



DATE: February 11, 2019

TO: Transportation Authority of Marin Programming and Projects Executive Committee

FROM: Dianne Steinhauser, Executive Director
Nicholas Nguyen, Principal Project Delivery Manager

SUBJECT: Approve Memorandum of Understanding (MOU) to Cooperatively Determine and Implement Mutual Responsibilities in Delivering *Resilient State Route 37 Program* projects (Action), Agenda Item No. 7

RECOMMENDATION:

Consider and refer to the full Board the approval of a Memorandum of Understanding (MOU) to cooperatively determine and implement mutual responsibilities in delivering the multi-agency *Resilient State Route 37 Program* projects, and to authorize the TAM Board Chairperson to execute MOU.

DETAILED BACKGROUND AND PAST ACTIONS:

Highway 37 is a key transportation corridor linking the four North Bay counties. Due to its strategic transportation role and environmentally sensitive natural footprint, Highway 37 has been the subject of a long-range planning study conducted by UC Davis (UCD) and the California Department of Transportation (Caltrans). In addition, staff and elected officials from the four counties have been in discussion over the past three years about how local transportation authorities might play a role in advancing improvements in the corridor.

The corridor is broken up into three segments. Segment A is from Hwy 101 to Hwy 121 with is 3.4 miles in Marin and 3.9 miles in Sonoma. Segment B is from Hwy 121 to Mare Island with 2.3 miles in Sonoma and 7 miles in Solano. Segment C is 4.4 miles entirely in Solano. Each segment has unique challenges and vary in how those challenges can be met.

The Corridor has been cooperatively developed for over three years by the coalition of the four county transportation agencies in Marin, Sonoma, Napa, and Solano, Caltrans and MTC/BATA, in concert with numerous resource agency partners. The following is a timeline of key events:

History of Corridor Actions

September 2015 – The TAM Board approved entering into a memorandum of understanding between the Napa Valley Transportation Authority (NVTA), the Solano Transportation Authority (STA), the Sonoma County Transportation Authority (SCTA) and the Sonoma County Transportation Authority (SCTA). The intent of the MOU was to define how the four congestion management agencies (CMA) would work together in cooperation to successfully promote and expedite the delivery of improvements in the SR 37 Corridor to address the threat of sea level rise, traffic congestion, transit options and recreational activities. It also created the SR 37 Policy

Committee on which then-Chair Moulton-Peters, Commissioners Arnold and Connolly serve representing TAM.

January 2016 – The TAM Board approved an agreement to fund TAM’s share of a financial consultant to help assess likely costs, revenue sources and financial opportunities that will need to be addressed to complete a project in the corridor. Project Finance Advisory Ltd (PFAL) was selected and presented their final analysis to the Board in August 2017.

January 2017 – The TAM Board approved \$20,000 as TAM’s contribution to matching funds for the SR 37 Transportation and Sea Level Rise Corridor Improvement Study, also referred to the Design Alternatives Analysis or Corridor Improvement Plan which was completed by MTC’s consultant, Kimley Horn. The nearly \$1 million scope of work, funded primarily through MTC, focused on Segment B of the corridor which is located in Sonoma and Solano.

January 2017 – TAM’s representatives, TAM then-Chair Stephanie Moulton-Peters and Supervisors Damon Connolly and Judy Arnold, co-signed a letter outlining what Marin’s goals were for the corridor and requesting several specific actions in MTC’s Corridor Improvement Plan. This early vision, which remains valid today included the following expectations from Marin:

- Highway 37 should be treated as an interconnected system, not developing each segment separately.
- Traffic signalization impacts at Lakeville Highway and traffic impacts on Highway 101 should be included in any analysis.
- The flooding and sea-level rise risks, especially at Novato Creek, should be part of corridor planning.

May-June, 2017 – STA approved Solano to be the lead agency for Segments B and C, which starts at the intersection of Highway 37/121 in Sonoma County and runs east to the interchange of Highway 37/80. The Chair of STA sent a letter informing TAM Policy Committee members that Solano was taking the lead on Segment B and C and STA was looking forward to continued partnering on the SR 37 corridor.

September 2017 – The MTC Draft Corridor Improvement Plan was released to the Policy Committee. Public outreach soliciting comments on the plan included four Public Open Houses. One Open House in each county of Solano, Sonoma, Marin and Napa were conducted in late September and early October.

October 26, 2017 – The MTC Draft Corridor Improvement plan was presented to the TAM Board as an update of the Policy Committee activities. TAM staff and other Marin County based organizations, such as the Marin County Department of Public Works and the Marin Audubon Society, submitted written comments to MTC.

November 2, 2017 – The SR 37 Policy Committee supported Segment B as the priority corridor segment with TAM Commissioners representing Marin County agreeing to support this finding provided that Segment A improvements would be actively considered and linked to improvements made in Segment B. As a result, MTC’s study was finalized with detailed analysis of Segment B for operational and sea level rise improvements in the Segment B area.

November 2017 – In response to the Policy Committee’s action in prioritizing Segment B, TAM embarked on an analysis of what it would take to raise Highway 37 in Segment A to complement the detailed analysis that MTC would conduct for the priority Segment B in Sonoma and Solano counties. Staff engaged the assistance of HNTB engineers in late November 2017 to provide an analysis of long-term solutions for Segment A to include conceptual layouts and cost estimates for three alternatives: 1) a complete causeway, 2) a causeway/road levee hybrid and 3) reconstruction of SR37 to include the Novato Creek Bridge to Highway 101.

February 9, 2018 – The MTC Operation Committee approved additional scope to transition the SR37 Corridor Improvement Plan into a formal Caltrans Project Initiation Document (PID). The additional scope of work was approximately \$450,000 in consultant services of which MTC agreed to cover all of the costs.

February 14, 2018 – STA approved \$80,000 in Solano-based funding to compensate Caltrans for oversight of the Segment B Project Initiation Document, the next step in developing a widening project through Segment B.

March 1, 2018 – The SR 37 Policy Committee was presented with the Final Corridor Improvement Plan including all appendices detailing Open House Summary, Comments and Responses to Comments. The Plan is a high-level assessment of key current and anticipated issues on SR 37. Severe traffic congestion, recent flooding and anticipated sea level rise are the drivers behind the recommended near, mid and long-term improvements. MTC included in the Final Corridor Improvement Plan a light analysis of sea-level rise topping levees protecting Highway 37 in Marin and Sonoma, from Highway 101 to SR121/Sears Point. The analysis did not address many of the technical aspects of addressing levee reconstruction and management and so was of limited value in deriving a levee reconstruction and management scope, which is of paramount importance in Segment A.

September 27, 2018 – In response to the findings from the MTC detailed plans for Segment B, TAM presented its consultant’s conceptual plans and findings for long-term integrated solutions to the anticipated sea level rise (SLR) affecting Segment A to the TAM Board. TAM’s analysis included a rough cost estimate of raising SR37 through Segment A that varies by scope chosen, with the lowest cost solution at \$1.4 billion. It was imperative that TAM position itself to definitively promote Marin County’s long-term interests in Segment A within Regional Measure 3 funds, which allocates \$100 million to the corridor. The TAM Board approved sending a letter to MTC and SR37 Policy Committee urging agencies to adopt a corridor-wide approach when analyzing the suite of ultimate projects.

October 10, 2018 – TAM sent letter to MTC and SR37 Policy Committee reinforcing its past principles in asking that the entire corridor from Highway 101 to interstate 80 be planned for improvements. While Segment A does not need widening, it remains exceptionally vulnerable to sea-level rise and flooding. The letter promoted additional studies and RM3 funds necessary to continue those studies.

DISCUSSION/ANALYSIS:

On November 8, 2018, the Policy Committee convened with two key items discussed:

- STA and MTC have committed funds to begin the Caltrans Project Initiation Document (PID) process for Segment B, to include an interim project adding lane capacity with a reversible 3rd lane and an ultimate project for Segment B which would elevate highway. The PID work was reported to be nearing completion in early 2019, and that funds would be needed to start the environmental clearance and detail design for the interim project.
- A \$100 million RM3 funding plan was proposed, discussed and approved by the Policy Committee (Table 1). When RM3 funds would eventually be available, the funding plan adopted is as follows:
 - a. STA would receive \$15 million for work to their Fairgrounds Drive interchange in Segment C. STA would back out of future lead work in Segment B now that MTC has taken over the charge in coordination with SCTA.
 - b. SCTA would receive \$20 million to work with MTC to complete the environmental clearance and detail design for Segment B interim project. SCTA would also receive \$4 million to environmentally clear a Hwy 121/37 interchange project, which would ideally coincide with the interim Segment B project.

- c. TAM would receive \$3 million for a Segment A levee and roadway study that would look into developing specific projects to protect and adapt this segment for SLR without having to completely raise the roadway.
- d. The remaining \$58 million would be left unallocated to be used in Segments A and B.

Table 1

SPONSOR	AMOUNT	DESCRIPTION
STA	\$15 M	Segment C - Fairgrounds Interchange
SCTA	\$20 M	Interim Segment B - PAED and PS&E
SCTA	\$4 M	PAED for Highway 37/121 Improvements
TAM	\$3M	Segments A1 & A2 Levee Study
SCTA/TAM	\$58M	Segment A & B improvements

With a funding plan approved by the Policy Committee, it was determined that an implementation-specific MOU would be ideal to keep the various projects moving forward with cooperation and coordination among parties. The attached final draft MOU is the result of reviews and agreed-to revisions by all the signatories, which include MTC/BATA, Caltrans, STA, SCTA, TAM and NVTA. Of note is an acknowledgement that MTC/BATA would be pursuing legislation to make the Segment B – “Sears Point-Mare Island Bridge” a State-owned bridge, joining the toll bridge financial enterprise administered by BATA. The Executive Steering Committee on the Corridor, made up of the Executive Directors, MTC/ BATA, and Caltrans leadership, will discuss further the timing and public process associated with a tolling strategy, and bring further discussion to the Policy Committee.

The MOU defines the roles and responsibilities of each partner agency as it relates to corridor Segments A, B and C, and establishes a staff position called “Corridor Director,” that is employed by MTC/BATA, who will serve the existing Policy Committee and the staff-oriented Executive Steering Committee. Staff recommends acceptance of the MOU.

FISCAL CONSIDERATION:

There are no immediate fiscal impacts to the recommended actions.

NEXT STEPS:

Should the Board approve of staff’s recommendation, TAM shall participate in the MOU and staff will continue to engage with the SR 37 Policy Committee to define future priorities of the SR 37 corridor and implement near-term projects.

ATTACHMENTS:

1. *Resilient State Route 37 Program* Memorandum of Understanding (MOU)

MEMORANDUM OF UNDERSTANDING
for
THE RESILIENT STATE ROUTE 37 PROGRAM
between
BAY AREA TOLL AUTHORITY
CALIFORNIA DEPARTMENT OF TRANSPORTATION
SOLANO TRANSPORTATION AUTHORITY
SONOMA COUNTY TRANSPORTATION AUTHORITY
TRANSPORTATION AUTHORITY OF MARIN
NAPA VALLEY TRANSPORTATION AUTHORITY

This Memorandum of Understanding (MOU) is entered into and effective as of the last date written below between the Bay Area Toll Authority (“BATA”), California Department of Transportation District 4 (“Caltrans”), the Solano Transportation Authority (“STA”), the Sonoma County Transportation Authority (“SCTA”), Transportation Authority of Marin (“TAM”) and Napa Valley Transportation Authority (“NVTA”) (referred to herein collectively as the “Parties” or individually as a “Party”), to cooperatively determine their mutual responsibilities in delivering the Resilient State Route 37 Program (“Program”).

Recitals

1. The Resilient SR 37 Program aims to address resiliency of transportation infrastructure to sea level rise and flooding, traffic congestion, and opportunities for ecological enhancements, transit, multimodal use and public access along the SR 37 corridor from I-80 to US 101. The Program includes near- and longer-term improvements for a majority of the 20-mile corridor, including the long-term sea level rise vulnerability of a number of low-lying areas throughout the corridor.
2. The SR 37 Policy Committee, Executive Steering Committee (“ESC”) and the Project Leadership Team (“PLT”) currently have varying roles and responsibilities in the development and delivery of the Program. The SR 37 Policy Committee, composed of Executive Directors and Board Members representing BATA, Caltrans, STA, SCTA, TAM, and NVTA, provides policy oversight and dispute resolution to the respective staffs. The Executive Directors of BATA, Caltrans, STA, SCTA, TAM, and NVTA serve on the ESC to provide strategic direction to the Policy Committee and PLT. The Directors and their staffs of BATA, Caltrans, STA, SCTA, TAM, and NVTA participate in the PLT to vet technical, policy, and other related project issues and elevate them as appropriate to the ESC.
3. The BATA, Caltrans, STA, SCTA, TAM and NVTA completed a SR 37 Transportation and Sea Level Rise Corridor Improvement Plan that identified Segment B between and including Sears Point to the Mare Island Bridge (referred to herein as the “Segment B”) as the highest priority. On November 2, 2017, the SR 37 Policy Committee confirmed that Segment B is the priority segment. Subsequently, BATA, STA, SCTA, TAM and NVTA prepared a Project Initiation Document (PID)

for Segment B improvements and submitted it to Caltrans for review and approval. Caltrans approved this PID on December 28, 2018.

4. On November 8, 2018 the SR 37 Policy Committee unanimously approved a funding plan and authorized the applicable sponsor(s) to submit Initial Project Reports to the Metropolitan Transportation Commission for funding consideration under Regional Measure 3, as follows: \$15 million to STA for Segment C-Fairgrounds Interchange, \$20 million to SCTA for Interim Segment B Environmental and Design Phases, \$4 million to SCTA for Environmental Phase for SR 37/121 improvements, \$3 million to TAM for Segment A levee study, and \$58 million to SCTA and TAM for Ultimate Segment A and Segment B improvements.
5. The Parties wish to organize the delivery of the SR 37 Program wherein:
 - a. BATA, Caltrans, SCTA and TAM is assigned to and have purview over Segment A (US 101 to SR121);
 - b. BATA, Caltrans, SCTA, STA and NVTA is assigned to and have purview over Segment B (Sears Point to Mare Island Bridge); and
 - c. BATA, Caltrans, and STA is assigned to and have purview over Segment C (Mare Island Bridge to I-80).

The SR 37 Policy Committee, ESC and PLT continue to perform the same roles and responsibilities except for the technical work, discussions, actions and decisions of the individual Party would be targeted and applicable to the project segment for which that Party is assigned.

6. The Parties commit to continue to make progress on the delivery of the priority Segment B interim and ultimate projects, while also performing feasibility studies, environmental studies, PIDs, and related studies with the goal of coordinating the longer-term delivery of the SR 37 Program.
7. A Party intends to seek legislation to amend Section 30910 of the Streets & Highway Code for the Sears Point-Mare Island Bridge to become a State-owned bridge, joining the toll bridge financial enterprise administered by BATA.
8. The Parties acknowledge the likely need for funding above and beyond toll bridge enterprise funding administered by BATA, and as such, intend to develop a financing and funding plan consisting of other traditional and untraditional funding sources to deliver the Program.
9. The Parties wish to work cooperatively to deliver the Program by exploring alternative project delivery methods (including, but not limited to, Design Build contracts), early environmental enhancements, and traditional and non-traditional funding and partnerships.

I. Term

The term of this MOU shall commence when fully executed, and unless amended earlier, shall terminate at a date agreed upon by the Parties.

II. SR 37 Program Delivery Organization

A. Executive Steering Committee (ESC)

1. Role

The ESC shall guide the identification, development, funding plan and implementation of projects to improve State Route 37. The ESC will select a Chairperson. The Chairperson will rotate between the members every two years. The Chairperson shall preside over the meetings of the ESC and shall perform all other duties incident to the position or as assigned to her or him by the ESC.

2. Members

- a. Executive Director, BATA (or designee)
- b. District 4 Director, Caltrans (or designee)
- c. Executive Director, STA (or designee)
- d. Executive Director, SCTA (or designee)
- e. Executive Director, TAM (or designee)
- f. Executive Director, NVTA (or designee)

3. Assignment

- a. Segment A: BATA, Caltrans, SCTA, TAM
- b. Segment B: BATA, Caltrans, SCTA, STA, NVTA
- c. Segment C: BATA, Caltrans, STA

4. Responsibilities

- a. Approve implementation and funding plan(s), which may include one or more projects.
- b. Define agency roles and responsibilities for individual projects, including project managers.
- c. Approve the scope, schedule, budget and funding plan for individual projects within funding levels approved by the BATA or other funding agencies, as applicable.
- d. Oversee overall project progress and reporting of project status, risk assessments, costs and schedule.
- e. Advise the BATA on contract matters.
- f. Review and approve project staffing plans.

5. Decision-making

The ESC will endeavor to make decisions on a consensus basis. To ensure public accountability, transparency and public disclosure, the decisions will be documented.

6. Meetings

Regular meetings of the ESC shall be held quarterly as otherwise determined by the ESC. Notice shall include an agenda of items on which the ESC will take action. Each member of the ESC has the right to place a matter on the ESC's agenda for consideration. Meetings to be rotated between BATA, Caltrans, STA, SCTA, NVTA, TAM offices or at a location determined by the ESC.

B. Corridor Director of the ESC

1. The Corridor Director serves as staff to the ESC, represents all ESC members and works directly with member agency Executive Directors and their staffs.
 - a. BATA will select, with the ESC, and employ the Corridor Director.
 - b. BATA reserves the right to make decisions regarding hiring, promotion, termination, compensation, and removal of the Corridor Director, in consultation with the ESC.
 - c. The Corridor Director may serve the SR37 Corridor Policy Committee in a similar capacity.

2. Responsibilities
The Corridor Director shall work with the Project Leadership Team, collaborate and provide direction to the project managers, as appropriate, to
 - a. Develop a implementation plan(s) and funding plan(s), including delivery methods
 - b. Develop the scope, schedule, budget and funding plan for individual projects.
 - c. Report regularly to the ESC on project status, risks assessments, change, costs and schedule.
 - d. Develop project staffing plans.
 - e. Prepare agendas for ESC meetings.
 - f. Deliver progress reports to and consult with the SR 37 Corridor Policy Committee.
 - g. Deliver progress reports to ESC and Policy Committee.
 - h. Provide oversight and direction to project managers.

The Corridor Director will also advise the SR37 Corridor Policy Committee on the SR 37 program.

C. Project Leadership Team

1. Role
The ESC hereby establishes a Project Leadership Team (PLT) that shall assist the ESC in the performance of its duties. The members of the PLT shall advise the Corridor Director on matters that are to be brought before the ESC.

2. Members

- a. Deputy Executive Director, Operations, BATA (or designee)
- b. Chief Deputy Director, Caltrans District 4 (or designee)
- c. Deputy Executive Director/Director of Projects, STA (or designee)
- d. Director of Projects and Programming, SCTA (or designee)
- e. Principal Project Delivery Manager, TAM (or designee)
- f. Director of Programs, Projects and Planning, NVTA (or designee)

3. Assignment

- a. Segment A: BATA, Caltrans, SCTA, TAM
- b. Segment B: BATA, Caltrans, SCTA, STA, NVTA
- c. Segment C: BATA, Caltrans, STA

4. Responsibilities

The PLT shall assist the Corridor Director and ESC in the performance of their duties for their assigned segments by

- a. Developing a implementation plan(s) and funding plan(s)
- b. Developing the scope, schedule, budget and funding plan for individual projects.
- c. Reviewing cost estimates, risk assessments, and cash flow requirements.
- d. Reviewing project status, scope and budgets, expenditures, staffing and contractor services to anticipate, identify, evaluate, and report to the Corridor Director concerning any project issues.
- e. Developing project staffing plans and structures.
- f. Preparing other project related reports for ESC review.
- g. Performing such other assignments as appropriate.

5. Meetings

The PLT will meet on an as-needed basis as determined necessary by the members or by the Corridor Director.

III. GENERAL

A. Integration Clause

This Agreement constitutes the complete and entire understanding among the Committee Members.

B. Amendments

This Agreement may be amended in writing from time to time upon agreement of the Committee Members.

C. Counter Parts

This Agreement may be executed in counterparts, each one of which will be an original or the equivalent thereof.

D. Miscellaneous

This Agreement is intended solely as a guide to the obligations, intentions and policies of the Committee Members. It does not constitute an authorization for funding a project nor does it constitute a legally binding agreement amongst the Agencies.

IN WITNESS WHEREOF, the Parties hereto have agreed to this Agreement on the date opposite their respective names.

		/	
Jake Mackenzie			Date
Chair			
Metropolitan Transportation Commission/Bay Area Toll Authority			

		/	
Tony Tavares			Date
District 4 Director			
Caltrans			

		/	
Harry Price			Date
Chair			
Solano Transportation Authority			

		/	
			Date
Chair			
Sonoma County Transportation Authority			

_____/_____
Date
Chair
Transportation Authority of Marin

_____/_____
Date
Chris Canning
Chair
Napa Valley Transportation Authority

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