The Regular Meeting of the Administration and Finance Committee (A&F) was called to order at 12:06 p.m. by Chairperson Hendricks in Conference Room B-106, VTA River Oaks Campus, 3331 North First Street, San Jose, California.

1. ROLL CALL

<table>
<thead>
<tr>
<th>Attendee Name</th>
<th>Title</th>
<th>Status</th>
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<tbody>
<tr>
<td>Jeannie Bruins</td>
<td>Member</td>
<td>Present</td>
</tr>
<tr>
<td>Larry Carr</td>
<td>Vice Chairperson</td>
<td>Present</td>
</tr>
<tr>
<td>Dev Davis</td>
<td>Alternate Member</td>
<td>Absent</td>
</tr>
<tr>
<td>Daniel Harney</td>
<td>Alternate Member</td>
<td>Absent</td>
</tr>
<tr>
<td>Glenn Hendricks</td>
<td>Chairperson</td>
<td>Present</td>
</tr>
<tr>
<td>Sam Liccardo</td>
<td>Member</td>
<td>Present</td>
</tr>
<tr>
<td>John McAlister</td>
<td>Alternate Member</td>
<td>Absent</td>
</tr>
</tbody>
</table>

*Alternates do not serve unless participating as a Member.

A quorum was present.

2. PUBLIC PRESENTATIONS

There were no Public Presentations.

3. ORDERS OF THE DAY

Raj Srinath, Chief Financial Officer and Staff Liaison, noted staff’s request to defer Agenda Item #6: Bus Shelter Procurement.

M/S/C (Liccardo/Carr) to accept the Orders of the Day.

RESULT: ACCEPTED - Orders of the Day

MOVER: Sam Liccardo, Member
SECONDER: Larry Carr, Vice Chairperson
AYES: Bruins, Carr, Hendricks, Liccardo
NOES: None

NOTE: M/S/C MEANS MOTION SECONDED AND CARRIED AND, UNLESS OTHERWISE INDICATED, THE MOTION PASSED UNANIMOUSLY.
CONSENT AGENDA

Public Comment

Roland Lebrun, Interested Citizen, commented on Agenda Item #6: Award of Bus Shelter Procurement Contract, expressing concern for passenger safety while waiting.

4. Regular Meeting Minutes of August 17, 2017

M/S/C (Liccardo/Carr) to approve the Regular Meeting Minutes of August 17, 2017.

5. Toshiba Air Conditioner Unit Parts

M/S/C (Liccardo/Carr) to recommend that the VTA Board of Directors authorize the General Manager to execute a two year firm fixed price contract with Toshiba International Corporation in the amount of $847,743 to procure various parts to be used in the Toshiba Heating, Ventilation and Air Conditioner (HVAC) units for VTA’s light rail vehicles.

6. (Deferred)

Recommend that the VTA Board of Directors authorize the General Manager to execute a contract with Brasco International, Inc., the selected vendor, in the amount of $1,516,600 for the fabrication and delivery of up to 141 new bus shelters and 216 matching bus stop benches. The term of this agreement is for two years.

7. Legislative Update

M/S/C (Liccardo/Carr) to receive Legislative update.

8. Disadvantaged Business Enterprise Contract Availability and Utilization Study (Disparity Study)

M/S/C (Liccardo/Carr) to receive a status update on Disadvantaged Business Enterprise Contract Availability and Utilization Study (Disparity Study).


<table>
<thead>
<tr>
<th>RESULT:</th>
<th>APPROVED [UNANIMOUS] - Consent Agenda Items #4-5; 7-9</th>
</tr>
</thead>
<tbody>
<tr>
<td>MOVER:</td>
<td>Sam Liccardo, Member</td>
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<tr>
<td>SECONDER:</td>
<td>Larry Carr, Vice Chairperson</td>
</tr>
<tr>
<td>AYES:</td>
<td>Bruins, Carr, Hendricks, Liccardo</td>
</tr>
<tr>
<td>NOES:</td>
<td>None</td>
</tr>
</tbody>
</table>
REGULAR AGENDA

10. Paratransit Fleet Procurement

Aaron Vogel, Regional Transportation Service Manager, provided an overview of the staff report. A brief discussion ensued about the how useful life of the vehicles are determined and disposal of vehicles at the end of its useful life.

M/S/C (Bruins/Liccardo) to recommend that the VTA Board of Directors authorize the General Manager to procure up to 64 Class D Braun Entervan minivans in the amount up to $3,096,104 for Paratransit services using the State of California purchasing contract for Paratransit vehicles and associated equipment and services.

RESULT: APPROVED [UNANIMOUS] - Agenda Item #10
MOVER: Jeannie Bruins, Member
SECONDER: Sam Liccardo, Member
AYES: Bruins, Carr, Hendricks, Liccardo
NOES: None

11. VTA’s BART Extension – Berryessa Extension Project C742 Berryessa Station Campus Area and Roadways Project Contract Change Order

Dennis Ratcliffe, Deputy Director, SVRT/BART Capital Program, and James Chai, Transportation Engineering Manager for SVRT, provided a brief overview of the staff report. A brief discussion ensued about cost responsibilities and the contractor’s positive performance in terms of meeting its Disadvantaged Business Enterprise (DBE) goal.

M/S/C (Bruins/Liccardo) to recommend that the VTA Board of Directors authorize the General Manager to amend the base Berryessa Stations Campus Area and Roadways (C742) Contract (15002F) with Graniterock Company (GRC) in the amount up to $3,000,000 resulting in a new total authorized contract amount of $33,273,671.

RESULT: APPROVED [UNANIMOUS] - Agenda Item #11
MOVER: Jeannie Bruins, Member
SECONDER: Sam Liccardo, Member
AYES: Bruins, Carr, Hendricks, Liccardo
NOES: None

12. BART Silicon Valley Rapid Transit Program: Program Management Services Contract No. S03099A Amendment with MM/Bechtel, a Joint Venture

Mr. Ratcliffe provided a brief overview of the report.

M/S/C (Bruins/Liccardo) to recommend that the VTA Board of Directors authorize the General Manager to execute a contract amendment with MM/Bechtel, a Joint Venture, for project management services supporting the Silicon Valley Rapid Transit Program in the amount of $24,125,000 and increasing the total agreement value to $235,300,000.
13. **BART Silicon Valley Rapid Transit Program: Construction Management Services Contract No. S12015F Amendment with PGH Wong Engineering, Inc.**

Mr. Ratcliffe provided an overview of the report.

**Public Comment**

Mr. Lebrun expressed concern with PGH Wong Engineering, Inc.’s performance on BART Warm Springs Project.

**M/S/C (Liccardo/Bruins)** to recommend that the VTA Board of Directors authorize the General Manager to execute a contract amendment with PGH Wong Engineering, Inc. (Wong), for construction management services supporting the Silicon Valley Berryessa Extension (SVBX) Project in the amount of $18,475,000; and increasing the total agreement value to $65,600,000.

**RESULT:** APPROVED [UNANIMOUS] - Agenda Item #13  
**MOVER:** Sam Liccardo, Member  
**SECONDER:** Jeannie Bruins, Member  
**AYES:** Bruins, Carr, Hendricks, Liccardo  
**NOES:** None

14. **Program Management Services for VTA’s BART Silicon Valley Phase II Extension**

Carolyn Gonot, Director of Engineering & Transportation Program Delivery, and Krishna Davey, SVRT Project Controls Manager, provided an overview.

**Public Comment**

Laura Reeves, EPC Consultants, made the following comments: 1) a formal protest was delivered to VTA on the basis that HNTB/WSP had access to VTA staff and non-public information regarding the project during a workshop; and 2) requested that the Request for Proposals (RFP) be reissued excluding firms who had an unfair advantage.

Mr. Lebrun made the following comments: 1) the Phase II extension project is not fully funded; 2) MM/Bechtel did not bid and is the program management firm for Phase I; and 3) Parsons Brinckerhoff has a worrisome track record.

Staff noted VTA is in the process of evaluating the protest and will provide a response. Staff affirmed the item will not move to the VTA Board of Directors (Board) for consideration until the issue has been resolved.
M/S/C (Liccardo/Bruins) to recommend that the VTA Board of Directors authorize the General Manager to execute a contract with HNTB/WSP Parsons Brinkerhoff (HNTB+PB), a Joint Venture in the amount of $88,289,000 for a four year period ending in December 2021 to provide Program Management services for VTA’s BART Silicon Valley Phase II Extension.

RESULT: APPROVED [UNANIMOUS] - Agenda Item #14
MOVER: Sam Liccardo, Member
SECONDER: Jeannie Bruins, Member
AYES: Bruins, Carr, Hendricks, Liccardo
NOES: None

15. Aldea Services Contract Amendment for VTA’s BART Silicon Valley Phase II Tunneling Comparative Analysis Risk Assessment

Ms. Gonot and Mr. Davey provided an overview of the staff report.

Public Comment

Mr. Lebrun expressed concern about Aldea’s cost overruns.

M/S/C (Liccardo/Bruins) to recommend that the VTA Board of Directors authorize the General Manager to execute a task ordered contract amendment to the Aldea Services, Inc. for an amount not to exceed $422,540 for a total agreement amount not to exceed $985,156.44. This amendment would finalize the risk register, with high-level mitigation measures, that was developed for Phase II Tunneling Comparative Analysis Risk Assessment, and continue support in the risk assessment of underground structures in preparation for entry into the Federal Transit Administration’s New Starts Capital Investment Grant Program’s Engineering Phase. This amendment would extend Aldea’s contract through December 2018.

RESULT: APPROVED [UNANIMOUS] - Agenda Item #15
MOVER: Sam Liccardo, Member
SECONDER: Jeannie Bruins, Member
AYES: Bruins, Carr, Hendricks, Liccardo
NOES: None

OTHER ITEMS

16. Items of Concern and Referral to Administration

Member Bruins requested staff to indicate the DBE goal and current DBE performance of the contractor in the staff reports, whenever applicable.

17. Committee Work Plan

Mr. Srinath noted the Work Plan was included in the Agenda Packet.

18. Committee Staff Report

There was no Committee Staff Report.
19. **Chairperson’s Report**

There was no Chairperson’s Report.

20. **Determine Consent Agenda for the October 5, 2017 Board of Directors Meeting**

**CONSENT:**

**Agenda Item #5.** Recommend that the VTA Board of Directors authorize the General Manager to execute a two year firm fixed price contract with Toshiba International Corporation in the amount of $847,473 to procure various parts to be used in the Toshiba Heating, Ventilation and Air Conditioner (HVAC) units for VTA’s light rail vehicles.

**Agenda Item #7.** Review the Legislative Update Matrix.

**Agenda Item #8.** Receive a status update on Disadvantaged Business Enterprise Contract Availability and Utilization Study (Disparity Study).

**Agenda Item #9.** Receive the monthly Investment report for July 2017.

**Agenda Item #10.** Recommend that the VTA Board of Directors authorize the General Manager to procure up to 64 Class D Braun Entervan minivans in the amount up to $3,096,104 for Paratransit services using the State of California purchasing contract for Paratransit vehicles and associated equipment and services.

**Agenda Item #11.** Recommend that the VTA Board of Directors authorize the General Manager to amend the base Berryessa Stations Campus Area and Roadways (C742) Contract (15002F) with Graniterock Company (GRC) in the amount up to $3,000,000 resulting in a new total authorized contract amount of $33,273,671.

**Agenda Item #15.** Recommend that the VTA Board of Directors authorize the General Manager to execute a task ordered contract amendment with Aldea Services, Inc. for an amount not to exceed $422,540 for a total agreement amount not to exceed $985,156.44. This amendment would finalize the risk register, with high-level mitigation measures, that was developed for the Phase II Tunneling Comparative Analysis Risk Assessment, and continue support in the risk assessment of underground structures in preparation for entry into the Federal Transit Administration’s New Starts Capital Investment Grant Program’s Engineering Phase. This amendment would extend Aldea’s contract through December 2018.

**REGULAR:**

**Agenda Item #12.** Recommend that the VTA Board of Directors authorize the General Manager to submit execute a contract amendment with MM/Bechtel, a Joint Venture, for project management services supporting the Silicon Valley Rapid Transit Program in the amount of $24,125,000 and increasing the total agreement value to $235,300,000.
Agenda Item #13. Recommend that the VTA Board of Directors authorize the General Manager to execute a contract amendment with PGH Wong Engineering, Inc. (Wong), for construction management services supporting the Silicon Valley Berryessa Extension (SVBX) Project in the amount of $18,475,000; and increasing the total agreement value to $65,600,000.

Agenda Item #14. Recommend that the VTA Board of Directors authorize the General Manager to execute a contract with HNTB/WSP Parsons Brinkerhoff (HNTB+PB), a Joint Venture, in the amount of $88,289,000 for a four year period ending in December 2021 to provide Program Management services for VTA’s BART Silicon Valley Phase II Extension.

21. **Announcements**

Nuria I. Fernandez, Chief Executive Officer and General Manager, announced VTA turned over several of the retired Community Buses to the Homeless Veterans Emergency Housing Facility to provide a mobility solution when Bus Line 45 is discontinued as part of the Next Network.

22. **Adjournment**

On order of Chairperson Hendricks and there being no objection, the meeting adjourned at 1:03 p.m.

Respectfully submitted,

Thalia Young, Board Assistant
VTA Office of the Board Secretary