

**Metropolitan Transportation Commission
Programming and Allocations Committee**

December 11, 2013

Item Number 3b

Resolution Nos. 3833, Revised, 3914, Revised, and 4022, Revised

Subject: Allocation of approximately \$30.2 million in AB1171 funds, RM1 90% Rail Reserve East funds, and Two Percent Capital funds, as follows:

Project	Proposed Allocation (\$ millions)			Total
	AB1171	RM1	2% Capital	
eBART	9.5	4.0	-	13.5
SMART*	9.4	-	7.3	16.7
<i>Total</i>	<i>18.9</i>	<i>4.0</i>	<i>7.3</i>	<i>30.2</i>

Background:

E-BART: The eBART Project is a 10 mile rail extension connecting Pittsburg and Antioch to the BART system via the Pittsburg/Bay Point station. The total cost of the eBART Project is \$502 million, including project reserves/contingency. The project is funded through a combination of bridge tolls, Contra Costa Measure J sales tax, State funds, and developer fees.

The design for the Trackwork, System, and Facility Finishes contract has been completed, with advertisement scheduled for January 2014. Property acquisition and easement work are well underway. The transfer platform/guideway, and maintenance facility/parking lot contracts are under construction, and the vehicle procurement contract has been advertised and is currently in negotiation.

Staff is recommending an allocation of \$13.5 million in bridge toll funds to BART towards the construction of eBART track work, system, and facility finishes, and associated construction management and design services during construction work. This contract is also partially funded by Measure J, state funds, and developer fees. With this allocation, MTC will have allocated 99% of the \$263 million in bridge tolls committed to the project through MTC Resolution No. 3434. This “front loading” of toll funds was purposeful since the local sales tax funds committed for the project escalate over time, while the toll funds do not. Some smaller allocations or adjustments may proceed in coming months as various project contracts are finalized.

SMART Extension: Staff is recommending allocation of \$16.7 million in bridge tolls to fund a 4-mile extension of SMART from North Santa Rosa to the Santa Rosa Airport area, including a station at the northern terminals. Note that \$11.7 million of the \$16.7 million was programmed in January 2013, but was not allocated pending progress on project design and cost estimates. Those estimates have now been received by SMART (see attached letters dated October 14, 2013 from SMART staff, and July 15, 2013 from State Senator Noreen Evans), and based on that information, staff recommends that the funds be allocated along with an additional commitment of \$5 million, for a total commitment of \$16.7

million in bridge tolls to the Airport area extension. This funding commitment relies on bridge toll capacity after accounting for 1) the cost of other corridor improvements identified in MTC Resolution No. 3434 and 2) the 2010 Bay Area Toll Authority transfer to MTC.

The total capital cost of the airport extension is expected to be \$21.8 million (not including vehicles, which are being separately funded by the Sonoma County Transportation Authority's One Bay Area Grant program). The MTC contribution will be matched by \$4.3 million in Sonoma County funds (likely additional Measure M sales tax), and \$0.7 million from SMART. The SMART commitment has already been approved, and the Sonoma County commitment is expected to be considered by the Sonoma County Transportation Authority (SCTA) at their December meeting.

The track and systems work for the extension has environmental clearance and the SMART Board is expected to approve environmental clearance for the station this month.

As background, MTC joined SCTA, the Transportation Authority of Marin, and SMART to develop a funding plan for the initial operating segment (IOS) of SMART in September of 2011. This proposed commitment of bridge tolls is recommended to enhance the productivity and efficiency of the IOS by making a link to a growing regional airport and a major employment center and to leverage the investment made by the SCTA. It does not permit SMART to substitute these funds into the IOS.

Issues:

Staff proposes the following conditions:

- eBART: The eBART allocation is conditioned on execution of a funding agreement between MTC and BART.
- SMART: The SMART allocation is conditioned on SCTA approval of \$4.3 million in funds for the airport extension, approval by the SMART board of the Initial Project Report, environmental clearance for the station, and execution of a funding agreement between MTC and SMART. Further, should additional funding be needed for the airport extension project, it will be the responsibility of SMART or SCTA to provide this funding, using a non-regional fund source.

Recommendation: Refer Resolution Nos. 3833, Revised, 3914, Revised, and 4022, Revised.

Attachments: MTC Resolution Nos. 3833, Revised, 3914, Revised, and 4022, Revised. Letters from SMART General Manager Farhad Mansourian and State Senator Noreen Evans

Date: November 28, 2007
W.I.: 1514
Referred by: PAC
Revised: 02/25/09-C 07/22/09-C
07/28/10-C 03/23/11-C
07/27/11-C 12/18/13-C

ABSTRACT

Resolution No. 3833, Revised

This resolution allocates Regional Measure 1 (RM1) 90% Rail Reserve East bridge toll revenues to eligible projects. Allocations made prior to this resolution are under MTC Resolution Nos. 3670, 3724, and 3786.

This resolution includes the following attachments:

Attachment A – Allocation of Bridge Toll Revenues

This resolution was revised on February 25, 2009 to allocate \$20 million towards the construction of the Fremont Central Park Subway element of the BART to Warm Springs Extension project.

This resolution was revised on July 22, 2009 to rescind \$20 million from the prior allocation towards the construction of the Fremont Central Park Subway element owing to contract bid savings on the project.

This resolution was revised on July 28, 2010 to allocate \$113 million towards the Line, Trackwork, Systems & Station (LTSS) construction and related activities for the BART Warm Springs Extension project.

This resolution was revised on March 23, 2011 to allocate \$52 million towards the purchase of 8 Diesel Multiple Unit (DMU) vehicles for the eBART project.

This resolution was revised on July 27, 2011 to update the allocation conditions for the BART Warm Springs project to add principles for addressing potential cost increases.

This resolution was revised on December 18, 2013 to allocate \$4 million for construction activities on the eBART project.

Further discussion of this allocation is contained in the MTC Summary Sheets dated November

ABSTRACT

MTC Resolution No. 3833, Revised

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14, 2007, February 11, 2009, July 8, 2009, July 14, 2010, March 9, 2011, July 13, 2011, and
December 11, 2013.

Date: November 28, 2007
W.I.: 1514
Referred by: PAC

RE: Allocation of Regional Measure 1 (RM1) 90% Rail Reserve East Bridge Toll Revenues

METROPOLITAN TRANSPORTATION COMMISSION
RESOLUTION NO. 3833

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

(2008) 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 Reserve East") consistent with Section 30919(b); and

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

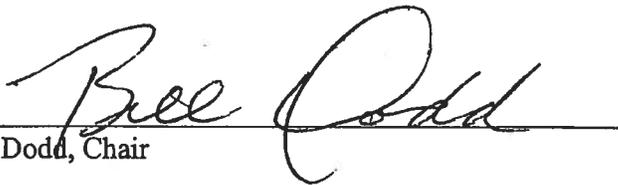
WHEREAS, claimants have certified that the projects and purposes set forth in Attachment A are in compliance with the requirements of the California Environmental Quality Act (Public Resources Code §21000 et seq.) and the State EIR Guidelines (14 Cal. Code Regs. §15000 et seq.); now, therefore, be it

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 Reserve East 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


Bill Dodd, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California, on November 28, 2007.

Date: November 28, 2007
W.I.: 1514
Referred by: PAC
Revised: 02/25/09-C 07/22/09-C
 07/28/10-C 03/23/11-C
 07/2711-C 12/18/13-C

Attachment A
Resolution No. 3833
Page 1 of 6

ALLOCATION OF REGIONAL MEASURE 1 (RM1) 90% RAIL RESERVE EAST REVENUES BEGINNING IN FY 2007-08
(For allocations prior to FY 2007-08, please refer to MTC Resolution Nos. 3670, 3724, and 3786.)

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 Reserve East	2007-08	BART	Oakland Airport Connector	\$31,000,000	11/28/2007	<p>1. Allocation and disbursement is contingent upon the execution of a funding agreement between MTC and BART for the 90% Rail Reserve East and Regional Measure 2 (RM2) funds. Such funding agreement shall include the following provisions:</p> <p>BART shall agree: (1) to complete the project described in its updated Initial Project Report, through its contractor; (2) that it shall not request any reimbursements until it executes a concession agreement with its contractor; and (3) to comply with all provisions of MTC Resolution No. 3636, Revised and that any RM1 funds received under the funding agreement be subject to MTC Resolution No. 3636, Revised.</p> <p>MTC shall agree: to provide BART an amount not to exceed \$99,000,000 comprised of \$68,000,000 in RM2 funds and \$31,000,000 in RM1 90% Rail Reserve East Funds.</p>

Alloc. #	Fund Reserve	Fiscal Year	Claimant	Project Description	Allocation Amount	Date of MTC Approval	Allocation Conditions
06	Regional Measure 1 (RM1) 90% Rail Reserve East	2013-14	BART	e-BART	\$4,000,000	12/18/2013	<p>Scope of Work: This allocation is for the construction of eBART Trackwork, System, and Facility Finishes, and Construction Management and Design Services During Construction.</p> <p>Allocation and disbursement is contingent upon the execution of a funding agreement between MTC and BART for the RM1 funds.</p> <p>Such agreement shall include the following conditions:</p> <p>BART shall agree: (1) to complete the project described in its updated Initial Project Report, through its contractor; (2) to comply with all provisions of MTC Resolution No. 3636, Revised and that any RM1 funds received under the funding agreement be subject to MTC Resolution No. 3636, Revised.</p> <p>MTC shall agree: to provide BART \$4,000,000 in RM1 90% Rail Reserve East Funds.</p>
TOTAL					\$200,000,000		

Date: June 24, 2009
W.I.: 1255
Referred By: PAC
Revised: 12/16/09-C 02/24/10-C
03/24/10-C 06/23/10-C
07/28/10-C 10/27/10-C
12/15/10-C 03/23/11-C
05/25/11-C 06/22/11-C
07/27/11-C 09/28/11-C
11/16/11-C 03/28/12-C
06/27/12-C 07/25/12-C
11/28/12-C 01/23/13-C
06/26/13-C 07/24/13-C
09/25/13-C 12/18/13-C

ABSTRACT

Resolution No. 3914, Revised

This resolution allocates AB 1171 Bridge Toll funds to eligible projects.

This resolution includes the following attachments:

Attachment A – Allocations of AB 1171 Bridge Toll funds

This resolution was revised on December 16, 2009 to allocate \$13.9 million to BART towards the eBART project for construction of the transfer station at the Pittsburg Bay Point BART station and guideway to Railroad Avenue.

This resolution was revised on February 24, 2010 to allocate AB 1171 funds to the Transbay Joint Powers Authority, \$10.7 million towards the final design phase of the Transbay Transit Center, and \$5.226 million towards the Program Management/Program Controls (PMPC) services for the project.

This resolution was revised on March 24, 2010 to allocate a total of \$13 million in AB 1171 funds to CCTA towards the construction of eBART median structures to be integrated into Segments 1, 2, 3, 4, and 5 of Caltrans/CCTA State Route 4 contracts, and towards right-of-way to accommodate e-BART.

This resolution was revised on June 23, 2010 to allocate a total of \$11 million in AB 1171 funds to BART towards the completion of final design on the eBART project. This resolution was also

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MTC Resolution No. 3914, Revised

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revised to allocate \$134 million towards the final design phase for the Transit Center building and ramps and construction of the Transit Center, including the below-grade rail levels of the Transit Center.

This resolution was revised on July 28, 2010 to allocate \$5 million to BART towards the Line, Trackwork, Systems & Station (LTSS) construction and related activities for the BART Warm Springs Extension project; \$1.25 million to ACCMA towards purchase of right-of-way and \$250,000 to MTC for an independent Opportunity/Risk Analysis for the BART to Livermore ROW Preservation project; and \$2.8 million towards the initial project development activities for the Regional Express Lane Network.

This resolution was revised on October 27, 2010 to allocate a total of \$73.6 million to BART towards the purchase of Diesel Multiple Unit (DMU) vehicles for the eBART project.

This resolution was revised on December 15, 2010 through Commission action to allocate \$7 million for environmental and preliminary engineering for the I-80/I-680/SR-12 Interchange project in Solano County.

This resolution was revised on March 23, 2011 through Commission action to rescind \$52 million from the October 27, 2010 allocation of \$73.6 million for the purchase of Diesel Multiple Unit (DMU) vehicles for the eBART project. This resolution was also revised to allocate \$19 million for construction and construction management activities on State Route 4 related to eBART.

This resolution was revised on May 25, 2011 through Commission action to rescind \$76 million from the June 23, 2010 allocation of \$134 million towards the final design phase for the Transit Center building and ramps and construction of the Transit Center, including the below-grade rail levels of the Transit Center.

This resolution was revised on June 22, 2011 through Commission action to allocate \$26.4 million for the construction of the I-80 Eastbound Cordelia Truck Scales Relocation project in Solano County.

ABSTRACT

MTC Resolution No. 3914, Revised

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This resolution was revised on July 27, 2011 to update the allocation conditions for the BART Warm Springs project to add principles for addressing potential cost increases.

This resolution was revised on September 28, 2011 to allocate \$27.1 million to CCTA towards construction and construction management activities for the integration of eBART median structures into Caltrans/CCTA SR 4 contract segments and to accommodate eBART in the SR4 median.

This resolution was revised on November 16, 2011 to allocate \$6.5 million to VTA towards construction and construction management activities for the Mission/Warren/Truck-Rail Facility.

This resolution was revised on March 28, 2012 to rescind \$3,817,000 from allocation #17 for the I-80 Eastbound Cordelia Truck Scales Relocation project; and allocate \$14,280,000 for the I-80/680/12 Interchange Initial Construction Package 1 project towards right-of-way acquisition.

This resolution was revised on June 27, 2012 to allocate \$73.7 million to the Transbay Joint Powers Authority to certify upcoming construction contracts, finalize the Transbay Transit Center design, fund remaining Construction Management/General Contractor (CM/GC) services on the project, and fund pre-bid construction management for the “steel cast nodes” elements of glass exterior shell.

This resolution was revised on June 27, 2012 to allocate \$9.41 million to BART for eBART for the completion of Final Design and Construction Management (CM) and Design Service during Construction (DSDC) for the maintenance shop shell, Hillcrest parking lot and re-alignment construction at the Slatten Ranch Rd. This resolution is also being revised to rescind \$13.5 million in savings from prior allocations on this project.

This resolution was revised on July 25, 2012 to allocate \$8.5 million to the Solano Transportation Authority for the completion of the environmental document and preliminary engineering of the I-80/680/12 Interchange project, and to amend the scope of allocation #14 to include eligible expenses from all three phases of the interchange project, effective as of the original date of allocation.

ABSTRACT

MTC Resolution No. 3914, Revised

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This resolution was revised on November 28, 2012 to allocate \$5.98 million to the Solano Transportation Authority for utility relocation and right-of-way activities for the I-80/680/12 Interchange project.

This resolution was revised on January 23, 2013 to allocate \$5.8 million to the Solano Transportation Authority for utility relocation and right-of-way activities for the I-80/680/12 Interchange project; \$8.6 million to BART towards the environmental, conceptual engineering, and project approval phase of the BART to Livermore Extension project; and \$0.75 million to the SMART project towards design for the re-construction of the SMART track facilities between Santa Rosa North and Sonoma County Airport area. The Commission also approved program commitments of: 1) \$4.4 million, subject to future allocation, towards the re-construction of the SMART track facilities between Santa Rosa North and the Sonoma County Airport area; and 2) \$0.5 million to BART for the eBART project.

This resolution was revised on June 26, 2013 to allocate \$822,008 to the Solano Transportation Authority for the final design of the I-80/680/12 Interchange project.

This resolution was revised on July 24, 2013 to extend the timeframe for a condition on a prior allocation of \$8.6 million in AB1171 funds, towards the completion of environmental documentation for proposed BART to Livermore project.

This resolution was revised on September 25, 2013 to allocate \$5.5 million in AB 1171 funds for the final design of packages 2 and 3, and \$29.5 million for the construction of package 1 of the I-80/680/12 Interchange project in Solano County.

This resolution was revised on December 18, 2013 to allocate \$9.533 million in AB 1171 funds to BART for the construction of eBART trackwork, system, and facility finishes, construction management, and design services during construction; and \$9.4 million in AB 1171 funds to the SMART project for re-construction of the SMART track facilities between Santa Rosa North and the Sonoma County Airport area and construction of a station at the Sonoma County Airport.

ABSTRACT

MTC Resolution No. 3914, Revised

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Additional discussion of this allocation is contained in the Executive Director's memoranda and MTC Programming and Allocations Committee Summary sheet dated June 10, 2009, December 9, 2009, February 10, 2010, March 10, 2010, June 9, 2010, July 14, 2010, October 13, 2010, December 8, 2010, March 9, 2011, May 11, 2011, June 8, 2011, July 13, 2011, September 14, 2011, November 9, 2011, March 7, 2012, June 13, 2012, July 11, 2012, November 14, 2012, January 9, 2013, July 10, 2013, September 11, 2013, and December 11, 2013.

Date: June 24, 2009
W.I.: 1255
Referred By: PAC

RE: Allocation of AB 1171 Bridge Toll funds

METROPOLITAN TRANSPORTATION COMMISSION
RESOLUTION NO. 3914

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

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

WHEREAS, pursuant to Streets and Highways Code (SHC) Section 31010(b), funds generated in excess of those needed to meet the toll commitments as specified by paragraph (4) of subdivision (b) of Section 188.5 of the SHC shall be available to BATA for funding projects consistent with SHC Sections 30913 and 30914; and

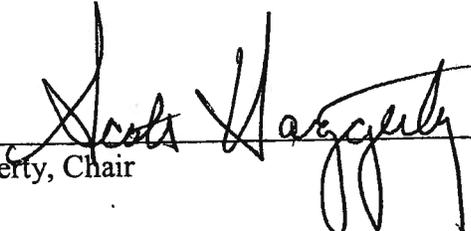
WHEREAS, MTC adopted Resolution 3434, Revised, which establishes commitments of AB 1171 bridge toll funds to specific projects and corridors; and be it

RESOLVED, that MTC approves the allocation and reimbursement of AB 1171 bridge toll funds in accordance with the amount, conditions and reimbursement schedule for the phase, and activities as set forth in Attachment A; and, be it further

RESOLVED, that should the allocation of AB 1171 Bridge Toll Funds 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.

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

METROPOLITAN TRANSPORTATION COMMISSION



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.: 1255
Referred by: PAC
Revised: 12/16/09-C 02/24/10-C 03/24/10-C
06/23/10-C 07/28/10-C 10/27/10-C
12/15/10-C 03/23/11-C 05/25/11-C
06/22/11-C 07/27/11-C 09/28/11-C
11/16/11-C 03/28/12-C 06/27/12-C
07/25/12-C 11/28/12-C 01/23/13-C
06/26/13-C 07/24/13-C 09/25/13-C
12/18/13-C

Attachment A
Resolution No. 3914
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ALLOCATION OF AB 1171 Bridge Toll Funds
Allocation Authorization: S&H § 31010(b)

Alloc. #	Fiscal Year	Claimant	Project Title	Allocation Amount	Date of MTC Approval	Allocation Conditions
01	2008-09	San Francisco County Transportation Authority (SFCTA)	Doyle Drive project	\$80,000,000	06/24/2009	Allocation and disbursement is contingent upon the execution of a funding agreement between MTC and SFCTA for the AB 1171 Bridge Toll funds. Such agreement shall include the following provisions: SFCTA shall agree to comply with the provisions of MTC Resolution No. 3636, Revised and that any AB 1171 Bridge Toll funds received under the funding agreement be subject to MTC Resolution No. 3636, Revised, unless otherwise stated in the agreement.
02	2009-10	Bay Area Rapid Transit District (BART)	e-BART	\$13,890,000	12/16/2009	Allocation and disbursement is contingent upon the execution of a funding agreement between MTC and BART for the AB 1171 Bridge Toll funds. Such agreement shall include the following provisions: BART shall agree to comply with the provisions of MTC Resolution No 3636, Revised and that any AB 1171 Bridge Toll funds received under the funding agreement be subject to MTC Resolution No. 3636, Revised, unless otherwise stated in the agreement.

31	2013-14	BART	e-BART	\$9,533,000	12/18/13	<p>Scope of Work: This allocation is for the construction of eBART Trackwork, System, and Facility Finishes, and Construction Management and Design Services During Construction.</p> <p><i>Conditions:</i> Allocation and disbursement is contingent upon the following:</p> <ul style="list-style-type: none">a) Approval of local support resolution by CCTA and BART Boards.b) Execution of a funding agreement between MTC and BART for the AB 1171 Bridge Toll funds. Such agreement shall include the following provisions: BART shall agree: (1) to complete the project described in its updated Initial Project Report, through its contractor; (2) to comply with all provisions of MTC Resolution No. 3636, Revised and that any AB 1171 funds received under the funding agreement be subject to MTC Resolution No. 3636, Revised.
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32	2013-14	SMART	SMART	\$9,400,000	12/18/13	<p>Scope of Work: This allocation is for the reconstruction of the SMART track facilities, including associated system work, between Santa Rosa North and the Sonoma County Airport area, and a station at the Sonoma County Airport.**</p> <p><i>Conditions:</i> Allocation and disbursement is contingent upon the following conditions:</p> <ol style="list-style-type: none"> 1. SCTA approval of \$4.35 million in funds for the airport extension. 2. SMART Board approval of the Initial Project Report. 3. Environmental clearance of the station at the Sonoma County Airport. 4. Execution of a funding agreement between MTC and SMART for the AB 1171 Bridge Toll funds. Such agreement shall include the following provisions: <p>SMART agrees to comply with the provisions of MTC Resolution No. 3636, Revised and that any AB 1171 Bridge Toll funds received under the funding agreement shall be subject to MTC Resolution No. 3636, Revised, unless otherwise agreed herein.</p>
Total Allocated				\$473,147,708		

* On January 23, 2013, MTC approved program commitments of: 1) \$4.4 million (subject to future allocation action) towards the reconstruction of the SMART track facilities between Santa Rosa North and the Sonoma County Airport area; and 2) \$0.5 million to BART for the eBART project.

** The December 18, 2013 allocation (#32) to SMART includes the \$4.4 million indicated in the footnote above.

Date: September 28, 2011
W.I.: 1255
Referred By: PAC
Revised: 03/28/12-C
01/23/13-C
12/18/13-C

ABSTRACT

Resolution No. 4022, Revised

This resolution allocates Two Percent Bridge Toll Revenues to eligible projects.

This resolution includes the following attachments:

Attachment A – Allocations of Two Percent Bridge Toll Revenues

This resolution was revised on March 28, 2012, to modify the scope of the SMART project allocation to add an intermediate station and extend the line to Santa Rosa North, as were included in the Initial Operating Segment construction contract awarded by SMART.

This resolution was revised on January 23, 2013 to allocate \$2.7 million towards design and/or construction of the SMART Initial Operating Segment to backfill SLPP funds allocated to the project in September 2011. The Commission also approved a program commitment of \$7.3 million, subject to future allocation, towards the re-construction of the SMART track facilities between Santa Rosa North and Sonoma County Airport area.

This resolution was revised on December 18, 2013 to allocate \$7.3 million towards the re-construction of the SMART track facilities between Santa Rosa North and Sonoma County Airport area.

Additional discussion of this allocation is contained in the Executive Director's memorandum and MTC Programming and Allocations Committee Summary Sheets dated July 13, 2011, September 14, 2011, March 7, 2012, January 9, 2013, and December 11, 2013.

Date: September 28, 2011
W.I.: 1255
Referred By: PAC

RE: Allocation of Two Percent Bridge Toll funds

METROPOLITAN TRANSPORTATION COMMISSION
RESOLUTION NO. 4022

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

WHEREAS, pursuant to Streets and Highways Code Section 30913 (b), MTC has allocated two-thirds of the 2 percent of the 1988 Regional Measure 1 toll increase (“Two Percent Bridge Toll Revenues”) to projects which are designed to reduce vehicular traffic congestion on these bridges; and,

WHEREAS, MTC adopted Resolution 3434, Revised, which established the Regional Transit Expansion Plan designating projects as regional priorities; and

WHEREAS, MTC adopted Resolution 3948 and BATA adopted Resolution 93 and executed a Funding Agreement relieving BATA of responsibility for making AB 664 Net Bridge Toll Revenues Reserve Transfers, Two Percent Transit Reserves Transfers, and Rail Extension Reserves Transfers for 50 years; and

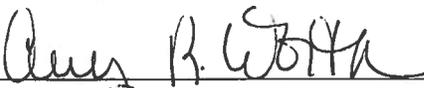
WHEREAS, MTC adopted Resolution 4015 adopting programming and allocation policies for AB664 Net Bridge Toll Revenues, RM2 Regional Rail Extension Reserve, Two Percent Bridge Toll Revenues, and Five Percent State General Fund Revenues transit funding programs; now therefore be it

RESOLVED, that MTC approves the allocation and reimbursement of Two Percent Bridge Toll Revenues in accordance with the amount, conditions and reimbursement schedule for the project, phase, and activities as set forth in Attachment A; and, be it further

RESOLVED, that should the allocation of Two Percent 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; and be it further

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

METROPOLITAN TRANSPORTATION COMMISSION



Adrienne J. Tissier, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California on September 28, 2011.

Date: September 28, 2011
 W.I.: 1255
 Referred by: PAC
 Revised: 03/28/12-C 01/23/13-C
 12/18/13-C

Attachment A
 Resolution No. 4022
 Page 1 of 3

ALLOCATION OF TWO PERCENT BRIDGE TOLL REVENUES

Alloc. #	Fiscal Year	Claimant	Project Title	Allocation Amount	Dates of MTC Approval	Allocation Conditions
01	2011-2012	Sonoma Marin Area Rail Transit (SMART)	Sonoma Marin Area Rail Transit Extension	\$5,000,000	09/28/2011 03/28/12	<p>Scope of Work: Design and/or construction of the SMART Initial Operating Segment project as scoped at the time of this allocation. (Note: allocation re-scoped on 03/28/12 to reflect the scope of construction contract award and the revised Initial Project Report submitted by SMART.)</p> <p>Allocation and disbursement is contingent upon the execution of a funding agreement between MTC and SMART for the Two Percent Bridge Toll Revenues. Such agreement shall include the following provisions:</p> <ul style="list-style-type: none"> - SMART shall agree to comply with the provisions of MTC Resolution No. 3636, Revised and that any Two Percent Bridge Toll Revenues received under the funding agreement be subject to MTC Resolution No. 3636, Revised, unless otherwise stated in the agreement.

Alloc. #	Fiscal Year	Claimant	Project Title	Allocation Amount	Dates of MTC Approval	Allocation Conditions
02	2012-13	Sonoma Marin Area Rail Transit (SMART)	Sonoma Marin Area Rail Transit Extension	2,677,000	01/23/2013	<p>Scope of Work: Design and/or construction of the SMART Initial Operating Segment project as scoped at the time of this allocation.</p> <p>Note: This additional allocation of \$2.7 million in Two Percent funds is to backfill SLPP funds allocated to the project in September 2011. MTC's commitment of SLPP funds at that time was subject to the availability of these funds from the State. MTC had noted that if MTC's share of SLPP funds decreased, staff would return to the Commission and increase the Two Percent Bridge Toll contribution commensurately, such that the total SLPP and Two Percent revenue contribution equals \$10 million.</p> <p>Allocation and disbursement is contingent upon the execution of a funding agreement between MTC and SMART for the Two Percent Bridge Toll Revenues. Such agreement shall include the following provisions:</p> <ul style="list-style-type: none"> - SMART shall agree to comply with the provisions of MTC Resolution No. 3636, Revised and that any Two Percent Bridge Toll Revenues received under the funding agreement be subject to MTC Resolution No. 3636, Revised, unless otherwise stated in the agreement.

Alloc. #	Fiscal Year	Claimant	Project Title	Allocation Amount	Dates of MTC Approval	Allocation Conditions
03	2013-14	Sonoma Marin Area Rail Transit (SMART)	Sonoma Marin Area Rail Transit Extension	\$7,300,000	12/18/2013	<p>Scope of Work: This allocation is for the reconstruction of the SMART track facilities, including associated systems works, between Santa Rosa North and the Sonoma County Airport area.</p> <p>Allocation and disbursement is contingent upon the following conditions:</p> <ol style="list-style-type: none"> 1. SCTA approval of \$4.35 million in funds for the airport extension. 2. SMART Board approval of the Initial Project Report. 3. Execution of a funding agreement between MTC and SMART for the Two Percent Bridge Toll Revenues. Such agreement shall include the following provisions: <ul style="list-style-type: none"> - SMART shall agree to comply with the provisions of MTC Resolution No. 3636, Revised and that any Two Percent Bridge Toll Revenues received under the funding agreement be subject to MTC Resolution No. 3636, Revised, unless otherwise stated in the agreement.
Total Allocated				\$ 14,977,000		

*On January 23, 2013, MTC approved a program commitment (subject to future allocation action) of \$7.3 million towards the re-construction of the SMART track facilities between Santa Rosa North and the Sonoma County Airport area. The \$7.3 million was allocated on December 18, 2013, via allocation #03.

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NOREEN EVANS
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July 15, 2013

Mr. Steve Heminger
Executive Director
Metropolitan Transportation Commission
101 Eighth Street
Oakland, CA 94607

RE: Sonoma-Marin Area Rail Transit District

Dear Mr. Heminger,

I am writing this letter as a follow up to the January 2013 Commission actions in support of the Sonoma-Marin Area Rail Transit (SMART) District project. I want to congratulate MTC and SMART for the progress that has been made towards making the necessary investments in commuter rail services north to the Sonoma County Airport area.

Connecting the North Bay by rail transit to the Sonoma County Airport and to the employment center in the area surrounding the airport continues to be critically important to the economic health of the region. Combining this northward expansion with SMART's efforts to secure federal funds for advancing engineering work between San Rafael and Larkspur will provide the North Bay with tremendous progress towards a direct commuter rail connection to regional transit and state rail networks.

Each of these timely efforts to extend SMART's Rail and Pathway capital project construction both north and south from the core first phase of San Rafael to Santa Rosa creates the possibility that Marin and Sonoma County visitors, as well as visitors from throughout the Bay Area, will have passenger rail access from Larkspur to the Sonoma County Airport from the first day of revenue rail service in 2016. SMART's construction is proving to be a cost-effective means of providing transportation infrastructure and a genuine travel choice to residents and tourists alike.

I remain committed to working with you to identify full funding to complete construction of an operating segment of SMART to the Sonoma County Airport. Despite the limited resources available at the State, I will explore all possibilities for acquiring near-term State discretionary funds to construct the necessary track, systems and station elements to make possible the provision of commuter rail services north from Santa Rosa to the Airport area.

DCNI-08858

I continue to believe that with our collective support, SMART will provide North Bay with a transportation facility that will support our broader community goals of improving economic opportunity, investing in an active healthy public, and fighting climate change.

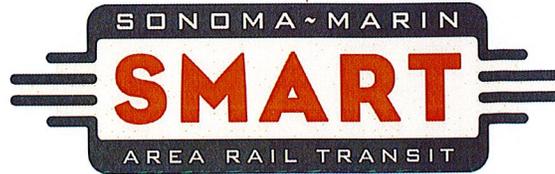
Thank you again for your assistance with this critical investment.

Sincerely,

A handwritten signature in black ink that reads "Noreen Evans". The signature is written in a cursive, flowing style.

Noreen Evans
Senator, 2nd District

Cc: SMART Board of Directors
✓ Farhad Mansourian, SMART
Suzanne Smith, SCTA



Judy Arnold, Chair
Marin County Board of
Supervisors

Barbara Pahre, Vice Chair
Golden Gate Bridge,
Highway/Transportation District

Jim Eddie
Golden Gate Bridge,
Highway/Transportation District

Debora Fudge
Sonoma County Mayors and
Councilmembers Association

Eric Lucan
Transportation Authority of
Marin

Jake Mackenzie
Sonoma Mayors and
Councilmembers Association

Stephanie Moulton-Peters
Marin Council of Mayors and
Councilmembers

Gary Phillips
Transportation Authority of
Marin

David Rabbitt
Sonoma County Board of
Supervisors

Carol Russell
Sonoma Mayors and
Councilmembers Association

Kathrin Sears
Marin County Board of
Supervisors

Shirlee Zane
Sonoma County Board of
Supervisors

Farhad Mansourian
General Manager

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October 14, 2013

Mr. Steve Heminger
Executive Director
Metropolitan Transportation Commission
101 Eighth Street
Oakland, CA 94607

RE: Report on Extension to Sonoma County Airport and Request for Additional Funding

Dear Mr. Heminger,


We are pleased to report back to you and the Commission that SMART has completed the 50% design package for the reconstruction of the SMART track facilities between the Santa Rosa North/Guerneville Road Station and the Sonoma County Airport. This design work was the subject of a Commission allocation in January 2013 and was completed within budget and in a timely fashion. The January Commission action allocated funds for design up to 100%, and we are still on track to provide 100% design within the funds allocated, but we wanted to provide you with the refinements made to date with the cost estimates for construction of the SMART connection north to the Sonoma County Airport.

BACKGROUND – SCOPE, DESIGN and COST DETAILS

The completed 50% design efforts included cost estimates for civil and track construction, bridge rehabilitation and replacement, systems construction and environmental permitting. The civil construction covers guideway construction, six road crossings (Guerneville, West Steele, Piner, San Miguel, Fulton and River Road), platform footings and walls for a potential Airport Station, and drainage improvements along the corridor. The track construction includes track along the guideway, a freight turnout at the north end of the Santa Rosa siding, and gauntlet turnouts and track at the Airport Station location (gauntlet tracks are necessary according to Federal Railroad Administration and California Public Utilities Commission rules to accommodate freight trains in the passenger station areas). All track reconstruction will consist of passenger rail facilities with continuously welded rail and concrete ties, just as with the first phase of the SMART project from San Rafael to Santa Rosa.

The bridge construction elements include minor repairs on existing precast bridges (Paulin and Piner Creeks), full replacement of the bridge at Fulton Creek with a 22' precast span and rehabilitation of the existing Mark West bridge.

The systems construction includes electronics, signals and communication systems, as well as the federally mandated Positive Train Control (PTC) work. The environmental permitting work will include surveying and biological monitoring

during construction. All of these items will be supported by construction management and oversight expenses.

The total cost of this phase of the project is now estimated at \$21.75 million, which includes final design, environmental, permits, civil and system work, construction management and construction, as well as completion of a station.

THE MERIT OF THE PROJECT

An operating station at this location holds considerable merit, as the Airport Boulevard area, in addition to being the site of a rapidly growing regional airport, has one of the highest concentrations of jobs in the North Bay. The Sonoma County Airport area was recognized as an Employment Investment Area by ABAG in 2012, with 5,000 jobs currently located there and a total of 17,000 jobs planned by 2040.

The Santa Rosa North/Guerneville Road Station has the highest concentration of houses in the SMART system, at nearly 5,000 units within ½ mile of the station. It is also the site of a regionally recognized Priority Development Area, one that anticipates growth in housing units by 46% by 2040. The Santa Rosa North/Guerneville Road Station is also close to regional retail (Coddington Mall) and the closest station to the Santa Rosa Junior College and regional hospitals (Kaiser/Sutter).

Because of the land uses surrounding these two areas, it is a worthy investment to complete construction of an operating segment of rail northward from Santa Rosa to the Airport, linking houses and jobs. In December 2012, the Commission approved OBAG funds for SMART from Sonoma County to acquire the rail cars necessary to provide service to stations north of Santa Rosa's Railroad Square. This investment will enable service to an operating station at the Airport.

SCHEDULE

For the civil and systems work north from Santa Rosa to the Airport area, there is urgency to proceed forward with completing the work. The Airport area is the location of SMART's Operations and Maintenance Facility that will be in use with the start of rail service less than three years away. The track and bridge structures themselves are in need of repair to ensure the reliability of the operating system, including that rail vehicles will be dispatched efficiently and that freight rail interactions will result in minimal disruptions to the passenger operating environment. To complete this civil and track work requires the subgrade to be completely refinished, allowing the installation of required systems elements in a more efficient and cost effective manner than if the systems construction project was a stand-alone project. To disrupt the track and right-of-way once, rebuild the civil and rail elements and then have to do it all again in the near future to complete the federally required systems construction would be an inefficient use of public resources. Estimates are that delaying systems installation and construction for five

years will cost a minimum of 20% more due to escalation alone.

There are several additional reasons, beyond escalation, why delaying implementation of the systems work will drive up the costs. First, because the design of the systems is done in “blocks”, the actual northern terminus of the SMART system matters. If SMART defers the systems construction between Guerneville Road and Airport Boulevard at this time, future installation northward would require redesign and reconstructing part of the systems installations south of Guerneville Road. Second, waiting to install systems north of Guerneville will add costs to the project because of the more narrow construction window caused by the SMART operating environment. In the future, when passenger rail joins the current limited-schedule freight rail on the corridor, systems construction work would need to occur during off hours, likely at night. Third, system signal and at-grade warning devices would be more expensive to install if the track construction work needs to be redone to accommodate the systems infrastructure, rather than if the two elements were implemented simultaneously during the track reconstruction. Finally, completing installation of the system work north of Guerneville now will incur lower mobilization and overhead costs because of the systems installation team working south of Guerneville Road. It should also be noted that SMART is expected to award contracts this November/December to continue civil and track work throughout the first phase of the SMART project (San Rafael to Santa Rosa) and the ability to contract additional civil and track work north of Guerneville nearly simultaneously will likely result in cost savings and reduced mobilization expenses to civil and track work.

BUDGET/FUNDING

We are requesting that MTC Commission consider reaffirming its January 2013 programming, but with the inclusion of an incremental amount of \$5.0 million in revenues to enable the timely completion of the final design, permitting, construction of tracks and the systems elements, as well as the complete construction of an operating passenger rail station at the Sonoma County Airport.

The total cost for all of these elements is now estimated at \$21.75 million. Sonoma County Transportation Agency has committed to work with SMART to obtain \$4.3 million from local sources such as Measure M. SMART continues to commit \$700,000 towards completion of this necessary civil, track and systems construction.

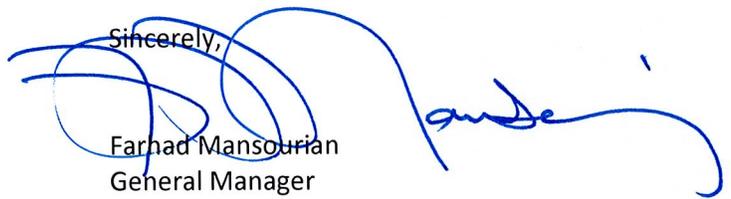
As the SMART Board moves forward with the additional construction packages to complete the core first phase of the SMART system, confirming regional support towards completing civil, track and systems construction to the Airport would enable SMART to look at significant implementation and operational efficiencies. We feel that working to complete all project elements north to the Sonoma County

Airport Station is a worthy goal. We appreciate the Commission's interest in and financial support of SMART's efforts. With the Commission's continued strong support, the region will maximize the public investment already made in the SMART system by completing this necessary work north from Santa Rosa to the Sonoma County Airport area.

Enclosed please see a letter from Senator Evans who has been championing this project and has committed in assisting us.

Thank you for your assistance with this critical investment.

Sincerely,



Farnad Mansourian
General Manager

C: SMART Board of Directors
Commissioner Jake Mackenzie
Commissioner Steve Kinsey
Senator Evans
Suzanne Smith
Alix Bockelman