



**BOARD OF DIRECTORS  
REGULAR MEETING AGENDA  
March 18, 2026 - 1:30 PM**

Members of the public who wish to attend in person may do so at:  
5401 Old Redwood Highway, 1st Floor  
Petaluma, CA 94954

The SMART Board of Directors will facilitate using a dual format with listening and participation available through Zoom and in-person. SMART provides several remote methods for viewing the SMART Board Meetings and providing Public Comment.

**HOW TO WATCH THE LIVE MEETING USING THE ZOOM**

<https://sonomamarintrain-org.zoom.us/j/85410509881?pwd=pButHwaklVNURUQA9u5YBDy0fHXFD2h.1>  
Webinar ID: 854 1050 9881; Passcode: 971474

**TELECONFERENCE**

Members of the public wishing to participate via teleconference can do so by dialing in the following number the day of the meeting: (669) 900-9128; Access Code: 854 1050 9881; Passcode: 971474.

**WATCH THE BOARD MEETING VIA LIVESTREAM**

View the live broadcasts of Board meetings online at: <https://www.sonomamarintrain.org/meetings>  
To view the meeting, select "View Event" at the time of the meeting.

**HOW TO PROVIDE COMMENTS ON AGENDA ITEMS**

**Prior To Meeting:** Technology limitations may limit the ability to receive verbal public comments during the meeting. If you wish to make a comment, you are strongly encouraged to please submit your comment to [Board@SonomaMarinTrain.org](mailto:Board@SonomaMarinTrain.org) by 5:00 PM on Tuesday, March 17, 2026.

**During the Meeting:** The SMART Board Chair will open the floor for public comment during the Public Comment period on the agenda. Please check and test your computer settings so that your audio speaker and microphones are functioning. Speakers are asked to limit their comments to two (2) minutes. The amount of time allocated for comments during the meeting may vary at the Chairperson's discretion depending on the number of speakers and length of the agenda.



**BOARD OF DIRECTORS  
REGULAR MEETING AGENDA  
March 18, 2026 – 1:30 PM**

Members of the public who wish to attend in person may do so at:  
5401 Old Redwood Highway, 1<sup>st</sup> Floor  
Petaluma, CA 94954

1. Call to Order
2. Approval of the February 18, 2026, Board Meeting Minutes
3. Board Member Announcements
4. General Manager’s Report
5. Public Comment on Non-Agenda Items

Consent Calendar

- 6a. Receive Monthly Ridership Report – February 2026
- 6b. Receive Monthly Financial Status Report – January 2026
- 6c. Determine there is a continued need for emergency repairs to the Black Point Bridge and approve Contract No. FR-BB-25-002.

Regular Calendar

7. Adopt Resolution No. 2026-04 to make various changes to the Fiscal Year 2025/2026 Adopted Budget - Amendment #8 – *Presented by Chief Financial Officer, Heather McKillop*
8. Accept SMART’s Fiscal Year (FY) 2024/2025 Single Audit – *Presented by Chief Financial Officer, Heather McKillop*
9. Receive the staff update on the changes to CEQA under SB 71 – *Presented by, Grants and Legislative Affairs Manager, Joanne Parker,*
10. Adopt Resolution 2026-05 and approve Early Works Package Phase II Amendment- *Presented by Senior Engineer, Michael Wiltermood*
11. Review the Fare-Free Program for Youth and Seniors for FY26-FY27 and provide direction to staff– *Presented by General Manager, Cumins*

Closed Session

12. Conference with Legal Counsel regarding existing litigation pursuant to California Government Code Section 54956.9(a), Number of Cases – three (3)
  - 1) Dennis Muelrath, et al. v. Sonoma-Marin Area Rail Transit District (SMART) - Superior Court of California, County of Sonoma - SCV-271787
  - 2) SMART v. Dennis Muelrath - Superior Court of California, County of Sonoma 25CV06592
  - 3) SMART v. Ellen Pauli et al. - Superior Court of California, County of Sonoma – 25CV06571
13. Report Out of Closed Session
14. Next Board of Directors Meeting, April 15, 2026 – 1:30 PM – 5401 Old Redwood Highway, 1st Floor, Petaluma, CA 94954
15. Adjournment



**BOARD OF DIRECTORS  
REGULAR MEETING MINUTES  
FEBRUARY 18, 2026 - 1:30 PM**

5401 Old Redwood Highway, 1st Floor  
Petaluma, CA 94954

1. Call to Order [05:15 Minutes Mark on the Video Recording]

Chair Coursey called the meeting to order at 1:30PM.

Chair Coursey, Vice Chair Sackett and Directors Colin, Cader Thompson, Fleming, Garbarino, Lucan, Pahre, Paulson, and Rabbit were present. Director Kelley was absent.

2. Approval of the January 21, 2026 Board Meeting Minutes [06:08 Minutes Mark on the Video Recording]

**MOTION:** Director Cader Thompson moved approval of the January 21, 2026, Board Meeting Minutes as presented. Director Rabbitt seconded. The motion carried 9-0-1-1 with Director Kelley absent and Director Coursey abstaining.

3. Board Member Announcements [06:51 Minutes Mark on the Video Recording]  
None

4. General Manager's Report [07:26 Minutes Mark on the Video Recording]  
General Manager Cumins provided a PowerPoint presentation, which is posted on SMART's website. Highlights included:

- Ridership Report
- Healdsburg Extension Open House
- Employees of the Quarter
- Questions

Chair Coursey thanked employees. Director Paulson asked about ridership and the number of trains.

5. Public Comments on Non-Agenda Items [17:18 Minutes Mark on the Video Recording]  
Warren Wells  
Eris Weaver

6. Consent Calendar [21:02 Minutes Mark on the Video Recording]
  - 6a. Receive Monthly Ridership Report – January 2026
  - 6b. Receive Monthly Financial Status Report – December 2025

- 6c. Determine there is a continued need for emergency repairs to the Black Point Bridge and approve Contract No. FR-BB-25-002.
- 6d. Approve agreement with the International Association of Machinists and Aerospace Workers (IAMAW) Local 1414, and authorize the Board Chair to execute the agreement
- 6e. Approve of a sole-source purchase order for six (6) Original Equipment Manufacturer (“OEM”) Air Supply Units (Part # 813292) supplied by Knorr Brake Company, LLC in the amount of \$403,781.44.

Public Comment:  
None

**MOTION:** Vice Chair Sackett moved to approve the Consent Calendar, Items 6a thru 6e. Director Cader Thompson seconded. The motion carried 10-0-0-1 with Director Kelley absent.

- 7. Adopt Resolution No. 2026-03 to make various changes to the Fiscal Year 2025/2026 Adopted Budget - Amendment #7 – *Presented by Budgets and Grants Manager, Claire Springer.* [21:56 Minutes Mark on the Video Recording]

Questions: Directors Paulson asked about the state of good repair and staffing. Director Cader Thompson asked about North Petaluma Solar funding, and Chair Coursey asked about pathway segments

Public Comments:  
Susan Kirks

Discussion: None

**MOTION:** Director Cader Thompson moved to approve Adopt Resolution No. 2026-03 to make various changes to the Fiscal Year 2025/2026 Adopted Budget - Amendment #7 and Director Paulson seconded. The motion carried 10-0-0-1 with Director Kelley absent.

- 8. Accept the Fiscal Year 2025 Annual Report - *Presented by Chief Financial Officer, Heather McKillop* [42:25 Minutes Mark on the Video Recording]

Questions: Director Paulson thanked staff regarding ridership and asked about fare box recovery and storm resiliency

Public Comments:  
Susan Kirks

Vice Chair Sackett complimented SMART on the number of injury free days and Chair Coursey congratulated SMART on a great year.

**MOTION:** Director Garbarino moved to Accept the Fiscal Year 2025 Annual Report and Director Cader Thompson seconded. The motion carried 10-0-0-1 with Director Kelley absent.

9. Approve appointments to the Citizens Oversight Committee (“COC”) – *Presented by General Manager Cumins* [58:14 Minutes Mark on the Video Recording]

Director Cader Thompson spoke about the process, Director Fleming thanked the committee and Director Pahre thanked the COC

Public Comments:

None

**MOTION:** Director Cader Thompson moved to Approve appointments to the Citizens Oversight Committee (“COC”) as recommended and Vice Chair Sackett seconded. The motion carried 10-0-0-1 with Director Kelley absent.

10. Next Board of Directors Meeting, **March 18, 2026 – 1:30 PM** – 5401 Old Redwood Highway, 1st Floor, Petaluma, CA 94954 [1:03:40 Minutes Mark on the Video Recording]
11. Adjournment – Meeting adjourned at 2:28PM

Respectfully submitted,

/s/

Kyreen Jorgensen  
Clerk of the Board

Approved on: \_\_\_\_\_



Sonoma-Marín Area Rail Transit  
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Sonoma County Board of Supervisors

**Mary Sackett, Vice Chair**  
Marin County Board of Supervisors

**Janice Cader Thompson**  
Sonoma County Mayors' and  
Councilmembers Association

**Kate Colin**  
Transportation Authority of Marin

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**Patty Garbarino**  
Golden Gate Bridge,  
Highway/Transportation District

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Marin County Council of Mayors and  
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**David Rabbitt**  
Sonoma County Board of Supervisors

**GENERAL MANAGER**  
Eddy Cumins

March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT: Monthly Ridership Report – February 2026**

Dear Board Members:

**RECOMMENDATIONS:**  
Information Item

**SUMMARY:**

We are presenting the monthly ridership report for activity for the month of February 2026. This report shows trends in ridership for SMART by tracking Total riders, Average Weekday riders, and Average Saturday riders, Average Sunday/Holiday riders, as well as bicycles and mobility devices on board the trains. The report also includes total users counted on the SMART Pathway for the month, and total riders on the SMART Connect shuttles.

With the transition to the Automatic Passenger Counter (APC) in October 2022, SMART has a highly accurate method of tracking boardings and alightings at stations that does not depend on manual counts by the conductors. The APC system has been tested and validated at a 99% accuracy level and has been certified for passenger count use by the Federal Transit Administration (FTA); the system was revalidated and recertified by FTA in June 2025. Both APC-based ridership and fare-based collection rider counts are shown in the attached report to give a full picture of ridership. APC-based ridership captures all riders, including riders with passes who neglect to tag on or off, riders who fail to activate their mobile app tickets, as well as free-fare riders.

This report compares the most recent month to the same month during the prior year, as is standard industry practice for tracking trends over time. These reports also note relevant details associated with fare program discount usage and trends in riders bringing bicycles onboard as well as riders who use mobility devices.

SMART's ridership data through February 2026 is posted on the SMART website (<https://sonomamarintrain.org/RidershipReports>).

**FISCAL IMPACT:** None.

Respectfully,  
/s/  
Zoe Unruh  
Planning Manager

Attachment(s): 1.) Monthly Ridership Report – February 2026

## FEBRUARY 2026 SMART RIDERSHIP REPORT

SMART Ridership Report  
Board of Directors,  
March 18, 2026

February 2026 saw slight ridership decreases from the previous month, with average weekday ridership at 4,160, down 4% from January and up 22% over February 2025. Average Saturday and Sunday ridership increased by 16% and decreased by 3%, respectively, from the previous month, and increased 48% and 25%, respectively, over February 2025. Total monthly ridership was 101,935, up 25% over February 2025 and 42% over February 2020 (pre-COVID).

As background, SMART modified services in March 2020 due to the COVID-19 pandemic, with weekend service annulled and weekday service reduced to 16 trips. In May 2021, SMART added back 10 weekday trips. Saturday service was restored in May 2021, and Sunday service in May 2022. In June 2022, SMART added 10 additional weekday trips, and in November 2022, SMART added 2 additional midday trips, for a schedule of 38 trips per weekday. In May 2023, SMART added two evening trips on Friday and Saturday, known as the Starlighter. In November 2023, SMART suspended the Starlighter service but increased weekend service, running 16 trips total on both Saturday and Sunday. In August 2024, SMART added two additional round trips for a total of 42 trips each weekday. In late May 2025, SMART began running service to Windsor Station.

The tables below present data for February 2025 and 2026 year-over-year, and the Fiscal Year to date (July-February). Ridership for the fiscal year to date is tracking 31% over the same time period in FY25.

MONTHLY TOTALS YEAR-OVER-YEAR	FEBRUARY 2025	FEBRUARY 2026	% Change
<b>Ridership</b>	81,669	101,935	25%
<b>Fare-based Ridership (Clipper + App Only)<sup>1</sup></b>	42,184	45,266	7%
<b>Average Weekday Ridership</b>	3,404	4,160	22%
<b>Average Saturday Ridership</b>	1,899	2,806	48%
<b>Average Sunday Ridership</b>	1,498	1,876	25%
<b>Bicycles</b>	9,628	11,074	15%
<b>Mobility Devices</b>	184	225	22%

<sup>1</sup> Due to the Clipper transition, it appears the fare-based ridership data from Clipper is underreported. We continue to work with Clipper to resolve ongoing issues.

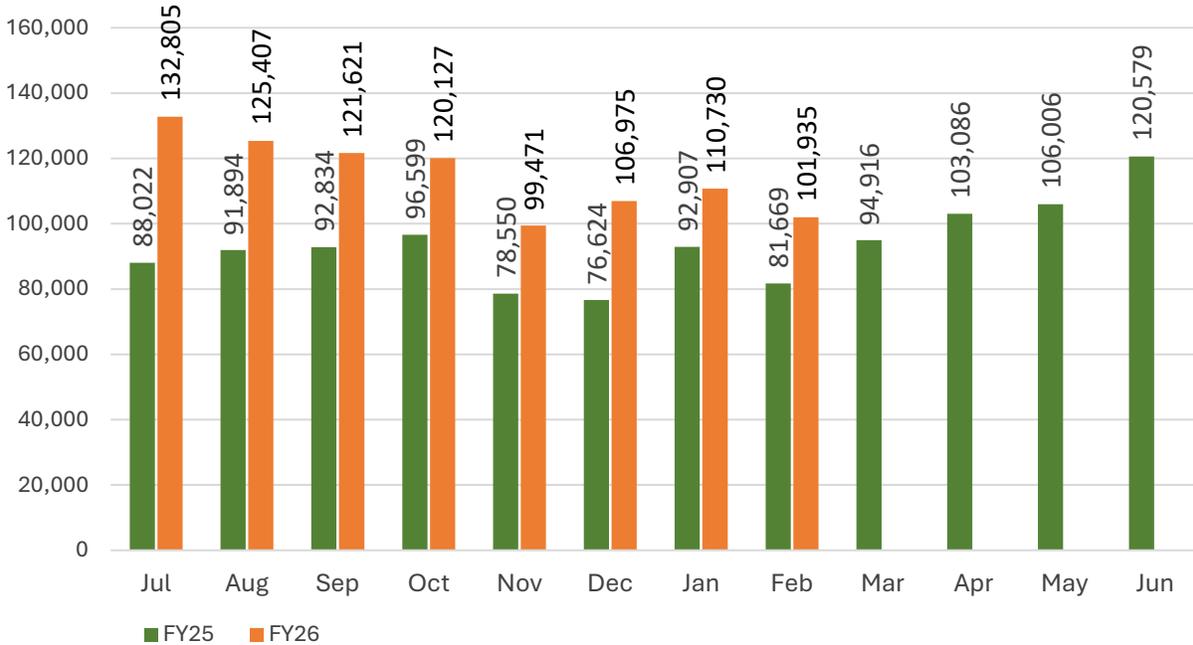
<b>Ridership</b>	699,099	919,071	31%
<b>Fare-based Ridership (Clipper + App Only)</b>	371,691	448,795	21%
<b>Average Weekday Ridership</b>	3,427	4,470	30%
<b>Average Saturday Ridership</b>	1,955	2,639	35%
<b>Average Sunday Ridership</b>	1,729	2,230	29%
<b>Bicycles</b>	92,605	111,398	20%
<b>Mobility Devices</b>	1,673	2,493	49%

# FEBRUARY 2026 SMART RIDERSHIP REPORT

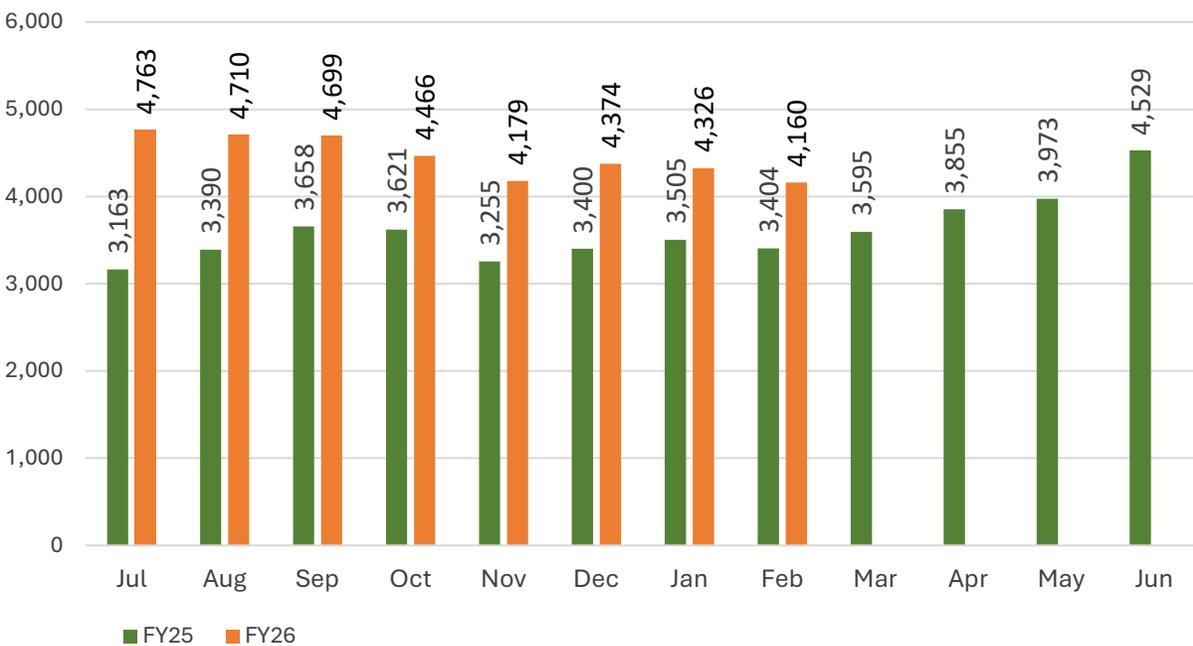
SMART Ridership Report  
Board of Directors,  
March 18, 2026

The following charts compare the average weekday ridership, average weekend ridership, and monthly totals for FY25-FY26.

SMART Monthly Ridership (FY25 - FY26)



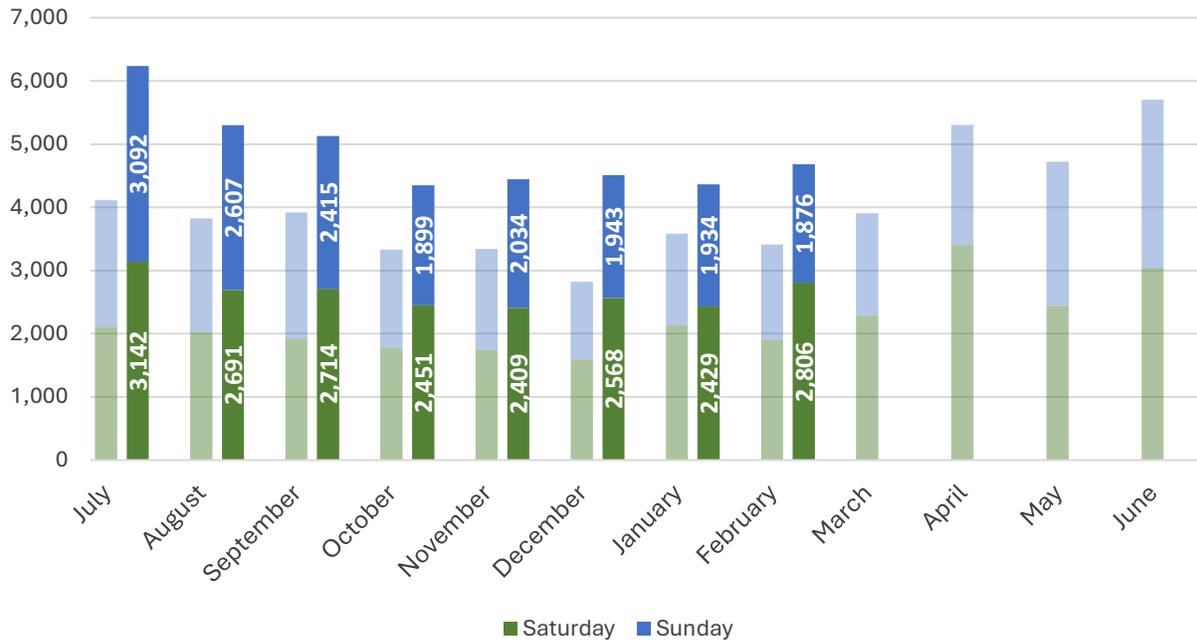
SMART Average Weekday Ridership (FY25 - FY26)



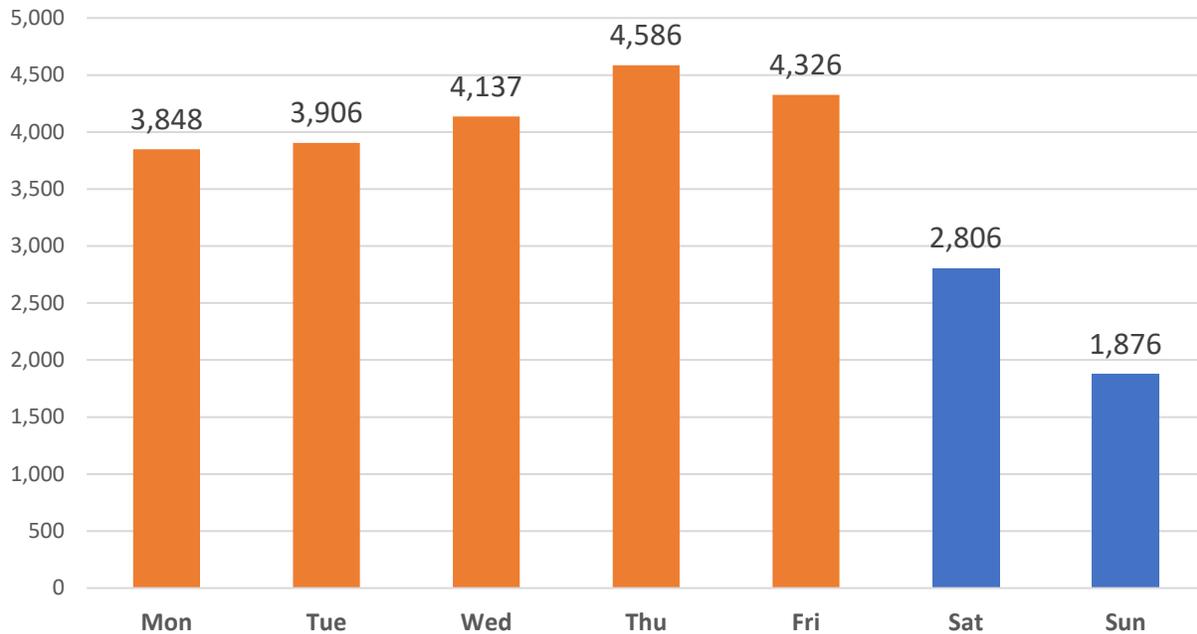
# FEBRUARY 2026 SMART RIDERSHIP REPORT

SMART Ridership Report  
Board of Directors,  
March 18, 2026

SMART Average Weekend Boardings (FY25 - FY26)



Average Boardings by Day of Week (February 2026)



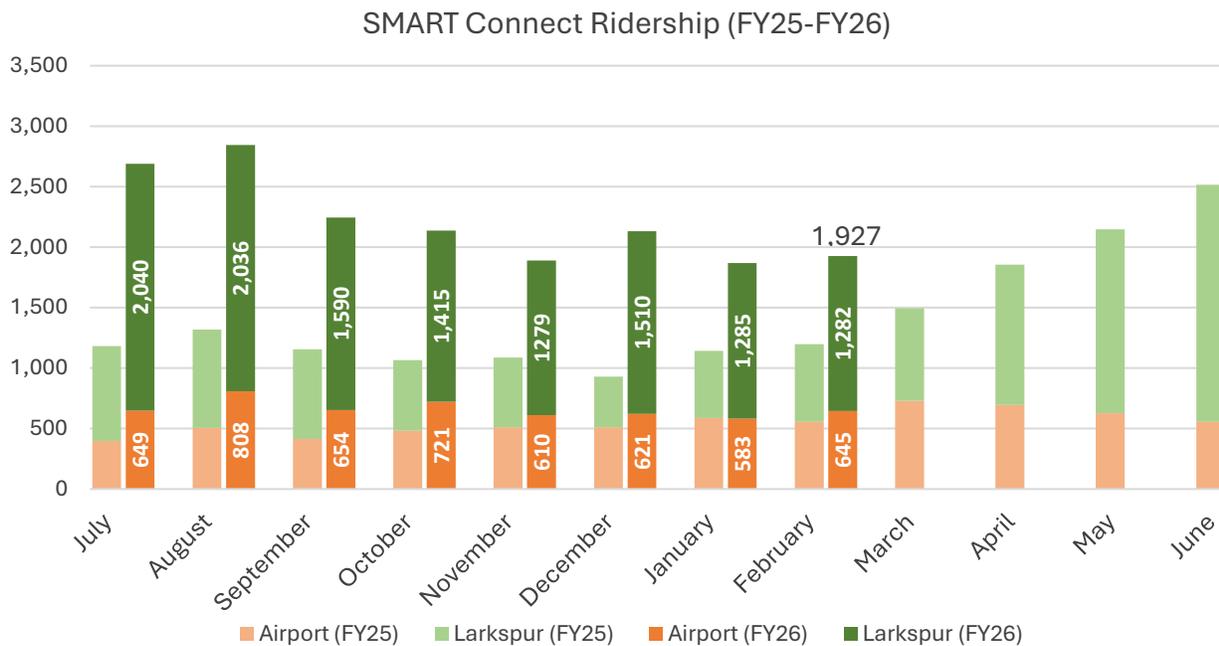
# FEBRUARY 2026 SMART RIDERSHIP REPORT

SMART Ridership Report  
Board of Directors,  
March 18, 2026

## SMART Connect Program

SMART currently operates two on-demand shuttles, SMART Connect Airport and SMART Connect Larkspur. SMART Connect Airport, launched in June 2023, serves the SMART Sonoma County Airport station, the Charles M. Schultz Sonoma County Airport, and the surrounding area. SMART Connect Larkspur, launched in June 2024, serves the SMART Larkspur station, the Golden Gate Larkspur Ferry Terminal, and the surrounding Larkspur Landing area. The goal of the SMART Connect program is to facilitate first-and-last mile connections from SMART stations through the provision of a reliable on-demand shuttle that SMART riders can use for transit transfers, work and school commutes, and other destinations. SMART Connect uses microtransit software from The Routing Company called Ride Pingo, which allows users to pre-book trips or book a ride on-demand. Riders can also book by phone or walk-on, space available. In April 2025, Connect Shuttle service hours at Larkspur were expanded from 4 to 7 days per week; both shuttle locations now offer daily service.

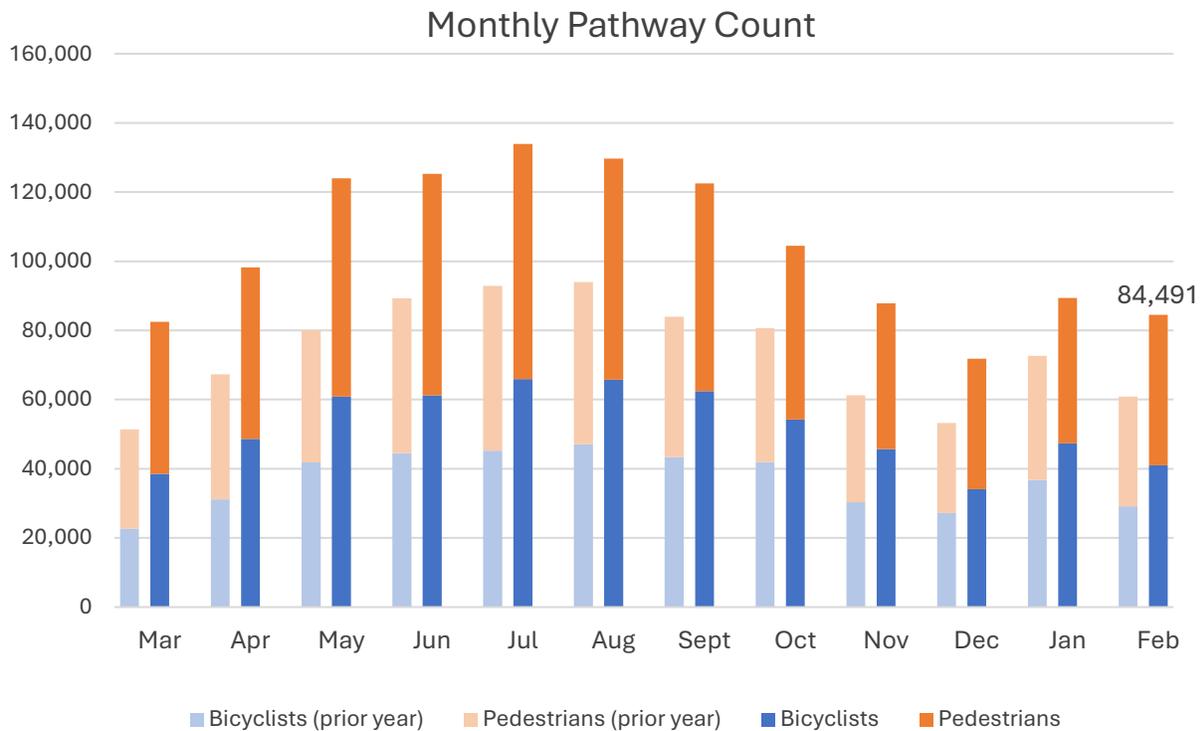
Total February monthly ridership for the SMART Connect program was 1,927 riders.



**SMART Pathway**

As of May 2025, SMART has installed 14 counters on the Pathway, with six in Marin County and eight in Sonoma County. The counters differentiate between bicycles and pedestrians, and track data by time of day and day of the week. The counters cannot distinguish between unique users, but based on the estimated average trip length of 3 miles, and the average spacing between counters of 3.7 miles, the counts are considered an accurate estimate of monthly pathway usage. As additional pathway segments are constructed, counters will be placed on those segments to measure pathway usage. To date, count data has shown a fairly even split between pedestrians and bicyclists.

In February 2026, SMART counted 84,491 users on the pathway, an increase of 39% compared to the same month in the prior year. The increased counts are attributed to higher volumes of users on existing pathway segments as well as counts of users on newly opened pathway segments.





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March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT:** Monthly Financial Report – Consent Item

Dear Board Members:

**RECOMMENDATIONS:** Receive Monthly Financial Status Report – January 2026

**SUMMARY:**

This report provides information for the first seven months of Fiscal Year (FY) 2026, including details on the Board Adopted Budget through Budget Amendment #6. Attached, you will find separate charts displaying both budgeted and actual revenues and expenses for passenger rail and freight. The "actual" columns reflect revenues and expenses for the first seven months of FY 2026 (July - January). Additionally, for passenger rail, we have included more detailed information on sales tax and fare revenues, presenting current data alongside comparative figures from FY 2022 to FY 2026.

The report further outlines the approved budget, actual expenses, and remaining budget balance. Please note that expenses may not occur evenly throughout the fiscal year; many significant costs are incurred at specific intervals. Additionally, we have included information on SMART's investments, detailing where our funds are held and the current amounts. Lastly, we present the current obligations, reserves, and fund balance requirements for FY 2026.

**FISCAL IMPACT:**

None.

Sincerely,

/s/

Heather McKillop  
Chief Financial Officer

Attachment(s): (1) Monthly Financial Status Report  
(2) Contract Summary Report



**MONTHLY FINANCIAL STATUS**

*January 2026*

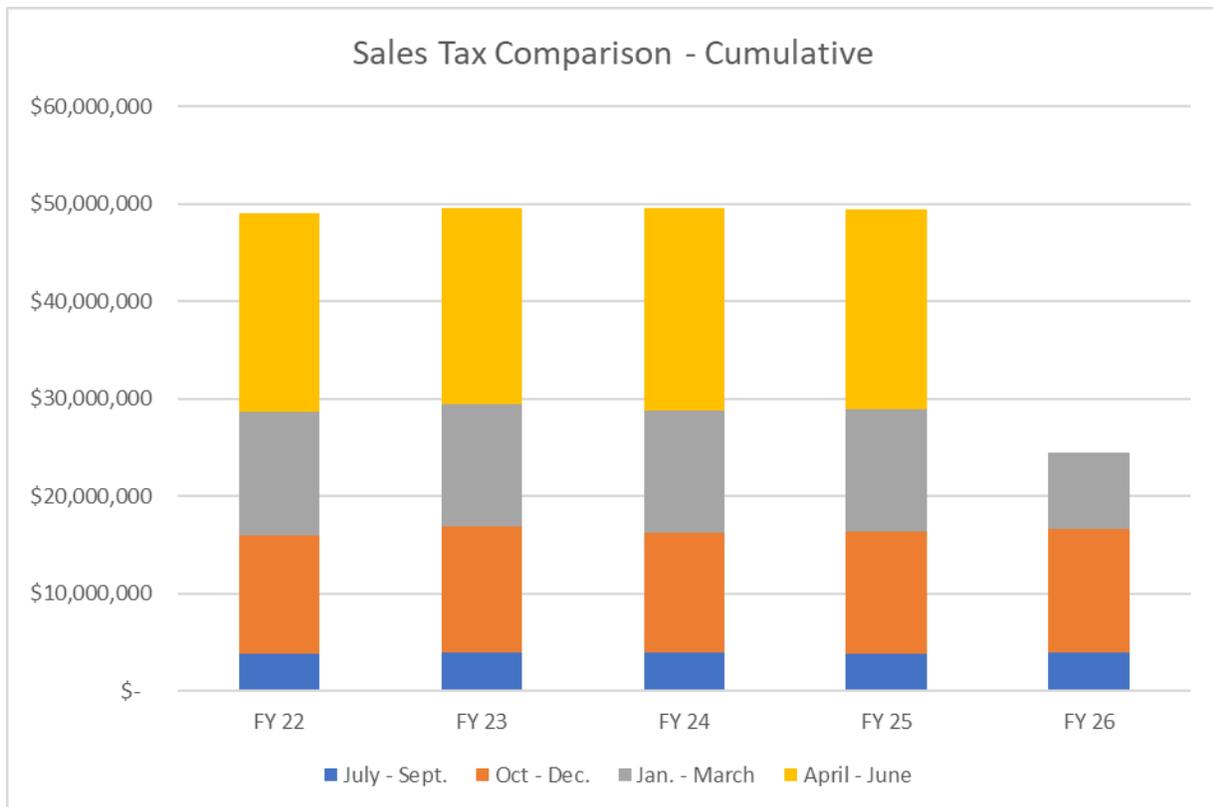
**PASSENGER REVENUES**

	<b>FY 2026 Approved Budget and Amendments #1-#6</b>	<b>Actual</b>	<b>Amount Over/ (Under) Budget</b>	<b>% Over/(Under) Budget</b>	<b>% of FY Remaining</b>
Sales & Use Tax	\$48,300,300	\$20,447,535	-\$27,852,765	-58%	42%
Sales Tax Collection Fees	-\$839,870	-\$209,970	\$629,900	-75%	42%
Federal Funds	\$11,064,920	\$607,128	-\$10,457,792	-95%	42%
State Grants	\$47,868,434	\$5,771	-\$47,862,663	-100%	42%
Passenger Fares	\$2,541,000	\$1,612,091	-\$928,909	-37%	42%
Shuttle Fares	\$8,000	\$7,331	-\$669	-8%	42%
Parking Fees	\$17,580	\$31,561	\$13,981	80%	42%
Interest & Lease Revenue	\$1,294,025	\$1,605,071	\$311,046	24%	42%
Misc./ Other Revenues	\$343,736	\$340,485	-\$3,251	-1%	42%
Other Governments	\$4,614,356	\$77,379	-\$4,536,977	-98%	42%
<b>Total</b>	<b>\$115,212,481</b>	<b>\$24,524,382</b>	<b>-\$90,688,099</b>	<b>-79%</b>	<b>42%</b>

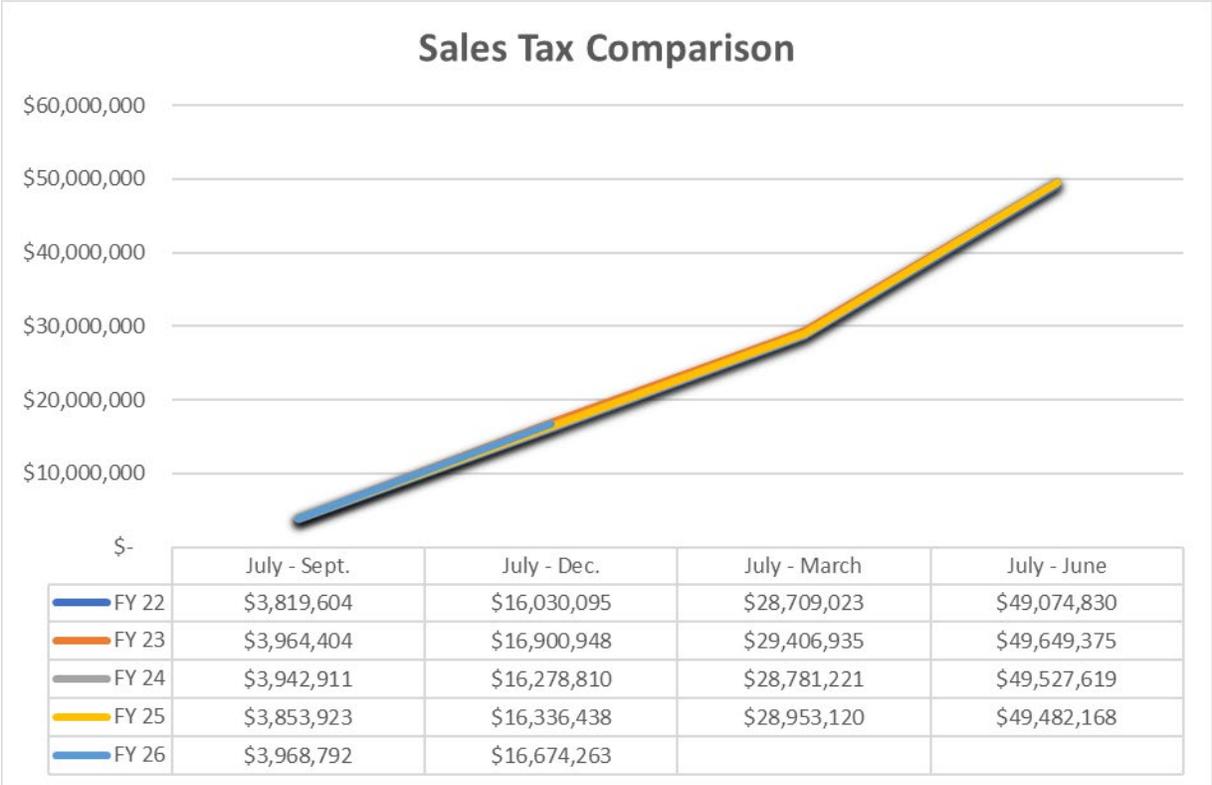
**Measure Q Sales Tax  
Fiscal Year (FY) 2026**

<b>Time Period</b>	<b>July – Sept</b>	<b>Oct - Dec</b>	<b>Jan - March</b>	<b>April - June</b>
FY 26 Forecasted Sales Tax	\$3,864,024	\$12,075,075	\$12,558,078	\$19,803,123
Actual	\$3,968,792	\$12,705,075	\$7,742,064	\$0
Difference	\$104,768	\$630,000	-\$4,816,014	-\$19,803,123

**Fiscal Year 2022-2026 Net Sales Tax Comparison  
(by Quarter)**



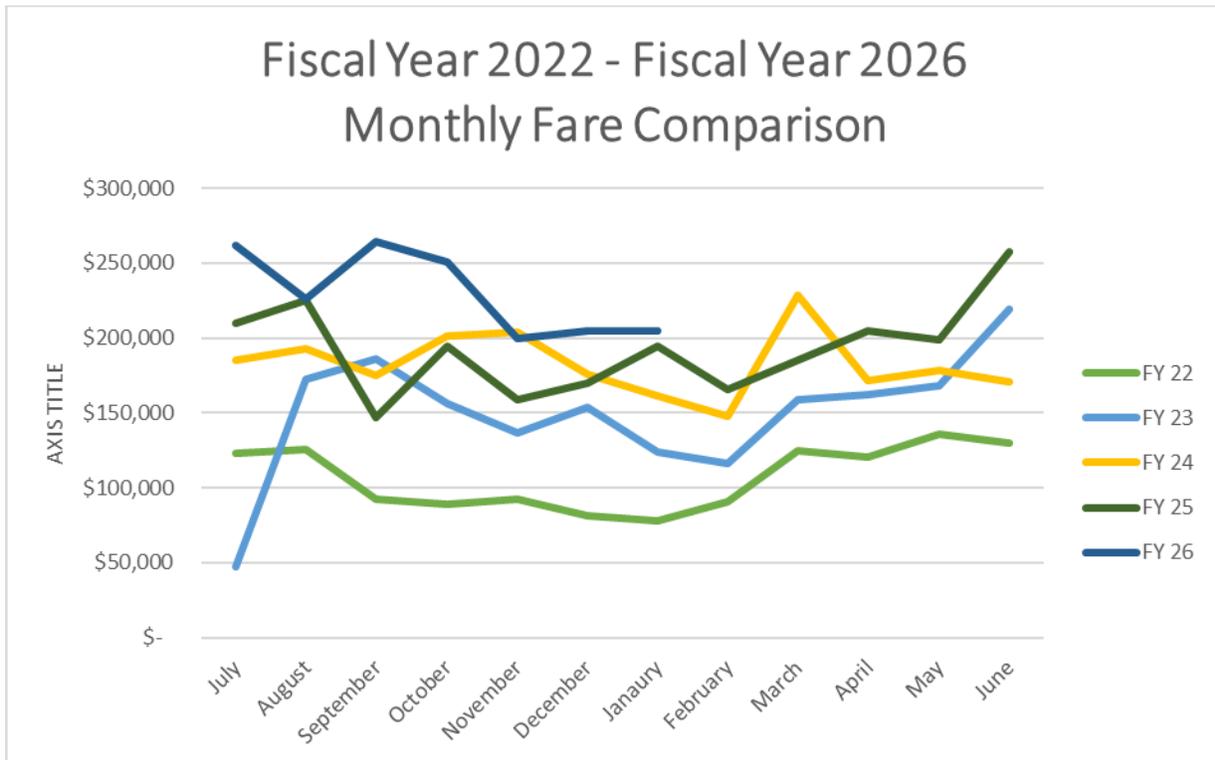
**Fiscal Year 2022-2026 Cumulative Sales Tax Comparison**



**Fiscal Year 2022-2026 Fare Revenue Comparison**



**Fiscal Year 2021-2025 Monthly Fare Revenue Comparison**



## PASSENGER EXPENSES

	FY 2025-26 Approved Budget and Amendments #1-#6	Actual	Amount Over / (Under) Budget	% Over/(Under) Budget	% of FY Remaining
<b>Administration</b>					
Salaries & Benefits	\$7,521,481	\$4,093,494	-\$3,427,987	-46%	42%
Services & Supplies	\$13,226,619	\$5,373,815	-\$7,852,804	-59%	42%
Administration Total	<b>\$20,748,100</b>	<b>\$9,467,309</b>	<b>-\$11,280,791</b>	<b>-54%</b>	<b>42%</b>
<b>Operations</b>					
Salaries & Benefits	\$22,096,215	\$11,235,737	-\$10,860,478	-49%	42%
Services & Supplies	\$7,302,157	\$2,764,102	-\$4,538,055	-62%	42%
Operations Total	<b>\$29,398,372</b>	<b>\$13,999,839</b>	<b>-\$15,398,533</b>	<b>-52%</b>	<b>42%</b>
<b>Engineering</b>					
Salaries & Benefits	\$401,482	\$649,631	\$248,149	62%	42%
Services & Supplies	\$6,197,347	\$767,008	-\$5,430,339	-88%	42%
Engineering Total	<b>\$6,598,829</b>	<b>\$1,416,639</b>	<b>-\$5,182,190</b>	<b>-79%</b>	<b>42%</b>
<b>Capitalized Expenses</b>					
Facilities	\$42,564,471	\$4,173,236	-\$39,104,098	-93%	42%
Infrastructure	\$1,003,017	\$3,775	-\$999,242	-100%	42%
Equipment	\$8,104,245	\$284,047	-\$7,826,893	-97%	42%
Nonrevenue Vehicles	\$622,000	\$208,337	-\$413,663	-67%	42%
Capitalized Expenses Total	<b>\$52,293,733</b>	<b>\$4,669,395</b>	<b>-\$47,624,338</b>	<b>-91%</b>	<b>42%</b>
<b>Total All Expenses</b>	<b>\$109,039,034</b>	<b>\$29,553,182</b>	<b>-\$79,485,852</b>	<b>-73%</b>	<b>42%</b>

### FREIGHT REVENUES

	FY 2026 Approved Budget and Amendments #1-#6	Actual	Amount Over/ (Under) Budget	% Over/(Under) Budget	% of FY Remaining
State Operating / Capital Grant	\$1,812,350	\$0	-\$1,812,350	-100%	42%
Caltrans Grant	\$7,000	\$0	-\$7,000	-100%	42%
Caltrans Novato Creek Bridge Construction Support	\$12,500	\$0	-\$12,500	-100%	42%
State Shortline Grant	\$445,950		-\$445,950	-100%	42%
Freight Movement Fees	\$800,000	\$479,104	-\$320,896	-40%	42%
Leases	\$270,000	\$109,388	-160,612	-59%	42%
Freight Storage	\$40,000	\$0	-\$40,000	-100%	42%
45(g) Tax Credit & Misc.	\$261,000	\$273,950	\$12,950	5%	42%
FEMA/CalOES 2023 Disaster Recovery	\$175,977	\$0	-175,977	-100%	42%
<b>Total</b>	<b>\$3,834,777</b>	<b>\$862,442</b>	<b>-\$2,972,335</b>	<b>-78%</b>	<b>42%</b>

### FREIGHT EXPENSES

	FY 2025-26 Approved Budget and Amendments #1-#6	Actual	Amount Over / (Under) Budget	% Over/(Under) Budget	% of FY Remaining
<b>Operations</b>					
Salaries & Benefits	\$1,075,089	\$591,947	-\$483,142	-45%	42%
Services & Supplies	\$1,521,789	\$419,321	-\$1,102,468	-72%	42%
Operations Total	\$2,596,878	\$1,011,268	-\$1,585,610	-61%	42%
<b>Engineering</b>					
Salaries & Benefits	\$19,500	\$6,989	-\$12,511	-64%	42%
Services & Supplies	\$1,218,398	\$217,307	-\$1,001,091	-82%	42%
Engineering Total	\$1,237,898	\$224,296	-\$1,013,602	-82%	42%
<b>Total All Expenses</b>	<b>\$3,834,776</b>	<b>\$1,235,564</b>	<b>-\$2,599,212</b>	<b>-68%</b>	<b>42%</b>

## CAPITAL PROJECTS

Passenger/Pathway Projects	Total Project Budget	Expended in Prior Fiscal Years	Budgeted in FY26	Remaining Project Budget	Project Status
Development: Healdsburg Extension Progressive Design-Build	\$3,250,000	\$366,536	\$2,883,464	\$0	Work is ongoing.
Extension: Healdsburg Phase	\$265,058,000	\$0	\$35,359,000	\$229,699,000	Progressive Design-Build contract awarded; Phase I commenced.
Pathway: Design for 5 Segments in Marin County	\$6,323,781	\$2,172,537	\$275,000	\$3,876,244	Conducting engineering design and pursuing environmental permits to prepare segments for construction.
Pathway: Design for 7 Segments in Marin and Sonoma Counties	\$3,936,755	\$2,513,843	\$221,660	\$1,201,252	Conducting engineering design and pursuing environmental permits to prepare segments for construction.
Pathway: Guerneville Rd to Airport Blvd Pathway Permitting and Construction	\$14,212,729	\$18,095	\$1,125,012	\$13,069,622	In design, awaiting funding allocation. Pursuing NEPA clearance and environmental permitting.
Pathway: Hanna Ranch to Vintage	\$7,070,119	\$35,995	\$1,330,000	\$5,704,124	Awaiting funding allocation, pursuing NEPA revalidation and preparing

					contract documents.
Pathway: Joe Rodota Trail	\$1,531,749	\$56,108	\$1,456,655	\$18,986	Preparing contract documents
Pathway: Puerto Suello Tunnel	\$561,465	\$56,816	\$504,649	\$0	Design and environmental clearance work is underway.
State of Good Repair: St Vincent Culvert Repairs	\$250,000	\$0	\$250,000	\$0	In design.
Station: Civic Center Kiss-n-Ride Design	\$224,000	\$0	\$224,000	\$0	In design.
WFO: Joe Rodota to Third Street Traffic Signal (City of Santa Rosa)	\$1,016,794	\$122,719	\$894,075	\$0	Design work completed, construction will be packaged in combination with the Joe Rodota Trail project
WFO: Santa Rosa Downtown Station Access (Developer)	\$703,017	\$0	\$703,017	\$0	Will be packaged for construction in combination with Joe Rodota Trail project
<b>Freight Projects</b>					
State of Good Repair: Bridge Rehabilitation Phase II (3 Bridges)	\$745,424	\$65,765	\$679,659	\$0	Work began in December and is expected to be completed in March 2026

## INVESTMENTS

Investments are guided by the SMART investment policy adopted each year with the budget. The policy outlines the guidelines and practices to be used in effectively managing SMART’s available cash and investment portfolio. District funds that are not required for immediate cash requirements are to be invested in compliance with the California Code Section 53600, et seq.

SMART uses the Bank of Marin for day-to-day cash requirements and for longer term investments the Sonoma County Treasury Pool is used. This chart reflects a point in time versus a projection of future fund availability.

<b>Cash on Hand</b>	
Bank of Marin	\$47,078,390
Sonoma County Investment Pool	\$49,978,119
<b>Total Cash on Hand</b>	<b>\$97,056,509</b>
<b>Reserves</b>	
Self-Insured Reserve	\$2,370,675
OPEB/CalPERS Reserve	\$6,574,676
Operating Reserve	\$12,959,990
Capital Reserve	\$12,317,250
Corridor Completion Reserve	\$5,500,000
<b>Total Reserves</b>	<b>\$39,722,591</b>
<b>Cash Balance</b>	<b>\$57,333,918</b>
Less: Current Encumbrances	-\$39,130,162
Balance	\$18,203,756
Less Estimated FY 26 Year-End Balance	-\$53,650,516
<b>Remaining Balance</b>	<b>-\$35,446,760</b>



# Contract Summary

## PASSENGER RAIL

Active contracts as of 1/31/2025

Contractor	Scope	FY 25/26 Encumbered	FY 25/26 Actuals
Afaf Translations LLC	Oral and Document Translation Services	\$ 2,000	\$ 952
Alcohol & Drug Testing Services, LLC	Administration of DOT-, FRA-, and SMART-Regulated Drug and Alcohol Program Services	\$ 45,000	\$ 18,643
Alex Ruiz Sr. dba North Bay Bottling	Water Delivery Service to Fulton Facility	\$ 3,000	\$ 2,232
Alliant Insurance Services, Inc.	Insurance Brokerage and Risk Management Consulting Services	\$ 50,000	\$ 18,804
American Rail Engineers Corporation DBA Airshark	Railroad Bridge Inspections, Bridge Engineering, and Related Services	\$ 20,000	\$ 14,645
American Red Cross & Its Constituent Chapters and Branches	American Red Cross CPR/First Aid/ AED Training Certification Services and Cards	\$ 840	\$ 840
Asbury Environmental Services DBA World Oil Environmental Serv	Hazardous and Non-Hazardous Waste Removal, Disposal, and Related Services	\$ 2,400	\$ 1,451
Atlas Copco Compressors LLC	Air Compressor Maintenance Services	\$ 2,005	\$ 2,005
Bach-Simpson, A Division of Wabtec Canada, Inc	Event Recorder Overhaul and Maintenance Services	\$ 26,360	\$ 26,360
Barbier Security Group	Security Services at Cal Park Tunnel	\$ 11,436	\$ 7,624
Bender Rosenthal, Inc.	On Call Real Estate Advisory & Property Rights Acquisition Support Services	\$ 7,000	\$ -
BKF Engineers	Design & Engineer Seven (7) Multi-Use Pathway Segments in Sonoma and Marin Counties	\$ 230,910	\$ 34,764
BKF Engineers	Design & Permitting of the Puerto Suello Non-Motorized Pathway	\$ 388,993	\$ 356,989
Bolt Staffing Service, Inc.	Temporary Staffing Services	\$ 40,000	\$ -
Cal Interpreting & Translations	Communication Access Realtime Translation (CART) Services	\$ 13,468	\$ 468
City Towel & Dust Services, Inc. DBA Sunset Linen & Uniform	Laundering and Pressing Services for SMART-Owned Uniforms	\$ 1,400	\$ 1,015
Clean Solutions Services, Inc.	Janitorial and Custodial Services for SMART Stations, Offices, and Parking Lots	\$ 115,831	\$ 87,524
Code3 Entertainment Services, LLC	Microtransit Operator Services	\$ 731,563	\$ 428,991
Construction Testing Services, Inc.	On Call Construction Materials Testing Services	\$ 2,746	\$ 2,746
Cooperative Personnel Services dba CPS HR Consulting	Employee Recruiting Services	\$ 30,000	\$ 7,000
County of Sonoma	Maintenance and Monitoring of Riparian Enhancement Project at Helen Putnam Regional Park	\$ 51,899	\$ 51,899
County of Sonoma	Maintenance and Monitoring of Riparian Enhancement Projects at Crane Creek Regional Park	\$ 36,712	\$ 36,712
County of Sonoma	Non-Revenue Fleet Maintenance and Repair Services	\$ 60,000	\$ 40,785
Courtney Robertson DBA CocoConsult LLC	Construction Alternate Project Delivery Advisor and Cost Estimation Services	\$ 500,000	\$ 258,638
CSW Stuber-Stroeh Engineering Group Inc.	Design & Engineer Five (5) Multi-Use Pathway Segments in Marin Counties	\$ 250,000	\$ 15,027
Data Ticket, Inc.	Citation Issuance and Administration for Illegal Parking at SMART's Facilities	\$ 1,950	\$ 600
DB E.C.O. North America Inc.	Perform Update to Dynamic Operations Simulation Modeling for the SMART Main Line	\$ 145,701	\$ -
Eco-Compteur Inc.	Pedestrian and Bicycle Pathway Counter Software Reporting Tools and Support	\$ 12,600	\$ 12,600
Eide Bailly LLP	Independent Auditor	\$ 58,670	\$ 31,284
eLock Technologies LLC	Ongoing Maintenance and Operation Support for Bicycle eLockers at SMART Stations	\$ 11,850	\$ 8,888
EMR LLC DBA Maxacel	Software System for Managing and Reporting FRA Compliance	\$ 33,187	\$ 24,393
EMR LLC DBA Maxacel	Learning Management System and Support Services	\$ 17,850	\$ 13,526
Fehr & Peers	Quality of Life and Economic Impact Assessment Study	\$ 137,267	\$ 115,216
FinQuery	LeaseQuery Accounting Software and Support Services	\$ 12,594	\$ 12,594
Foster & Foster Consulting Actuaries, Inc.	GASB 75 and GASB 68 Compliance and Actuarial Services	\$ 4,250	\$ 4,250
George Hills Company	Third-Party Administrator and Property and Liability Claims Adjusting Services	\$ 18,808	\$ 6,358
Golden Five LLC	Microsoft Office 365 Managed Services and Technical Support Services	\$ 91,000	\$ 71,135
Graymar Environmental Services, LLC	On Call Removal, Remediation, and Disposal of Hazardous and Biohazardous Materials	\$ 33,000	\$ 7,687
Hanford Applied Restoration & Conservation	San Rafael Creek Riparian Mitigation Implementation, Maintenance, and Monitoring Project	\$ 28,463	\$ 20,799
Hanford Applied Restoration & Conservation	Maintenance and Monitoring of the Las Gallinas Creek Watershed Riparian Enhancement Planting	\$ 16,535	\$ 8,844
Hanson Bridgett LLP	Labor and Employment Legal Services	\$ 140,000	\$ 90,682
HCI SYSTEMS, INC.	Fire Suppression System and Fire Extinguisher Inspection, Maintenance, and Certification	\$ 8,016	\$ -
Holland LP	Track Geometry and Measurement Services	\$ 24,000	\$ -
Hunt Oil of California	Supply and Deliver Valvoline Premium Blue 15W40 Motor Oil	\$ 18,446	\$ 16,609

Contractor	Scope	FY 25/26	
		Encumbered	Actuals
Integrated Security Controls, Inc.	On Call Maintenance Support for SMART's Existing CCTV and Access Control Systems	\$ 46,286	\$ 6,029
Intelligent Technology Solutions, LLC	IBM Maximo Maintenance and Management System Software and Technical Support Services	\$ 286,650	\$ 221,887
Khouri Consulting, LLC	California State Legislative Advocacy Services	\$ 124,000	\$ 82,000
Knorr Brake Holding Corporation DBA Knorr Brake Company LLC	Master Controller Overhaul and Upgrade Services	\$ 184,409	\$ 104,220
Knorr Brake Holding Corporation DBA Knorr Brake Company LLC	Standard Brake System Overhaul Services	\$ 1,151,404	\$ -
Krauthamer & Associates LLC	Employee Recruiting Services	\$ 20,000	\$ -
Lance A. O'Connor	DOT & FRA Regulated Pre-Employment & Recertification Screenings	\$ 2,500	\$ 1,610
Leete Generators	Generator Inspection, Maintenance, and Repair Services	\$ 3,539	\$ 2,716
Masabi LLC	SMART's Mobile Ticketing Application and Technical Support Services	\$ 64,572	\$ 36,750
Mike Brown Electric Co.	9th Street Vehicle Detection Loop Replacement	\$ 16,110	\$ 16,110
Mission Linen Supply	Rental and Laundering of Uniforms	\$ 17,112	\$ 9,765
Modern Railway Systems	TDX & Communication System Monitoring and Maintenance	\$ 94,679	\$ 54,456
Modern Railway Systems	Passenger Information Display Real Time Signage, Software, and Ongoing Support	\$ 28,997	\$ 28,997
Modern Railway Systems	Design and Construction of the Windsor Extension Systems	\$ 103,322	\$ 103,321
Mountain F Enterprises, Inc.	On Call Tree Trimming, Removal, and Arborist Services.	\$ 6,540	\$ 6,540
MuniServices, LLC.	Sales and Use Tax Recovery Services	\$ 40,000	\$ 13,317
Nelson Connects	Temporary Staffing Services	\$ 50,866	\$ 36,178
Netspeed LLC	Avaya Phone System Support Services	\$ 14,400	\$ 10,800
Nick Barbieri Trucking, LLC	Supply and Delivery of Diesel Fuel and Diesel Exhaust Fluid	\$ 1,100,000	\$ 1,017,302
Nossaman LLP	Legal Services Regarding Rail Transit Issues	\$ 1,505,000	\$ 753,669
Occupational Health Centers of CA, A Medical Corp.	DOT & FRA Regulated Pre-Employment & Recertification Screenings	\$ 25,000	\$ 12,419
Olson Remcho LLP	Legal Advisory Services on Ordinances and Retail Sales and Use Tax	\$ 5,000	\$ 4,277
Parodi Investigative Solutions	Pre-Employment Investigation and Background Screening	\$ 25,000	\$ 15,800
Peterson Mechanical, Inc	Emergency Maintenance on HVAC Equipment at SMART HQ Server Room	\$ 2,880	\$ -
PFM Financial Advisors, LLC	Financial Advisory Services	\$ 5,000	\$ -
Pitney Bowes, Inc.	Lease of Postage Meter Machine and Postage Fees	\$ 5,800	\$ 5,135
Pivotal Vision	PivotalSenseAI System Software License and Maintenance Program	\$ 2,300	\$ 2,300
Portola Systems, Inc.	Management, Maintenance, and Configuration Support of the SMART Station Network.	\$ 270,615	\$ 235,855
Precision Wireless Service	Land Mobile Radio System Technical Support and Maintenance Services	\$ 31,500	\$ 12,988
Rail Industries Canada Inc.	Portable Digital Wheel Profilometer System, Training, and Technical Support Services	\$ 94,556	\$ -
RSE Corporation	On-Call Civil Engineering, Design, and Land Surveying Services	\$ 242,300	\$ 33,061
Ryan Dunnigan	Pre-Employment, Post Incident, and Return-to-Duty Psychological Evaluations	\$ 24,000	\$ 21,893
Sierra-Cedar Group Holdings, LLC dba Sierra-Cedar, LLC	Oracle Enterprise Resources Planning Software Support Services	\$ 121,500	\$ 70,236
Sonic Telecom, LLC	Fiberoptic Backhaul Circuit between Rail Operation Center and Larkspur Station	\$ 21,000	\$ 16,152
Sperry Rail, Inc.	Rail Flaw Detection Services	\$ 8,877	\$ -
SPTJ Consulting	Administration Network Management, Monitoring, and Technical Support Services	\$ 218,781	\$ 130,221
Square Signs LLC dba Front Signs	SMART Pathway Wayfinding Sign Fabrication and Installation	\$ 50,660	\$ 50,660
Stacy and Witbeck/Herzog, A Joint Venture	Phase I Agreement: Preliminary Design and Engineering for the Healdsburg Extension	\$ 21,754,399	\$ 4,892,013
Stacy and Witbeck-Ghilotti Bros, A Joint Venture	Construction of Petaluma North Station, Grade Crossing Reconstruction, and Soco Pathway	\$ 72,923	\$ 72,923
Stephanie L. Van Houten	Substance Abuse Professional Services and Drug and Alcohol Counselor Services	\$ 3,334	\$ -
Sue R. Evans	Title Investigation Services	\$ 20,000	\$ 11,018
The Routing Company	Microtransit Software Application Design, Implementation, and Ongoing Support	\$ 17,263	\$ 11,508
Toshiba America Business Solutions	Lease and Maintenance Agreement of SMART Multi-Function Copy Machines	\$ 40,485	\$ 31,922
Triangle Land Restoration	Riparian Mitigation Implementation and Monitoring Project for Segments 1 & 2 of the SMART Pathway	\$ 28,915	\$ 21,896
Triangle Land Restoration	Riparian Mitigation Implementation and Maintenance Project at Windsor Creek	\$ 30,360	\$ 19,829
Triangle Land Restoration	Riparian Mitigation Implementation and Maintenance Project at Helen Putnam Regional Park	\$ 98,976	\$ 98,976
Triangle Land Restoration	Riparian Enhancement Project at Crane Creek Regional Park	\$ 384,680	\$ 384,369
Urban Transportation Associates, Inc.	Automatic Passenger Counter System and Ongoing Technical Support	\$ 12,860	\$ 12,380
Van Scoyoc Associates, Inc.	Federal Legislative Advocacy Services	\$ 60,000	\$ 35,000
Web Master Designs, LLC	As-needed monitoring, management and support services for SMART's public facing websites	\$ 5,214	\$ 1,304
Web Master Designs, LLC	As-Needed Website Support Services	\$ 938	\$ 938

<b>Contractor</b>	<b>Scope</b>	<b>FY 25/26 Encumbered</b>	<b>FY 25/26 Actuals</b>
WRA, Inc.	On-Call Environmental Consulting Support Services	\$ 2,245,316	\$ 847,997
	<b>TOTAL</b>	<b>\$ 34,228,565</b>	<b>\$ 11,420,309</b>
<b>FREIGHT RAIL</b>			
<b>Contractor</b>	<b>Scope</b>	<b>FY 25/26 Encumbered</b>	<b>FY 25/26 Actuals</b>
American Rail Engineers Corporation DBA Airshark	Railroad Bridge Inspections, Bridge Engineering, and Related Services	\$ 55,000	\$ 40,207
County of Marin	Grandview Avenue Grade Crossing Paving Project	\$ 140,218	\$ 140,218
County of Sonoma	Non-Revenue Fleet Maintenance and Repair Services	\$ 9,544	\$ 6,247
Dida, Inc. dba Wine Country Sanitary	Portable Restroom Rental and Service for Freight Depot	\$ 2,400	\$ 1,772
Freight Tracking Software	Railcar Transportation Application Software and Support	\$ 6,000	\$ 2,855
GATX Rail Locomotive Group, LLC	Lease of Freight Locomotive 1501	\$ 53,905	\$ 41,489
Hue & Cry, Inc	Alarm Monitoring and Notification Services at Freight Depot	\$ 1,000	\$ 746
Lambertus J Verstegen DBA South West Locomotive Repair	As-Needed Freight Locomotive Maintenance and Repair Services	\$ 12,652	\$ 12,652
Mickco, Inc	45G Tax Credit Advisory and Assignment Services	\$ 15,718	\$ 15,718
Nick Barbieri Trucking, LLC	Supply and Delivery of Diesel Fuel and Diesel Exhaust Fluid	\$ 75,000	\$ 35,704
Quality Sprayers, Inc.	On-track and Off-track Vegetation Control Services	\$ 52,000	\$ -
RailWorks Partners LP	Brazos Railroad Timber Bridge Repairs - Phase II Project	\$ 604,235	\$ 523,234
Stacy and Witbeck, Inc.	Emergency Hwy 37 At-Grade Crossing Panel Repair	\$ 100,000	\$ 14,906
Summit Signal, Inc.	Emergency Black Point Bridge Center Wedge Repair	\$ 135,141	\$ 45,966
Summit Signal, Inc.	Inspections, Testing, and Routine Maintenance services for Railroad Signal Equipment along SMART's Fre	\$ 100,230	\$ 64,490
Summit Signal, Inc.	Emergency Call-Out Maintenance Services for Signal Equipment	\$ 18,823	\$ 16,748
	<b>TOTAL</b>	<b>\$ 1,381,866</b>	<b>\$ 962,953</b>

Actuals-To-Date include invoices that have been matched to a Purchase Order but may not have been paid as of 1/31/2025



Sonoma-Marín Area Rail Transit  
5401 Old Redwood Hwy, Suite 200  
Petaluma, CA 94954

P: 707-794-3330  
F: 707-794-3037  
W: www.SonomaMarinTrain.org

**BOARD OF DIRECTORS**

**Chris Coursey, Chair**  
Sonoma County Board of Supervisors

**Mary Sackett, Vice Chair**  
Marin County Board of Supervisors

**Janice Cader Thompson**  
Sonoma County Mayors' and  
Councilmembers Association

**Kate Colin**  
Transportation Authority of Marin

**Victoria Fleming**  
Sonoma County Mayors' and  
Councilmembers Association

**Patty Garbarino**  
Golden Gate Bridge,  
Highway/Transportation District

**Ariel Kelley**  
Sonoma County Mayors' and  
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**Eric Lucan**  
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Golden Gate Bridge,  
Highway/Transportation District

**Gabe Paulson**  
Marin County Council of Mayors and  
Councilmembers

**David Rabbitt**  
Sonoma County Board of Supervisors

**GENERAL MANAGER**

**Eddy Cumins**

March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT:** Contract No. FR-BB-25-002 for the Black Point Bridge

Dear Board Members:

**RECOMMENDATIONS:**

Determine there is a continued need for emergency action and continue to approve Contract #FR-BB-25-002 for emergency repairs to Black Point Bridge for a total contract amount not to exceed \$135,141.00.

**SUMMARY:**

This emergency item first came to the District's attention in October. The Black Point Bridge malfunctioned and was unable to be moved without causing further damage. The bridge is a critical link to the SMART main line and must be traveled over to serve freight customers in Petaluma. Given that this critical connection is required for SMART to fulfill its common carrier obligations, the emergency would not permit a delay resulting from a competitive solicitation for bids as immediate repairs to the bridge were necessary. Pursuant to delegated authority, the General Manager in coordination with the SMART Board of Directors Chair, declared an emergency and began the procurement process. On November 7, 2025, SMART executed a contract with Summit Signal to complete the repairs for a total contract amount not to exceed \$135,141.00.

It was determined that additional repairs are needed beyond those originally anticipated to allow the bridge to turn and permit trains to proceed over it. The new not-to-exceed is \$274,594.

Pursuant to Public Contract Code §22050, the governing body shall initially review the emergency action at its next scheduled meeting after the action and at least at every regularly scheduled meeting thereafter until the action is terminated to determine that there is a need to continue the action, unless a person with authority has terminated that action.

The contractor has begun the repair process of Black Point Bridge, and the repairs are ongoing. As required by Public Contract Code §22050, Staff will update the Board of Director at the April 15, 2026, meeting, if required.

FISCAL IMPACT: Funding has been identified in the FY 2026 freight budget.

Very truly yours,

/s/  
Eddy Cumins, General Manager



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**GENERAL MANAGER**  
Eddy Cumins

March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT:** Fiscal Year 2025/2026 Budget Amendment #8

Dear Board Members:

**RECOMMENDATIONS:**

Adopt Resolution No. 2026-04, amending Resolution No. 2025-19, the Fiscal Year 2025/2026 Adopted Budget to modify spending authority and position authorization.

**BACKGROUND:**

The Black Point Bridge on the Brazos Branch experienced multiple mechanical failures this fall. Repairs have been ongoing since these failures and it has been determined that for the bridge to be put back into service, wedges must be manufactured and installed. These costs were absorbed into the Freight Budget due to the emergency nature of this repair. This budget action backfills the \$142,454 in funds that were utilized for the emergency repair.

Previously, the Freight Budget had been amended to include the cost of repairing a cantilever that had been damaged years ago in a windstorm in the amount of \$120,000. It was recently decided that this repair would not be needed, and the cost of that repair has been removed from the Budget.

At the February meeting, the Board authorized the Agreement between SMART and the International Association of Machinists and Aerospace Workers (IAMAW) Local 1414. The Appendix C document attached here incorporates the changes in salaries that were included in that agreement.

**FISCAL IMPACT:**

The net increase in spending authority for freight is \$22,454, and the Freight Budget will maintain a fund balance of \$0. The passenger budget will absorb the increased salary costs utilizing vacancy savings.

Sincerely,

Heather McKillop  
Chief Financial Officer

Attachments:     1.) Resolution No 2025-04  
                      2.) Revised Appendix B  
                      3.) Revised Appendix C

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE SONOMA-MARIN AREA RAIL TRANSIT DISTRICT, STATE OF CALIFORNIA, AMENDING RESOLUTION NO. 2025-19, THE ANNUAL BUDGET FOR FISCAL YEAR 2025-2026 TO MODIFY SPENDING AUTHORITY AND POSITION AUTHORITY**

---

**WHEREAS**, as part of its approval of the Annual Budget for Fiscal Year 2025-2026, the Board of Directors considered the annual expenditures necessary for the Sonoma-Marín Area Rail Transit District; and

**WHEREAS**, the Board approved Budget Amendment #1, which modified expenditure authority and revised position authority; and

**WHEREAS**, the Board approved Budget Amendment #2 to modify expenditure authority for the rollforward of funds and acceptance of additional funding; and

**WHEREAS**, the Board approved Budget Amendment #3 to modify expenditure authority for Phase I of the Healdsburg Extension project and the Teamsters agreement, and to revise position authority; and

**WHEREAS**, the Board approved Budget Amendment #4 to modify expenditure authority to add grant funding and roll forward funds related to continuing projects; and

**WHEREAS**, the Board approved Budget Amendment #5 to add additional funding for passenger rail, as well as add and modify funding sources for freight rail; and

**WHEREAS**, the Board approved Budget Amendment #6, increasing expenditure authority for passenger and freight; and

**WHEREAS**, the Board approved Budget Amendment #7, modifying the expenditure authority for passenger and freight, and amending the position authorization for freight; and

**WHEREAS**, the Board desires to amend the budget to increase expenditure authority for freight and revise the position authorization for passenger; and

**NOW, THEREFORE, BE IT RESOLVED** that expenditure authority in Resolution No. 2025-19, Fiscal Year 2025-2026 Adopted Budget Appendix B is hereby amended, and the position authority in Appendix C is also hereby amended.

**BE IT FURTHER RESOLVED** except as specifically amended or supplemented by this Resolution, Resolution No. 2025-19, together with all supplements, amendments, and exhibits

thereto is, and shall continue to be, in full force and effect as originally adopted, and otherwise constrained herein shall, or shall be construed to, modify, invalidate, or otherwise affect and provision of Resolution No. 2025-19.

**PASSED AND ADOPTED** at a regular meeting of the Board of Directors of the Sonoma-Marín Area Rail Transit District held on the 18th day of March, 2026, by the following vote:

**DIRECTORS:**

AYES:

NOES:

ABSENT:

ABSTAIN:

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Chris Coursey, Chair, Board of Directors  
Sonoma-Marín Area Rail Transit District

ATTEST:

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Kyreen Jorgensen, Clerk of the Board of Directors  
Sonoma-Marín Area Rail Transit District



### Appendix C - Position Authorization

# of Positions	Position Title	Hourly		Annual	
		Min	Max	Min	Max
Administrative					
1	Accountant I	\$ 38.39	\$ 47.99	\$ 79,851.20	\$ 99,819.20
1	Accounting Manager	\$ 67.73	\$ 84.66	\$ 140,878.40	\$ 176,092.80
1	Accounts Payable Technician	\$ 32.29	\$ 40.36	\$ 67,163.20	\$ 83,948.80
3	Administrative Assistant	\$ 33.10	\$ 41.38	\$ 68,848.00	\$ 86,070.40
1	Assistant General Counsel	\$ 93.38	\$ 116.73	\$ 194,230.40	\$ 242,798.40
1	Associate Planner	\$ 44.30	\$ 55.38	\$ 92,144.00	\$ 115,190.40
1	Budget and Finance Manager	\$ 67.73	\$ 84.66	\$ 140,878.40	\$ 176,092.80
1	Buyer I	\$ 39.15	\$ 48.90	\$ 81,432.00	\$ 101,712.00
1	Chief Financial Officer	\$ 122.45	\$ 153.06	\$ 254,696.00	\$ 318,364.80
1	Clerk of the Board/ Executive Assistant	\$ 47.94	\$ 59.93	\$ 99,715.20	\$ 124,654.40
2	Communications and Marketing Coordinator	\$ 41.33	\$ 51.66	\$ 85,966.40	\$ 107,452.80
1	Communications and Marketing Manager	\$ 76.64	\$ 95.80	\$ 159,411.20	\$ 199,264.00
1	Communications and Marketing Specialist	\$ 56.98	\$ 71.23	\$ 118,518.40	\$ 148,158.40
1	General Counsel	\$ 122.52	\$ 153.15	\$ 254,841.60	\$ 318,552.00
1	Limited Term General Counsel (August 31st)	\$ 122.52	\$ 153.15	\$ 254,841.60	\$ 318,552.00
1	General Manager	\$ 156.92	\$ -	\$ 326,393.60	\$ -
2	Grants and Budget Analyst	\$ 54.24	\$ 67.80	\$ 112,819.20	\$ 141,024.00
1	Grants and Legislative Affairs Manager	\$ 78.52	\$ 98.15	\$ 163,321.60	\$ 204,152.00
1	Human Resources Analyst	\$ 47.71	\$ 59.58	\$ 99,236.80	\$ 123,926.40
1	Human Resources Manager	\$ 76.64	\$ 95.80	\$ 159,411.20	\$ 199,264.00
1	Information Systems Analyst	\$ 47.94	\$ 59.93	\$ 99,715.20	\$ 124,654.40
1	Information Systems Manager	\$ 78.56	\$ 98.20	\$ 163,404.80	\$ 204,256.00
1	Information Systems Technician	\$ 42.37	\$ 52.96	\$ 88,129.60	\$ 110,156.80
1	Legal Administrative Assistant	\$ 38.39	\$ 47.99	\$ 79,851.20	\$ 99,819.20
1	Ops Information Systems Technician	\$ 45.63	\$ 57.04	\$ 94,910.40	\$ 118,643.20
1	Payroll Technician	\$ 34.07	\$ 42.59	\$ 70,865.60	\$ 88,587.20
1	Planning Manager	\$ 76.64	\$ 95.80	\$ 159,411.20	\$ 199,264.00
1	Procurement and Contracts Analyst	\$ 50.37	\$ 62.96	\$ 104,769.60	\$ 130,956.80
1	Procurement and Contracts Manager	\$ 71.16	\$ 88.95	\$ 148,012.80	\$ 185,016.00
1	Real Estate Manager	\$ 84.55	\$ 105.69	\$ 175,864.00	\$ 219,835.20
1	Regulatory Compliance & Civil Rights Manager	\$ 76.64	\$ 95.80	\$ 159,411.20	\$ 199,264.00
1	Senior Buyer	\$ 55.60	\$ 69.50	\$ 115,648.00	\$ 144,560.00
1	Senior Management Analyst	\$ 61.33	\$ 76.66	\$ 127,566.40	\$ 159,452.80
1	Senior Planner	\$ 56.98	\$ 71.23	\$ 118,518.40	\$ 148,158.40
1	Senior Real Estate Officer	\$ 56.95	\$ 71.19	\$ 118,456.00	\$ 148,075.20
	Interns (Multiple)	\$ -	\$ 20.00	\$ -	\$ 41,600.00
39					
# of Positions	Position Title				
Capital					
2	Assistant Engineer	\$ 50.37	\$ 62.96	\$ 104,769.60	\$ 130,956.80
2	Associate Engineer	\$ 58.41	\$ 73.01	\$ 121,492.80	\$ 151,860.80
1	Chief Engineer	\$ 100.47	\$ 125.59	\$ 208,977.60	\$ 261,227.20
1	Junior Engineer	\$ 43.44	\$ 54.30	\$ 90,355.20	\$ 112,944.00
1	Manager Train Control Systems	\$ 100.47	\$ 125.59	\$ 208,977.60	\$ 261,227.20
1	Principal Engineer	\$ 78.56	\$ 98.20	\$ 163,404.80	\$ 204,256.00
1	Senior Engineer	\$ 67.73	\$ 84.66	\$ 140,878.40	\$ 176,092.80
9					

# of Positions	Position Title				
<b>Operations</b>					
1	Administrative Services Specialist	\$ 47.93	\$ 59.91	\$ 99,694.40	\$ 124,612.80
4	Bridge Tender	\$ -	\$ 37.26	\$ -	\$ 77,500.80
1	Chief Operating Officer	\$ 105.65	\$ 132.06	\$ 219,752.00	\$ 274,684.80
1	Chief of Police	\$ 91.04	\$ 113.80	\$ 189,363.20	\$ 236,704.00
3	Code Compliance Officer	\$ 37.45	\$ 46.81	\$ 77,896.00	\$ 97,364.80
6	Conductor *	\$ -	\$ 46.88	\$ -	\$ 97,510.40
	Conductor Trainee*	\$ -	\$ 39.86	\$ -	\$ 82,908.80
33	Engineer *	\$ -	\$ 56.37	\$ -	\$ 117,249.60
	Engineer Trainee*	\$ -	\$ 47.91	\$ -	\$ 99,652.80
1	Facilities Maintenance Supervisor	\$ -	\$ 66.75	\$ -	\$ 138,840.00
<del>3</del>	<del>Facilities Maintenance Technician</del>	<del>\$ -</del>	<del>\$ 44.81</del>	<del>\$ -</del>	<del>\$ 93,204.80</del>
3	Facilities Maintenance Technician	\$ -	\$ 46.60	\$ -	\$ 96,928.00
2	Inventory and Parts Clerk	\$ 34.07	\$ 42.59	\$ 70,865.60	\$ 88,587.20
1	Materials Sourcing Specialist	\$ 39.33	\$ 49.16	\$ 81,806.40	\$ 102,252.80
1	Inventory and MMS Manager	\$ 61.34	\$ 76.68	\$ 127,587.20	\$ 159,494.40
<del>1</del>	<del>Lead Facility Maintenance Engineer</del>	<del>\$ -</del>	<del>\$ 49.29</del>	<del>\$ -</del>	<del>\$ 102,523.20</del>
1	Lead Facility Maintenance Engineer	\$ -	\$ 51.26	\$ -	\$ 106,620.80
1	Maintenance of Way Manager	\$ 80.52	\$ 100.65	\$ 167,481.60	\$ 209,352.00
1	Maintenance of Way Superintendent	\$ 67.73	\$ 84.66	\$ 140,878.40	\$ 176,092.80
4	Operation Communication Specialist	\$ 38.39	\$ 47.99	\$ 79,851.20	\$ 99,819.20
1	Safety & Compliance Officer	\$ 69.40	\$ 86.75	\$ 144,352.00	\$ 180,440.00
1	Senior Administrative Assistant	\$ 36.53	\$ 45.66	\$ 75,982.40	\$ 94,972.80
1	Senior Code Compliance Officer	\$ 43.07	\$ 53.83	\$ 89,580.40	\$ 111,969.52
2	Signal Supervisor	\$ -	\$ 71.17	\$ -	\$ 148,033.60
9	Signal Technician **	\$ -	\$ 61.65	\$ -	\$ 128,232.00
	Signal Technician Trainee (2) **	\$ -	\$ 46.24	\$ -	\$ 96,179.20
3	Track Maintenance - Laborers	\$ -	\$ 34.84	\$ -	\$ 72,467.20
5	Track Maintainer I	\$ -	\$ 46.16	\$ -	\$ 96,012.80
2	Track Maintainer II	\$ -	\$ 50.77	\$ -	\$ 105,601.60
2	Track Maintenance Supervisor	\$ -	\$ 67.26	\$ -	\$ 139,900.80
1	Transportation Manager	\$ 80.52	\$ 100.65	\$ 167,481.60	\$ 209,352.00
1	Transportation Superintendent	\$ 67.73	\$ 84.66	\$ 140,878.40	\$ 176,092.80
12	Transportation Supervisor	\$ 59.87	\$ 74.84	\$ 124,529.60	\$ 155,667.20
<del>11</del>	<del>Vehicle Maintenance - Laborers</del>	<del>\$ -</del>	<del>\$ 34.31</del>	<del>\$ -</del>	<del>\$ 71,364.80</del>
11	Vehicle Maintenance - Laborers	\$ -	\$ 35.68	\$ -	\$ 74,214.40
1	Vehicle Maintenance Manager	\$ 80.52	\$ 100.65	\$ 167,481.60	\$ 209,352.00
5	Vehicle Maintenance Supervisor	\$ 59.87	\$ 74.84	\$ 124,529.60	\$ 155,667.20
<del>13</del>	<del>Vehicle Maintenance Technician ***</del>	<del>\$ -</del>	<del>\$ 54.23</del>	<del>\$ -</del>	<del>\$ 112,798.40</del>
13	Vehicle Maintenance Technician ***	\$ -	\$ 56.40	\$ -	\$ 117,312.00
	Vehicle Maintenance Tech Trainee (2) ***	\$ -	\$ 40.67	\$ -	\$ 84,593.60
	Vehicle Maintenance Tech Trainee (2) ***	\$ -	\$ 42.30	\$ -	\$ 87,984.00
134					
<b># of Positions</b>					
<b>Freight</b>					
0.5	Freight Administrative Specialist	\$ 43.22	\$ 53.98	\$ 89,897.60	\$ 112,278.40
1	Freight Manager	\$ 80.52	\$ 100.65	\$ 167,481.60	\$ 209,352.00
3	Freight Utility Worker	\$ 37.45	\$ 46.81	\$ 77,896.00	\$ 97,364.80
2	Freight Utility Worker/ Dispatcher	\$ 37.45	\$ 46.81	\$ 77,896.00	\$ 97,364.80
6.5					
<b>Total FTE</b>	<b>188.5</b>				

\* Total positions cannot exceed 39.

\*\* Total positions cannot exceed 9.

\*\*\* Total positions cannot exceed 13.



Sonoma-Marín Area Rail Transit  
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**GENERAL MANAGER**

**Eddy Cumins**

March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT:** Federal Awards Reports in Accordance with the Uniform Guidance  
(Single Audit)

Dear Board Members:

**RECOMMENDATIONS:**

Accept SMART's Fiscal Year (FY) 2024/2025 Single Audit.

**SUMMARY:**

SMART prepares two major financial reports each fiscal year: the Annual Comprehensive Financial Report (ACFR) and the Single Audit. The ACFR for FY 2024–2025 was presented to and accepted by the Board in November 2025. As noted at that time, completion of the Single Audit was delayed due to the late release of the Office of Management and Budget's annual Compliance Supplement, which auditors must use when conducting federal compliance testing.

In FY 2024–2025, SMART managed five federal grants totaling \$6,789,602. The independent auditors issued an unmodified opinion on SMART's compliance with federal grant requirements. The audit:

- Found no material weaknesses in internal controls.
- Identified no findings required to be disclosed under federal regulation 2 CFR 200.516(a).
- Identified one reporting-related finding involving a single Federal Railroad Administration (FRA) quarterly report.

The finding concerned one instance in which federal cash receipts and disbursements were reported for the quarter rather than on a cumulative basis, as required by the FRA.

The reporting error had no impact on federal billings, no questioned costs, and no effect on the grant's underlying financial activity. In accordance with federal requirements, SMART prepared a Corrective Action Plan, which is included in this packet along with the auditor's summary of the finding. SMART has:

- Updated procedures to clearly distinguish reporting requirements across federal agencies.
- Implemented a review step to ensure all FRA reports are checked for accuracy before submission.

These actions strengthen SMART's internal controls and support continued compliance with federal grant requirements.

**FISCAL IMPACT:**

None.

Sincerely,

/s/

Heather McKillop  
Chief Financial Officer

Attachment(s):     1.) Federal Awards Reports in Accordance with the Uniform Guidance  
                          2.) Corrective Action Plan

Federal Awards Reports in Accordance  
with the Uniform Guidance  
June 30, 2025

# Sonoma-Marín Area Rail Transit District

Independent Auditor’s Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards ..... 1

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**Independent Auditor’s Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with Government Auditing Standards**

To the Governing Board of the  
Sonoma-Marín Area Rail Transit District  
Petaluma, California

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (*Government Auditing Standards*), the financial statements of the passenger and freight enterprise funds of the Sonoma-Marín Area Rail Transit District (District), as of and for the year ended June 30, 2025, and the related notes to the financial statements, which collectively comprise District’s basic financial statements and have issued our report thereon dated November 6, 2025.

**Report on Internal Control over Financial Reporting**

In planning and performing our audit of the financial statements, we considered District’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 District’s internal control. Accordingly, we do not express an opinion on the effectiveness of District’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 District’s financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. 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 or significant deficiencies may exist that were not identified.

### **Report on Compliance and Other Matters**

As part of obtaining reasonable assurance about whether District's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

### **Purpose of this Report**

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of District's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering District's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

The image shows a handwritten signature in cursive script that reads "Eide Bailly LLP".

Menlo Park, California  
November 6, 2025



**Independent Auditor’s Report on Compliance for the Major Federal Program; Report on Internal Control over Compliance; and Report on the Schedule of Expenditures of Federal Awards Required by the Uniform Guidance**

To the Governing Board of the  
Sonoma-Marín Area Rail Transit District  
Petaluma, California

**Report on Compliance for the Major Federal Program**

***Opinion on the Major Federal Program***

We have audited Sonoma-Marín Area Rail Transit District’s (District) compliance with the types of compliance requirements identified as subject to audit in the OMB *Compliance Supplement* that could have a direct and material effect on the District’s major federal program for the year ended June 30, 2025. The District’s major federal program is identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

In our opinion, the District complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended June 30, 2025.

***Basis for Opinion on the Major Federal Program***

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States (*Government Auditing Standards*); and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditor’s Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the District and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for the major federal program. Our audit does not provide a legal determination of the District’s compliance with the compliance requirements referred to above.

### ***Responsibilities of Management for Compliance***

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules and provisions of contracts or grant agreements applicable to the District's federal programs.

### ***Auditor's Responsibilities for the Audit of Compliance***

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the District's compliance based on our audit. 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 GAAS, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material, if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the District's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with GAAS, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, 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 District's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the District's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the District's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

## Report on Internal Control over Compliance

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance and therefore, material weaknesses or significant deficiencies may exist that were not identified. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, as discussed below, we did identify a certain deficiency in internal control over compliance that we consider to be significant deficiency.

*A deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance. We consider the deficiency in internal control over compliance described in the accompanying schedule of findings and questioned costs as item 2025-001 to be a significant deficiency.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

*Government Auditing Standards* requires the auditor to perform limited procedures on the District's response to the internal control over compliance findings identified in our compliance audit described in the accompanying schedule of findings and questioned costs. The District's response was not subjected to the other auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

## **Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance**

We have audited the financial statements of the passenger and freight enterprise funds of the District as of and for the year ended June 30, 2025, and the related notes to the financial statements, which collectively comprise the District's basic financial statements. We issued our report thereon dated November 6, 2025 which contained unmodified opinions on those financial statements. Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the basic financial statements. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the Uniform Guidance and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the basic financial statements as a whole.

*Eide Bailly LLP*

Menlo Park, California

March 6, 2026

Sonoma-Marín Area Rail Transit District  
Schedule of Expenditures of Federal Awards  
Year Ended June 30, 2025

Federal Grantor/Pass-through Grantor/ Program Title or Cluster Title	Federal Financial Assistance Listing	Expenditures
<b>U.S. Department of Transportation</b>		
Federal Transit Cluster:		
Federal Transit Formula Grants:		
SMART 5307 - 3 - SMART Pathway - San Rafael	20.507	\$ 1,036,535
SMART 5307 - Preventive Maintenance	20.507	<u>3,770,292</u>
Total Federal Transit Cluster		4,806,827
 Community Program Funding Healdsburg Design	 20.534	 <u>182,856</u>
 SMART Suicide Prevention Program	 20.301	 50,620
Consolidated Rail Infrastructure and Safety Improvements (CRISI) - Windsor Extension Systems	20.325	<u>1,749,299</u>
 Total U.S. Department of Transportation		 <u>6,789,602</u>
 Total Federal Financial Assistance		 <u><u>\$ 6,789,602</u></u>

**Note 1 - Basis of Presentation**

The accompanying schedule of expenditures of federal awards (schedule) includes the federal award activity of the Sonoma-Marín Area Rail Transit District (District) under programs of the federal government for the year ended June 30, 2025. The information is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the schedule presents only a selected portion of the operations of the District, it is not intended to and does not present the financial position, changes in net position, or cash flows of the District.

**Note 2 - Summary of Significant Accounting Policies**

Expenditures reported in the schedule are reported on the accrual basis of accounting. When applicable, such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement. No federal financial assistance has been provided to a subrecipient.

**Note 3 - Indirect Cost Rate**

The District does not draw for indirect administrative expenses and has not elected to use the de minimis cost rate of up to 15%.

**Section I – Summary of Auditor’s Results**

Financial Statements

Type of auditor's report issued	Unmodified
Internal control over financial reporting:	
Material weakness identified?	No
Significant deficiencies identified not considered to be material weaknesses?	None Reported
Noncompliance material to financial statements noted?	No

Federal Awards

Internal control over major federal programs:	
Material weaknesses identified?	No
Significant deficiencies identified not considered to be material weaknesses?	Yes
Type of auditor's report issued on compliance for major federal programs:	Unmodified
Any audit findings disclosed that are required to be reported in accordance with Uniform Guidance 2 CFR 200.516 (a):	No

Identification of major programs:

Name of Federal Program	Federal Financial Assistance Listing
Consolidated Rail Infrastructure and Safety Improvements (CRISI) - Windsor Extension Systems	20.325

Dollar threshold used to distinguish between Type A and Type B programs:	\$ 750,000
Auditee qualified as low-risk auditee?	Yes

**Section II – Financial Statement Findings**

None reported.

**Section III – Federal Award Findings and Questioned Costs**

**2025-001      U.S. Department of Transportation, Federal Railroad Administration Assistance  
Listing 20.325, CRISI Windsor Extension Systems**

**Agreement Number: 69A36519400600CRSCA, Federal Identifying Number: FR-CRS-0013,  
Award year: 2019, amended 2022**

**Compliance Requirement: Reporting**

**Type of Finding: Significant Deficiency in Internal Control over Compliance**

*Criteria:* Title 2 CFR §200.302 requires non-Federal entities to establish and maintain internal control over Federal awards that provides reasonable assurance that the entity is managing Federal awards in compliance with Federal statutes, regulations, and the terms and conditions of the Federal award.

Title 2 CFR §200.328 and the terms and conditions of the award require recipients to submit financial reports in the form and manner prescribed by the Federal awarding agency, including the Federal Financial Report (SF-425), prepared in accordance with the form’s instructions. The SF-425 instructions require federal cash receipts and disbursements to be reported on a cumulative basis and require accurate identification of the basis of accounting.

*Condition:* We identified an instance in which one quarterly SF-425 did not reflect cumulative federal cash receipts and disbursements as required by the SF-425 instructions. Instead, the report reflected only current-quarter federal cash activity. No additional cash reporting errors were identified by the audit, and the other SF-425 lines were prepared correctly.

*Cause:* The condition resulted from limitations in the consistency of review procedures over SF-425 preparation, particularly during periods of staff absence. While a reporting process was in place, review controls did not consistently ensure that all SF-425 data elements, including cumulative cash presentation, were verified prior to submission.

*Effect:* The condition resulted in the submission of federal financial reports that did not fully conform to SF-425 reporting instructions. The errors did not affect allowable costs, cash drawdowns, reimbursements, or the maximum Federal share under the award. However, incomplete or inaccurate reporting increases the risk that federal agencies may rely on information that does not fully reflect the recipient’s financial status for monitoring purposes.

*Questioned Costs:* No questioned costs are associated with this matter.

*Context/Sampling:* No sampling was used. We tested four of four SF-425 reports.

*Repeat Finding from Prior Year(s):* No

*Recommendation:* We recommend that management continue to strengthen review procedures over SF-425 preparation, including documented review of cumulative cash reporting and verification of all report attributes, particularly during periods when backup personnel are responsible for report preparation.

*Views of Responsible Officials:* See the separately issued Corrective Action Plan.

None reported.

## Corrective Action Plan - Federal Award Finding

### **Finding 2025-001**

Federal Agency Name: US DOT, Federal Railroad Administration

Assistance Listing: 20.325

Program Name: Consolidated Rail Infrastructure and Safety Improvements (CRISI)

**Initial Year Finding Occurred:** Fiscal Year 2025

### **Reporting Finding Summary:**

The auditor identified an instance in which one quarterly SF-425 (report) did not reflect cumulative federal cash receipts and disbursements as required by the reporting instructions. Instead, the report reflected only the current quarter's ended federal cash activity. No additional reporting errors were identified by the audit, and the other reporting lines were prepared correctly.

### **Auditor's Recommendation:**

The auditor recommends that management continue to strengthen review procedures over SF-425 preparation, including documented review of cumulative cash reporting and verification of all report attributes, particularly during periods when backup personnel are responsible for report preparation.

### **Management's Response:**

Management concurs that an error occurred on one SF-425 report for a single reporting period. The error occurred during a staffing transition and involved a field that FRA does not require, and that had not historically been populated. Additionally, FRA and FTA use the same SF-425 form but apply different reporting conventions; FTA requires the field to be reported quarterly rather than cumulatively, which contributed to the confusion. As noted in the audit finding, this was a reporting error only. There were no questioned costs, no billing inaccuracies, and no impact on the underlying financial activity.

### **Corrective Action:**

Management has implemented the following actions to prevent recurrence:

- Updated internal procedures to clearly distinguish FRA and FTA reporting requirements.

- Implemented a twostep review process in which one staff member prepares all federal financial reports and a second staff member performs an independent review prior to submission.
- Expanded procedure on reporting when primary staff are unavailable, including crosstraining and adding backup for both reporting and review.

These actions strengthen internal controls, ensure consistency across federal reporting, and reduce the risk of future reporting discrepancies.

**Responsible Individual:** Heather McKillop, Chief Financial Officer

**Anticipated Completion Date:** March 2026



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Highway/Transportation District

**Ariel Kelley**  
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**GENERAL MANAGER**  
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March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT:** Information on updated changes to CEQA law and exemption determination process

Dear Board Members:

**RECOMMENDATIONS:**

Receive the staff's update on the changes to CEQA under SB 71 and consider the proposed process for determining project exemptions for future CEQA actions in accordance with the law.

**SUMMARY:**

Senate Bill (SB) 71, authored by Senator Wiener and signed by Governor Newsom on October 13, 2025, extends exemptions under the California Environmental Quality Act (CEQA) to specific transportation projects and establishes criteria for the project review and approval processes for lead agencies implementing projects that fall under the expanded statutory exemptions. While SMART's rail and pathway project were previously environmentally cleared under CEQA, future CEQA efforts would be subject to the provisions under the new law, which took effect in January 2026. This memo outlines the conditions under the new law as they relate to SMART's program of projects.

Statutory Exemptions

The new law extends the existing CEQA exemptions for those projects currently exempt through SB922 (Weiner, 2022) including the exemption for pedestrian and bicycle facilities like the SMART Pathway through January 2040. The law expands the exemptions to additional transportation projects that would not increase single-occupancy vehicles including projects that improve, institute or increase passenger rail service; and projects related to the maintenance, construction, or rehabilitation of stations, terminals, or existing operations facilities for passenger rail, which will be exclusively used by zero-emission trains or certified Tier 4 or cleaner rolling stock or locomotives.

Project Conditions, Study and Engagement Requirements

The law establishes project cost thresholds as a basis determining the required project study and public engagement. For a project with an engineer's cost estimate above \$50,000,000 the following are required:

- Prior to making an exemption determination, the lead agency must hold three noticed public meetings on the project in the form of focused community planning meetings in the project area or regularly scheduled meetings of the lead agency's governing body.
  - The lead agency must conduct two meetings annually during construction.
- For a project with an engineer's cost estimate above \$100,000,000, the following

are required:

- The project shall be included in a plan that has undergone a programmatic-level environmental review such as a regional transportation plan or a general plan.
- The preparation and consideration of a business case and racial equity analysis for the project.
- If the racial equity analysis determines that disproportionate impacts exist, the lead agency must suggest strategies, designs, or actions to mitigate those impacts.
- Prior to making an exemption determination, the lead agency must hold three noticed public meetings on the project in the form of focused community planning meetings in the project area or regularly scheduled meetings of the lead agency's governing body.
- Of the three required public meetings, one meeting must be focused on the project business case and racial equity analysis.
- The lead agency must conduct two meetings annually during construction.
- Project construction impacts are mitigated fully, consistent with applicable law.

Under the new law, the project engineer's cost estimate thresholds shall be adjusted biennially to reflect changes in the Consumer Price Index.

#### Project Approvals and Certification of the Use of a Skilled and Trained Workforce

A project exempt under this law requires that a lead agency approve the project either through an action taken by a meeting of the lead agency's governing board, or through an alternative project approval process.

The lead agency must certify and demonstrate that the project will be completed by a skilled and trained workforce.

#### **DISCUSSION:**

Prior to SB 71, similar bills were enacted that exempt sustainable transportation projects including transit priority, bicycle and pedestrian, and bus rapid transit projects. In accordance with the project approval and exemption determination requirements under the law, peer agencies have utilized a checklist to evaluate and verify the project's exemption determination and satisfy the requirements under the law. Attachment 2 provides a sample of a checklist that is intended to evaluate and demonstrate adherence with the project requirements under the law and establish the basis for an exemption determination prior to filing a Notice of Exemption.

#### **FISCAL IMPACT:**

None.

Respectfully,

/s/

Zoe Unruh

Planning Manager

Attachment(s): 1.) SB71 (Chaptered)  
2.) Attachment 2 checklist example

**Bill Title:** California Environmental Quality Act: exemptions: transit projects.

**Spectrum:** Moderate Partisan Bill (Democrat 4-1)

**Status:** (Passed) 2025-10-13 - Chaptered by Secretary of State. Chapter 742, Statutes of 2025. [[SB71 Detail](#)]

**Download:** [California-2025-SB71-Chaptered.html](#)

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## **Senate Bill No. 71**

### CHAPTER 742

An act to amend Sections 21080.20 and 21080.25 of the Public Resources Code, relating to environmental quality.

[ Approved by Governor October 13, 2025. Filed with Secretary of State October 13, 2025. ]

## **LEGISLATIVE COUNSEL'S DIGEST**

SB 71, Wiener. California Environmental Quality Act: exemptions: transit projects.

The California Environmental Quality Act (CEQA) requires a lead agency, as defined, to prepare, or cause to be prepared, and certify the completion of an environmental impact report on a project that it proposes to carry out or approve that may have a significant effect on the environment or to adopt a negative declaration if it finds that the project will not have that effect. CEQA also requires a lead agency to prepare a mitigated negative declaration for a project that may have a significant effect on the environment if revisions in

the project would avoid or mitigate that effect and there is no substantial evidence that the project, as revised, would have a significant effect on the environment.

CEQA, until January 1, 2030, exempts from its requirements active transportation plans, pedestrian plans, or bicycle transportation plans for the restriping of streets and highways, bicycle parking and storage, signal timing to improve street and highway intersection operations, and the related signage for bicycles, pedestrians, and vehicles.

This bill would extend the operation of the above-mentioned exemption indefinitely. The bill would also exempt a transit comprehensive operational analysis, as defined, a transit route readjustment, or other transit agency route addition, elimination, or modification, from the requirements of CEQA. Because a lead agency would be required to determine whether a plan qualifies for this exemption, the bill would impose a state-mandated local program.

CEQA, until January 1, 2030, exempts from its requirements certain transportation-related projects, such as pedestrian and bicycle facilities, transit prioritization projects, public projects located on a site that is wholly within the boundaries of an urbanized area or urban cluster, as provided, for the institution or increase of bus rapid transit, bus, or light rail service, including the construction or rehabilitation of stations, terminals, or existing operations facilities, and public projects for the construction or maintenance of infrastructure of facilities to charge, refuel, or maintain zero-emission public transit buses, trains, or ferries, as provided. CEQA requires, except as provided, those exempted projects to be carried out by a local agency and meet certain requirements, including certain labor requirements.

This bill would extend the operation of the above-mentioned exemption until January 1, 2040. The bill would exempt from the requirements of CEQA a public project for the protection and improvement of bus rapid transit, bus, or light rail service, including the protection, operation, and maintenance, public projects for the protection, improvement, institution, or increase of microtransit, paratransit, shuttle, and ferry, and for the protection, maintenance, construction, operation, or rehabilitation of stops that will be exclusively used by zero-emission, near-zero-emission, low oxide of nitrogen engine, compressed natural gas fuel, fuel cell, or hybrid powertrain vehicles, rail or cable cars, rolling stock, or vessels. The bill would, until January 1, 2032, exempt from the requirements of CEQA a public project for the protection, improvement, institution, or increase of microtransit, paratransit, shuttle, bus, ferry, bus rapid transit, or light rail service, including the protection, maintenance, construction, operation, or rehabilitation of stops, stations, terminals, or existing operations facilities, if used primarily by near-zero-emission, low oxide of nitrogen engine, compressed natural gas fuel, or hybrid powertrain vehicles, except as provided. The bill would exclude from this exemption certain public

projects for the construction or rehabilitation of a ferry terminal, as provided, and, except as provided, public projects for transit services operated by a transportation network company, as defined. Because a lead agency would be required to determine whether a project qualifies for this exemption, the bill would impose a state-mandated local program.

CEQA exempts from its requirements a project that consists exclusively of a combination of any of the components of specified transportation-related projects.

This bill would extend the operation of the above-mentioned exemption until January 1, 2040. The bill would, until January 1, 2040, exempt from the requirements of CEQA a project that combines any of those specified transportation-related projects and a housing development project that is either subject to a nondiscretionary approval or is exempt from CEQA, as provided. Because a lead agency would be required to determine whether a project qualifies for this exemption, the bill would impose a state-mandated local program.

Existing law exempts from the requirements of CEQA public projects for the institution or increase of passenger rail service, other than light rail service that is eligible for a specified exemption, including the construction or rehabilitation of stations, terminals, or existing operations facilities, which will be exclusively used by zero-emission trains.

This bill would extend the operation of the above-mentioned exemption until January 1, 2040. The bill would exempt from the requirements of CEQA public projects for the improvement of passenger rail service, other than light rail service eligible for a specified exemption, including the maintenance of stations, terminals, or existing operations facilities, which will be exclusively used by zero-emission trains, public projects for the maintenance, construction, or rehabilitation of stations, terminals, or existing operations facilities which will be exclusively used by zero-emission certified Tier 4 or cleaner rolling stock or locomotives, as provided. The bill would exclude from this exemption public projects located in certain air basins for the maintenance, construction, or rehabilitation of stations, terminals, or existing operations facilities that will be used by certified Tier 4 or cleaner rolling stock or locomotives that are not zero-emission rolling stock or locomotives. Because a lead agency would be required to determine whether a project qualifies for this exemption, the bill would impose a state-mandated local program.

Existing law requires certain CEQA-exempt projects exceeding specified dollar amounts to meet certain criteria, as provided.

This bill would instead require certain CEQA-exempt projects that are, based on the project engineer's cost estimate, anticipated to exceed a specified dollar amount, to meet certain criteria, as provided. The bill would require the Office of Land Use and Climate Innovation, beginning January 1, 2026, and every two years thereafter, to adjust these amounts to

reflect changes in the Consumer Price Index, as provided, and publish the updated amounts on its internet website. The bill would authorize the Office of Land Use and Climate Innovation to implement, interpret, or make specific that provision without taking any regulatory action.

This bill would declare that its provisions are severable.

The California Constitution requires the state to reimburse local agencies and school districts for certain costs mandated by the state. Statutory provisions establish procedures for making that reimbursement.

This bill would provide that no reimbursement is required by this act for a specified reason.

### **Digest Key**

Vote: MAJORITY Appropriation: NO Fiscal Committee: YES Local Program: YES

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### **Bill Text**

**The people of the State of California do enact as follows:**

#### **SECTION 1.**

Section 21080.20 of the Public Resources Code is amended to read:

#### **21080.20.**

(a) (1) (A) This division does not apply to an active transportation plan, a pedestrian plan, or a bicycle transportation plan for the restriping of streets and highways, bicycle parking and storage, signal timing to improve street and highway intersection operations, and the related signage for bicycles, pedestrians, and vehicles.

(B) This division does not apply to a transit comprehensive operational analysis, transit route readjustment, or other transit agency route addition, elimination, or modification.

(2) An active transportation plan or pedestrian plan is encouraged to include the consideration of environmental factors, but that consideration does not inhibit or preclude the application of this section.

(3) An individual project that is a part of an active transportation plan, pedestrian plan, or transit comprehensive operational analysis remains subject to this division unless another exemption applies to that project.

(b) Before determining that a project described in subdivision (a) is exempt pursuant to this section, the lead agency shall hold noticed public hearings in areas affected by the project to hear and respond to public comments. Publication of the notice shall be no fewer times than required by Section 6061 of the Government Code by the public agency in a newspaper of general circulation in the area affected by the proposed project. If more than one area will be affected, the notice shall be published in the newspaper of largest circulation from among the newspapers of general circulation in those areas.

(c) If a local agency determines that a project is not subject to this division pursuant to this section and it determines to approve or carry out that project, the notice shall be filed with the Office of Land Use and Climate Innovation and the county clerk in the county in which the project is located in the manner specified in subdivisions (b) and (c) of Section 21152.

(d) For purposes of this section, the following definitions apply:

(1) “Active transportation plan” means a plan developed by a local jurisdiction that promotes and encourages people to choose walking, bicycling, or rolling through the creation of safe, comfortable, connected, and accessible walking, bicycling, or rolling networks, and encourages alternatives to single-occupancy vehicle trips.

(2) “Pedestrian plan” means a plan developed by a local jurisdiction that establishes a comprehensive, coordinated approach to improving pedestrian infrastructure and safety.

(3) “Transit comprehensive operational analysis” means a plan that redesigns or modifies a transit operator’s or local agency’s public transit service network, including the routing of fixed route and microtransit services.

## **SEC. 2.**

Section 21080.25 of the Public Resources Code is amended to read:

### **21080.25.**

(a) For purposes of this section, the following definitions apply:

(1) “Affordable housing” means any of the following:

(A) Housing that is subject to a recorded covenant, ordinance, or law that restricts rents or sales prices to levels affordable, as defined in Section 50052.5 or 50053 of the Health and Safety Code, to persons and families of moderate, lower, or very low income, as defined in Section 50079.5, 50093, or 50105 of the Health and Safety Code, respectively.

(B) Housing that is subject to any form of rent or price control through a public entity’s valid exercise of its police power.

(C) Housing that had been occupied by tenants within five years from the date of approval of the development agreement by a primary tenant who was low income and did not leave voluntarily.

(2) "Bicycle facilities" includes, but is not limited to, bicycle parking, bicycle sharing facilities, and bikeways as defined in Section 890.4 of the Streets and Highways Code.

(3) "High-occupancy vehicle" means a vehicle with three or more occupants.

(4) "Highway" means a way or place of whatever nature, publicly maintained and open to the use of the public for purposes of vehicular travel. "Highway" includes a street.

(5) "Local agency" means a public transit operator, city, county, city and county, special district, joint powers authority, local or regional transportation agency, or congestion management agency.

(6) "Part-time transit lanes" means designated highway shoulders that support the operation of transit vehicles during specified times and are not open to nonpublic transit vehicles at any time.

(7) "Project labor agreement" has the same meaning as defined in paragraph (1) of subdivision (b) of Section 2500 of the Public Contract Code.

(8) "Public transit operator" has the same meaning as "operator" in Section 99210 of the Public Utilities Code, or means a public entity that provides contracted paratransit services.

(9) "Skilled and trained workforce" has the same meaning as provided in Chapter 2.9 (commencing with Section 2600) of Part 1 of Division 2 of the Public Contract Code.

(10) "Transit lanes" means street design elements that delineate space within the roadbed as exclusive to transit use, either full or part time.

(11) "Transit prioritization projects" means any of the following transit project types on highways or in the public right-of-way:

(A) Signal and sign changes, such as signal coordination, signal timing modifications, signal modifications, or the installation of traffic signs or new signals.

(B) The installation of wayside technology and onboard technology.

(C) The installation of ramp meters.

(D) The conversion to dedicated transit lanes, including transit queue jump or bypass lanes, shared turning lanes and turn restrictions, the narrowing of lanes to allow for

dedicated transit lanes or transit reliability improvements, or the widening of existing transit travel lanes by removing or restricting street parking.

(E) Transit stop access and safety improvements, including, but not limited to, the installation of bus shelters, lighting, transit bulbs, and the installation of transit boarding landings and islands.

(12) “Transportation demand management program” means a specific program of strategies, incentives, and tools to be implemented, including, with specified annual status reporting obligations, to reduce vehicle trips by providing opportunities for the public to choose sustainable travel options, such as transit, bicycle riding, or walking. A specific program of strategies, incentives, and tools includes, but is not limited to, any of the following:

(A) Provision of onsite electric vehicle charging stations in excess of applicable requirements.

(B) Provision of dedicated parking for car share or zero-emission vehicles, or both types of vehicles, in excess of applicable requirements.

(C) Provision of bicycle parking in excess of applicable requirements.

(b) This division does not apply to any of the following projects:

(1) Pedestrian and bicycle facilities that improve safety, access, or mobility, including new facilities, within the public right-of-way.

(2) Projects that improve customer information and wayfinding for transit riders, bicyclists, or pedestrians within the public right-of-way.

(3) Transit prioritization projects.

(4) A project for the designation and conversion of general purpose lanes to high-occupancy vehicle lanes or bus-only lanes, or highway shoulders to part-time transit lanes, for use either during peak congestion hours or all day on highways with existing public transit service or where a public transit agency will be implementing public transit service as identified in a short-range transit plan.

(5) (A) A public project for the protection, improvement, institution, or increase of microtransit, paratransit, shuttle, bus, ferry, bus rapid transit, or light rail service, including the protection, maintenance, construction, operation, or rehabilitation of stops, stations, terminals, or existing operations facilities, which will be exclusively used by zero-emission, near-zero-emission, low oxide of nitrogen engine, compressed natural gas fuel, fuel cell, or hybrid powertrain vehicles, rail or cable cars, rolling stock, or vessels. The project shall be

located entirely within an existing public right-of-way or existing highway right-of-way, whether or not the right-of-way is in use for rail or public mass transit and is wholly within the boundaries of an urbanized area or urban cluster, as designated by the United States Census Bureau.

(B) A public project otherwise identified in subparagraph (A) shall not apply to the exemption pursuant to this paragraph after January 1, 2032, if used primarily by near-zero-emission, low oxide of nitrogen engine, compressed natural gas fuel, or hybrid powertrain vehicles. This subparagraph shall not apply to a public project otherwise identified in subparagraph (A) used by articulated buses.

(C) A public project for the construction or rehabilitation of a ferry terminal that a lead agency has submitted a notice of preparation for an environmental impact report pursuant to Section 21092 before January 1, 2026, shall not apply to the exemption pursuant to this paragraph.

(D) A public project for transit services operated by a transportation network company, as defined in Section 5431 of the Public Utilities Code, shall not apply to the exemption pursuant to this paragraph, unless the services are operated by a microtransit provider contracted by the lead agency that uses a managed fleet of multipassenger vehicles dedicated to that service.

(6) (A) A public project for the improvement, institution, or increase of passenger rail service, other than light rail service eligible under paragraph (5), including the maintenance, construction, or rehabilitation of stations, terminals, or existing operations facilities, which will be exclusively used by zero-emission trains or certified Tier 4 or cleaner rolling stock or locomotives, as provided in Section 1033.101 of Title 40 of the Code of Federal Regulations. The project shall be located entirely within an existing rail right-of-way or existing highway right-of-way, whether or not the right-of-way is in use for passenger rail transit.

(B) A public project otherwise identified in subparagraph (A) shall not be eligible for the exemption pursuant to this paragraph if used by certified Tier 4 or cleaner rolling stock or locomotives that are not zero-emission rolling stock or locomotives and the project is located in an air basin designated as a serious, severe, or extreme nonattainment area for particulate matter and ozone.

(7) (A) A public project to construct or maintain infrastructure or facilities to charge, refuel, power, or maintain zero-emission public transit buses, trains, or ferries, provided the project is carried out by a public transit agency and the project is any of the following:

(i) Located on property owned, leased, or operated by the local agency.

(ii) Located within an existing public right-of-way.

(iii) Located on property owned by a public or private utility within an urbanized area.

(B) A lead agency applying an exemption pursuant to this paragraph for hydrogen refueling infrastructure or facilities necessary to refuel or maintain zero-emission public transit buses, trains, or ferries shall comply with clauses (i), (iii), and (iv) of subparagraph (D) of, and with subparagraph (E) of, paragraph (1) of subdivision (d).

(8) The maintenance, repair, relocation, replacement, or removal of any utility infrastructure associated with a project identified in paragraphs (1) to (7), inclusive.

(9) A project that consists exclusively of a combination of any of the components of a project identified in paragraphs (1) to (8), inclusive.

(10) (A) A project that combines a project identified in paragraphs (1) to (8), inclusive, and a housing development project that is either subject to a nondiscretionary approval or is exempt from this division.

(B) This paragraph does not exempt the housing development project described in subparagraph (A) from any other applicable requirements under any other law.

(11) A planning decision carried out by a local agency to reduce or eliminate minimum parking requirements or institute parking maximums, remove or restrict parking, or implement transportation demand management requirements or programs.

(c) Except as provided in subdivision (g), a project exempt from this division under this section shall meet all of the following criteria:

(1) (A) A local agency is carrying out the project and is the lead agency for the project.

(B) The lead agency shall take an action to approve a project as follows:

(i) The lead agency's governing board shall take an action at a public meeting.

(ii) Notwithstanding clause (i), if a lead agency has an alternative project approval process for a project subject to subdivision (b), it may instead follow that alternative process.

(2) The project does not induce single-occupancy vehicle trips, add additional highway lanes, widen highways, or add physical infrastructure or striping to highways except for minor modifications needed for the efficient and safe movement of transit vehicles, bicycles, or high-occupancy vehicles, such as extended merging lanes, shoulder improvements, or improvements to the roadway within the existing right-of-way. The project shall not include the addition of any auxiliary lanes.

(3) The construction of the project shall not require the demolition of affordable housing units.

(d) (1) A project that is exempt from this division under this section that is, based on the project engineer's cost estimate at the time the local agency takes an action pursuant to subparagraph (B) of paragraph (1) of subdivision (c), anticipated to exceed one hundred million dollars (\$100,000,000) shall also meet all of the following criteria:

(A) The project is incorporated in a regional transportation plan, sustainable communities strategy, general plan, or other plan that has undergone a programmatic-level environmental review pursuant to this division within 10 years of the approval of the project.

(B) The project's construction impacts are fully mitigated consistent with applicable law.

(C) (i) The lead agency shall complete and consider the results of a project business case and a racial equity analysis. The Office of Land Use and Climate Innovation may set guidelines for the project business case and the racial equity analysis or delegate that authority to metropolitan planning organizations.

(ii) The racial equity analysis required under this subparagraph shall identify the racial equity impacts of the project, identify who will benefit from and be burdened by the project, and, where significant or disproportionate impacts exist, suggest strategies, designs, or actions to mitigate those impacts.

(D) The lead agency shall hold noticed public meetings as follows:

(i) Before determining that a project is exempt pursuant to this section, the lead agency shall hold at least three noticed public meetings in the project area to hear and respond to public comments.

(ii) At least one of the three public meetings shall review the project business case and the racial equity analysis. The review of these documents does not inhibit or preclude application of this section.

(iii) The lead agency shall conduct at least two noticed public meetings annually during project construction for the public to provide comments.

(iv) The public meetings held pursuant to clauses (i) to (iii), inclusive, shall be in the form of either a public community planning meeting held in the project area or in the form of a regularly scheduled meeting of the governing body of the lead agency.

(E) The lead agency shall give public notice of the meetings in subparagraph (D) to the last known name and address of all the organizations and individuals that have previously

requested notice and shall also give the general public notice using at least one of the following procedures:

(i) Publication of the notice in a newspaper of general circulation in the area affected by the project. If more than one area will be affected, the notice shall be published in the newspaper of largest circulation from among the newspapers of general circulation in those areas.

(ii) Posting of the notice onsite and offsite in the area where the project is located.

(iii) Posting of the notice on the lead agency's internet website and social media accounts.

(2) In addition to the requirements of paragraph (1), for a project described in that paragraph for which at least 50 percent of the project or project's stops and stations are located in an area that is at risk of residential displacement and that will have a maximum of 15-minute peak headways, the local agency shall complete an analysis of residential displacement and suggest antidisplacement strategies, designs, or actions. For a project subject to this paragraph, the lead agency shall define or identify areas at risk of residential displacement.

(3) The amount in paragraph (1) shall be adjusted pursuant to subdivision (j).

(e) (1) A project that is exempt from this division under this section that is, based on the project engineer's cost estimate at the time the local agency takes an action pursuant to subparagraph (B) of paragraph (1) of subdivision (c), anticipated to exceed fifty million dollars (\$50,000,000) shall also comply with clauses (i), (iii), and (iv) of subparagraph (D) of, and with subparagraph (E) of, paragraph (1) of subdivision (d).

(2) The amount in paragraph (1) shall be adjusted pursuant to subdivision (j).

(f) (1) (A) Except as provided in subdivision (g), as part of the lead agency's governing board action pursuant to subparagraph (B) of paragraph (1) of subdivision (c), the lead agency shall certify that the project will be completed by a skilled and trained workforce.

(B) Subparagraph (A) does not apply if the lead agency has an existing policy or certification approved by its governing board that requires the use of a skilled and trained workforce to complete the project if the lead agency is a signatory to a project labor agreement that will require the use of a skilled and trained workforce on the project.

(2) (A) Except as provided in subparagraph (B), for a project that is exempted under this section, the lead agency shall not enter into a construction contract with any entity unless the entity provides to the lead agency an enforceable commitment that the entity and its subcontractors at every tier will use a skilled and trained workforce to perform all work on

the project or a contract that falls within an apprenticeship occupation in the building and construction trades in accordance with Chapter 2.9 (commencing with Section 2600) of Part 1 of Division 2 of the Public Contract Code.

(B) Subparagraph (A) does not apply if any of the following requirements are met:

(i) The lead agency has entered into a project labor agreement that will bind all contractors and subcontractors performing work on the project to use a skilled and trained workforce and the entity has agreed to be bound by that project labor agreement.

(ii) The project or contract is being performed under the extension or renewal of a project labor agreement that was entered into by the lead agency before January 1, 2021.

(iii) The entity contracted to perform the project entered into a project labor agreement that will bind the entity and all its subcontractors at every tier performing the project to use a skilled and trained workforce.

(g) Subdivisions (c) and (f) do not apply to a project described in paragraph (11) of subdivision (b).

(h) If the lead agency determines that a project is not subject to this division pursuant to this section, and the lead agency determines to carry out that project, the lead agency shall file a notice of exemption with the Office of Land Use and Climate Innovation and the county clerk of the county in which the project is located in the manner specified in subdivisions (b) and (c) of Section 21152.

(i) (1) The amendments made to paragraph (5) of subdivision (b) by Chapter 987 of the Statutes of 2022 (Senate Bill 922 of the 2021–22 Regular Session) may apply to projects for which a lead agency has filed a notice of exemption under this section before January 1, 2023.

(2) For projects for which a lead agency has filed a notice of exemption under this section before January 1, 2023, notwithstanding subdivision (d), as it read on December 31, 2022, the lead agency may certify that the project will be completed by a skilled and trained workforce after the granting of the exemption under this section or the lead agency may demonstrate compliance with subparagraph (B) of paragraph (1) of subdivision (f).

(j) (1) Beginning January 1, 2026, and every two years thereafter, the Office of Land Use and Climate Innovation shall adjust the amounts reflected in paragraph (1) of subdivision (c) and paragraph (1) of subdivision (e) to reflect changes in the Consumer Price Index, as indicated in the Consumer Price Index for All Urban Consumers, as calculated by the Department of Finance based on the United States Bureau of Labor Statistics data for the most recent odd-numbered year, and publish the updated amounts on its internet website.

(2) Notwithstanding the rulemaking provisions of the Administrative Procedure Act (Chapter 3.5 (commencing with Section 11340) of Part 1 of Division 3 of Title 2 of the Government Code), the Office of Land Use and Climate Innovation may implement, interpret, or make specific this subdivision without taking any regulatory action.

(k) This section shall remain in effect only until January 1, 2040, and as of that date is repealed.

**SEC. 3.**

The provisions of this act are severable. If any provision of this act or its application is held invalid, that invalidity shall not affect other provisions or applications that can be given effect without the invalid provision or application.

**SEC. 4.**

No reimbursement is required by this act pursuant to Section 6 of Article XIII B of the California Constitution because a local agency or school district has the authority to levy service charges, fees, or assessments sufficient to pay for the program or level of service mandated by this act, within the meaning of Section 17556 of the Government Code.

**SB71 ELIGIBILITY CHECKLIST**

This project, as proposed, has been determined to be exempt under the California Environmental Quality Act (CEQA), specifically under a statutory exemption pursuant to Public Resources Code section 21080.25 as demonstrated below.

<b>Table 1: Project Type Checklist – Public Resources Code Section 21080.25(b)</b> The project must meet at least one project type to qualify for this Statutory Exemption.	
	(1) Pedestrian and bicycle facilities that improve safety, access, or mobility, including new facilities, within the public right-of-way.
	(2) Projects that improve customer information and wayfinding for transit riders, bicyclists, or pedestrians within the public right-of-way.
	(3) Projects for the protection, improvement, institution, or increase of microtransit, paratransit, shuttle, bus, ferry, bus rapid transit, or light rail service, including the protection, maintenance, construction, operation, or rehabilitation of stops, stations, terminals, or existing operations facilities, which will be exclusively used by zero-emission, near-zero-emission, low oxide of nitrogen engine, compressed natural gas fuel, fuel cell, or hybrid powertrain vehicles, rail or cable cars, rolling stock, or vessels. The project shall be located entirely within an existing public right-of-way or existing highway right-of-way, whether or not the right-of-way is in use for rail or public mass transit and is wholly within the boundaries of an urbanized area or urban cluster, as designated by the United States Census Bureau.
	(4) Projects for the improvement, institution, or increase of passenger rail service, including the maintenance, construction, or rehabilitation of stations, terminals, or existing operations facilities, which will be exclusively used by zero-emission trains or certified Tier 4 or cleaner rolling stock or locomotives, as provided in Section 1033.101 of Title 40 of the Code of Federal Regulations. The project shall be located entirely within an existing rail right-of-way or existing highway right-of-way, whether or not the right-of-way is in use for passenger rail transit.  (4a) Will the project be used by certified Tier 4 or cleaner rolling stock or locomotives that are not zero-emission rolling stock or locomotives? __Yes*    __No  (4b) The project is located in an air basin designated as a serious, severe, or extreme nonattainment area for particulate matter and ozone. __Yes*    __No  *Projects that will use certified Tier 4 or cleaner rolling stock or locomotives that are not zero-emission rolling stock or locomotives that are located in an air basin designated as a serious, severe, or extreme nonattainment area for particulate matter and ozone are not exempt under the law.
	(5) projects to construct or maintain infrastructure or facilities to charge, refuel, power, or maintain zero-emission public transit buses, trains, or ferries, provided the project is carried out by a public transit agency and the project is any of the following: (i) Located on property owned, leased, or operated by the local agency. (ii) Located within an existing public right-of-way. (iii) Located on property owned by a public or private utility within an urbanized area.
	(6) The maintenance, repair, relocation, replacement, or removal of any utility infrastructure associated with a project identified in paragraphs (1) to (5), inclusive.
	(7) A project that consists exclusively of a combination of any of the components of a project identified in paragraphs (1) to (6), inclusive.
	(8) A planning decision carried out by a local agency to reduce or eliminate minimum parking requirements or institute parking maximums, remove or restrict parking, or implement transportation demand management requirements or programs.

<b>Table 2: Other Project Eligibility Criteria Public Resources Code Section 21080.25(c)</b> The project must meet <b>all</b> the criteria listed below to qualify for this Statutory Exemption. Note: Table 2 does not apply to a planning decision carried out by a local agency to reduce or eliminate minimum parking requirements or institute parking maximums, remove or restrict parking, or implement transportation demand management requirements or programs.	
	(1) A local agency is carrying out the project and is the lead agency for the project.
	(2) The project does not induce single-occupancy vehicle trips, add additional highway lanes, widen highways, or add physical infrastructure or striping to highways except for minor modifications needed for the efficient and safe movement of transit vehicles, bicycles, or high-occupancy vehicles, such as extended merging lanes, shoulder improvements, or improvements to the roadway within the existing right of way. The project shall not include the addition of any auxiliary lanes.
	(3) The construction of the project shall not require the demolition of affordable housing units.
	(4) The project would: ___ <b>not</b> exceed fifty million dollars (\$50,000,000) <b>OR</b> ___ exceed \$50,000,000 (but not exceed \$100,000,000) and meet the noticed public meeting requirements in Table 4 ___ exceed \$100,000,000 and meet the project study requirements in table 3 and noticed public meeting requirements in Table 4

<b>Table 3: Other Project Requirements for Project's estimated over \$100,000,000 Criteria Public Resources Code Section 21080.25(d) (1)</b> If a project has a project engineer's cost estimate above \$100,000,000, the project must meet <b>all</b> the criteria listed below to qualify for this Statutory Exemption.	
	(1) Project is incorporated in a regional transportation plan, sustainable communities strategy, general plan, or other plan that has undergone a programmatic-level environmental review pursuant to this division within 10 years of the approval of the project.
	(2) The project's construction impacts are fully mitigated consistent with applicable law.
	(3) The lead agency has completed a project business case and a racial equity analysis for the Project.* equity analysis required under this subparagraph shall identify the racial equity impacts of the project, identify who will benefit from and be burdened by the project, and, where significant or disproportionate impacts exist, suggest strategies, designs, or actions to mitigate those impacts.  *The project business case and a racial equity analysis may be subject to guidelines set by the Office of Land Use and Climate Innovation or the MPO.
	(4) The racial equity analysis identifies the racial equity impacts of the project, identify who will benefit from and be burdened by the project, and, where significant or disproportionate impacts exist, suggest strategies, designs, or actions to mitigate those impacts.
	(5) At least one of the three public meetings (see Table 4) shall review the project business case and the racial equity analysis.
	(6) At least 50 percent of the project or project's stops and stations are located in an area that is at risk of residential displacement and that will have a maximum of 15-minute peak headways.

	<p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(7) If Yes, the local agency has completed an analysis of residential displacement and suggested antidisplacement strategies, designs, or actions. For a project subject to this paragraph, the lead agency shall define or identify areas at risk of residential displacement.</p>
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<p><b>Table 4: Noticed Public Meetings Requirements – Public Resources Code Section 21080.25(d)(1)(D)(i), (ii), (iii), (iv) and Section 21080.25(d)(1)( E)</b></p> <p>Projects exceeding \$50,000,000 must meet <b>all</b> the applicable criteria listed below to qualify for this statutory exemption.</p>	
	<p>(1) The lead agency shall hold noticed public meetings as follows:</p> <p><input type="checkbox"/> Before determining that a project is exempt, the lead agency shall hold at least three (3) noticed public meetings in the project area to hear and respond to public comments. Public meetings occurred:</p> <p><input type="checkbox"/> The lead agency shall conduct at least two (2) noticed public meetings annually during project construction for the public to provide comments.</p> <p><input type="checkbox"/> The public meetings held pursuant to Section 21080.25(d)(1)(D)(i) to (iii), inclusive, shall be in the form of either a public community planning meeting held in the project area or in the form of a regularly scheduled meeting of the governing body of the lead agency.</p>
	<p>(2) The lead agency shall give public notice of the meetings (listed in the row above) to the last known name and address of all the organizations and individuals that have previously requested notice and shall also give the general public notice using <b>at least one</b> of the following procedures:</p> <p><input type="checkbox"/> Publication of the notice in a newspaper of general circulation in the area affected by the project. If more than one area will be affected, the notice shall be published in the newspaper of largest circulation from among the newspapers of general circulation in those areas.</p> <p><input type="checkbox"/> Posting of the notice onsite and offsite in the area where the project is located.</p> <p><input type="checkbox"/> Posting of the notice on the lead agency’s internet website and social media accounts. The project’s construction impacts are fully mitigated consistent with applicable law.</p>
	<p>(3) For a Project over \$100,000,000, was the project business case and the racial equity analysis reviewed at one (1) of the three (3) required public meetings</p>
	<p>(4) Not Applicable – Project type not applicable and cost of project is below \$50,000,000.</p>

<p><b>Table 5: Project Labor Requirements – Public Resources Code Section 21080.25(f)</b></p> <p>In addition to meeting the criteria in Table 2, the project must meet labor requirements to qualify for this statutory exemption. Note: Table 5 does not apply to a planning decision carried out by a local agency to reduce or eliminate minimum parking requirements or institute parking maximums, remove or restrict parking, or implement transportation demand management requirements or programs.</p>	
	<p>(1) Following the granting of an exemption under this section, the lead agency shall take an action at a public meeting of its governing board to certify that the project will be completed by a skilled and trained workforce. (Does not apply if the lead agency has an existing policy or certification approved by its governing board that requires the use of a skilled and trained workforce to complete the project if the lead agency is a signatory to a project labor agreement that will require the use of a skilled and trained workforce on the project.)</p>

**Attachment B**

	<p>(1A) For a project that is exempted under this section, the lead agency shall not enter into a construction contract with any entity unless the entity provides to the lead agency an enforceable commitment that the entity and its subcontractors at every tier will use a skilled and trained workforce to perform all work on the project or a contract that falls within an apprenticeship occupation in the building and construction trades in accordance with Chapter 2.9 (commencing with Section 2600) of Part 1 of Division 2 of the Public Contract Code.</p>
	<p>(2) The above does not apply if any of the following requirements are met:</p> <ul style="list-style-type: none"><li>___ (i) The lead agency has entered into a project labor agreement that will bind all contractors and subcontractors performing work on the project to use a skilled and trained workforce and the entity has agreed to be bound by that project labor agreement.</li><li>___ (ii) The project or contract is being performed under the extension or renewal of a project labor agreement that was entered into by the lead agency before January 1, 2021.</li><li>___ (iii) The entity contracted to perform the project entered into a project labor agreement that will bind the entity and all its subcontractors at every tier performing the project to use a skilled and trained workforce.</li></ul>
	<p>(3) Not Applicable. The project would be entirely constructed by SMART and would not require the use of contractors for labor.</p>

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Sonoma County Board of Supervisors

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**GENERAL MANAGER**  
**Eddy Cumins**

March 18, 2026

Sonoma-Marín Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Santa Rosa, CA 94954

**SUBJECT:** Adopt Resolution 2026-05 to Award an Early Works Package Phase II Amendment (CV-DB-25-001-1) for utility identification to Contract No. CV-DB-25-001 with Stacy and Witbeck/Herzog, A Joint Venture in the amount of \$741,319.57 for the Healdsburg Extension Project.

Dear Board Members:

**RECOMMENDATION:**

Adopt Resolution No. 2026-05 authorizing the General Manager to Award an Early Works Package Phase II Amendment (CV-DB-25-001-1) to Contract No. CV-DB-25-001 with Stacy and Witbeck/Herzog, A Joint Venture in the amount of \$741,319.57 to identify underground utilities for the Healdsburg Extension Project.

**SUMMARY:**

As part of the ongoing design process for the Healdsburg Extension Project, it is necessary to identify the location and depth of underground utilities. This activity is often referred to as "potholing". Precisely identifying the location of underground utilities informs the design effort by identifying potential conflicts with the planned improvements so that the utility can be relocated in advance of the planned work or the design can be altered to accommodate the utility.

**BACKGROUND:**

The Board approved Progressive Design-Build Phase I Agreement No. CV-DB-25-001 with Stacy and Witbeck/Herzog, A Joint Venture (SWH) for the design of the Healdsburg Extension Project on September 17, 2025. The Agreement is for the design up to a 65% level. The Progressive Design-Build contracting model allows the design team, contractor, and owner to develop the design of the Healdsburg Extension with a contractor's eye on constructability and the owner's eye on operational considerations and budget. This contracting method allows the team to align on assumptions and reduce cost risks to the project by aligning the project approach throughout the design process. The contract provides for Phase II work packages to be executed for field work as SMART and the contractor agree upon scope and price. Ultimately, a larger Phase II Amendment to complete the design to 100% and construct the project is planned.

This Early Works Package Phase II Amendment No. CV-DB-25-001-1 will physically locate utilities (sewer, water, electrical, communications, etc.) in the field. The information that is gathered from the effort will inform the design effort by planning for relocations or avoiding identified conflicts. This ultimately reduces the risk of utilities being hit and causing costly changes and delays to the project. This work was not included in the Phase I Agreement for design services because

a complete inventory of existing utilities within the SMART property was not complete. With the identification process complete, SMART and the Design-Build contractor now have a clear scope of the amount of work involved in this process and can reach an agreement on scope of work to complete. Once the scope of work was agreed upon, SMART requested the Contractor submit a Guaranteed Maximum Price (GMP) to perform the work. SWH submitted an initial GMP for this work in the amount of \$814,931.61. SMART compared this number to its independent cost estimate for this scope of work and determined further negotiation with SWH was needed. Following negotiations, SWH submitted a final GMP of \$741,319.57 for the Phase II Amendment No. CV-DB-25-001-1. SMART determined the final GMP to be fair and reasonable for the work.

Staff recommends adopting Resolution No. 2026-05 authorizing the General Manager to award Early Works Package Phase II Amendment No. CV-DB-25-001-1 to Contract No. CV-DB-25-001 with Stacy and Witbeck/Herzog, A Joint Venture in the amount of \$741,319.57 for a total contract amount of \$22,495,718.11 to identify underground utilities for the Healdsburg Extension Project.

**FISCAL IMPACT:** This work was anticipated and budgeted as part of the Healdsburg Extension Project.

Very truly yours,

/s/

Bill Gamlen, P.E.  
Chief Engineer

Attachment(s):     1.) Resolution No. 2026-05  
                          2.) Phase II Amendment No. CV-DB-25-001-1

\*On File with Clerk: 1.) Exhibit G – Federal Wage Determination  
                          2.) Exhibit H – General Conditions  
                          3.) Exhibit I – Program Requirements  
                          4.) Exhibit J – Construction Drawings

\*These items are *available upon request*.

**Resolution No. 2026-05**  
**Sonoma-Marin Area Rail Transit District**  
**March 18, 2026**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE SONOMA-MARIN AREA RAIL TRANSIT DISTRICT APPROVING EARLY WORKS PACKAGE PHASE II AMENDMENT NO. CV-DB-25-001-1 TO THE PROGRESSIVE DESIGN-BUILD CONTRACT NO. CV-DB-25-001 WITH STACY AND WITBECK/HERZOG, A JOINT VENTURE TO IDENTIFY UNDERGROUND UTILITIES**

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**WHEREAS**, The Sonoma-Marin Area Rail Transit District (SMART) executed a Progress Design-Build Contract (Contract No. CV-DB-25-001) with Stacy and Witbeck/Herzog, A Joint Venture (Contractor) on September 17, 2025 for Phase I activities consisting of engineering design up to a 65% level; and

**WHEREAS**, SMART and the Contractor have completed the initial alignment phase and are proceeding with the engineering design effort; and

**WHEREAS**, SMART and the Contractor have gathered underground utility information and incorporated it in the engineering documents; and

**WHEREAS**, SMART and the Contractor have determined that it is necessary to physically locate utilities in the field in order to address utility conflicts with the planned improvements; and

**WHEREAS**, SMART and the Contractor have negotiated an Early Works Package Phase II Amendment No. CV-DB-25-001-1 to locate underground utilities; and

**NOW, THEREFORE, BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF SMART HEREBY FINDS, DETERMINES, DECLARES, AND ORDERS AS FOLLOWS:**

1. The foregoing Recitals are true and correct and are incorporated herein and form and part of this Resolution.
2. The General Manager is authorized to execute Early Works Package Phase II Amendment No. CV-DB-25-001-1 to Agreement No. CV-DB-25-001 with Stacy and Witbeck/Herzog, A Joint Venture in the amount of \$741,319.57 for a new contract amount of \$22,495,718.11.

**PASSED AND ADOPTED** at regular meeting of the Board of Directors of the Sonoma-Marín Area Rail Transit District held on the 18<sup>th</sup> day of March 2026, by the following vote:

**DIRECTORS:**

AYES:

NOES:

ABSENT:

ABSTAIN:

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Chris Coursey, Chair, Board of Directors  
Sonoma-Marín Area Rail Transit District

ATTEST:

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Kyreen Jorgensen, Clerk of the Board of Directors  
Sonoma-Marín Area Rail Transit District

## PHASE II AMENDMENT

This Early Works Package Phase II Amendment (“Phase II Amendment”), dated as of March 18, 2026 (“Effective Date”) is by and between the Sonoma-Marín Area Rail Transit District, a Special District of the State of California (hereinafter “SMART”), and Stacy and Witbeck/Herzog, A Joint Venture, whose place of business is located at 2800 Harbor Bay Parkway, Alameda, CA 94502 under California Contractor’s License Number 959024 and Department of Industrial Registration Number 1000033290 (hereinafter “Progressive Design-Build Entity” or “PDBE”) (each a “Party” and collectively the “Parties”).

### RECITALS

WHEREAS, following the Request for Qualifications (RFQ”) process for the Healdsburg Extension Project (the “Project”), the PDBE and SMART entered into the Phase I Agreement (the “Agreement”) (Agreement No. CV-DB-25-001) effective September 17, 2025, as modified by this Phase II Amendment No. CV-DB-25-001-1, (collectively, the “Progressive Design-Build Contract” or the “Progressive DB Contract”); and

WHEREAS, the Phase I Work includes designing and engineering for the Healdsburg Extension Project (the “Project”) and support for the design and construction of civil, structures, systems, and architectural improvements for the Project; and

WHEREAS, the Phase I Work includes preparation and submittal to SMART of a Guaranteed Maximum Price Proposal (or, “GMP Proposal”) for the Phase II Work described herein; and

WHEREAS, SMART desires to enter into this Phase II Amendment CV-DB-25-001-1 to complete potholing of utilities along the Project limits from Windsor to Lytton Springs Road; and

WHEREAS, in accordance with the terms of the Phase I Agreement, PDBE submitted, and SMART evaluated, the GMP Proposal for the Phase II Amendment; and

WHEREAS, following evaluation and negotiation of the GMP Proposal for the Phase II Amendment, SMART and PDBE desire to modify Agreement No. CV-DB-25-001 by this Phase II Amendment No. CV-DB-25-001-1; and

NOW, THEREFORE, in consideration of the foregoing recitals, which by this reference are incorporated into this Phase II Amendment, and the mutual covenants contained herein, and for good and valuable consideration, the Parties hereto agree as follows:

### AGREEMENT

#### **ARTICLE 1. RECITALS**

Section 1.01      The above Recitals are true and correct.

## **ARTICLE 2. LIST OF EXHIBITS**

Section 2.01 The following exhibits are attached hereto and incorporated herein:

- (a) Exhibit E: Phase II Scope of Work;
- (b) Exhibit F: GMP Proposal; and
- (c) Exhibit G: Federal Wage Determination; and
- (d) Exhibit H: General Conditions
- (e) Exhibit I: Program Requirements
- (f) Exhibit J: Construction Drawings

## **ARTICLE 3. ENTIRE AGREEMENT**

Section 3.01 The Progressive DB Contract includes the Agreement, including all exhibits, modifications, and amendments thereto, and this Phase II Amendment, including all exhibits, amendments, and change orders thereto and all provisions required by law to be inserted in the Progressive DB Contract whether actually inserted or not.

Section 3.02 This Phase II Amendment, including any exhibits, amendments, and change orders thereto; the Agreement; the Notices to Proceed (“NTP”); and any other documents listed below constitute the entire Progressive DB Contract between the Parties with respect to the subject matter. However, in the event of conflict between the terms of this Phase II Amendment and the referenced documents, the conflict shall be resolved in accordance with the following order of precedence:

- (a) This Phase II Amendment, including any amendments and change orders thereto, if executed;
- (b) Exhibit C – FRA and DOT Requirements;
- (c) Exhibit E – Phase II Scope of Work;
- (d) Exhibit F – GMP Proposal;
- (e) Exhibit G – Federal Wage Determination;
- (f) SMART’s General Conditions for the Design and Construction of Civil, Track, Structures, Systems and Pathway Improvements;
- (g) Program Requirements for Contract CV-DB-25-001;
- (h) SMART Design Criteria Manual, Reissued February 26, 2025;
- (i) Construction Drawings, excluding any deviations from the requirements included elsewhere in the Progressive DB Contract, unless said deviations have been specifically approved in writing by SMART;

- (j) The payment and performance bonds;
- (k) Any earlier amendment to the Agreement;
- (l) The Agreement;
- (m) Exhibit A – Phase I Scope of Work and Timeline;
- (n) Exhibit B – Schedule of Rates;
- (o) The NTPs.

Section 3.03 Notwithstanding the order of precedence set out in the Progressive DB Contract to the extent the GMP Proposal include statements, provisions, or concepts that can reasonably be interpreted as offering to (a) provide higher quality goods or materials than otherwise required by Progressive DB Contract or the other exhibits to the Progressive DB Contract, or (b) perform services or meet standards in addition to or better than otherwise required by the Progressive DB Contract or the other exhibits to the Progressive DB Contract, the PDBE's obligations under this Progressive DB Contract include compliance with all such statements, provisions, and concepts of the GMP Proposal.

#### **ARTICLE 4. DEFINITIONS**

Section 4.01 Initially capitalized terms used throughout this Phase II Amendment shall have the meaning set forth in the Agreement and in the General Conditions, GC 1.3.

#### **ARTICLE 5. WORK.**

Section 5.01 PDBE shall complete all work specified in Exhibit E – Phase II Scope of Work, in accordance with the Progressive DB Contract.

#### **ARTICLE 6. NOTICES TO SMART.**

Section 6.01 SMART has designated **Michael Wiltermood**, Project Manager, to act as SMART's Representative(s), who will represent SMART in performing SMART's duties and responsibilities and exercising SMART's rights and authorities in this Amendment. SMART may change the individual(s) acting as SMART's Representative(s), or delegate one or more specific functions to one or more specific SMART's Representatives, including without limitation engineering, architectural, inspection and general administrative functions, at any time with written notice and without liability to PDBE. Each SMART Representative is the beneficiary of all PDBE obligations to SMART, including without limitation, all releases and indemnities.

#### **ARTICLE 7. CONTRACT TERM.**

Section 7.01 Contract Term and Notice to Proceed. The Phase II Work shall be substantially completed no later than 120 Calendar Days following the issuance of the Notice to Proceed (Substantial Completion). The PDBE shall have achieved Final Acceptance no later than 30 Calendar days following Substantial Completion.

Section 7.02 The Substantial Completion or Final Acceptance dates may be amended by a Change Order. PDBE shall not do any Phase II Work at the Site prior to issuance of the

Phase II Amendment NTP. PDBE shall complete the Work so that a Final Inspection Report can be issued.

Section 7.03 NOT USED.

## **ARTICLE 8. CONTRACT PRICE.**

Section 8.01 The Guaranteed Maximum Price (GMP) for the Phase II Work included in this Phase II Amendment is \$741,319.57, which is inclusive of all direct costs, any allowances, indirect costs, and profit.

Section 8.02 SMART will pay PDBE for, and PDBE shall accept, payment as per Article 9 below; provided, however, that the sum of the actual cost of the Phase II Work shall not exceed the GMP stated above, or as adjusted from time to time as provided in this Amendment.

Section 8.03 If the cost for completing all Phase II Work is less than the GMP, the PDBE may be entitled to a share of the cost savings pursuant to a mutually agreed upon incentive program.

Section 8.04 If SMART issues a Change Order either increasing or decreasing the GMP during the term of this Phase II Amendment, the General Administrative & Overhead and Fixed Fee ("Profit") shall be equitably adjusted per the terms of the Phase I Agreement, Exhibit B Schedule of Rates.

## **ARTICLE 9. PAYMENT**

Section 9.01 Payment shall be made on a monthly basis for work completed as per Exhibit F of the GMP Proposal.

Section 9.02 NOT USED

Section 9.03 NOT USED

Section 9.04 NOT USED

## **ARTICLE 10. PDBE REPRESENTATIONS.**

Section 10.01 In order to induce SMART to enter into this Phase II Amendment, PDBE makes the following representations and warranties:

- (a) PDBE has visited the Site and has examined thoroughly and understood the nature and extent of the Progressive DB Contract, Phase II Work, Site, locality, actual conditions, as-built conditions, all local conditions, and all federal, state and local laws and regulations that in any manner may affect cost, progress, performance, or furnishing of Phase II Work or which relate to any aspect of the means, methods, techniques, sequences, or procedures of construction to be employed by PDBE and safety precautions and programs incident thereto and as needed to evaluate and assess all pertinent existing conditions applicable to the Work, and is satisfied as to its ability and intention to conduct and complete the Work required in the GMP Proposal on the terms and conditions stated in the Progressive DB Contract. In particular, the PDBE certifies that it has reviewed the requirements for the format and detail of

records to be maintained at all times during the performance of Work, and that it has instituted or will implement the preparation and maintenance of all such records.

- (b) PDBE has examined thoroughly and understood all reports of exploration and tests of subsurface conditions, as-built drawings, drawings, products specifications or reports of physical conditions, including Underground Facilities, or which may appear in the Drawings. PDBE accepts the determination set forth in this Phase II Amendment, inclusive of all exhibits, of the limited extent of the information contained in such materials upon which PDBE may be entitled to rely. PDBE agrees that, except for the information so identified, PDBE does not and shall not rely on any other information contained in such reports and drawings.
- (c) PDBE has conducted or obtained and has understood all such examinations, investigations, explorations, tests, reports and studies (in addition to or to supplement those referred to in the Phase I Agreement) that pertain to the subsurface conditions, as-built conditions, Underground Facilities and all other physical conditions at or contiguous to the Site or otherwise that may affect the cost, progress, performance or furnishing of the Phase II Work, as PDBE considers necessary for the performance or furnishing of the Phase II Work at the GMP, within the Contract Time and in accordance with the other terms and conditions of the Progressive DB Contract and no additional examinations, investigations, explorations, tests, reports, studies or similar information or data are or will be required by PDBE for such purposes.
- (d) PDBE has correlated its knowledge and the results of all such observations, examinations, investigations, explorations, tests, reports and studies with the terms and conditions of the Progressive DB Contract.
- (e) PDBE has given SMART prompt written notice of all conflicts, errors, ambiguities, or discrepancies that it has discovered in or among the Progressive DB Contract and as-built drawings and actual conditions and the written resolution thereof through amendments or change orders issued by SMART is acceptable to PDBE.
- (f) PDBE is duly organized, existing and in good standing under applicable state law, and is duly qualified to conduct business in the State of California.
- (g) PDBE has duly authorized the execution, delivery and performance of this Phase II Amendment, the other documents included in the Progressive DB Contract, and the Phase II Work to be performed herein. Further, the PDBE represents and warrants that the Progressive DB Contract does not violate or create a default under any instrument, agreement, order or decree binding on PDBE.

Section 10.02 PDBE has listed the following Subcontractors pursuant to the Subcontractor Listing Law, California Public Contract Code §4100 *et seq.*:

Subcontractor Name & Physical Location	Description of Work: Reference to GMP Proposal Items	Contractor's License No.	California Department of Industrial Relations Registration Number
2M General Engineering, Inc. 1980 S River Rd, Suite F, West Sacramento, CA 95691	Potholing with the street, including restoration and traffic control	1029536	1000859559

Section 10.03 PDBE has designated **Nick Slama**, Project Manager, to act as PDBE's Stacy and Witbeck/Herzog, A Joint Venture  
Phase II Amendment No. CV-DB-25-001-1

Representative(s), who will represent PDBE in performing PDBE's duties and responsibilities and exercising PDBE's rights and authorities under this Amendment. PDBE may change the individual(s) acting as PDBE's Representative(s), or delegate one or more specific functions to one or more specific PDBE's Representatives, at any time upon prior written notice and approval and without liability to SMART, but PDBE is limited to two representatives.

Project Manager:	Nick Slama	Superintendent:	Natalie Havens
Phone:	510-393-2520	Phone:	563-594-8834
Email:	<a href="mailto:nslama@stacywitbeck.com">nslama@stacywitbeck.com</a>	Email:	<a href="mailto:nhavens@stacywitbeck.com">nhavens@stacywitbeck.com</a>

## **ARTICLE 11. INSURANCE.**

Section 11.01 PDBE shall procure and maintain for the duration of this Amendment insurance against all claims for injuries to persons or damages to property which may arise from or in connection with the performance of the Phase II Work hereunder by PDBE, its agents, representatives, employees, or subcontractors with limits and deductibles specified below:

- (a) Workers Compensation and Employer's Liability Insurance. Workers' Compensation as required by the State of California, with Statutory Limits, and Employer's Liability insurance with limit of no less than \$1,000,000 per accident for bodily injury or disease.
- (b) Commercial General Liability Insurance. Commercial General Liability insurance covering products-completed and ongoing operations, property damage, bodily injury and personal injury using an occurrence policy form, in an amount no less than \$5,000,000 per occurrence. If a general aggregate limit applies, either the general aggregate limit shall apply separately to this project/location (ISO GC 25 03 or 25 04) or the general aggregate limit shall be twice the required occurrence limit. Said insurance shall remain in effect for five (5) years after Final Completion and acceptance of the final payment for the Work, contractual liability, and coverage for explosion, collapse, and underground hazards.

Said policy shall include a Railroads CG 24 17 endorsement removing the exclusion of coverage, if applicable, for bodily injury or property damage arising out of operations within 50 feet of any railroad property and affecting any railroad bridge, trestle, tracks, roadbeds, tunnel, underpass or crossing.

- (c) Automobile Insurance. Automobile Liability insurance covering bodily injury and property damage in an amount no less than \$5,000,000 combined single limit for each occurrence. Said insurance shall include coverage for owned, hired, and non-owned vehicles.

Said policy shall also include a CA 20 70 10 13 endorsement removing the exclusion of coverage for bodily injury or property damage arising out of operations within 50 feet of any railroad bridge, trestle, track, roadbeds, tunnel, underpass or crossing.

- (d) Professional Liability Errors & Omissions Insurance. Professional Liability insurance covering liability arising out of any negligent act, error or omission in performance of design or engineering services for the Project in an amount no less than \$2,000,000

per occurrence or claim. If the Contractor provides Design Professional Services in-house, contractor's professional liability insurance or the equivalent is required. If any Design Professional Services are furnished by a Subcontractor, the Subcontractor shall be required to provide professional liability coverage.

The Policy shall include, or be endorsed to include, ***property damage liability coverage*** for damage to, alteration of, loss of, or destruction of electronic data and/or information "property" of the Agency in the care, custody, or control of the Contractor. If not covered under the Contractor's liability policy, such "property" coverage of SMART may be endorsed onto the Contractor's Cyber Liability Policy as covered property.

- (e) Contractor's Pollution Liability Insurance. Contractor's Pollution Liability Insurance in an amount no less than \$2,000,000 per occurrence or claim. The Contractor's Pollution Liability policy shall be written on an occurrence basis with coverage for bodily injury, property damage and environmental damage, including cleanup costs arising out of third-party claims, for pollution conditions, and including claims of environmental authorities, for the release of pollutants caused by construction activities related to this Amendment. Coverage shall include the PDBE as the named insured and shall include coverage for acts by others for whom the PDBE is legally responsible.

Coverage to be provided for bodily injury to or destruction of tangible property, including the resulting loss of use thereof, loss of use of tangible property that has been physically injured, and natural resource damage. There shall be no exclusions or limitations regarding damages or injury from existence, removal or abatement of lead paint. There shall be no insured vs. insured exclusion in the policy.

- (f) Railroad Protective Liability Insurance. Prior to commencement of construction activities, Contractor shall procure and maintain Railroad Protective Liability insurance, in SMART's name, with limits of liability of no less than \$5,000,000 per occurrence, for losses arising out of injury to or death of all persons, and for physical loss or damage to or destruction of property, including the loss of use thereof. The additional named insureds shall be the Sonoma-Marín Area Rail District.
- (g) Drone Liability (aka Aviation Liability Insurance). This applies if any drones will be used during the performance of any work. On an "occurrence" basis, including products and completed operations, property damage, bodily injury with limits no less than \$1,000,000 per occurrence, and \$2,000,000 in the aggregate. This coverage may also be provided by endorsement to a General Liability policy.

Section 11.02 Endorsements. Prior to commencing work, PDBE shall file Certificate(s) of Insurance with SMART evidencing the required coverage and endorsement(s) and, upon request, a certified duplicate original of any of those policies. Said endorsements and Certificate(s) of Insurance shall stipulate:

- (a) SMART, its officers, officials, employees, and volunteers are to be covered as additional insureds on all policies and more specifically shall be named as additional insured on the Commercial General Liability policy with respect to liability arising out of work or operations performed by or on behalf of the PDBE including materials, parts, or equipment furnished in connection with such work or operations and

automobiles owned, leased, hired, or borrowed by or on behalf of the PDBE. General liability coverage can be provided in the form of an endorsement to the PDBE's insurance (at least as broad as ISO Form CG 20 10, CG 11 85 or both CG 20 10, CG 20 26, CG 20 33, or CG 20 38; and CG 20 37 forms if later revisions used).”.

- (b) That the policy(ies) is Primary Insurance and the insurance company(ies) providing such policy(ies) shall be liable thereunder for the full amount of any loss or claim for which PDBE is liable, up to and including the total limit of liability, without right of contribution from any other insurance effected or which may be effected by the Insureds.
- (c) Inclusion of the Insureds as additional insureds shall not in any way affect its rights either as respects any claim, demand, suit or judgment made, brought or recovered against PDBE. Said policy shall protect PDBE and the Insureds in the same manner as though a separate policy had been issued to each, but nothing in said policy shall operate to increase the insurance company's liability as set forth in its policy beyond the amount or amounts shown or to which the insurance company would have been liable if only one interest had been named as an insured.
- (d) PDBE hereby grants to SMART a waiver of any right to subrogation which any insurer of said PDBE may acquire against SMART by virtue of the payment of any loss under such insurance. PDBE agrees to obtain any endorsement that may be necessary to affect this waiver of subrogation, but this provision applies regardless of whether or not SMART has received a waiver of subrogation endorsement from the insurer.
- (e) The insurance policy(ies) shall be written by an insurance company or companies acceptable to SMART. The insurance underwriter(s) for all insurance policies shall have an A.M. Best Company rating of A VII or better. Such insurance company shall be authorized to transact business in the state of California. Required minimum amounts of insurance may be increased should conditions of Work, in opinion of SMART, warrant such increase. PDBE shall increase required insurance amounts upon direction by SMART.

Section 11.03 Deductibles and Retentions. PDBE shall be responsible for payment of any insurance premiums, including any charges for required waivers of subrogation or the endorsement of additional insured. PDBE shall also be responsible for the payment of all deductibles or retention on PDBE's policies without right of contribution from SMART.

Section 11.04 Subcontractor Responsibility. PDBE shall require and verify that subcontractors maintain insurance meeting all the requirements stated herein, and PDBE shall ensure SMART is named additional insured on insurance required from subcontractors.

Section 11.05 Claims Made Coverage. If any insurance specified above is written on a claims-made coverage form, PDBE shall:

- (a) Ensure that the retroactive date is shown on the policy, and such date must be before the date of this Amendment or beginning of any Phase II Work;
- (b) Maintain and provide evidence of similar insurance for at least three (3) years following Phase II Work completion, including the requirement of adding all

additional insureds; and

- (c) If insurance is cancelled or non-renewed, and not replaced with another claims-made policy form with a retroactive date prior to the effective date of this Amendment, PDBE shall purchase “extending reporting” coverage for a minimum of three (3) years after completion of the Phase II Work.

Section 11.06 Documentation. The following documentation shall be submitted to SMART:

- (a) Properly executed Certificates of Insurance clearly evidencing all coverages and limits required above. Said Certificates of Insurance shall be submitted prior to the execution of this Phase II Amendment. At SMART’s request, PDBE shall provide certified copies of the policies that correspond to the policies listed on the Certificates of Insurance. PDBE agrees to maintain current Certificates of Insurance evidencing the above-required coverages and limits on file with SMART for the duration of this Phase II Amendment.
- (b) Copies of properly executed endorsements required above for each policy. Said endorsement copies shall be submitted prior to the execution of this Amendment. PDBE agrees to maintain current endorsements evidencing the above-specified requirements on file with SMART for the duration of this Phase II Amendment.
- (c) After the Phase II Amendment has been signed, signed Certificates of Insurance shall be submitted for any renewal or replacement of a policy that already exists, at least ten (10) days before expiration or other termination of the existing policy.

All renewal certificates of insurance and corresponding policy documents shall be emailed to [InsuranceRenewals@sonomamarintrain.org](mailto:InsuranceRenewals@sonomamarintrain.org).

Section 11.07 Policy Obligations. PDBE’s indemnity and other obligations shall not be limited by the foregoing insurance requirements.

Section 11.08 Material Breach. If PDBE, for any reason, fails to maintain insurance coverage, which is required pursuant to this Amendment, the same shall be deemed a material breach of this Amendment. SMART, in its sole option, may terminate this Amendment and/or the entire Progressive DB Contract and obtain damages from PDBE resulting from said breach. Alternatively, SMART may purchase such required insurance coverage, and without further notice to PDBE, SMART may deduct from sums due to PDBE any premium costs advanced by SMART for such insurance. These remedies shall be in addition to any other remedies available to SMART.

Section 11.09 Notice of Cancellation. Each insurance policy required above shall provide that coverage shall not be cancelled, except with notice to SMART.

## **ARTICLE 12. MISCELLANEOUS.**

Section 12.01 Assignment of Rights to Awarding Body. In entering into a public works contract or a subcontract to supply goods, services or materials pursuant to a public works contract, PDBE or Subcontractor offers and agrees to assign to the awarding body all rights, title and interest in and to all causes of action it may have under Section 4 of the Clayton Act (15 U.S.C. §15) or under the Cartwright Act (Chapter 2 (commencing with Section 16700) of

Part 2 of Division 7 of the Business and Professions Code), arising from purchases of goods, services or materials pursuant to the public works contract or the subcontract. This assignment shall be made and become effective at the time SMART tenders final payment to PDBE, without further acknowledgment by the Parties.

Section 12.02 California Air Resources Board (“CARB”) In-Use Off-Road Diesel-Fueled Fleets Certification of Compliance. PDBE shall comply, and shall ensure all contractors and subcontractors comply, with all applicable requirements of the most current version of the regulations imposed by California Air Resources Board (“CARB”) including, without limitation, all applicable terms of Title 13, California Code of Regulations Division 3, Chapter 9 and all pending amendments (the “Regulation”). Throughout the Progressive DB Contract, and for three (3) years thereafter, PDBE shall make available for inspection and copying any and all documents or information associated with PDBE’s and its contractors’ and subcontractors’ fleets including, without limitation, the Certificates of Reported Compliance (“CRCs”), fuel/refueling records, maintenance records, emissions records, and any other information PDBE is required to produce, keep, or maintain pursuant to the Regulation upon two (2) calendar days’ notice from SMART. PDBE shall be solely liable for any and all costs associated with compliance with the Regulation as well as for any and all penalties, fines, damages, or costs associated with any and all violations, or failures to comply with the Regulation.

Section 12.03 Claims Procedures. Contractor accepts the claims procedure established in the General Conditions, as established under Section 930.2 of the California Government Code.

IN WITNESS WHEREOF, the parties hereto have executed this Phase II Amendment as of the Effective Date.

**PDBE: STACY AND WITBECK/HERZOG, A JOINT VENTURE**

By: \_\_\_\_\_  
Kurt Kniffin, Authorized PDBE Representative

Date: \_\_\_\_\_

**SONOMA-MARIN AREA RAIL TRANSIT (SMART)**

By: \_\_\_\_\_  
Eddy Cumins, General Manager

Date: \_\_\_\_\_

**CERTIFICATES OF INSURANCE ON FILE WITH AND APPROVED AS TO SUBSTANCE FOR SMART:**

By: \_\_\_\_\_  
Ken Hendricks, Procurement and Contracts Manager

Date: \_\_\_\_\_

**APPROVED AS TO FORM FOR SMART:**

By: \_\_\_\_\_  
District Counsel

Date: \_\_\_\_\_

**EXHIBIT E**  
**PHASE II SCOPE OF WORK**

**I. Overview**

The Sonoma-Marin Area Rail Transit District (SMART) is contracting with Stacy and Witbeck/Herzog, a Joint Venture, whose place of business is located at (hereinafter “PDBE”), for the potholing of utilities along the corridor from the beginning of the project Mile Post (MP) 63 in Windsor to MP 72 Lytton Springs Road. The scope includes potholing and restoration, minor clearing for access, and building a staging area for the effort.

**II. Scope of Work**

PDBE shall perform the following work:

**A. Task 1 – Staging and Laydown Site Set-up**

- a. PDBE shall construct a staging and laydown site at SMART’s Healdsburg Depot site located at 37 S University Street, Healdsburg, CA 95448.
- b. Laydown site shall be constructed per SMART’s Laydown Site Diagram shown in Image No. 1 on Page 15 of this Agreement.
- c. This item shall be paid in a lump sum.

**B. Task 2 – Shrub Removal for Access**

- a. PDBE shall complete minor clearing of brush and shrubs along the 9-mile alignment within the right-of-way required to accommodate access for potholing equipment. This item is specific to Task 4 Pothole -ROW and Task 5 Pothole-AT&T/Lumen.
- b. This item shall be paid in a lump sum.

**C. Task 3 – Pothole Street – 69 Each**

- a. PDBE shall complete pothole investigations in the street to verify conflicts with proposed traffic signal equipment, railroad, crossing equipment, and proposed track construction. PDBE shall perform roadway and sidewalk repairs needed resulting from the pothole investigations. Repairs shall be in compliance with the requirements of each municipality.
- b. This task shall be paid per pothole complete.
- c. Deliverable: Completion of the Utility Locate Program (Pothole Log).

**D. Task 4 – Pothole ROW – 230 each**

- a. PDBE shall complete pothole investigations within the right-of-way to verify conflicts with proposed culvert improvements, bridge construction,

retaining walls, and proposed track construction. PDBE shall backfill potholes with native soil upon completion.

- b. This task shall be paid per pothole complete.
- c. Deliverable: Completion of the Utility Locate Program (Pothole Log).

E. Task 5 – Pothole AT&T/Lumen – 165 each

- a. PDBE shall complete pothole investigations of the AT&T and Lumen fiberoptic line within the right-of-way, per the Pothole Plan included as Exhibit J “Construction Drawings”. Contractor shall backfill potholes with native soil upon completion.
- b. PDBE must receive SMART’s written approval to proceed for each AT&T / Lumen Pothole, prior to work being performed.
- c. This task shall be paid per pothole complete.
- d. Deliverable: Completion of the Utility Locate Program (Pothole Log).

The SMART Manager shall review all work performed under this Agreement. Upon successful completion and acceptance of work, the SMART Manager shall provide written acceptance of the work and recommend submission of the invoice for review. If defective work is identified, PDBE shall replace defective work at no additional cost to SMART.

# IMAGE NO. 1 - STAGING AND LAYDOWN SITE



- ROCK STORAGE AREA
- K-RAIL
- CONSTRUCTION ENTRANCE
- HYDROVAC / CLEAR AND GRUB SPOILS
- CONSTRUCTION STORAGE
- ASPHALT SPOILS



**EXHIBIT F**

**GMP Proposal**

**Phase II Amendment (CV-DB-25-001-1)**

Item #	Item Description	Quantity	Unit	Cost/Unit	General Administrative & Overhead	Fixed Fee	Total Cost/Unit	Total Line Item
<b>Potholing</b>								
1	Staging and Laydown Site Set-Up	1	Lump Sum	\$ 145,115.00	\$ 13,466.67	\$ 8,706.90	\$ 167,288.57	\$ 167,288.57
2	Shrub Removal for Access	1	Lump Sum	\$ 69,115.00	\$ 6,413.87	\$ 4,146.90	\$ 79,675.77	\$ 79,675.77
3	Pothole - Street	69	Each	\$ 1,910.00	\$ 177.25	\$ 114.60	\$ 2,201.85	\$ 151,927.51
4	Pothole - ROW	230	Each	\$ 752.00	\$ 69.79	\$ 45.12	\$ 866.91	\$ 199,388.29
5	Pothole - AT& T/Lumen	165	Each	\$ 752.00	\$ 69.79	\$ 45.12	\$ 866.91	\$ 143,039.42
<b>Phase II Amendment (CV-DB-25-001-1) - Guaranteed Maximum Price: \$</b>								<b>741,319.57</b>

Nick Slama, PDDB Representative

03/11/2026

Prepared By

Date Prepared

Signature



**EXHIBIT G  
FEDERAL WAGE DETERMINATION**

for the

DESIGN AND CONSTRUCTION OF CIVIL,  
STRUCTURES, SYSTEMS, AND  
ARCHITECTURAL IMPROVEMENTS

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**HEALDSBURG EXTENSION PROJECT**

**EARLY WORKS PACKAGE  
PHASE II AMENDMENT: CV-DB-25-001-1**

**TO**

**AGREEMENT: CV-DB-25-001**

**ON FILE WITH CLERK OF THE BOARD**



# **EXHIBIT H GENERAL CONDITIONS**

for the

DESIGN AND CONSTRUCTION OF CIVIL,  
STRUCTURES, SYSTEMS, AND  
ARCHITECTURAL IMPROVEMENTS

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**HEALDSBURG EXTENSION PROJECT**

**EARLY WORKS PACKAGE  
PHASE II AMENDMENT: CV-DB-25-001-1**

**TO**

**AGREEMENT: CV-DB-25-001**

**ON FILE WITH CLERK OF THE BOARD**



## **EXHIBIT I**

# **PROGRAM REQUIREMENTS**

for the

DESIGN AND CONSTRUCTION OF CIVIL,  
STRUCTURES, SYSTEMS, AND  
ARCHITECTURAL IMPROVEMENTS

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## **HEALDSBURG EXTENSION PROJECT**

**PHASE II AMENDMENT: CV-DB-25-001-1**

**TO**

**AGREEMENT: CV-DB-25-001**

**ON FILE WITH CLERK OF THE BOARD**



## **EXHIBIT J**

# **CONSTRUCTION DRAWINGS**

for the

DESIGN AND CONSTRUCTION OF CIVIL,  
STRUCTURES, SYSTEMS, AND  
ARCHITECTURAL IMPROVEMENTS

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## **HEALDSBURG EXTENSION PROJECT**

**PHASE II AMENDMENT: CV-DB-25-001-1**

**TO**

**AGREEMENT: CV-DB-25-001**

**ON FILE WITH CLERK OF THE BOARD**



Sonoma-Marin Area Rail Transit  
5401 Old Redwood Hwy, Suite 200  
Petaluma, CA 94954

P: 707-794-3330  
F: 707-794-3037  
W: www.SonomaMarinTrain.org

**BOARD OF DIRECTORS**

**Chris Coursey, Chair**  
Sonoma County Board of Supervisors

**Mary Sackett, Vice Chair**  
Marin County Board of Supervisors

**Janice Cader Thompson**  
Sonoma County Mayors' and  
Councilmembers Association

**Kate Colin**  
Transportation Authority of Marin

**Victoria Fleming**  
Sonoma County Mayors' and  
Councilmembers Association

**Patty Garbarino**  
Golden Gate Bridge,  
Highway/Transportation District

**Ariel Kelley**  
Sonoma County Mayors' and  
Councilmembers Association

**Eric Lucan**  
Marin County Board of Supervisors

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Transportation Authority of Marin

**Barbara Pahre**  
Golden Gate Bridge,  
Highway/Transportation District

**Gabe Paulson**  
Marin County Council of Mayors and  
Councilmembers

**David Rabbitt**  
Sonoma County Board of Supervisors

**GENERAL MANAGER**  
**Eddy Cumins**

March 18, 2026

Sonoma- Marin Area Rail Transit Board of Directors  
5401 Old Redwood Highway, Suite 200  
Petaluma, CA 94954

**SUBJECT:**

Dear Board Members:

**RECOMMENDATIONS:**

Review the free fare for youth and senior pilot program and provide direction to staff regarding extension into FY27.

**SUMMARY:**

Since April 1, 2024, youth (ages 0-18) and seniors (over 65) have been fare-free on SMART. The intent of the program was to remove barriers for youth and senior riders, introduce more riders to the system, and better serve these population segments that were underrepresented among SMART's ridership base. Due to the success of the program, the SMART Board of Directors elected to extend free fares for youth and seniors through FY26. In preparation for the FY27 budget, it is important for the Board to direct staff regarding the future of this program.

Background

In 2024, the SMART Board of Directors approved a 15-month pilot program for free fares for youth and seniors on SMART, from April 2024 through June 2025. At the time of pilot adoption, it was estimated that the program would result in an estimated 25% increase in youth and senior riders and a 16% decrease in fare revenue.

Prior to the implementation of this program, youth and seniors made up 24% of SMART's ridership (14% youth/10% seniors). Since the program went into effect, 43% of SMART riders are estimated to fall into the category of youth and seniors (26% youth/17% senior). Over the same period (FY24-FY26), SMART experienced an overall increase in ridership of 65%, with the growth in senior and youth riders contributing to this growth as youth and senior ridership increased 195% and adult ridership increased 23% over this period. The dramatic difference between the youth and senior increase (195%), and the increase in adults (23%), suggests that removing the barrier of fare payment was the primary factor supporting this change. SMART has also observed an anecdotal increase in adult ridership due to adults accompanying youth and seniors on trips.

Throughout the program, SMART's fare revenue has not decreased as originally anticipated, and instead has increased with the net gain in ridership. Fare revenue is up 16% when comparing FY26 projection to FY24, and the farebox recovery rate remains consistent at 6%.

**Discussion:**

To date, the fare-free program for youth and seniors has met the intended objectives of the pilot. Furthermore, the program did not have the anticipated negative impact on the farebox recovery rate. Continuation of the program in FY27 would likely result in maintaining the current youth and senior ridership levels and maintaining the current farebox recovery rate of 6%. Elimination of the program in FY27 would likely result in an increased farebox recovery rate but would potentially result in reduced ridership.

**FISCAL IMPACT:**

At this time, it is difficult to estimate the financial impact of the continuation or elimination of the free fare program, in part because SMART will also be implementing other ridership initiatives including the increased service with the MASCOTS schedule changes. If all youth and seniors who rode in FY26 paid half fare, and the elimination of the program did not lose any riders, the impact would be \$1,354,500. However, youth and senior ridership likely would not have increased as much without the free fare program. Absent the free fare program, youth and senior ridership would have likely increased similar to adult ridership. A 23% increase over FY24 in youth and senior ridership at half fare would be a fiscal impact of \$564,750.

	<b>Scenario 1</b>	<b>Scenario 2</b>
<b>Scenario Parameters</b>	<b>Lower ridership growth consistent with adult ridership growth</b>	<b>Observed ridership observed in FY26 projection</b>
<b>Youth/senior ridership increase</b>	<b>23% above FY24</b>	<b>195% above FY24</b>
<b>Fare</b>	<b>Half price</b>	<b>Half price</b>
<b>Revenue impact</b>	<b>\$564,750</b>	<b>\$1,354,500</b>

Sincerely,

/s/

Eddy Cumins  
General Manager

Attachment(s): None