

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

Board of Directors
Minutes of the 1,765th Meeting
June 9, 2016

A regular meeting of the Board of Directors was held June 9, 2016, convening at 9:05 a.m. in the Board Room, 344 20th Street, Oakland, California; and 347 North La Jolla Avenue, Los Angeles, California. President Radulovich presided; Kenneth A. Duron, District Secretary.

Directors present in Oakland: Directors Blalock, Keller, Mallett, McPartland, Murray, Raburn, Saltzman, and Radulovich.

Director present in Los Angeles: Director Josefowitz.

Absent: None.

President Radulovich called for Introduction of Special Guests. Director Blalock introduced and welcomed Metropolitan Transportation Commissioner and Orinda City Councilmember Amy Worth.

Consent Calendar items brought before the Board were:

1. Agreement with Sperry Capital, Inc., for Ad Hoc Financial Advisory Services (Agreement No. 6M2057).
2. Renaming of the Board Communications & Technology Modernization Committee to "Technology and Communications Committee."
3. Award of Contract No. 04SF-170, Construction of East Contra Costa BART Extension Project Sanitary Sewer Connection.
4. Award of Contact No. 15BN-120, Relief Shaft Blast Dampers BD39 and BD40 at San Francisco Transition Structure and BD42 at Oakland Transition Structure.
5. Award of Invitation for Bid No.8980A, Generators, Standby Mobile Engine with Trailers.

Director Mallett made the following motions as a unit. Director Saltzman seconded the motions, which carried by unanimous roll call vote. Ayes – 9: Directors Blalock, Josefowitz, Keller, Mallett, McPartland, Murray, Raburn, Saltzman, and Radulovich. Noes - 0.

1. That the Controller-Treasurer be authorized to award Agreement No. 6M2057, to Sperry Capital, Inc., to provide Ad Hoc Financial Advisory Services, in the amount not to exceed \$300,000.00, for a term of three years, with two options to extend the Agreement for one additional year, each for an amount not to exceed \$100,000.00 per year, subject to availability of funds and compliance with the District's protest procedures.

2. That the Board Communications and Technology Modernization Committee be renamed “Technology and Communications Committee.”
3. That the General Manager be authorized to award Contract No. 04SF-170, for the Construction of East Contra Costa BART Extension Project Sanitary Sewer Connection, to California Trenchless, Inc., of Hayward, California, for the amount of \$911,800.00, pursuant to notification to be issued by the General Manager, and subject to the District’s protest procedures.
4. That the General Manager be authorized to award Contract No. 15BN-120, Relief Shaft Blast Dampers BD39 and BD40 at SFTS and BD42 at OTS, to Blocka Construction Inc., of Fremont, California, for the Bid amount of \$197,000.00, pursuant to notification to be issued by the General Manager, and subject to compliance with the District’s protest procedures and Federal Transit Administration’s requirements related to protest procedures.
5. That the General Manager be authorized to award Invitation for Bid No. 8980A, for the procurement of Generators, Standby Mobile Engine with Trailers, three pairs of 200kW and two pairs of 275 kW generators, to CD & Power, Martinez, California, in the amount of \$1,142,374.08, 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 and Federal Transit Administration’s requirements related to protests.

(The foregoing motion was made on the basis of analysis by the staff and certification by the Controller/Treasurer that funds are available for this purpose.)

President Radulovich called for Public Comment. No comments were received.

President Radulovich announced that the order of agenda items would be changed.

Director Raburn, Chairperson of the Planning, Public Affairs, Access, and Legislation Committee, brought the matter of Potential 2016 Funding Measure for District Infrastructure: BART Safety, Reliability and Traffic Relief, before the Board. Ms. Kerry Hamill, Assistant General Manager, External Affairs; Mr. Matthew Burrows, General Counsel; and Ms. Tamar Allen, Chief Maintenance and Engineering Officer, presented the item.

The following individuals addressed the Board.

Amy Worth
Jason Elliott
Emily Loper
Alyssa Kies
Arlo H. Smith
Barbara Leslie
Kathy Hemmenway

Gilbert Gong
C.J. Hirschfield
Matt Nichols
Stuart Cohen
Alan Smith
Janet Magleby
Jon Spangler
Julia Raskin
Cindy Sandoval
Kristin Connelly
George Perezvelez

The item was discussed. Director Saltzman moved adoption of Resolution No. 5321, Resolution Calling a Special District Bond Election for the Purpose of Submitting to the Qualified Voters of the District the Proposition of Incurring Bonded Indebtedness to Acquire and Improve and Replace BART Facilities, Fixing the Date of Said Election, the Manner of Holding the Same, Providing for Notice Thereof, and Consolidating Said District Bond Election with the State of California General Election to Be Held on November 8, 2016, Authorizing Preparation and Filing of a Tax Rate Statement to Be Published in Connection with Said Election, and Authorizing Board Members to File a Ballot Argument in Support of Such Bond Measure; and adoption of Resolution No. 5322, Resolution of the Board of Directors of the Bay Area Rapid Transit District Declaring Official Intent to Reimburse Certain Expenditures from Proceeds of Indebtedness; and approval of the BART General Obligation Bond Program Report. Director Murray seconded the motion, which carried by unanimous roll call vote. Ayes – 9: Directors Blalock, Josefowitz, Keller, Mallett, McPartland, Murray, Raburn, Saltzman, and Radulovich. Noes - 0.

President Radulovich and Director McPartland exited the Meeting.

Director Raburn brought the matter of Adoption of the Station Access Policy and Adoption of the Transit Oriented Development Policy before the Board. Mr. Val Menotti, Chief Planning and Development Officer; Mr. Sean Brooks, Department Manager, Real Estate and Property Development; Ms. Hannah Lindelof, Principal Planner; and Ms. Abigail Thorne-Lyman, Manager of Planning, presented the item.

The following individuals addressed the Board.

Mark Evanoff
Alan Smith
Pedro Galvao
Lily Gray
Craig Adelman
Jeff Levin

The item was discussed. Director Saltzman moved adoption of the Station Access Policy as presented and adoption of the Transit Oriented Development Policy with an amendment to Strategy E2 to include wording as follows:

Strategy E.2. Implement BART’s adopted Affordable Housing Policy, and aim for a District-wide target of 30 percent of all units to be affordable, with a priority to very low (.50% AMI), low (51-80% AMI) and/or transit dependent populations.

Director Murray seconded the motions.

President Radulovich re-entered the Meeting.

Discussion continued. Director Raburn requested an amendment to Goal A of the Transit-Oriented Development Policy to include wording as follows:

Goal A. Partner to ensure BART contributes to neighborhood/district vitality, creating places offering a mix of uses and incomes.

Directors Saltzman and Murray accepted the amendment.

The motion to adopt the Station Access Policy carried by roll call vote. Ayes – 7: Directors Blalock, Josefowitz, Keller, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Abstain – 1: Director Mallett. Absent – 1: Director McPartland. (The Station Access Policy is attached and hereby made a part of these Minutes.)

The motion to adopt the Transit Oriented Development Policy carried by roll call vote. Ayes - 7: Directors Blalock, Josefowitz, Keller, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Abstain – 1: Director Mallett. Absent – 1: Director McPartland. (The Transit Oriented Development Policy is attached and hereby made a part of these Minutes.)

Director Raburn brought the matter of 2016 State Legislation before the Board. Director Josefowitz presented the item. The item was discussed. Director Josefowitz moved the Board oppose Senate Bill 986, Vehicles: Right Turns. Director Saltzman seconded the motion, which failed. Ayes – 4: Directors Josefowitz, Raburn, Saltzman, and Radulovich. Noes – 4: Directors Blalock, Keller, Mallett, and Murray. Absent – 1: Director McPartland.

Director Josefowitz moved the Board support Assembly Bill 2299, Land Use: Housing units; Assembly Bill 2501, Housing Density Bonuses; and Assembly Bill 1069, Land Use. Director Saltzman seconded the motion, which failed. Ayes – 3: Directors Josefowitz, Saltzman, and Radulovich. Noes – 5: Directors Blalock, Keller, Mallett, Murray, and Raburn. Absent – 1: Director McPartland.

Director Saltzman, Chairperson of the Administration Committee, brought the matter of Issuance and Sale of the District's Sales Tax Revenue Bonds, 2016 Refunding Series A, before the Board. Ms. Rose Poblete, Controller/Treasurer, presented the item. Director Murray moved adoption of Resolution No. 5323, Resolution of the San Francisco Bay Area Rapid Transit District Authorizing and Approving the Issuance and Sale of Not to Exceed \$100 Million San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds; Authorizing the Execution and Delivery of a Third Supplemental Indenture Pursuant to Which Such Bonds Are to Be Issued and a Notice of Sale Pursuant to Which Such Bonds Are to Be Sold and the Publication of Notice of Intention to Sell; Approving an Official Statement Relating to Such Bonds; Authorizing Execution and Delivery of Certain Documents in Connection with the Issuance, Sale and Security of Such Bonds, Including a Continuing Disclosure Agreement and an Escrow Agreement; Delegating to the Controller/Treasurer of the District Power to Determine Final Terms of Such Bonds and to Complete Said Documents; and Authorizing Certain Other Matters Relating Thereto. Director Blalock seconded the motion, which carried by unanimous roll call

vote. Ayes – 8: Directors Blalock, Josefowitz, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Absent – 1: Director McPartland.

Director Saltzman brought the matter of Downtown Berkeley Bike Station Third One-Year Lease Extension before the Board. Ms. Susan Shaffer, Principal Right-of-Way Officer, presented the item. Director Murray moved that the General Manager or her designee be authorized to execute an amendment for a one-year extension to the existing lease with HSR Berkeley Investments, LLC, for approximately 4,000 square feet of commercial space at 2208 Shattuck Avenue, Berkeley, for the Downtown Berkeley Bike Station, in the amount of \$144,000.00, commencing July 1, 2016, and to extend such lease on a month-to-month basis upon notification to the Board, to negotiate month-to-month holdover extensions for same for up to six additional months. Director Blalock seconded the motion. The item was discussed. The motion carried by unanimous roll call vote. Ayes – 8: Directors Blalock, Josefowitz, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Absent – 1: Director McPartland.

Director Saltzman brought the matter of Award of Agreements for Consulting Services for Enterprise Asset Management System before the Board. Mr. Ravi Misra, Chief Information Officer, presented the item.

Olivia Rocha addressed the Board.

The item was discussed and continued to later in the Meeting.

Director Saltzman brought the matter of Resolution Approving the Fiscal Year 2017 Annual Budget before the Board. Mr. Robert Umbreit, Department Manager, Budget Department, presented the item. Director Raburn moved adoption of Resolution No. 5324, In the Matter of Approving the Annual Budget for the San Francisco Bay Area Rapid Transit District and Authorizing Expenditures for the Fiscal Year July 1, 2016, to June 30, 2017. Director Murray seconded the motion. Director Mallett requested the vote on the resolution be bifurcated to remove revisions to the Station Platform Controllers program, the reallocation of funds for an Access Planner position, and the addition of a Principal Planner to support the Transit Oriented Development Program. The maker of the motion declined to bifurcate the motion.

Alan Smith addressed the Board.

The item was discussed. The motion carried by roll call vote. Ayes – 6: Directors Josefowitz, Keller, Murray, Raburn, Saltzman, and Radulovich. Noes – 2: Directors Blalock and Mallett. Absent – 1: Director McPartland.

President Radulovich announced that the Board would enter into closed session under Items 10-A (Public Employment) and 10-B (Conference with Labor Negotiators) of the regular Meeting agenda, and that the Board would reconvene in open session at the conclusion of that closed session.

The Board Meeting recessed at 12:20 p.m.

The Board Meeting reconvened in closed session at 12:30 p.m.

Directors present in Oakland: Directors Blalock, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich.

Director present in Los Angeles: Director Josefowitz.

Absent: Director McPartland.

The Board Meeting recessed at 1:22 p.m.

The Board Meeting reconvened in open session at 1:24 p.m.

Directors present in Oakland: Directors Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich.

Director present in Los Angeles: Director Josefowitz.

Absent: Directors Blalock and McPartland.

President Radulovich announced there were no announcements to be made on Items 10-A and 10-B.

Director Saltzman brought the continued matter of Award of Agreements for Consulting Services for Enterprise Asset Management System before the Board. The item was discussed. Director Mallett moved that the General Manager be authorized to award Agreements for Consulting Services for Enterprise Asset Management System, for an amount not to exceed \$4,000,000.00 each, to Accenture (Agreement No. 6M4434), Interloc Solutions (Agreement No. 6M4435), and TechTu Business Solutions, Inc. (Agreement No. 6M4436), pursuant to notification to be issued by the General Manager, and subject to the District's protest procedures and Federal Transit Administration's requirements related to protest procedures. Director Keller seconded the motion, which carried by unanimous roll call vote. Ayes – 7: Directors Josefowitz, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Absent – 2: Directors Blalock and McPartland.

In the absence of the Engineering and Operations Committee Chairperson and Vice Chairperson, President Radulovich brought the matter of East Contra Costa BART Extension Project before the Board. Mr. Zecharias Amare, eBART Project Manager; Mr. Robert Mitroff, Chief Planning and Development Officer; Mr. Paul Oversier, Assistant General Manager, Operations; and Mr. Robert Powers, Assistant General Manager, Construction, Planning and Development, gave a presentation on the Project Update and Change Order to Contract 04SF-130, Construction of East Contra Costa BART Extension Project Trackwork, Systems, and Facility Finishes, with Stacy and Witbec/Amoroso/Modern Railway Systems, a Joint Venture, for Installation of Two Escalators at Antioch Station. The item was discussed.

Jerry Grace addressed the Board.

Director Keller moved that the General Manager be authorized to execute a Change Order, with a not-to-exceed limit of \$4,000,000.00, for the installation of escalators at the Antioch BART Station, to Contract No. 04SF-130, for the Construction of East Contra Costa BART Extension Project Trackwork, Systems, and Facility Finishes, subject to funding partner approval. Director Saltzman seconded the motion, which carried by unanimous roll call vote. Ayes – 7: Directors Josefowitz, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Absent – 2: Directors Blalock and McPartland.

Director Keller exited the Meeting.

President Radulovich brought the matter of Award of Contract No. 09DJ-140A, Repair and Maintenance of Anode Cables, Anode Array Assemblies, and Cathodic Protection System, before the Board. Mr. Balvir Thind, Senior Electrical Engineer, presented the item. Director Saltzman moved that the General Manager be authorized to award Contract No. 09DJ-140A, for Repair and Maintenance of Anode Cables, Anode Array Assemblies and Cathodic Protection System, to Vortex Marine Construction, of Antioch, California, for the Total Base Bid Price of \$860,368.00, pursuant to notification to be issued by the General Manager, and subject to compliance with the District's protest procedures; and that the General Manager be authorized to exercise Option A for the Total Option A Bid Price of \$871,563.00, and Option B for the Total Option B Bid Price of \$883,633.00, and Option C for the Total Option C Bid Price of \$895,243.00, subject to certification from the Controller/Treasurer of the availability of funding. Director Raburn seconded the motion, which carried by unanimous roll call vote. Ayes – 6: Directors Josefowitz, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Absent – 3: Directors Blalock, Keller, and McPartland.

Director Keller re-entered the Meeting.

President Radulovich brought the matter of Change Order to Contract No. 15EK-210, Procurement of Traction Power Substations Phase 1, with Powell Electrical Systems, Inc., to Remove Design, Engineering, and Traction Power Equipment (C.O. No. 22), before the Board. Mr. Oversier and Mr. Steve Sims, Project Manager, presented the item. The item was discussed.

Jerry Grace addressed the Board.

Director Mallett moved that the General Manager be authorized to execute Change Order No. 22 to Contract No. 15EK-210, for removal of design, engineering, and traction power equipment, for a credit to the District of \$6,101,686.74. Director Raburn seconded the motion, which carried by unanimous roll call vote. Ayes – 7: Directors Josefowitz, Keller, Mallett, Murray, Raburn, Saltzman, and Radulovich. Noes - 0. Absent – 2: Directors Blalock and McPartland.

President Radulovich brought the matter of Review of the Draft Agenda for the Capitol Corridor Joint Powers Board Meeting of June 15, 2016, before the Board. Mr. David Kutrosky, Managing Director, presented the item.

President Radulovich called for the General Manager's Report. General Manager Grace Crunican reported on steps she had taken and activities and meetings she had participated in, and reminded the Board of upcoming events. Ms. Crunican thanked staff for their efforts in preparing the BART Safety, Reliability and Traffic Relief bond measure, the Station Access Policy, and the Transit Oriented Development Policy.

Jerry Grace addressed the Board.

President Radulovich called for Board Member Reports and Roll Call for Introductions.

Director Saltzman reported she had attended the Access Tech Conference.

Director Saltzman requested that staff present ideas coming out of the Access Tech Conference to the Board for further consideration. Director Josefowitz seconded the request.

Director Josefowitz requested staff respond to a request for Google maps to map station interiors. Director Saltzman seconded the request.

President Radulovich called for In Memoriam. Director Blalock requested that the Meeting be adjourned in honor of Muhammad Ali.

President Radulovich called for Public Comment. Jerry Grace addressed the Board.

The Meeting was adjourned at 2:40 p.m. in honor of Muhammad Ali.

Kenneth A. Duron
District Secretary