Alameda County Transportation Commission

Rating Agency Presentation

April 29, 2022
## Presentation Participants

### Alameda County Transportation Commission

**John J. Bauters**  
Commission Chair

**Trish Reavey**  
Deputy Executive Director of Finance and Administration

**Gary Huisingh**  
Deputy Executive Director of Projects

**Tess Lengyel**  
Executive Director

**Lily Balinton**  
Director of Finance

**Carolyn Clevenger**  
Deputy Executive Director of Planning and Policy

### Financial Advisor

<table>
<thead>
<tr>
<th>PFM Financial Advisors</th>
</tr>
</thead>
<tbody>
<tr>
<td>Peter Shellenberger</td>
</tr>
<tr>
<td>Mudra Patel</td>
</tr>
</tbody>
</table>

### Lead Underwriter

<table>
<thead>
<tr>
<th>Citi</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alex Zaman</td>
</tr>
<tr>
<td>Guy Logan</td>
</tr>
<tr>
<td>Debra Saunders</td>
</tr>
</tbody>
</table>
Table of Contents

I. Introduction to Alameda CTC

II. Regional Economy and Demographics

III. Measure BB Program

IV. Sales Tax Revenue and Liquidity

V. Series 2022 Bonds

VI. Conclusion

Appendix A – Management Resumes
Alameda CTC

Mission
To plan, fund and deliver transportation programs and projects that expand access and improve mobility to foster a vibrant and livable Alameda County.

Alameda CTC

1-cent sales tax
Manages the County’s one-cent transportation sales tax and serves as the County’s congestion management agency

$260M
Delivers more than $260 million each year in transportation improvements that create jobs, enhance mobility and enrich communities

99%
Commitment and success in delivery; 99% of the projects in the 2000 Transportation Expenditure Plan (which expired last month) delivered, as promised to the voters
### Key Initiatives - Transformative Transportation

<table>
<thead>
<tr>
<th><strong>COMMUNITY</strong></th>
<th><strong>EQUITY</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>Deliver safe, community-supported multimodal projects</td>
<td>Expand community engagement</td>
</tr>
<tr>
<td>Increase accessibility for all transportation users</td>
<td>Advance multimodal projects that promote equity</td>
</tr>
<tr>
<td>Modernize infrastructure</td>
<td>Expand Senior and youth safety and access programs</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>ECONOMY</strong></th>
<th><strong>CLEAN MOBILITY</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>Advance projects to support economic vitality, jobs, safety and access</td>
<td>Support emerging technologies (alternative fuels, reduce GHG emissions)</td>
</tr>
<tr>
<td>Meet/exceed Local Business Contract Equity Program goals</td>
<td>Implement projects and programs resulting in sustainable transportation and land-use strategies</td>
</tr>
<tr>
<td>Strengthen partnerships to expand access to employment, services and education</td>
<td>Expand clean transportation</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>ACCOUNTABILITY</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>Develop sustainable and balanced budgets</td>
</tr>
<tr>
<td>Ensure transparency</td>
</tr>
<tr>
<td>Contract to support economic recovery, jobs and local and small businesses</td>
</tr>
</tbody>
</table>
Alameda CTC Credit Characteristics Support AAA Ratings

**Very Strong Regional Economy**
- Alameda CTC is centrally positioned within the strong Bay Area economy
- Broad and diverse tax base
- Strong employment and wealth indicators in the County

**Robust Sales Tax Revenues**
- FY2021 sales tax revenues at all-time high
  - ½ cent = $170.7M | 1 cent = $341.4M*
- FY2022 collections up 10.8% vs FY2021 through first eight months
- Strong sales tax growth compared to AAA rated peers

**Strong Debt Service Coverage and Liquidity**
- Pro forma MADS coverage expected to be 37.8x after Series 2022 Bonds
- Future MADS coverage in excess of 17.9x with potential issuance over next five years
- Prudent management of cash flows with healthy fund balance in excess of $630M

**Strong Legal Provisions**
- Gross sales tax revenue pledge net of admin costs for CDTFA and Commission
- Trustee intercept provides enhanced security
- ABT: 2.0x MADS
- Measure BB capital funding allocation of approximately 46% establishes “programmatic coverage” of approximately 2.25x

**Management Strength and Stability**
- Management team averages over 25 years of experience
- Proven track record of delivering projects on time and on budget
- Experience managing prior debt program under Measure B
- 94% of Measure B program delivered before bonding

*Measure BB which secures the bonds goes from ½ cent to a full 1 cent starting April 1, 2022*
I. Introduction to Alameda CTC
Alameda CTC Overview

- Alameda County Transportation Commission ("Alameda CTC") is a joint powers authority that plans, funds, and delivers significant transportation projects and programs throughout the County of Alameda (the "County")

- The Alameda CTC is responsible for administration of voter-approved one cent sales tax applicable throughout the County
  - Measure BB Sales Tax: 2015-2045 (70.76% voter approval)
  - Alameda CTC and its predecessor agencies have collected sales tax revenues since April 1987 and has successfully delivered almost all projects included in the 1986 and 2000 Transportation Expenditure Plan, as promised to the voters, and is currently delivering the projects in the 2014 Transportation Expenditure Plan (the "2014 TEP")
  - The Commission administers and approves funding for the program of projects in the 2014 TEP
Other Roles and Responsibilities

• Programs, allocates and distributes federal, state, regional and local funding sources for transportation projects and programs throughout Alameda County

• Administers a voter approved Vehicle Registration Fee (the “VRF”) program

• **Congestion Management:** 1 of 9 Congestion Management Agencies (CMA) in the Bay Area, prepares the County Congestion Management Program (CMP)

• **Express Lanes:**
  - Manages I-580 express lanes
  - Managing agency for Sunol Smart Carpool Lane JPA that operates the I-680 express lanes

• Limited exposure to transit operations
Organization

- The governing body of the Commission consists of 22 Commissioners: all five County Supervisors, two representatives from the City of Oakland, one representative from each of the 13 incorporated cities in the County, one representative from San Francisco Bay Area Rapid Transit District (BART) and one representative from the Alameda-Contra Costa Transit District (AC Transit).

- Small and highly effective staff running a very efficient and streamlined agency.

---

**Alameda CTC Commissioners**
- 22 Members

**Executive Director**
- Tess Lengyel

**Deputy Executive Director Finance and Administration**
- Patricia Reavey

**Deputy Executive Director Planning and Policy**
- Carolyn Clevenger

**Deputy Executive Director Projects**
- Gary Huisingh

**General Counsel**
- R. Zachary Wasserman

**Finance**
- Administration
- Government Affairs and Communications
- Planning and Programs
- Project Delivery
- Programming and Project Controls
- Express Lane Implementation
History of Alameda CTC and the Sales Tax

Nov. 1986 – Voters approve Original Measure B, a ½ cent transportation sales tax, and create Alameda County Transportation Authority (ACTA)

Nov. 1986 – Voters approve Original Measure B, a ½ cent transportation sales tax, and create Alameda County Transportation Authority (ACTA)

April 1987 – Beginning of sales tax collection authorized by the Original Measure B

1991 – Alameda County Congestion Management Agency (ACCMA) created by a joint-powers agreement between Alameda County and all its cities

Nov. 2000 – Voters approve a 20-year, $1.4 billion extension of the transportation sales tax, with 81.5% support, and create the Alameda County Transportation Improvement Authority (ACTIA)

Nov. 2000 – Voters approve a 20-year, $1.4 billion extension of the transportation sales tax, with 81.5% support, and create the Alameda County Transportation Improvement Authority (ACTIA)

April 2002 – Beginning of sales tax collection authorized by Measure B

2010 – Alameda CTC created from the merger of ACTIA and ACCMA

April 2015 – Beginning of ½ cent sales tax collection authorized by Measure BB

March 2014 – Issued bonds secured by Measure B

March 2022 – All bonds secured by Measure B retired

April 2022 – Beginning of the full 1 cent sales tax collection authorized by the Measure BB

Legend

- 1986 Original Measure B
- 2000 Measure B
- 2014 Measure BB
Alameda CTC’s Broad Programming Responsibilities Provide Flexibility

Alameda CTC’s comprehensive and strategic planning process allows the agency to manage project delivery based on project readiness, available funding and prevailing market conditions.

Comprehensive Investment Plan (CIP)

- Facilitate strategic programming and allocation of all federal, state, regional and local fund sources under Alameda CTC’s purview
- **Updates:** Full CIP update with new projects and programs every 2 years; Revenue/expenditure assumptions reviewed annually
- **Horizon:** 5-year programming horizon, with a 2-year allocation window
Alameda CTC’s Broad Planning Responsibilities Expand Funding Potential

Countywide Transportation Plan (CTP)

- Long-range plan, updated every 4 years
- Key input into the region’s transportation plan
- Informed by Countywide Goods Movement Plan, Multimodal Arterial Plan, Transit Plan and Bike and Pedestrian Plan
- Core Recommendations:
  1. 10-Year Priority Projects and Programs
  2. Strategies and Near-Term Actions
- Companion Documents:
  1. Community-Based Transportation Plan
  2. New Mobility Roadmap
II. Regional Economy and Demographics
Commission Jurisdiction

- Alameda CTC is a county-wide Commission
- Alameda County encompasses 813 square miles and a population of 1.6 million as of 2021
- Located east of the San Francisco Bay, the County extends from the city of Albany in the North to the city of Fremont in the South and the city of Livermore in the East
- Members Agencies:
  - Alameda County
  - AC Transit
  - BART
  - City of Dublin
  - City of Emeryville
  - City of Fremont
  - City of Hay ward
  - City of Hayward
  - City of Livermore
  - City of Newark
  - City of Oakland
  - City of Piedmont
  - City of Pleasanton
  - City of San Leandro
  - City of Union City

Source: POS
Overview of Bay Area Connectivity

• Alameda County is at the center of the Bay Area’s interconnected economy

• The County is a major transportation hub, moving people through:
  – **Interstates** 80, 580, 680, and 880 (key regional corridors for mobility and goods movement)
  – **Port of Oakland**
    ▪ International airport - one of the three major commercial airports serving the San Francisco Bay Area
    ▪ Container port - the 3rd busiest on the West coast
  – **Public Transit**
    ▪ 22 BART stations
    ▪ AC Transit, the largest bus-only service provider in the nation
  – **Bicycle and pedestrian** routes and trails

Source: POS
Diverse Economy and Employment Base

• The County’s economy is supported and shaped by a diverse mix of key assets, with the top 25 employers representing less than 20% of total employees.

• Key economic assets include:
  – Oakland International Airport
  – Port of Oakland
  – Colleges and Universities such as UC Berkeley and Cal State East Bay, with strong ties to Biomedical and Cleantech innovation sectors
  – Three National Laboratories (Lawrence Berkeley National Lab, Lawrence Livermore National Lab, and Sandia National Lab) driving innovation and startup activity in the Bay Area

### Major Private Employers in the County

<table>
<thead>
<tr>
<th>Employer</th>
<th>Number of Employees</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kaiser Permanente</td>
<td>34,666</td>
</tr>
<tr>
<td>Tesla</td>
<td>13,000</td>
</tr>
<tr>
<td>Safeway Inc.</td>
<td>9,731</td>
</tr>
<tr>
<td>Sutter Health</td>
<td>9,377</td>
</tr>
<tr>
<td>John Muir Health</td>
<td>6,300</td>
</tr>
<tr>
<td>PG&amp;E</td>
<td>5,100</td>
</tr>
<tr>
<td>Workday</td>
<td>5,098</td>
</tr>
<tr>
<td>Chervon Corp.</td>
<td>4,700</td>
</tr>
<tr>
<td>Wells Fargo &amp; Co.</td>
<td>4,354</td>
</tr>
<tr>
<td>Allied Universal</td>
<td>3,454</td>
</tr>
<tr>
<td>Lam Research</td>
<td>3,300</td>
</tr>
<tr>
<td>Southwest Airlines</td>
<td>2,619</td>
</tr>
<tr>
<td>The Save Mart</td>
<td>2,500</td>
</tr>
<tr>
<td>Washington Hospital System</td>
<td>2,054</td>
</tr>
</tbody>
</table>

Source: San Francisco Business Times

### Employment by Sector (2020)

<table>
<thead>
<tr>
<th>Sector</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Professional Services</td>
<td>24%</td>
</tr>
<tr>
<td>Agricultural/Other Services</td>
<td>3%</td>
</tr>
<tr>
<td>Construction and Manufacturing</td>
<td>17%</td>
</tr>
<tr>
<td>Education and Health services</td>
<td>16%</td>
</tr>
<tr>
<td>Leisure and Hospitality</td>
<td>7%</td>
</tr>
<tr>
<td>Trade, Transportation, and Utilities</td>
<td>17%</td>
</tr>
<tr>
<td>Government</td>
<td>16%</td>
</tr>
</tbody>
</table>

Source: California Employment Development Department, Labor Market Information
County Unemployment Rate Trends Favorably vs. the Rest of CA

- Unemployment rates in the County have been consistently in line with U.S. averages over the past 15 years, and in recent years have been lower than State averages.
- While unemployment spiked during the pandemic, 2021 brought a gradual return to pre-pandemic rates, currently sitting at 3.8% in the County compared to 4.8% in California and 3.8% in the nation as of February 2022.

Comparison of Unemployment Rates

*2022 YTD as of February

Source: State of California Employment Development Department, Labor Market Information Division
Strong Demographics Support Sales Tax Growth

The County is one of the largest sales tax generators in the Bay Area, with strong wealth-levels compared to its peers and healthy population growth of 8.21% over the last 10 years.

2020 Per Capita Income in Large CA Counties (000s)

<table>
<thead>
<tr>
<th>Area (Population)</th>
<th>California (39.2M)</th>
<th>Los Angeles (9.9M)</th>
<th>San Diego (3.3M)</th>
<th>Orange (3.2M)</th>
<th>Riverside (2.5M)</th>
<th>Santa Clara (1.9M)</th>
<th>Alameda (1.7M)</th>
<th>Sacramento (1.6M)</th>
<th>Contra Costa (1.2M)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Per Capita Income (000s)</td>
<td>$70</td>
<td>$68</td>
<td>$66</td>
<td>$75</td>
<td>$46</td>
<td>$87</td>
<td>$58</td>
<td>$92</td>
<td></td>
</tr>
</tbody>
</table>

Alameda County Population (000s)

<table>
<thead>
<tr>
<th>Year</th>
<th>Actual</th>
<th>Projected</th>
</tr>
</thead>
<tbody>
<tr>
<td>2010</td>
<td>1,513</td>
<td></td>
</tr>
<tr>
<td>2012</td>
<td>1,634</td>
<td></td>
</tr>
<tr>
<td>2014</td>
<td>1,662</td>
<td></td>
</tr>
<tr>
<td>2016</td>
<td>1,726</td>
<td></td>
</tr>
<tr>
<td>2018</td>
<td>1,785</td>
<td></td>
</tr>
<tr>
<td>2020</td>
<td>1,836</td>
<td></td>
</tr>
</tbody>
</table>

Alameda Historical Per Capita Income (000s)

<table>
<thead>
<tr>
<th>Year</th>
<th>Alameda</th>
<th>California</th>
<th>U.S.</th>
</tr>
</thead>
<tbody>
<tr>
<td>2010</td>
<td>$70</td>
<td></td>
<td>$60</td>
</tr>
<tr>
<td>2011</td>
<td>$87</td>
<td></td>
<td>$83</td>
</tr>
</tbody>
</table>

Taxable Assessed Value in Alameda County (millions)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>$201</td>
<td>$201</td>
<td>$223</td>
<td>$223</td>
<td>$257</td>
<td>$257</td>
<td>$257</td>
<td>$293</td>
<td>$293</td>
<td>$335</td>
</tr>
</tbody>
</table>

Sources: U.S. Department of Commerce - Bureau of Economic Analysis; FRED Economic Data; Alameda County Financial Report 2020-21
Emerging Industries Bolster Regional Economic Development

Biomedical

• The Bay Area is a dominant biomedical hub, with the County representing a critical region due to its ties to national laboratories, universities, and other premier innovation centers

• Alameda County, in particular the Harbor Bay District in Alameda, is a draw for rapidly expanding life science companies such as Senti, Exelixis and Penumbra

CleanTech

• East Bay has the largest concentration of CleanTech jobs in the Bay Area, mostly stemming from the Lawrence Berkeley, Lawrence Livermore, and Sandia National Labs, as well as the large universities in the area

• CleanTech firms receiving the largest venture capital awards in recent years include Astra, a space rocket manufacturer, and Halio, a producer of “smart glass,” each receiving upwards of $80 million in venture capital funding in 2020

Harbor Bay - A Campus-like Business Park Catering to Life Sciences and STEM Companies

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Medical Equipment</td>
<td>7,658</td>
<td>11,011</td>
<td>3,353</td>
<td>44%</td>
</tr>
<tr>
<td>Biotechnology</td>
<td>3,688</td>
<td>6,770</td>
<td>3,082</td>
<td>84%</td>
</tr>
<tr>
<td>Pharmaceuticals</td>
<td>5,408</td>
<td>4,451</td>
<td>-957</td>
<td>-18%</td>
</tr>
<tr>
<td>Medical Devices</td>
<td>2,713</td>
<td>3,258</td>
<td>545</td>
<td>20%</td>
</tr>
<tr>
<td>Digital Healthcare</td>
<td>654</td>
<td>1,763</td>
<td>1,109</td>
<td>170%</td>
</tr>
<tr>
<td>Genomics</td>
<td>749</td>
<td>1,297</td>
<td>548</td>
<td>73%</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>20,870</td>
<td>28,550</td>
<td>7,680</td>
<td>37%</td>
</tr>
</tbody>
</table>

Source: 2021 East Bay Economic Development Alliance East Bay Forward Report
Alameda County Benefits from Significant Venture Capital

Venture Capital in the Region

- The East Bay's VC investments are substantial, diverse and growing
- Venture capital investments have more than quadrupled since 2012, with investments spread across a diverse range of sectors
- Alameda County received over 80% of venture capital investments in the East Bay during that time, totaling $5.3 billion
- Biomedical accounted for 25% of venture capital investments in 2020 at $1.5 billion, and CleanTech received 10% of total investments at $636 million, demonstrating investor confidence in these rapidly developing industries prominent in the County

Venture Capital Investment in the East Bay, 2012-2020

Source: 2021 East Bay Economic Development Alliance East Bay Forward Report
III. Measure BB Program
Measure BB Sales Tax Overview

- On November 4, 2014, voters approved Measure BB, which authorized the extension of an existing ½ cent sales tax then set to expire on March 31, 2022 and imposed an additional ½ cent sales tax
  - On April 1, 2015, Measure BB was imposed at ½ cent through March 31, 2022
  - On April 1, 2022, the sales tax authorized to be imposed under Measure BB increased to 1 cent through March 31, 2045
  - Measure BB was imposed concurrently with the existing Measure B ½ cent sales tax which expired on March 31, 2022
  - Strong Measure BB voter approval: over 70%

- **History of Prior Ordinances:**
  - 1986 Sales Tax, originally passed by voters in 1986, established a ½ cent sales tax for a 15-year period to fund transportation improvements
    - Effective April 1, 1987 through expiration of March 31, 2002
  - In 2000, Measure B was passed by more than 81.5% of voters who voted to continue the ½ cent sales tax for an additional 20 years to fund transportation improvements
    - Effective April 1, 2002 through expiration on March 31, 2022
  - In 2010, the County voters approved a VRF program by 63%
Measure BB Program Allocation and 2014 TEP

Measure BB provides funding for:

1. **Capital investments** which include specific projects, as well as discretionary funding, as specified in the 2014 TEP, and

2. **Operations and maintenance** investments which are allocated as a percentage of net revenues to be distributed on a periodic basis.

### 2014 Transportation Expenditure Plan

- **Local Streets Maintenance and Safety** 30.0%
- **BART, Bus, Senior and Youth Transit** 48.0%
- **Traffic Relief on Highways** 9.0%
- **Bicycle and Pedestrian Paths and Safety** 8.0%
- **Community Development Investments** 4.0%
- **Technology and Innovation** 1.0%

### 2014 TEP Goals

- Expand BART, bus and commuter rail for reliable, safe and fast services
- Keep fares affordable for seniors, youth and people with disabilities
- Provide traffic relief
- Improve air quality and provide clean transportation
- Create good jobs within Alameda County

Source: POS
Measure BB Capital Funding

- Two funding categories in the 2014 TEP eligible for capital projects total approximately 46% of Measure BB revenues
- Establishes annual “programmatic coverage” of approximately **2.25x**
- Alameda CTC does not plan to issue up to this capital funding constraint

### Capital Funding Breakdown

<table>
<thead>
<tr>
<th>Description</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Capital funding for specified projects</td>
<td>35.02%</td>
</tr>
<tr>
<td>Discretionary funding</td>
<td>11.24%</td>
</tr>
<tr>
<td><strong>Total Funding Eligible for Capital Projects</strong></td>
<td>46.26%</td>
</tr>
</tbody>
</table>

### Measure BB Programmatic Coverage

![Graph showing annual debt service and capital constraint](image)

- **Series 2022 Bonds Estimated Annual Debt Service**
- **Future Bonds Annual Debt Service**
- **Measure BB Pledged Revenues**
- **Capital Constraint**

**Note:** The graph illustrates the series 2022 bonds estimated annual debt service, future bonds annual debt service, measure BB pledged revenues, and the capital constraint over the years 2023 to 2045. The capital funding constraint is represented by a blue line with a label of **2.25x**.
Strong History of Project Delivery: Measure B Accomplishments

- 100% of the 2000 Measure B programmed funding has been allocated; 97.0% expended
- 99% of projects in 2000 TEP completed, some projects in project close out phase
- 94% of Measure B projects delivered before bonding
- Delivered $4.1 billion of projects and programs with $1.4 billion of local funds including the investment from Measure B to improve transportation, safety, and mobility
Active Capital Projects

- Active capital projects include 11 Measure B and 28 Measure BB capital projects.
- The capital plan over the next 5 years through FY2027 totals $3.0 billion – a significant amount is funded from federal, state, regional and other local dollars. Measure BB funding is approximately $878 million of which $300 million is expected to be bond funded.
IV. Sales Tax Revenue and Liquidity
Measure B and Measure BB Historical Sales Tax Revenues

- FY2021 Measure B and Measure BB revenues at all-time highs - $170.5 million and $170.7 million, respectively
- County sales tax has experienced strong growth since FY2011, 4.9% CAGR (Measure B)
- Revenues declined by 7.1% in FY2020 due to COVID-19, but bounced back in FY2021, exceeding pre-pandemic levels
- Based on actual performance, FY2022 and FY2023** estimates are being revised in the upcoming budget cycle

Measure B and Measure BB Sales Tax Revenue (FY2002 – FY2023)

<table>
<thead>
<tr>
<th>Measure B</th>
<th>Rate</th>
<th>Measure BB</th>
</tr>
</thead>
<tbody>
<tr>
<td>Post-Pandemic (2020-2021)</td>
<td>9.8%</td>
<td></td>
</tr>
<tr>
<td>10-Year (2011-2021)</td>
<td>4.9%</td>
<td></td>
</tr>
<tr>
<td>Since Inception (2003-2021)</td>
<td>3.4%</td>
<td></td>
</tr>
</tbody>
</table>

Source: POS; FY2023 projections provided by Alameda CTC
Measure BB Sales Tax Revenues

- Alameda CTC has experienced strong year-over-year growth since inception of 4.7% even with the downturn in FY2020 due to COVID-19
  - Sales tax revenue collections bounced back in FY2021 to their highest levels ever
- Collections (cash basis) for the first eight months of the FY2022 (through February) were $121.4 million
  - Outpacing FY2021 collections by 10.8% and FY2022 budget by 19.0%

<table>
<thead>
<tr>
<th>Month</th>
<th>FY2019</th>
<th>FY2020</th>
<th>FY2021</th>
<th>FY2020 - FY2021 % Change</th>
<th>FY2022</th>
<th>FY2021 - FY2022 % Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>July</td>
<td>$12,709,810</td>
<td>$13,735,516</td>
<td>$14,058,489</td>
<td>2.4%</td>
<td>$14,018,612</td>
<td>-0.3%</td>
</tr>
<tr>
<td>August</td>
<td>16,465,454</td>
<td>15,491,086</td>
<td>16,055,736</td>
<td>3.6%</td>
<td>15,689,534</td>
<td>-2.3%</td>
</tr>
<tr>
<td>September</td>
<td>15,843,560</td>
<td>12,948,333</td>
<td>11,912,037</td>
<td>-8.0%</td>
<td>15,967,158</td>
<td>34.0%</td>
</tr>
<tr>
<td>October</td>
<td>13,862,631</td>
<td>12,884,340</td>
<td>13,443,392</td>
<td>4.3%</td>
<td>14,513,727</td>
<td>8.0%</td>
</tr>
<tr>
<td>November</td>
<td>13,705,957</td>
<td>13,379,140</td>
<td>13,823,035</td>
<td>3.3%</td>
<td>14,372,361</td>
<td>4.0%</td>
</tr>
<tr>
<td>December</td>
<td>15,793,009</td>
<td>19,091,379</td>
<td>14,487,740</td>
<td>-24.1%</td>
<td>21,239,940</td>
<td>46.6%</td>
</tr>
<tr>
<td>January</td>
<td>12,983,900</td>
<td>11,428,515</td>
<td>12,028,259</td>
<td>-5.2%</td>
<td>12,797,405</td>
<td>6.4%</td>
</tr>
<tr>
<td>February</td>
<td>13,024,881</td>
<td>10,754,034</td>
<td>13,819,538</td>
<td>28.5%</td>
<td>12,842,176</td>
<td>-7.1%</td>
</tr>
<tr>
<td>March</td>
<td>12,008,796</td>
<td>8,754,568</td>
<td>13,069,760</td>
<td>49.3%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>April</td>
<td>12,975,054</td>
<td>10,777,188</td>
<td>13,307,344</td>
<td>23.5%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>May</td>
<td>14,327,224</td>
<td>14,851,611</td>
<td>17,060,169</td>
<td>14.9%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>June</td>
<td>13,090,232</td>
<td>10,814,613</td>
<td>17,643,728</td>
<td>63.1%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Total</td>
<td>$166,790,508</td>
<td>$154,910,321</td>
<td>$170,709,226</td>
<td>10.2%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Jul – Feb Total</td>
<td>$114,389,202</td>
<td>$109,712,343</td>
<td>$109,628,226</td>
<td>-0.1%</td>
<td>$121,440,913</td>
<td>10.8%</td>
</tr>
</tbody>
</table>

Source: POS
Alameda CTC Sales Tax Growth is Strong

- Alameda CTC’s sales tax growth has outpaced many peers in the State since 2010
- Measure B sales tax revenue increased by 9.5% in FY2021 over FY2020
- Measure BB sales tax revenue increased by 10.2% in FY2021 over FY2020

Source: ACFRs for each of the existing agencies

Comparable Sales Tax Growth (FY2010 – FY2021)

- SFCTA: 27%
- SCVTA: 58%
- LACMTA (Prop C): 61%
- SANDAG: 67%
- OCTA: 70%
- CCTA: 74%
- Alameda CTC: 81%

Source: ACFRs for each of the existing agencies
Sales Tax Revenue Profile

- Sales tax revenues are supported by a diverse mix of business transactions in Alameda County
Cash Balance Management & Strong Liquidity

- Alameda CTC has a long history of maintaining healthy fund balances and liquidity
- Cash and investment balance of $636.7 million at the end of FY2021
  - High cash balance provides liquidity and financial flexibility to manage the capital program

Source: ACFR and Alameda CTC
V. The Series 2022 Bonds
Security Provisions

Security & Source of Payment

• Pledged revenues consist of the countywide 1% Measure BB sales tax revenues after deducting amounts payable to the California Department of Tax and Fee Administration (CDTFA) and 4% Commission administrative costs

• All sales tax revenues will be paid directly to the Trustee by CDTFA (Trustee intercept)

Debt Service Reserve Fund

• Series 2022 Bonds will be issued without a reserve requirement

Additional Bonds Test

• 2.0x Senior Lien ABT

Inherent Programmatic Coverage

• As per the 2014 Transportation Expenditure Plan, approximately 46% of Measure BB revenues are eligible to fund capital projects

• This sets a 2.25x floor on coverage providing additional security over the ABT
Flow of Funds

Gross Sales Tax Revenue less CDTFA Admin. Costs¹

- Revenue Fund
- Interest Fund (1/6 Payments)
- Principal Fund (1/12 Payments)
- Bond Reserve Fund³
- Second Lien Obligations Fund⁴
- Third Lien Obligations Fund⁴
- Net Revenues to Alameda CTC

4% Alameda CTC Admin. Costs²

Footnotes:
1. Refers to the California Department of Tax and Fee Administration costs; once costs are deducted, the net revenues will be sent to the Trustee.
2. Refers to the 4% administrative costs of Alameda CTC to administer to the Measure BB Program that is not pledged to bondholders.
3. No Bond Reserve Fund for Series 2022 Bonds.
4. To be established if Second Lien and Third Lien Obligations are issued or incurred.
Measure BB Senior Sales Tax Revenue Bonds, Series 2022

Purpose

- To fund $140 million in projects outlined in the 2014 TEP
  - Road widening
  - Interchange construction and improvements
  - Grade separation
  - Express lane gap closures

Structure Overview*

- **Tax-Status:** Tax-exempt
- **Coupon:** Fixed rate bonds
- **Reserve Fund:** No DSRF
- **Call Feature:** 10-yr par call
- **Final Maturity:** 3/1/2045
- **Debt Service:** Level debt service

Preliminary Sources and Uses*

<table>
<thead>
<tr>
<th>Sources</th>
<th>Par Amount</th>
<th>Premium</th>
<th>Total Sources</th>
</tr>
</thead>
<tbody>
<tr>
<td>Par Amount</td>
<td>$123,615,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Premium</td>
<td>17,188,865</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Sources</strong></td>
<td><strong>$140,803,865</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Uses</th>
<th>Project Fund</th>
<th>Issuance Expenses</th>
<th>Total Uses</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Fund</td>
<td>$140,000,000</td>
<td>803,865</td>
<td>$140,803,865</td>
</tr>
</tbody>
</table>

Series 2022 Estimated Annual Debt Service*

*Preliminary, subject to change
Bonds Debt Service Coverage

- Based on FY 2021 Pledged Revenues** projected Maximum Annual Debt Service (MADS) coverage for the Series 2022 Bonds, is extremely strong at 37.8x

<table>
<thead>
<tr>
<th>Estimated Debt Service Coverage*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Pledged Revenues**</td>
</tr>
<tr>
<td>Est. Future MADS</td>
</tr>
<tr>
<td>MADS Coverage</td>
</tr>
</tbody>
</table>

Series 2022 Estimated Annual Debt Service*

*Preliminary, subject to change

** Pledged Revenues = 2.0 * FY2021 Measure BB Collections (in FY2021 Measure BB levy was ½ cent but it will be a full cent beginning April 1, 2022)
Potential Future Issuance Plans

- Alameda CTC anticipates funding about $160 million of additional projects with bond proceeds over the next five years.
- Should the projected debt materialize, the proforma MADS coverage is estimated to remain over 17.0x based on FY 2021 Pledged Revenues.

**Estimated Debt Service Coverage**

<table>
<thead>
<tr>
<th>Pledged Revenues**</th>
<th>$341,418,452</th>
</tr>
</thead>
<tbody>
<tr>
<td>Est. Future MADS</td>
<td>$19,067,250</td>
</tr>
<tr>
<td>MADS Coverage</td>
<td>17.9x</td>
</tr>
</tbody>
</table>

**Future Annual Debt Service**

*Preliminary, subject to change

** Pledged Revenues = 2.0 * FY2021 Measure BB Collections (in FY2021 Measure BB levy was ½ cent but it will be a full cent beginning April 1, 2022)
VI. Conclusion
Alameda CTC Credit Characteristics Support AAA Ratings

- Strong sales tax growth
  - Measure B/BB Sales Tax Revenues reached all-time high in FY2021
  - Strong compound average annual growth since FY2011 = 4.9%
  - Strong revenue stream bolstered by a growing, diverse economy and wealthy tax base

- Strong and continued voter support for transportation investments in the County

- Extremely high debt service coverage and solid legal covenants
  - MADS coverage (w/ Series 2022) = 37.8x
  - Trustee intercept gives bond holders first priority for payment from pledged revenues providing additional security
  - 2.0x ABT

- Very strong proforma MADS coverage of over 17.0x, after accounting for potential future issuances

- Alameda CTC funds transit operations but faces no transit operating risks

- Alameda CTC is a lean, well-managed organization with a proven track record of on-time, within budget project delivery
## Summary of Financing Schedule

<table>
<thead>
<tr>
<th>DATE</th>
<th>EVENT</th>
</tr>
</thead>
<tbody>
<tr>
<td>April 29th</td>
<td>Ratings Meeting</td>
</tr>
<tr>
<td>May 9th</td>
<td>Receive Ratings</td>
</tr>
<tr>
<td>May 26th</td>
<td>Commission meeting to approve documents</td>
</tr>
<tr>
<td>June</td>
<td>Pricing</td>
</tr>
<tr>
<td>July</td>
<td>Closing</td>
</tr>
</tbody>
</table>

*Preliminary, subject to change*
Appendix A – Management Resumes
Tess Lengyel, Executive Director

Tess Lengyel is Alameda CTC’s Executive Director. Ms. Lengyel is the second person to lead Alameda CTC and has been in the position of Executive Director since December 2019. She manages an overall budget of almost $600 million and an authorized staff of 45 full-time employees. Prior to being appointed as Executive Director, Ms. Lengyel was the Deputy Executive Director of Planning and Policy for Alameda CTC. As the Deputy Executive Director of Planning and Policy, Ms. Lengyel directed all short and long-range transportation planning for the County which provided the foundation for transportation funding decisions made by Alameda CTC. Ms. Lengyel led the development of the Transportation Expenditure Plan and was also a key participant in the passage of both Measure B and Measure BB. Prior to joining Alameda CTC, Ms. Lengyel served as a programs and public affairs manager for Alameda County Transportation Improvement Authority (the “ACTIA”) and was responsible for the development and implementation of $60 million per year of ACTIA’s programmatic expenditures. Ms. Lengyel holds a bachelor’s degree in planning and policy/environmental studies.
Carolyn Clevenger, Deputy Executive Director of Planning and Policy

Carolyn Clevenger is the Deputy Executive Director of Planning and Policy for Alameda CTC. Ms. Clevenger was named Deputy Executive Director of Planning and Policy in February 2020. As Deputy Executive Director of Planning and Policy, she oversees all planning efforts and programs implementation at Alameda CTC. Ms. Clevenger directs all short- and long-range transportation planning for Alameda CTC, which provides the foundation for future transportation investments. Ms. Clevenger’s key planning initiatives include multimodal planning projects, passenger rail studies, goods movement and countywide plans. She also oversees implementation of programs such as the Affordable Student Transit Pass and Safe Routes to Schools programs, and Alameda CTC’s communications and legislative program. Ms. Clevenger has nearly 20 years of experience in transportation, having previously worked at the Metropolitan Transportation Commission where she led regional planning work and other major projects. Ms. Clevenger also served as Chief of Staff to the New York City Economic Development Corporation. Ms. Clevenger holds a master’s degree from New York University and an undergraduate degree from the Georgia Institute of Technology.
Management Resumes

Gary Huisingh, Deputy Executive Director of Projects

Gary Huisingh has been the Deputy Executive Director of Projects since January 2019. As Deputy Executive Director of Projects for Alameda CTC, Mr. Huisingh facilitates project delivery and oversight of Alameda CTC’s $10.25 billion capital program and programming of multiple fund sources administered by Alameda CTC. Over the course of his more than 30-year career in both local government and private sector, Mr. Huisingh’s experience has ranged from major transportation and residential development projects to maintenance and redevelopment projects. Mr. Huisingh is a graduate of the University of California at Davis and is a registered professional engineer.
Management Resumes

Patricia Reavey, Deputy Executive Director of Finance and Administration

Patricia Reavey has been the Deputy Executive Director of Finance and Administration for Alameda CTC since July 2016. Prior to becoming the Deputy Executive Director of Finance and Administration, Ms. Reavey served as the Director of Finance for the Alameda CTC for five and half years. Ms. Reavey brings over 33 years of finance related experience to Alameda CTC. She came to Alameda CTC from the San Mateo County Transit District (SamTrans), Peninsula Corridor Joint Powers Board (Caltrain) and the San Mateo County Transportation Authority (SMCTA) where she served as the Director of Finance since December 2005. Her public sector career began in April, 2002 working for SamTrans where she was soon promoted to Director of Finance. Prior to her career in the public sector, she worked in finance for a private firm in downtown San Francisco for 14 years from which she resigned as Controller and Vice President. Ms. Reavey has a bachelor's degree in finance/accounting and is a licensed CPA in the State of California.
Management Resumes

Lily Balinton, Director of Finance

Lily Balinton has been with the Alameda CTC for over 10 years in varying capacities and has served as the Director of Finance for four of those 10 years. As the Director of Finance, Ms. Balinton has full oversight and management responsibility for finance, accounting and human resource functions, which includes budgets, financial analysis and reporting, treasury and cash management, debt management, accounts payable and receivable, payroll, fixed assets, financial database management, benefits administration, and human resources. She brings over 20 years of finance related experience to Alameda CTC. Prior to coming to Alameda CTC, she served in various capacities in the finance department for the San Mateo County Transit District (SamTrans), Peninsula Corridor Joint Powers Board (Caltrain), and San Mateo County Transportation Authority (SMCTA) for 10 years. Ms. Balinton has a bachelor's degree in accounting from the University of Oregon.
Thank You

For more information, visit
www.AlamedaCTC.org