



Meeting Notice

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

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Commission Vice Chair
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City of Oakland

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Mayor Carol Dutra-Vernaci

Executive Director
Arthur L. Dao

Finance and Administration Committee

Monday, November 4, 2013, 1:30 p.m.

**1111 Broadway, Suite 800
Oakland, CA 94607**

Mission Statement

The mission of the Alameda County Transportation Commission (Alameda CTC) is to plan, fund and deliver transportation programs and projects that expand access and improve mobility to foster a vibrant and livable Alameda County.

Public Comments

Public comments are limited to 3 minutes. Items not on the agenda are covered during the Public Comment section of the meeting, and items specific to an agenda item are covered during that agenda item discussion. If you wish to make a comment, fill out a speaker card, hand it to the clerk of the Commission, and wait until the chair calls your name. When you are summoned, come to the microphone and give your name and comment.

Reminder

Please turn off your cell phones during the meeting. Please do not wear scented products so individuals with environmental sensitivities may attend the meeting.

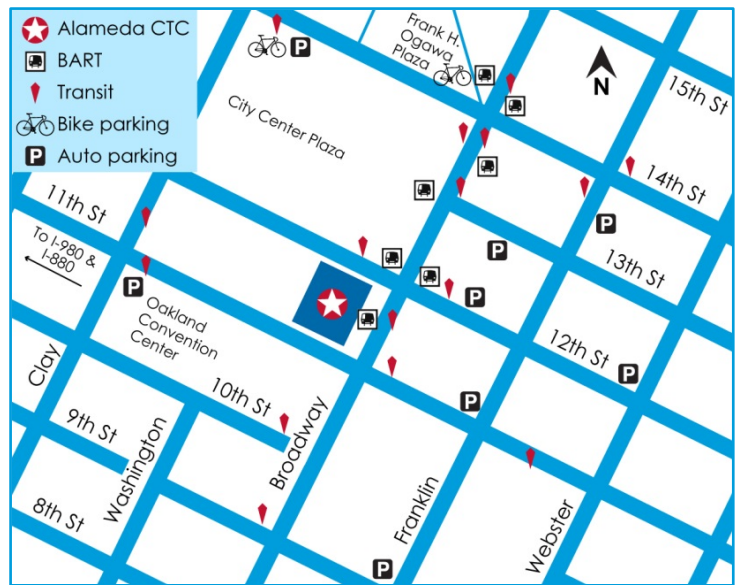
Glossary of Acronyms

A glossary that includes frequently used acronyms is available on the Alameda CTC website at www.AlamedaCTC.org/app_pages/view/8081.

Location Map

★ Alameda CTC
1111 Broadway, Suite 800
Oakland, CA 94607

Alameda CTC is accessible by multiple transportation modes. The office is conveniently located near the 12th Street/City Center BART station and many AC Transit bus lines. Bicycle parking is available on the street and in the BART station as well as in electronic lockers at 14th Street and Broadway near Frank Ogawa Plaza (requires purchase of key card from bikelink.org).



Garage parking is located beneath City Center, accessible via entrances on 14th Street between 1300 Clay Street and 505 14th Street buildings, or via 11th Street just past Clay Street. To plan your trip to Alameda CTC visit www.511.org.

Accessibility

Public meetings at Alameda CTC are wheelchair accessible under the Americans with Disabilities Act. Guide and assistance dogs are welcome. Call 510-893-3347 (Voice) or 510-834-6754 (TTD) five days in advance to request a sign-language interpreter.



Meeting Schedule

The Alameda CTC meeting calendar lists all public meetings and is available at www.AlamedaCTC.org/events/upcoming/now.

Paperless Policy

On March 28, 2013, the Alameda CTC Commission approved the implementation of paperless meeting packet distribution. Hard copies are available by request only. Agendas and all accompanying staff reports are available electronically on the Alameda CTC website at www.AlamedaCTC.org/events/month/now.

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Finance and Administration Committee Meeting Agenda Monday, November 4, 2013, 1:30 p.m.

1111 Broadway, Suite 800, Oakland, CA 94607

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www.AlamedaCTC.org

Chair: Mayor John Chiang, City of Piedmont

Vice Chair: Director Tom Blalock, BART

Commissioners: Marilyn Ezzy-Ashcraft, Peggy Thomsen, Richard Valle

Ex-Officio Members: Scott Haggerty, Rebecca Kaplan

Staff Liaison: Patricia Reavey

Executive Director: Arthur L. Dao

Clerk: Vanessa Lee

1. Roll Call

2. Public Comment

3. Consent Calendar

Page A/I

3.1 [October 14, 2013 FAC Meeting Minutes](#)

1 A

Recommendation: Approve the October 14, 2013 meeting minutes.

4. Regular Matters

4.1. [Alameda CTC Draft Audited Comprehensive Annual Financial Report and the ACTIA Limitations Worksheet for the Year Ended June 30, 2013](#)

3 A

Recommendation: Approve the Alameda CTC draft audited Comprehensive Annual Financial Report and the ACTIA Limitations Worksheet for the year ended June 30, 2013.

4.2. [Alameda CTC FY2013-14 First Quarter Investment Report](#)

9 A

Recommendation: Approve the Alameda CTC FY2013-14 First Quarter Investment Report.

4.3. [Alameda CTC FY2013-14 First Quarter Financial Report](#)

21 A

Recommendation: Approve the Alameda CTC FY2013-14 First Quarter Financial Report.

4.4. [Alameda CTC Contract Equity Annual Utilization Report for FY2012-13](#)

35 A

Recommendation: Approve the Contract Equity Annual Utilization Report for payments processed between July 1, 2012 and June 30, 2013.

4.5. [Report on the Selection Process for Bond Counsel, Bond Disclosure Counsel, and Underwriter Services](#)

49 I

4.6. [Alameda CTC Staff Benefits for Calendar Year 2014 and Salaries for Fiscal Year 2014-2015](#)

67

Recommendation: Approve the Alameda CTC Staff Benefits for Calendar Year 2014 and Salaries for Fiscal Year 2014-2015 and Adopt Resolution No. 13-013

A

5. Committee Member Reports (Verbal)

6. Staff Reports (Verbal)

7. Adjournment

Next Meeting: January 13, 2014

All items on the agenda are subject to action and/or change by the Commission.



Finance and Administration Committee
Meeting Minutes
Monday, October 09, 2013, 1:30 p.m.

3.1

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1. Roll Call

A roll call was conducted and a quorum was confirmed.

2. Public Comment

A public comment was heard from Tarrell Gamble from Blaylock, Robert Van LLC

3. Consent Calendar

3.1. July 08, 2013 FAC Meeting Minutes

Commissioner Kaplan motioned to approve the Consent Calendar. Commissioner Thomsen seconded the motion. The motion passed unanimously.

4. Regular Matters

4.1. Alameda CTC Contracting and Procurement Policies

Tess Lengyel recommended that the Commission approve the Alameda CTC Contracting and Procurement Policies. She stated that the policies consolidate contracting and procurement policies from ACCMA and ACTIA and include new policies to govern Alameda CTC's contracting and procurement processes. Tess stated that the recommendation is also to expand the local engagement in the processes as well as to increase the approval authorization of the Executive Director. She stated that the recommendation would give the Executive Director contracting authority up to and including \$75,000.

Commissioner Thomsen requested that staff include the requirement to obtain three bids for non-goods and services contracts over \$25,000 and up to and including \$75,000. Art stated that staff will incorporate this change into the procurement policy.

Commissioner Thomsen motioned to approve the item as amended. Commissioner Kaplan seconded the motion. The motion passed unanimously.

4.2. Declaration of Official Intent to Reimburse Certain Measure B Expenditures from Proceeds of Indebtedness

Patricia Reavey recommended that the Commission approve a resolution of official intent to reimburse certain Measure B expenditures from proceeds of indebtedness. Patricia stated that approving the recommendation would allow the Alameda CTC to reimburse the Measure B capital fund for current expenditures from bond proceeds once the debt financing is finalized.

Commissioner Kaplan asked when the bond counsel was scheduled to begin work. Patricia stated that staff is planning a kick-off meeting on October 23, 2013 and plans to bring the team on board as soon as possible.

Commissioner Kaplan motioned to approve this item. Commissioner Valle seconded the motion. The motion passed unanimously.

4.3. CalPERS Resolution to Allow Tax Deferred Deductions for Service Credit Purchases in the Pension Plan

Patricia Reavey recommended that the Commission approve the CalPERS resolution to allow tax deferred deductions for service credit purchase payments withheld from payroll. Patricia stated that AB340, which passed in September 2012, disallowed service credit purchases after December 31, 2012. As a result, many Alameda CTC staff members reviewed their pension plans and some decided to purchase services credits before the deadline. The paperwork is coming through now for these payroll deductions, and CalPERS noticed that the resolution to allow these deductions on a pretax basis has not yet been adopted by the new consolidated Alameda CTC. CalPERS requires the Alameda CTC to adopt this resolution which allows payroll deductions made for service credit purchases to be made on a pre-tax basis so that all employees are treated the same whether they purchased the services credits under employment with the ACCMA or Alameda CTC.

Commissioner Haggerty motioned to approve this item. Commissioner Kaplan seconded the motion. The motion passed unanimously.

5. Committee Member Reports (Verbal)

There were no committee reports.

5. Staff Reports

Art Dao informed the Committee that the November Committee meetings were scheduled for November 4, 2013. Tess Lengyel gave a brief update on the TEP ad-hoc committee meeting held on September 26, 2013.


6. Adjournment/ Next Meeting

The meeting adjourned at 1:56 p.m. The next meeting is:

Date/Time: Monday, November 4, 2013 @1:30 p.m.

Location: Alameda CTC Offices, 1111 Broadway, Suite 800, Oakland, CA 94607

Attested by:



Vanessa Lee,
Clerk of the Commission



Memorandum

4.1

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: October 28, 2013

SUBJECT: Alameda CTC Draft Audited Comprehensive Annual Financial Report and the ACTIA Limitations Worksheet for the Year Ended June 30, 2013

RECOMMENDATION: Approve the Alameda CTC draft audited Comprehensive Annual Financial Report and the Limitations Worksheet for the year ended June 30, 2013.

Summary

Pursuant to the Joint Powers Agreement of the Alameda County Transportation Commission, California Public Utilities Code Section 180105, the Joint Powers Agreement of the Alameda County Congestion Management Program and the California Government Code Section 6505, an independent audit was conducted for the fiscal year ended June 30, 2013 by Vavrinek, Trine, Day & Co., LLP. Financial statements are the responsibility of management. The auditor's responsibility is to express an opinion on the financial statements based on their audit. As demonstrated in the Independent Auditor's Report on page two (2) of the Draft Audited Comprehensive Annual Financial Report (Draft Audited CAFR), the Alameda CTC's auditors have reported what is considered to be an unmodified or clean audit.

"In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, each major fund, and the aggregate remaining fund information of the Alameda CTC, as of June 30, 2013, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America."

As demonstrated in the Independent Auditor's Report on page one (1) of the Draft Limitations Worksheet, the Alameda CTC's auditors also have reported what is considered to be an unmodified or clean audit.

"In our opinion, the worksheet referred to above, presents fairly, in all material respects, the administrative cost and related percentages of the Alameda CTC for the year ended June 30, 2013, in conformity with the accounting principles generally accepted in the United States of America."

The Alameda CTC Draft Audited CAFR and the ACTIA Limitations Worksheet for the year ended June 30, 2013 were reviewed in detail and approved by the Alameda CTC's audit committee on October 14, 2013.

Financial Highlights:

- Total net asset were \$219.2 million at June 30, 2013, a decrease of \$21.9 million or 9.1 percent from the prior fiscal year end primarily related to sales tax related capital project expenditures.
- Total assets decreased by \$41.9 million or 12.6 percent from \$331.7 million to \$289.8 million as of June 30, 2013 compared to June 30, 2012. Cash and investments comprised \$237.5 million or 81.9 percent of the total assets as of June 30, 2013.
- Revenues totaled \$159.0 million for the fiscal year ended June 30, 2013. This was a decrease of \$11.4 million or 6.7 percent from the fiscal year ended June 30, 2012. Sales tax revenues comprised \$121.1 million or 76.1 percent of the total revenues for the fiscal year.
- Total liabilities decreased by \$20.0 million or 22.1 percent from \$90.5 million to \$70.5 million as of June 30, 2013 compared to June 30, 2012. This decrease is primarily due to a project management effort requiring more timely submission and, therefore more timely payment, of invoices from project sponsors.
- Expenses totaled \$181.0 million for the fiscal year ended June 30, 2013. This was a decrease of \$11.5 million from the fiscal year ended June 30, 2012 mostly related to Measure B capital project expenditures.

Background

As part of the audit process, Vavrinek, Trine, Day & Co., LLP considered Alameda CTC's internal control over financial reporting to determine the audit procedures that are appropriate in order to express their opinions on the financial statements. They have not expressed an opinion on the effectiveness of the Alameda CTC's internal controls; however Vavrinek, Trine, Day & Co., LLP's Report on Internal Control over Financial Reporting and on Compliance and other Matters states that they did not identify any deficiencies in internal control that they consider to be a material weakness.

In addition, Vavrinek, Trine, Day & Co., LLP audited the calculation of the limitation ratios required by the Transportation Expenditure Plan which requires that the total cost for salaries and benefits for administrative employees not exceed 1.00 percent of sales tax revenues and expenditures for administration, in total, do not exceed 4.50 percent of sales tax revenues. The ratios for the fiscal year ended June 30, 2013 are 0.68 percent for salaries and benefits as a percent of sales tax revenues and 3.28 percent for total administration costs as a percent of sales tax revenues which are in compliance with the requirements set forth in the Transportation Expenditure Plan. In order to make this report more user friendly, references

have been included to show where all of the amounts included in the limitation calculations can be cross referenced with the audited financial data in the Draft audited CAFR.

Vavrinek, Trine, Day & Co., LLP also performed a Single Audit for the fiscal year ended June 30, 2013. Per the Office of Management and Budget (OMB) Circular A-133, a single audit is required when a grantee spends \$500,000 or more in Federal funds in the fiscal year to provide assurance to the federal government as to the management and use of these funds. Alameda CTC's federal expenditures were well over the threshold at approximately \$5.8 million during the fiscal year ended June 30, 2013 therefore a Single Audit was required. As demonstrated in the Independent Auditor's Report on page 80 of the Draft audited CAFR, the Alameda CTC's auditors have reported the following:

"In our opinion, Alameda CTC complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major Federal programs for the year ended June 30, 2013."

The Alameda CTC's first Comprehensive Annual Financial Report has been designed to meet all Government Finance Officers Association (GFOA) requirements for an award for excellence in financial reporting and will be submitted to the GFOA in December with the hope of receiving this award once the CAFR is approved by the Commission. A substantial amount of effort went into the design and presentation of the CAFR as it requires significantly more information and additional sections than annual financial reports historically generated by the predecessor agencies. Some of the new information provided includes the entire introductory section, additional budget comparison schedules in the financial section and the entire statistical section.

Similar to last year's first consolidated annual financial report; the CAFR was further designed to provide detailed financial information by function so that interested parties can look at the agency as a whole or at a more detailed functional level. For example, for the benefit of the Citizen's Watchdog Committee whose purview consists of ACTIA activity only, all ACTIA funds have been broken out in a separate column in the fund financial statements beginning on page 20 of the Draft audited CAFR except the General Fund. There can only be one general fund; however the Alameda CTC's financial system was designed to distinguish costs related to the administration of ACCMA projects and programs from that of ACTIA or even Alameda County Transportation Authority projects. Therefore a breakout of general fund financial information also has been provided as supplemental information beginning on page 50 of the Draft audited CAFR. In addition, in the supplemental information section, we have provided a breakout of the ACTIA Special Revenue Fund financial information by sub-fund including Express Bus, Bike and Pedestrian, Passthrough, Transit Oriented Development and Paratransit.

For the benefit of those interested in the non-major governmental funds which generally are funds that have less than ten (10) percent of the total governmental funds' assets, liabilities, revenues or expenditures, we have provided a breakout of this column also as supplemental

information beginning on page 52 which includes the financial information related to the Exchange Fund, Transportation for Clean Air Fund and the Vehicle Registration Fee Fund.

Fiscal Impact: There is no fiscal impact.

Attachments

- A. [Alameda County Transportation Commission Draft Audited Comprehensive Annual Financial Report for the Fiscal Year Ended June 30, 2013](#)- *Hyperlinked to website*
- B. ACTIA Limitations Worksheet for the Fiscal Year Ended June 30, 2013

Staff Contact

[Patricia Reavey](#), Director of Finance



Vavrinek, Trine, Day & Co., LLP
 Certified Public Accountants & Consultants

VALUE THE DIFFERENCE

INDEPENDENT AUDITOR'S REPORT

Board of Directors
 Alameda County Transportation Commission
 Oakland, California

We have audited the basic financial statements of the Alameda County Transportation Commission (Alameda CTC) as of and for year ended June 30, 2013, and have issued our report thereon dated **December XX, 2013**. We have also audited the accompanying Alameda CTC Limitations Worksheet (the Worksheet) for the year ended June 30, 2013. The Worksheet is the responsibility of the Alameda CTC's management. Our responsibility is to express an opinion on the Worksheet based on our audit.

We conducted our audit of the Worksheet in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Worksheet is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the Worksheet. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall worksheet presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the Worksheet referred to above, presents fairly, in all material respects, the administrative cost and related percentages of the Alameda CTC for the year ended June 30, 2013, in conformity with the accounting principles generally accepted in the United States of America.

This report is intended solely for the information and use of management of the Alameda CTC and the Governing Board, is not intended to be, and should not be used by anyone other than those specified parties. This restriction is not intended to limit distribution of this report, which is a matter of public record.

Vavrinek, Trine, Day & Co. LLP

Palo Alto, California
December XX, 2013

**Alameda County Transportation Improvement Authority
Limitations Worksheet**

Basis for Salary and Benefits Limitation and the Administrative Cost Limitation

	Reference to the Financial Statements	For the year ending June 30, 2013
<u>Revenues</u>		
Net Sales Tax Proceeds	Note 1	\$ 121,084,780
Investments & Other Income - Net of Related Costs	Note 2	2,362,918
Funds Generated		<u>\$ 123,447,698</u>
<u>Expenditures</u>		
Gross Salaries and Benefits		\$ 826,801
Other Administration Costs		3,146,830
Total Administration Costs	Note 3	<u>\$ 3,973,631</u>
<u>Transportation Expenditure Plan Requirements</u>		
<i>Compliance on Salary and Benefits Cost Limitation (Maximum Allowed is 1%)</i>		
Ratio of Gross Salaries and Benefits to Net Sales Tax Revenues		0.6828%
<i>Compliance on Administration Costs Limitation (Maximum Allowed is 4.5%)</i>		
Ratio of Total Administration Costs to Net Sales Tax Proceeds		3.2817%
<u>Public Utilities Commission 180109 Requirement</u>		
<i>Compliance on Salary and Benefits Cost Limitation (Maximum Allowed is 1%)</i>		
Ratio of Gross Salaries and Benefits to Funds Generated		0.6698%

1: Amount was derived from sales tax revenue reported on page 24.

2: Amount was derived from the following:

Project revenue on the ACTIA Special Revenue Fund on page 23.	102,943
Investment income on the ACTIA Special Revenue Fund on page 23.	18,989
Project revenue on the ACTIA Capital Projects Fund on page 23.	2,084,497
Investment income on the ACTIA Capital Projects Fund on page 23.	112,398
Investment income on the ACTIA subfund of General Fund on page 51.	13,195
Other income on the ACTIA subfund of General Fund on page 51.	30,896
	<u>\$ 2,362,918</u>

3: Amount was derived from the total expenditures reported on the ACTIA subfund of the General Fund on page 51.



Memorandum

4.2

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: October 28, 2013

SUBJECT: Alameda CTC FY2013-14 First Quarter Investment Report

RECOMMENDATION: Approve the Alameda CTC FY2013-14 First Quarter Investment Report

Summary

The Quarterly Investment Report (Attachment A) provides balance and average return on investment information for all cash and investments held by the Alameda CTC as of September 30, 2013. The report also shows balances as of June 30, 2013 for comparison purposes. The *Portfolio Review for Quarter Ending September 30, 2013* (Attachment B) prepared by SunTrust provides an outlook of current market conditions and an investment strategy to maximize return without compromising safety and liquidity. Alameda CTC investments are in compliance with the adopted investment policy except for a small excess in the governmental money market fund at September 30, 2013 due to the timing of investment settlements. Alameda CTC has sufficient cash flow to meet expenditure requirements over the next six months.

Activity

The following are key highlights of cash and investment information as of September 30, 2013:

- As of September 30, 2013, total cash and investments held by the Alameda CTC were \$242.6 million. This total is an increase of \$6.4 million or 2.7% over the prior year-end balance of \$236.2 million.
- The ACTA investment balance decreased \$2.1 million or 1.7% due to capital project expenditures. The ACTIA investment balance increased \$2.4 million or 2.8% due to the timing of pass-through distributions offset by capital project expenditures. The ACCMA investment balance increased \$6.1 million or 26.8% mostly related to project collections and the timing of VRF pass-through distributions.
- Investment yields have declined with the return on investments for the Alameda CTC at 0.33% compared to the prior year's return of 0.57%. Return on investments

were projected for the FY2013-14 budget year at varying rates ranging from 0.3% - 0.5% depending on investment type.

- Based on cash flow projections updated in August and current market conditions, ACTIA is planning to go to the market for debt financing by the 3rd quarter of FY2013-14 to satisfy capital project obligations.
- Effective July 1, 2013 the Alameda CTC investment advising services contract was awarded to SunTrust Bank / CSI Capital.

Fiscal Impact

There is no fiscal impact.

Attachments

- A. Consolidated Investment Report as of September 30, 2013
- B. Portfolio Review for Quarter Ending September 30, 2013 (provided by SunTrust Bank)
- C. Fixed Income Portfolio as of September 30, 2013

Staff Contact

[Patricia Reavey](#), Director of Finance

[Lily Balinton](#), Accounting Manager

Alameda CTC Consolidated Investment Report As of September 30, 2013									
ACTA	Un-Audited		Interest Earned				FY 2012-2013		
	Investment Balance		Interest earned		As of September 30, 2013	Difference	Investment Balance	Interest earned	
					Approx. ROI		June 30, 2013	FY 2012-2013	
Checking Account	\$	64,980	\$	6	0.04%		\$	990,642	\$ 35
State Treasurer Pool (LAIF)		41,221,212		25,370	0.25%			26,312,847	37,613
Investment Advisor ⁽¹⁾		73,055,311		110,907	0.61%			89,135,230	994,095
Loan to ACCMA		10,000,000		-				10,000,000	-
ACTA Total	\$	124,341,503	\$	136,283	0.44%	\$ 107,500	\$ 28,783	\$ 126,438,719	\$ 1,031,742
								Approx. ROI	0.82%
ACTIA	Un-Audited		Interest Earned				FY 2012-2013		
	Investment Balance		Interest earned		As of September 30, 2013	Difference	Investment Balance	Interest earned	
					Approx. ROI		June 30, 2013	FY 2012-2013	
Checking Account	\$	16,370,611	\$	97	0.00%		\$	10,825,653	\$ 235
State Treasurer Pool (LAIF)		31,111,156		20,459	0.26%			32,405,385	78,105
Investment Advisor ⁽¹⁾		42,150,422		24,981	0.24%			43,976,235	148,637
ACTIA Total	\$	89,632,189	\$	45,537	0.20%	\$ 10,500	\$ 35,037	\$ 87,207,273	\$ 226,977
								Approx. ROI	0.26%
ACCMA	Un-Audited		Interest Earned				FY 2012-2013		
	Investment Balance		Interest earned		As of September 30, 2013	Difference	Investment Balance	Interest earned	
					Approx. ROI		June 30, 2013	FY 2012-2013	
Checking Account	\$	2,749,225	\$	-	0.00%		\$	2,713,936	\$ -
State Treasurer Pool (LAIF)		20,973,514		11,408	0.22%			14,848,174	44,446
Project Deferred Revenue ⁽²⁾		14,924,031		9,678	0.26%			15,030,817	52,207
Loan from ACTA		(10,000,000)		-				(10,000,000)	-
ACCMA Total	\$	28,646,770	\$	21,086	0.29%	\$ -	\$ 21,086	\$ 22,592,926	\$ 96,653
								Approx. ROI	0.43%
ACTC TOTAL	\$	242,620,463	\$	202,907	0.33%	\$ 118,000	\$ 84,907	\$ 236,238,919	\$ 1,355,373

Notes:

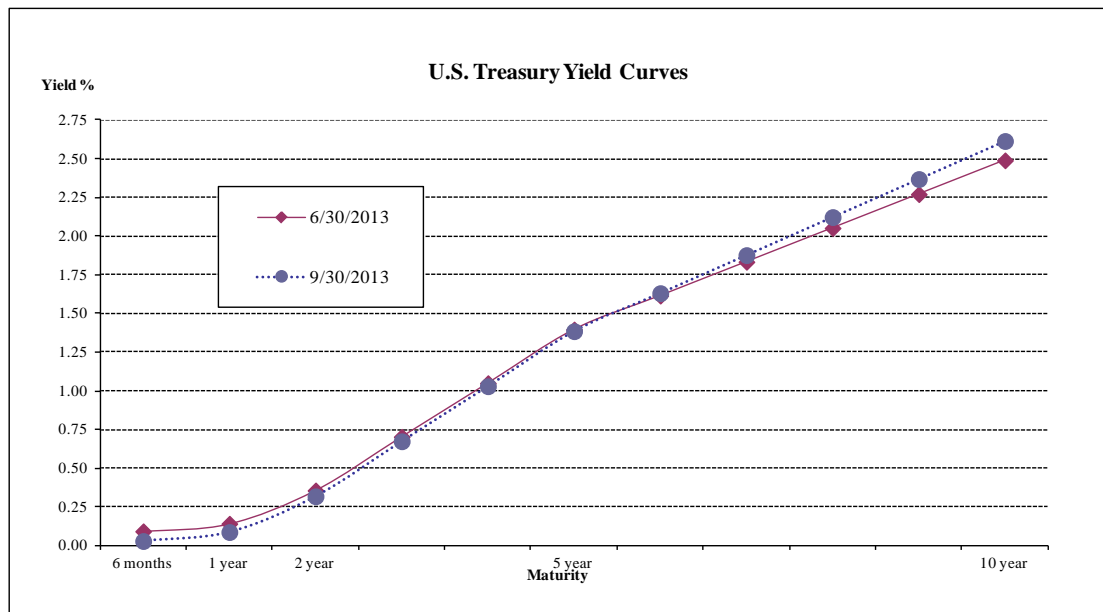
- (1) See attachments for detail of investment holdings managed by Investment Advisor.
- (2) Project funds in deferred revenue are invested in LAIF with interest accruing back to the respective project fund which include TVTC, San Leandro Marina, TCRP and PTMISEA funds.
- (3) All investments are marked to market on the financial statements at the end of the fiscal year per GASB 31 requirements.
- (4) Alameda CTC investments are in compliance with the currently adopted investment policies.
- (5) Alameda CTC has sufficient cash flow to meet expenditure requirements over the next six months.

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Alameda County Transportation Commission Portfolio Review for Quarter Ending September 30, 2013

Fixed Income Market Review and Outlook

The direction of interest rates was mixed during the third quarter of the year as investors began to differentiate between the outlook for short- and long-term bonds. As shown in the graph below, short-term rates were unchanged to modestly lower as investors maintained their expectation that the Federal Reserve (Fed) was unlikely to increase the Federal Funds rate before mid 2015. Longer term interest rates, on the other hand, rose modestly on expectations that the Fed would begin to taper their program of purchasing long-term bonds sometime this fall.



Data Source: Bloomberg Finance L.P.

The third quarter was also remarkable for its heightened levels of interest rate volatility. Ten-year Treasury Notes, (the benchmark most often used to determine mortgage rates), for example, began the quarter around 2.5%, rose as high as 3.0% in early September and ended the quarter near 2.6%. Heighten levels of volatility are typical around periods of changing investor expectations. Indeed, SunTrust believes the summer just past marked the beginning of a multiyear path towards higher rates. Over the next several years, we would not be surprised to see yields on ten-year Treasury Notes more than double from their current level.

Heightened levels of volatility are also typical of periods characterized by increasing uncertainty. Thanks to events such as the looming shut-down of the Federal

Government, threatened military action in Syria, the debate over the debt ceiling, poor communication by the Fed and mixed economic data, the quarter had an overabundance of issues to give investors pause.

At times such as these, it becomes increasingly important to distinguish between the signal and the noise. By signal we mean those pieces of information that are both meaningful and symbolic of longer term trends in the economy and markets. By noise we are referring to transitory events that may have an immediate impact in the market but are unlikely to have a lasting effect.

We believe most of the events that transpired over the quarter would fall into the category of noise. This is not to diminish their importance, but rather to acknowledge they are unlikely to have a lasting impact on the economy and markets. Underneath this noise, however, we detect a pattern of synchronized global growth and slow but steady improvement in the domestic employment situation. If correct in our assessment, this would be supportive for the economy and equity markets and provide for higher interest rates down the road.

Looking forward we believe the key to the pace and degree of any future rate increases will be centered on the employment situation. While any genuine improvement in employment will undoubtedly result in higher rates, there are no clear catalysts for employers to accelerate the current pace of hiring. Indeed, the current levels of uncertainty might even act as a deterrent to increasing head counts.

For now then, our expectation is for the bond market to settle into a rather uneasy period of relative quiet until many of the issues currently responsible for our heightened levels of uncertainty resolve themselves. We expect this period of relative calm to be short lived. From there, we expect the underlying trends of slow but steady improvement in both the global economy and our domestic employment situation to re-emerge and ultimately lead to higher interest rates.

Strategy

Over the foreseeable future SunTrust expects interest rates to move gradually higher. Currently the portfolio's sensitivity to a change in interest rates is modestly below that of the benchmark. The current low rate environment leaves the bond market without much of a yield cushion to avoid negative rates of returns should interest rates begin to rise more than already anticipated by the market.

Given our outlook and the current level of uncertainty in the markets, we are comfortable keeping the portfolio's exposure to a change in interest rates near that of the benchmark.

For the time being we are recommending any surplus cash flows from maturing issues be rolled over into Local Agency Investment Fund (LAIF). As opportunities present themselves we will be strategically placing investments where we believe they can provide a higher return than LAIF.

As of the end of the quarter, the consolidated Alameda CTC portfolio consisted of 33.4% US Government Agency securities, 1.2% US Treasury securities, 15.0% High Grade Corporate Bonds, 21.6% Certificates of Deposit, 7.3% Commercial Paper and 21.5% in cash and cash equivalents.

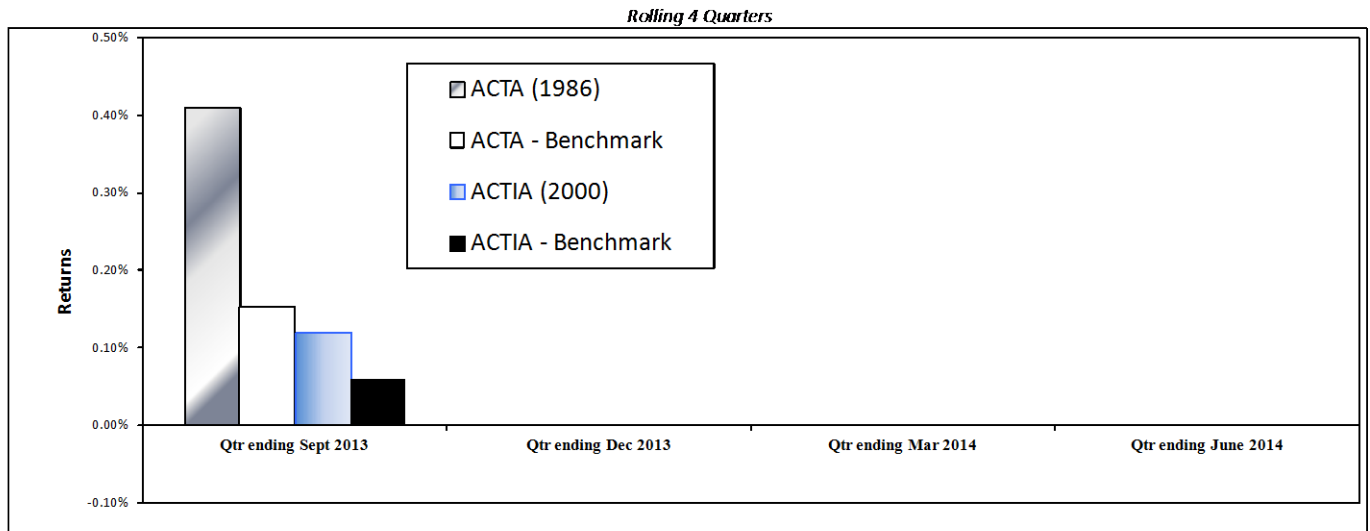
Compliance with Investment Policy Statement

For the quarter ending September 30, 2013, the Alameda CTC portfolio was in compliance with the investment policy statement except for a small excess in the government money market fund due to the timing of investment settlements.

Budget Impact

The portfolio's performance is reported on a total economic return basis. This method includes the coupon interest, amortization of discounts and premiums, capital gains and losses and price changes (i.e., unrealized gains and losses). For the quarter ending September 30, the ACTA (1986) portfolio returned 0.41% percent. This compares to the benchmark return of 0.15% percent. For the quarter ending September 30, the ACTIA (2000) portfolio returned 0.12% percent. This compares to the benchmark return of 0.06% percent. The following exhibit shows the performance of the Alameda CTC's portfolios relative to their respective benchmarks for the quarter.

Alameda CTC Quarterly Review - Account vs. Benchmark



Trailing 12 Months	Jul-13	Aug-13	Sep-13	Oct-13	Nov-13	Dec-13	Jan-14	Feb-14	Mar-14	Apr-14	May-14	Jun-14	Inception to Date
MONTHLY PERFORMANCE DATA													
Alameda ACTA (1986)	0.34%	-0.01%	0.08%										0.41%
Alameda ACTIA (2000)	0.10%	0.00%	0.02%										0.12%
Benchmark - ACTA	0.08%	-0.01%	0.09%										0.15%
Benchmark - ACTIA	0.02%	0.02%	0.02%										0.06%

The portfolio's yield to maturity, the return the portfolio will earn in the future if all securities are held to maturity is also reported. This calculation is based on the current market value of the portfolio including unrealized gains and losses. For the quarter ending September 30, the ACTA (1986) portfolio's yield to maturity or call was 0.33%. The benchmark's yield to maturity was 0.13%. For the quarter ending September 30, the ACTIA (2000) portfolio's yield to maturity or call was 0.22%. The benchmark's yield to maturity was 0.02%.

SunTrust Bank
FIXED INCOME PORTFOLIO
Alameda CTC
ACTA 1986 Measure B
September 30, 2013

Par Value	Symbol	Security	Moody Rating	S&P Rating	Unit Cost	Total Cost	Price	Market Value	Accrued Interest	Market Value +Accr.Int.	Pct. Assets	Yield To Mat.	Dura- tion
CORPORATE BONDS													
3,500,000	94974bfe5	Wells Fargo 1.500% Due 07-01-15	A2	A+	101.28	3,544,660.00	101.25	3,543,893.50	12,979.17	3,556,872.67	4.9	0.78	1.7
3,500,000	46623ejr1	JPMorgan Chase & Co MTN BE	A2	A	100.02	3,500,875.00	100.19	3,506,699.22	17,645.83	3,524,345.05	4.8	1.00	2.0
3,500,000	36962g4i8	1.100% Due 10-15-15 GE Capital Corp MTN BE 2.250% Due 11-09-15	A1	AA+	102.62	3,591,700.00	102.67	3,593,285.50	30,843.75	3,624,129.25	4.9	0.97	2.0
CORPORATE BONDS Total									61,468.75	10,705,346.97	14.6	0.92	1.9
GOVERNMENT AGENCY ISSUES													
2,300,000	31331gcs6	Federal Farm Credit Banks Global	WR	AA+	104.26	2,397,934.00	100.06	2,301,453.60	42,829.51	2,344,283.11	3.2	0.61	0.0
2,000,000	3133xsae8	3.875% Due 10-07-13 Federal Home Loan Banks	Aaa	AA+	104.03	2,080,600.00	100.17	2,003,328.00	32,625.00	2,035,953.00	2.8	0.29	0.0
2,500,000	3134a4uk8	3.625% Due 10-18-13 Federal Home Loan Mtg Corp	Aaa	AA+	111.07	2,776,632.50	100.59	2,514,832.50	45,703.12	2,560,535.62	3.5	0.13	0.1
2,600,000	3137eacz0	4.875% Due 11-15-13 Federal Home Loan Mtg Corp	Aaa	AA+	100.15	2,603,848.00	100.05	2,601,193.40	3,331.25	2,604,524.65	3.6	0.08	0.2
7,325,000	31398a5w8	0.375% Due 11-27-13 Federal Natl Mtg Assn	Aaa	AA+	100.63	7,371,306.00	100.15	7,335,965.52	15,565.62	7,351,531.15	10.0	0.06	0.2
3,319,000	31398a3g5	0.750% Due 12-18-13 Federal Natl Mtg Assn	Aaa	AA+	101.68	3,374,626.44	101.12	3,356,116.38	3,042.42	3,359,158.79	4.6	0.31	0.9
2,500,000	3135g0dw0	1.500% Due 09-08-14 Federal Natl Mtg Assn	Aaa	AA+	100.59	2,514,650.00	100.48	2,512,015.00	6,510.42	2,518,525.42	3.4	0.18	1.1
5,000,000	3134g4er5	0.625% Due 10-30-14 Federal Home Loan Mtg Corp	Aaa	AA+	100.01	5,000,550.00	100.06	5,003,240.00	2,847.22	5,006,087.22	6.8	0.47	1.9
700,000	3135g0nv1	0.500% Due 08-19-15 Federal Natl Mtg Assn	Aaa	AA+	100.40	702,814.00	100.18	701,273.30	19.44	701,292.74	1.0	0.41	2.0
675,000	3133834r9	0.500% Due 09-28-15 Federal Home Loan Banks 0.375% Due 06-24-16	Aaa	AA+	99.69	672,934.50	99.47	671,443.42	675.00	672,118.42	0.9	0.57	2.7
GOVERNMENT AGENCY ISSU Total									153,149.01	29,154,010.14	39.8	0.26	0.7
GOVERNMENT BONDS													
1,400,000	912828pl8	United States Treas Ntis 0.750% Due 12-15-13	Aaa	AA+	100.59	1,408,283.99	100.14	1,402,023.00	3,069.67	1,405,092.67	1.9	0.05	0.2
GOVERNMENT BONDS Total									3,069.67	1,405,092.67	1.9	0.05	0.2

SunTrust Bank
FIXED INCOME PORTFOLIO
Alameda CTC
ACTA 1986 Measure B
September 30, 2013

Par Value	Symbol	Security	Moody Rating	S&P Rating	Unit Cost	Total Cost	Price	Market Value	Accrued Interest	Market Value +Accr.Int.	Pct. Assets	Yield To Mat.	Duration
CERTIFICATES OF DEPOSIT													
4,375,000	86562ce21	Sumitomo Mitsui Banking Corp NY	P-1	A-1	100.00	4,375,175.09	100.00	4,375,065.62	5,235.62	4,380,301.24	6.0	0.18	0.0
2,755,000	21684bbh6	0.260% Due 10-07-13 Cooperative Centrale Raif Bank	P-1	A-1+	100.01	2,755,240.64	100.03	2,755,782.42	2,710.47	2,758,492.89	3.8	0.14	0.2
4,300,000	16144rts2	0.270% Due 12-18-13 Chase Bank USA NA Inst Ctf Dep	P-1	A-1	100.00	4,300,000.00	100.04	4,301,767.30	5,326.11	4,307,093.41	5.9	0.22	0.4
		0.330% Due 02-12-14											
		CERTIFICATES OF DEPOSIT Total				11,430,415.73		11,432,615.34	13,272.19	11,445,887.54	15.6	0.19	0.2
COMMERCIAL PAPER													
4,400,000	06538bx73	Bank Tokyo Mitsubishi UFJ Ltd	P-1	A-1	99.90	4,395,569.44	100.00	4,399,914.46	0.00	4,399,914.46	6.0	0.10	0.0
4,000,000	90262db79	0.000% Due 10-07-13 UBS Fin Del Inc	P-1	A-1	99.74	3,989,726.67	99.96	3,998,556.08	0.00	3,998,556.08	5.5	0.10	0.4
		0.000% Due 02-07-14											
		COMMERCIAL PAPER Total				8,385,296.11		8,398,470.54	0.00	8,398,470.54	11.5	0.10	0.2
CASH AND EQUIVALENTS													
	61747c70s	Morgan Stanley Government Inst				12,211,542.97		12,211,542.97		12,211,542.97	16.7		
	cash	Cash Account Balance				107.71		107.71		107.71	0.0		
		CASH AND EQUIVALENTS Total				12,211,650.68		12,211,650.68		12,211,650.68	16.7		
TOTAL PORTFOLIO													
						73,568,776.95		73,089,498.91	230,959.63	73,320,458.54	100.0	0.33	0.7

SunTrust Bank
FIXED INCOME PORTFOLIO
Alameda CTC
ACTIA 2000 Measure B
September 30, 2013

Par Value	Symbol	Security	Moody Rating	S&P Rating	Unit Cost	Total Cost	Price	Market Value	Accrued Interest	Market Value +Accr.Int.	Pct. Assets	Yield To Mat.	Duration
CORPORATE BONDS													
1,500,000	46623je0	JPMorgan Chase & Co MTN BE	A2	A	100.67	1,510,125.00	100.53	1,507,966.50	5,637.50	1,513,604.00	3.6	0.37	0.3
2,500,000	10138mah8	2.050% Due 01-24-14 Botling Group LLC (Pepsi)	A1	A	103.45	2,586,350.00	102.93	2,573,255.00	7,239.58	2,580,494.58	6.1	0.54	0.5
2,500,000	911312al0	6.950% Due 03-15-14 United Parcel Service Inc	Aa3	A+	102.07	2,551,775.00	101.68	2,541,932.50	48,168.40	2,590,100.90	6.1	0.53	0.5
		3.875% Due 04-01-14 CORPORATE BONDS Total				6,648,250.00		6,623,154.00	61,045.49	6,684,199.49	15.8	0.50	0.4
GOVERNMENT AGENCY ISSUES													
1,000,000	31331gcs6	Federal Farm Credit Banks Global	WR	AA+	103.26	1,032,610.00	100.06	1,000,632.00	18,621.53	1,019,253.53	2.4	0.61	0.0
1,535,000	31398a4h2	3.875% Due 10-07-13 Federal Natl Mtg Assn	WR	AA+	100.88	1,548,584.75	100.02	1,535,311.60	8,250.62	1,543,562.23	3.7	0.21	0.0
1,650,000	3134g23h3	1.125% Due 10-08-13 Federal Home Loan Mtg Corp	WR	AA+	100.26	1,654,372.50	100.02	1,650,268.95	3,781.25	1,654,050.20	3.9	0.11	0.0
3,400,000	31398a5w8	0.500% Due 10-15-13 Federal Natl Mtg Assn	Aaa	AA+	100.62	3,421,216.00	100.15	3,405,089.80	7,225.00	3,412,314.80	8.1	0.06	0.2
1,780,000	313371uc8	0.750% Due 12-18-13 Federal Home Loan Banks	Aaa	AA+	100.98	1,797,461.80	100.19	1,783,378.44	4,023.54	1,787,401.98	4.2	0.09	0.2
		0.875% Due 12-27-13 GOVERNMENT AGENCY ISSU Total				9,454,245.05		9,374,680.79	41,901.94	9,416,582.74	22.3	0.16	0.1
CERTIFICATES OF DEPOSIT													
4,500,000	86958cvb7	Svenska Handelsbanken ABM	P-1	A-1+	100.00	4,499,999.66	100.00	4,500,013.50	5,355.62	4,505,369.12	10.7	0.13	0.0
4,500,000	83051hhz2	0.240% Due 10-01-13 Skandinaviska Enskilda Banken	P-1	A-1	100.00	4,500,198.71	100.00	4,500,171.00	6,144.66	4,506,315.66	10.7	0.08	0.0
4,500,000	85325bws9	0.280% Due 10-07-13 Standard Chartered Bank NY	P-1	A-1+	100.01	4,500,291.03	100.03	4,501,210.50	6,306.16	4,507,516.66	10.7	0.19	0.2
		0.310% Due 12-20-13 CERTIFICATES OF DEPOSIT Total				13,500,489.40		13,501,395.00	17,806.44	13,519,201.44	32.0	0.13	0.1
CASH AND EQUIVALENTS													
61747c70s		Morgan Stanley Government Inst				12,651,858.31		12,651,858.31		12,651,858.31	29.9		
cash		Cash Account Balance				159.37		159.37		159.37	0.0		
		CASH AND EQUIVALENTS Total				12,652,017.68		12,652,017.68		12,652,017.68	29.9		
TOTAL PORTFOLIO													
						42,255,002.13		42,151,247.47	120,753.87	42,272,001.34	100.0	0.22	0.2

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Memorandum

4.3

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: October 28, 2013

SUBJECT: Alameda CTC FY2013-14 First Quarter Financial Report

RECOMMENDATION: Approve the Alameda CTC FY2013-14 First Quarter Financial Report

Summary

The attached First Quarter Financial Report has been prepared on a consolidated basis by governmental fund type including the General Funds, Special Revenue Funds, the Exchange Fund, and the Capital Projects Funds. This report provides a summary of FY2013-14 first quarter actual revenues and expenditures with comparisons to the year-to-date currently adopted budget. Variances from budget are demonstrated as a percentage of the budget used with any percent over 100% indicating that the Alameda CTC is over budget for that line item as well as either a favorable or unfavorable variance in dollars. At the end of the first quarter, the Alameda CTC is showing a net decrease in fund balance in the amount of \$14.0 million due to capital project sales tax related expenditures exceeding revenues.

Activity

The following are highlights of actual revenues and expenditures compared to budget as of September 30, 2013 by fund type:

General Fund

In the General Fund, the Alameda CTC's revenues are less than budget by \$1.5 million or 35.4% and expenditures are under budget by \$1.2 million or 32.3% (see attachment A). These variances are primarily due to lower than projected costs for the overall Safe Routes to School program due to delays in contract procurement and for Transportation and Land Use activities for which work has not yet begun for the year. Both revenues and expenditures are directly correlated as revenues are received on a reimbursement basis for the work as it is completed.

Special Revenue Funds

The Special Revenue Funds group is made up of Measure B Program funds including funds for express bus, paratransit service, bike and pedestrian, transit oriented development and pass-through funds as well as Transportation for Clean Air (TFCA) funds and Vehicle

Registration Fee (VRF) funds. In the Special Revenue Funds, the Alameda CTC's revenues are more than budget by \$0.5 million or 2.5% mostly due to actual sales tax and VRF revenues which were higher than projected (see attachment B). Expenditures in the Special Revenue Funds are \$1.9 million or 8.8% less than budget mostly attributable to programming costs which were lower than projected in the first quarter of the fiscal year.

Exchange Fund

As of September 30, 2013, Exchange Fund revenues and expenditures were under budget by \$2.8 million and \$2.4 million respectively (see attachment C). Budget in this fund is only utilized on an as needed basis as exchanges are established to accommodate other governmental agencies' needs.

Capital Projects Funds

The Capital Projects Funds incorporate all Alameda CTC capital projects whether they were originally projects of the Alameda County Transportation Improvement Authority (ACTIA), the Alameda County Transportation Authority (ACTA) or the Alameda County Congestion Management Agency (ACCMA). In the Capital Projects Funds, the Alameda CTC's revenues are less than budget by \$11.1 million or 40.6% and expenditures are less than budget by \$22.2 million or 40.8% (see attachment D). Expenses for ACTA's East/West Connector project are less than budgeted due to a funding shortfall as a result of the outcome of Measure B1 and the project is currently on hold. ACTIA related projects are below budget mainly due to the delay in contractor invoicing for several projects including the Route 92/Clawiter-Whitesell Interchange and the Isabel Avenue- 84/I-580 Interchange projects. Project sponsors are expected to catch-up on invoicing in the second quarter of the fiscal year. ACCMA related capital project costs for the I-580 Westbound HOV Lane are less than budget caused by deferred billing as a recent change order to a cooperative agreement was implemented. In addition the I-80 Integrated Corridor Mobility project costs are lower than anticipated due to schedule lags although the design work has been ongoing. The I-880 Southbound HOV Lanes Project costs are lower than budget because some contract change orders have not yet been initiated, so costs on this project are expected to be heavier towards the later part of the fiscal year, and expenditures on the Altamont Commuter Express project are lower than budget because of a timing lag in their invoicing due to the execution of authorizing agreements. Alameda CTC implemented a rolling capital budget system in fiscal year 2011-2012, and any unused approved budget is available to pay for costs in subsequent fiscal years. Additional budget authority will be requested by project only as needed.

ACTIA Limitations Calculations

Staff has made the calculations required in ACTIA's Transportation Expenditure Plan related to salary and benefits and administration. The Salary and Benefits Limitation ratio of 0.67% and Administrative Cost Limitation ratio of 2.22% were calculated based on actual expenditures and were found to be in compliance with the requirements of 1.0% and 4.5%, respectively (see attachment E).

Fiscal Impact

There is no fiscal impact.

Attachments

- A. Alameda CTC General Fund Revenues/Expenditures Actual vs. Budget as of September 30, 2013
- B. Alameda CTC Special Revenue Funds Revenues/Expenditures Actual vs. Budget as of September 30, 2013
- C. Alameda CTC Exchange Fund Revenues/Expenditures Actual vs. Budget as of September 30, 2013
- D. Alameda CTC Capital Projects Funds Revenues/Expenditures Actual vs. Budget as of September 30, 2013
- E. ACTIA Fiscal Year 2013-2014 Budget Limitations Calculations as of September 30, 2013

Staff Contact

[Patricia Reavey](#), Director of Finance

[Lily Balinton](#), Accounting Manager

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**Alameda CTC General Fund
Revenues/Expenditures
Actual vs Budget
as of September 30, 2013**

4.3A

	YTD Actuals	YTD Budget	% Used	Favorable (Unfavorable) Variance
Revenues:				
Sales Tax Revenues	\$ 1,370,876	\$ 1,350,000	101.55%	\$ 20,876
Investment Income	14,641	-	-	14,641
Member Agency Fees	348,705	348,705	100.00%	-
VRF Funds	86,431	-	-	86,431
Other Revenues	106,804	574,211	18.60%	(467,407)
Grants	818,688	1,979,821	41.35%	(1,161,133)
Total Revenues	\$ 2,746,144	\$ 4,252,736		\$ (1,506,592)
Expenditures:				
<u>Administration</u>				
Salaries and Benefits	738,347	414,776	178.01%	(323,571)
General Office Expenses	653,132	676,341	96.57%	23,209
Other Administration	158,377	235,667	67.20%	77,290
Commission and Community Support	45,699	58,719	77.83%	13,020
Contingency	-	43,750	0.00%	43,750
<u>Planning</u>				
Salaries and Benefits	480,108	202,365	237.25%	(277,743)
CWTP/Transportation Expenditure Plan	76,805	287,500	26.71%	210,695
Congestion Management Program	-	62,500	0.00%	62,500
Other Planning Projects	23,045	627,963	3.67%	604,917
<u>Programs</u>				
Salaries and Benefits	192,979	99,331	194.28%	(93,648)
Programs Management	106,632	264,136	40.37%	157,503
Safe Routes to School Programs	142,409	775,375	18.37%	632,966
Other Programming	10,521	31,250	33.67%	20,729
<u>Indirect Cost Recovery/Allocation</u>				
Indirect Cost Recovery from Capital, Spec Rev & Exch Funds	(212,336)	(209,444)	101.38%	2,892
Total Expenditures	\$ 2,415,717	\$ 3,570,228		\$ 1,154,511
Net revenue over / (under) expenditures	\$ 330,427	\$ 682,509		

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Alameda CTC Special Revenue Funds
Revenues/Expenditures
Actual vs Budget
as of September 30, 2013

	YTD Actuals	YTD Budget	% Used	Favorable (Unfavorable) Variance
Revenues:				
Sales Tax Revenues	\$ 17,426,722	\$ 17,161,350	101.55%	\$ 265,372
Investment Income	11,445	-	-	11,445
VRF Funds	3,146,333	2,875,000	109.44%	271,333
Other Revenues	450,000	482,205	93.32%	(32,205)
Grants	17,036	29,157	58.43%	(12,121)
Total Revenues	\$ 21,051,535	\$ 20,547,712		\$ 503,822
Expenditures:				
<u>Administration</u>				
Salaries and Benefits	100,059	117,314	85.29%	17,255
General Office Expenses	788	18,250	4.32%	17,462
Other Administration	122,996	78,899	155.89%	(44,097)
Commission and Community Support	250	8,250	3.03%	8,000
<u>Programs</u>				
Salaries and Benefits	38,829	58,958	65.86%	20,129
Programs Management	22,112	197,989	11.17%	175,877
VRF Programming and Other Costs	1,945,706	2,189,445	88.87%	243,739
Measure B Pass-Through	16,248,727	16,057,852	101.19%	(190,875)
Grant Awards	600,734	1,326,848	45.28%	726,114
Other Programming	140,658	1,025,465	13.72%	884,807
Total Expenditures	\$ 19,220,858	\$ 21,079,269		\$ 1,858,412
Net revenue over / (under) expenditures	\$ 1,830,677	\$ (531,557)		

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**Alameda CTC Exchange Fund
Revenues/Expenditures
Actual vs Budget
as of September 30, 2013**

	YTD Actuals	YTD Budget	% Used	Favorable (Unfavorable) Variance
Revenues:				
Exchange Program Funds	\$ -	\$ 2,803,199	0.00%	\$ (2,803,199)
Interest Revenue	\$ 1,491	-	-	1,491
Other Revenue	27,027	27,027	100.00%	-
Total Revenues	\$ 28,518	\$ 2,830,226		\$ (2,801,709)
Expenditures:				
Salaries	7,025	12,485	56.27%	5,460
Program Management	2,542	24,623	10.33%	22,081
Programming Funds	350,169	2,766,091	12.66%	2,415,922
Total Expenditures	\$ 359,737	\$ 2,803,199		\$ 2,443,462
Net revenue over / (under) expenditures	\$ (331,219)	\$ 27,027		

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Alameda CTC Capital Projects Funds
Revenues/Expenditures
Actual vs Budget
as of September 30, 2013

4.3D

	YTD Actuals	YTD Budget	% Used	Favorable (Unfavorable) Variance
REVENUES				
Sales Tax Revenues	\$ 11,666,303	\$ 11,488,650	101.55%	\$ 177,653
Investment Income	165,653	118,000	140.38%	47,653
VRF Funds	104,567	350,465	29.84%	(245,898)
Other Revenues	519,173	995,246	52.17%	(476,073)
Grants	3,862,060	14,508,621	26.62%	(10,646,561)
Total Revenues	\$ 16,317,756	\$ 27,460,982		\$ (11,143,226)
EXPENDITURES				
Administration				
Salaries and Benefits	61,443	55,262	111.19%	(6,181)
General Office Expenses	91,178	85,594	106.52%	(5,584)
Other Administration	43,879	77,926	56.31%	34,048
Commission and Community Support	2,853	5,031	56.71%	2,178
Contingency	-	6,250	0.00%	6,250
Capital Projects				
ACTA				
Salaries and Benefits	6,910	17,384	39.75%	10,474
Capital Expenditures	15,636	84,406	18.53%	68,769
I-800 Mod. Rte. 262-Mission Bl	10,705	150,000	7.14%	139,295
E/W Connector Proj. In N. Frem	7,795	5,785,395	0.13%	5,777,599
Rte. 238 Corridor Improvement	-	750,000	0.00%	750,000
I-580/Redwood Road Interchange	-	448,259	0.00%	448,259
I-580, 238 and 880 Corr Stdy	-	275,000	0.00%	275,000
Central Alameda County Freeway	-	500,000	0.00%	500,000
ACTIA				
Salaries and Benefits	23,745	29,676	80.01%	5,931
Project Management Services	76,743	169,227	45.35%	92,484
ACE Capital Improvements	-	1,057,666	0.00%	1,057,666
BART Warm Springs Extension	14,360,899	8,637,049	166.27%	(5,723,850)
BART Oakland Airport Connector	9,672,822	5,000,000	193.46%	(4,672,822)
Downtown Oakland Streetscape	-	945,675	0.00%	945,675
Telegraph Avenue Bus Rapid Transit	-	1,130,367	0.00%	1,130,367
I-680 Express Lane	103,469	1,410,395	7.34%	1,306,926
Iron Horse Trail	-	250,000	0.00%	250,000
I-880/Broadway-Jackson Interchange	-	631,831	0.00%	631,831
I-580/Castro Vally Interchange Improve.	18,063	406,811	4.44%	388,747
Lewelling/East Lewelling Blvd Widening	2,427	162,500	1.49%	160,073
I-580 Aux Lane-WB Fallon to Tassajara	-	178,000	0.00%	178,000
I-580 Aux Lane-WB Airway to Fallon	-	543,682	0.00%	543,682
I-580 Aux Lane-EB CI Charro to Airway	-	11,250	0.00%	11,250
Rte 92/Clawiter -Whitesell Interchange	-	1,993,312	0.00%	1,993,312
Hesperian Blvd/Lewelling Blvd Widening	-	149,906	0.00%	149,906
Westgate Parkway Extension	-	150,000	0.00%	150,000
E. 14th/Hesperian/150th Improvements	-	526,202	0.00%	526,202
I-238 Widening	-	49,519	0.00%	49,519
I-680/I-880 Cross Connector Study	-	123,129	0.00%	123,129
Isabel Avenue - 84/I-580 Interchange	-	2,568,750	0.00%	2,568,750
Route 84 Expressway	3,288,300	2,260,488	145.47%	(1,027,812)
Dumbarton Corridor Improvement	-	820,275	0.00%	820,275
I-580 Corridor/BART to Livermore Study	-	875,000	0.00%	875,000
I-80 Integrated Corridor Mobility	-	147,711	0.00%	147,711
I-880 Corridor Improvements	-	343,255	0.00%	343,255
CWTP/TEP Development	-	12,500	0.00%	12,500
Studies at Congested Seg/Loc on CMP	-	200,000	0.00%	200,000

Alameda CTC Capital Projects Funds
Revenues/Expenditures
Actual vs Budget
as of September 30, 2013

	YTD Actuals	YTD Budget	% Used	Favorable (Unfavorable) Variance
ACCMA				
Salaries and Benefits	280,701	256,405	109.48%	(24,297)
I-680 Sunol Express Lanes-Southbound Center to Center	(103,503)	1,028,986	-10.06%	1,132,489
Route 24 Caldecott Tunnel Settlement	-	138,296	0.00%	138,296
I-880 North Safety & Oper Impr @ 23rd/29th	-	350,000	0.00%	350,000
I-580 Environmental Mitigation	568,186	954,158	59.55%	385,972
I-580 EB Express (HOT) Lane	-	19,159	0.00%	19,159
I-580 EB Auxiliary (AUX) Lane	63,951	547,207	11.69%	483,256
I-680 Sunol Express Lanes-Northbound	21,472	999,393	2.15%	977,921
I-580 Corridor ROW Preservation	305,982	764,714	40.01%	458,731
I-580 Westbound HOV Lane	-	230,735	0.00%	230,735
I-580 Westbound HOT Lane	187,636	1,693,764	11.08%	1,506,128
Altamont Commuter Express-Operations	384,524	763,239	50.38%	378,715
I-880 Southbound HOV Lane	7,593	1,155,353	0.66%	1,147,759
I-880 Southbound HOV Lane Landscaping	642,059	1,798,246	35.70%	1,156,187
Webster Street SMART Corridor	111,333	254,183	43.80%	142,851
Marina Boulevard/I-880 PSR	226,970	173,868	130.54%	(53,102)
East Bay Greenway - Segment 7A	(127,214)	86,872	-146.44%	214,086
I-80 Gilman Interchange Improvements	40,000	394,354	10.14%	354,354
I-680/I-880 Cross Connector PSR	4,281	210,929	2.03%	206,648
I-680 SB HOV Lane	737	87,954	0.84%	87,216
I-580 Soundwall Design	-	32,751	0.00%	32,751
I-80 Integrated Corridor Mobility	6,620	144,962	4.57%	138,342
SMART Corridors Operation and Management	1,797,643	3,131,003	57.41%	1,333,359
SMART Corridors O&M / Tri-Valley	62,981	253,517	24.84%	190,536
	-	11,786	0.00%	11,786
Total Expenditures	\$ 32,268,821	\$ 54,506,511		\$ 22,237,690
Net revenue over / (under) expenditures	\$ (15,951,065)	\$ (27,045,529)		

Alameda County Transportation Improvement Authority
Fiscal Year 2013-2014
Budget Limitations Calculations
As of September 30, 2013

Net Sales Tax	\$ 30,463,900.24	A
Investments & Other Income	<u>69,685.91</u>	B
Funds Generated	30,533,586.15	C
Salaries & Benefits	204,244.95	D
Other Admin Costs	<u>472,230.13</u>	E
Total Admin Costs	\$ 676,475.08	F
Gross Admin Sal & Ben to Net Sales Tax	0.6704% = D/A	
Gross Admin Sal & Ben to Funds Generated	0.6689% = D/C	
Total Admin Costs to Net Sales Tax	2.2206% = F/A	

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Memorandum

4.4

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: October 28, 2013

SUBJECT: Alameda CTC Contract Equity Annual Utilization Report for FY2012-13

RECOMMENDATION: Approve the Contract Equity Annual Utilization Report for payments processed between July 1, 2012 and June 30, 2013.

Summary

This report provides an update on the utilization of Local Business Enterprise (LBE) / Small Local Business Enterprise (SLBE) participation on active Measure B funded contracts awarded and administered by the Commission and Sponsoring agencies, as well as Disadvantaged Business Enterprise (DBE) participation on active federally funded contracts awarded and administered by the Commission. Measure B funded contracts exempted from the LBCE Program were those that had additional state, regional, or non-local funds, or were less than \$50,000 in contract value.

Local Business Contract Equity (LBCE) Program Summary

In the current reporting period there were a total of 34 active contracts with LBCE Program goals. Of these contracts, approximately 72% of payments (\$5.1 million) went to administrative and engineering firms certified as LBE and 41% of payments (\$2.9 million) went to administrative and engineering firms certified as SLBE. The LBCE Program goals of 70% for LBE and 30% for SLBE were exceeded. For the construction category, there was one active construction contract funded with local funds; however, the contract was awarded in 2011 with Good Faith Efforts (GFE) and no payments were anticipated to be made on this contract to LBE and/or SLBE certified firms. This information is shown in Tables 1 and 2.

Additional information collected for contracts with LBCE Program goals include:

- Very Small Local Business Enterprise (VSLBE) – 26% of payments (\$1.8 million)
- Disadvantaged Business Enterprise (DBE) – 15% of payments (\$1.1 million)
- Minority-Owned Business Enterprise (MBE) – 6% of payments (\$0.4 million)
- Woman-Owned Business Enterprise (WBE) – 7% of payments (\$0.5 million)

TABLE 1 – Contracts with LBCE Program Goals Goals = 70% for LBE; 30% for SLBE								
Contract Type	Number of Contracts	Payments in FY2012-13 (July 1, 2012 through June 30, 2013)						
		Payment Amount	LBE %	SLBE %	VSLBE %	DBE %	MBE %	WBE %
Administrative	23	\$2,346,513	72%	56%	38%	26%	17%	18%
Engineering	10	\$4,647,838	72%	33%	20%	9%	0%	2%
Professional Services	33	\$6,994,351	72%	41%	26%	15%	6%	7%

TABLE 2 – Contracts with LBCE Program Goals Goals = 60% for LBE; Contract Specific for SLBE								
Contract Type	Number of Contracts	Payments in FY2012-13 (July 1, 2012 through June 30, 2013)						
		Payment Amount	LBE %	SLBE %	VSLBE %	DBE %	MBE %	WBE %
Construction ^{1,2}	1	\$58,220	0%	0%	0%	0%	0%	0%
Construction	1	\$58,220	0%	0%	0%	0%	0%	0%

There were 18 active contracts exempt from LBCE Program goals in this reporting period, of which half were in the administrative and engineering services categories and the other half were in the construction category. Approximately, 95% of payments (\$5.6 million) were made to Caltrans for project engineering and construction phase activities. For contracts exempt from LBCE Program goals, in aggregate, approximately 3% of payments (\$0.2 million) went to LBE certified firms. No payments were made to SLBE, VSLBE, DBE, MBE, or WBE certified firms in this reporting period.

TABLE 3 – Contracts Exempt from LBCE Program Goals								
Contract Type	Number of Contracts	Payments in FY2012-13 (July 1, 2012 through June 30, 2013)						
		Payment Amount	LBE %	SLBE %	VSLBE %	DBE %	MBE %	WBE %
Administrative	7	\$295,845	60%	0%	0%	0%	0%	0%
Engineering	2	\$4,029	50%	0%	0%	0%	0%	0%
Construction	9	\$5,566,399	0%	0%	0%	0%	0%	0%
All Industries	18	\$5,866,272	3%	0%	0%	0%	0%	0%

Disadvantaged Business Enterprise (DBE) Program Goals Summary

There were 31 active federally funded contracts with DBE Program contract specific goals in this reporting period. Of these contracts, approximately 10% of payments (\$1.8 million) went to administrative and engineering firms certified as DBE and 50% of payments (\$0.1 million) went to contractors certified as DBE. In aggregate, a total of 11% of payments went to DBE certified firms.

Additional information collected for federally funded contracts with DBE Program goals include:

- Local Business Enterprise (LBE) – 44% of payments (\$7.9 million)
- Small Local Business Enterprise (SLBE) – 9% of payments (\$1.6 million)
- Very Small Local Business Enterprise (VSLBE) – 7% of payments (\$1.2 million)
- Minority-Owned Business Enterprise (MBE) – 8% of payments (\$1.4 million)
- Woman-Owned Business Enterprise (WBE) – 1% of payments (\$0.2 million)

TABLE 4 – Contracts with DBE Program Goals								
Goals = Contract Specific								
Contract Type	Number of Contracts	Payments in FY2012-13 (July 1, 2012 through June 30, 2013)						
		Payment Amount	LBE %	SLBE %	VSLBE %	DBE %	MBE %	WBE %
Administrative	12	\$6,831,964	61%	11%	9%	25%	20%	2%
Engineering	17	\$11,004,010	34%	8%	5%	1%	0%	0%
Construction	2	\$249,001	0%	0%	0%	50%	0%	0%
All Industries	31	\$18,084,975	44%	9%	7%	11%	8%	1%

Contract Award Summary

The Alameda CTC awarded a total of 31 contracts in the administrative, engineering, construction categories and 47 sponsoring agency agreements in this reporting period, for a combined total of over \$39.8 million. Of the administrative, engineering, construction contracts, approximately \$8.4 million (or 42% of the total) came from local sources and these funds were able to leverage an additional \$11.4 million from federal and/or state sources. Contracts to Alameda County businesses and sponsoring agencies accounted for roughly 89% (\$35.6 million) of the total funds.

TABLE 5 – Contracts Awarded in FY2012-13				
Contract Type	Type of Funding	Number of Contracts	Total Contract Amount	Amount Awarded to Alameda County Firms
Administrative/ Engineering	State / Federal	6	\$15,035,868	\$12,912,600
	Local	23	\$2,604,128	\$1,295,304
Construction	State / Federal	2	\$2,211,952	\$1,561,354
	Local	0	\$0	\$0
Sponsoring Agencies	Local	47	\$19,992,848	\$19,817,848
Total		78	\$39,844,796	\$35,587,106

Background

In 1989, a contract equity program for the procurement of professional services was established which set goals of 70% for LBE, 25% for MBE, and 5% for WBE.

In 1995, a program for construction contracts that set overall participation goals of 60% for LBE, 33% for MBE, and 9% for WBE was approved. Those goals were based on a disparity study in addition to extensive public input from both the prime and minority contracting communities. Specific goals were set for each construction contract, based on biddable items and the availability of LBE/MBE/WBE firms.

As a result of the passage of Proposition 209 in 1996, and the United States Department of Transportation's issuance of the final ruling on the Disadvantaged Business Enterprise program in 2000, the MBE/WBE program and goal requirements were suspended. In lieu of the suspended MBE/WBE program, two new programs were adopted: the LBE/SLBE Program for contracts funded with local dollars and the DBE program for contracts funded with federal dollars. In January 2008, a Revised LBE/SLBE Program was adopted and renamed as the Local Business Contract Equity Program.

Revisions to the LBCE Program were aimed at increasing SLBE participation in all areas of the Agency contracting opportunities, particularly in construction contracting. The revised program became effective for eligible Agency-led contracts as of February 2008 and for all eligible Sponsor-led projects awarded after July 2008.

Utilization of local dollars is determined annually by collecting and analyzing financial data relative to the amounts awarded and paid to LBE, SLBE, VSLBE, DBE, MBE, and WBE prime and subcontractors in three contract categories:

- Administrative Services – many of the contracts in this group are annually renewed, administrative and professional services contracts to assist in the administration of the Alameda CTC's Projects and Programs. These services include, but are not limited to, contract equity program support, general counsel, federal and state legislative advocacy, auditors, financial advisors, information technology and computer services, and project management and program support teams.
- Engineering Services – contracts in this group are primarily engineering services contracts to assist the Alameda CTC in the development and delivery of its capital program.
- Construction – contracts in this group are specific to construction contracts awarded to builders of transportation facilities such as roadway and transit improvements.

Key information monitored and reported includes LBE, SLBE, VSLBE, DBE, MBE, and WBE utilization on all active contracts as of June 30, 2013.

Reporting Process

Data collection on all active and open contracts began on July 1, 2012, by surveying prime contractors and subcontractors for verification of payment amounts and other invoice details. For the current reporting period, 170 payment verification survey forms were sent to prime and subcontractors. Approximately 37% of the prime and subcontractors responded during the allotted time.

Staff utilized the same method of reporting from the last reporting period of January through June 2012, which included an automated summary report of processed payments by vendor and an automated utilization report generated from an in-house database (see Attachment A – Contract Equity Utilization Report).

Regarding billing and timely receipt of payments, approximately 95% of the respondents indicated that they had not experienced any billing-related issues and 92% of the respondents indicated they had received timely payments from the project sponsors and/or prime contractors. All of the billing and payment-related issues reported to the Alameda CTC have been resolved by the Contract Equity consultant, L. Luster & Associates, Inc., prior to the development of this report.

The participation, data, and statistics, which serve as a basis for this report, have been independently reviewed and verified by L. Luster & Associates, Inc. As stated in the attached letter from L. Luster and Associates, Inc. (see Attachment C – Letter of Independent Review of Alameda CTC's Contract Equity Annual Utilization Report for the Period of July 1, 2012 through June 30, 2013), this report was found to be materially accurate and complete.

Certification Update

TABLE 6 – Certified Firms by Contract Types				
Contract Type	LBE	SLBE	VSLBE	# of Firms Certified this Reporting Period
Administrative/Engineering	36	20	61	117
Commodities/Vendors	7	4	7	18
Construction	11	10	17	38
Total	54	34	85	173

Fiscal Impact: There is no fiscal impact.

Attachments

- A. Contract Equity Utilization Report
- B. Local Business Contract Equity Program Goals Attainment Summary – FY2008-09 to FY2012-13
- C. Letter of Independent Review of Alameda CTC's Contract Equity Annual Utilization Report for the Period of July 1, 2012 through June 30, 2013

Staff Contact

[Patricia Reavey](#), Director of Finance

[Seung Cho](#), Contracting, Administration, and Fiscal Resource Manager



Contract Equity Utilization Report

Fiscal Year: FY12-13

Current Reporting Period Start Date: 7/1/2012 End Date: 6/30/2013

Contract Number/Company Name		Contract Amount	Total Payment to Date	Payment Current Period	LBE	Goal Attainment			Goal Attainment Cumulative							
						SLBE	VSLBE	DBE	MBE	WBE	SLBE	VSLBE	DBE	MBE	WBE	
Contract Type: Administrative																
Goal Requirements for DBE (Contract Specific)																
A10-0004 - Nelson/Nygaard		\$983,884.00	\$980,744.31	\$28,892.06	96.71%	8.00%	8.00%	11.28%	0.00%	0.00%	86.63%	2.42%	2.42%	3.13%	0.00%	0.00%
A11-0042 - Cycles of Change		\$461,000.00	\$231,320.47	\$123,621.04	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0002 - Wendel, Rosen, Black & Dean, LLP		\$1,025,500.00	\$1,019,355.34	\$423,336.11	98.32%	4.28%	4.28%	0.00%	0.00%	0.00%	96.91%	2.88%	2.88%	0.00%	0.00%	0.00%
A12-0031 - Hatch Mott MacDonald		\$6,428,431.00	\$2,068,774.47	\$979,971.98	76.53%	20.81%	20.81%	29.27%	29.27%	3.17%	68.86%	14.20%	26.98%	26.98%	2.74%	19.21%
A12-0017 - Moore Iacofano Goltsman, Inc.		\$561,180.00	\$411,556.16	\$346,062.12	100.00%	22.08%	22.08%	15.38%	0.00%	22.08%	94.71%	19.21%	12.94%	0.00%	0.00%	19.21%
A12-0016 - Moffatt & Nichol		\$2,115,100.00	\$1,854,418.84	\$1,854,418.79	65.96%	19.08%	19.08%	19.08%	9.26%	1.53%	65.96%	19.08%	19.08%	9.26%	1.53%	19.21%
A12-0015 - Novani, LLC		\$242,900.00	\$146,276.70	\$138,701.70	0.00%	0.00%	0.00%	100.00%	100.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%
A12-0002 - Wendel, Rosen, Black & Dean, LLP		\$805,000.00	\$791,986.12	\$694,153.25	94.92%	0.00%	0.00%	0.00%	0.00%	0.00%	94.92%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0020 - Moore Iacofano Goltsman, Inc.		\$410,140.00	\$410,140.00	\$103,174.75	100.00%	21.63%	21.63%	8.84%	0.00%	0.00%	98.66%	31.62%	23.98%	0.00%	0.00%	0.00%
A11-0019 - Alta Planning + Design		\$2,257,813.97	\$1,894,310.24	\$1,123,199.07	22.94%	2.08%	2.08%	2.08%	0.00%	0.00%	18.67%	1.81%	0.00%	1.81%	0.00%	0.00%
A11-0018 - Moffatt & Nichol		\$4,075,000.00	\$3,630,782.06	\$1,006,274.38	77.29%	28.37%	28.37%	15.41%	0.00%	0.74%	79.33%	34.33%	19.94%	19.94%	0.00%	1.40%
A11-0017 - Novani, LLC		\$110,000.00	\$109,999.70	\$10,158.30	0.00%	0.00%	0.00%	100.00%	100.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%
Summary for Administrative with Goal Requirements for DBE (Contract Specific)					61.06%	10.53%	8.87%	25.11%	19.88%	2.29%	61.06%	10.53%	8.87%	25.11%	19.88%	2.29%
Goal Requirements of 70% for LBE and 30% for SLBE																
A12-0011 - Acumen Building Enterprise, Inc.		\$1,561,845.00	\$1,143,659.12	\$967,839.12	100.00%	91.04%	0.05%	90.99%	90.99%	0.00%	92.03%	0.18%	83.65%	83.65%	0.00%	0.00%
A12-0005 - CJ Lake, LLC		\$63,000.00	\$60,016.94	\$55,016.94	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A12-0006 - Koff & Associates		\$66,210.00	\$66,210.00	\$63,227.90	100.00%	100.00%	100.00%	100.00%	0.00%	100.00%	100.00%	100.00%	100.00%	100.00%	0.00%	100.00%
A12-0007 - PFM ASSET MANAGEMENT, LLC		\$105,000.00	\$85,164.14	\$78,198.32	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A12-0003 - Rochelle Wheeler		\$355,640.00	\$310,135.82	\$183,641.75	75.88%	75.88%	75.88%	0.00%	0.00%	0.00%	71.37%	71.37%	0.00%	0.00%	0.00%	0.00%
A12-0009 - L. Luster & Associates		\$93,622.00	\$93,621.99	\$79,811.47	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	85.25%	85.25%	85.25%	85.25%	85.25%	85.25%
A12-0013 - Platinum Advisors, LLC		\$60,000.00	\$60,000.00	\$55,000.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A10-0003 - Nelson/Nygaard		\$723,415.00	\$723,080.04	\$22.99	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	95.91%	0.00%	0.00%	0.00%	0.00%	0.00%
A12-0008 - CHANDLER ASSET MANAGEMENT		\$85,000.00	\$54,534.00	\$51,457.00	100.00%	100.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0008 - PFM ASSET MANAGEMENT, LLC		\$120,000.00	\$83,177.36	\$14,625.71	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0001 - Nelson\Nygaard Consulting Associates		\$773,639.00	\$705,501.03	\$381,248.42	100.00%	31.22%	0.78%	0.00%	0.00%	0.00%	100.00%	31.97%	0.00%	0.00%	0.00%	0.00%
A11-0003 - Rochelle Wheeler		\$280,640.00	\$244,677.25	\$106,389.11	78.56%	78.56%	78.56%	0.00%	0.00%	0.00%	84.36%	84.36%	0.00%	0.00%	0.00%	0.00%
A11-0004 - St. Mini Cab Corporation		\$115,000.00	\$61,794.00	\$16,594.00	100.00%	100.00%	100.00%	0.00%	0.00%	0.00%	100.00%	100.00%	100.00%	100.00%	0.00%	0.00%
A12-0004 - St. Mini Cab Corporation		\$125,000.00	\$80,342.00	\$57,691.00	100.00%	100.00%	100.00%	0.00%	0.00%	0.00%	100.00%	100.00%	100.00%	100.00%	0.00%	0.00%
A11-0007 - Koff and Associates, Inc.		\$65,000.00	\$64,981.17	\$3,067.23	100.00%	100.00%	100.00%	100.00%	0.00%	100.00%	100.00%	100.00%	100.00%	100.00%	0.00%	100.00%
A12-0001 - St. Mini Cab Corporation		\$209,400.00	\$97,675.00	\$50,717.00	100.00%	100.00%	100.00%	0.00%	0.00%	0.00%	100.00%	100.00%	100.00%	100.00%	0.00%	0.00%
A11-0009 - CHANDLER ASSET MANAGEMENT		\$120,000.00	\$66,222.00	\$5,749.00	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0058 - Vavrinek, Trine, Day & Co., LLP		\$220,500.00	\$107,500.00	\$77,500.00	100.00%	100.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0006 - CJ Lake, LLC		\$63,000.00	\$60,659.13	\$5,000.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0013 - Acumen Building Enterprise, Inc.		\$830,690.00	\$790,977.83	\$73,026.05	100.00%	100.00%	4.07%	100.00%	95.93%	4.07%	99.15%	2.15%	99.15%	97.00%	2.15%	2.15%
A11-0015 - Suter, Wallauch, Corbett & Associates		\$60,000.00	\$60,000.00	\$5,000.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0027 - Moore Iacofano Goltsman, Inc.		\$200,000.00	\$52,154.67	\$14,584.81	100.00%	8.18%	8.18%	8.18%	0.00%	8.18%	100.00%	2.29%	2.29%	0.00%	0.00%	2.29%
A11-0010 - L. Luster & Associates		\$63,240.00	\$63,240.00	\$1,105.46	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
Summary for Administrative with Goal Requirements of 70% for LBE and 30% for SLBE					71.93%	55.86%	37.72%	26.05%	16.82%	17.92%	71.93%	55.86%	37.72%	26.05%	16.82%	17.92%
		\$6,359,841.00	\$5,135,323.49	\$2,346,513.28												

Exempt from Goal Requirements

A12-0020 - Alliant Insurance Services	\$229,255.04	\$229,255.04	\$229,255.04	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0012 - MV TRANSPORTATION INC	\$32,295.10	\$32,295.10	\$5,696.60	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	0.00%
A12-0010 - MV TRANSPORTATION INC	\$50,000.00	\$36,281.65	\$31,047.50	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	0.00%



Contract Equity Utilization Report

Fiscal Year: FY12-13

Current Reporting Period Start Date: 7/1/2012 End Date: 6/30/2013

Contract Number/Company Name	Contract Amount	Total Payment to Date	Payment Current Period	Goal Attainment			Goal Attainment Cumulative							
				LBE	SLBE	VSLBE	DBE	MBE	WBE	SLBE	VSLBE	DBE	MBE	WBE
Summary for Administrative with Exempt from Goal Requirements														
	\$311,550.14	\$297,831.79	\$265,999.14	66.67%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	
Summary for Administrative with and without Goal Requirements														
	\$26,147,340.11	\$18,982,819.69	\$9,444,475.97	68.08%	37.14%	25.63%	23.70%	16.46%	11.57%	37.14%	25.63%	23.70%	16.46%	11.57%

Contract Type: PSA (Professional Services Agreement)

Goal Requirements for DBE (Contract Specific)

A08-009 - DKS Associates, Inc.	\$498,598.00	\$498,595.22	\$118,587.24	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A05-014 - T.Y. Lin International CCS	\$12,875,120.00	\$12,388,030.87	\$12,587.19	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A06-019 - Solem & Associates	\$1,127,910.00	\$1,046,752.89	\$3,635.87	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A07-007.PH2 - Kimley-Horn and Associates, Inc.	\$1,555,924.00	\$1,453,838.51	\$0.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A07-007.PH3 - Kimley-Horn and Associates, Inc.	\$10,592,923.00	\$10,189,976.25	\$1,236,673.23	95.08%	10.49%	0.00%	10.49%	1.27%	0.00%	1.27%	0.71%	0.00%
A07-011.BKF.PH2 - BKF	\$14,700,780.00	\$14,180,442.55	\$2,736,292.98	96.74%	3.21%	0.00%	0.05%	14.87%	0.00%	3.62%	0.00%	0.00%
A08-017.RM(NS) - Rajappan & Meyer Consulting Engineer	\$4,797,924.44	\$4,420,992.81	\$1,015,204.37	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A04-007 - Wilbur Smith Associates	\$2,257,821.00	\$2,033,208.27	\$111,771.77	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0024 - URS Corporation	\$2,186,502.00	\$772,245.69	\$400,944.61	100.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A08-001 - ETC - Electronic Transaction Consultants	\$6,872,251.78	\$6,707,459.91	\$746,936.90	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A08-017.TYLIN - T.Y. Lin International CCS	\$3,508,972.00	\$3,201,949.34	\$843,451.99	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0033 - CDM Smith	\$1,433,934.00	\$271,113.02	\$271,270.34	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A10-013 - RBF Consulting	\$9,334,999.50	\$9,289,318.92	\$3,014,910.17	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A10-012 - PB Americas, Inc	\$654,028.00	\$363,397.68	\$40,442.04	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A08-017.WMH - WMH Corporation	\$6,777,319.00	\$6,539,194.34	\$188,617.51	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A09-024 - Jacobs Engineering Group, Inc.	\$333,413.00	\$237,665.55	\$100,716.75	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A09-007 - ETC - Electronic Transaction Consultants	\$6,319,027.00	\$1,167,888.83	\$161,967.39	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Summary for PSA (Professional Services Agreement) with Goal Requirements for DBE (Contract Specific)

	\$85,827,446.72	\$74,762,070.65	\$11,004,010.36	17.17%	0.81%	0.00%	0.62%	0.81%	0.00%	0.62%	0.35%	0.00%
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Goal Requirements of 70% for LBE and 30% for SLBE

A11-0063 - R.L. Banks & Associates, Inc.	\$300,000.00	\$226,978.01	\$185,149.07	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
AA07-0001-1 - TY Lin International/CCS	\$10,500,000.00	\$9,721,445.37	\$802,697.29	99.79%	4.80%	0.00%	0.00%	17.70%	0.00%	0.00%	0.00%	0.00%
A11-0034 - WMH Corporation	\$6,161,366.00	\$4,219,627.45	\$2,301,467.47	93.46%	54.34%	50.17%	0.00%	83.80%	48.15%	0.00%	0.00%	15.03%
A12-0026 - Kittelson & Associates, Inc.	\$199,966.00	\$199,966.00	\$159,754.21	57.94%	13.80%	0.00%	0.00%	66.39%	0.00%	0.00%	0.00%	0.00%
A10-0021 - Eisen Letunic	\$265,000.00	\$264,931.52	\$42,463.01	100.00%	100.00%	100.00%	94.35%	59.15%	59.15%	52.20%	0.00%	0.00%
A05-0004 - URS Corporation Americas	\$13,750,000.00	\$12,334,631.36	\$665,831.12	85.87%	6.76%	0.00%	0.00%	70.88%	0.00%	0.00%	0.00%	0.00%
A05-0045 - Mark Thomas & Company, Inc.	\$3,905,000.00	\$3,905,000.00	\$89,786.00	100.00%	0.00%	0.00%	0.00%	55.95%	0.00%	0.00%	0.00%	0.00%
A10-0026 - HQE, Inc.	\$1,012,659.00	\$971,212.97	\$210,343.30	71.00%	56.00%	54.70%	0.00%	76.89%	62.14%	0.00%	0.00%	0.00%
A07-0037 - S & C Engineers	\$2,860,000.00	\$2,788,492.83	\$49,131.00	100.00%	100.00%	0.00%	0.00%	83.53%	0.00%	0.00%	0.00%	0.00%
A99-0003 - PBQD, Inc.	\$8,090,000.00	\$7,821,846.22	\$141,215.41	15.82%	0.92%	0.00%	0.00%	58.16%	0.98%	0.00%	0.00%	0.00%

Summary for PSA (Professional Services Agreement) with Goal Requirements of 70% for LBE and 30% for SLBE

	\$47,043,991.00	\$42,454,131.73	\$4,647,837.88	72.39%	33.66%	20.49%	9.44%	72.39%	20.49%	9.44%	0.00%	1.91%
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Exempt from Goal Requirements

A09-023.1 - Kimley-Horn and Associates, Inc.	\$35,600.00	\$35,340.00	\$3,534.00	100.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	0.00%
AA07-0004 - Union Pacific Railroad	\$100,000.00	\$66,403.35	\$494.69	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Summary for PSA (Professional Services Agreement) with Exempt from Goal Requirements

	\$135,600.00	\$101,743.35	\$4,028.69	50.00%	0.00%	0.00%	0.00%	50.00%	0.00%	0.00%	0.00%	0.00%
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Summary for PSA (Professional Services Agreement) with and without Goal Requirements

	\$133,007,037.72	\$117,317,945.73	\$15,655,876.93	38.47%	12.08%	7.06%	3.62%	38.47%	7.06%	3.62%	0.20%	0.66%
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Contract Equity Utilization Report

Fiscal Year: FY12-13

Current Reporting Period Start Date: 7/1/2012

End Date: 6/30/2013

Contract Number/Company Name	Contract Amount	Total Payment to Date	Payment Current Period	LBE	Goal Attainment			Goal Attainment Cumulative			
					SLBE	VSLBE	DBE	SLBE	VSLBE	DBE	WBE

Contract Type: CC (Construction Contract)

Goal Requirements for DBE (Contract Specific)

A11-0030 - Bortolussi & Waktin, Inc.	\$222,417.00	\$198,803.16	\$198,803.16	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A11-0062 - Amland Corp.	\$650,598.46	\$374,445.00	\$50,197.50	0.00%	0.00%	100.00%	0.00%	0.00%	0.00%	100.00%	0.00%

Summary for CC (Construction Contract) with Goal Requirements for DBE (Contract Specific)	\$873,015.46	\$573,248.16	\$249,000.66	0.00%	0.00%	50.00%	0.00%	0.00%	0.00%	50.00%	0.00%
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Goal Requirements of 60% for LBE and Contract Specific for SLBE

A11-0036 - Forster and Kroeger, Inc.	\$231,820.00	\$116,337.60	\$58,220.10	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
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Summary for CC (Construction Contract) with Goal Requirements of 60% for LBE and Contract Specific for SLBE	\$231,820.00	\$116,337.60	\$58,220.10	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
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Summary for CC (Construction Contract) with and without Goal Requirements	\$1,104,835.46	\$689,585.76	\$307,220.76	0.00%	0.00%	33.33%	0.00%	0.00%	0.00%	33.33%	0.00%
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Contract Type: Coop (Cooperative Agreement)

Exempt from Goal Requirements

04-2355 - Caltrans	\$16,412,000.00	\$5,716,483.23	\$4,716,483.23	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
4-1925 - Caltrans	\$74,266,583.31	\$74,266,583.31	\$0.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
4-2138 - Caltrans	\$27,400,000.00	\$26,646,250.27	\$172,928.12	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A10-0029 - Fremont	\$250,000.00	\$87,193.19	\$1,547.37	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
4-2071 - Caltrans	\$600,000.00	\$93,418.94	\$20,610.08	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
04-2440 - Caltrans	\$9,840,000.00	\$543,757.42	\$543,757.42	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
04-2368 - Caltrans	\$147,000.00	\$5,423.29	\$5,423.29	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
04-2445 - Caltrans	\$920,000.00	\$236,314.80	\$30,937.72	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
04-2400 - Caltrans	\$147,000.00	\$74,711.32	\$74,711.32	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Summary for Coop (Cooperative Agreement) with Exempt from Goal Requirements	\$129,982,583.31	\$107,670,135.77	\$5,566,398.55	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
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Summary for Coop (Cooperative Agreement) with and without Goal Requirements	\$129,982,583.31	\$107,670,135.77	\$5,566,398.55	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
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Contract Type: LA (Letter Agreement)

Exempt from Goal Requirements

L11-0007 - Metropolitan Transportation Commission	\$15,000.00	\$15,000.00	\$15,000.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
L12-0001 - Monsen Consulting	\$20,000.00	\$13,359.65	\$6,307.65	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
L12-0004 - EverGreen LandCare, Inc.	\$5,000.00	\$5,000.00	\$5,000.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
L12-0006 - Metropolitan Transportation Commission	\$15,500.00	\$14,180.00	\$3,537.98	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Summary for LA (Letter Agreement) with Exempt from Goal Requirements	\$55,500.00	\$47,539.65	\$29,845.63	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
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Summary for LA (Letter Agreement) with and without Goal Requirements	\$55,500.00	\$47,539.65	\$29,845.63	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
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Contract Type: PSfA (Project Specific Funding Agreement)

Exempt from Goal Requirements

A06-0041 - BART	\$76,800,000.00	\$54,255,888.70	\$49,216,930.98	0.27%	0.05%	0.00%	0.00%	1.23%	0.10%	0.00%	0.00%
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Contract Equity Utilization Report

Fiscal Year: FY12-13

Current Reporting Period Start Date: 7/1/2012 End Date: 6/30/2013


Contract Number/Company Name		Contract Amount	Total Payment to Date	Payment Current Period	LBE	SLBE	VSLBE	DBE	MBE	WBE	SLBE	VSLBE	DBE	MBE	WBE
AA09-0002 - City of Hayward		\$47,722,451.00	\$47,722,450.70	\$12,618,906.39	39.64%	14.34%	2.70%	0.00%	0.00%	0.00%	7.61%	3.94%	0.00%	0.00%	0.00%
AA07-0002 - Alameda County		\$350,000.00	\$179,871.54	\$86,630.48	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A10-0027 - BART		\$123,226,000.00	\$11,007,546.62	\$0.00	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A09-0013 - BART		\$62,009,000.00	\$52,496,061.69	\$4,871,014.25	5.55%	1.60%	0.00%	0.00%	0.00%	0.00%	1.21%	0.00%	0.00%	0.00%	0.00%
A09-0012 - San Leandro		\$306,000.00	\$241,530.52	\$174,129.02	5.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A08-0045 - Livermore		\$13,050,000.00	\$12,722,991.70	\$3,026,606.55	25.57%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A07-0063 - City of Hayward		\$600,000.00	\$600,000.00	\$184,502.69	78.94%	16.48%	0.00%	0.00%	0.00%	0.00%	25.36%	0.00%	0.00%	0.00%	0.00%
A07-0058 - Livermore		\$6,913,000.00	\$4,534,247.22	\$2,960,474.31	1.04%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A06-0046 - San Mateo County Transportation Authorit		\$2,000,000.00	\$1,065,063.54	\$164,600.35	14.03%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
A06-0022 - Alameda County		\$6,848,286.00	\$6,506,596.34	\$878,153.76	100.00%	31.42%	0.00%	0.00%	0.00%	0.00%	16.66%	0.00%	0.00%	0.00%	0.00%
A05-0005 - A C Transit District		\$11,509,964.00	\$6,943,452.12	\$706,015.55	25.57%	0.08%	0.00%	0.00%	0.00%	0.00%	3.34%	0.00%	0.00%	0.00%	0.00%
A07-0053 - Livermore		\$180,000.00	\$105,000.00	\$26,789.08	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Summary for PSFA (Project Specific Funding Agreement) with Exempt from Goal Requirements		\$351,514,701.00	\$198,380,700.69	\$74,914,753.41	22.74%	4.92%	0.21%	0.00%	0.00%	0.00%	4.92%	0.21%	0.00%	0.00%	0.00%
Summary for PSFA (Project Specific Funding Agreement) with and without Goal Requirements		\$351,514,701.00	\$198,380,700.69	\$74,914,753.41	22.74%	4.92%	0.21%	0.00%	0.00%	0.00%	4.92%	0.21%	0.00%	0.00%	0.00%
Contract Type: Others															
Exempt from Goal Requirements															
10R390000 - California Highway Patrol		\$825,000.00	\$412,103.41	\$161,984.81	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Summary for Others with Exempt from Goal Requirements															
Summary for Others with and without Goal Requirements		\$825,000.00	\$412,103.41	\$161,984.81	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
Summary for All Contracts with and without Goal Requirements		\$642,636,997.60	\$443,500,830.70	\$106,080,556.06	41.22%	18.82%	12.18%	11.40%	6.51%	4.73%	18.82%	12.18%	11.40%	6.51%	4.73%

Local Business Contract Equity Program Goals Attainment Summary for
Contracts with LBCE Program Goals
FY2008-09 to FY2012-13

Contract Type	Reporting Period	Number of Contracts	Total \$	LBE \$	LBE %	SLBE \$	SLBE %
Administrative	FY 2008/09	50	\$ 4,205,057	\$ 3,388,183	81%	\$ 2,535,131	60%
	FY 2009/10	48	4,159,357	3,723,508	90%	2,981,064	72%
	FY 2010/11	49	4,279,167	3,626,122	85%	2,840,179	66%
	FY 2011/12	29	1,492,997	1,167,795	78%	743,826	50%
	FY 2012/13	23	2,346,513	1,687,847	72%	1,310,762	56%
Total for Administrative Contracts		199	\$ 16,483,091	\$ 13,593,453	82%	\$ 10,410,962	63%
Engineering	FY 2008/09	34	\$ 10,466,870	\$ 9,566,656	91%	\$ 3,996,464	38%
	FY 2009/10	26	10,401,749	9,670,210	93%	4,794,776	46%
	FY 2010/11	31	9,086,170	8,222,340	90%	2,770,903	30%
	FY 2011/12	26	4,045,451	2,978,356	74%	1,396,032	35%
	FY 2012/13	10	4,647,838	3,364,570	72%	1,564,462	34%
Total for Engineering Contracts		127	\$ 38,648,078	\$ 33,802,132	87%	\$ 14,522,637	38%
Construction	FY 2008/09	7	\$ 479,672	\$ 414,388	86%	\$ 278,066	58%
	FY 2009/10	0	-	-	0%	-	0%
	FY 2010/11	0	-	-	0%	-	0%
	FY 2011/12	2	43,173	-	0%	-	0%
	FY 2012/13	1	58,220	-	0%	-	0%
Total for Construction Contracts		10	\$ 581,065	\$ 414,388	71%	\$ 278,066	48%
Grand Total (All Contracts)		336	\$ 55,712,234	\$ 47,809,974	86%	\$ 25,211,665	45%

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To: Seung Cho, Contracting, Administration, and Fiscal Resource Manager, Alameda CTC

From: Joan Fisher, L. Luster & Associates 

CC: Patricia Reavey, Director of Finance, Alameda CTC
Dr. Laura Luster, L. Luster & Associates

Date: October 23, 2013

RE: Independent Review of Alameda County Transportation Commission's Contract Equity Annual Utilization Report for the period July 1, 2012 through June 30, 2013

L. Luster & Associates (LLA) has reviewed Alameda CTC payment and vendor data provided by Alameda CTC staff for the period July 1, 2012 through June 30, 2013.

LLA conducted a review of physical contract/agreement files, payment invoices, and responses to vendor questionnaires providing quality control and data integrity for all payments made to vendors on contracts with Local Business Contract Equity goals within the above referenced period.

LLA met with staff and presented its findings. Staff satisfactorily responded to all issues identified and presented.

Having completed the review process, L. Luster & Associates finds no material defects in the Alameda CTC Contract Equity Annual Utilization Report for the period July 1, 2012 through June 30, 2013.

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Memorandum

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1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: October 28, 2013

SUBJECT: Update on Selection Process for Bond Counsel, Bond Disclosure Counsel, and Underwriters Services

RECOMMENDATION: Receive an update on the selection process for bond counsel, bond disclosure counsel, and underwriters for the Alameda CTC

Summary

At its meeting on July 25, 2013, the Commission approved the issuance of a Request for Qualifications (RFQ) for bond counsel, bond disclosure counsel, underwriters, and various other small service contracts necessary to complete the bond issuance process. The Alameda CTC's objective in contracting for these services was to ensure the efficient, effective and successful delivery of its capital program.

The procurement process for these services began with extensive business outreach activities in summer 2013. Outreach was conducted with the assistance of Alameda CTC's Contract Equity consultant, L. Luster & Associates, Inc., as well as the Business Outreach Committee, a consortium of Bay Area transportation and transit agencies. An RFQ for bond counsel services and bond disclosure counsel services (RFQ No. A13-0040) was issued on July 26, 2013. An optional, pre-submittal meeting was held at the Alameda CTC offices on August 6, 2013, in advance of the Statement of Qualifications (SOQ) submission due date of August 14, 2013. Alameda CTC had received eight SOQs in response to RFQ No. A13-0040 and the SOQs were thoroughly evaluated using pre-established review criteria outlined in the RFQ by Alameda CTC staff, legal counsel, Financial Advisor (FA) from The PFM Group, and a representative from the City of Fremont. Based upon the Selection Review Panel's final SOQ scoring, a pool of qualified bond counsel was created made up of the following top six firms:

- Fulbright & Jaworski;
- Hawkins Delafield & Wood LLP;
- Lofton & Jennings (Bond Disclosure Counsel only);;
- Nixon Peabody;
- Nossaman LLP; and
- Orrick, Herrington & Sutcliffe LLP.

The top four firms from the pool of qualified bond counsels were invited for interviews on August 26, 2013, and after the final interview was conducted, Mayor John Chiang of the City of Piedmont, Chair of the Alameda CTC Audit Committee, was invited to participate in the panel's deliberation process. Based upon the Selection Review Panel's evaluation of the consultant interviews, Orrick Herrington & Sutcliffe LLP and Fulbright & Jaworski were selected as the top two firms. Staff's recommendation to award contracts to the Orrick Herrington & Sutcliffe LLP and Fulbright & Jaworski for bond counsel and bond disclosure counsel, respectively, was unanimously approved by the Audit Committee on August 27, 2013.

On August 19, 2013, an RFQ was issued for underwriting services for the Alameda CTC (RFQ No. A13-0055), with an SOQ submittal due date of September 12, 2013. Alameda CTC's Contract Equity consultant and the Business Outreach Committee were again utilized for additional business outreach. A total of 17 SOQs were received by the submittal deadline in response to RFQ No. A13-0055. An experienced panel made up of representatives from the Contra Costa Transportation Authority, our FA, and the Alameda CTC evaluated the submittals using pre-established review criteria outlined in the RFQ and participated in the interview process. Based upon the Selection Review Panel's final SOQ scoring, a pool of qualified underwriters was created made up of the following top nine firms:

- Bank of America Merrill Lynch;
- Barclays;
- Citigroup;
- Goldman Sachs;
- JP Morgan;
- Morgan Stanley;
- RBC Capital Markets;
- Siebert Brandford Shank & Co., LLC; and
- Wells Fargo Securities.

The top five firms from the pool of qualified underwriters were invited for interviews on October 7, 2013. Based upon the Selection Review Panel's evaluation and recommendation, Citigroup and Barclays were selected to provide senior manager services and co-manager services, respectively, for Alameda CTC's inaugural bond issuance. An Audit Committee meeting was held on October 14, 2013, and staff's recommendation to award contracts to the top two firms, which was based on the conclusions of the Selection Review Panel, was unanimously approved.

The top ranking firms in each of the RFQs were selected based on their qualifications, demonstrated knowledge and understanding of the objectives and work requirements, approach to marketing and pricing (RFQ No. A13-0055 only), and ability to meet or exceed the applicable Local Business Enterprise and Small Local Business Enterprise goals.

Attempted Protest from Blaylock Robert Van, LLC to RFQ No. A13-0055

During the public comment period of the FAC meeting on October 14, 2013, a representative from Blaylock Robert Van, LLC (Blaylock RV), Mr. Tarrell Gamble, spoke and indicated that Blaylock RV would be protesting the underwriting services consultant selection, and requested information regarding the protest procedure. Since the RFQ was not on the agenda and a protest had not been submitted, the FAC was unable to discuss the matter in any detail. Legal counsel did, however, state that the protest process was outlined in the RFQ, and that Blaylock RV should review the RFQ to obtain the information the firm was seeking. On October 15, 2013, Blaylock RV submitted an attempted protest of the RFQ selection process. A copy of Blaylock RV's letter is included in this staff report as Attachment C.

Upon receiving the protest letter, Alameda CTC staff, in consultation with legal counsel, reviewed and investigated Blaylock RV's statement specifying the grounds of the protest. A written response to the protest was provided to Blaylock RV on October 28, 2013. Staff, after consulting with the Chair and Vice Chair of the Commission, rejected the protest on the grounds that it was not timely submitted, and the written response also confirms that the attempted protest is wholly without merit, since the selection process for RFQ No. A13-0055 was conducted in compliance with relevant law, in accordance with Alameda CTC's practices, procedures, and philosophies, and consistent with the most scrupulous principals of fairness, transparency, and equal opportunity.

Background

Per the Public Utilities Code, the Alameda CTC is authorized to issue limited tax bonds to finance capital expenditures as provided for in the transportation expenditure plan which are to be payable from the proceeds of the sales tax measure. The Alameda CTC anticipates the need for external financing in the current fiscal year (FY 2013-14) based on the budget approved by the Commission in June 2013. The projects with the largest draw on 2000 Measure B capital project funds over the next few years include the BART Warm Springs Extension, the BART Oakland Airport Connector, the new I-580/Route 84 (Isabel Avenue) Interchange, and the I-580 Corridor Improvements projects, which together account for most of the debt financing need. The funds financed for the I-580 Corridor Improvements project would be paid back to the 2000 Measure B capital projects fund from future toll lane revenues.

The timing of this financing need can be extended to as late as the second quarter of FY2014-15, based on current cash flow projections if the 2000 Measure B capital fund borrows funds from the 1986 Measure B capital fund. However, with interest rates as low as they are today, the sooner the Alameda CTC goes to market the lower the cost of funds should be overall. Cash flow projections indicate that the 2000 Measure B capital fund will continue to be solvent throughout the life of the measure as there will be sufficient funds to pay the debt

service on the bonds and allow the I-580 Corridor Improvements project to repay the 2000 Measure B capital fund from toll revenues over time.

The key steps involved in the issuance of bonds include hiring a financing team to finalize the financing plan, developing bond documents, preparing for rating agency presentations, marketing the bonds to investors, pricing the bonds and closing the transaction.

The first step in the process of issuing debt is to select a financing team made up of an Independent FA, who will advocate for the Alameda CTC and help staff to make informed decisions throughout the bond issuance process. The FA will help to develop the plan for financing, develop the credit rating strategy, advise on the method of sale, assist in the development of the bond documents and plan and coordinate the bond closing. The Bond Counsel, Orrick Herrington & Sutcliffe LLP (OHS), will serve as counsel to Alameda CTC in preparing the Trust Indenture and other bond documents that are market standard and those that protect the interest and maintains future flexibility for the Alameda CTC. Tax professionals on the OHS team will provide an objective legal opinion on the validity of a specific bond offering and the tax exempt status of the interest on the Alameda CTC's bonds for investors. Bonds cannot be sold without the opinion of a recognized bond counsel. Alameda CTC's Bond Disclosure Counsel, Fulbright & Jaworski (FJ), will be relied upon to thoroughly and accurately disclose all pertinent matters relating to the Alameda CTC and the bonds being offered to investors. FJ will provide advice and offer their opinion on matters of compliance with federal and SEC disclosure requirements. FJ will prepare the official statement and the continuing disclosure agreement. Together, OHS and FJ will work on matters such as federal and state law and tax approvals, ensuring that proper legal procedures are being followed. Lastly, the Bond Underwriters, Citigroup and Barclays, will purchase any of our new municipal securities in the bond issuance that remain on the day of sale and resell them to investors. Citigroup and Barclays will assist in the development of the plan of finance, the bond structure and in the review of bond documents. They will also manage the pricing process and market the bonds.

Other participants in the bond issuance process include:

- *Rating Agencies* - will assess the credit quality of the bonds, assign a rating to the bond issue and update ratings periodically while the debt is outstanding.
- *Trustee* - will act in a fiduciary capacity for the benefit of bondholders in enforcing the terms of the trust indenture. They transmit principal and interest payments from issuer to the bondholders and hold and invest money in the construction and other funds that serve as security for the payment of debt service on the bonds.
- *Auditor* - will provide a report of the Alameda CTC's financial position.

Fiscal Impact

There is no fiscal impact. Bond Counsel, Bond Disclosure Counsel and Underwriters will be compensated with bond proceeds as part of the closing process when bonds are sold.

Attachments

- A. Consultant Selection Panel Member Scoring Summary for RFQ No. A13-0040
- B. Consultant Selection Panel Member Scoring Summary for RFQ No. A13-0055
- C. Selection Dispute Protest Letter from Blaylock Robert Van, LLC, dated October 15, 2013
- D. Alameda CTC's Response to Protest Letter from Blaylock Robert Van, LLC, dated October 28, 2013

Staff Contact

[Patricia Reavey](#) , Director of Finance

[Seung Cho](#), Contracting, Administration, and Fiscal Resource Manager

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Bond Counsel Services and Disclosure Counsel Services
Alameda CTC RFQ No. A13-0040
Consultant Selection Panel Member Summary

	Technical Proposal Scoring Criteria	Max Score	Hawkins Delafield & Wood LLP <small>Criteria Average</small>	Norton Rose Fulbright <small>Criteria Average</small>	Orrick, Herrington & Sutcliffe LLP <small>Criteria Average</small>	Lofton & Jennings <small>Criteria Average</small>	Garcia Hernandez Sawhney & <small>Criteria Average</small>	Nossaman LLP <small>Criteria Average</small>	Nixon Peabody <small>Criteria Average</small>	Fox Rothschild LLP <small>Criteria Average</small>
1	Knowledge and Understanding - Demonstrated understating of the RFP objectives and work requirements. Methods of approach, work plan, understanding of Alameda CTC RFP description and experience with similar projects related to type of services.	20	16.8	18.3	18.9	17.7	11.2	16.8	17.4	11.2
2	Management Approach and Staffing Plan - Qualifications of project staff, particularly key personnel, especially the project manager, and key personnel's level of involvement in performing related work.	30	24.3	26.4	28.2	26.5	17.9	24.0	23.0	15.3
3	Qualifications of the Proposer Firm - Technical experience in performing work related to type of services; experience working with public agencies; record of completing work on schedule, strength and stability of the firm; technical experience and strength and stability of proposed subconsultants; and assessments by client references.	30	27.3	27.9	28.5	25.8	19.8	27.3	25.8	18.0
4	Schedule and Capacity to provide qualified personnel.	10	8.0	9.4	9.4	8.0	7.0	8.0	8.2	6.2
5	Local Participation - (Determined by Alameda CTC Staff)	10	0.0	0.0	0.0	0.0	5.0	0.0	5.0	0.0
AVERAGE TECHNICAL POINTS		Avg.	76.4	82.0	85.0	78.0	60.9	76.1	79.4	50.7
AVERAGE TECHNICAL RANKINGS		Avg.	5	2	1	4	7	6	3	8
	Interview Scoring Criteria	Max Score	Hawkins Delafield & Wood LLP <small>Criteria Average</small>	Norton Rose Fulbright <small>Criteria Average</small>	Orrick, Herrington & Sutcliffe LLP <small>Criteria Average</small>	Lofton & Jennings <small>Criteria Average</small>	Garcia Hernandez Sawhney & <small>Criteria Average</small>	Nossaman LLP <small>Criteria Average</small>	Nixon Peabody <small>Criteria Average</small>	Fox Rothschild LLP <small>Criteria Average</small>
1	Knowledge and Understanding of the required services and scope of work.	20	DNP	19.0	19.4	17.0	DNP	DNP	18.4	DNP
2	Management Approach and Staffing Plan to perform scope of work efficiently and effectively. The ability and willingness to work within a managed contract budget, scope of work, and schedule of deliverables	30	DNP	26.6	25.8	22.4	DNP	DNP	21.6	DNP
3	Qualifications of the Proposer Firm and ability of the consultant team and key staff in performing the scope of work.	20	DNP	18.8	19.0	16.0	DNP	DNP	17.8	DNP
4	Effectiveness of interview - Overall interview discussions and presentation	30	DNP	27.6	27.8	20.4	DNP	DNP	23.2	DNP
AVERAGE INTERVIEW POINTS		Avg.	DNP	92.0	92.0	75.8	DNP	DNP	81.0	DNP
AVERAGE INTERVIEW RANKINGS		Avg.	DNP	1	1	3	DNP	DNP	2	DNP
FINAL FIRM RANKING		Avg.	--	87.0	88.5	76.9	--	--	80.2	--
FINAL AVERAGE RANKINGS		Avg.	--	2.0	1.0	4.0	--	--	3.0	--

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Bond Underwriting Services RFQ No. A13-0055

SOQ Evaluation Scoring Sheet

Consultant Selection Panel Member Summary

	Technical Proposal Scoring Criteria	Max Score	Backstrom McCarley Berry & Co., LLC	Bank of America Merrill Lynch	Barclays	Blaylock Robert Van, LLC	Cabrera Capital Markets	Citigroup
			Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average
1	Qualifications of the Proposer Firm - Technical experience in performing work related to type of services; experience working with public agencies; record of completing work on schedule; strength and stability of the firm; technical experience and strength and stability of proposed subcontractors; and assessments by client references.	30	17.0	28.8	29.5	14.5	16.3	29.0
2	Knowledge and Understanding - Demonstrated understating of the RFP objectives and work requirements. Methods of approach, work plan, understanding of Alameda CTC RFP description and experience with similar projects related to type of services.	20	13.3	17.8	18.2	12.7	11.6	18.3
3	Approach to Marketing and Pricing - Strategy to market and distribute Alameda CTC's inaugural bond issuance.	30	15.8	26.6	27.8	14.6	16.9	28.1
4	Schedule and Capacity - Capacity and ability to provide quality personnel in a timeframe that meets the needs of the Alameda CTC.	10	7.0	8.6	8.9	5.3	6.3	8.8
5	Local Participation - (Determined by Alameda CTC Staff)	10	10.0	0.0	0.0	0.0	0.0	0.0
AVERAGE TECHNICAL POINTS		Avg.	63.1	81.8	84.3	47.0	51.0	84.2
AVERAGE TECHNICAL RANKINGS BASED ON TECHNICAL POINTS		Avg.	11	4	1	15	14	2

	Interview Scoring Criteria	Max Score	Backstrom McCarley Berry & Co., LLC	Bank of America Merrill Lynch	Barclays	Blaylock Robert Van, LLC	Cabrera Capital Markets	Citigroup
			Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average
1	Qualifications of the Proposer Firm and ability of the consultant team and key staff in performing the scope of work.	20	DNP	18.8	19.5	DNP	DNP	20.0
2	Knowledge and Understanding of the required services and scope of work.	20	DNP	14.8	17.8	DNP	DNP	18.3
3	Specific Approach to Marketing and Pricing in order to performing scope of work. . Proposed financing, credit, and marketing strategy.	30	DNP	24.3	25.5	DNP	DNP	27.3
4	Effectiveness of interview - Overall interview discussions and presentation	30	DNP	24.5	27.0	DNP	DNP	28.3
AVERAGE INTERVIEW POINTS		Avg.	DNP	82.3	89.8	DNP	DNP	93.8
AVERAGE INTERVIEW RANKINGS BASED ON INTERVIEW POINTS		Avg.	DNP	3	2	DNP	DNP	1

PERAGE COMBINED POINTS		Avg.	--	82.0	87.0	--	--	89.0
FINAL AVERAGE RANKINGS BASED ON COMBINED POINTS		Avg.	--	3.0	2.0	--	--	1.0

Bond Underwriting Services RFQ No. A13-0055
SOQ Evaluation Scoring Sheet
Consultant Selection Panel Member Summary

	Technical Proposal Scoring Criteria	Max Score	Edward Jones	Fidelity Investments	Goldman Sachs	JP Morgan	Loop Capital Markets	Mischler Financial
			Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average
1	Qualifications of the Proposer Firm - Technical experience in performing work related to type of services; experience working with public agencies; record of completing work on schedule; strength and stability of the firm; technical experience and strength and stability of proposed subconsultants; and assessments by client references.	30	14.5	21.3	27.3	28.3	19.3	10.8
2	Knowledge and Understanding - Demonstrated understating of the RFP objectives and work requirements. Methods of approach, work plan, understanding of Alameda CTC RFP description and experience with similar projects related to type of services.	20	9.2	12.7	15.5	18.0	12.5	6.0
3	Approach to Marketing and Pricing - Strategy to market and distribute Alameda CTC's inaugural bond issuance.	30	13.5	17.3	22.9	27.0	17.3	9.0
4	Schedule and Capacity - Capacity and ability to provide quality personnel in a timeframe that meets the needs of the Alameda CTC.	10	5.3	6.4	8.3	8.8	6.6	3.6
5	Local Participation - (Determined by Alameda CTC Staff)	10	0.0	0.0	0.0	0.0	0.0	0.0
AVERAGE TECHNICAL POINTS			42.4	57.5	73.9	82.0	55.6	29.4
AVERAGE TECHNICAL RANKINGS BASED ON TECHNICAL POINTS			16	12	8	3	13	17

	Interview Scoring Criteria	Max Score	Edward Jones	Fidelity Investments	Goldman Sachs	JP Morgan	Loop Capital Markets	Mischler Financial
			Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average
1	Qualifications of the Proposer Firm and ability of the consultant team and key staff in performing the scope of work.	20	DNP	DNP	DNP	17.5	DNP	DNP
2	Knowledge and Understanding of the required services and scope of work.	20	DNP	DNP	DNP	13.3	DNP	DNP
3	Specific Approach to Marketing and Pricing in order to performing scope of work. . Proposed financing, credit, and marketing strategy.	30	DNP	DNP	DNP	20.3	DNP	DNP
4	Effectiveness of interview - Overall interview discussions and presentation	30	DNP	DNP	DNP	21.5	DNP	DNP
AVERAGE INTERVIEW POINTS			DNP	DNP	DNP	72.5	DNP	DNP
AVERAGE INTERVIEW RANKINGS BASED ON INTERVIEW POINTS			DNP	DNP	DNP	5	DNP	DNP
PERAGE COMBINED POINTS			--	--	--	77.3	--	--
ANAL AVERAGE RANKINGS BASED ON COMBINED POINTS			--	--	--	5.0	--	--

Bond Underwriting Services RFQ No. A13-0055

SOQ Evaluation Scoring Sheet

Consultant Selection Panel Member Summary

	Technical Proposal Scoring Criteria	Max Score	Morgan Stanley	RBC Capital Markets	Siebert Brandford Shank & Co.,	US Bancorp	Wellsfargo Securities
			Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average
1	Qualifications of the Proposer Firm - Technical experience in performing work related to type of services; experience working with public agencies; record of completing work on schedule; strength and stability of the firm; technical experience and strength and stability of proposed subconsultants; and assessments by client references.	30	27.3	27.5	23.0	24.0	26.8
2	Knowledge and Understanding - Demonstrated understating of the RFP objectives and work requirements. Methods of approach, work plan, understanding of Alameda CTC RFP description and experience with similar projects related to type of services.	20	16.9	17.2	14.5	13.5	16.3
3	Approach to Marketing and Pricing - Strategy to market and distribute Alameda CTC's inaugural bond issuance.	30	24.4	25.9	20.3	19.9	24.4
4	Schedule and Capacity - Capacity and ability to provide quality personnel in a timeframe that meets the needs of the Alameda CTC.	10	8.4	8.6	7.3	7.8	8.4
5	Local Participation - (Determined by Alameda CTC Staff)	10	0.0	0.0	5.0	0.0	0.0
AVERAGE TECHNICAL POINTS		Avg.	76.9	79.2	70.0	65.1	75.8
AVERAGE TECHNICAL RANKINGS BASED ON TECHNICAL POINTS		Avg.	6	5	9	10	7

	Interview Scoring Criteria	Max Score	Morgan Stanley	RBC Capital Markets	Siebert Brandford Shank & Co.,	US Bancorp	Wellsfargo Securities
			Criteria Average	Criteria Average	Criteria Average	Criteria Average	Criteria Average
1	Qualifications of the Proposer Firm and ability of the consultant team and key staff in performing the scope of work.	20	DNP	17.5	DNP	DNP	DNP
2	Knowledge and Understanding of the required services and scope of work.	20	DNP	15.0	DNP	DNP	DNP
3	Specific Approach to Marketing and Pricing in order to performing scope of work. . Proposed financing, credit, and marketing strategy.	30	DNP	21.8	DNP	DNP	DNP
4	Effectiveness of interview - Overall interview discussions and presentation	30	DNP	23.8	DNP	DNP	DNP
AVERAGE INTERVIEW POINTS		Avg.	DNP	78.0	DNP	DNP	DNP
AVERAGE INTERVIEW RANKINGS BASED ON INTERVIEW POINTS		Avg.	DNP	4	DNP	DNP	DNP

PERAGE COMBINED POINTS	Avg.	--	78.6	--	--	--	--
FINAL AVERAGE RANKINGS BASED ON COMBINED POINTS	Avg.	--	4.0	--	--	--	--

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Seung Cho, Contracting Administrator and Fiscal Resources Manager
Alameda County Transportation Commission
1111 Broadway, Suite 800
Oakland CA 94607

October 15, 2013

**RE: Alameda County Transportation Commission
REQUEST FOR QUALIFICATAIONS – Alameda CTC RFQ No. A13-0055
M. Selection Disputes**

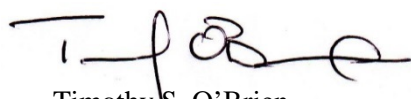
Blaylock Robert Van, LLC (“BRV” or “Blaylock Robert Van”) wishes to dispute the selection of Co-Managing Underwriters, pursuant to Section M. Selection Disputes of the referenced Request for Qualifications (“RFQ”). We believe that the scoring of Co-Managers was biased toward larger Wall Street firms and was unduly restrictive for firms who applied solely as a Co-Manager, like Blaylock Robert Van.

It is our understanding, from speaking with you, that though five firms were selected to be interviewed from each the Senior Manager responses and the Co-Manager responses, all ten firms interviewed were from the Senior Manager pool. It is our belief that this creates an unfair advantage for larger firms since they are competing head to head for points with the smaller firms who predominantly serve as Co-Managers.

What we have seen in other RFPs and RFQs across the country is that firms apply for either a Senior Manager position or a Co-Manager position and a pool of each is selected by the issuer. The issuer has the option of selecting firms who apply as Senior Manager to serve as Co-Manager to supplement the Co-Manager pool, but not to substitute it.

As an emerging investment banking firm, founded in Alameda County and with a strong presence in the County, it is our hope that you will give our protest consideration. By encouraging the growth of qualified local firms, like Blaylock Robert Van, the Alameda CTC will take a step towards meeting its goals of small and local firm inclusion and benefit from the revenue and employment opportunities created by BRV in Alameda County for years to come.


Sincerely,



Timothy S. O'Brien
Executive Vice President



Aquacena Lopez
Head of Municipal Securities



Chris St. James
Senior Vice President

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Commission Chair
Supervisor Scott Haggerty, District 1

Commission Vice Chair
Councilmember Rebecca Kaplan,
City of Oakland

AC Transit
Director Elsa Ortiz

Alameda County
Supervisor Richard Valle, District 2
Supervisor Wilma Chan, District 3
Supervisor Nate Miley, District 4
Supervisor Keith Carson, District 5

BART
Director Thomas Blalock

City of Alameda
Vice Mayor Marilyn Ezzy Ashcraft

City of Albany
Mayor Peggy Thomsen

City of Berkeley
Councilmember Laurie Capitelli

City of Dublin
Mayor Tim Sbranti

City of Emeryville
Councilmember Ruth Atkin

City of Fremont
Councilmember Suzanne Chan

City of Hayward
Councilmember Marvin Peixoto

City of Livermore
Mayor John Marchand

City of Newark
Councilmember Luis Freitas

City of Oakland
Vice Mayor Larry Reid

City of Piedmont
Mayor John Chiang

City of Pleasanton
Mayor Jerry Thorne

City of San Leandro
Vice Mayor Michael Gregory

City of Union City
Mayor Carol Dutra-Vernaci

Executive Director
Arthur L. Dao

October 28, 2013

Ms. Aquacena Lopez
Mr. Timothy S. O'Brien
Mr. Chris St. James
Blaylock Robert Van, LLC
827 Broadway, Suite 340
Oakland, CA 94607

Subject: Bond Underwriting Services (RFQ No. A13-0055) – Response to Protest
Letter Dated October 15, 2013, from Blaylock Robert Van, LLC

Dear Ms. Lopez and Messrs. O'Brien and St. James:

The Alameda County Transportation Commission (Alameda CTC) is in receipt of your letter dated October 15, 2013, in which you attempt to submit a protest on behalf of Blaylock Robert Van, LLC (Blaylock RV) regarding the criteria and process for scoring Co-Managers set forth in the Bond Underwriting Services Request for Qualifications (RFQ). This letter provides a formal response to the attempted protest.

Alameda CTC staff and legal counsel have reviewed and investigated the purported ground for protest. Under the Selection Disputes procedures stated in Section I.1.M of the RFQ, firms must file a protest based on content of the RFQ with the Alameda CTC within five calendar days after the RFQ is first formally advertised. Following submittal of a valid protest, a firm objecting to the content of the RFQ would then have an opportunity to protest the content of the RFQ at the Finance and Administration Committee (FAC) and/or the governing Commission of the Alameda CTC prior to the opening of the Statement of Qualifications. The procedure clearly specified in the RFQ ensures that any issues identified in such a protest, especially including any issues which require changes to the content of the RFQ, are addressed before interested firms prepare and submit their SOQs in order to ensure a fair process for all responders.

In this case, the RFQ was advertised on August 19, 2013, and accordingly any protest based on the RFQ's content was due by August 24, 2013 (five calendar days after the RFQ was first advertised). Your letter was submitted on October 15, 2013. By the time your letter was received, SOQs had already been opened and evaluated, and the firms were shortlisted and interviewed by a Selection Review Panel made up of Alameda CTC staff, our financial advisor, and a representative from an outside agency. You were notified by letter dated October 3, 2013, that your firm was not

part of the shortlist – 12 days prior to the submittal of your attempted protest. Accordingly, your protest is hereby rejected as untimely, and we will proceed to finalize the selection process and negotiate and execute the requisite contracts with the firms selected through the process outlined in the RFQ.

Notwithstanding the fact that your attempted protest was not timely submitted, we have reviewed our selection process for this RFQ, and have confirmed that this process was conducted in compliance with relevant law, in accordance with Alameda CTC's practices, procedures, and philosophies, and consistent with the most scrupulous principals of fairness, transparency, and equal opportunity. As discussed below, your attempt to protest the selection is wholly without merit, in addition to being untimely.

The following are details of Alameda CTC's response with respect to the issues raised in the letter:

1. We believe that the scoring of Co-Managers was biased toward larger Wall Street firms and was unduly restrictive for firms who applied solely as a Co-Manager, like Blaylock Robert Van.

Alameda CTC's response: Alameda CTC strictly adheres to our procurement processes and procedures and apply accurate and appropriate provisions in RFQs, so we do not bias and unduly restrict particular firms or consultants. As such, we required the Selection Review Panel to consistently follow and use the evaluation criterion and points system advertised in the RFQ. The advertised RFQ intentionally did not include separate point systems and evaluation criteria for Senior Managers and Co-Managers. If Blaylock RV, or any other interested respondent, strongly believed that the scoring criterion was arbitrary or "biased toward larger Wall Street firms and was unduly restrictive for firms who applied solely as a Co-Manager," as stated in the protest letter, then Blaylock RV should have followed the procedures outlined in Section I.1.M of the RFQ and filed a protest with the Alameda CTC within five calendar days after the RFQ was first formally advertised. Alameda CTC provided more than ample time and opportunity to Blaylock RV, as well as other interested respondents, to review and object to the content of the RFQ and make their concerns known. Given the fact that the RFQ was advertised on August 19, 2013, and the letter was submitted nearly two months later, long after the SOQ submittal due date, creation of the shortlist, and interviews with the top-ranked firms, Blaylock RV's purported ground for protest is not only inconsistent with our procurement process and procedures, but unfair to the other 16 firms that submitted SOQs in response to this RFQ.

2. It is our understanding, from speaking with you, that though five firms were selected to be interviewed from each the Senior Manager responses and the Co-Manager responses, all ten firms interviewed were from the Senior Manager pool. It is our belief that this creates an unfair advantage for larger firms since they are competing head to head for points with the smaller firms who predominantly serve as Co-Managers.

Alameda CTC's response: Blaylock RV's statement that Alameda CTC interviewed ten firms is factually inaccurate and misleading. The Selection Review Panel reviewed and evaluated 17 SOQs received before the submittal deadline of September 12, 2013, using the SOQ Evaluation Criteria and points system provided in Section II.3.C of the RFQ. The SOQ Evaluation Criteria

included qualifications of the respondent firm (30 points), knowledge and understanding (20 points), approach to marketing and pricing for Alameda CTC's inaugural bond issuance (10 points), capacity and ability to provide quality personnel in a timeframe that meets the needs of the Alameda CTC (10 points), and ability to meet or exceed the applicable Local Business Enterprise (5 points) and Small Local Business Enterprise (5 points). Based on the initial scoring, it was determined that nine of the initial 17 firms were deemed qualified for the Alameda CTC's pool of qualified underwriters. Blaylock RV was ranked 15 out of 17 firms and was notified on October 3, 2013, that it did not make this pool of qualified firms.

The Selection Review Panel proceeded with interviews with the top five firms and evaluated these firms using the Respondent Interview Criteria and points system provided in Section II.3.E of the RFQ. The interview criteria included qualifications of the respondent firm (20 points), knowledge and understanding (20 points), specific approach to marketing and pricing in order to perform the scope of work for the proposed financing, credit, and marketing strategy (30 points), and effectiveness of the interview (30 points).

Staff and Alameda CTC's advisors deemed this method to be in the best interest of Alameda CTC, as it would create a pool of the most experienced, best professionally qualified and competent firms to handle Alameda CTC's inaugural bond issuance valued at an estimated \$165 million. This method will also will help Alameda CTC receive the best ratings possible from rating agencies for this issuance, reducing the cost to the agency and ensuring that Alameda County residents and business owners have confidence that Alameda CTC is operating in the most efficient means possible. All firms were evaluated fairly, using the open and competitive qualifications-based selection process clearly specified in the RFQ.

- 3. What we have seen in other RFPs and RFQs across the country is that firms apply for either a Senior Manager position or a Co-Manager position and a pool of each is selected by the issuer. The issuer has the option of selecting firms who apply as Senior Manager to serve as Co-Manager to supplement the Co-Manager pool, but not to substitute it.**

Alameda CTC's response: Alameda CTC agrees with Blaylock RV's assertion that some RFQs require firms to apply for either Senior Manager Services or Co-Manager Services, and that a separate pool is created for each service following this method^[1,2]. However, not all RFQs are advertised in the same manner throughout the U.S.^[3,4,5,6], and certainly not with the approach

¹ Commonwealth of Massachusetts, Debt Management Department, "Request for Qualifications, Public Finance Investments Banking & Underwriting Services," (March 15, 2012).

² City of Stockton, "Request for Qualifications for Financial Underwriting Services," (December 15, 2009).

³ California State Treasurer's Office, "Request for Underwriter Statement of Qualifications," (April 1, 2013)

⁴ Alameda County Administrator's Office, "Request for Qualifications – Municipal Bond Underwriting Services," (February 17, 2012).

⁵ City and County of San Francisco, Office of Public Finance, "Request for Underwriter Statement of Qualifications," (December 8, 2008).

⁶ City of Philadelphia, "Request for Qualifications for Underwriters and Remarketing Agents/Commercial Paper Dealers for the City of Philadelphia," (December 23, 2011).

or mindset of unduly biasing the RFQ to benefit a select group of consultants in mind. As such, Alameda CTC staff and its advisors believe the advertised RFQ was prepared and issued in the best interest for Alameda CTC, whereby we would engage the most experienced, best professionally qualified and competent underwriters for our inaugural bond issuance.

Alameda CTC and its predecessor agencies have a long standing commitment to local and small local businesses in Alameda County. We wholeheartedly believe that Alameda County businesses not only provide economic and social vitality to our communities, but they also help accomplish Alameda CTC's purchasing objectives. It is the policy of the Alameda CTC to encourage businesses to locate and remain in Alameda County, to employ residents of Alameda County and to spend local funds for goods and services within the County. Year after year, Alameda CTC has demonstrated this commitment by successfully meeting the LBCE Program contracting goals of 70% to local business enterprise certified firms and 30% to small local business enterprise certified firms, while delivering quality projects and programs on schedule and within budget.

We do appreciate your interest in this procurement, and we hope that you are able to respond to a future procurement with the Alameda CTC. If you have any questions, please feel free to contact me at (510) 208-6104.

Sincerely,

ARTHUR L. DAO
Executive Director

cc: Finance and Administration Committee
R. Zachary Wasserman, Legal Counsel to Alameda CTC
Patricia Reavey, Director of Finance
Seung Cho, Contracting, Administration, and Fiscal Resource Manager



Memorandum

4.6

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: October 28, 2013

SUBJECT: Alameda CTC Staff Benefits for Calendar Year 2014 and Salary Ranges for Fiscal Year 2014-15

RECOMMENDATION: Approve the Alameda CTC Staff Benefits for Calendar Year 2014 and Salary Ranges for Fiscal Year 2014-15 and adopt Resolution No. 13-013.

Summary

Article 4.6.3 of the Administrative Code calls for the Executive Director to prepare and submit an annual salary and benefits plan and such amendments thereto as may be necessary, to the Commission for its approval. At the September 26, 2013 Commission meeting the Agency's revised staff classifications and salary ranges were approved which currently includes 20 different job classifications and 27 positions filled by 25 employees, including the Executive Director. For FY 2014-15, it is anticipated that the agency staffing positions will remain unchanged.

This memorandum is to seek Commission approval of the Alameda CTC Staff Benefits for Calendar Year 2014 and Salary ranges for FY 2014-15. The salary ranges adopted by the Commission on September 26, 2013 will remain the same for FY 2014-15.

Background

The Commission has delegated to the Executive Director the administrative authority to adjust salaries for agency employees within the approved ranges by classification. Factors taken into account include job performance, job expansion, added responsibilities and economic context. There are no automatic pay increases or pay grade step increases. The currently approved salary structure, adopted September 26, 2013, will remain unchanged for FY 2014-15.

The attached Salaries and Benefits Resolution is also consistent with the Public Employees' Pension Reform Act of 2013 (AB 340) for current employees, as it pertains to the agency. For current employees, the major features of the agency's pension plan include the "2.5%@55" benefit. The plan does not include any optional features, payout conversions or optional benefits that have been characterized as "spiking" of the pension benefit. The plan provides

retirement employer paid member contribution (EPMC) cost sharing of 5% by the agency and 3% by employee. The CalPERS-required employer contribution rate is 15.309%.

Fiscal Impact

There is no fiscal impact.

Attachments

- A. Recommended Fiscal Year 2014-15 Salary Ranges for Alameda CTC
- B. Salaries and Benefits Resolution for Calendar Year 2014

Staff Contact

Arthur L Dao, Executive Director



**Attachment A - Recommended FY 2014-15 Staff Classifications and
Salary Ranges for Alameda CTC**

Position/Classification	Min	Med	Max
Deputy Director of Projects and Programming	\$153,876	\$176,957	\$200,039
Deputy Director of Planning and Policy	\$153,876	\$176,957	\$200,039
Director of Finance	\$136,004	\$156,405	\$176,805
Principal Transportation Engineer	\$120,207	\$138,238	\$156,270
Principal Transportation Planner	\$108,902	\$125,228	\$141,573
Senior Transportation Engineer	\$103,655	\$119,203	\$134,751
Project Controls Engineer	\$98,660	\$113,459	\$128,258
Senior Transportation Planner	\$93,906	\$107,992	\$122,077
Accounting Manager	\$93,906	\$107,992	\$122,077
Contracting, Administration and Fiscal Resource Manager	\$93,906	\$107,992	\$122,077
Senior Accountant	\$80,975	\$93,121	\$105,267
Assistant Transportation Planner/Programming Analyst I	\$73,360	\$84,363	\$95,367
Office Supervisor	\$73,360	\$84,363	\$95,367
Accountant	\$69,824	\$80,298	\$90,772
Accounting Technician	\$69,824	\$80,298	\$90,772
Clerk of the Board/Commission	\$69,824	\$80,298	\$90,772
Executive Assistant	\$58,740	\$67,552	\$76,363
Administrative Assistant	\$53,216	\$61,199	\$69,181
Receptionist	\$41,572	\$47,808	\$54,044

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**ALAMEDA COUNTY TRANSPORTATION COMMISSION****RESOLUTION 13-013****Fiscal Year 2014-2015 Salaries and
Calendar Year 2014 Benefits for Staff Members****Commission Chair**

Supervisor Scott Haggerty, District 1

Commission Vice ChairCouncilmember Rebecca Kaplan,
City of Oakland**AC Transit**

Director Elsa Ortiz

Alameda CountySupervisor Richard Valle, District 2
Supervisor Wilma Chan, District 3
Supervisor Nate Miley, District 4
Supervisor Keith Carson, District 5**BART**

Director Thomas Blalock

City of Alameda

Vice Mayor Marilyn Ezzy Ashcraft

City of Albany

Mayor Peggy Thomsen

City of Berkeley

Councilmember Laurie Capitelli

City of Dublin

Mayor Tim Sbranti

City of Emeryville

Councilmember Ruth Atkin

City of Fremont

Councilmember Suzanne Chan

City of Hayward

Councilmember Marvin Peixoto

City of Livermore

Mayor John Marchand

City of Newark

Councilmember Luis Freitas

City of Oakland

Vice Mayor Larry Reid

City of Piedmont

Mayor John Chiang

City of Pleasanton

Mayor Jerry Thorne

City of San Leandro

Vice Mayor Michael Gregory

City of Union City

Mayor Carol Dutra-Vernaci

Executive Director

Arthur L. Dao

WHEREAS, the Alameda County Transportation Commission, hereinafter referred to as Alameda CTC, was created pursuant to a joint powers agreement ("Joint Powers Agreement") entered into among the 14 cities in Alameda County, the County of Alameda, the Bay Area Rapid Transportation District, the Alameda Contra Costa Transit District, the Alameda County Transportation Improvement Authority ("ACTIA"), and the Alameda County Congestion Management Agency ("ACCMA");

WHEREAS, Alameda CTC is empowered by the Joint Powers Agreement to carry out numerous transportation planning, programming and construction functions and responsibilities, including all functions and powers of ACTIA and ACCMA;

WHEREAS, Alameda CTC is authorized under Section 11 and 13 of the Joint Powers Agreement to appoint and retain staff as necessary to fulfill its powers, duties and responsibilities;

WHEREAS, Alameda CTC previously adopted Resolution 13-005, thereby establishing a consistent set of benefits and leave policies, and this Resolution is intended to supersede and replace such Resolution 13-005; and

NOW, THEREFORE, BE IT RESOLVED that the salaries for fiscal year 2014-2015 and employment benefits for staff of the Alameda CTC for January 1, 2014 through December 31, 2014 are hereby adopted, and are herein set forth.

1. Salaries

- 1.1 The fiscal year 2013-2014 salary ranges approved by the Commission on September 26, 2013 shall apply during the period from July 1, 2014 through June 30, 2015.
- 1.2 An employee shall be compensated at a rate set between or equal to the minimum (min) and maximum (max) of the range specified in Attachment A for their respective position classification.

- 1.3 The duties and responsibilities of the position classification identified in Paragraph 1.2 shall be described by an Alameda CTC job specification approved by the Executive Director.
- 1.4 The salary ranges for the employees described in Paragraph 1.2 shall not include steps and/or provision for any automatic or tenure-based increases.
- 1.5 Starting compensation, including salary, for each employee shall be set by the Executive Director consistent with the prescribed ranges for the position classification identified in Paragraph 1.2.

2. Appointment and Performance Management

- 2.1 Original appointments of new employees shall be tentative and subject to a probationary period of one (1) year of actual service.
 - 2.1.1 Every six (6) months during the probationary period new employees will meet with their supervisor to discuss the employee's performance to date. At the time of the discussion the supervisor will complete a written evaluation for the employee's personnel records.
 - 2.1.2 Upon completion of the probationary period, the employee shall be given a written evaluation. If this evaluation shows that the employee has satisfactorily demonstrated the qualifications for the position, the employee shall gain regular status, and shall be so informed in writing.
 - 2.1.3 At any time during the probationary period, a probationary employee may be terminated with or without cause and with or without notice. Employee shall be notified in writing by the Executive Director of such termination.
 - 2.1.4 The probationary period may be extended once by the Executive Director at his/her sole discretion in order to further evaluate the performance of the probationary employee.
 - 2.1.5 The probationary period is automatically extended by a period of time equal to the time the employee is absent due to any type of leave, including time absent while receiving workers' compensation.
- 2.2 Following successful completion of the probationary period, written performance reviews for employees shall be conducted at least once a year by the employee's supervisor and reviewed and approved by the Executive Director or his/her designee. In addition, a review of an employee's progress in meeting annual goals and objectives will be conducted at the end of six months by the employee and his or her supervisor.
- 2.3 On the basis of the performance reviews, increases or decreases in compensation may be granted at that time by the Executive Director at his/her sole discretion consistent with the Board approved annual budget.

3. Holidays

- 3.1 The following eleven (11) paid holidays shall be observed by the Agency:
 - New Year's Day - January 1, 2014, Wednesday
 - Martin Luther King Jr.'s Birthday - January 20, 2014, Monday

Presidents' Day	-	February 17, 2014, Monday
Memorial Day	-	May 26, 2014, Monday
Independence Day	-	July 4, 2014, Friday
Labor Day	-	September 1, 2014, Monday
Veterans Day	-	November 11, 2014, Tuesday
Thanksgiving Day	-	November 27, 2014, Thursday
Day after Thanksgiving	-	November 28, 2014, Friday
Christmas Eve	-	December 24, 2014, Wednesday
Christmas Day	-	December 25, 2014, Thursday

- 3.2 **Holiday Policy.** When a holiday falls on a Sunday, the following Monday shall be observed as the holiday date. When a holiday falls on a Saturday, the preceding Friday shall be observed.
- 3.3 **Floating Holidays.** Regular full-time employees are entitled to two (2) floating holidays per fiscal year. Employees shall be granted such holidays at the beginning of each fiscal year (i.e., effective on July 1 of each year). Floating Holidays are not accruable and those unused at the end of the fiscal year will be eliminated from the employee's available leave bank.
- 3.4 **Holiday Time.** Regular full-time employees shall receive eight (8) hours of holiday pay for each of the above holidays at their regular base rate. Regular part-time employees shall receive paid holiday time prorated based on actual hours worked should their regular work schedule fall on one of the above listed holidays.
- 3.5 **Administrative Procedure.** The Executive Director shall establish holiday procedures governing employees of the Agency.

4. Leaves of Absence

4.1 Vacation

- 4.1.1 **Accrual Rates.** The Agency shall provide vacation leave with pay for regular employees (including probationary employees) based on accrual guidelines shown in the table below. Vacation leave earned shall accrue upon completion of each pay period beginning upon completion of the pay period following that in which the employee commences service.

Accrual Rates Based on Years of Service:

Years of Service	Vacation Days Accrued Per Year	Maximum Hours Accrued Per Year
0-3 Years	10 Days	120 Hours
3.1-10 Years	15 Days	240 Hours
10.1-15 Years	20 Days	320 Hours
15.1+ Years	25 Days	400 Hours

Part-time employees shall earn vacation leave on a pro rata basis based on actual hours worked. The maximum accrual will also be prorated.

- 4.1.2 **Maximum Vacation Benefits.** Once an employee reaches the maximum accrual, the employee will cease accruing any additional vacation leave until such time as vacation leave hours fall below the maximum.
- 4.1.3 **Payment of Vacation upon Separation.** Accrued vacation pay that has not been used will be paid at time of resignation or termination. An employee terminating employment with the Agency for reasons other than paid retirement from the Agency employment shall be paid at such employee's current rate of pay for all unused accrued vacation up to the maximum amount of permissible accumulated vacation time as set forth above, in one (1) lump sum less applicable taxes. An employee separating from service with the Agency for paid retirement may elect either to take time off for vacation prior to the employee's date of retirement, or to be paid at the employee's current rate of pay for vacation up to the ceiling amount as set forth above, in one lump sum.
- 4.2 **Management Leave.** Regular full-time exempt employees may receive paid management leave of up to 80 hours per year at the sole discretion of the Executive Director. The leave is intended to compensate exempt employees who are required to attend work-related meetings outside of normal working hours. The amount of leave will be determined by the Executive Director based on each employee's function and the number of off hour meetings he/she is required to attend. No employee shall be eligible to accrue more than the amount of their annual Management Leave. Use of Management Leave shall be at the discretion of the Executive Director.
- 4.3 **Sick Leave.** Regular employees (including probationary employees) shall receive sick leave, accumulating at the rate of one day per calendar month up to four hundred eighty (480) hours (prorated for part-time employees based on actual hours worked). Up to sixty (60) days of accrued but unused sick leave may be used toward service credit for CalPERS retirement benefits. Sick leave is available only for the actual illness or injury of an employee or the employee's spouse, registered domestic partner, children, parents, or other dependents.
- 4.4 **Family and Medical Leave.** The Agency may grant regular employees (including probationary employees) up to twelve (12) workweeks of unpaid time off in a 12-month period for the employee's own serious health condition or that of the employee's immediate family member, i.e., child, parent, spouse, or registered domestic partner, or for baby/child bonding after the birth, adoption, or foster care placement of an employee's child.

Employees may exhaust any accrued vacation time and/or sick leave (if the leave is due to the employee's own serious health condition or to care for the serious health condition of an immediate family member as described above) while on unpaid leave. Employees taking family/medical leave due to the birth of a child to that employee's spouse or registered domestic partner, or the adoption or foster placement of a child, or to care for such child, may utilize accrued sick leave and/or vacation time during such leave. Such use of

accrued vacation time and/or sick leave is the only pay such employee will receive from the Agency while on family/medical leave.

- 4.5 **Leave Due to Pregnancy, Child Birth or Related Conditions.** The Agency shall comply with California's Pregnancy Disability Leave Law. Employees may, but are not required to, utilize accrued vacation and sick leave during any pregnancy leave so as to receive pay during some or all such leave.
- 4.6 **Military Leave.** Military leave shall be granted in accordance with federal and state law.
- 4.7 **Bereavement Leave.** In the event of a death in the immediate family of a regular full-time employee, paid leave not chargeable to sick or vacation leave will be granted for a period up to three (3) consecutive scheduled work days for the purpose of making arrangements for, or to attend, the funeral. Employees shall receive one (1) day to attend a funeral for a friend or relative outside their immediate family. Immediate family is defined as spouse, registered domestic partner, child, sister, brother, mother, father, legal guardian, any other person sharing the relationship of in loco parentis, legal dependent, current mother- or father-in-law, grandparents, or grandchildren.
- 4.8 **Jury and Witness Duty Leave.** All regular full-time employees will be granted a leave of absence with pay for all or any part of the time required for jury duty in the manner prescribed by law. The employee must return to work on the same day he or she is excused from service. The employee shall be paid the difference between his/her full salary and any payment received for such duty, except travel pay. All regular full-time employees will be granted a leave of absence with pay for their appearance as a witness in a civil or criminal proceeding (other than as an accused) for any appearance that is solely attributable to the employee's work for the Agency.
- 4.9 **Administrative Procedure.** The Executive Director shall establish specific guidelines and procedures to implement all of the leave policies.

5. Health Insurance and Other Benefits

- 5.1 **Cafeteria Plan.** Alameda CTC provides a Cafeteria Plan for its eligible employees, into which Alameda CTC will pay \$2152 per month per employee. This amount is in addition to the Public Employees' Medical and Hospital Care Act (PEMHCA) minimum required contribution of \$119. With these funds, each participating employee is able to choose the following coverage:
- Health Insurance (through the State of California's Public Employees' Retirement System (CalPERS);
 - Dental Insurance;
 - Vision Care Insurance;
 - Life Insurance;
 - Dependent Life Insurance;
 - Accidental Death and Dismemberment Insurance;
 - Long-term Disability Insurance; and
 - Short-term Disability Insurance.

When an employee is required to work on a less than full-time basis due to medical or other valid reasons, the accrual for the cafeteria plan contribution amount will be prorated by dividing the actual hours worked plus any accrued sick/vacation hours used during the pay period, by the fulltime equivalent hours in the same pay period.

Regular full-time employees who elect not to use the CalPERS health care benefit shall receive \$400 per month which will be paid with each paycheck (\$200 per pay-period) and is subject to all applicable payroll taxes.

Regular part-time employees will receive a prorated amount of the monthly contribution based on actual hours worked.

6. Additional Benefits Programs

6.1 **Transit Subsidy.** All regular full-time employees of the Agency are eligible for \$230 per month in commuter checks (elected to be received by the employee) as a transit subsidy benefit.

6.2 **Tuition Assistance.** Following completion of their probationary period, regular full-time employees are eligible for reimbursement of 90% of tuition fees for job-related courses, subject to budget availability up to \$500 per academic year at an accredited institution each fiscal year, at the sole discretion of the Executive Director.

7. **Other benefits.** The Agency will also provide: (1) A Flexible Spending Account (FSA) program which will be administered through the cafeteria plan for both dependent care expense up to \$5,000 per calendar year and medical expenses up to \$2,500 per calendar year. To participate in and receive benefits in the form of reimbursements for dependent and/or medical care expenses from the FSA, an employee can elect to pay his or her contribution for FSA benefits on a pre-tax salary reduction basis; and, (2) An optional deferred compensation program.

8. **Administrative Procedure.** The Executive Director shall establish specific guidelines and procedures to implement all benefit policies.

9. **Retirement.** All employees of the Agency shall be entitled to membership with the California Public Employees' Retirement System (CalPERS) according to the guidelines established in the CalPERS Retirement Benefits Policy and the applicable contract with CalPERS. The Agency shall contribute to CalPERS each pay period 5% of the 8% employee contribution on behalf of all employees. Such contribution shall be reported to CalPERS as "employee contribution being made by the contracting agency" and shall not be deemed to be "compensation" reportable to CalPERS.

10. **Reimbursement of Expenses.** Alameda CTC will reimburse employees of the Agency for reasonable and normal expenses associated with Alameda CTC business approved by the Executive Director or his designee. An employee may be offered a fixed taxable monthly allowance in lieu of actual expenses, which may be adjusted annually by the Executive Director.
11. **Office Hours.** The offices of the Alameda CTC shall be open for the public between 8:30 a.m. and 5:00 p.m. each weekday, except on Alameda CTC holidays as defined in Paragraph 3.1. Employees are required to be at the Alameda CTC's offices during business hours from Monday through Friday.
12. All provisions of this Resolution shall be effective and pertain to all employees of the Agency as of the date of hire of the employee, or January 1, 2014, whichever is later, unless otherwise provided.
13. The Executive Director is authorized to execute the necessary contracts for the benefits and insurance coverage described herein.
14. This resolution is intended to and shall replace and supersede in its entirety that certain Resolution 13-005 adopted by the Commission on January 24, 2013.

Duly passed and adopted by the Alameda County Transportation Commission at the regular meeting of the Commission held on Thursday, October 24, 2013 in Oakland, California by the following votes:

AYES:

NOES:

ABSTAIN:

ABSENT:

SIGNED:

Scott Haggerty, Chairperson

ATTEST:

Vanessa Lee, Clerk of the Commission

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