this three (3) year Contract will be provided from the Transportation Department's operating budget. The uniforms are to be procured over the Contract's three year period at the following estimated annual costs:

FY12	\$378,307.54
FY13	\$145,536.64
FY14	<u>\$145,536.64</u>
	\$669,380.82

Funding for FY12 is provided for in the approved FY12 Transportation Department budget. Funding for subsequent years FY13 and FY14 will be subject to availability of funds from the Transportation Department's operating budget.

ALTERNATIVE:

Staff could reject all bids and re-advertise. However, staff considers it unlikely that the District would receive lower bids. This would also require additional time, which would not allow the District to meet its obligation to provide uniforms per the collective bargaining agreement.

RECOMMENDATION:

Adopt the following motion:

MOTION:

The General Manager is authorized to award IFB No. 8901, an estimated quantity contract for the

Invitation for Bid No. 8901, Purchase of Station Agent and Foreworker Uniforms

Procurement of Station Agent and Foreworker Uniforms, to Galls,LLC, for the bid price of \$669,380.82, including all applicable sales tax, pursuant to notification to be issued by the General Manager, and subject to compliance with the District's Protest Procedures

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

MEMORANDUM

TO: Board of Directors

DATE: May 4, 2012

FROM: General Manager

SUBJECT: FY12 Third Quarter Financial Report

The FY12 Third Quarter Financial Report (January – March 2012) is attached. The net operating result was favorable to budget \$6.3M for the quarter due to better than budget operating sources offsetting over budget operating expenses. This brings the year-to-date favorable result to \$17.9M.

Operating Sources

Ridership growth picked up in the third quarter of FY12, after slowing slightly in the second quarter. Core system average weekday trips grew 7% and SFO Extension trips grew 12%, compared to one year earlier. Through March, trips are 5% above budget. The highest growth is seen in Transbay trips and at stations with available parking.

Sales Tax revenue, reflecting taxable sales from October through December, grew 8.6% from one year earlier (\$3.0M over budget). Although still much stronger than projected, the rate is slightly less than the 10.3% growth experienced in the second quarter. Consumer spending is still strong, but sales tax growth rates are expected to return to lower, more sustainable levels for the long term.

Operating Uses

Expenses were unfavorable to budget by approximately \$1M for the quarter, with both labor and non labor slightly over budget. For the year the District is essentially on budget, slightly favorable other than the Other Post Employment Liability adjustment, which does not affect the net result. However, both labor and non-labor budgets are tight, and some of the current favorable non-labor variance is not expected to be maintained for the fourth quarter.

In closing, the financial results continue to outperform the FY12 budget. Continued, careful management of operating expenses should enable us to end the fiscal year with funds for the FY12 Capital Initiatives proposed in the FY13 Preliminary Budget Memo. These include the Powell Station Concourse Ceiling and Waterproofing project and renovation and replacement of critical C-Car components.



Grace Crunican

cc: Board Appointed Officers
Deputy General Manager
Executive Staff

**Quarterly Financial Report
Third Quarter
Fiscal Year- 2012**

Revenue

●Avg weekday trips for the quarter were up 7% over 3QFY11 (core trips up 7% and SFO trips up 12%). Ridership growth increased compared to the 6% growth seen in 2Q12. YTD through Mar, total trips were 5% over budget and net passenger revenue was 6% over budget.

Expense

●Labor and benefits are slightly unfavorable YTD, mainly because the Transportation Dept. is \$6.8M over budget for the year.
 ●Electric Power is unfavorable YTD, by \$0.7M, primarily due to greater than budgeted power usage.
 ●OPEB unfunded liability is shown as an expense and offset; there is no bottom line impact.
 ●Other Non Labor was unfavorable by \$0.3M for the quarter, but is \$1.0M

Operating Deficit

●The operating deficit (revenue minus expense) was \$2.9M favorable for the quarter because the favorable revenue result exceeded small negative expense

Tax, Assistance and Allocations

●Sales Tax grew 8.6% over 3QFY11, bringing the quarter \$3.0M over budget and YTD \$8.7M over budget.
 ●Property Tax/Other Assistance \$4.6M under budget YTD: Prop Tax \$1.5M under budget due to timing (April payments narrow budget variance to \$0.7M). Other Assist was \$2.2M under budget due to delayed pass-through grant (with corresponding reduction in Allocations) and \$1.5M less funds needed from SFO Reserve for SFO Ext.
 ●STA \$2.9M under budget YTD due to allocation factors and reduced demand for diesel.
 ●Capital Allocations \$2.0M under budget YTD due in part to delayed pass-through grant - no bottom line impact.

Net Operating Result

●The Net Operating Result for the quarter was better than budget by \$6.3M, due to favorable Revenues and Fin Assistance. YTD, the Result is \$17.9M better than budget due to Passenger Revenue and Sales Tax offset by negative STA and Other Assistance.
 ●Operating ratio (revenue divided by expense) and rail cost per passenger mile favorable for 3Q and YTD due to better than budget revenues and nearly on

	Current Quarter			(\$ Millions)	Year to Date		
	Budget	Actual	Var		Budget	Actual	Var
Revenue							
Net Passenger Revenue	85.1	89.7	5.4%		257.3	272.6	5.9%
Parking Revenue	3.7	3.8	3.3%		11.0	11.0	-0.3%
Other Operating Revenue	4.7	4.6	-0.9%		14.0	13.9	0.0%
Total Net Operating Revenue	93.4	98.1	5.0%		282.2	297.5	5.4%
Expense							
Net Labor	89.5	90.0	-0.6%		274.1	274.5	-0.1%
OPEB Unfunded Liability	.4	1.1	-173.1%		1.2	3.9	-230.3%
Electric Power	8.6	9.0	-4.3%		26.6	27.3	-2.9%
Purchased Transportation	3.9	3.9	1.7%		11.8	11.5	2.5%
Other Non Labor	21.9	22.2	-1.3%		66.7	65.7	1.6%
Total Operating Expense	124.3	126.1	-1.5%		380.4	382.9	-0.7%
Operating Surplus (Deficit)	(30.9)	(28.0)	100.0%		(98.2)	(85.4)	12.9%
Taxes and Financial Assistance							
Sales Tax	46.7	49.8	6.5%		138.4	147.2	6.3%
Property Tax, Other Assistance	2.2	.8	-64.8%		22.2	17.6	-20.8%
State Transit Assistance	5.4	7.0	29.8%		10.8	8.0	-26.6%
Debt Service	(18.4)	(18.9)	2.4%		(55.1)	(55.9)	1.4%
Capital and Other Allocations	(14.9)	(15.0)	-100.0%		(39.1)	(37.1)	-5.1%
OPEB Unfunded Liability Offset	.4	1.1	173.1%		1.2	3.9	230.3%
Net Financial Assistance	21.4	39.8	85.7%		78.4	83.6	6.6%
Net Operating Result	(9.4)	11.8			(19.8)	(1.9)	
System Operating Ratio	75.2%	77.8%	2.6%		74.2%	77.7%	3.5%
Rail Cost / Passenger Mile	33.0 ¢	32.3 ¢	2.0%		33.5 ¢	32.4 ¢	3.4%

* Totals may not add due to rounding to the nearest million.

- No Problem
- Caution: Potential Problem/Problem Being Addressed
- Significant Problem



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Marcia delBoude</i>		GENERAL MANAGER ACTION REQ'D:		
DATE: c <i>5/3/12</i>		BOARD INITIATED ITEM: <i>No</i>		
Originator/Prepared by: Susan Shaffer Dept: Real Estate & Property Development <i>Susan Shaffer</i> Signature/Date: <i>5/1/12</i> XL936	General Counsel <i>Andrew Parnas</i> <i>5/2/12</i>	Controller/Treasurer <i>[Signature]</i>	District Secretary []	BARC <i>[Signature]</i> <i>5-3-12</i> []

TITLE:

EAST BAY GREENWAY MEMORANDUM OF UNDERSTANDING

NARRATIVE:

PURPOSE: To obtain Board authorization for the General Manager to execute a Memorandum of Understanding among the Alameda County Transportation Commission ("ACTC"), the City of Oakland (the "City") and the San Francisco Bay Area Rapid Transit District ("BART") in Connection with the Construction, Operation and Maintenance of the Initial Phase of the East Bay Greenway.

DISCUSSION: The East Bay Greenway is a conceptually planned pedestrian and bike path that begins in the City of Oakland, passes through the City of San Leandro and terminates in the City of Hayward for a distance of over twelve miles. For much of its length, the East Bay Greenway will extend along and beneath the elevated tracks of the BART Fremont line. It will connect with other green spaces, residential areas and businesses along its length in varying degrees. Upon completion, the East Bay Greenway will be able to be accessed from the Fruitvale, Coliseum, San Leandro, Bay Fair and Hayward BART Stations. BART staff has been involved with the project for over four years.

ACTC is the entity planning and implementing the East Bay Greenway. ACTC has determined that the project is categorically exempt from the California Environmental Quality Act ("CEQA") under Section 15304 of the Guidelines for CEQA – Minor Alterations to Land. The California Department of Transportation ("Caltrans") has determined that the project is subject to a categorical exclusion under 23 CFR 771.117(c) for purposes of the National Environmental Protection Act ("NEPA"). Funding for the first phase, which will be located between 75th and 85th Avenues in Oakland along San Leandro Street just south of the Coliseum BART Station, has been secured. This first phase, known as Segment 7A, has been prioritized because it was awarded \$1.16 million of TIGER II federal stimulus funding as part of an East Bay Regional Park District ("EBRPD") grant. EBRPD has passed this funding to ACTC for the planning and implementation of Segment 7A. The funding must be obligated to Segment 7A by June 30, 2012. This MOU is one of the documents required to obtain right of way certification for Segment 7A, which is necessary for the final obligation of the funding.

This MOU is only for Segment 7A. Construction of future segments of the East Bay Greenway may require additional MOUs or other forms of agreements.

BART owns or has easement rights to portions of the property on which Segment 7A is proposed

to be constructed. BART and the City of Oakland have existing agreements that delineate their respective responsibilities regarding the properties on which Segment 7A will be located as follows:

- On June 21, 1966, BART and the City of Oakland entered into the Oakland East Agreement related to the widening, modification, relocation and abandonment of City streets, relocation or reconstruction of utility and sewer facilities owned by City or others, the use of certain City streets for BART purposes, landscaping along the route and maintenance thereof, and other relevant matters. The City became responsible for maintenance of the facilities, roadways, or City structures from and after that time.
- On June 11, 1970, BART and the City of Oakland entered into the Oakland Landscaping Agreement in which it was agreed that the City would assume all responsibility for maintenance of landscaping, including sidewalks and pathways, along BART's train line at no cost to BART.

In that BART and the City have these existing relationships, all of the parties determined that a new agreement would be the most effective way to delineate the changing responsibilities and obligations of the parties, including ACTC. ACTC is preparing the construction documents and will retain a private construction contractor to construct Segment 7A. Because the City is under budgetary constraints at this time, ACTC will also retain a private maintenance contractor to maintain the off-road portions of Segment 7A, including the portions of Segment 7A on BART property, for 20 years. The City will continue to maintain those portions of Segment 7A on the City's roadway network, such as traffic signals and pavement markings. The City will accept and own the improvements within Segment 7A at the end of construction. The design, construction and maintenance contractors and their respective subcontractors will indemnify ACTC, the City and BART with respect to any liability or claims arising at any time out of the design, construction, operation and maintenance of Segment 7A, and each contractor will name ACTC, the City and BART as additional insureds on the contractors' respective liability insurance policies. Future segments of the East Bay Greenway within the City of Oakland will not be constructed unless and until funding for maintenance has been identified and secured.

The MOU memorializes BART's, ACTC's and City's desire to cooperate in the development and construction of Segment 7A, as well as to provide for its future maintenance and liability. As a condition of use of BART property, the MOU requires that any portion of Segment 7A within BART right of way may only be used as a bicycle and pedestrian transit corridor, allows BART to reserve its right of way for mass transit purposes, and allows BART to maintain all rights of entry to Segment 7A in order to alter, repair, maintain and operate BART's rail facilities. The MOU provides that ACTC must obtain a Permit to Enter to Construct from BART prior to entering upon BART property to construct Segment 7A. Prior to completion of construction of Segment 7A, the MOU also provides that ACTC obtain a Permit to Enter from BART, allowing Segment 7A to be maintained and operated on BART property. These Permits to Enter contain terms, conditions and revocable rights by BART.

The MOU will be in perpetuity, unless and until all three Parties execute a separate and

subsequent agreement readdressing the terms and conditions stated within the MOU.

The Office of the General Counsel will approve the MOU as to form.

FISCAL IMPACT: There is no fiscal impact from the proposed action except for minor District staff labor costs to support the project.

ALTERNATIVES: Keep the current agreements between BART and the City of Oakland in place, and require the City to maintain Segment 7A. However, neither BART nor the City has sufficient resources to maintain the proposed Segment 7A East Bay Greenway. Without the introduction of an ACTC-funded maintenance contract through the proposed MOU, it is likely that the \$1.16 million grant would have to be returned.

RECOMMENDATION: Adoption of the following motion:

MOTIONS: The General Manager or her designee is authorized to execute the Memorandum of Understanding among the Alameda County Transportation Commission, the City of Oakland and the San Francisco Bay Area Rapid Transit District in Connection with the Construction, Operation and Maintenance of the Initial Phase of the East Bay Greenway.

Exhibit A (page 1): East Bay Greenway Project Location Map

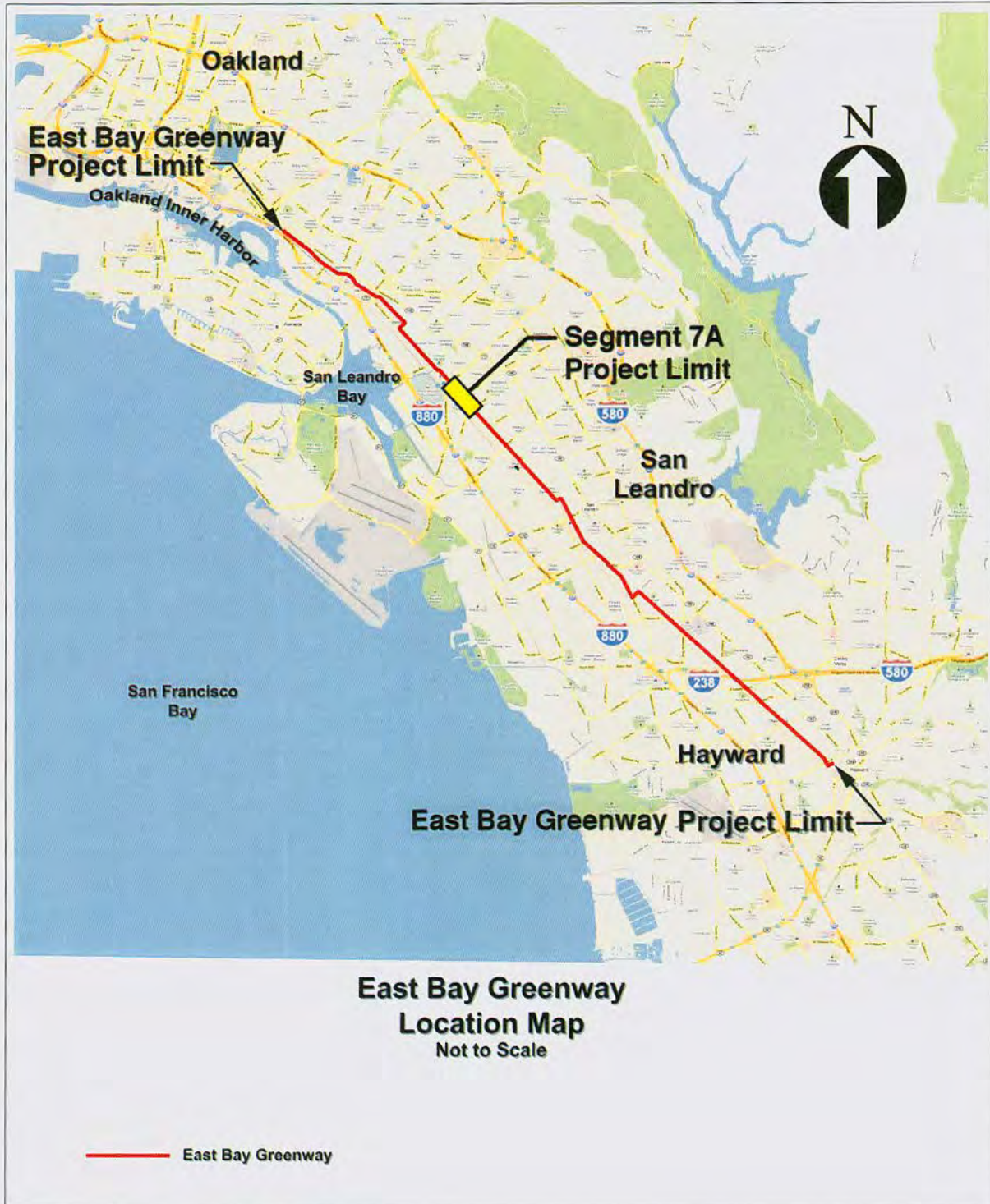
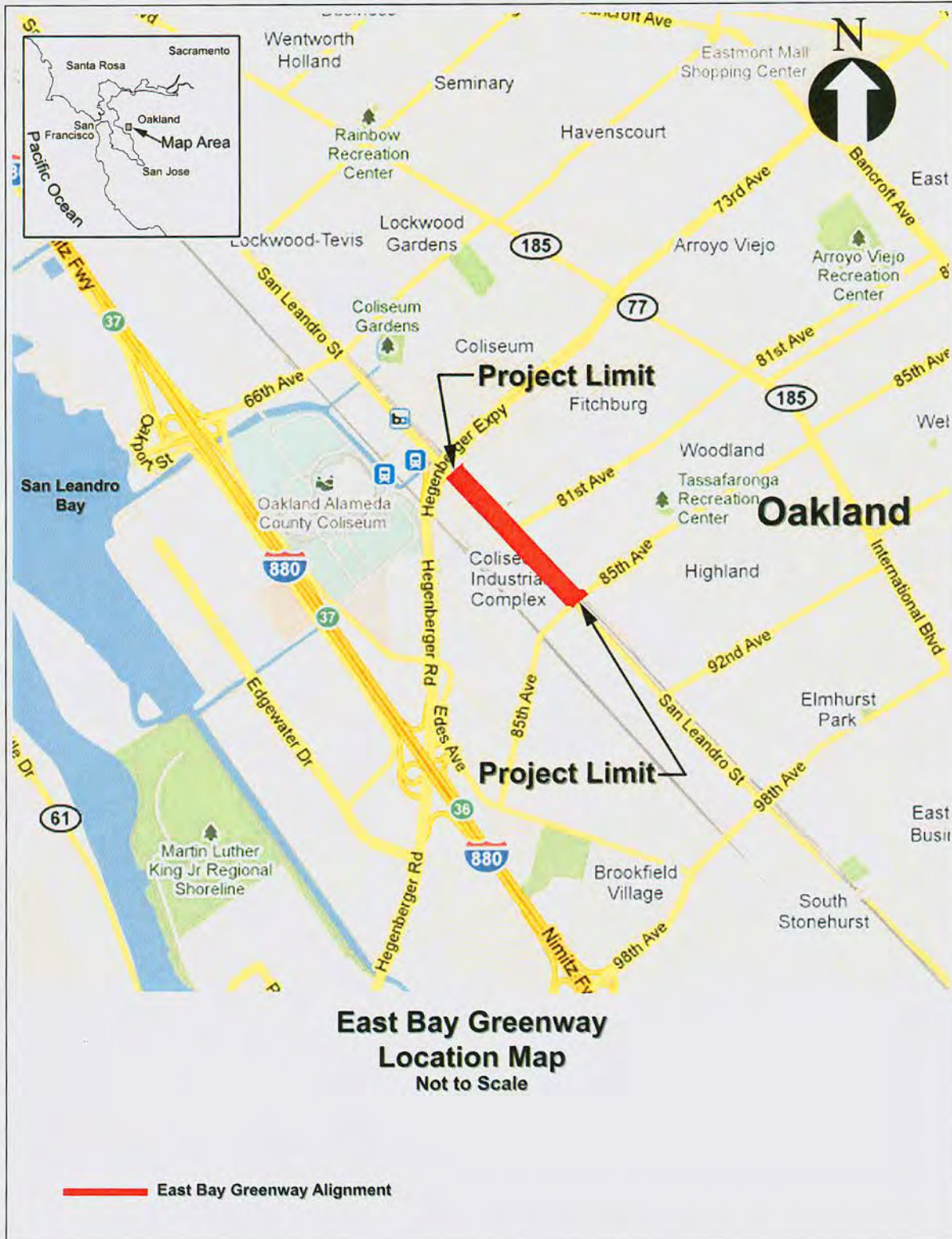


Exhibit A (page 2): Segment 7A Project Location Map





EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Marcia DeBenedictis</i>		GENERAL MANAGER ACTION REQ'D: Approve and forward to the Board of Directors.		
DATE: <i>5/2/12</i>		BOARD INITIATED/ITEM: No		
Originator/Prepared by: Bernadette Lambert Dept. M&E Capital Project Administration, ext. 6131 Signature/Date: <i>B Lambert 5-2-12</i>	General Counsel <i>Audrey Kayas 5/2/12</i> []	Controller/Treasurer <i>[Signature]</i> []	District Secretary []	BARC <i>Carl Mann 5-3-12</i> []
Status: Routed		Date Created: 04/26/2012		

TITLE

Quitclaim of BART Parcel No. O-S335 and Conveyance of Personal Property at the Powell Street Station to the City and County of San Francisco.

NARRATIVE

PURPOSE:

To request the Board to designate the real property interests represented by BART Parcel number O-S335 as excess land and to authorize the General Manager or her designee to convey them, together with the Powell Street Station Entrance R mezzanine extension improvements, to the City and County of San Francisco.

BACKGROUND:

Entrance R to the Powell Street Station is located at the corner of Stockton and Ellis Streets at Market Street in the City of San Francisco, adjacent to the Apple, Inc. retail store. Entrance R also is commonly referred to as the Apple Entrance. City proposes to acquire BART's property at Entrance R to function as one of just two primary entrances for the Union Square/Market Street Station ("UMS Station") planned as part of its Central Subway Project. The Central Subway Project ("CSP") will extend the T Third Line from the Bayshore and Mission Bay areas to SoMa, Union Square and downtown. The UMS Station is planned to connect to the existing Powell Street Station, allowing for direct transfers to BART and Muni Metro lines. The San Francisco Municipal Transportation Agency ("SFMTA") issued a Final Supplemental Environmental Impact Statement/Final Supplemental Environmental Impact Report for the project in September 2008 and the FTA issued the Record of Decision in November 2008 and took formal approval action in December 2009.

BART staff has been working closely with SFMTA staff in order to ensure that the BART-Central Subway Project interface is optimized, and that BART's safety and operability are not compromised. In March 2011 the BART Board approved a Cooperative Agreement between BART and SFMTA which formalizes BART's involvement in the CSP, facilitates exchange of information, and provides for reimbursement of BART staff and consultants time and expenses in reviewing the CSP design. That agreement anticipated a future amendment which would address construction-related matters, which staff currently is negotiating.

Issues being addressed in the First Amendment to the Cooperative Agreement include the mitigation of potential hydrological impacts to the Powell Street Station arising from construction of the Central Subway Project tunnel and the UMS Station, as well as mitigation of increased passenger flows at the north end of the Powell Street station, including the installation of additional automatic fare collection equipment. The First Amendment to the Cooperative Agreement also addresses the construction of a new elevator to the Muni platform, which is one of the benefits BART would receive in exchange for the property interests at Entrance R. The execution of the First Amendment to Cooperative Agreement is a condition to the conveyance of the Entrance R property.

DISCUSSION:

By a Grant Deed numbered O-S335 dated June 19, 1974 BART acquired fee title to 570 square feet of land, also identified as San Francisco County Assessor's Parcel number 0327-024, and 330 square feet of easement, being a portion of San Francisco County Assessor's Parcel number 0327-025, (together, the "Real Property Interests"). BART also owns certain personal property improvements ("Improvements") within a mezzanine extension to the Real Property Interests, which were constructed pursuant to a June 28, 1962, agreement with the City and County of San Francisco. Together the Real Property Interests and the Improvements comprise BART's Entrance R property interests.

BART staff has concluded that the proposed transfer of the Entrance R property interests to SFMTA would not materially diminish the safe functionality of the Powell Street Station. In 2008 BART commissioned Arup Americas Inc. to prepare the *Powell Station Central Subway Impacts Study* to gauge the impact of the increase in ridership and transfer activity arising from the proposed Central Subway Project on the existing Powell Street Station, looking in particular at pedestrian capacity and code-based emergency egress from construction through opening day as well as long-term, cumulative growth (2030). *The Powell Station Central Subway Impacts Study* found that the closure of the Apple Store entrance would have no effect on the required egress time in any of the analyzed scenarios. In consideration of the uses and benefits to be retained by BART as described below, staff requests that the Board find that the real property and other interests to be conveyed are no longer necessary for District purposes and staff requests that the Real Property Interests be declared excess land.

In contrast, this entrance is a necessary element of the UMS Station operation and City is planning to visually and functionally incorporate it into its new station.

BART will receive the following in exchange for ownership of the Real Property Interests and Entrance R improvements:

- A nominal \$1 cash payment;
- A new grill gate installed between the two stations;
- Relief from BART's current one-half share of the maintenance obligations for Entrance R; and
- SFMTA's agreement to construct a new elevator to the existing Muni platform, giving

BART the opportunity to incorporate the existing joint elevator into the BART secondary paid area for exclusive BART use.

Additionally, BART will benefit from the following:

- Relief from liability arising out of owning Entrance R;
- Continued customer access through the Entrance R area (which will become the new UMS Station South Concourse) to the Apple Store Entrance, which will be publicly accessible while the UMS Station is open;
- Continued access through the Entrance R area by BART Police even when the UMS Station is closed;
- Continued ownership and operation of radio antenna facilities in Entrance R serving BART's trunk radio system;
- The right to close the entryway between the UMS Station and the Powell Street Station as might be necessary to protect the safety, operation, and maintenance requirements of the Powell Street Station and the public; and
- The opportunity to salvage and retain existing equipment prior to demolition of the Entrance R area for the new station construction, including:
 1. Two Entrance R escalators (treads, motors, framing, etc.),
 2. Emergency lighting components,
 3. Standard lighting system components,
 4. PA System components,
 5. Station signage,
 6. CCTV camera,
 7. Fire hose reel and cabinet,
 8. Stainless steel floor grating and frames at escalators/stairs, and
 9. Ceramic wall tiles.

The benefits to BART of the transfer were negotiated and staff believes they reflect equal or better value based on staff's valuation of the Entrance R property interests and the utility of the property, and that the conveyance of the Entrance R property is in the best interests of the District.

BART staff has determined that this sale of Real Property Interests is categorically exempt from the provisions of CEQA pursuant to CEQA Guidelines Section 15312, Surplus Government Property Sales.

The Office of the General Counsel will approve the deed and purchase and sale agreement as to form, as well as any other documents necessary to effectuate the terms of the purchase and sale agreement.

FISCAL IMPACT: BART will receive \$1.00 cash for the quitclaim of the Real Property Interests and Entrance R. Additionally, BART will receive in-kind payments in the form of a grill gate between the Powell Street Station and the UMS Station, and relief from BART's

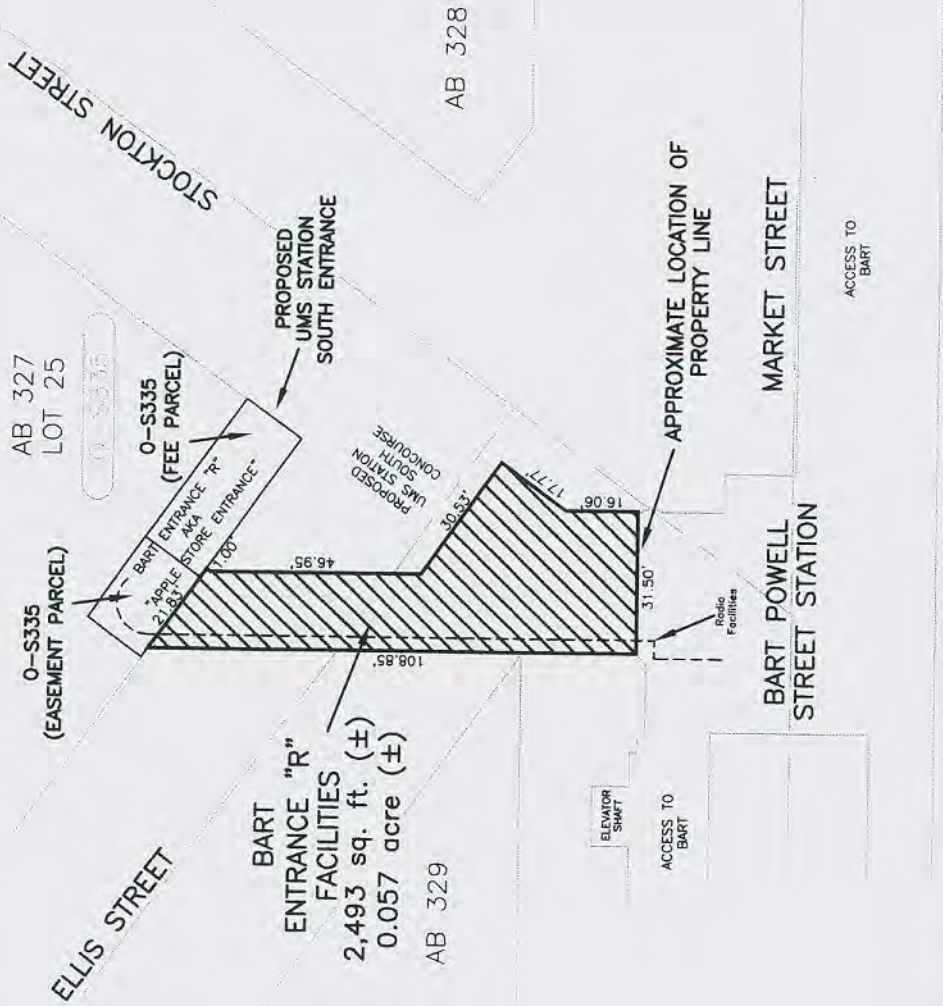
one-half share of the current maintenance costs for Entrance R. Further, it is expected that City's construction of a new, dedicated Muni-platform elevator will contribute to relieve BART from fare evasion losses. Finally, BART will retain salvaged wall tiles, escalator parts, and equipment which could be used to reduce future maintenance costs elsewhere on the system.

ALTERNATIVES: Do not authorize the General Manager or her designee to transfer the Real Property Interests and the Entrance R improvements to the City and retain ownership, requiring the City's project to conform to BART design and construction standards precedent to issuing a permit to enter and construct permanent improvements.

RECOMMENDATION: Staff recommends that the Board adopt the following motions.

MOTIONS:

1. That the Board adopt the resolution attached as Exhibit B.



CAD FILE NO. Central Subway PassWayEnt_R.dwg

POWELL STREET STATION MEZZANINE EXTENSION
PASSAGE WAY TO ENTRANCE "R"

BART FEE, EASEMENT AND IMPROVEMENTS



EXHIBIT A

CO. SF RTE. M Sheet 1 of 1

DR.NO. PassWayEnt_R.dwg

SCALE: 1"=40' DATE: 04-26-12

Exhibit B to Executive Decision Document

BEFORE THE BOARD OF DIRECTORS OF THE
SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

In the matter of designating as Excess Land available for immediate sale and authorizing the conveyance of a fee and easement to the City and County of San Francisco BART Parcel O-S335 (APN 0327-024 (fee) and portion APN 0327-025 (easement)), along with related improvements./

Resolution No. _____

RESOLVED by the Board of Directors of the SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT that the Board designates as Excess Land available for immediate sale fee and easement interests in the parcels substantially as shown on the attached Exhibit A, and the sale of Powell Street Station Entrance R mezzanine extension improvements within the area designated as Entrance "R" on Exhibit A. This Board further determines that, for good and valuable consideration, the quitclaim of the fee and easement interests and the sale of said improvements are in the best interests of the District, and this Board hereby authorizes the execution of a quitclaim deed and any other documents necessary to effectuate the terms of the purchase and sale agreement by the General Manager or her designee on behalf of the District.

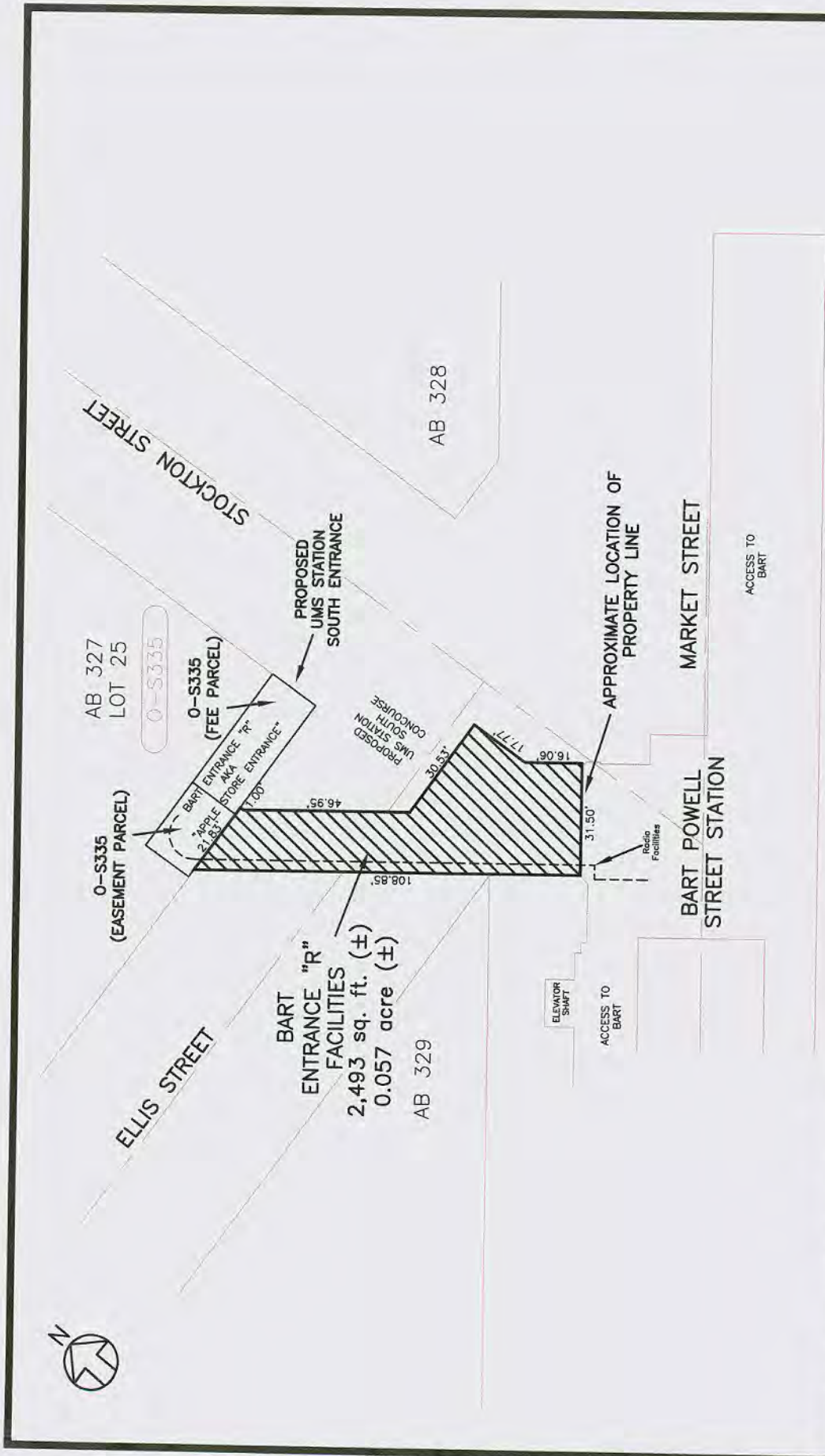
###

SECRETARY'S CERTIFICATE

I, KENNETH A. DURON, District Secretary, of the SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT, do hereby certify that the foregoing is a true copy of the original resolution adopted by the Board of Directors of the SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT at its meeting regularly called and held on _____ 2012, a majority of the members of said Board being present and voting therefor.

Dated this _____ day of _____, 2012.

Kenneth A. Duron, District Secretary
San Francisco Bay Area Rapid Transit District



CAD FILE NO. Central Subway PassWayEnt_R.dwg		EXHIBIT A	
POWELL STREET STATION MEZZANINE EXTENSION PASSAGE WAY TO ENTRANCE "R"		CO. SF	RTE. M
BART FEE, EASEMENT AND IMPROVEMENTS		Sheet 1 of 1	
SCALE: 1" = 40'		DR. NO.	PassWayEnt_R.dwg
		DATE: 04-26-12	





EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Aliscia de Souza</i>		GENERAL MANAGER ACTION REQ'D: Forward to Board		
DATE: c <i>5/2/12</i>		BOARD INITIATED ITEM: No		
Originator/Prepared by: Barbara Inaba Dept: Real Estate and Property Development <i>Barbara Inaba</i> Signature/Date: 5.1.2012	General Counsel <i>Andrés Rivas</i> 5/2/12 []	Controller/Treasurer <i>[Signature]</i> []	District Secretary []	BARC <i>Carl Mann</i> 5-2-12 []

TITLE:

BART AND CONTRA COSTA TRANSPORTATION AUTHORITY REAL PROPERTY AGREEMENT FOR THE SR4 WIDENING PROJECT AND eBART PROJECT

NARRATIVE:

PURPOSE:

To authorize the General Manager to enter into a Real Property Agreement with Contra Costa Transportation Authority (CCTA) in connection with certain property interests required for the CCTA State Route 4 (SR4) Widening Project and the East Contra Costa BART Extension Project (eBART).

DISCUSSION:

BART is extending its transit services into east Contra Costa County from its existing Pittsburg/Bay Point BART Station in the unincorporated community of Bay Point near the City of Pittsburg (the "eBART Project"). The eBART Project consists of an approximately 10-mile extension of transit service in the median of SR 4 from the current BART terminus at the Pittsburg/Bay Point BART Station to a point just east of Hillcrest Avenue in the City of Antioch.

The potential environmental effects of the eBART Project were presented in a Final Environmental Impact Report ("FEIR") for the purposes of evaluating environmental impacts under the California Environmental Quality Act ("CEQA"). On April 23, 2009, the FEIR for the project was certified by the BART Board of Directors and the Project was adopted. Further modifications to the Project were evaluated as part of two Addenda, the first in April 2011 and another in April 2012.

CCTA is proceeding with Segment 3B (Hillcrest Avenue to SR 160) of the SR4 Widening Project (Somerville Road to SR 160) in accordance with a Cooperative Agreement between CCTA and the State of California Department of Transportation ("Caltrans"). Segment 3B of the SR4 Widening Project includes construction of the Hillcrest Avenue Interchange, along with several eBART Project elements, including but not limited to the Hillcrest Avenue Station platform, a pedestrian overcrossing, maintenance of way tunnel, entry house, utilities and subballast. The Hillcrest Avenue Interchange requires replacement of the existing Hillcrest Park and Ride Lot to the future eBART Station parking lot.

CCTA has identified certain properties currently owned by BART or being acquired by BART for the eBART Project, which are necessary in order to construct portions of Segment 3B of the

SR4 Widening Project, as well as the eBART elements being constructed by CCTA.

The CCTA and BART Real Property Agreement will provide for the following:

1. Certain real property conveyances and permitted uses of property currently owned by BART or to be acquired by BART which are necessary in order for CCTA to construct the Hillcrest Avenue Interchange and the eBART elements as part of the SR4 Widening Project;
2. Replacement of the Hillcrest Park and Ride Lot onto the future eBART parking lot, together with compensation to BART for the cost of improvements on the replacement lot; and
3. Compensation to BART for certain real property conveyances.

The Office of the General Counsel will approve the Real Property Agreement as to form.

FISCAL IMPACT:

CCTA will reimburse BART for the Hillcrest Interchange Property (the "Hillcrest Interchange Property Reimbursement") and will also reimburse BART for the proportionate amount of the cost of improvements required to replace the Hillcrest Park and Ride Lot onto the future eBART parking lot (the "Improvements").

The Hillcrest Interchange Property Reimbursement will be based on the per square foot amount of the replacement property as determined in BART's eminent domain action against the current owners of the property, Donald G. Parachini, et al. The Hillcrest Interchange Property Reimbursement from CCTA to BART will be used to fund the eBART Project. Initially, BART will pay to construct the Improvements. CCTA will reimburse BART for all costs associated with the Improvements.

The existing BART properties in Antioch which were acquired in the early 1980's and are currently being used by BART as a Park and Ride Lot, with adjacent property, were acquired with the District's own fund, Fund Grant 50I, Extension ROW Acquisition Reserve funds.

The SR 4 Widening properties that are being conveyed by BART to CCTA are necessary in order for CCTA to construct the eBART Project elements for BART. As such, no reimbursement is necessary.

ALTERNATIVES:

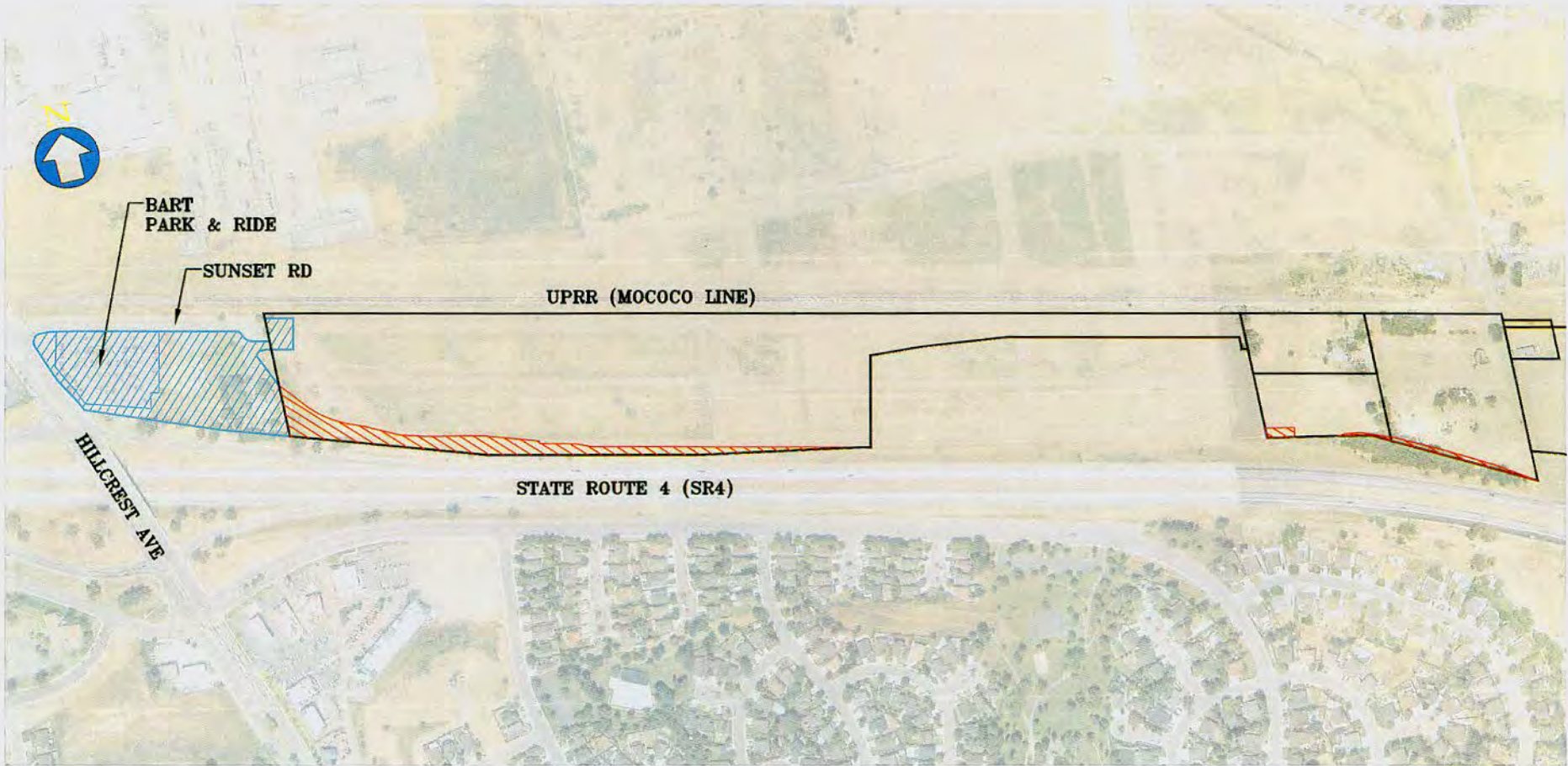
Do not approve the Real Property Agreement. Failure to approve the agreement would jeopardize funding for and delay both the SR 4 Widening Project and the eBART Project.



RECOMMENDATION:

Adoption of the following motion:

MOTION:

The General Manager or her designee is authorized to execute the Real Property Agreement Between the Contra Costa Transportation Authority and the San Francisco Bay Area Rapid Transit District in connection with the SR4 Widening Project and the East Contra Costa BART Extension Project.



- PROPERTY BOUNDARY
-  HILLCREST INTERCHANGE PROPERTY
-  SR4 WIDENING PROPERTY

EXHIBIT

CCTA SR4 WIDENING PROJECT
(SEGMENT 3B) AND eBART

BART PROPERTY



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>Marcia DeBarden</i>		GENERAL MANAGER ACTION REQ'D: Forward to Board of Directors		
DATE: <i>5/4/12</i>		BOARD INITIATED ITEM: No		
Originator/Prepared by: Greg Marrama Dept: Capital Development and Control	General Counsel <i>Andi Kovacs</i> <i>5/4/12</i>	Controller/Treasurer <i>[Signature]</i>	District Secretary	BARC <i>David M...</i> <i>5-4-12</i>
Signature/Date: <i>[Signature]</i> 5-2-12	[]	[]	[]	[]
Status: Routed		Date Created: 05/02/2012		

TITLE:

Endorse MTC Resolution No. 4056 and Approve Modifications to BART's Priority List of Projects for the High Speed Passenger Train Bond Program

NARRATIVE:

PURPOSE:

To obtain Board adoption of the attached Resolution endorsing MTC Resolution No. 4056 and the funding strategy contained therein and approval of the following described modifications to the priority list of projects previously submitted by BART to the High Speed Passenger Train Bond "HSPTB" Program.

DISCUSSION:

In November 2008, California voters approved Proposition 1A, which provides almost \$10 billion to plan, build and maintain a statewide high speed rail system. Recently, the business plan developed by the California High Speed Rail Authority proposed major revisions which shift toward a "blended" system approach that will coordinate the development and operations of the high speed rail system with existing passenger rail systems, including Caltrain on the Peninsula. In addition to reducing cost, this approach proposes to improve the integration of the high speed system with other local passenger rail systems, including BART.

MTC has taken the lead in the Bay Area effort to coordinate this effort as evidenced through the adoption of Resolution No. 4056. Pursuant to this Resolution, MTC entered into a Memorandum of Understanding with a number of other agencies and municipalities connected with the Peninsula rail corridor to establish a program of projects which offer near-term benefit to the Bay Area and pave the way for future high-speed rail service. The major projects envisioned include Caltrain electrification and train control improvements, the downtown extension to the new Transbay Terminal, track and tunnel improvements, and high speed rail stations in San Jose and at the BART/Caltrain Station in Millbrae.

In order to accommodate a high speed rail connection at Millbrae, two critical issues need to be addressed by BART: improving yard capacity at the Millbrae Station and improved service to the San Francisco International Airport. Thus, in support of the "blended" approach to investment strategy on the Peninsula Corridor as outlined in MTC Resolution No. 4056, BART is advancing its Millbrae Train Service Improvements and Rail Cars Related to High Speed Rail Project (the "Project"). The Project consists of improved, planned direct cross-platform transfers to and from the High Speed Rail connection at the Millbrae Station site and the vehicles needed

to increase headways and capacity for future High Speed Rail service.

In March 2010, the Board approved a priority list of projects for BART's designated \$257 million share of Proposition 1A connectivity funds, which has yet to be secured. As part of the blended investment strategy advanced by MTC, the first round of available Proposition 1A bond proceeds would include a \$145 million allocation to be used for the Project. In exchange for this allocation, BART would agree to contribute \$38 million for High Speed Rail integration project from either the same or subsequent bond allocations. If approved, this modification to the HSPTB Program would leave \$74 million of BART HSPTB funds to be allocated in a future round of funding, which will be revisited with the Board at a later date.

The California Transportation Commission is expected to amend HSPTB Program on their May or June 2012 agenda.

FISCAL IMPACT:

A BART contribution of \$38 million to the High Speed Rail integration project would result in a corresponding net reduction in BART's \$257 million earmark, but would ensure a timely contribution to other needed capital initiatives.

ALTERNATIVES:

Do not endorse MTC Resolution No. 4056 or approve the modifications to BART's priority list of projects for the HSPTB Program, and do not participate in a regional investment strategy to accommodate the California High Speed Rail business plan. This may result in delays in receiving bond proceeds or in potential statutory initiatives by third parties to reallocate a portion of BART's HSPTB funding.

MOTION:

That the Board adopt the attached Resolution endorsing MTC Resolution No. 4056 and the funding strategy contained therein and approve modifications to BART's previously submitted priority list of projects of BART's High Speed Passenger Train Bond Program (HSPTB) funding as per the attached MTC Resolution No. 4056.

BEFORE THE BOARD OF DIRECTORS OF THE
SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

In the Matter of Endorsing MTC Resolution
No. 4056 and Approving Revisions to the
List of Projects for the BART High-Speed
Passenger Train Bond (HSPTB) Program

Resolution No. _____

WHEREAS, Proposition 1A authorizes the release of \$9.95 billion in state General Obligation Bonds to be used to develop a high-speed train (HST) system connecting Northern and Southern California and authorizes the California Transportation Commission (CTC) upon issuance of state bonds to allocate net proceeds received from the sale of \$950 million in bonds funds for capital improvements to intercity rail lines, commuter rail lines, and commuter and urban rail systems that provide direct connectivity to the high-speed train system and its facilities or that provide capacity enhancements and safety improvements; and

WHEREAS, The CTC has developed High-Speed Passenger Train Bond Program Guidelines to program and allocate net proceeds received from the sale of \$950 million in bonds authorized under Proposition 1A for the High-Speed Passenger Train Bond Program; and

WHEREAS, The BART Board approved, in March 2010, a priority list of projects for BART's designated \$257 million of Proposition 1A connectivity funds; and

WHEREAS, The California High Speed Rail Authority's 2012 business plan has proposed major revisions which shift toward a "blended" system approach that will coordinate the development and operations of the high speed rail system with existing passenger rail systems;

WHEREAS, MTC Resolution No. 4056 coordinates the Bay Area effort to establish a program of projects which meet the business plan requirements and offer near-term benefit to pave the way for future high speed rail service;

WHEREAS, in support of this "blended" approach on the Peninsula Corridor, BART is advancing its Millbrae Train Service Improvements and Additional Rail Cars Related to High Speed Rail Project (the "Project"), which consists of improved, planned direct cross-platform transfers to and from the High Speed Rail connection at the Millbrae Station site and the vehicles needed to increase headways and capacity for future High Speed Rail service.

RESOLVED, that the BART Board does hereby endorse MTC Resolution No. 4056.

AND BE IT FURTHER RESOLVED, that the General Manager is directed to transmit a copy of this Resolution to the California Transportation Commission, California High Speed Rail Authority, and California Department of Transportation Division of Mass Transportation.

#



METROPOLITAN
TRANSPORTATION
COMMISSION

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Memorandum

TO: Commission

DATE: March 21, 2012

FR: Executive Director

RE: MTC Resolution No. 4056 — Memorandum of Understanding: High-Speed Rail Early Investment Strategy for a Blended System on the Peninsula Corridor

Background

Proposition 1A, approved by California voters in November 2008, provides almost \$10 billion to plan, build and maintain an 800-mile statewide high-speed rail system. The California High Speed Rail Authority's (CHSRA) 2012 draft business plan has proposed a major shift toward a blended system approach that will coordinate the development and operations of high-speed trains with existing passenger rail systems, such as Caltrain on the San Francisco Peninsula. This approach also improves, enhances and expands the integration of high-speed and regional/local passenger rail systems and targets cost-effective near-term solutions in areas that share existing commuter rail facilities to reduce the environmental impacts of the planned full system and to achieve substantial cost savings.

Memorandum of Understanding

Attachment A to Resolution No. 4056 is a Memorandum of Understanding (MOU) between and among MTC, five Bay Area transportation agencies, two municipalities and the California High Speed Rail Authority proposing a set of improvements to the Peninsula rail corridor. The MOU includes the following provisions:

- Establishes an Inter-related Program of Projects that addresses corridor capacity, operational efficiency and public safety issues required to accommodate the mixed traffic capacity requirements of high-speed rail, commuter and freight services.
- Identifies the Inter-related Program of Projects as the Corridor Electrification Infrastructure Project, Advance Signal System (also known as Positive Train Control or PTC), an extension of the service to the Transbay Transit Center, which is the Proposition 1A designated northern terminus of high-speed rail, new high-speed rail stations at Diridon Station in San Jose and a Millbrae Station at San Francisco International Airport, and a Core Capacity project of needed upgrades to stations, tunnels, bridges, passing tracks, and other track modifications such as selected grade separations.

- The MOU recognizes that the most substantial and tangible near term investment benefits will be realized when two essential system wide improvements are delivered: the Corridor Electrification Infrastructure Project that includes the needed rolling stock and the Advance Signal System project. Attachment B to the MOU is a detailed funding plan for these two early investment projects.

Corridor Electrification Infrastructure Project and the Advance Signal System

As explicitly recognized in the San Mateo County Transportation Authority's (2004), and Santa Clara Valley Transportation Authority's (2000) local half-cent expenditure plans and MTC Resolution No. 3434, the electrification project has had broad public support for many years.

The electrification project and the switch-over to light-weight Electric-multiple Units (EMUs) was included in MTC Resolution 3434 in 2001 and was further analyzed and included in the Regional Rail Plan adopted by the Commission in 2007.

The sustained level of support for the electrification project reflects the critical nature of this project as it will usher in modern passenger rail service on the Peninsula that will lead to cost savings, faster service, operational efficiencies, quieter trains, and fewer emissions. Electrification of the corridor will also pave the way for a future when California's high speed trains can operate from downtown San Francisco to the greater Los Angeles basin.

The Advanced Signal System project is also a foundation for all future improvements on the Peninsula Corridor. It is a required feature not just to meet safety requirements, but is essential to operate the blended system on the Peninsula right-of-way and to control train traffic during all future construction work and upgrades. Importantly, Advanced Signal Systems are a federal mandate as the Rail Safety Improvement Act of 2008 requires the widespread installation of such systems by December 2015 (the reauthorization bill recently approved by the U.S. Senate would extend this deadline by a few years). See Attachment C for further descriptions of the Electrification and the PTC projects.

Funding Framework

Our objective for the MOU is to focus on a set of meaningful projects that offer substantial near-term benefits to residents of the Bay Area, that strategically benefit the Bay Area's economy for the future, that can be delivered with a realistic funding plan, and that pave the way for future high speed rail service.

The proposed funding plan includes \$1.5 billion in local, regional, state, and federal funds to pay for the electrification and advance signal system elements of the blended system. Of this amount, approximately half, or \$706 million, is expected to come from state-wide high-speed rail sources, namely \$600 million of Proposition 1A high-speed rail funds and \$106 million of Proposition 1A high-speed rail connectivity funds, monies that are directed by statutory formula to individual Bay Area transit operators.

The remaining non-state match funds are a mix of local sales taxes, Proposition 1B transit bond funds, Federal Transit Administration (FTA) funds, bridge tolls, and Air District funds. Note

that the Proposition 1A bond funds require a one-to-one match from other funds; this funding plan slightly exceeds the match requirement. The MOU preserves the ability to substitute other matching fund sources that might become available in the future, such as US DOT TIGER funding or other discretionary grants.


Of the matching funds included in the proposal, MTC would be responsible for programming the following:

- \$342 million in current and future FTA formula funds that MTC, in the most recent Capital Improvement Program from 2009, anticipated using to pay for the replacement of Caltrain's rail cars. The funds would still be used for that purpose — procuring the Electric Multiple Units that would be used on an electrified rail line.
- \$125 million in future FTA funds that would have been dedicated to Caltrain's fixed guideway state of repair projects. The fixed guideway funding amounts here are proposed to be dedicated to the signal and system upgrades needed for the blended strategy, between FY 2012-2013 and FY 2022-2023.
- \$11 million in Regional Measure 1 West Bay rail toll funds that are currently unassigned.

As the current action is a policy-level commitment, staff would return to the Commission for more specific programming and allocation actions as the funds become available (in the case of the FTA funds, which are appropriated by Congress annually) and are needed for the project elements.

Recommendation

We recommend the Commission adopt MTC Resolution No. 4056 to enter into a memorandum of understanding and funding framework with the California High Speed Rail Authority and the identified transportation partners and local jurisdictions to begin work on this early investment strategy for a blended system on the Peninsula Corridor.


Steve Heminger

Date: March 28, 2012
W.I.: 1512
Referred By: Commission

ABSTRACT

Resolution No. 4056

This resolution approves an Agreement and establishes a funding framework among MTC, the California High Speed Rail Authority (the Authority), the Peninsula Corridor Joint Powers Board (JPB), the San Francisco County Transportation Authority (SFCTA), the San Mateo County Transportation Authority (SMCTA), VTA, the City of San Jose, the City and County of San Francisco, and the Transbay Joint Powers Authority (TJPA), for a High Speed Rail Early Investment Strategy for a blended system in the Peninsula Corridor.

Further discussion of the High Speed Rail Early Investment Strategy is contained in the Executive Director's memorandum dated March 21, 2012.

Date: March 28, 2012
W.I.: 1512
Referred by: Commission

Re: High Speed Rail Early Investment Strategy

METROPOLITAN TRANSPORTATION COMMISSION
RESOLUTION NO. 4056

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

WHEREAS, the California High-Speed Rail Authority (Authority) is responsible for planning, building and maintaining an 800-mile statewide high-speed rail system and improved mobility through the development of safe, clean, reliable rail technology; and

WHEREAS, the Authority is exclusively charged with accepting grants, fees and allocations from the state, from political subdivisions of the state and from the federal government, foreign governments, and private sources; and

WHEREAS, the Authority's 2012 Business Plan proposes to incrementally develop the California High-Speed Train (HST) system utilizing a blended system approach that will coordinate the development and operations of HST with existing passenger rail systems that improves, enhances and expands the integration of high-speed and regional/local passenger rail systems; and

WHEREAS, this blended approach requires a series of incremental investments in the peninsula corridor to prepare for integrated service and operations and the Authority recognizes the need for a collaborative effort with regional and local agencies to identify early investment projects along existing rail corridors that increases service, improves safety and efficiency, and creates linkages between HST and local passenger rail service; and

WHEREAS, on December 19, 2001, MTC adopted the Regional Transit Expansion Program of Projects (Resolution 3434) which includes the Transbay Transit Center Phase 2

Downtown Extension and Caltrain Electrification projects as regional priorities for transit expansion; and

WHEREAS, MTC, the Authority, the Peninsula Corridor Joint Powers Board (JPB), the San Francisco County Transportation Authority (SFCTA), the San Mateo County Transportation Authority (SMCTA), VTA, the City of San Jose, the City and County of San Francisco, and the Transbay Joint Powers Authority (TJPA) (collectively, Parties) staff have collaboratively and in good faith prepared a Memorandum of Understanding, as set forth in Attachment A to this Resolution, attached hereto and incorporated herein as though set forth at length, that sets forth principles for developing the corridor electrification and advance signal system elements of the blended system; and

WHEREAS, all Parties are involved in the planning, funding, construction and/or operation of heavy and light rail transit, buses, and/or commuter train services in the peninsula corridor and are considering intermodal service integration, including linkages to the proposed HST service; and

WHEREAS, all Parties wish to establish a policy-level commitment of funding for the electrification and advance signal system elements of the blended system, as set forth in Attachments B and C to this Resolution, attached hereto and incorporated herein as though set forth at length; now therefore be it

RESOLVED, that MTC approves the Memorandum of Understanding for a High Speed Rail Early Investment Strategy as set forth in Attachment A and incorporated herein; and be it further

RESOLVED, that all Parties have agreed to and approve the funding plan set forth in Attachment B and incorporated herein; and be it further

RESOLVED, that the Executive Director is authorized to execute Attachment A on behalf of MTC, and to make non-substantive changes or minor amendments as deemed appropriate subject to review by MTC's Office of General Counsel for form; and, be it further

RESOLVED, that MTC agrees to provide the funds as shown in Attachment B subject to the Authority, JPB, VTA, SFCTA and BART also agrees to provide the funds as shown in Attachment B; and be it further

RESOLVED, that MTC agrees to take timely follow-up approval actions as may be necessary to allocate and program specific funding identified in Attachment B.

METROPOLITAN TRANSPORTATION COMMISSION

Adrienne J. Tissier, Chair

This resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California, on March 28, 2012.

Date: March 28, 2012
W.I.: 1512
Referred by: Commission

Attachment A
Resolution No. 4056
Page 1 of 4

MEMORANDUM OF UNDERSTANDING

HIGH SPEED RAIL EARLY INVESTMENT STRATEGY FOR A BLENDED SYSTEM IN
THE SAN FRANCISCO TO SAN JOSE SEGMENT KNOWN AS THE PENINSULA
CORRIDOR OF THE STATEWIDE HIGH-SPEED RAIL SYSTEM

BY AND AMONG THE FOLLOWING PARTIES (PARTIES)

CALIFORNIA HIGH SPEED RAIL AUTHORITY (AUTHORITY)
METROPOLITAN TRANSPORTATION COMMISSION (MTC)
PENINSULA CORRIDOR JOINT POWERS BOARD (JPB)
SAN FRANCISCO COUNTY TRANSPORTATION AUTHORITY (SFCTA)
SAN MATEO COUNTY TRANSPORTATION AUTHORITY (SMCTA)
SANTA CLARA VALLEY TRANSPORTATION AUTHORITY (VTA)
CITY OF SAN JOSE
CITY AND COUNTY OF SAN FRANCISCO
TRANSBAY JOINT POWERS AUTHORITY (TJPA)

Recitals

Whereas, the California High-Speed Rail AUTHORITY (AUTHORITY) is responsible for planning, building and maintaining an 800-mile statewide high-speed rail system and improved mobility through the development of safe, clean, reliable rail technology; and

Whereas, the AUTHORITY, in partnership with the Federal Railroad Administration is advancing a California High-Speed Train (HST) network that links the major metropolitan areas of the State of California utilizing corridors into and through Southern, Central and Northern California; and

Whereas, the AUTHORITY has responsibility for planning, construction and operation of high-speed passenger train service in California and is exclusively charged with accepting grants, fees and allocations from the state, from political subdivisions of the state and from the federal government, foreign governments, and private sources; and

Whereas, the AUTHORITY's 2012 Business Plan proposes to incrementally develop the HST system utilizing a blended system approach that will coordinate the development and operations of HST with existing passenger rail systems that improves, enhances and expands the integration of high-speed and regional/local passenger rail systems; and

Whereas, this blended approach requires a series of incremental investments in the Peninsula corridor to prepare for integrated service and operations and the AUTHORITY recognizes the need for a collaborative effort with regional and local agencies to identify early investment projects along existing rail corridors that improves service, improves safety and efficiency, and creates linkages between HST and local passenger rail service; and

Whereas, a blended system will remain substantially within the existing Caltrain right-of-way and will accommodate future high-speed rail and modernized Caltrain service along the Peninsula corridor by primarily utilizing the existing track configuration on the Peninsula; and

Whereas, this MOU is specific to project investments that upgrade existing rail service and prepare for a future high-speed train project that is limited to infrastructure necessary to support a blended system, which will primarily be a two-track system shared by both Caltrain and high-speed rail and will be designed to continue to support existing passenger and freight rail tenants; and

Whereas, local transportation improvement projects are required to be included in a Regional Transportation Plan (Plan), and the Metropolitan Transportation Commission, working closely with local agencies is charged with developing the Plan every four years to provide guidance for transportation investments within the Bay Area and with development of regional transportation strategies to address the needs of the San Francisco Bay Area; and

Whereas, on December 19, 2001, MTC adopted the Regional Transit Expansion Program of Projects (Resolution 3434) which includes the Transbay Transit Center Phase 2 Downtown Extension and Caltrain Electrification projects as regional priorities for transit expansion; and

Whereas, the Sustainable Communities and Climate Protection Act of 2008 (SB 375, Steinberg, Statutes of 2008) requires the Plan to include a Sustainable Communities Strategy (SCS), showing evidence of integrated planning, goals that establish and strengthen the crucial linkages between the economy, land use development and the regional transportation system to improve access to jobs, education, healthcare, and other amenities in ways that improve the overall quality of life in the Bay Area and the blended system on the Peninsula corridor in the California High-Speed Rail program are consistent with achieving SB 375 goals to reduce greenhouse gas emissions; and

Whereas, all Parties are involved in the planning, funding, construction and/or operation of heavy and light rail transit, buses, and/or commuter train services in the Peninsula corridor and are considering intermodal service integration, including linkages to the proposed HST service; and

Whereas, it is the intent and purpose of this MOU to strengthen the working relationship between the PARTIES to facilitate the development and implementation of passenger rail improvements that will improve local passenger rail service and operations while preparing

designated HST corridors for eventual HST operation to achieve region wide systems integration of rail service in Northern California; and

Whereas, local transportation improvement projects are required to be environmentally evaluated according to CEQA and NEPA regulations and where necessary, existing environmental approval covering incremental improvements to the Peninsula corridor will be updated to reflect evolving local and regional conditions and concerns; and

Whereas, incremental improvements and the blended system project will be planned, designed and constructed in a way that supports local land use and Transit Oriented Development policies along the Peninsula corridor; and

Now, THEREFORE, it is mutually understood and agreed to by the PARTIES as follows:

To jointly support and pursue the implementation of a statewide high speed rail system that utilizes a blended system and operational model on the Peninsula corridor and that has it's northern terminus at the Transbay Transit Center in San Francisco as specified in law, and it's southern limit at Mile Post 51.4 at the Tamien Station in San Jose. The blended system will support and benefit operation of both Caltrain and future high speed train service.

To jointly recognize a defined set of Inter-related Program of Projects that are consistent with the AUTHORITY's phased implementation plan, are consistent with a blended system operation of the corridor and achieve objectives that include but are not limited to system capacity and connectivity for Caltrain, HST and freight, public safety, operational efficiency, effectiveness and connectivity.

To generally describe, identify and work to fully fund an Inter-related Program of Projects known as the Corridor Electrification Infrastructure Project, Advanced Signal System (also known as Positive Train Control), the Downtown Extension to the Transbay Transit Center, which is the Proposition 1A designated northern terminus of high-speed rail, new high-speed stations at San Jose Diridon Station and a Millbrae BART/Caltrain Station with a connection to San Francisco International Airport, and a Core Capacity project of needed upgrades to stations, tunnels, bridges, potential passing tracks and other track modifications and rail crossing improvements including improvements and selected grade separations required to accommodate the mixed traffic capacity requirements of high-speed rail service and commuter services.

To recognize that of the set of Inter-related Program of Projects, the most substantial and tangible early-investment benefits will be realized when two essential projects are identified for an Initial Investment Strategy to secure, at the earliest possible date, the benefits of the blended system for the traveling public and an Initial Investment Strategy is needed to provide the groundwork upon which future construction can more readily progress.

To recognize that the two Inter-related projects for Initial Investment Strategy are the Corridor Electrification Infrastructure Project that includes the needed rolling stock to operate revenue

service; and the Advanced Signal System project and to adopt as part of this MOU, the funding plans needed to move as expeditiously as possible toward construction of these two essential projects.

To work toward the implementation of the Initial Investment Strategy to the maximum extent feasible and that the PARTIES shall endeavor to incorporate the Electrification Infrastructure and Advanced Signal System projects into their respective plans and that the AUTHORITY shall reflect this MOU in its Business Plan by December 31, 2012.

That the aforementioned projects will need to be environmentally analyzed and cleared according to CEQA and NEPA guidelines as appropriate, including updating and recirculation of the Caltrain Electrification EA/FEIR completed in 2009.

That the AUTHORITY will endeavor in good faith to secure approval and release of \$ 600 million of Proposition 1A funds and \$106 million of Proposition 1A "connectivity" funds consistent with the funding plans contained in this MOU as required to complete at the earliest possible date, the Corridor Electrification Infrastructure and Advanced Signal System projects.

That the AUTHORITY will endeavor in good faith to secure approval of Proposition 1A "connectivity" funds for Bay Area project sponsors consistent with and in accordance with the schedule and project expenditure plan approved and as amended by the California Transportation Commission.

That the AUTHORITY will work with funding partners to assist in seeking and releasing the funds necessary to implement the Electrification Infrastructure Project and Advanced Signal System project. Local agencies may provide local funds, real property, or in-kind resources as matching funds where matching funds are required to qualify for grant funds. PARTIES agree to work together to identify the appropriate amounts and types of local resources that may be used to support the completion of the Electrification Infrastructure Project and the Advanced Signal System Project.

That the AUTHORITY and appropriate PARTIES will coordinate to obtain funding using a mutually agreed-upon strategy. In the event that funding for the program is constrained by statute, recession of existing law, change in funding requirements or eligibility, reduction in funding level or availability, the AUTHORITY and the PARTIES shall takes steps notify each other as needed in a timely manner.

Date: March 28, 2012
W.I.: 1512
Referred by: Commission

Attachment B
Resolution No. 4056
Page 1 of 2

FUNDING PLAN

**Program Costs and Proposed Funding
for
Peninsula Corridor Projects:
Electrification and Advance Signal System**

Program Costs <i>(in \$ millions, year of expenditure)</i>	
Advance Signal System / Positive Train Control (PTC)	\$231
Electrification and Electric Multiple Units (EMUs)	\$1,225
Total	\$1,456

Program Funding <i>(in \$ millions)</i>	
Source	Amount
JPB Contributions	\$180
JPB Local - Currently Available	\$11
Caltrain PTC	\$4
Subtotal Local	\$195
Prop 1A Connectivity	\$106
Prop 1A High Speed Rail Authority	\$600
Prop 1B Caltrain	\$24
Subtotal State	\$730
Federal RR Admin. for PTC	\$17
Federal Transit Admin prior/current obligations	\$43
Federal Transit Admin future obligations	\$440
Subtotal Federal	\$500
MTC Bridge Tolls	\$11
BAAQMD Carl Moyer	\$20
Subtotal Regional	\$31
Total	\$1,456

See Next Page for Notes.

Funding Plan Notes:

1. Caltrain Joint Powers Board (JPB) Local Contribution is \$60 million from San Mateo sales tax, \$60 million from VTA sales tax, and \$60 million from San Francisco (\$23 million from sales tax, \$37 million from Regional Transportation Improvement Program (RTIP)/local/other). Each agency's contribution is contingent on a like amount from the other two JPB partners.
2. Prop 1A Connectivity is \$42 million from Caltrain, \$26 million from VTA, and \$38 million from BART (2nd priority for BART after receipt of \$150 million for railcars). *(150 typo; 145 correct amount.)*
3. Prop 1B Caltrain is \$20 million Public Transportation Modernization, Improvement, and Service Enhancement Account (PTMISEA), \$4 million State-Local Partnership Program (SLPP).
4. FTA Prior/Current Obligations is \$16 million for electrification in prior years, \$27 million for EMUs in FY12.
5. FTA Future Obligations is \$315 million for electric multiple units (EMUs), \$125 million from fixed guideway caps. Funds will be programmed in accordance with MTC Transit Capital Priorities process between approximately FY2012-2013 and FY2022-2023.
6. Bridge Tolls is from Regional Measure 1 (RM1) West Bay Rail Reserve.
7. Bay Area Air Quality Management District (BAAQMD) funds to be confirmed.
8. Assumes that all local sources, Prop 1B PTMISEA, all federal sources, and bridge tolls can be used as match to Prop 1A funds, totaling \$726 million in matching funds for \$706 million in Prop 1A funds.
9. Other potential future funding sources could be substituted if secured, including federal Transportation Investment Generating Economic Recovery (TIGER) funds (such as current Caltrain application for \$44 million), State Interregional Transportation Improvement Program (ITIP) funds, and private financing.

Date: March 28, 2012
W.I.: 1512
Referred by: Commission

Attachment C
Resolution No. 4056
Page 1 of 3

PREPARING THE CALTRAIN CORRIDOR
FOR HIGH - SPEED RAIL:
ELECTRIFICATION AND
ADVANCED SIGNAL SYSTEM PROJECTS
MARCH 2012

ELECTRIFICATION INFRASTRUCTURE PROJECT

Electrification of the peninsula rail corridor is a necessary investment to support a blended Caltrain and high-speed rail system. In the short-term, electrification will bring more commuter service to our region in a quieter and greener way. For the long-term, electrification prepares the corridor to receive the high-speed rail system, which will provide a one-seat ride from downtown San Francisco to Los Angeles.

Project Scope

The electrification infrastructure project includes the installation of traction power facilities, poles and an overhead contact system, and the purchase of electric rolling stock to replace the current diesel trains, known as electric multiple units (EMUs). The project would extend for 52 miles from San Francisco to San Jose.

Short-Term Benefits

Caltrain electrification and use of EMUs will result in the following benefits:

- > Faster and more frequent service
- > Reduction of air pollutant emissions
- > Reduction of noise and vibration

Project Status

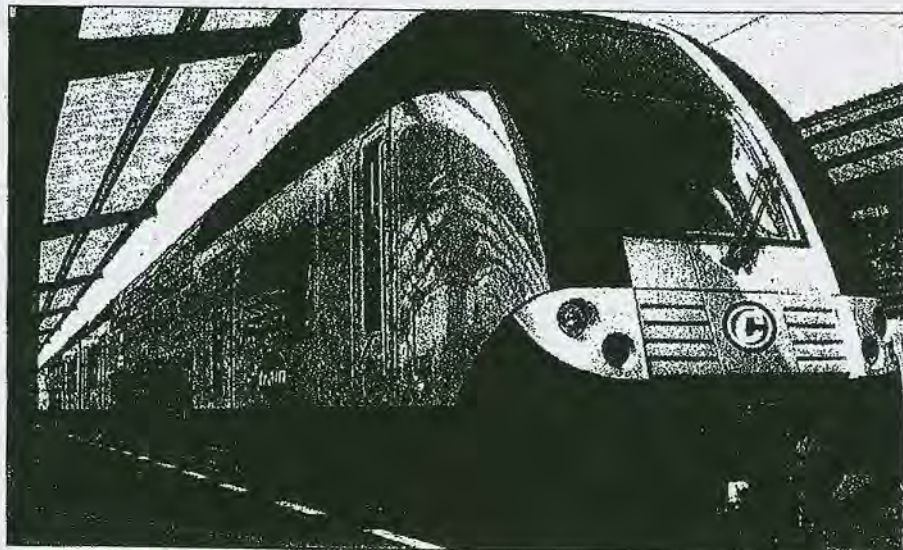
In 2009, 35% design and federal environmental clearance were completed. Board certification of the Environmental Assessment /Final Environmental Impact Report (EA/FEIR) to complete the state environmental process has not yet been obtained. If full funding is secured by Summer 2012, the planned project schedule is:

Project Status and Schedule*

Phase	Start	Complete
Environmental Clearance **	2012	2013
Final Design & Procurement	2013	2015
Construction & Vehicle Testing	2015	2019

* Schedule assumes design-bid-build procurement process.

** Update/recirculation of the Caltrain Electrification project EA/FEIR.



Caltrain EMU Vehicle

The advanced signal system is needed to support Caltrain and high-speed rail blended services on the peninsula corridor. The system is called Communications Based Overlay Signal System, also known as Positive Train Control (PTC).

Project Scope

The project serves two purposes. One is to provide enhanced performance attributes to maximize train throughput in the rail corridor. The other is to reduce the risk of train-to-train collisions and prevent trains from exceeding authorized speed limits. The system includes control center upgrades, wayside signals, sensors in the tracks, on-board computers, and connections to global positioning systems. The advanced signal system meets a federal mandate to achieve PTC by 2015.

Project Benefits

The advanced signal system will:

- > Accommodate blended Caltrain and high-speed trains in the peninsula corridor;
- > Increase the safety of the current signal system;
- > Enable more frequent and dependable passenger service; and
- > Improve grade crossing warning functions.

Additionally, it will enable Caltrain to maintain rail operations during construction, and support faster and more efficient construction schedules in a safer work environment. These capabilities will result in significant project cost savings and minimal service disruptions.

Peninsula Corridor Investment Strategy

Project Status

If full funding is secured by Summer 2012, the planned project schedule is:

Project Phases and Schedule

Phase	Start	Complete
Planning and Preliminary Design*	January 2008	July 2010
Procurement of DB Contractor	August 2010	December 2011
Hardware & Software Engineering	2012	2013
Construction / Installation	2013	2014
System Testing and Integration	2014	2015
Revenue Service		2015

* Project is exempt from environmental review.



Diagram of how an advanced signal system works

Chris Ramos | The Press-Enterprise



EXECUTIVE DECISION DOCUMENT

GENERAL MANAGER APPROVAL: <i>[Signature]</i>		GENERAL MANAGER ACTION REQ'D: APPROVE AND FORWARD TO THE BOARD OF DIRECTORS		
DATE: 4/26/12		BOARD INITIATED ITEM: No		
Originator/Prepared by: Susan Presley Dept: Rolling Stock and Shops	General Counsel	Controller/Treasurer	District Secretary	BARC
Signature/Date: <i>[Signature]</i> 4/19/12	<i>[Signature]</i> 4/19/12	<i>[Signature]</i> []	<i>[Signature]</i> []	<i>[Signature]</i> 4/19/12
Status: Draft		Date Created: 03/05/2012		

TITLE:

AWARD OF CONTRACT NO. 40FA-110 FOR PROCUREMENT OF TRANSIT VEHICLES

NARRATIVE:

PURPOSE:

- 1) At the Board meeting on April 26, 2012, to provide information to the Board regarding the staff recommendation to obtain Board authorization for the General Manager to award Contract No. 40FA-110 for the Procurement of Transit Vehicles, to Bombardier Transit Corporation.
- 2) At the Board meeting on May 10, 2012, or a subsequent Board meeting, to obtain Board authorization for the General Manager to award Contract No. 40FA-110 for the Procurement of Transit Vehicles, to Bombardier Transit Corporation.

DISCUSSION: Public Contract Code Section 20216 governs the process for the District's procurements of electronic and specialized rail transit equipment by competitive negotiation under Public Contract Code Section 20229.1. Section 20216(e) provides that such a contract may not be awarded until 15 days after the staff's recommendation is made available to the public. Therefore, staff's recommendation for award of the subject Contract will be made available to the public on April 23, 2012, and will be presented at the Board meeting on April 26, 2012, for information purposes only. Staff will request that the Board authorize the General Manager to award the Contract at the Board meeting on May 10, 2012.

For ease of reference, this single Executive Decision Document supports staff's information only item on the April 26 Board meeting agenda and the action item on the May 10 Board meeting agenda, or an agenda for a subsequent Board meeting.

Since the initial procurement of A/B transit vehicles in the early 1970s, the District has procured additional vehicles (C1 and C2) and rehabilitated the original A/B vehicles. The District currently has 669 vehicles. The projected end of useful life for each existing vehicle will occur between 2012 and 2019, depending on the age of the vehicle and whether and when it was rehabilitated. The critical need for the District to procure new cars in order to continue providing reliable transportation for decades to come also presents a unique opportunity. For the first time in forty years, the District will be able to procure new vehicles based on specifications that will allow new technology, and that will not be constrained by the need for inter-operability between existing and new vehicles.

On June 11, 2009, the Board of Directors authorized the procurement of transit vehicles by competitive negotiation under Public Contract Code Section 20229.1. The District issued Request for Proposal (RFP) No. 40FA-110 for the Procurement of Transit Vehicles on September 16, 2009. The scope of work for the Base Contract in the RFP, as amended, generally consists of providing the design, engineering, mockups, manufacture, assembly, testing, delivery and acceptance testing for 260 new heavy rail transit vehicles, ready for revenue service as an integral part of the District's transportation system, and associated program management, in-service support, publications, warranty, training and data submittal. Additionally, the RFP includes two Options for 150 vehicles each, one Option for 100 vehicles, and one Option for 115 vehicles, for a total of 775 vehicles in the Base Contract and Options.

Initial Proposals were received on June 29, 2010 from the following five (5) companies: Alstom Transportation, Inc. (Alstom), Bombardier Transit Corporation (Bombardier), CAF USA, Inc., China Southern Railroad (CSR) and Hyundai Rotem USA Corporation (Rotem).

The five (5) initial Proposals were reviewed by the Proposal Evaluation Committee, consisting of two independent Subcommittees, a Technical Evaluation Subcommittee and a Price Evaluation Subcommittee. The Subcommittees evaluated the Proposers' initial Technical Proposals, Qualifications, and Price Proposals in accordance with the RFP and the Detailed Evaluation Procedure for the procurement. The review of initial Technical Proposals was completed prior to the opening of Price Proposals. Initial Proposal Prices and the Engineer's Estimate are shown in a table in Attachment 1, along with a table showing evaluation scores for the Initial Proposals.

Based on the combined scores for the initial Proposals of each Proposer, the Proposal Evaluation Committee determined that Alstom, Bombardier, and Rotem were in the competitive range, and invited them to participate in negotiations with District staff in October 2011. After negotiations were concluded with the three Proposers, the District issued a Request for Best and Final Offer (BAFO) on December 13, 2011. Among other changes, the Request for BAFO included the incorporation of a Buy America bid preference. The preference was authorized by the Buy America Bid Preference Policy for Federally Funded Rolling Stock that was adopted by the Board in November 2011, with an effective date of January 1, 2012. The bid preference would be applied to Price Proposals for Proposals in which the cost of components and subcomponents produced in the United States exceeded the minimum FTA requirement of 60% of the cost of all components. For each such excess percentage point, a downward adjustment of 0.25 percent of the total Proposal Price would be applied for evaluation purposes only, up to a maximum 10% reduction of the Proposal Price for 100% domestic content.

BAFO Proposals were received on February 28, 2012. The Proposal Evaluation Committee followed the same procedure for evaluating BAFO Proposals as was followed for initial Proposals, except that price scores were adjusted to reflect a Buy America bid preference. The unadjusted prices in the BAFO Price Proposals were as follows:

Proposer	Base	Option 1	Option 2	Option 3	Option 4	Total Proposal Price
Alstom	\$728,043,901	\$293,665,474	\$294,393,611	\$220,583,075	\$190,339,128	\$1,727,025,189
Bombardier	\$630,502,694	\$265,832,100	\$265,832,100	\$203,804,610	\$177,221,400	\$1,543,192,904
Rotem	\$1,032,083,020	\$504,624,900	\$509,568,600	\$395,676,130	\$349,442,200	\$2,791,394,850

The table below shows the effect of the Buy America bid preference on each total Price Proposal for evaluation purposes only. The District has verified the domestic content percentage proposed by Bombardier, the apparent successful proposer, by performing a Buy America pre-award audit.

Proposer	Total Proposal Price	Domestic Content %	Buy America Bid Preference Total Price	Total Price Score Adjusted for Buy America Bid Preference
Alstom	\$1,727,025,189	95%	\$1,575,901,360	31.83
Bombardier	\$1,543,192,904	66%	\$1,520,045,011	33
Rotem	\$2,791,394,850	70%	\$2,723,005,676	18.42

The table below shows the Technical and adjusted Price scores for each Proposer, and their combined scores.

Proposer	Technical Score	Price Score	Combined Score
Alstom	41.39	31.83	73.22
Bombardier	46.70	33.00	79.70
Rotem	30.05	18.42	48.47

The Proposer with the highest combined score is Bombardier. Bombardier also received the highest scores of the three Proposers for both Technical Proposals and Price Proposals. While Alstom's Buy America domestic content was significantly higher than Bombardier's, Bombardier's price was low enough to receive the maximum number of points available for Price.

Bombardier's total Proposal Price of \$1,543,192,904 is 25% below the Engineer's Estimate of \$2,055,015,278 and is considered to be fair and reasonable. Staff has also determined that the proposal submitted by Bombardier is the most advantageous to the District with price and other factors considered. Furthermore, review of Bombardier's business experience and financial capabilities has resulted in a determination that Bombardier is responsible and possesses the requisite technical expertise, business experience, and financial capabilities for Contract award.

As a Transit Vehicle Manufacturer (TVM), Bombardier has certified that it has met the FTA requirement set forth in 49 CFR Section 26.49 that TVMs for FTA-assisted vehicle procurements have submitted a current annual DBE goal to the FTA, and that the goal has been either approved or not disapproved. The Office of Civil Rights has reviewed the applicable FTA website and confirmed that the certification is accurate.

FISCAL IMPACT:

Funding for the Base Contract of 260 vehicles and Option 1 of 150 vehicles in the amount of \$896,334,794, plus applicable tax and escalation, will come from funding sources identified in the Joint BART/MTC Resolution Nos. 5134 and 3918 respectively, adopted by the BART Board of Directors and the MTC Commission in April and December, 2010 respectively; and the Agreement Regarding Procurement of Vehicles for the Santa Clara County BART Extension, between BART and the Santa Clara Valley Transportation Authority (VTA), currently being negotiated (Agreement). Since the agreement has not been executed, funding for the vehicles required by VTA will be provided per the terms of the New Vehicle Procurement BART/VTA Principles of Agreement for Cost Sharing, dated April 21, 2011 (Principles).

Per the terms of Resolution Nos. 5134 and 3918, MTC and BART agreed to a phased funding plan for the planned replacement cost of the District's 669 car fleet. This overall funding plan consists of 75% MTC regional funds and 25% BART controlled funds. MTC's funding commitment is limited to \$871 million in regional funds in Phase 1, and a framework for the planned balance. MTC agreed to program FTA and FHWA funds subject to Congressional authorization and appropriation, the availability of funds, and other critical regional transit capital needs, in a timely manner in order to meet cash flow needs and minimize financing costs.

In keeping with this policy level commitment, 350 vehicles of the 410 vehicles included in the combined Base Contract and Option 1 will be funded with MTC regional funds and BART funds at an approximate ratio of 75% to 25%. The 60 vehicles included in the Base Contract attributed to VTA will be funded per the terms of the Agreement and Principles with VTA.

MTC FEDERAL FORMULA AND OTHER REGIONAL FUNDS

Per MTC Resolution No. 3918, the funding sources for the \$871 million commitment include projected FTA Section 5307 and 5309 Fixed Guideway, FHWA STP, population-based spillover (or successor programs) and/or other anticipated funding sources included in Transportation 2035 and to be included in future Regional Transportation Plans, and projected earnings on the BART Car Replacement Funding Exchange Account.

A total of \$561,063,546 in MTC funds is required as the 75% contribution to fund the Base Contract and Option 1. Of this amount, \$135,500,000 has already been received, leaving a balance of \$425,563,546 to be received, as necessary funding for the Base Contract and Option 1. The remaining balance of \$309,936,454 due from the \$871 million MTC commitment is expected prior to FY 19, per MTC Resolution No. 3918.

BART FUNDS

Per BART Resolution No. 5134, BART committed to provide a total of \$806 million in BART pursued and controlled revenues as local match to MTC regional funds. The first \$150 million

was to be funded from State Proposition 1A High Speed Rail (HSR) bond funds with the balance to be future BART controlled revenues such as State Transit Assistance Revenue-Based funds, general obligation bonds, parcel taxes, fare increases, or other means. Since HSR funds failed to materialize, BART-generated funds have been provided. Thus far, a total of \$22.4 million has been allocated as a combination of local match to prior federal grants and an initial FY 11 year end operating allocation. The FY 13 Preliminary Budget includes an allocation of \$45.7 million to a newly established Railcar Sinking Fund, resulting in a total of \$68.1 million of BART funds available.

A total of \$187,021,182 in BART funds is required as the 25% contribution to fund the Base Contract and Option 1. Following the adoption of the FY13 Preliminary Budget, a total of \$68.1 million will have been allocated. The remaining amount of \$118,921,182 required to fund the Base Contract and Option 1 will be funded from allocations from the operating budget in the amount of approximately \$45 million annually for the next three years. Following the Base Contract and Option 1, the District's remaining balance of \$618,978,818 due from the \$806 million commitment in Resolution No. 5134 may be funded through continuing allocations from the operating budget at a rate of approximately \$45 million per year, HSR bond funds, when available, as well as any of the BART controlled or pursued revenues listed above.

SANTA CLARA VALLEY TRANSPORTATION AUTHORITY

VTA has made a commitment to fund the 60 vehicles necessary for the extension of the BART system into Santa Clara County. These vehicles are included in the Base Contract. Per the terms of the Principles, VTA will provide \$148,250,066, plus applicable tax and escalation.

The recommended Board motion authorizes the award of the Base Contract and Option 1, subject to the availability of funding. Staff will return to the Board with a funding plan and request for approval to exercise Options 2, 3, and 4, in the amount of \$646,858,110, plus applicable tax and escalation.

The Notice of Award for the Base Contract and Option 1 will be issued only after the Controller/Treasurer has certified that funding is available.

ALTERNATIVES:

1. Do not procure new rail vehicles and continue indefinitely to operate using existing equipment that is no longer supported by the original manufacturer. This is not a feasible alternative as it would result in severe operational delays to revenue service.
2. Reject all bids and re-advertise the Contract. This would result in 1) a delay of the procurement by 18 -21 months, 2) additional District staffing costs and higher vehicle prices, 3) a potential loss of federal funding for the vehicles, and 4) inability to meet commitments for Berryessa and San Jose Extensions.

RECOMMENDATION: Adopt the following motion at the Board meeting on May 10, 2012, or a subsequent Board meeting:

MOTION: The Board finds that Bombardier Transit Corporation's proposal is most advantageous to the District with price and other factors considered. The General Manager is authorized to award Contract No. 40FA-110, Procurement of Transit Vehicles, to Bombardier Transit Corporation, for the Proposal price of \$630,502,694, plus applicable tax and escalation for the Base Contract of 260 vehicles, and the Proposal price of \$265,832,100, plus applicable tax and escalation for Option 1, subject to the District's protest procedures and FTA's requirements related to protests procedures. Staff will return to the Board with a funding plan and request for approval to exercise Options 2, 3, and 4.

Attachment 1

Initial Price Proposals

Proposer	Base	Option 1	Option 2	Option 3	Option 4	Total Proposal Price
Alstom	\$782,772,638	\$326,684,274	\$325,482,094	\$245,506,669	\$214,696,364	\$1,895,142,039
Bombardier	\$767,103,348	\$353,999,970	\$353,999,970	\$271,399,977	\$235,999,980	\$1,982,503,245
CAF	\$707,898,296	\$399,120,780	\$399,120,780	\$305,992,598	\$266,080,520	\$2,078,212,974
CSR	\$779,344,556	\$373,449,670	\$373,449,670	\$286,311,414	\$248,966,447	\$2,061,521,757
Rotem	\$798,999,710	\$351,474,600	\$355,496,100	\$282,838,360	\$257,398,000	\$2,046,206,770

Initial Scores

Proposer	Technical Score	Price Score	Combined Score
Alstom	42.8	33	75.80
Bombardier	46.91	31.55	78.46
CAF	18.73	30.09	48.82
CSR	6.24	30.34	36.58
Rotem	29.10	30.56	59.66

Quarterly Service Performance Review
Third Quarter, FY 2012
January - March, 2012

Engineering & Operations Committee
May 10, 2012

SUMMARY CHART 3rd QUARTER FY 2012

PERFORMANCE INDICATORS	CURRENT QUARTER			PRIOR QTR ACTUALS		YEAR TO DATE		
	ACTUAL	STANDARD	STATUS	LAST	THIS QTR	ACTUAL	STANDARD	STATUS
				QUARTER	LAST YEAR			
Average Ridership - Weekday	366,245	346,376	MET	361,562	341,451	363,803	345,560	MET
Customers on Time								
Peak	95.93%	96.00%	NOT MET	94.49%	93.64%	95.53%	96.00%	NOT MET
Daily	96.20%	96.00%	MET	95.22%	94.73%	95.92%	96.00%	NOT MET
Trains on Time								
Peak	93.83%	N/A	N/A	91.82%	90.22%	93.01%	N/A	N/A
Daily	94.97%	94.00%	MET	93.19%	92.24%	94.16%	94.0%	MET
Peak Period Transbay Car Throughput								
AM Peak	99.36%	97.50%	MET	99.29%	99.43%	99.44%	97.50%	MET
PM Peak	99.69%	97.50%	MET	99.19%	99.49%	99.42%	97.50%	MET
Car Availability at 4 AM (0400)	584	573	MET	581	587	584	573	MET
Mean Time Between Failures	3,069	2,900	MET	3,379	3,362	3,236	2,900	MET
Elevators in Service								
Station	99.30%	98.00%	MET	98.40%	97.80%	98.61%	98.00%	MET
Garage	98.23%	98.00%	MET	94.60%	99.33%	97.16%	98.00%	NOT MET
Escalators in Service								
Street	87.67%	95.00%	NOT MET	88.33%	94.83%	88.43%	94.33%	NOT MET
Platform	94.17%	96.00%	NOT MET	93.87%	95.87%	94.40%	94.67%	NOT MET
Automatic Fare Collection								
Gates	99.13%	98.00%	MET	99.30%	99.20%	99.29%	98.00%	MET
Vendors	95.40%	95.00%	MET	95.27%	95.57%	95.23%	95.00%	MET
Wayside Train Control System	0.63	1.50	MET	0.91	1.30	0.85	1.50	MET
Computer Control System	0.033	0.15	MET	0.037	0.010	0.026	0.15	MET
Traction Power	0.09	0.35	MET	0.05	0.40	0.09	0.35	MET
Transportation	0.40	0.60	MET	0.52	0.41	0.44	0.60	MET
Environment Outside Stations	2.81	2.80	MET	2.84	2.82	2.85	2.80	MET
Environment Inside Stations	2.87	2.90	NOT MET	2.87	2.93	2.88	2.90	NOT MET
Station Vandalism	3.08	3.19	NOT MET	3.11	3.14	3.11	3.19	NOT MET
Station Services	3.05	3.06	NOT MET	3.05	3.07	3.05	3.06	NOT MET
Train P.A. Announcements	3.14	3.09	MET	3.14	3.12	3.14	3.09	MET
Train Exterior Appearance	2.88	3.00	NOT MET	2.90	2.91	2.88	3.00	NOT MET
Train Interior Cleanliness	2.84	2.94	NOT MET	2.87	2.94	2.86	2.94	NOT MET
Train Temperature	3.23	3.12	MET	3.20	3.25	3.19	3.12	MET
Customer Complaints								
Complaints per 100,000 Passenger Trips	3.53	5.07	MET	3.25	4.33	3.53	5.07	MET
Safety								
Station Incidents/Million Patrons	4.07	5.50	MET	4.17	5.18	4.02	5.50	MET
Vehicle Incidents/Million Patrons	0.59	1.30	MET	0.77	0.84	0.85	1.30	MET
Lost Time Injuries/Illnesses/Per OSHA	6.70	7.50	MET	5.14	4.54	6.83	7.50	MET
OSHA-Recordable Injuries/Illnesses/Per OSHA	15.22	13.30	NOT MET	12.41	14.48	14.93	13.30	NOT MET
Unscheduled Door Openings/Million Car Miles	0.060	0.300	MET	0.250	0.200	0.143	0.300	MET
Rule Violations Summary/Million Car Miles	0.130	0.500	MET	0.120	0.260	0.143	0.500	MET
Police								
BART Police Presence	2.40	2.50	NOT MET	2.42	2.37	2.42	2.50	NOT MET
Quality of Life per million riders	44.02	N/A	N/A	63.98	33.31	49.60	N/A	N/A
Crimes Against Persons per million riders	1.69	2.00	MET	1.97	1.72	1.91	2.00	MET
Auto Theft and Burglaries per 1,000 parking spaces	5.11	8.00	MET	4.83	5.11	5.05	8.00	MET
Police Response Time per Emergency Incident (Minutes)	4.60	5.00	MET	5.80	3.40	5.14	5.00	NOT MET
Bike Thefts (Quarterly Total and YTD Quarterly Average)	166	150.00	NOT MET	198	120	194	150.00	NOT MET

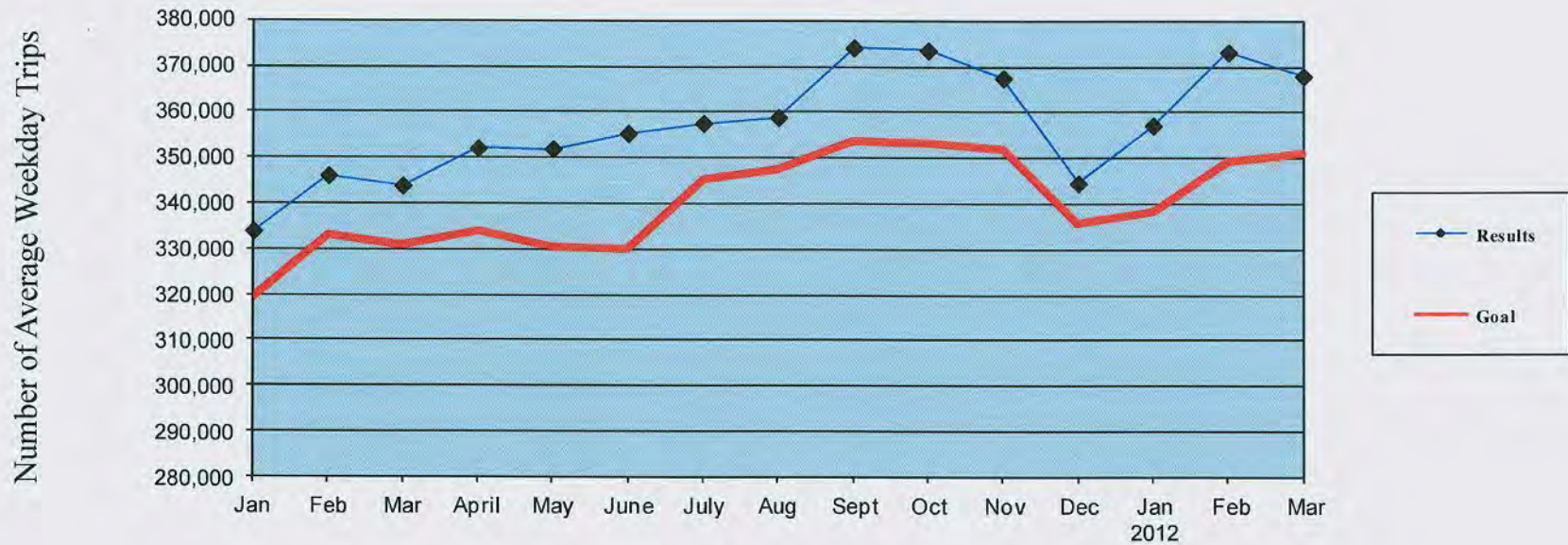
LEGEND: Appropriate Trend Watch the Trend Negative Trend

FY12 Third Quarter Overview...

- ✓ Continued strong ridership growth, weekday up 7.3%
- ✓ Record setting train service reliability
- ✓ Customer rated attributes (PES) steady
- ✓ Availability indicators OK except for street escalators
- ✓ Complaints up from last quarter, down from same quarter last year

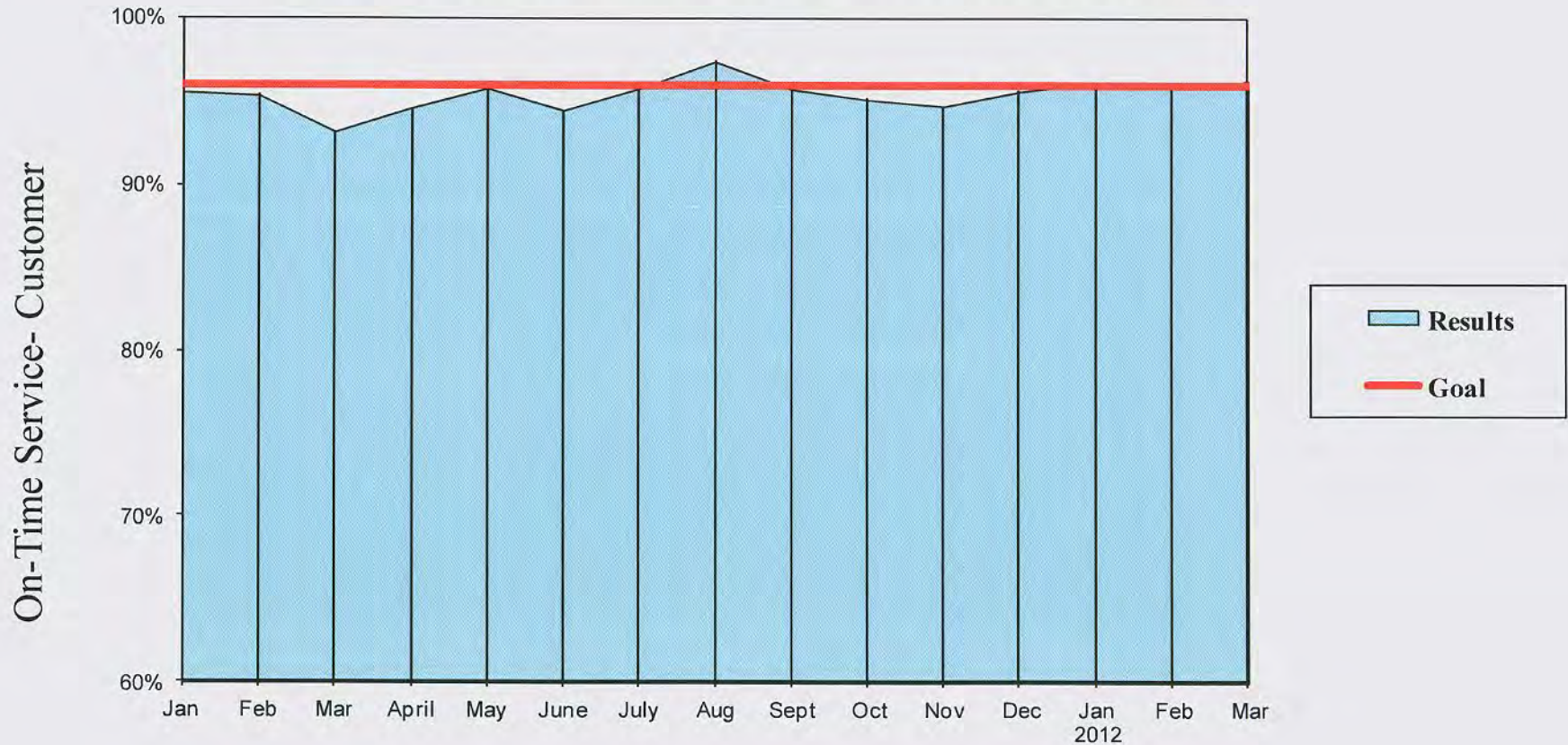


Customer Ridership



- ✓ Total ridership increased by 9.0% compared to same quarter last year
- ✓ Average weekday ridership (366,245) up 7.3% over same quarter last year; core weekday ridership up by 6.7% and SFO Extension weekday ridership up by 11.6%
- ✓ Saturday and Sunday up by 12.5% and 13.6%, respectively

On-Time Service - Customer



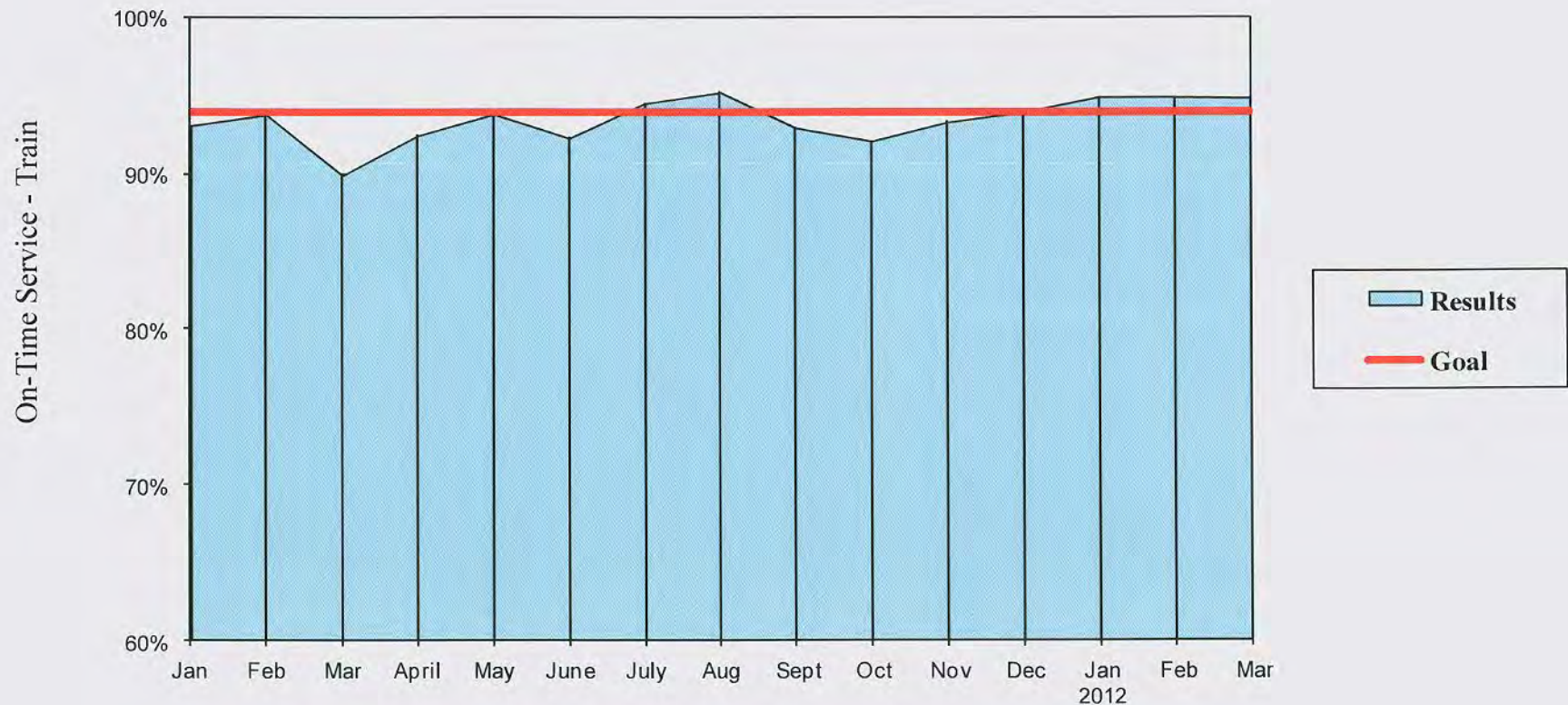
- ✓ Goal exceeded, 96.2%
- ✓ Each month of this quarter, more than 50% of late trains were due to “Miscellaneous” causes (earthquake, medical, police action, etc.)



SERVICE : How are we doing?



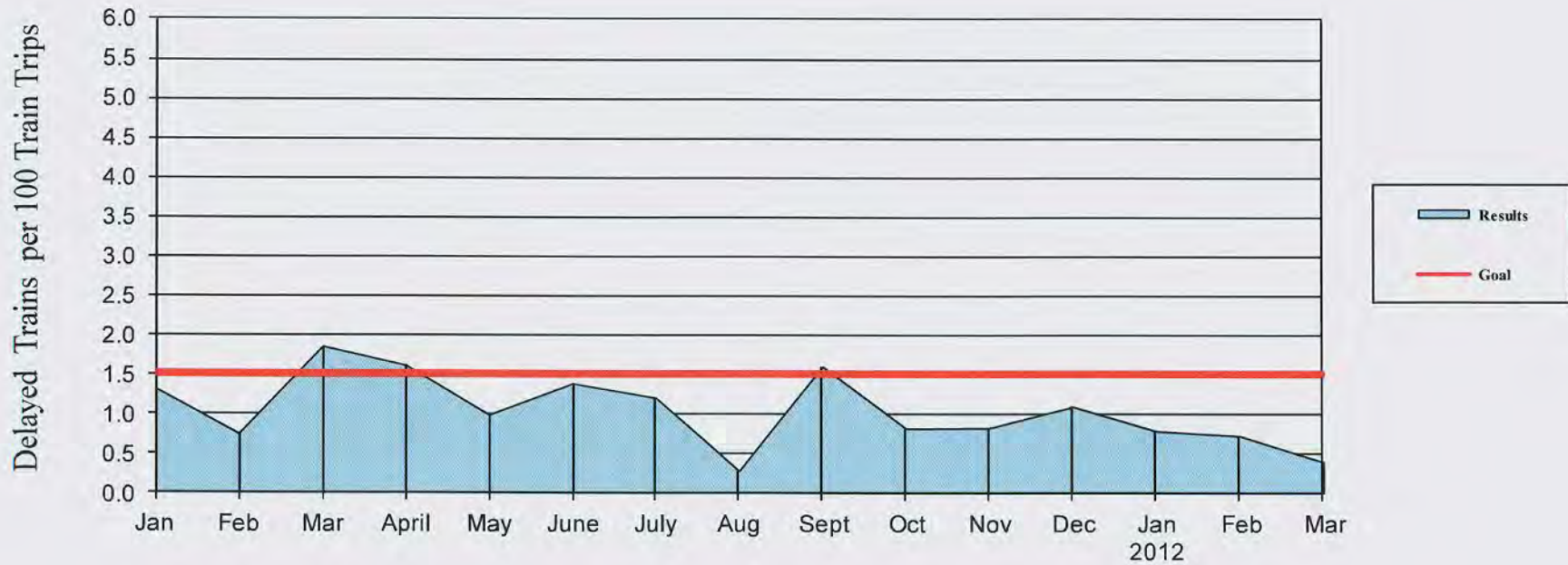
On-Time Service - Train



- ✓ Goal exceeded, 94.97%
- ✓ Ten biggest delays of quarter:
 - 4 medical
 - 3 earthquake
 - 1 each: vehicle, train control, track maintenance
- ✓ Highest train on-time since 1995

Wayside Train Control System

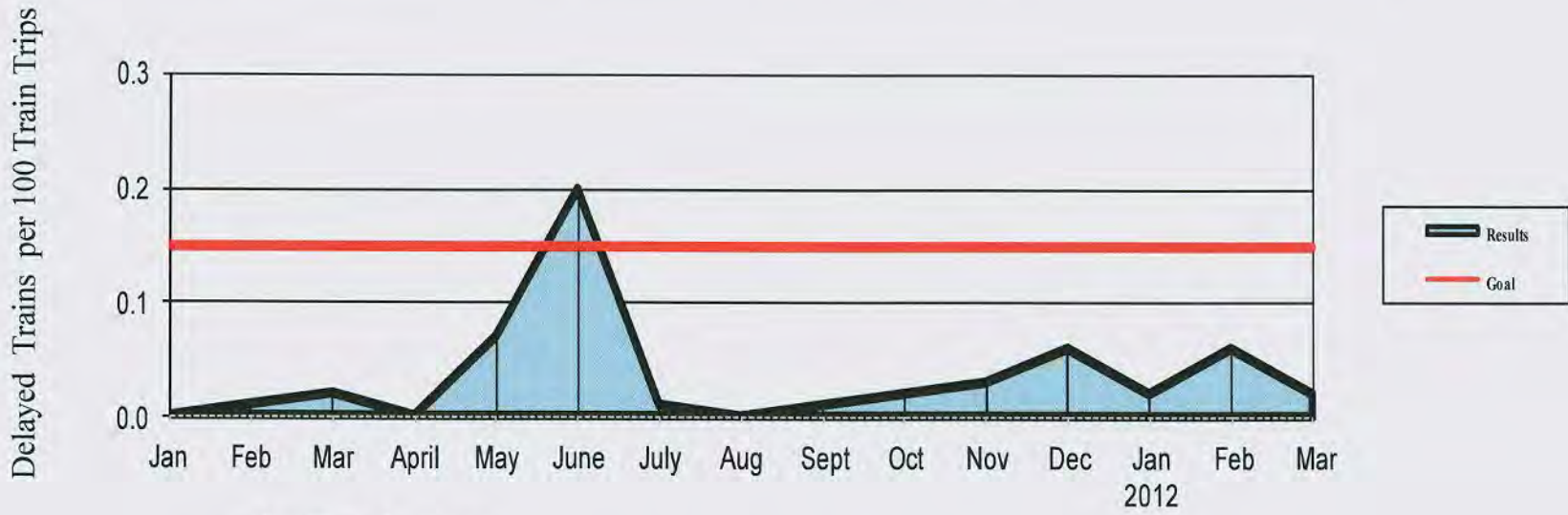
Includes False Occupancy & Routing, Delays Per 100 Train Runs



- ✓ Goal met for the quarter
- ✓ C Line wayside card packs 80% complete
- ✓ Wayside MUX box lightning arrestor replacement, currently working on the K-Line & A-Line
- ✓ Train Control reliability very important component of on-time performance

Computer Control System

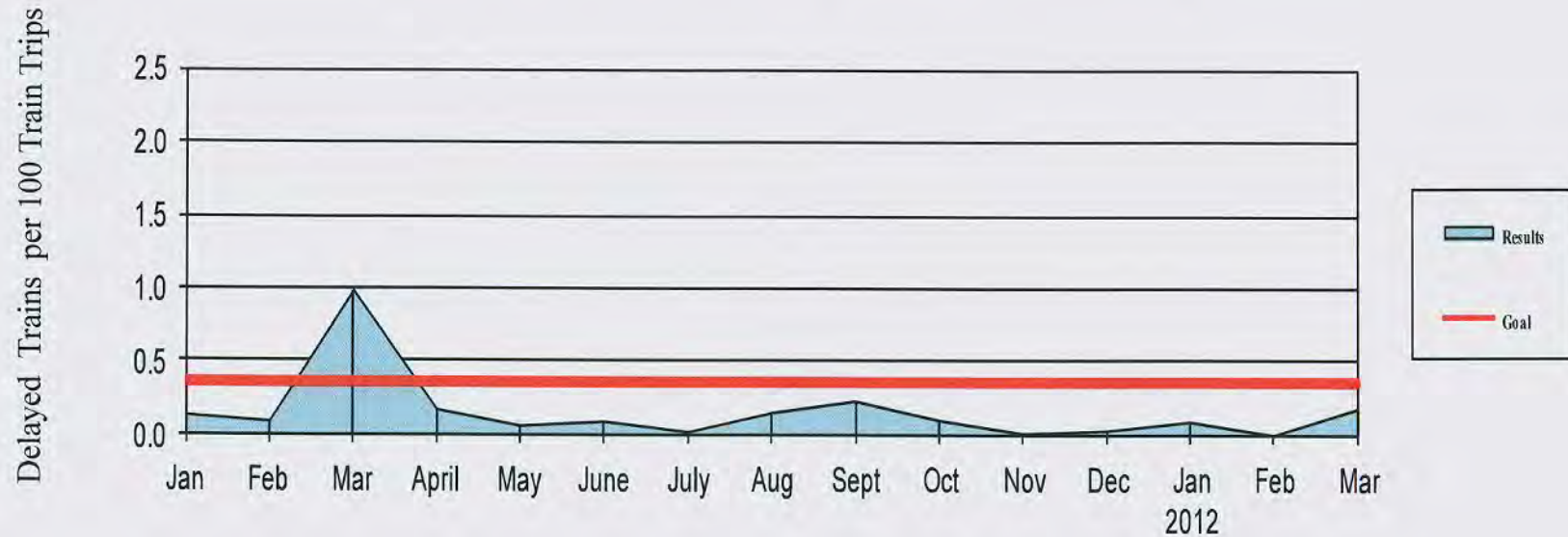
Includes ICS computer & SORS, Delays per 100 train runs



- ✓ Goal met
- ✓ ICS being continuously modified:
 - Connectivity to California Seismic Network
 - TBT cathodic protection monitoring
 - Interlocking conversion from relay to VHLC
 - Wayside worker safety upgrades
 - Enhanced TBT descriptors
- ✓ Hardware change-outs as end of useful life reached

Traction Power

**Includes Coverboards, Insulators,
Third Rail Trips, Substations,
Delays Per 100 Train Runs**

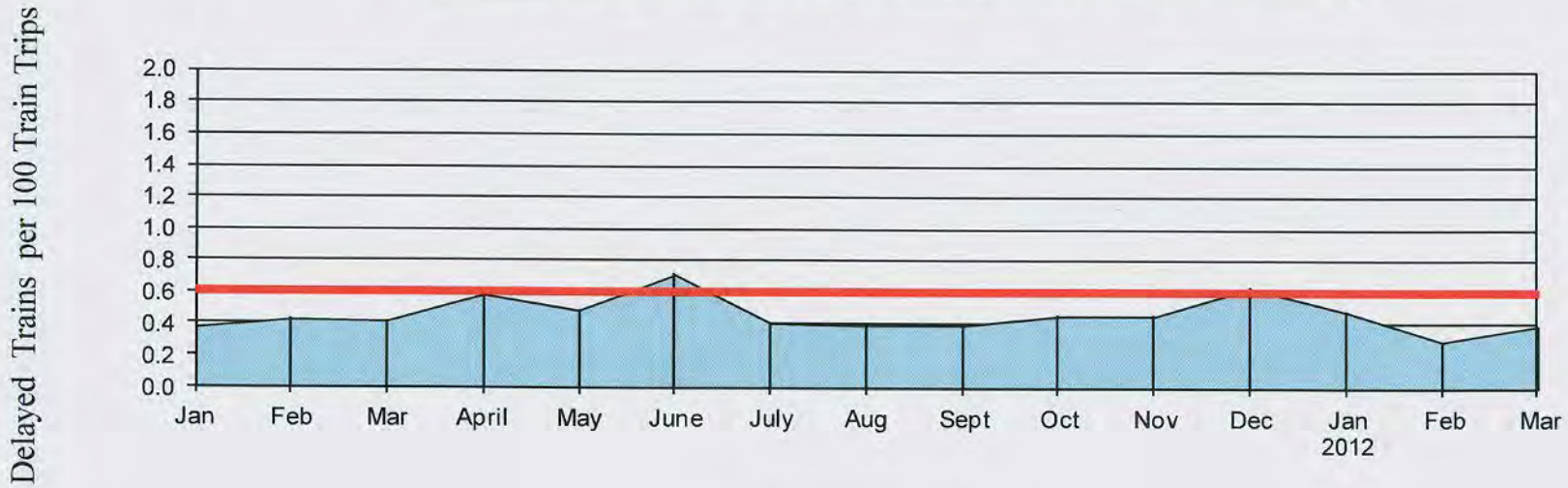


- ✓ Goal met
- ✓ Continued benefit of coverboard bracket project



Transportation

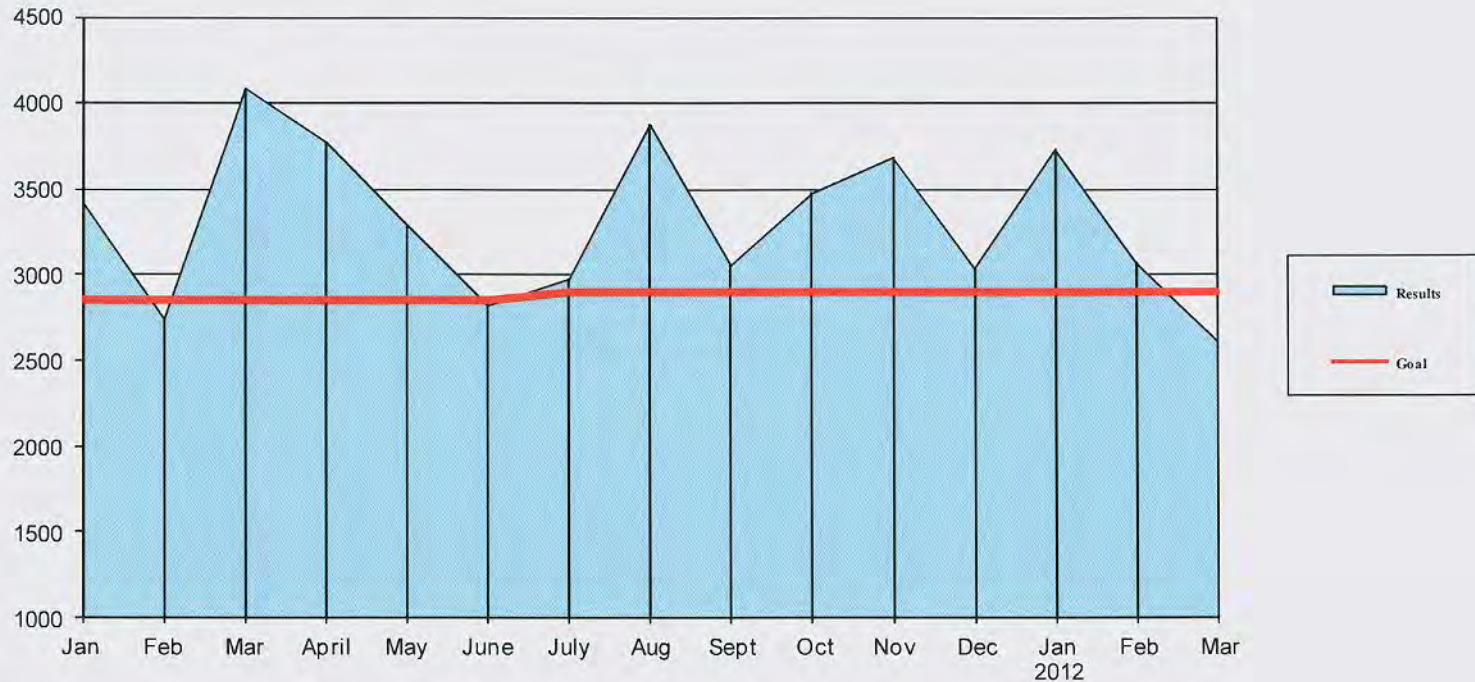
Includes Late Dispatches, Controller-Train Operator-Tower Procedures and Other Operational Delays Per 100 Train Runs



✓ Goal met

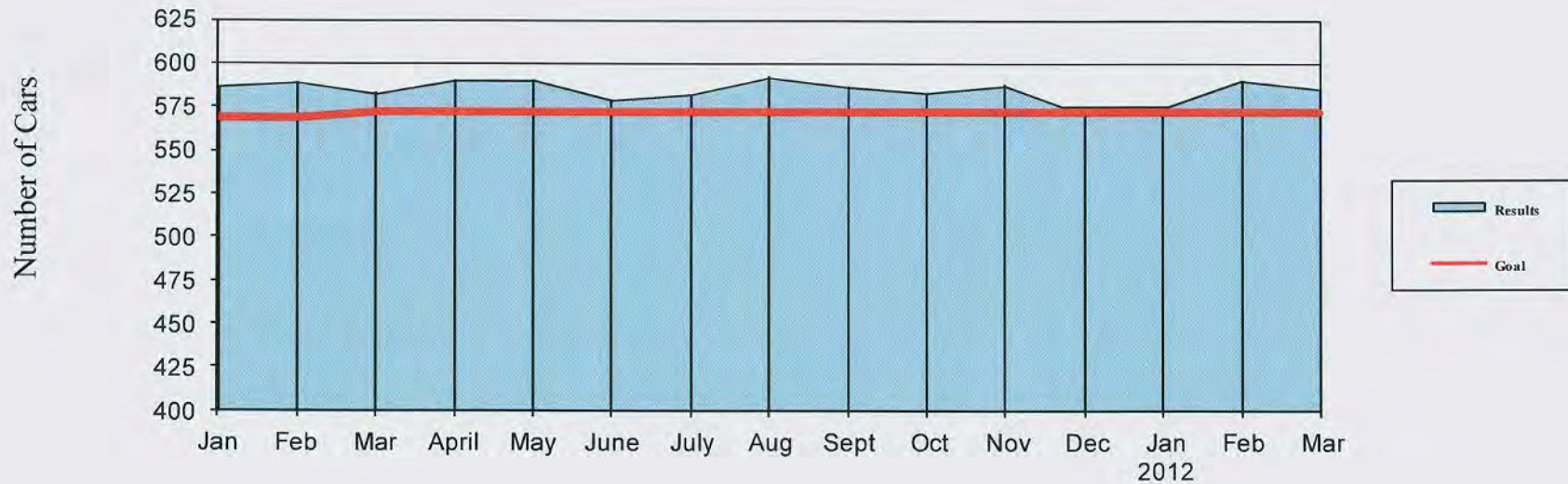
Car Equipment - Reliability

Mean Time Between Failures (Hours)



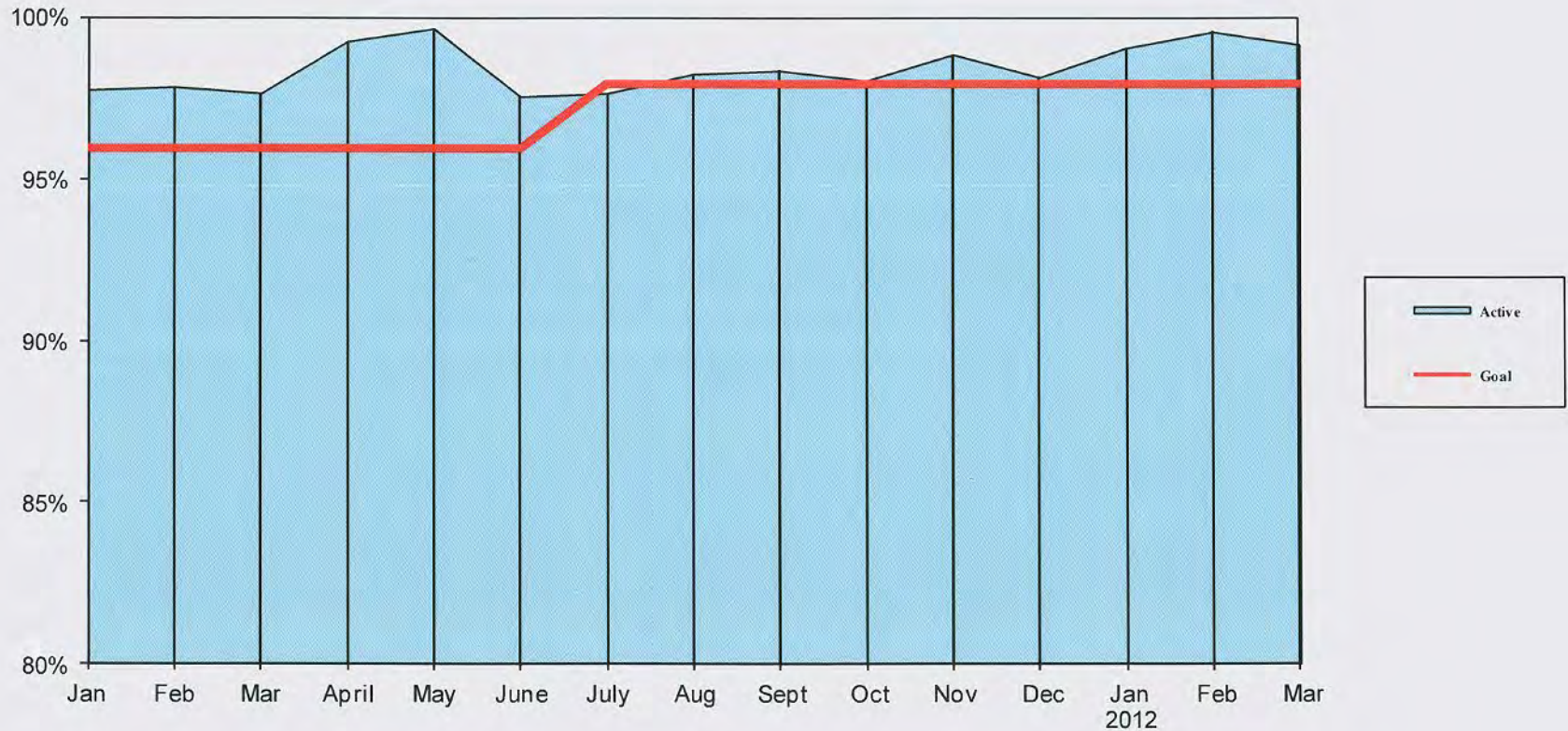
- ✓ Goal met
- ✓ Seeking solutions to encoder problem caused by bad computer chips; faulty encoders cause delays

Car Equipment - Availability @ 0400 hours



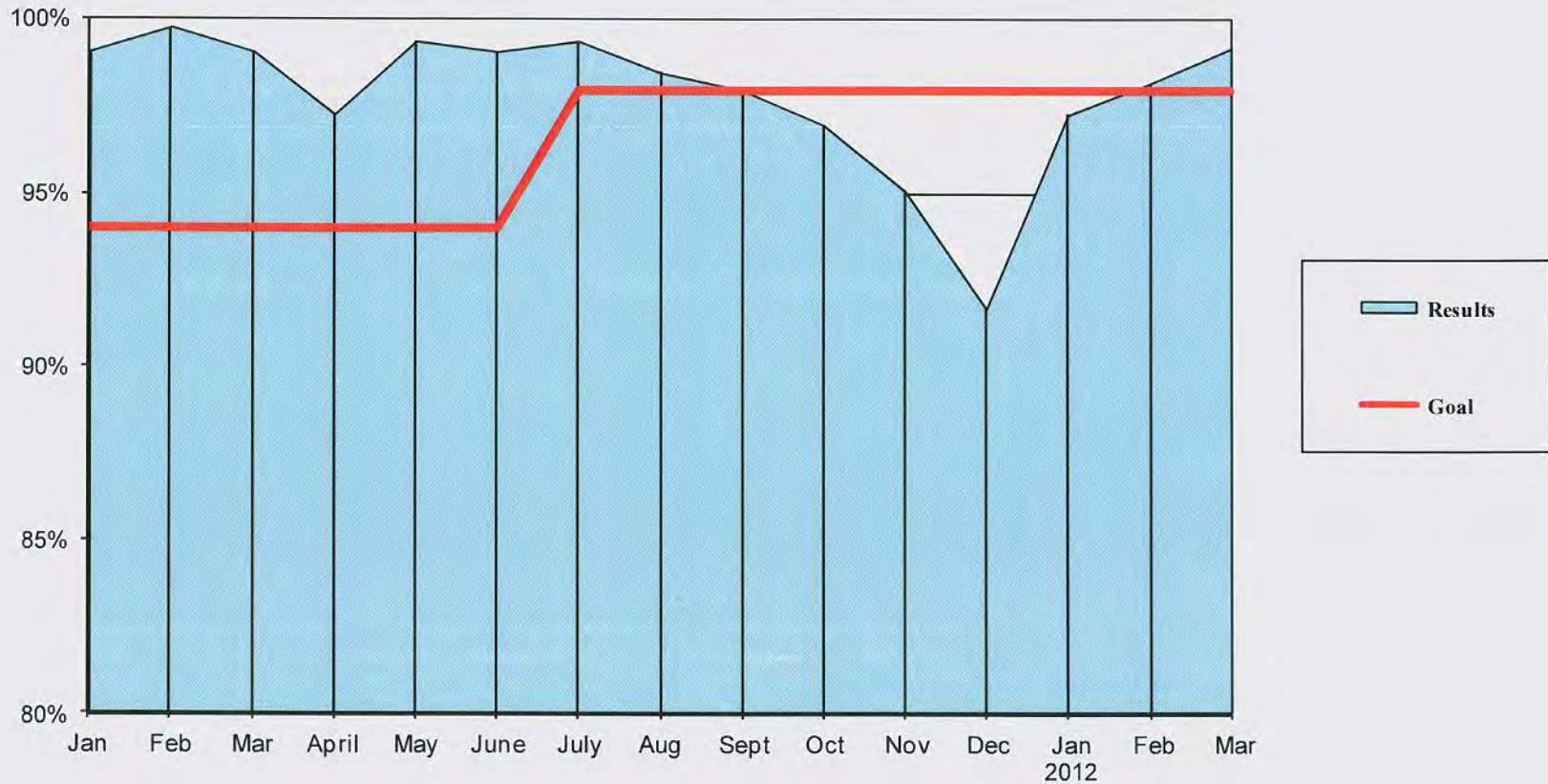
- ✓ Goal met
- ✓ Daly City Shop and Transportation have made good progress on a lingering Blue Line train sizing problem

Elevator Availability - Stations



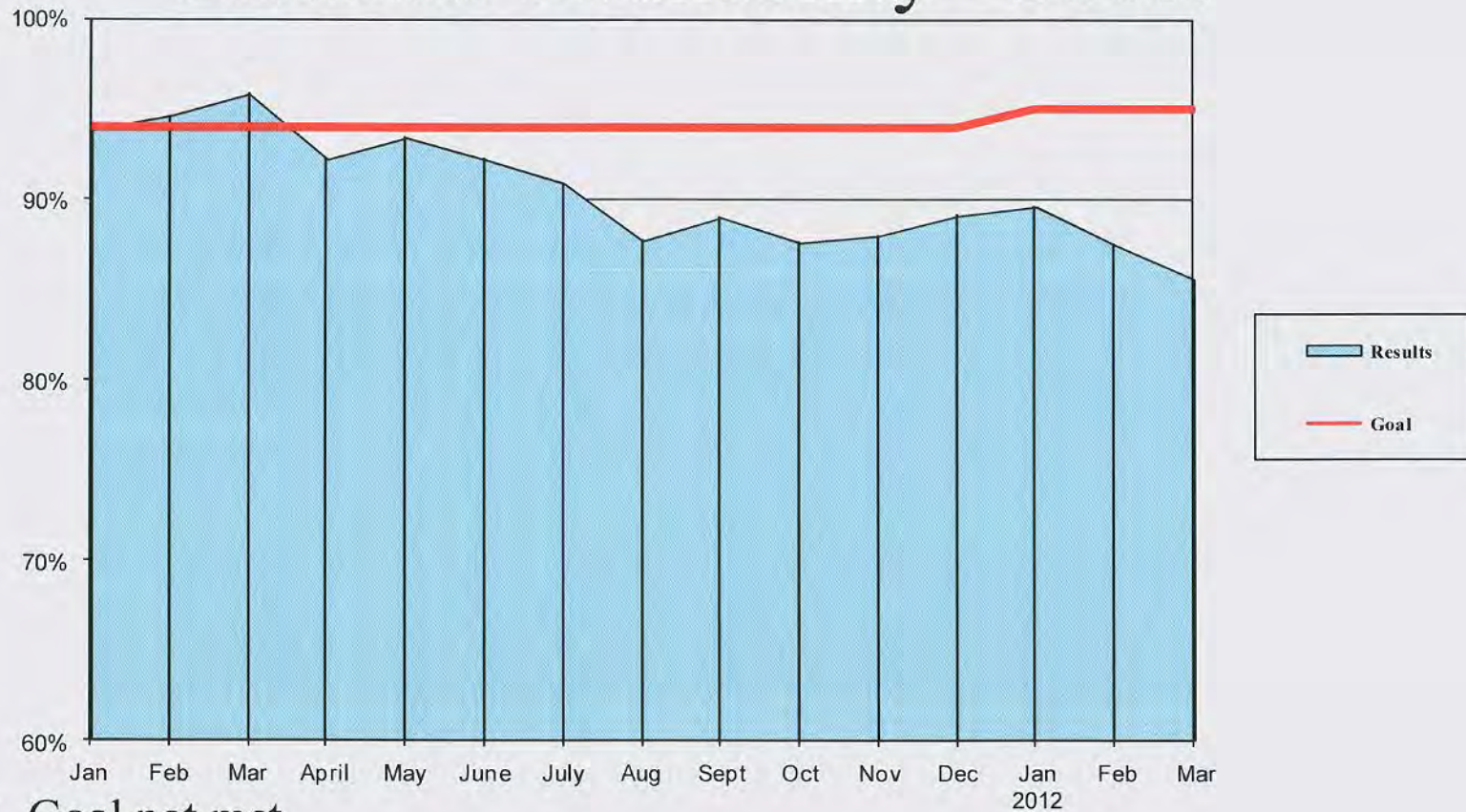
- ✓ Goal exceeded, 99.3%
- ✓ Performance improved

Elevator Availability - Garage



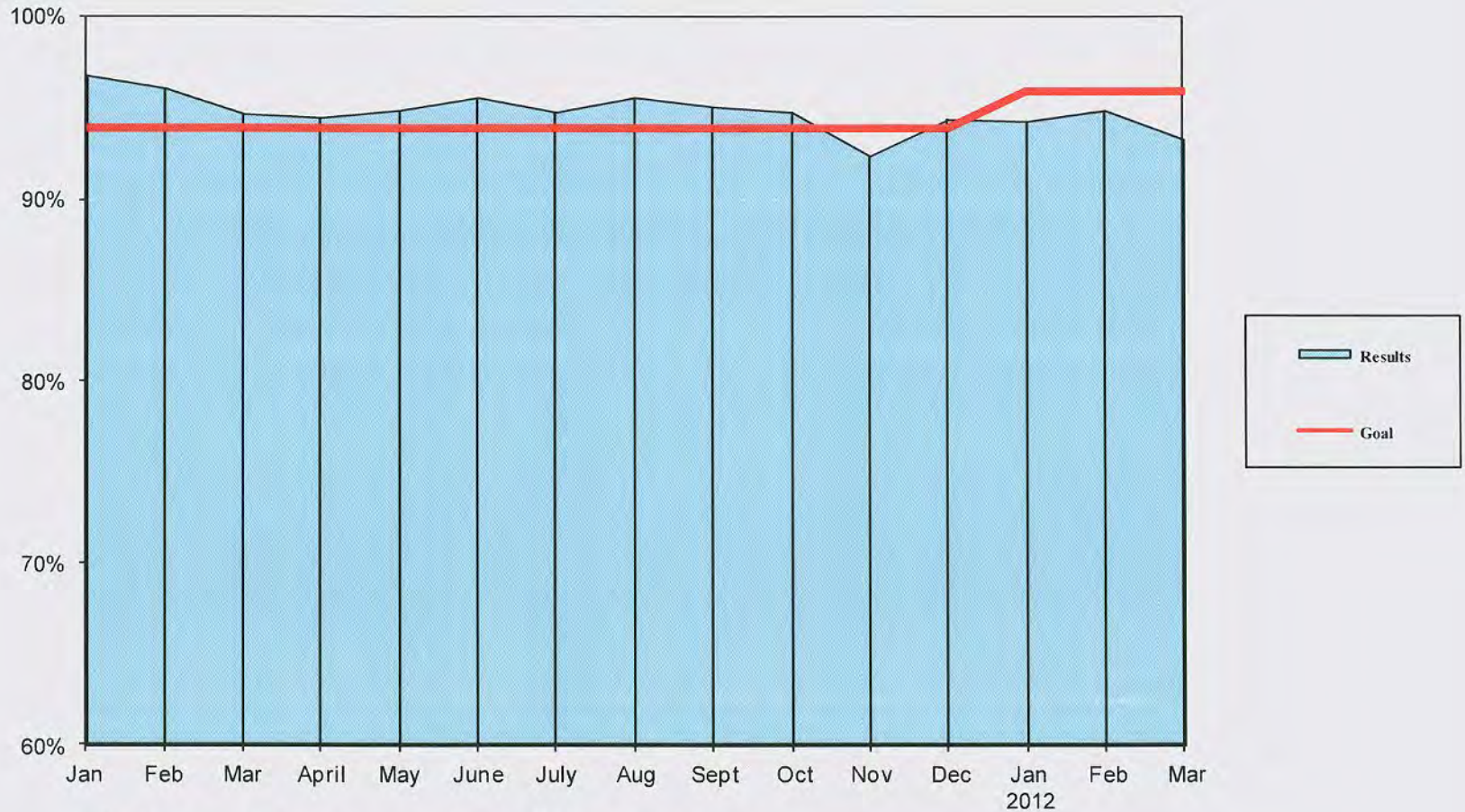
✓ Goal met, performance improved

Escalator Availability - Street



- ✓ Goal not met
- ✓ Of 55 street escalators, 19 are Orenstein & Koppel (O&K)
- ✓ Seven units with most downtime in the quarter are all O&K's
- ✓ Availability of non-O&K street escalators = 96.5%
- ✓ O&K Rehab Project funded for FY12, engineering work well underway but completion several years away
- ✓ Developing interim improvement strategies for O&K units

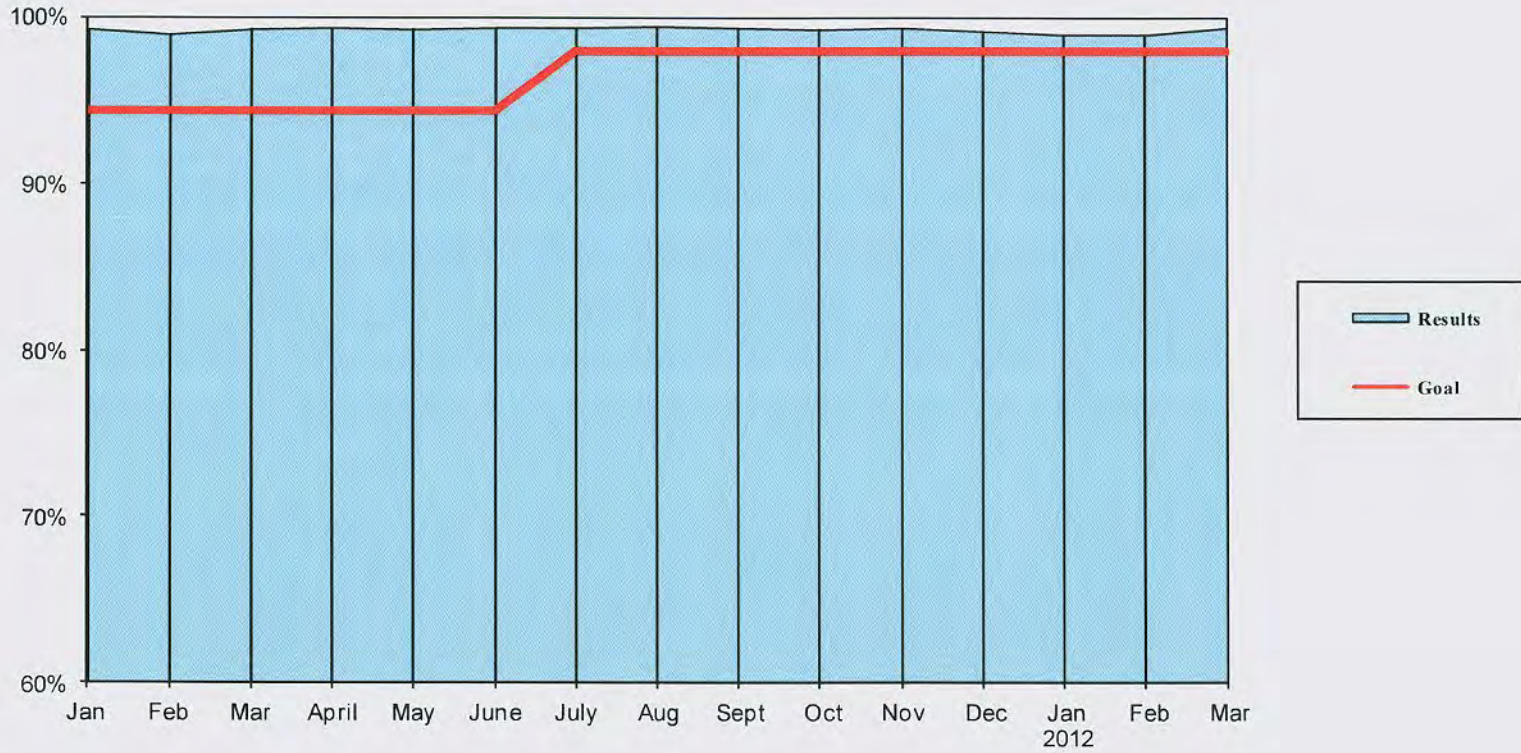
Escalator Availability - Platform



- ✓ New, higher goal (96%) not met
- ✓ Performance slightly improved over last quarter
- ✓ Staffing levels continue to be a significant challenge – 5 new mechanics hired during the quarter, 5 mechanics went on disability since beginning of year

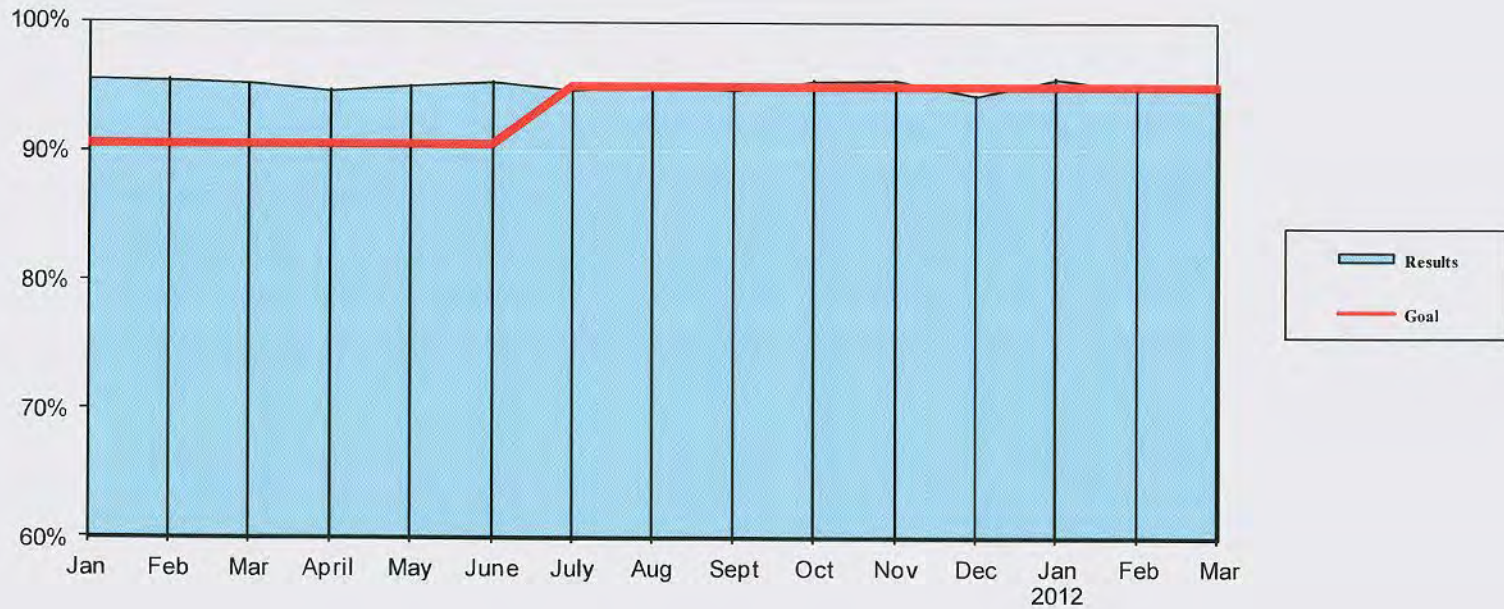


AFC Gate Availability



- ✓ Goal met
- ✓ Steady, high performance

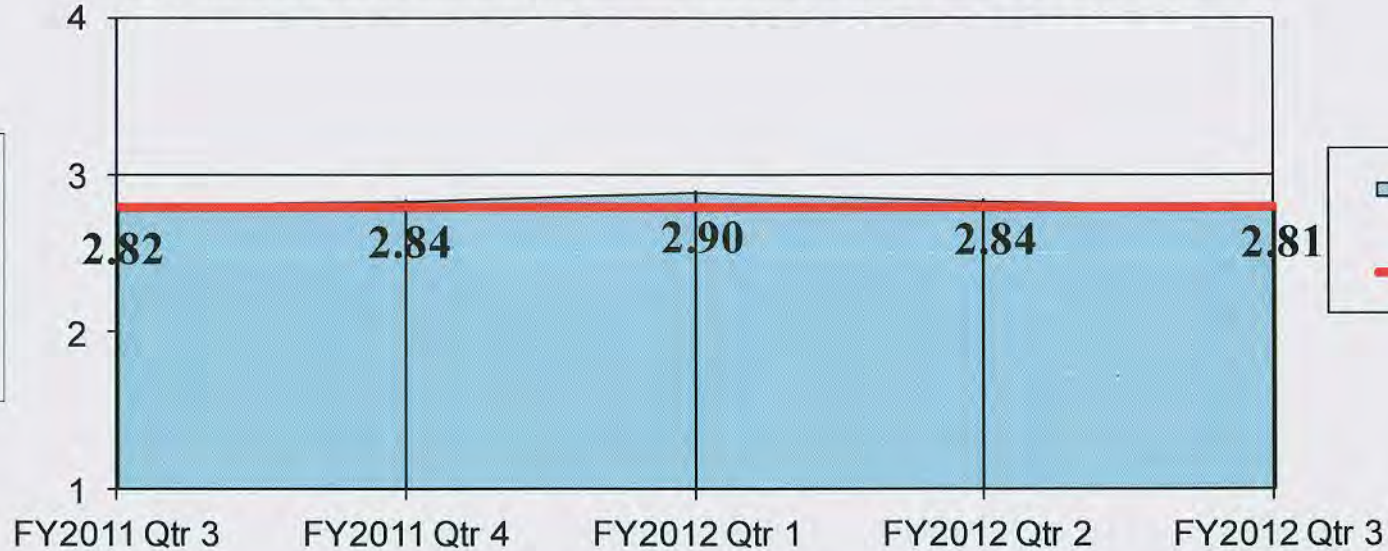
AFC Vendor Availability



✓ Goal met, steady performance

Environment - Outside Stations

Ratings guide:
 4 = Excellent
 3 = Good
 2.80 = Goal
 2 = Only Fair
 1 = Poor

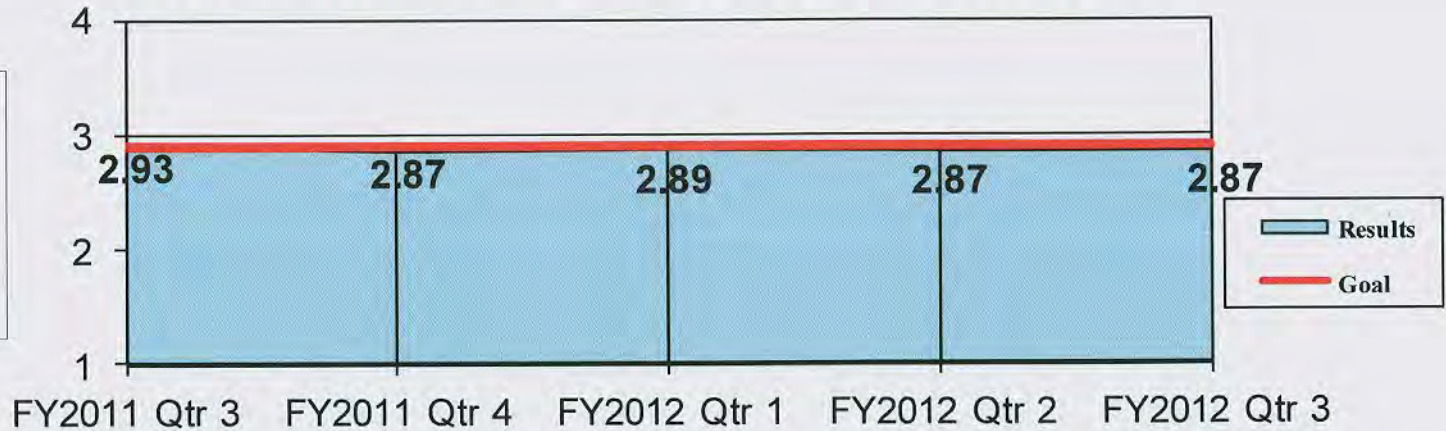


Composite rating of:	
Walkways & Entry Plaza Cleanliness (50%)	2.74
BART Parking Lot Cleanliness (25%)	3.02
Appearance of BART Landscaping (25%)	2.73

- ✓ Goal met
- ✓ Cleanliness ratings of either Excellent or Good:
 - Walkways/Entry Plazas: 67.6% Parking Lots: 81.3%
 - Landscaping Appearance: 66.5%
- ✓ Vegetation control, including at surplus properties, going into fire season will present a challenge during Q4 due to diversion of resources

Environment - Inside Stations

Ratings guide:
 4 = Excellent
 3 = Good
 2.90 = Goal
 2 = Only Fair
 1 = Poor

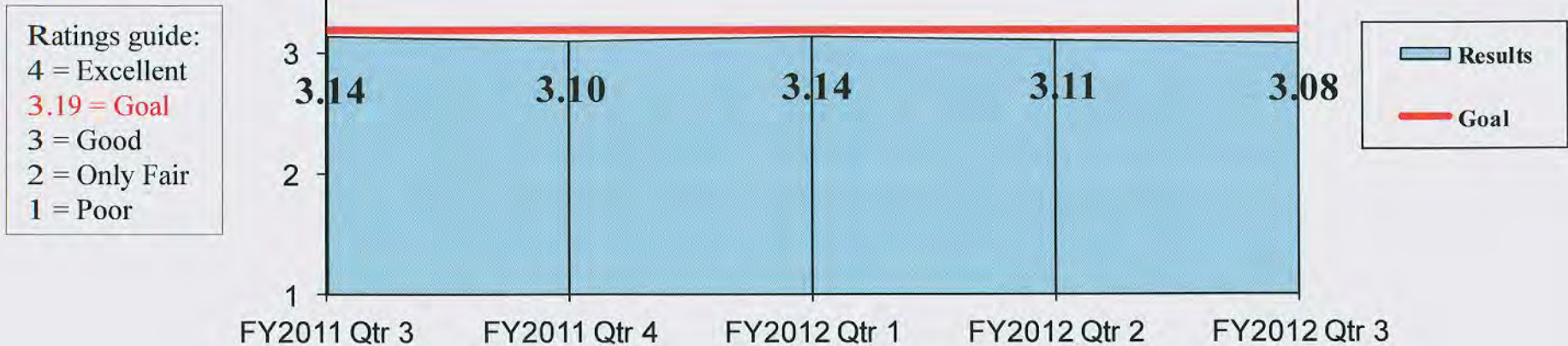


Composite rating for Cleanliness of:	
Station Platform (60%)	3.02
Other Station Areas (20%)	2.84
Restrooms (10%)	2.28
Elevator Cleanliness (10%)	2.59

- ✓ Overall goal not met
- ✓ Cleanliness ratings of either Excellent or Good:

Station Platform: 81.2%	Other Station Areas: 73.0%
Restrooms: 42.7%	Elevators: 60.2%
- ✓ Staffing impacted area, upgrading equipment to improve performance

Station Vandalism

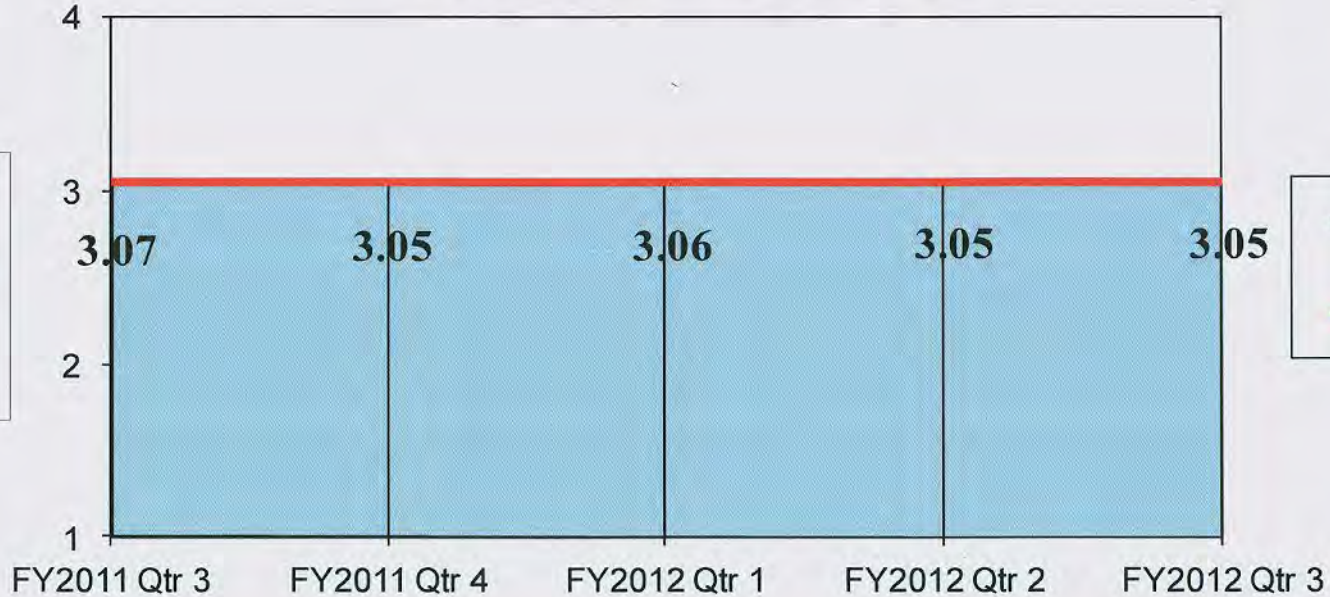


Station Kept Free of Graffiti

- ✓ Goal not met
- ✓ 82.8% of those surveyed ranked this category as either Excellent or Good
- ✓ Graffiti removal contractor performance is satisfactory

Station Services

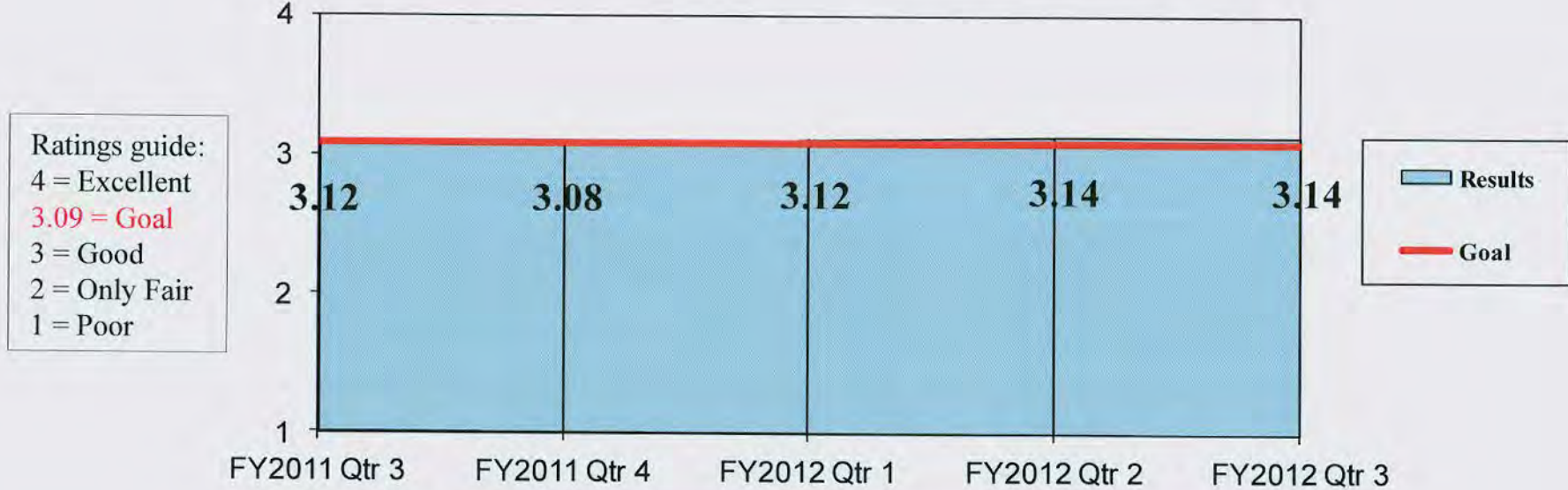
Ratings guide:
 4 = Excellent
 3.06 = Goal
 3 = Good
 2 = Only Fair
 1 = Poor



Composite rating of:	
Station Agent Availability (65%)	3.02
Brochures Availability (35%)	3.11

- ✓ Goal just missed, steady performance
- ✓ Availability ratings of either Excellent or Good:
 Station Agents: 80.6% Brochures: 84.1%

Train P.A. Announcements

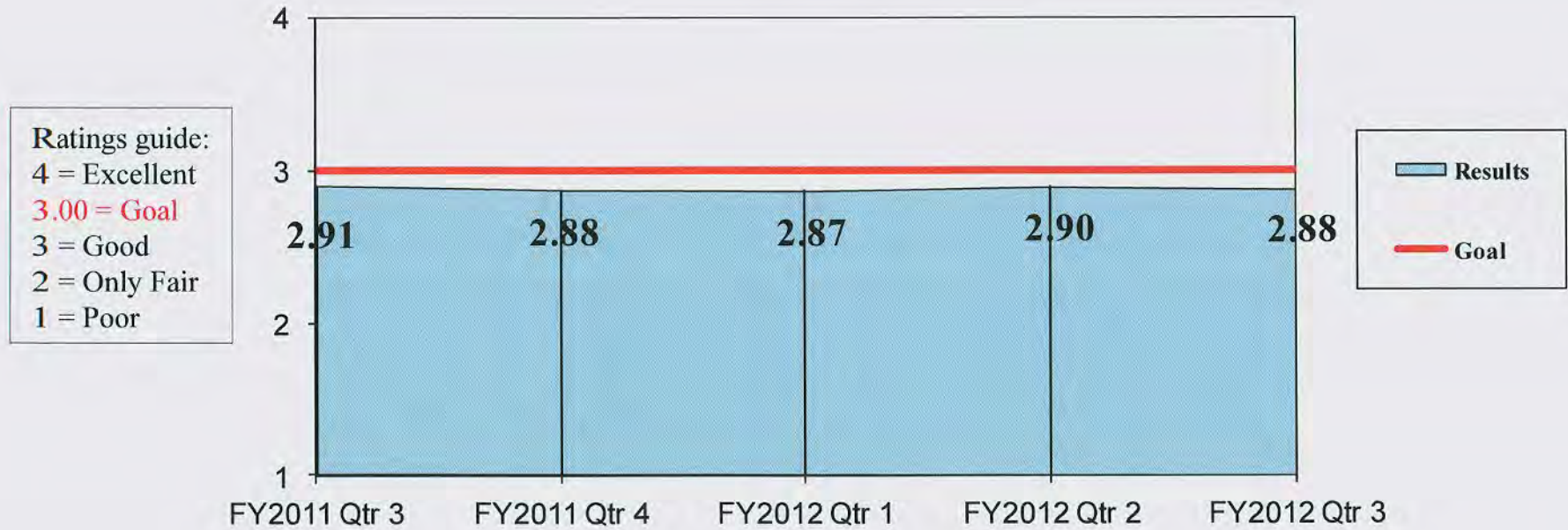


Ratings guide:
 4 = Excellent
 3.09 = Goal
 3 = Good
 2 = Only Fair
 1 = Poor

Composite rating of:	
P.A. Arrival Announcements (33%)	3.12
P.A. Transfer Announcements (33%)	3.08
P.A. Destination Announcements (33%)	3.23

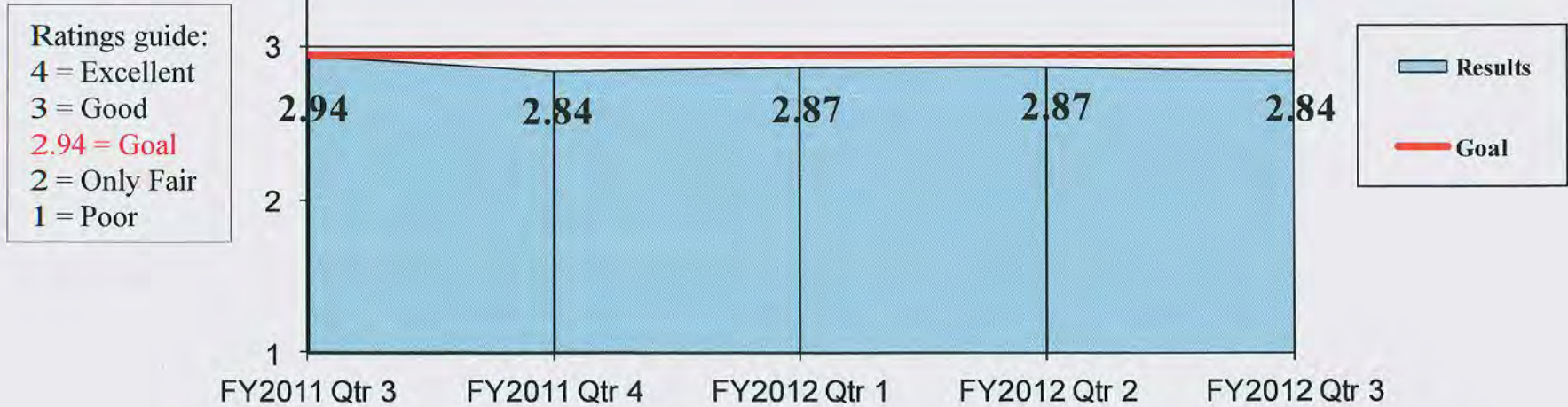
- ✓ Goal met, steady performance
- ✓ Announcement ratings of either Excellent or Good:
 - Arrivals: 80.9%
 - Transfers: 79.8%
 - Destinations: 85.8%
- ✓ Good initiative by the Transportation Department to meet this goal consistently

Train Exterior Appearance



- ✓ Goal not met
- ✓ 75.9% of those surveyed ranked this category as either Excellent or Good
- ✓ Richmond car wash down for much of the quarter due to Earthquake Safety Program work

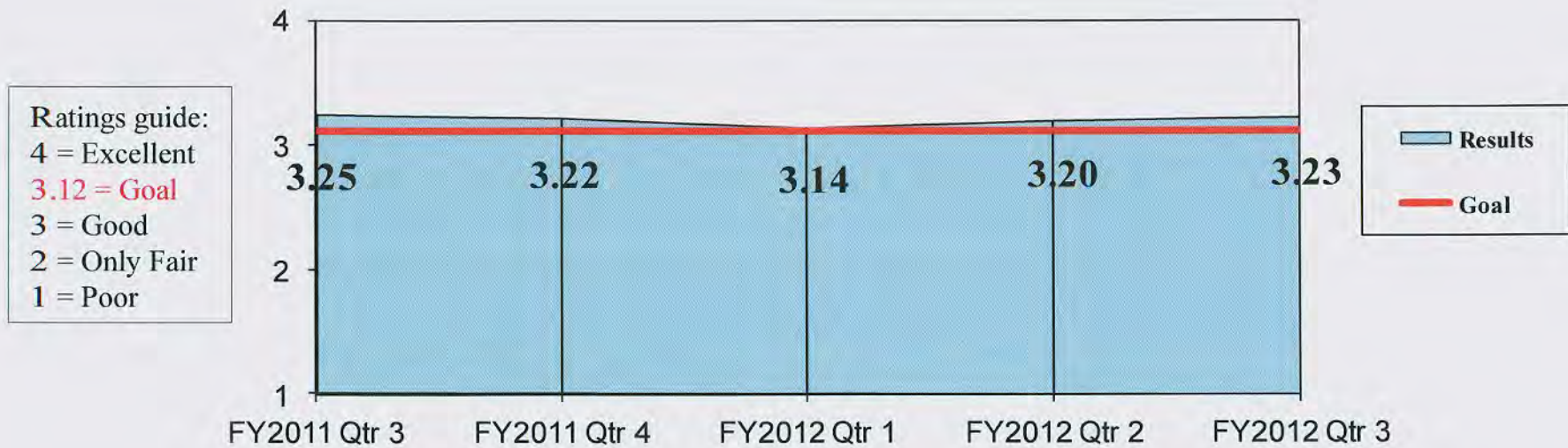
Train Interior Cleanliness



Composite rating of:	
Train interior cleanliness (60%)	2.52
Train interior kept free of graffiti (40%)	3.32

- ✓ Overall goal not met, “Interior Free of Graffiti” component met
- ✓ Train Interior ratings of either Excellent or Good:
 Cleanliness: 54.1% Graffiti-free: 90.8%
- ✓ As number of carpeted cars and/or cars with worn wool seat covers dwindle, they stand out even more – possibly impacting customer perception

Train Temperature

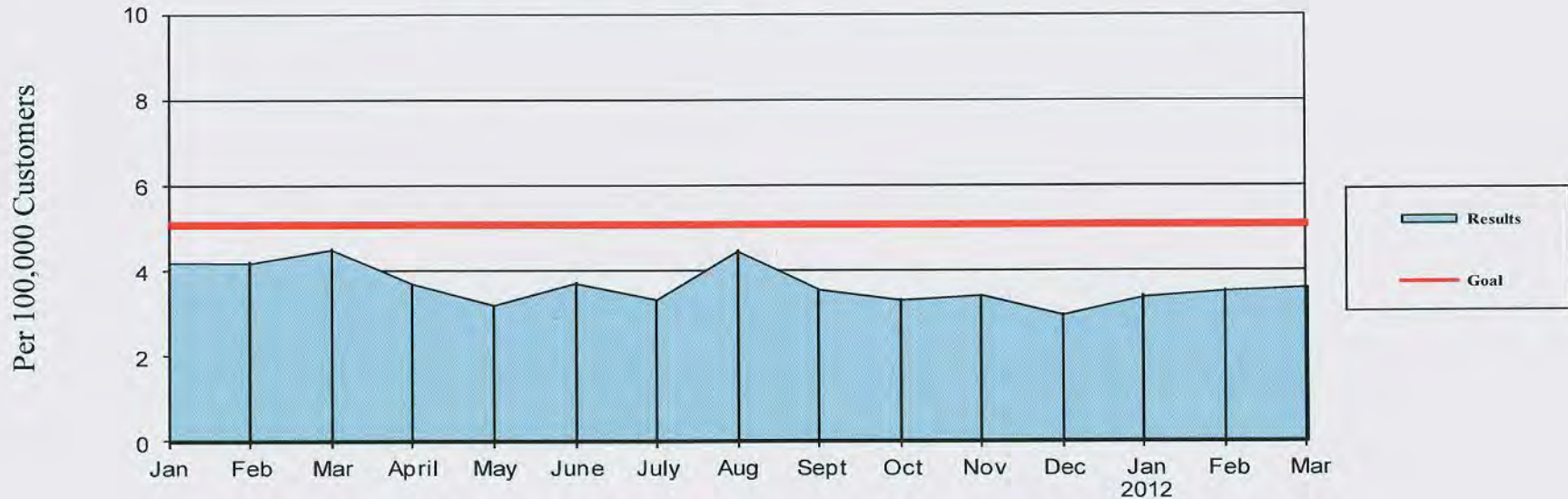


Comfortable Temperature Onboard Train

- ✓ Goal met
- ✓ 87.8% of those surveyed ranked this category as either Excellent or Good
- ✓ Summer will be the test, C1 car air conditioning units undersized – limited replacement project may begin this year

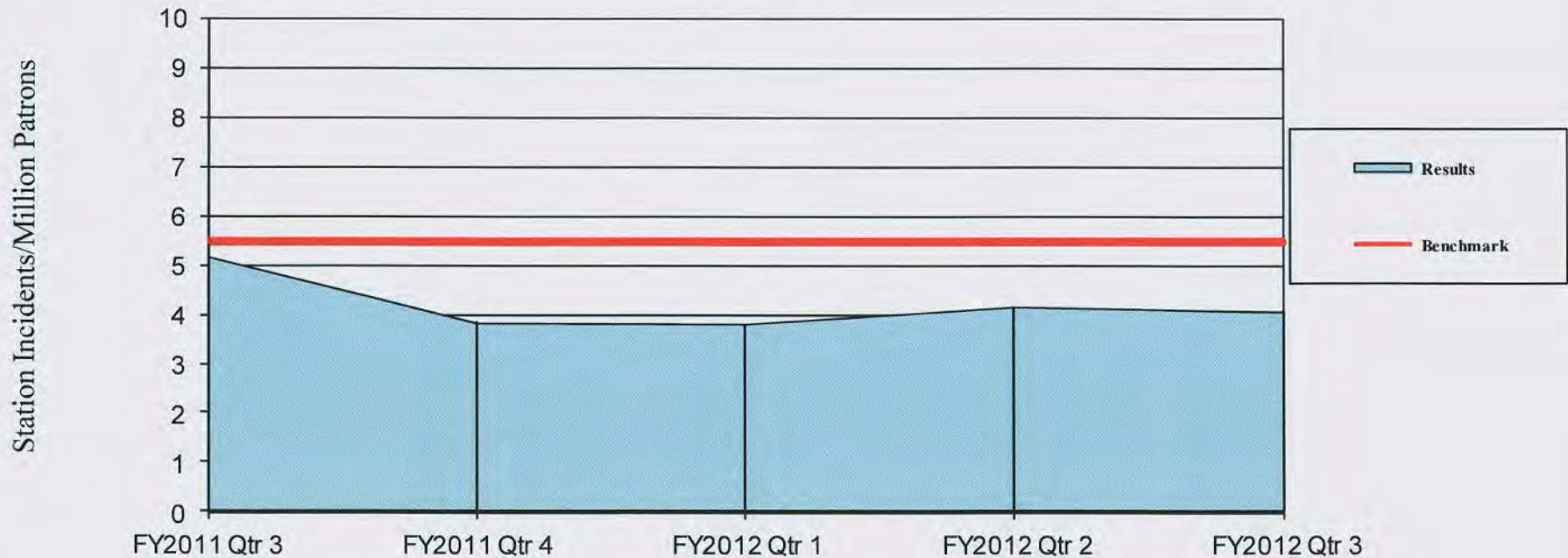
Customer Complaints

Complaints Per 100,000 Customers



- ✓ Total complaints rose 8.8% from last quarter, but are down 11.3% when compared with the third quarter of last year.
- ✓ Complaint categories that improved over last quarter and last year are: Service, Policies, Announcements
- ✓ Complaint categories that increased over last quarter and last year are: Trains, Police Services, New Bike Program

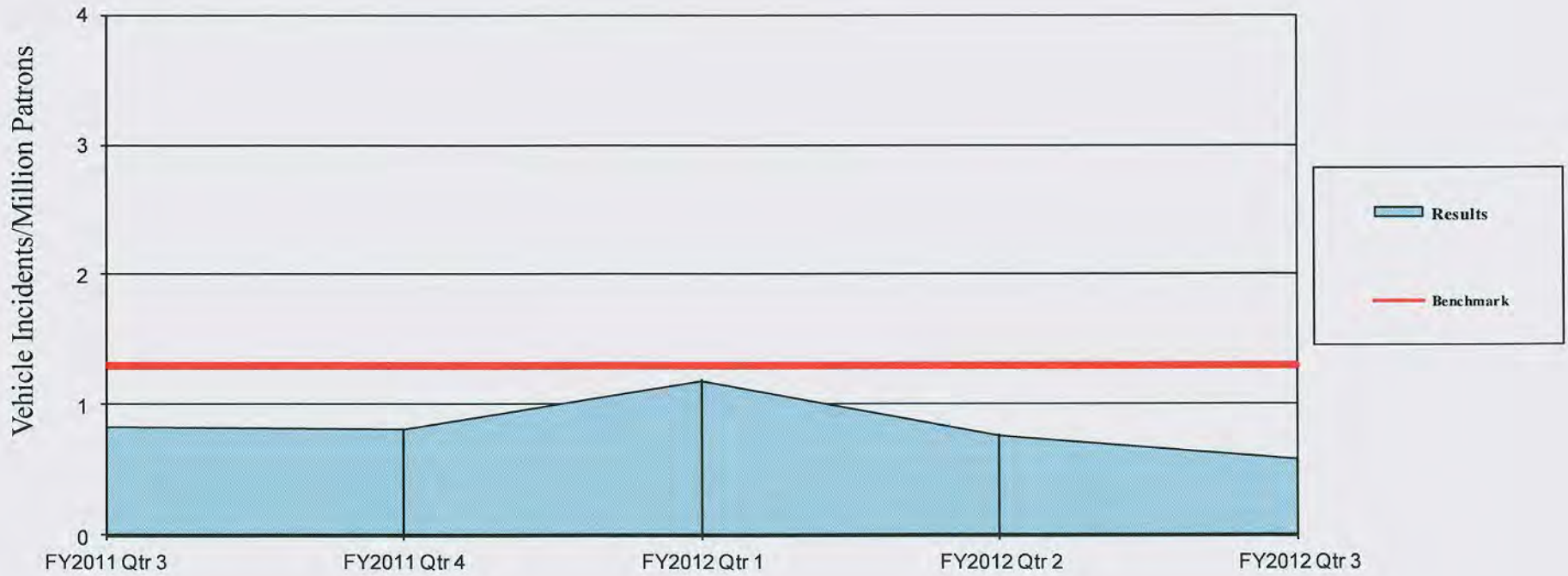
Patron Safety: Station Incidents per Million Patrons



✓ Slightly Down

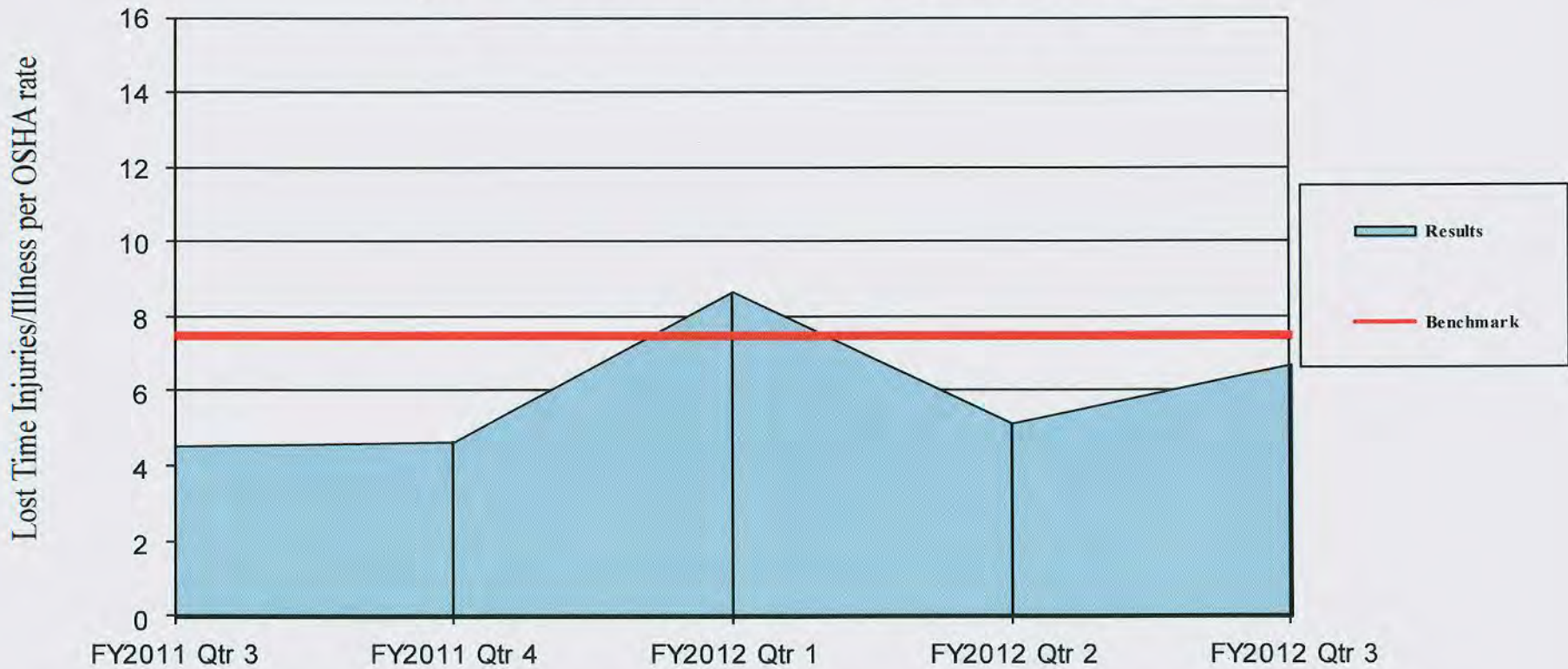
Patron Safety

Vehicle Incidents per Million Patrons



✓ Down

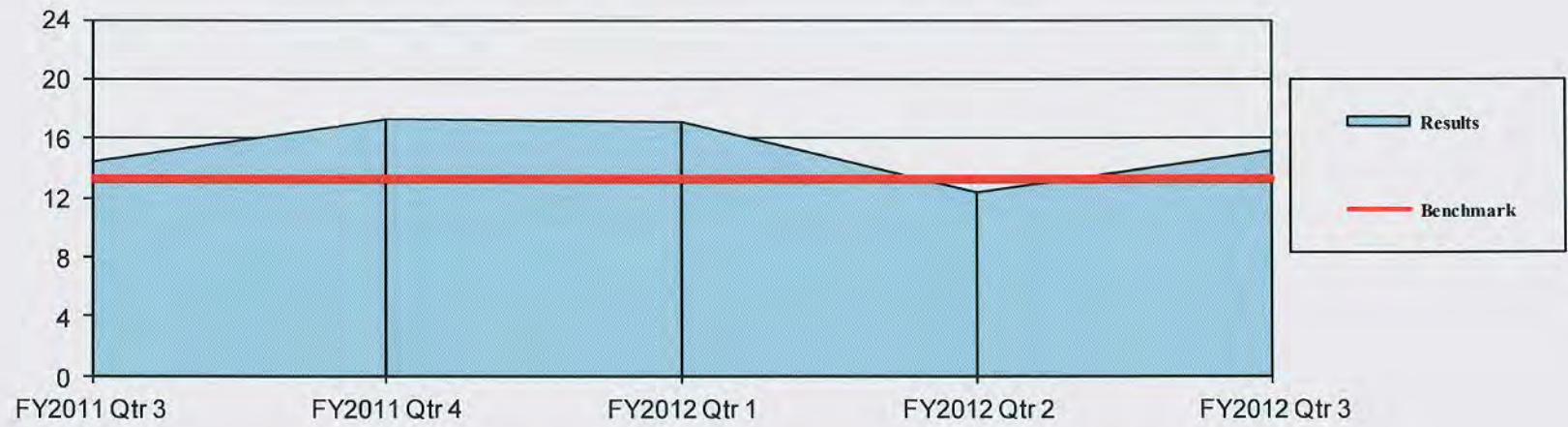
Employee Safety: Lost Time Injuries/Illnesses per OSHA Incidence Rate



✓ Up

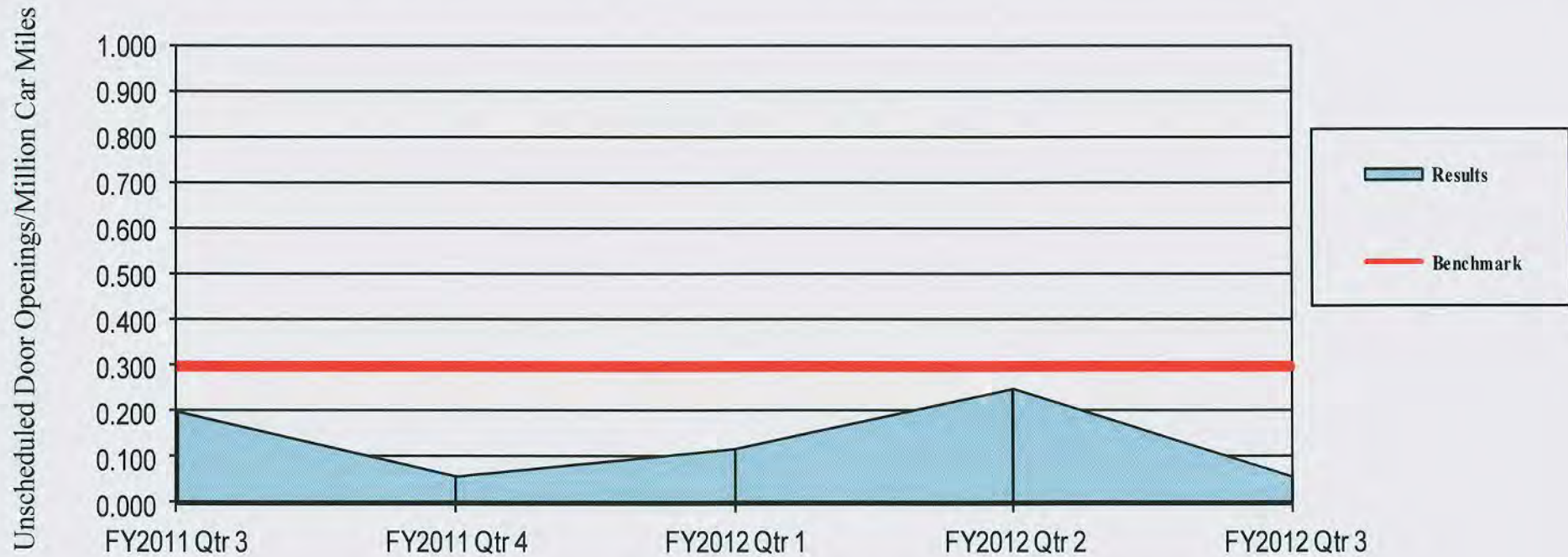
Employee Safety: OSHA-Recordable Injuries/Illnesses per OSHA Incidence Rate

OSHA Recordable Injuries/Illnesses/OSHA rate



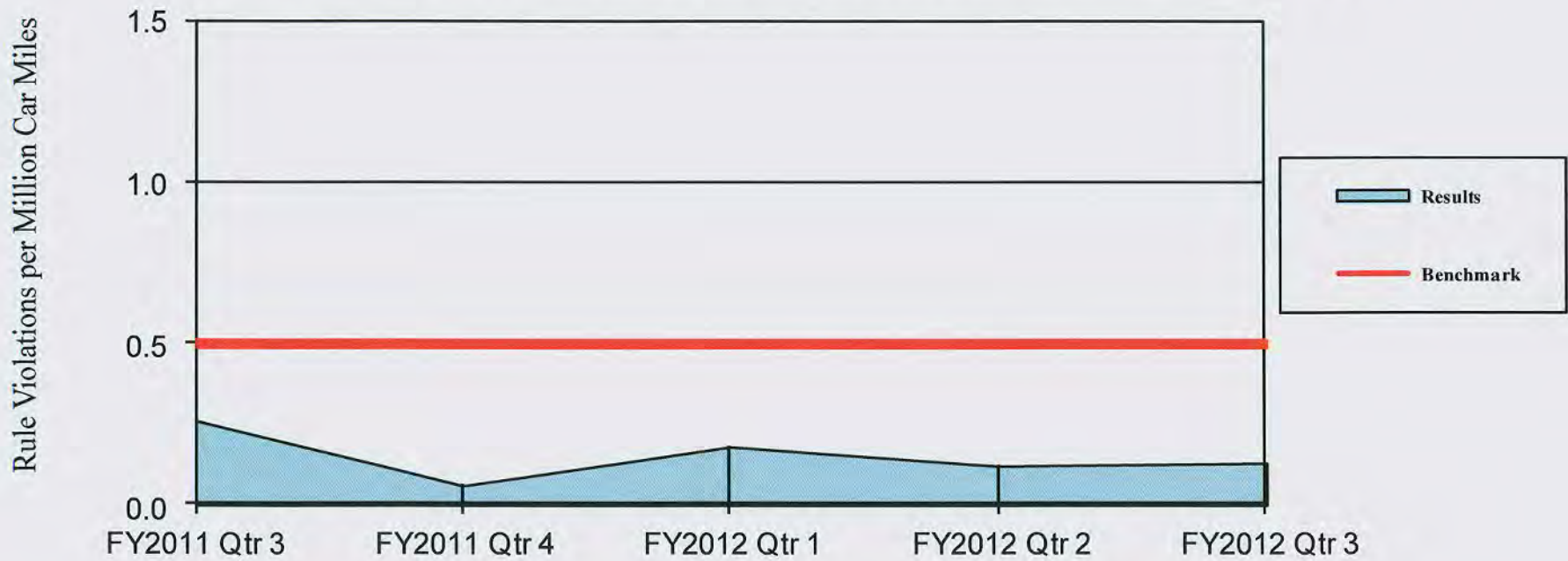
✓ Up

Operating Safety: Unscheduled Door Openings per Million Car Miles



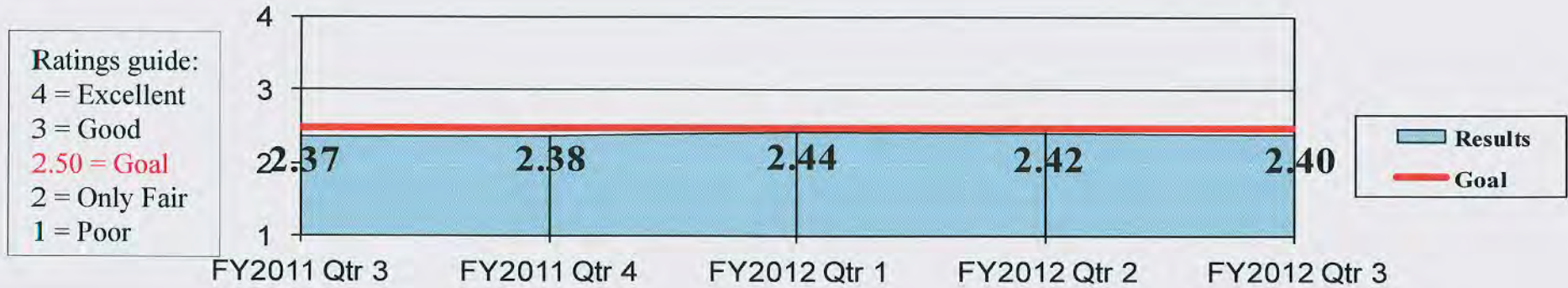
✓ Down

Operating Safety: Rule Violations per Million Car Miles



✓ Same

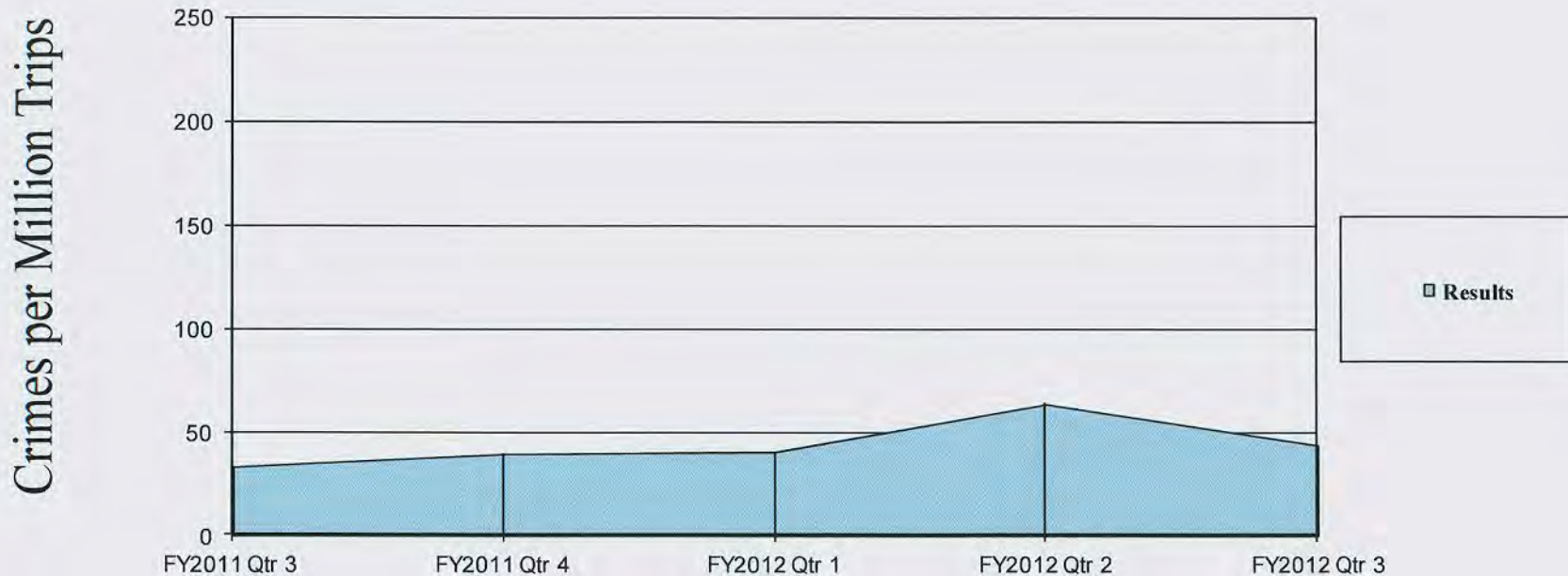
BART Police Presence



Composite Rating of Adequate BART Police Presence in:	
Stations (33%)	2.37
Parking Lots and Garages (33%)	2.45
Trains (33%)	2.39

- ✓ Adequate Presence ratings of either Excellent or Good:
 - Stations: 47.2%
 - Trains: 46.7%
 - Parking Lots/Garages: 49.9%

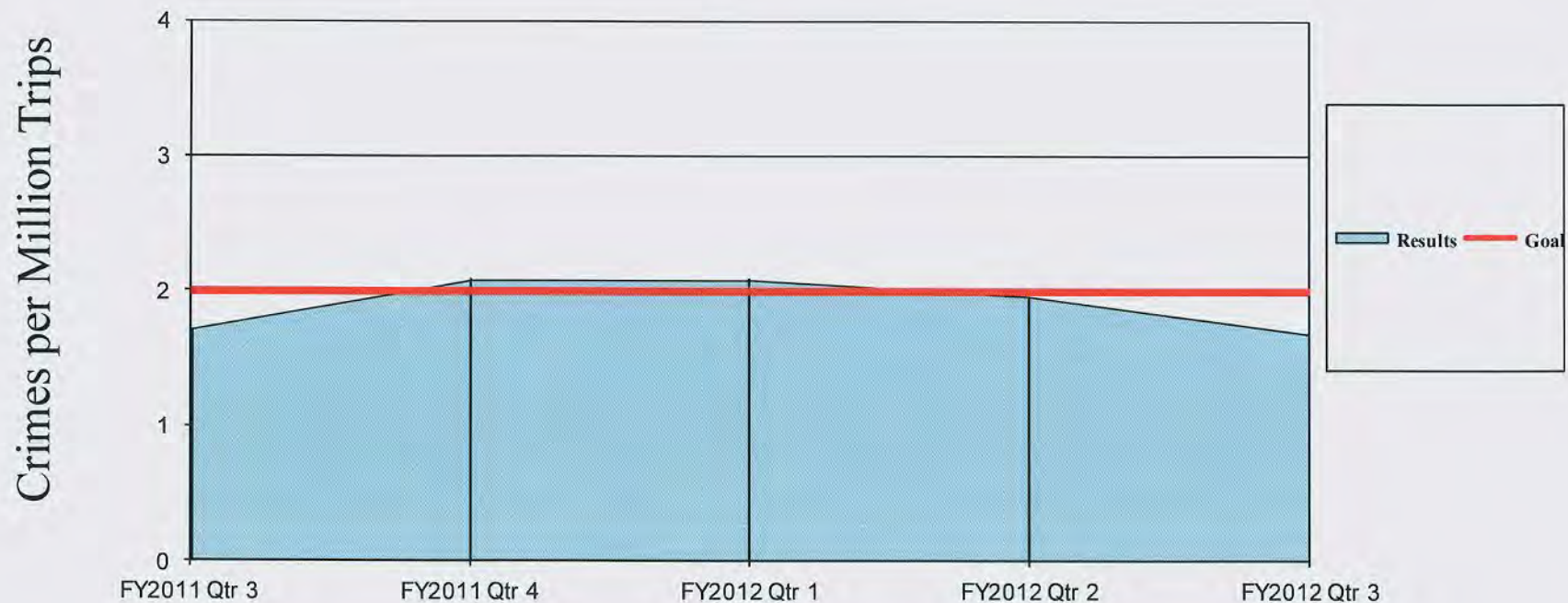
Quality of Life*



✓ Quality of Life incidents are down from last quarter, and up from the corresponding quarter of the prior fiscal year.

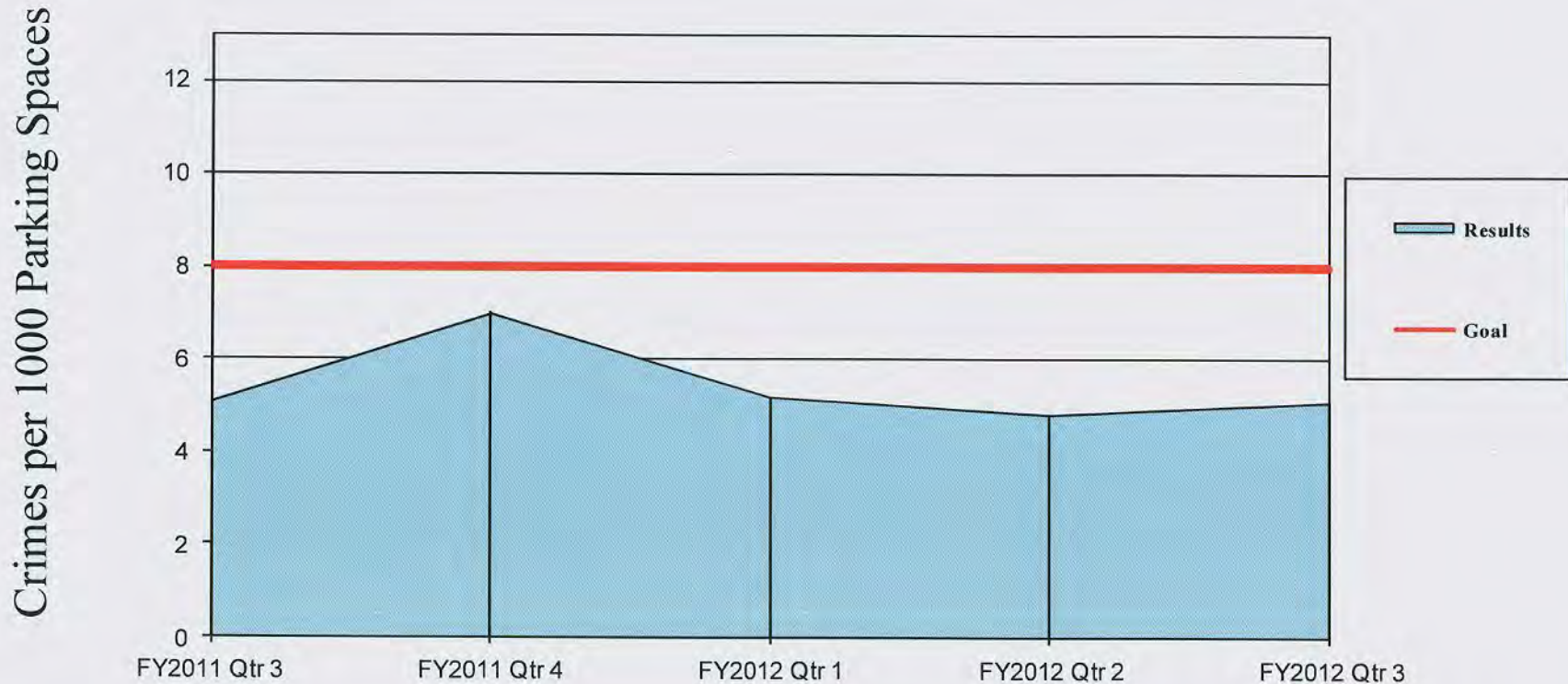
*Quality of Life Violations include: Disturbing the Peace, Vagrancy, Public Urination, Fare Evasion, Loud Music/Radios, Smoking, Eating/Drinking and Expectoration

Crimes Against Persons (Homicide, Rape, Robbery, and Aggravated Assault)



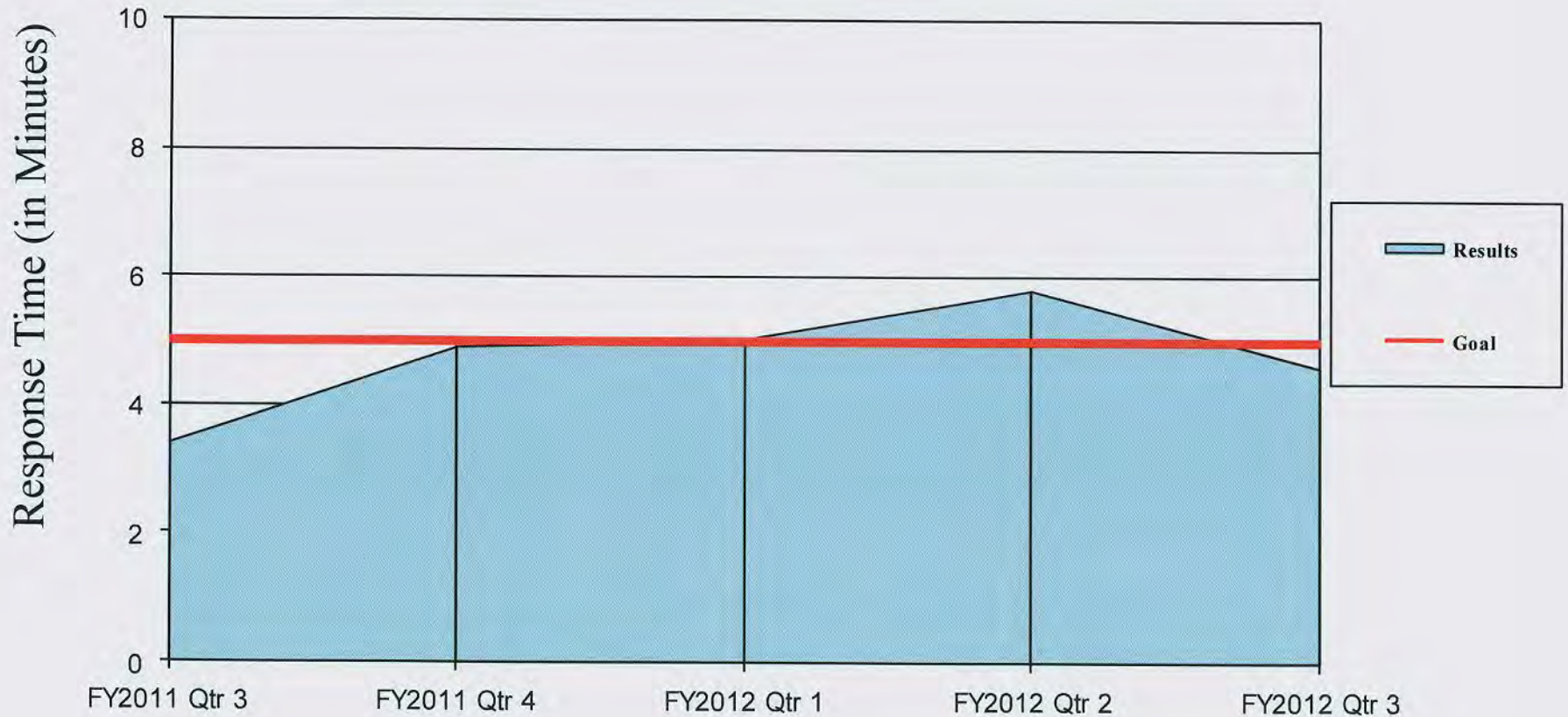
- ✓ Goal met.
- ✓ Crimes against persons are down from the last quarter, and down from the corresponding quarter of the prior fiscal year.

Auto Theft and Burglary



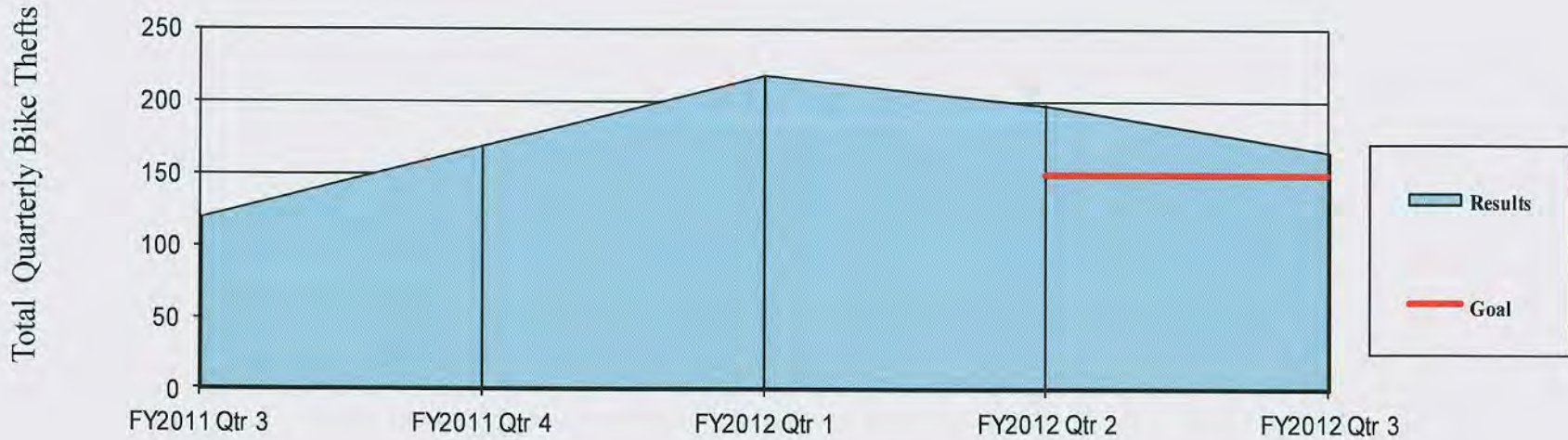
- ✓ Goal met.
- ✓ The number of incidents per thousand parking spaces are up from last quarter, and up from the corresponding quarter from the prior fiscal year.

Average Emergency Response Time



✓ The Average Emergency Response Time Goal was met.

Bike Theft



- ✓ 166 bike thefts for current quarter, down 32 from last quarter and up from the corresponding quarter of the prior fiscal year.

* The penal code for grand theft value changed in 2011. The software was updated, which resulted in a change of bicycle theft statistics effective FY12-Q3.