

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

Board of Directors
Minutes of the 1,784th Meeting
March 23, 2017

A regular meeting of the Board of Directors was held March 23, 2017, convening at 9:00 a.m. in the Board Room, 344 20th Street, Oakland, California. President Saltzman presided; Kenneth A. Duron, District Secretary.

Directors present: Directors Allen, Blalock, Keller, McPartland, Raburn, and Saltzman.

Absent: None. Directors Dufty, Josefowitz, and Simon entered the Meeting later.

Director Blalock extended an invitation to the opening celebration for the Warm Springs Extension and Warm Springs/South Fremont Station, to be held on March 24, 2017.

Directors Dufty and Simon entered the Meeting.

General Manager Grace Crunican recognized retiring Deputy Chief of Police, Benson Fairow, noting this would be his last meeting.

Consent Calendar items brought before the Board were:

1. Approval of Minutes of the Meeting of March 9, 2017.
2. Revision to Succession Resolution.
3. Procurement of Smart Cards to Support San Francisco Airline Employee, San Francisco Airport Employee, and Oakland Airport Employee Discount Programs.

Director Raburn made the following motions as a unit. Director Blalock seconded the motions, which carried by unanimous acclamation. Ayes – 8: Directors Allen, Blalock, Dufty, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0. Absent – 1: Director Josefowitz.

1. That the Minutes of the Meeting of March 9, 2017, be approved.
2. Adoption of Resolution No. 5336, In the Matter of Designating an Alternate for the General Manager and Authorizing Certain District Officers to Use Facsimile Signatures on District Warrant-Checks.
3. That the procurement of 20,000 On Track Innovation smart cards be authorized.

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

Director McPartland, Chairperson of the Administration, Workforce, and Legislation Committee, brought the matter of Amendment to Lease for Downtown Berkeley Station Bicycle Facility before the Board. Ms. Susan Shaffer, Principal Right-of-Way Officer, presented the item. President Saltzman moved that the General Manager or her designee be authorized to execute an amendment for a six-month extension to the existing lease, with an additional three-month option term, with HSR Berkeley Investments, LLC, for approximately 4,000 square feet of commercial space at 2208 Shattuck Avenue, Berkeley, for the Downtown Berkeley Bike Station, in the amount of \$114,300.00. Director Raburn seconded the motion, which carried by unanimous acclamation. Ayes – 8: Directors Allen, Blalock, Dufty, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0. Absent – 1: Director Josefowitz.

Director McPartland brought the matter of Agreements for Temporary Staff Services before the Board. Mr. Michael Jones, Assistant General Manager, Employee Services, presented the item. The item was discussed.

Director Josefowitz entered the Meeting.

Mr. Clarence Hunt, HR Management, addressed the Board.

Director Raburn moved that the General Manager be authorized to award Agreement No. 6M4516 to HR Management Inc.; Agreement No. 6M4517 to Search Pros Staffing; and Agreement No. 6M4518 to Wollborg Michelson Personnel Service, Inc. to provide temporary staff services, in an amount not to exceed \$3,000,000.00 for each Agreement, pursuant to notification to be issued by the General Manager, and subject to compliance with the District's protest procedures. Director Dufty seconded the motion. Discussion continued. The motion carried by electronic vote. Ayes – 8: Directors Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes – 1: Director Allen.

Director Josefowitz, Chairperson of the Finance, Budget, and Bond Oversight Committee, brought the matters of Issuance and Sale of General Obligation Bonds (Election of 2004), 2017 Refunding Series E; Issuance and Sale of General Obligation Bonds (Election of 2016), 2017 Series A; and Selection of Underwriting Pool from Which Senior Manager and Co-Managers Will Be Designated for the Issuance and Sale of the District's Bonds, before the Board. Ms. Rosemarie Poblete, Controller/Treasurer, presented the items. Director Blalock moved adoption of Resolution No. 5337, Authorizing and Approving the Issuance and Sale of Not to Exceed \$110 Million Aggregate Principal Amount of San Francisco Bay Area Rapid Transit District General Obligation Bonds (Election of 2004), 2017 Refunding Series E; Authorizing the Execution and Delivery of a Trust Agreement Pursuant to which Such Bonds Are to Be Issued, a Bond Purchase Agreement Pursuant to which Such Bonds Are to Be Sold by Negotiated Sale; Approving an Official Statement Relating to Such Bonds; Authorizing Execution and Delivery of the Official Statement and Certain Documents in Connection with the Issuance and Sale of Such Bonds, Including a Continuing Disclosure Agreement and an Escrow Agreement; Delegating to the Controller/Treasurer of the District Power to Determine Final Terms of Such Bonds and Complete Said Documents and Authorizing Certain Other Matters Relating Thereto; and adoption of Resolution No. 5338, Authorizing and Approving the Issuance and Sale of Not to Exceed \$300 Million Aggregate Principal Amount of San Francisco Bay Area Rapid Transit District General Obligation Bonds (Election of 2016), 2017 Series A; Authorizing the Execution and Delivery of a Trust Agreement Pursuant to which Such Bonds Are to Be Issued, a Bond

Purchase Agreement Pursuant to which Such Bonds Are to Be Sold by Negotiated Sale; Approving an Official Statement Relating to Such Bonds; Authorizing Execution and Delivery of the Official Statement and Certain Documents in Connection with the Issuance and Sale of Such Bonds, Including a Continuing Disclosure Agreement; Delegating to the Controller/Treasurer of the District Power to Determine Underwriters and Final Terms of Such Bonds and Complete Said Documents and Authorizing Certain Other Matters Relating Thereto. Director Raburn seconded the motion, which carried by unanimous acclamation. Ayes – 9: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0.

President Saltzman moved that the Controller/Treasurer be authorized to designate the firms listed in Exhibit A as members of BART's Underwriters Pool, from which the Controller/Treasurer is authorized from time to time to select members and enter into agreements with underwriters relating to the issuance of bonds. Director Keller seconded the motion, which carried by unanimous acclamation. Ayes – 9: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0. (Exhibit A is attached and hereby made a part of these Minutes.)

Director Keller, Chairperson of the Operations and Safety Committee, brought the matter of Award of Contract No. 20CE-220, Train Control Trailable Switch Machines, before the Board. Mr. Cary Pereira, Principal Train Control Engineer, presented the item. Director Dufty moved that the General Manager be authorized to award Contract No. 20CE-220, Procurement of Trailable Switch Machines, to Alstom Signaling, Inc., for the not-to-exceed price of \$4,303,025.00 plus applicable taxes, pursuant to notification to be issued by the General Manager, and subject to compliance with the District's protest procedures and the Federal Transit Administration's requirements related to protest procedures. Director Blalock seconded the motion, which carried by unanimous acclamation. Ayes – 9: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0.

Director Keller brought the matter of Agreements with Public and/or Private Bus Operators and Vendors for Temporary Bus Bridge Services before the Board. Ms. Teresa Tapia, Bus Bridge Manager, presented the item. President Saltzman moved that the General Manager be authorized to enter into agreements with public and/or private bus operators and vendors, including but not limited to AC Transit, to provide temporary bus transportation services and related support expenses in a total amount not to exceed \$200,000.00 per day for each day that the District is unable to provide complete train service due to maintenance projects; with the authorizations to expire on December 31, 2017; and that private bus operators will not be used unless public operators are unable to provide the bus bridge services. Director Simon seconded the motion. The item was discussed. The motion carried by unanimous acclamation. Ayes – 9: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0.

Director Keller brought the matter of Change Order to Contract No. 15IJ-110, Fire Alarm Renovation Phase 1 – M-Line, with Blocka Construction Inc., for Increase in Allowance for Firewatch Services (C.O. No. 13), before the Board. Ms. Tracy Johnson, Group Manager, Civil, Structural, and Construction Engineering, presented the item. The item was discussed. Director McPartland moved that the General Manager be authorized to execute Change Order No. 13, Increase in Allowance for Firewatch Services, for an amount not to exceed \$551,508.46, to Contract No. 15IJ-110, Fire Alarm Renovation, Phase I, M Line, with Blocka Construction, Inc.

Director Dufty seconded the motion, which carried by electronic vote. Ayes – 8: Directors Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes – 1: Director Allen.

Director Raburn, Chairperson of the Planning Committee, brought the matter of Pleasant Hill Bike Station Tenant Improvements before the Board. Mr. Steve Beroldo, Manager of Access Programs, presented the item. Director Allen moved that the General Manager or her designee be authorized to increase the tenant improvement budget by \$180,000.00 for the Pleasant Hill Bike Station, from the current authorization of \$250,000.00 to \$430,000.00. President Saltzman seconded the motion, which carried by unanimous acclamation. Ayes – 9: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman. Noes - 0.

Director Raburn brought the matter of Late Night Bus Service Ridership and Funding Update before the Board. Mr. Bob Franklin, Department Manager, Customer Access, presented the item. The item was discussed.

The following individuals addressed the Board.

Jerry Grace
Clarence Fischer

President Saltzman called for the General Manager's Report. Ms. Crunican reminded the Board of the Warm Springs Station opening ceremony tomorrow, and reported on steps she had taken and activities and meetings she had participated in and outstanding Roll Call for Introductions items.

Mr. Paul Oversier, Assistant General Manager, Operations, gave a report on upcoming work to rebuild the A-15 interlocking, between Lake Merritt Station and Fruitvale Station, and how the work would affect service.

President Saltzman called for the Controller/Treasurer's Report. Ms. Poblete presented the report. The report was discussed.

President Saltzman called for Board Member Reports, Roll Call for Introductions, and In Memoriam.

Director Raburn reported he and Director Allen had attended the American Public Transportation Association's Legislative Conference in Washington, D.C.

Director Allen reported on her trip to the American Public Transportation Association's Legislative Conference in Washington, D.C.

Director Simon reported she had been awarded a scholarship to Transit Center and would attend a training session in Minneapolis.

President Saltzman reported she had attended a SPUR meeting about a second transbay crossing.

President Saltzman called for Public Comment. The following individuals addressed the Board.
Jerry Grace

Clarence Fischer

President Saltzman announced that the Board would enter into closed session under Item 12-A (Conference with Labor Negotiators) of the regular Meeting agenda, and that the Board would reconvene in open session upon conclusion of the closed session.

The Board Meeting recessed at 11:30 a.m.

The Board Meeting reconvened in closed session at 11:43 a.m.

Directors present: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, Simon, and Saltzman.

Absent: None.

The Board Meeting recessed at 1:26 p.m.

The Board Meeting reconvened in open session at 1:27 p.m.

Directors present: Director Saltzman.

Absent: Directors Allen, Blalock, Dufty, Josefowitz, Keller, McPartland, Raburn, and Simon.

President Saltzman announced that the Board had concluded its closed session and that there were no announcements to be made.

The Meeting was adjourned at 1:27 p.m.

Kenneth A. Duron
District Secretary