



**BOARD OF DIRECTORS
REGULAR MEETING AGENDA**

September 6, 2017 – 1:30 PM

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

1. Call to Order
2. Approval of the July 19, 2017 Board Meeting Minutes
3. Public Comment on Non-agenda Items
4. Board Member Announcements
5. General Manager's Report
6. Approve Resolutions for the Recognition and Appreciation of Distinguished Service
7. Consent
 - a. Approval of Denno Enterprises Contract Amendment No. 9
 - b. Approval of Herzog Contracting Corp. Contract Amendment No. 1
 - c. Approval of ICF Jones & Stokes, Inc. Contract Amendment No. 9
8. Approve Resolution to delete one (1) Full Time Equivalent (FTE) Accountant position and replace it with (1) Supervising Accountant position in the Fiscal Year 2017-18 Budget.
9. Closed Session
 - a. Conference with legal counsel regarding litigation pursuant to California Government Code Section 54956.9; Victor Rice v. Sonoma-Marín Area Rail Transit District, et al. Marin County Superior Court, Case No. CIV 1503983.
 - b. Conference with Labor Negotiator Farhad Mansourian, General Manager pursuant to Government Code Section 54957.6
Agency Designated Representative: General Manager
Represented Employees: All Collective Bargaining Units
Unrepresented Employee(s): General Counsel

10. Report Out of Closed Session

11. Next Regular Meeting Board of Directors, September 20, 2017 – 1:30 PM – 5401 Old Redwood Highway, 1st Floor, Petaluma, CA 94954

12. Adjournment

DISABLED ACCOMMODATION: If you have a disability that requires the agenda materials to be in an alternate format or that requires an interpreter or other person to assist you while attending this meeting, please contact SMART at least 72 hours prior to the meeting to ensure arrangements for accommodation. Please contact the Clerk of the Board at (707) 794-3072 or dial CRS 711 for more information.

DOCUMENTS: Documents distributed by SMART for its monthly Board meeting or committee meetings, and which are not otherwise privileged, may be inspected at SMART's office located at 5401 Old Redwood Highway, Suite 200, Petaluma, CA 94954 during regular business hours. Documents may also be viewed on SMART's website at: www.sonomamarintrain.org. Materials related to an item on this Agenda submitted to SMART after distribution of the agenda packet are available for public inspection at the SMART Office. For information about accessing SMART meetings by public transit, use the trip planner at www.511.org



**BOARD OF DIRECTORS
REGULAR MEETING MINUTES**

July 19, 2017 - 1:30 PM
5401 Old Redwood Highway, 1st Floor
Petaluma, CA 94954

1. Call to Order

Chair Fudge called the meeting to order at 1:30 PM. Directors Eddie, Hillmer, Lucan, Mackenzie, Russell and Sears were present. Directors Phillips and Rabbitt arrived later; Directors Arnold, Pahre and Zane absent.

2. Approval of the June 21, 2017 Board Meeting Minutes

MOTION: Director Russell moved approval of June 21, 2017 minutes as presented. Director Eddie second. The motion carries 7-0-0 (Directors Phillips and Rabbitt arrived later; Directors Arnold, Pahre and Zane absent).

3. Public Comment on Non-Agenda Items

Duane Bellinger stated that he had a wonderful train ride experience from Santa Rosa to San Rafael. He suggested have overhead handrails for the public who is standing up.

Bettina O'Brien stated that Communication and Marketing Manager Jeanne Belding and Community Outreach and Education Matt Stevens have been very helpful to accommodate her Multiple Sclerosis group for a train ride.

Rick Coates stated he had a pleasant experience on the train ride and was excited to meet General Manager Mansourian family.

Winscott Stokes stated that the Ambassadors' should be familiar with the Clipper Card images. He is scared about the SMART's system and the trains passing each on a single track. Also, he distributed proposed an adult rider discount based on actual total weekly trips to board members and public. He suggested that SMART have sub-committees for Fare Collection and Operation Control Center.

Lastly, Chair Fudge stated that there is a Monthly Pass (31-days revolving pass) available, in the amount of \$200 for adults or \$100 for passengers with disabilities, seniors aged 65+, and youths ages 5-18.

4. Board Member Announcements

Chair Fudge stated that she has receive positive feedback from the pubic regard the “free preview rides”. Mostly how great SMART staff is, how helpful and friendly. She thanked SMART Staff, Ambassadors, and the Concessionistas.

Director Russell stated that she has received wonderful feedback on the fabulous train rides especially from a friend that is never pleased. She had a wonderful experience riding the train as a passenger and not a board member and also thanked SMART staff.

Director Hillmer stated that he was pleased to see hundreds of people waiting to take the train ride at the Petaluma Downtown station around 11:30am today.

Director Phillips arrived at 1:33PM

Director Mackenzie acknowledged Becoming Independent “BUZZ” for the recognition in the Press Democrat.

5. General Manager’s Report

Mr. Mansourian stated that he normally does not respond to public comment, however, Mr. Stokes stated that he is scared of the SMART’s system having a malfunction. Mr. Mansourian responded that there is absolutely nothing wrong with SMART’s system. This system is the safest, latest and most sophisticated system, the chances of two trains colliding is zero.

Director Rabbitt arrived at 1:40PM

Mr. Mansourian conducted an assessment with Board members. He asked them how many passengers SMART has carried on the eleven (11) Public Preview Rides. Board member responses where between 20,000-60,000 people. Operations Manager Duane Sayers answered 25,834 passengers.

Mobile Ticketing Fare App

General Manager Farhad Mansourian introduced Chief Financial Officer Erin McGrath who gave a PowerPoint presentation of the App. Highlights included:

- Available to SMART phones through the “App” store
- SMART eTicket download
- For single use or pass of the day
- One way ticket
- Round Trip ticket

- Single ticket
- Multiple ticket
- Select Payment Methods
- Adult, Senior, Youth tickets available

Ms. McGrath stated that it's a very easy mobile ticketing app for users.

Lastly, Mr. Mansourian mentioned that he had a conference call this morning with the Federal Railroad Administration staff to follow-up if there are any pending issues to start passenger service. He will report back to the Board and public once he receives any information. There are Preview Rides this Saturday, July 22nd and Sunday, July 23rd if anyone wishes to attend.

Directors' Comments

Director Mackenzie asked if SMART has considered adding hanging straps to the trains. Mr. Mansourian responded that this particular train does not allow for hanging straps.

Director Lucan asked if small business join together can they benefit from the larger rate of the Eco Pass. Mr. Mansourian responded yes and stated that Marin County Office of Education Superintendent Mary Jane Burke is the lead agency and reaching out to all schools.

Director Russell stated that the Cloverdale Chamber of Commerce is an excellent resource for small business in Cloverdale.

Director Mackenzie asked for the status of the proposed Regional Measure (RM) 3 Funds and Senate Bill (SB) 1. Mr. Mansourian responded that the passage of SB 1, which will have potential rail funds, will provide an opportunity for SMART to request funds. Also, RM3 Legislators announced a projects list, which has North Bay projects. These projects are on the list with the assistance of the State and Assembly Legislators, Sonoma County Transportation Authority, Transportation Authority of Marin and Metropolitan Transportation Commission (MTC). Director Mackenzie said that the list of projects from the nine bay area counties and Bay Area 2020 will be considered at the MTC Meeting on July 26th.

Director Rabbitt thanked Metropolitan Transportation Commissioner Chair Mackenzie and the entire North Bay for working on projects together.

6. Consent

- a. Approval of Monthly Financial Reports
- b. Approval of Denno Enterprises Contract Amendment No. 8
- c. Approval of Burke, Williams and Sorensen, LLP Contract Amendment No. 4

Chair Fudge asked for Board and public comments on the proposed Consent Agenda.

MOTION: Director Lucan moved approval of the Consent Agenda as presented. Director Hillmer second. The motion carried 9-0-0 (Directors Arnold, Pahre and Zane absent)

7. Approve Resolutions of Local Support for Grants to Construct SMART Pathway Segments: (1) with the Metropolitan Transportation Commission for One Bay Area Grant Program funds to construct the SMART Pathway – Payran Street to South Point Boulevard Segment and (2) with the California Natural Resources Agency for Urban Greening funds to construct the SMART Pathway – Golf Course Drive to Todd Road Segment

Programming and Grants Manager Joanne Parker gave a brief overview of the projects. She stated that the resolutions will authorize construction of two separate section of the SMART Pathway: 1) Payran Street to South Point Boulevard Segment and 2) Golf Course Drive to Todd Road Segment.

The Payran Street to South Point Boulevard Segment project has secured funds from the Sonoma County Agricultural Preservation and Open Space District, Active Transportation Program Fund and Sonoma County Transportation Authority Measure M. SMART is continues to work with our partners to align the various funds to advance the construction of the project by 2019.

The Golf Course Drive to Todd Segment funding for this project is anticipated to come from Measure M and development fees collected by the City of Rohnert Park for the investment in regionally significant environmentally sensitive transportation infrastructure.

Directors' Comments

Chair Fudge thanked the City of Rohnert Park for collecting fees to contribute to SMART Pathway.

Director Mackenzie stated that the City of Rohnert Park has been collecting transportation mitigation fees since 2000. The East Cotati Avenue to Sonoma Mountain Village Pathway Segment is pending. He asked if the current Pathway maps are on the website. Mr. Mansourian responded yes.

Director Lucan thanked staff for continuing to update the Pathway maps and including them in the packet.

MOTION: Director Mackenzie moved to Approve Resolutions of Local Support for Grants to Construct SMART Pathway Segments: (1) with the Metropolitan Transportation Commission for One Bay Area Grant Program funds to construct the SMART Pathway – Payran Street to South Point Boulevard Segment and (2) with the California Natural Resources Agency for Urban Greening funds to construct the SMART Pathway – Golf Course Drive to Todd Road Segment as presented. Director Lucan second. The motion carried 9-0-0 (Directors Arnold, Pahre and Zane absent).

8. Approve a Resolution approving SMART'S Disadvantaged Business Enterprise Program for Federal Fiscal Years 2018-2020

Chief Financial Officer Erin McGrath stated that in 2015 SMART became a Federal Transit Administration (FTA) direct grantee which allows us to work directly with the FTA to receive grant funds for the Larkspur Extension and future projects. As part of the process, SMART established a Disadvantaged Business Enterprise Program (DBE) to track activities related to any FTA grant funds. The FTA requires the DBE be updated and this is the year we are required to update. The policy itself is unchanged from the 2015 policy your Board approved. The only change is in our analysis of our program goal, which increase from 3.99% to 4.4%. The overall goal of 4.4% applies only to FTA assisted contracts in Fiscal Years 2018-2020.

MOTION: Director Rabbitt moved to Approve a Resolution approving SMART'S Disadvantaged Business Enterprise Program for Federal Fiscal Years 2018-2020 as presented. Director Hillmer second. The motion carried 9-0-0 (Directors Arnold, Pahre and Zane absent).

Public Comment on Closed Session 9a

Duane Bellinger stated that lot 20 should be included in the construction of the parking lot plan in Petaluma. He suggested SMART consider offering a shuttle service to the East Petaluma residents rather than building a parking structure.

Chair Fudge adjourned the Board to closed session at 2:14PM to discuss the following:

9. Closed Session
 - a. Conference with General Manager, Farhad Mansourian, pursuant to California Government Code Section 54956.8 regarding real estate property negotiations
Property: APN(s): 007-131-003; 007-131-004 and 137-061-019
D Street and Corona Road, Petaluma, CA
Negotiating Parties: Farhad Mansourian – Lomas Partners
 - b. Conference with General Manager, Farhad Mansourian, pursuant to California Government Code Section 54956.8 regarding real estate property negotiations
Property: Sonoma-Marin Area Rail Transit District
Santa Rosa property located at 2 W. 3rd Street and 34 W. 6th Street
APN(s): 010-171-019 and 010-166-003
Negotiating Parties: Farhad Mansourian – ROEM Corporation
 - c. Conference with Legal Counsel regarding exposure to potential litigation pursuant to California Government Code Section 54956.9(d)(3): Number of cases: 1
 - d. Conference with Legal Counsel regarding litigation pursuant to California Government Code Section 54956.9; Paul Goldstone, Trustee, et al. v. Sonoma-Marin Area Rail Transit District, et al. Marin County Superior Court, Case No. CIV 1600010.

10. Report Out of closed Session

Chair Fudge reported out of closed session at 3:04PM on the following:

- a. Conference with General Manager, Farhad Mansourian, pursuant to California Government Code Section 54956.8 regarding real estate property negotiations
Property: APN(s): 007-131-003; 007-131-004 and 137-061-019
D Street and Corona Road, Petaluma, CA
Negotiating Parties: Farhad Mansourian – Lomas Partners
Report Out: Board of Directors approved an Agreement with Lomas for D Street and Corona Road properties.

- b. Conference with General Manager, Farhad Mansourian, pursuant to California Government Code Section 54956.8 regarding real estate property negotiations
Property: Sonoma-Marin Area Rail Transit District
Santa Rosa property located at 2 W. 3rd Street and 34 W. 6th Street
APN(s): 010-171-019 and 010-166-003
Negotiating Parties: Farhad Mansourian – ROEM Corporation
Report Out: No action taken

- c. Conference with Legal Counsel regarding exposure to potential litigation pursuant to California Government Code Section 54956.9(d)(3): Number of cases: 1
Report Out: Direction given to staff

- d. Conference with Legal Counsel regarding litigation pursuant to California Government Code Section 54956.9; Paul Goldstone, Trustee, et al. v. Sonoma-Marin Area Rail Transit District, et al. Marin County Superior Court, Case No. CIV 1600010.
Report Out: Board of Directors approved a Settlement Agreement with Paul Goldstone, Trustee, in an amount of \$40K at no cost to SMART for the construction of a berm solely on Goldstone property.

13. Next Regular Meeting Board of Directors, August 16, 2017 – 1:30 PM – 5401 Old Redwood Highway, 1st Floor, Petaluma, CA 94954

14. Adjournment – Meeting adjourned at 3:05PM

Respectfully submitted,

Leticia Rosas-Mendoza
Clerk of the Board

Approved on: _____



Debora Fudge, Chair
Sonoma County Mayors' and
Councilmembers Association

Kathrin Sears, Vice Chair
Marin County Board of Supervisors

Judy Arnold
Marin County Board of Supervisors

Jim Eddie
Golden Gate Bridge,
Highway/Transportation District

Dan Hillmer
Marin County Council of Mayors and
Councilmembers

Eric Lucan
Transportation Authority of Marin

Jake Mackenzie
Sonoma County Mayors' and
Councilmembers Association

Barbara Pahre
Golden Gate Bridge,
Highway/Transportation District

Gary Phillips
Transportation Authority of Marin

David Rabbitt
Sonoma County Board of Supervisors

Carol Russell
Sonoma County Mayors' and
Councilmembers Association

Shirlee Zane
Sonoma County Board of Supervisors

/s/ Farhad Mansourian
General Manager

5401 Old Redwood Highway
Suite 200
Petaluma, CA 94954
Phone: 707-794-3330
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www.sonomamarintrain.org

September 6, 2017

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

SUBJECT: Approve Denno Enterprises Contract Amendment No. 9

Dear Board Members:

RECOMMENDATION:

Authorize the General Manager to execute Amendment No. 9 to Contract No. LM-PS-10-005 with Denno Enterprises in the amount of \$100,000, for a total not-to-exceed contract amount of \$597,400.

SUMMARY:

SMART is responsible for the maintenance and removal of hazardous vegetation along the entire rail corridor. This is an ongoing task along the 42+ miles of SMART active right-of-way, along with our responsibilities between Windsor and Healdsburg, and requires the assistance of contract manpower and equipment.

In June of 2010, SMART Board approved a contract with Denno Enterprises to provide as-needed weed abatement, debris removal, facilities maintenance and related services in SMART's right-of-way. No changes are made to existing labor rates established in the original contract.

This Contract Amendment will cover ongoing work in the active right-of-way as well as vegetation management and weed abatement on our property between Windsor and Healdsburg.

Staff recommends continuing the service contract with Denno Brothers Inc. to maintain SMART's right-of-way and recommend approval of Amendment No. 9 in the amount of \$100,000 for a total not-to-exceed contract amount of \$597,400.

FISCAL IMPACT: Funding for Amendment No. 9 is included in the FY 2017-18 approved budget.

REVIEWED BY: Finance /s/ Engineering _____
 Counsel /s/ Other _____

Very truly yours

/s/
Duane Sayers
Operations Manager

Attachments: Denno Brothers Contract Amendment No. 9

**NINTH AMENDMENT TO THE AGREEMENT FOR CONSULTANT SERVICES
BETWEEN THE SONOMA-MARIN AREA RAIL TRANSIT DISTRICT
AND DENNO ENTERPRISES**

This Ninth Amendment dated as of _____ (the “Ninth Amendment”), to the Agreement for Consultant Services by and between Denno Enterprises (hereinafter referred to as “CONSULTANT”) and the Sonoma-Marin Area Rail Transit District (hereinafter referred to as “SMART”), dated as of June 16, 2010 (the “Original Agreement,” as amended and supplemented by the First, Second, Third, Fourth, Fifth, Sixth, Seventh, Eighth Amendments, and now this Ninth Amendment, the “Agreement”).

RECITALS

WHEREAS, SMART and CONSULTANT previously entered the Original Agreement on June 16, 2010 to provide weed abatement, debris removal, facilities maintenance and minor repair and related services in SMART’s right-of-way; and

WHEREAS, SMART and CONSULTANT previously entered into various Amendments to the Agreement between May 1, 2012 and July 19, 2017, to amend the insurance requirements, update the scope of services, increase the not-to-exceed amount, and extend the term of the Agreement; and

WHEREAS, SMART desires to amend the Agreement to increase the not-to-exceed amount by \$100,000, for a total not-to-exceed amount of \$597,400.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

AGREEMENT

1. **“ARTICLE 5. PAYMENT”** Article 5 of the Agreement is amended as follows:

In addition to the not-to-exceed amount set forth in the Original Agreement, the contract amount shall be increased by an amount not-to-exceed \$100,000 for the provisions of the services, for an aggregate not-to-exceed amount of \$597,400 for the Agreement.

2. Except to the extent the Agreement is specifically amended or supplemented hereby, the Agreement, together with all supplements, amendments and exhibits thereto is, and shall continue to be, in full force and effect as originally executed, and nothing contained herein shall, or shall be construed to, modify, invalidate, or otherwise affect any provision of the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Ninth Amendment as of the date first set forth above.

SONOMA-MARIN AREA RAIL TRANSIT DISTRICT

Dated: _____

By _____
Farhad Mansourian, General Manager

DENNO ENTERPRISES

Dated: _____

By _____
Todd Denno, Consultant

APPROVED AS TO FORM:

Dated: _____

By _____
District Counsel



Debora Fudge, Chair
Sonoma County Mayors' and
Councilmembers Association

Kathrin Sears, Vice Chair
Marin County Board of Supervisors

Judy Arnold
Marin County Board of Supervisors

Jim Eddie
Golden Gate Bridge,
Highway/Transportation District

Dan Hillmer
Marin County Council of Mayors and
Councilmembers

Eric Lucan
Transportation Authority of Marin

Jake Mackenzie
Sonoma County Mayors' and
Councilmembers Association

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Gary Phillips
Transportation Authority of Marin

David Rabbitt
Sonoma County Board of Supervisors

Carol Russell
Sonoma County Mayors' and
Councilmembers Association

Shirlee Zane
Sonoma County Board of Supervisors

/s/
Farhad Mansourian
General Manager

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www.sonomamarintrain.org

September 6, 2017

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

SUBJECT: Approve Herzog Contracting Corp. Contract Amendment No. 1

Dear Board Members:

RECOMMENDATION:

Authorize the General Manager to execute Amendment No. 1 in order to extend the Railroad Scrubber lease with Herzog Contracting Corp. to June 21, 2019 at a reduced monthly rate of \$10,000 plus applicable taxes for the remainder of the term.

SUMMARY:

We have been leasing Herzog's railroad scrubbing equipment for \$20,000 per month plus applicable taxes since December 2016. This has been necessary in order to maintain a clear rail head along the full 43-mile corridor during testing and our early limited service. Without this equipment, the signal and grade crossing warning system, which relies on well-conditioned rails, would not function consistently and reliably.

With the start of passenger service, we have determined that it is necessary to continue scrubbing the track along the length of SMART's alignment, in addition to sidings and freight gauntlets, in order to ensure proper signal and grade crossing functionality. The design and quality of the Herzog scrubber allows us to maximize the quality of each pass along the tracks, saving both time and resources.

Staff was able to negotiate a rate reduction of \$10,000 per month plus applicable taxes through June 21, 2019. As such, we recommend approval of Amendment No. 1 to extend the term of the lease to June 21, 2019.

FISCAL IMPACT: Funding for Amendment No. 1 is included in the FY 2017-18 budget.

REVIEWED BY: [X] Finance /S/ [X] Counsel /S/

Very truly yours,

/S/
Duane Sayers
Operations Manager

Cc: Erin McGrath

Attachments: Herzog Contracting Corp. Amendment No. 1

**FIRST AMENDMENT TO THE EQUIPMENT LEASE AND SERVICE
AGREEMENT BETWEEN THE SONOMA-MARIN AREA RAIL TRANSIT
DISTRICT AND HERZOG CONTRACTING CORP.**

This First Amendment dated as of _____ (the "First Amendment") to the Equipment Lease and Service Agreement between the Sonoma-Marín Area Rail Transit District ("SMART") and Herzog Contracting Corp. ("CONSULTANT"), dated as of December 20, 2016 (the "Original Agreement").

RECITALS

WHEREAS, SMART previously entered into the Original Agreement to lease Equipment #798 / Class #128 / Truck-Brush Truck / Hyrail 2015 Freightliner Model 108SD from CONSULTANT; and

WHEREAS, SMART desires to extend the term of the Agreement to June 21, 2019 and reduce the monthly rent to \$10,000 plus applicable taxes; and

NOW, THEREFORE, in consideration of the recitals set forth above and the covenants contained herein, it is mutually agreed by and between the parties that:

AGREEMENT

1. **TERM OF AGREEMENT** in the various sections of the Agreement are hereby deleted in its entirety and replaced with the following:

"The term of this Equipment Lease shall commence on December 21, 2016, and will remain in effect until June 21, 2019."

2. **MINIMUM MONTHLY RENT PAYMENT** in the various sections of the Agreement shall be amended as follows:

"The monthly rent payment shall be set to \$10,000 plus applicable tax effective rental month September 2017 forward.

3. Except to the extent the Agreement is specifically amended or supplemented hereby, the Agreement, together with all supplements, amendments and exhibits thereto is, and shall continue to be, in full force and effect as originally executed, and nothing contained herein shall, or shall be construed to, modify, invalidate, or otherwise affect any provision of the Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment as set forth below.

SONOMA-MARIN AREA RAIL TRANSIT DISTRICT

Dated: _____

By _____
Farhad Mansourian, General Manager

HERZOG CONTRACTING CORP

Dated: _____

By _____
Its _____

APPROVED AS TO FORM:

Dated: _____

By _____
District Counsel



Debora Fudge, Chair
 Sonoma County Mayors' and
 Councilmembers Association

Kathrin Sears, Vice Chair
 Marin County Board of Supervisors

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 Sonoma County Board of Supervisors

/s/
Farhad Mansourian
 General Manager

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September 6, 2017

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

SUBJECT: Approval of ICF Jones & Stokes, Inc. Contract Amendment No. 9

Dear Board Members:

RECOMMENDATION:

Authorize the General Manager to Execute Contract Amendment No. 9 with ICF Jones & Stokes, Inc. in the amount of \$147,515 for a total not-to-exceed amount of \$4,404,090 and to amend the scope of work.

SUMMARY:

ICF Jones & Stokes, Inc. (ICF) has been leading SMART's permitting and mitigation effort to secure construction permits with the various environmental regulatory agencies since late 2012. In addition to overseeing the preparation of permit applications, and interfacing with Federal, State, and Regional regulatory agencies, ICF has also been managing the implementation, maintenance and monitoring of the Mira Monte Marsh Restoration Project.

The Mira Monte Marsh Restoration Project was developed by SMART to fulfill permit mitigation requirements for project impacts to wetlands, riparian habitat and the habitat of Federal and State listed endangered species – including the Salt Marsh Harvest Mouse and the Ridgeway Rail. As part of establishing this preservation site, SMART must provide ongoing maintenance and monitoring. These activities are most pronounced during the first few years after the restoration work as native plantings are established and non-native plants are eradicated. ICF has been assisting the District with these activities.

Amendment No. 9 to the ICF Jones & Stokes, Inc. Contract provides budget for the following key areas related to the Mira Monte Marsh Restoration Project:

- Remedial grading and debris removal.
- Supplemental planting to meet performance criteria.

- Completion and distribution of Year 2 annual monitoring report.
- Ongoing coordination with regulatory agencies regarding performance and management.
- Coordination and implementation of ongoing weed management and site maintenance.
- Preparation and planning for Year 3 performance monitoring.
- Ongoing environmental meetings and coordination with SMART staff.

Staff recommends approving Contract Amendment No. 9 with ICF Jones & Stokes, Inc. in the amount of \$147,515 for a total not-to-exceed amount of \$4,404,090 and to amend the scope of work. This work has been budgeted in the FY18 budget.

FISCAL IMPACT: Funds are available in the project budget and the FY2017-18 budget.

REVIEWED BY: [x] Finance _____ [x] Counsel _____

Very truly yours,

/S/
Bill Gamlen, P.E.
Chief Engineer

cc: Finance

Attachment: ICF Jones & Stokes, Inc. Amendment No. 9

**NINTH AMENDMENT TO AGREEMENT FOR CONSULTANT SERVICES
BETWEEN THE SONOMA-MARIN AREA RAIL TRANSIT DISTRICT
AND ICF JONES & STOKES, INC.**

This NINTH AMENDMENT dated as of September 6, 2017 (the “Ninth Amendment”) to the Agreement for Consultant Services by and between the SONOMA-MARIN AREA RAIL TRANSIT DISTRICT (“SMART”) and ICF JONES & STOKES, INC. (“CONSULTANT”), dated as of November 1, 2012 (the “Original Agreement,” and as supplemented and amended by the First, Second, Third, Fourth, Fifth, Sixth and Seventh Amendments, Eighth Amendment, and this Ninth Amendment, the “Agreement”).

RECITALS

WHEREAS, SMART and CONSULTANT previously entered into the Original Agreement, dated November 1, 2012, to provide environmental permitting, management and support services related to the on-going final design, construction and operational preparedness for the SMART project; and

WHEREAS, SMART and CONSULTANT previously entered into various Amendments to the Agreement between March 1, 2013 and July 1, 2017, to amend the scope of services and rate sheet, increase the not-to-exceed amount, and extend the term of the Agreement; and

WHEREAS, SMART desires to amend the Agreement to increase the not-to-exceed amount of the Agreement by \$147,515 for a total not-to-exceed amount of \$4,404,090 and to amend the scope of work; and

NOW, THEREFORE, in consideration of the recitals set forth above and the covenants contained herein, it is mutually agreed by and between the parties that:

AGREEMENT

1. “**ARTICLE 5. PAYMENT**” shall be amended as follows:

“**ARTICLE 5. PAYMENT.** For all services and incidental costs required hereunder, Consultant shall be paid on a cost-plus-fixed fee basis in accordance with the budget set forth in individual task orders to be negotiated; provided, however, that Consultant agrees to perform all services described therein for an amount not to exceed the amount negotiated, regardless of whether it takes Consultant more time to complete or costs more than anticipated. The not-to-exceed (NTE) amount for this Agreement shall be \$4,404,090.

2. **EXHIBITS.** The following exhibits are attached hereto and incorporated herein:

- (a) EXHIBIT A: SCOPE OF WORK

All references in the Original Agreement to Exhibit A, as previously amended, shall include reference to Exhibit of this Ninth Amendment.

3. Except to the extent the Agreement is specifically amended or supplemented hereby, the Agreement, together with all supplements, amendments and exhibits thereto is, and shall continue to be, in full force and effect as originally executed, and nothing contained herein shall, or shall be construed to, modify, invalidate, or otherwise affect any provision of the Agreement.

THIS SPACE INTENTIONALLY LEFT BLANK

IN WITNESS WHEREOF, the parties hereto have executed this Ninth Amendment as set forth below.

SONOMA-MARIN AREA RAIL TRANSIT DISTRICT

Dated: _____

By _____
Farhad Mansourian, General Manager

ICF JONES & STOKES, INC.

Dated: _____

By _____
Trina Prince, Contracting Officer

APPROVED AS TO FORM:

Dated: _____

By _____
District Counsel

EXHIBIT A
SCOPE OF WORK

Consultant will support SMART by providing environmental permitting and other related services. The deliverables, schedule and not-to-exceed amounts for the items listed below shall be delineated in Task Orders, upon execution of this Ninth Amendment.

Task 4 – Mitigation Planning and Implementation

- Performance monitoring, maintenance and reporting for the Mira Monte Marsh Restoration Project, including weed management, remedial grading, and re-planting by sub-contractors.



Debora Fudge, Chair
 Sonoma County Mayors and
 Councilmembers Association

Kathrin Sears, Vice Chair
 Marin County Board of Supervisors

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David Rabbitt
 Sonoma County Board of Supervisors

Carol Russell
 Sonoma Mayors and Councilmembers
 Association

Shirlee Zane
 Sonoma County Board of Supervisors

/s/
Farhad Mansourian
 General Manager

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September 6, 2017

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

SUBJECT: Substitution of SMART Personnel Allocation and Salary Range

Dear Board Members:

RECOMMENDATION:

Approve Resolution Number 2017-10 to delete one (1) Full Time Equivalent (FTE) Accountant position and replace it with (1) Supervising Accountant position in the Fiscal Year 2017-18 budget.

SUMMARY:

Over the past three years, as our Finance department has faced growing responsibilities, it has become clear that a more senior accounting position is needed in place of one of our entry-level accountant position. This revised position would require significant government accounting experience as well as the ability to oversee and coordinate the work of three other accounting staff's duties. During a recent recruitment for one of our vacant accountant positions, we have been challenged to find qualified candidates to fill our needs.

We have surveyed comparable job descriptions and are recommending that one Accountant position be converted to a Supervising Accountant position, a position requiring significant experience in accounting as well as training or experience in government, budgeting and federal reporting requirements. This staff person would be responsible for not only daily accounting duties but also our new federal reporting requirements as an operating transit district, grant reporting for the Larkspur project, and overall reconciliation of our fare and fee programs. We are also recommending that the salary range be set in line with comparable positions in the region as outlined in the attached resolution.

FISCAL IMPACT: The adoption of this resolution will result in no increase in staff and the cost will be absorbed in the Fiscal Year 2017-18 budget. But an annual maximum increase to salaries and benefits of this position change would be \$19,928.

Very truly yours,

/s/

Lisa Hansley

Human Resources Manager

Attachment(s): Resolution 2017-10 Amending the Annual Budget for FY 2017-18

RESOLUTION OF THE BOARD OF DIRECTORS OF THE SONOMA-MARIN AREA RAIL TRANSIT DISTRICT, STATE OF CALIFORNIA, AMENDING RESOLUTION NO. 2016-15 TO REVISE THE ANNUAL BUDGET FOR FISCAL YEAR 2017-18 TO PROVIDE FOR REVISED POSITION AUTHORITY

WHEREAS, as part of its approval of the Annual Budget for Fiscal Year 2017-18, the Board duly considered the annual expenditures necessary for the Sonoma-Marín Area Rail Transit District; and

WHEREAS, on June 21, 2017, the Board adopted Resolution No. 2017-05 approving the Annual Budget for Fiscal Year 2017-18; and

WHEREAS, Resolution No. 2017-05 considered the creation of employee positions and fixed the compensation and salary for those positions; and

WHEREAS, the Board desires to amend the Annual Budget to provide revised position authority for a Supervising Accountant.

NOW, THEREFORE, BE IT RESOLVED that the Fiscal Year 2017-18 Budget for the Sonoma-Marín Area Rail Transit District attached as Exhibit A to Resolution No. 2017-05 is hereby amended to revise Table 4, Fiscal Year 2017-18 Proposed Position Authorizations, to reflect position substitutions as follows:

| POSITION | FTE | Annual | | Hourly | |
|------------------------|-----|----------|-----------|--------|-------|
| | | Low | High | Low | High |
| Accountant | 12 | \$68,266 | \$82,971 | 32.82 | 39.89 |
| Supervising Accountant | 1 | \$83,158 | \$101,088 | 39.98 | 48.60 |

BE IT FURTHER RESOLVED except as specifically amended or supplemented by this Resolution, Resolution No. 2017-05, together with all supplements, amendments and exhibits thereto is, and shall continue to be, in full force and effect as originally adopted, and nothing contained herein shall, or shall be construed to, modify, invalidate, or otherwise affect any provision of Resolution No. 2017-05.

PASSED AND ADOPTED at a regular meeting of the Board of Directors of the Sonoma-Marín Area Rail Transit District held on the 6th day of September, 2017, by the following vote:

DIRECTORS:

AYES:

NOES:

ABSENT:

ABSTAIN:

Debora Fudge, Chair, Board of Directors
Sonoma-Marín Area Rail Transit District

ATTEST:

Leticia Rosas-Mendoza, Clerk of the Board of Directors
Sonoma-Marín Area Rail Transit District