Representing City and County Governments of the San Francisco Bay Area



ABAG CALL AND NOTICE

CALL AND NOTICE OF A SPECIAL MEETING OF THE ADMINISTRATIVE COMMITTEE OF THE ASSOCIATION OF BAY AREA GOVERNMENTS

As Chair of the Administrative Committee of the Association of Bay Area Governments (ABAG), I am calling a special meeting of the ABAG Administrative Committee as follows:

Special Joint Meeting with the MTC Planning Committee

Friday, October 28, 2016, 9:00 a.m.

Location:

Bay Area Metro Center Board Room CR 110B 375 Beale Street San Francisco, California

The ABAG Administrative Committee may act on any item on this agenda.

Agenda and attachments available at abag.ca.gov

This meeting is scheduled to be webcast live on the Metropolitan Transportation Commission website at mtc.ca.gov

For information, contact Fred Castro, Clerk of the Board, at (415) 820 7913.

- 1. CALL TO ORDER / ROLL CALL / CONFIRM QUORUM
- 2. PLEDGE OF ALLEGIANCE
- 3. MTC COMPENSATION ANNOUNCEMENT

MTC Planning Committee INFORMATION

4. ABAG COMPENSATION ANNOUNCEMENT

ABAG Administrative Committee INFORMATION

5. MTC PLANNING COMMITTEE CONSENT CALENDAR

A. MTC Planning Committee Approval of Minutes of the May 27, 2016 Meeting MTC Planning Committee APPROVAL

6. ABAG ADMINISTRATIVE COMMITTEE CONSENT CALENDAR

ABAG Administrative Committee ACTION

A. Approval of ABAG Administrative Committee Summary Minutes of Meeting on October 14, 2016

ABAG Administrative Committee

September 9, 2016 2

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- B. Authorize Conveyance of Interest in Real Property to the City of San Ramon
- C. Report on ABAG/STARS 457 Deferred Compensation Program

7. ABAG / MTC MERGER STUDY IMPLEMENTATION

A. Update on the ABAG / MTC Staff Consolidation Effort

ABAG Administrative Committee INFORMATION / MTC Planning Committee INFORMATION

8. PUBLIC COMMENT / OTHER BUSINESS

ABAG Administrative Committee INFORMATION

9. ADJOURNMENT / NEXT MEETING

The next joint meeting of the ABAG Administrative Committee and MTC Planning Committee on the ABAG / MTC Merger Study Implementation will be announced.

Members of the public shall be provided an opportunity to directly address the ABAG Administrative Committee concerning any item described in this notice before consideration of that item.

Agendas and materials will be posted and distributed for this meeting by ABAG staff in the normal course of business.

Submitted:

/s/ Julie Pierce Chair, Administrative Committee

Date Submitted: October 24, 2016

Date Posted: October 25, 2016

Area ABAG AGENDA

ADMINISTRATIVE COMMITTEE

Special Joint Meeting with the MTC Planning Committee

Friday, October 28, 2016, 9:00 a.m.

Location:

Bay Area Metro Center Board Room CR 110B 375 Beale Street San Francisco, California

The ABAG Administrative Committee may act on any item on this agenda.

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1. CALL TO ORDER / ROLL CALL / CONFIRM QUORUM

2. PLEDGE OF ALLEGIANCE

3. MTC COMPENSATION ANNOUNCEMENT

MTC Planning Committee INFORMATION

MTC Committee Secretary will give the MTC compensation announcement.

4. ABAG COMPENSATION ANNOUNCEMENT

ABAG Administrative Committee INFORMATION

ABAG Clerk of the Board will give the ABAG compensation announcement.

5. MTC PLANNING COMMITTEE CONSENT CALENDAR

A. MTC Planning Committee Approval of Minutes of the May 27, 2016 Meeting MTC Planning Committee APPROVAL *Attachment: MTC Planning Committee Summary Minutes of May 27, 2016*

6. ABAG ADMINISTRATIVE COMMITTEE CONSENT CALENDAR

ABAG Administrative Committee ACTION

ABAG Administrative Committee

October 28, 2016 Page 2

A. Approval of ABAG Administrative Committee Summary Minutes of Meeting on October 14, 2016

Attachment: Summary Minutes of October 14, 2016

B. Authorize Conveyance of Interest in Real Property to the City of San Ramon

In connection with a lease financing of the San Ramon City Hall, ABAG took title to the real property and is required to convey title to that property to San Ramon since the financing lease was fully paid in 1999.

Attachments: Conveyance Real Property Interest San Ramon, Resolution No. 13-16

C. Report on ABAG/STARS 457 Deferred Compensation Program

Staff will report on deferred compensation program and request adoption of Resolution No. 12-16 Authorizing Individuals to Act on Behalf of ABAG/STARS 457 Deferred Compensation Plan.

Attachment: Resolution No. 12-16

7. ABAG / MTC MERGER STUDY IMPLEMENTATION

A. Update on the ABAG / MTC Staff Consolidation Effort

ABAG Administrative Committee INFORMATION / MTC Planning Committee INFORMATION

Steve Heminger, MTC Executive Director, and Brad Paul, ABAG Deputy Executive Director, will present an update on the Implementation Action Plan activities, including progress on the legal, financial, and human resources due diligence elements.

Attachment: MTC ABAG Option 7 Implementation Memo

8. PUBLIC COMMENT / OTHER BUSINESS

ABAG Administrative Committee INFORMATION

9. ADJOURNMENT / NEXT MEETING

The next joint meeting of the ABAG Administrative Committee and MTC Planning Committee on the ABAG / MTC Merger Study Implementation will be announced.

Submitted:

/s/ Ezra Rapport, Secretary-Treasurer

Date Submitted: October 24, 2016

Date Posted: October 25, 2016

Bay Area Metro Center 375 Beale Street San Francisco, CA 94105



Association of Bay Area Governn

Meeting Minutes - Draft

Joint MTC Planning Committee with the ABAG Administrative Committee - Merger Study

MTC Committee Members:

James P. Spering, Chair Anne W. Halsted, Vice Chair

Alicia C. Aguirre, Scott Haggerty, Steve Kinsey Sam Liccardo, Julie Pierce Non-Voting Members: Tom Azumbrado, Dorene M. Giacopini

Friday, May 27, 2016

9:00 AM

The Board Room - 1st Floor

1. Roll Call / Confirm Quorum

Present: 6 - Chairperson Spering, Vice Chair Halsted, Commissioner Aguirre, Commissioner Haggerty, Commissioner Kinsey and Commissioner Pierce

Absent: 1 - Commissioner Liccardo

Non-Voting Member Present: Commissioner Giacopini Non-Voting Member Absent: Commissioner Azumbrado Ex Officio Voting Members Present: Commission Chair Cortese and Commission Vice Chair Mackenzie Ad Hoc Non-Voting Members Present: Commissioner Luce and Commissioner Rein Worth

ABAG Administrative Committee Members Present: Cortese, Eklund, Gupta, Haggerty, Harrison, Luce, Mar, Pierce, and Scharff.

2. Pledge of Allegiance

3. MTC Compensation Announcement - Committee Secretary

4. ABAG Compensation Announcement - Clerk of the Board

5. Consent Calendar

Approval of the Consent Calendar

Upon the motion by Commissioner Pierce and second by Vice Chair Halsted, the Consent Calendar was unanimously approved by the following vote:

- Aye: 5 Chairperson Spering, Vice Chair Halsted, Commissioner Aguirre, Commissioner Haggerty and Commissioner Pierce
- Absent: 2 Commissioner Kinsey and Commissioner Liccardo
- **5a.** <u>15-1568</u> MTC Minutes of the April 22, 2016 Meeting

Action: MTC Planning Committee Approval

Commissioner Kinsey arrived after the approval of the Consent Calendar.

6. ABAG Administrative Committee Approval of Summary Minutes

6a. <u>15-1569</u> ABAG - Minutes of the April 22, 2016 and April 29, 2016 Meetings

Action: ABAG Administrative Committee Approval

7. MTC / ABAG Merger Study - Management Partners

- 7a. <u>15-1570</u> Implementation Action Plan (IAP)
 - <u>Action:</u> Review and Approval / Commission Approval

The following individuals spoke on this item:

Revan Tranter, ABAG Executive Director Emeritus;

Matt Vander Sluis of Greenbelt Alliance;

Ken Bukowski;

Patricia R. Perry;

Michael Brinton, MTC staff and MTC CSR; and

Lee Huo, President of ABAG Chapter SEIU 1021.

Upon the motion by Commissioner Aguirre and second by Commissioner Pierce, the Implementation Action Plan was approved to be forwarded to the Commission for approval as amended to include a letter to the California State Assembly Select Committee on Regional Planning from MTC Commission Chair Cortese and ABAG Executive Board President Pierce regarding the unanimous approval of Option 7. The motion carried by the following vote:

Aye: 6 - Chairperson Spering, Vice Chair Halsted, Commissioner Aguirre, Commissioner Haggerty, Commissioner Kinsey and Commissioner Pierce

Absent: 1 - Commissioner Liccardo

8. Public Comment / Other Business

9. Adjournment / Next Meeting

The next meeting of the Joint MTC Planning Committee with the ABAG Administrative Committee - Merger Study will be duly noticed.

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SUMMARY MINUTES (DRAFT)

ABAG Administrative Committee Meeting Friday, October 14, 2016 Bay Area Metro Center 375 Beale Street, Board Room San Francisco, California

1. CALL TO ORDER / ROLL CALL / CONFIRM QUORUM

ABAG President and Committee Chair Julie Pierce, Councilmember, City of Clayton, called the meeting of the Administrative Committee of the Association of Bay Area Governments to order at about 10:08 a.m.

The Committee met jointly with the Planning Committee of the Metropolitan Transportation Commission.

A quorum of the Committee was present.

Members Present

Councilmember Julie Pierce, City of Clayton Supervisor Dave Cortese, County of Santa Clara Mayor Pat Eklund, City of Novato Vice Mayor Pradeep Gupta, City of South San Francisco Supervisor Scott Haggerty, County of Alameda Supervisor Mark Luce, County of Napa Supervisor Eric Mar, City and County of San Francisco Vice Mayor Greg Scharff, City of Palo Alto

Members Absent

Supervisor Dave Pine, County of San Mateo (Alternate) Mayor Bill Harrison, City of Fremont Councilmember Raul Peralez, City of San Jose Supervisor David Rabbitt, County of Sonoma

Staff Present

Kenneth Moy, ABAG Legal Counsel Miriam Chion, ABAG Planning and Research Director

2. ABAG COMPENSATION ANNOUNCEMENT

Fred Castro, Clerk of the Board, made the compensation announcement.

3. APPROVAL OF ABAG ADMINISTRATIVE COMMITTEE SUMMARY MINUTES OF MEETING ON JULY 8, 2016

President Pierce recognized a motion by Scott Haggerty, Supervisor, County of Alameda, which was seconded by Pat Eklund, Mayor, City of Novato, to approve the Administrative Committee summary minutes of September 9, 2016.

The ayes were: Pierce, Cortese, Eklund, Gupta, Haggerty, Luce, Scharff.

The nays were: None.

The abstentions were: None.

The absences were: Harrison, Mar, Peralez, Pine (Alternate), Rabbitt.

The motion passed unanimously.

4. MTC PLANNING COMMITTEE CONSENT CALENDAR

A. MTC Planning Committee Approval of Minutes of the September 9, 2016 Meetings

The MTC Planning Committee approved its minutes of the September 9, 2016 meetings.

5. PLAN BAY AREA 2040

A. Update on Plan Bay Area 2040 Draft Preferred Scenario and Investment Strategy

Ken Kirkey, MTC Planning Director, and Miriam Chion, ABAG Planning and Research Director, presented an update on recent efforts with Plan Bay Area 2040, including outreach to local jurisdictions and feedback to-date.

Members discussed local jurisdiction General Plans, Priority Development Areas, local elections, OBAG funding, joint committee discussion of policy issues, UrbanSIm, economic check of Plan Bay Area, housing affordability, housing needed to solve housing problem, voter analysis, regional approach to transportation, regional approach to housing needed, Proposition 13 and funding revenues, inconsistency between UrbanSim and local jurisdiction General Plans, tools for building housing, need for detailed implementation plan, regional housing Marshall Plan, structural changes, social justice issues, workforce housing zoning, economic growth model, transportation investment, the term "preferred," urban growth boundaries, production and implementation.

The following individuals gave public comment: Pedro Galvao, Nonprofit Housing Association of Northern California; Stevi Dawson, East Bay Housing Organizations; Louise Auerhahn, Working Partnership; Carol Taylor, North Bay Organizing Project; Matt Vander Sluis, Greenbelt Alliance; David Zisser, Public Advocates; Laura Cohen, Railsto-Trails Conservancy; Tim Colen, San Francisco Housing Action Coalition; Peter Cohen, San Francisco Council of Community Housing Organizations; Scott Lane; Bob Allen, Urban Habitat; and Kirsten Spalding, San Mateo County Union Community.

6. PUBLIC COMMENT / OTHER BUSINESS

There was no public comment.

7. ADJOURNMENT / NEXT MEETING

Chair Pierce adjourned the meeting at about at 11:45 a.m.

The next joint meeting of the ABAG Administrative Committee and MTC Planning Committee on the ABAG/MTC Merger Study will be announced.

Submitted:

/s/ Ezra Rapport, Secretary-Treasurer

Date Submitted: October 24, 2016 Date Approved:

For information, contact Fred Castro, Clerk of the Board, at (415) 820 7913 or FredC@abag.ca.gov.

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Representing City and County Governments of the San Francisco Bay Area



Date: October 24, 2016

To: ABAG Administrative Committee

From: Kenneth Moy Legal Counsel

Subject: Conveyance of Real Property Interest – City of San Ramon

Summary and Requested Action: The City of San Ramon (San Ramon) has requested that ABAG transfer title to the San Ramon City Hall to San Ramon. For the reasons set forth below, I recommend that the Administrative Committee adopt Resolution 13-16 authorizing me, or my designee to execute all documents and take all actions reasonably necessary, to convey title to the San Ramon City Hall to San Ramon.

Background and Analysis: On April 19, 1984, the Executive Board adopted Resolution 2-84 authorizing the issuance of Certificates of Participation (COPs) to provide financing for several projects being undertaken by four member cities and a school district, including San Ramon's acquisition of an existing building to serve as its City Hall. Under that financing structure, ABAG took title to the real property on which the City Hall was situated, leased it to San Ramon and San Ramon made lease payments to retire the COPs. San Ramon completed its payment obligations on June 1, 1999. Under section 4.6 of the Lease, ABAG is required to transfer title to City Hall to the San Ramon upon final payment.

San Ramon is now relocating its City Hall and is selling the old City Hall. In that process, San Ramon discovered that ABAG still held title to the property and has requested that ABAG convey title to San Ramon.

Attachment: Resolution No. 13-16 Blank Page

ASSOCIATION OF BAY AREA GOVERNMENTS ADMINISTRATIVE COMMITTEE

RESOLUTION NO. 13-16

AUTHORIZING ACCEPTANCE OF REAL PROPERTY INTEREST

WHEREAS, in 1984 the Association of Bay Area Governments (ABAG) issued Certificates of Participation (COP) that provided funding for the City of San Ramon's (San Ramon) acquisition of an existing building as its City Hall (located on County of Contra Costa Assessor Parcel Number 213-270-002), and

WHEREAS, under the provisions of the COP, ABAG held title to the San Ramon City Hall and leased it to San Ramon, and San Ramon made lease payments to the COP holders, and

WHEREAS, San Ramon completed its payment obligations on June 1, 1999 and under the provisions of the COP, ABAG is required to transfer title to the San Ramon City Hall to San Ramon upon that event, and

WHEREAS, San Ramon has requested that ABAG convey title to the San Ramon City Hall to San Ramon.

ASSOCIATION OF BAY AREA GOVERNMENTS RESOLUTION NO. 13-16

NOW, THEREFORE, BE IT RESOLVED, the Administrative Committee of the Association of Bay Area Governments hereby authorizes Legal Counsel, or his designee, to execute all documents and take all actions reasonably necessary, to effectuate the conveyance of title to the San Ramon City Hall to the City of San Ramon.

The foregoing adopted by the Administrative Committee this 28th day of October, 2016.

Julie Pierce Chair

Certification of Administrative Committee Approval

I, the undersigned, the appointed and qualified Secretary-Treasurer of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Administrative Committee of the Association at a duly called meeting held on the 28th day of October, 2016.

Ezra Rapport Secretary-Treasurer

Approved as To Legal Form

Kenneth K. Moy Legal Counsel

ASSOCIATION OF BAY AREA GOVERNMENTS ADMINISTRATIVE COMMITTEE

RESOLUTION NO. 12-16

AUTHORIZING INDIVIDUALS TO ACT ON BEHALF OF ABAG/STARS 457 DEFERRED COMPENSATION PLAN

WHEREAS, the Association of Bay Area Governments (hereinafter, the "Employer") established ABAG/STARS 457 Deferred Compensation Plan (hereinafter, the "Plan"), for the benefit of its employees and their beneficiaries; and

WHEREAS, Employer has established a Custodial account for which AIG Federal Savings Bank serves as Custodian; and

WHEREAS, the Employer desires to authorize individuals holding certain positions with the Employer to act on behalf of the Plan.

NOW, THEREFORE, BE IT RESOLVED, that the fullest authority has been invested in any individual (each an "Incumbent") holding a position identified below according to the title of the position (each a "Designated Position") for the duration of the period (the "Incumbency Period") in which such Incumbent holds the Designated Position; that each Incumbent is empowered during his or her Incumbency Period to execute any documents that AIG Federal Savings Bank requires relevant to the opening or maintaining of an account for the Plan; and that each Incumbent is empowered during his or her Incumbency Period to take any and all action deemed by any Incumbent to be proper in connection with said account, including, but not limited to, being empowered to give written or oral instructions to AIG Federal Savings Bank with respect to account transactions.

Designated Position: Executive Director Current Incumbent Name: Ezra Rapport

Designated Position: Deputy Executive Director Current Incumbent Name: Bradford Paul

Designated Position: Interim Finance Director Current Incumbent Name: Courtney Ruby

ASSOCIATION OF BAY AREA GOVERNMENTS RESOLUTION NO. 12-16

AND, BE IT FURTHER RESOLVED, that the responsibility and authority to take whatever actions and to execute whatever instruments that may be necessary or convenient for the day-to-day transactions and plan operations is granted to the person or persons in the positions listed below (or any other position titles which replace these position titles and assume these responsibilities).

Designated Position: Interim Finance Director Current Incumbent Name: Courtney Ruby

Designated Position: Accountant Current Incumbent Name: Kun Wu

Designated Position: Accountant Current Incumbent Name: Moti Kumar

The foregoing was adopted by the Administrative Committee this 28th day of October, 2016.

Julie Pierce Chair

Certification of Administrative Committee Approval

I, the undersigned, the appointed and qualified Secretary-Treasurer of the Association of Bay Area Governments (Association), do hereby certify that the foregoing resolution was adopted by the Administrative Committee of the Association at a duly called meeting held on the 28th day of October, 2016.

Ezra Rapport Secretary-Treasurer

Approved as To Legal Form

Kenneth K. Moy Legal Counsel



Bay Area Governments

Agenda Item 7a



DATE:

October 21, 2016

FR: ABAG Deputy Executive Director and MTC Executive Director

RE: Update on the MTC / ABAG Staff Consolidation Effort

In late May, both the Metropolitan Transportation Commission (MTC) and the Association of Bay Area Government (ABAG) Executive Board voted to support full functional consolidation of ABAG and MTC staff and the consideration of new governance options. This action retains the independence and statutory responsibilities of both boards and calls for new governance options to be considered by ABAG and MTC over the longer term. This plan - known as "Option 7" — was one of seven options identified by our joint consultant, Management Partners, and presented to MTC and ABAG last spring.

Transitioning from this larger policy decision to implementation of Option 7 requires that many additional details be worked out. Management Partners began the effort by preparing an Implementation Action Plan (IAP) last spring that identifies next steps. The Commission and ABAG's Executive Board approved the IAP at their June 2016 meetings. The IAP calls for a sequence of some 40 actions to make the vision of a consolidated staff a reality. As one of the first steps, MTC began conducting due diligence, including financial and legal analyses undertaken by PFM and Orrick to determine the impacts on both ABAG and MTC of a staff consolidation. This due diligence work is wrapping up and key findings will be presented to the Joint Committee at your meeting next week.

Recently, ABAG and MTC also began developing a Contract for Services (contract) to officially consolidate the two staffs under the MTC executive director. This contract will ensure adequate staffing and support for all of ABAG's statutory duties and responsibilities as the Bay Area's Council of Governments, or COG. The Contract for Services will be the governing document on how ABAG and MTC successfully work together to ensure ABAG's mission and obligations are met with its members, grantors, partners, and ABAG enterprise entities. The contract must be agreed to by both boards before staff consolidation can occur.

As part of this transition, we established an Employee Relations Group consisting of members of the MTC Committee for Staff Representation (CSR) and ABAG's SEIU leadership teams, along with the HR Directors and Executive Management of MTC and ABAG, to discuss labor issues inherent in this staff consolidation. The Employee Relations Group has met three times to date with another meeting scheduled for October 27, 2016.

Special Joint MTC Planning Committee with the ABAG Administrative Committee October 21 Page 2

Also related to the employee transition element of the due diligence, MTC engaged Koff & Associates to document and compare MTC and ABAG employee programs, including classifications, organizational structure, jobs and employee programs. A kick-off meeting to review the scope of this effort was held with the Employee Relations Group in early August. In late September, Koff staff met separately with ABAG planners, MTC planners and the Employee Relations Group to explain the Position Description Questionnaires they are asking planners at both agencies to fill out to help Koff better advise MTC and ABAG on how best to consolidate planners into a single productive and efficient regional planning department. In mid-October, similar meetings were held with the rest of ABAG's staff and a representative sample of MTC's remaining staff. We expect findings and recommendations from this effort in mid-December.

Finally, we are in the review process to hire a consulting team to support and inform the integration of the MTC Planning Section and the ABAG Department of Planning and Research into one unified, integrated regional planning program. We hope to engage a firm in early November that has significant expertise and experience related to organizational change, short-and long-term strategic planning and human resources including best practices pertaining to team building for newly merged or expanded entities.

We look forward to sharing the legal and financial due diligence with you next week and getting your policy direction on the due diligence completed to date. This will help guide the completion of additional implementation steps over the next several months with the goal of bringing a Contract for Services to the Commission and ABAG Executive Board for approval in January 2017, with the staff consolidation to occur soon thereafter. Since the current MTC-ABAG funding agreement expires on December 31, 2016, we expect to present next month a short-term extension of that agreement through spring 2017 so that we have sufficient time to complete the contract for services and transition the ABAG employees to MTC service.

Steve Heminger

BP / SH: ab / bp

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Representing City and County Governments of the San Francisco Bay Area



Administrative Committee

Members

Julie Pierce, Councilmember, City of Clayton—*Chair* David Rabbitt, Supervisor, County of Sonoma—*Vice Chair*

David Cortese, Supervisor, County of Santa Clara Pat Eklund, Mayor, City of Novato Pradeep Gupta, Vice Mayor, City of South San Francisco Scott Haggerty, Supervisor, County of Alameda Bill Harrison, Mayor, City of Fremont Mark Luce, Supervisor, County of Napa Eric Mar, Supervisor, City and County of San Francisco Raul Peralez, Councilmember, City of San Jose Greg Scharff, Vice Mayor, City of Palo Alto

Dave Pine, Supervisor, County of San Mateo—Alternate

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