

Date: September 22, 2004  
W.I.: 1255  
Referred by: PAC  
Revised: 11/17/04-C 10/26/05-C  
05/24/06-C 02/28/07-C  
09/26/07-C 01/23/08-C  
03/26/08-C 05/28/08-C  
10/22/08-C 11/26/08-C  
04/22/09-C 06/24/09-C

ABSTRACT

MTC Resolution No. 3651, Revised

This resolution approves the allocation of Regional Measure 2 funds for the Transbay Terminal/Downtown Caltrain Extension project sponsored by and implemented by the Transbay Joint Powers Authority (TJPA).

This resolution includes the following attachments:

Attachment A - Allocation Summary Sheet

Attachment B - Project Specific Conditions for Allocation Approval

Attachment C - MTC staff's review of TJPA's Initial Project Report (IPR) for this project

Attachment D - RM2 Deliverable/Useable Segment Cash Flow Plan

This resolution was revised on November 17, 2004 to accept the EIR and environmental findings as MTC's own for purposes of approving an allocation of \$16.125 million in RM2 funds to the finance portions of right-of-way phase, specifically the acquisition through condemnation of the property located at 80 Natoma Street.

This resolution was revised on October 26, 2005 to approve a \$12.875 million allocation for the right-of-way phase, to augment the previous right-of-way allocation for the 80 Natoma Street. Additional project specific conditions have been incorporated.

This resolution was revised on May 24, 2006 to approve a \$2.735 million allocation to allow the TJPA to continue ongoing professional contracts and PMPC work for preliminary engineering work as well as to proceed with the BART connector study and Transbay travel model studies. Additional project specific conditions have been incorporated.

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This resolution was revised on February 28, 2007 to allocate \$4.73 million for preliminary engineering funding for the utility relocation services, temporary terminal, and bus storage facilities. Additional project specific conditions have been incorporated.

This resolution was revised on September 26, 2007 to allocate \$1.319 million for final design on the temporary terminal.

This resolution was revised on January 23, 2008 to allocate \$28.299 million for a collection of right of way purchases, utility relocation (preliminary engineering) work, and program management and control costs.

This resolution was revised on March 26, 2008 to allocate a total of \$11.4 million for a collection of early works final design, permits, interagency agreements and early works construction management.

This resolution was revised on May 28, 2008 to allocate a total of \$21.8 million for the preliminary engineering of the Transbay Transit Center.

This resolution was revised on October 22, 2008 to allocate a total of \$23.5 million for the construction of the temporary terminal and funding for a commissioning agent for the new Transbay Terminal Center.

This resolution was revised on November 26, 2008 to amend the scope on a prior right-of-way allocation (Allocation no 08365110 - 01/23/08).

This resolution was revised on April 22, 2009 to allocate a total of \$5 million towards geotechnical shoring wall testing to determine the technical feasibility and effectiveness of alternate construction processes prior to finalizing design of soil improvements and foundation systems for the Transbay Transit Center.

This resolution was revised on June 24, 2009 to allocate a total of \$5.4 million towards the payment and performance bond premium for the construction of the Transbay Transit Center.

ABSTRACT

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Additional discussion of this allocation is contained in the Executive Director's memoranda to the MTC Programming and Allocations Committee dated September 8, 2004, November 10, 2004 and October 12, 2005, and PAC Summary Page dated May 10, 2006, February 14, 2007, September 12, 2007, January 9, 2008, March 5, 2008, April 9, 2008, October 8, 2008, November 12, 2008, April 8, 2009 and June 10, 2009.

Date: September 22, 2004  
W.I.: 1255  
Referred by: PAC

Re: Approval of Allocation of Regional Measure 2 funds for the Transbay Terminal/Downtown Caltrain Extension

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION No. 3651

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

WHEREAS, Streets and Highways Code Sections 30950 *et seq.* created the Bay Area Toll Authority (“BATA”) which is a public instrumentality governed by the same board as that governing MTC; and

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

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

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

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

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

WHEREAS, Transbay Joint Powers Authority (TJPA) has submitted a request for the allocation of RM 2 funds for the Transbay Terminal/Downtown Caltrain Extension project; and

WHEREAS, Transbay Terminal/Downtown Caltrain Extension is identified as capital project number 22 under RM 2 and is eligible to receive RM 2 funding as identified in Streets and Highways Code Sections 30914(c); and

WHEREAS, the TJPA has submitted an Initial Project Report, as required pursuant to Streets and Highway Code Section 30914(e), to MTC for review and approval; and

WHEREAS, Attachment A to this resolution, attached hereto and incorporated herein as though set forth at length, lists the project and phase for which the TJPA is requesting RM2 funding and the amount recommended for allocation by MTC staff; and

WHEREAS, Attachment B to this resolution, attached hereto and incorporated herein as though set forth at length, lists the required project specific conditions which must be met prior to execution of the allocation and any reimbursement of RM2 funds; and

WHEREAS, Attachment C to this resolution, attached hereto and incorporated herein as though set forth at length, includes MTC staff's review of TJPA's Initial Project Report (IPR) for this project; and

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

RESOLVED, that MTC approves MTC staff's review of TJPA's Initial Project Report (IPR) for this project as set forth in Attachment C; and be it further

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

RESOLVED, that the allocation and reimbursement of RM2 funds as set forth in Attachment A are conditioned upon TJPA complying with the provisions of the Regional Measure 2 Regional Traffic Relief Plan Policy and Procedures as set forth in length in MTC Resolution 3636; and be it further

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

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

RESOLVED, that a certified copy of this resolution, shall be forwarded to the project sponsor.

METROPOLITAN TRANSPORTATION COMMISSION

A handwritten signature in black ink, appearing to read "Steve Kinsey", is written over a horizontal line. The signature is stylized and cursive.

Steve Kinsey, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at the regular meeting of the Commission held in Oakland, California, on September 22, 2004.

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: Transbay Terminal/Downtown Caltrain Extension  
Sponsor: Transbay Joint Powers Authority  
Project Number: 22.1

Allocation No. 22.1-1					
Activities to be funded with Allocation #1:					
The RM2 funded component delivers Phase 1 of the Preliminary Engineering, consisting of the following activities and deliverables:					
1. Program Update Report;					
2. Design Criteria and Quality Guidelines;					
3. Risk Analysis including identification of significant project elements that contribute to cost risk;					
4. Program Implementation Plan and Cash Flow including phasing alternatives that consider expected availability of funding;					
5. Preliminary engineering (roughly 10%) on project elements needed to better define cost;					
6. Revised Cost Estimate Report;					
7. Value Engineering Report; and					
8. Program Scope Report for the Transbay Terminal element;					
9. Conceptual Engineering for the Caltrain Downtown Extension element;					
10. Revised Program Budget, Schedule and Cash Flow; and					
11. Project Management/Project Control necessary to complete the items above.					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
05365101	22-Sep-04	\$ 10,505,000	ENV	FY 2004-05	\$ 10,505,000
06365102	22-Sep-04	\$ 4,990,000	ENV	FY 2005-06	\$ 15,495,000

<b>Allocation No. 22.1-2</b>					
Activities to be funded with Allocation #2:					
Right-of-way acquisition of the 80 Natoma property in San Francisco, California.					
<p>The TJPA staff has provided MTC staff with a copy of the Project's environmental review documents, consisting of the Environmental Impact Statement/Environmental Impact Report and environmental findings of the San Francisco County Transportation Authority. Said documents have been reviewed by staff, and are herein incorporated by reference as though set forth at length. As lead agencies under CEQA, the City and County of San Francisco, the Peninsula Corridor Joint Powers Board (Caltrain) and the San Francisco Redevelopment Agency have certified that the Environmental Impact Report (EIR) for the Project is in compliance with the requirements of the California Environmental Quality Act (CEQA) and the applicable CEQA Guidelines.</p> <p>The TJPA staff advises that the EIR for the Project is currently the subject of a number of pending lawsuits, but that there are no injunctions in place that would preclude the TJPA from proceeding with the Project. The TJPA staff further advises that the City and County of San Francisco, on behalf of the TJPA for purposes of implementing the Project, has initiated a condemnation action for the property located at 80 Natoma Street, and that this RM2 funding request is for purposes of providing part of the financing necessary to complete the right of way action.</p> <p>Under these circumstances, for purposes of reviewing this request for an allocation of RM2 funds, MTC is a responsible agency under CEQA, and may accept that the EIR for the Project is in compliance with the provisions of CEQA and its applicable regulations. Staff recommends MTC's acceptance of the above referenced EIR and findings for the Project, and approval of the TJPA's RM2 funding request. MTC's acceptance of the EIR, and the findings as its own for purposes of approval of the funding request, will constitute MTC's permission for the TJPA to proceed with those elements of the Project funded in part with RM2 funds, but with the understanding that the TJPA will be proceeding with the Project at its own risk pending a final determination of the current judicial proceedings.</p>					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
05365103	17-Nov-04	\$ 16,125,000	ROW	FY 2004-05	\$ 31,620,000

<b>Allocation No. 22.1-3</b>					
Activities to be funded with Allocation #3:					
Additional funding for Right-of-way acquisition of the 80 Natoma property in San Francisco, California.					
<p>The TJPA finds that no new facts have arisen since the original certification of the Transbay Terminal EIR/EIS that would change the analysis or conclusions. MTC is a responsible agency under CEQA, and accepts that the EIR for the Project is in compliance with the provisions of CEQA and its applicable regulations.</p> <p>MTC will be receiving two documents prior to processing payment for the property:  1) Settlement agreement between TJPA and the property owner.  2) Quitclaim deed (to protect MTC and the City and the San Francisco County Transportation Authority if the project fails).</p>					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
06365104	26-Oct-05	\$ 12,875,000	ROW	FY 2005-06	\$ 44,495,000

<b>Allocation No. 22.1-4</b>					
Activities to be funded with Allocation #4:					
a) Ongoing professional service contracts for PE work and project controls and project management contracts through September (\$2.09 million) b) BART connection Study (\$600,000) c) Transbay travel model study (\$50,000)					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
07365105	24-May-06	\$ 2,735,000	ENV	FY 2006-07	\$ 47,230,000

<b>Allocation No. 22.1-5</b>					
Activities to be funded with Allocation #5:					
a) Preliminary Engineering (35%) for the Utility Relocation Services, Temporary Terminal, and Bus Storage facility					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
07365106	28-Feb-07	\$ 4,730,000	ENV	FY 2006-07	\$ 51,960,000

<b>Allocation No. 22.1-6</b>					
Activities to be funded with Allocation #6:					
a) Final Design for the Utility Relocation Services, Temporary Terminal, and Bus Storage facility					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08365107	26-Sep-07	\$ 1,319,000	PS&E	FY 2007-08	\$ 53,279,000

<b>Allocation No. 22.1-7</b>					
Activities to be funded with Allocation #7:					
a) Preliminary Design for the Utility Relocation Services (\$1.9 million)					
b) Program Management and Program Controls (\$2.654 million)					
c) Bundled Right-of-Way acquisitions related to the project, including but not limited to the following properties in downtown San Francisco until funds are expended: 272 Main, 200 Folsom, 90 Natoma, 564 Howard, 546 Howard, 57 Tehama, 60 Tehama, 81-83 Natoma, 77-79 Natoma, Natoma St., and 568-576 Howard. (\$23.745 million)					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08365108	23-Jan-08	\$ 2,654,000	ENV	FY 2007-08	\$ 55,933,000
08365109	23-Jan-08	\$ 1,900,000	ENV	FY 2007-08	\$ 57,833,000
08365110	23-Jan-08	\$ 23,745,000	ROW	FY 2007-08	\$ 81,578,000

<b>Allocation No. 22.1-8</b>					
Activities to be funded with Allocation #8:					
a) Final Design for the Bus Storage Facility and Utility Relocation, Permits, Fees and Interagency Agreements through CY 2008 and Construction Management for the Temporary Terminal and Bus Storage Facility (\$11.4 million)					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08365111	26-Mar-08	\$ 11,400,000	PS&E	FY 2007-08	\$ 92,978,000

<b>Allocation No. 22.1-9</b>					
Activities to be funded with Allocation #9:					
a) Preliminary Engineering of the Transbay Transit Center (\$ 21.8 million)					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08365112	28-May-08	\$ 21,800,000	ENV	FY 2007-08	\$ 114,778,000

<b>Allocation No. 22.1-10</b>					
Activities to be funded with Allocation #10:					
a) Construction of the Temporary Terminal (\$ 22.65 million)					
b) Funding for the Commissioning Agent for the Transbay Terminal Center (\$ 850,000)					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
09365113	22-Oct-08	\$ 23,500,000	CON	FY 2008-09	\$ 138,278,000

<b>Allocation No. 22.1-11</b>					
Activities to be funded with Allocation #11:					
1) Geotechnical shoring wall testing					
2) Construction of test shafts to determine soil improvement procedures					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
09365114	22-Apr-09	\$ 5,000,000	ENV	FY 2008-09	\$ 143,278,000

<b>Allocation No. 22.1-12</b>					
Activities to be funded with Allocation #12:					
Payment and performance bond premium for the construction of the Transbay Transit Center					
Funding Information:					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
09365115	24-Jun-09	\$ 5,400,000	CON	FY 2008-09	\$ 148,678,000

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

Project Title: Transbay Terminal/Downtown Caltrain Extension  
Sponsor: Transbay Joint Powers Authority (TJPA)  
Project Number: 22.1

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

On September 22, 2004, the Commission approved the imposition of the following conditions pertaining to the overall project and all allocations:

1. Approval of the allocation package by the Transbay Joint Powers Authority Board of Directors. The allocation package consists of the Initial Project Report (IPR), resolution of project compliance, and opinion of legal counsel.
2. MTC certification of TJPA's evidence of allocation and commitment of complementary funds.
3. Adherence to the workplan exhibited by the "Transbay Terminal/Caltrain Downtown Extension Scope of Work" dated August 31, 2004, with its accompanying "Preliminary Engineering Part 1" progress schedule, attached.
4. The TJPA may invoice MTC for eligible project expenses as frequently as monthly, in accordance with the cash flow plan.

On November 17, 2004, the Commission approved the imposition of the following general concepts and conditions pertaining specifically to allocation #22.1-2 for the right-of-way phase and the TJPA has agreed to the following specific language:

5. General Concept:  
Require that the project sponsor TJPA deposit the full amount of RM2 funds directly into the account established by law for purposes of this condemnation action, and return interest on RM2 funds to MTC.

Specific Language:

The City and County of San Francisco has commenced an eminent domain action on behalf of the project sponsor TJPA to obtain Right-of-Way property needed for the project, and has committed to the TJPA's use of the property upon completion of the eminent domain action. TJPA, or MTC at the request of the project sponsor, shall deposit the RM2 grant funds directly into the account established by law for eminent domain funds. TJPA shall return to MTC the equivalent of any amount of interest earned at the account's interest rate and accrued in the account attributable to RM2 funds as of the date the funds are transferred to the condemnee. On or before the condemnee's receipt of eminent domain funds, the TJPA will deliver to MTC a report from counsel on the status of all pending litigation which might adversely effect the project or the ability of the TJPA to carry out the project.

6. General Concept:

Recapture RM2 investment plus any proportional increase in land value (including MTC's proportionate share of any improvements) if project not completed or land not used for project.

Specific Language:

The TJPA has agreed that if Right-of-Way is acquired for the project and is not utilized for project purposes because the project is not completed or its scope is changed, MTC shall be reimbursed its proportional share of the fair market value of the property plus MTC's pro-rata share of any improvements, based on, (1) the net proceeds from the sale of the property or, (2) an appraisal of the property conducted at no cost to MTC. Any such appraisal shall be conducted within one (1) year from the date of the project sponsor's final determination that the project will not be completed or that the property is no longer needed for the project due to a change in scope. The date of valuation for purposes of any appraisal shall be the date on which such final determination is made.

7. General Concept:

Capture any savings if property is acquired for less than the appraised value at the time of grant application.

Specific Language:

The TJPA has agreed that if the amount of RM2 funds deposited into the eminent domain account is higher than the RM2 proportional share of fair market value of the property as set forth in the final order of condemnation, the project sponsor shall return to MTC the difference between the amount deposited to the eminent domain account and the RM2 proportional share of the amount of the final order plus interest. If for any reason, the condemnation action is dismissed by a final judgment or abandoned, the RM2 funds deposited into the eminent domain account shall be returned to MTC plus accrued interest at the account's interest rate.

8. General Concept:

Project sponsor agrees to request City to place a revocable lien on the property at the time of transfer of title in favor of the granting agencies, including but not limited to MTC, referencing these grant conditions. The lien shall be revocable after the project commences public operations.

Specific Language:

The TJPA and MTC have agreed that specific language is to be determined prior to completion of eminent domain action.

On October 26, 2005, the Commission approved the imposition of the following condition pertaining specifically to allocation #22.1-3 for the right-of-way phase. The conditions approved as part of 22.1-2 apply to this right-of-way allocation request.

9. MTC must receive the following two documents before any distribution of funds for the right-of-way purchase:
- 1) Settlement agreement between TJPA and the property owner.
  - 2) Final quitclaim deed that conveys to MTC and the SFCTA, as joint tenants, title and interest in the property, to be held in trust, and to be recorded, should the TJPA abandon the Transbay Terminal project or the State of California terminate the project for failure to complete.
10. This allocation is contingent upon the approval of the allocation request by the TJPA Board of Directors and approval of the complementary funds by the SFCTA.

On May 24, 2006, the Commission approved the imposition of the following condition pertaining specifically to allocation #22.1-4 for the bridge-gap funding.

11. It is MTCs intent that there be no further RM2 allocations until the TJPA adopts an implementation strategy for the program.

On February 28, 2007, the Commission approved the following condition pertaining specifically to allocation #22.1-5.

12. MTC's allocation #5 for this project is contingent upon the San Francisco County Transportation Authority's (SFCTA) approval and authorization of expenditures of \$10.825 million for Project Management/ Project Controls and survey work, calendared for Authority Board consideration in February 2007.

On January 23, 2008, the Commission approved the following condition pertaining specifically to allocation #22.1-7.

13. Approval of the allocation package by the Transbay Joint Powers Authority Board of Directors. The allocation package consists of the Initial Project Report (IPR), resolution of project compliance, and opinion of legal counsel.

14. MTC will execute Quit Claim Deeds for each property which is being purchased (fully or in part) with RM2 funds prior to transferring any funds to the TJPA for this purpose. The selection of parcels to be purchased with RM2 funds shall be clustered in location as much as possible.
15. MTC is allowing non-proportionate drawdowns from complementary fund sources for purposes of procuring right of way under this allocation, with the understanding that after all parcels have been acquired, RM2 funding will be approximately equal to complementary funding for right of way.

On March 26, 2008, the Commission approved the following condition pertaining specifically to allocation #22.1-8

16. Approval of the allocation package by the Transbay Joint Powers Authority Board of Directors. The allocation package consists of the Initial Project Report (IPR), resolution of project compliance, and opinion of legal counsel.

On May 28, 2008, the Commission approved the following condition pertaining specifically to allocation #22.1-9

17. The disbursement of funds is contingent on the award of the Architectural & Engineering (A&E) contract to Pelli Clarke Pelli - Hines for design and development of the Transbay Terminal and Tower; furthermore, if the contract is not awarded within three months, staff will rescind the allocation.

On October 22, 2008, the Commission approved the following condition pertaining specifically to allocation #22.1-10

18. The allocation and reimbursement of RM2 funds are contingent upon the TJPA securing an investment grade rating from Fitch, submitting a TIFIA loan application, and approving the Exclusive Negotiations Agreement for the Transbay Transit Tower.

**RM2 Project Number: 22**  
**Transbay Terminal/Downtown Caltrain Extension**

<b>Lead Sponsor</b> Transbay Joint Powers Authority	<b>Other Sponsors(s)</b> N/A	<b>Implementing Agency (if applicable)</b> N/A
<b>Legislated Project Description</b> A new Transbay Terminal at First and Mission Streets in San Francisco providing added capacity for transbay, regional, local, intercity bus services; the extension of Caltrain rail services into the terminal, and accommodation of a future high speed passenger rail line to the terminal and eventual rail connection to the east bay. Eligible expenses include project planning, design and engineering, construction of a new terminal and its associated ramps and tunnels, demolition of existing structures, design and development of a temporary terminal, property and right-of-way acquisition required for the project, and associated project-related administrative expenses. A bus- and train-ready terminal facility, including purchase and acquisition of necessary rights-of-way for the terminal, ramps, and rail extension, is the first priority for toll funds for the Transbay Terminal/Downtown Extension Project. The temporary terminal operation shall not exceed five years.		

**RM2 Legislated Funding (in \$1,000)**  
Total Overall Funding: \$150,000

**Project Purpose and Description**  
The Transbay Terminal / Downtown Caltrain Extension Project consists of three major components: a new, multi-modal Transbay Terminal on the site of the present Transbay Terminal; the extension of Caltrain commuter rail service from its current San Francisco terminus at Fourth and Townsend Streets to a new underground terminus underneath a proposed new Transbay Terminal; and the establishment of a Redevelopment Area with related development projects, including transit-oriented development on publicly owned land in the vicinity of the new multi-modal Transbay Terminal.

**Funding Description**  
Committed Funds: The Project is divided into two phases: the Transbay Transit Center Phase 1, which is fully funded with committed revenues.  
Uncommitted Funds: The Caltrain Downtown Extension project (Phase 2) is estimated to cost \$2.4 billion and is not fully funded. The T.JPA is working on securing additional revenues.  
Operating Capacity: Operations for the Transbay Terminal are to be funded by revenue generated by the building leases, including rents from transit operators, retail establishments, a hotel; parking revenue; general advertising revenue; and the continuation of terminal operating funds from Bay Area Toll Authority funds. The operations of the Downtown Caltrain extension are to be fully funded by fare revenues.

<b>Overall Project Cost and Schedule</b>				
Phase	Scope	Start	End	Cost (in \$1,000)
1	Final Environmental Document/ Preliminary Eng.	08/2000	09/2009	\$191,093
2	Plans, Specifications and Estimates	07/2007	07/2010	\$214,374
3	Right-of-Way	11/2005	03/2010	\$254,245
4	Construction	11/2008	03/2014	\$3,525,288
<b>Total:</b>				<b>\$4,185,000</b>

# Total Project Funding Plan: Committed and Uncommitted Sources

September 22, 2004  
 Attachment C  
 MTC Resolution No. 3651  
 Revised: 10/26/05-C 02/28/07-C  
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Project Title		Project No. 22											Total	
Lead Sponsor		Transbay Terminal/Downtown Caltrain Extension												
		Transbay Joint Powers Authority												
Fund Source	Phase	Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	Future	Total
<b>Committed</b>														
FTA Section 1601	Environmental	681	4,366	2,495	1,254	0	0	0	0	0	0	0	0	8,796
RM-1		994	166	0	240	0	0	0	0	0	0	0	0	1,400
	Other Local	799	0	0	0	0	0	0	0	0	0	0	0	799
RM-2		0	11,801	2,323	8,836	26,354	5,000	0	0	0	0	0	0	54,314
SF Prop K		0	4,242	2,374	11,938	5,104	8,374	0	0	0	0	0	0	64,158
San Mateo Sales Tax		0	0	125	7,155	0	0	0	0	0	0	0	0	7,280
SAFETEA-LU Earmark		0	0	0	6,650	0	2,417	1,994	688	140	704	0	0	12,593
RTIP		0	0	0	0	4,000	0	0	0	0	0	0	0	4,000
SF Prop K	PS&E	0	0	0	0	0	3,700	10,200	0	0	0	0	0	13,900
RM-1		0	0	0	0	0	13,000	0	1,475	0	0	0	0	14,475
RM-2		0	0	0	0	12,719	0	0	0	0	0	0	0	12,719
A B1171		0	0	0	0	0	0	0	12,237	3,349	1,475	0	0	17,061
SAFETEA-LU Earmark		0	0	0	0	0	12,198	22,953	3,136	3,350	1,475	0	0	43,112
RM-1	Right-of-Way	0	0	0	0	0	567	100	0	0	0	0	0	667
RM-2		0	0	29,000	0	23,745	0	0	0	0	0	0	0	52,745
SF Prop K		0	0	29,000	0	23,665	0	0	0	0	0	0	0	52,665
San Mateo Sales Tax		0	0	0	0	0	22,385	0	0	0	0	0	0	22,385
RTIP		0	0	0	0	3,391	0	0	0	0	0	0	0	3,391
Lease Proceeds, TDR		0	0	37	0	0	0	0	0	0	0	0	0	37
RM-1	Construction	0	0	0	0	0	28,352	6,707	2,800	0	0	0	0	37,859
RM-2		0	0	0	0	0	28,900	0	0	0	0	0	0	28,900
AB 1171		0	0	0	0	0	0	13,000	16,076	98,172	5,691	0	0	132,939
AC Transit Capital Cont		0	0	0	0	0	7,240	8,879	8,676	8,472	5,279	0	0	38,546
SF Prop K		0	0	0	0	0	12,300	4,300	0	0	0	0	0	16,600
Lease Proceeds, TDR		0	0	0	0	0	0	0	0	0	0	6,741	0	6,741
TIFIA Loan Proceeds		0	0	0	0	0	0	0	0	61,584	109,416	0	0	171,000
<b>Total:</b>		<b>2,474</b>	<b>20,575</b>	<b>65,354</b>	<b>36,073</b>	<b>98,978</b>	<b>100,711</b>	<b>75,848</b>	<b>68,133</b>	<b>45,088</b>	<b>175,067</b>	<b>130,781</b>	<b>0</b>	<b>819,082</b>

## Total Project Funding Plan: Committed and Uncommitted Sources

(Amounts Escalated in Thousands)

Project Title	Project No. 22													
Lead Sponsor	Transbay Terminal/Downtown Caltrain Extension Transbay Joint Powers Authority													
Fund Source	Phase	Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13	2013-14	Future	Total
<b>Uncommitted</b>														
RTIP	Construction							87,446	183,976	152,400	4,563	10,475	10,475	20,950
Land Sales	Construction							87,446	183,976	152,400	4,563	10,475	10,475	423,754
TIFIA Loan Proceeds	Construction													445,000
Total:		0	0	0	0	0	0	87,446	183,976	152,400	15,038	10,475	10,475	1,318,089
<b>Funding Source TBD</b>														
TBD	PS&E								23,500	30,287	5,294			59,081
TBD	ROW							49,215	70,500	37,017				156,732
TBD	Construction								61,696	284,706	640,000			865,614
Total:		0	0	0	0	0	0	49,215						865,614
<b>Total Project Committed and Uncommitted</b>														
Total:		2,474	20,575	65,354	36,073	98,978	100,711	212,509	252,109	197,488	190,105	141,256	1,734,368	4,185,000

**REGIONAL MEASURE 2 PROGRAM**  
**Project Cash Flow Plan**

Project Title: Transbay Terminal/Downtown Caltrain Extension  
 Sponsor: Transbay Joint Powers Authority  
 RM2 Project Number: 22.1

RM2 Project # 22.1	PRIOR	FY 2004-05	FY 2005-06	FY 2006-07	FY 2007-08	FY 2008-09	TOTAL
<b>RM2 Funds Total</b>	-	26,630,000	17,865,000	7,465,000	62,818,000	33,900,000	148,678,000
<b>Environmental (ENV)</b>	2,474,000	19,279,000	9,984,000	34,702,000	35,458,000	37,126,000	139,023,000
RM 2		10,505,000	4,990,000	7,465,000	26,354,000	5,000,000	54,314,000
San Francisco Prop K		4,242,000	2,374,000	11,938,000	5,104,000	32,126,000	55,784,000
SM Sales Tax			125,000	7,155,000	0		7,280,000
FTA	681,000	4,366,000	2,495,000	1,254,000	0		8,796,000
RM-1	994,000	166,000		240,000			1,400,000
RTIP					4,000,000		4,000,000
Other Local	799,000						799,000
SAFETEA-LU/Earmark				665,000			6,650,000
<b>Final Design (PS&amp;E)</b>	0	0	0	0	12,719,000	0	12,719,000
RM 2					12,719,000		12,719,000
SAFETEA-LU/Earmark							0
San Francisco Prop K							0
<b>Right of Way</b>	0	16,125,000	41,912,000	3,391,000	47,410,000	22,385,000	131,223,000
RM 2		16,125,000	12,875,000		23,745,000		52,745,000
San Francisco Prop K		0	29,000,000		23,665,000		52,665,000
San Mateo Meas. A						22,385,000	22,385,000
Lease Proceeds			37,000				37,000
RTIP				3,391,000			3,391,000
<b>Construction</b>	0	0	0	0	0	51,600,000	51,600,000
RM-1						10,400,000	10,400,000
RM2						28,900,000	28,900,000
SF Prop K						12,300,000	12,300,000
						0	0
						0	0
<b>TOTAL FUNDING</b>	2,474,000	19,279,000	9,984,000	34,702,000	35,458,000	37,126,000	139,023,000
Environmental	0	0	0	0	12,719,000	0	12,719,000
Final Design (PS&E)	0	0	0	0	47,410,000	22,385,000	131,223,000
Right of Way	0	0	0	0	0	51,600,000	51,600,000
Construction	2,474,000	35,404,000	51,896,000	38,093,000	95,587,000	111,111,000	334,565,000
<b>PROJECT TOTAL</b>	2,474,000	35,404,000	51,896,000	38,093,000	95,587,000	111,111,000	334,565,000

Date: March 23, 2005  
W.I.: 1255  
Referred by: PAC  
Revised: 12/21/05-C 05/24/06-DA  
06/27/07-DA 01/23/08-C  
05/28/08-C 12/17/08-C  
05/27/09-DA 06/24/09-C

ABSTRACT

MTC Resolution No. 3684, Revised

This resolution approves the allocation of Regional Measure 2 funds for the Rail Extension to East Contra Costa County project sponsored by the San Francisco Bay Area Rapid Transit District (BART) and Contra Costa Transportation Authority (CCTA) and implemented by BART.

This resolution includes the following attachments:

- Attachment A - Allocation Summary Sheet
- Attachment B - Project Specific Conditions for Allocation Approval
- Attachment C - MTC staff's review of BART and CCTA's Initial Project Report (IPR) for this project
- Attachment D - RM2 Deliverable/Useable Segment Cash Flow Plan

This resolution was revised on December 21, 2005 to allocate \$2,500,000 to CCTA for design of the Loveridge flyover to accommodate a transit structure.

This resolution was revised on May 24, 2006 through Delegated Authority to transfer \$100,000 of CCTA's existing allocation to BART for its work related to the Loveridge flyover project. This does not result in a net change to the overall approved allocations to date for this project.

This resolution was revised on June 27, 2007 through Delegated Authority to rescind \$650,000 on the Loveridge flyover structure work and allocate \$650,000 to amend the 100% design specifications on the Loveridge Road Interchange to accommodate eBART in the median of the project. The reallocation was necessary due to a change of assumptions on the alignment of the eBART project. CCTA has terminated work on the flyover structure.

ABSTRACT

MTC Resolution No. 3684, Revised

Page 2

This resolution was revised on January 23, 2008 to allocate \$1.6 million to CCTA and BART for final design work to accommodate the future eBART project into the Highway 4 widening design.

This resolution was revised on May 28, 2008 to allocate \$3 million to CCTA and BART for the final design of the eBART structures in the SR-4 median.

This resolution was revised on December 17, 2008 to allocate \$15 million to CCTA to acquire additional right-of-way needed to provide for a wider median in State Route 4 from Loveridge Road to State Route 160 to accommodate possible future mass transit.

This resolution was revised on May 27, 2009 through Delegated Authority to rescind \$1 million from the allocation to BART towards the locally adopted ridership development plans and allocate \$1 million to BART towards final design costs for the vehicles, and a portion of the final design costs for the aerial structures, transfer station and the guideway to Railroad Ave.

This resolution was revised on June 24, 2009 to allocate \$7.08 million to BART towards final design and preparation of procurement documents for the vehicles, the design-bid-build contract #1 (includes transfer station and guideway to Railroad Ave), the design-build-operate-maintain contract exclusive of the maintenance facility (includes guideway, systems, ballast and track) and the eBART project elements constructed by Caltrans. The resolution also allocates \$10 million to CCTA for the construction of the eBART median structures to be integrated into segments 1, 2, 3 and 4 of Caltrans/CCTA SR4 contracts and \$15 million for right-of-way acquisition and associated costs between Somersville Rd and SR160.

Additional discussion of these allocations is contained in the Executive Director's memoranda to the MTC Programming and Allocations Committee dated March 2, 2005, December 14, 2005, January 9, 2008, May 14, 2008, December 10, 2008 and June 10, 2009.

Date: March 23, 2005  
W.I.: 1255  
Referred by: PAC

Re: Approval of Allocation of Regional Measure 2 funds for the Rail Extension to East Contra Costa County

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION No. 3684

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

WHEREAS, Streets and Highways Code Sections 30950 *et seq.* created the Bay Area Toll Authority ("BATA") which is a public instrumentality governed by the same board as that governing MTC; and

WHEREAS, on March 2, 2004, voters approved Regional Measure 2, increasing the toll for all vehicles on the seven state-owned toll bridges in the San Francisco Bay Area by \$1.00, with this extra dollar funding various transportation projects within the region that have been determined to reduce congestion or to make improvements to travel in the toll bridge corridors, as identified in SB 916 (Chapter 715, Statutes of 2004), commonly referred as Regional Measure 2 ("RM2"); and

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

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

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

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

WHEREAS, Rail Extension to East Contra Costa County is identified as capital project number 13 under RM 2 and is eligible to receive RM 2 funding as identified in Streets and Highways Code Sections 30914(c); and

WHEREAS, BART and CCTA are co-sponsors of the Rail Extension to East Contra and BART is the implementing agency; and

WHEREAS, BART and CCTA have submitted a request for the allocation of RM 2 funds for the Rail Extension to East Contra Costs County project; and

WHEREAS, BART and CCTA has submitted an Initial Project Report (“IPR”), as required pursuant to Streets and Highway Code Section 30914(e), to MTC for review and approval; and

WHEREAS, Attachment A to this resolution, attached hereto and incorporated herein as though set forth at length, lists the project and phase for which the BART is requesting RM2 funding and the reimbursement schedule and amount recommended for allocation by MTC staff; and

WHEREAS, Attachment B to this resolution, attached hereto and incorporated herein as though set forth at length, lists the required project specific conditions which must be met prior to execution of the allocation and any reimbursement of RM2 funds; and

WHEREAS, Attachment C to this resolution, attached hereto and incorporated herein as though set forth at length, includes MTC staff’s review of BART and CCTA’s Initial Project Report (IPR) for this project; and

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

WHEREAS, the claimants to which funds are allocated under this resolution have certified that the projects and purposes listed and recorded in Attachment A are in compliance with the requirements of the California Environmental Quality Act (Public Resources Code Section 21000 et seq.), and with the State Environmental Impact Report Guidelines (14 California Code of Regulations Section 15000 et seq.); now, therefore, be it

RESOLVED, that MTC approves MTC staff's review of BART's IPR for this project as set forth in Attachment C; and be it further

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

RESOLVED, that the allocation and reimbursement of RM2 funds as set forth in Attachment A are conditioned upon BART complying with the provisions of the Regional Measure 2 Regional Traffic Relief Plan Policy and Procedures as set forth in length in MTC Resolution 3636; and be it further

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

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

RESOLVED, that reimbursement of RM2 funds as set forth in Attachment A is subject to the availability of RM2 funding; and be it further

RESOLVED, that a certified copy of this resolution, shall be forwarded to the project sponsor.

METROPOLITAN TRANSPORTATION COMMISSION



Jon Rubin, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at the regular meeting of the Commission held in Oakland, California, on March 23, 2005.

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: Rail Extension to East Contra Costa County  
Sponsor: BART and CCTA  
Implementing Agency: BART and CCTA  
Project Number: 13.1,13.2,13.3 (See below for respective claimants)

<b>Allocation No. 13.1 - 1 (Org Key #840-8813-01)</b>						
<b>Claimant: BART</b>						
Activities to be funded with this allocation						
The RM2 funded component delivers the following:						
1. The environmental document						
2. Preliminary engineering report						
3. Right-of-Way Acquisition Plan						
4. Locally adopted Ridership Development Plans (Proposed Stations sites are: Fairgrounds, Hillcrest, Oakley, Brentwood, and Byron).						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
05368401	23-Mar-05	\$ 300,000	ENV	FY2004-05	\$ 300,000	
06368402	23-Mar-05	\$ 6,950,000	ENV	FY2005-06	\$ 7,250,000	
06368403	23-Mar-05	\$ 500,000	ROW-SUP	FY2005-06	\$ 7,750,000	
07368404	23-Mar-05	\$ 8,400,000	ENV	FY2006-07	\$ 16,150,000	
07368405	23-Mar-05	\$ 600,000	ROW-SUP	FY 2006-07	\$ 16,750,000	
08368406	23-Mar-05	\$ 2,000,000	ENV	FY 2007-08	\$ 18,750,000	
08368406	27-May-09	\$ (1,000,000)	ENV	FY 2008-09	\$ 17,750,000	

<b>Allocation No. 13.2 - 2 (Org Key #840-8813-02)</b>						
<b>Claimant: CCTA</b>						
1) 65% Design for flyover to accommodate transit alternatives being considered as part of e-BART environmental process through the Lovridge Rd. interchange.						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
06368407	21-Dec-05	\$ 1,000,000	Design	FY2005-06	\$ 18,750,000	
07368408	21-Dec-05	\$ 1,500,000	Design	FY2006-07	\$ 20,250,000	
07368408	24-May-06	\$ (100,000)	Design	FY2006-07	\$ 20,150,000	
07368408	27-Jun-07	\$ (650,000)	Design	FY2006-07	\$ 19,500,000	

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: Rail Extension to East Contra Costa County  
Sponsor: BART and CCTA  
Implementing Agency: BART and CCTA  
Project Number: 13.1,13.2,13.3 (See below for respective claimants)

<b>Allocation No. 13.1 - 3 (Org Key #840-8813-01)</b>						
<b>Claimant: BART</b>						
Activities to be funded with this allocation						
BART staff costs associated with contribution to the Loveridge Road Flyover project that is being implemented by CCTA. \$100,000 is being shifted from Allocation Instruction # 07368408 to this new allocation.						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
07368409	24-May-06	\$ 100,000	Design	FY2006-07	\$ 19,600,000	

<b>Allocation No. 13.2 - 4 (Org Key #840-8813-02)</b>						
<b>Claimant: CCTA</b>						
Revisions to the 100% design specifications on the Loveridge Road interchange project to accommodate the transit alternatives that are being considered as part of the eBART environmental process.						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
07368410	27-Jun-07	\$ 650,000	Design	FY2006-07	\$ 20,250,000	

<b>Allocation No. 13.1 - 5 (Org Key #840-8813-01)</b>						
<b>Claimant: BART</b>						
BART consultants will work with Caltrans to incorporate the design (above and below ground structures) of future mass transit in the SR4 median widening construction contract (design to 100%). Specific elements include two structures, drainage, and barrier/retaining walls.						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
08368411	23-Jan-08	\$ 800,000	Design	FY2007-08	\$ 21,050,000	

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: Rail Extension to East Contra Costa County  
Sponsor: BART and CCTA  
Implementing Agency: BART and CCTA  
Project Number: 13.1,13.2,13.3 (See below for respective claimants)

<b>Allocation No. 13.1 - 6 (Org Key #840-8813-01)</b>					
<b>Claimant: CCTA</b>					
Revisions to the 100% design specifications of State Route 4 widening project between Loveridge Road and Somersville Road. Activities include (but not limited to):					
1) Median widening by about 20 additional feet					
2) Structure modifications to Century Boulevard Underpass, Utilities Undercrossing, Old Kirker Creek Reinforced Concrete Box, Los Medanos Wasteway Reinforced Concrete Box, and some retaining walls on the north side of the freeway.					
3) Utility relocation					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08368412	23-Jan-08	\$ 800,000	Design	FY2007-08	\$ 21,850,000

<b>Allocation No. 13.1 - 7 (Org Key #840-8813-01)</b>					
<b>Claimant: BART</b>					
Review and Oversight concurrently with Caltrans of the final design activities to incorporate median structures that will accommodate the future proposed eBART project into the SR4 project from Somersville Rd to SR160.					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08368413	28-May-08	\$ 1,500,000	Design	FY2007-08	\$ 23,350,000

<b>Allocation No. 13.1 - 8 (Org Key #840-8813-02)</b>					
<b>Claimant: CCTA</b>					
Final Design activities to incorporate median structures that will accommodate the future proposed eBART Project into the SR4 Project from Somersville Road to SR160.					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
08368414	28-May-08	\$ 1,500,000	Design	FY2007-08	\$ 24,850,000

<b>Allocation No. 13.3 - 9 (Org Key #840-8813-03)</b>					
<b>Claimant: CCTA</b>					
Additional right-of-way to be acquired to provide for a wider median in State Route 4 from Loveridge Road to State Route 160 to accommodate possible future mass transit. Right of Way acquisition and associated costs such as R.A.P. and utility relocation.					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
09368415	17-Dec-08	\$ 15,000,000	ROW	FY2008-09	\$ 39,850,000

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: Rail Extension to East Contra Costa County  
Sponsor: BART and CCTA  
Implementing Agency: BART and CCTA  
Project Number: 13.1,13.2,13.3 (See below for respective claimants)

<b>Allocation No. 13.1 - 10 (Org Key #840-8813-01)</b>						
<b>Claimant: BART</b>						
Final design costs for the vehicles, and a portion of the final design costs for the aerial structures, transfer station and the guideway to Railroad Ave (\$1 million)						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
09368416	27-May-09	\$ 1,000,000	PS&E	FY2008-09	\$ 40,850,000	

<b>Allocation No. 13.1 - 11 (Org Key #840-8813-01)</b>						
<b>Claimant: CCTA</b>						
Construction of the eBART median structures to be integrated into segments 1, 2, 3 and 4 of Caltrans/CCTA SR4 contracts						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
09368417	24-Jun-09	\$ 10,000,000	CON	FY2008-09	\$ 50,850,000	

<b>Allocation No. 13.3 - 12 (Org Key #840-8813-03)</b>						
<b>Claimant: CCTA</b>						
ROW Activities - acquisition, R.A.P. and utility relocation between Somersville and SR160; Construction Activities between Loveridge Road and State Route 160						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
09368418	24-Jun-09	\$ 15,000,000	ROW/CON	FY2008-09	\$ 65,850,000	

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

Project Title: Rail Extension to East Contra Costa County Project  
Sponsor: BART and CCTA  
Implementing Agency: BART  
Project Number: 13

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

1. Approval of the allocation package by the BART and CCTA Board of Directors. The allocation package consists of the Initial Project Report (IPR), resolution of project compliance, and opinion of legal counsel.
2. MTC certification of BART and CCTA's evidence of allocation and commitment of complementary
3. Receipt of these funds by the Bay Area Rapid Transit District is conditioned on working cooperatively with MTC to harmonize the District's System Expansion Policy with the Commission's Transit-Oriented Development policy for transit expansion projects funded under Resolution 3434, scheduled for adoption in June 2005. CCTA, BART and MTC will work cooperatively to ensure that both policies are addressed through a unified corridor planning process.
4. BART will work cooperatively with CCTA and MTC to prepare a detailed work plan budget and scope of work for the Ridership Development Plans/ Station Area Plans.
5. CCTA's \$450,000 in Measure C funds and \$100,000 in T-PLUS funds and MTC's \$500,000 in Station Area Planning funds are to be used towards the development of the Ridership Development Plans, to supplement RM2 funds for an estimated total Ridership Development Plan budget of approximately \$2.5 million.
6. Allocations for future phases are dependent upon the environmental analysis of the project. The total project cost as identified in the Initial Project Report is considered conceptual until the completion of the environmental document.
7. BART and CCTA may invoice MTC for eligible project expenses as frequently as monthly, in accordance with the cash flow plan.
8. The 5/28/08 allocation and reimbursement of \$1,500,000 to BART and \$1,500,000 to CCTA for the design phase of the SR4 median structures to accommodate transit are conditioned on final approval of the revalidated EIR.

9. The following condition applies to the 12/17/08 allocation:  
Reimbursement of \$15,000,000 to CCTA to acquire additional right-of-way is conditioned on BART and CCTA signing an agreement defining the assignment of RM2 funds from the eBART project allocation to the State Route 4 project to accommodate a potential future transit project.
10. The 6/24/09 allocations of \$25,000,000 to CCTA for ROW & CON are conditioned on the following:
  - a. Approval of the allocation package by the BART Board of Directors.
  - b. CCTA's approval of a near-term (FY 2010 and FY 2011) Measure J commitment of \$20 million to the eBART project to demonstrate its continued financial commitment to the project; and
  - c. No additional MTC allocations for work on the SR 4 widening projects to accommodate transit will occur until CCTA completes its upcoming re-assessment of its Measure J Strategic Plan, scheduled for late Fall 2009. As part of the re-assessment, MTC, BART and CCTA staffs will collaborate to develop a revised funding plan for eBART construction. During this re-assessment period staff may return with design allocations for BART to keep the eBART project on track.

# Regional Measure 2 Regional Traffic Relief Plan

## RM2 Project Number: 13 Rail Extension to East Contra Costa County (eBART)

<b>Lead Sponsor</b> San Francisco Bay Area Rapid Transit District (BART) Contra Costa Transportation Authority (CCTA)	<b>Other Sponsors(s)</b> N/A	<b>Implementing Agency</b> (if applicable) BART
<b>Legislated Project Description</b> Extend BART from Pittsburg/Bay Point Station to Byron in East Contra Costa County.		

**RM2 Legislated Funding (in \$1,000)** **Total Estimated Project Cost (in \$1,000)**  
 \$96,000 \$502,000

**Project Purpose and Description**  
 The purpose of the project is to bring commute relief to the eastern portion of Contra Costa County, a fast growing part of the Bay Area. The eBART project is a 23-mile rail extension that would utilize a non-BART technology, and link directly into the BART system. The eBART technology is proposed to be diesel-multiple unit trains. The environmental study will examine the route from the existing Pittsburg/Bay Point BART Station to Byron. Because of revenue constraints, the project is proposed for a phased implementation. The first phase would begin at the Pittsburg/Bay Point BART Station and continue eastward to Hillcrest in Antioch (9 miles, 2 new stations). Phase 2 would continue the route from Hillcrest to Oakley, Brentwood, and Byron (three new stations). The environmental analysis will look again at appropriate options for technology and alignment, and could result in a different locally preferred alternative.

**Funding Description**  
 Committed Funds: The project has a total of \$503.4 million in committed funds.  
 Uncommitted Funds: Phase 1 is fully funded. Phase 2 is not funded at this time.

Operating Capacity: Once in service, eBART would operate as a portion of the BART system, under the same operating source umbrella of fares, sales tax, and property tax. Projected operating costs are \$15.9 million in the first year of operation, with approximately \$12.3 million recovered from fares and parking charges, reflecting a 77 percent recovery rate.

<b>Overall Project Cost and Schedule</b>			
Phase	Scope	Start	End
1	Final Environmental Document	04/2005	01/2009
2	Plans, Specifications and Estimates	04/2008	03/2011
3	Right-of-Way	04/2005	06/2011
4	Construction (Design - Build)	06/2009	12/2015
			<b>Total:</b>
			<b>\$502,000</b>

## Total Project Funding Plan: Committed and Uncommitted Sources

(Amounts in Thousands)

Project Title	Project No. 13												
Lead Sponsor	Rail Extension to East Contra Costa County BART and CCTA												
Fund Source	Phase	Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13	Future	Total
<b>Committed</b>													
RM2	Environmental		300	6,950	8,400	2,000							17,650
Measure C	Environmental			400									400
TCRP	Environmental					5,250							5,250
SAP	Environmental			500									500
T-Plus	Environmental			100									100
RM2	PS&E			2,500		4,600	8,080						15,180
Proposition 1B	PS&E					3,000	6,000						9,000
RM1	PS&E, ROW, CON								16,000	3,000			19,000
RM2	ROW			500	600		30,000	22,070					53,170
Measure J	ROW											87,608	87,608
Measure J	Construction											87,500	87,500
RM2	Construction						10,000						10,000
AB1171	Construction											115,000	115,000
Proposition 1B	CON							20,000					20,000
ECCFRA	Construction											6,000	6,000
STIP	Construction											13,000	13,000
Total:		0	300	10,950	9,000	14,850	54,080	42,070	16,000	3,000	3,000	350,108	503,358
<b>Uncommitted</b>													
Total:		0	0	0	0	0	0	0	0	0	0	0	0
<b>Total Project Committed and Uncommitted</b>													
		Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	2010-11	2011-12	2012-13	Future	Total
Total:		0	300	10,950	9,000	14,850	54,080	42,070	16,000	3,000	3,000	350,108	503,358

**REGIONAL MEASURE 2 PROGRAM**  
**Project Cash Flow Plan**

Project Title: Rail Extension to East Contra Costa County  
 Sponsor: BART and CCTA  
 RM2 Project Number: 13

RM2 Project # 13	PRIOR	FY 2004-05	FY 2005-06	FY 2006-07	FY 2007-08	FY 2008-09	TOTAL
<b>RM2 Funds Total</b>	-	300,000	8,450,000	10,500,000	6,600,000	40,000,000	65,850,000
<b>Environmental (ENV)</b>	0	800,000	7,450,000	8,400,000	7,250,000	-1,000,000	22,900,000
RM 2		300,000	6,950,000	8,400,000	2,000,000	-1,000,000	16,650,000
Measure C		400,000					400,000
CCTA T-Plus Funds		100,000					100,000
TCRP					5,250,000		5,250,000
SAP			500,000				500,000
<b>Final Design (PS&amp;E)</b>	0	0	1,000,000	1,500,000	7,600,000	1,000,000	11,100,000
RM2			1,000,000	1,500,000	4,600,000	1,000,000	8,100,000
Prop 1B					3,000,000		3,000,000
							0
							0
<b>Right of Way</b>	0	0	500,000	600,000	0	15,000,000	16,100,000
RM 2			500,000	600,000		15,000,000	16,100,000
							0
							0
							0
<b>Construction</b>	0	0	0	0	0	25,000,000	25,000,000
RM2						25,000,000	25,000,000
							0
							0
							0
<b>TOTAL FUNDING</b>							
Environmental	0	800,000	7,450,000	8,400,000	7,250,000	-1,000,000	22,900,000
Final Design (PS&E)	0	0	1,000,000	1,500,000	7,600,000	1,000,000	11,100,000
Right of Way	0	0	500,000	600,000	0	15,000,000	16,100,000
Construction	0	0	0	0	0	25,000,000	25,000,000
<b>PROJECT TOTAL</b>	0	800,000	8,950,000	10,500,000	14,850,000	40,000,000	75,100,000

Date: July 27, 2005  
W.I.: 1255  
Referred by: PAC  
Revised: 02/25/09-C  
06/24/09-C

ABSTRACT

MTC Resolution No. 3711, Revised

This resolution approves the allocation of Regional Measure 2 funds for the Vacaville Intermodal Station project implemented by the City of Vacaville.

This resolution includes the following attachments:

Attachment A - Allocation Summary Sheet

Attachment B - Project Specific Conditions for Allocation Approval

Attachment C - MTC staff's review of Vacaville's Initial Project Report (IPR) for this project

Attachment D - RM2 Deliverable/Useable Segment Cash Flow Plan

This resolution was revised on February 25, 2009 to allocate \$575,000 towards final design and \$2,708,000 towards right-of-way for Phase 1 of the Vacaville Intermodal Station.

This resolution was revised on June 24, 2009 to allocate \$1.8 million towards the construction of Phase 1 of the Vacaville Intermodal Station.

Additional discussion of this allocation is contained in the Executive Director's memorandum to the MTC Programming and Allocations Committee dated July 13, 2005, and February 11, 2009 and the Programming and Allocations Summary Sheet dated June 10, 2009.

Date: July 27, 2005  
W.I.: 1255  
Referred by: PAC

Re: Approval of Allocation of Regional Measure 2 funds for the City of Vacaville Intermodal Station Project.

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION No. 3711

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

WHEREAS, Streets and Highways Code Sections 30950 *et seq.* created the Bay Area Toll Authority (“BATA”) which is a public instrumentality governed by the same board as that governing MTC; and

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

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

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

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

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

WHEREAS, the City of Vacaville has submitted a request for the allocation of RM 2 funds for the Intermodal Station project; and

WHEREAS, Vacaville's Intermodal Station is identified as capital project number 6.4 under RM 2 and is eligible to receive RM 2 funding as identified in Streets and Highways Code Sections 30914(c); and

WHEREAS, Vacaville has submitted an Initial Project Report ("IPR"), as required pursuant to Streets and Highway Code Section 30914(e), to MTC for review and approval; and

WHEREAS, Attachment A to this resolution, attached hereto and incorporated herein as though set forth at length, lists the project and phase for which Vacaville is requesting RM2 funding and the reimbursement schedule and amount recommended for allocation by MTC staff; and

WHEREAS, Attachment B to this resolution, attached hereto and incorporated herein as though set forth at length, lists the required project specific conditions which must be met prior to execution of the allocation and any reimbursement of RM2 funds; and

WHEREAS, Attachment C to this resolution, attached hereto and incorporated herein as though set forth at length, includes MTC staff's review of Vacaville's Initial Project Report (IPR) for this project; and

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

WHEREAS, the claimants to which funds are allocated under this resolution have certified that the projects and purposes listed and recorded in Attachment A are in compliance with the requirements of the California Environmental Quality Act (Public Resources Code Section 21000 et seq.), and with the State Environmental Impact Report Guidelines (14 California Code of Regulations Section 15000 et seq.); now, therefore, be it

RESOLVED, that MTC approves MTC staff's review of Vacaville's IPR for this project as set forth in Attachment C; and be it further

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

RESOLVED, that the allocation and reimbursement of RM2 funds as set forth in Attachment A are conditioned upon Vacaville complying with the provisions of the Regional Measure 2 Regional Traffic Relief Plan Policy and Procedures as set forth in length in MTC Resolution 3636; and be it further

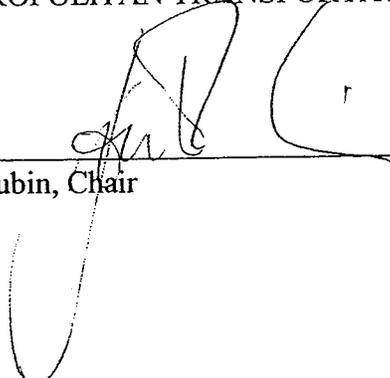
RESOLVED, that the allocation and reimbursement of RM2 funds are further conditioned upon the project specific conditions as set forth in Attachment B; and, be it further

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

RESOLVED, that reimbursement of RM2 funds as set forth in Attachment A is subject to the availability of RM2 funding; and be it further

RESOLVED, that a certified copy of this resolution, shall be forwarded to the project sponsor.

METROPOLITAN TRANSPORTATION COMMISSION

  
\_\_\_\_\_  
Jon Rubin, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at the regular meeting of the Commission held in Oakland, California, on July 27, 2005.

**REGIONAL MEASURE 2 PROGRAM  
Allocation of Funds**

Project Title: Vacaville Intermodal Station  
Implem. Agency City of Vacaville  
Project Number: 6.4

<b>Allocation No. 1</b>						
Activities to be funded with Allocation #1:						
Allocation will fund environmental clearance and preliminary engineering for Phase 1 of the Vacaville Intermodal Station. Phase 1 consists of a 10-bay bus transfer facility and 200-space surface parking lot.						
Funding information for Allocation No. 1						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
06371101	27-Jul-05	\$ 415,000	ENV	FY 2005-06	\$ 415,000	

<b>Allocation No. 2</b>						
Activities to be funded with Allocation #2:						
<b>PS&amp;E for Phase 1 of the Vacaville Intermodal Station:</b> The PS&E funds will be used for the following: 1) geotechnical investigation, 2) consultant design fees, 3) completion of final construction plans and contract documents, 4) costs associated with the bid process, 4) salaries (including overhead).						
<b>Right-of-way for Phase 1 of the Vacaville Intermodal Station:</b> The right-of-way funds will be used for the following: 1) purchase project site & easements, 2) property assessments, 3) attorney fees, 4) escrow/title fees and salaries (including overhead).						
Funding information for Allocation No. 1						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
09371102	25-Feb-09	\$ 575,000	PS&E	FY 2008-09	\$ 990,000	
09371103	25-Feb-09	\$ 2,708,000	ROW	FY 2008-09	\$ 3,698,000	

<b>Allocation No. 3</b>						
Activities to be funded with Allocation #3:						
Construction of Phase 1 of the Vacaville Intermodal Station (10 bus bays as well as approximately 200 parking spaces in a surface lot). The construction activities will include but not be limited to a) widening Allison Drive at the entrance to the project site, b) lights, concrete flatwork, sanitary work, drain improvements, water service, c) pedestrian shelters and amenities, soundwall, photovoltaic system, d) traffic signal modifications, e) architectural, landscaping, irrigation and entry features, f) construction staking and material testing.						
Funding information for Allocation No. 1						
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date	
09371104	24-Jun-09	\$ 1,802,000	CON	FY 2008-09	\$ 5,500,000	

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

Project Title: Vacaville Intermodal Station  
Sponsor: City of Vacaville  
Project Number: 6.4

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

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

1. The City of Vacaville approving the Initial Project Report (IPR) and the resolution of project compliance, as well as STA approving a resolution concurring with the City's request.
2. If the right-of-way for Vacaville Intermodal Station is sold or not used for the intermodal facility or related public transit use, the value of such property shall be returned to MTC.

# Regional Measure 2 Regional Traffic Relief Plan

RM2 Project Number: 6.4

## Vacaville Intermodal Station Project

<b>Lead Sponsor</b> Solano Transportation Authority	<b>Other Sponsors(s)</b> N/A	<b>Implementing Agency (if applicable)</b> City of Vacaville
<b>Legislated Project Description</b> Eligible projects are Curtola Park and Ride, Benicia Intermodal Facility, Fairfield Transportation Center and Vacaville Intermodal Station. Priority to be given to projects that are fully funded, ready for construction, and serving transit service that operates primarily on existing or fully funded high-occupancy vehicle lanes. The Project sponsor is Solano Transportation Authority.		
<b>RM2 Legislated Funding (in \$1,000)</b> \$5,500 (Vacaville Intermodal Station)		<b>Total Estimated Project Cost (in \$1,000)</b> \$12,636 (Vacaville Intermodal Station)
<b>Project Purpose and Description</b> Phase 1 of the Vacaville Intermodal Station will provide a bus transfer facility along the I-80 Corridor. Ten bus bays will be provided, as well as 200 automobile parking spaces in a surface lot. Phase 2 of this project, which is currently unfunded, envisions a 400 space parking garage as well as retail/commercial space.		
<b>Funding Description</b> Committed Funds (Phase 1): \$7.25 Million in RM2 (\$5.5 million from Solano Intermodal and \$1.75 million from Express Bus North); \$1.8 Million in TDA; \$3 Million in CMAQ; \$482,000 in ARRA. Uncommitted Funds (Phase 2): \$17 Million in local, federal, or STIP funds Operating Capacity: Vacaville will operate the facility as part of its transit operations.		

### Overall Project Cost and Schedule

Element	Scope	Start	End	Cost (in \$1,000)
1	Environmental Document	07/2005	01/2009	\$519
2	Plans, Specifications and Estimates	01/2009	06/2009	\$719
3	Right-of-Way	01/2005	03/2009	\$3,385
4	Construction	06/2009	04/2010	\$8,013
<b>Total:</b>				<b>\$12,636</b>

## Total Project Funding Plan: Committed and Uncommitted Sources

(Amounts Escalated in Thousands)

Project Title	Project No. 6.4									
Implementing Agency	City of Vacaville									
Fund Source	Phase	Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	Future	Total
<b>Committed</b>										
TDA	ENV			104						104
RM2 (Solano Intermodal)	ENV			415						415
TDA	PSE						144			144
RM2 (Solano Intermodal)	PSE						575			575
TDA	ROW						677			677
RM2 (Solano Intermodal)	ROW						2,708			2,708
TDA	Construction						951			951
RM2 (Solano Intermodal)	Construction						1,802			1,802
RM2 (Exp. Bus North)	Construction						1,750			1,750
CMAQ	Construction						3,028			3,028
ARRA TCA	Construction						482			482
<b>Total:</b>		0	0	519	0	0	12,117	0	0	12,636
<b>Uncommitted</b>										
Local, Federal or STIP	ENV					500				500
Local, Federal or STIP	PS&E						1,000			1,000
Local, Federal or STIP	Construction							10,000	5,500	15,500
<b>Total:</b>		0	0	0	0	500	1,000	10,000	5,500	17,000
<b>Total Project Committed and Uncommitted</b>										
<b>Total:</b>		Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	Future	Total
		0	0	519	0	500	13,117	10,000	5,500	29,636

**REGIONAL MEASURE 2 PROGRAM**  
**Project Cash Flow Plan**

Project Title: Vacaville Intermodal Station  
 Implementing Agency: City of Vacaville  
 Project Number: 6.4

RM2 Project # 6.4	PRIOR	FY 2004-05	FY 2005-06	FY 2006-07	FY 2007-08	FY 2008-09	FY 2009-10	TOTAL
<b>RM2 Funds Total</b>	-	-	415	-	-	6,835	-	7,250
<b>Environmental (ENV)</b>	0	0	519	0	0	0	0	519
RM2			415					415
TDA			104					104
								0
								0
<b>Final Design (PS&amp;E)</b>	0	0	0	0	0	719	0	719
RM2						575		575
TDA						144		144
								0
								0
<b>Right of Way</b>	0	0	0	0	0	3,385	0	3,385
RM2						2,708		2,708
TDA						677		677
								0
								0
<b>Construction</b>	0	0	0	0	0	8,013	0	8,013
RM2						1,802		1,802
RM2 (17.3)						1,750		1,750
TDA						951		951
CMAQ						3,028		3,028
ARRA TCA						482		482
<b>TOTAL FUNDING</b>								
Environmental	0	0	519	0	0	0	0	519
Final Design (PS&E)	0	0	0	0	0	719	0	719
Right of Way	0	0	0	0	0	3,385	0	3,385
Construction	0	0	0	0	0	8,013	0	8,013
<b>PROJECT TOTAL</b>	0	0	519	0	0	12,117	0	12,636

Date: March 25, 2009  
W.I.: 1255  
Referred by: PAC  
Revised: 06/24/09-C

ABSTRACT

MTC Resolution No. 3889, Revised

This resolution approves the allocation of Regional Measure 2 funds for the Regional Express Bus North project sponsored by MTC and implemented by Golden Gate Bridge Highway and Transportation District, Vallejo Transit, Napa VINE, Fairfield-Suisun Transit, Western Contra Costa Transit Authority, Eastern Contra Costa Transit Authority, and Central Contra Costa Transit Authority.

This resolution includes the following attachments:

- Attachment A - Allocation Summary Sheet
- Attachment B - Project Specific Conditions for Allocation Approval
- Attachment C - MTC staff's review of implementing agency's Initial Project Report (IPR)  
for this project
- Attachment D - RM2 Deliverable/Useable Segment Cash Flow Plan

This resolution was revised on June 24, 2009 to allocate \$1.75 million towards the construction of Phase 1 of the Vacaville Intermodal Station.

Additional discussion of this allocation is contained in the Executive Director's memorandum to the MTC Programming and Allocations Committee dated March 4, 2009 and the Programming and Allocations Summary Sheet dated June 10, 2009.

Date: March 25, 2009  
W.I.: 1255  
Referred by: PAC

Re: Approval of Allocation of Regional Measure 2 funds for the Regional Express Bus North Project.

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION No. 3889

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

WHEREAS, Streets and Highways Code Sections 30950 *et seq.* created the Bay Area Toll Authority (“BATA”) which is a public instrumentality governed by the same board as that governing MTC; and

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

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

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

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

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

WHEREAS, the Regional Express Bus North project is identified as capital project number 17 under RM 2 and is eligible to receive RM 2 funding as identified in Streets and Highways Code Sections 30914(c); and

WHEREAS, the Metropolitan Transportation Commission is the project sponsor for the Regional Express Bus North program and has approved the funding distribution of \$20 million in RM2 funding and implementing agencies for the eligible projects listed in Streets and Highway Code Section 30914(c)(6); and

WHEREAS, each implementing agency has submitted an Initial Project Report (“IPR”), as required pursuant to Streets and Highway Code Section 30914(e), to MTC for review and approval; and

WHEREAS, Attachment A to this resolution, attached hereto and incorporated herein as though set forth at length, lists the project and phase for which each implementing agency is requesting RM2 funding and the reimbursement schedule and amount recommended for allocation by MTC staff; and

WHEREAS, Attachment B to this resolution, attached hereto and incorporated herein as though set forth at length, lists the required project specific conditions which must be met prior to execution of the allocation and any reimbursement of RM2 funds; and

WHEREAS, Attachment C to this resolution, attached hereto and incorporated herein as though set forth at length, includes MTC staff’s review of each implementing agency’s Initial Project Report (IPR) for this project; and

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

WHEREAS, the claimants to which funds are allocated under this resolution have certified that the projects and purposes listed and recorded in Attachment A are in compliance with the requirements of the California Environmental Quality Act (Public Resources Code Section 21000 et seq.), and with the State Environmental Impact Report Guidelines (14 California Code of Regulations Section 15000 et seq.); now, therefore, be it

RESOLVED, that MTC approves MTC staff's review of each implementing agencies' IPR for this project as set forth in Attachment C; and be it further

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

RESOLVED, that the allocation and reimbursement of RM2 funds as set forth in Attachment A are conditioned upon each implementing agency complying with the provisions of the Regional Measure 2 Regional Traffic Relief Plan Policy and Procedures as set forth in length in MTC Resolution 3636; and be it further

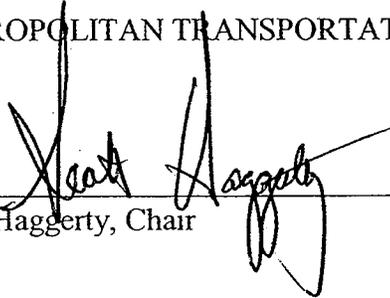
RESOLVED, that the allocation and reimbursement of RM2 funds are further conditioned upon the project specific conditions as set forth in Attachment B; and, be it further

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

RESOLVED, that reimbursement of RM2 funds as set forth in Attachment A is subject to the availability of RM2 funding; and be it further

RESOLVED, that a certified copy of this resolution, shall be forwarded to the project sponsor.

METROPOLITAN TRANSPORTATION COMMISSION

  
\_\_\_\_\_  
Scott Haggerty, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at the regular meeting of the Commission held in Oakland, California, on March 25, 2009.

**REGIONAL MEASURE 2 PROGRAM  
 Allocation of Funds**

Project Title: Vacaville Intermodal Station  
 Project Sponsor: Metropolitan Transportation Commission  
 Implem. Agency: City of Vacaville  
 Project Number: 17.3

<b>Allocation No. 1</b>					
Activities to be funded with Allocation #1:					
Construction of Phase 1 of the Vacaville Intermodal Station (10 bus bays as well as approximately 200 parking spaces in a surface lot). The construction activities will include but not be limited to: a) widening Allison Drive at the entrance to the project site, b) lights, concrete flatwork, sanitary work, drain improvements, water service, c) pedestrian shelters and amenities, soundwall, photovoltaic system, d) traffic signal modifications, e) architectural, landscaping, irrigation and entry features, f) construction staking and material testing.					
Funding information for Allocation No. 1					
Allocation Instruction No.	Approval Date	Amount	Phase	Reimbursement Year	Cumulative Total To Date
09388902	24-Jun-09	\$ 1,750,000	CON	FY 2008-09	\$ 1,750,000

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

Project Title: Vacaville Intermodal Station  
Project Sponsor Metropolitan Transportation Commission  
Implem. Agency City of Vacaville  
Project Number: 17.3

There are no project-specific conditions for this project.

# Regional Measure 2 Regional Traffic Relief Plan

RM2 Project Number: 17.3

## Vacaville Intermodal Station Project

<b>Lead Sponsor</b> MTC	<b>Other Sponsors(s)</b> N/A	<b>Implementing Agency (if applicable)</b> City of Vacaville
<b>Legislated Project Description</b> Competitive grant program for bus service in Richmond-San Rafael Bridge, Carquinez, Benicia-Martinez and Antioch Bridge corridors. Provide funding for park and ride lots, infrastructure improvements, and rolling stock. Eligible recipients include Golden Gate Bridge Highway and Transportation District, Vallejo Transit, Napa VINE, Fairfield-Suisun Transit, Western Contra Costa Transit Authority, Eastern Contra Costa Transit Authority, and Central Contra Costa Transit Authority. The Golden Gate Bridge Highway and Transportation District shall receive a minimum of one million six hundred thousand dollars (\$1,600,000). Napa VINE shall receive a minimum of two million four hundred thousand dollars (\$2,400,000). Twenty million dollars (\$20,000,000). The project sponsor is the Metropolitan Transportation Commission.		
<b>RM2 Legislated Funding (in \$1,000)</b> \$1,750 (Vacaville Intermodal Station)		
<b>Project Purpose and Description</b> Phase 1 of the Vacaville Intermodal Station will provide a bus transfer facility along the I-80 Corridor. Ten bus bays will be provided, as well as 200 automobile parking spaces in a surface lot. Phase 2 of this project, which is currently unfunded, envisions a 400 space parking garage as well as retail/commercial space.		
<b>Funding Description</b> Committed Funds (Phase 1): \$7.25 Million in RM2 ( \$1.75 million from Express Bus North and \$5.5 million from Solano Intermodal); \$1.8 Million in TDA; \$3 Million in CMAQ; \$482,000 in ARRA. Uncommitted Funds (Phase 2): \$17 Million in local, federal, or STIP funds Operating Capacity: The City of Vacaville will operate the facility as part of its transit operations.		
<b>Total Estimated Project Cost (in \$1,000)</b> \$12,636 (Vacaville Intermodal Station)		

<b>Overall Project Cost and Schedule</b>				
Element	Scope	Start	End	Cost (in \$1,000)
1	Environmental Document	07/2005	01/2009	\$519
2	Plans, Specifications and Estimates	01/2009	06/2009	\$719
3	Right-of-Way	01/2005	03/2009	\$3,385
4	Construction	06/2009	04/2010	\$8,013
<b>Total:</b>				<b>\$12,636</b>

## Total Project Funding Plan: Committed and Uncommitted Sources

(Amounts Escalated in Thousands)

Project Title		Project No. 17.3									
Implementing Agency		City of Vacaville									
Fund Source	Phase	Prior	2004-05	2005-06	2006-07	2007-08	2008-09	2009-10	Future	Total	
<b>Committed</b>											
TDA	ENV			104						104	
RM2 (Solano Intermodal)	ENV			415						415	
TDA	PSE						144			144	
RM2 (Solano Intermodal)	PSE						575			575	
TDA	ROW						677			677	
RM2 (Solano Intermodal)	ROW						2,708			2,708	
TDA	Construction						951			951	
RM2 (Solano Intermodal)	Construction						1,802			1,802	
RM2 (Exp. Bus North)	Construction						1,750			1,750	
CMAQ	Construction						3,028			3,028	
ARRA TCA	Construction						482			482	
<b>Total:</b>		0	0	519	0	0	12,117	0	0	12,636	
<b>Uncommitted</b>											
Local, Federal or STIP	ENV					500				500	
Local, Federal or STIP	PS&E						1,000			1,000	
Local, Federal or STIP	Construction							10,000	5,500	15,500	
<b>Total:</b>		0	0	0	0	500	1,000	10,000	5,500	17,000	
<b>Total Project Committed and Uncommitted</b>											
<b>Total:</b>		0	0	519	0	500	13,117	10,000	5,500	29,636	

**REGIONAL MEASURE 2 PROGRAM**  
**Project Cash Flow Plan**

Project Title: Vacaville Intermodal Station  
Project Sponsor: Metropolitan Transportation Commission  
Implementing Agency: City of Vacaville  
Project Number: 17.3

RM2 Project # 17.3	PRIOR	FY 2004-05	FY 2005-06	FY 2006-07	FY 2007-08	FY 2008-09	FY 2009-10	TOTAL
<b>RM2 Funds Total</b>	-	-	415	-	-	6,835	-	7,250
<b>Environmental (ENV)</b>	0	0	519	0	0	0	0	519
RM2 (6.4)			415					415
TDA			104					104
								0
								0
<b>Final Design (PS&amp;E)</b>	0	0	0	0	0	719	0	719
RM2 (6.4)						575		575
TDA						144		144
								0
								0
<b>Right of Way</b>	0	0	0	0	0	3,385	0	3,385
RM2 (6.4)						2,708		2,708
TDA						677		677
								0
								0
<b>Construction</b>	0	0	0	0	0	8,013	0	8,013
RM2						1,750		1,750
RM2 (6.4)						1,802		1,802
TDA						951		951
CMAQ						3,028		3,028
ARRA TCA						482		482
<b>TOTAL FUNDING</b>								
Environmental	0	0	519	0	0	0	0	519
Final Design (PS&E)	0	0	0	0	0	719	0	719
Right of Way	0	0	0	0	0	3,385	0	3,385
Construction	0	0	0	0	0	8,013	0	8,013
<b>PROJECT TOTAL</b>	0	0	519	0	0	12,117	0	12,636

Date: June 24, 2009  
W.I.: 1514  
Referred by: PAC

ABSTRACT

Resolution No. 3915

This resolution allocates Regional Measure 1 (RM1) Rail Extension Reserves (West) to eligible projects.

This resolution includes the following attachments:

Attachment A – Allocation of Bridge Toll Revenues

Further discussion of this allocation is contained in the Programming and Allocations Summary Sheet dated June 10, 2009.

Date: June 24, 2009  
W.I.: 1514  
Referred by: PAC

RE: Allocation of Regional Measure 1 (RM1) Rail Extension Reserves (West)

METROPOLITAN TRANSPORTATION COMMISSION  
RESOLUTION NO. 3915

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

WHEREAS, MTC is responsible for the allocation of certain bridge toll revenues, to wit:

(1) Pursuant to Streets and Highways Code §30892, after deduction for MTC's administrative costs, MTC shall allocate toll bridge net revenues to public entities operating public transportation systems and to the California Department of Transportation (Caltrans) to achieve MTC's capital planning objectives in the vicinity of toll bridges as set forth in its adopted Regional Transportation Plan (RTP) ("Net Revenues"); and

(2) Streets and Highways Code §30914(a)(4), provides that 90 percent of the revenues derived from the toll increase for Class 1 vehicles on the San Francisco-Oakland Bay Bridge, authorized by Sections 30916 and 30917, shall be used exclusively for rail transit capital improvements ("90% Rail Extension Reserves") consistent with Section 30919(b); and

(3) Streets and Highways Code §30919(b) provides that the revenues expended pursuant to 30914(a)(4) shall be expended on rail extension and improvement projects designed to reduce vehicular traffic congestion on the San Francisco-Oakland bay Bridge. Seventy percent of the revenues shall be expended on rail extensions and improvement projects in the Counties of Alameda and Contra Costa, including, but not limited to, extending the regional rail system in the Concord-Antioch, Fremont-San Jose, and the Bayfair-Livermore rail transit corridors ("90% Rail Extension Reserves East"). The remaining 30 percent shall be expended on rail extensions and improvement projects in the City and County of San Francisco and the Counties of San Mateo and Santa Clara ("90% Rail Extension Reserves West").

WHEREAS, eligible claimants have submitted an application to MTC for an allocation of certain bridge toll revenues for the projects and purposes set forth in Attachment A to this resolution, attached hereto and incorporated herein as though set forth at length; and

WHEREAS, claimants have certified that the projects and purposes set forth in Attachment A are in compliance with the requirements of the California Environmental Quality Act (Public Resources Code §21000 et seq.) and the State EIR Guidelines (14 Cal. Code Regs. §15000 et seq.); now, therefore, be it

RESOLVED, that MTC finds that claimants' projects and purposes are in conformance with MTC's Regional Transportation Plan, MTC's bridge toll revenue allocation policies, and MTC's capital planning and ferry system objectives; and, be it further

RESOLVED, that MTC approves the allocation of Regional Measure 1 (RM1) 90% Rail Extension Reserves West Bridge Toll Revenues to claimants, in the amounts, for the purposes, and subject to the conditions listed on Attachment A to this resolution; and be it further

RESOLVED, that should the allocation of RM1 Rail Extension Reserve Bridge Toll Revenues be conditioned on the execution of a funding agreement, that the Executive Director or his designee is authorized to negotiate and enter into a funding agreement with claimant that includes the provisions contained in Attachment A.

METROPOLITAN TRANSPORTATION COMMISSION

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Scott Haggerty, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California, on June 24, 2009.

Date: June 24, 2009  
 W.I.: 1514  
 Referred by: PAC

Attachment A  
 Resolution No. 3915  
 Page 1 of 1

ALLOCATION OF REGIONAL MEASURE 1 (RM1) 90% RAIL EXTENSION RESERVES WEST REVENUES

Allocation Authorization: S&H § 30919(b)

Alloc. #	Fund Reserve	Fiscal Year	Claimant	Project Description	Allocation Amount	Date of MTC Approval	Allocation Conditions
01	Regional Measure 1 (RM1) 90% Rail Extension Reserves West	2008-09	TJPA	Transbay Terminal/ Downtown Caltrain extension - PMPC Services	\$5,200,000	06/24/2009	<ol style="list-style-type: none"> <li>Allocation and disbursement is contingent upon the TJPA board approving the Initial Project Report and the corresponding resolution of project compliance.</li> <li>In the resolution of project compliance TJPA shall agree: (1) to complete the project described in its updated Initial Project Report, through its contractor; and (2) to comply with all provisions of MTC Resolution No. 3636, Revised and that any RM1 funds received under this allocation be subject to MTC Resolution No. 3636, Revised.</li> </ol>
TOTAL					\$5,200,000		