



Tri-Valley ▲ San Joaquin Valley  
**REGIONAL RAIL AUTHORITY**

Board of Directors

Meeting Packet

December 13, 2023 at 2 p.m.



Tri-Valley San Joaquin Valley  
**REGIONAL RAIL AUTHORITY**

**AGENDA FOR REGULAR BOARD MEETING**  
**Wednesday, December 13, 2023 at 2:00 p.m. at Dublin Library Community Room**  
**200, Civic Plaza, Dublin, CA 94568**

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**TELECONFERENCE LOCATIONS**

4501 Pleasanton Ave.  
Pleasanton, CA

3740 Newton Way  
Pleasanton, CA

3 El Penon, Cabo Del Sol,  
Cabo San Lucas

390 Towne Centre Drive  
Lathrop, CA

1755 Harvest Landing Lane  
Tracy, CA

**MEETING PROCEDURE**

This Board of Directors meeting will be conducted in person.

Public comments will be accepted via email and in person. Emailed public comments will be accepted until 5:00 p.m. on the day before the meeting at [comments@valleylinkrail.com](mailto:comments@valleylinkrail.com). Please include "Public Comment", the meeting date and the agenda item to which your comment applies in the subject line. In the body of the email please include your name. A list of the public comments submitted by the deadline will be read during public comment and copies of correspondence will be posted on the Authority's website along with other meeting material.

In-person public comment speakers must submit a "Speaker/Comment Card" to the secretary prior to the Public Comment portion of the agenda. No speaker cards will be accepted after the close of Public Comment.

Public comments will be subject to the regular two-minute time restriction.

There will be zero tolerance for any person addressing the Board making profane, offensive, and disruptive remarks, or engaging in loud, boisterous, or other disorderly conduct, that disrupts the orderly conduct of the public meeting.

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*Upon request, the Tri-Valley-San Joaquin Valley Regional Rail Authority will provide written agenda materials in appropriate alternative formats, or disability-related modification or accommodation, including auxiliary aids or services, to enable individuals with disabilities to participate in public meetings. A speech-to-text option (live transcription) is now available on all Zoom meetings. Live transcription currently only supports English, and the accuracy of the feature depends on many variables, such as but not limited to background noise, volume and clarity of the speaker's voice, lexicons and dialects. Requests for any other reasonable accommodation should be submitted in writing, and must include your name, mailing address, phone number and brief description of the requested materials and the preferred alternative format or auxiliary aid or service at least 2 working days before the meeting. Requests should be sent to: [comments@valleylinkrail.com](mailto:comments@valleylinkrail.com).*

# TRI-VALLEY – SAN JOAQUIN VALLEY REGIONAL RAIL AUTHORITY

## AGENDA FOR REGULAR BOARD MEETING Wednesday, December 13, 2023 at 2:00 p.m.

Dublin Library Community Room  
200, Civic Plaza, Dublin, CA 94568

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### Listen and view meeting online:

- Live on Zoom from a PC, Mac, iPad, iPhone or Android device click the link below:  
<https://zoom.us/j/93548110883>  
Password: **ValleyLink**

*Please note there is no option to make Public Comment on by video conference. Please see instructions below on making public comments.*

### Listen via telephone to the meeting:

- For audio access to the meeting by telephone, use the dial-in information below:  
Dial: 1 (669) 900-6833  
Webinar ID: 935-4811-0883  
Password: **898381**

*Please note there is no option to make Public Comment on telephone access. Please see instructions below on making public comments.*

### Written comments:

- Send public comments prior to the meeting by email, to [comments@valleylinkrail.com](mailto:comments@valleylinkrail.com)

If you are submitting public comment via email, please do so by 5:00 p.m. the day before the meeting to [comments@valleylinkrail.com](mailto:comments@valleylinkrail.com).

Please include "Public Comment – December 13, 2023" and the agenda item to which your comment applies in the subject line. In the body of the email please include your full name. A list of the public comments received by the deadline will be read during public comment, and letters will be posted on the Authority's website along with other meeting material.

### In-Person Comments:

Speakers must submit a "Speaker/Comment Card" to the secretary prior to the Public Comment portion of the agenda. No speaker cards will be accepted after the close of Public Comment. Speakers are limited to 2 minutes at the discretion of the board chair.

**TRI-VALLEY – SAN JOAQUIN VALLEY REGIONAL RAIL AUTHORITY**

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200, Civic Plaza, Dublin, CA 94568

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1. Call to Order and Pledge of Allegiance
2. Roll Call of Members and Confirmation of Quorum
3. Public Comments:  
Members of the public may address the Board on any issues not listed on the agenda that are within the purview of the Authority. Comments on matters that are listed on the agenda may be made at the time the Board is considering each item. Time limits on public comments may be established by the Chair.
4. Consent Agenda – **ACTION**  
Recommend approval of all items on Consent Agenda as follows:
  - a. Minutes of October 11, 2023 Board of Directors Meeting
  - b. Treasurer’s Reports for Q3 (July – Sep)
  - c. 2024 Board Meeting Dates
  - d. FY2024 Budget Amendment
5. Approve Audited Financials for Fiscal Year 2023 – **ACTION**
6. Approve Resolution R11-2023 Adopting Director Code of Conduct – **ACTION**
7. Approve Resolution R12-2023 Authorizing the Executive Director/CEO to negotiate a contract for RFP 2023-02 Equity Community Engagement Services – **ACTION**
8. Executive Director’s Report – **INFORMATION**
  - a. Presentation: Virtual Project Tour
9. Directors’ Discussion – Comments, Questions and Agenda Requests
10. Upcoming Meeting Details – The next regular meeting is scheduled for February 14, 2023.
11. Adjourn

**AGENDA**

**ITEM 4 A**



Tri-Valley San Joaquin Valley Regional Rail Authority  
Minutes of Board meeting on October 11, 2023  
251 East Main St., Mountain House, CA

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1. **Call to Order and Pledge of Allegiance**

The meeting of the board of directors was called to order by Vice Chair Dan Wright at 2:03 p.m., Director Wright led the Pledge of Allegiance.

2. **Roll Call of Members and Confirmation of Quorum**

**Members Present - In-Person**

Vice Chair Dan Wright, City of Stockton  
Director Paul Akinjo, City of Lathrop (*joined during item #6*)  
Director David Hudson, San Ramon  
Director Bernice King-Tingle, Mountain House  
Director John Marchand, City of Livermore  
Director Jose Nuño, City of Manteca  
Director Robert Rickman, San Joaquin County  
Director Karen Stepper, Town of Danville (*joined during item #4*)  
Director Leo Zuber (Ripon), ACE

**Members Present - Remote**

Director Valerie Arkin, City of Pleasanton  
Director Mateo Bedolla, City of Tracy  
Director David Haubert, Alameda County (*left after item #8*)  
Director Julie Testa, LAVTA

**Members Absent**

Chair Melissa Hernandez, City of Dublin

3. **Public Comments**

Public comment was heard from: Kelly Abreau, Roland Lebrun and David Sargent.

4. **Consent Calendar – ACTION**

Motion to approve all items on Consent Calendar as follows:

- a. Minutes of June 14, 2023, Board of Directors Meeting
- b. Treasurer's Reports – March to May 2023

There was no public comment.

**Motion:** Marchand/Zuber

**Aye:** Arkin, Bedolla, Haubert, Hudson, King-Tingle, Marchand, Nuño, Rickman, Stepper, Testa, Wright, Zuber

**Nay:** None

**Abstain:** None

**Absent:** Akinjo, Hernandez

**Motion Passed**

5. **Approve Resolution R10-2023 State Transit and Intercity Rail Capital Program (TIRCP) Funding – ACTION**

Deputy Director, Wil Ridder summarized the staff report and requested that the board approve Resolution R10-2023 authorizing the Executive Director/CEO to execute a Master Agreement and Program Supplements with the California Department of Transportation. This agreement will allow the Authority to seek an allocation of \$25 million in TIRCP funds by the California Transportation

Tri-Valley San Joaquin Valley Regional Rail Authority  
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Commission and subsequently be reimbursed for work incurred by staff or consultants on activities funded by the TIRCP award. Directors discussed this item. There was no public comment.

**Motion:** Zuber/Arkin

**Aye:** Arkin, Bedolla, Haubert, Hudson, King-Tingle, Marchand, Nuño, Rickman, Stepper, Testa, Wright, Zuber

**Nay:** None

**Abstain:** None

**Absent:** Akinjo, Hernandez

**Motion Passed**

**6. State Legislative Update and Approval of Submission of Request for Funding – ACTION**

Ridder and the Authority's State Legislative Consultant, Gus Khouri gave an update on current State Legislature affecting the project and related funding opportunities. Khouri advised the board of recent changes to bills signed by the governor over the weekend. Ridder requested the board authorize the Executive Director/CEO to submit a request for \$35 million in SB 125 transit funding. Directors discussed this item. There was no public comment.

**Motion:** Zuber/Stepper

**Aye:** Akinjo, Arkin, Bedolla, Haubert, Hudson, King-Tingle, Marchand, Nuño, Rickman, Stepper, Testa, Wright, Zuber

**Nay:** None

**Abstain:** None

**Absent:** Hernandez

**Motion Passed**

**7. Environmental Update – Information**

Marianne Payne, Director of Policy, Planning and Environmental summarized the staff report and gave a presentation on the latest environmental activities. After questions from the directors, Payne further explained the differences between the Environmental Assessment and the Environmental Impact Study. She further detailed plans for outreach and target-area surveys. Public comment was heard from Roland Lebrun.

**8. Executive Director's Report - INFORMATION**

Sheridan shared photos of Chair Melissa Hernandez with the new Stadler FLIRT Hydrogen train, that will be run by San Bernadino County Transit Authority. He updated the board on a recent in-person meeting with Stadler scientists and engineers to discuss hydrogen-powered trains for the Valley Link alignment, noting that the Authority has not yet settled on a power source for the project and recommendations are still being sought from industry experts and will provide the latest updates as they are available. Sheridan advised that ongoing project-update presentations were delivered to various interested parties including: San Joaquin Council of Governments (SJCOG), Alameda and San Joaquin County staff, City of Tracy and Mountain House Community Services. Sheridan thanked the Authority's San Joaquin County representatives, Tracy Mayor Nancy Young, Senators Villapudua and Eggman, as well as their staff, for their support at the SJCOG meeting. Finally, Sheridan advised the board that their comments on the recent Code of Conduct agenda item, from the August board

**Tri-Valley San Joaquin Valley Regional Rail Authority  
Minutes of Board meeting on October 11, 2023  
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meeting, have been considered and the item will be brought back to the next board meeting in December. Directors discussed this item and public comment was heard from Kelly Abreau.

**9. Directors' Discussion**

Director Akinjo express his appreciation to Executive Director/CEO Kevin Sheridan and staff for their efforts. Vice Chair Wright commented that he met with San Joaquin Regional Transit District (RTD), and they presented on upcoming projects, one being a hydrogen bus project. Wright encouraged RTD CEO Alex Clifford to reach out to Sheridan to explore possibilities of working together regarding hydrogen. Sheridan announced that Governor Newsom signed SB 746 which names Valley Link as electrolytic hydrogen producer. This gives the Authority the authorization to enter into agreements to build hydrogen facilities in the state.

**10. Upcoming Meeting Details**

The next regular meeting of the board will be held on December 13, 2023.

**11. Adjourn**

The meeting adjourned without objection at 2:57 p.m.



**AGENDA**

**ITEM 4 B**





# Tri-Valley San Joaquin Valley **REGIONAL RAIL AUTHORITY**

## STAFF REPORT

SUBJECT: Treasurer's Reports  
FROM: Tamara Edwards, Chief Financial Officer  
DATE: December 13, 2023

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### **Action Requested**

Staff requests that the Tri-Valley – San Joaquin Valley Regional Rail Authority Board accept the Treasurer's Reports for July, August and September 2023.

### **Background/Discussion**

The Treasurer's Reports show all expenses and revenues for the months of July to September as well as the year-to-date totals.

The fund balance reflected on both the balance sheet and the expense report is the difference between the revenue received and the expenses. As the Rail Authority's funding is all on a reimbursement basis this will be reflected as a negative amount (expenses higher than revenues) until year end when accruals are done, at which time the fund balance will be zero. Additionally, as all the Rail Authority's funding is on a reimbursement basis LAVTA continues to provide the cash flow for the Rail Authority which is reflected in the funds due to LAVTA line item.

### **Attachments:**

1. July 2023 Treasurer's Report
2. August 2023 Treasurer's Report
3. September 2023 Treasurer's Report

## **ATTACHMENT 1**



**Tri-Valley San Joaquin Regional Rail Authority**  
**BALANCE SHEET**  
**FOR THE PERIOD ENDING:**  
**7/31/2023 Preliminary**

**ASSETS:**

108 CASH-GENERAL CHECKING	4,757,987
120 ACCOUNTS RECEIVABLE	3,832,711
150 PREPAID EXPENSES	0
111 NET PROPERTY COSTS	8,263

<b>TOTAL ASSETS</b>	<b>8,598,961</b>
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**LIABILITIES:**

205 ACCOUNTS PAYABLE	769,693
20501 DUE TO LAVTA	2,929,055
22110 PAYROLL CLEARING	0
211 PRE-PAID REVENUE	4,988,858
22000 FIT	(1,257)
22010 SIT	(866)
22020 FICA	(6,638)
22030 SDI	0
22090 Worker's Comp	23,994
22100 457	404

<b>TOTAL LIABILITIES</b>	<b>8,703,245</b>
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**FUND BALANCE:**

301 FUND RESERVE	0
304 GRANTS, DONATIONS, PAID-IN CAPITAL	0
30401 SALE OF BUSES & EQUIPMENT	0
FUND BALANCE	(104,284)

<b>TOTAL FUND BALANCE</b>	<b>-104,284</b>
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<b>TOTAL LIABILITIES &amp; FUND BALANCE</b>	<b>8,598,961</b>
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**Tri-Valley San Joaquin Regional Rail Authority**  
**REVENUE REPORT**  
**FOR THE PERIOD ENDING:**  
**7/31/2023 Preliminary**

<b>ACCOUNT</b>	<b>DESCRIPTION</b>	<b>BUDGET</b>	<b>CURRENT MONTH</b>	<b>YEAR TO DATE</b>	<b>BALANCE AVAILABLE</b>	<b>PERCENT BUDGET EXPENDED</b>
	MTC-Bridge Tolls	22,401,750	0	0	22,401,750	0.0%
	State Budget funds	5,000,000	0	0	5,000,000	0.0%
	Alameda County/Strategic Development	0	0	0		
	<b>TOTAL REVENUE</b>	<b>27,401,750</b>	<b>0</b>	<b>0</b>	<b>27,401,750</b>	<b>0.0%</b>

Tri-Valley San Joaquin Regional Rail Authority  
EXPENDITURE REPORT  
7/31/2023 Preliminary

ACCOUNT	DESCRIPTION	BUDGET	CURRENT MONTH	YEAR TO DATE	BALANCE AVAILABLE	PERCENT BUDGET EXPENDED
<b>Direct Labor and Benefits</b>						
	Executive Director	255,000	0	26,791	228,209	10.51%
	Deputy Executive Director	250,000	0	20,678	229,322	8.27%
	Administrative Assistant	90,000	0	9,795	80,205	10.88%
	Finance Director	42,609	0	0	42,609	0.00%
	Manager of Policy, Planning, and Environmental	235,000	0	18,379	216,621	7.82%
	Rail Engineering, and Construction Project Manager	240,000	0	19,758	220,242	8.23%
	Employee Benefits	185,641	0	5,176	180,465	2.79%
	<b>TOTAL - Direct Labor</b>	<b>1,298,250</b>	<b>0</b>	<b>100,577</b>	<b>1,197,673</b>	<b>7.75%</b>
<b>Consultants/seconded staff</b>						
	General Engineering Consultants	20,000,000	0	0	20,000,000	0.00%
	AECOM	3,500,000	0	0	3,500,000	0.00%
	Program Management Support Services	1,000,000	0	0	1,000,000	0.00%
	Hydrogen Proof of Concept	-	0	0	0	
	Temporary Clerical Help	50,000	0	1,129	48,871	2.26%
	Financial Advisory Services	150,000	0	0	150,000	0.00%
	Government Relations/Community Engagement	450,000	0	0	450,000	0.00%
	<b>TOTAL - Consultants</b>	<b>25,150,000</b>	<b>0</b>	<b>1,129</b>	<b>25,148,871</b>	<b>0.00%</b>
<b>Other Direct Costs</b>						
	Legal	270,000	0	0	270,000	0.00%
	Insurance	50,000	0	0	50,000	0.00%
	Audits	25,000	0	0	25,000	0.00%
	HR	-	0	0	0	
	Line of Credit	125,000	0	0	125,000	0.00%
	Travel/Mileage/Mis	15,000	0	0	15,000	0.00%
	Office space/furnishings	137,500	0	771	136,729	0.56%
	Professional Development	2,500	0	0	2,500	0.00%
	Memberships	8,500	0	0	8,500	0.00%
	Information Technology/Software	20,000	0	1,585	18,415	7.93%
	ACTC	100,000	0	0	100,000	0.00%
	SJRRC	50,000	0	0	50,000	0.00%
	BART	100,000	0	0	100,000	0.00%
	Caltrans Reimbursement	-	0	0	0	
	Union Pacific Reimbursement	50,000	0	0	50,000	0.00%
	<b>TOTAL OTHER DIRECT COSTS</b>	<b>953,500.00</b>	<b>0.00</b>	<b>2,355.83</b>	<b>951,144</b>	<b>0.25%</b>
	<b>TOTAL OPERATING EXPENDITURES</b>	<b>27,401,750</b>	<b>0</b>	<b>104,062</b>	<b>27,297,688</b>	<b>0.38%</b>
	<b>LAVTA Expense</b>		<b>0</b>	<b>0</b>		
	<b>FUND BALANCE (OPERATING)</b>		<b>0</b>	<b>(104,062)</b>		

## **ATTACHMENT 2**



**Tri-Valley San Joaquin Regional Rail Authority**  
**BALANCE SHEET**  
**FOR THE PERIOD ENDING:**  
**August 31, 2023**

**ASSETS:**

106 MONEY MARKET ACCOUNT	1,499,975
107 CD	3,000,000
108 CASH-GENERAL CHECKING	1,585,896
120 ACCOUNTS RECEIVABLE	3,832,711
150 PREPAID EXPENSES	0
111 NET PROPERTY COSTS	8,263

<b>TOTAL ASSETS</b>	<b>9,926,846</b>
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**LIABILITIES:**

205 ACCOUNTS PAYABLE	745,305
20501 DUE TO LAVTA	2,929,055
22110 PAYROLL CLEARING	0
211 PRE-PAID REVENUE	4,988,858
22000 FIT	(1,257)
22010 SIT	(866)
22020 FICA	(6,638)
22030 SDI	0
22090 Worker's Comp	24,964
22100 457	404

<b>TOTAL LIABILITIES</b>	<b>8,679,826</b>
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**FUND BALANCE:**

301 FUND RESERVE	0
304 GRANTS, DONATIONS, PAID-IN CAPITAL	0
30401 SALE OF BUSES & EQUIPMENT	0
FUND BALANCE	1,247,020

<b>TOTAL FUND BALANCE</b>	<b>1,247,020</b>
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<b>TOTAL LIABILITIES &amp; FUND BALANCE</b>	<b>9,926,846</b>
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**Tri-Valley San Joaquin Regional Rail Authority**  
**REVENUE REPORT**  
**FOR THE PERIOD ENDING:**  
**August 31, 2023**

<b>ACCOUNT</b>	<b>DESCRIPTION</b>	<b>BUDGET</b>	<b>CURRENT MONTH</b>	<b>YEAR TO DATE</b>	<b>BALANCE AVAILABLE</b>	<b>PERCENT BUDGET EXPENDED</b>
	MTC-Bridge Tolls	22,401,750	1,492,147	1,492,147	20,909,603	6.7%
	State Budget Funds	5,000,000	0	0	5,000,000	0.0%
	Alameda County/Strategic Development	0	0	0		
	<b>TOTAL REVENUE</b>	<b>27,401,750</b>	<b>1,492,147</b>	<b>1,492,147</b>	<b>25,909,603</b>	<b>5.4%</b>

Tri-Valley San Joaquin Regional Rail Authority  
EXPENDITURE REPORT  
August 31, 2023

ACCOUNT	DESCRIPTION	BUDGET	CURRENT MONTH	YEAR TO DATE	BALANCE AVAILABLE	PERCENT BUDGET EXPENDED
<b>Direct Labor and Benefits</b>						
	Executive Director	255,000	26,640	53,431	201,569	20.95%
	Deputy Executive Director	250,000	20,875	41,552	208,448	16.62%
	Administrative Assistant	90,000	9,795	19,590	70,410	21.77%
	Finance Director	42,609	0	0	42,609	0.00%
	Manager of Policy, Planning, and Environmental	235,000	18,553	36,932	198,068	15.72%
	Rail Engineering, and Construction Project Manager	240,000	19,946	39,704	200,296	16.54%
	Employee Benefits	185,641	4,254	9,430	176,211	5.08%
	<b>TOTAL - Direct Labor</b>	<b>1,298,250</b>	<b>100,061</b>	<b>200,639</b>	<b>1,097,611</b>	<b>15.45%</b>
<b>Consultants/seconded staff</b>						
	General Engineering Consultants	20,000,000	0	0	20,000,000	0.00%
	AECOM	3,500,000	0	0	3,500,000	0.00%
	Program Management Support Services	1,000,000	0	0	1,000,000	0.00%
	Hydrogen Proof of Concept	-	0	0	0	
	Temporary Clerical Help	50,000	3,613	4,742	45,258	9.48%
	Financial Advisory Services	150,000	0	0	150,000	0.00%
	Government Relations/Community Engagement	450,000	28,400	28,400	421,600	6.31%
	<b>TOTAL - Consultants</b>	<b>25,150,000</b>	<b>32,013</b>	<b>33,142</b>	<b>25,116,858</b>	<b>0.13%</b>
<b>Other Direct Costs</b>						
	Legal	270,000	0	0	270,000	0.00%
	Insurance	50,000	0	0	50,000	0.00%
	Audits	25,000	0	0	25,000	0.00%
	HR	-	0	0	0	
	Line of Credit	125,000	0	0	125,000	0.00%
	Bank Fees	-	0	25	(25)	
	Travel/Mileage/Mis	15,000	0	358	14,642	2.38%
	Office space/furnishings	137,500	0	7,573	129,927	5.51%
	Professional Development	2,500	0	0	2,500	0.00%
	Memberships	8,500	0	0	8,500	0.00%
	Information Technology/Software	20,000	0	3,170	16,830	15.85%
	ACTC	100,000	0	0	100,000	0.00%
	SJRRRC	50,000	0	0	50,000	0.00%
	BART	100,000	0	0	100,000	0.00%
	Caltrans Reimbursement	-	0	0	0	
	Union Pacific Reimbursement	50,000	0	0	50,000	0.00%
	<b>TOTAL OTHER DIRECT COSTS</b>	<b>953,500.00</b>	<b>0.00</b>	<b>11,125.27</b>	<b>942,375</b>	<b>1.17%</b>
	<b>TOTAL OPERATING EXPENDITURES</b>	<b>27,401,750</b>	<b>132,074</b>	<b>244,906</b>	<b>27,156,844</b>	<b>0.89%</b>
	<b>LAVTA Expense</b>		<b>0</b>	<b>0</b>		
	<b>FUND BALANCE (OPERATING)</b>		<b>1,360,073</b>	<b>1,247,241</b>		

## **ATTACHMENT 3**



**Tri-Valley San Joaquin Regional Rail Authority**  
**BALANCE SHEET**  
**FOR THE PERIOD ENDING:**  
**September 30, 2023**

**ASSETS:**

106 MONEY MARKET ACCOUNT	1,499,975
107 CD	3,000,000
108 CASH-GENERAL CHECKING	1,079,058
120 ACCOUNTS RECEIVABLE	3,832,711
150 PREPAID EXPENSES	0
111 NET PROPERTY COSTS	8,263

<b>TOTAL ASSETS</b>	<b>9,420,008</b>
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**LIABILITIES:**

205 ACCOUNTS PAYABLE	745,305
20501 DUE TO LAVTA	2,929,055
22110 PAYROLL CLEARING	0
211 PRE-PAID REVENUE	4,988,858
22000 FIT	(1,257)
22010 SIT	(866)
22020 FICA	(6,638)
22030 SDI	0
22090 Worker's Comp	15,647
22100 457	404

<b>TOTAL LIABILITIES</b>	<b>8,670,510</b>
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**FUND BALANCE:**

301 FUND RESERVE	0
304 GRANTS, DONATIONS, PAID-IN CAPITAL	0
30401 SALE OF BUSES & EQUIPMENT	0
FUND BALANCE	749,498

<b>TOTAL FUND BALANCE</b>	<b>749,498</b>
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<b>TOTAL LIABILITIES &amp; FUND BALANCE</b>	<b>9,420,008</b>
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**Tri-Valley San Joaquin Regional Rail Authority**  
**REVENUE REPORT**  
**FOR THE PERIOD ENDING:**  
**September 30, 2023**

<b>ACCOUNT</b>	<b>DESCRIPTION</b>	<b>BUDGET</b>	<b>CURRENT MONTH</b>	<b>YEAR TO DATE</b>	<b>BALANCE AVAILABLE</b>	<b>PERCENT BUDGET EXPENDED</b>
	MTC-Bridge Tolls	22,401,750	0	1,492,147	20,909,603	6.7%
	State Budget Act of 2022	5,000,000	0	0	5,000,000	0.0%
	Alameda County/Strategic Development	0	0	0		
	<b>TOTAL REVENUE</b>	<b>27,401,750</b>	<b>0</b>	<b>1,492,147</b>	<b>25,909,603</b>	<b>5.4%</b>

Tri-Valley San Joaquin Regional Rail Authority  
EXPENDITURE REPORT  
September 30, 2023

ACCOUNT	DESCRIPTION	BUDGET	CURRENT MONTH	YEAR TO DATE	BALANCE AVAILABLE	PERCENT BUDGET EXPENDED
<b>Direct Labor and Benefits</b>						
	Executive Director	255,000	26,640	80,070	174,930	31.40%
	Deputy Executive Director	250,000	20,875	62,427	187,573	24.97%
	Administrative Assistant	90,000	9,795	29,385	60,615	32.65%
	Finance Director	42,609	3,500	3,500	39,109	8.21%
	Manager of Policy, Planning, and Environmental	235,000	18,553	55,485	179,515	23.61%
	Rail Engineering, and Construction Project Manager	240,000	19,946	59,650	180,350	24.85%
	Employee Benefits	185,641	4,191	13,621	172,020	7.34%
	<b>TOTAL - Direct Labor</b>	<b>1,298,250</b>	<b>103,499</b>	<b>304,137</b>	<b>994,113</b>	<b>23.43%</b>
<b>Consultants/seconded staff</b>						
	General Engineering Consultants	20,000,000	356,503	356,503	19,643,497	1.78%
	AECOM	3,500,000	0	0	3,500,000	0.00%
	Program Management Support Services	1,000,000	0	0	1,000,000	0.00%
	Hydrogen Proof of Concept	-	0	0	0	
	Temporary Clerical Help	50,000	3,377	8,119	41,881	16.24%
	Financial Advisory Services	150,000	0	0	150,000	0.00%
	Government Relations/Community Engagement	450,000	8,400	36,800	413,200	8.18%
	<b>TOTAL - Consultants</b>	<b>25,150,000</b>	<b>368,280</b>	<b>401,422</b>	<b>24,748,578</b>	<b>1.60%</b>
<b>Other Direct Costs</b>						
	Legal	270,000	4,110	4,110	265,890	1.52%
	Insurance	50,000	0	0	50,000	0.00%
	Audits	25,000	6,000	6,000	19,000	24.00%
	HR	-	0	0	0	
	Line of Credit	125,000	0	0	125,000	0.00%
	Bank Fees	-	0	25	(25)	
	Travel/Mileage/Mis	15,000	8	366	14,634	2.44%
	Office space/furnishings	137,500	6,540	14,113	123,387	10.26%
	Professional Development	2,500	0	0	2,500	0.00%
	Memberships	8,500	7,500	7,500	1,000	88.24%
	Information Technology/Software	20,000	1,585	4,755	15,245	23.78%
	ACTC	100,000	0	0	100,000	0.00%
	SJRRRC	50,000	0	0	50,000	0.00%
	BART	100,000	0	0	100,000	0.00%
	Caltrans Reimbursement	-	0	0	0	
	Union Pacific Reimbursement	50,000	0	0	50,000	0.00%
	<b>TOTAL OTHER DIRECT COSTS</b>	<b>953,500.00</b>	<b>25,743.10</b>	<b>36,868.37</b>	<b>916,632</b>	<b>3.87%</b>
	<b>TOTAL OPERATING EXPENDITURES</b>	<b>27,401,750</b>	<b>497,522</b>	<b>742,427</b>	<b>26,659,323</b>	<b>2.71%</b>
	<b>LAVTA Expense</b>		<b>0</b>	<b>0</b>		
	<b>FUND BALANCE (OPERATING)</b>		<b>(497,522)</b>	<b>749,720</b>		

**AGENDA**

**ITEM 4 C**





Tri-Valley ▲ San Joaquin Valley  
**REGIONAL RAIL AUTHORITY**

**STAFF REPORT**

SUBJECT: Set Board of Directors Meeting Dates for 2024

FROM: Kevin Sheridan, Executive Director/CEO

DATE: December 13, 2023

---

**Action Requested**

Approve 2024 meeting calendar for Tri-Valley – San Joaquin Valley Regional Rail Authority Board of Directors.

**Background/Discussion**

Staff proposes to continue the pattern, holding the regular meeting of the Tri-Valley – San Joaquin Valley Regional Rail Authority Board of Directors on the 2<sup>nd</sup> Wednesday of every other month at 2 p.m.

**Attachments**

1. Schedule of Meeting Dates for Calendar Year 2024



## **ATTACHMENT 1**





Tri-Valley ▲ San Joaquin Valley  
**REGIONAL RAIL AUTHORITY**

Board of Directors  
Meeting Calendar 2024

**2nd Wednesday of every other month at 2 p.m.**

January	No meeting
February	14
March	No meeting
April	10
May	No meeting
June	12
July	No meeting
August	14
September	No meeting
October	9
November	No meeting
December	11

**AGENDA**

**ITEM 4D**





## STAFF REPORT

SUBJECT: Approve Amendment 1 to Fiscal Year 2024 Budget

FROM: Wil Ridder, Deputy Director

DATE: December 13, 2023

---

### **Action Requested**

Staff requests that the Board of Directors approve Amendment 1 to the Fiscal Year (FY) 2024 Budget.

### **Background/Discussion**

The Board of Directors adopted the Authority's FY 2024 Budget at their June 14, 2023 meeting. At that time, Authority staff recognized that during FY 2024 additional funds would flow from the State based upon the formal allocation by the California Transportation Commission (CTC) of the \$25 million in Transit and Intercity Rail Capital Program (TIRCP) funds awarded to the Authority in April 2023. On December 7, 2023 these TIRCP funds were formally allocated to the Authority, allowing staff to bring back to the Board the budget amendments required to reflect the use of these additional revenues as the Authority seeks to initiate specific activities funded with these revenues within the budget year.

Amendment 1 to the FY 2024 Budget adds \$400,000 in TIRCP revenues to the previously adopted FY 2024 Budget to support the Authority's ability to enter into a new consultant contract for Equity Community Engagement activities funded under the TIRCP award. This is specifically the amount of Equity Community Engagement consultant contract budget (\$500,000 total) anticipated to be expended during the remaining 6 months of the current fiscal year. Staff will return to the Board with additional amendments to the FY 2024 budget as additional uses of the balance of the \$25 million in TIRCP are recommended.

Below is a brief description of the amended revenues and expenses:

#### Amended Revenues

##### ***State TIRCP Funding***

The CTC allocated the \$25 million in TIRCP funding awarded to the Authority for the Valley Link rail project as part of TIRCP Cycle 6 for preliminary engineering activities. Amendment 1 to the FY 2024 Budget adds \$400,000 in TIRCP revenues to specifically fund the amount of Equity Community Engagement consultant contract activities anticipated to be completed during the remainder of FY 2024.

#### Amended Expenses

##### ***Consultants - Equity Community Engagement***

Amendment 1 to the FY 2024 Budget adds \$400,000 in expenses for a new Equity Community Engagement activity under Consultant Services. These Equity Community Engagement services are being recommended to the Board in Item 7 of the December 13, 2023 Board Meeting agenda. The

\$400,000 in TIRCP revenues specifically fund the amount of Equity Community Engagement consultant contract activities anticipated to be completed during the remainder of FY 2024.

**Fiscal Impact**

Approval of Amendment 1 to the FY 2024 Budget will authorize the expenditure of up to a total of \$27,801,750 in funding provided by the Metropolitan Transportation Commission (MTC) and the State for Valley Link project development activities. This total represents a \$400,000 increase based on the addition of new TIRCP revenues allocated by the CTC on December 7, 2023.

**Recommendation**

Approve Amendment 1 to the FY 2024 Budget.

**Attachments:**

1. Amendment 1 to FY 2024 Budget - Revenues and Expenses

## **ATTACHMENT 1**



**TRI-VALLEY — SAN JOAQUIN VALLEY REGIONAL RAIL AUTHORITY  
AMENDMENT 1 TO FISCAL YEAR 2024 BUDGET**

**REVENUES**

MTC Allocation	\$	22,401,750.00
State Budget Funding	\$	5,000,000.00
State TIRCP	\$	400,000.00
<b>Grand Total Revenues</b>	<b>\$</b>	<b>27,801,750.00</b>

**EXPENSES**

**Direct Labor and Benefits**

Executive Director/CEO	\$	336,000.00
Deputy Director	\$	279,300.00
Director, Rail Engineering and Construction	\$	260,400.00
Director, Policy Planning and Environmental	\$	242,550.00
Chief Financial Officer	\$	42,609.00
Executive Assistant	\$	127,000.00
Other LAVTA Administrative Support Activities	\$	10,391.00
<b>Total</b>	<b>\$</b>	<b>1,298,250.00</b>

**Consultants**

General Engineering Consultant	\$	20,000,000.00
AECOM	\$	3,500,000.00
Administrative Support	\$	50,000.00
Program Management Support Services	\$	1,000,000.00
Government Relations/Marketing	\$	450,000.00
Financial Advisory Services	\$	150,000.00
Equity Community Engagement	\$	400,000.00
<b>Total</b>	<b>\$</b>	<b>25,550,000.00</b>

**Other Direct Costs**

Insurance	\$	50,000.00
Financial Audits (incl software)	\$	25,000.00
Legal / Legal Supplemental	\$	270,000.00
Line-of-Credit	\$	125,000.00
Office Space/Furnishings/Office Supplies/Utilities	\$	137,500.00
Travel/Mileage/Meetings	\$	15,000.00
Professional Development	\$	2,500.00
Memberships	\$	8,500.00
Information Technology/Software	\$	20,000.00
BART	\$	100,000.00
SJRRC	\$	50,000.00
ACTC	\$	100,000.00
UPRR	\$	50,000.00
<b>Total</b>	<b>\$</b>	<b>953,500.00</b>

<b>Grand Total Expenses</b>	<b>\$</b>	<b>27,801,750.00</b>
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**AGENDA**

**ITEM 5**







# Tri-Valley San Joaquin Valley **REGIONAL RAIL AUTHORITY**

## STAFF REPORT

SUBJECT: Fiscal Year 2023 Basic Financial Statements and Memorandum of Internal Control  
FROM: Tamara Edwards, Chief Financial Officer  
DATE: December 13, 2023

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### **Action Requested**

Accept of the Authority's Basic Financial Statements (BFS).

### **Background/Discussion**

The Finance Department has prepared the BFS following the guidelines of the Government Finance Officers Association and in conformance with generally accepted accounting principles for state and local governmental entities established by the Governmental Accounting Standards Board.

### **Discussion**

Attached for your review is the draft Basic Financial Statements for the fiscal year ending June 2023. This report includes the annual audit prepared by Maze and Associates and staff stating that for the period audited, there were no findings.

Vikki Rodriguez from Maze and Associates will be attending the Board meeting to provide an overview and answer any questions.

### **Recommendation**

Staff recommends that the Board of Directors accept the Basic Financial Statements for Fiscal Year 2023.

### **Attachments:**

1. Draft Tri-Valley-San Joaquin Valley Regional Rail Authority FY2023 BFS
2. Memorandum of Internal Control

## **ATTACHMENT 1**



**TRI-VALLEY – SAN JOAQUIN VALLEY REGIONAL  
RAIL AUTHORITY  
BASIC FINANCIAL STATEMENTS  
June 30, 2023**

Final Draft

Final Draft

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**TRI-VALLEY – SAN JOAQUIN VALLEY REGIONAL  
RAIL AUTHORITY  
BASIC FINANCIAL STATEMENTS  
For The Year Ended June 30, 2023**

**Table of Contents**

	<b>Page</b>
<i>Independent Auditor's Report</i>	1
<i>Management Discussion and Analysis</i>	3
<i>Basic Financial Statements</i>	
Statement of Net Position	8
Statement of Revenues, Expenses and Changes in Net Position	9
Statement of Cash Flows	10
Notes to Financial Statements	11

Final Draft

Final Draft

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## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of  
Tri-Valley – San Joaquin Valley Regional Rail Authority  
Livermore, California

### ***Opinion***

We have audited the accompanying financial statements of the Tri-Valley – San Joaquin Valley Regional Rail Authority (Authority) as of and for the year ended June 30, 2023, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the Table of Contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Authority as of June 30, 2023, and the respective changes in financial position and its cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Basis for Opinion***

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with the relevant ethical requirement relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Responsibilities of Management's for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### ***Auditor's Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

#### ***Required Supplementary Information***

Accounting principles generally accepted in the United States of America require that the Management's Discussion and Analysis be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Pleasant Hill, California

**DATE**



## MANAGEMENT DISCUSSION AND ANALYSIS

For the Year Ended June 30, 2023

The Tri-Valley-San Joaquin Valley Regional Rail Authority is required to prepare financial statements in accordance with Government Accounting Standards Board Statement Number 34 (GASB 34). GASB 34 required changes to the traditional financial statements and disclosures and required the preparation of a Management Discussion and Analysis (MD&A)— a narrative overview and analysis of the financial activities of the Authority for each fiscal year. This MD&A is for the fiscal year ended June 30, 2023.

GASB 34 requires the format of Authority-wide financial statements, which are contained in the Financial Section of the accompanying report. These Authority-wide statements include a Statement of Net Position and a Statement of Revenues, Expenses and Changes in Net Position. The Statement of Net Position presents information on all of the Authority's assets and liabilities with the difference of the assets minus the liabilities being the Authority's Net Position. The Statement of Revenues, Expenses and Changes in Net Position summarizes how the Authority's Net Position have changed over the fiscal year.

Page references are to the attached fiscal year ended June 30, 2023 basic financial statements.

### Background and Overview of the Presentation of the Financial Statements

The Authority's basic financial statements are comprised of four parts:

1. The Independent Auditor's Report
2. The Management Discussion and Analysis
3. The Basic Financial Statements
4. The Notes to the Financial Statements

1. *The Independent Auditor's Report.* This is an annual report prepared by the auditor to accompany the financial statements.

2. *Management Discussion and Analysis (MD&A).* This report accompanies the GASB34 compliant financial statements. The MD&A must include:

- A brief explanation of the presentation that makes up the basic financial statements and the relationship of one statement to another.
- Condensed financial information, allowing comparison of current and prior fiscal periods.
- Analysis of the Authority's overall financial position (Statement of Net Position), and results of operations (Statement of Revenues, Expenses and Changes in Net Position).
- Any facts, decisions, or conditions known at the close of audit fieldwork that is expected to have a significant effect on the financial position or results of operations.

3. *Basic Financial Statements.* The basic Authority-wide financial statements are prepared under a set of rules referred to by their regulatory identifier, GASB 34. The Authority-wide financial statements are designed to provide a broader overview of the Authority's financial position, using an accounting basis similar to the model used in prior years.

The Statement of Net Position summarizes the Authority's assets and liabilities, with the difference of the two reported as Net Position (rather than equity). The Statement of Net Position is designed to provide information about the financial position of the Authority as a whole, including all of its capital assets and long-term liabilities, on a full accrual basis of accounting, similar to the accounting model used by private sector firms. Over time, increases or decreases in Net Position could serve as an indication of whether the overall financial position of the Authority is stable.

The following table summarizes the Net Position of governmental activities as of June 30, 2023 and June 30, 2022:

Table 1

Statement of Net Position	Year Ending 6/30/2023	Year Ending 6/30/2022
<b>Assets:</b>		
Cash and investments	\$5,178,264	\$0
Receivables	3,854,191	2,154,685
Prepays	0	976
Capital assets (depreciated)	<u>4,957</u>	<u>6,610</u>
Total assets	<u>9,037,412</u>	<u>2,162,271</u>
<b>Liabilities:</b>		
Accounts payable and accrued liabilities	1,118,656	719,642
Due to Other Governments	2,930,929	97,436
Cash overdraft	0	1,303,027
Unearned Revenues	4,991,055	45,152
Total liabilities	<u>9,040,640</u>	<u>2,165,257</u>
<b>Net Position:</b>		
Net investments in capital assets	4,957	0
Unrestricted	<u>(8,185)</u>	<u>(2,986)</u>
Total restricted Net Position	<u>\$(3,228)</u>	<u>\$(2,986)</u>

## Net Position

The Statement of Revenues, Expenses and Change in Net Position provides information about the Authority's revenues and expenses on the full accrual basis, with an emphasis on measuring the net revenues or expenses for each of the Authority's main activities. The Statement of Revenues, Expenses and Change in Net Position explains in detail the change in Net Position for a given year. The amounts in the Statement of Revenues, Expenses and Change in Net Position represent Rail Planning activities.

The following table summarizes the Statement of Revenues, Expenses and Change in Net Position, or the change in Net Position of governmental activities, for the year ended June 30, 2023 and June 30, 2022:

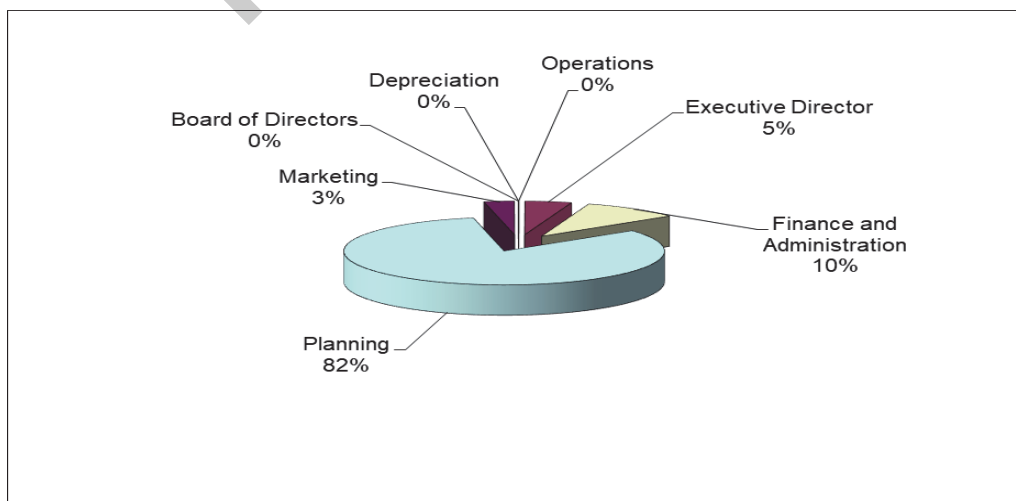
	Year Ending 6/30/2023	Year Ending 6/30/2022
<b>EXPENSES</b>		
Expenses, non-capital		
Board of Directors	\$2,592	\$0
Executive Director	352,410	462,241
Finance and Administration	745,226	1,157,001
Planning	6,139,351	3,460,858
Marketing	228,059	193,823
Total Expenses, non-capital	<u>7,467,638</u>	<u>5,273,923</u>
Expenses, capital, non-operating		
Depreciation	1,653	1,653
Total Expenses, capital	<u>1,653</u>	<u>1,653</u>
Total expenses	<u>7,469,291</u>	<u>5,275,576</u>
<b>REVENUES</b>		
Non-operating revenues, non-capital:		
Operating grants and contributions	<u>7,469,049</u>	<u>5,300,678</u>
Total non-operating revenues, non-capital	<u>7,469,049</u>	<u>5,300,678</u>
Total non-capital revenues	<u>7,469,049</u>	<u>5,300,678</u>
Total revenues	<u>\$7,469,049</u>	<u>\$5,300,678</u>
<b>CHANGE IN NET POSITION</b>		
Net Position, beginning	(2,986)	(25,102)
Net Position, ending	<u>\$(3,228)</u>	<u>\$(2,986)</u>

## Expenses

Expenses, excluding depreciation, are sorted by department. A brief description of each department's function is as follows:

- *Board of Directors* All the costs associated with the Board of Directors including their stipends and professional development expenses are charged to this department.
- *Executive Director* The Executive Director is responsible for the general supervision of the administration of the transit system. All costs associated with this position, and projects that the Executive Director oversees are accounted for in this cost center.
- *Administrative Services* Specific department responsibilities include: financial reporting and analysis; oversight of all financial and compliance audits and preparation of the annual financial statements, human resources management; administration of grants; and general office administration. Significant costs charged to this department are salary and benefits for the eight accounting, grants, administrative and customer service positions, as well as utilities and facility maintenance expenses.
- *Planning* This department plans, organizes, directs, and implements the Authority's planning programs.
- *Marketing* The Marketing Department is responsible for planning, organizing, directing, and implementing the Authority's marketing and community outreach programs.
- *Operations* Liability insurance, are significant costs attributed to this department.

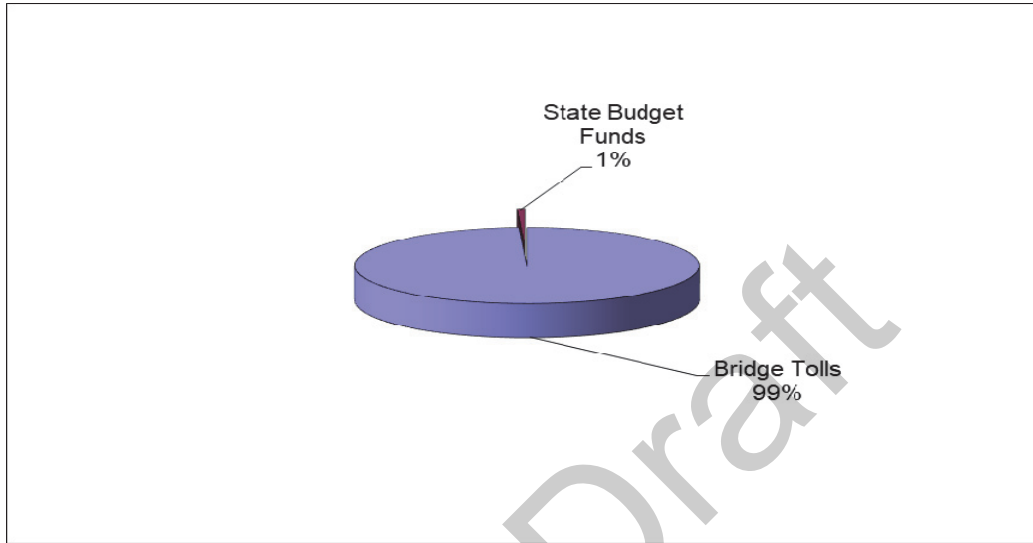
Below are the percentages by department for the fiscal year ending June 2023.



## Revenues

The Authority's primary source of operating revenue is AB1171 Bridge Tolls Administered by the Metropolitan Transportation Commission.

Below are percentages by funding source for the fiscal year ending June 2023.



## Capital Contributions

The Authority did not have any Capital purchases or contributions in the fiscal year ending June 2023.

### 4. *Notes to the Financial Statements*

The notes provide additional information that is important to a full understanding of the data provided in the Authority-wide, and the traditional fund-based, financial statements.

Finally, there were no facts, decisions, or conditions known at the close of fieldwork that are expected to have a significant effect on the financial position or results of operations.

### Contacting Authority Management

These Basic Financial Statements are intended to provide citizens, taxpayers, investors, and creditors with a general overview of the Authority's finances. Questions about this Report should be directed to the Authority, at Tri-Valley – San Joaquin Valley Regional Rail Authority, 1362 Rutan Court, Suite 100, Livermore, CA 94551.

**TRI-VALLEY - SAN JOAQUIN VALLEY  
REGIONAL RAIL AUTHORITY  
STATEMENT OF NET POSITION  
JUNE 30, 2023**

**ASSETS**

Current Assets:

Cash and investments	\$	5,178,264
Accounts receivable		3,854,191
		9,032,455
Total Current Assets		9,032,455

Noncurrent Assets:

Capital assets		8,263
Accumulated depreciation		(3,306)
		4,957
Total Noncurrent Assets		4,957

		9,037,412
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**LIABILITIES**

Current Liabilities:

Due to other governments		2,930,929
Accounts payable and accrued liabilities		1,118,656
		4,049,585
Total Current Liabilities		4,049,585

Noncurrent Liabilities:

Unearned revenues		4,991,055
		4,991,055
Total Noncurrent Liabilities		4,991,055

		9,040,640
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**NET POSITION (DEFICIT)**

Net investment in capital assets		4,957
Unrestricted		(8,185)
		(3,228)
Total Net Position (Deficit)	\$	(3,228)

See accompanying notes to financial statements.

**TRI-VALLEY - SAN JOAQUIN  
VALLEY REGIONAL RAIL AUTHORITY  
STATEMENTS OF REVENUES, EXPENSES,  
AND CHANGES IN NET POSITION  
FOR THE YEAR ENDED JUNE 30, 2023**

PROGRAM OPERATING EXPENSES	
Board of Directors	\$ 2,592
Executive Director	352,410
Finance and Administration	745,226
Planning	6,139,351
Marketing	228,059
Depreciation	<u>1,653</u>
Total program operating expenses	<u>7,469,291</u>
PROGRAM OPERATING LOSSES	<u>7,469,291</u>
NON-OPERATING REVENUES	
State Budget Funds	54,098
Bridge Tolls	<u>7,414,951</u>
Total non-operating revenues	<u>7,469,049</u>
Changes in Net Position	(242)
Total Net Position (Deficit) - Beginning	<u>(2,986)</u>
Total Net Position (Deficit) - Ending	<u><u>\$ (3,228)</u></u>

See accompanying notes to financial statements.

**TRI-VALLEY - SAN JOAQUIN  
VALLEY REGIONAL RAIL AUTHORITY  
STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED JUNE 30, 2023**

CASH FLOWS FROM OPERATING ACTIVITIES

Receipts from local agencies	\$ 3,246,397
Payments to vendors	<u>(7,067,648)</u>
Net cash provided by operating activities	<u>(3,821,251)</u>

CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES

State Budgeted Funds	54,098
Bridge tolls	7,414,951
Due to other governments	<u>2,833,493</u>
Net cash (used in) provided by capital and related financing activities	<u>10,302,542</u>

Net change in cash and cash equivalents 6,481,291

Cash (overdraft) and cash equivalents at beginning of period (1,303,027)

Cash and cash equivalents at end of period \$ 5,178,264

Reconciliation of operating income/(loss) to net cash provided by operating activities:

Operating income (loss)	\$ (7,469,291)
Depreciation	1,653

Adjustments to reconcile operating income/(loss) to net cash provided by operating activities:

Changes in operating assets and liabilities:

Accounts receivable	(1,699,506)
Prepaid expenses	976
Accounts payable	399,014
Unearned revenues	<u>4,945,903</u>

Net cash provided by operating activities \$ (3,821,251)

See accompanying notes to financial statements.



**TRI-VALLEY – SAN JOAQUIN  
VALLEY REGIONAL RAIL AUTHORITY**

Notes to Financial Statements

June 30, 2023

**NOTE 1 – NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES**

**A. Description of Reporting Entity**

The Tri-Valley – San Joaquin Valley Regional Rail Authority (the Authority) is a public entity established pursuant to California Public Utilities Code Section 132651 et seq and its primary purpose is to plan, develop and deliver cost-effective and responsive transit connectivity between the San Francisco Bay Area Rapid Transit District's (BART) rapid transit system and the Altamont Corridor Express commuter rail service. The Authority was established on January 1, 2018.

The governing board (Board) of the Authority should be composed of one representative from each of the following entities to be appointed by the governing board, mayor, or supervisor for each entity:

- City of Dublin
- City of Lathrop
- City of Livermore
- Town of Danville
- City of San Ramon
- City of Manteca
- City of Pleasanton
- City of Stockton
- City of Tracy
- Mountain House Community Services District
- County of Alameda
- County of San Joaquin
- Livermore Amador Valley Transit Authority
- San Francisco Bay Area Rapid Transit District (BART)
- San Joaquin Regional Rail Commission

**B. Basis of Accounting**

The accompanying financial statements report the financial position of the Authority in accordance with accounting standards generally accepted in the United States of America. As the Authority is a governmental entity, the preparation of its financial statements is governed by the pronouncements of the Governmental Accounting Standards Board (GASB).

The Authority, as a proprietary enterprise, is accounted for on a flow of economic resources measurement focus using the accrual basis of accounting. Measurement focus refers to what is being measured; basis of accounting refers to when revenues and expenditures are recognized in the accounts and reported in the financial statements.

The Authority distinguishes *operating* revenues and expenses from *nonoperating* items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with the Authority's principal operations. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

**TRI-VALLEY – SAN JOAQUIN  
VALLEY REGIONAL RAIL AUTHORITY**

Notes to Financial Statements

June 30, 2023

<b>NOTE 1 – NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)</b>
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*Statement of Net Position*– The statement of net position is designed to display the financial position of the Authority. The Authority’s fund equity is reported as net position, which is the excess of all of the Authority’s assets over all its liabilities. Net Position is divided into three captions under GASB Statement 34. These captions apply only to Net Position and are described below:

*Net investment in capital assets*, describes the Authority’s capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.

*Restricted* describes the portion of Net Position which is restricted as to use by the terms and conditions of agreements with outside parties, governmental regulations, laws, or other restrictions which the Authority cannot unilaterally alter. These principally include developer fees received for use on capital projects, debt service requirements, and fees charged for the provision of future water resources.

*Unrestricted* describes the portion of Net Position which is not restricted to use.

*Statement of Revenues, Expenses, and Changes in Net Position* – The statement of revenues, expenses, and changes in net position is the operating statement for proprietary funds. Revenues are reported by major source. This statement distinguishes between operating and nonoperating revenues and expenses and presents a separate subtotal for operating revenues, operating expenses, and operating income.

**C. *Use of Estimates***

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclose contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

**D. *Capital Assets***

Capital assets are recorded at cost and depreciated over their estimated useful lives. The Authority’s policy is to capitalize all assets when costs exceed \$5,000. Cost includes material, direct labor and fringe benefits, transportation, and such indirect items as engineering, supervision, and interest on borrowed funds during construction, net of interest earned on unspent construction proceeds. Repairs, maintenance, and minor purchases of equipment are charged to expenses as incurred.

Depreciation of capital assets in service is provided using the straight-line method which means the cost of the asset is divided by its expected useful life in years and the result is charged to expense each year until the assets is fully depreciated. The Authority has assigned the useful lives as follows: Facilities – 30 years, Vehicles – 2-12 years, and Equipment 5-10 years.

**TRI-VALLEY – SAN JOAQUIN  
VALLEY REGIONAL RAIL AUTHORITY**

Notes to Financial Statements

June 30, 2023

<b>NOTE 1 – NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)</b>
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***E. Preoperating Costs***

In accordance with accounting principles generally accepted in the United States of America, preoperating costs which have no discernible future economic benefit are expensed as incurred.

***F. Cash and Cash Equivalents***

The Authority considers all highly liquid investments with original maturities of three months or less when purchased to be cash equivalents. The Authority's cash and cash equivalents consist of a checking account held with one financial institution. As of June 30, 2023, the Authority had a balance in cash and cash equivalents of \$5,178,264.

***G. Fair Value Measurements***

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Authority categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The fair value hierarchy categorizes the inputs to valuation techniques used to measure fair value into three levels based on the extent to which inputs used in measuring fair value are observable in the market.

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 inputs are inputs – other than quoted prices included within level 1 – that are observable for an asset or liability, either directly or indirectly.

Level 3 inputs are unobservable inputs for an asset or liability.

If the fair value of an asset or liability is measured using inputs from more than one level of the fair value hierarchy, the measurement is considered to be based on the lowest priority level input that is significant to the entire measurement.

***H. Leases***

A lease is defined as a contract that conveys control of the right to use another entity's nonfinancial asset (the underlying asset) as specified in the contract for a period of time in an exchange or exchange-like transaction. Examples of nonfinancial assets include buildings, land, vehicles, and equipment. The Authority has one office lease that does not qualify for capitalization.

**TRI-VALLEY – SAN JOAQUIN  
VALLEY REGIONAL RAIL AUTHORITY**

Notes to Financial Statements

June 30, 2023

**NOTE 2 – CAPITAL ASSETS**

Capital assets comprised the following at June 30, 2023:

	Balance June 30, 2022	Additions	Balance June 30, 2023
Capital assets being depreciated:			
Equipment	\$8,263		\$8,263
Total capital assets being depreciated	8,263		8,263
Less accumulated depreciation for:			
Equipment	(1,653)	(\$1,653)	(3,306)
Total accumulated depreciation	(1,653)	(1,653)	(3,306)
Capital assets, net	\$6,610	(\$1,653)	\$4,957

**NOTE 3 – RELATED PARTY TRANSACTIONS**

Livermore Amador Valley Transit Authority (LAVTA) is named as the Managing Agency. LAVTA provides professional services as well as administrative services. LAVTA provides certain treasury management and accounting services including conducting all cash transactions and provided for the annual audit. LAVTA received \$160,791 for their services for the year ended June 30, 2023.

At inception, LAVTA loaned the Authority \$2.9 million for start-up costs and operating funds. The balance owed to LAVTA is included in Due to Other Governments on the Statement of Net Position, with an outstanding balance of \$2,930,929 as of June 30, 2023.

**NOTE 4 – RISK MANAGEMENT**

The Authority carries special liability insurance through Alliant Insurance Services, Inc., including commercial general liability coverage (personal injury and products and damages to rented premises of \$3,000,000 and \$1,000,000, respectively, per occurrence), as well as automobile liability with a combined single limit of \$3,000,000 per accident, and public officials errors and omissions up to \$3,000,000. The deductible is \$1,000 for this coverage. The Authority requires its consultants and any subconsultants, suppliers, temporary workers, independent consultants, or any other persons, firms or corporations that consult to procure and maintain at their sole cost and expense insurance coverages, including workers compensation and employer liability insurance, commercial general liability insurance, business automotive liability insurance, professional liability insurance, railroad protective liability insurance, and cyber liability insurance.

## **ATTACHMENT 2**



## MEMORANDUM ON INTERNAL CONTROL

To the Board of Directors of  
the Tri-Valley – San Joaquin Valley Regional Rail Authority  
Livermore, California

In planning and performing our audit of the basic financial statements of the Tri-Valley – San Joaquin Valley Regional Rail Authority as of and for the year ended June 30, 2023, in accordance with auditing standards generally accepted in the United States of America, we considered the Authority's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the Authority's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Authority's financial statements will not be prevented, or detected and corrected, on a timely basis.

Our consideration of internal control was for the limited purpose described in the first paragraph and was not designed to identify all deficiencies in internal control that might be material weaknesses. In addition, because of inherent limitations in internal control, including the possibility of management override of controls, misstatements due to error or fraud may occur and not be detected by such controls. Given these limitations during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Included in the Schedule of Other Matters are recommendations not meeting the above definitions that we believe are opportunities for strengthening internal controls and operating efficiency.

This communication is intended solely for the information and use of management, the Board of Directors, and others within the organization, and is not intended to be and should not be used by anyone other than these specified parties.

Pleasant Hill, California

**DATE**

**AGENDA**

**ITEM 6**





# Tri-Valley San Joaquin Valley **REGIONAL RAIL AUTHORITY**

## STAFF REPORT

SUBJECT: Resolution Adopting a Code of Conduct and Procedures

FROM: Kevin Sheridan, Executive Director/CEO, and Michael Conneran, General Counsel

DATE: December 13, 2023

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### **Action Requested**

Consider adoption of a resolution establishing a Code of Conduct for the Authority's Board of Directors and adopting procedures for its enforcement. This Code will help to ensure that the business of the Authority is conducted in accordance with the highest ethical standards.

### **Background/Discussion**

The Authority's Board of Directors consists of 15 individuals appointed by local jurisdictions, as provided under the legislation that created the Authority. In order to facilitate the effective operation of the Authority Board of Directors, this Code of Conduct establishes certain expectations for the behavior of Directors.

This Code will be enforced through accountability procedures contained in the resolution, which consist of informal admonitions and possible notification to the appointing jurisdiction. After discussions with several directors, it was decided that the Authority would not adopt formal admonition and censure procedures. Instead, staff would propose an informal admonition process, where several directors could call out improper behavior, and a formal process, by which the Authority would notify the jurisdiction that appointed a particular director of that director's breach of the Code of Conduct or other applicable law. It would then be up to the appointing jurisdiction to address the situation with that director. The Board would retain the authority to take further, unspecified actions if the situation was not resolved.

This resolution can be adopted by a simple majority of the Board members present at the meeting. Since this matter was placed on the table at a prior meeting, a procedural vote to remove it from the table will be needed before it can be considered.

### **Recommendation**

It is recommended that the Board consider adoption of a resolution including the attached Code of Conduct and related enforcement procedures for admonition and appointing jurisdiction notification.

### **Attachments**

1. Board of Directors Code of Conduct
2. Resolution R11-2023



## **ATTACHMENT 1**





## **BOARD OF DIRECTORS CODE OF CONDUCT**

### **Introduction**

The Board of Directors desires to meet the most demanding ethical standards and demonstrate the highest levels of achievement in practicing the core values identified in this Code of Conduct. Those values, which are fundamental to public trust, are being adopted to guide the decisions and actions of individual Board Members and the Board as a whole. To help the Board make these values real in their regular work with the Authority, the Code describes for each value a basic set of character traits and actions residents can expect to see Board Members meet and exceed.

### **I. ETHICAL**

I am trustworthy, acting with the utmost integrity and moral courage.

I am truthful, do what I say I will do, and am dependable.

I make impartial decisions, free of bribes, unlawful gifts, narrow political interests, and financial and other personal interests that impair my independence of judgment or action.

I am fair, distributing benefits and burdens according to consistent and equitable criteria.

I extend equal opportunities and due process to all parties in matters under consideration. If I engage in unilateral meetings and discussions, I do so without making voting decisions.

I show respect for persons, confidences, and information designated as “confidential.”

### **II. PROFESSIONAL**

I use my title(s) only when conducting official Authority business, for information purposes, or as an indication of background and expertise, carefully considering whether I am exceeding or appearing to exceed my authority.

I apply my knowledge and expertise to my assigned activities and to the interpersonal relationships that are part of my job in a consistent, confident, competent, and productive manner.

I approach my job- and work-related relationships with a positive attitude.

I keep professional knowledge and skills current and growing.

### **III. SERVICE ORIENTED**

I provide friendly, receptive, courteous service to everyone I am attuned to, and care about, the needs and issues of residents, public officials, and Authority workers.

#### **IV. FISCALLY RESPONSIBLE**

I make decisions after prudent consideration of their financial impact, taking into account the long-term financial needs of the Authority, especially its financial stability.

I demonstrate concern for the proper use of Authority assets (e.g., personnel, time, property, equipment, funds) and follow established procedures.

I make good financial decisions that seek to preserve programs and services for the Authority.

#### **V. ORGANIZED**

I act in an efficient manner, making decisions and recommendations based upon research and facts, taking into consideration short and long-term goals.

I follow through in a responsible way, keeping others informed, and responding in a timely fashion.

I am respectful of established Authority processes and guidelines.

#### **VI. COMMUNICATIVE**

I communicate in various ways that I am approachable, open-minded and willing to participate in dialog.

I engage in effective two-way communication, by listening carefully, asking questions, and determining an appropriate response which adds value to conversations.

#### **VII. COLLABORATIVE**

I act in a cooperative manner with groups and other individuals, working together in a spirit of tolerance and understanding.

I work towards consensus building and gain value from diverse opinions.

I accomplish the goals and responsibilities of my individual position, while respecting my role as a member of a team.

I consider the broader regional and Statewide implications of the Authority's decisions and issues

I exhibit a proactive, innovative approach to setting goals and conducting the Authority's business

I display a style that maintains consistent standards, but is also sensitive to the need for compromise, "thinking outside the box," and improving existing paradigms when necessary

I promote intelligent and thoughtful innovation in order to forward the Authority's policy agenda

## **ATTACHMENT 2**





**RESOLUTION NO. R11-2023**

\* \* \*

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE TRI-VALLEY-SAN  
JOAQUIN VALLEY REGIONAL RAIL AUTHORITY ADOPTING A CODE OF  
CONDUCT AND PROCEDURES FOR ADMONITION AND APPOINTING  
JURISDICTION NOTIFICATION**

**WHEREAS**, the Legislature adopted AB 758, establishing the Tri-Valley-San Joaquin Valley Regional Rail Authority (Authority) under California Public Utilities Code Section 132651 *et seq.*, to plan, develop and deliver cost-effective and responsive transit connectivity between the San Francisco Bay Area Rapid Transit District's rapid transit system in the Tri-Valley and the Altamont Corridor Express commuter rail service;

**WHEREAS**, pursuant to AB 758, the members of the Authority's Board of Directors are appointed by 15 different jurisdictions; and

**WHEREAS**, staff recommends that the Board adopt a Code of Conduct to ensure that the business of the Board of Directors is conducted in accordance with the highest ethical standards; and

**WHEREAS**, staff also recommends that the Board adopt procedures for formally informally admonishing Directors and formally notifying appointing jurisdictions regarding violations of the Authority's Code of Conduct by Directors they appoint. Appointing jurisdictions would then determine the appropriate action, which could include more formal admonishment of the Director or appointment of replacement Director; and

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the Tri-Valley-San Joaquin Valley Regional Rail Authority hereby adopts the Code of Conduct attached as Exhibit A.

**BE IT FURTHER RESOLVED** that the Board of the Authority hereby adopts the following procedures for admonitions and appointing jurisdiction notifications:

Section 1. Policy.

(a) It is the policy of the Board that all its members shall abide by federal and state law, Authority resolutions and ordinances, and Authority policies, including the Code of Conduct (hereinafter collectively referred to as "Law or Policy"). Violations of such Law or Policy tend to undermine the effectiveness of the Board as a whole and foster distrust from the public.

(b) Depending on the circumstances of alleged violations of Law or Policy, the Board may initiate an investigation of the allegations prior to the filing of a request for any of the actions described in this policy. An investigation is not required, but any Director may request and the Board may grant an investigation of the alleged violation.

(c) Nothing in this policy shall preclude individual Directors from making public statements regarding such alleged conduct. While the Board has broad discretion in deciding certain actions it may choose to take in response to violations of Law or Policy, this policy provides definitions and procedures related to two types of actions: informal admonitions and notifications to the appointing jurisdiction.

(d) The Board may formally notice appointing jurisdictions to inform them that their representative has not complied with Law or Policy so that the appointing jurisdiction can take appropriate action. It is the intent that each appointing jurisdiction maintain and support the Authority's Code of Conduct as a part of their role in appointing their representative.

Section 2. Procedure

(a) Informal Admonition

An individual Director can make an informal admonition at any Board meeting during the Director's Discussions portion of the meeting. The Director making the informal admonition must first notify the Chair of their desire to make the informal admonition and state on the record the basis for the informal admonition. After doing so, the Chair must allow the Director to make the informal admonition. If the Chair would like to make an informal admonition, the Chair is also required to state on the record the basis for the informal admonition.

(b) Formal Notification to Appointing Jurisdiction

Three (3) Directors may request that a public hearing on the issue of a Director's violation of

Law or Policy be placed on a future regular meeting Board agenda. The Authority Executive Director/CEO shall provide a formal notice of that action to the Director who is the subject of the action. The notice shall contain the specific allegations and/or charges on which the proposed action is based and the date and time that the matter will be heard. At the meeting, the Directors who requested the hearing shall have a cumulative total time of no more than 10 minutes to state the reason(s) they are requesting the formal appointing jurisdiction notice, and the Director who is the subject of the action shall have up to 10 minutes to respond. If, at the close of the hearing, a majority of the entire membership of the Board finds that the subject Director's conduct violates any Law or Policy, the Board may authorize a formal notice to the appointing jurisdiction, setting forth its findings.

(c) Further Action of the Board

If any Director continues to not comply with Law or Policy after the Board has formally noticed the Director's appointing jurisdiction, the Board may reconvene on the matter to develop a course of course of action to ensure compliance with the Law or Policy.

**APPROVED AND PASSED**, this 13<sup>th</sup> day of December, 2023.

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Melissa Hernandez, Chair

**ATTEST:**

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Kevin Sheridan, Executive Director/CEO

**AGENDA**

**ITEM 7**







# Tri-Valley San Joaquin Valley **REGIONAL RAIL AUTHORITY**

## STAFF REPORT

**SUBJECT:** Approve Resolution R12-2023 Authorizing the Executive Director/CEO to negotiate a contract for RFP 2023-02 Equity Community Engagement services

**FROM:** Marianne Payne, Director of Policy, Planning and Environmental

**DATE:** December 13, 2023

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### **Action Requested**

Staff requests that the Board of Directors authorize the Executive Director/CEO to negotiate and enter into a Professional Services Agreement with Equity First Consulting for Equity Community Engagement service, in a form approved by legal counsel, for a not-to-exceed amount of \$500,000 for a one-year base term with up to two additional one-year term options, for on-call services, and if final contract negotiations are not successful with Equity First Consulting, authorize staff to negotiate with Convey, Inc. and enter into a Professional Services Agreement subject to separate Board approval.

### **Background/Discussion**

At the last Board meeting on October 11, 2023, staff provided an update on steps underway to advance a Request for Proposals (RFP) for Equity Community Engagement. Key elements of this RFP Scope of Services include:

- Design of an equity and inclusion framework to assess project benefits and burdens and evaluate distribution including surveys, data collection and analysis;
- Advancement of authentic community engagement including potential partnerships with Community Based Organizations; and
- Innovative methods of outreach including use of new technologies, apps, platforms and mobility models to reflect the needs of low-income and communities of color as well as those workers who do not have peak hour schedules.

Staff has now completed a thorough and inclusive effort to solicit proposals from qualified firms and, consistent with the Authority Procurement Manual, issued an RFP and completed all steps necessary to complete a ranking of proposals received from qualified consultants. Following is a summary of this process.

#### *Development of RFP Distribution List*

An RFP distribution list was developed which included consultants and Community Based Organizations (CBOs) as well as academicians and policy institutes in the region and totaled 93 individual parties. This included the following sources:

- Valley Link Procurement List – Community Outreach
- Metropolitan Transportation Commission (MTC) Equity Bench List - Community & Partner Engagement, Innovation & Environmental Justice

- San Joaquin Council of Governments (SJCOG) Social Equity Planning Project – RFP Distribution & Respondents List
- SJCOG – Social Equity Advisory Committee CBO List

### Industry Outreach Event

Industry outreach was conducted on October 17, 2023 to solicit input from firms on the RFP prior to its release. Notification was sent to all parties on the RFP distribution list. A total of 17 individual parties pre-registered for the event and 12 attended.

### Issuance of RFP

Notification of RFP availability was sent to all parties on the RFP distribution list and the RFP was released through BidExpress on October 23, 2023, with a proposal due date of November 20, 2023 at 4:00 p.m.

### Pre-Proposal Conference

On October 31, 2023 staff conducted a virtual pre-proposal conference via zoom. A total of 15 parties expressed interest in the RFP and registered in advance to attend the preproposal conference, with 10 parties actually attending.

### Proposals Received

A total of four proposals were received by the 4:00 p.m. deadline on November 20, 2023, reviewed by staff and determined to be responsive to the requirements identified in the RFP and then forwarded to the consultant selection panel for review:

- Convey, Inc.
- Equity First Consulting
- ReadySet
- The Mark, USA

An additional proposal was received after the deadline and was not accepted.

### Consultant Selection Panel Review

A consultant selection panel consisting of staff from the Authority, the Alameda County Transportations Authority (ACTC), SJCOG and the City of Livermore reviewed and scored the four proposals received based on evaluation criteria contained in the RFP. Based on this scoring, the panel decided that both Equity First Consulting and Convey, Inc. would be invited to make an oral presentation and answer questions from the panel. The selection panel held these interviews on December 1, 2023 and through further scoring determined a final ranking for the two firms.

### Consultant Rankings

The consultant selection panel scores resulted in Equity First Consulting being ranked number one as the most qualified and responsive firm and Convey, Inc. as rank two. Subject to negotiation of final contract terms, staff is recommending awarding the Equity Community Engagement contract to Equity First Consulting. If final contract negotiations are not successful with Equity First Consulting, staff would move to award Convey, Inc. as rank number two, subject to separate contract negotiations and Board approval.

Equity First Consulting is a Bay Area firm with experience and expertise in developing equity-based community engagement and design. The firm has garnered experience from its work with a wide variety of clients in the public, public interest and private sectors including the publishing of an Equity and

Belonging Toolkit for the California Department of Housing and Community Development to be implemented statewide. The Equity First Consulting team includes subconsultant Fehr & Peers who, based in Stockton, will provide a wide range of expertise in transportation-related aspects of the project with a particular focus on work related to the Equity and Inclusion Analysis and survey of Altamont Pass commuters. Fehr & Peers has broad experience and skills in conducting system-wide transit performance analysis; transit market analysis; origin-destination analysis; socio-demographic analysis; stakeholder interviews, and population and employment growth forecasts.

### **Fiscal Impact**

The \$500,000 for the award of this Equity Community Engagement contract with Equity First Consulting will be funded through the Transit and Intercity Rail Capital Program (TIRCP) award made by the State of California in April 2023.

### **Recommendation**

Authorize the Executive Director to negotiate and enter into a Professional Services Agreement with Equity First Consulting, in a form approved by legal counsel, for a not-to-exceed amount of \$500,000 for a one-year base term with up to two additional one-year term options for on-call services and, if final contract negotiations are not successful with Equity First Consulting, authorize staff to negotiate with Convey, Inc. and enter into a Professional Services Agreement subject to separate Board approval.

### **Attachments**

1. Resolution R12-2023

## **ATTACHMENT 1**





**RESOLUTION NO. R12-2023**

\* \* \*

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE TRI-VALLEY-SAN  
JOAQUIN VALLEY REGIONAL RAIL AUTHORITY AUTHORIZING THE EXECUTIVE  
DIRECTOR TO NEGOTIATE AND ENTER INTO A PROFESSIONAL SERVICES  
AGREEMENT WITH EQUITY FIRST CONSULTING FOR EQUITY COMMUNITY  
ENGAGEMENT**

**WHEREAS**, the Legislature adopted AB 758, establishing the Tri-Valley-San Joaquin Valley Regional Rail Authority (Authority) under California Public Utilities Code Section 132651 *et seq.*, to plan, develop and deliver cost-effective and responsive transit connectivity between the Bay Area Rapid Transit District's rapid transit system in the Tri-Valley and the Altamont Corridor Express commuter rail service;

**WHEREAS**, as required by AB 758, the Authority prepared and delivered an initial Project Feasibility Report to the Legislature on June 30, 2019 to explore the improvement of transit connectivity between the Tri-Valley and San Joaquin Valley;

**WHEREAS**, pursuant to the final Project Feasibility Report, the Authority has been engaged in the design and environmental activities to advance the Valley Link Project (Project) towards construction and eventual operation;

**WHEREAS**, on December 7, 2023 the Authority secured \$25 million in Transit and Intercity Rail Capital Program (TIRCP) from the California Transportation Commission (CTC) for the Project including funds for Equity Community Engagement;

**WHEREAS**, the Authority prepared and issued a Request for Proposals (RFP) for Equity Community Engagement on October 23, 2023;

**WHEREAS**, timely and responsive submittals to the RFP were received on November 20, 2023, and a consultant selection panel comprised of Project partners reviewed and evaluated the proposals based on the evaluation criteria contained in the RFP and determined that Equity First Consulting was a highly responsive and qualified firm and;

**WHEREAS**, on December 1, 2023, a consultant selection panel convened for oral presentations that resulted in Equity First Consulting being ranked number one by the panel, and

**WHEREAS**, the consultant selection panel recommends an award under RFP No. 2023-02 to Equity First Consulting in an amount not to exceed \$500,000 for an initial one-year period with two (2) one-year options, for on-call services subject to funding availability and future board approval; and

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the Tri-Valley-San Joaquin Valley Regional Rail Authority hereby authorizes the Executive Director to negotiate and enter into Professional Services Agreement to Equity First Consulting for Equity First Consulting, in a form approved by legal counsel, for a not-to-exceed amount of \$500,000 for an initial one-year period with two (2) one-year options subject to funding availability and future board approval, and if final negotiations are not successful with Equity First Consulting, authorize staff to negotiate with Convey, Inc. and enter into a Professional Services Agreement subject to separate Board approval.

**APPROVED AND PASSED**, this 13th day of December, 2023.

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Melissa Hernandez, Chair

**ATTEST:**

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Kevin Sheridan, Executive Director/CEO

**APPROVED AS TO FORM:**

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Michael Conneran, Legal Counsel

**AGENDA**

**ITEM 8**





Tri-Valley ▲ San Joaquin Valley  
**REGIONAL RAIL AUTHORITY**

**STAFF REPORT**

SUBJECT: Executive Director's Report – Year in Review

FROM: Kevin Sheridan, Executive Director/CEO

DATE: December 13, 2023

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**Action Requested**

This is an information item. No action is requested.

**Background/Discussion**

An oral report and presentation will be provided at the board meeting.