

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT

300 Lakeside Drive, P. O. Box 12688, Oakland, CA 94604-2688

AGENDAS FOR BOARD AND COMMITTEE MEETINGS

February 22, 2007

9:00 a.m.

A regular meeting of the Board of Directors and regular meetings of the Standing Committees will be held on Thursday, February 22, 2007, commencing at 9:00 a.m. All meetings will be held 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 and Standing Committees regarding any matter on these agendas. 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” and “consent calendar addenda” 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 who wish to address BART Board matters. A request must be made within one and five days in advance of Board/Committee meetings, depending on the service requested. Please contact the Office of the District Secretary at (510) 464-6083 for information.

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 February 8, 2007.* Board requested to authorize.
 - B. Award of Contract No. 79NH-2EA, Repair of Two Hydraulic Truck Lifts for Hayward Main Shop.* Board requested to authorize.

- C. Award of Invitation for Bid No. 8817, Circuit Boards.* Board requested to authorize.
- D. Award of Invitation for Bid No. 8821, Battery Assembly.* Board requested to authorize
- E. Grant of Easement to Kirkham, LLC and 1396 5th Street, LLC at the West Oakland BART Station.* Board requested to authorize.

3. CLOSED SESSION (Room 303, Board Conference Room)

A-1. CONTINUED from January 11, 2007, Board Meeting

Oakland Airport Connector: CONFERENCE WITH REAL PROPERTY NEGOTIATORS

Property: Oakland Airport Connector
 District Negotiators: Teresa E. Murphy, Assistant General Manager – Administration; and Kathleen Mayo, Deputy Executive Manager – Transit System Development

Negotiating Parties: Port of Oakland and San Francisco Bay Area Rapid Transit District

Under Negotiation: Price and Terms

Government Code Section: 54956.8

A-2. Oakland Airport Connector: CONFERENCE WITH LABOR NEGOTIATORS

Designated representatives: Thomas E. Margro, Teresa E. Murphy, and Stephen J. Weglarz

Employee Organizations: (1) Amalgamated Transit Union, Local 1555;
 (2) American Federation of State, County and Municipal Employees, Local 3993;
 (3) BART Police Officers Association;
 (4) BART Police Managers Association;
 (5) Service Employees International Union, Local 790; and
 (6) Service Employees International Union, Local 790, BART Professional Chapter

Government Code Section: 54957.6

B. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION. Significant exposure to litigation pursuant to subdivision (b) of Government Code Section 54956.9: one potential case.

C. CONFERENCE WITH LABOR NEGOTIATORS – PUBLIC EMPLOYEE PERFORMANCE EVALUATION:

Agency Negotiators: Directors Keller, Sweet, and Ward Allen
 Titles: General Manager
 General Counsel
 Controller/Treasurer
 District Secretary

Gov't. Code Sections: 54957 and 54957.6

RECESS TO STANDING COMMITTEES

Immediately following the Standing Committee Meetings, the Board Meeting will reconvene, at which time the Board may take action on any of the following committee agenda items.

ALL COMMITTEES ARE ADVISORY ONLY

ADMINISTRATION COMMITTEE

Director Franklin, Chairperson

NO REPORT.

ENGINEERING AND OPERATIONS COMMITTEE

Immediately following the Board Meeting recess

Director Fang, Chairperson

- B-1. Award of Contract No. 6M3038, Reconditioning of Transit Vehicle Wheels.* Board requested to authorize.
- B-2. Sole Source Procurement with Knorr Brake Corporation for Brake Caliper Overhaul Kit Components.* Board requested to authorize. (TWO-THIRDS VOTE REQUIRED.)
- B-3. CONTINUED from February 8, 2007, Engineering and Operations Committee Meeting.
Oakland Airport Connector Project: Alignment Revision.* Board requested to authorize.
- B-4. General Discussion and Public Comment.

PLANNING, PUBLIC AFFAIRS, ACCESS, AND LEGISLATION COMMITTEE

Immediately following the Engineering and Operations Committee Meeting

Director Radulovich, Chairperson

- C-1. Agreements for Environmental, Conceptual Design, and Planning Services.*
 - a. Agreement No. 6G7906 with Nelson/Nygaard Consulting Associates
 - b. Agreement No. 6G7910 with Wilbur Smith AssociatesBoard requested to authorize.
- C-2. State Infrastructure Bond Strategy (Proposition 1B): Proposed Priorities.*
For information.
- C-3. General Discussion and Public Comment.

RECONVENE BOARD MEETING

- 4. CONSENT CALENDAR ADDENDA
Board requested to authorize as recommended from committee meetings above.
- 5. REPORTS OF STANDING COMMITTEES
 - A. ADMINISTRATION COMMITTEE
NO REPORT.
 - B. ENGINEERING AND OPERATIONS COMMITTEE
 - B-1. Award of Contract No. 6M3038, Reconditioning of Transit Vehicle Wheels.* Board requested to authorize.

- B-2. Sole Source Procurement with Knorr Brake Corporation for Brake Caliper Overhaul Kit Components.* Board requested to authorize. (TWO-THIRDS VOTE REQUIRED.)
- B-3. CONTINUED from February 8, 2007, Engineering and Operations Committee Meeting.
Oakland Airport Connector Project: Alignment Revision.* Board requested to authorize.

C. PLANNING, PUBLIC AFFAIRS, ACCESS, AND LEGISLATION COMMITTEE

- C-1. Agreements for Environmental, Conceptual Design, and Planning Services.*
 - a. Agreement No. 6G7906 with Nelson/Nygaard Consulting Associates
 - b. Agreement No. 6G7910 with Wilbur Smith AssociatesBoard requested to authorize.
- C-2. State Infrastructure Bond Strategy (Proposition 1B): Proposed Priorities.*
For information.

6. GENERAL MANAGER'S REPORT
NO REPORT.

7. BOARD MATTERS

- A. Approval of Agreements for an Alternative Operational and Financial Arrangement for the BART to San Francisco Airport Extension:.*
 - 1. Agreement among the Metropolitan Transportation Commission (MTC), San Mateo County Transit District (SamTrans), and the San Francisco Bay Area Rapid Transit District (BART) Regarding the BART San Francisco Airport Extension Project (Three Party Financial Agreement);
 - 2. Settlement Agreement and Release of Claims between BART and SamTrans;
 - 3. A Funding Agreement between BART, SamTrans, and the San Mateo County Transportation Authority for the Assignment of 2% of San Mateo County Half-cent Sales Tax to BART (Measure A Agreement).Board requested to authorize.
- B. Compensation of Board-Appointed Officers. Board requested to authorize.
- C. Report of the District Security Advocacy Ad Hoc Committee. For information.
- D. Report of the District Organizational Review Ad Hoc Committee. For information.
- E. Roll Call for Introductions.

8. GENERAL DISCUSSION AND PUBLIC COMMENT



EXECUTIVE DECISION DOCUMENT

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|---|---|---|---------------------------|---|
| GENERAL MANAGER APPROVAL: <i>[Signature]</i> | | GENERAL MANAGER ACTION REQ'D: Approve and forward to the Board | | |
| DATE: 2/14/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Bruce King Dept: Maintenance Engineering Ext. 464-6378 Signature/Date: | General Counsel <i>[Signature]</i> 2/1/07 [] | Controller/Treasurer <i>[Signature]</i> 2/1/07 [] | District Secretary [] | BART <i>[Signature]</i> 2/12/07 [] |

NARRATIVE:

Award Contract No. 79NH-2EA - Repair of Two (2) Hydraulic Truck lifts for Hayward Main Shop

Purpose :

To obtain Board authorization for the General Manager to award Contract No. 79NH-2EA, Repair of Two (2) Hydraulic Truck Lifts for Hayward Main Shop.

Discussion :

This Contract is for extensive repair and replacement of two (2) 15,000 lb capacity propulsion truck lifts 1A, 2A to make them fully operational in compliance with current industry standards and safety codes. The lifts are located at Hayward Main Shop building.

This Contract was advertised on November 16, 2006. Advance notice to bidders was mailed to five (5) prospective bidders. Contract books were mailed to twenty four (24) plan rooms and the Contract was advertised in local publications. A pre-bid meeting and job site visit was held on November 30, 2006 with five (5) prospective bidders in attendance. From the 6 planholders, one bid was recieved on January 16, 2007. A tabulation of the bid and Engineer's Estimate are shown below :

| <u>Bidder</u> | <u>Location</u> | <u>Bid Amount</u> |
|-------------------------------|-----------------|-------------------|
| Ferris Hoist and Repair, Inc. | Milpitas, CA | \$246,570.00 |
| Engineer's Estimate | | \$244,861.00 |

Staff has determined that the bid submitted by Ferris Hoist & repair, Inc. is fair and reasonable based on the Engineer's Estimate. Further review of the bidder's business experience and financial status shows that it is a responsible entity. Staff has determined that the bid of the apparent low bidder, Ferris Hoist & Repair, Inc., is responsive.

FISCAL IMPACT:

Funding for the \$246,570, contract is included in the total project budget for 79NH, M & E Tools & Equipment. The Office of the Controller/Treasurer certifies that funds are currently available

EDD: Award Contract No. 79NH-2EA - Repair of Two (2) Hydraulic Truck lifts for Haywa

to meet this obligation. These funds were generated through prior years' allocations from operating sources to capital.

FY00 - 05 Capital Allocation 50W \$ 246,570

As of month ending 12/31/06 \$392,500 is available for commitment from this fund source for this project, and \$142,500 has been committed by BART to date. There is no pending commitment in BART's financial management system. This action will commit an additional \$246,570, leaving an uncommitted balance of \$3,430 in this fund source.

There is no fiscal impact on available unprogrammed District capital funds.

Alternative :

Not to award this Contract. Staff has determined, based on the Engineer's Estimate and feedback from planholders, that re-bidding the Contract would not produce a better outcome, but would result in more expenditure for the District.

Recommendation :


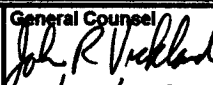

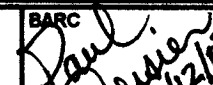

It is recommended that the Board adopt the following motion :

Motion :

The General Manager is authorized to award Contract No.79NH-2EA, Repair of Two (2) Hydraulic Truck Lifts for Hayward Main Shop, to Ferris Hoist & Repair, Inc., for the bid price of \$246,570.00.



EXECUTIVE DECISION DOCUMENT

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|--|--|---|-----------------------------------|--|
| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board of Directors | | |
| DATE: 2/14/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Susan Presley Dept: RS&S Ext. 4924 | General Counsel:  2/7/07 | Controller/Treasurer:  2/7/07 | District Secretary: [] | BARC:  2/12/07 |
| Signature/Date:  2/14/07 | | | | |

NARRATIVE:

Invitation for Bid No. 8817 – Procurement of Gate Driver Printed Circuit Boards

PURPOSE:

To request Board Authorization to Award Invitation for Bid #8817 to Group Alpha, Inc., Anderson, SC in the amount \$123,346.97 for the purchase of Gate Driver Printed Circuit Board.

DISCUSSION:

There are eight gate driver printed circuit boards located inside the Auxiliary Power Supply Equipment (APSE) on each car. The gate driver board contains electronic components that turn on and off the high powered semi-conductors, which supply power for lighting, air conditioning, control, communications, propulsion and braking systems. The original equipment manufacturer (OEM) of the gate driver board is Bombardier Transportation. Presently there is a high failure rate of the Bombardier gate driver board. Failure of the gate driver board causes the APSE to stop generating both 208 v.a.c. and battery charging voltage required to keep the transit vehicle in service.

BART Engineering has identified an alternative design that exceeds the OEM design performance. The new design will mitigate the removal of trains from service due to APSE failures caused by poor gate driver performance. The District's current reserve of gate driver boards is insufficient to maintain the A2/B2 cars; therefore, staff recommends the procurement of the new gate driver board design.

A Notice requesting Bids was published on October 25, 2006. Bid requests were mailed to twelve (12) prospective bidders. Bids were opened on November 14, 2006 and three (3) bids were received.

| <u>Bidder</u> | <u>150 each Unit Price</u> | <u>Total Including 8.75% Sales Tax</u> |
|--|--------------------------------|--|
| Group Alpha, Inc. Anderson, SC | \$ 756.15 | \$123,346.97 |
| Bombardier Transportation Inc. Pittsburgh, PA | \$1,059.00 | \$172,749.38 |

EDD: Invitation for Bid No. 8817 -- Procurement of Gate Driver Printed Circuit Boards

| | | |
|--------------------|------------|--------------|
| Lectron Industries | \$3,130.00 | \$510,581.25 |
| Union, NJ | | |

Independent cost estimate by BART staff: \$175,848.75

Staff has determined that the apparent low bidder, Group Alpha, Inc., submitted a responsive bid. Staff has also determined that the bid pricing is fair and reasonable based on previous purchases of this item.

FISCAL IMPACT:

Funding will be provided from the General Fund, Materials & Supplier Inventory build-up account (140-010). The Office of the Controller-Treasurer certifies that funds are currently available.

ALTERNATIVE:

Reject all bids and readvertise the contract.

RECOMMENDATION:

On the basis of analysis by staff certification by the Controller-Treasurer that the funds are available for this purpose, it is recommended that the Board adopt the motion.

MOTION:

The Board authorizes the General Manager to award IFB #8817 for Gate Driver Printed Circuit Boards to Group Alpha, Inc., Anderson, SC for an amount of \$123,346.97, including applicable sales tax, pursuant to notification to be issued by the General Manager, subject to compliance with the District's Protest Procedures.



EXECUTIVE DECISION DOCUMENT

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|--|-----------------------------------|---|---------------------------|
| GENERAL MANAGER APPROVAL: | | GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board of Directors | |
| DATE: 2/14/07 | | BOARD INITIATED ITEM: No | |
| Originator/Prepared by: Susan Presley Dept: RS&S Ext. 4924 Signature/Date: 2/7/07 | General Counsel 2/7/07 [] | Controller/Treasurer 2/7/07 [] | District Secretary [] |

NARRATIVE:

Invitation to Bid No. 8821 - Purchase of Battery Assemblies

Purpose: To request Board Authorization to Award Invitation for Bid #8821 to Saft American Inc. in the amount \$118,015.50 for the purchase of Battery Assemblies.

Discussion: The District's revenue vehicles utilize a 36.5 VDC storage battery to provide low voltage for interior lights, door operators, train control and other electrical systems. The batteries used by the District are not a safety critical item on the car, however, they can affect car reliability. If the Auxiliary Power Supply Equipment (APSE) fails, the battery will provide back-up power to the various 36.5 volt systems for up to one hour. To ensure reasonable reliability levels, batteries must be reconditioned every three years. If batteries cannot be restored to design capacity requirements, they must be replaced. This is a routine purchase to replenish inventory.

A Notice requesting Bids was published on December 13, 2006. Bid requests were mailed to eleven (11) prospective bidders. Bids were opened on January 16, 2007 and three (3) bids were received.

| <u>Bidder</u> | <u>20 Each Unit Price</u> | <u>Total Including 8.75% Sales Tax</u> |
|---|-------------------------------|--|
| Saft American Inc. Cockeysville, MD | \$5426.00 | \$118,015.50 |
| Arthur Ulrich Company Pataskala, OH | \$5698.00 | \$123,931.50 |
| Industrial Battery Services, Inc. Richmond, CA | \$5968.00 | \$129,804.00 |

Independent cost estimate by BART staff: \$108,576.00.

Staff has determined that the apparent low bidder Saft American Inc. submitted a responsive bid. Staff has also determined that the bid pricing is fair and reasonable based on a prior purchase of

EDD: Invitation to Bid No. 8821 - Purchase of Battery Assemblies

five (5) battery assemblies in November 2006 at a cost of \$5,192 each.

Fiscal Impact: Funding will be provided from the General Fund, Materials & Supplier Inventory build-up account (140-010). The Office of the Controller-Treasurer certifies that funds are currently available.

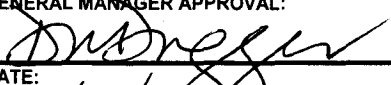
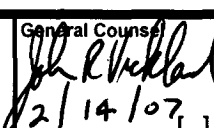
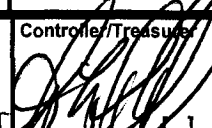
Alternative: An alternative to awarding the bid would be to reject all bids and readvertise the contract.

Recommendation: On the basis of analysis by Staff, and certification by the Controller-Treasurer that the funds are available for this purpose, it is recommended that the Board adopt the following motion.

Motion: The Board authorizes the General Manager to award IFB #8821 for Battery Assemblies to Saft American Inc. for an amount of \$118,015.50 including all applicable sales tax, pursuant to notification to be issued by the General Manager and subject to the District's protest procedures.



EXECUTIVE DECISION DOCUMENT

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| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and forward to PPAAL Committee | | |
| DATE: 2/15/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Jeffrey P Ordway Dept: Property Development Ext. 6114 Signature/Date: | General Counsel  2/14/07 | Controller/Treasurer  2/14/07 | District Secretary [] | BARC [] |

NARRATIVE:

Grant of Easement to Kirkham, LLC and 1396 5th Street, LLC at the West Oakland BART Station

Purpose: To request Board approval for the grant of an easement to Kirkham, LLC ("Kirkham") and 1396 5th Street, LLC ("Mariposa") for overflow parking and removable carports for their respective private development projects adjacent to the West Oakland BART Station.

Discussion: Kirkham and Mariposa are pursuing for-sale residential development on either side of BART's right of way adjacent to the West Oakland BART Station. Mariposa has entitlement for 119 residential for-sale units and approximately 4,000 square feet of retail and Kirkham is in the early stages of defining their development. Kirkham and Mariposa have jointly requested a surface easement from BART to accommodate overflow parking for their projects. Exhibit 1 depicts the location of the private projects and the requested easement. The easement, which is approximately 10,846 square feet, lies within Assessor's Parcel #004-069-003 and is under the BART trackway between Mandela Parkway and Kirkham Street immediately east of the West Oakland BART Station. Removable carports would be installed by the developers within the easement to protect parked vehicles from BART activity on the trackway. The two developers have entered into an agreement which will govern their shared use of the easement area.

Discussions were conducted with each developer to determine if a lease or permit would be acceptable in lieu of an easement. Both developers prefer a surface easement because the easement would afford each developer with permanency and would be in keeping with the for-sale housing developments being pursued. Marketing future sales of a home would be problematic should the additional parking be conveyed on a temporary basis such as a lease, notwithstanding the fact that the easement area will provide only overflow (not code-required) parking. Neither developer is required to provide the overflow parking as a condition of obtaining development approvals.

Because the easement area will be subject to a forthcoming BART seismic retrofit project, both developers have agreed to remove their carports and make the easement area available to BART when the retrofit project is ready to move forward. The developers will be restricted from using the easement area for any purpose other than overflow parking for their projects.

Finally, the proposed grant of easement will result in an approximate 980 square foot triangular BART parcel on the north side of the easement, adjacent to the property owned by Kirkham and

EDD: Grant of Easement to Kirkham, LLC and 1396 5th Street, LLC at the West Oakland

bordered on all sides by either Kirkham property or the easement area proposed in this staff memorandum. Kirkham has agreed to purchase this property in fee from BART at Fair Market Value. Once negotiations have been completed, staff will return to the Board on the potential sale of this small parcel to the adjacent property owner.

The District Surveyor will approve the easement documents. The Office of the General Counsel will approve the documents as to form.

Fiscal Impact: Based on a Fair Market Value appraisal, the developers will pay BART a one-time fee of \$276,573. Staff has concluded that this price is fair and reasonable.

Alternatives: Not approve the easement and offer a lease or permit instead, or have the developers secure their overflow parking elsewhere.

Recommendation: It is recommended that the Board adopt the following motion.

Motion: The Board approves the grant of easement to both Kirkham and Mariposa for vehicle parking as shown in Exhibit 1, in consideration for \$276,573.

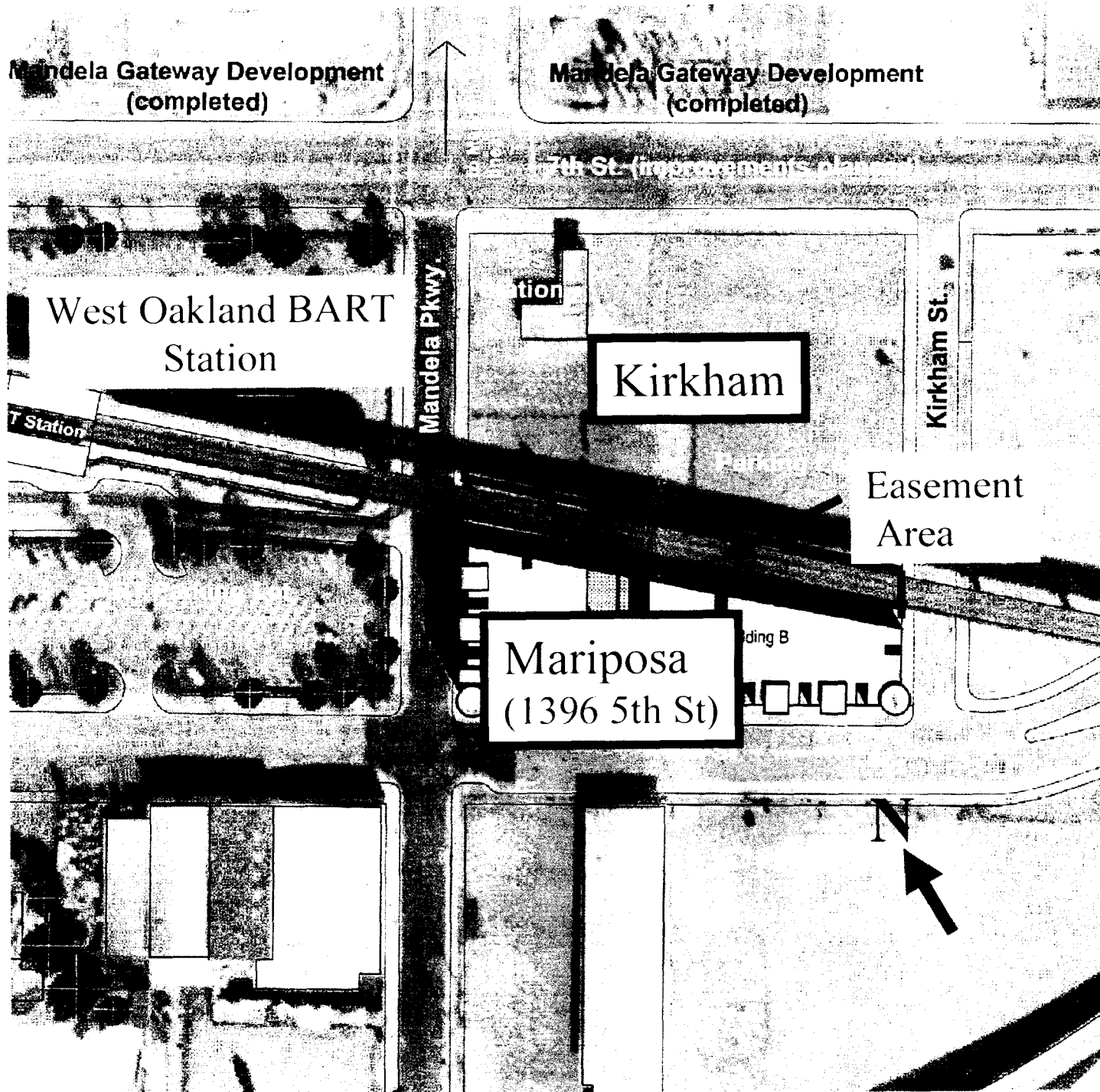
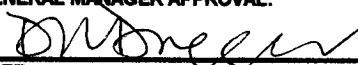
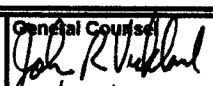

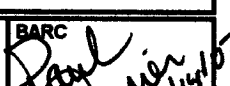


Exhibit 1



EXECUTIVE DECISION DOCUMENT

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|---|---|--|-----------------------------------|--|
| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board of Directors | | |
| DATE: 2/14/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Susan Presley Dept: RS&S Ext. 4924 | General Counsel:  2/13/07 [] | Controller/Treasurer:  2/13/07 [] | District Secretary: [] | BARC:  2/14/07 [] |
| Signature/Date: | | | | |

NARRATIVE:

Award of Contract 6M3038 - Reconditioning of Transit Vehicle Wheels

Purpose:

To authorize the General Manager to award Contract 6M3038 to ORX Railway Corporation, Tipton, Pennsylvania, in the Bid Amount of \$6,499,627.00, plus applicable taxes, for the Reconditioning of Transit Vehicle Wheels. This is an estimated quantity contract with a Base Contract Year plus two option years.

Discussion:

The BART revenue vehicle uses a lightweight wheel, consisting of a steel tire that is mounted on an aluminum center. Each of the District's 669 revenue vehicles has eight wheels, two per each of its four axles. New wheels are 30" in diameter. When the wheel reaches 28" in diameter, it is no longer serviceable and must be removed from the transit vehicle and remanufactured to 30" in diameter before it is returned to service.

Pursuant to this Contract, an estimated quantity of 1,920 wheels will be reconditioned in the Base Contract Year. Assuming the District exercises its options, in the first option year, an estimated quantity of 1,920 wheels will be reconditioned and in the second option year, an estimated quantity of 1,920 wheels will be reconditioned. The District is obligated to make available to the supplier transit vehicle wheels for reconditioning in a minimum quantity equal to 50% of the estimated quantity for the Base Contract Year, and 50% of the estimated quantity for each subsequent option year, if any, exercised by the District. The Contract permits the District to require reconditioning of quantities up to 150% of the estimated quantity during the Base Contract Year, and 150% of the estimated quantity for any option year.

The Advance Notice to Bidders was mailed to fifteen (15) prospective bidders on November 28, 2006. The Contract was advertised on December 1, 2006. A pre-bid meeting was held on December 21, 2006, which was attended by one prospective bidder. Bids were opened on January 9, 2007, and two (2) bids were received.

EDD: Award of Contract 6M3038 - Reconditioning of Transit Vehicle Wheels

| <u>Name of Firm</u> | <u>Total Bid Amount Including Options</u> |
|----------------------------------|--|
| ORX Tipton, PA | \$ 6,499,627.00 |
| Penn Machine Co. Carnegie, PA | \$ 9,195,350.00 |
| Engineer's Estimate | \$ 7,723,695.00 |

After review by District staff, the bid by ORX has been deemed to be responsive to the solicitation. Furthermore, a review of the low bidder's business experience and financial capabilities has resulted in a determination that the bidder is responsible and staff has concluded that the bid submitted by ORX is fair and reasonable. ORX has performed this work for the District under the previous contract.

Fiscal Impact:

Funding for this contract will be provided from the operating budget for Cost Center 622, RS & S Heavy Repair, account 680-300, as follows : Fiscal Year 2007, \$762,000.00; Fiscal Year 2008, \$2,349,000.00; Fiscal Year 2009, \$2,430,000; and Fiscal Year 2010, \$1,527,345.

Alternative:

The alternative to not remanufacturing the transit vehicle wheels would be to buy new wheels at more than double the cost per wheel, which would not be cost effective for the District.

Recommendation:



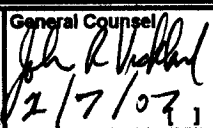

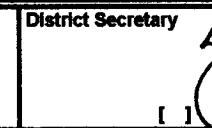
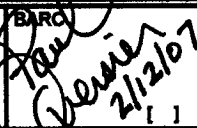
On the basis of analysis by staff it is recommended that the Board adopt the following motion.

Motion:

The General Manager is authorized to award Contract No. 6M3038 for Reconditioning Transit Vehicle Wheels to ORX Railway Corporation for an amount not to exceed 150% of the Bid Amount of \$6,499,627.00 totaling \$9,749,441.00, plus applicable taxes, subject to the availability of funding, pursuant to notification to be issued by the General Manager and subject to compliance with the District's protest procedures.



EXECUTIVE DECISION DOCUMENT

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| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and Forward to the Board of Directors | |
| DATE: 2/14/07 | | BOARD INITIATED ITEM: No | |
| Originator/Prepared by: Susan Presley Dept: RS& S Ext. 4924 Signature/Date:  2/14/07 | General Counsel:  2/7/07 | Controller/Treasurer:  2/8/07 | District Secretary:  [] BART:  2/12/07 |

NARRATIVE:

Sole Source Procurement of Brake Caliper Overhaul Components (Two-Thirds Vote Required)

Purpose:

To obtain Board authorization for the General Manager to negotiate and enter into a two-year sole source contract with Knorr Brake Corporation for Brake Caliper Overhaul components, in accordance with Public Contract Code Section 20227.

Discussion:

The Brake Caliper is designed and manufactured by Knorr Brake Corporation. The brake caliper assembly (4 per car) contains the brake pads, actuators, and pistons, which clamp the brake disks when friction brakes are applied. Through regular use, caliper assembly components experience wear. While brake pads are changed regularly while installed on the car, other components such as seals, bushings, and O-rings must be replaced at component overhaul, which is scheduled approximately every four years.

Knorr Brake Corporation is the original designer and manufacturer of the caliper assembly. This caliper assembly consists of designs that are unique to Knorr. BART Engineering has identified secondary sources for some of the caliper assembly components, but many of the components, including those to be procured under this contract, remain only available through Knorr Brake Corporation. Identifying secondary sources for parts requires re-engineering of these components, including extensive safety testing and recertification by the California PUC, which involves considerable time and expense for the District.

Purchase of this equipment from Knorr brake Corporation will duplicate the District's existing assemblies, which will guarantee compatibility with the existing brake equipment. Therefore, Vehicle Systems Engineering recommends a sole source procurement of these components.

| Part Number | Part Description | Quantity |
|-------------|--------------------------|----------|
| 19-32-14853 | Bushing, seal, brake | 5,760 |
| 18-32-47765 | Kit, seal, brake caliper | 2,880 |

Vehicle Systems Engineering has estimated the replacement cost for the parts listed above to be \$475,000 based on a budgetary estimate by Knorr Brake Corporation. District staff believes the

EDD: Sole Source Procurement of Brake Caliper Overhaul Components

Knorr estimate to be fair and reasonable based on previous procurements with Knorr.

Pursuant to Public Contract Code Section 20227, the Board may direct the purchase of any supply, equipment or material without observance of competitive bidding upon a finding by two-thirds of all members of the Board that there is only a single source of procurement and that the purchase is for the sole purpose of duplicating or replacing equipment currently in use.

Alternatives: Issue an Invitation for Bid (IFB), with the likelihood of receiving only a single bid from Knorr Brake Corporation. This will increase the process time for obtaining Brake Caliper Overhaul components.

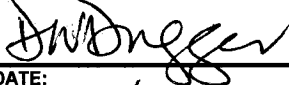
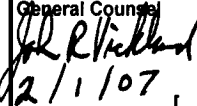
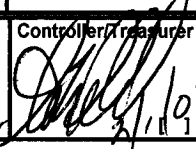
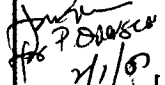
Fiscal Impact: Funding for this two-year contract in the not to exceed amount of \$475,000, plus applicable sales tax, will be provided from the General Fund, Materials & Supplies Inventory build-up account (140-010). District obligations will be subject to a series of annual Inventory Re-order (IRO) notices. Each IRO will have a defined order quantity along with a specific delivery schedule and budget. The Office of the Controller-Treasurer certifies that funds are available to meet the initial base year IRO amount of approximately \$220,000, plus applicable sales tax. For the succeeding years, the Brake Caliper Overhaul components will be purchased only upon certification by the Controller-Treasurer that funds are available.

Recommendation: On the basis of analysis by staff, and certification by the Controller-Treasurer that funds are available for this purpose, it is recommended that the Board adopt the following motion.

Motion: The Board finds pursuant to Public Contract Code Section 20227 that Knorr Brake Corporation is the sole source for procurement of specific Brake Caliper Overhaul components and that the purchase is for the purpose of duplicating or replacing equipment in use at the District. The Board authorizes the General Manager to enter into direct negotiations with Knorr Brake Corporation and to execute a contract for the purchase of these components at a price not to exceed \$475,000 including sales tax.



EXECUTIVE DECISION DOCUMENT

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|---|--|---|-----------------------------------|---|
| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and forward to the February 8, 2007 E & O Committee Meeting | | |
| DATE: 2/2/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Tom Parker Dept: Transit System Development Ext. 4919 Signature/Date: | General Counsel:  2/1/07 [] | Controller/Treasurer:  2/1/07 [] | District Secretary: [] | BARC:  2/1/07 [] |

NARRATIVE:

PROJECT CHANGES AND ADDENDUM TO THE BART-OAKLAND INTERNATIONAL AIRPORT CONNECTOR PROJECT FEIR/FEIS

PURPOSE

To approve changes to the BART-Oakland International Airport Connector Project, adopt an Addendum to the FEIR/FEIS pursuant to the California Environmental Quality Act (CEQA) evaluating the potential environmental impacts of the project changes, and find that a subsequent or supplemental environmental impact report is not necessary, based upon the evaluation presented in the Addendum.

DISCUSSION

On March 28, 2002, the BART Board of Directors (Board) certified the Final Environmental Impact Report/Final Environmental Impact Statement (FEIR/FEIS) and adopted the BART-Oakland International Airport Project, which consisted of an Automatic Guideway Transit (AGT) system connecting the Coliseum BART station to Oakland International Airport (OIA) by a 3.2 mile long exclusive guideway with two intermediate stations (the Adopted Project). Based on the FEIR/FEIS, the Federal Transit Administration (FTA) issued the Record of Decision (ROD) for the Adopted Project on July 16, 2002.

As described in the FEIR/FEIS, the Adopted Project includes an alignment for the AGT, which is largely in the Hegenberger Road corridor and would run on an aerial guideway between the Coliseum BART Station and Doolittle Drive, then at-grade adjacent to Airport Drive. Between the Coliseum BART Station and Interstate 880 (I-880), the AGT alignment would be located over the west-side curb lane of Hegenberger Road. Between I-880 and Doolittle Drive, the alignment would be located largely in the median of Hegenberger Road. Between Doolittle Drive and Oakland International Airport, the alignment would pass under Doolittle Drive and run at-grade adjacent to the Airport Drive. South of Air Cargo Road, in the airport terminal area, the alignment would be an aerial guideway over the airport parking area. The AGT would include two terminal stations: one at the Coliseum BART Station and one at the airport terminal. The Adopted Project also included two intermediate stops: one near the intersection of Hegenberger Road/Edgewater Road, and the second near the intersection of Doolittle Drive/Hegenberger Road.

EDD: PROJECT CHANGES AND ADDENDUM TO THE BART-OAC CONNECTOR PR

In order to respond to the changes in the airport's development plan, as well as to additional engineering and other changed circumstances, the project design has evolved since the Adopted Project was approved in 2002. CEQA allows a lead agency to adopt project changes based on an addendum to a previously certified EIR, rather than a subsequent or supplemental EIR (SEIR), so long as certain conditions are met: neither the project changes nor changed circumstances involve new or substantially more severe environmental impacts, and there is no new information regarding new impacts, more severe impacts, or the feasibility or effectiveness of mitigation measures. Similarly, FTA may determine that a supplemental EIS (SEIS) is not necessary to address changes to a project, new information or changed circumstances, based on an appropriate environmental study.

There are five areas of the AGT alignment where there have been substantial changes compared to the Adopted Project (the Project Changes). The Project Changes are:

1. Revised location for the Airport AGT Station within the airport terminal area.
2. Maintenance and storage facility (MSF) relocated to Doolittle Drive site. (The MSF was originally located at the Coliseum BART Station.)
3. Elimination of the Edgewater intermediate stop and revised alignment on Hegenberger Road at Edgewater Drive.
4. Revised median alignment between Coliseum Way and Elmhurst Channel
5. Changes at the Coliseum Station.

The Project Changes are described in detail in Section 2 of the Addendum.

In November of 2006 staff completed an Addendum to the FEIR/FEIS which revisited the analysis conducted in the FEIR/FEIS and evaluated the potential effects of the Project Changes compared to the Adopted Project. The Project Changes were evaluated for all the disciplines analyzed in the original document (transportation, land use, socioeconomic, visual quality, etc.). The analysis did not identify substantial changes in the existing environment and did not identify any new or more severe impacts not identified in the FEIR/FEIS. FTA has informally reviewed the Addendum and requested that the Board take action on the Addendum, prior to FTA's formal determination whether an SEIS is necessary.

Based upon the evaluation presented in the Addendum, none of the conditions requiring the preparation of an SEIR have occurred. Therefore, under the CEQA Guidelines, an EIR addendum is appropriate.

FISCAL IMPACT

There is no fiscal impact to the Adopted Project or the estimated capital cost of \$232 million (in 2001 dollars). The Project Changes have essentially no effect on the preliminary engineering estimate as the length and the height of the guideway is not significantly affected. The cost of extending the Airport Station slightly closer to the airport terminal is offset by the relocation of the MSF facility near Doolittle Drive, which substantially reduces the height of the MSF and the

EDD: PROJECT CHANGES AND ADDENDUM TO THE BART-OAC CONNECTOR PR

overall length of guideway leading to the MSF.

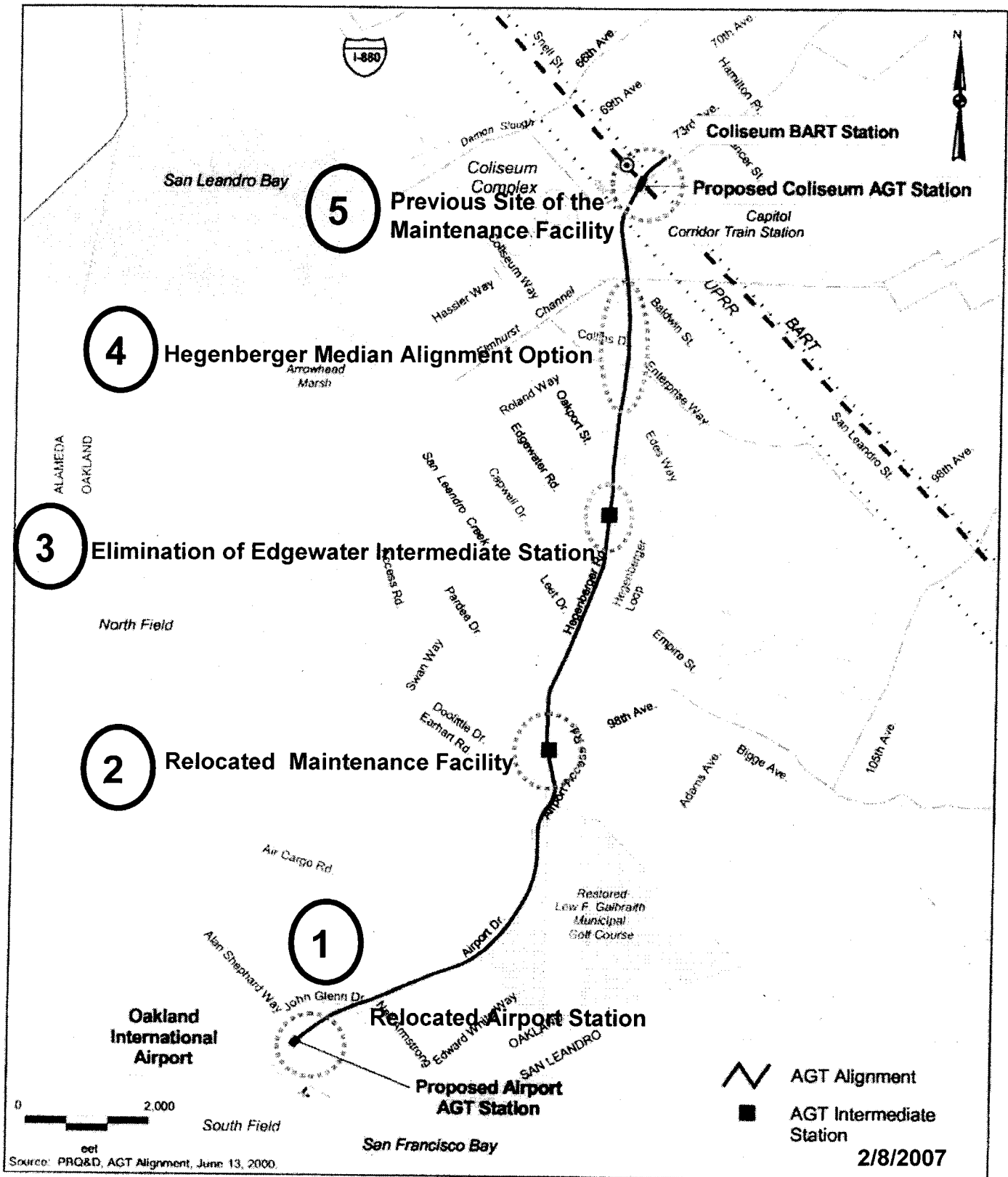
ALTERNATIVES

The alternative is to do nothing and not approve the Addendum to the FEIR/FEIS. This would leave the project unable to respond to the changes in the airport's development plan, as well as to other changed circumstances that required the design to evolve since the Adopted Project was approved in 2002 and therefore not able to continue the current procurement process.

RECOMMENDATION

It is recommended that the Board adopt the attached Resolution.

Figure 1-2
Alignment of Preferred Alternative



Areas of Project modifications

Attachments

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

In the matter of adopting modifications to the BART-Oakland International Airport Connector Project and an Addendum to the FEIR/FEIS

WHEREAS, pursuant to the California Environmental Quality Act (CEQA), the BART Board of Directors on March 28, 2002, certified the Final Environmental Impact Report/Final Environmental Impact Statement (FEIR/FEIS) and adopted the BART-Oakland International Airport Project which consisted of an Automatic Guideway Transit (AGT) system connecting the Coliseum BART station to Oakland International Airport (OIA) by a 3.2 mile long exclusive guideway with two intermediate stations (the Adopted Project); and

WHEREAS, the Adopted Project as described in the FEIR/FEIS includes an alignment for the AGT, which is largely in the Hegenberger Road corridor and runs on an aerial guideway between the Coliseum BART Station and Doolittle Drive, then at-grade adjacent to Airport Drive; and then on an aerial guideway over the airport parking area; and

WHEREAS, the Adopted Project includes two terminal stations, one at the Coliseum BART Station and one at the airport terminal, as well as two intermediate stops: one near the intersection of Hegenberger Road/Edgewater Road, and the second near the intersection of Doolittle Drive/Hegenberger Road; and

WHEREAS, in order to respond to the changes in the airport's development plan, as well as to additional engineering and other changed circumstances, the project design has evolved since the Adopted Project was approved in 2002 (the Revised Project); and

WHEREAS, there have been substantial changes in five areas of the Revised Project compared to the Adopted Project (the Project Changes), to wit:

1. Revised location for the Airport AGT Station within the airport terminal area.
2. Maintenance and storage facility (MSF) relocated to Doolittle Drive site.
3. Elimination of the Edgewater intermediate stop and revised alignment on Hegenberger Road at Edgewater Drive.
4. Revised median alignment between Coliseum Way and Elmhurst Channel
5. Changes at the Coliseum Station.

EDD: PROJECT CHANGES AND ADDENDUM TO THE BART-OAC CONNECTOR PR

WHEREAS, Section 15164 of the CEQA Guidelines allows a lead agency to prepare an addendum to a previously certified EIR, rather than a subsequent or supplemental EIR (SEIR), if some changes or additions to a project are necessary, as long as none of the conditions described in Section 15162 requiring the preparation of an SEIR have occurred. Section 15162 states that, when an EIR has been certified, no SEIR needs to be prepared for the project unless the lead agency determines, on the basis of substantial evidence in the light of the whole record, that there are substantial changes proposed in the project which require major revisions of the previous EIR, substantial changes occur with respect to the circumstances under which the project is undertaken, or there is new information of substantial importance regarding new significant effects, more severe effects, or the feasibility or effectiveness of mitigation measures.

WHEREAS, in November of 2006 staff completed an Addendum to the FEIR/FEIS which revisited the analysis conducted in the FEIR/FEIS and evaluated the potential effects of the Project Changes, surrounding circumstances and new information; and

WHEREAS, based upon the evaluation presented in the Addendum, none of the conditions described in CEQA Guidelines Section 15162 requiring the preparation of an SEIR have occurred; and therefore an addendum is appropriate; and

WHEREAS, CEQA Guidelines Section 15164(c) provides that the lead agency's decision-making body shall consider an addendum with the final EIR prior to making a decision on the project.

THEREFORE, BE IT RESOLVED, that the BART Board of Directors, having reviewed and considered the information contained in the Addendum and the FEIR/FEIS for the BART-Oakland International Airport Connector Project:

- 1) Adopts the Addendum and;
- 2) Finds that, on the basis of substantial evidence contained in the FEIR/FEIS and Addendum and in the light of the whole record, that;
 - (a) there are no substantial changes proposed in the Revised Project which will require major revisions of the FEIR/FEIS due to the involvement of new or substantially more severe significant environmental effects;
 - (b) there are no substantial changes with respect to the circumstances under which the Revised Project is undertaken which will require major revisions of the FEIR/FEIS due to the involvement of new or substantially more severe significant environmental effects; and
 - (c) there is no new information of substantial importance, which was not known at the time the FEIR/FEIS was certified, showing that;
 - (i) the Revised Project will have new or substantially more severe significant effects,
 - (ii) mitigation measures or alternatives previously found not to be feasible would in fact be feasible and would substantially reduce significant effects of the Revised Project, or
 - (iii) mitigation measures or alternatives considerably different from those





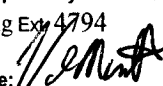
EDD: PROJECT CHANGES AND ADDENDUM TO THE BART-OAC CONNECTOR PR

analyzed in the FEIR/FEIS would substantially reduce significant effects of the Revised Project, and

3) Approves the Project Changes to the BART-Oakland International Airport Connector Project.



EXECUTIVE DECISION DOCUMENT

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|--|--|---|---------------------------|---|
| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and forward to the Board | | |
| DATE: 2/14/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Val Menotti Dept: Planning Ext 4794 | General Counsel  2/9/07 | Controller/Treasurer  2/9/07 | District Secretary [] | BARC  2/9/07 |
| Signature/Date:  2/8/07 | [] | [] | [] | [] |

NARRATIVE:

Authorize the Execution of Agreement Nos. 6G7906 and 6G7910 to Provide Environmental, Conceptual Design, and Planning Services for BART Projects

PURPOSE: To obtain Board authorization for the General Manager to execute Agreement No. 6G7906 with Nelson\Nygaard Consulting Associates and Agreement No. 6G7910 with Wilbur Smith Associates to provide Environmental, Conceptual Design and Planning Services for BART Planning Projects.

DISCUSSION: On August 25, 2006 the District issued Request for Proposal ("RFP") No. 6G7906 to obtain on-call environmental, conceptual design and planning services in support of the District's station area planning, system expansion, and strategic and policy planning efforts. The RFP indicated that the services would be obtained through agreements with two firms, and that each agreement would have a term of up to five years.

The RFP was sent to environmental, conceptual design and planning consultant firms having expertise in the pertinent technical fields. Advertisements soliciting interest were placed in a number of publications including Disadvantaged Business Enterprise ("DBE"), Minority Business Enterprise ("MBE"), and Women Business Enterprise ("WBE") publications. A pre-proposal meeting for the RFP was held on September 18, 2006. The RFP was distributed to all interested potential Proposers. On December 5, 2006 proposals were received from the following six firms:

- Nelson\Nygaard Consulting Associates of San Francisco, CA;
- Kolve Engineering / DMJM Harris of Oakland, CA;
- HNTB Corp. of Oakland, CA;
- Wilbur Smith Associates, of San Francisco, CA;
- Patri-Merker Architects of San Francisco, CA; and
- Booz-Allen-Hamilton of San Francisco, CA.

The proposals were reviewed by a Selection Committee ("Committee") consisting of BART staff from Planning, Office of Civil Rights, and Contract Administration, as well as staff representatives from the Alameda County Congestion Management Agency, the Contra Costa County Transportation Authority and the Metropolitan Transportation Commission. Proposals were first reviewed to determine if the Proposers were considered

EDD: Environmental, Conceptual Design, and Planning Services for BART Projects

responsive to the requirements of the RFP. Subsequently, the proposals were evaluated and scored on the basis of the criteria contained in the RFP with respect to qualifications of the firm and key personnel. Four proposals were short-listed for oral presentations: Wilbur Smith Associates; HNTB Corp.; Nelson\Nygaard Consulting Associates; and Korve Engineering / DMJM Harris. The Committee conducted oral interviews on January 19, 2007.

Based on the oral and written evaluations, the Committee determined that the two most qualified firms are Nelson\Nygaard Consulting Associates and Wilbur Smith Associates. After making this determination, BART began negotiations with Nelson\Nygaard Consulting Associates in connection with Agreement No. 6G7906 and with Wilbur Smith Associates in connection with Agreement No. 6G7910. With support from Internal Audit and Planning, Contract Administration evaluated the rates and mark-ups for a cost plus fixed fee agreement received from each Proposer. Caltrans currently requires a pre-award audit, the results of which will be incorporated into the executed agreement, as appropriate. Staff determined that the Wilbur Smith Associates and Nelson\Nygaard Consulting Associates recommended rate structures are fair and reasonable and that the Proposers are both responsible organizations. Negotiations between BART and both firms concluded on mutually favorable terms. Accordingly, the Committee recommended the award of two Agreements: Agreement No. 6G7906 to Nelson\Nygaard Consulting Associates for an amount not to exceed \$8,000,000 and Agreement No. 6G7910 to Wilbur Smith Associates for an amount not to exceed \$8,000,000.

Assignments under the Agreements will be defined by Annual Work Plans ("AWPs") or Work Directives ("WDs"). Each AWP or WD will have a defined scope of services, and a separate schedule and budget. Any AWP or WD assigned for funding under a state grant will include state requirements, and any AWP or WD assigned for funding under a federal grant will include federal requirements.

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

FISCAL IMPACT: These agreements have a total combined limit not to exceed \$16,000,000. Capital Development and Control will certify the eligibility of identified capital funding sources and the Controller/Treasurer will certify availability of such funding prior to incurring project costs against the agreements and the execution of each AWP or WD. Operating Budgets will verify the availability of operating funding during each year's annual budget process. The Planning Department's adopted FY07 operating budget includes \$126,500 to support operating budget work. Each AWP or WD will be subject to the availability of funding in the Planning budget, or other department budgets as requested, for future years.

ALTERNATIVES: Reject all of the proposals and initiate the process of soliciting new proposals. The amount of time necessary to reissue the RFP would adversely impact planning activities underway in support of the implementation of the District's Strategic Plan.

EDD: Environmental, Conceptual Design, and Planning Services for BART Projects

RECOMMENDATION: It is recommended that the Board adopt the following motions:

MOTIONS:

- a) The General Manager is authorized to execute Agreement No. 6G7906 with Nelson\Nygaard Consulting Associates in an amount not to exceed \$8,000,000, for a term not to exceed five years, pursuant to notification to be issued by the General Manager, subject to compliance with the District's protest procedures and FTA's requirements related to protest procedures.

- b) The General Manager is authorized to execute Agreement No. 6G7910 with Wilbur Smith Associates in an amount not to exceed \$8,000,000, for a term not to exceed five years, pursuant to notification to be issued by the General Manager, subject to compliance with the District's protest procedures and FTA's requirements related to protest procedures.

ENVIRONMENTAL, CONCEPTUAL DESIGN, AND PLANNING SERVICES

• Introduction

The San Francisco Bay Area Rapid Transit District requires environmental, conceptual design and planning services over the next five years to support its BART Projects.

Professional services to be provided by the Consultants under the two awarded Agreements environmental, conceptual design, and planning activities and related issues associated with the District's station area planning, system expansion, and policy development efforts. Consultants shall manage and work in conjunction with other consultant team members and BART staff to support BART projects. Services provided shall comply with the latest edition of all applicable codes, ordinances, criteria, standards, regulations, and other applicable laws.

The District currently has two active Environmental Engineering and Planning Services Agreements in place administered by BART's Planning Department. The two Agreements are 6G7806 executed with Moore, Iacofano, & Goltsman Inc., and 6G7829 with Nelson/Nygaard Consulting Associates. Both of these Agreements will expire on February 28 2007.

Request for Proposal No. 6G7906 was issued to provide the District with the required services. The RFP:

- described the detailed, objective selection process to be used;
- indicated the criteria for making the selection;
- stated the District intended to award two agreements for these services.

• Scope of Services

| Station Area Planning | Long Range Planning and System Expansion | Strategic & Policy Planning |
|--|--|-------------------------------------|
| a. Comprehensive Station Plans; | a. Line Studies; | a. Annual Report; |
| b. Access Plans; | b. Transit Corridor Studies; | b. Strategic Plan; |
| c. Transportation for Livable Communities Planning and Capital Projects; | c. Regional Studies; | c. Performance Measure Development; |
| d. Station Capacity Analysis; | d. Environmental Assessment; | d. Performance Monitoring; |
| e. Station Area Brochures / Profiles. | e. Infill BART Stations Studies; | e. Policy Development; |
| | f. System Expansion Studies; | f. Policy Advancement. |
| | g. Commuter and other non-BART Rail; | |
| | h. Bus Rapid Transit; | |
| | i. People Movers. | |

- **Selection Process**

Followed California Government Code and Federal Brooks Act regulations related to the procurement of Architectural & Engineering services in which:

- Proposers are first evaluated on the basis of their qualifications, both written and oral;
- Upon determining the most qualified proposers, terms and conditions of the agreement are then negotiated.

Terms and conditions favorable to the District have been successfully negotiated with the most qualified proposers; therefore, staff recommends awarding two as outlined on the following pages.

RECOMMENDED AWARD

- **Agreement No. 6G7906**
Nelson\Nygaard Consulting Associates, San Francisco, California for a five year period for a total not to exceed amount of \$8,000,000.

- **Subconsultants**
Name and Location

| NAME | LOCATION | ROLE IN THIS AGREEMENT |
|--|-------------------|---|
| Ove Arup & Partners California Ltd. (Arup) | San Francisco, CA | Transportation Planning and Conceptual Design |
| Community Design + Architecture, Inc. (CD+A) | Oakland, CA | Land Use and Urban Design/Architecture |
| Robin Chiang & Co. | San Francisco, CA | Urban Design/Architecture |
| EDAW, Inc. | San Francisco, CA | Land Use, Urban Design/Architecture and Environmental |
| Economic & Planning Systems | Berkeley, CA | Economic & Real Estate |
| Fehr & Peers | Walnut Creek, CA | Transportation Planning |
| Louis T. Klauder and Associates (LTK) | Ambler, PA | Transportation Planning |
| FMG Architects | Oakland, CA | Conceptual Design |
| Noll & Tam Architects | Berkeley, CA | Urban Design/Architecture and Conceptual Design |
| Parsons Transportation Group Inc. | San Francisco, CA | Environmental |
| R L Banks | Tiburon, CA | Transportation |
| Strategic Economics | Berkeley, CA | Economic & Real Estate |

- **Reason for Selection**
 - Strong demonstration of experience and knowledge relevant to BART's Scope of Services
 - Project Manager presentation provided established and proactive management skills.
 - Excellent technical responses in oral interviews and past performance reviews.

RECOMMENDED AWARD

- **Agreement No. 6G7910**

Wilbur Smith Associates, San Francisco, California for a five-year period for a total not to exceed amount of \$8,000,000.

- **Subconsultants**

Name and Location


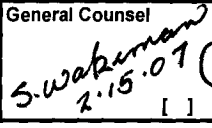
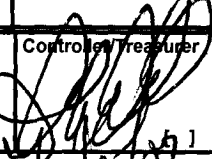
| NAME | LOCATION | ROLE IN THIS AGREEMENT |
|---------------------------------------|-------------------|--|
| Design, Community & Environment (DCE) | Berkeley, CA | Transportation, Land Use, Public Participation, Urban Design/Architecture, Environmental Services, Conceptual Design, Seconded Staffing and Project Administration |
| Moore Iacofano Goltsman, Inc. | Berkeley, CA | Transportation, Land Use, Public Participation, Urban Design/Landscape Architecture, Environmental Services, Conceptual Design, Seconded Staffing and Project Administration |
| Louis T. Klauder and Associates (LTK) | Ambler, PA | Transportation, Conceptual Design and Project Administration |
| Bay Area Economics (BAE) | Emeryville, CA | Land Use, Real Estate Economics and Project Administration |
| EIP/PBSJ (EIP) | San Francisco, CA | Environmental Services, Project Administration |
| ERM West (ERM) | Walnut Creek, CA | Environmental Services and Project Administration |
| Kimley-Horn and Associates | Oakland, CA | Transportation and Project Administration |
| VBN Architects (VBN) | Oakland, CA | Transportation, Land Use, Urban Design/Architecture, Conceptual Design and Project Administration |
| Nancy Whelan Consultants (NWC) | San Francisco, CA | Transportation, Real Estate Economics and Project Administration |
| Pittman and Associates (P&A) | San Francisco, CA | Transportation, Public Participation, Environmental Services and Project Administration |

- **Reason for Selection**

- Strong demonstration of experience and knowledge relevant to BART's Scope of Services
- Program Manager presented solid responses and excellent relationship with teaming firms.
- Strong and experienced pool of multi-disciplinary teams



EXECUTIVE DECISION DOCUMENT

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| GENERAL MANAGER APPROVAL:  | | GENERAL MANAGER ACTION REQ'D: Approve and forward to Board of Directors for action | | |
| DATE: 2/15/07 | | BOARD INITIATED ITEM: No | | |
| Originator/Prepared by: Stacey Perkins Dept: Capital Development & Control Ext. x6160 Signature/Date: | General Counsel  2.15.07 | Controller/Treasurer  2/15/07 | District Secretary | BARC |

NARRATIVE:

Approval of Agreements Among the Metropolitan Transportation Commission (MTC), the San Mateo County Transit District (SamTrans), the San Mateo County Transportation Authority (SMCTA) and the San Francisco Bay Area Rapid Transit District (BART) for an Alternative Operational and Financial Arrangement for the BART to SFO Extension Purpose:

To authorize the General Manager to execute three separate agreements for an alternative operational and financial arrangement for the SFO Extension that will supercede the existing contractual arrangements between SamTrans, MTC and BART. These agreements are: 1) Agreement Among the Metropolitan Transportation Commission, the San Francisco Bay Area Rapid Transit District, and the San Mateo County Transit District Regarding the BART San Francisco Airport Extension Project (Three Party Financial Agreement); 2) a Settlement Agreement and Release of Claims between BART and SamTrans (Settlement Agreement) and; 3) a funding agreement between BART, SamTrans and the San Mateo County Transportation Authority (SMCTA) for the assignment of 2% of San Mateo County half-cent sales tax to BART (Measure A Agreement).

Discussion:

The General Manager has participated in a series of meetings led by MTC to resolve disagreements with SamTrans arising from the 1990 Comprehensive Agreement over the funding and operations of the SFO Extension. These meetings have led to an agreement for a new operational and financial arrangement that is memorialized in the three agreements listed above. The 1990 Comprehensive Agreement Between BART and SamTrans, as amended, the Agreement Pertaining to FY 2005 Operating Plan and Related Matters ("the FY 2005 Operating Agreement") between BART and SamTrans, and the 1999 Memorandum of Understanding between BART, SamTrans and MTC ("MOU") will be terminated and replaced in their entirety by the new agreements. The highlights are as follows:

- BART will have full responsibility over future SFO Extension operations, operating and capital costs, service levels, schedules, etc. in accordance with BART systemwide policies. BART will also have the authority to set fares (including surcharges) and parking charges.
- BART will have sole right to all revenues arising from the SFO Extension including but not limited to fares, surcharges, and ancillary revenue, including but not limited to parking charges, concessions, advertising and joint development.

EDD: Approval of Agreements Among the Metropolitan Transportation Commission (MTC

- BART will receive up-front funding in amounts equal to \$24 million from MTC's share of Proposition 1B funds and \$32 million from SamTrans' share of Proposition 1B funds.
- BART will also receive 2% of the San Mateo County half cent sales tax, Measure A, which was reauthorized by the voters in 2004 for 25 years beginning in FY2009. This amount is currently equal to approximately \$1.2 million/year and will be used to pay Extension operating costs.
- BART additionally will receive SamTrans' annual Proposition 42 increment made available beginning in FY2009, following full funding of the TCRP program. The amount of this increment, \$801,024/year, will be used to fund Extension operating costs and will continue until the reserve account reaches \$145 million for the Warm Springs Extension.
- When the Extension begins to generate an operating surplus funds will be deposited in the reserve account until the \$145 million commitment to the Warm Springs Extension is met.
- MTC reaffirms its RTP policy that the four counties in which BART operates share responsibility to fund BART's net future capital shortfalls in an equitable manner.
- BART will maintain complete accounting records of how funds in the reserve account are being spent and will provide an annual audit to MTC reflecting reserve account expenditures for SFO Extension operating costs and accrual of funds for the Warm Springs Extension.
- If MTC determines by December 31, 2007 that Proposition 1B funds will not be available to meet the obligations described above, the 1990 Comprehensive Agreement, as amended, the MOU and the FY 2005 Operating Agreement will be reinstated, and BART, MTC and SamTrans will share equally in funding any Extension operating deficit that may exist from February 28, 2007 through the date of MTC's determination.

The Three Party Financial Agreement has been completed and was approved by MTC's Programming and Allocations Committee on February 14. Final MTC Commission action is scheduled for February 28, 2007. The Settlement Agreement between BART and SamTrans is nearing completion. On February 1, 2007, the San Mateo County Transportation Authority authorized its Executive Director to enter into an agreement with BART and SamTrans providing for allocation of 2% of the San Mateo County Measure A funds.

Fiscal Impact:

As detailed above, BART will receive a total of \$56 million from MTC and SamTrans from Proposition 1B funds. Since Proposition 1B funds are ineligible for use on operating expenses, these funds will need to be "swapped" with other eligible capital projects. Currently, MTC is planning to swap these funds for BART, and its \$24 million contribution will come over two years, FY2007 and FY2008. SamTrans' \$32 million contribution will come in over two years, FY2008 and FY2009, and may require BART to swap up to \$16 million through its BART-funded capital program. These will be placed in a reserve account which will earn interest and be

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used first to fund any operating deficit on the Extension, then to complete the funding commitment of \$145 million to the Warm Springs Extension. In the event that the sources listed above are insufficient to fund a continuing operating deficit on the SFO Extension, BART would be responsible for paying this deficit until the SFO Extension achieves a surplus.

Alternatives:

Do not authorize the General Manager to execute these agreements. BART would forego the revenue sources listed above to assist in funding any SFO Extension operating deficit, SamTrans would remain liable for funding the SFO Extension operating deficit, and disputes between BART and SamTrans are likely to continue.

Recommendation:

Adoption of the following motion. The Office of the General Counsel will approve the agreements as to form.

Motion:

That the General Manager is authorized to execute the following agreements: 1) Agreement Among the Metropolitan Transportation Commission, the San Francisco Bay Area Rapid Transit District, and the San Mateo County Transit District Regarding the BART San Francisco Airport Extension Project (Three Party Financial Agreement); 2) Settlement Agreement and Release of Claims between BART and SamTrans (Settlement Agreement) and; 3) a funding agreement between BART, SamTrans and the San Mateo County Transportation Authority for the assignment of 2% of San Mateo County half-cent sales tax to BART (Measure A Agreement).