



Alameda CTC Commission Agenda Thursday, March 25, 2021, 2:00 p.m.

Due to the statewide stay at home order and the Alameda County Shelter in Place Order, and pursuant to the Executive Order issued by Governor Gavin Newsom (Executive Order N-29-20), the Commission will not be convening at its Commission Room but will instead move to a remote meeting.

Members of the public wishing to submit a public comment may do so by emailing the Clerk of the Commission at vlee@alamedactc.org by 5:00 p.m. the day before the scheduled meeting. Submitted comments will be read aloud to the Commission and those listening telephonically or electronically; if the comments are more than three minutes in length the comments will be summarized. Members of the public may also make comments during the meeting by using Zoom's "Raise Hand" feature on their phone, tablet or other device during the relevant agenda item, and waiting to be recognized by the Chair. If calling into the meeting from a telephone, you can use "Star (*) 9" to raise/ lower your hand. Comments will generally be limited to three minutes in length, or at the discretion of the Chair.

Chair: Pauline Russo Cutter,
Mayor City of San Leandro

Vice Chair: John Bauters,
Councilmember City of Emeryville

Executive Director: Tess Lengyel

Clerk of the Commission: [Vanessa Lee](#)

Location Information:

Virtual Meeting Information: <https://zoom.us/j/93600602888?pwd=aTFBWUFhaUJXb01mcFlQUUVaQWx2UT09>
Webinar ID: 936 0060 2888
Password: 108085

For Public Access Dial-in Information: 1 (669) 900 6833
Webinar ID: 936 0060 2888
Password: 108085

To request accommodation or assistance to participate in this meeting, please contact Vanessa Lee, the Clerk of the Commission, at least 48 hours prior to the meeting date at: vlee@alamedactc.org

Meeting Agenda

1. Call to Order

2. Roll Call

3. Public Comment

4. Chair and Vice Chair Report

5. Executive Director Report

6. Recognition of Safe Routes to Schools Golden Sneaker Award Recipient Page/Action

- | | | |
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| 6.1. Alameda County Safe Routes to Schools Program: Recognition of Golden Sneaker Contest Winner | 1 | |
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7. Consent Calendar

Alameda CTC standing committees approved all action items on the consent calendar, except Item 7.1

- | | | |
|---|----|-----|
| 7.1. Approve February 25, 2021 Commission Meeting Minutes | 5 | A |
| 7.2. FY2020-21 Second Quarter Report of Claims Acted Upon Under the Government Claims Act | 13 | |
| 7.3. Approve the Alameda CTC FY2020-21 Second Quarter Investment Report | 15 | A |
| 7.4. Approve the Alameda CTC FY2020-21 Second Quarter Consolidated Financial Report | 31 | A |
| 7.5. Approve the FY2020-21 Mid-Year Budget Update | 37 | A |
| 7.6. Approve the Administrative Amendments to Various Agreements to Extend Agreement Expiration Dates | 45 | A |
| 7.7. Approve actions associated with the Construction Phase of the I-80 Gilman Interchange Improvements Project, Phase-1 | 49 | A |
| 7.8. Approve Contract Amendment No. 4 to Professional Services Agreement A18-0030 with WMH Corporation for State Route 84 Widening and State Route 84 / Interstate 680 Interchange Improvements Project | 57 | A |
| 7.9. Congestion Management Program (CMP): Summary of the Alameda CTC's Review and Comments on Environmental Documents and General Plan Amendments | 63 | |
| 7.10. Federal, state, regional, and local legislative activities update | 65 | I/A |
| 7.11. Approve Amendment to On-call Planning and Programming Technical Services Contract | 71 | A |

8. Community Advisory Committee Written Reports (Report Included in Packet)

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| 8.1. Independent Watchdog Committee | 73 | |
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9. Programs and Projects Committee

The Programs and Projects Committee approved the following action item, unless otherwise noted in the recommendations.

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| 9.1. Approve Programming Strategy for Metropolitan Transportation Commission's Call for Project Nominations for the Safe and Seamless Mobility Quick-Strike Program | 79 | A |
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10. Closed Session

- | | |
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| 10.1. Pursuant to California Government Code section 54956.9 (d)(1)
Conference with General Counsel regarding current litigation with Union
Pacific Railroad for the 7th Street Grade Separation East Project, Union
Pacific Railroad Company, Plaintiff, v. Alameda County Transportation
Commission, et al., Defendants, filed in Federal District Court. | I |
| 10.2. Pursuant to California Government Code section 54956.9 (d)(4)
Conference with General Counsel on potential litigation regarding the
GoPort Project | I |
| 10.3. Report on Closed Session | I |

11. Hearing to Rescind Resolution of Necessity

- | | | |
|--|-----|---|
| 11.1. Approve Resolution 21-007 of the Alameda County Transportation
Commission Rescinding Previously Adopted Resolution of Necessity
No. 20-011 (Go Port--7th Street Grade Separation East Project) | 101 | A |
|--|-----|---|

Recommendation:

A) Conduct a hearing on a recommendation to adopt Resolution No. 21-007 Rescinding Previously Adopted Resolution of Necessity No. 20-011 related to the 7th Street Grade Separation East ("7SGSE") Project ("Project"); and

B) Adopt, **by at least a four-fifths vote of the membership of the Commission (i.e., at least 18 members)**, Resolution No 21-007 Rescinding Previously Adopted Resolution of Necessity No. 20-011 related to the Go Port --7th Street Grade Separation East Project.

12. Commission Member Reports

13. Adjournment

Next Meeting: April 22, 2021

Notes:

- All items on the agenda are subject to action and/or change by the Commission.
- To comment on an item not on the agenda, submit an email to the clerk or use the Raise Hand feature or if you are calling by telephone press *9 prior to or during the Public Comment section of the agenda. Generally public comments will be limited to 3 minutes.
- Call 510.208.7450 (Voice) or 1.800.855.7100 (TTY) five days in advance to request a sign-language interpreter.
- If information is needed in another language, contact 510.208.7400.
- Call 510.208.7400 48 hours in advance to request accommodation or assistance at this meeting.
- Meeting agendas and staff reports are available on the [website calendar](#).



Alameda CTC Schedule of Upcoming Meetings April 2021

Commission Chair

Mayor Pauline Russo Cutter
City of San Leandro

Commission Vice Chair

Councilmember John Bauters
City of Emeryville

AC Transit

Board President Elsa Ortiz

Alameda County

Supervisor David Haubert, District 1
Supervisor Richard Valle, District 2
Supervisor Wilma Chan, District 3
Supervisor Nate Miley, District 4
Supervisor Keith Carson, District 5

BART

Vice President Rebecca Saltzman

City of Alameda

Mayor Marilyn Ezzy Ashcraft

City of Albany

Councilmember Rochelle Nason

City of Berkeley

Councilmember Lori Droste

City of Dublin

Mayor Melissa Hernandez

City of Fremont

Mayor Lily Mei

City of Hayward

Mayor Barbara Halliday

City of Livermore

Mayor Bob Woerner

City of Newark

Councilmember Luis Freitas

City of Oakland

Councilmember At-Large
Rebecca Kaplan
Councilmember Sheng Thao

City of Piedmont

Councilmember Jen Cavanaugh

City of Pleasanton

Mayor Karla Brown

City of Union City

Mayor Carol Dutra-Vernaci

Executive Director

Tess Lengyel

Commission and Committee Meetings

Time	Description	Date
9:00 a.m.	Multi-Modal Committee (MMC)	April 12, 2021
10:00 a.m.	Programs and Projects Committee (PPC)	
11:30 a.m.	Planning, Policy and Legislation Committee (PPLC)	
2:00 p.m.	Alameda CTC Commission Meeting	April 22, 2021

Advisory Committee Meetings

1:30 p.m.	Alameda County Technical Advisory Committee (ACTAC)	April 8, 2021
9:30 a.m.	Paratransit Program Plan Review Subcommittees	April 26-27, 2021

Due to the statewide stay at home order and the Alameda County Shelter in Place Order, and pursuant to the Executive Order issued by Governor Gavin Newsom (Executive Order N-29-20), the Commission will not be convening at its Commission Room but will instead move to a remote meeting.

Meeting materials, directions and parking information are all available on the [Alameda CTC website](http://www.AlamedaCTC.org). Meetings subject to change.



Memorandum

6.1

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Denise Turner, Associate Program Analyst/Program Manager

SUBJECT: Alameda County Safe Routes to Schools Program: Recognition of Golden Sneaker Contest Winner

Recommendation

This item provides an update to the Commission regarding the Safe Routes to Schools (SR2S) Program's Golden Sneaker Contest. The winner will be announced at the Commission's March meeting and an award will be presented to the winning school by the Commission Chair. This item is for information only.

Summary

The Safe Routes to Schools (SR2S) Golden Sneaker Contest was held March 1-5, 2021. This year, students from 62 schools in Alameda County participated in the annual Golden Sneaker Contest. This week-long event encouraged students to track their activity, and the classroom with the most activity was selected as a winner from each participating school. School tallies were also calculated for the highly coveted title of Platinum Sneaker winner, which is awarded to the top-ranking school county-wide. Teachers supported their students by facilitating time each school day to tally various eligible activities including walking, biking, skateboarding, taking transit, and for the first time this year given remote schooling, indoor activities such as yoga. The event was an exciting way to encourage students to stay active and use different modes of travel, keep our communities safe and well, enhance connection between teachers and students, and celebrate the mission of SR2S.

Due to distanced learning and social distancing, the program redesigned this annual event into a virtual contest. The Platinum Sneaker-winning school will receive a large-scale winners' banner for when they can welcome students back to campus. In addition, a digital certificate bestowed by the Commission Chair will be presented to the representative(s) of the winning school and the top platinum classroom. Separately, students from the winning classrooms at each school site will receive digital certificates of

recognition, special zoom backgrounds, and a link to a pre-recorded physical activity video from the Golden State Warriors. We will announce the winners on social media and in our newsletter and share the exciting news with our partners such as School Districts, Schools and friends of SR2S. Additional information about the event can be found on the [Golden Sneaker Contest event webpage](#).

Program Background

The SR2S Program was established in 2006 through a local grant-funded pilot program. The following year, the Alameda County Transportation Improvement Authority (ACTIA) authorized \$1.3 million in Measure B funds to continue the program. The program is now administered and managed by the Alameda CTC and is funded through a combination of federal, state and local funds.

The SR2S Program promotes safe active and shared transportation choices as fun and easy options for parents and students to travel to and from school. The program offers direct support and various program elements to public elementary, middle, and high schools in Alameda County, and it fosters partnerships and collaborates with school communities across the county to promote active (walking and rolling) and shared (carpooling and transit) transportation options while emphasizing and teaching safety.

Fiscal Impact: There is no fiscal impact. This is an information item only.

Attachment:

- A. Golden Sneaker Contest [List of Participating Schools](#)



2021 Golden Sneaker Contest Participating Schools by School District

Oakland Unified School District
Horace Mann Elementary
West Oakland Middle
Community United & Futures Elementary (two schools combined into one)
Westlake Middle
Emerson Elementary
International Community School
Reach Academy
Sankofa Academy
ACORN Woodland Elementary
Bella Vista Elementary
Piedmont Avenue Elementary
Joaquin Miller Elementary
EnCompass Academy Elementary
Burckhalter Elementary
Esperanza Elementary
Think College Academy
Lincoln Elementary
Bridges Academy
La Escuelita Elementary
Alameda County Office of Education
Cox Academy
Alameda Unified School District
Amelia Earhart Elementary Alameda
Ruby Bridges Elementary
Love Elementary (formerly Henry Haight)
The Academy of Alameda Elementary
Albany City Unified School District
Ocean View Elementary
Pleasanton Unified School District
Henry P. Mohr Elementary
Fairlands Elementary
Vintage Hills Elementary
Livermore Valley Joint Unified School District
Andrew N. Christensen Middle
Sunset Elementary



2021 Golden Sneaker Contest Participating Schools by School District

New Haven Unified School District (Union City/Hayward)
Tom Kitayama Elementary
Alvarado Elementary
Delaine Eastin Elementary
Pioneer Elementary
Hillview Crest Elementary
Guy Emanuele
Searles Elementary
Fremont Unified School District
James Leitch Elementary
O. N. Hirsch Elementary
Brier Elementary
E. M. Grimmer Elementary checked
G. M. Walters Junior High
Parkmont Elementary
Brookvale Elementary checked
Harvey Green Elementary
Oliveira Elementary
Hayward Unified School District Hayward
Cherryland Elementary
Cesar Chavez Middle
Lorin A. Eden Elementary
San Leandro Unified School District
Wilson Elementary
Madison Elementary
Berkeley Unified School District
Longfellow Arts and Technology Middle.
Berkeley Arts Magnet at Whittier
Castro Valley Unified School District
Chabot Elementary
Stanton Elementary
Creekside Middle
Dublin Unified School District
Frederiksen Elementary
J. M. Amador Elementary
Harold William Kolb
Cottonwood Creek
Dublin Elementary



Alameda County Transportation Commission Commission Meeting Minutes Thursday, February 25, 2021, 2 p.m.

7.1

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

1. Call to Order

2. Roll Call

A roll call was conducted. All members were present with the exception of Commissioner Freitas, Miley, Mei and Valle.

Commissioner Cox attended as an alternate for Commissioner Chan.

Subsequent to the roll call:

Commissioner Freitas arrived during item 9. Commissioner Kaplan left during item 10.1.

3. Public Comment

There were no public comments.

4. Chair and Vice Chair Report

Chair Cutter stated that Alameda CTC continues to deliver projects and implement programs despite the pandemic. She noted that the Commission will continue to do its part in the economic recovery by getting projects into construction and keeping a continued focus on project development and program delivery for on-going investments throughout the county. She announced a funding opportunity for the Safe Routes to Schools Mini-Grant Program, which is available to cities and unincorporated areas in Alameda County. She noted that staff is presenting the Multimodal Performance Report that identifies emerging trends that help shape policy and decision-making throughout the agency. Chair Cutter concluded by reminding Commissioners of virtual meeting best practices and by informing Commissioners of her key initiatives for the year, which include: Advancing Active Transportation and Safety for All Ages and Abilities; Advancing Transit-Oriented Development (TOD) to support Transportation, Housing and Jobs, and Delivering Environmentally supportive and Equity focused investments and programs.

Vice Chair Bauters provided instructions to the Commission regarding technology procedures including instructions on administering public comments during the meeting.

5. Executive Director Report

Tess Lengyel, Executive Director, noted that Alameda CTC is fully committed to continuing to support the promise to the voters for high quality planning and project delivery and for helping with economic recovery and access. Ms. Lengyel stated that every year Alameda CTC does a Golden Sneaker Contest as part of the agency's Safe Routes to Schools Program. Ms. Lengyel noted that the annual contest encourages travel mode shift for kids going to school; however, this year, due to COVID-19, the contest will be held virtually. She stated that 100 schools have signed up and the contest will be held March 1, 2021 through March 5, 2021. The winners of the competition will be identified

and Alameda CTC will formally recognize the winning school at the March Commission meeting. Ms. Lengyel concluded by highlighting progress and key efforts made by staff on various projects and programs, which included looking at supporting hydrogen fuel options in Alameda County.

Commissioner Kaplan expressed her appreciation of Alameda CTC's leadership team for their work on the hydrogen fuel cell grant application. She suggested reaching out to state leaders to encourage them to provide funding for this effort.

Commissioner Halliday asked for more information on hydrogen fuel options and the potential partnership with bus manufacturers throughout the County. Ms. Lengyel stated that Gillig is a bus manufacturer in the Tri-valley. Alameda CTC, LAVTA and Contra Costa County are starting discussions and coordinating on hydrogen fuel options for the County. Commissioner Woerner added that the idea is to bring as many private and public partners into the conversations as possible.

Commissioner Ortiz commented that AC Transit has had several hydrogen fuel buses for the last 17 years and she encouraged interested individuals to reach out to AC Transit for information.

6. Consent Calendar

- 6.1.** Approve January 28, 2021 Special Meeting Minutes (Saltzman stated that she attended the meeting for about 15 minutes)
- 6.2.** Approve January 28, 2021 Commission Meeting Minutes
- 6.3.** Approve Transportation Fund for Clean Air (TFCA) FY 2021-22 Expenditure Plan Application and Call for Projects
- 6.4.** Approve actions necessary to facilitate project advancement into the Preliminary Engineering / Environmental phase for the State Route 262 (Mission Blvd) Cross Connector Project – Phase 1
- 6.5.** Approve actions necessary to facilitate project advancement into the construction phase for the I-680 Southbound Express Lanes from SR-84 to Alcosta Boulevard Project
- 6.6.** Approve Amendment No. 4 to Agreement A16-0075 with HNTB Corporation for the I-680 Sunol Express Lanes Project for System Manager services
- 6.7.** Congestion Management Program (CMP): Summary of the Alameda CTC's Review and Comments on Environmental Documents and General Plan Amendments
- 6.8.** Community Advisory Committee Appointments

Commissioner Saltzman commented that she attended the January 28, 2021 Special Meeting and requested that her attendance be reflected in the minutes.

Commissioner Mei thanked the Commission and Alameda CTC for supporting Fremont on items 6.4 and item 6.3. to help make these projects fundable.

Commissioner Saltzman moved to approve the consent calendar. Commissioner Ezzy Ashcraft seconded the motion. The motion passed with the following roll call votes:

Yes: *Bauters, Brown, Carson, Cavanaugh, Cox, Cutter, Droste, Dutra-Vernaci, Ezzy Ashcraft, Halliday, Haubert, Hernandez, Kaplan, Mei, Miley, Nason, Ortiz, Saltzman, Thao, Woerner*

No: *None*

Abstain: *None*

Absent: *Freitas, Valle*

7. Community Advisory Committee Written Reports

7.1. Bicycle and Pedestrian Advisory Committee Summary Minutes

Tess Lengyel stated that the written report was included in the packet.

8. Planning, Policy and Legislation Committee

8.1. 2020 Multimodal Performance Report Update

Tess Lengyel stated that as Alameda CTC's role as a congestion management agency, staff annually develops and presents data on the performance of Alameda County's multimodal transportation system. Ms. Lengyel noted that this year, the report is different because it focuses on the effects of COVID-19 on the transportation system. She stated that staff used a combination of data sources, some of which are different than what is typically used, to have the most up-to-date data. She introduced Chris Marks to present the 2020 Multimodal Performance Report. Mr. Marks stated that each year Alameda CTC prepares a summary of the state of the transportation system within Alameda County, tracking a series of key performance metrics for the countywide multimodal transportation system. The purpose of this report is to explain emerging trends that shape policy and decision-making throughout the agency. Typically, the annual performance report reflects multi-year shifts and gradual trends over a variety of important indicators. However, 2020 was a year unlike any other and the COVID-19 pandemic altered transportation in Alameda County so quickly and so radically that many of the standard instruments of measurement typically used for the performance report would fail to capture the current state of the system. The 2020 Multimodal Performance Report was developed using a new methodology to shed light on the transportation system with a more real-time analysis of available metrics. The 2020 Multimodal Performance Report examines transportation as of early 2020, before the onset of the COVID-19 pandemic in Alameda County, and then presents available data for transit, autos, goods movement and active transportation in the months following March 2020.

Commissioner Cutter asked how will Alameda CTC implement the golden sneaker contest during the pandemic. Ms. Lengyel stated that the contest is virtual this year.

Commissioner Brown asked why are AC Transit numbers so impressive during COVID and LAVTA Wheels ridership is down significantly. Mr. Marks stated that many of AC Transit riders are transit dependent. Commissioner Ortiz stated that 60 to 63 percent of AC Transit riders are low income riders who are dependent on using AC Transit to get to their jobs.

Commissioner Kaplan commented that there are advocacy efforts at the state level to reclassify AC Transit bus drivers so they can be vaccinated; however only bus

drivers who are driving the shuttle to the vaccine sites are currently being vaccinated.

Commissioner Salzman asked if staff considered moving bicycle and pedestrian counts to a different time of year because of the wildfire season. Mr. Marks stated that Alameda CTC avoided counting periods when the air quality index was high and that if year after year we see fires during the time of our counts, we may consider changing the timing of when the agency performs the counts.

Commissioner Saltzman commented that San Francisco Mayor Breed decided on March 24, 2021 that transit workers count under emergency services and they began vaccinating Muni workers. BART confirmed that this applies to all transit workers that live or work in San Francisco. She noted that this is now a model to include all transit workers and other counties may emulate San Francisco.

Commissioner Haubert stated that he has had discussions with the teamsters that staff the buses at LAVTA and they are concerned about the transit operators not being vaccinated. He also stated that he agrees with the approach that San Francisco has taken for their transit operators.

Commissioner Ortiz commented that schools will re-open soon and AC Transit buses will only be able to carry 10 students. She expressed her concern that many children will be left at the bus stops and having the drivers vaccinated will help with this problem.

Commissioner Halliday commented that speed was mentioned as a key driver of the injuries and she noted that lobbying for automated speed enforcement was part of Alameda CTC's legislative platform.

A public comment was made by Dave Campbell, Bike East Bay requesting backup information on AC Transit essential routes and trips as well as support data for the bicycle counts and crash data. He noted that he shared the link with Commissioner Bauters about the Bay Area crash data and requested him to share the link with other Commissioners. Commissioner Bauters stated that he will share the link with staff, which is: <https://tims.berkeley.edu/covid19.php>.

8.2. State and federal legislative activities update and approval of the 2021 Legislative Program

Maisha Everhart provided an update on state and federal legislative activities. Ms. Everhart stated that at the federal level, the \$1.9 Trillion COVID relief bill continues to move forward and is anticipated to be approved by March 14, 2021. Ms. Everhart noted that the bill includes \$30 Billion for transit. She stated that Congress is moving forward with a Surface Transportation bill with discussion starting this spring. Ms. Everhart informed the Commission that Alameda CTC is in the process of scheduling meetings with the agency's delegation in March and with President Biden's Administration in April. Ms. Everhart stated the state legislature reconvened on January 11, 2021. The deadline for bills to be introduced is February 19, 2021. Once bills are introduced, staff will bring relevant legislation to the Commission for consideration.

Commissioner Ortiz asked if Alameda CTC is following up with California State Transportation Agency (CalSTA) Climate Action Plan for Transportation Infrastructure (CAPTI). Ms. Lengel stated that CalSTA will present an item to the Bay Area County Transportation Agencies on March 26, 2021 and staff will bring an update to the Commission.

9. Closed Session

The Commission went to closed session item 9.1 pursuant to California Government Code section 54956.9 (d)(4) Conference with General Counsel regarding anticipated litigation related to proposed acquisition of real property interests necessary for the I-80/Gilman Street Interchange Project; item 9.2 pursuant to California Government Code section 54956.9 (d)(1) Conference with General Counsel regarding current litigation with Union Pacific Railroad for the 7th Street Grade Separation East Project, Union Pacific Railroad Company, Plaintiff, v. Alameda County Transportation Commission, et al., Defendants, filed in Federal District Court; and item 9.3 pursuant to California Government Code section 54569 (d)(2) Conference with General Counsel regarding potential litigation regarding implementation of the GoPort Project.

9.4. Report on Closed Session

Alameda CTC General Counsel Zack Wasserman stated that no action was taken in closed session for items 9.1 and 9.3.

In regards to Item 9.2 on the agenda, Mr. Wasserman reported that a motion was made to file an appeal with the Ninth Circuit Court of Appeals of the Federal District Court. The motion included filing a petition with the Surface Transportation Board to take up the matter and to decide that it is not preempted by federal law. Mr. Wasserman stated that further directions were given to legal counsel related to right-of-way matters. The motion was made by Commissioner Miley and seconded by Commissioner Bauters. The motion was unanimously approved by the 21 members that were present.

10. Resolution of Necessity Hearing

10.1. Consideration of Adoption of three Resolutions of Necessity Authorizing Filing of Eminent Domain Actions to Acquire Real Property Interests Necessary for the Interstate 80/Gilman Street Interchange Improvement Project

Amara Morrison, Legal counsel, provided a brief overview on the resolutions of necessity. Trinity Nguyen provided an overview of the project and recommended that the Commission conduct hearings on Resolutions of Necessity and consider all the evidence presented for the acquisition of the real property interests necessary for the Interstate 80 (I-80)/Gilman Street Interchange Improvement Project (Project) as outlined in the report. It was recommended that the Commission adopt, by at least a four-fifths vote of the membership of the Commission (i.e., at least 18 members), Resolutions of Necessity making the findings that the public interest and necessity require the Project; that the Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury; that the property interests sought to be acquired are necessary for the Project; and that the offers required by Section 7267.2 of the Government Code have been

made to the owners of record, and authorizing the commencement of eminent domain proceedings.

Chair Cutter opened the public hearing for Resolution 21-004.

A public comment was made by Peggy O'Laughlin, Counsel for the property owner Golden Gate Land Holdings. She noted that the property owner is in settlement discussions with Alameda CTC and is actively working on a right-of-away contract that has the agency constructing the alternative access road to Golden Gate Fields. Ms. Laughlin stated that the Resolution of Necessity (RON) is based on a different project description that now puts responsibility on the owner for constructing the alternative access road. Golden Gate Land Holdings is objecting to the adoption of the RON to reserve all of its rights in a potential condemnation proceeding. She noted that among the evidence before the Commission is a letter from the property owners that provided comments on their preferred alternative and issues raised regarding the legal authority of Alameda CTC taking this action.

Chair Cutter closed the public hearing.

Commissioner Bauters moved to approve Resolution 21-004. Commissioner Carson seconded the motion. The motion passed with the following roll call votes:

Yes: Bauters, Brown, Carson, Cavanaugh, Cox, Cutter, Droste, Dutra-Vernaci, Halliday, Haubert, Hernandez, Kaplan, Mei, Miley, Nason, Ortiz, Saltzman, Woerner
No: None
Abstain: None
Absent: Freitas, Thao, Valle

Chair Cutter opened the public hearing for Resolution 21-005. There were no public comments. Chair Cutter closed the public hearing.

Commissioner Bauters moved to approve Resolution 21-005. Commissioner Carson seconded the motion. The motion passed with the following roll call votes:

Yes: Bauters, Brown, Carson, Cavanaugh, Cox, Cutter, Droste, Dutra-Vernaci, Ezzy Ashcraft, Halliday, Haubert, Hernandez, Kaplan, Mei, Miley, Nason, Ortiz, Saltzman, Woerner
No: None
Abstain: None
Absent: Freitas, Thao, Valle

Chair Cutter opened the public hearing for Resolution 21-006.

A public comment was made by Ignacio De La Fuente, representing the Glass, Molders, Pottery, Plastics, and Allied Workers International Union. He is in support of the RON for this property and noted that the property is held in a pension trust for the works. Mr. De La Fuente addressed the joint venture ownership of that property.

A public comment was made by Lee Gotshall-Maxon, representing the pension trust for this property. He suggested to amend the resolution description of what is being taken from abutters rights to just rights of access. He noted that this has been discussed with Alameda CTC's attorneys.

Chair Cutter closed the public hearing.

Commissioner Bauters moved to approve Resolution 21-006. Commissioner Nason seconded the motion. The motion passed with the following roll call votes:

Yes: Bauters, Brown, Carson, Cavanaugh, Cox, Cutter, Droste, Dutra-Vernaci, Ezzy Ashcraft, Halliday, Haubert, Hernandez, Mei, Miley, Nason, Ortiz, Saltzman, Thao, Woerner

No: None

Abstain: None

Absent: Freitas, Kaplan, Valle

11. Commission Member Reports

Commissioner Cutter stated that next week is Read to America and suggested to have the families read a book.

12. Adjournment

The next meeting is Thursday, March 25, 2021 at 2:00 p.m.

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Memorandum

7.2

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE:	March 18, 2021
TO:	Alameda County Transportation Commission
FROM:	Patricia Reavey, Deputy Executive Director of Finance and Administration
SUBJECT:	FY2020-21 Second Quarter Report of Claims Acted Upon Under the Government Claims Act

Recommendation

This item is to provide the Commission with an update on the FY2020-21 Second Quarter Report of Claims Acted upon under the Government Claims Act. This item is for information only.

Summary

There were no actions taken by staff under the Government Claims Act during the second quarter of FY2020-21.

Background

Tort claims against Alameda CTC and other California government entities are governed by the Government Claims Act (Act). The Act allows the Commission to delegate authority to an agency employee to review, reject, allow, settle, or compromise tort claims pursuant to a resolution adopted by the Commission. If the authority is delegated to an employee, that employee can only reject claims or allow, settle, or compromise claims \$50,000 or less. The decision to allow, settle, or compromise claims over \$50,000 must go before the Commission for review and approval.

California Government Code section 935.4 states:

“A charter provision, or a local public entity by ordinance or resolution, may authorize an employee of the local public entity to perform those functions of the governing body of the public entity under this part that are prescribed by the local public entity, but only a charter provision may authorize that employee to allow, compromise, or settle a claim against the local public

entity if the amount to be paid pursuant to the allowance, compromise or settlement exceeds fifty thousand dollars (\$50,000). A Charter provision, ordinance, or resolution may provide that, upon the written order of that employee, the auditor or other fiscal officer of the local public entity shall cause a warrant to be issued upon the treasury of the local public entity in the amount for which a claim has been allowed, compromised, or settled."

On June 30, 2016, the Commission adopted a resolution which authorized the Executive Director to reject claims or allow, settle, or compromise claims up to and including \$50,000.

There have only been a handful of small claims filed against Alameda CTC and its predecessors over the years, and many of these claims were erroneously filed, and should have been filed with other agencies (such as Alameda County, AC Transit, and Caltrans). As staff moves forward with the implementation of Measure BB, Alameda CTC may experience an increase in claims against the agency as Alameda CTC puts more projects on the streets and highways of Alameda County and as Alameda CTC's name is recognized as a funding agency on these projects. Staff works directly with the agency's insurance provider, the Special District Risk Management Authority (SDRMA), when claims are received so that responsibility may be determined promptly and they might be resolved expediently or referred to the appropriate agency. This saves Alameda CTC money because when working with the SDRMA directly, much of the legal costs to address these claims are covered by insurance.

Fiscal Impact: There is no fiscal impact. This is an information item only.



Memorandum

7.3

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Patricia Reavey, Deputy Executive Director of Finance/Administration
Lily Balinton, Principal Financial Analyst

SUBJECT: Approve the Alameda CTC FY2020-21 Second Quarter Investment Report

Recommendation

It is recommended that the Commission approve the Alameda CTC FY2020-21 Second Quarter Investment Report.

Summary

Alameda CTC's investments for the second quarter were in compliance with the Agency's investment policy, and the Agency has sufficient cash flow to meet expenditure requirements over the next six months.

The Consolidated Investment Report as of December 31, 2020 (Attachment A) provides balance and average return on investment information for all investments held by Alameda CTC at the end of the second quarter of fiscal year 2020-21. The report also shows balances as of June 30, 2020 for comparison purposes. The *Portfolio Review for the Quarter Ending December 31, 2020* (Attachment B), prepared by Public Trust Advisors, provides a review and outlook of market conditions and information regarding investment strategy, portfolio allocation, compliance, and returns by portfolio compared to the benchmarks.

Background

The following are highlights of key investment balance information as of December 31, 2020 compared to prior year-end balances:

- The 1986 Measure B investment balance increased by \$1.3 million or 0.9 percent related to investment earnings.
- The 2000 Measure B investment balance increased \$18.9 million or 10.0 percent due to 2000 Measure B sales tax collections outpacing expenditures

during the first half of the fiscal year, in addition to the sales tax funds accumulated in the Bond Principal Fund reserved for the debt service payment due in March 2021.

- The 2014 Measure BB investment balance decreased \$19.8 million or 12.4 percent due to payments for Measure BB capital project expenditures outpacing sales tax revenues in the first half of the fiscal year as progress on Measure BB projects moves forward.
- The Non-Sales Tax investment balance increased \$5.7 million or 4.8 percent due to various items including deferred expenditures and the collection of FY2020-21 Member Agency Fees and deferred revenues for projects in the first half of the fiscal year.

Investment yields have decreased from last fiscal year with an approximate average return on investments of 1.1 percent through December 31, 2020 compared to the prior year's average return of 2.1 percent. Return on investments for most funds were projected for the FY2020-21 budget year at approximately 1.0 percent.

Fiscal Impact: There is no fiscal impact associated with the requested action.

Attachments:

- A. Consolidated Investment Report as of December 31, 2020
- B. Portfolio Review for Quarter Ending December 31, 2020 (provided by Public Trust Advisors)
- C. Holdings by Security Type as of December 31, 2020

Alameda CTC Consolidated Investment Report As of December 31, 2020							
1986 Measure B	Un-Audited	Interest Earned				FY 2019-2020	
	Investment Balance	As of December 31, 2020				Investment Balance	Interest earned
		Interest earned	Approx. ROI	Budget	Difference	June 30, 2020	FY 2019-2020
Bank Accounts	\$ 615,934	\$ 7	0.00%			\$ 711,039	\$ 633
State Treasurer Pool (LAIF) ⁽¹⁾	17,892,519	65,692	0.73%			13,308,410	186,619
Investment Advisor ^{(1) (2)}	124,656,797	1,193,314	1.91%			127,883,958	3,236,530
1986 Measure B Total	\$ 143,165,250	\$ 1,259,013	1.76%	\$ 700,000	\$ 559,013	\$ 141,903,407	\$ 3,423,782
						Approx. ROI	2.41%
2000 Measure B	Un-Audited	Interest Earned				FY 2019-2020	
	Investment Balance	As of December 31, 2020				Investment Balance	Interest earned
		Interest earned	Approx. ROI	Budget	Difference	June 30, 2020	FY 2019-2020
Bank Accounts	\$ 3,897,854	\$ 199	0.01%			\$ 2,130,652	\$ 16,495
State Treasurer Pool (LAIF) ⁽¹⁾	60,129,228	206,177	0.69%			48,329,778	628,781
Investment Advisor ^{(1) (2)}	121,073,693	1,162,043	1.92%			127,831,715	3,370,317
2014 Series A Bond Revenue Fund ⁽¹⁾	838	-	0.00%			838	10
2014 Series A Bond Interest Fund ^{(1) (2)}	1,083,360	254	0.06%			1,083,059	16,614
2014 Series A Bond Principal Fund ^{(1) (2)}	20,838,237	9,328	0.13%			8,708,557	212,053
Project Deferred Revenue ^{(1) (3)}	380,645	1,480	0.78%			402,273	9,764
2000 Measure B Total	\$ 207,403,855	\$ 1,379,481	1.33%	\$ 905,000	\$ 474,481	\$ 188,486,872	\$ 4,254,034
						Approx. ROI	2.26%
2014 Measure BB	Un-Audited	Interest Earned				FY 2019-2020	
	Investment Balance	As of December 31, 2020				Investment Balance	Interest earned
		Interest earned	Approx. ROI	Budget	Difference	June 30, 2020	FY 2019-2020
Bank Accounts	\$ 490,786	\$ 111	0.05%			\$ 4,653,766	\$ 15,538
State Treasurer Pool (LAIF) ⁽¹⁾	76,027,308	303,801	0.80%			60,913,897	1,212,667
Investment Advisor ^{(1) (2)}	62,519,810	271,338	0.87%			94,604,658	2,163,805
Project Deferred Revenue ^{(1) (3)}	1,569,908	2,429	0.31%			268,357	28,103
2014 Measure BB Total	\$ 140,607,812	\$ 577,679	0.82%	\$ 575,000	\$ 2,679	\$ 160,440,678	\$ 3,420,113
						Approx. ROI	2.13%
Non-Sales Tax	Un-Audited	Interest Earned				FY 2019-2020	
	Investment Balance	As of December 31, 2020				Investment Balance	Interest earned
		Interest earned	Approx. ROI	Budget	Difference	June 30, 2020	FY 2019-2020
Bank Accounts	\$ 9,227,250	\$ 264	0.01%			\$ 3,934,443	\$ 16,668
State Treasurer Pool (LAIF) ⁽¹⁾	45,240,696	170,210	0.75%			45,626,235	764,931
California Asset Management Program (CAMP)	57,645,244	67,242	0.23%			57,578,002	975,153
Project Deferred Revenue ^{(1) (3)}	12,130,757	42,072	0.69%			11,421,015	207,639
Non-Sales Tax Total	\$ 124,243,947	\$ 279,788	0.45%	\$ 525,000	\$ (245,212)	\$ 118,559,695	\$ 1,964,391
						Approx. ROI	1.66%
Alameda CTC TOTAL	\$ 615,420,864	\$ 3,495,961	1.14%	\$ 2,705,000	\$ 790,961	\$ 609,390,652	\$ 13,062,320

Notes:

- (1) All investments are marked to market on the financial statements at the end of the fiscal year per GASB 31 requirements.
 (2) See attachments for detail of investment holdings managed by Investment Advisor.
 (3) Project funds in deferred revenue are invested in LAIF with interest accruing back to the respective projects, as required per individual funding contracts.

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**Alameda County Transportation Commission
Portfolio Review for the Quarter Ending December 31, 2020**

Fixed Income Market Review and Outlook

As COVID-19 vaccines slowly work their way across the world, we begin the new year with hopes that this year will be much better than the last. But despite this renewed optimism, many familiar headwinds persist. New virus cases are spiking throughout the country, threatening to overrun our healthcare system and offsetting the positive effect of inoculations. Unemployment remains elevated with a disproportional impact across races, education levels, and income classes. The \$900 billion COVID relief package passed by Congress in December will assist the unemployed and small businesses, alleviating some of the pain as the pandemic drags on.

Unfortunately, nearly four million Americans have been out of work for at least 27 weeks, the threshold for long-term unemployment. The reversal of public health orders can be directly attributed to December's 140k drop in non-farm payrolls, where restaurants, bars, and hotels felt the brunt of fresh pandemic restrictions. So far, the vaccine rollout has been confined to front-line health care workers and the retired which does not lend to job growth in the immediate future. Until the vaccine has been distributed to a meaningful portion of the population, the labor market will remain constrained.

A tenuous transfer of power in Washington D.C. also brings uncertainty to fiscal policy. With the Democrats gaining control of the White House and Congress, it will be easier to push their agenda through, fueling growth and inflation expectations for this year with tax reform on the horizon. Further fiscal support may include aid for state and local governments, enhanced unemployment benefits, and additional stimulus checks paid directly to households.

Meanwhile, the Federal Reserve remains steadfast in its commitment to ultra-low rates while ensuring robust financial conditions. President-Elect Biden's nomination of Janet Yellen to serve as U.S. Secretary to the Treasury should ensure a productive relationship between the Fed and the new administration. Building a bridge to the other side of the pandemic remains the primary concern for all parties involved.

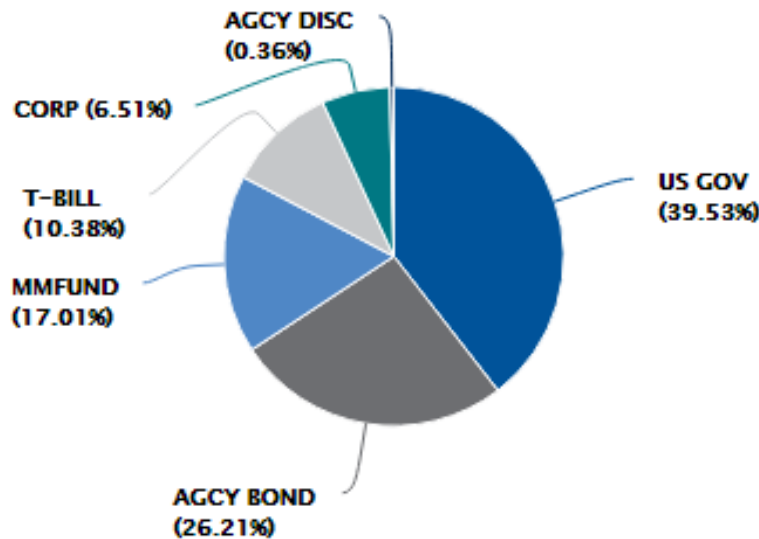
Short-term interest rates were generally unchanged while intermediate to long-term rates increased over the quarter. Two-year Treasury yields closed the period roughly one basis point (0.01%) lower at 0.12% while ten-year Treasury yields rose 23 basis points to 0.92%. Short-term interest rates remain near zero with expectations for continued accommodative policy helping to suppress more intermediate-term yields. Longer-term yields increased over the quarter as the Fed reconfirmed its commitment to accommodative policy during the pandemic by continuing its Large Scale Asset Purchase program and allowing inflation to run higher than its 2% target under its updated monetary policy framework.

Investment Strategy Update

Alameda CTC's liquidity portfolios remain invested in shorter-term securities to match anticipated expenditure dates to provide necessary liquidity for ongoing project costs. The longer-term core portfolios remain invested in eligible and permitted securities with overall portfolio durations maintained close to benchmark to mitigate the risk that potentially unanticipated interest rate changes may have on market value performance. The portfolios' continued allocation to high-quality corporate bonds served to enhance overall portfolio yield while high quality corporate bond yield spreads tightened further over the period and benefited from the Fed's primary and secondary corporate credit facilities which continue to bolster confidence in the sector.

Portfolio Allocation

Provided below is a summary of the Alameda CTC consolidated portfolio as of the quarter ended December 31, 2020.



U.S. Treasury Notes/Bonds:	39.53%
U.S. Agency Bonds:	26.21%
Money Market Fund:	17.01%
U.S. Treasury Bills:	10.38%
U.S. Corporate Bonds:	6.51%
U.S. Agency Discount Notes:	0.36%

Compliance with Investment Policy Statement

As of the quarter ending December 31, 2020, the Alameda CTC portfolios were in compliance with the adopted investment policy.

Core Portfolios

The portfolios' performance is reported on a total 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), but does not include the deduction of management fees. Total return performance for the core 1986 and 2000 Measure B Portfolios (the Portfolios) for the quarter ending December 31, 2020 is summarized in the table below. The Portfolios outperformed their respective benchmarks over the quarter as Portfolio durations drifted shorter and valuation improved, while benefiting from higher yields and tightened credit spreads from the Portfolio's increased allocation to high quality corporate bonds.

<i>Core Portfolio & Benchmark Total Return ¹</i>	
1986 Measure B Portfolio	2000 Measure B Portfolio
Portfolio Return: 0.10 %	Portfolio Return: 0.09 %
Benchmark Return: 0.07%	Benchmark Return: 0.07 %

¹ Note: Past performance is not an indication of future results. Performance is presented prior to the deduction of investment management fees.

1986 Measure B benchmark is the BofAML 1-3 Year AAA-AA US Corporate & Government Index.

2000 Measure B benchmark is the BofAML 1-3 Year AAA-AA US Corporate & Government Index.

Over the quarter, duration drifted shorter with values of 1.61 in the core 1986 Measure B portfolio and 1.52 in the core 2000 Measure B portfolio, compared to the benchmark duration of 1.82 as of December 31, 2020.

The Portfolios' yield to maturity, representing 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. Portfolio yield to maturity for the quarter ending December 31, 2020 is summarized below:

<i>Core Portfolio & Benchmark Yield to Maturity</i>	
1986 Measure B Portfolio	2000 Measure B Portfolio
Portfolio YTM: 0.14%	Portfolio YTM: 0.15%
Benchmark YTM: 0.15%	Benchmark YTM: 0.15%

Liquidity and Bond Portfolios

The liquidity portions of the 1986 and 2000 Measure B portfolios (Liquidity portfolios), as well as the 2014 Measure BB and the Bond Interest and Principal Fund portfolios, remain invested in either short-term cash equivalents or permitted high grade fixed income securities with maturity dates matched to appropriate anticipated expenditure and debt service payment dates.

One way to measure the anticipated return of the Liquidity and Bond portfolios is their yield to maturity. This is the return the portfolio will earn in the future if all securities are held to maturity. This calculation is based on the current market value of the portfolio. The yield to maturity and weighted average maturity (WAM) for the Liquidity and Bond portfolios and comparable maturity U.S. Treasury securities as of the quarter ending December 31, 2020 are summarized below:

<i>Liquidity Portfolio & Comparable Maturity U.S. Treasury Security Yield to Maturity</i>		
1986 Measure B Portfolio	2000 Measure B Portfolio	2014 Measure BB Portfolio
Portfolio YTM: 0.12%	Portfolio YTM: 0.13%	Portfolio YTM: 0.05%
Comparable TSY YTM: 0.11%	Comparable TSY YTM: 0.09%	Comparable TSY YTM: 0.06%
Portfolio WAM: 1.1 Years	Portfolio WAM: 0.7 Years	Portfolio WAM: 0.1 Years

¹ Note: The WAM is the weighted average amount of time until the securities in the portfolio mature.

<i>Bond Portfolio & Comparable Maturity U.S. Treasury Security Yield to Maturity</i>	
Interest Fund Portfolio	Principal Fund Portfolio
Portfolio YTM: 0.06%	Portfolio YTM: 0.06%
Comparable TSY YTM: 0.07%	Comparable TSY YTM: 0.07%
Portfolio WAM: 0.15 Years	Portfolio WAM: 0.15 Years

¹ Note: The WAM is the weighted average amount of time until the securities in the portfolio mature.

For the quarter ending December 31, 2020, the Alameda CTC Series 2014 Bonds Interest Fund and Principal Fund portfolios were invested in compliance with Section 5.11 of the Bond Indenture dated February 1, 2014.

Holdings by Security Type ACTC

Base Currency: USD As of 12/31/2020

ACTC 1986 Measure B (159781)

Dated: 01/15/2021

AGCY BOND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G0S38	01/05/2022	5,800,000.00	101.9030	5,910,373.94	5,705,283.80	5,767,758.05	2.575	4.655%	AA+	Aaa
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G04Q3	05/22/2023	2,480,000.00	100.2361	2,485,854.73	2,474,544.00	2,475,579.37	0.325	1.958%	AA+	Aaa
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G05G4	07/10/2023	1,850,000.00	100.2388	1,854,417.74	1,849,790.95	1,849,814.18	0.254	1.460%	AA+	Aaa
FEDERAL HOME LOAN MORTGAGE CORP	3137EAER6	05/05/2023	2,500,000.00	100.5134	2,512,834.77	2,503,150.00	2,502,493.14	0.332	1.979%	AA+	Aaa
FEDERAL HOME LOAN MORTGAGE CORP	3137EAS4	06/26/2023	1,850,000.00	100.2174	1,854,021.90	1,850,111.00	1,850,098.50	0.248	1.460%	AA+	Aaa
FEDERAL HOME LOAN MORTGAGE CORP	3137EAEV7	08/24/2023	1,850,000.00	100.1971	1,853,647.05	1,850,162.80	1,850,145.46	0.247	1.460%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130AFE78	12/09/2022	5,300,000.00	105.5958	5,596,575.65	5,367,787.00	5,333,702.82	2.651	4.408%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130ADRG9	03/10/2023	4,600,000.00	105.6950	4,861,968.07	4,613,018.00	4,606,866.07	2.677	3.829%	AA+	Aaa
FEDERAL HOME LOAN BANKS	313381BR5	12/09/2022	2,285,000.00	103.3673	2,361,943.24	2,313,242.60	2,304,125.98	1.432	1.860%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3133834G3	06/09/2023	2,480,000.00	104.7318	2,597,348.54	2,612,010.40	2,587,371.68	0.337	2.046%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130AKDH6	10/21/2022	1,720,000.00	99.9997	1,719,994.72	1,717,729.60	1,717,950.72	0.191	1.355%	AA+	Aaa
FEDERAL HOME LOAN BANKS	313376C94	12/10/2021	2,285,000.00	102.3430	2,338,537.55	2,333,053.55	2,309,238.78	1.475	1.842%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130AFFN2	12/10/2021	3,300,000.00	102.6896	3,388,757.00	3,335,475.00	3,311,500.87	2.611	2.669%	AA+	Aaa
FEDERAL FARM CREDIT BANKS FUNDING CORP	3133ELGN8	10/13/2022	2,285,000.00	102.5757	2,343,855.36	2,294,962.60	2,291,560.98	1.435	1.846%	AA+	Aaa
FEDERAL FARM CREDIT BANKS FUNDING CORP	3133ELWD2	04/08/2022	2,500,000.00	100.3281	2,508,203.00	2,505,500.00	2,503,698.69	0.258	1.975%	AA+	Aaa
FEDERAL FARM CREDIT BANKS FUNDING CORP	3133EMGX4	11/23/2022	1,450,000.00	99.9735	1,449,615.04	1,447,941.00	1,448,051.00	0.196	1.142%	AA+	Aaa
---	---	10/26/2022	44,535,000.00	102.5222	45,637,948.32	44,773,762.30	44,709,956.30	1.459	35.942%	AA+	Aaa

CASH

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
Receivable	CCYUSD	12/31/2020	104.11	1.0000	104.11	104.11	104.11	0.000	0.000%	AAA	Aaa
Receivable	CCYUSD	12/31/2020	104.11	1.0000	104.11	104.11	104.11	0.000	0.000%	AAA	Aaa

CORP

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
TOYOTA MOTOR CREDIT CORP	89233P5T9	01/12/2022	1,300,000.00	103.1426	1,340,854.33	1,316,588.00	1,305,940.08	2.834	1.056%	A+	A1
PFIZER INC	717081DZ3	12/15/2021	1,300,000.00	101.9425	1,325,252.45	1,301,768.00	1,300,670.22	2.144	1.044%	A+	A2
PEPSICO INC	713448BW7	08/25/2021	1,300,000.00	101.8401	1,323,920.69	1,323,959.00	1,307,015.29	2.139	1.043%	A+	A1
ORACLE CORP	68389XBA2	07/08/2021	1,300,000.00	101.3267	1,317,247.24	1,300,949.00	1,300,206.97	2.767	1.037%	A	A3
MICROSOFT CORP	594918BH6	11/03/2022	1,000,000.00	104.1570	1,041,570.42	1,023,660.00	1,015,018.31	1.726	0.820%	AAA	Aaa
CISCO SYSTEMS INC	17275RBD3	02/28/2021	1,000,000.00	100.3110	1,003,109.87	1,009,630.00	1,001,551.50	1.209	0.790%	AA-	A1
BERKSHIRE HATHAWAY INC	084670BC1	08/15/2021	1,125,000.00	102.1309	1,148,972.78	1,144,621.25	1,149,886.25	0.182	0.905%	AA	Aa2
APPLE INC	037833DC1	09/12/2022	2,000,000.00	103.0925	2,061,849.62	2,028,106.00	2,018,120.97	1.525	1.624%	AA+	Aa1
---	---	12/28/2021	10,325,000.00	102.3129	10,562,777.41	10,459,281.25	10,398,409.61	1.840	8.319%	AA-	A1

MMFUND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	8,079,787.04	1.0000	8,079,787.04	8,079,787.04	8,079,787.04	0.030	6.363%	AAAm	Aaa
MORG STAN I LQ:GV I	61747C707	12/31/2020	8,079,787.04	1.0000	8,079,787.04	8,079,787.04	8,079,787.04	0.030	6.363%	AAAm	Aaa

Holdings by Security Type ACTC

ACTC 1986 Measure B (159781)

Base Currency: USD As of 12/31/2020

Dated: 01/15/2021

T-BILL

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912796D97	04/20/2021	2,325,000.00	99.9764	2,324,451.30	2,324,030.28	2,324,313.64	0.099	1.831%	A-1+	P-1
UNITED STATES TREASURY	912796D97	04/20/2021	2,325,000.00	99.9764	2,324,451.30	2,324,030.28	2,324,313.64	0.099	1.831%	A-1+	P-1

US GOV

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912828XW5	06/30/2022	5,700,000.00	102.4336	5,838,715.20	5,557,500.00	5,638,363.09	2.510	4.598%	AA+	Aaa
UNITED STATES TREASURY	912828L57	09/30/2022	5,300,000.00	102.8242	5,449,682.60	5,156,734.38	5,232,499.85	2.519	4.292%	AA+	Aaa
UNITED STATES TREASURY	9128286C9	02/15/2022	2,900,000.00	102.6602	2,977,145.80	2,916,992.20	2,906,635.05	2.288	2.345%	AA+	Aaa
UNITED STATES TREASURY	912828XD7	05/31/2022	1,725,000.00	102.4766	1,767,721.35	1,727,425.78	1,726,150.35	1.826	1.392%	AA+	Aaa
UNITED STATES TREASURY	9128286Y1	06/15/2022	2,200,000.00	102.3516	2,251,735.20	2,197,765.61	2,198,893.25	1.786	1.773%	AA+	Aaa
UNITED STATES TREASURY	912828XW5	06/30/2022	2,200,000.00	102.4336	2,253,539.20	2,196,992.18	2,198,489.16	1.797	1.775%	AA+	Aaa
UNITED STATES TREASURY	9128287C8	07/15/2022	2,100,000.00	102.5000	2,152,500.00	2,105,906.25	2,103,233.14	1.647	1.695%	AA+	Aaa
UNITED STATES TREASURY	9128282S8	08/31/2022	2,100,000.00	102.4844	2,152,172.40	2,099,015.63	2,099,441.58	1.641	1.695%	AA+	Aaa
UNITED STATES TREASURY	912828YK0	10/15/2022	2,600,000.00	102.2266	2,657,891.60	2,581,414.06	2,588,269.09	1.634	2.093%	AA+	Aaa
UNITED STATES TREASURY	912828J76	03/31/2022	2,000,000.00	102.0312	2,040,624.00	2,006,015.62	2,003,270.77	1.615	1.607%	AA+	Aaa
UNITED STATES TREASURY	912828J43	02/28/2022	2,000,000.00	101.8906	2,037,812.00	2,005,390.62	2,002,836.11	1.625	1.605%	AA+	Aaa
UNITED STATES TREASURY	912828TY6	11/15/2022	2,600,000.00	102.7852	2,672,415.20	2,599,492.19	2,599,674.03	1.632	2.105%	AA+	Aaa
UNITED STATES TREASURY	9128284P2	05/15/2021	4,000,000.00	100.9141	4,036,564.00	3,997,031.24	3,999,631.99	2.651	3.179%	AA+	Aaa
UNITED STATES TREASURY	912828ZD5	03/15/2023	1,840,000.00	100.8125	1,854,950.00	1,854,878.13	1,851,621.73	0.212	1.461%	AA+	Aaa
UNITED STATES TREASURY	912828Z86	02/15/2023	1,840,000.00	102.6367	1,888,515.28	1,898,937.50	1,885,676.56	0.201	1.487%	AA+	Aaa
UNITED STATES TREASURY	912828Z29	01/15/2023	1,840,000.00	102.7891	1,891,319.44	1,903,034.37	1,888,397.91	0.204	1.490%	AA+	Aaa
UNITED STATES TREASURY	912828ZH6	04/15/2023	1,850,000.00	100.2461	1,854,552.85	1,854,769.53	1,854,191.56	0.151	1.461%	AA+	Aaa
UNITED STATES TREASURY	9128285A4	09/15/2021	3,900,000.00	101.8438	3,971,908.20	3,923,765.63	3,906,283.71	2.511	3.128%	AA+	Aaa
UNITED STATES TREASURY	912828F21	09/30/2021	2,500,000.00	101.4922	2,537,305.00	2,488,769.53	2,496,650.56	2.311	1.998%	AA+	Aaa
UNITED STATES TREASURY	912828F96	10/31/2021	1,150,000.00	101.5508	1,167,834.20	1,170,484.38	1,167,835.54	0.129	0.920%	AA+	Aaa
UNITED STATES TREASURY	9128283C2	10/31/2022	1,450,000.00	103.4180	1,499,561.00	1,501,429.69	1,498,183.78	0.180	1.181%	AA+	Aaa
UNITED STATES TREASURY	9128285R7	12/15/2021	2,650,000.00	102.3789	2,713,040.85	2,665,320.31	2,655,326.14	2.405	2.137%	AA+	Aaa
UNITED STATES TREASURY	912828G87	12/31/2021	2,650,000.00	101.9922	2,702,793.30	2,629,814.45	2,642,775.28	2.409	2.129%	AA+	Aaa
UNITED STATES TREASURY	---	05/21/2022	59,095,000.00	102.1628	60,370,298.67	59,038,879.28	59,144,330.22	1.821	47.545%	AA+	Aaa

Summary

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
---	---	05/26/2022	124,359,891.15	95.8498	126,975,366.84	124,675,844.26	124,656,900.92	1.545	100.000%	AA+	Aa1

* Grouped by: Security Type. * Groups Sorted by: Security Type. * Weighted by: Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.

Holdings by Security Type ACTC

Base Currency: USD As of 12/31/2020

ACTC 2000 Measure B (159783)

Dated: 01/15/2021

AGCY BOND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G04Q3	05/22/2023	1,370,000.00	100.2361	1,373,234.27	1,366,986.00	1,367,557.96	0.325	1.119%	AA+	Aaa
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G05G4	07/10/2023	1,425,000.00	100.2388	1,428,402.86	1,424,838.98	1,424,856.87	0.254	1.164%	AA+	Aaa
FEDERAL HOME LOAN MORTGAGE CORP	3137EAER6	05/05/2023	2,300,000.00	100.5134	2,311,807.99	2,302,898.00	2,302,293.69	0.332	1.885%	AA+	Aaa
FEDERAL HOME LOAN MORTGAGE CORP	3137EAES4	06/26/2023	1,425,000.00	100.2174	1,428,097.95	1,425,085.50	1,425,075.87	0.248	1.164%	AA+	Aaa
FEDERAL HOME LOAN MORTGAGE CORP	3137EAEV7	08/24/2023	1,425,000.00	100.1971	1,427,809.22	1,425,125.40	1,425,112.05	0.247	1.164%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130AFE78	12/09/2022	3,500,000.00	105.5958	3,695,851.85	3,544,765.00	3,522,256.58	2.651	3.013%	AA+	Aaa
FEDERAL HOME LOAN BANKS	313381BR5	12/09/2022	2,200,000.00	103.3673	2,274,081.02	2,227,192.00	2,218,414.51	1.432	1.854%	AA+	Aaa
FEDERAL HOME LOAN BANKS	313379Q69	06/10/2022	2,225,000.00	102.8862	2,289,218.42	2,310,818.25	2,285,072.77	0.240	1.866%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3133834G3	06/09/2023	1,370,000.00	104.7318	1,434,825.61	1,442,925.10	1,429,314.19	0.337	1.170%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130AKDH6	10/21/2022	2,205,000.00	99.9997	2,204,993.23	2,202,089.40	2,202,372.87	0.191	1.797%	AA+	Aaa
FEDERAL HOME LOAN BANKS	3130AFFN2	12/10/2021	6,500,000.00	102.6896	6,674,824.39	6,569,875.00	6,522,653.24	2.611	5.441%	AA+	Aaa
FEDERAL FARM CREDIT BANKS FUNDING CORP	3133ELGN8	10/13/2022	2,200,000.00	102.5757	2,256,665.99	2,209,592.00	2,206,316.92	1.435	1.840%	AA+	Aaa
FEDERAL FARM CREDIT BANKS FUNDING CORP	3133ELWD2	04/08/2022	2,300,000.00	100.3281	2,307,546.76	2,305,060.00	2,303,402.79	0.258	1.881%	AA+	Aaa
FEDERAL FARM CREDIT BANKS FUNDING CORP	3133EMGX4	11/23/2022	2,045,000.00	99.9735	2,044,457.07	2,042,096.10	2,042,251.24	0.196	1.667%	AA+	Aaa
---	---	10/13/2022	32,490,000.00	102.0716	33,151,816.62	32,799,346.73	32,676,951.55	1.146	27.025%	AA+	Aaa

AGCY DISC

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
FEDERAL HOME LOAN BANKS	313385AX4	01/22/2021	1,130,000.00	99.9965	1,129,960.45	1,112,493.00	1,128,981.59	1.563	0.921%	A-1+	P-1
FEDERAL HOME LOAN BANKS	313385AX4	01/22/2021	1,130,000.00	99.9965	1,129,960.45	1,112,493.00	1,128,981.59	1.563	0.921%	A-1+	P-1

CASH

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
Receivable	CCYUSD	12/31/2020	91.32	1.0000	91.32	91.32	91.32	0.000	0.000%	AAA	Aaa
Receivable	CCYUSD	12/31/2020	91.32	1.0000	91.32	91.32	91.32	0.000	0.000%	AAA	Aaa

CORP

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
TOYOTA MOTOR CREDIT CORP	89233P5T9	01/12/2022	1,350,000.00	103.1426	1,392,425.65	1,367,226.00	1,356,168.55	2.834	1.135%	A+	A1
ORACLE CORP	68389XBA2	07/08/2021	1,350,000.00	101.3267	1,367,910.60	1,350,985.50	1,350,214.94	2.767	1.115%	A	A3
MICROSOFT CORP	594918BH6	11/03/2022	1,675,000.00	104.1570	1,744,630.45	1,714,630.50	1,700,155.68	1.726	1.422%	AAA	Aaa
CISCO SYSTEMS INC	17275RBD3	02/28/2021	1,350,000.00	100.3110	1,354,198.32	1,357,614.00	1,350,794.27	1.821	1.104%	AA-	A1
BERKSHIRE HATHAWAY INC	084670BC1	08/15/2021	1,500,000.00	102.1309	1,531,963.71	1,539,495.00	1,533,181.67	0.182	1.249%	AA	Aa2
APPLE INC	037833CM0	02/09/2022	1,350,000.00	102.2763	1,380,730.16	1,341,454.50	1,346,776.49	2.726	1.126%	AA+	Aa1
APPLE INC	037833BS8	02/23/2021	1,000,000.00	100.1187	1,001,186.55	1,008,960.00	1,000,608.40	1.227	0.816%	AA+	Aa1
---	---	11/02/2021	9,575,000.00	102.0857	9,773,045.45	9,680,365.50	9,637,899.98	1.884	7.967%	AA-	Aa3

MMFUND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	12,526,058.51	1.0000	12,526,058.51	12,526,058.51	12,526,058.51	0.030	10.211%	AAAm	Aaa

Holdings by Security Type ACTC

ACTC 2000 Measure B (159783)

Base Currency: USD As of 12/31/2020

Dated: 01/15/2021

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	12,526,058.51	1.0000	12,526,058.51	12,526,058.51	12,526,058.51	0.030	10.211%	AAAm	Aaa

T-BILL

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912796D97	04/20/2021	3,075,000.00	99.9764	3,074,274.30	3,073,717.47	3,074,092.24	0.099	2.506%	A-1+	P-1
UNITED STATES TREASURY	912796D97	04/20/2021	3,075,000.00	99.9764	3,074,274.30	3,073,717.47	3,074,092.24	0.099	2.506%	A-1+	P-1

US GOV

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912828XW5	06/30/2022	4,000,000.00	102.4336	4,097,344.00	3,900,000.00	3,956,746.03	2.510	3.340%	AA+	Aaa
UNITED STATES TREASURY	912828S35	06/30/2023	500,000.00	103.0625	515,312.50	476,250.00	486,542.65	2.522	0.420%	AA+	Aaa
UNITED STATES TREASURY	9128286Y1	06/15/2022	1,950,000.00	102.3516	1,995,856.20	1,948,019.52	1,949,019.01	1.786	1.627%	AA+	Aaa
UNITED STATES TREASURY	912828XW5	06/30/2022	1,950,000.00	102.4336	1,997,455.20	1,947,333.98	1,948,660.85	1.797	1.628%	AA+	Aaa
UNITED STATES TREASURY	9128282S8	08/31/2022	2,000,000.00	102.4844	2,049,688.00	2,000,234.38	2,000,144.00	1.620	1.671%	AA+	Aaa
UNITED STATES TREASURY	912828J76	03/31/2022	1,900,000.00	102.0312	1,938,592.80	1,905,714.84	1,903,107.23	1.615	1.580%	AA+	Aaa
UNITED STATES TREASURY	912828XD7	05/31/2022	1,900,000.00	102.4766	1,947,055.40	1,911,949.22	1,906,868.13	1.612	1.587%	AA+	Aaa
UNITED STATES TREASURY	912828WZ9	04/30/2022	1,900,000.00	102.1719	1,941,266.10	1,905,789.06	1,903,239.20	1.618	1.582%	AA+	Aaa
UNITED STATES TREASURY	912828J43	02/28/2022	1,900,000.00	101.8906	1,935,921.40	1,905,121.09	1,902,694.30	1.625	1.578%	AA+	Aaa
UNITED STATES TREASURY	912828YF1	09/15/2022	2,000,000.00	102.3359	2,046,718.00	1,993,906.25	1,996,221.02	1.614	1.668%	AA+	Aaa
UNITED STATES TREASURY	912828TY6	11/15/2022	2,000,000.00	102.7852	2,055,704.00	1,999,609.38	1,999,749.25	1.632	1.676%	AA+	Aaa
UNITED STATES TREASURY	912828YK0	10/15/2022	2,000,000.00	102.2266	2,044,532.00	1,985,703.12	1,990,976.22	1.634	1.667%	AA+	Aaa
UNITED STATES TREASURY	912828C57	03/31/2021	7,500,000.00	100.5005	7,537,537.50	7,455,175.73	7,495,038.11	2.530	6.145%	AA+	Aaa
UNITED STATES TREASURY	912828Z29	01/15/2023	1,900,000.00	102.7891	1,952,992.90	1,965,089.84	1,949,976.10	0.204	1.592%	AA+	Aaa
UNITED STATES TREASURY	912828ZD5	03/15/2023	1,900,000.00	100.8125	1,915,437.50	1,915,363.29	1,912,000.70	0.212	1.561%	AA+	Aaa
UNITED STATES TREASURY	912828Z86	02/15/2023	1,900,000.00	102.6367	1,950,097.30	1,960,859.38	1,947,166.02	0.201	1.590%	AA+	Aaa
UNITED STATES TREASURY	912828Z60	01/31/2022	620,000.00	101.3438	628,331.56	632,448.44	627,930.86	0.188	0.512%	AA+	Aaa
UNITED STATES TREASURY	912828WR7	06/30/2021	7,500,000.00	100.9922	7,574,415.00	7,430,566.43	7,486,035.71	2.516	6.175%	AA+	Aaa
UNITED STATES TREASURY	912828WR7	06/30/2021	2,300,000.00	100.9922	2,322,820.60	2,284,457.04	2,296,641.38	2.431	1.894%	AA+	Aaa
UNITED STATES TREASURY	912828ZH6	04/15/2023	1,425,000.00	100.2461	1,428,506.93	1,428,673.83	1,428,228.63	0.151	1.165%	AA+	Aaa
UNITED STATES TREASURY	912828F21	09/30/2021	2,300,000.00	101.4922	2,334,320.60	2,283,378.91	2,295,112.50	2.421	1.903%	AA+	Aaa
UNITED STATES TREASURY	9128283C2	10/31/2022	1,875,000.00	103.4180	1,939,087.50	1,941,503.91	1,937,306.61	0.180	1.581%	AA+	Aaa
UNITED STATES TREASURY	912828F96	10/31/2021	1,500,000.00	101.5508	1,523,262.00	1,526,718.75	1,523,263.74	0.129	1.242%	AA+	Aaa
UNITED STATES TREASURY	912828G53	11/30/2021	2,400,000.00	101.6055	2,438,532.00	2,368,718.74	2,388,759.98	2.408	1.988%	AA+	Aaa
UNITED STATES TREASURY	9128285R7	12/15/2021	2,400,000.00	102.3789	2,457,093.60	2,413,875.00	2,404,823.68	2.405	2.003%	AA+	Aaa
UNITED STATES TREASURY	912828G87	12/31/2021	2,400,000.00	101.9922	2,447,812.80	2,381,718.74	2,393,456.85	2.409	1.995%	AA+	Aaa
UNITED STATES TREASURY	---	03/07/2022	61,920,000.00	101.7762	63,015,693.38	61,866,178.87	62,029,708.77	1.801	51.370%	AA+	Aaa

Summary

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
---	---	03/01/2022	120,716,149.83	91.5545	122,670,940.03	121,058,251.39	121,073,783.96	1.403	100.000%	AA+	Aaa

* Grouped by: Security Type. * Groups Sorted by: Security Type. * Weighted by: Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.

Holdings by Security Type ACTC

ACTC 2014 Measure BB (159782)

Base Currency: USD As of 12/31/2020

Dated: 01/15/2021

AGCY BOND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G0U27	04/13/2021	3,000,000.00	100.6632	3,019,896.54	3,028,710.00	3,020,196.00	0.106	4.830%	AA+	Aaa
FEDERAL NATIONAL MORTGAGE ASSOCIATION	3135G0U27	04/13/2021	3,000,000.00	100.6632	3,019,896.54	3,028,710.00	3,020,196.00	0.106	4.830%	AA+	Aaa

CASH

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
Receivable	CCYUSD	12/31/2020	456.71	1.0000	456.71	456.71	456.71	0.000	0.001%	AAA	Aaa
Receivable	CCYUSD	12/31/2020	456.71	1.0000	456.71	456.71	456.71	0.000	0.001%	AAA	Aaa

MMFUND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	32,504,081.06	1.0000	32,504,081.06	32,504,081.06	32,504,081.06	0.030	51.989%	AAAm	Aaa
MORG STAN I LQ:GV I	61747C707	12/31/2020	32,504,081.06	1.0000	32,504,081.06	32,504,081.06	32,504,081.06	0.030	51.989%	AAAm	Aaa

T-BILL

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912796D97	04/20/2021	2,500,000.00	99.9764	2,499,410.00	2,499,082.72	2,499,342.21	0.088	3.998%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,500,000.00	99.9902	2,499,755.00	2,499,479.38	2,499,707.82	0.078	3.998%	A-1+	P-1
UNITED STATES TREASURY	9127964N6	03/18/2021	2,500,000.00	99.9858	2,499,645.00	2,499,276.91	2,499,538.19	0.089	3.998%	A-1+	P-1
UNITED STATES TREASURY	9127964M8	03/11/2021	2,500,000.00	99.9862	2,499,655.00	2,499,361.45	2,499,606.61	0.083	3.998%	A-1+	P-1
UNITED STATES TREASURY	9127964D8	02/18/2021	2,500,000.00	99.9919	2,499,797.50	2,499,526.05	2,499,750.00	0.076	3.998%	A-1+	P-1
UNITED STATES TREASURY	912796D89	04/13/2021	2,500,000.00	99.9787	2,499,467.50	2,499,134.03	2,499,390.83	0.087	3.998%	A-1+	P-1
UNITED STATES TREASURY	9127962F5	03/25/2021	2,500,000.00	99.9833	2,499,582.50	2,499,327.26	2,499,553.30	0.079	3.998%	A-1+	P-1
UNITED STATES TREASURY	912796B99	02/23/2021	2,500,000.00	99.9913	2,499,782.50	2,499,554.69	2,499,751.56	0.068	3.998%	A-1+	P-1
UNITED STATES TREASURY	912796B73	02/09/2021	2,500,000.00	99.9955	2,499,887.50	2,499,637.19	2,499,825.31	0.065	3.999%	A-1+	P-1
UNITED STATES TREASURY	912796C72	03/09/2021	2,500,000.00	99.9849	2,499,622.50	2,499,394.44	2,499,627.77	0.081	3.998%	A-1+	P-1
UNITED STATES TREASURY	912796F20	04/27/2021	2,000,000.00	99.9755	1,999,510.00	1,999,255.68	1,999,439.34	0.088	3.198%	A-1+	P-1
UNITED STATES TREASURY	---	03/15/2021	27,000,000.00	99.9856	26,996,115.00	26,993,029.80	26,995,532.97	0.080	43.180%	A-1+	P-1

Summary

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
---	---	02/06/2021	62,504,537.77	48.5691	62,520,549.31	62,526,277.57	62,520,266.74	0.055	100.000%	AAA	Aaa

* Grouped by: Security Type. * Groups Sorted by: Security Type. * Weighted by: Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.

Holdings by Security Type ACTC

ACTC Series 2014-Interest Fd (159784)

Base Currency: USD As of 12/31/2020

Dated: 01/15/2021

CASH

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
Receivable	CCYUSD	12/31/2020	0.88	1.0000	0.88	0.88	0.88	0.000	0.000%	AAA	Aaa
Receivable	CCYUSD	12/31/2020	0.88	1.0000	0.88	0.88	0.88	0.000	0.000%	AAA	Aaa

MMFUND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	5,512.17	1.0000	5,512.17	5,512.17	5,512.17	0.030	0.509%	AAAm	Aaa
MORG STAN I LQ:GV I	61747C707	12/31/2020	5,512.17	1.0000	5,512.17	5,512.17	5,512.17	0.030	0.509%	AAAm	Aaa

T-BILL

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912796XE4	02/25/2021	523,000.00	99.9902	522,948.75	522,787.53	522,922.09	0.099	48.269%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	185,000.00	99.9902	184,981.87	184,940.12	184,972.55	0.099	17.074%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	185,000.00	99.9902	184,981.87	184,965.80	184,978.38	0.078	17.074%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	185,000.00	99.9902	184,981.87	184,973.56	184,974.93	0.090	17.074%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	1,078,000.00	99.9902	1,077,894.36	1,077,667.01	1,077,847.96	0.094	99.491%	A-1+	P-1

Summary

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
---	---	02/25/2021	1,083,513.05	99.4865	1,083,407.41	1,083,180.06	1,083,361.01	0.094	100.000%	AAA	Aaa

* Grouped by: Security Type. * Groups Sorted by: Security Type. * Weighted by: Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.

Holdings by Security Type ACTC

ACTC Series 2014-Principal Fd (159786)

Base Currency: USD As of 12/31/2020

Dated: 01/15/2021

CASH

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
Receivable	CCYUSD	12/31/2020	8.42	1.0000	8.42	8.42	8.42	0.000	0.000%	AAA	Aaa
Receivable	CCYUSD	12/31/2020	8.42	1.0000	8.42	8.42	8.42	0.000	0.000%	AAA	Aaa

MMFUND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	5,033.46	1.0000	5,033.46	5,033.46	5,033.46	0.030	0.024%	AAAm	Aaa
MORG STAN I LQ:GV I	61747C707	12/31/2020	5,033.46	1.0000	5,033.46	5,033.46	5,033.46	0.030	0.024%	AAAm	Aaa

T-BILL

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
UNITED STATES TREASURY	912796XE4	02/25/2021	8,700,000.00	99.9902	8,699,147.40	8,691,654.16	8,698,012.90	0.152	41.743%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,025,000.00	99.9902	2,024,801.55	2,023,581.68	2,024,630.30	0.122	9.716%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,025,000.00	99.9902	2,024,801.55	2,023,912.58	2,024,671.38	0.108	9.716%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,027,000.00	99.9902	2,026,801.35	2,026,176.53	2,026,698.06	0.099	9.726%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,020,000.00	99.9902	2,019,802.04	2,019,346.19	2,019,700.34	0.099	9.692%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,020,000.00	99.9902	2,019,802.04	2,019,626.55	2,019,763.91	0.078	9.692%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	2,020,000.00	99.9902	2,019,802.04	2,019,711.33	2,019,726.26	0.090	9.692%	A-1+	P-1
UNITED STATES TREASURY	912796XE4	02/25/2021	20,837,000.00	99.9902	20,834,957.97	20,824,009.02	20,833,203.15	0.121	99.976%	A-1+	P-1

Summary

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
---	---	02/25/2021	20,842,041.88	99.9663	20,839,999.85	20,829,050.90	20,838,245.03	0.121	100.000%	AAA	Aaa

* Grouped by: Security Type. * Groups Sorted by: Security Type. * Weighted by: Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.

Holdings by Security Type ACTC

ACTC Series 2014-Revenue Fd (159787)

Base Currency: USD As of 12/31/2020

Dated: 01/15/2021

CASH

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
Receivable	CCYUSD	12/31/2020	0.02	1.0000	0.02	0.02	0.02	0.000	0.002%	AAA	Aaa
Receivable	CCYUSD	12/31/2020	0.02	1.0000	0.02	0.02	0.02	0.000	0.002%	AAA	Aaa

MMFUND

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
MORG STAN I LQ:GV I	61747C707	12/31/2020	838.31	1.0000	838.31	838.31	838.31	0.030	99.998%	AAAm	Aaa
MORG STAN I LQ:GV I	61747C707	12/31/2020	838.31	1.0000	838.31	838.31	838.31	0.030	99.998%	AAAm	Aaa

Summary

Description	Identifier	Final Maturity	Current Units	Market Price	Market Value	Original Cost	Book Value	Book Yield	% of Market Value	S&P Rating	Moody's Rating
---	---	12/31/2020	838.33	1.0000	838.33	838.33	838.33	0.030	100.000%	AAA	Aaa

* Grouped by: Security Type. * Groups Sorted by: Security Type. * Weighted by: Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.



Memorandum

7.4

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Patricia Reavey, Deputy Executive Director of Finance & Administration
Yoana Navarro, Accounting Manager

SUBJECT: Approve the Alameda CTC FY2020-21 Second Quarter Consolidated Financial Report

Recommendation

It is recommended that the Commission approve the Alameda CTC FY2020-21 Second Quarter Consolidated Financial Report.

Summary

Alameda CTC's expenditures through December 31, 2020 are within year-to-date budget authority per the currently adopted budget. The agency remains in a strong financial position compared to budget through the second quarter of FY2020-21.

The attached FY2020-21 Second Quarter Financial Report has been prepared on a consolidated basis and is compared to the currently adopted budget on a year-to-date basis. This report provides a summary of FY2020-21 actual revenues and expenditures through December 31, 2020. Variances from the year-to-date budget are demonstrated as a percentage of the budget used by line item as well as stating either a favorable or unfavorable variance in dollars. Percentages over 100 percent indicate that actual revenue or expenditure items are more than 50 percent of the total annual budget through the second quarter of the fiscal year, and percentages under 100 percent indicate that actual revenue or expenditure items are less than 50 percent of the total annual budget through the second quarter of the fiscal year. As of December 31, 2020, Alameda CTC activity for the fiscal year results in a net increase in fund balance in the amount of \$49.1 million. While various funds saw an increase in their fund balances, the most significant contributors were the 2000 Measure B and 2014 Measure BB Special Revenue Funds and Capital Funds which collected sales tax revenues that outpaced expenditures in the second quarter of the fiscal year.

Background

The following are highlights of actual revenues and expenditures compared to budget as of December 31, 2020 by major category:

Revenues

Sales tax revenues are over budget by \$28.8 million, or 19.9 percent, and investment income is over budget by \$0.7 million or 27.5 percent primarily due to increased investment balances in the Capital Projects Funds due to project delays. Grant revenues are under budget by \$30.3 million mostly related to timing on capital projects. Grant revenues are recognized on a reimbursement basis and, therefore, correlate directly with related expenditures. Consequently, capital and other project expenditures are also under budget.

Salaries and Benefits

Salaries and benefits are under budget by \$0.6 million, or 14.2 percent, as of December 31, 2020.

Administration

Costs for overall administration are under budget by \$13.5 million, or 75.7 percent, mainly due to debt service costs which incurred costs for only one of the two semi-annual interest payments and no principal payments as of December 31, 2020. Principal payments are made annually on March 1. Debt service costs are required to be recorded when incurred per government accounting standards. Actual expenditures in the debt service fund will equal 100% of the budget by the end of the fiscal year.

Freeway Operations

Freeway Operations expenditures are under budget by \$1.2 million, or 41.3 percent, primarily related to operations and maintenance costs.

Planning

Planning expenditures are under budget by \$0.09 million, or 14.9 percent, related to salaries and benefits.

Programs

Programs expenditures are over budget by \$4.5 million or 4.9 percent, mostly due to an increase in expenditures for Measure B and Measure BB direct local distributions (DLD) which is directly related to sales tax revenues coming in higher than projected.

Capital Projects

Capital Projects expenditures are under budget by \$104.5 million, or 70.2 percent. This variance is due, in part, to prolonged right-of-way acquisition negotiations resulting in project construction delays. Alameda CTC utilizes a rolling capital budget system in which any unused approved budget from prior years is available to pay for costs in subsequent fiscal years. Additional budget authority is requested by project only as needed in accordance with the budget process. The year-to-date budget amount used for comparisons is a straight-line amortization of the total approved project budget including unspent budget authority rolled over from the prior year. Expenditures planned

through December 31, 2020 in the budget process generally will differ from the straight-line budgeted amount used for this financial statement comparison. However, presenting the information with this comparison helps financial report users, project managers, and the project control team review year-to-date expenditures to give them an idea of how projects are progressing as compared to the approved budget. There are currently no real budget issues on capital projects.

Limitations Calculations

Staff has completed the limitation calculations required in both the 2000 Measure B and 2014 Measure BB Transportation Expenditure Plans related to salary and benefits and administration costs, and Alameda CTC is compliant with all limitation requirements.

Fiscal Impact: There is no fiscal impact associated with the requested action.

Attachment:

- A. Alameda CTC Consolidated Revenues/Expenditures as of December 31, 2020

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ALAMEDA COUNTY TRANSPORTATION COMMISSION
Consolidated Revenues/Expenditures
December 31, 2020

	<u>Total Consolidated</u>			<u>Favorable (Unfavorable) Variance</u>
	<u>YTD Actuals</u>	<u>YTD Budget</u>	<u>% Used</u>	
<u>REVENUES</u>				
Sales Tax Revenue	\$ 173,776,685	\$ 145,000,001	119.85	\$ 28,776,684
Investment Income	3,449,979	2,705,000	127.54	744,979
Member Agency Fees	762,078	756,012	100.80	6,066
VRF Funds	6,534,044	6,000,000	108.90	534,044
TFCA Funds	1,025,851	1,039,261	98.71	(13,410)
Toll Revenues	3,901,953	3,650,000	106.90	251,953
Toll Violation and Penalty Revenues	1,340,627	750,000	178.75	590,627
Other Revenues	1,036	-	-	1,036
Regional/State/Federal Grants	6,779,978	33,606,608	20.17	(26,826,630)
Local and Other Grants	587,927	4,023,062	14.61	(3,435,135)
Total Revenues	\$ 198,160,158	\$ 197,529,944		\$ 630,214
<u>EXPENDITURES</u>				
<u>Administration</u>				
Salaries and Benefits ⁽¹⁾	\$ 1,303,499	\$ 1,439,904	90.53	\$ 136,405
General Office Expenses	877,378	1,029,545	85.22	152,167
Travel Expense	2,787	27,000	10.32	24,213
Debt Service ⁽²⁾	1,115,100	13,235,100	8.43	12,120,000
Professional Services	949,315	1,784,848	53.19	835,533
Commission and Community Support	102,428	114,638	89.35	12,210
Contingency	-	250,000	-	250,000
Subtotal	4,350,507	17,881,035		13,530,528
<u>Freeway Operations</u>				
Salaries and Benefits ⁽¹⁾	105,186	119,926	87.71	14,740
Operating Expenditures	1,591,489	2,747,795	57.92	1,156,306
Special Project Expenditures	-	21,540	-	21,540
Subtotal	1,696,675	2,889,261		1,192,586
<u>Planning</u>				
Salaries and Benefits ⁽¹⁾	529,554	622,530	85.06	92,976
Subtotal	529,554	622,530		92,976
<u>Programs</u>				
Salaries and Benefits ⁽¹⁾	1,243,224	1,289,291	96.43	46,067
Programs Management and Support	540,060	1,582,719	34.12	1,042,659
Safe Routes to School Program	629,387	1,510,530	41.67	881,143
VRF Programming	4,461,730	5,241,500	85.12	779,770
Measure B/BB Direct Local Distribution	89,792,260	74,924,539	119.84	(14,867,721)
Grant Awards	1,546,484	7,449,500	20.76	5,903,016
TFCA Programming	(110,531)	1,547,216	(7.14)	1,657,747
Exchange Fund Programming	16,663	37,500	44.43	20,837
Subtotal	98,119,277	93,582,795		(4,536,482)
<u>Capital Projects</u>				
Salaries and Benefits ⁽¹⁾	610,539	946,407	64.51	335,868
Capital Project Expenditures	43,773,355	147,968,134	29.58	104,194,779
Subtotal	44,383,894	148,914,541		104,530,647
Total Expenditures	\$ 149,079,908	\$ 263,890,162		\$ 114,810,254
Net Change in Fund Balance	\$ 49,080,250	\$ (66,360,218)		
Beginning Fund Balance	578,707,927	578,707,927		
Ending Fund Balance	\$ 627,788,177	\$ 512,347,709		

(1) Salaries and benefits are under budget by \$626,056 or 14.2% as of December 31, 2020.

(2) Debt service cost are required to be recorded when incurred per government accounting standards and will equal budget by year end.

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Memorandum

7.5

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Patricia Reavey, Deputy Executive Director of Finance & Administration
Jeannie Chen, Director of Finance

SUBJECT: Approve the FY2020-21 Mid-Year Budget Update

Recommendation

It is recommended that the Commission approve the Proposed FY2020-21 Mid-Year Budget Update.

Summary

The proposed update to the FY2020-21 budget is a balanced, sustainable budget that was developed to reflect changes to actual fund balances and projected revenues and expenditures on projects and programs since the original budget was adopted in May 2020.

The proposed budget update includes an increase of \$189.2 million from FY2019-20 actual audited fund balances which are rolled forward into FY2020-21 for a total beginning fund balance of \$578.7 million. The proposed budget also contains revenues totaling \$404.3 million of which sales tax revenues comprise \$290.0 million, or 71.7 percent. The total revenue amount proposed is an increase of \$26.3 million over the currently adopted FY2020-21 budget related to external and exchange program funding sources in the capital projects and exchange funds which were approved in the FY2019-20 budget, but have rolled forward to the FY2020-21 budget because they had not yet been utilized by the end of FY2019-20. There was no proposed change to sales tax revenues in this mid-year budget update due to the limited information received year-to-date. An update to the sales tax revenue budget will be brought to the Finance and Administration Committee and the Commission for approval when appropriate.

Revenues are offset in the proposed budget update by \$616.7 million in total expenditures of which \$393.9 million, or 63.9 percent, are allocated for capital project expenditures. Total expenditures increased \$245.2 million over the currently adopted budget in this budget update. This increase appears to be significant; however, it is due to the adjustment for the capital projects roll forward balance from FY2019-20, an estimate of which was included and approved in the originally adopted FY2020-21 budget on the capital spreadsheet but actual

amounts could not be pulled to the consolidated Alameda CTC budget spreadsheet until final fund balance roll forward amounts were updated based on the audited Comprehensive Annual Financial Report (CAFR) for the year ended June 30, 2020. The CAFR was approved by the Commission in November 2020.

Capital projects fund revenues and expenditures that appeared on the consolidated Alameda CTC Budget sheet in the adopted budget for FY2020-21, when the budget was adopted in May 2020, did not include the roll forward revenue and expenditure balances because these amounts were still included in the approved budget and projected ending fund balance for FY2019-20. During the mid-year budget update process, the roll forward fund balances are updated to actual amounts based on the audited financial statements. Therefore, the capital budget revenue and expenditure amounts on the consolidated budget spreadsheet for the mid-year budget update include the full capital budget which consists of both the actual roll forward balances from FY2019-20 and any additional requested capital budget for FY2020-21. This methodology ensures more reliable fund balance information in Alameda CTC's budget process.

The proposed mid-year budget update assumes a short-term, inter-fund loan of up to \$125 million from the 1986 Measure B Capital Fund to the Measure BB Capital program, which would delay the need for external financing for the Measure BB Capital program to FY2022-23 based on the most recent cash flow projections.

Salary and benefits costs in this mid-year budget update are \$7.7 million, which is a decrease of \$1.2 million from the currently adopted budget. This decrease is due to authorized positions that were filled later than anticipated in the original budget and some that have not yet been filled. Total salaries and benefits costs in this mid-year budget update are nominal as compared to total expenditures at 1.25 percent.

The update of audited fund balances from FY2019-20 and projected revenues and expenditures constitute a net reduction in the projected ending fund balance of \$29.7 million, for a projected consolidated ending fund balance of \$366.3 million for FY2020-21. The set aside of fund balance reserves in the general fund has been updated to \$54.5 million, an increase of \$20.5 million related to roll forward capital project funds, in order to comply with the adopted fund balance reserve policy. This mid-year budget update also requires a reduction of \$2.9 million to the funds set aside for repayment of Measure B loans borrowed during construction of the I-580 Express Lane due to the change in timing of construction work on the I-580 capital project and the effects of the pandemic on express lane operations for an updated projected repayment amount of \$4.3 million.

The 2000 Measure B and 2014 Measure BB Limitation ratios required by the respective Transportation Expenditure Plans and the Public Utilities Code were calculated based on the proposed updated budgeted revenues and expenditures and were found to be compliant with all requirements.

Background

Development of the FY2020-21 budget and this proposed mid-year budget update were centered on the vision and goals for transportation established in the Comprehensive

Investment Plan. The objective was to develop a budget that would enable Alameda CTC to plan, fund and deliver transportation programs and projects that expand access and improve mobility in Alameda County. This was accomplished by allocating available resources to identify transportation needs and opportunities in the County and formulate strategies and solutions by providing the funding necessary to evaluate, prioritize, and fund programs and projects and by funding the delivery of quality programs and projects so they could be completed on schedule and within budget.

Fiscal Impact: The fiscal impact of approving the proposed FY2020-21 mid-year budget update would be to allow the roll forward of audited fund balances from FY2019-20 of \$189.2 million, provide additional resources of \$26.3 million and authorize additional expenditures of \$245.2 million, reflecting an overall decrease in fund balance of \$29.7 million for a projected ending fund balance of \$366.3 million.

Attachments:

- A. Alameda CTC FY2020-21 Proposed Mid-Year Budget Update
- B. Capital Projects FY2020-21 Proposed Mid-Year Budget Update

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**Alameda County Transportation Commission
Fiscal Year 2020-21
Proposed Mid-Year Budget Update**

7.5A

	General Funds Proposed	Express Lanes Fund Proposed	Special Revenue Funds Proposed	Exchange Fund Proposed	Debt Service Fund Proposed	Capital Project Funds Proposed	Inter-Agency Eliminations Proposed	Total Proposed Budget	Proposed Adjustments	Currently Adopted Budget
Beginning Fund Balance:	\$ 83,391,847	\$ 42,004,235	\$ 142,070,975	\$ 6,429,961	\$ 9,792,864	\$ 295,018,045	\$ -	\$ 578,707,927	\$ 189,238,673	\$ 389,469,254
Revenues:										
Sales Tax Revenues	\$ 12,325,000	\$ -	\$ 176,491,651	\$ -	\$ -	\$ 101,183,349	\$ -	\$ 290,000,000	\$ -	\$ 290,000,000
Investment Income	770,000	165,000	620,000	45,000	30,000	2,415,000	-	4,045,000	(1,365,000)	5,410,000
Member Agency Fees	1,524,156	-	-	-	-	-	-	1,524,156	12,132	1,512,024
VRF Funds	-	-	12,000,000	-	-	-	-	12,000,000	-	12,000,000
TFCA Funds	-	-	2,078,522	-	-	-	-	2,078,522	-	2,078,522
Toll Revenues	-	7,000,000	-	-	-	-	-	7,000,000	(300,000)	7,300,000
Toll Violation and Penalty Revenue	-	1,500,000	-	-	-	-	-	1,500,000	-	1,500,000
Other Revenues	-	-	15,850	-	26,470,200	-	(26,486,050)	-	-	-
Regional/State/Federal Grants	2,042,548	-	2,685,493	-	-	68,215,161	-	72,943,202	17,442,453	55,500,749
Local and Other Grants	-	375,147	-	8,897,319	-	3,914,255	-	13,186,721	10,465,518	2,721,203
Total Revenues	16,661,704	9,040,147	193,891,516	8,942,319	26,500,200	175,727,766	(26,486,050)	404,277,601	26,255,103	378,022,498
Expenditures:										
<u>Administration</u>										
Salaries and Benefits	2,832,789	-	-	-	-	6,177	-	2,838,966	(34,628)	2,873,594
General Office Expenses	2,233,379	-	1,910	-	-	10,900	(1,000)	2,245,189	186,099	2,059,090
Travel Expense	10,000	-	-	-	-	-	-	10,000	(44,000)	54,000
Debt Service	-	-	-	-	26,470,200	26,470,200	(26,470,200)	26,470,200	-	26,470,200
Professional Services	3,427,835	-	-	-	-	250,000	-	3,677,835	108,140	3,569,695
Commission and Community Support	229,275	-	14,850	-	-	-	(14,850)	229,275	-	229,275
Contingency	500,000	-	-	-	-	-	-	500,000	-	500,000
<u>Freeway Operations</u>										
Salaries and Benefits	-	296,705	-	-	-	-	-	296,705	56,853	239,852
Operating Expenditures	-	6,187,540	-	-	-	-	-	6,187,540	691,950	5,495,590
Special Project Expenditures	-	375,000	-	-	-	-	-	375,000	331,920	43,080
<u>Planning</u>										
Salaries and Benefits	996,933	-	-	-	-	-	-	996,933	(248,126)	1,245,059
<u>Programs</u>										
Salaries and Benefits	131,491	-	2,102,821	52,415	-	-	(165,336)	2,121,391	(457,188)	2,578,579
Programs Management and Support	364,400	-	2,745,438	-	-	-	-	3,109,838	(55,600)	3,165,438
Safe Routes to School Programs	-	-	3,021,059	-	-	-	-	3,021,059	-	3,021,059
VRF Programming	-	-	10,208,000	-	-	-	-	10,208,000	(275,000)	10,483,000
Measure B/BB Direct Local Distribution	-	-	149,849,077	-	-	-	-	149,849,077	-	149,849,077
Grant Awards	-	-	7,714,000	-	-	-	-	7,714,000	(7,185,000)	14,899,000
TFCA Programming	-	-	2,444,340	-	-	-	-	2,444,340	(650,093)	3,094,432
Exchange Fund Programming	-	-	-	553,700	-	-	-	553,700	478,700	75,000
<u>Capital Projects</u>										
Salaries and Benefits	-	31,485	-	1,480	-	1,534,250	(138,394)	1,428,820	(470,206)	1,899,027
Capital Project Expenditures	-	14,827,374	19,719,696	8,895,838	-	348,982,241	-	392,425,149	252,796,880	139,628,269
<u>Indirect Cost Recovery/Allocation</u>										
Indirect Cost Recovery from Capital, Spec Rev & Exch Funds	(303,730)	-	-	-	-	-	303,730	-	-	-
Total Expenditures	10,422,372	21,718,103	197,821,190	9,503,434	26,470,200	377,253,768	(26,486,050)	616,703,017	245,230,700	371,472,317
Net Change in Fund Balance	6,239,332	(12,677,956)	(3,929,674)	(561,115)	30,000	(201,526,003)	-	(212,425,416)	(218,975,597)	6,550,181
Projected Ending Fund Balance	89,631,179	29,326,279	138,141,301	5,868,846	9,822,864	93,492,042	-	366,282,511	(29,736,924)	396,019,434
Freeway Maintenance Contributions	-	5,000,000	-	-	-	-	-	5,000,000	-	5,000,000
Fund Balance/Operational Reserves	54,467,620	20,000,000	-	-	-	-	-	74,467,620	20,463,097	54,004,523
Loan Repayment I-580 EL to MB	-	4,326,279	-	-	-	-	-	4,326,279	(2,930,111)	7,256,390
Projected Net Fund Balance	\$ 35,163,559	\$ -	\$ 138,141,301	\$ 5,868,846	\$ 9,822,864	\$ 93,492,042	\$ -	\$ 282,488,612	\$ (47,269,909)	\$ 329,758,521

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**Alameda County Transportation Commission
Fiscal Year 2020-21
Capital Programs Proposed Mid-Year Budget Update**

7.5B

Capital Programs	(A)	(B)	(A) - (B) = (C)	(D)	(E)	(C) + (D) + (E) = (F)	Funding			
	Adopted FY 2019-20 Capital Budget	Actual FY 2019-20 Expenditures	Actual FY 2019-20 Rollover to FY 2020-21	Adopted FY 2020-21 Original Capital Budget	FY 2020-21 Capital Budget Adjustment	FY 2020-21 Capital Budget w/ Estimated Rollover	Total Local	Total Regional	Total State	Total Federal
1986 Measure B Capital Program	\$ 5,175,937	\$ 215,431	\$ 4,960,506	\$ 500,000	\$ -	\$ 5,460,506	\$ 5,460,506	\$ -	\$ -	\$ -
2000 Measure B Capital Program	96,842,099	34,868,688	61,973,411	249,719	-	62,223,130	62,223,130	-	-	-
2000 Measure B SRF Discretionary Capital Program	161,995	161,995	-	-	-	-	-	-	-	-
2014 Measure BB Capital Program	203,294,759	91,839,765	111,454,993	123,434,366	40,299,001	275,188,360	211,572,014	13,000,000	40,967,413	9,648,934
2014 Measure BB SRF Discretionary Capital Program	24,311,704	26,749,485	(2,437,781)	11,757,331	9,415,144	18,734,694	18,734,694	-	-	-
Non-Sales Tax Capital Program	5,663,436	1,590,900	4,072,536	3,214,649	357,309	7,644,494	3,295,680	1,877,813	2,471,001	-
Non-Sales Tax Exchange Fund Capital Program	7,891,125	262,009	7,629,116	1,268,203	-	8,897,319	8,897,319	-	-	-
Non-Sales Tax SRF Capital Program	458,583	338,000	120,583	856,419	8,000	985,002	985,002	-	-	-
Express Lanes Capital Program	16,294,726	1,813,868	14,480,858	378,000	-	14,858,858	14,858,858	-	-	-
	<u>\$ 360,094,364</u>	<u>\$ 157,840,141</u>	<u>\$ 202,254,223</u>	<u>\$ 141,658,688</u>	<u>\$ 50,079,454</u>	<u>\$ 393,992,365</u>	<u>\$ 326,027,204</u>	<u>\$ 14,877,813</u>	<u>\$ 43,438,414</u>	<u>\$ 9,648,934</u>

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Memorandum

7.6

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Gary Huisingsh, Deputy Executive Director of Projects
Angelina Leong, Assistant Transportation Engineer

SUBJECT: Approve the Administrative Amendments to Various Agreements to
Extend Agreement Expiration Dates

Recommendation

It is recommended that the Commission approve administrative amendments to various Alameda CTC agreements (A15-0035, A17-0101, A18-0035, A18-0040, A19-0028 and A20-0007) in support of both Alameda CTC-implemented Capital Projects and program delivery commitments and local agency-sponsored projects receiving Alameda CTC-administered discretionary funding.

Summary

Alameda CTC enters into agreements/contracts with consultants and local, regional, state, and federal entities, as required, to provide the services, or to reimburse project expenditures incurred by project sponsors, necessary to meet the Capital Projects and program delivery commitments. Alameda CTC also enters into project funding agreements (PFAs) with local agencies for allocated Alameda CTC-discretionary fund sources, including Measure B, Measure BB, Vehicle Registration Fee and Transportation Fund for Clean Air. All agreements are entered into based upon estimated known project needs for scope, cost and schedule.

The administrative amendment requests shown in Table A have been reviewed and it has been determined that the requests will not compromise project deliverables.

Staff recommends that the Commission approve and authorize the administrative amendment requests as listed in Table A.

Background

Amendments are considered “administrative” if they include only time extensions. For PFAs, the 1st request for a one-year time extension may be approved by the Executive Director, but 2nd and subsequent time extensions are brought to the Commission for approval.

Agreements are entered into based upon estimated known project needs for scope, cost, and schedule. Throughout the life of a project, situations may arise that warrant the need for a time extension or a realignment of project phase/task budgets.

The most common justifications for a time extension include (1) project delays; and (2) extended phase/project closeout activities.

Requests are evaluated to ensure that project deliverables are not compromised. The administrative amendment requests identified in Table A have been evaluated and are recommended for approval.

Levine Act Statement: WMH Corporation, Oberkamper & Associates Civil Engineers, Inc., WSP USA Inc., and its subconsultants did not report any conflicts in accordance with the Levine Act.

Fiscal Impact: There are no fiscal impacts associated with the requested actions.

Attachment:

- A. Table A: Administrative Amendment Summary

Table A: Administrative Amendment Summary

Index No.	Firm/Agency	Project/Services	Agreement No.	Contract Amendment History and Requests	Reason Code	Fiscal Impact
1	WMH Corporation	I-680 Northbound HOV/Express Lane / Design and design services during construction	A15-0035	A1: Budget increase and 24-month time extension from 6/30/2019 to 6/30/2021 for design services during construction A2: Modify indemnification and insurance provisions in Contract A3: 12-month time extension from 6/30/2021 to 6/30/2022 (<i>current request</i>)	1	None
2	City of Fremont	Safe and Smart Corridor Along Fremont Blvd / Preliminary Engineering/Environmental and Final Design	A17-0101	A1: 12-month time extension from 12/31/2019 to 12/31/2020 A2: 24-month time extension from 12/31/2020 to 12/31/2022 (<i>current request</i>)	1 & 2	None
3	WMH Corporation	I-880 Southbound HOV Lane – South Segment / Highway planting design and design services during construction	A18-0035	A1: Budget increase and 12-month time extension from 6/30/2020 to 6/30/2021 A2: Modify indemnification and insurance provisions in Contract A3: 12-month time extension from 6/30/2021 to 6/30/2022 (<i>current request</i>)	1	None
4	Oberkamper & Associates Civil Engineers, Inc.	I-880/Mission Boulevard (Route 262) Interchange / Right-of-way services	A18-0040	A1: 12-month time extension from 4/30/2020 to 4/30/2021 A2: Budget increase and modify indemnification and insurance provisions in Contract A3: 14-month time extension from 4/30/2021 to 6/30/2022 (<i>current request</i>)	2	None
5	City of Oakland	7 th Street Grade Separation and Port Arterial Improvements / Project management and supporting services	A19-0028	A1: 12-month time extension from 6/1/2020 to 6/1/2021 A2: 24-month time extension from 6/1/2021 to 6/1/2023 (<i>current request</i>)	1	None

6	WSP USA Inc.	7 th Street Grade Separation East / Construction Management	A20-0007	A1: Modify indemnification and insurance provisions in Contract A2: 30-month time extension from 4/30/2021 to 10/31/2023 (<i>current request</i>)	1	None
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- (1) Project delays.
- (2) Extended phase/project closeout activities.
- (3) Other



Memorandum

7.7

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Trinity Nguyen, Director of Project Delivery
Vivek Bhat, Director of Programming and Project Controls

SUBJECT: Approve actions associated with the Construction Phase of the I-80 Gilman Interchange Improvements Project, Phase-1

Recommendation

It is recommended that the Commission approve the following actions related to the I-80 Gilman Interchange Improvements Project, Phase-1:

1. Approve allocation of \$1,587,100 of Measure BB funds from the Congestion Relief, Local Bridge, Seismic Safety program (TEP-26), to the construction phase of this Project; and
2. Authorize the Executive Director or Designee to execute all necessary agreements.

Summary

Alameda CTC is the project sponsor for the I-80 Gilman Interchange Improvements Project (Project), a named capital project in the 2014 Transportation Expenditure Plan. The Project proposes to reconfigure the I-80 Gilman Interchange, located in northwest Berkeley near its boundary with the City of Albany to improve mobility through the Gilman Street corridor and close the gap in local and regional bicycle facilities through the I-80/Gilman Interchange. The project fact sheet is provided as Attachment A.

The total estimated Project cost is \$65,503,000. In addition to \$14,400,000 of Measure BB authorized by the Commission, a total of \$47,324,000 in Federal, State, and other Local funds have been secured for the Project. The Project is proposed to be constructed in two phases to deliver the improvements as quickly as possible. Phase 1 will construct the Pedestrian/Bicycle bridge over I-80 and Phase 2 will construct two roundabouts at the Gilman Interchange and the associated connecting elements. Caltrans is the implementing agency for the construction phase.

Phase1 bids opened on January 20, 2021 and the lowest bid exceeds the available capital construction budget of \$19,071,000 which is 100% state funded (\$4,152,000 ATP and \$14,919,000 STIP). An additional \$3,779,000 is recommended to award the project. In

partnership with Caltrans and the City of Berkeley, \$2,191,900 (\$1,691,900 STIP and \$500,000 City of Berkeley) has been identified leaving a remaining need of \$1,587,100.

Approval of the requested actions will allow Caltrans to award the Phase 1 contract and begin construction in April 2021.

This project is also being evaluated as a potential nominee for the Metropolitan Transportation Commission (MTC) Safe and Seamless Quick-Strike Program. If this project is selected and recommended for funding through MTC, the 2014 MBB TEP-26 funds will not be required and will be rescinded.

Background

Alameda CTC is the project sponsor for the I-80 Gilman Interchange Improvements Project located in northwest Berkeley near its boundary with the City of Albany. The purpose of the project is to improve navigation and traffic operations on Gilman Street between West Frontage Road and 2nd Street through the I-80 interchange so that congestion is reduced, queues are shortened, and merging and turn conflicts are minimized. In addition to improving mobility through the Gilman Street corridor, the Project aims to close the gap in local and regional bicycle facilities through the I-80/Gilman Interchange; provide access for bicycles and pedestrians traveling between the Bay Trail and North Berkeley/Albany; and improve safety for all modes of transportation.

The main project features include a pair of roundabouts and a new bicycle/pedestrian bridge over I-80. In total, the project will provide approximately 2.0 miles of new or improved bicycle/pedestrian components. These include Class I, II, III, and IV bike lanes that provide access to and from the overcrossing to the Bay Trail, nearby recreational facilities and surrounding businesses.

Alameda CTC is the implementing agency for the environmental, design, right-of-way acquisition, and utility phases of the project. Caltrans will Advertise, Award and Administer the construction work for this project. To deliver the improvements as soon as possible, the project will be delivered in two phases. Phase 1 will construct the Pedestrian/Bicycle bridge over I-80 and Phase 2 will construct the two roundabouts at the Gilman Interchange and the associated connecting elements including the safety improvements at the UPRR crossing on Gilman Street and the Golden Gate extension roadway.

Phase 1 was advertised on October 26, 2020 and a total of 11 bids were received and opened on January 20, 2021. The bids ranged between \$21,046,290 and \$24,387,176. A summary of all bids received is provided as attachment B. A thorough evaluation by Caltrans and Alameda CTC's design team was completed and it was concluded that the lowest bid was responsive and responsible. The recommended option is to award the contract to the lowest bidder before the bid expires on April 20, 2021. The total capital estimate to award to the lowest bidder is \$22,841,000. Details are provided in Table 1.

TABLE 1: PHASE 1 TOTAL CAPITAL ESTIMATE

Category	Amount
Bid Amount	\$21,046,290.00
Supplemental Work	\$362,060.00
State Furnished Materials	\$344,380.00
Contingency (5%)	\$1,087,636.50
Total	\$22,840,366.50

The current approved capital construction budget is \$19,071,000. An additional \$3,779,000 is needed to award the project. Caltrans and the City of Berkeley have identified \$2,191,900 towards the funding shortfall. It is recommended that the remaining \$1,587,100 be funded from 2014 MBB TEP-26 funds.

This project is also being evaluated as a potential nominee for the MTC Safe and Seamless Quick-Strike Program. If this project is selected and recommended for funding through MTC, the 2014 MBB TEP-26 funds will not be required and will be rescinded.

TABLE 2: PHASE 1 CONSTRUCTION FUNDING SUMMARY

Description of Work		Construction Capital Current	Construction Capital Proposed Addition	Total ²
Fund Source	State -ATP	\$4,152,000	\$0	\$4,152,000
	State -STIP	\$14,919,000	\$1,691,900	\$16,610,900
	City of Berkeley	\$0	\$500,000	\$500,000
	MBB (TEP 26)	\$0	\$1,587,100	\$1,587,100
	Total	\$19,071,000	\$3,779,000	\$22,850,000

Agreements will be required with Caltrans and the City of Berkeley to reflect the approved funding contributions and responsibilities.

With the approval of the recommended actions, the estimated schedule is as follows:

- Construction Contract Award – April 1, 2021
- Construction Complete – December 2023

Fiscal Impact: The action will authorize the encumbrance of \$1,587,100 in Measure BB funds for subsequent expenditure. Sufficient budget is included in the Alameda CTC adopted FY 2020-2021 Capital Program Budget.

Attachments:

- A. I-80 Gilman Interchange Improvement Project Fact Sheet
- B. Summary of Phase 1 Bids

Interstate 80/Gilman Street 7.7A Interchange Improvement Project

MARCH 2021

PROJECT OVERVIEW

The Alameda County Transportation Commission (Alameda CTC), in cooperation with the California Department of Transportation (Caltrans) and the cities of Berkeley and Albany, proposes to reconfigure the Interstate 80 (I-80)/Gilman interchange, located in northwest Berkeley near the City of Albany. The main component of this project is a pair of roundabouts at Gilman Street intersections on both sides of I-80, as well as new pedestrian and bicycle facilities at and near the interchange.

The purpose of the project is to increase safety and improve navigation, mobility and traffic operations on Gilman Street between West Frontage Road and 5th Street through the I-80 interchange. The project will reduce congestion, shorten queues and minimize merging and turning conflicts. In addition to the roundabouts, the project provides:

- A pedestrian and bicycle overcrossing over I-80
- An at-grade pedestrian/bicycle path through the interchange
- A two-way cycle track on Gilman Street, from the interchange to Fourth Street
- A new traffic signal at Gilman and 4th Streets
- A Bay Trail gap closure at the foot of Gilman Street

This project will be constructed in two phases:

Phase 1: Pedestrian and Bicycle Overcrossing

Phase 2: Interchange Improvements and Local Street Improvements; pedestrian and bicycle Improvements through interchange; Bay Trail gap closure; safety improvements at the Gilman/Union Pacific Railroad at-grade crossing

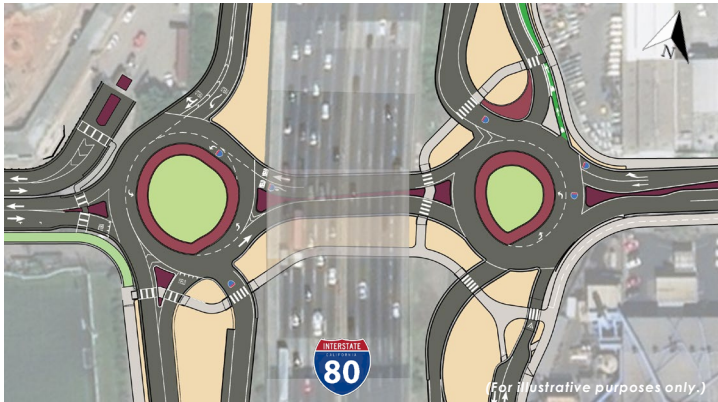


PROJECT NEED

- Higher than average rates of injury collisions
- Significant roadway deficiencies
- Excess left turn vehicle queue lengths on Gilman Street
- Gap in the San Francisco Bay Trail
- Lack of safe pedestrian and bicycle routes to access recreation areas west of I-80

PROJECT BENEFITS

- Provides safe access for pedestrians and bicyclists
- Reduces congestion and improves mobility
- Simplifies traffic operations, navigation and mobility at the interchange
- Shortens queues
- Reduces turning conflicts and improves merging
- Improves local and regional biking facilities



Overlay of the roundabouts at the project location.



Conceptual rendering of the I-80 Gilman Interchange Improvements project looking north along Eastshore Highway before Gilman Street.

STATUS

Implementing Agency: Alameda CTC

Current Phase: Final Design/Pre-Construction

- Final Environmental Document approved on June 21, 2019; Project Report approved on June 28, 2019.
- Construction funding for Phase 1 approved by the California Transportation Commission in August 2020.
- Phase 1 contract advertised October 26, 2020 and construction to begin spring 2021.

PARTNERS AND STAKEHOLDERS

Caltrans, Alameda CTC, cities of Berkeley and Albany, East Bay Regional Park District, East Bay Municipal Utility District (EBMUD) and various bicycle groups

COST ESTIMATE BY PHASE¹ (\$ X 1,000)

Planning/Scoping	\$794
PE/Environmental	\$4,819
Final Design (PS&E)	\$6,875
Right-of-Way/Utility	\$2,445
Construction	\$50,570
Total Expenditures	\$65,503¹

¹ Does not include separate construction items funded by partner agencies, estimated at \$1.5 million.

FUNDING SOURCES² (\$ X 1,000)

Measure BB	\$14,400
Federal	\$1,079
State (ATP) ³	\$4,152
State (STIP) ⁴	\$41,229
Other (Local, State and EBMUD) ⁵	\$864
TBD	\$3,779
Total Revenues	\$65,503

² Does not include separate construction items funded by partner agencies, estimated at \$1.5 million.

³ Active Transportation Program.

⁴ State Transportation Improvement Program.

⁵ City of Berkeley and East Bay Municipal Utility District (EBMUD).

SCHEDULE BY PHASE⁶

	PHASE 1		PHASE 2	
	Begin	End	Begin	End
Scoping	Spring 2012	Fall 2014	Spring 2012	Fall 2014
Preliminary Engineering/Environmental	Fall 2015	Summer 2019	Fall 2015	Summer 2019
Final Design	Fall 2018	Fall 2020	Fall 2018	Spring 2021
Right-of-Way	Fall 2018	Fall 2020	Fall 2018	Spring 2020
Construction	Spring 2021	2023	Fall 2021	2023

⁶ Schedule subject to funding availability.

Note: Information on this fact sheet is subject to periodic updates.

SUMMARY OF PHASE 1 BIDS

Bidder	Amount
Golden State Bridge, Inc.	\$21,046,290.00
Myers & Sons Construction, LLC	\$21,747,250.15
Granite Construction Company	\$21,796,062.47
M.C.M. CONSTRUCTION, INC.	\$21,898,803.25
Gordon N. Ball, Inc.	\$22,121,836.20
Brosamer & Wall , INC	\$22,739,732.00
Walsh Construction Company II, LLC	\$22,889,221.50
California Engineering Contractors, Inc.	\$23,208,529.73
Ghilotti Construction Co.	\$23,783,144.00
Andrew M. Jordan Inc, dba A & B Construction	\$24,008,980.00
Flatiron West Inc.	\$24,387,175.82

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Memorandum

7.8

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2020

TO: Alameda County Transportation Commission

FROM: Trinity Nguyen, Director of Project Delivery

SUBJECT: Approve Contract Amendment No. 4 to Professional Services Agreement A18-0030 with WMH Corporation for State Route 84 Expressway and State Route 84 / Interstate 680 Interchange Improvements Project

Recommendation

It is recommended that the Commission authorize the Executive Director to execute Amendment No. 4 to the Professional Services Agreement No. A18-0030 with WMH Corporation (WMH) for an additional amount of \$2,000,000 for a total not-to-exceed amount of \$18,300,000 to provide design support during construction (DSDC) services for the State Route 84 (SR 84) Expressway and SR 84 / Interstate 680 (I-680) Interchange (I/C) Improvements Project.

Summary

The Alameda County Transportation Commission (Alameda CTC) is the project sponsor and implementing agency for the project development phases of the SR 84 Expressway and SR 84 / I-680 I/C Improvements Project (Project) in the City of Pleasanton and the Community of Sunol. The Project proposes to widen SR 84 from two lanes to four lanes from south of Ruby Hill Drive to I-680 and make ramp modifications and other operational improvements to the SR 84/I-680 interchange. The improvements also include extending the I-680 Southbound Express Lane by approximately two (2) miles to the north.

This project is a named capital project in the 2014 Transportation Expenditure Plan (TEP) and has an earmark of \$122.0 million in Measure BB funds and a total project budget of \$244.1 million. Caltrans awarded construction contract to the lowest bidder, Bay City Paving and Grading, Inc. on February 19, 2021 and construction activities are anticipated to begin in April. Alameda CTC, through a competitive selection process, selected and awarded contract A18-0030 for design phase services to WMH in April 2018. As the designer of record, WMH's services will be required to provide DSDC through project completion which is anticipated in 2023.

Authorization of Amendment No. 4 to Professional Services Agreement No. A18-0030 with WMH for an additional amount of \$2,000,000, for a total not-to-exceed amount of \$18,300,000, will provide the resources necessary to successfully construct the project. A summary of all contract actions related to Agreement No. A18-0030 is provided in Table A.

Background

Alameda CTC is the Sponsor of the SR-84 Expressway and SR-84/I-680 Interchange Improvements project. Alameda CTC is the Implementing Agency of the project development (Environmental, Design and Right-of-Way) phases and Caltrans is the Implementing Agency of the construction phase and is responsible to Advertise, Award and Administer the construction contract.

The Project is a named project in the 2014 MBB TEP, (TEP-31) with a total MBB commitment of \$122 million and proposes to upgrade SR-84 in southern Alameda County from south of Ruby Hill Drive to I-680, and to make operational improvements to the SR-84/I-680 Interchange. Additionally, the Project will extend the existing southbound express lane from SR-84 to north of Koopman Road. Proposed improvements include improving SR-84 to four lanes to conform with the existing roadway, interchange improvements, intersection improvements along the SR84 corridor, construction of bike lanes along SR-84 and under I-680, improvements to accommodate southbound express lane extension, drainage modifications, and utility relocations. In addition to the 2014 TEP, this Project is also listed as a named project in the RM3 program, with a total RM3 commitment of \$85 million.

The total estimated cost of the Project is \$244.1 million and the funding plan comprises a combination of local, state and regional funds including \$123.4 million MBB, \$1.1 million Measure B, \$14.9 million Tri-Valley Transportation Council (TVTC), \$11.1 million State Transportation Improvement Program (STIP), \$8.6 million Senate Bill 1 (SB 1) Local Partnership Program (LPP), and \$85 million RM3 funds.

The proposed improvements are expected to alleviate existing and projected traffic congestion to improve SR-84 as a regional connection between I-680 and I-580, consistent with other local and regional planning and programmed projects, improve traffic circulation between SR-84 and I-680, and in the vicinity of the SR 84/I-680 I/C, improve safety for motorists and cyclists on this segment of SR-84, and complete the statutory designation of this segment of SR-84 as an expressway facility.

Caltrans received six bids on February 9, 2021 and on February 19, 2021 an award was made to Bay Cities Paving & Grading, Inc. Construction activities are anticipated to begin in April. The total estimated construction capital is \$156 million. WMH as the designer of record will be needed to provide DSDC including submittal reviews, change orders, and as-built preparation. DSDC costs vary between 1.5%-3.0% of capital and is dependent upon size and complexity. An initial budget of \$2.0 million (approximately 1.3% of estimated construction capital) for DSDC support is recommended at this time.

Request for proposals (RFP) #18-0008, released in November 2017 for PS&E phase services, resulted in the selection and award of professional services contract A18-0030 to WMH in April 2018. WMH is a certified Alameda CTC small local business enterprise. Table A summarizes the contract actions related to Agreement No. A18-0030. With this increase, the contract would continue to exceed the Alameda CTC Local Business Contract Equity program goals.

Table A: Summary of Agreement No. A18-0030			
Contract Status	Work Description	Value	Total Contract Not-to-Exceed Value
Original Professional Services Agreement with WMH (A18-0030) <i>Approved April 2018</i>	Professional design services for SR 84 Expressway and SR 84/I-680 I/C Improvements	N/A	\$15,000,000
Amendment No. 1 (Administrative Amendment) <i>Executed November 2018</i>	Ensure consistency with the San Francisco Public Utilities Commission license agreement	N/A	N/A
Amendment No. 2 <i>Approved March 2019</i>	Provide additional budget to complete the project	\$1,300,000	\$16,300,000
Amendment No. 3 (Administrative Amendment) <i>Executed July 2020</i>	Update indemnification and insurance requirement provisions	N/A	N/A
<i>Proposed Amendment No. 4</i> <i>March 2021 – (This Agenda Item)</i>	Provide additional budget to provide design support during construction	\$2,000,000	\$18,300,000
Total Amended Contract Not-to-Exceed Amount			\$18,300,000

Levine Act Statement: WMH did not report a conflict in accordance with the Levine Act.

Fiscal Impact: The action will authorize the encumbrance of an additional \$2,000,000 in previously allocated Measure BB funds. This amount is included in the Project's funding plan and sufficient budget has been included in the Alameda CTC Adopted FY 2020-2021 Capital Program Budget.

Attachment:

- A. State Route 84 Expressway and State Route 84 / Interstate 680 Interchange Improvements Project Fact Sheet

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SR-84 from South of Ruby Hill Drive to I-680 and SR-84/I-680 Interchange Improvements 7.8A

MARCH 2021

PROJECT OVERVIEW

Alameda CTC, in cooperation with the California Department of Transportation (Caltrans) and the Federal Highway Administration (FHWA), proposes to conform State Route 84 (SR-84) to expressway standards between south of Ruby Hill Drive and the Interstate 680 (I-680) interchange in southern Alameda County by:

- Modifying SR-84 to accommodate one additional lane in each direction.
- Implementing additional improvements to reduce weaving/merging conflicts and help address the additional traffic demand between I-680 and SR-84.

The project would also improve the SR-84/I-680 interchange operations by:

- Modifying ramps.
- Extending the existing southbound I-680 high-occupancy vehicle/express lane northward by ~2 miles. Currently, the southbound express lanes extend from SR-84 south of Pleasanton to SR-237 in Milpitas.

Upon completion, this project will be the final segment in a series of improvements to widen SR-84 to expressway standards from I-680 in Sunol to I-580 in Livermore.

PROJECT NEED

- SR-84 is congested during peak commute times.
- Interchange congestion affects operations of both SR-84 and I-680 and is projected to worsen.
- Collision rates on SR-84 and the interchange are higher than the state average, and access to SR-84 from driveways and local roads is difficult.
- The undivided roadway and uncontrolled access on SR-84 do not meet expressway standards.

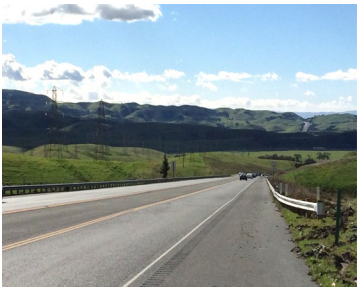


PROJECT BENEFITS

- Improves regional connectivity
- Improves interregional connectivity
- Relieves congestion
- Improves safety



I-680/SR-84 interchange.



SR-84 looking eastbound near Ruby Hill Road.



SR-84 looking westbound near Ruby Hill Road.

STATUS

Implementing Agency: Alameda CTC

Current Phase: Final Design and Right-of-Way

- The Environmental Impact Report (EIR) as part of California Environmental Quality Act (CEQA) clearance and the Environmental Assessment (EA) as part of National Environmental Policy Act (NEPA) clearance were completed on May 30, 2018.
- Final design and right-of-way acquisition was completed in September 2020.
- Construction contract advertised in October and awarded in February 2021.

PARTNERS AND STAKEHOLDERS

Alameda CTC, Alameda County, Caltrans, FHWA and the cities of Livermore, Pleasanton and Sunol

COST ESTIMATE BY PHASE (\$ X 1,000)

Preliminary Engineering/Environmental	\$5,756
Final Design	\$17,250
Right-of-Way	\$20,500
Construction	\$200,594
Total Expenditures	\$244,100

Note: Construction cost escalated to mid-year of construction, 2022.

FUNDING SOURCES (\$ X 1,000)

Measure BB	\$123,400
Measure B	\$1,046
Local (TVTC) ¹	\$14,940
Regional (RIP) ²	\$11,114
Regional (RM 3) ³	\$85,000
State (SB 1 LPP) ⁴	\$8,600
Total Revenues	\$244,100

¹ Local funding includes the Tri-Valley Transportation Council (TVTC).
² Regional Improvement Program (RIP).
³ Regional Measure 3 (RM 3).
⁴ Senate Bill 1 Local Partnership Program (SB 1 LPP)

SCHEDULE BY PHASE

	Begin	End
Environmental	Spring 2015	Summer 2018
CEQA Clearance	Spring 2015	Summer 2018
NEPA Clearance	Spring 2015	Summer 2018
Final Design	Summer 2018	Summer 2020
Right-of-Way	Summer 2018	Summer 2020
Construction	Spring 2021	2023

Note: Information on this fact sheet is subject to periodic updates.



Memorandum

7.9

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Chris G. Marks, Associate Transportation Planner

SUBJECT: Congestion Management Program (CMP): Summary of the Alameda CTC's Review and Comments on Environmental Documents and General Plan Amendments

Recommendation

This item updates the Commission with a summary of Alameda CTC's review and comments on Environmental Documents and General Plan Amendments. This item is for information only.

Summary

This item fulfills one of the requirements under the Land Use Analysis Program (LUAP) element of the Congestion Management Program. As part of the LUAP, Alameda CTC reviews Notices of Preparations (NOPs), General Plan Amendments (GPAs), and Environmental Impact Reports (EIRs) prepared by local jurisdictions and comments on the potential impact of proposed land development on the regional transportation system.

Since the last update on February 8, 2021, Alameda CTC has not reviewed any environmental documents.

Fiscal Impact: There is no fiscal impact. This is an information item only.

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Memorandum

7.10

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Carolyn Clevenger, Deputy Executive Director of Planning and Policy
Maisha Everhart, Director of Government Affairs and Communications

SUBJECT: Federal, state, regional, and local legislative activities update

Recommendation

This item is to provide the Commission with an update on federal, state, regional, and local legislative activities.

Background

The Commission approved the 2021 Legislative Program in January 2021. The purpose of the legislative program is to establish funding, regulatory, and administrative principles to guide Alameda CTC's legislative advocacy.

Each month, staff brings updates to the Commission on legislative issues related to the adopted legislative program, including recommended positions on bills as well as legislative and policy updates. Attachment A is the Alameda CTC 2021 adopted legislative platform.

Federal Update

On Thursday, March 11, 2021, President Biden signed into law the American Rescue Plan. Specific highlights of note for the Commission include approximately \$30 billion in much-needed aid for transit providers, as well as \$362.5 billion in direct state and local assistance.

Discussions are beginning to take place regarding the parameters for a potential return of earmarks. Alameda CTC will coordinate closely with local partners and MTC regarding potential earmarks and update the Commission as more information is available.

The Biden Administration will release its "Build Back Better" plan in March, which will help lay the foundation for a large infrastructure package to pass before the end of the year.

Meetings are being scheduled with members of the Biden Administration and federal delegation in the Spring.

Presidential Cabinet Confirmations

The full Senate confirmed the following nominees in early March: Michael Regan, Environmental Protection Agency (66-34); Merrick Garland, Attorney General (70-30); and Marcia Fudge, Housing and Urban Development (66-34). The Senate voted to discharge California Attorney General Becerra's nomination, a precursor to the confirmation vote which should occur this month. The Senate voted 54-42 in early March to invoke cloture on the nomination of Deb Haaland to be Interior Secretary, and will vote on her confirmation this month.

State Update

The state legislature reconvened on January 11, 2021. The deadline for bills to be introduced was February 19, 2021. Staff will bring relevant legislation to the Commission for consideration during the spring and summer. Our core priorities will continue to focus on securing capital and operating funding to ensure delivery of projects and programs throughout the county and support our transit agencies in the current Covid-19 pandemic. In addition, we will prioritize issues including: safety, multimodal transportation, climate, and COVID-19 relief.

Staff held virtual legislative visits with the Executive Director and state legislators and/or their staff in February.

Fiscal Impact: There is no fiscal impact associated with the requested action.

Attachment:

- A. Alameda CTC 2021 Legislative Program



2021 Alameda County Transportation Commission Legislative Program

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510.208.7400
www.AlamedaCTC.org

The legislative program herein supports Alameda CTC's transportation vision below adopted for the 2020Countywide Transportation Plan:

“Alameda County residents, businesses and visitors will be served by a premier transportation system that supports a vibrant and livable Alameda County through a connected and integrated multimodal transportation system promoting sustainability, access, transit operations, public health and economic opportunities.” Our vision recognizes the need to maintain and operate our existing transportation infrastructure and services while developing new investments that are targeted, effective, financially sound and supported by appropriate land uses. Mobility in Alameda County will be guided by transparent decision-making and measurable performance indicators. Our transportation system will be:

- *Accessible, Affordable and Equitable – Improve and expand connected multimodal choices that are available for people of all abilities, affordable to all income levels.*
- *Safe, Healthy and Sustainable – Create safe facilities to walk, bike and access public transportation to promote healthy outcomes and support strategies that reduce adverse impacts of pollutants and greenhouse gas emissions by reducing reliance on single-occupant vehicles.*
- *High Quality and Modern Infrastructure – Upgrade infrastructure such that the system is of a high quality, is well-maintained, resilient and maximizes the benefits of new technologies for the public.*
- *Economic Vitality – Support the growth of Alameda County's economy and vibrancy of local communities through an integrated, reliable, efficient, cost-effective and high-capacity transportation system.”*

Issue	Priority	Strategy Concepts
Transportation Funding	Increase transportation funding	<ul style="list-style-type: none">• Seek COVID-19 state and federal recovery and operations funding and waive federal cost sharing requirements for transit.• Support means-based fare programs while being fiscally responsible.• Leverage local funds to the maximum extent possible to implement transportation improvements in Alameda County through grants and partnerships with regional, state and federal agencies.• Oppose efforts to repeal transportation revenue streams enacted through SB1.• Support efforts that protect against transportation funding diversions.• Support efforts to lower the two-thirds voter threshold for voter-approved transportation measures.• Support the implementation of more stable and equitable long-term funding sources for transportation.• Ensure fair share of sales tax allocations from new laws and regulations.• Seek, acquire, accept and implement grants to advance project and program delivery.
	Protect and enhance voter-approved funding	<ul style="list-style-type: none">• Support legislative efforts that increase funding from new and/or flexible funding sources to Alameda County for operating, maintaining, restoring, and improving transportation infrastructure and operations.• Support efforts that give priority funding to voter-approved measures and oppose those that negatively affect the ability to implement voter-approved measures.• Support efforts that streamline financing and delivery of transportation projects and programs.• Support rewarding Self-Help Counties and states that provide significant transportation funding into transportation systems.• Support statewide principles for federal surface transportation reauthorization and/or infrastructure bills that expand funding and delivery opportunities for Alameda County.

Multimodal Transportation, Land Use, Safety and Equity	Expand multimodal systems, shared mobility and safety and advance equity	<ul style="list-style-type: none"> • Support policies that provide increased flexibility for transportation service delivery through programs that address the needs of commuters, youth, seniors, people with disabilities and low-incomes, and do not create unfunded mandates. • Support policies that enable shared mobility innovations while protecting the public interest, including allowing shared and detailed data (such as data from transportation network companies and app based carpooling companies) that could be used for transportation and land use planning and operational purposes while ensuring privacy is protected. • Support efforts to allow automated parking enforcement of parking or stopping in bus stops. • Support policies that enhance equity and transportation access. • Support means-based fare programs while being fiscally responsible. • Support investments in transportation for transit-dependent communities that provide enhanced access to goods, services, jobs and education; and address parking placard abuse. • Support parity in pre-tax fringe benefits for public transit, carpooling, and vanpooling and other modes with parking. • Support legislation to modernize the Congestion Management Program, supporting the linkage between transportation, housing, and multi-modal performance monitoring. • Support efforts to increase transit priority throughout the transportation system, such as on freeway corridors and bridges serving the county including express bus on shoulder opportunities. • Ensure that Alameda County needs are included in and prioritized in regional, state and federal planning and funding processes. • Engage in legislation and regulation of new/shared mobility technology with the goal of accelerating their safety, accessibility, mobility, environmental, equity, economic and workforce benefits, including opportunities to increase access to transit and reduce the share of single-occupancy vehicle trips. • Support policies that enhance Bay Area goods movement and passenger rail planning, funding, delivery and advocacy that enhance the economy, local communities, and the environment. • Support advocacy of cooperation and partnership with railroads to advance projects, with a particular interest in rail safety projects.
	Enhance Transportation Safety	<ul style="list-style-type: none"> • Support investments in active transportation, including for improved safety and advance Vision Zero strategies to reduce speeds and protect communities. • Support allowing cities the discretion to use more effective methods of speed enforcement within their jurisdictions. • Support efforts to enable automated speed enforcement. • Allow local flexibility to set safer speed limits (thereby getting rid of the 85th percentile rule). • Regulate navigation apps from directing regional commute traffic onto local neighborhood streets as a bypass for freeway traffic congestion.
Climate Change and Technology	Support climate change legislation and technologies to reduce greenhouse gas (GHG) emissions	<ul style="list-style-type: none"> • Support funding for infrastructure, operations, and programs to relieve congestion, improve air quality, reduce emissions, expand resiliency and support economic development, including transitioning to zero emission transit fleets and trucks consistent with and supportive of Governor Newsome's Executive order N-79-20. • Support rewarding Self-Help Counties with cap-and-trade funds for projects and programs that are partially locally funded and reduce GHG emissions. • Support emerging technologies such as alternative fuels and technology to reduce GHG emissions. • Support efforts to address sea level rise adaptation including planning, funding and implementation support. • Support legislation and policies to facilitate deployment of connected and autonomous vehicles in Alameda County, including data sharing that will enable long-term planning. • Support the expansion of zero emissions vehicle charging stations and station infrastructure for buses. • Support for safer vehicles and telecommuting.

		<ul style="list-style-type: none">• Support efforts that ensure Alameda County jurisdictions are eligible for state funding related to the definition of disadvantaged communities used in state screening tools.• Support efforts to increase transit priority throughout the transportation system, such as on arterials, freeway corridors and bridges serving the County.
Project Delivery and Operations	Advance innovative project delivery	<ul style="list-style-type: none">• Support environmental streamlining and expedited project delivery, including contracting flexibility and innovative project delivery methods.
	Ensure cost-effective project delivery	<ul style="list-style-type: none">• Support efforts that reduce project and program implementation costs.• Support funding and policies to implement transportation projects that create jobs and economic growth, including for apprenticeships and workforce training programs.
	Protect the efficiency of managed lanes	<ul style="list-style-type: none">• Support expanded opportunities for HOV/managed lane policies that protect toll operators' management of lane operations and performance, toll rate setting and toll revenue reinvestments, deployment of new technologies and improved enforcement.• Support innovation and managed delivery of lane conversions.• Support high-occupancy vehicle (HOV)/express lane expansion in Alameda County and the Bay Area, and efforts that promote effective and efficient lane implementation and operations.• Oppose legislation that degrades HOV lanes that could lead to congestion and decreased efficiency.
	Reduce barriers to the implementation of transportation and land use investments	<ul style="list-style-type: none">• Support legislation that increases flexibility and reduces barriers for infrastructure improvements that support the linkage between transportation, housing and jobs.• Support local flexibility and decision-making regarding land-uses for transit-oriented development (TOD) and priority development areas (PDAs).• Support funding and partnership leveraging opportunities for TOD and PDA implementation, including transportation corridor investments that link PDAs.
Partnerships	Expand partnerships at the local, regional, state and federal levels	<ul style="list-style-type: none">• Support efforts that encourage regional and mega-regional cooperation and coordination to develop, promote, and fund solutions to regional and interregional transportation problems and support governmental efficiencies and cost savings.• Partner to increase transportation funding for Alameda CTC's multiple projects and programs and to support local jobs.

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Memorandum

7.11

1111 Broadway, Suite 800, Oakland, CA 94607

• PH: (510) 208-7400

• www.AlamedaCTC.org

DATE:	March 18, 2021
TO:	Alameda County Transportation Commission
FROM:	Carolyn Clevenger, Deputy Executive Director of Planning and Policy Cathleen Sullivan, Director of Planning
SUBJECT:	Approve Amendment to On-Call Planning and Programming Technical Services Contract

Recommendation

It is recommended that the Commission approve authorization for the Executive Director to negotiate and execute an amendment to professional services contract A18-0052 with HDR Engineering, Inc. to provide On-Call Planning and Programming Technical Services. The amendment will add \$1,000,000 and two years to the contract, extending the contract to June 30, 2023.

Summary

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. To deliver on this mission, in 2018 Alameda CTC pursued an on-call contract that enabled staff to access technical planning and programming services to meet needs that arise over the course of regular business in a streamlined manner. Alameda CTC staff recommend extending this contract and add additional budget to undertake new efforts over the course of the next two years in accordance with Alameda CTC Procurement policies.

Background

The Commission originally approved the issuance of the Request for Proposals and the execution of this agreement in March 2018. In the procurement, Alameda CTC selected a team led by HDR Engineering, Inc. and entered into contract A18-0052. The initial contract was for two years and was extended by one year in 2019. Currently due to expire on June 30, 2021, this contract is eligible to be renewed for two additional years, up to the five-year agency limit on a single RFP for a support services contract.

Alameda CTC has undertaken several major efforts under this contract including, but not limited to: the Countywide Transportation Plan, the New Mobility Roadmap, creation of a tool to measure reductions in vehicle miles traveled to assist jurisdictions in meeting the mandates of SB 743, the Community-Based Transportation Plan, and programming services to assist staff in programming, monitoring and reporting on expenditures and grants. The original contract capacity of \$3,500,000 has been utilized or is anticipated to be utilized for upcoming Task Orders initiated in spring 2021.

This contract has proven to be an exceptionally useful tool to access consultant services in an expedited way to fulfill planning and programming tasks to support Alameda CTC's mission. As such, Pursuant to Alameda CTC's procurement policies, staff is requesting extension of the contract for two additional years through June 30, 2023, and addition of \$1,000,000 of contract capacity for additional work that will arise over the coming two years.

Scope of Services

The original scope will remain unchanged, and will include: countywide planning studies and initiatives, general planning and engineering studies and technical assistance, data analysis and support, rail and transit planning and implementation of technical studies, project identification and early project development, environmental strategy development, project development public outreach and support, programming support and technical grant writing services.

All required services will be authorized by Task Order, initiated by Alameda CTC. Task Orders shall include, at a minimum, a detailed description of the work to be performed, a completion date for performance, a maximum payment amount, payment terms (deliverables based or time and materials) and subconsultant participation (if any).

The contract has been funded with local and state funds. As such, the Alameda CTC Local Business Contract Equity Program requirements do not apply to the contract.

Levine Act Statement: The HDR Engineering, Inc. team did not report a conflict in accordance with the Levine Act.

Fiscal Impact: The recommended actions are for a contract amendment to add \$1,000,000 for a new total not to exceed contract of \$4,500,000. Funding for efforts to be undertaken under this contract will be included in the agency budgets as needed for FY2020-21, FY2021-22, and FY2022-23, which will come before the Commission each spring. The funds for FY2020-21 include local (Measure B and BB) and state funds and are included in the current agency budget. Alameda CTC shall not enter into any Task Orders unless the approved agency budget includes funding to cover the work.



Independent Watchdog Committee Meeting Minutes Monday, January 11, 2021, 5:30 p.m.

8.1

1111 Broadway, Suite 800, Oakland, CA 94607

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www.AlamedaCTC.org

1. Call to Order

Independent Watchdog Committee (IWC) Chair Steve Jones called the meeting to order.

2. Roll Call

A roll call was conducted and all members were present with the exception of Keith Brown, Curtis Buckley, Oscar Dominguez, and Hale Zukas.

Subsequent to the Roll Call:

Keith Brown and Hale Zukas arrived during item 5.1.

3. Public Comment

There were no public comments.

4. Meeting Minutes

4.1. Approve November 9, 2020 IWC Meeting Minutes

Pat Piras made a motion to approve this item. Esther Waltz seconded the motion. The motion passed with the following votes:

Yes: Jones, McCalley, Piras, Rubin, Ryan, Tilchen, Waltz

No: None

Abstain: None

Absent: Brown, Buckley, Dominguez, Zukas

5. Measure B/Measure BB Projects and Programs

5.1. Alameda CTC Measure B and Measure BB Program Update

John Nguyen provided an update on Alameda CTC's Direct Local Distribution (DLD) programs, including a review of the current DLD fund balances and program compliance monitoring processes. Mr. Nguyen noted that Alameda CTC received the financial and compliance reports from all DLD recipients for the fiscal year 2019-20 reporting period, with the exception of the City of Union City. Mr. Nguyen provided an overview of the Measure B and Measure BB discretionary program and its oversight process. He noted that the Commission most recently awarded Measure B Bicycle and Pedestrian funds for the COVID-19 Rapid Response Grant Program to support jurisdictions' efforts to improve access to businesses and community areas. Mr. Nguyen noted that the recipients are expected to deliver on their projects by the end of March 2021.

Tom Rubin commented that the totals for the City of Emeryville South Bayfront Bridge Bike/Pedestrian Bridge project do not add up in the PowerPoint. Mr. Nguyen stated that there is a typo that he will correct in the future.

Hale Zukas asked why the City of Berkeley's fund balance and utilization are higher than the City of Oakland's. Mr. Nguyen stated every jurisdiction maintains discretion on how they use their DLD funds in terms of types of improvements implemented, and the timing of delivery of those projects.

Pat Piras asked staff for clarification on the Comprehensive Investment Plan's schedule. Mr. Nguyen stated Alameda CTC released a call for projects and programming guidelines on December 7, 2020, and eligible recipients have until February 1, 2021 to submit applications to Alameda CTC.

Carl Tilchen asked for clarification as to why the City of Union City received \$5.9M in DLD funds and did not spend it. Mr. Nguyen reminded the Committee that last year the City of Union City did not submit their financial statements or expenditure reports due to a computer virus that limited their ability to reconcile their financial data. He noted that the City resolved their issues, and plan to submit their reports by Spring 2021.

6. Measure B/Measure BB Compliance and Audited Financial Reports

6.1. Fiscal Year 2019-20 Measure B/BB Compliance Review Process Update

John Nguyen gave an update on the annual program compliance report review process for Measure B and Measure BB DLD recipients. He stated that all recipients submitted the required audited financial statements and program compliance reports, with the exception of the City of Union City, and the reports are available on Alameda CTC's website. He noted that Alameda CTC staff will review the submittals and work with the DLD recipients to ensure completion and consistent reporting of data across the reports. He noted the final reports will be available for IWC review in March 2021.

Pat Piras asked if the City of Union City's problems are lasting over two fiscal years. Mr. Nguyen stated that yes, it is. He noted that the City Manager submitted a letter to Alameda CTC noting their issues and commitment to submit their reports for the Fiscal Year (FY) 2018-19 and 2019-20 reporting periods by Spring 2021.

Pat Piras asked for a specific timeframe for when the City of Union City will provide their financial statements. Ms. Reavey stated that Union City reported that they expect to provide the FY 2018-19 reports in March 2021, and the FY 2019-20 reports in May 2021.

Murphy McCalley asked if the City of Union City is spending their DLD funds. Mr. Nguyen stated that, yes, they are expending their funds; however, they have not yet been able to provide audited financial reports.

Tom Rubin asked if the City of Albany resolved their problems with providing their financial statements on time. Mr. Nguyen stated that Albany resolved their issues and have submitted their reports timely.

Carl Tilchen asked if Alameda CTC can take away the funds from the City of Union City and give it to another jurisdiction. Ms. Reavey stated that the agency will not

take any action at this time. She noted that Alameda CTC will continue to watch the City of Union City's progress with the dates provided.

7. IWC Bylaws

7.1. Review IWC Bylaws

Patricia Reavey stated that staff included the Bylaws at the Committee's request. The committee reviewed and discussed the IWC Bylaws and requested the following changes:

- 1.13 Local Newspapers – Change “serves” to “serve.”
- 2.1 Committee Purpose – Requested staff to review the item and make the language more clear.
- 2.2 Committee Roles and Responsibilities from Expenditure Plan – Item 2.2.1 notes that public hearings will be well-publicized and posted in advance; however, it does not state a specific timeframe. After discussions during the meeting, it was decided to leave 2.2.1 “as is” in the bylaws.
- 2.3 Additional Responsibilities – Item 2.3.1 put a comma after the word “resolution”
- 4.2 Office Elections – In the second sentence, change “...at the...” to “...at that...”
- 8.3 Amendments to Bylaws – The Article states that the bylaws are to be reviewed annually; however, this is not being done by the Committee. Ms. Reavey stated that staff will update the calendar and annual work plan to reflect this item.

Regarding the third bullet above, Pat Piras asked for the Committee to receive a notification on where and when the public hearing notice is published. Ms. Reavey stated that staff will notify the Committee when and where the public hearing notice is published. She stated that staff will also notify the Committee when the Commission receives notification of publication of the annual report.

Pat Piras asked if the changes are significant enough to take the bylaws before the Commission. Ms. Reavey stated that changes to the bylaws are required to be approved by the Commission, so staff will bring the item back to the Committee in redline for review and approval before taking the recommended changes to the bylaws to the Commission for approval.

8. IWC Member Reports/Issues Identification

8.1. Chair's Report

Chair Steve Jones stated that he is moving to Utah and his last Committee meeting will be in March 2020. Ms. Reavey stated that March 2020 is the last meeting for this fiscal year and the Vice Chair can begin the July 2020 meeting until a new Chair is elected.

8.2. IWC Issues Identification Process and Form

Patricia Reavey stated that the Issues Identification Process and Form is a standing item on the IWC agenda which keeps members informed of the process required to submit issues/concerns that they want to have come before the Committee.

8.3. Member Reports

Carl Tilchen stated that he is concerned about balancing the proper amount of money, from the Federal Government and other sources, that will be available for the Commission to spend on mass transit versus building new roads, ferries and other transportation infrastructure that will be needed when the effect of the COVID-19 shutdown has lessened and Alameda County returns to a "new normal transportation situation". Mr. Tilchen asked how many rail cars, employees and managers will BART need in the future. He stated that the same questions apply to all other transit agencies in Alameda County. Mr. Tilchen asked how the IWC and Commission can help BART figure out, forecast and plan for a future that is unknown. Chair Steve Jones stated that there is nothing the IWC can do. Ms. Reavey stated that the Commission will be setting criteria requirements for call for projects that match the needs of the current environment for jurisdictions and transit agencies that apply for discretionary funding. Ms. Reavey stated that this is a change in the dynamics of the discretionary funding program and there is a lot that is still unknown.

Pat Piras noted that the Committee just reviewed the bylaws and the IWC, and Commission does not deal with BART's overall budget. The concerns stated are not in the IWC's purview.

Tom Rubin stated that he would propose to take it slow, be flexible, and not take on long-term projects after COVID.

9. Staff Reports

9.1. Staff Response to Request for Information

Patricia Reavey noted that at the November 2020 meeting the Committee asked when the equity findings from the Transportation Expenditure Plan will be presented to the Commission. Ms. Reavey stated that the Executive Director intends to have the Programming Team create a formula-based equity report as part of the DLD presentation going to the Commission in the spring. The CIP will include the capital equity and is expected to go to the Commission for approval in April.

Pat Piras requested that staff notify the IWC when these items are going before the Commission for approval.

9.2. IWC Calendar

The calendar was provided in the agenda packet for review purposes. Ms. Reavey stated that staff will add the bylaws to the calendar as to an annual recurring item.

9.3. IWC Roster

The Committee roster was provided in the agenda packet for review purposes.

8. Adjournment

The meeting adjourned at 7:10 p.m. The next meeting is scheduled for March 8, 2021 as a Zoom meeting.

Alameda County Transportation Commission
Independent Watchdog Committee
Roster - Fiscal Year 2020-2021

	Title	Last	First	City	Appointed By	Term Began	Re-apptmt.	Term Expires
1	Mr.	Jones, Chair	Steven	Dublin	Alameda County Mayors' Conference, D-1	Dec-12	Jan-19	Jan-21
2	Mr.	McCalley, Vice Chair	Murphy	Castro Valley	Alameda County Supervisor Nate Miley, D-4	Feb-15	Mar-17	Mar-19
3	Mr.	Brown	Keith	Oakland	Alameda Labor Council (AFL-CIO)	Apr-17		N/A
4	Mr.	Buckley	Curtis	Berkeley	Bike East Bay	Oct-16		N/A
5	Mr.	Dominguez	Oscar	Oakland	East Bay Economic Development Alliance	Dec-15		N/A
6	Mr.	Hernandez	Ed	San Leandro	Alameda County Mayors' Conference, D-3	Feb-21		Feb-23
7	Mr.	Naté	Glenn	Union City	Alameda County Supervisor Richard Valle, D-2	Jan-15	Jan-20	Jan-22
8	Ms.	Piras	Pat	San Lorenzo	Sierra Club	Jan-15		N/A
9	Mr.	Rubin	Thomas	Oakland	Alameda County Taxpayers Association	Jan-19		N/A
10	Ms.	Ryan	Karina	Oakland	League of Women Voters	May-19		N/A
11	Mr.	Tilchen	Carl	Dublin	Alameda County Supervisor David Haubert, D-1	Oct-18		Oct-20
12	Ms.	Waltz	Esther Ann	Livermore	Paratransit Advisory and Planning Committee	Jul-20		N/A

Alameda County Transportation Commission
Independent Watchdog Committee
Roster - Fiscal Year 2020-2021

13	Mr.	Zukas	Hale	Berkeley	Alameda County Supervisor Keith Carson, D-5	Jun-09	Jan-20	Jan-22
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Memorandum

9.1

1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Committee

FROM: Vivek Bhat, Director of Programming and Project Controls
Jacki Taylor, Senior Program Analyst

SUBJECT: Approve Programming Strategy for Metropolitan Transportation Commission's Call for Project Nominations for the Safe and Seamless Mobility Quick-Strike Program

Recommendation

It is recommended the Commission approve the following programming strategy for nominating projects for the Metropolitan Transportation Commission (MTC) Safe and Seamless Quick-Strike Program:

1. Authorize staff to nominate projects from the pool of applications received for the Alameda CTC's 2022 Comprehensive Investment Plan (2022 CIP) that align with the guidelines and requirements of MTC's Safe and Seamless Quick-Strike Program; and
2. Authorize staff to nominate projects from the regionally significant and countywide projects and programs identified in the staff report that align with the guidelines and requirements of MTC's Safe and Seamless Quick-Strike Program.

Summary

Last month, MTC released a call for project nominations and Guidelines (Attachment A) for the Safe and Seamless Mobility Quick-Strike Program (Program), a one-time, competitive grant program within its One Bay Area Grant program (OBAG 2) framework. The program emphasizes bicycle/pedestrian safety and mobility, connections to transit, and projects that advance equitable mobility. Through this program, approximately \$54 million of federal funding is available regionwide to support local and regional projects that can be implemented quickly to benefit communities responding and adapting to the COVID-19 environment. County targets based on the OBAG 2 county program distribution have been provided by MTC as a guide, and Alameda County's funding target is 19.9% (approximately \$10 million).

MTC has requested County Transportation Agencies (CTAs) to submit project nominations for their county area by March 30, 2021. In response, Alameda CTC staff has developed a recommended programming strategy to address immediate funding needs for projects submitted for the 2022 CIP as well as regional and countywide priorities.

At the March 8, 2021 Programs and Projects Committee (PPC) meeting, staff was requested to provide an update to the full Commission on an internal assessment of projects to be nominated for federal funding through MTC's Safe and Seamless Quick-Strike Program. Staff is evaluating and coordinating with project sponsors to confirm by March 19, 2021, whether the respective agency is willing and able to deliver their projects with federal funding, compliant with OBAG framework guidelines. A recommended list of projects and programs will be made available to the Commission in advance of the March 25th Commission meeting.

Background

MTC's Safe and Seamless Mobility Quick-Strike Program is a one-time, competitive grant program within the One Bay Area Grant program (OBAG 2) framework. Federal funding is available to support local and regional projects that can be implemented quickly to benefit communities responding and adapting to the COVID-19 environment. Available funding includes a mix of Surface Transportation Block Grant Program (STP), Congestion Mitigation and Air Quality Improvement (CMAQ) and Federal Highway Infrastructure Program (FHIP) funds, with FHIP funds exchanged with STP/CMAQ funds to the extent possible to meet federal other funding deadlines and requirements. CMAQ funds will be used for eligible projects that demonstrate air quality benefits and implement Plan Bay Area's climate initiative goals and priorities.

To address local needs throughout the region, and encourage community-based project investments, each CTA will act on MTC's behalf and submit project nominations for their county area. County targets based on the OBAG 2 county program distribution have been provided by MTC as a guide (Attachment A), with a minimum of \$1 million per county. Alameda County's target is 19.9% (approximately \$10 million). However, MTC staff cautions that the final project selection will not necessarily adhere to these targets because the final program of projects must reflect regional and multi-county priorities, in addition to local priorities within each county, and conform with the program guidance and timelines.

Program Development Process and Schedule

MTC's project nomination/prioritization process for the Program is intended to quickly distribute funds to competitive and impactful investments throughout the region and program development includes these key steps:

- Letters of Interest: County Transportation Agencies (CTAs) submit Letters of Interest to nominate projects within their counties. In addition to basic project information (project description, sponsor, total cost, funding request), submittals should also describe how the project meets the program eligibility requirements and

evaluation criteria, and how well the proposed project sponsor meets state and federal funding requirements. Nomination letters, project information forms, and Complete Streets checklists must be received no later than Tuesday, March 30, 2021.

- Evaluation: MTC staff will evaluate CTA nominations as well as regional program considerations to develop a recommended program of projects. Program recommendations are scheduled to be presented to Bay Area Partnership Board for review and discussion in April and released on May 3, 2021.
- Project Applications: For projects recommended for funding, MTC and CTA staff will work with project sponsors to submit project applications with a detailed scope, delivery schedule, and funding plan, with all supporting documentation including resolutions of local support due to MTC by May 21, 2021.
- Program Approval: MTC Commission approval of the recommended program of projects is anticipated in late May 2021.

Project Eligibility & Focus Areas

The program emphasizes bicycle and pedestrian safety and mobility, connections to transit, and projects that advance equitable mobility. Eligible project types include:

- Quick-build bike, pedestrian, and transit improvements; including bike share enhancements.
- Local safe and seamless mobility projects, including projects that advance equitable mobility; invest in bicycle/pedestrian safety; improve connections to transit; or implement seamless strategies within a corridor.
- In addition to capital projects, programs that support safe and seamless mobility or advance equitable mobility are also eligible (ex. safe routes to school/transit programs). Up to \$200,000 per county may also be directed towards countywide implementation of safe and seamless mobility planning and programming efforts.

Evaluation Criteria

MTC staff will evaluate the CTA-nominated projects against the program criteria detailed in MTC's Program Guidelines (Attachment A). Projects should align with the identified Connected Mobility Framework Values and Goals (detailed in Guidelines); be the direct result or outcome of a community engagement process; be within or directly connected to a Priority Development Area (PDA) or Transportation Priority Area (TPA) and/or serve a Community of Concern (COC), Community Air Risk Evaluation (CARE) program area, or similar local designation (PDAs and TPAs may be existing or recently designated as part of the Plan Bay Area 2050 growth framework); address transit connectivity gaps, especially in areas significantly impacted from the Pandemic; demonstrate partnership among jurisdictions, transit agencies, and counties; and demonstrate ability to be delivered quickly and meet federal funding requirements, including the requirements of the OBAG 2 program, MTC Resolution 4202, the Regional Project Delivery Policy, MTC Resolution 3606,

and obligate federal funds by September 30, 2022. Additionally, awarded funding cannot supplant existing funds.

Alameda County Programming Strategy for Project Nominations

Staff has developed a recommended programming strategy in response to MTC's call for project nominations, due by March 30, 2021. The approach includes maximizing the funding available for the projects submitted for the 2022 CIP and addressing other immediate countywide funding needs.

2022 CIP Applications Inventory

The 2022 CIP call for projects included a fund estimate of \$26 million and was released in December 2020. In response to the call, Alameda CTC received 35 applications requesting funding of approximately \$38.3 million (Attachment B). Similar to the MTC's Safe and Seamless Mobility Quick-Strike program, eligibility for the 2022 CIP is focused on funding high-priority and near-term bicycle and pedestrian and transit-related capital projects. Staff is proposing to use this inventory of applications to select eligible projects to nominate for MTC's Safe and Seamless Mobility Quick-Strike program. This approach will help augment the local funding available through the 2022 CIP.

Regionally Significant and Countywide Projects and Programs

In addition to the inventory of 2022 CIP applications, there are several projects and programs with immediate funding needs including certain Alameda CTC-sponsored projects and requests received from MTC. These project needs are summarized below:

- ***I-80 Gilman I/C Bike/Ped Over-crossing & Access Imps, Phase 1***
Estimated funding need: \$1.6 million

Post bid opening, the lowest bidder was approximately \$3.8 million over the Engineer's Estimate. Approximately \$2.2 million of the shortfall is being addressed by a combination of state and City of Berkeley funds. The funding gap of \$1.6 million needs to be addressed to award the contract.

- ***I-80 Gilman I/C Bike/Ped Over-crossing & Access Imps, Phase 2***
Estimated funding need: \$4 million

I-80 Gilman I/C Phase 2 construction is scheduled to be advertised in June 2021. The latest Engineer's estimate is approximately \$5 million over the secured funding. Phase 2 includes approximately \$4 million bike /ped elements which may be eligible for MTC's Safe and Seamless Mobility Quick-Strike program. Similar to Phase 1, the funding gap needs to be addressed near-term to avoid loss of committed state funds.

- ***Countywide Safe Routes to School Program (SR2S)***
Estimated funding need: \$1.5 million

Alameda CTC is the implementing agency for the Countywide SR2S which is funded with a combination of State ATP and federal OBAG cycle 2 funds over a 5-

year period. The program is scheduled to go into year 5 of its implementation and has a funding need of approximately \$1.5 million based on the current costs of implementation and additional program needs.

- ***Bay Bridge Forward, I-580 Westbound High Occupancy Vehicle Lane Extension***
Estimated funding need: \$1.5 million

In May 2020, Alameda CTC approved \$10 million for the MTC Bay Bridge Forward Initiative projects, which included \$4.75 million for the I-580 Westbound HOV Extension project. Current updated cost estimates of the project indicate an additional need of \$3 million. MTC is requesting \$1.5 million through the Safe and Seamless Quick Strike program from Alameda County's target share.

- ***Various youth and adult bicycle promotion and education programs***
Estimated funding need: \$110,000

Bike East Bay has approached Alameda CTC staff with funding requests for a suite of bicycle promotion and education programs that address equitable mobility. These include various youth and adult bicycle programs that provide bike equipment, repairs, and bike safety training and education.

Although the MTC's guidance estimates Alameda County's target at 19.9% (approx. \$10 million), staff intends to submit nominations above the target amount, in the range of \$15 million. This is based on MTC's caution that if not all CTAs nominate sufficient eligible projects to meet their county target, MTC could choose to provide that unused programming capacity to other counties. Additionally, MTC's evaluation process entails selecting projects of regional significance and that comply with the OBAG 2 and federal delivery requirements, including being construction ready by Fall 2022.

Based on the direction received at the March 8, 2021 PPC meeting, staff is evaluating and coordinating with Project sponsors to confirm federal eligibility and OBAG program compliance for their respective projects. A recommended list of projects and programs will be made available to the Commission in advance of the March 25th Commission meeting.

It is recommended the Commission authorize staff to evaluate, select and submit project nominations from the received 2022 CIP applications and the identified projects and programs of regional significance, for MTC's Safe and Seamless Quick-Strike Program.

Next Steps

By March 30, 2021, staff will complete evaluating potential projects and submit project nominations for projects that support MTC's program guidance and timelines. MTC is anticipated to approve a program of projects in late May 2021. The awarded federal funding is to be obligated by September 30, 2022.

Fiscal Impact: There is no fiscal impact associated with this item.

Attachments:

- A. MTC Safe and Seamless Mobility Quick-Strike Program Call for Nominations and Guidance
- B. 2022 Comprehensive Investment Plan – Summary of Applications Received



METROPOLITAN
TRANSPORTATION
COMMISSION

9.1A

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Deputy Executive Director, Operations

Brad Paul
Deputy Executive Director,
Local Government Services

February 5, 2021

TO: CTA Executive Directors

RE: Safe and Seamless Mobility Quick-Strike Program – Call for Nominations

Dear CTA Executive Directors:

On January 27, 2021, the Metropolitan Transportation Commission (MTC) approved MTC Resolution No. 4202, Revised, which included the policy framework for the Safe and Seamless Mobility Quick-Strike program. The detailed program guidelines, located in Appendix A-11 to the One Bay Area Grant (OBAG 2) program resolution, are provided as an attachment (**Attachment 1**). OBAG 2 policies, procedures, and requirements apply to the Safe & Seamless program unless specified otherwise in Appendix A-11.

The purpose of this letter is to release the call for project nomination letters for the Safe & Seamless grant program and provide additional guidance on the solicitation process. Project nomination letters for projects submitted as part of county targets are to be submitted by the Bay Area County Transportation Agencies (CTAs). Project sponsors and interested stakeholders are encouraged to work with the applicable CTA (or multiple CTAs for multi-county projects) for submittal of project nominations. This call does not include the projects to be identified by the Blue Ribbon Transit Recovery Task Force, which will follow a different process.

Project Nominations

CTAs are invited to submit project nomination letters to MTC for projects located within their counties, as well as multi-county and regional projects for the respective county target. Letters should describe the CTA's process to identify and prioritize projects for this competitive grant opportunity. CTAs should also list, in narrative form or in a table, the projects being nominated, along with brief project descriptions and the amount of funds requested for each project.

Attached to the project nomination letters, CTAs must also provide completed project information forms for each project (**Attachment 2**).

In addition to these materials required to be submitted directly by the CTAs, project sponsors must submit a Complete Streets checklist for each nominated project into MTC's Complete Streets Database: <https://completestreets.mtc.ca.gov/>.

Nomination letters, project information forms, and Complete Streets checklists must be submitted no later than Tuesday, March 30, 2021. Nomination letters and project information forms should be sent to Mallory Atkinson at matkinson@bayareametro.gov. Complete Streets checklists should be uploaded directly into the online database, linked above.

Project Evaluation & Final Project Applications

In April, MTC staff will evaluate project nominations using the established program criteria, funding eligibility, and focus areas. Staff will consider each CTA's nominations independently as well as in relation to other county submissions and regional priorities to develop its initial funding proposal. Staff will share its initial funding proposal with the Bay Area Partnership Board for discussion and feedback.

CTAs and project sponsors will be notified of MTC staff's funding recommendation by May 3, 2021. Project sponsors recommended for funding must submit the final application materials to MTC by May 21, 2021.

Final application materials include:

- ❖ Project submission in MTC's Financial Management System (FMS) <https://fms.mtc.ca.gov/fms/home.ds>, which will include detailed information on project scope, funding, and performance metrics.
- ❖ Written response to any remaining project-specific questions from MTC's evaluation team.
- ❖ Project map with sufficient detail to clearly identify the location and extent of the project.
- ❖ A signed Local Agency Compliance Checklist (**Attachment 3**). CTAs and local agencies should review this checklist carefully. Although these requirements were included in the OBAG 2 County Program, additional actions will be required for sponsors to satisfy the requirements for the Safe & Seamless grant program. These requirements include a review of the project's Complete Streets checklist by the appropriate Bicycle and Pedestrian Advisory Council, submission of the Housing Element annual progress report for 2020, and adoption of a Resolution of Local Support for the project. In addition, sponsors that have not yet adopted a resolution affirming compliance with California's Surplus Lands Act must now do so. This final requirement will primarily affect charter cities, which were not required to adopt such a resolution at the time of the OBAG 2 County Program adoption.

Please note that project sponsors have only *two weeks* to submit the final required materials to MTC. To meet this aggressive timeline, project sponsors are encouraged to submit their project into FMS in advance of being notified of MTC staff's funding recommendation. Additionally, sponsors should seek early Council or Board approvals of the resolutions required in the Local Agency Compliance Checklist.

The responses to project-specific questions, project maps, and the completed Local Agency Compliance Checklist must be submitted no later than Friday, May 21, 2021. Project data should be uploaded directly into FMS, linked above. Responses to project questions, project maps, and checklists should be sent to Mallory Atkinson at matkinson@bayareametro.gov.

Program Approval

Staff anticipates presenting its recommended program of projects to the MTC Commission for consideration and approval at its June 2021 meeting.

Sincerely,



Theresa Romell
Funding Policy and Programs

Attachments

Attachment 1: Safe & Seamless Mobility Quick-Strike Program – MTC Resolution No. 4202,
Revised, Appendix A-11

Attachment 2: Project Information Form

Attachment 3: Local Agency Compliance Checklist

TR:MA

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Appendix A-11: Safe and Seamless Mobility Quick-Strike Program

The Safe and Seamless Mobility Quick-Strike program is a one-time, competitive grant program within the One Bay Area Grant program (OBAG 2) framework. Federal funding is available to support local and regional projects that can be implemented quickly to benefit communities responding and adapting to the COVID-19 environment.

Available funding includes a mix of Surface Transportation Block Grant Program (STP), Congestion Mitigation and Air Quality Improvement (CMAQ) and Federal Highway Infrastructure Program (FHIP) funds, with FHIP funds exchanged with STP/CMAQ funds to the extent possible to meet federal other funding deadlines and requirements. CMAQ funds will be used for eligible projects that demonstrate air quality benefits and implement Plan Bay Area's climate initiative goals and priorities.

Project Eligibility & Focus Areas

The program emphasizes bicycle/pedestrian safety and mobility, connections to transit, and projects that advance equitable mobility. Eligible project types include:

- Quick-build bike, pedestrian, and transit improvements; including bike share enhancements.
- Local safe and seamless mobility projects, including projects that advance equitable mobility; invest in bicycle/pedestrian safety; improve connections to transit; or implement seamless strategies within a corridor.
- In addition to capital projects, programs that support safe and seamless mobility or advance equitable mobility are also eligible (ex. safe routes to school/transit programs); a limited amount of funding, (up to \$200,000 per county) may also be directed towards countywide implementation of safe and seamless mobility planning and programming efforts).
- Other near-term implementation of strategies emerging from the Blue-Ribbon Transit Recovery Task Force and Partnership Board's Connected Mobility Subcommittee.

Fund commitments for specific focus areas include:

- One-quarter of the total program is targeted for bicycle/pedestrian safety (including local road safety).
- \$5 million is set aside to support early implementation efforts anticipated from the Blue-Ribbon Transit Recovery Task Force.

Evaluation Criteria

MTC staff will evaluate nominated projects against the following program criteria.

Nominated projects should:

- Align with Connected Mobility Framework Values and Goals (see inset below)
- Be the direct result or outcome of a community engagement process
- Be within or directly connected to a Priority Development Area (PDA) or Transportation Priority Area (TPA) and/or serve a Community of Concern (CoC), Community Air Risk Evaluation (CARE) program area, or similar local designation. PDAs and TPAs may be existing or recently designated as part of the Plan Bay Area 2050 growth framework.
- Addresses transit connectivity gaps, especially in areas significantly impacted from the pandemic

- Demonstrate partnership among jurisdictions, transit agencies, and counties.
- Demonstrate ability to quickly deliver, and meet federal funding requirements, as funds must be obligated by September 30, 2022.

To ensure consistency with the implementation of county and regional plans and priorities, as well as encourage discussion and coordination in developing investment proposals, projects co-nominated by MTC and a CTA will be given extra consideration if meeting regional goals and priorities.

Below are the regional connected mobility values and goals guiding these investments:

CONNECTED MOBILITY VALUES AND GOALS	
Values	Goals
Think Regionally Act Locally	Be coordinated, interconnected, and contiguous
Provide Great Travel Choices	Provide choices that are better than driving alone, are viable and intuitive for all trips
Put the Traveler First	Ensure a dignified traveler experience, focusing on customer care and needs
Be Equitable & Inclusive	Address disparities and be transparent for all people and all trips
Be Sustainable	Strive for a healthy planet, people, and full-cost accounting

Project Nominations

To address local needs throughout the region, and encourage community-based project investments, each County Transportation Agency (CTA) will act on MTC's behalf and submit project nominations for their county area. County targets have been provided as a guide, for each county (see table at right). However, final project selection by MTC will not necessarily adhere to these targets. Target amounts are based on the OBAG 2 county program distribution.

In addition to county submissions, MTC may consider projects that would be implemented regionwide or in more than one county. Where applicable, MTC staff will work with CTAs to coordinate on co-nominations for regional projects.

As the final program of projects must reflect regional or multi-county priorities, in addition to local priorities within each county, the final programming per county will not correspond exactly to nomination targets.

To ensure each county is provided sufficient funding to have a meaningful community impact, each county's nomination target will be a minimum of \$1 million.

County Nomination Targets (\$ millions, rounded)

	%
Alameda	19.9%
Contra Costa	14.6%
Marin	2.8%
Napa	2.1%
San Francisco	12.5%
San Mateo	8.4%
Santa Clara	27.0%
Solano	5.5%
Sonoma	7.2%
	100.0%

Note: Final project selection and fund programming will not correspond exactly to nomination targets.

Project Selection Process

The prioritization process is designed to quickly distribute funds to competitive and impactful investments throughout the region.

- **Letters of Interest:** County Transportation Agencies (CTAs) submit Letters of Interest to nominate projects within their counties. In addition to basic project information (project description, sponsor, total cost, funding request), submittals should also describe how the project meets the program eligibility requirements and evaluation criteria, and how well the proposed project sponsor meets state and federal funding requirements.
- **Evaluation:** MTC staff evaluate CTA nominations as well as regional program considerations to develop a recommended program of projects. Program recommendations presented to Bay Area Partnership Board for review and discussion.
- **Project Applications:** MTC and CTA staff work with project sponsors to submit project applications with a detailed scope, delivery schedule, and funding plan.
- **Program Approval:** MTC Commission consideration and approval of projects and fund programming.

Programming Policies and Requirements

Unless otherwise noted within these guidelines, OBAG 2 General Programming Policies (see MTC Resolution No. 4202, Attachment A, pages 6-11), and Regional Project Funding Delivery Policy (MTC Resolution No. 3606) apply.

- **Project sponsors:** Eligible sponsors are those approved by Caltrans to receive FHWA federal-aid funds (including cities, counties, transit agencies, CTAs, and MTC). Sponsors must also have a demonstrated ability to meet timely use of funds deadlines and requirements (see Project Delivery and Monitoring, below).
- **Minimum Grant Size:** Project nominations should be consistent with OBAG 2 minimum grant size requirements per county (\$500,000 grant minimum for counties with population over 1 million, and \$250,000 minimum for all other counties). Final funding awards may deviate from grant minimums per county, should one or more grant awards span multiple counties or regionwide.

Additionally, deviations from the OBAG 2 minimum grant size requirements for project nominations may be considered on a project-by-project basis. However, grant awards must be at least \$100,000.

- **Local Match:** Toll credits may be requested in lieu of non-federal cash match.
- **Supplanting of Funds Prohibited:** Supplanting of existing funds on fully-funded projects is prohibited, as the program is intended to infuse transportation investment into communities responding and adapting to the COVID-19 environment. If funds are

requested to address a funding shortfall on a project due to reduced local revenues, CTAs must demonstrate why the project should be a priority for regional funding, if it was not the highest priority for available local funding. In their nomination, CTAs should describe how the county and local jurisdictions determined which projects are prioritized for reduced local revenues.

- **Project Phases:** The Environmental (ENV), Plans, Specifications and Estimates (PS&E), Preliminary Engineering (PE) and Right Of Way (ROW) phases are eligible for capital projects as long as the construction (CON) phase of the project is delivered and funds obligated by September 30, 2022.
- **Project Delivery and Monitoring:** Project sponsors must have a record of consistently meeting state and federal timely use of funds deadlines and requirements, or demonstrate/identify revised/new internal processes to ensure they will meet funding deadlines and requirements moving forward at the time of project nomination. In addition to the provisions of the Regional Project Funding Delivery Policy (MTC Resolution No. 3606), the following specific funding deadlines/requirements apply:
 - Funds must be obligated (authorized in a federal E-76, or transferred to FTA) no later than September 30, 2022.
 - Funds must be encumbered or awarded in a contract within 6 months of federal obligation.
 - Funds must be invoiced against within 3 months of encumbrance/award and invoiced against and receive a federal reimbursement quarterly thereafter.
 - If there could be complications with invoicing against the construction phase within 9 months of federal obligation, then the sponsor should consider including Construction Engineering (CE) in the federal obligation so that eligible costs may be invoiced in order to meet the invoicing deadline.
 - Project sponsor must meet all other timely use of funds deadlines and requirements, for all other state and federal transportation funds received by the agency, during the duration of project implementation (such as, but not limited to, project award, federal invoicing, and project reporting).
 - To help ensure compliance with state and federal invoicing requirements, as part of the application submittal, the Finance/Accounting Manager/Director for the agency receiving the funds must provide written documentation on the agency's internal process and procedures for complying with FHWA federal-aid timely use of funds requirements, especially with regards to meeting federal invoicing requirements.
 - CTAs nominating successful projects must monitor the project sponsors within their respective county in meeting the timely use of funds deadline requirements in MTC Resolution No. 3606 and report quarterly to MTC on the agency's status in meeting regional, state, and federal timely use of funds deadlines and requirements.
- **Additional Requirements Apply:**
 - Project sponsor must comply with MTC's Complete Street Policy and submit a Complete Streets Checklist for the project.

- Project sponsor must adopt a Resolution of Local Support prior to adding the project into the Transportation Improvement Program (TIP).
- Project sponsor must satisfy the OBAG 2 housing policy requirements – have a certified Housing Element, submit the Annual Progress Report for the Housing Element, and have adopted a resolution affirming compliance with the California Surplus Lands Act.
- CTAs must make each project's Complete Streets Checklist available for review by the appropriate Bicycle and Pedestrian Advisory Committee (BPAC) prior to MTC Commission approval of projects and fund programming. Documentation this has occurred must be included with the project application.



Basic Project Information		
Project Name:	<i>Project name</i>	
Project Sponsor:	<i>Project sponsor</i>	
Sponsor Contact Information:	<i>Contact name</i>	
	<i>Contact phone</i>	
	<i>Contact email</i>	
Project Location:	<i>Project location</i>	
Brief Project Description: Please limit to 100 word maximum	<i>Project description</i>	
Program Focus Areas & Evaluation Criteria		
Program Focus Areas:	<p>Identify the type of project to be completed. Select all that apply:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Quick-build bicycle and/or pedestrian improvement <input type="checkbox"/> Quick-build transit improvement <input type="checkbox"/> Bike share enhancement <input type="checkbox"/> Bicycle and/or pedestrian safety improvement <input type="checkbox"/> Local safe & seamless mobility improvement <input type="checkbox"/> Safe & seamless mobility improvement in a corridor 	<ul style="list-style-type: none"> <input type="checkbox"/> Improved connections to transit <input type="checkbox"/> Programming to support safe and seamless mobility <input type="checkbox"/> CTA planning or programming to support safe and seamless mobility <input type="checkbox"/> Other project type consistent with the Blue-Ribbon Transit Recovery Task Force or the Partnership Board's Connected Mobility Framework
Priority Planning Areas:	<p>Identify the location of the project to be completed in relation to the following prioritized geographies. Select all that apply:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Priority Development Area (PDA) <input type="checkbox"/> Transit Priority Area (TPA) <input type="checkbox"/> Community of Concern (COC) <input type="checkbox"/> Community Air Risk Evaluation (CARE) community <input type="checkbox"/> Other project area – for a project that is not located in the above areas, please describe how this project advances safe and seamless mobility for populations that are low-income or that have been historically-disadvantaged <p><i>Describe how project located outside of a PDA, TPA, COC, or CARE advances equitable mobility</i></p>	
Connected Mobility Framework: Please limit to 200 word maximum	<p>Describe how the project aligns with the values & goals of the Partnership Board's Connected Mobility Framework:</p> <p><i>Project alignment with Connected Mobility Framework</i></p>	
Community Engagement & Planning Processes:	<p>Describe the community outreach that has been completed related to this project, and also reference any local or regional plans in which this project is included (e.g.</p>	



<p>Please limit to 200 word maximum</p>	<p>community-based transportation plan, station area or specific plans, bicycle or pedestrian plans, etc.):</p> <p><i>Community engagement & planning processes</i></p> <p>Describe the outreach that has been completed with transit operators to ensure the project does not conflict with existing or planned transit service:</p> <p><i>Coordination and outreach with transit operators</i></p>
<p>Transit Connectivity: Please limit to 100 word maximum</p>	<p>Describe how this project addresses a gap in transit connectivity, particularly in areas significantly impacted from pandemic:</p> <p><i>Transit connectivity</i></p>
<p>Project Partnerships: Indicate if project is anticipated to be co-nominated by MTC</p>	<p>Describe any partnerships in place for this project (jurisdictions, CTAs, transit agencies, community groups, etc.):</p> <p><i>Project partnerships</i></p> <p><input type="checkbox"/> Project is co-nominated by MTC.</p>
<p>Project Readiness: Please limit to 100 word maximum</p>	<p>Describe the readiness of the project, including right-of-way impacts, the type of environmental document/clearance required, and consistency with Plan Bay Area 2040.</p> <p><i>Project readiness, right-of-way, environment</i></p> <p>If the project touches Caltrans right-of-way, include the status and timeline of the necessary Caltrans approvals and documents, the status and timeline of Caltrans requirements, and approvals such as planning documents (PSR or equivalent) environmental approval, encroachment permit. Also, include a statement of Caltrans' level of support for the project.</p> <p><i>Caltrans approvals status and timeline; level of support</i></p>
<p>Deliverability: Please limit to 200 word maximum, or include as attachment</p>	<p>Describe the project's timeline and status, as well as the sponsor's ability to meet the September 30, 2022 obligation deadline.</p> <p><i>Project timeline, status, and obligation deadline</i></p> <p>Identify any known risks to the project schedule, and how the CTA and project sponsor will mitigate and respond to those risks.</p> <p><i>Project risks and mitigation strategies</i></p> <p>Describe the sponsor's ability to meet state and federal requirements after fund obligation. Include confirmation of ability to award within 6 months of obligation and a discussion of the agency's delivery history for federal funds; note any documented internal processes in place to ensure full adherence to invoicing and timely use of funds policies, and describe CTA's role in delivery and monitoring.</p> <p><i>Project sponsor ability to meet delivery and monitoring requirements</i></p>



Fund exchange:	<input type="checkbox"/> Project involves a local fund exchange. If yes, please describe. Clarify which project will receive federal funds directly, which project will receive non-federal funds, and the timing of both projects. <i>Fund exchange description</i>
Grant minimum:	<input type="checkbox"/> Project does not meet the minimum grant size requirement. If yes, describe why an exception to this requirement should be considered. <i>Exception request to minimum grant size</i>
Supplanting of existing funds:	<input type="checkbox"/> Grant funds would supplant existing funds previously programmed to the project. If yes, describe why an exception to this requirement should be considered. If funds are requested to address a funding shortfall on a project due to reduced local revenues, describe how the county and/or local jurisdiction(s) determined which projects should be prioritized for the use of the remaining local revenues. Response should demonstrate why the project should be prioritized for regional funding if it was not the highest priority for local funding. <i>Exception request to fund supplanting requirement</i>
Toll credit request:	<input type="checkbox"/> Toll credits are requested; no local match is provided. <i>Notes on toll credit request, optional</i>

Project Cost & Funding

Project Cost & Status:

Phase	Total Cost	Fund Source by Phase			Project Status by Phase
		Safe & Seamless (Grant Request)	Other Funds		% Complete
Planning/ Conceptual	\$	\$	\$	Fund source; notes	% complete
Environmental Studies (PA&ED)	\$	\$	\$	Fund source; notes	% complete
Design Engineering (PS&E)	\$	\$	\$	Fund source; notes	% complete
Right-of-way	\$	\$	\$	Fund source; notes	% complete
Construction	\$	\$	\$	Fund source; notes	% complete
Total	\$	\$	\$		

Project Investment by Mode:

Mode	Share of project investment
Auto	%
Transit	%
Bicycle/Pedestrian	%
Other	%
Total	100%



Local Compliance Checklist	
Jurisdiction:	<i>Local jurisdiction</i>
MTC's Complete Streets Policy:	<p><input type="checkbox"/> Jurisdiction complies with MTC's Complete Street Policy, either by:</p> <ol style="list-style-type: none"> 1. Adopting a Complete Streets resolution incorporating MTC's nine required complete streets elements; or 2. Adopting a significant revision to the General Plan Circulation Element after January 1, 2010 that complies with the California Complete Streets Act of 2008. <p><input type="checkbox"/> Complete Streets checklist for project was reviewed by the appropriate Bicycle and Pedestrian Advisory Committee (BPAC) prior to May 21, 2021. Provide the date of BPAC review, describe any comments that were received, and the jurisdiction's response to feedback.</p> <p><i>Date of BPAC review & discussion of BPAC comments</i></p>
Resolution of Local Support:	<input type="checkbox"/> Jurisdiction has adopted a Resolution of Local Support by May 21, 2021.
Housing Element:	<p><input type="checkbox"/> Jurisdiction's Housing Element has been certified by California Department of Housing and Community Development (HCD). Note: all Bay Area jurisdictions satisfied this requirement prior to the One Bay Area Grant (OBAG 2) County Program adoption.</p> <p><input type="checkbox"/> Jurisdiction's Housing Element annual progress report for calendar year 2020 has been submitted to HCD.</p>
Surplus Lands Act:	<p><input type="checkbox"/> Jurisdiction has met MTC's Surplus Land Requirements prior to May 21, 2021, through the adoption of a resolution demonstrating compliance with the State's Surplus Land Act.</p> <p><u>Note for Charter Cities:</u> At the time of the adoption of the OBAG 2 County Program, this requirement applied only to general law cities and counties. However, as a final court decision has now been rendered confirming that the Act does apply to charter cities, funding eligibility through the Safe & Seamless Mobility Quick-Strike program is contingent upon the adoption, by <i>all</i> cities and counties, of a resolution affirming the jurisdiction's compliance with the Surplus Lands Act.</p>

This checklist was approved for submission by:

Signature

Date

Signature

Date

Name (print)

City Manager/Administrator or designee

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2022 Comprehensive Investment Plan Applications Received, 2/1/21**Sort by Sponsor**

No.	Organization Name	Application Title	Amount Requested	Total Project Cost	Sponsor Priority	Project Category
1	Alameda County Public Works Agency	Mission Boulevard Phase III Corridor Improvements	\$ 1,950,000	\$ 30,943,000	1	Bike/Pedestrian Capital Project
2	Alameda County Public Works Agency	East Lewelling Blvd Streetscape Improvements Phase II	\$ 1,950,000	\$ 9,233,000	2	Bike/Pedestrian Capital Project
3	Alameda County Public Works Agency	Anita Avenue Streetscape Improvements	\$ 2,000,000	\$ 5,550,000	3	Bike/Pedestrian Capital Project
4	Alameda-Contra Costa Transit District	Quick Builds	\$ 954,000	\$ 1,272,000	1	Transit-related Capital Project
5	Alameda-Contra Costa Transit District	Oakland Traffic Management Center	\$ 375,000	\$ 500,000	2	Transit-related Capital Project
6	Alameda-Contra Costa Transit District	Tempo Quick Build Transit Lane Delineation	\$ 300,000	\$ 400,000	3	Transit-related Capital Project
7	City of Alameda	Cross Alameda Trail Gap-Closing Connectors	\$ 292,000	\$ 450,000	1	Bike/Pedestrian Capital Project
8	City of Albany	Lower Codornices Creek Restoration Project Phase IV	\$ 825,084	\$ 1,445,603	1	Bike/Pedestrian Capital Project
9	City of Berkeley	Ohlone Greenway Modernization & Safety	\$ 1,271,000	\$ 1,696,000	1	Bike/Pedestrian Capital Project
10	City of Berkeley	Adeline Street Transportation Improvements	\$ 495,000	\$ 660,000	2	Bike/Pedestrian Capital Project
11	City of Berkeley	Telegraph Avenue Multimodal Corridor	\$ 290,000	\$ 460,000	3	Transit-related Capital Project
12	City of Dublin	Downtown Dublin Streetscape Plan Implementation	\$ 267,040	\$ 356,054	1	Bike/Pedestrian Capital Project
13	City of Dublin	Safe Routes to School Improvements Dublin	\$ 2,000,000	\$ 5,311,228	2	Bike/Pedestrian Capital Project
14	City of Dublin	Tassajara Rd Widening from N. Dublin Ranch Drive to City Limit	\$ 1,995,040	\$ 8,216,000	3	Bike/Pedestrian Capital Project
15	City of Emeryville	Emery Go-Round Operating Expenses (FY2022-FY2026)	\$ 2,000,000	\$ 21,635,086	1	Shuttle Operations
16	City of Emeryville	40th Street Transit-Only Lanes and Multimodal Enhancements	\$ 2,000,000	\$ 16,803,000	2	Transit-related Capital Project
17	City of Emeryville	Village Greens and Greenways Program Shared Doyle Street (Phase 3)	\$ 385,000	\$ 385,000	3	Bike/Pedestrian Capital Project
18	City of Fremont	Fremont Boulevard/Walnut Avenue Protected Intersection Project	\$ 1,271,000	\$ 1,865,000	1	Bike/Pedestrian Capital Project
19	City of Fremont	Fremont Boulevard/Grimmer Boulevard Improvement Project	\$ 1,415,000	\$ 2,124,000	2	Bike/Pedestrian Capital Project
20	City of Fremont	East Bay Greenway Trail Study (City of Fremont)	\$ 100,000	\$ 200,000	3	Plan/Study
21	City of Livermore	First and Scott Street Crossing Improvements	\$ 292,500	\$ 390,000	1	Bike/Pedestrian Capital Project
22	City of Livermore	Robertson Park/Concannon and Epon/Concannon Crossing Improvements	\$ 322,500	\$ 430,000	2	Bike/Pedestrian Capital Project
23	City of Newark	Cherry Street Class IV Separated Bikeways	\$ 453,000	\$ 755,000	1	Bike/Pedestrian Capital Project
24	City of Oakland	West Oakland Transit Improvements	\$ 1,924,000	\$ 2,697,000	1	Transit-related Capital Project
25	City of Oakland	14th Street Complete Streets Project	\$ 1,000,000	\$ 14,031,998	2	Bike/Pedestrian Capital Project
26	City of Oakland	East Bay Greenway Segment II	\$ 1,000,000	\$ 5,740,000	3	Bike/Pedestrian Capital Project
27	City of Pleasanton	West Las Positas Bikeway Improvements (Phase 1 and 2)	\$ 867,000	\$ 1,156,000	1	Bike/Pedestrian Capital Project
28	City of San Leandro	Class IV Protected Bike Lanes on Hesperian Blvd and Fairmont Dr	\$ 1,479,000	\$ 1,983,000	1	Bike/Pedestrian Capital Project
29	City of San Leandro	MacArthur Boulevard Roundabout, Streetscape, and Park & Ride	\$ 1,500,000	\$ 3,613,000	2	Bike/Pedestrian Capital Project
30	City of San Leandro	LINKS Shuttle	\$ 1,180,000	\$ 4,232,000	3	Shuttle Operations
31	City of Union City - Union City Transit	Union City Electric Bus Infrastructure	\$ 1,500,000	\$ 2,000,000	1	Transit-related Capital Project
32	Livermore Amador Valley Transit Authority	Atlantis O&M Facility Bridging Documents	\$ 541,000	\$ 902,000	1	Transit-related Capital Project
33	Livermore Amador Valley Transit Authority	Passenger Facilities Enhancements	\$ 2,000,000	\$ 2,918,000	2	Transit-related Capital Project
34	San Joaquin Regional Rail Commission	Newark-Albrae Siding Connection Project	\$ 2,000,000	\$ 9,800,000	1	Transit-related Capital Project
35	University of California, Berkeley	Ultra Light Rail Freight and Transit Feasibility Study	\$ 100,000	\$ 200,000	1	Plan/Study

TOTAL **\$ 38,294,164** **\$ 160,352,969**

Note: Multiple projects under review for MTC's Quick Strike Program eligibility. Alameda CTC staff is evaluating and coordinating with Project sponsors to confirm federal eligibility and OBAG program compliance for their respective projects. A recommended list of projects and programs will be made available to the Commission in advance of the March 25th Commission meeting.

2022 Comprehensive Investment Plan Applications Received, 2/1/21

Sort by Category

No.	Organization Name	Application Title	Amount Requested	Total Project Cost	Sponsor Priority
Bike/Pedestrian Capital Project					
1	Alameda County Public Works Agency	Mission Boulevard Phase III Corridor Improvements	\$ 1,950,000	\$ 30,943,000	1
2	Alameda County Public Works Agency	East Lewelling Blvd Streetscape Improvements Phase II	\$ 1,950,000	\$ 9,233,000	2
3	Alameda County Public Works Agency	Anita Avenue Streetscape Improvements	\$ 2,000,000	\$ 5,550,000	3
4	City of Alameda	Cross Alameda Trail Gap-Closing Connectors	\$ 292,000	\$ 450,000	1
5	City of Albany	Lower Codornices Creek Restoration Project Phase IV	\$ 825,084	\$ 1,445,603	1
6	City of Berkeley	Ohlone Greenway Modernization & Safety	\$ 1,271,000	\$ 1,696,000	1
7	City of Berkeley	Adeline Street Transportation Improvements	\$ 495,000	\$ 660,000	2
8	City of Dublin	Downtown Dublin Streetscape Plan Implementation	\$ 267,040	\$ 356,054	1
9	City of Dublin	Safe Routes to School Improvements Dublin	\$ 2,000,000	\$ 5,311,228	2
10	City of Dublin	Tassajara Rd Widening from N. Dublin Ranch Drive to City Limit	\$ 1,995,040	\$ 8,216,000	3
11	City of Emeryville	Village Greens and Greenways Program Shared Doyle Street (Phase 3)	\$ 385,000	\$ 385,000	3
12	City of Fremont	Fremont Boulevard/Walnut Avenue Protected Intersection Project	\$ 1,271,000	\$ 1,865,000	1
13	City of Fremont	Fremont Boulevard/Grimmer Boulevard Improvement Project	\$ 1,415,000	\$ 2,124,000	2
14	City of Livermore	First and Scott Street Crossing Improvements	\$ 292,500	\$ 390,000	1
15	City of Livermore	Robertson Park/Concannon and Epsom/Concannon Crossing Improvements	\$ 322,500	\$ 430,000	2
16	City of Newark	Cherry Street Class IV Separated Bikeways	\$ 453,000	\$ 755,000	1
17	City of Oakland	14th Street Complete Streets Project	\$ 1,000,000	\$ 14,031,998	2
18	City of Oakland	East Bay Greenway Segment II	\$ 1,000,000	\$ 5,740,000	3
19	City of Pleasanton	West Las Positas Bikeway Improvements (Phase 1 and 2)	\$ 867,000	\$ 1,156,000	1
20	City of San Leandro	Class IV Protected Bike Lanes on Hesperian Boulevard and on Fairmont Drive	\$ 1,479,000	\$ 1,983,000	1
21	City of San Leandro	MacArthur Boulevard Roundabout, Streetscape, and Park & Ride	\$ 1,500,000	\$ 3,613,000	2
Subtotal			\$ 23,030,164	\$ 96,333,883	
Plans and Study					
1	City of Fremont	East Bay Greenway Trail Study (City of Fremont)	\$ 100,000	\$ 200,000	3
2	University of California, Berkeley	Ultra Light Rail Freight and Transit Feasibility Study	\$ 100,000	\$ 200,000	1
Subtotal			\$ 200,000	\$ 400,000	
Shuttle Operations					
1	City of Emeryville	Emery Go-Round Operating Expenses (FY2022-FY2026)	\$ 2,000,000	\$ 21,635,086	1
2	City of San Leandro	LINKS Shuttle	\$ 1,180,000	\$ 4,232,000	3
Subtotal			\$ 3,180,000	\$ 25,867,086	
Transit Capital					
1	Alameda-Contra Costa Transit District	Quick Builds	\$ 954,000	\$ 1,272,000	1
2	Alameda-Contra Costa Transit District	Oakland Traffic Management Center	\$ 375,000	\$ 500,000	2
3	Alameda-Contra Costa Transit District	Tempo Quick Build Transit Lane Delineation	\$ 300,000	\$ 400,000	3
4	City of Berkeley	Telegraph Avenue Multimodal Corridor	\$ 290,000	\$ 460,000	3
5	City of Emeryville	40th Street Transit-Only Lanes and Multimodal Enhancements	\$ 2,000,000	\$ 16,803,000	2
6	City of Oakland	West Oakland Transit Improvements	\$ 1,924,000	\$ 2,697,000	1
7	City of Union City - Union City Transit	Union City Electric Bus Infrastructure	\$ 1,500,000	\$ 2,000,000	1
8	Livermore Amador Valley Transit Authority	Atlantis O&M Facility Bridging Documents	\$ 541,000	\$ 902,000	1
9	Livermore Amador Valley Transit Authority	Passenger Facilities Enhancements	\$ 2,000,000	\$ 2,918,000	2
10	San Joaquin Regional Rail Commission	Newark-Albrae Siding Connection Project	\$ 2,000,000	\$ 9,800,000	1
Subtotal			\$ 11,884,000	\$ 37,752,000	
TOTAL			\$ 38,294,164	\$ 160,352,969	

Note: Multiple projects under review for MTC's Quick Strike Program eligibility. Alameda CTC staff is evaluating and coordinating with Project sponsors to confirm federal eligibility and OBAG program compliance for their respective projects. A recommended list of projects and programs will be made available to the Commission in advance of the March 25th Commission meeting.



Memorandum

11.1

1111 Broadway, Suite 800, Oakland, CA 94607

510.208.7400

www.AlamedaCTC.org

DATE: March 18, 2021

TO: Alameda County Transportation Commission

FROM: Gary Husingh, Deputy Executive Director of Projects
Amara Morrison, Wendel Rosen, LLP

SUBJECT: Approve Resolution 21-007 of the Alameda County Transportation Commission Rescinding Previously Adopted Resolution of Necessity No. 20-011 (Go Port--7th Street Grade Separation East Project)

Recommendation

It is recommended that the Commission approve the following recommendations:

- 1) Conduct a hearing on Resolution 21-007 Rescinding Previously Adopted Resolution of Necessity No. 20-011 related to the 7th Street Grade Separation East ("7SGSE") Project ("Project"); and
- 2) Adopt, **by at least a four-fifths vote of the membership of the Commission (i.e., at least 18 members)**, Resolution 21-007 Rescinding Previously Adopted Resolution of Necessity No. 20-011 related to the Go Port --7th Street Grade Separation East Project.

Summary

A variety of real property interests, including six (6) permanent easements and twelve (12) temporary construction easements (TCEs), within seven (7) assessor's parcels owned by UPRR are necessary for the construction of the Project. On October 22, 2020, Alameda CTC, by a 4/5 vote of its members, adopted Resolution No. 20-011 determining that the Public Interest and Necessity Require the Acquisition of Certain Real Property and Directing the Filing of Eminent Domain Proceedings on Certain Real Property for the 7th Street Grade Separation East Project ("Resolution of Necessity"). A recent federal court ruling will preclude the timely filing of an eminent domain action which will require the rescission of the previously-adopted Resolution of Necessity.

Background

Construction of the Project requires that Alameda CTC obtain a variety of real property interests, including six (6) permanent easements, and twelve (12) TCEs from seven (7) assessor's parcels owned by UPRR.

UPRR and Alameda CTC commenced negotiations in early 2019 in an effort to reach a mutually acceptable construction and maintenance agreement ("C&M Agreement") which would have addressed the acquisition of the real property interests necessary for the Project, UPRR's cost to cure work, compensation for the real property interests and UPRR's work, construction schedule, ownership and maintenance responsibilities of the Project assets owned by UPRR, the City, and the Port upon completion of Project construction, and other rights and responsibilities of the parties beyond construction completion.

Because negotiations related to the C&M Agreement reached an impasse, on October 22, 2020, Alameda CTC, by a 4/5 vote of its members, adopted Resolution No. 20-011 Determining that the Public Interest and Necessity Require the Acquisition of Certain Real Property and Directing the Filing of Eminent Domain Proceedings on Certain Real Property for the 7th Street Grade Separation East Project ("Resolution of Necessity").

The property subject to the Resolution of Necessity includes portions of Assessor's Parcel Numbers 18-315-5-6; 18-375-3-2; 18-375-4-1; 18-375-4-2; 18-375-6-1; 18-380-3-6; and 6-53-5-9 ("Subject Property").

Immediately preceding Alameda CTC's adoption of the Resolution of Necessity, UPRR filed an action in the United States District Court, Northern District of California, (Case No. 20-cv-07410-RS) Union Pacific Railroad Company v. Alameda County Transportation Commission, et al., challenging Alameda CTC's right to acquire the Subject Property by eminent domain. On February 23, 2021, the Court granted the Plaintiff's Motion for Judgment on the Pleadings, which will preclude the timely filing of an eminent domain proceeding to acquire the Subject Property within six months of the date of adoption of the previously-adopted Resolution of Necessity.

Alameda CTC must, therefore, rescind the previously-adopted Resolution of Necessity No. 20-011.

Fiscal Impact: There is no fiscal impact associated with the requested action.

Attachment:

- A. Proposed Resolution 21-007 of the Alameda County Transportation Commission Rescinding Previously Adopted Resolution of Necessity No. 20-011 (GoPort – 7th Street Grade Separation East (7SGSE) Project)

**Commission Chair**

Mayor Pauline Russo Cutter
City of San Leandro

Commission Vice Chair

Councilmember John Bauters
City of Emeryville

AC Transit

Board President Elsa Ortiz

Alameda County

Supervisor David Haubert, District 1
Supervisor Richard Valle, District 2
Supervisor Wilma Chan, District 3
Supervisor Nate Miley, District 4
Supervisor Keith Carson, District 5

BART

Vice President Rebecca Saltzman

City of Alameda

Mayor Marilyn Ezzy Ashcraft

City of Albany

Councilmember Rochelle Nason

City of Berkeley

Councilmember Lori Droste

City of Dublin

Mayor Melissa Hernandez

City of Fremont

Mayor Lily Mei

City of Hayward

Mayor Barbara Halliday

City of Livermore

Mayor Bob Woerner

City of Newark

Councilmember Luis Freitas

City of Oakland

Councilmember At-Large
Rebecca Kaplan
Councilmember Sheng Thao

City of Piedmont

Councilmember Jen Cavanaugh

City of Pleasanton

Mayor Karla Brown

City of Union City

Mayor Carol Dutra-Vernaci

Executive Director

Tess Lengyel

RESOLUTION NO. 21-007**A RESOLUTION OF THE ALAMEDA COUNTY TRANSPORTATION COMMISSION
RESCINDING PREVIOUSLY ADOPTED RESOLUTION OF NECESSITY NO. 20-011
(GOPORT -- 7TH STREET GRADE SEPARATION EAST (7SGSE) PROJECT))**

WHEREAS, the Alameda County Transportation Commission ("Alameda CTC") is vested with the power of eminent domain and is authorized to acquire real property by virtue of Article 1, Section 19 of the Constitution of the State of California; Section 25350.5 of the Government Code of the State of California, as delegated in Section 14 of the Alameda CTC Joint Powers Agreement; Section 760 of the Streets and Highways Code of the State of California; and Sections 1240.010, 1240.110, and 1240.610 of the Code of Civil Procedure of the State of California within the jurisdictional limits of the County of Alameda; and

WHEREAS, WHEREAS, on October 22, 2020, Alameda CTC, by a 4/5 vote of its members, adopted Resolution No. 20-011 Determining that the Public Interest and Necessity Require the Acquisition of Certain Real Property and Directing the Filing of Eminent Domain Proceedings on Certain Real Property for the 7th Street Grade Separation East Project ("Resolution of Necessity"), which resolution is attached hereto as Attachment 1; and

WHEREAS, such property as more fully described in the attached Resolution of Necessity 20-011 includes portions of Assessor's Parcel Numbers 18-315-5-6; 18-375-3-2; 18-375-4-1; 18-375-4-2; 18-375-6-1; 18-380-3-6; and 6-53-5-9 ("Subject Property"); and

WHEREAS, on February 23, 2021, the United States District Court, Northern District of California, (Case No. 20-cv-07410-RS) in Union Pacific Railroad Company v. Alameda County Transportation Commission, et al., granted the Plaintiff's Motion for Judgment on the Pleadings, which will preclude the timely filing of an eminent domain action in connection with the adopted Resolution of Necessity.

NOW, THEREFORE, BE IT RESOLVED, by at least a **four-fifths** vote of the Commission, that this Commission does and it hereby finds and determines each of the following:

Section 1. Based upon the evidence presented, this Commission finds and resolves as follows:

(a) At the time of notice of this hearing, the ruling in Union Pacific Railroad Company v. Alameda County Transportation Commission, et al., filed in the United States District Court, Northern District of California (Case No. 20-cv-07410-RS) will preclude the timely filing of an eminent domain proceeding to acquire the Subject Property within six months after the date of adoption of the Resolution of Necessity; and

(b) Resolution No. 20-011 is hereby rescinded and shall have no further effect or force as to the Subject Property; and

Section 2. The authorization and direction to General Counsel of Alameda CTC, or his duly authorized designee, to institute and conduct to conclusion an action in eminent domain for the acquisition of the Subject Property is hereby rescinded; and

Section 3. The Commission takes this action based upon all of the evidence presented to it and in the record before it, including written and oral testimony.

ADOPTED March 25, 2021, by the Commission of the Alameda County Transportation Commission by the following vote, to wit:

AYES:

NOES:

ABSTAIN:

ABSENT:

SIGNED:

Pauline Cutter, Chairperson

ATTEST:

Vanessa Lee, Clerk of the Commission

APPROVED AS TO FORM:

General Counsel of the Alameda
County Transportation Commission



Commission Chair

Mayor Pauline Russo Cutter
City of San Leandro

Commission Vice Chair

Councilmember John Bauters
City of Emeryville

AC Transit

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Mayor David Haubert

City of Fremont

Mayor Lily Mei

City of Hayward

Mayor Barbara Halliday

City of Livermore

Mayor John Marchand

City of Newark

Councilmember Luis Freitas

City of Oakland

Councilmember At-Large
Rebecca Kaplan
Councilmember Sheng Thao

City of Piedmont

Mayor Robert McBain

City of Pleasanton

Mayor Jerry Thome

City of Union City

Mayor Carol Dutra-Vernaci

Executive Director

Tess Lengyel

RESOLUTION NO. 20-011

A RESOLUTION OF THE ALAMEDA COUNTY TRANSPORTATION COMMISSION DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION OF CERTAIN REAL PROPERTY AND DIRECTING THE FILING OF EMINENT DOMAIN PROCEEDINGS ON CERTAIN REAL PROPERTY FOR THE 7TH STREET GRADE SEPARATION EAST PROJECT

WHEREAS, the Alameda County Transportation Commission ("Alameda CTC") is vested with the power of eminent domain and is authorized to acquire real property by virtue of Article 1, Section 19 of the Constitution of the State of California; Section 25350.5 of the Government Code of the State of California, as delegated in Section 14 of the Alameda CTC Joint Powers Agreement; Section 760 of the Streets and Highways Code of the State of California; and Sections 1240.010, 1240.110, and 1240.610 of the Code of Civil Procedure of the State of California within the jurisdictional limits of the County of Alameda; and

WHEREAS, Alameda CTC is further vested with the power of eminent domain and is authorized to require the relocation of certain railroad track by virtue of Section 7557 of the Public Utilities Code of the State of California; and

WHEREAS, it is desirable and necessary for Alameda CTC to acquire certain real property interests, particularly described in **Attachment 1**, for the purpose of, *inter alia*, realigning a section of 7th Street within the Port of Oakland ("Port") which is functionally inadequate and which does not meet current seismic and geometric standards necessary to accommodate safe and uninterrupted truck travel carrying approximately 40% of all truck traffic to and from the Port as a part of the Primary Highway Freight System ("PHFS") intermodal connector of the National Highway Freight Network ("NHFN") System; and

WHEREAS, two existing single-span Union Pacific Railroad ("UPRR") bridges, which carry the UPRR tracks over 7th Street are vulnerable to damage during a major earthquake event due to the age of these bridges. Continued grade separation of the UPRR tracks from 7th Street will ensure the public safety of multi-modal users of 7th Street; and

WHEREAS, Alameda CTC, in cooperation with the Port, the City of Oakland, the Federal Highway Administration, and the State of California's

Department of Transportation, has clearance pursuant to the National Environmental Protection Act (NEPA) and under the California Environmental Quality Act (CEQA); and

WHEREAS, insofar as the property described in **Attachment 1** has been appropriated for public use, the proposed use set forth herein will not unreasonably interfere with or impair the continuation of the public use as it exists or may be reasonably expected to exist in the future, and is therefore a compatible public use pursuant to Code of Civil Procedure Section 1240.510, or, as applicable, constitutes a more necessary public use to which the property is appropriated pursuant to Code of Civil Procedure Section 1240.610; and

WHEREAS, pursuant to the provisions of Section 1245.235 of the Code of Civil Procedure, written notice has been duly given to all persons whose property is to be acquired by eminent domain and whose names and addresses appear on the last County of Alameda equalized assessment roll, all of whom have been given a reasonable opportunity to appear and be heard before the governing body of Alameda CTC (the "Commission") on the following matters:

- a) Whether the public interest and necessity require the project;
- b) Whether the project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury;
- c) Whether the property sought to be acquired is necessary for the project; and
- d) Whether the offer required by Section 7267.2 of the Government Code has been made to the owners of record.

NOW, THEREFORE, BE IT RESOLVED, by at least a **four-fifths** vote of the Commission, pursuant to Sections 1240.030 and 1245.230 of the Code of Civil Procedure of the State of California, that this Commission does and it hereby finds and determines each of the following:

Section 1. Based upon the evidence presented, this Commission finds and resolves as follows:

- (a) The property to be acquired is described in **Attachment 1**, attached hereto and incorporated herein;
- (b) Said property is to be acquired for public use, to wit, for national highway freight network purposes, pursuant to the authority granted by Article 1, Section 19 of the Constitution of the State of California; Section 25350.5 of the Government Code of the State of California, as delegated in Section 14 of the Alameda CTC Joint Powers Agreement, Section 760 of the Streets and Highways Code of the State of California; Part 3, Title 7 of the Code of Civil Procedure; and Section 7557 of the Public Utilities Code of the State of California;
- (c) The public interest and necessity require the project, which will improve public health, safety and welfare by the following: continued grade separation at this location will increase the safety of this crossing for vehicular traffic, bicycles and pedestrians by improving roadway geometry, increase vertical and horizontal clearances for vehicles, including trucks, meet current seismic standards, and improve the shared pedestrian/bicycle pathway that provides connectivity to the Bay Trail;

(d) The proposed project is planned and located in the manner that will be most compatible with the greatest public good and the least private injury, and the location of the proposed realignment of 7th Street and the UPRR bridge has been agreed to by UPRR;

(e) The property described in **Attachment 1** is being acquired as temporary construction easements and permanent easements, and are necessary for the construction of the proposed project; and

(f) The offer required by Government Code Section 7267.2 has been made to the owners of the record of the real property.

In addition, insofar as the property described in **Attachment 1** has been appropriated for public use, the proposed use set forth herein will not unreasonably interfere with or impair the continuation of the public use as it exists or may be reasonably expected to exist in the future, and is therefore a compatible public use pursuant to Code of Civil Procedure section 1240.510, or, as applicable, constitutes a more necessary public use to which the property is appropriated pursuant to Code of Civil Procedure Section 1240.610.

Section 2. General Counsel of Alameda CTC, or his duly authorized designee, be, and is hereby authorized and directed to institute and conduct to conclusion an action in eminent domain for the acquisition of the estates and interests aforesaid and to take such action as counsel may deem advisable or necessary in connection therewith. An order for prejudgment possession may be obtained in said action and a warrant issued and deposited with the State Treasurer Condemnation Fund, in the amount determined the most probable compensation for the property sought to be acquired, as a condition to the right of possession. In addition, pursuant to Section 7557 of the Public Utilities Code of the State of California, General Counsel of Alameda CTC, or his duly authorized designee, be, and is hereby authorized and directed as part of the eminent domain action to direct UPRR to perform certain cost to cure work related to the relocation of certain railroad track prior to the commencement of project construction and according to the schedule prepared in connection therewith. UPRR specifically identified two cost to cure projects (commonly referred to as: (i) the Fifth Street Siding project; and (ii) the Berkeley Drill Track Rehabilitation project, which are depicted in **Attachment 2**), both of which will accommodate the construction of the project while minimizing impacts to UPRR's operations during project construction.

Section 3. The Commission takes this action based upon all of the evidence presented to it and in the record before it, including written and oral testimony.

ADOPTED October 22, 2020, by the Commission of the Alameda County Transportation Commission by the following vote, to wit:

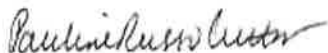
AYES: 25

NOES: 0

ABSTAIN: 0

ABSENT: 2

SIGNED:



Pauline Cutter, Chairperson

ATTEST:



Vanessa Lee, Clerk of the Commission

APPROVED AS TO FORM:


General Counsel of the Alameda
County Transportation Commission

Attachment 1

**Property to be Acquired: Permanent Easements and
Temporary Construction Easements**

EXHIBIT A1

PARCEL 1

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the following three (3) documents: (1) the Indenture between Southern Pacific Company and Southern Pacific Railroad Company recorded on February 25, 1926, in Book 1880 of Official Records, at Page 312, Official Records of Alameda County, (2) the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, at Page 185, Official Records of Alameda County, and (3) the Indenture between the San Francisco, Oakland, and San Jose Railway and Southern Pacific Company recorded on October 12, 1906, in Book 1307 of Deeds, at Page 224, Official Records of Alameda County and being more particularly described as follows:

Beginning at a corner on the northerly line of Parcel 5, as described in Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the northeastern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence along the northerly boundary lines of said Parcel 5, the following two (2) courses: (1) South 49° 05' 51" West, 85.59 feet and (2) North 87° 19' 29" West, 152.20 feet; thence crossing through portions of the land described in the following two (2) documents: (1) said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company and (2) said Indenture between Oakland Terminal Company and Southern Pacific Company, the following ten (10) courses: (1) leaving said north line of Parcel 5 and in a northwesterly direction along a non-tangent curve to the right from which the center bears North 36° 51' 23" East, having a radius of 639.00 feet, 116.78 feet along the arc of said curve and through angle of 10° 28' 16", (2) North 42° 40' 21" West, 132.10 feet to a curve to the left having a radius of 531.00 feet, (3) in a northwesterly direction, 190.83 feet along the arc of

EXHIBIT A1

PARCEL 1

said curve and through a central angle of $20^{\circ} 35' 27''$, (4) South $22^{\circ} 25' 20''$ West, 1.11 feet, (5) North $67^{\circ} 34' 40''$ West, 169.00 feet, (6) North $22^{\circ} 25' 20''$ East, 8.11 feet to a non-tangent curve to the left, the center of which bears South $23^{\circ} 35' 29''$ West having a radius of 531.00 feet, (7) in a northwesterly direction, 148.49 feet along the arc of said curve to the left and through a central angle of $16^{\circ} 01' 19''$, (8) South $53^{\circ} 54' 58''$ West, 42.47 feet, (9) South $53^{\circ} 46' 53''$ West, 22.16 feet, and (10) North $41^{\circ} 09' 53''$ West, 41.79 feet to the west line of said Indenture (323 OR 185); thence along said west line, North $50^{\circ} 22' 32''$ East, 192.18 feet to a non-tangent curve, the center of which bears South $12^{\circ} 08' 55''$ West and having a radius of 657.00 feet; thence leaving said west line and crossing through portions of land as described in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company and in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following thirteen (13) courses: (1) in a southeasterly direction, 128.64 feet along the arc of said non-tangent curve to the right and through a central angle of $11^{\circ} 13' 07''$, (2) North $22^{\circ} 25' 20''$ East, 1.37 feet, (3) South $67^{\circ} 34' 40''$ East, 169.00 feet, (4) South $22^{\circ} 25' 20''$ West, 8.10 feet to a non-tangent curve to the right, the center of which bears South $25^{\circ} 54' 29''$ West having a radius of 657.00 feet, (5) in a southeasterly direction, 245.61 feet along the arc of said curve to the right and through a central angle of $21^{\circ} 25' 10''$, (6) South $42^{\circ} 40' 21''$ East, 126.99 feet to the beginning of a curve to the left, having a radius of 513.00 feet, (7) in a southeasterly direction, 203.19 feet along the arc of said curve to the left and through a central angle of $22^{\circ} 41' 36''$, (8) continuing along a compound curve to the left, from which the center bears North $24^{\circ} 38' 02''$ East, having a radius of 28.00 feet, (9) in a northeasterly direction, 54.30 feet along the arc of said curve to the left and through a central angle of $111^{\circ} 06' 27''$, (10) North $03^{\circ} 31' 35''$ East,

EXHIBIT A1

PARCEL 1

10.00 feet, (11) South 86° 28' 25" East, 13.80 feet, (12) South 03° 31' 01" West, 32.78 feet, and (13) North 87° 19' 29" West, 1.26 feet to the **Point of Beginning**.

Containing 116,143 square feet (2.67 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B1— Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in January, 2020.


Scott A. Shortlidge



1-10-2020
Date

LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
RIGHT OF WAY LIMITS

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

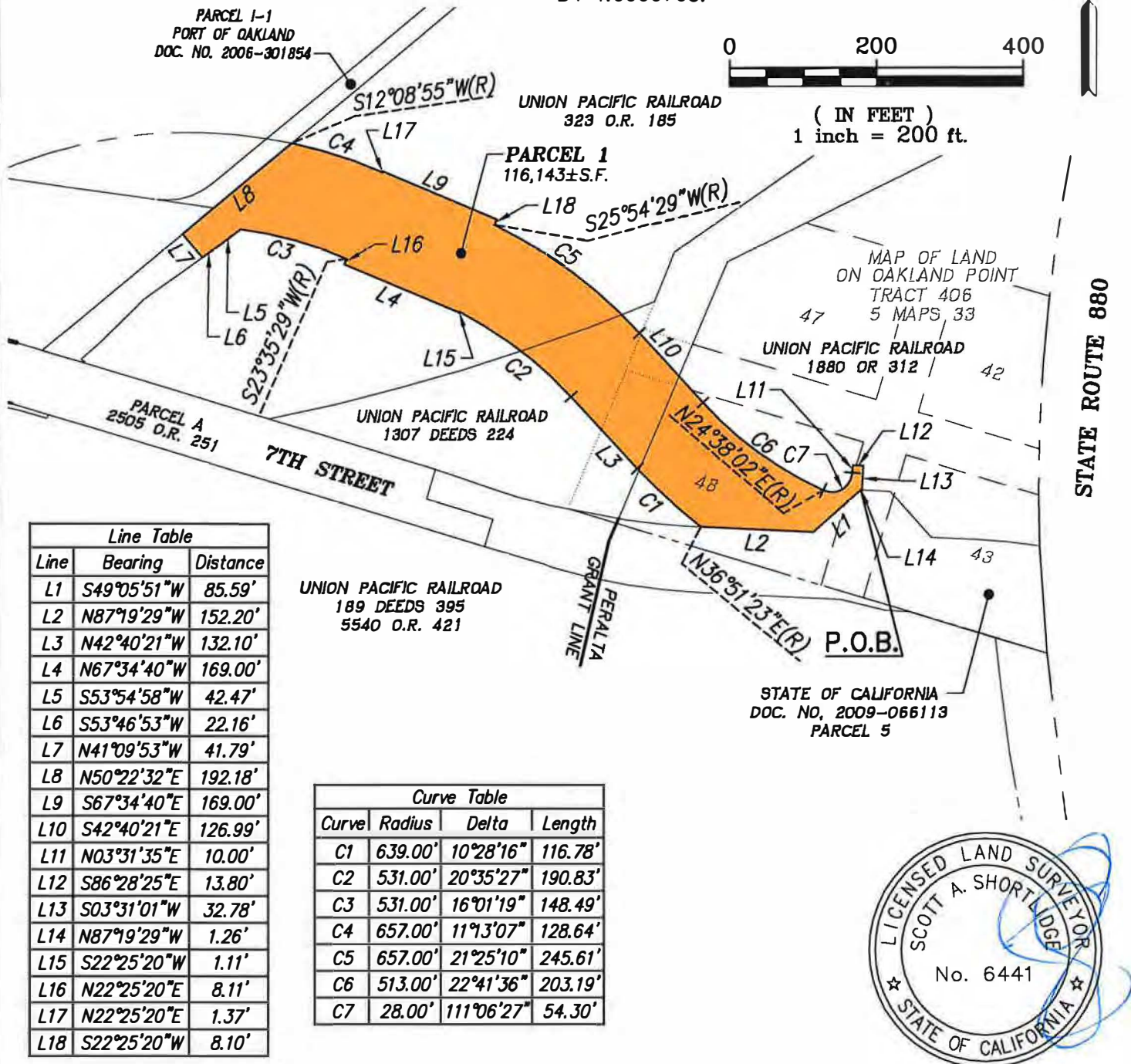


EXHIBIT B1

PARCEL 1

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=200'

DATE:
01-10-2020

JOB NO.:

Page 1113

EXHIBIT A2
PARCEL 1A

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the following two (2) documents: (1) the Indenture between Southern Pacific Company and Southern Pacific Railroad Company recorded on February 25, 1926, in Book 1880 of Official Records, at Page 312, Official Records of Alameda County and (2) Parcel 43 as shown on map of Tract 406, Map of Land on Oakland Point, filed for record on August 18, 1879, in Book 5 of Maps, at Page 33, Official Records of Alameda County, and being more particularly described as follows:

Commencing at a corner on the northerly line of Parcel 5, as described in Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the eastern terminus of the course described as "South 87° 19' 29" East – 40.00 feet" in said Grant Deed; thence along the northerly boundary line of said Parcel 5, South 42° 19' 26" East, 43.03 feet to the **Point of Beginning**; thence crossing over a portion of said Parcel 43, the following two (2) courses: (1) South 73° 40' 22" East, 86.02 feet and (2) South 3° 20' 08" East, 8.31 feet to the north line of said Parcel 5; thence along said north line, the following two (2) courses: (1) North 87° 19' 06" West, 55.90 feet and (2) North 42° 19' 26" West, 40.40 feet to the **Point of Beginning**.

Containing 1135 square feet (0.03 acres) of land area, more or less.

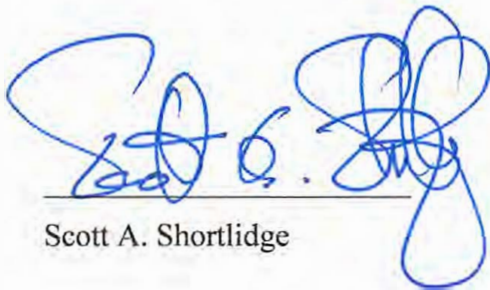
**EXHIBIT A2
PARCEL 1A**

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.


See Exhibit B-2 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION


This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.


Scott A. Shortlidge




Date

LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 RIGHT OF WAY LIMITS

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.



(IN FEET)
1 inch = 80 ft.

MAP OF LAND ON
OAKLAND POINT TRACT 406
5 MAPS 33

47

UNION PACIFIC RAILROAD
1880 OR 312

42

STATE ROUTE 880

48

P.O.C.

P.O.B.

PARCEL 1A
1,135±S.F.

N73°40'22"W
86.02'

L1

N42°19'26"W
40.40'

43

N87°19'06"W
55.90'

7TH STREET

STATE OF CALIFORNIA
DOC. NO. 2009-066113
PARCEL 5

LINE TABLE

LINE	BEARING	DISTANCE
L1	N42°19'26"W	43.03'
L2	N03°20'08"W	8.31'



EXHIBIT B2

PARCEL 1A

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

Q:\082011\111000\MAPPING\PLATS\PARCEL 1A.DWG 11/15/2019 7:58:14 AM

RJA

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4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=80'

DATE:
03-03-2024

JOB NO.:
17104

Page 118

EXHIBIT A3
PARCEL 9

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, at Page 185, Official Records of Alameda County, and being more particularly described as follows:

Beginning at the intersection of the northwesterly line of that parcel described in said Indenture between Oakland Terminal Company and Southern Pacific Company, with the northerly line of Parcel A as described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, at Page 251, Official Records of Alameda County; thence along said northwesterly line, North $50^{\circ} 22' 32''$ East, a distance of 245.02 feet; thence leaving last said line and continuing through a portion of land as described in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following five (5) course: (1) South $41^{\circ} 09' 53''$ East, 41.79 feet, (2) South $54^{\circ} 29' 24''$ West, 97.39 feet, (3) South $45^{\circ} 22' 30''$ West, 80.57 feet, (4) South $48^{\circ} 37' 59''$ West, 36.13 feet, and (5) South $63^{\circ} 29' 50''$ West, 4.92 feet to the aforesaid north line of said Parcel A; thence along said north line, North $73^{\circ} 16' 59''$ West, 50.20 feet to the **Point of Beginning**.

Containing 9083 square feet (0.21 acres) of land area, more or less.

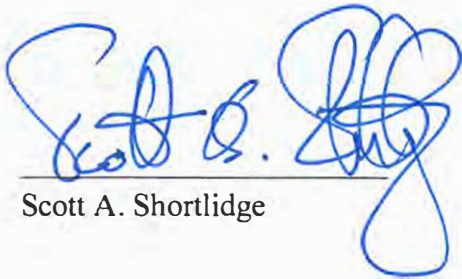
Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

**EXHIBIT A3
PARCEL 9**

See Exhibit B-3 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.




Scott A. Shortlidge



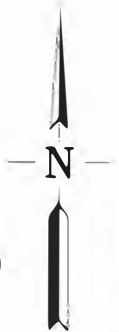
3-4-2020
Date

LEGEND

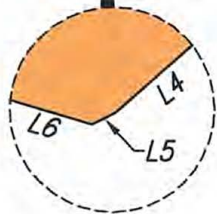
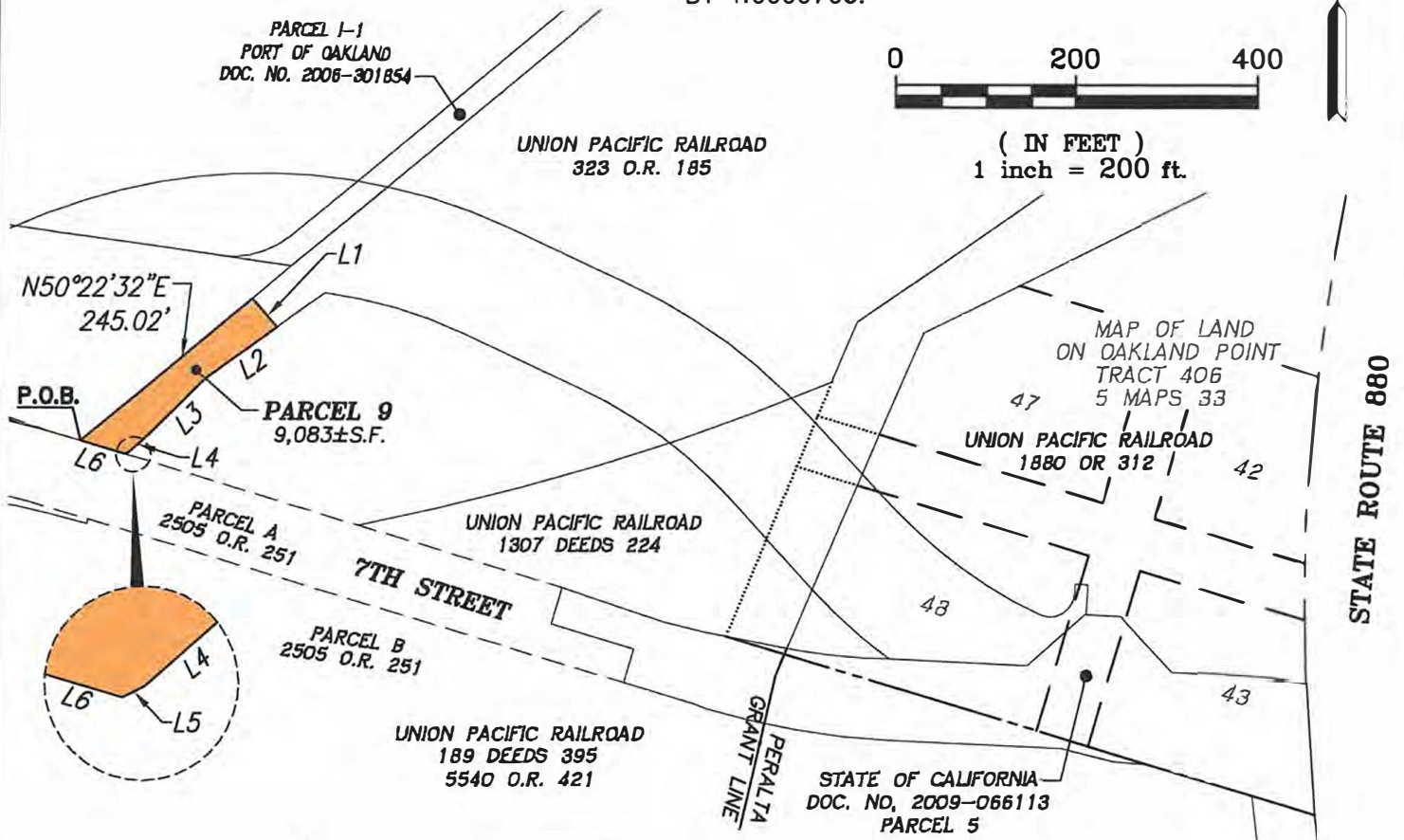
P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 RIGHT OF WAY LIMITS

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.



(IN FEET)
1 inch = 200 ft.



LINE TABLE		
LINE	BEARING	DISTANCE
L1	N41°09'53"W	41.79'
L2	N54°29'24"E	97.39'
L3	N45°22'30"E	80.57'
L4	N48°37'59"E	36.13'
L5	N63°29'50"E	4.92'
L6	N73°16'59"W	50.20'



EXHIBIT B3

PARCEL 9

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

Q:\J082011\111089\MAFING\PLATS\PARCEL 9.DWG 11/15/2018 8:00:32 AM

RJA

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4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=200'

DATE:
03-03-2024

JOB NO.:
1194

Page 119

**EXHIBIT A4
PARCEL 10**

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in that certain Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document number 98-452325, Official Records of Alameda County; thence along the south line of said Parcel 8, along a non-tangent curve to the left, the center of which bears North $17^{\circ} 49' 07''$ East, and having a radius of 640.00 feet; thence in a northwesterly direction, 55.80 feet along the arc of said curve to the left and through a central angle of $4^{\circ} 59' 45''$ for the **Point of Beginning**; thence leaving said south line and crossing through a portion of the land described in said Indenture, the following three (3) courses: (1) South $53^{\circ} 24' 52''$ West, 86.54 feet, (2) North $81^{\circ} 58' 57''$ West, 48.92 feet for a non-tangent curve to the left, from which the center of bears North $28^{\circ} 07' 00''$ West, and having a radius of 36.75 feet, (3) in a northerly direction, 70.83 feet along the arc of said curve to the left and through a central angle of $110^{\circ} 26' 08''$ to the south line of said Parcel 8 and point of cusp; thence continuing along a non-tangent reverse curve to the right, from which the center bears South $02^{\circ} 47' 13''$ West, and having a radius of 640.00 feet; thence in an easterly direction, 112.10 feet along the arc of said curve to the right and through a central angle of $10^{\circ} 02' 10''$ for the **Point of Beginning**.

Containing 4379 square feet (0.10 acres) of land area, more or less.

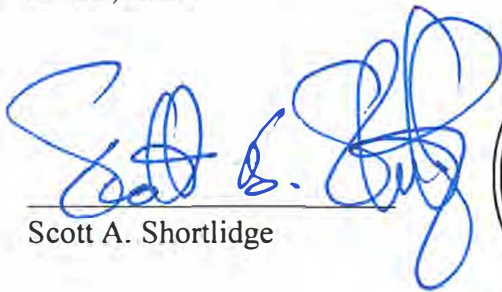
**EXHIBIT A4
PARCEL 10**

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B-4 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION


This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.


Scott A. Shortlidge



3-4-2020
Date

LEGEND

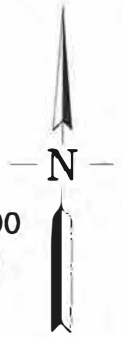
P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 RIGHT OF WAY LIMITS

NOTE

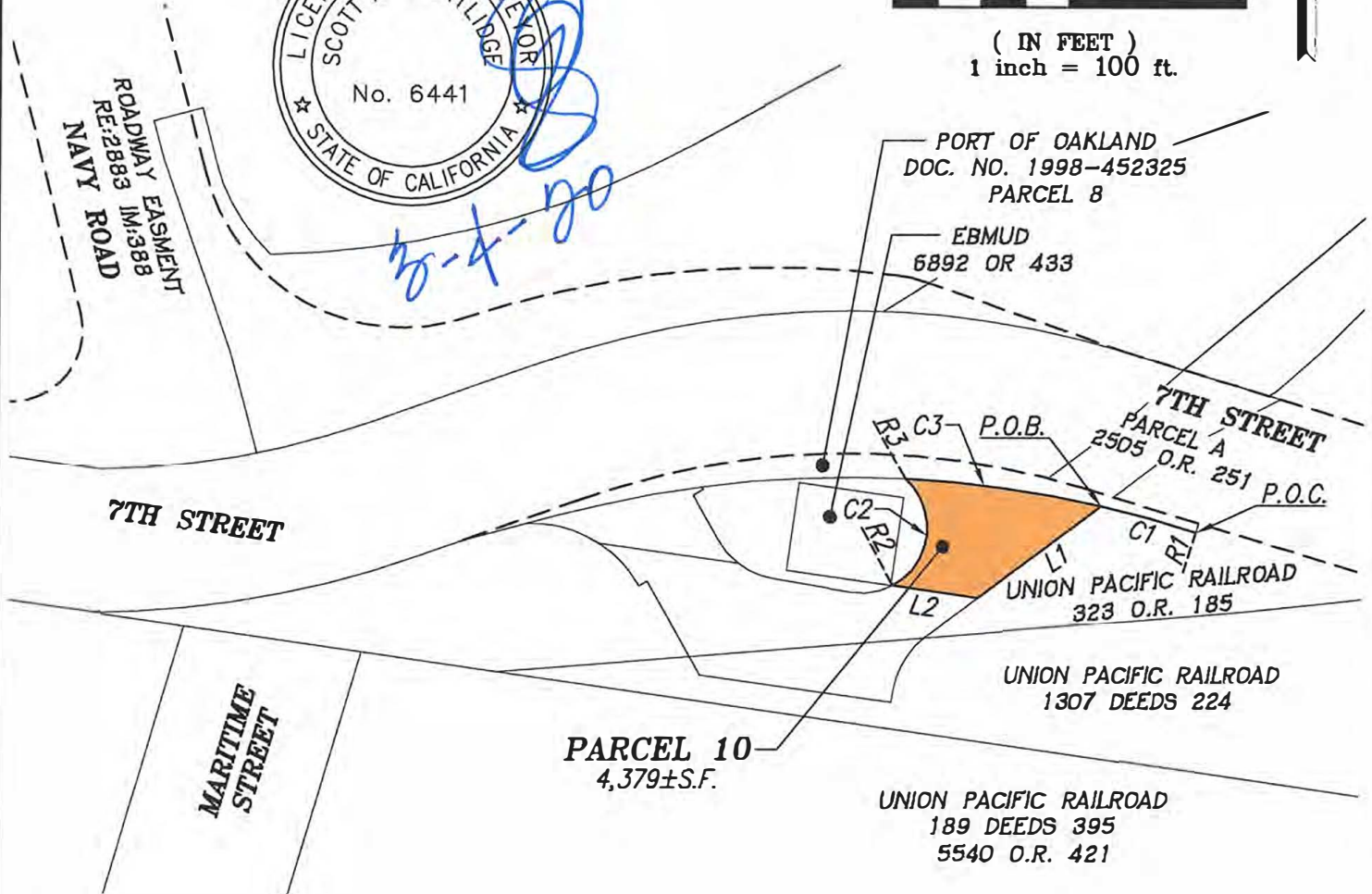
BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 100 200

(IN FEET)
1 inch = 100 ft.



7-4-20



LINE TABLE		
LINE	BEARING	DISTANCE
L1	N53°24'52"E	86.54'
L2	N81°58'57"W	48.92'

CURVE TABLE			
CURVE	RADIUS	DELTA	LENGTH
C1	640.00'	4°59'45"	55.80'
C2	36.75'	110°26'08"	70.83'
C3	640.00'	10°02'10"	112.10'

RADIAL BEARING TABLE	
LINE	BEARING
R1	N17°49'07"E
R2	N28°07'00"W
R3	N02°47'13"E

EXHIBIT B4

PARCEL 10

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=100'

DATE:
03-03-2024

JOB NO.:

Page 122

EXHIBIT A5
PARCEL 11

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in that certain Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County together with a portion of property described in that certain Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, Page 224, Official Records of Alameda County, and being more particularly described as follows:

Commencing at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document number 98-452325, Official Records of Alameda County; thence along the south line of said Parcel 8, along a non-tangent curve to the left, from which the center bears South 17° 49' 07" West, and having a radius of 640.00 feet; thence in a northwesterly direction, 55.80 feet along the arc of said curve to the left and through a central angle of 4°59'45"; thence leaving said south line and crossing through a portion of the land described in said Indenture between Oakland Terminal Company and Southern Pacific Company, South 53° 24' 52" West, 86.54 feet to the **Point of Beginning**; thence continuing across a portion of land described in said Indenture between Oakland Terminal Company and Southern Pacific Company and of said Indenture between San Francisco, Oakland, and San Jose Railway and the Southern Pacific Company, the following fourteen (14) courses: (1) South 53° 24' 52" West, 37.77 feet for the beginning of a curve to the left and having a radius of 45.00 feet, (2) in a southwesterly direction, 35.65 feet along the arc of said curve to the left and through a central angle of 45° 23' 44", (3) South 08° 01' 08" West, 6.55 feet, (4) North 81° 58' 52" West, 109.29 feet, (5) North 29° 39' 18" West, 60.43 feet, (6) South 60° 20' 42" West, 5.50 feet for a non-tangent curve to the left, from which the center bears South 60° 20' 42" West and having a radius of 69.50 feet, (7) in a

**EXHIBIT A5
PARCEL 11**

northwesterly direction, 33.46 feet along the arc of said curve to the left and through a central angle of $27^{\circ} 35' 07''$, (8) South $81^{\circ} 58' 57''$ East, 80.03 feet for a non-tangent curve to the left, from which the center bears North $37^{\circ} 19' 38''$ East and having a radius of 44.50 feet, (9) in an easterly direction, 21.89 feet along the arc of said curve to the left and through a central angle of $28^{\circ} 11' 08''$, (10) South $80^{\circ} 51' 30''$ East, 32.28 feet, (11) South $08^{\circ} 05' 12''$ West, 0.50 feet, (12) South $80^{\circ} 51' 30''$ East, 12.27 feet for the beginning of a curve to the left and having a radius of 36.75 feet, (13) in an easterly direction, 23.90 feet along the arc of said curve to the left and through a central angle of $37^{\circ} 15' 29''$, and (14) South $81^{\circ} 58' 57''$ East, 48.92 feet to the **Point of Beginning**.

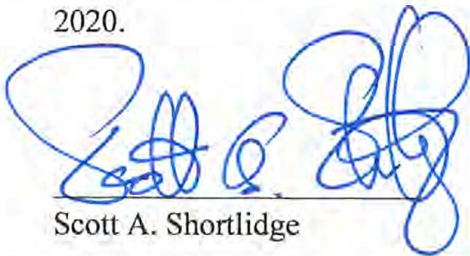
Containing 9322 square feet (0.21 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B-5 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION


This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.


Scott A. Shortlidge



3-4-2020
Date

LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 RIGHT OF WAY LIMITS

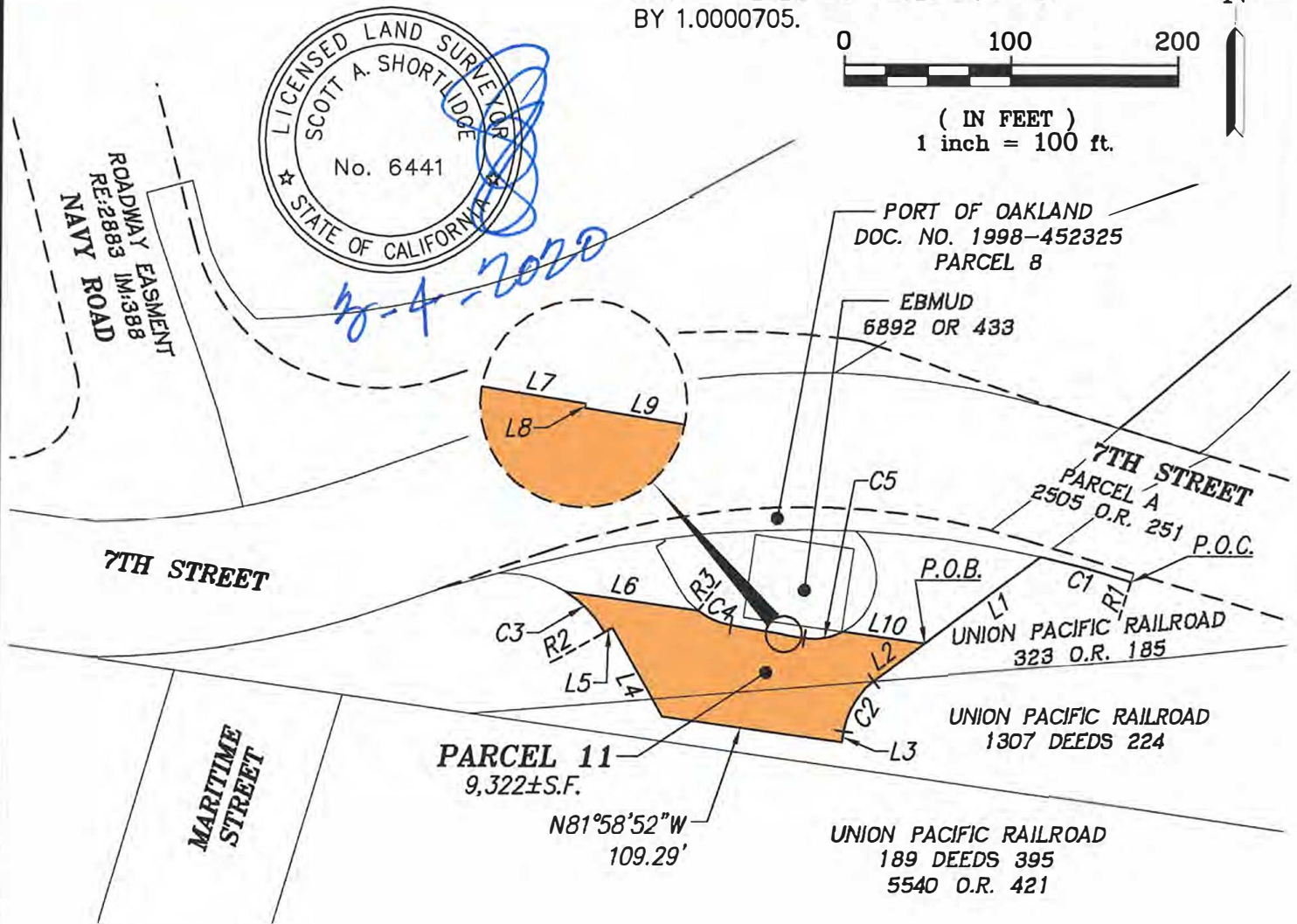
NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 100 200

(IN FEET)
1 inch = 100 ft.

N



LINE TABLE		
Line	BEARING	DISTANCE
L1	N53°24'52"E	86.54'
L2	N53°24'52"E	37.77'
L3	N08°01'08"E	6.55'
L4	N29°39'18"W	60.43'
L5	N60°20'42"E	5.50'

LINE TABLE		
LINE	BEARING	DISTANCE
L6	N81°58'57"W	80.03'
L7	N80°51'30"W	32.28'
L8	N08°05'12"E	0.50'
L9	N80°51'30"W	12.27'
L10	N81°58'57"W	48.92'

CURVE TABLE			
CURVE	RADIUS	DELTA	LENGTH
C1	640.00'	4°59'45"	55.80'
C2	45.00'	45°23'44"	35.65'
C3	69.50'	27°35'07"	33.46'
C4	44.50'	28°11'08"	21.89'
C5	36.75'	37°15'29"	23.90'

RADIAL BEARING TABLE	
#	BEARING
R1	N17°49'07"E
R2	N60°20'42"E
R3	N37°19'38"E

EXHIBIT B5

PARCEL 11

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

Q:\J082011\111009\MAPING\PLATS\PARCEL 11.DWG 11/15/2010 8:01:55 AM

RJA

RUGGERI-JENSEN-AZAR

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PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=100'

DATE:
03-03-2024

JOB NO.:

Page 125

**EXHIBIT A6
PARCEL 12**

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in that certain Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document number 98-452325, Official Records of Alameda County; thence along the south line of said Parcel 8, along a non-tangent curve to the left, from which the center bears South 17° 49' 07" West, and having a radius of 640.00 feet; thence in a westerly direction, 283.04 feet along the arc of said curve to the left and through a central angle of 25° 20' 22" for the **Point of Beginning**; thence leaving said south line and crossing through a portion of the land described in said Indenture, the following six (6) courses: (1) South 28° 11' 28" East, 1.69 feet, (2) South 60° 20' 42" West, 6.60 feet, (3) South 29° 39' 18" East, 28.58 feet for the beginning of a curve to the left and having a radius of 44.50 feet, (4) in a southeasterly direction, 17.88 feet along the arc of said curve to the left and through a central angle of 23° 01' 04" for a point of cusp, (5) North 81° 58' 57" West, 80.03 feet for a non-tangent curve to the left, from which the center bears South 32° 45' 34" West and having a radius of 69.50 feet, and (6) in a westerly direction, 42.42 feet along the arc of said curve to the left and through a central angle of 34° 58' 12" to the south line of said Parcel 8 and point of cusp; thence along said south line, the following two (2) courses: (1) North 74° 59' 59" East, 17.35 feet to the beginning of a curve to the right and having a radius of 640.00 feet and (2) in a easterly direction, 83.55 feet along the arc of said curve to the right and through a central angle of 07° 28' 46" to the **Point of Beginning**.

Containing 2369 square feet (0.05 acres) of land area, more or less.

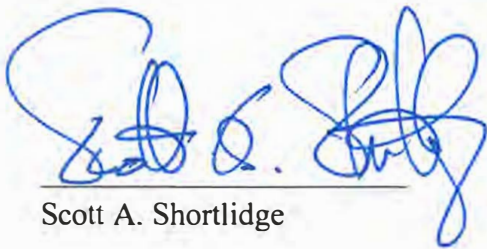
**EXHIBIT A6
PARCEL 12**

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

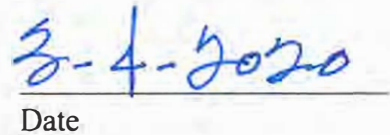
See Exhibit B-6 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION


This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.


Scott A. Shortlidge




Date

LEGEND

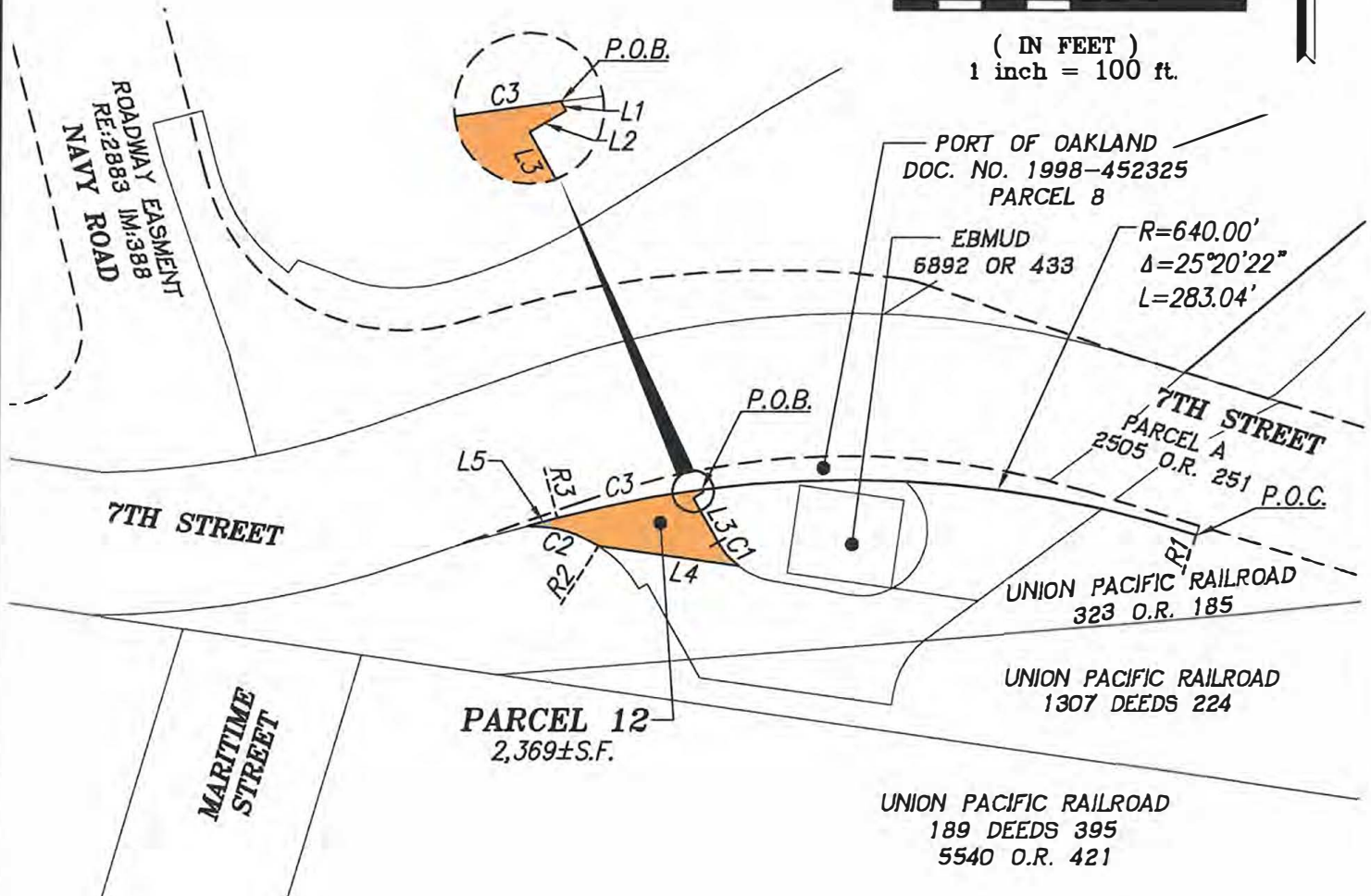
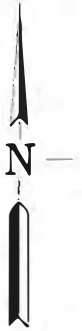
P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 RIGHT OF WAY LIMITS

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 100 200

(IN FEET)
1 inch = 100 ft.



LINE TABLE

LINE	BEARING	LENGTH
L1	N28°11'28"W	1.69'
L2	N60°20'42"E	6.60'
L3	N29°39'18"W	28.58'
L4	N81°58'57"W	80.03'
L5	N74°59'59"E	17.35'

CURVE TABLE

CURVE	RADIUS	DELTA	LENGTH
C1	44.50'	23°01'04"	17.88'
C2	69.50'	34°58'12"	42.42'
C3	640.00'	7°28'46"	83.55'

RADIAL BEARING TABLE

#	BEARING
R1	N17°49'07"E
R2	N32°45'34"E
R3	N15°00'01"W



EXHIBIT B6

PARCEL 12

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

Q:\JOB2011\111089\DRAWING\PLATS\PARCEL 12.DWG 11/15/2019 8:03:08 AM

RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=100'

DATE:
03-03-2024

JOB NO.:
174

Page 128

**EXHIBIT A1
TCE 1A & 1B**

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, at Page 185, Official Records of Alameda County, and being more particularly described as follows:

TCE 1A

Commencing at a corner on the northerly line of Parcel 5, as described in the Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the northeastern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence South 87° 19' 29" East, 1.26 feet; thence leaving said north line of Parcel 5 and crossing through portions of land described in the following three (3) documents: (1) in the Indenture between Southern Pacific Company and Southern Pacific Railroad Company recorded on February 25, 1926, in Book 1880 of Official Records, at Page 312, Official Records of Alameda County, (2) in the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, at Page 224, Official Records of Alameda County, and (3) in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following nine (9) courses: (1) North 03° 31' 01" East, 32.78 feet, (2) North 86° 28' 25" West, 13.80 feet, (3) South 03° 31' 35" West, 10.00 feet for the beginning of a curve to the right, having a radius of 28.00 feet, (4) in a southwesterly direction, 54.30 feet along the arc of said curve to the left and through a central angle of 111° 06' 27", (5) continuing in a northwesterly direction along a compound curve to the right, having a radius of 513.00 feet, 203.19 feet along the arc of said curve to the right and through a central angle of 22° 41' 36", (6) North 42° 40' 21" West, 126.99 feet for the beginning

**EXHIBIT A1
TCE 1A & 1B**

of a curve to the left, having a radius of 657.00 feet, (7) in a northwesterly direction, 245.61 feet along the arc of said curve to the left and through a central angle of $21^{\circ} 25' 10''$, (8) North $22^{\circ} 25' 20''$ East, 8.10 feet, and (9) North $67^{\circ} 34' 40''$ West, 147.28 feet for the **Point of Beginning**; thence continuing across a portion of land described in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following three (3) courses: (1) North $67^{\circ} 34' 40''$ West, 21.72 feet, (2) South $22^{\circ} 25' 20''$ West, 1.37 feet for a non-tangent curve to the left, the center of which bears South $23^{\circ} 22' 02''$ West having a radius of 657.00 feet, and (3) in a northwesterly direction, 128.64 feet along the arc of said curve to the left and through a central angle of $11^{\circ} 13' 07''$ to the southeast line of Parcel I-1 as described in the Quitclaim Deed for Knight Yard Property recorded on August 7, 2006 as document number 2006-301854, Official Records of Alameda County; thence along said southeast line, North $50^{\circ} 22' 32''$ East, 258.55 feet; thence leaving said southeast line of Parcel I-1 and crossing through a portion of the land described in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following five (5) courses: (1) South $13^{\circ} 33' 46''$ West, 22.34 feet, (2) South $18^{\circ} 45' 43''$ West, 40.36 feet, (3) South $16^{\circ} 44' 40''$ West, 38.23 feet, (4) South $14^{\circ} 26' 42''$ West, 40.56 feet, and (5) South $12^{\circ} 38' 25''$ West, 77.13 feet to the **Point of Beginning**.

Containing 15,689 square feet (0.36 acres) of land area, more or less.

TCE 1B

Commencing at a corner on the northerly line of Parcel 5, as described in the Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the northeastern terminus of the course described as "North $49^{\circ} 05' 51''$ East, 85.59 feet" in said Grant Deed; thence South $87^{\circ} 19' 29''$ East, 1.26 feet; thence leaving said north line of Parcel 5 and crossing through portions of land described in the following three (3) documents: (1) in the Indenture between Southern Pacific Company and

**EXHIBIT A1
TCE 1A & 1B**

Southern Pacific Railroad Company recorded on February 25, 1926, in Book 1880 of Official Records, at Page 312, Official Records of Alameda County, (2) in the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, at Page 224, Official Records of Alameda County, and (3) in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following nine (9) courses: (1) North $03^{\circ} 31' 01''$ East, 32.78 feet, (2) North $86^{\circ} 28' 25''$ West, 13.80 feet, (3) South $03^{\circ} 31' 35''$ West, 10.00 feet for the beginning of a curve to the right, having a radius of 28.00 feet, (4) in a southwesterly direction, 54.30 feet along the arc of said curve to the left and through a central angle of $111^{\circ} 06' 27''$, (5) continuing in a northwesterly direction along a compound curve to the right, having a radius of 513.00 feet, 203.19 feet along the arc of said curve to the right and through a central angle of $22^{\circ} 41' 36''$, (6) North $42^{\circ} 40' 21''$ West, 126.99 feet for the beginning of a curve to the left, having a radius of 657.00 feet, (7) in a northwesterly direction, 245.61 feet along the arc of said curve to the left and through a central angle of $21^{\circ} 25' 10''$, (8) North $22^{\circ} 25' 20''$ East, 8.10 feet, and (9) North $67^{\circ} 34' 40''$ West, 20.55 feet for the **Point of Beginning**; thence continuing across a portion of land as described in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following six (6) courses: (1) **thence** North $67^{\circ} 34' 40''$ West, 126.73 feet, (2) North $12^{\circ} 38' 25''$ East, 77.13 feet, (3) North $14^{\circ} 26' 42''$ East, 40.56 feet, (4) North $16^{\circ} 44' 40''$ East, 38.23 feet, (5) North $18^{\circ} 45' 43''$ East, 40.36 feet, and (6) North $13^{\circ} 33' 46''$ East, 22.34 feet to the southeast line of said Parcel I-1; thence along said southeast line, North $50^{\circ} 22' 32''$ East, 729.65 feet; thence leaving said southeast line of Parcel I-1 and crossing through a portion of land as described in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following eleven (11) courses: (1) South $39^{\circ} 23' 18''$ East, 144.20 feet, (2) South $47^{\circ} 46' 05''$ West, 373.19 feet, (3) South $47^{\circ} 52' 02''$ West, 19.90 feet, (4) South $44^{\circ} 20' 47''$ West, 6.54 feet,

**EXHIBIT A1
TCE 1A & 1B**

(5) South 51° 35' 35" West, 23.60 feet, (6) South 47° 45' 25" West, 52.24 feet, (7) South 43° 15' 11" West, 73.47 feet, (8) South 41° 29' 40" West, 146.20 feet, (9) South 49° 50' 15" West, 27.53 feet, (10) South 30° 24' 30" West, 30.21 feet for a non-tangent curve to the left, the center of which bears South 52° 42' 59" East and having a radius of 642.62 feet, and (11) in a southwesterly direction, 104.40 feet along the arc of said curve to the left and through a central angle of 09° 18' 30" for the **Point of Beginning**.

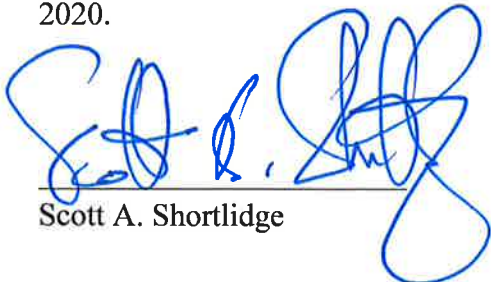
Containing 145,737 square feet (3.35 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B1— Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in January, 2020.


Scott A. Shortlidge



1-10-2020
Date

LEGEND

P.O.B.

POINT OF BEGINNING

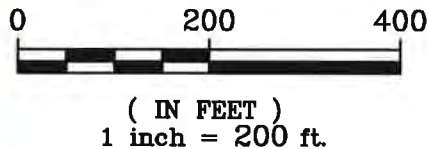
P.O.C.

POINT OF COMMENCEMENT

TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.



PARCEL I-1
PORT OF OAKLAND
DOC. NO. 2006-301854

Line Table		
Line	Bearing	Distance
L1	N03°31'01"E	32.78'
L2	N86°28'25"W	13.80'
L3	S03°31'35"W	10.00'
L4	N42°40'21"W	126.99'
L5	N65°17'06"W	140.00'
L6	N65°17'06"W	7.54'
L7	N67°34'40"W	126.73'
L8	S22°25'20"W	1.37'
L9	S39°23'18"E	144.14'
L10	S47°52'02"W	19.90'
L11	S44°20'47"W	6.54'
L12	S51°35'35"W	23.60'
L13	S47°45'25"W	52.24'
L14	S43°15'11"W	73.47'
L15	S41°29'40"W	146.20'
L16	S49°50'15"W	27.53'
L17	S30°24'30"W	30.21'
L18	S13°33'46"W	22.34'
L19	S18°45'43"W	40.36'
L20	S16°44'40"W	38.23'
L21	S14°26'42"W	40.56'
L22	S12°38'25"W	77.13'
L23	N67°34'40"W	21.72'
L24	N67°34'40"W	20.55'
L25	N22°25'20"E	8.10'
L26	N67°34'40"W	147.28'

Curve Table			
Curve	Radius	Delta	Length
C1	28.00'	111°06'27"	54.30'
C2	513.00'	22°41'36"	203.19'
C3	657.00'	21°25'10"	245.61'
C4	657.00'	11°13'07"	128.64'
C5	642.62'	9°18'30"	104.40'

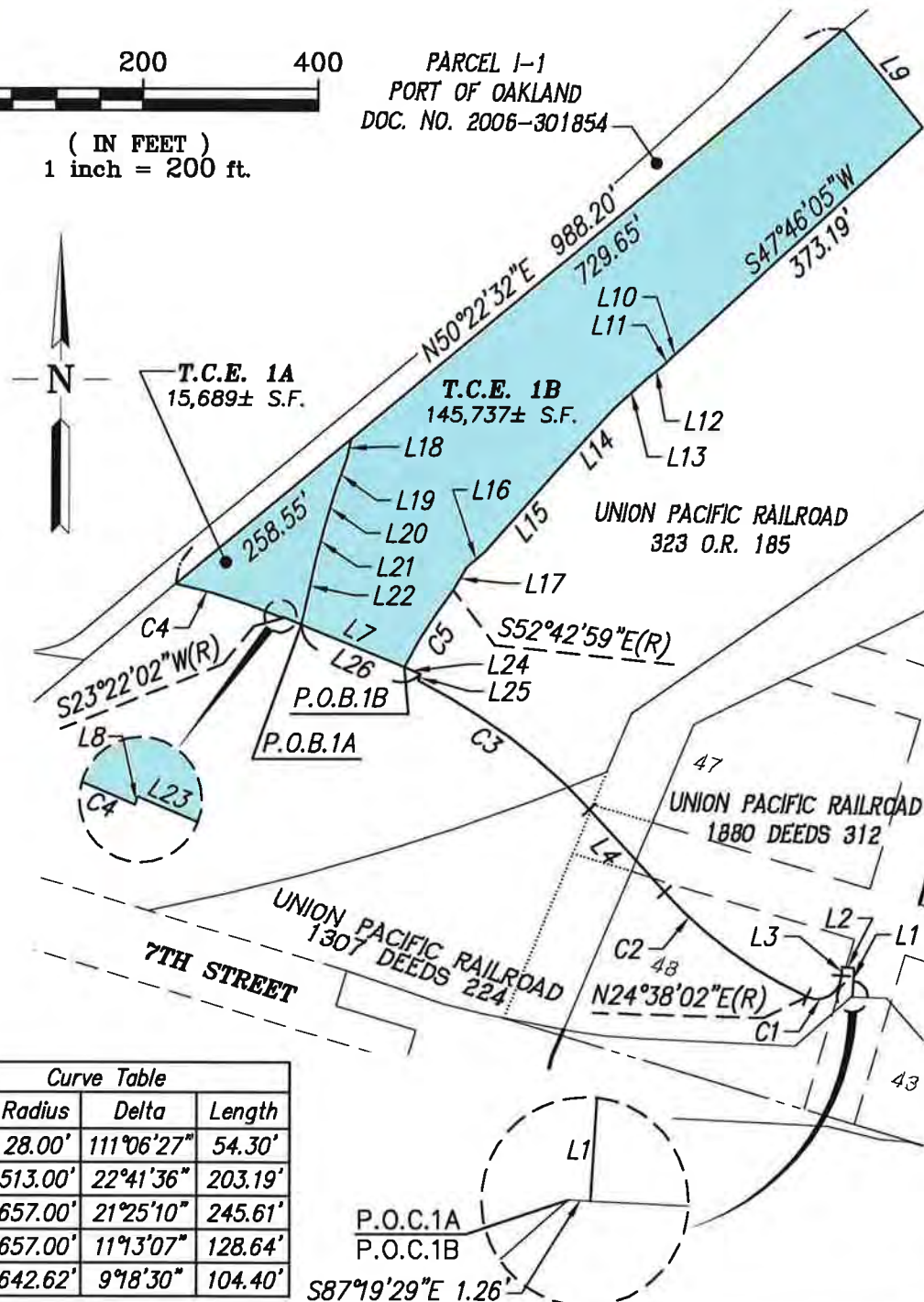


EXHIBIT B1

TCE 1A & 1B

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=200'

DATE:
01-10-2020

JOB NO.:
1334

Page 1334

**EXHIBIT A2
TCE 1C**

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the following three (3) documents: (1) in the Indenture between Southern Pacific Company and Southern Pacific Railroad Company recorded on February 25, 1926, in Book 1880 of Official Records, at Page 312, Official Records of Alameda County, (2) in the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, at Page 224, Official Records of Alameda County, and (3) in the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, at Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at a corner on the northerly line of Parcel 5, as described in the Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the northeastern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence South 87° 19' 29" East, 1.26 feet to the **Point of Beginning**; thence leaving said north line of Parcel 5 and crossing through portions of land described in the following three (3) documents: (1) in said Indenture between Southern Pacific Company and Southern Pacific Railroad Company, (2) in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, and (3) in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following twenty-six (26) courses: (1) North 03° 31' 01" East, 32.78 feet, (2) North 86° 28' 25" West, 13.80 feet, (3) South 03° 31' 35" West, 10.00 feet for the beginning of a curve to the right, having a radius of 28.00 feet, (4) in a southwesterly direction, 54.30 feet along the arc of said curve to the left and through a central angle of 111° 06' 27", (5) continuing in a northwesterly direction along a

EXHIBIT A2
TCE 1C

compound curve to the right, the center of which bears North 24° 38' 02" East having a radius of 513.00 feet, 203.19 feet along the arc of said curve to the right and through a central angle of 22° 41' 36", (6) North 42° 40' 21" West, 126.99 feet for the beginning of a curve to the left, having a radius of 657.00 feet, (7) in a northwesterly direction, 245.61 feet along the arc of said curve to the left and through a central angle of 21° 25' 10", (8) North 22° 25' 20" East, 8.10 feet, (9) North 67° 34' 40" West, 20.55 feet for a non-tangent curve to the right, the center of which bears South 62° 01' 29" East having a radius of 642.62 feet, (10) in a northeasterly direction, 104.40 feet along the arc of said curve to the right and through a central angle of 09° 18' 30", (11) North 30° 24' 30" East, 30.21 feet, (12) North 49° 50' 15" East, 27.53 feet, (13) North 41° 29' 40" East, 146.20 feet, (14) North 43° 15' 11" East, 73.47 feet, (15) North 47° 45' 25" East, 52.24 feet, (16) North 51° 35' 35" East, 23.60 feet, (17) North 44° 20' 47" East, 6.54 feet, (18) North 47° 52' 02" East, 19.90 feet, (19) South 38° 43' 56" East, 210.71 feet, (20) South 42° 36' 36" East, 153.69 feet, (21) South 09° 24' 00" West, 178.53 feet, (22) South 81° 06' 53" East, 154.35 feet, (23) South 07° 18' 30" West, 4.55 feet, (24) South 00° 02' 00" East, 19.77 feet, (25) South 04° 09' 55" East, 97.02 feet, and (26) South 01° 41' 55" East, 204.19 feet the north line of said Parcel 5, said point being on a non-tangent curve to the left, the center of which bears South 03° 58' 02" West, having a radius of 789.00 feet; thence along said north line, in a westerly direction, 17.70 feet along the arc of said curve to the left and through a central angle of 01° 17' 08"; thence continuing along the north line of said Parcel 5, North 87° 19' 06" West, 6.34 feet; thence leaving said north line of Parcel 5 and crossing through portions of land described in the above mentioned documents, the following two (2) courses: (1) North 03° 20' 08" West, 8.31 feet and (2) North 73° 40' 22" West, 86.02 feet to the north line of said Parcel 5; thence along said north line, the following two (2) courses: (1) North 42° 19' 26" West, 43.03 feet and (2) North 87° 19' 29" West, 38.74 feet to the **Point of Beginning**.

**EXHIBIT A2
TCE 1C**

Containing 272,044 square feet (6.25 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B2– Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in January, 2020



Scott A. Shortlidge

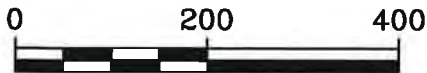


1-10-2020
Date

LEGEND

P.O.B. POINT OF BEGINNING

P.O.C. POINT OF COMMENCEMENT



(IN FEET)
1 inch = 200 ft.

Line Table		
Line	Bearing	Distance
L1	N03°31'01"E	32.78'
L2	N86°28'25"W	13.80'
L3	S03°31'35"W	10.00'
L4	N42°40'21"W	126.99'
L5	N67°34'40"W	20.55'
L6	N30°24'30"E	30.21'
L7	N49°50'15"E	27.53'
L8	N41°29'40"E	146.20'
L9	N43°15'11"E	73.47'
L10	N47°45'25"E	52.24'
L11	N51°35'35"E	23.60'
L12	N44°20'47"E	6.54'
L13	N47°52'02"E	19.90'
L14	S07°18'30"W	4.55'
L15	S00°02'00"E	19.77'
L16	S04°09'55"E	97.02'
L17	S01°41'55"E	204.19'
L18	N87°19'06"W	6.34'
L19	N03°20'08"W	8.31'
L20	N73°40'22"W	86.09'
L21	N42°19'26"W	43.03'
L22	N87°19'29"W	38.74'
L23	N22°25'20"E	8.10'

Curve	Radius	Delta	Length
C1	28.00'	111°06'27"	54.30'
C2	513.00'	22°41'36"	203.19'
C3	657.00'	21°25'10"	245.61'
C4	642.62'	9°18'30"	104.40'
C5	789.00'	1°17'32"	17.79'

NOTE

BEARINGS AND DISTANCES ARE BASED
ON RECORD OF SURVEY NO. 990. ALL
DISTANCES SHOWN OR DERIVED FROM
THIS DRAWING ARE GRID. TO OBTAIN
GROUND LEVEL DISTANCES MULTIPLY
BY 1.0000705.



PARCEL 1-1
PORT OF OAKLAND
DOC. NO. 2006-301854

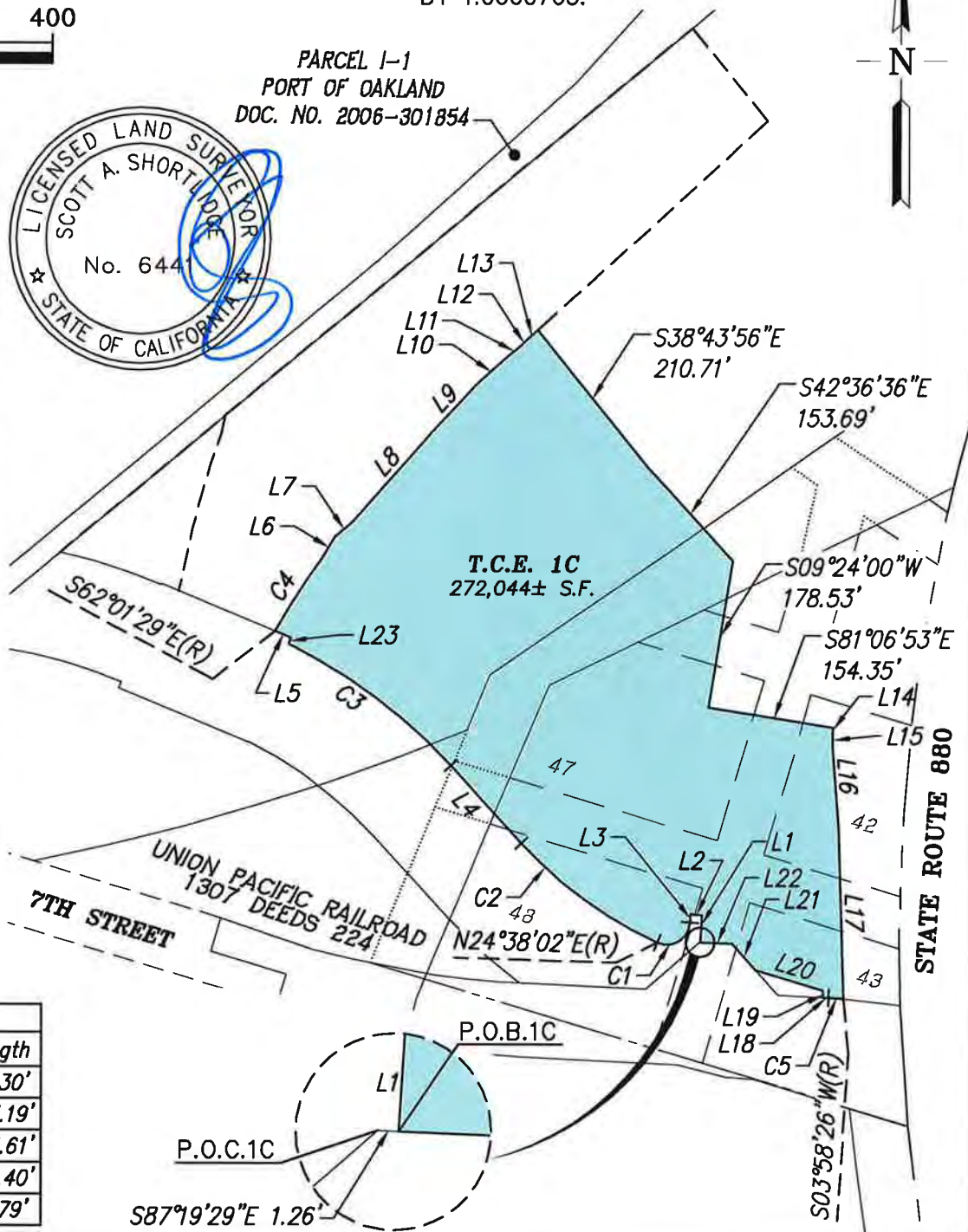


EXHIBIT B2

TCE 1C

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

G:\JOB2011\111089\MAPPING\PLATS\TCE 1C.DWG 1/10/2020 12:32:15 PM

RJA

RUGGERI-JENSEN-AZAR

ENGINEERS ■ PLANNERS ■ SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=200'

DATE:
01-10-20

JOB NO.:
137 104

EXHIBIT A3
TCE 2A

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the following two (2) documents: (1) the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, Page 224, Official Records of Alameda County, and (2) the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at a corner on the northerly line of Parcel 5, as described in the Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the southwestern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence along the northerly boundary lines of said Parcel 5 and Parcel A described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, Page 251, Official Records of Alameda County, the following six (6) courses: (1) North 87° 19' 29" West, 170.60 feet to the beginning of a curve to the right, having a radius of 761.00 feet, (2) in a westerly direction, 84.41 feet along the arc of said curve to the right and through a central angle of 06° 21' 18", (3) North 79° 06' 27" West, 102.41 feet, (4) North 76° 11' 31" West, 48.16 feet, (5) North 71° 20' 59" West, 116.45 feet, and (6) North 73° 16' 59" West, 37.81 feet to the **Point of Beginning**; thence continuing along said north line of said Parcel A, North 73° 16' 59" West, 326.31 feet; thence leaving said north line and crossing through a portion of land described per said Indenture between Oakland Terminal Company and Southern Pacific Company, the following ten (10) courses: (1) North 63° 29' 50" East, 4.92 feet, (2) North 48° 37' 59" East, 36.13 feet, (3) North 45° 22' 30" East, 80.87 feet, (4) North 54° 31' 06" East, 22.08 feet for a non-tangent

EXHIBIT A3

TCE 2A

curve to the left, the center of which bears North 43° 34' 52" West and having a radius of 52.01 feet, (5) in a southeasterly direction, 100.87 feet along the arc of said curve to the left and through a central angle of 111° 07' 30", (6) South 64° 42' 22" East, 134.78 feet, (7) South 57° 59' 55" East, 19.96 feet, (8) North 70° 34' 42" East, 34.45 feet, (9) North 65° 50' 26" East, 66.36 feet, and (10) South 24° 52' 17" West, 35.94 feet; thence crossing through a portion of land described in said Indenture between the San Francisco, Oakland, and San Jose Railway and the Southern Pacific Company, the following two (2) courses: (1) South 27° 58' 52" West, 21.43 feet and (2) South 31° 55' 58" West, 28.02 feet to the **Point of Beginning**.

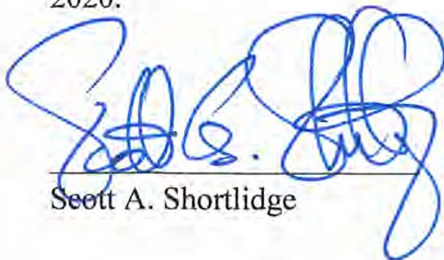
Containing 14851 square feet (0.34 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B-3 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.




Scott A. Shortlidge



3-4-2020
Date

LEGEND

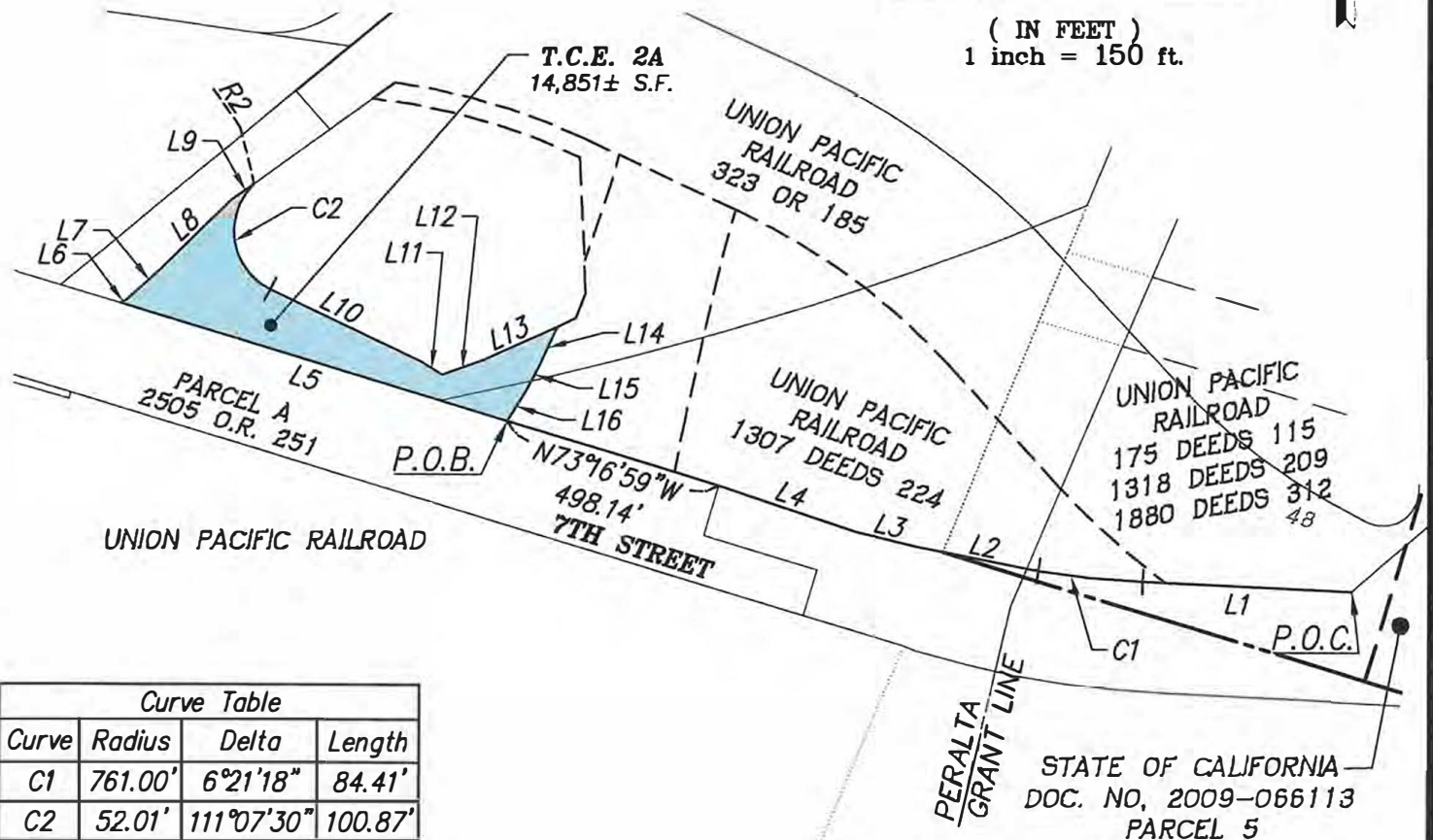
- P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 150 300

(IN FEET)
1 inch = 150 ft.



Curve Table

Curve	Radius	Delta	Length
C1	761.00'	6°21'18"	84.41'
C2	52.01'	111°07'30"	100.87'

Line Table

Line	Bearing	Distance
L1	N87°19'29"W	170.60'
L2	N79°06'27"W	102.41'
L3	N76°11'31"W	48.16'
L4	N71°20'59"W	116.45'
L5	N73°16'59"W	326.31'
L6	N63°29'50"E	4.92'
L7	N48°37'59"E	36.13'
L8	N45°22'30"E	80.87'

Line Table

Line	Bearing	Distance
L9	N54°31'06"E	22.08'
L10	N64°42'22"W	134.78'
L11	N57°59'55"W	19.96'
L12	N70°34'42"E	34.45'
L13	N65°50'26"E	66.36'
L14	N24°52'17"E	35.94'
L15	N27°58'52"E	21.43'
L16	N31°55'58"E	28.02'



EXHIBIT B3

TCE 2A

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

©\JOB2011\111089\DRAWING\PLATS\TCE 2A.DWG 9/20/2018 12:26:08 PM

RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=150'

DATE:
03-03-2021

JOB NO.:
1740

Page 140

**EXHIBIT A4
TCE 2B**

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the following two (2) documents: (1) the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, Page 224, Official Records of Alameda County, and (2) the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at a corner on the northerly line of Parcel 5, as described in the Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the southwestern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence along the northerly boundary lines of said Parcel 5 and Parcel A described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, Page 251, Official Records of Alameda County, the following six (6) courses: (1) North 87° 19' 29" West, 170.60 feet to the beginning of a curve to the right, having a radius of 761.00 feet, (2) in a westerly direction, 84.41 feet along the arc of said curve to the right and through a central angle of 06° 21' 18", (3) North 79° 06' 27" West, 102.41 feet, (4) North 76° 11' 31" West, 48.16 feet, (5) North 71° 20' 59" West, 116.45 feet, and (6) North 73° 16' 59" West, 37.81 feet to the **Point of Beginning**; thence along the north line of said Parcel A, North 73° 16' 59" West, 141.32 feet; thence leaving said north line and crossing through portions of Union Pacific Railroad as described in said Book 1307 of Deeds, Page 224 and said Book 323 of Official Records, Page 185, the following twelve (12) courses: (1) North 31° 55' 58" East, 28.02

**EXHIBIT A4
TCE 2B**

feet, (2) North 27° 58' 52" East, 21.43 feet, (3) North 24° 52' 17" East, 35.94 feet, (4) North 62° 28' 48" East, 16.65 feet, (5) North 22° 13' 02" East, 20.91 feet, (6) North 02° 38' 16" West, 25.76 feet, (7) North 18° 45' 03" East, 60.84 feet, (8) thence North 15° 27' 25" East, 22.65 feet, (9) South 67° 34' 40" East, 104.19 feet for a non-tangent curve to the left, the center of which bears South 72° 35' 46" East having a radius of 680.30 feet, (10) in a southerly direction, 56.70 feet along the arc of said curve to the left and through a central angle of 04° 46' 31", (11) South 12° 43' 31" West, 115.75 feet, and (12) South 10° 54' 22" West, 41.51 feet to the **Point of Beginning**.

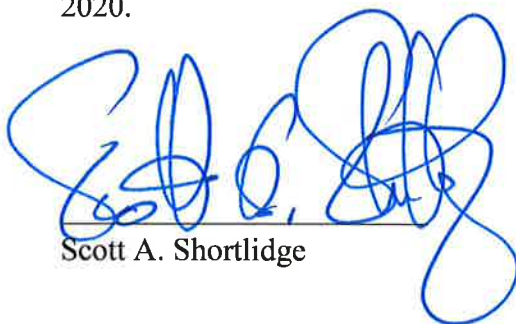
Containing 24,882 square feet (0.57 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B4- Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

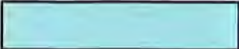
This description and its accompanying plat were prepared by me, or under my direction, in January, 2020.


Scott A. Shortlidge



1-10-2020
Date

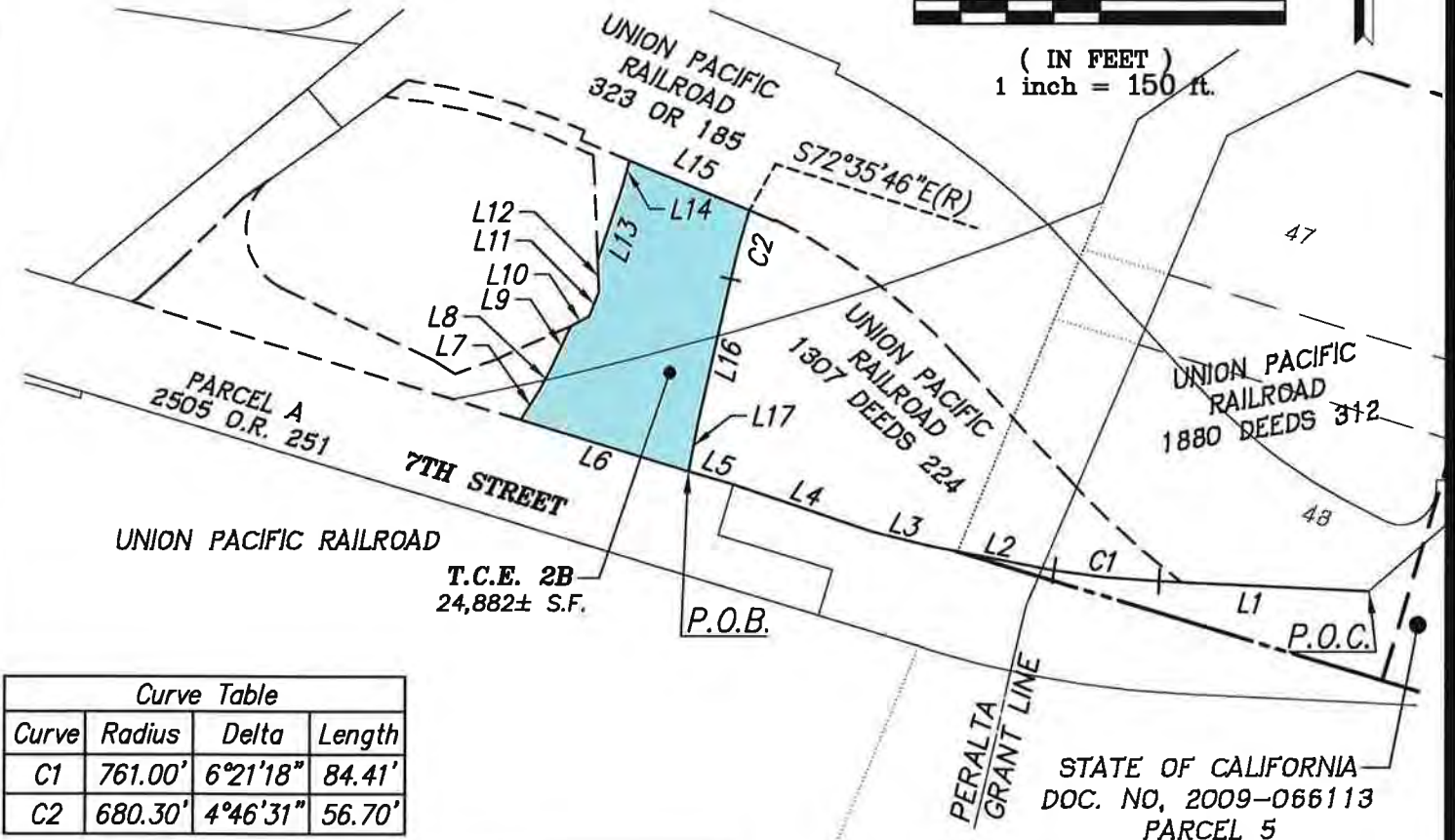
LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 150 300
(IN FEET)
1 inch = 150 ft.



Curve Table

Curve	Radius	Delta	Length
C1	761.00'	6°21'18"	84.41'
C2	680.30'	4°46'31"	56.70'

Line Table

Line	Bearing	Distance
L1	N87°19'29"W	170.60'
L2	N79°06'27"W	102.41'
L3	N76°11'31"W	48.16'
L4	N71°20'59"W	116.45'
L5	N73°16'59"W	37.81'
L6	N73°16'59"W	141.32'
L7	N31°55'58"E	28.02'
L8	N27°58'52"E	21.43'

Line Table

Line	Bearing	Distance
L9	N24°52'17"E	35.94'
L10	N62°28'48"E	16.65'
L11	N22°13'02"E	20.91'
L12	N02°38'16"W	25.76'
L13	N18°45'03"E	60.84'
L14	N15°27'25"E	22.65'
L15	S67°34'40"E	104.19'
L16	S12°43'31"W	115.75'
L17	S10°54'22"W	41.51'



EXHIBIT B4

TCE 2B

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

G:\082011\111086\MAFING\PLATS\TCE 2B.DWG 1/10/2020 1:04:21 PM

RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=150'

DATE:
01-10-2020

JOB NO.:
1434

Page 1434

EXHIBIT A5
TCE 2C

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the following three (3) documents: (1) in the Indenture between Southern Pacific Company and Southern Pacific Railroad Company recorded on February 25, 1926, in Book 1880 of Official Records, at Page 312, Official Records of Alameda County, (2) in the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, at Page 224, Official Records of Alameda County, and (3) in the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, at Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at a corner on the northerly line of Parcel 5, as described in Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the southwestern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence along the northerly boundary lines of said Parcel 5, North 87° 19' 29" West, 152.20 feet to the **Point of Beginning**; thence continuing along said northerly lines of said Parcel 5, the following five (5) courses: (1) North 87° 19' 29" West, 18.41 feet to the beginning of a curve to the right, having a radius of 761.00 feet, (2) in a westerly direction, 84.41 feet along the arc of said curve to the right and through a central angle of 06° 21' 18", (3) North 79° 06' 27" West, 102.41 feet, (4) North 76° 11' 31" West, 48.16 feet, (5) North 71° 20' 59" West, 116.45 feet to the northeast corner of Parcel A as described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, at Page 251, Official Records of Alameda County; thence along the north line of said Parcel A, North 73° 16' 59" West, 37.81

EXHIBIT A5
TCE 2C

feet; thence leaving said north line and crossing through portions of Union Pacific Railroad as described in the above mentioned documents (1) through (5), the following seven (7) courses: (1) North $10^{\circ} 54' 22''$ East, 41.51 feet, (2) North $12^{\circ} 43' 31''$ East, 115.75 feet, (3) for a non-tangent curve to the right, the center of which bears South $77^{\circ} 22' 17''$ East and having a radius of 680.30 feet, (3) in a northeasterly direction, 56.70 feet along the arc of said curve to the right and through a central angle of $04^{\circ} 46' 31''$, (4) South $67^{\circ} 34' 40''$ East, 21.78 feet, (5) North $22^{\circ} 25' 20''$ East, 1.11 feet for the beginning of a non-tangent curve to the right, the center of which bears South $26^{\circ} 44' 12''$ West having a radius of 531.00 feet, (6) in a southeasterly direction, 190.83 feet along the arc of said curve to the right and through a central angle of $20^{\circ} 35' 27''$, (7) South $42^{\circ} 40' 21''$ East, 132.10 feet for the beginning of a curve to the left, having a radius of 639.00 feet, and (8) in a southeasterly direction, 116.78 feet along the arc of said curve to the left and through a central angle of $10^{\circ} 28' 16''$ to the **Point of Beginning**.

Containing 52,990 square feet (1.22 acres) of land area, more or less.

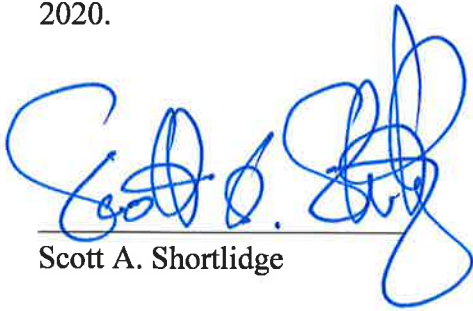
Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

EXHIBIT A5
TCE 2C

See Exhibit B5- Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

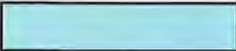
This description and its accompanying plat were prepared by me, or under my direction, in January, 2020.


Scott A. Shortlidge




1-10-2020
Date

LEGEND

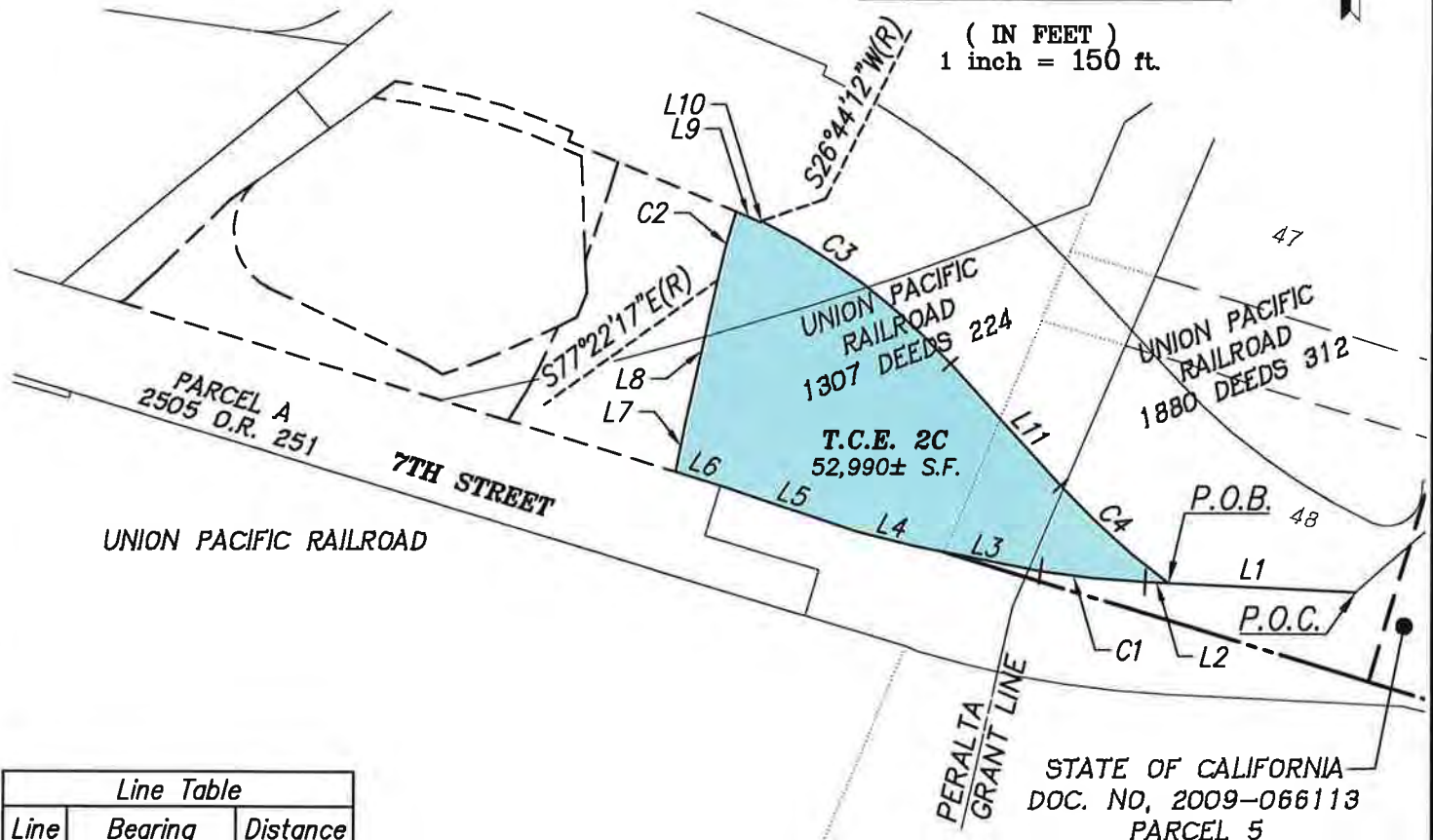
P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 150 300


(IN FEET)
1 inch = 150 ft.



Line Table

Line	Bearing	Distance
L1	N87°19'29"W	152.20'
L2	N87°19'29"W	18.41'
L3	N79°06'27"W	102.41'
L4	N76°11'31"W	48.16'
L5	N71°20'59"W	116.45'
L6	N73°16'59"W	37.81'
L7	N10°54'22"E	41.51'
L8	N12°43'31"E	115.75'
L9	S67°34'40"E	21.78'
L10	N22°25'20"E	1.11'
L11	S42°40'21"E	132.10'

Curve Table

Curve	Radius	Delta	Length
C1	761.00'	6°21'18"	84.41'
C2	680.30'	4°46'31"	56.70'
C3	531.00'	20°35'27"	190.83'
C4	639.00'	10°28'16"	116.78'



EXHIBIT B5

TCE 2C

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=150'

DATE:
01-10-2020

JOB NO.:
1474

Page 14

EXHIBIT A6
TCE 2D

Real property situate in the City of Oakland, County of Alameda, State of California, being a portion of the property described in the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at a corner on the northerly line of Parcel 5, as described in the Grant Deed to State of California, recorded March 5, 2009 as document number 2009-066113, Official Records of Alameda County, same corner being the southwestern terminus of the course described as "North 49° 05' 51" East, 85.59 feet" in said Grant Deed; thence along the northerly boundary lines of said Parcel 5 and Parcel A described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, Page 251, Official Records of Alameda County, the following six (6) courses: (1) North 87° 19' 29" West, 170.60 feet to the beginning of a curve to the right, having a radius of 761.00 feet, (2) in a westerly direction, 84.41 feet along the arc of said curve to the right and through a central angle of 06° 21' 18", (3) North 79° 06' 27" West, 102.41 feet, (4) North 76° 11' 31" West, 48.16 feet, (5) North 71° 20' 59" West, 116.45 feet, and (6) North 73° 16' 59" West, 179.14 feet; thence leaving said north line of Parcel A and crossing through portions of Union Pacific Railroad as described in the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, at Page 224, Official Records of Alameda County and in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following six (6) courses: (1) North 31° 55' 58" East, 28.02 feet, (2) North 27° 58' 52" East, 21.43 feet, (3) North 24° 52' 17" East, 35.94 feet, (4) North 62° 28' 48" East, 16.65 feet, (5) North 22° 13' 02" East, 20.91 feet, and (6) North 02° 38' 16" West,

**EXHIBIT A6
TCE 2D**

25.76 feet to the **Point of Beginning**; thence continuing across a portion of Union Pacific Railroad as described in said Indenture between Oakland Terminal Company and Southern Pacific Company, the following nine (9) courses: (1) North 02° 38' 16" West, 83.71 feet, (2) North 65° 17' 06" West, 4.41 feet for the beginning of a curve to the left, having a radius of 516.00 feet, (3) in a northwesterly direction, 170.39 feet along the arc of said curve to the left and through a central angle of 18° 55' 13", (4) North 53° 54' 58" East, 22.09 feet for a non-tangent curve to the right, the center of which bears South 07° 34' 10" West having a radius of 531.00 feet, (5) in a southeasterly direction, 148.49 feet along the arc of said curve to the right and through a central angle of 16° 01' 19", (6) South 22° 25' 20" West, 8.11 feet, (7) South 67° 34' 40" East, 43.03 feet, (8) South 15° 27' 25" West, 22.65 feet, and (9) South 18° 45' 03" West, 60.84 feet for the **Point of Beginning**.

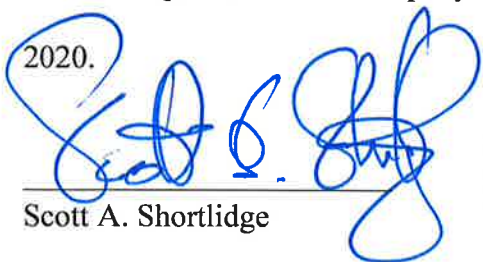
Containing 3787 square feet (0.09 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

See Exhibit B6- Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION


This description and its accompanying plat were prepared by me, or under my direction, in January,

2020.

Scott A. Shortlidge



1-10-2020
Date

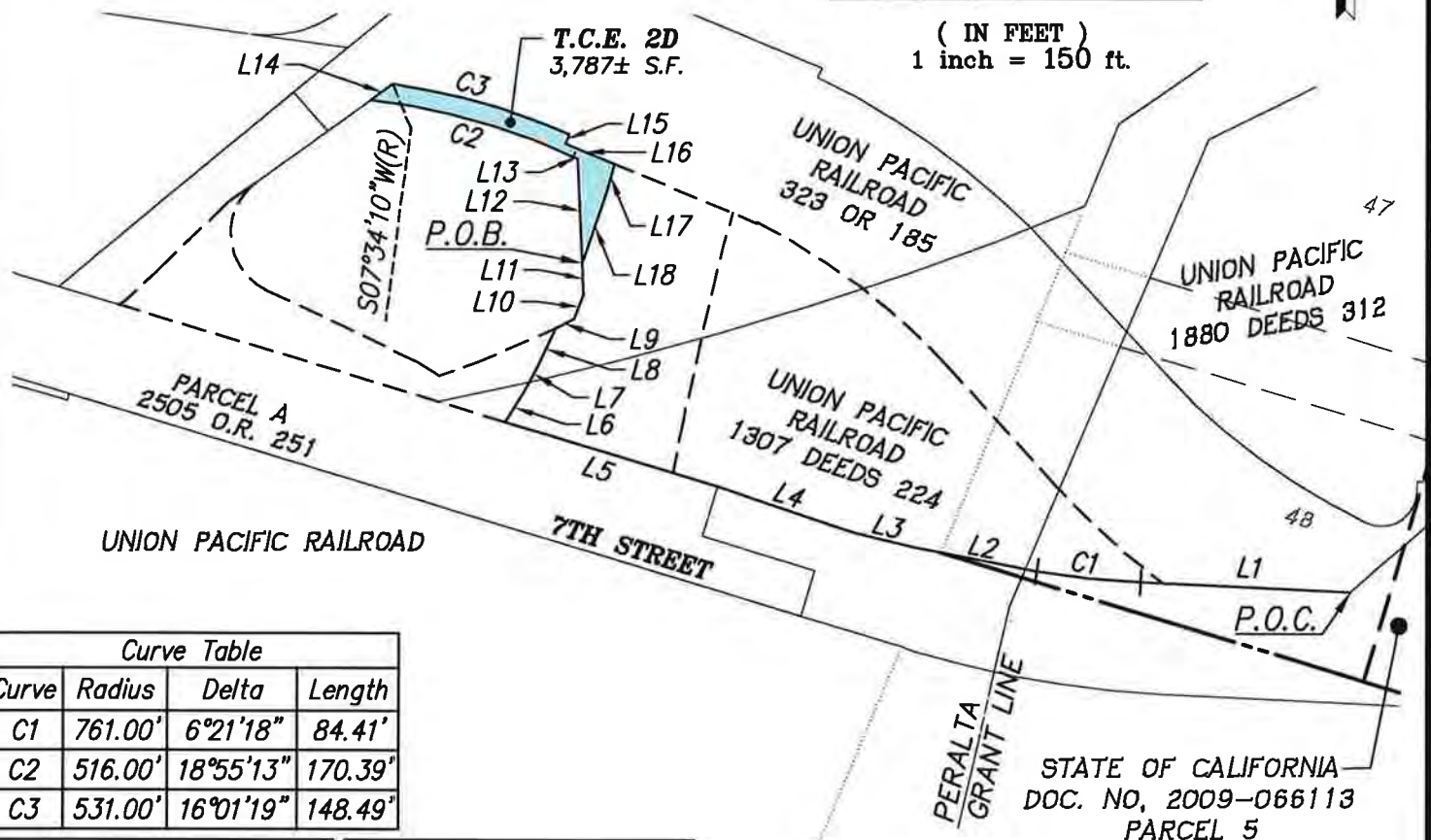
LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.

0 150 300
(IN FEET)
1 inch = 150 ft.



Curve Table

Curve	Radius	Delta	Length
C1	761.00'	6°21'18"	84.41'
C2	516.00'	18°55'13"	170.39'
C3	531.00'	16°01'19"	148.49'

Line Table

Line	Bearing	Distance
L1	N87°19'29"W	170.60'
L2	N79°06'27"W	102.41'
L3	N76°11'31"W	48.16'
L4	N71°20'59"W	116.45'
L5	N73°16'59"W	179.14'
L6	N31°55'58"E	28.02'
L7	N27°58'52"E	21.43'
L8	N24°52'17"E	35.94'
L9	N62°28'48"E	16.65'

Line Table

Line	Bearing	Distance
L10	N22°13'02"E	20.91'
L11	N02°38'16"W	25.76'
L12	N02°38'16"W	83.71'
L13	N65°17'06"W	4.41'
L14	N53°54'58"E	22.09'
L15	S22°25'20"W	8.11'
L16	S65°17'06"E	31.85'
L17	S15°27'25"W	22.65'
L18	S18°45'03"W	60.84'



EXHIBIT B6

TCE 2D

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=150'

DATE: 01-10-2020
Page 150 of 154

**EXHIBIT A7
TCE 3**

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in that certain Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County, and being more particularly described as follows:

Commencing at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document number 98-452325, Official Records of Alameda County; thence along the south line of said Parcel 8, along a non-tangent curve to the left, the center of which bears North $17^{\circ} 49' 07''$ East, and having a radius of 640.00 feet; thence in a northwesterly direction, 167.91 feet along the arc of said curve to the left and through a central angle of $15^{\circ} 01' 54''$ for the **Point of Beginning**; thence crossing through a portion of Union Pacific Railroad as described in said Indenture, the following eight (8) courses: (1) in a southerly direction along a non-tangent curve to the right, the center of which bears North $41^{\circ} 26' 52''$ East, having a radius of 36.75 feet, 94.73 feet along the arc of said curve to the right and through a central angle of $147^{\circ} 41' 37''$, (2) North $80^{\circ} 51' 30''$ West, 12.27 feet, (3) North $08^{\circ} 05' 12''$ East, 0.50 feet, (4) North $80^{\circ} 51' 30''$ West, 32.28 feet for the beginning of a curve to the right, having a radius of 44.50 feet, (5) in a northwesterly direction, 39.77 feet along the arc of said curve to the right and through a central angle of $51^{\circ} 12' 12''$, (6) North $29^{\circ} 39' 18''$ West, 28.58 feet, (7) North $60^{\circ} 20' 42''$ East, 6.60 feet, and (8) North $28^{\circ} 11' 28''$ West, 1.69 feet to a non-tangent curve to the right, the center of which bears South $07^{\circ} 31' 15''$ East, having a radius of 640.00 feet; said point being on the south line of said Parcel 8; thence along said south line in an easterly direction, 115.14 feet along the arc of said curve to the right and through a central angle of $10^{\circ} 18' 28''$ to the **Point of Beginning**.

**EXHIBIT A7
TCE 3**

Except therefrom all that portion conveyed in the Indenture between Southern Pacific Company and East Bay Municipal Utility District, recorded on August 4, 1952 in Book 6892 of Official Records, at Page 433, Official Records of Alameda County.

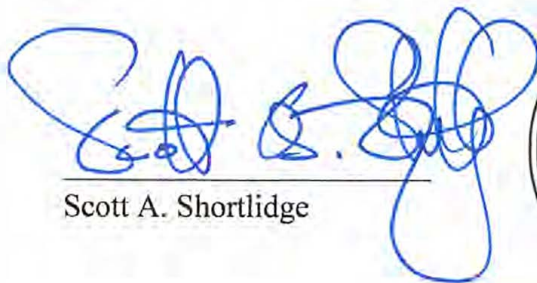
Containing 3748 square feet (0.09 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain groundlevel distances, multiply distances called for herein by 1.0000705.

See Exhibit B-7 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.




Scott A. Shortlidge



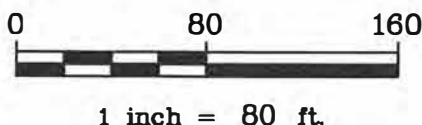
3-4-2020
Date

LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.



QUITCLAIMED DEED
USA TO CITY OF OAKLAND (PORT)
99-222447 OR (06/15/1999)
(PARCEL SIX)

PARCEL 8
PORT OF OAKLAND
DOC. NO. 1998-452325
PART OF 7TH STREET

N41°26'52"E(R)

T.C.E. 3
3,748± S.F.

PARCEL A
2505 O.R. 251

7TH STREET

P.O.B. N17°49'07"E(R)

P.O.C.

UNION PACIFIC RAILROAD
323 O.R. 185

UNION PACIFIC RAILROAD
1307 DEEDS 224

EBMUD
6892 OR 433

UNION PACIFIC RAILROAD
189 DEEDS 395
5540 O.R. 421

Line Table		
Line	Bearing	Distance
L1	N80°51'30"W	12.27'
L2	N08°05'12"E	0.50'
L3	N80°51'30"W	32.28'
L4	N29°39'18"W	28.58'
L5	N60°20'42"E	6.60'

L11 N05°40'19"E

Line Table		
Line	Bearing	Distance
L6	N28°11'28"W	1.69'
L7	N08°04'16"E	50.00'
L8	N81°55'44"W	59.32'
L9	N08°04'16"E	50.00'
L10	N81°55'44"W	59.32'

10.57'

Curve Table			
Curve	Radius	Delta	Length
C1	640.00'	15°01'54"	167.91'
C2	36.75'	147°41'37"	94.73'
C3	44.50'	51°12'12"	39.77'
C4	640.00'	10°18'28"	115.14'

EXHIBIT B7

TCE 3

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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RJA

RUGGERI-JENSEN-AZAR
ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=80'

DATE:
03-03-2022

JOB NO.:
17134

Page 153

**EXHIBITAB
TCE 4A & 4C**

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in that certain Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, Page 185, Official Records of Alameda County together with a portion of property described in that certain Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, Page 224, Official Records of Alameda County, and being more particularly described as follows:

TCE 4A

Commencing at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document ~~number~~ 98-452325, Official Records of Alameda County; thence along the south line of said Parcel 8, along a non-tangent curve to the left, the center of which bears North 17° 49' 07" East, and having a radius of 640.00 feet; thence in a northwesterly direction, 55.80 feet along the arc of said curve to the left and through a central angle of 4°59'45"; thence leaving said south line and crossing through a portion of the land described in said Indenture between Oakland Terminal Company and Southern Pacific Company, and said Indenture between San Francisco, Oakland, and San Jose Railway and the Southern Pacific Company, the following four (4) courses: (1) South 53° 24' 52" West, 124.31 feet for the beginning of a curve to the left, having a radius of 45.00 feet, (2) in a southwesterly direction, 35.65 feet along the arc of said curve to the left and through a central angle of 45° 23' 44", (3) South 08° 01' 08" West, 6.55 feet, (4) North 81° 58' 52" West, 34.19 feet for the Point of Beginning; thence continuing across a portion of Union Pacific Railroad as described in said Indenture between San Francisco, Oakland, and San Jose Railway and the Southern Pacific Company and crossing through a portion of property described in the Indenture between Oakland

EXHIBIT A 8

TCE 4A & 4C

Water Front Company and Central Pacific Railroad Company, recorded on November 6, 1879 in Book 189 of Deeds, at Page 395, Official Records of Alameda County and said Indenture between Oakland Terminal Company and Southern Pacific Company, the following six (6) courses: (1) westerly along a non-tangent curve to the right, the center of which bears South $10^{\circ} 53' 32''$ East and having a radius of 450.00 feet, 107.41 feet along the arc of said curve to the right and through a central angle of $13^{\circ} 40' 35''$, (2) North $07^{\circ} 37' 37''$ East, 27.51 feet, (3) North $29^{\circ} 36' 40''$ West, 38.14 feet, (4) North $60^{\circ} 20' 42''$ East, 20.50 feet, (5) South $29^{\circ} 39' 18''$ East, 60.43 feet, and (6) South $81^{\circ} 58' 52''$ East, 75.11 feet to the **Point of Beginning**.

Containing 2492 square feet (0.06 acres) of land area, more or less.

TCE 4C

Beginning at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document number 98-452325, Official Records of Alameda County; thence along the east line of said Parcel 8, North $16^{\circ} 40' 33''$ East, 5.50 feet to the south line of Parcel A as described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, at Page 251, Official Records of Alameda County; thence along the south line of said Parcel A, South $73^{\circ} 16' 02''$ East, 306.56 feet for a non-tangent curve to the right, the center of which bears South $41^{\circ} 52' 22''$ East and having a radius of 368.00 feet; thence in a southwesterly direction, leaving said south line, 150.36 feet along the arc of said curve to the right and through a central angle of $23^{\circ} 24' 36''$; thence continuing across a portion of Union Pacific Railroad as described in said Indenture between San Francisco, Oakland, and San Jose Railway and Southern Pacific Company, the following five (5) courses: (1) North $09^{\circ} 18' 11''$ East, 68.32 feet, (2) North $80^{\circ} 41' 54''$ West, 83.92 feet, (3) North $81^{\circ} 31' 43''$ West, 75.54 feet for the beginning of a curve to the left, having a

EXHIBIT A8

TCE 4A & 4C

radius of 376.00 feet, (4) in a westerly direction, 140.93 feet along the arc of said curve to the left and through a central angle of $21^{\circ} 28' 32''$, and (5) South $76^{\circ} 59' 44''$ West, 50.89 feet for a non-tangent curve to the right, the center of which bears North $73^{\circ} 45' 22''$ West and having a radius of 45.00 feet; thence in a northeasterly direction, 29.19 feet along the arc of said curve to the right and through a central angle of $37^{\circ} 10' 14''$ crossing through a portion of Union Pacific Railroad as described in said Indenture between Oakland Terminal Company and Southern Pacific Company; thence continuing across said Lands of Union Pacific Railroad, North $53^{\circ} 24' 52''$ East, 124.31 feet to a non-tangent curve to the right, the center of which bears North $12^{\circ} 49' 22''$ East and having a radius of 640.00 feet; said point also being on the south line of said Parcel 8; thence in a southeasterly direction along said south line, 55.80 feet along the arc of said curve to the right and through a central angle of $04^{\circ} 59' 45''$ to the **Point of Beginning**.

Containing 25722 square feet (0.59 acres) of land area, more or less.

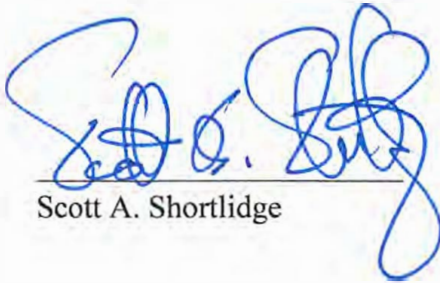
Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

**EXHIBIT A8
TCE 4A & 4C**

See **Exhibit B-8** – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION


This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.


Scott A. Shortlidge



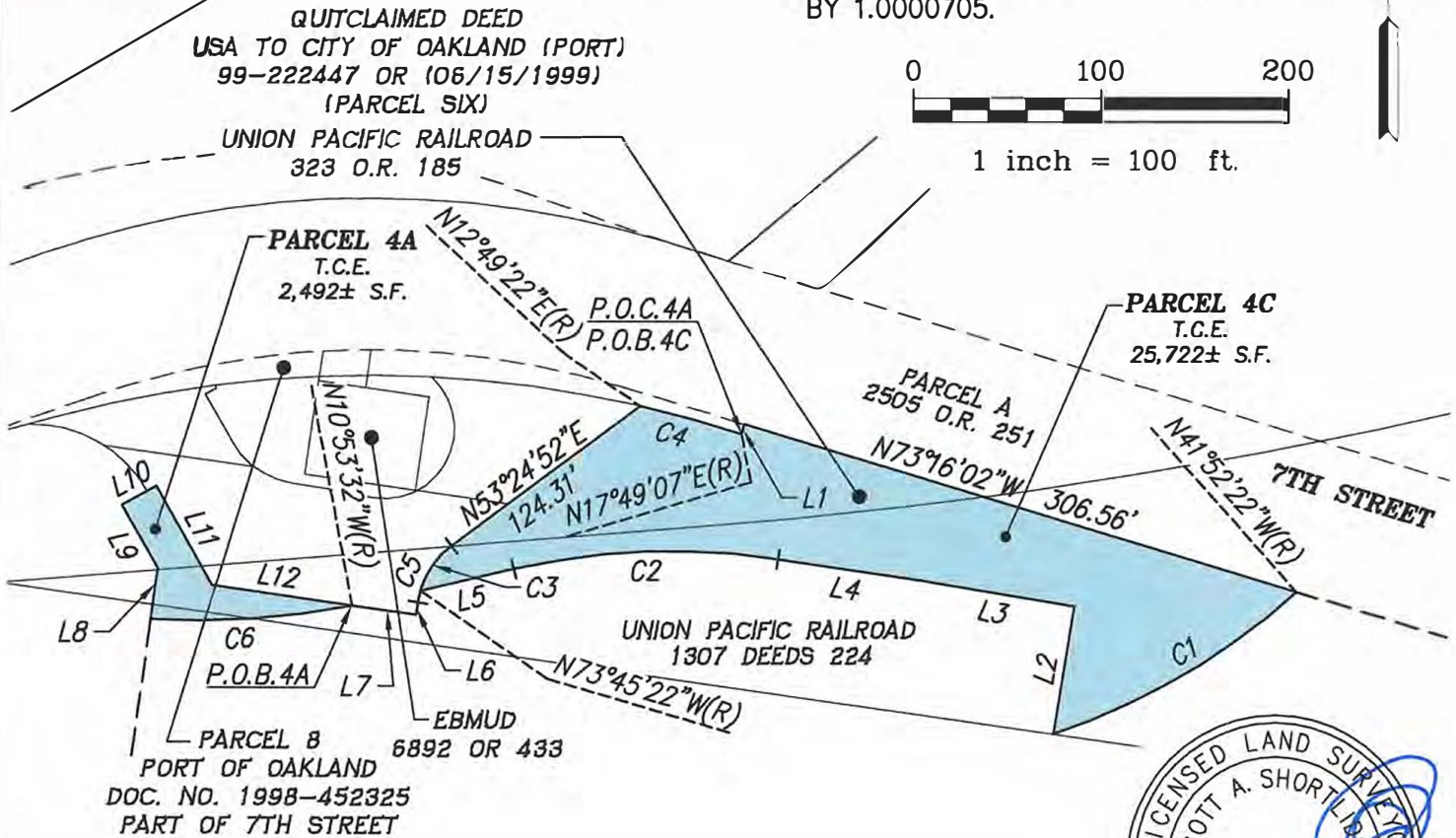
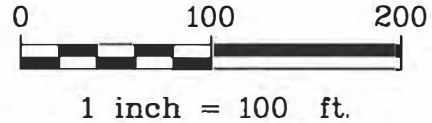
3-4-2020
Date

LEGEND

P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
 TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.



CURVE TABLE			
CURVE	RADIUS	DELTA	LENGTH
C1	368.00'	023°24'36"	150.36'
C2	376.00'	021°28'32"	140.93'
C3	45.00'	037°10'14"	29.19'
C4	640.00'	004°59'45"	55.80'
C5	45.00'	045°23'44"	35.65'
C6	450.00'	013°40'35"	107.41'

LINE TABLE		
LINE	BEARING	DISTANCE
L1	N16°40'33"E	5.50'
L2	N09°18'11"E	68.32'
L3	N80°41'54"W	83.92'
L4	N81°31'43"W	75.54'
L5	N76°59'44"E	50.89'
L6	N08°01'08"E	6.55'
L7	N81°58'52"W	34.19'

LINE TABLE		
LINE	BEARING	DISTANCE
L8	N07°37'37"E	27.51'
L9	N29°36'40"W	38.14'
L10	N60°20'42"E	20.50'
L11	N29°39'18"W	60.43'
L12	N81°58'52"W	75.11'

EXHIBIT B8

TCE 4A & 4C

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

C:\J02011\111080\MAPS\PLATS\TCE 4A & 4C.DWG 8/20/2018 12:28:07 PM

RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=100'

DATE:
03-03-2024

JOB NO.:
1584

Page 158

**EXHIBIT A9
TCE 4B & 4D**

Real property situate in the City of Oakland, County of Alameda, State of California, and being a portion of land described in the following two (2) documents: (1) the Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, recorded on October 12, 1906 in Book 1307 of Deeds, at Page 224, Official Records of Alameda County and (2) the Indenture between Oakland Water Front Company and Central Pacific Railroad Company, recorded on November 6, 1879 in Book 189 of Deeds, at Page 395, Official Records of Alameda County, and being more particularly described as follows:

TCE 4B

Commencing at the southeast corner of Parcel 8 as described in the Grant Deed to City of Oakland, recorded December 24, 1998 as document number 98-452325, Official Records of Alameda County; thence along the south line of said Parcel 8, said line being a non-tangent curve to the left, the center of which bears North $17^{\circ} 49' 07''$ East, and having a radius of 640.00 feet; thence in a northwesterly direction, 55.80 feet along the arc of said curve to the left and through a central angle of $4^{\circ} 59' 45''$; thence leaving said south line and crossing through a portion of the land described in the Indenture between Oakland Terminal Company and Southern Pacific Company, recorded on September 28, 1922 in Book 323 of Official Records, at Page 185, Official Records of Alameda County, and a portion of land described in said Indenture between San Francisco, Oakland, and San Jose Railway and the Southern Pacific Company, the following two (2) courses: (1) South $53^{\circ} 24' 52''$ West, 124.31 feet for the beginning of a curve to the left, having a radius of 45.00 feet, (2) in a southwesterly direction, 29.19 feet along the arc of said curve to the left and through a central angle of $37^{\circ} 10' 14''$ to the **Point of Beginning**; thence continuing across a portion of the land described in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, the following six (6) courses: (1) North $76^{\circ} 59' 44''$ East, 50.89

EXHIBIT A9

TCE 4B & 4D

feet for the beginning of a curve to the right, having a radius of 376.00 feet, (2) in an easterly direction, 140.93 feet along the arc of said curve to the right and through a central angle of $21^{\circ} 28' 32''$, (3) South $81^{\circ} 31' 43''$ East, 75.54 feet, (4) South $80^{\circ} 41' 54''$ East, 83.92 feet, (5) South $09^{\circ} 18' 11''$ West, 68.32 feet for a non-tangent curve to the left, the center of which bears South $18^{\circ} 27' 46''$ East and having a radius of 368.00 feet, and (6) in a northeasterly direction, 150.36 feet along the arc of said curve to the left and through a central angle of $23^{\circ} 24' 36''$ to the south line of Parcel A as described in the Indenture between Southern Pacific Railroad Company and Southern Pacific Company, recorded on December 23, 1930, in Book 2505 of Official Records, at Page 251, Official Records of Alameda County; thence along the south line of said Parcel A, South $73^{\circ} 16' 02''$ East, 193.39 feet for a non-tangent curve to the left, the center of which bears North $89^{\circ} 45' 28''$ West and having a radius of 522.00 feet; thence leaving said south line and crossing through a portion of land described in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company and a portion of land described in said Indenture between Oakland Water Front Company and Central Pacific Railroad Company, in a southeasterly direction, 257.26 feet along the arc of said curve to the left and through a central angle of $28^{\circ} 14' 16''$; thence continuing across a portion of land described in said Indenture between Oakland Water Front Company and Central Pacific Railroad Company, the following twenty-seven (27) courses: (1) South $27^{\circ} 59' 44''$ East, 32.88 feet, (2) South $31^{\circ} 59' 00''$ East, 151.26 feet for the beginning of a curve to the left, having a radius of 280.00 feet, (3) in a southeasterly direction, 151.00 feet along the arc of said curve to the left and through a central angle of $30^{\circ} 53' 53''$, (4) South $62^{\circ} 51' 35''$ East, 132.14 feet, (5) South $56^{\circ} 22' 01''$ East, 55.67 feet, (6) South $33^{\circ} 37' 59''$ West, 123.66 feet, (7) South $52^{\circ} 36' 54''$ West, 97.08 feet, (8) North $31^{\circ} 34' 09''$ West, 222.12 feet, (9) North $37^{\circ} 18' 34''$ West, 78.50 feet for the beginning of a curve to the right, having a radius of 555.00 feet, (10)

EXHIBIT A9

TCE 4B & 4D

in a northwesterly direction, 97.40 feet along the arc of said curve to the right and through a central angle of $10^{\circ} 03' 18''$, (11) North $27^{\circ} 15' 16''$ West, 74.95 feet, (12) South $64^{\circ} 00' 09''$ West, 87.74 feet, (13) North $11^{\circ} 27' 48''$ West, 57.47 feet, (14) North $78^{\circ} 48' 29''$ West, 216.30 feet for a non-tangent curve to the left, the center of which bears South $60^{\circ} 18' 13''$ East and having a radius of 747.00 feet, (15) in a northeasterly direction, 128.90 feet along the arc of said curve to the left and through a central angle of $09^{\circ} 53' 11''$, (16) North $73^{\circ} 34' 38''$ West, 2.22 feet, (17) North $20^{\circ} 16' 37''$ East, 11.35 feet, (18) South $70^{\circ} 09' 57''$ East, 7.40 feet, (19) North $22^{\circ} 08' 03''$ East, 19.77 feet, (20) North $19^{\circ} 39' 05''$ East, 84.75 feet, (21) North $70^{\circ} 20' 55''$ West, 75.93 feet, (22) South $21^{\circ} 05' 47''$ West, 37.67 feet for a non-tangent curve to the right, the center of which bears South $23^{\circ} 04' 34''$ East having a radius of 448.00 feet, (23) in a southwesterly direction, 124.89 feet along the arc of said curve to the right and through a central angle of $15^{\circ} 58' 22''$, (24) South $34^{\circ} 41' 32''$ West, 17.73 feet, (25) North $77^{\circ} 34' 51''$ West, 176.82 feet, (26) North $76^{\circ} 00' 10''$ West, 253.29 feet, and (27) North $07^{\circ} 37' 37''$ East, 72.40 feet for a non-tangent curve to the left, the center of which bears South $02^{\circ} 47' 03''$ West and having a radius of 450.00 feet; thence continuing across a portion of land as described in said Indenture between Oakland Water Front Company and Central Pacific Railroad Company and crossing through a portion of land as described in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, in an easterly direction, 107.41 feet along the arc of said curve to the left and through a central angle of $13^{\circ} 40' 35''$; thence continuing across a portion of land as described in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company, the following three (3) courses: (1) South $81^{\circ} 58' 52''$ East, 34.19 feet, (2) North $08^{\circ} 01' 08''$ East, 6.55 feet for the beginning of a curve to the right, having a radius of 45.00 feet, and (3)

EXHIBIT A9

TCE 4B & 4D

in a northeasterly direction, 6.46 feet along the arc of said curve to the right and through a central angle of $08^{\circ} 13' 29''$ to the **Point of Beginning**.

Containing 230562 square feet (5.29 acres) of land area, more or less.

TCE 4D

Commencing at the southeast corner of said Parcel 8; thence along the south line of said Parcel 8, said line being a non-tangent curve to the left, the center of which bears North $17^{\circ} 49' 07''$ East, and having a radius of 640.00 feet; thence in a northwesterly direction, 55.80 feet along the arc of said curve to the left and through a central angle of $4^{\circ} 59' 45''$; thence leaving said south line and crossing through a portion of the land described in said Indenture between Oakland Terminal Company and Southern Pacific Company and a portion of land described in said Indenture between San Francisco, Oakland, and San Jose Railway and the Southern Pacific Company, the following four (4) courses: (1) South $53^{\circ} 24' 52''$ West, 124.31 feet for the beginning of a curve to the left, having a radius of 45.00 feet, (2) in a southwesterly direction, 35.65 feet along the arc of said curve to the left and through a central angle of $45^{\circ} 23' 44''$, (3) South $08^{\circ} 01' 08''$ West, 6.55 feet, and (4) North $81^{\circ} 58' 52''$ West, 34.19 feet for a non-tangent curve to the right, the center of which bears South $10^{\circ} 53' 32''$ East and having a radius of 450.00 feet; thence continuing across a portion of land described in said Indenture between the San Francisco, Oakland, and San Jose Railway, and the Southern Pacific Company and crossing through a portion of land as described in said Indenture between Oakland Water Front Company and Central Pacific Railroad Company, in a westerly direction, 107.41 feet along the arc of said curve to the left and through a central angle of $13^{\circ} 40' 35''$; thence continuing across a portion of land described in said Indenture between Oakland Water Front Company and Central Pacific Railroad Company, the following three (3) courses: (1) South $07^{\circ} 37' 37''$ West, 72.40 feet, (2) South $76^{\circ} 00' 10''$ East, 253.69 feet, and (3)

EXHIBIT A9

TCE 4B & 4D

South 77° 34' 51" East, 176.82 feet to the **Point of Beginning**; thence continuing across a portion of land described in said Indenture between Oakland Water Front Company and Central Pacific Railroad Company, the following eight (8) courses: (1) North 34° 41' 32" East, 17.73 feet for a non-tangent curve to the left, the center of which bears South 07° 06' 12" East and having a radius of 448.00 feet, (2) in a northeasterly direction, 124.89 feet along the arc of said curve to the left and through a central angle of 15° 58' 22", (3) North 21° 05' 47" East, 37.67 feet, (4) South 70° 20' 55" East, 28.47 feet, (5) South 19° 41' 09" West, 104.36 feet, (6) South 70° 09' 57" East, 39.26 feet, (7) South 20° 16' 37" West, 11.35 feet, and (8) North 73° 34' 38" West, 175.67 feet to the **Point of Beginning**.

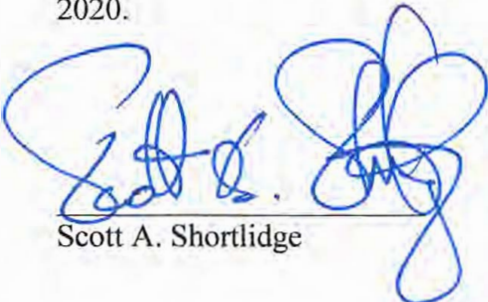
Containing 8702 square feet (0.20 acres) of land area, more or less.

Bearings and distances called for herein are based upon the California Coordinate System, Zone III, North American Datum of 1983 (1986 values) as shown upon that certain map entitled Record of Survey 990, filed in Book 18 of Record of Surveys, Pages 50-60, Official Records of the said County of Alameda. To obtain ground level distances, multiply distances called for herein by 1.0000705.

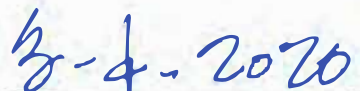
See Exhibit B-9 – Plat to Accompany Legal Description which is attached hereto and made a part hereof.

END OF DESCRIPTION

This description and its accompanying plat were prepared by me, or under my direction, in March, 2020.


Scott A. Shortlidge




Date

LEGEND

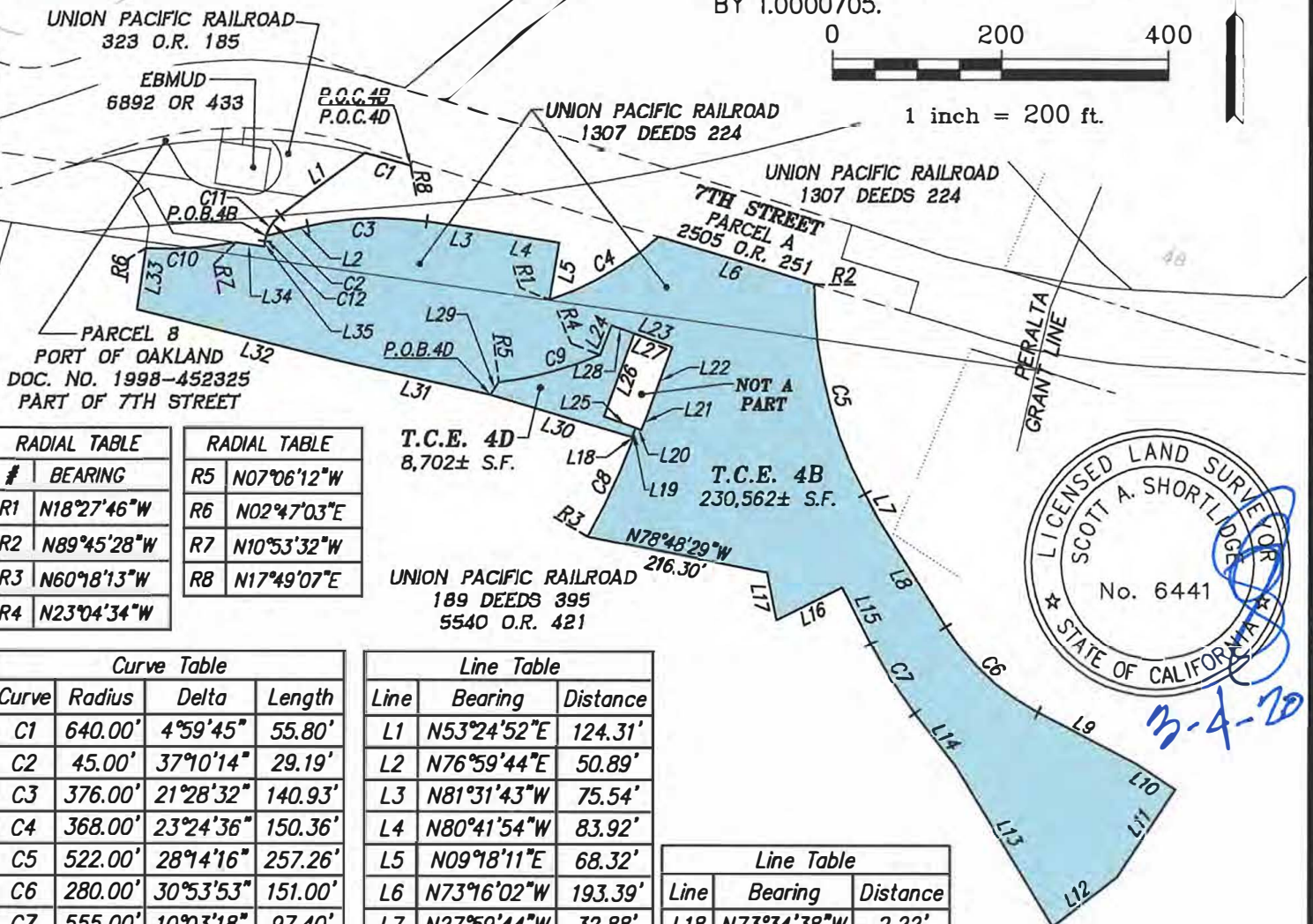
P.O.B. POINT OF BEGINNING
P.O.C. POINT OF COMMENCEMENT
TEMPORARY CONSTRUCTION EASEMENT

NOTE

BEARINGS AND DISTANCES ARE BASED ON RECORD OF SURVEY NO. 990. ALL DISTANCES SHOWN OR DERIVED FROM THIS DRAWING ARE GRID. TO OBTAIN GROUND LEVEL DISTANCES MULTIPLY BY 1.0000705.



1 inch = 200 ft.



RADIAL TABLE	
#	BEARING
R1	N18°27'46"W
R2	N89°45'28"W
R3	N60°18'13"W
R4	N23°04'34"W

RADIAL TABLE	
R5	N07°06'12"W
R6	N02°47'03"E
R7	N10°53'32"W
R8	N17°49'07"E

T.C.E. 4D
8,702± S.F.

T.C.E. 4B
230,562± S.F.

UNION PACIFIC RAILROAD
189 DEEDS 395
5540 O.R. 421

Curve Table			
Curve	Radius	Delta	Length
C1	640.00'	4°59'45"	55.80'
C2	45.00'	37°10'14"	29.19'
C3	376.00'	21°28'32"	140.93'
C4	368.00'	23°24'36"	150.36'
C5	522.00'	28°14'16"	257.26'
C6	280.00'	30°53'53"	151.00'
C7	555.00'	10°03'18"	97.40'
C8	747.00'	9°53'11"	128.90'
C9	448.00'	15°58'22"	124.89'
C10	450.00'	13°40'35"	107.41'
C11	45.00'	45°23'44"	35.65'
C12	45.00'	8°13'29"	6.46'

Line Table		
Line	Bearing	Distance
L1	N53°24'52"E	124.31'
L2	N76°59'44"E	50.89'
L3	N81°31'43"W	75.54'
L4	N80°41'54"W	83.92'
L5	N09°18'11"E	68.32'
L6	N73°16'02"W	193.39'
L7	N27°59'44"W	32.88'
L8	N31°59'00"W	151.26'
L9	N62°51'35"W	132.14'
L10	N56°22'01"W	55.67'
L11	N33°37'59"E	123.66'
L12	N52°36'54"E	97.08'
L13	N31°34'09"W	222.12'
L14	N37°18'34"W	78.50'
L15	N27°15'16"W	74.95'
L16	N64°00'09"E	87.74'
L17	N11°27'48"W	57.47'

Line Table		
Line	Bearing	Distance
L18	N73°34'38"W	2.22'
L19	N20°16'37"E	11.35'
L20	N70°09'57"W	7.40'
L21	N22°08'03"E	19.77'
L22	N19°39'05"E	84.75'
L23	N70°20'55"W	75.93'
L24	N21°05'47"E	37.67'
L25	N70°09'57"W	39.26'
L26	N19°41'09"E	104.36'
L27	N70°20'55"W	47.46'
L28	N70°20'55"W	28.47'

Line Table		
Line	Bearing	Distance
L29	N34°41'32"E	17.73'
L30	N73°34'38"W	177.89'
L31	N77°34'51"W	176.82'
L32	N76°00'10"W	253.29'
L33	N07°37'37"E	72.40'
L34	N81°58'52"W	34.19'
L35	N08°01'08"E	6.55'

EXHIBIT B9

TCE 4B & 4D

CITY OF OAKLAND, ALAMEDA COUNTY, CALIFORNIA

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RJA

RUGGERI-JENSEN-AZAR

ENGINEERS • PLANNERS • SURVEYORS
4690 CHABOT DRIVE, SUITE 200 PLEASANTON, CA 94588
PHONE: (925) 227-9100 FAX: (925) 227-9300

SCALE:
1"=200'

DATE:
03-03-2012

JOB NO.:
164


Page 164

Attachment 2

Depiction of Cost to Cure Work Related to Track Relocation

New 5th Street Yard siding
track to be built between
5th Street and 29th Street
on UPRR ROW.



An aerial photograph of Emeryville, California, showing a grid of streets and the waterfront. A red line runs along the shoreline, starting from the top left and extending south. A red callout box with white text is positioned in the upper middle of the map. The text inside the box reads: "Restore 12,000 feet of Waterside Drill to service. 12,000 feet. Approximately from 67th street in Emeryville to 1500 feet South of the Buchanan St overcrossing." The map shows various streets including Buchanan St, Marin Ave, University Ave, and many others. The Eastshore Fwy (I-80) is visible on the left side of the map.

Restore 12,000 feet of Waterside Drill to service. 12,000 feet. Approximately from 67th street in Emeryville to 1500 feet South of the Buchanan St overcrossing.

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