



STATE ROUTE (SR) 37 POLICY COMMITTEE

**9:30 a.m., Thursday, July 7, 2016
Farragut Student Union Ballroom
Touro University California
1750 Club Drive, Mare Island
Vallejo, CA 94592**

MEETING AGENDA

- 1. **Call to Order and Introductions** Chairperson, Mayor Osby Davis,
City of Vallejo
- 2. **Opportunity for Public Comment**
- 3. **Approve May 5, 2016 SR 37 Policy Committee Meeting Minutes** Janet Adams, STA
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- 4. **Information Item:**
 - A. **SR 37 Corridor Financial Opportunities Analysis Consultant Introduction** Robert Guerrero, STA
Jose Luis Moscovich, PFAL
Presentation from Project Finance Advisory Ltd. (PFAL) on the scope, schedule and objectives of the analysis.
- 5. **Action Item:**
 - A. **United Bridge Partners (UBP) Unsolicited Proposal Response Letter** Janet Adams, STA
James Cameron, SCTA
Recommendation:
Approve the following:
 - 1. Authorize the SR 37 Executive Steering Committee to submit questions for United Bridge Partner’s unsolicited proposal as included in Attachment B;
 - 2. Authorize the SR 37 Executive Steering Committee to forward the United Bridge Partner’s unsolicited proposal to Caltrans for their review and comment.

SR 37 Policy Committee Members:

Solano Elected Officials

Chair Person Osby Davis, Mayor City of Vallejo
Jim Spering, MTC Commissioner
Erin Hannigan, Solano County Board of Supervisor

Sonoma Elected Officials

Vice- Chair David Rabbitt, Sonoma County Board of Supervisor
Jake Mackenzie, MTC Commissioner
Susan Gorin, Sonoma County Board of Supervisor

Marin Elected Officials

Steve Kinsey, MTC Commissioner
Judy Arnold, Marin County Board of Supervisor
Stephanie Moulton-Peters, Councilmember, City of Mill Valley

Napa Elected Officials

Mark Luce, MTC Commissioner
Keith Caldwell, Napa County Board of Supervisor
Leon Garcia, Mayor City of American Canyon

B. SR 37 Project Initiation Document (PID) Funding Request

Daryl Halls, STA

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Recommendation:

Authorized the SR 37 Executive Steering Committee to submit a formal funding request to the Metropolitan Transportation Commission for a SR 37 Project Initiation Document.

6. Committee Comments

Committee Members

7. Future Topics

- A. SR 37 Corridor Needs by County
(Presentation: SR 37 Project Leadership Team)
- B. SR 37 Passenger Rail Option
(Guest Speaker: David McCrossan, Menzies and McCrossan, LLC)

8. Adjournment

The next SR 37 Policy Committee Meeting is scheduled for Thursday, September 1, 2016, 9:30 a.m.



**State Route (SR) 37 Policy Committee Meeting Minutes
 9:30 a.m., Thursday, May 5, 2016
 Novato City Hall
 901 Sherman
 Novato, CA**

MEETING MINUTES

1. Call to Order/Introductions:

Committee Chairperson, Mayor Osby Davis, called the SR 37 Policy Committee Meeting to Order at approximately 9:35 a.m.

POLICY COMMITTEE

MEMBERS PRESENT:

Osby Davis, Chairperson	Mayor, City of Vallejo
Susan Gorin	Sonoma County Board of Supervisors
Keith Caldwell	Napa County Board of Supervisor
Leon Garcia	Mayor, City of American Canyon
Erin Hannigan	Solano County Board of Supervisors
Jim Spering	MTC Commissioner, Solano County Board of Supervisors
Steve Kinsey	MTC Commissioner, Marin County Board of Supervisors
Mark Luce	MTC Commissioner, Napa County Board of Supervisors
Jake Mackenzie	MTC Commissioner, City Council, Rohnert Park
Stephanie Moulton-Peters	Councilmember, City of Mill Valley
Elizabeth Patterson	Mayor, City of Benicia (Alternate Member)

EXECUTIVE DIRECTORS

PRESENT:

Daryl Halls	STA
Kate Miller	NVTA
Nick Nguyen for	TAM
Dianne Steinhauser	
Suzanne Smith	SCTA

OTHERS PRESENT:

Anthony Adams	STA
Janet Adams	STA
James Cameron	STA
Alana Capozzi	Marin Economic Forum
Don Cliver	Novato Chamber
Rick Coates	Friends of SMART
Jim Cordeiro	Marin Economic Forum
Michael Cowen	KPMG
Bernadette Curry	Solano County Counsel
Mike Davis	ICF International

Theodore Deutz	United Bridge Partners
Ed Diffendal	United Bridge Partners
Pam Drew	City of Novato
Pat Eklund	City of Novato
Linda Figg	Figg Bridge
Jean Finney	Caltrans, District 4
Andrew Fremier	BATA
Gary Giacomini	United Bridge Partners
Robert Guerrero	STA
Tim Howard	Berg Holdings
Susan Klassen	County of Sonoma DPW
Liam Kelly	KPMG
Bryant Jenkins	Sperry Capital
George McCown	United Bridge Partners
Dan McElhinney	Caltrans, District 4
Debbie McQuillein	SCTA
Linda Meckel	SMART
Cynthia Murray	North Bay Leadership
Steve Pace	Sonoma Raceway
Isaac Pearlman	BCDC
Logan Pitts	Assembly Member Dodd
Kate Powers	Marin Conservation League
Austin Pulsifer	United Bridge Partners
Danielle Schmitz	NVTA
Randy Scott	Big O Tire Petaluma
Fraser Shilling	UC Davis
Coy Smith	Novato Chamber, Marriott Intl.
Brian Swedberg	Novato Chamber
Russ Thompson	City of Novato
Justin Vandver	AECOM
Joy Villafranco	AECOM
Phil Vermeulen	United Bridge Partners
David Yatabe	City of Vallejo
Michael Lewis	
David Oster	
Janice Cader-Thompson	
Rick Fraitas	

2. Opportunity for Public Comment:

Rick Coates encouraged the Policy Committee to consider alternatives to building roads in considerations of the greenhouse gases that vehicles emit. Instead he encouraged the Policy Committee to consider transit, specifically SMART through the corridor.

3. Approval of the March 3, 2016 Meeting Minutes

On a motion by Sonoma Supervisor Jake Mackenzie and a second by Solano Supervisor Erin Hannigan, the SR 37 Policy Committee approved the March 3, 2016 meeting minutes.

4. **Presentations:**

A. **SR 37 UC Davis Sea Level Rise Study**

Dr. Fraser Shilling, UC Davis Road Ecology Center, presented the State Route 37 Integrated Traffic, Infrastructure and Sea Level Rise (SLR) Analysis Report. The presentation provided an overview of the projected 36" SLR (at a rate of 3-6"/year), likely timeframe of this rise in conjunction with El Nino events, King Tides and significant 100-year storm events. Subsequently he presented the impacts of these events on the 37 corridor, with focus on the most vulnerable areas. Joy Villafranco, AECOM presented the adaptive vertical solutions for these impacts. The adaptive solutions provided options in each of the three reaches with costs for each option. The options were for a berm or levee system for the highway, a box-girder bridge structure or a slab-bridge system. The cost estimates are preliminary, include contingency and support costs that range between \$1,260 to \$3,840 Million. Details of the Analysis and all reports can be found at www.hw37.ucdavis.edu.

Committee Member Mackenzie inquired about the assumption on the existing roadbed once the new bridge is built. Dr. Fraser stated that this issue needs further analysis and discussion as the existing facility could be used as a future public access, it currently is a levee to the removal would have an immediate impact on the adjacent lands that needs to be studied, and that it could also be left to nature and slowly returned to a natural state.

Committee Member Sperring asked if the bridge and berm limits would be adjusted as a mix and match. Dr. Frazer replied absolutely, the work by AECOM provides a cost estimate for understanding the differences in the built approaches. However, the berm may likely have more long term maintenance costs if the fill is not lightweight cellular concrete.

Committee Member Moulton-Peters inquired about the size of the footprint of a fill. Joy, AECOM stated that the footprint is based on the side slope assumption and the height of a fill. They assumed 4:1 side slopes.

Committee Member Garcia asked if the geotechnical conditions will affect the cost of a causeway, Joy, AECOM stated that they did have some geotechnical data from the recent marsh restorations, but that they will need to do more detailed field studies during the environmental phase to fully understand the depth of the rock formation.

Alternate Committee Member Patterson commented that they need to consider the life cycle cost benefits of the restoration to the life cycle cost of the levee maintenance.

Committee Member Gorin inquired about the long term viability of the current marsh restoration that is happening by the Sonoma Land Trust. Dr. Frazer stated that the Sea Level Rise predictions will have a negative impact of the current marshes.

Committee Member Caldwell stated that with the current erosion of the levees, he has concerns on the liability of long term maintenance of additional levees and asked that team work with Ducks Unlimited and USFWS as we move ahead to insure coordination and best practices are used as these folds have working knowledge of the area.

Committee Member Davis inquired if the assumptions in SLR of 12" and 24" were combined with the settlement of the existing roadway with making the recommendations. Dr. Frazer replied that no this detailed was not considered in their study as they didn't have the data on the maintenance efforts on the route.

Committee Member Hannigan asked of holding areas for the water could be done where the water would be held back and contained. Dr. Frazer responded that the SLR is a long term issue which means a permanent solution is needed that could be maintained and relied on considering the large public investment.

B. Perspective on Financing Options

I. Bay Area Toll Authority (BATA) Financing and Toll Administration

Andrew Fremier, BATA, provided a presentation on the history/background of BATA, with details on the timeline, authority and obligations they have. This includes Regional Measure (RM) 1 and RM 2. He also provided information on their operations of FAST TRACK, including contracting with other public agencies in the Bay Area for toll collection. Additionally, he detailed their financial history of managing funds.

Committee Member Kinsey stated that current transportation improvements take too long to deliver, as asked if there was some near term operational improvements that can be made, like the Columbus Day Initiative. Mr. Fremier responded that potentially, like with minor widening and a reversible lane with a moveable barrier.

Committee Member Spring asked if privatized, could BATA have a relationship with the private firm for toll collection. Mr. Fremier responded, yes, they do currently have agreements with public agencies for toll collection, so an agreement would need to be put in place to detail the relationship.

Committee Member Caldwell asked if BATA could issue new debt to build transportation investments. Mr. Fremier said currently they can only issue debt for toll bridges, possibly legislation could be tweaked to allow them to issue new debt for public projects.

Committee Member Spring asked if BATA could invest in the SR 37 project. Mr. Fremier stated that yes, they recently did this on the Transbay Terminal Project.

Committee Member Mackenzie asked about the possibility of new toll hike that could be used for SR 37. Mr. Fremier stated that there are conversations going on in the Bay Area about this potential.

II. Full Privatization Financing Option

Mr. Diffendal and Ms. Figg of United Bridge Partners (UBP) detailed their proposal to fully privatize Reach B area of SR 37. Of the SR 37 corridor, their proposal is focused on the 2-lanes section. Their proposal is to expand this Reach B to a 4-lane tolled facility that includes the construction of a bike/pedestrian facility. The proposal is to build an initial new 2-lane parallel causeway which would serve as the eastbound direction and convert this existing 2-lane roadway into the new westbound lanes. Then by 2040 replace the existing roadway to a 2-lane causeway. The UBP would use their funds to environmentally clear and permit the project, construct the improvements. Then charge the users a toll that would be no higher than the bay area toll rate. UBP recognizes the need to modify legislation. The proposed process is that Caltrans would relinquish a portion of SR 37 to a two-county JPA and the JPA would vacate the facility as outlined into an agreement with UBP. To begin the process with UBP, the JPA and UBP would enter into a Letter of Interest. UBP did distribute a binder to the Policy Committee with more information.

Committee Member Garcia asked what the toll rate would be. UBP states it has not been determined, but that it would not exceed the current rate of the bay area tolls. Committee Member Garcia followed up with, what would the low income community toll rate be. UBP stated that they are open to a modified toll rate for low income, and the details of the administration would be handled. It could be from a pre-paid Fast Track, then a discounted rate. The key will be to agree on who should be considered and how to minimize fraud.

Committee Member Spring had several questions. They were; once the facility is built, what would the role of the JPA Board be. Response, the JPA role would monitor and have oversight of the terms of the agreement, insure Caltrans oversight during construction, and monitoring programs such as low income and environmental fund programs. Follow-up by Committee Member Spring; on the transfer of the land to UBP, why use vacation of the lands vs long term lease. Response, UBP would be open to a long term lease if it was in the 100-year time frame.

Committee Member Spring asked what is the downside of considering this proposal now. Executive Director Smith replied, that staff would need the direction to do so. Executive Director Halls asked about the legislative hurdles and limitations first before considering the proposal along with having Caltrans at the table to provide input. Further Committee Member Spring asked if staff can return with information on if we can consider an exclusive negotiation; if not let; move ahead with a public process. Spring asked if this would be placed on the next agenda for discussion.

Committee Member Moulton-Peters asked what about the SLR issues on Reach A. Response was, this area was not part of the proposal, so that this area would make sense for public investment.

Committee Member Mackenzie commented that Reach A work needs to be a focus and move ahead as well.

Committee Member Luce asked if the UC Davis study concerns with foundation risk was considered in the proposal with regard to foundation depth. Response was this was considered and included in the proposal.

Committee Member Kinsey asked is this proposal being presented at the local level and why not do a P3 for Reach A.

Committee Member Hannigan asked if the UC Davis costs are in the ballpark as UBP estimates. Response was the UC Davis costs include additional costs like escalations and contingencies.

Committee Member Spring stated he would like to see the ultimate roadway built immediately not waiting for 2040. Further he stated that a 3-laned facility with a reversible lane should be considered.

Committee Member Osby stated that the infrastructure needs in Vallejo must be considered.

Committee Member Spring asked why not do a 4 county JPA, as he sees it as a way to show full local support for the project. Response, a 4-county JPA would work, they had just focused on the legal necessity of having at least the 2 counties in the JPA.

5. Information Items:

A. SR 37 Corridor Financial Analysis Status

Janet Adams provided an update to the Committee on the RFP for financial analysis services. Staff received 4 proposals with 3 firms short listed for interviews on May 6th. Staff expects to have this resource on board in the next couple of weeks.

B. SR 37 White Paper

Daryl Halls stated that the SR 37 White Paper has been completed and he provided a copy of each Committee Member. This Paper provides an overview of the corridor problems along with facts about the corridor.

C. Potential Corridor Tours

Daryl Halls discussed the options for the Committee to go visit the two relevant corridors in California that are similar to the SR 37 corridor. These are the SR 156 corridor in Monterey that Caltrans spoke to the Committee about in January 2016 and the SR 91 corridor in Riverside county that is currently under construction.

6. Committee Comments:

None Provided.

7. Future Topics

A. SR 37 Passenger Rail Option

(Guest Speaker: David McCrossan, Menzies and McCrossan, LLC)

B. SR Corridor Financial Opportunities Case Studies Presentation

8. Next Meeting – Thursday, July 7, 2016, 9:30 a.m., Solano County – Farragut Student Union Ballroom - Touro University California - 1750 Club Drive, Mare Island, Vallejo