



BOARD OF DIRECTORS 2020

DAVE PINE, CHAIR
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JEANNIE BRUINS
CINDY CHAVEZ
RON COLLINS
STEVE HEMINGER
CHARLES STONE
SHAMANN WALTON
MONIQUE ZMUDA

JIM HARTNETT
EXECUTIVE DIRECTOR

AGENDA

PENINSULA CORRIDOR JOINT POWERS BOARD

Finance Committee Meeting

Committee Members: Dev Davis (Chair), Ron Collins, Monique Zmuda

Due to COVID-19, this meeting will be conducted via teleconference only (no physical location) pursuant to the [Governor's Executive Orders N-25-20 and N-29-20](#). Directors, staff and the public may participate remotely via Zoom at <https://zoom.us/j/97785747841> for audio/visual capability or by calling 1-669-900-9128, Webinar ID: #977 8574 7841 for audio only. The [video live stream will be available](#) during or after the meeting at <http://www.caltrain.com/about/bod/video.html>

Public Comments: Members of the public are encouraged to participate remotely. Public comments may be submitted to publiccomment@caltrain.com prior to the meeting's call to order so that they can be sent to the Board as soon as possible, while those received during or after an agenda item is heard will be included into the Board's weekly correspondence and posted online at http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html.

Oral public comments will also be accepted during the meeting through Zoom or the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM and each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

April 27, 2020

2:30 pm

1. Call to Order/Pledge of Allegiance
2. Roll Call

Finance Committee Meeting

3. Public Comment on Items not on the Agenda

Comments by each individual speaker shall be limited to three (3) minutes. Items raised that require a response will be deferred for staff reply.

4. Approve Meeting Minutes of March 23, 2020 MOTION
5. Finance and Ridership Updates – COVID-19 INFORMATIONAL
6. Accept Statement of Revenues and Expenditures March 2020 MOTION
7. Award of Contracts for On-Call Transportation Planning & Support Services MOTION
8. Committee Member Requests
9. Date/Time of Next Regular Finance Committee Meeting: Tuesday, May 26, 2020 at 2:30 pm, San Mateo County Transit District Administrative Building, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA
10. Adjourn

INFORMATION FOR THE PUBLIC

All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board. If you have questions on the agenda, please contact the JPB Secretary at 650.508.6242. Agendas are available on the Caltrain website at www.caltrain.com. Communications to the Board of Directors can be e-mailed to board@caltrain.com. *Free translation is available; Para traducción llama al 1.800.660.4287; 如需翻译 请电1.800.660.4287*

Date and Time of Board and Committee Meetings

JPB Board: First Thursday of the month, 9:00 am; JPB Finance Committee: Fourth Monday of the month, 2:30 pm. Date, time and location of meetings may be changed as necessary. Meeting schedules for the Board and committees are available on the website.

Location of Meeting

Due to COVID-19, the meeting will only be via teleconference as per the information provided at the top of the agenda. The Public may not attend this meeting in person.

Public Comment*

Members of the public are encouraged to participate remotely. Public comments may be submitted to publiccomment@caltrain.com prior to the meeting's call to order so that they can be sent to the Board as soon as possible, while those received during or after an agenda item is heard will be included into the Board's weekly correspondence and posted online at http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html. Oral public comments will also be accepted during the meeting through Zoom or the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM and each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

Accessible Public Meetings/Translation

Upon request, the JPB will provide for written agenda materials in appropriate alternative formats, or disability-related modification or accommodation, including auxiliary aids or services, to enable individuals with disabilities to participate in and provide comments at/related to public meetings. Please submit a request, including your name, phone number and/or email address, and a description of the modification, accommodation, auxiliary aid, service or alternative format requested at least at least 72 hours in advance of the meeting or hearing. Please direct requests for disability-related modification and/or interpreter services to the Title VI Administrator at San Mateo County Transit District, 1250 San Carlos Avenue, San Carlos, CA 94070-1306; or email titlevi@samtrans.com; or request by phone at 650-622-7864 or TTY 650-508-6448.

Availability of Public Records

All public records relating to an open session item on this agenda, which are not exempt from disclosure pursuant to the California Public Records Act, that are distributed to a majority of the legislative body will be available for public inspection at 1250 San Carlos Avenue, San Carlos, CA 94070-1306, at the same time that the public records are distributed

Finance Committee Meeting

or made available to the legislative body.

**Peninsula Corridor Joint Powers Board
Finance Committee Meeting
1250 San Carlos Avenue, San Carlos CA 94070**

MINUTES OF MARCH 23, 2020

MEMBERS PRESENT: D. Davis(Chair), R. Collins, M. Zmuda

MEMBERS ABSENT: None

STAFF PRESENT: D. Hansel, S. van Hoften, G. Martinez, A. Chan, P. Skinner, J. Cassman, D. Seamans, S. Wong

1. CALL TO ORDER/PLEDGE OF ALLEGIANCE

Chair Dev Davis called the meeting to order at 2:37 pm and led the Pledge of Allegiance.

2. ROLL CALL

District Secretary Dora Seamans called the roll and confirmed all present.

3. PUBLIC COMMENT FOR ITEMS NOT ON THE AGENDA

Roland Lebrun, San Jose, commented on using to Zoom icon to raise your hand to speak.

4. APPROVAL OF MEETING MINUTES OF February 24, 2020

Motion/Second: Zmuda/Collins

Ayes: Collins, Zmuda, Davis

Noes: None

Absent: None

5. ACCEPT FINANCE AND RIDERSHIP UPDATES – COVID-19

Jim Hartnett, Executive Director, said the slides will show Caltrain's dramatic circumstances in terms of both ridership and revenues, and he noted that the PowerPoint is outdated as there are daily changes.

Derek Hansel, Chief Financial Officer, spoke on ridership impacts; highlights included one way and day pass sales for week of February 24, a notable drop in ridership the week of March 2 to the point where there were normally over 20,000 one way tickets being sold down to 1,000 one way tickets being sold. He noted that weekend ridership plummeted down to 400 tickets being sold daily. Mr. Hansel said fare revenue composition for GoPass is now 25 percent, and while there is a degree of insulation with GoPass, the drop in ridership creates significant problems with no other sources of revenue as a cushion in these dramatic circumstances. He said the vast majority of expenses are associated with the TASI (Transit America Services, Inc) contract. He noted that there is an operating line of credit with JP Morgan that is not needed right now.

Directors Zmuda, Director Collins, and Chair Davis had a robust discussion with Mr. Hansel, Ms. Bouchard and Mr. Hartnett involving the TASI contractor status, borrowing from the capital line of credit, Federal and State support funds, and COVID-19 insurance coverage.

Public comment

Dave Burruto asked if any GoPass companies have withdrawn from the program. Mr. Hansel answered no.

Jeff Carter, Millbrae, asked for the raw data compiled for the charts. Mr. Hansel said they would ultimately make that data available as staff is already overbooked for current projects.

Roland Lebrun, San Jose, commented on removing the baby bullet from the schedule, lines of credit, and the Samtrans agency.

The Board members had a robust discussion and staff provided further clarification in response to the Board comments and questions. Topics ranged from weekend ridership, ongoing projects going forward, to worst case scenarios and protective equipment.

6. ACCEPT STATEMENT OF REVENUES AND EXPENDITURES FEBRUARY 2020

Derek Hansel, Chief Financial Officer, noted that the forecast in the report is now inaccurate and that they cannot currently forecast due to the current fluid circumstances.

Public Comment:

Roland Lebrun, San Jose, suggested the forecast be put on consent

Motion/Second: Zmuda/Collins moved to accept with the exclusion of the February data projection from the Board report.

Ayes: Collins, Zmuda, Davis

Noes: None

Absent: None

7. AUTHORIZE APPLICATION FOR SAN MATEO COUNTY SHUTTLE PROGRAM FUNDS

Michelle Bouchard, Chief Rail Officer, said this occurs every two years to support the shuttle program. They are in the process of a study to determine cost effectiveness and this is to authorize the program to move forward until recommendations from that study are done.

In response to Director Zmuda's question on payment for the program, staff clarified that it was shared equally amongst the three partners.

Motion/Second: Collins/Zmuda

Ayes: Collins, Zmuda, Davis

Noes: None

Absent: None

8. AWARD CONTRACT TO ALSTOM TRANSPORTATION, INC. FOR LOCOMOTIVE OVERHAUL SERVICES

Julie Taylor, Director of Contracts & Procurement, noted that the report was in the packet and welcomed questions.

Director Zmuda asked if this was the last time the locomotives will be overhauled and whether the eligibility requirements were new.

Ms. Bouchard responded that this was the first and last time these vehicles will receive a mid-life overhaul.

In response to Director Collins question, Ms. Bouchard responded that midlife is every 15 years and its mid-life was in 2016.

Public comments:

Drew, San Mateo, commented on the timing and frequency of locomotive overhauls.

Motion/Second: Collins/Zmuda

Ayes: Collins, Zmuda, Davis

Noes: None

Absent: None

9. AGREEMENT WITH SPRINT FOR RELOCATION OF COMMUNICATION FACILITIES FOR THE SOUTH SAN FRANCISCO STATION IMPROVEMENT PROJECT

Howard Beckford, Capital Projects, introduced the agreement regarding relocation of the communication facilities, currently in the construction phase, where they would install a stairwell and ramp at the station. He said they needed to relocate the fiber optic line with a 180-foot trench, which falls outside contract scope. Mr. Beckford recommended proceeding immediately to prevent delays.

Motion/Second: Zmuda/Collins

Ayes: Collins, Zmuda, Davis

Noes: None

Absent: None

10. COMMITTEE MEMBER REQUESTS

None.

11. DATE/TIME OF NEXT REGULAR FINANCE COMMITTEE MEETING

Chair Davis announced the time and location of the next meeting; Monday, April 27, 2020 at 2:30 pm, San Mateo County Transit District Administrative Building, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA

12. ADJOURN

The meeting adjourned at 3:49 pm.

An audio/video recording of this meeting is available online at www.caltrain.com. Questions may be referred to the Board Secretary's office by phone at 650.508.6279 or by email to board@caltrain.com.

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT - FINANCE COMMITTEE**

TO: Joint Powers Board
THROUGH: Jim Hartnett
Executive Director
FROM: Derek Hansel
Chief Financial Officer
SUBJECT: **STATEMENT OF REVENUES AND EXPENSES FOR THE PERIOD ENDING
MARCH 31, 2020**

ACTION

Staff proposes that the Board of Directors accept and enter into the record the Statement of Revenues and Expenses for the month of March 2020.

This staff report provides a brief discussion of significant items and trends on the attached Statement of Revenues and Expenses through March 31, 2020. The statement has been designed to follow the Agency-wide line item rollup as included in the adopted budget. The columns have been designed to provide easy comparison of year-to-date prior to current actuals for the current fiscal year including dollar and percentage variances.

SIGNIFICANCE

Year to Date Revenues: As of March year-to-date actual, the Total Revenue (page 1, line 17) is \$4.7 million higher than the prior year. This is primarily driven by Farebox Revenue (page 1, line 1), Other Income (page 1, line 5), and JPB Member Agencies Contributions (page 1, line 12).

Year to Date Expenses: As of March year-to-date actual, the Grand Total Expense (page 1, line 49) is \$5.1 million higher than the prior year-to-date actual. This is primarily due to increases in Rail Operator Service (page 1, line 23), Security Services (page 1, line 25), Wages and Benefits (page 1, line 38), Professional Services (page 1, line 41), and Long Term Debt Expense (page 1, line 47). The increases are partially offset by decreases in Claims, Payments, and Reserves (page 1, line 30), Managing Agency Admin OH Cost (page 1, line 39), and Other Office Expenses and Services (page 1, line 43).

Other Information: Starting in January 2019, the Agency modified the basis of reporting from accrual basis to modified cash basis (only material revenues and expenses are accrued) in monthly financial statements. The change in the accounting basis is not retroactively reflected in the prior year actual. As such, the monthly variance between the prior year and the current year actual may show noticeable variances for some line items on the financial statements.

Due to the impact of Covid-19 pandemic in the farebox revenues and other major line items in the financial statements, the forecast column was eliminated from the

reports until more information are available for accurate revenue and expense forecast.

BUDGET IMPACT

There are no budget amendments for the month of March 2020.

STRATEGIC INITIATIVE

This item does not achieve a strategic initiative.

Prepared By : Danny Susantin, Accountant III

650-622-8073

Jennifer Ye, Manager, General Ledger

650-622-7890

PENINSULA CORRIDOR JOINT POWERS BOARD
STATEMENT OF REVENUE AND EXPENSE
Fiscal Year 2020
March 2020

	% OF YEAR ELAPSED					75.0%
	YEAR TO DATE					ANNUAL
	PRIOR	CURRENT	\$	%	CURRENT	APPROVED
	ACTUAL	ACTUAL	VARIANCE	VARIANCE	AS A % OF BUDGET	BUDGET
REVENUE						
OPERATIONS:						
1 Farebox Revenue	74,400,004	76,658,628	2,258,624	3.0%	72.3%	106,000,000
2 Parking Revenue	3,831,796	3,613,331	(218,465)	(5.7%)	67.7%	5,335,000
3 Shuttles	1,442,525	1,426,910	(15,615)	(1.1%)	57.0%	2,503,200
4 Rental Income	1,418,873	1,473,634	54,761	3.9%	71.5%	2,060,540
5 Other Income	1,867,405	2,589,865	722,460	38.7%	147.7%	1,753,450
6						
7 TOTAL OPERATING REVENUE	82,960,602	85,762,367	2,801,765	3.4%	72.9%	117,652,190
8						
CONTRIBUTIONS:						
9 AB434 Peninsula & TA Shuttle Funding	1,296,368	1,487,583	191,215	14.8%	85.6%	1,737,950
10 Operating Grants	4,927,955	3,897,194	(1,030,762)	(20.9%)	73.2%	5,327,497
12 JPB Member Agencies	20,523,500	23,296,918	2,773,418	13.5%	77.9%	29,921,971
13 Use of Reserves	-	-	-	0.0%	0.0%	1,064,614
14						
15 TOTAL CONTRIBUTED REVENUE	26,747,823	28,681,694	1,933,871	7.2%	75.4%	38,052,032
16						
17 GRAND TOTAL REVENUE	109,708,425	114,444,062	4,735,636	4.3%	73.5%	155,704,222
18						
19						
EXPENSE						
OPERATING EXPENSE:						
23 Rail Operator Service	63,459,048	66,721,859	3,262,811	5.1%	73.5%	90,817,696
24 Positive Train Control	20,481	213,740	193,259	943.6%	8.9%	2,400,000
25 Security Services	4,018,753	4,362,804	344,050	8.6%	66.7%	6,544,183
26 Shuttles Services	2,945,062	3,017,105	72,044	2.4%	57.0%	5,290,100
27 Fuel and Lubricants	7,893,520	7,991,869	98,349	1.2%	72.6%	11,003,417
28 Timetables and Tickets	54,175	57,539	3,363	6.2%	40.1%	143,500
29 Insurance	3,150,288	3,244,061	93,772	3.0%	72.0%	4,506,064
30 Claims, Payments, and Reserves	333,088	(90,702)	(423,790)	(127.2%)	(9.5%)	951,794
31 Facilities and Equipment Maint	1,419,345	1,683,690	264,344	18.6%	50.4%	3,339,391
32 Utilities	1,359,644	1,430,640	70,996	5.2%	68.0%	2,105,422
33 Maint & Services-Bldg & Other	730,496	996,912	266,416	36.5%	63.6%	1,567,930
34						
35 TOTAL OPERATING EXPENSE	85,383,901	89,629,515	4,245,614	5.0%	69.7%	128,669,496
36						
ADMINISTRATIVE EXPENSE						
37 Wages and Benefits	7,769,122	8,959,177	1,190,055	15.3%	74.3%	12,061,633
39 Managing Agency Admin OH Cost	5,192,071	3,189,361	(2,002,710)	(38.6%)	62.6%	5,098,065
40 Board of Directors	15,634	9,966	(5,669)	(36.3%)	68.3%	14,600
41 Professional Services	1,527,730	2,680,962	1,153,232	75.5%	62.7%	4,275,583
42 Communications and Marketing	193,514	224,670	31,156	16.1%	74.5%	301,500
43 Other Office Expenses and Services	2,381,970	1,783,169	(598,801)	(25.1%)	67.5%	2,643,572
44						
45 TOTAL ADMINISTRATIVE EXPENSE	17,080,041	16,847,304	(232,737)	(1.4%)	69.1%	24,394,953
46						
47 Long Term Debt Expense	886,412	2,018,290	1,131,877	127.7%	76.5%	2,639,773
48						
49 GRAND TOTAL EXPENSE	103,350,355	108,495,109	5,144,754	5.0%	69.7%	155,704,222
50						
51 NET SURPLUS / (DEFICIT)	6,358,071	5,948,953	(409,118)	(6.4%)		(0)



BOARD OF DIRECTORS 2020

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 EXECUTIVE DIRECTOR

PENINSULA CORRIDOR JOINT POWERS BOARD

INVESTMENT PORTFOLIO

AS OF MARCH 31, 2020

TYPE OF SECURITY		MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (Unrestricted)	*	Liquid Cash	1.787%	40	40
County Pool (Restricted)		Liquid Cash	1.776%	624,073	624,073
Other (Unrestricted)		Liquid Cash	0.700%	68,820,359	68,820,359
Other (Restricted)	**	Liquid Cash	0.200%	14,626,183	14,626,183
				\$ 84,070,655	\$ 84,070,655

Interest Earnings for March 20 \$ 32,777.41
 Cumulative Earnings FY2020 \$ 301,815.88

* The market value of Local Agency Investment Fund (LAIF) is calculated annually and is derived from the fair value factor as reported by LAIF for quarter ending June 30th each year.

** Prepaid Grant funds for Homeland Security, PTMISEA and LCTOP projects, and funds reserved for debt repayment. The Portfolio and this Investment Report comply with the Investment Policy and the provisions of SB 564 (1995). The Joint Powers Board has the ability to meet its expenditure requirements for the next six months.

**PENINSULA CORRIDOR JOINT POWER BOARD
STAFF REPORT - FINANCE COMMITTEE**

TO: Board of Directors

THROUGH: Jim Hartnett
Executive Director

FROM: Derek Hansel
Chief Financial Officer

Michelle Bouchard
Chief Operations Officer, Rail

SUBJECT: **AWARD OF CONTRACTS FOR ON-CALL TRANSPORTATION PLANNING AND CONSULTANT SUPPORT SERVICES**

ACTION

Staff Coordinating Council recommends the Board:

1. Award contracts to the firms listed below for provision of on-call transportation planning and consultant support services (Services) for an aggregate, not-to-exceed amount of \$25 million for a five-year term to be shared as a pool for authorized tasks:
 - Arup North America, Ltd, San Francisco, California;
 - Fehr & Peers, Oakland, California;
 - HNTB Corporation, Oakland, California;
 - Kimley-Horn & Associates, Inc., Oakland, California;
 - Mott MacDonald Group, Inc., San Ramon, California; and
 - WSP USA, Inc., San Francisco, California
2. Authorize the Executive Director, or his designee, to execute a contract with each of the above firms in full conformity with the terms and conditions of the solicitation documents and negotiated agreements, and in a form approved by legal counsel.
3. Authorize the Executive Director, or his designee, to exercise up to two additional one-year option terms with the above firms for up to \$5 million for each option term, to be shared in the aggregate among the six firms, if deemed in the best interest of the Peninsula Corridor Joint Powers Board(JPB).

SIGNIFICANCE

Award of these contracts will provide the JPB with a pool of qualified firms to support the required and anticipated volume of services for planning and capital projects. The JPB will engage the firms through Work Directives on a project-by-project and as-needed basis. Award of these contracts will not obligate the JPB to purchase any specific level of service from any of the firms.

BUDGET IMPACT

Work Directives will be funded with a mix of federal, state, regional, and/or local revenues and grants from current and future approved JPB operating and capital budgets.

BACKGROUND

The JPB has a business need for qualified consulting firms to provide the Services during the transition to electrification of the railroad and beyond. Staff held an information gathering and sharing outreach event prior to release of the Request for Proposals (RFP) to enable dialog with representatives of the transportation planning and consulting industry in an open and transparent setting. Caltrain Planning Industry Day, a day-long event held in August 2019, was attended by representatives from 65 firms from as far away as Japan and Europe. The agenda was designed to provide potential proposers with a clear and comprehensive overview of the type of services to be provided and the skillsets necessary to complete the work. The event also included an opportunity for Small Business Enterprises and/or Disadvantaged Business Enterprises (SBE/DBEs) to network with prime consultants for potential partnering opportunities.

The RFP was advertised extensively on the JPB's procurement website, in international and national transit publications, and on social media. Staff held a pre-proposal conference and 82 firms attended in-person, via Webex and on YouTube Live. Nine firms submitted proposals, and each proposal included SBEs/DBEs as part of the proposed teams. While no specific DBE goal was established for this RFP, the JPB will assign goals to individual Work Directives that support federally-funded projects.

A Selection Committee (Committee) composed of qualified staff from the Caltrain Planning Department, and the City of San Jose and the City of San Francisco's transportation divisions, evaluated and scored the proposals in accordance with the following weighted criteria:

- Team Composition & Qualifications 0-35 Points
- Key Qualifications and Availability 0-55 Points
- Cost Proposal (Labor Rates) 0-10 Points

After initial scoring of proposals, six firms were found to be in the competitive range and were interviewed. After interviews, the Committee reached a consensus ranking based on each firm's proposal, experience and qualifications, and found all six firms remained in the competitive range. Staff successfully negotiated favorable fees with these six firms and determined the fees to be fair, reasonable and comparable with prices currently paid by the JPB for similar services. These firms possess the necessary qualifications and requisite depth of experience to perform the Services successfully.

Fehr & Peers and HNTB Corporation (as prime consultants), and Arup North America and WSP USA, Inc. (as subconsultants), currently provide Services to the JPB under contracts awarded in 2013 with an aggregate, not-to-exceed amount of \$8,250,000 that includes exercised option terms, contract term extensions, use of contingency and Board-authorized increases in contract authority. The firms' performance to-date has

been acceptable and in conformance with contractual requirements, terms and conditions. The contracts expire August 30, 2020.

Procurement Administrator II: Deborah Cordova	650.508.7908
Project Manager: Melissa Reggiardo, Manager, Caltrain Planning	650.508.6283

**RESOLUTION NO. 2020-
BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA**

* * *

**AWARDING CONTRACTS TO ARUP NORTH AMERICA, LTD,
FEHR & PEERS, HNTB CORPORATION, KIMLEY-HORN & ASSOCIATES, INC.,
MOTT MACDONALD GROUP INC., AND WSP USA, INC. FOR PROVISION OF
ON-CALL TRANSPORTATION PLANNING AND CONSULTANT SUPPORT SERVICES FOR
AN AGGREGATE NOT-TO-EXCEED AMOUNT OF \$25 MILLION FOR A FIVE-YEAR TERM**

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) issued a Request for Proposals (RFP) for on-call transportation planning and consultant support services; and

WHEREAS, in response to the RFP, the JPB received nine proposals; and

WHEREAS, a Selection Committee (Committee) evaluated and ranked the proposals according to the evaluation criteria set forth in the RFP and determined that six proposals were in the competitive range for interviews, and after interviews the Committee determined all six firms remained in the competitive range; and

WHEREAS, the Committee completed its evaluation process and determined that Arup North America, Ltd of San Francisco, California (Arup), Fehr & Peers of Oakland, California (Fehr & Peers), HNTB Corporation of Oakland, California (HNTB), Kimley-Horn and Associates, Inc. of Oakland, California (Kimley-Horn), Mott MacDonald Group, Inc. of San Ramon, California (Mott MacDonald), and WSP USA Inc., of San Francisco, California (WSP) possess the necessary qualifications and requisite experience to successfully perform the scope of services defined in the solicitation documents, and have agreed to perform the specified services at fair and reasonable prices; and

WHEREAS, staff and legal counsel have reviewed the proposals and determined that the proposals comply with the requirements of the solicitation documents; and

WHEREAS, Staff Coordinating Council recommends, and the Executive Director concurs, that the Board of Directors award contracts to Arup, Fehr & Peers, HNTB, Kimley-

Horn, Mott MacDonald and WSP for an aggregate not-to-exceed amount of \$25 million for a five-year term.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards contracts for on-call transportation planning and consultant support services to Arup North America, Ltd, Fehr & Peers, HNTB Corporation, Kimley-Horn and Associates, Inc., Mott MacDonald Group, Inc. and WSP USA Inc. for a five-year term for an aggregate not-to-exceed amount of \$25 million; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is authorized to execute contracts on behalf of the JPB with Arup, Fehr & Peers, HNTB, Kimley-Horn, Mott MacDonald and WSP in full conformity with the terms and conditions of the solicitation documents and negotiated agreements, and in a form approved by legal counsel; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is authorized to exercise up to two additional, one-year option terms with Arup, Fehr & Peers, HNTB, Kimley-Horn, Mott MacDonald and WSP in an aggregate not-to-exceed amount of \$5 million for each option year provided that the exercise of such options is in the best interest of the JPB.

Regularly passed and adopted this 7th day of May, 2020 by the following vote:

AYES:

NOES:

ABSENT:

Chair, Peninsula Corridor Joint Powers Board

ATTEST:

JPB Secretary