

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

Board of Directors  
Minutes of the 1,662nd Meeting  
September 13, 2012

A regular meeting of the Board of Directors was held September 13, 2012, convening at 9:07 a.m. in the Board Room, 344 20<sup>th</sup> Street, Oakland, California. President McPartland presided; Kenneth A. Duron, District Secretary.

Directors present: Directors Blalock, Keller, King, Murray, Raburn, Radulovich, Sweet, and McPartland.

Absent: None. Director Fang entered the Meeting later.

President McPartland brought the matter of Introduction of Special Guests before the Board. Director King introduced and welcomed Mr. Henry Gardner, Ms. Jo Cazanave, AC Transit General Manager Mr. David Armijo, many members of AC Transit staff, and other guests.

Director King was administered the Oath of Office, and shared remarks.

The Board Meeting recessed at 9:14 a.m.

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The Board reconvened at 9:38 a.m.

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

Absent: None.

Consent Calendar items brought before the Board were:

1. Approval of Minutes of the Meetings of August 9, 2012 (Regular), and August 16, 2012 (Special).
2. Award of Contract No. 15QJ-120, Reroof CHB Hayward Yard Control Center Upper Roof.
3. Award of Contract No. 20LZ-110, Train Control Room Battery Replacements.
4. Award of Invitation for Bid No. 8904, Kit, High Speed Gear Assembly.

5. Award of Invitation for Bid No. 8909, Powered Stand-On Riding Autoscrubber.

Director Sweet made the following motions as a unit. Director Blalock seconded the motions, which carried by unanimous electronic vote. Ayes – 9: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, Sweet, and McPartland. Noes – 0.

1. That the Minutes of the Meetings of August 9, 2012 (Regular), and August 16, 2012 (Special), be approved.
2. That the General Manager be authorized to award Contract No. 15QJ-120, Reroof CHB and Hayward Yard Control Center Upper Roof, to Stronger Building Services, for a Bid price of \$226,000.00, pursuant to notification to be issued by the General Manager, and subject to the District's protest procedures.
3. That the General Manager be authorized to award Contract No. 20LZ-110, Train Control Room Battery Replacements, to American Power Systems, for the Bid price of \$1,050,000.00, pursuant to notification issued by the General Manager, subject to compliance with the District's protest procedures and the Federal Transit Administration's related to protests.
4. That the General Manager be authorized to award Invitation for Bid No. 8904, an estimated quantity contract for procurement of high speed gear assembly kits, to Motion Industries, for the Bid price of \$1,075,888.98, including applicable sales tax, pursuant to notification to be issued by the General Manager, and subject to compliance with the District's protest procedures.
5. That the General Manager be authorized to award Invitation for Bid No. 8909 to JC Paper Company, for the Bid price of \$188,673.42, including all applicable sales tax, pursuant to notification to be issued by the General Manager, and subject to compliance with District protest procedures.

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

Director Sweet, Chairperson of the Administration Committee, brought the matter of Temporary Help Services – Agreement with Wollborg/Michelson Personnel Service, Inc., for Safety Certified Temporary Help Services (Agreement No. 6M4189), before the Board. Mr. Carlton Allen, Chief Engineer, and Mr. Colby Barry, Manager of Operations Liaisons, presented the item.

President McPartland exited the Meeting, and Vice President Radulovich assumed the gavel.

The following individuals addressed the Board.

Ms. Lucy Thomas

Ms. Sandra Floyd

Ms. Myla Ramos

The item was discussed. Director Keller moved that the General Manager or her designee be authorized to award Agreement No. 6M4189, in an amount not to exceed \$17,500,000.00, to Wollborg/Michelson Personnel Service, Inc., for safety certified temporary help services; and that a separate \$3,000,000.00 Federal Set-Aside Micro Small Business contract be issued at a future date. Director Blalock seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, and Sweet. Noes – 0. Absent – 1: President McPartland.

Director Sweet brought the matter of Fiscal Year 2012 Year-End Budget Revision before the Board. Mr. Carter Mau, Executive Manager, Planning and Budget; Ms. Elaine Kurtz, Department Manager, Human Resources; and Mr. Robert Umbreit, Department Manager, Operating Budget and Analysis, presented the item. The item was discussed.

Mr. Jerry Grace addressed the Board.

Discussion continued. Director Radulovich moved Adoption of Resolution No. 5199, In the Matter of Amending Resolution No. 5163 Regarding Fiscal Year 2012 Annual Budget. Directors King and Murray seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, and Sweet. Noes – 0. Absent – 1: President McPartland.

Director Sweet brought the matter of Modification to Agreement No. 6G6428, Workers Compensation Administration Services, with Athens Administrators, for Time Extension and Increase of Contract Value, before the Board. Ms. Kurtz presented the item. Director Murray moved that the General Manager be authorized to execute a change order to Agreement No. 6G6428, with Athens Administrators, for Workers Compensation Administration Services, to increase the not-to-exceed value to \$6,267,161.00, and to extend the term of the Agreement for an additional nine months, from September 30, 2012, to June 30, 2013. Directors Blalock and Raburn seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, and Sweet. Noes – 0. Absent – 1: President McPartland.

Director Sweet announced that the order of agenda items would be changed.

Director Sweet brought the matter of Resolution Authorizing the Controller-Treasurer to Enter into a Bond Purchase Agreement with the Joint Venture Team of RBC Capital Markets, LLC; Backstrom McCarley Berry & Co., LLC; Ramirez & Co. Inc.; Piper Jaffray & Co; Alamo Capital; and Fidelity Capital Markets (a division of National Financial Services, LLC) to Provide the District with Underwriting Services in the Issuance of Bonds, and related items, before the Board. Mr. Scott Schroeder, Controller-Treasurer, presented the item. Director Raburn

requested that the item be bifurcated to allow for separate votes on Series A Bonds and Series B Bonds. The item was discussed.

Director Raburn moved adoption of the portion relating to Series 2012 Series A (tax-exempt) bonds of Resolution No. 5200, Authorizing and Approving the Issuance and Sale of Not to Exceed \$300,000,000.00 of San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds; Authorizing the Execution and Delivery of a Master Indenture, a First Supplemental Indenture Pursuant to Which Such Bonds Are to Be Issued and a Bond Purchase Agreement Pursuant to Which Such Bonds Are to Be Sold; 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 Radulovich seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, and Sweet. Noes – 0. Absent – 1: President McPartland.

Discussion on the item continued. Director Fang moved adoption of the portion relating to Series B (taxable) bonds of Resolution No. 5200, Authorizing and Approving the Issuance and Sale of Not to Exceed \$300,000,000.00 of San Francisco Bay Area Rapid Transit District Sales Tax Revenue Bonds; Authorizing the Execution and Delivery of a Master Indenture, a First Supplemental Indenture Pursuant to Which Such Bonds Are to Be Issued and a Bond Purchase Agreement Pursuant to Which Such Bonds Are to Be Sold; 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 Murray seconded the motion, which carried by electronic vote. Ayes – 7: Directors Blalock, Fang, Keller, King, Murray, Radulovich, and Sweet. Noes – 1: Director Raburn. Absent – 1: President McPartland.

Director Sweet brought the matter of Agreements with Associated Right of Way Services, Inc. (Agreement No. 6M4208), Smith & Associates (Agreement No. 6M4182), and Bender Rosenthal, Inc. (Agreement No. 6M4209), for Real Property Appraisal Services, before the Board. Mr. Mau presented the item. The item was discussed. Director Murray moved that the General Manager or her designee be authorized to execute Agreements to provide On-Call Real Property Appraisal Services for a five-year period, for an amount not to exceed \$800,000.00 per Agreement, pursuant to notification to be issued by the General Manager and subject to the District's protest procedures, with each of the following consultants: Associated Right of Way Services, Inc., Smith & Associates, and Bender Rosenthal, Inc. Director Blalock seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, and Sweet. Noes – 0. Absent – 1: President McPartland.

The Board Meeting recessed at 11:59 a.m.

The Board reconvened at 1:06 p.m.

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

Absent: None.

Director Fang, Chairperson of the Engineering and Operations Committee, brought the matter of Department of Industrial Relations Conveyance Inspection Fees for Fiscal Year 2013 through Fiscal Year 2017 before the Board. Mr. Paul Oversier, Assistant General Manager, Operations, presented the item. Director Murray moved that the General Manager be authorized to allocated and pay up the \$197,633.00 from each Fiscal Year 2013 through 2017 budgeted Power and Mechanical Maintenance Operating Funds for the Conveyance Inspection Fees, required by the State of California, for the District's 179 escalators, 137 elevators, and 3 chair lifts. Director Raburn seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, Sweet, and McPartland. Noes – 0.

Director Fang brought the matter of Change Order to Contract No. 15EJ-120, A-Line 34.5kV Cable Section Replacement, with Blocka Construction Inc., for Cable Trays, Splicing and Grounding, before the Board. Mr. Mark Pfeiffer, Group Manager, Electrical and Mechanical Engineering, presented the item. The item was discussed. Director Sweet moved that the General Manager be authorized to execute Change Order No. 1, Cable Trays, Splicing and Grounding, to Contract No. 15EJ-120, A-Line 34.5kV Cable Section Replacement between Nineteenth Avenue Substation (ANA) and Bayfair Substation (ABF), with Blocka Construction, Inc., in an amount not to exceed \$595,900.00. Director Blalock seconded the motion.

Director Radulovich exited the Meeting.

The motion carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Sweet, and McPartland. Noes – 0. Absent – 1: Director Radulovich.

Director Fang brought the matter of Change Order to Contract No. 15PD-110, Earthquake Safety Program Aerial Structures – C Line, with William P. Young Construction, Inc., for C Line Impacts, before the Board. Mr. Thomas Horton, Manager of Earthquake Safety Programs, presented the item. Director Raburn moved that the General Manager be authorized to execute Change Order No. 122, in the amount of \$670,888.83, to Contract No. 15PD-110, Earthquake Safety Program Aerial Structures – C Line, with William P. Young Construction, Inc. Director Murray seconded the motion, which carried by unanimous electronic vote. Ayes – 8: Directors Blalock, Fang, Keller, King, Murray, Raburn, Sweet, and McPartland. Noes – 0. Absent – 1: Director Radulovich.

Director Fang exited the Meeting.

Director Blalock, Chairperson of the Planning, Public Affairs, Access, and Legislation Committee, had no report.

President McPartland called for the General Manager's report. General Manager Grace Crunican noted the system had carried more than 400,000 riders per day three times in the past week.

Mr. David Kutrosky, Managing Director of Capitol Corridor, gave a brief review of the Draft Agenda for the Capitol Corridor Joint Powers Board Meeting of September 19, 2012.

Ms. Crunican reported on actions she had taken, meetings she had participated in, and upcoming events.

Mr. Jerry Grace addressed the Board.

Directors Fang and Radulovich re-entered the Meeting.

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

Director Keller reported he had attended the Special Board Meeting in Oregon.

Director Blalock reported he had attended the Special Board Meeting in Oregon and the Citizen Review Board meeting.

Director Sweet requested the District revise the schedule for providing escorts at stations to commence earlier this year given increased reports of assaults on female customers.

Director Radulovich reported he had attended the Special Board Meeting in Oregon.

President McPartland requested the District consider using announcements advising customers on which side of the train the doors would be opened at approaching stations.

President McPartland stated he would be joining the United States Geological Survey to address Congress on earthquake early warning.

Director Fang reported he had traveled to Asia to learn about near-field communications and paying fares via cellular telephone.

Director Murray reported she had attended several meetings regarding the Walnut Creek transit village.

Director Murray requested the District review and potentially revise its policy on permissible point-of-view advertising in the context of the reported more restrictive policy adopted by the Golden Gate Bridge, Highway and Transit District.

Director Murray requested a report on the reported infestation of rats and pigeons in the system and actions being taken to remediate.

Director Murray requested the District develop an on-board "customer courtesy" signage campaign, addressing customer conduct and providing useful contact information for BART Police.

Director Raburn reported he had attended the Special Board Meeting in Oregon.

Director Raburn requested that the District work cooperatively with regional and local park districts to include pathfinding signage on trails directing users to local BART Stations.

Director Raburn requested the development of a comprehensive plan to provide some level of suitable training of District advisory committees, to include meeting management.

Director Raburn requested the District review and evaluate reimbursement for transit travel for advisory committees (to include BART Accessibility Task Force use of Regional Transit Card vs. Clipper Card) and establish a process for reviewing extraordinary expenses.

Director King reported she had attended the BART Accessibility Task Force meeting.

President McPartland called for General Discussion and Public Comment. The following individuals addressed the Board:

Mr. Jerry Grace

Ms. Maria Alegria

President McPartland announced that Item 9-A (Conference with Real Property Negotiator) would be continued to a future meeting.

President McPartland announced that the Board would enter into closed session under Item 9-B (Conference with Labor Negotiators) of the regular meeting agenda, and that the Board would reconvene in open session at the conclusion of the closed session.

The Board Meeting recessed at 2:07 p.m.

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The Board reconvened in closed session at 2:17 p.m.

Directors present: Directors Blalock, Keller, King, Murray, Raburn, Radulovich, Sweet, and McPartland.

Absent: Director Fang.

Director Radulovich exited the Meeting.

Director Blalock exited the Meeting.

Director Sweet exited the Meeting.

The Board Meeting recessed at 3:28 p.m.

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The Board reconvened in open session at 3:30 p.m.

Directors present: President McPartland.

Absent: Directors Blalock, Fang, Keller, King, Murray, Raburn, Radulovich, and Sweet.

President McPartland announced that the Board had concluded the closed session and there was no announcement to be made.

The Board Meeting was adjourned at 3:31 p.m.

Kenneth A. Duron  
District Secretary