



Regional Transportation Planning Agency - Local Transportation Commission
Monterey County Service Authority for Freeways & Expressways - Email: info@tamcmotnerey.org

**TRANSPORTATION AGENCY FOR MONTEREY COUNTY
SERVICE AUTHORITY FOR FREEWAYS EMERGENCIES
AND
MONTEREY COUNTY REGIONAL DEVELOPMENT IMPACT FEE
JOINT POWERS AGENCY**

EXECUTIVE COMMITTEE

*Members are: Robert Huitt (Chair), Luis Alejo (1st Vice Chair), Ed Smith (2nd Vice Chair),
John Phillips (Past Chair), Mary Adams (County Representative), Mike LeBarre (City
Representative)*

**Wednesday, September 4, 2019
Transportation Agency Conference Room
55-B Plaza Circle, Salinas**

****9:00 AM****

1. ROLL CALL

Call to order and self-introductions. If you are unable to attend, please contact Elouise Rodriguez, Senior Administrative Assistant. Your courtesy to the other members to assure a quorum is appreciated.

2. PUBLIC COMMENTS

Any member of the public may address the Committee on any item not on the agenda but within the jurisdiction of Transportation Agency and Executive Committee. Comments on items on today's agenda may be given when that agenda item is discussed.

3. BEGINNING OF CONSENT AGENDA

Approve the staff recommendations for items listed below by majority vote with one motion. Any member may pull an item off the Consent Agenda to be moved to the end of the **CONSENT AGENDA** for discussion and action.

3.1 APPROVE the Executive Committee draft minutes of August 7, 2019.

-Rodriguez

END OF CONSENT AGENDA

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4. **RECEIVE** and **PROVIDE COMMENTS** on the preliminary draft integrated five-year funding plan for priority regional transportation projects.

- Zeller

Agency staff has prepared an initial review of potential fund sources over the next five years and developed a strategy proposal for funding and delivering the priority projects. Funding sources include: Measure X sales tax revenues, regional development fees, State Transportation Improvement Program funds, SB 1 competitive funds, and Local Partnership Program formula funds.

5. **RECEIVE** presentation on the update of the Transportation Agency logo.

- Wright

The two logos currently used by the Transportation Agency were designed 18 years ago. While effective at the time, both are outdated and are in need of a re-design.

6. **RECEIVE** update on federal transportation legislation and **SUPPORT** the California Consensus Federal Transportation Reauthorization Principles on behalf of the TAMC Board of Directors.

- Watson

The current federal transportation authorization act expires in September 2020. The Senate has taken the first step by introducing a five-year reauthorization bill.

7. **DISCUSS** and **RECOMMEND** Board adoption of Policy for Reviewing Unsolicited Proposals.

- Watson

Occasionally, TAMC receives unsolicited proposals from consultants wishing to do business with TAMC or from companies interested in public-private partnerships and/or joint development. This Policy for Reviewing Unsolicited Proposals is designed to address those situations in a manner that is fair to all and of benefit to the Agency. This draft policy has been amended per direction of the Executive Committee at their August meeting.

8. **CLOSED SESSION:**

Public Employee Performance Evaluation pursuant to Government Code Section §54957 – Positions: Executive Director & Legal Counsel.
Reconvene in open session and report any actions taken.

Enclosures provided only to Executive Committee members.

- Chair Huitt

9. RECEIVE report on draft TAMC Board meeting agenda of September 25, 2019.

- Muck

10. ANNOUNCEMENTS

11. ADJOURN

Next Meeting October 2, 2019

Documents relating to an item on the open session that are distributed to the Committee less than 72 hours prior to the meeting shall be available for public inspection at the office of the Transportation Agency for Monterey County, 55-B Plaza Circle, Salinas, CA. Documents distributed to the Committee at the meeting by staff will be available at the meeting; documents distributed to the Committee by members of the public shall be made available after the meeting.

**Transportation Agency for Monterey County
55-B Plaza Circle, Salinas, CA 93901-2902
Monday thru Friday 8:00 a.m. - 5:00 p.m.
TEL: 831-775-0903
FAX: 831-775-0897**

CORRESPONDENCE, MEDIA CLIPPINGS, AND REPORTS - No items this month.



Memorandum

To: Executive Committee
From: Elouise Rodriguez, Senior Administrative Assistant and Clerk of the Board
Meeting Date: September 4, 2019
Subject: **Executive Draft Minutes of August 7, 2019**

RECOMMENDED ACTION:

APPROVE the Executive Committee draft minutes of August 7, 2019.

ATTACHMENTS:

- ▢ Executive Committee Draft Minutes of August 7, 2019

DRAFT MINUTES

**TRANSPORTATION AGENCY FOR MONTEREY COUNTY SERVICE AUTHORITY
FOR FREEWAYS EMERGENCIES AND MONTEREY COUNTY REGIONAL
DEVELOPMENT IMPACT FEE JOINT POWERS AGENCY**

EXECUTIVE COMMITTEE MEETING

*Members are: Robert Huitt (Chair),
Luis Alejo (1st Vice Chair), Ed Smith (2nd Vice Chair),
John Phillips (Past Chair),
Mary Adams (County representative), Michael LeBarre (City representative)*

Wednesday, August 7, 2019

*** 9:00 a.m. ***

Transportation Agency Conference Room
55-B Plaza Circle, Salinas

EXECUTIVE COMMITTEE	AUG 18	SEPT 18	OCT 18	NOV 18	JAN 19	FEB 19	MAR 19	APR 19	MAY 19	JUN 19	AUG 19
Luis Alejo, 1st Vice Chair Supr. Dist. 1 (L. Gonzales; J. Gomez)	P	P	P(A)	P(A)	P(A)	P	P(A)	P	P(A)	P	P
Michael LeBarre, City Representative King City (C. DeLeon)	P	P	E	P	P	P	P	P	P	P	P
Robert Huitt, Chair Pacific Grove (D. Gho)	P	P	P	P	P	P	P	P	P	P	P
John Phillips, Past Chair Supr. Dist. 2 (J. Stratton)	P(A)	P	P	P	P	P	P(A)	P	P	P	P
Mary Adams, County Representative Supr. Dist. 5 (Y. Anderson)	P(A)	P	P	P		P	P(A)	P(A)	P	P	P(A)
Ed Smith, 2nd Vice Chair Monterey (A. Renny)	P	P	P	E	P	E	P	P	P	E	P

- 1. CALL TO ORDER:** Chair Huitt called the meeting to order at 9:00 a.m. Roll call was taken, and a quorum was confirmed.

Staff present: Goel, Hale, Jacobsen, Muck, Rodriguez, Watson and Zeller

Others present: Agency Counsel Kay Reimann; and Gus Khouri, TAMC’s Legislative Consultant.

- 2. PUBLIC COMMENTS:** Executive Director Hale introduced new TAMC Staff member Madilyn Jacobsen, graduate from Cal Poly San Luis Obispo. Madilyn will be working on the Regional Transportation Plan and the Bicycle and Pedestrian Facilities Advisory Committee.

3. CONSENT AGENDA:

- 3.1** On a motion by Committee Member Phillips and seconded by Committee Member Alejo, the committee voted 5-0 to approve the minutes from the Executive Committee meeting of June 5, 2019. Abstained: Ed Smith; and
- 3.2** Approved out-of-state travel for: two additional staff to attend the American Public Works Association Public Works Expo Conference in Seattle, Washington, September 7 – 11, 2019; for one staff person to attend the Rail~Volution Conference in Vancouver, Canada, September 8-11, 2019; and for one staff person to attend the National Safe Routes Conference in Tampa, Florida, November 12 -14, 2019.

END OF CONSENT

4. STATE LEGISLATIVE UPDATE

The Committee received an update on state legislative activities.

Gus Khouri, TAMC’s legislative consultant, highlighted the status of bills that TAMC took positions on, and especially SB 628 (Caballero), which will return funds from the sale of properties acquired for the Prunedale Bypass to Monterey County for priority highway projects. The May Revise includes an additional \$3.2 billion in revenues that are constitutionally obligated to reserves, debt payment and schools. The Governor deleted his proposal that the state would withhold SB 1 funding from jurisdictions that fail to produce affordable housing.

5. KHOURI CONTRACT FOR LEGISLATIVE SERVICES

On a motion by Committee member Alejo and seconded by Committee alternate Anderson, the Committee voted 2-4 to recommend to the Board a \$500 per month increase for Gus Khouri’s legislative services.

The motion failed.

Ayes: Alejo, Anderson

Noes: Huitt, LeBarre, Phillips and Smith

On a motion by Committee member Phillips and seconded by Committee member Smith, the committee voted 4-2 to recommend to the Board a \$1,000 per month increase for Gus Khouri’s legislative services and that performance measures be added to the contract.

The motion passed.

Ayes: Huitt, LeBarre, Phillips and Smith

Noes: Alejo and Anderson

After extensive discussion, the Committee, on a 4 to 2 vote, recommended to the Board an increase of \$1,000 per month for legislative services. Committee member Alejo expressed that he was uncomfortable with a \$1,000 per month increase, he proposed a

\$500 per month increase with additional gradual increases in the future. Committee member Huitt commented that he was favorably impressed that Gus Khouri scheduled a meeting with the Governor. Committee member Smith expressed he is satisfied with Gus's work and believes that he has improved our relationships in Sacramento. Committee member LeBarre commented that he did not want to go out with a Request for Proposals, noting Khouri was brought in at a low cost originally.

6. POLICY FOR REVIEWING UNSOLICITED PROPOSALS

The Committee postponed this item until next month and asked that staff evaluate the option of adding a fee schedule.

Christina Watson, Principal Transportation Planner, reported that the draft policy for reviewing unsolicited proposals was updated since the June Executive Committee meeting to add in Committee reviews of the conceptual and detailed proposals and was simplified. Committee member LeBarre asked that staff evaluate the option of having proposers pay a non-refundable initial review fee (Part A) and a deposit to pay for staff time for review of a detailed proposal (Part B). Agency Counsel Reimann noted that the imposition of a fee needs to be evaluated and formally adopted. She agreed to review the legal options and advise the Committee at a future meeting.

7. MEASURE X ANNUAL AUDIT STREAMLINING

Due to time constraints, the Committee deferred this item to the full Board.

8. TAMC DRAFT AGENDA FOR AUGUST 28, 2019

Executive Director Hale reviewed the draft regular and consent agenda for the TAMC Board meeting of August 28, 2019. After Executive Committee discussion, the following items will be considered on the regular agenda:

- Present Transportation Employees of the Quarter to Ariana Green and Stefania Castillo;
- Determine that approval of the Canyon Del Rey Boulevard (SR 218) Corridor Study is exempt from the California Environmental Quality Act pursuant to California Resources Code and Guidelines
- Measure X Maintenance of Effort Streamlining.

On the consent agenda, the Board will consider actions to:

- Approve Resolution providing authority for the Executive Director to execute amendment No. 1 to the fiscal year 2019/20 Overall Work Program and Budget to develop a Salinas Safe Walking and Biking to School Plan;
- Receive the final budget for the partial acquisition of 21 Happ Place;
- Receive update on activities related to management and development of TAMC's Fort Ord property along Highway 1 and authorize participation in building demolition program; and

- California American Water Company Pipeline Easements: Adopt a Resolution determining that the approval of an Easement Purchase Agreement and an Operations Plan and Agreement with California American Water Company for the installation and operation of a water pipeline as part of the Monterey Peninsula Water Supply Program is contained within the scope to the final EIR/EIS for the Monterey Peninsula Water Supply Project and no new environmental analysis is required.

9. ANNOUNCEMENTS

None this month.

10. ADJOURNMENT

Chair Huitt adjourned the meeting at 11:11 a.m.



TRANSPORTATION AGENCY FOR MONTEREY COUNTY

Memorandum

To: Executive Committee
From: Michael Zeller, Principal Transportation Planner
Meeting Date: September 4, 2019
Subject: **Integrated Funding Plan for Priority Projects**

RECOMMENDED ACTION:

RECEIVE and **PROVIDE COMMENTS** on the preliminary draft integrated five-year funding plan for priority regional transportation projects.

SUMMARY:

Agency staff has prepared an initial review of potential fund sources over the next five years and developed a strategy proposal for funding and delivering the priority projects. Funding sources include: Measure X sales tax revenues, regional development fees, State Transportation Improvement Program funds, SB 1 competitive funds, and Local Partnership Program formula funds.

FINANCIAL IMPACT:

The two primary sources for the funding plan come from Measure X and the State Transportation Improvement Program. Measure X is estimated to generate \$600 million over the 30-year life of the program, with an estimated \$8 million dedicated to regional projects annually. The Agency's 2020 State Transportation Improvement Program fund estimate is \$19.9 million for the five-year fund period. To expedite project delivery, the preliminary draft funding plan assumes debt financing against the regional portion of Measure X.

DISCUSSION:

With the passage of Measure X and Senate Bill 1 (which provides additional funding to the State Transportation Improvement Program), Transportation Agency for Monterey County staff have prepared a revised five-year integrated funding plan to identify available sources of funding and delivery schedules for priority projects. The purpose of the plan is to ensure that the Agency is coordinating the programming of various funding sources in the most efficient manner as well as identifying and pursuing available sources of matching funds for Measure X and State Transportation Improvement Program funds.

The projects selected for the funding plan are primarily comprised of those from the regional portion of Measure X, with the addition of the Salinas Rail Extension project. The goals in programming funding to each of these projects was three-fold:

- First, to fund projects that are ready or near-ready for construction, such as the Imjin Road Widening project;
- Second, to advance projects as expeditiously as possible through the pre-construction process to make them eligible candidates for matching funds, such as the Scenic Highway 68 Corridor; and
- Third, to maximize the use of matching funds to deliver projects as early in the Measure X program as possible.

The following funding sources were considered as part of the draft five-year integrated funding plan:

Measure X: The regional portion of Measure X is estimated to delivery \$8 million annually in new funding to Monterey County. To advance projects as early in the program as possible and reduce the risk of rising construction costs from delaying projects to later years, staff is proposing to bond against this portion of Measure X. Staff is coordinating with KNN Public Finance on the bonding analysis.

State Transportation Improvement Program: The passage of Senate Bill 1 provided a new infusion of funding for the State Transportation Improvement Program and a payback of funds that were removed from the County in the 2016 program due to declining gas tax revenues. The fund estimate for Monterey County for the 2020 program is \$19.9 million.

Inter-Regional Transportation Improvement Program: The Inter-Regional portion of the State Transportation Improvement Program is managed by Caltrans. The Transportation Agency has been coordinating with Caltrans to program this fund source to the State Route 156 / Castroville Boulevard Interchange project. While there is currently no capacity for new projects in the 2020 Inter-Regional program, the Agency is preparing to submit a request for the 2022 program.

State Highway Operation and Protection Program (SHOPP): The State Highway Operation and Protection Program is the State's "fix-it-first" program that funds the repair and preservation of the State Highway System, safety improvements, and some highway operational improvements. Caltrans manages the programming of SHOPP funds, and Senate Bill 1 adds about \$1.9 billion per year to the SHOPP program. The Transportation Agency is coordinating with Caltrans to provide funding for the State Route 68 Scenic Corridor project to include wildlife crossings.

Regional Surface Transportation Program / Transportation Development Act 2%: This source of funding comes to the Agency from the State in annual amounts estimated at \$4.4 million for the Regional Surface Transportation Program (RSTP) and \$250,000 for the Transportation Development Act 2% (TDA 2%). The Agency's adopted guidelines for the RSTP program sets aside 10% of the funding for the Agency's reserve, which can be used on a variety of road, bicycle, and pedestrian transportation projects.

Developer Fees: The Transportation Agency's development impact fee programs contributes fee revenues towards regional priority projects. The fees are collected from new development when building permits are pulled based on the number of new vehicle trips the development will generate, serving as the development's mitigation for transportation impacts.

Federal Matching Funds: The Federal Lands Access Program grant provides funding for projects that increase access to federal lands, including trails. During the last grant cycle, the Transportation Agency was unsuccessful in receiving a \$5.8 million grant request for the Fort Ord Regional Trail and Greenway project. The Transportation Agency could seek to reapply to this program during the next grant cycle, using Measure X funds as match for the grant funds.

State Matching Funds: Senate Bill 1 creates several new grant programs that priority projects in Monterey County could be eligible candidates:

- **State-Local Partnership Program (SLPP):** Funding from this program, \$200 million per year, is for counties that have received voter approval of taxes or that have imposed fees, including development impact fees. Funds are appropriated "for allocation to each eligible county and city in the county for road maintenance and rehabilitation purposes." Senate Bill 277 (Beall) would amend the program to be a 85/15 split between competitive grants and formula-based shares. It is estimated that the Transportation Agency would annually receive about \$1 million formula share under this proposal. The Agency was successful in receiving a \$19 million grant award from this program for the Imjin Road Widening project, and could apply in future cycles for the State Route 156 / Castroville Boulevard Interchange project.
- **Solutions for Congested Corridors:** Senate Bill 1 creates this new \$250 million per year program. Funds will be allocated by the California Transportation Commission to projects designed to achieve a balanced set of transportation, environmental, and community access improvements within highly congested travel corridors. Project elements may include improvements to state highways, local streets and roads, transit facilities, bike/ped facilities, and protection of local habitat or open space. Projects may be nominated by the state or regional or county transportation agencies. To qualify for funding a project must be included in a "comprehensive corridor plan designed to reduce congestion in highly traveled corridors by providing more transportation choices for residents, commuters and visitors to the area of the corridor while preserving the character of the local community and creating opportunities for neighborhood enhancement projects." The Transportation Agency could potentially seek funding for the State Route 68, State Route 156, or US 101 corridors from this program.
- **Trade Corridor Enhancement Account:** Senate Bill 1 creates this new \$300 million per year account to fund corridor-based freight projects nominated by local agencies and the state. The Cycle 2 budget includes \$1.33 billion to the program. The Transportation Agency could potentially seek funding for the State Route 156 project, and/or projects along the US 101 corridor.
- **Transit & Intercity Rail Program:** This competitive program (\$1.5 billion to \$2 billion over five

years) is to fund a small number of transformative projects that improve the statewide network and reduce greenhouse gas emissions. The primary evaluation criteria are emissions reduction, ridership growth, achievement of integrated service, and safety benefit. The Agency received a \$10 million award from this program for the Salinas Rail Extension project.

At the September Board of Directors meeting, Agency staff will receive guidance from the Board on the list of projects and priorities. Agency staff will then revise the plan based on comments received and bring the proposal forward to the Board of Directors at the October meeting. At the December Board meeting, Agency staff will bring the finalized proposal forward as the Regional Transportation Improvement Program, which is the document the Agency is required to submit for State Transportation Improvement Program funds.

ATTACHMENTS:

- Draft 2019 Integrated Funding Plan

**Transportation Agency for Monterey County
2019 Integrated Funding Plan (all dollars in \$1,000s)**



Summary of Funding Sources	2018/19	2019/20	2020/21	2021/22	2022/23	2023/24	2024/25	Funding
Measure X	\$ 1,938	\$ 19,518	\$ 2,735	\$ 7,468	\$ 16,758	\$ 7,533	\$ 50,643	\$ 106,593
RSTP / TDA 2%	\$ 904	\$ 874	\$ 352	\$ -	\$ -	\$ -	\$ -	\$ 2,130
Developer Fees	\$ -	\$ 2,250	\$ -	\$ -	\$ 5,000	\$ -	\$ -	\$ 7,250
STIP - 2018	\$ 12,283	\$ 26,800	\$ 7,000	\$ -	\$ 1,975	\$ 10,694	\$ -	\$ 58,752
STIP - 2020	\$ -	\$ -	\$ 12,573	\$ -	\$ -	\$ 7,359	\$ -	\$ 19,932
STIP - 2018 (PPM)	\$ 231	\$ 234	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 465
STIP - 2020 (PPM)	\$ -	\$ -	\$ 201	\$ 201	\$ 201	\$ 201	\$ 202	\$ 1,006
SB 1 Local Partnership Formula	\$ 600	\$ 1,737	\$ -	\$ 1,000	\$ 650	\$ 2,000	\$ -	\$ 5,987
State Highway Operation & Protection Program	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000	\$ 10,000
STIP - ITIP	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,000	\$ 5,000
Active Transportation Program	\$ -	\$ 3,341	\$ -	\$ 9,181	\$ -	\$ 4,850	\$ -	\$ 17,372
SB 1 Adaptation Planning Grant	\$ 376	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 376
Caltrans Sustainable Transportation Planning Grant	\$ -	\$ 995	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 995
SB 1 Statewide Habitat Grant	\$ -	\$ -	\$ -	\$ 4,952	\$ -	\$ -	\$ -	\$ 4,952
SB 1 Congested Corridors	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
SB 1 Local Partnership Competitive	\$ -	\$ 19,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 19,000
SB 1 Trade Corridors	\$ -	\$ -	\$ -	\$ -	\$ 20,000	\$ -	\$ 20,000	\$ 40,000
SB 1 TIRCP	\$ 500	\$ 1,615	\$ 8,033	\$ -	\$ -	\$ -	\$ -	\$ 10,148
Traffic Congestion Relief Program	\$ 5,500	\$ -	\$ 16,500	\$ -	\$ -	\$ -	\$ -	\$ 22,000
Prop 116	\$ 4,900	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,900
Other Matching Funds	\$ -	\$ -	\$ -	\$ -	\$ 1,000	\$ -	\$ 32,000	\$ 33,000
	\$ 27,232	\$ 76,363	\$ 47,394	\$ 22,802	\$ 45,584	\$ 32,637	\$ 117,845	\$ 369,858

	2018/19	2019/20	2020/21	2021/22	2022/23	2023/24	2024/25	Funding
State Route 68 Safety & Traffic Flow	Env't					Design & ROW		
STIP - 2018	\$ 6,000		\$ (5,000)			\$ 10,694		\$ 16,694
STIP - 2020						\$ 7,359		\$ 7,359
Measure X	\$ 640							\$ 640
SB 1 Congested Corridors								\$ -
State Highway Operation & Protection Program								\$ -
	\$ 6,640	\$ -	\$ -	\$ -	\$ -	\$ 18,053	\$ -	\$ 24,693

State Route 156 - A: Castroville Boulevard Interchange		Design & ROW			Con			
STIP - 2018		\$ 25,700		\$ (1,975)	\$ 1,975			\$ 27,675
STIP - ITIP								\$ -
Measure X					\$ 2,525			\$ 2,525
Developer Fees					\$ 5,000			\$ 5,000
SB 1 Trade Corridors					\$ 20,000			\$ 20,000
	\$ -	\$ 25,700	\$ -	\$ -	\$ 29,500	\$ -	\$ -	\$ 55,200

State Route 156 - B: Blackie Road Extension		Env't		Design & ROW		Con		
STIP - 2018					\$ (2,000)			\$ -
Measure X			\$ (2,000)	\$ 1,000	\$ (2,000)	\$ 3,000		\$ 4,000
Developer Fees		\$ 250						\$ 250
SB 1 Local Partnership Formula	Time Ext -->	\$ 250		\$ 1,000		\$ 1,000		\$ 2,250
	\$ -	\$ 500	\$ -	\$ 2,000	\$ -	\$ 4,000	\$ -	\$ 6,500

Funds shown in grey italics indicate a change from the 2017 Integrated Funding Plan

Funds showing "-->" indicate a time extension on the use of the funds to shift into the next fiscal year from when the funds were originally programmed.

DRAFT

	2018/19	2019/20	2020/21	2021/22	2022/23	2023/24	2024/25	Funding
US 101 Safety Improvements - South County		Study	Env't		Design		Con	
Measure X		\$ 440					\$ 29,560	\$ 30,000
STIP - 2018			\$ 7,000		\$ (16,169)			\$ 7,000
STIP - ITIP							\$ 5,000	\$ 5,000
SB 1 Trade Corridors							\$ 20,000	\$ 20,000
State Highway Operation & Protection Program							\$ 10,000	\$ 10,000
Senate Bill 628 (Caballero)					\$ 10,000			\$ 10,000
	\$ -	\$ 440	\$ 7,000	\$ -	\$ 10,000	\$ -	\$ 64,560	\$ 82,000
Holman Highway 68 - B: Pacific Grove		Study	Env't		Design		Con	
RSTP / TDA 2%		\$ 150	\$ 352					\$ 502
Measure X			\$ 150		\$ 650	\$ 3,200		\$ 4,000
SB 1 Local Partnership Formula					\$ 650	\$ 1,000		\$ 1,650
Active Transportation Program						\$ 4,850		\$ 4,850
	\$ -	\$ 150	\$ 502	\$ -	\$ 1,300	\$ 9,050	\$ -	\$ 11,002
Highway 1 Rapid Bus Corridor		Env't			Design		Con	
Measure X	\$ 750				\$ 1,500		\$ 12,750	\$ 15,000
SB 1 Local Partnership Formula	\$ 100							
Other Matching Funds							\$ 25,000	\$ 25,000
	\$ 850	\$ -	\$ -	\$ -	\$ 1,500	\$ -	\$ 37,750	\$ 40,100
Multimodal Corridor: Imjin Parkway		Con						
STIP - 2018		\$ 1,100						\$ 1,100
Measure X		\$ 17,000						\$ 17,000
SB 1 Local Partnership Competitive		\$ 19,000						\$ 19,000
Developer Fees		\$ 2,000						\$ 2,000
	\$ -	\$ 39,100	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 39,100
Fort Ord Trails and Greenway - Full Project Environmental		Env't						
RSTP / TDA 2%	\$ 584							\$ 584
SB 1 Local Partnership Formula	\$ 500							\$ 500
	\$ 1,084	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,084
Fort Ord Trails and Greenway - Segment 1 (Highway 218)		Design & ROW		Con				
Measure X		\$ 1,367		\$ 1,016				\$ 2,383
RSTP / TDA 2%								\$ -
SB 1 Local Partnership Formula	Time Ext -->	\$ 600						\$ 600
Active Transportation Program		\$ 1,198		\$ 9,181				\$ 10,379
	\$ -	\$ 3,165	\$ -	\$ 10,197	\$ -	\$ -	\$ -	\$ 13,362
Fort Ord Trails and Greenway - Segment 2					Design & ROW		Con	
Measure X					\$ 1,000		\$ 7,000	\$ 8,000
Other Matching Funds					\$ 1,000		\$ 7,000	\$ 8,000
	\$ -	\$ -	\$ -	\$ -	\$ 2,000	\$ -	\$ 14,000	\$ 16,000
Salinas Rail Extension - Package 1		Con						
STIP - 2018	\$ 6,283							\$ 6,283
Prop 116	\$ 4,900							\$ 4,900
	\$ 11,183	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 11,183

Funds shown in grey italics indicate a change from the 2017 Integrated Funding Plan

Funds showing "-->" indicate a time extension on the use of the funds to shift into the next fiscal year from when the funds were originally programmed.

DRAFT

	2018/19	2019/20	2020/21	2021/22	2022/23	2023/24	2024/25	Funding
Salinas Rail Extension - Packages 2 & 3								
	Design & ROW		Con					
	<i>STIP - 2020</i>		\$ 12,573					\$ 12,573
	<i>Traffic Congestion Relief Program</i>	\$ 5,500	\$ 16,500					\$ 22,000
	<i>SB 1 TIRCP</i>		\$ 8,033					\$ 8,033
		\$ 5,500	\$ -	\$ 37,106	\$ -	\$ -	\$ -	\$ 42,606
Salinas Rail Extension - Positive Train Control								
		Con						
	<i>SB 1 TIRCP</i>	\$ 1,615						\$ 1,615
		\$ -	\$ 1,615	\$ -	\$ -	\$ -	\$ -	\$ 1,615
Salinas Rail Extension - Network Integration								
	Study							
	<i>SB 1 TIRCP</i>	\$ 500						\$ 500
		\$ 500	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 500
Habitat Preservation / Advance Mitigation								
	RCIS			ROW				
	<i>Measure X</i>	\$ 48		\$ 4,952				\$ 5,000
	<i>SB 1 Adaptation Planning Grant</i>	\$ 376						\$ 376
	<i>SB 1 Statewide Habitat Grant</i>			\$ 4,952				\$ 4,952
		\$ 424	\$ -	\$ -	\$ 9,904	\$ -	\$ -	\$ 10,328
Regional Wayfinding (Bikeway Signs)								
	Con	Con						
	<i>SB 1 Local Partnership Formula</i>	Time Ext -->	\$ 887					\$ 887
	<i>RSTP / TDA 2%</i>		\$ 724					\$ 1,044
			\$ 320	\$ -	\$ -	\$ -	\$ -	\$ 1,931
		\$ 320	\$ 1,611	\$ -	\$ -	\$ -	\$ -	\$ 1,931
Safe Routes to Schools: Every Child								
	Measure X		\$ 82					\$ 82
	<i>Active Transportation Program</i>		\$ 2,143					\$ 2,143
		\$ -	\$ 2,225	\$ -	\$ -	\$ -	\$ -	\$ 2,225
Safe Routes to Schools: Salinas SRTS Plan								
	Measure X		\$ 129					\$ 129
	<i>Caltrans Sustainable Transportation Planning Grant</i>		\$ 995					\$ 995
		\$ -	\$ 1,123	\$ -	\$ -	\$ -	\$ -	\$ 1,123
Senior and Disabled Transportation								
	Measure X	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 3,500
		\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 3,500
Commuter Bus, Salinas Valley Transit Centers - A: King City Maintenance Facility								
	Measure X		\$ 1,835		\$ 833	\$ 833	\$ 833	\$ 4,334
		\$ -	\$ -	\$ 1,835	\$ -	\$ 833	\$ 833	\$ 4,334
Commuter Bus, Salinas Valley Transit Centers - B: Salinas Bus Operations & Maintenance Facility								
	Measure X		\$ 250		\$ 9,750			\$ 10,000
		\$ -	\$ -	\$ 250	\$ -	\$ 9,750	\$ -	\$ 10,000
Planning, Programming, & Monitoring								
	<i>STIP - 2018 (PPM)</i>	\$ 231	\$ 234	\$ (189)	\$ (189)	\$ (189)		\$ 465
	<i>STIP - 2020 (PPM)</i>			\$ 201	\$ 201	\$ 201	\$ 201	\$ 1,006
		\$ 231	\$ 234	\$ 201	\$ 201	\$ 201	\$ 202	\$ 1,471

Funds shown in grey italics indicate a change from the 2017 Integrated Funding Plan

Funds showing "-->" indicate a time extension on the use of the funds to shift into the next fiscal year from when the funds were originally programmed.



TRANSPORTATION AGENCY FOR MONTEREY COUNTY

Memorandum

To: Executive Committee
From: Theresa Wright, Community Outreach Coordinator
Meeting Date: September 4, 2019
Subject: Updated Transportation Agency Logo

RECOMMENDED ACTION:

RECEIVE presentation on the update of the Transportation Agency logo.

SUMMARY:

The two logos currently used by the Transportation Agency were designed 18 years ago. While effective at the time, both are outdated and are in need of a re-design.

FINANCIAL IMPACT:

The cost to re-design the Transportation Agency logo is already included in the existing on-call designer contract at a not-to-exceed amount of \$6,500 in local funds. This contract is included in the agency's 2019/20 approved budget. Minimal staff time will be required to update electronic use of the logo (agendas, website). The new logo will require a minor set up cost for business cards, stationery and other physical items which will be reordered as supplies age or need replacement.

DISCUSSION:

The Transportation Agency currently has two logos that were designed over 18 years ago. Both logos are outdated and are in need of a re-design. The first logo is a multi-modal logo with icons depicting the different modes of transportation. The drawings of the icons are dated and do not render well. The second logo is a seal similar to the Monterey County seal. When used it is difficult to distinguish it from the county seal. The similarity between the two causes confusion.

AMF Media Group, the Transportation Agency on-call graphic designer has been tasked to re-design the TAMC logo. The new logo is less cluttered, matching up well with other logos commonly associated with the Agency such as the Measure X logo. Attached to this staff report is the template of the re-designed logo, it's landmarks and mock-ups.

The new logo will be phased into use. Electronic applications such as the Agency's website and meeting agenda templates will be switched to the new logo first. Purchases for several expected uses such as markings for the Agency vehicles and staff public outreach event shirts have been on hold, anticipating the new Agency logo. Printed material such as business cards and Agency letterhead will be produced with the new logo when existing stocks are depleted.

ATTACHMENTS:

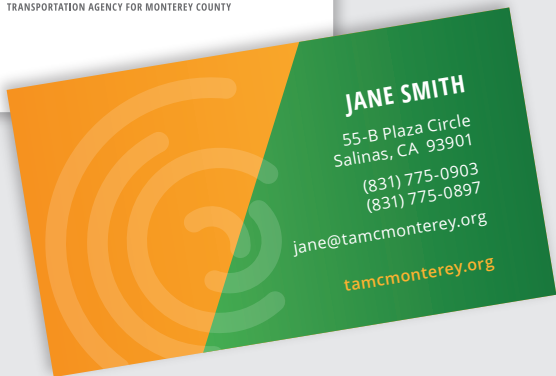
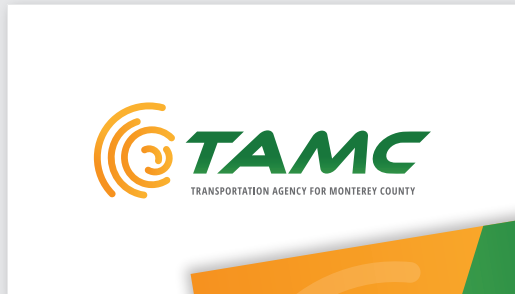
- ▣ TAMC Logo Re-design Template



CONCEPT 1







CONCEPT 1: Mockups



Memorandum

To: Executive Committee
From: Christina Watson, Principal Transportation Planner
Meeting Date: September 4, 2019
Subject: **Federal Legislative Update**

RECOMMENDED ACTION:

RECEIVE update on federal transportation legislation and **SUPPORT** the California Consensus Federal Transportation Reauthorization Principles on behalf of the TAMC Board of Directors.

SUMMARY:

The current federal transportation authorization act expires in September 2020. The Senate has taken the first step by introducing a five-year reauthorization bill.

FINANCIAL IMPACT:

Federal funding is key for major transportation projects, and the newly introduced authorization bill increases federal funding in several categories, and adds new programs that have never been a part of federal authorization bills.

DISCUSSION:

On July 30, the Senate Environment and Public Works Committee passed America's Transportation Infrastructure Act of 2019 (S. 2302), a five-year, \$287 billion authorization bill. **Web attachment 1** is the summary from the Committee and **web attachment 2** is an analysis from the Transportation for America Blog. Key programs include:

- New competitive bridge repair grant program: \$6 billion
- Infrastructure for Rebuilding America (INFRA) grants for nationally significant freight and highway projects: \$5.5 billion
- New competitive resiliency grant program: \$4.9 billion
- Incentive program to lower highway carbon emissions: \$3 billion
- Competitive grants for alternative fuel infrastructure: \$1 billion
- Incentive program to lower driver and pedestrian fatalities: \$500 million
- Program to reduce wildlife-vehicle collisions: \$250 million

- Congestion relief program competitive grant program: \$200 million
- Codifies the “One Federal Decision” policy to streamline project delivery and federal approvals

The Committee's action is the first step in reauthorizing transportation programs currently set to expire under the Fixing America’s Surface Transportation (FAST) Act on September 30, 2020. Rail, safety, transit, and finding the funding to replenish the Highway Trust Fund are the jurisdiction of the Senate Commerce, Banking, and Finance Committees, and will be added to the reauthorization bill at a later date.

The Self-Help Counties Coalition is asking member agencies to sign on to a list of California consensus principles for the reauthorization act (**web attachment 3**) by September 13. These principles are in alignment with TAMC's adopted legislative program and staff recommends the Executive Committee act on behalf of the TAMC Board of Directors to support the principles.

The American Public Works Association (APWA) Government Affairs Committee, of which Executive Director Hale is a member, has prepared a federal transportation reauthorization policy (**web attachment 4**) that it has asked the APWA Board of Directors to adopt. Staff is reviewing the Senate bill to determine which requested provisions from both documents are included and which are left out of the measure.

WEB ATTACHMENTS:

- [Senate Environment and Public Works Committee summary](#)
- [T4America Blog Post, "The good, the bad, and the ugly in the Senate's long-term transportation bill"](#)
- [California Reauthorization Principles - DRAFT](#)
- [APWA Transportation Reauthorization Policies - DRAFT](#)



Memorandum

To: Executive Committee
From: Christina Watson, Principal Transportation Planner
Meeting Date: September 4, 2019
Subject: **Policy for Reviewing Unsolicited Proposals**

RECOMMENDED ACTION:

DISCUSS and **RECOMMEND** Board adoption of Policy for Reviewing Unsolicited Proposals.

SUMMARY:

Occasionally, TAMC receives unsolicited proposals from consultants wishing to do business with TAMC or from companies interested in public-private partnerships and/or joint development. This Policy for Reviewing Unsolicited Proposals is designed to address those situations in a manner that is fair to all and of benefit to the Agency. This draft policy has been amended per direction of the Executive Committee at their August meeting.

FINANCIAL IMPACT:

As amended, this Policy sets forth a proposed reimbursement agreement for reviewing and processing unsolicited proposals.

DISCUSSION:

TAMC follows state and federal procurement rules via an adopted Procurement Policies and Procedures and Contract Management Manual to ensure engagement in full and fair competition, and to obtain the best value, price and quality for taxpayer-funded goods and services. Typically, consultant services are obtained using a Request for Qualifications and/or Request for Proposals process, and the procedures are open to public scrutiny via the TAMC Board of Directors and its committees.

An unsolicited proposal is a written proposal that is submitted to TAMC on the initiative of the submitter for the purpose of developing a business partnership that is not in response to a formal or informal request issued by TAMC. TAMC currently does not have a written policy for responding to unsolicited proposals, and handles them on an ad-hoc basis, consulting with Agency Counsel.

An unsolicited proposal should be distinguishable from projects and plans already part of TAMC's long-term budget planning process. Potentially successful proposals would likely use innovative but pragmatic solutions that offer added value, such as enhanced financing options, improved customer service outcomes or advanced delivery dates. An unsolicited proposal should be:

- Innovative and pragmatic;
- Independently originated and developed by the proposer;
- Submitted by parties external to TAMC, prepared without TAMC's supervision, endorsement, direction, or direct involvement; and
- Sufficiently detailed that its benefits in support of TAMC's mission and responsibilities are readily apparent.

If the proposed Policy is adopted, TAMC will receive and evaluate unsolicited proposals using a two-phased approach. In Phase One, TAMC staff will evaluate written conceptual proposals and bring them to the Executive Committee for review, at which time a determination will be made as to whether to request additional and detailed information in Phase Two.

If there is interest in the conceptual proposal, the proposer will be asked to submit detailed documentation for evaluation in Phase Two. The TAMC Executive Director will bring the detailed proposal to the Executive Committee for direction as to whether to proceed with negotiations and, if so, whether to pursue a sole source agreement or to pursue a competitive solicitation using TAMC's procurement policies and procedures.

TAMC's receipt of an unsolicited proposal does not, by itself, justify a contract award without full and open competition. If the unsolicited proposal offers a proprietary concept that is essential to contract performance, it may be deemed a sole source. If not, TAMC will follow the competitive procurement process. TAMC may, at any time, choose not to proceed further with any unsolicited proposal.

The Executive Committee asked Agency Counsel to investigate the option of charging fees for reviewing proposals. Agency Counsel determined that our legislative mandate does not empower TAMC to impose a fee for the initial proposal review, but TAMC can enter into contracts for reimbursement for the review and processing of the detailed proposal. **Attachment 1** is the draft policy showing the revisions based on input from the Executive Committee discussion on August 7, 2019, including a proposed reimbursement agreement for staff review of the detailed proposal.

ATTACHMENTS:

- Draft Policy - showing changes from Aug Exec



Policy for Reviewing Unsolicited Proposals

Adopted _____

DRAFT

INTRODUCTION

The Transportation Agency for Monterey County (TAMC) follows state and federal procurement rules via an adopted Procurement Policies and Procedures and Contract Management Manual to ensure engagement in full and fair competition, and to obtain the best value, price and quality for taxpayer-funded goods and services. Typically, consultant services are obtained using a Request for Bids, Qualifications and/or Proposals process, and the procedures are open to public scrutiny via the TAMC Board of Directors and its committees.

Occasionally, TAMC receives unsolicited proposals from consultants wishing to do business with TAMC or from companies interested in public-private partnerships and/or joint development. This Policy for Reviewing Unsolicited Proposals is designed to facilitate review of those proposals in a consistent manner. This Policy document is for internal use. Exhibit A, Conceptual Proposal Form, and Exhibit B, Pre-Qualification Application, will be made available on the TAMC website for those interested in submitting unsolicited proposals.

WHAT IS AN UNSOLICITED PROPOSAL?

An Unsolicited Proposal should be:

- Innovative and pragmatic;
- Independently originated and developed by the proposer;
- Submitted by parties external to TAMC, prepared without TAMC's supervision, endorsement, direction, or direct involvement; and
- Sufficiently detailed that its benefits in support of TAMC's mission and responsibilities are readily apparent.

An Unsolicited Proposal is not any of the following:

- An offer responding to any published requests for bids/qualifications/proposals; or
- An advance or premature proposal for property or services that TAMC could acquire through competitive methods (submitted within the budget year before release of a published request for proposal); or
- A replacement for an existing contract that is already in effect; or
- An opportunity to stipulate the means and methods of an existing contractual relationship.

This Policy calls for two levels of review for unsolicited proposals: a "Phase One – Conceptual Proposal" and a "Phase Two – Detailed Proposal." In order to conserve resources and ensure consistency, all Unsolicited Proposers must complete and submit the Conceptual Proposal Form (Exhibit A). Only after the Conceptual Proposal has been reviewed by TAMC staff and the TAMC Executive Committee, will the Proposer be asked to proceed to the second level of review. Permission to proceed to the Detailed Proposal does not commit TAMC to the Unsolicited Proposal.

Phase One – Conceptual Proposal

CONTENT – CONCEPTUAL PROPOSAL

Unsolicited Proposers shall complete and submit Exhibit A, Conceptual Proposal Form, in order to trigger a Phase One review.

PROCESS – CONCEPTUAL PROPOSAL

Upon receipt of a Conceptual Proposal, the TAMC Executive Director, or designee, will take the following steps:

1. Acknowledge receipt of the proposal; and
2. Determine whether the proposal meets the threshold requirements of an Unsolicited Proposal:
 - Satisfies the definition of a Reviewable Unsolicited Proposal;
 - Includes all required content and attachments;
 - Contains sufficient detail to enable TAMC to perform an adequate evaluation;
 - Is submitted by parties external to TAMC, has been approved by a responsible official or other representative authorized to contractually obligate the proposer; and
 - Complies with this Policy’s requirements for use and disclosure of data.

EVALUATION – CONCEPTUAL PROPOSAL

If the proposal meets the threshold requirements, TAMC will take the following steps:

1. Staff will present the Conceptual Proposal to the Executive Committee (a public meeting subject to the Brown Act).
2. Per direction of the Executive Committee, staff will notify the proposer of TAMC’s decision.

If the proposal meets the threshold requirements, staff and the Executive Committee will determine the evaluation criteria, as necessary, to reflect the specific proposal, but generally will consider the following factors:

1. The proposal offers direct or anticipated benefits to TAMC and the community;
2. The proposal is consistent with TAMC’s mission, goals and objectives;
3. The proposal satisfies a need for TAMC that can be reasonably accommodated in TAMC’s annual long-term capital and operating budgets without displacing other planned expenditures and without placing other committed projects at risk;
4. The proposal offers goods or services that TAMC may not have intended to procure or provide through the normal TAMC contract process;
5. The proposal offers goods or services that are within TAMC’s jurisdiction or control; and
6. Any other factors appropriate for the proposal.

The possible outcomes may be to discontinue the process, to proceed to Phase Two, or to pursue a competitive procurement.

Phase Two – Detailed Proposal

PROCESS – REQUEST FOR DETAILED PROPOSAL

If TAMC desires to proceed to Phase Two, TAMC will issue a Request for a Detailed Proposal asking the proposer to complete Exhibit B, Pre-Qualification Application. TAMC may include the following information in the Request:

- A summary of Phase I Project Evaluation;
- A description of the request for additional information process and purpose;
- A description of the problem or opportunity being addressed;
- Relevant background, context, parameters and policies;
- Functional, technical and legal requirements;
- Requests for other project related information related to scope, budget, schedule, personnel, risks, data, performance measurement, potential impacts, etc.; and
- Requests for specific modifications or clarifications to the scope of the original proposal.

In addition, TAMC will seek an agreement with the proposer to recover the costs of TAMC further evaluation of the proposal, including staff time and outside costs, if needed.

CONTENT – DETAILED PROPOSAL

Unsolicited Proposers shall complete and submit Exhibit B, Pre-Qualification Application, in order to trigger a Phase Two review.

EVALUATION – DETAILED PROPOSAL

Detailed Proposals will be evaluated promptly, at a minimum in accordance with the criteria set out in this section, as well as any other evaluation criteria identified in the Request for Detailed Proposal.

Threshold Review: Before initiating a comprehensive evaluation, TAMC staff will determine if the Detailed Proposal continues to meet the threshold requirements set out in Phase One and the requirements specifically set out in the Request for Detailed Proposal.

Evaluation Criteria: After the threshold review, TAMC staff will confirm the proposal meets the following minimum evaluation criteria:

1. The proposer's capabilities, related experience, facilities, techniques, or unique combinations of these which are integral factors for achieving the proposal objectives;
2. The proposer's financial capacity to deliver the goods or services defined in the proposal;
3. Viability of the proposed schedule and TAMC's ability to meet activities required;
4. TAMC's capacity to enter into a contract and/or otherwise provide requested resources;
5. The qualifications, capabilities and experience of key personnel who are critical in achieving the proposal objectives;
6. The relative costs and benefits of the proposal with respect to improving mobility and accessibility in Monterey County;

7. The specific details of the cost/revenue generated; and
8. Any other factors appropriate for the proposal.

COST RECOVERY – AGREEMENT WITH TAMC

In addition to providing the additional information requested in the Detailed Proposal, proposers shall enter into an agreement with TAMC to compensate TAMC for personnel and other expenses incurred in further review. A sample Agreement is attached as Exhibit C.

RECOMMENDATION

The evaluation team will review the Detailed Proposal and make a recommendation to TAMC's Executive Director and Executive Committee. Per direction of the Executive Committee, staff will notify the proposer of next steps.

FULL AND OPEN COMPETITION REQUIREMENTS

TAMC's receipt of a Reviewable Unsolicited Proposal does not, by itself, justify a contract award without full and open competition. If the Unsolicited Proposal offers a proprietary concept that is essential to contract performance, it may be deemed a Sole Source, consistent with TAMC Procurement policies. If not, TAMC may pursue a competitive procurement. Nothing in this policy or otherwise requires TAMC to act or enter into a contract based on an Unsolicited Proposal. TAMC may decline an Unsolicited Proposal at any time during the process.

PREREQUISITES TO CONTRACT NEGOTIATION

The duly authorized TAMC representative(s) may commence contract negotiations only after the following prerequisites have been met:

1. An Unsolicited Proposal has received a favorable comprehensive evaluation;
2. TAMC staff supports its recommendation, identifies the necessary funds in the Agency Budget, and provides a sole-source justification (if applicable); and
3. TAMC Executive Director and Executive Committee approve proceeding with negotiations.

If the proposal exceeds the Executive Director's contracting authority or if environmental determinations are necessary, the Board of Directors' approval will be required, and the proposer will be notified of the date of the meeting when the proposal will be discussed.

General Requirements

PROHIBITION OF USE OF CONFIDENTIAL INFORMATION FOR SOLICITATIONS

If TAMC's decision is to pursue a competitive procurement, TAMC personnel shall not use any data, or any confidential patented, trademarked or copyrighted information or confidential technical

or financial proprietary information, as identified by the proposer, as the basis for a solicitation or in negotiations with any other firm, unless the proposer is notified of and agrees to the intended use.

PUBLIC RECORDS ACT

Unsolicited Proposals are subject to the provisions of the California Public Records Act (California Code Government Code §6250 et seq.).

Public Contract Code Section 22164 provides that information that is not otherwise a public record pursuant to the California Public Records Act shall not be open to public inspection. Any documents provided by the proposer to TAMC marked “Trade Secret,” “Confidential” or “Proprietary,” or any financial records provided by the proposer to TAMC, shall be clearly marked with the proposer’s name. TAMC will use its best efforts to inform the proposer of any request for records that may involve any such documents. If a proposer fails to seek injunctive relief preventing the disclosure of records, the proposer shall be deemed to have waived the proposer’s right to object.

In the event of litigation concerning the disclosure of any records claimed to be exempt from disclosure by a proposer, TAMC’s sole involvement will be as a stakeholder, retaining the records until otherwise ordered by a court. The proposer, at its sole expense and risk, shall be fully responsible for any and all fees for prosecuting or defending any action concerning the records claimed to be exempt from disclosure, and shall indemnify and hold TAMC harmless from all costs and expenses, including attorney’s fees in connection with any such action.

Exhibit A

Conceptual Proposal Form

Phase One of TAMC’s Reviewable Unsolicited Proposal process involves submitting this form. Submit only the information required by this form. If TAMC determines that the proposal should proceed to Phase Two, TAMC will issue a Request for a Detailed Proposal.

PLEASE BE ADVISED THAT THIS COMPLETED FORM WILL BE DISCUSSED AT A PUBLIC MEETING OF THE TAMC EXECUTIVE COMMITTEE, AND THAT SOME RECORDS MAY BE SUBJECT TO DISCLOSURE PURSUANT TO A PUBLIC RECORDS REQUEST.

PART 1: BASIC INFORMATION

Proposer Information:

Name: _____

Address: _____

Further contact information: _____

Type of organization: _____

Technical personnel names & contact information: _____

Business personnel names & contact information: _____

These individuals should be responsible for answering TAMC’s technical or business questions concerning the proposal or any subsequent agreement concerning the proposal.

PART 2: TECHNICAL INFORMATION

Title of the proposal: _____

Abstract of the proposal is attached

To move forward in the Unsolicited Proposal process, the abstract must include a brief – but complete – discussion of the following:

1. Objectives
2. Method of approach
3. Nature and extent of anticipated results; and
4. Manner in which the work will help support accomplishment of TAMC’s mission.

Technical expertise the proposer needs from TAMC: _____

PART 3: FINANCIAL INFORMATION

Proposed price or total estimated cost: _____

Revenue: _____

Be concise but provide sufficient detail for TAMC to meaningfully evaluate the proposal.

Financial information the proposer needs from TAMC: _____

PART 4: PROCEDURAL INFORMATION

Period of time for which the proposal is valid: _____

- Proprietary data has been submitted with this proposal and such data is deemed confidential by the proposer in the event of a request submitted to TAMC under the California Public Records Act.
Any proprietary data must be clearly designated, as well as the legal provision allowing exemption from disclosure claimed.

- Other government entities or private parties have received this proposal.
Please explain: _____

- Other government entities or private parties may provide funding for this proposal.
Please explain: _____

- There are patents, copyrights and/or trademarks applicable to the goods or services proposed.
Please explain: _____

- There is additional information not requested in this form that would allow TAMC to evaluate this proposal at this conceptual phase.
Describe: _____

PART 5: SIGNATURE

Name: _____

Date: _____

Title: _____

The individual who signs this form must be authorized to represent and contractually obligate the Proposer.

Exhibit B

Pre-Qualification Application

Name of Applicant Firm: _____

Date Submitted: _____

Preparer's Name: _____

Phase Two of TAMC's Reviewable Unsolicited Proposal process involves submitting this form and providing the information requested in the Request for a Detailed Proposal.

THIS PAGE MUST BE COMPLETED AND INCLUDED WITH THE APPLICATION

READ THE INSTRUCTIONS BEFORE FILLING OUT THE QUESTIONNAIRE

DRAFT

INSTRUCTIONS

1. This application should be completed by a person in the firm who is knowledgeable of and duly authorized to attest to the past and present operations of the firm and its policies.
2. All questions must be answered completely, and any “Yes” answers must be fully explained. Please note that a Yes answer to any question does not automatically result in denial of pre-qualification for a procurement.
3. Please be aware that TAMC is subject to the California Public Records Act and that some of the material to be submitted may be subject to public disclosure, pursuant to a Public Records Act Request. You are advised to consult with your own legal counsel as to which materials may be legally exempt from disclosure.

DEFINITIONS

1. **Affiliate** is defined as any one of the following:
 - a. Any Firm other than Applicant Firm which owns 25% or more of Applicant Firm, such as parent companies or holding companies;
 - b. A subsidiary or a Firm in which Applicant Firm owns 25% or more;
 - c. A Firm in which a major stockholder or owner of Applicant Firm owns controlling interest;
 - d. A Firm with which Applicant Firm has or has had an unseverable business or professional identity, and
 - e. Any permanent or temporary common business enterprise relationship in which the parties share operating responsibility and profits such as joint ventures.
2. **Key Person** – For purposes of pre-qualification a key person is
 - a. Any person in Applicant Firm who owns 10% or more of the Firm and/or those who make decisions with respect to its operations, finances, or policies, such as the President, CEO, CFO, COO, and, in the case of partnerships, the General Partner(s);
 - b. Corporate Secretaries and Treasurers, as well as Directors, if they meet criteria #1, above;
 - c. Division or Regional Business Managers who operate away and independently from the Applicant Firm, but only if the division or regional office is negotiating directly with TAMC.

APPLICATION SUBMITTAL

Email this application to:

Executive Director
info@tamcmonterey.org

If you have questions, call the TAMC office at (831) 775-0903.

SECTION I: IDENTIFICATION

1. Applicant Firm

A. _____
Name of Applicant Firm Tax ID No. or Social Security Number

B. _____
Address

C. _____
(Mailing Address, if different from above)

D. _____
If doing business with TAMC under a DBA or other name, include legal name of the company and Tax ID No., if different

E. Primary Company Telephone No. () _____ Fax No. () _____

F. Applicant Firm's Contact Person for Pre-Qualification Office follow-up:

_____	_____	_____	_____
Name	Position	E-Mail	Telephone Number

G. Has the Applicant Firm changed its address or has the Firm or its owner operated under any other name(s) including other DBAs in the past five years? If yes, explain fully on a separate sheet of paper. No Yes

H. Type of business organization: _____

Year organization established: _____ Number of current employees: _____

Sole Proprietor

Corporation: Date and State of Incorporation: _____

Limited Liability Corporation (LLC): Date and State of Incorporation: _____

Limited Partnership (LP)

Limited Liability Partnership (LLP)

General Partnership (GP): Date and State of Partnership filing: _____

Other (describe): _____

I. List general type of business in which Applicant Firm is engaged (may include more than one). Attach copies of business licenses, if appropriate:

J. List type of product or service to be provided to TAMC:

DRAFT

SECTION II: OWNERSHIP/MANAGEMENT, PROJECT TEAM MEMBERS, AND RELATED ENTITIES

1. Owners/Key Persons

List Owners and Key Persons of Applicant Firm. For large publicly traded companies, list only Key Persons. (See DEFINITIONS for clarification if necessary.)

Full Legal Name	Title	Social Security No. (last four digits only)	% Of Ownership

[Use additional sheets if necessary]

2. Related Entities (Affiliates/Subsidiaries/Joint Ventures)

A. List affiliates, subsidiaries, holding companies, joint ventures, etc., of Applicant Firm. If no affiliates, state NONE. N/A is not an acceptable answer. Provide organizational, geographical or functional chart, if it would assist in clarifying the line(s) of authority. (See DEFINITIONS for clarification if necessary.)

Affiliate Name & Address	Tel.#	% Owned	Top Executive's Name	*Type of Relation

*Type of Relationship: 1. Joint Venture (JV), 2. Parent Co (PC),
3. Holding Co (HC), 4. Subsidiary (S), 5. Other (O), please explain.

B. At any time during the past five years have any Owners or Key Persons of Applicant Firm (if yes, explain fully):

a. Served as Key Person, Officer or Director, in any other Firm not affiliated with Applicant Firm? If so, please explain in a separate sheet.

No

Yes

b. Had any ownership interest in any other Firm other than shares of publicly owned companies? If so, please explain in a separate sheet.

No

Yes

SECTION III: CONTRACTING HISTORY

1. Contracting History

- A. List the applicant Firm's three largest government contracts, subcontracts, or sales. If none, list the three largest contracts with non-governmental entities.

	Contract #1	Contract #2	Contract #3
Agency/Owner			
Contract No.			
Name/Location			
Describe Goods or Services Furnished			
Were you a Prime or Subcontractor?			
Start Date/Complete Date			
Contract Amount			
Agency/Owner Contact to Verify (Name/ Tel.)			

NOTE: ANY "YES" ANSWERS BELOW MUST BE FULLY EXPLAINED ON A SEPARATE SHEET OF PAPER AND ATTACHED TO THIS APPLICATION.

- B. Is the Applicant Firm currently certified by the California Department of Transportation (Caltrans) as a disadvantaged business entity, minority-, or woman-owned business?

No Yes

- C. During the past five years, has Applicant Firm or any of its Key Persons had any certificates or certifications revoked or suspended, including disadvantaged-, minority-, or woman-owned business certifications?

No Yes

In the past five years has the Applicant Firm or any Affiliate been the subject of any of the following actions?

- D. Been suspended, debarred, disqualified, or otherwise declared ineligible to bid?

No Yes

- E. Failed to complete a contract for a commercial or private owner?

No Yes

- F. Been denied a low-bid contract in spite of being the low bidder?

No Yes

- G. Had a contract terminated for any reason, including default?

No Yes

- H. Had liquidated damages assessed against it during or after completion of a contract?

No Yes

SECTION IV: CIVIL ACTIONS

If “Yes” to Sections IV, V or VI, provide details including a brief summary of cause(s) of action, indicate if Applicant Firm, Key Person or Affiliate Firms were plaintiffs (P) or defendants (D); define charges explicitly, by what authority, court or jurisdiction, etc. In the case of tax liens, please indicate whether the liens were resolved with the tax authorities. Please submit proof of payment or agreements to pay the liens.

Complete details are required!

1. **Violations of Civil Law**

In the past five years has Applicant Firm, any of its Key Persons, or any Affiliate been the subject of an investigation of any alleged violation of a civil antitrust law, or other federal, state or local civil law?

No

Yes

2. **Lawsuits with Public Agencies**

At the present time is, or during the past five years has, the Applicant Firm, any of its Key Persons, or any Affiliate been a plaintiff or defendant in any lawsuit regarding services or goods provided to TAMC or to a public agency?

No

Yes

3. **Bankruptcy**

During the past five years, has the Applicant Firm or any Affiliate filed for bankruptcy or reorganization under the bankruptcy laws?

No

Yes

4. **Judgments, Liens and Claims**

During the past five years, has the Applicant Firm been the subject of a judgment, lien or claim of \$25,000 or more by a subcontractor or supplier?

No

Yes

5. **Tax Liens**

During the past five years, has the Applicant Firm been the subject of a tax lien by federal, state or any other tax authority?

No

Yes

SECTION V: COMPLIANCE WITH LAWS AND OTHER REGULATIONS

1. Criminal

In the past five years has the Applicant Firm, any of its principals, officers, or Affiliates been convicted or currently charged with any of the following:

- A. Fraud in connection with obtaining, attempting to obtain, or performing a public contract, agreement or transaction?
 No Yes
- B. Federal or state antitrust statutes, including price fixing collusion and bid rigging?
 No Yes
- C. Embezzlement, theft, forgery, bribery, making false statements, submitting false information, receiving stolen property, or making false claims to any public agency?
 No Yes
- D. Misrepresenting minority or disadvantaged business entity status with regard to itself or one of its subcontractors?
 No Yes
- E. Non-compliance with the prevailing wage requirements of California or similar laws of any other state?
 No Yes
- F. Violation of any law, regulation or agreement relating to a conflict of interest with respect to a government funded procurement?
 No Yes
- G. Falsification, concealment, withholding and/or destruction of records relating to a public agreement or transaction?
 No Yes
- H. Violation of a statutory or regulatory provision or requirement applicable to a public or private agreement or transaction?
 No Yes
- I. Do any Key Persons in Applicant Firm have any felony charges pending against them that were filed either before, during, or after their employment with the Applicant Firm?
 No Yes

2. Regulatory Compliance

In the past five years, has Applicant Firm, any of its Key Persons, or Affiliates:

- A. Been cited for a violation of any labor law or regulation, including, but not limited to, child labor violations, failure to pay wages, failure to pay into a trust account, failure to remit or pay withheld taxes to tax authorities or unemployment insurance tax delinquencies?
 No Yes
- B. Been cited for an OSHA or Cal/OSHA “serious violation”?
 No Yes
- C. Been cited for a violation of federal, state or local environmental laws or regulations?
 No Yes
- D. Failed to comply with California corporate registration, federal, state or local licensing requirements?
 No Yes
- E. Failed to comply with California corporate registration, federal, state or local licensing requirements?
 No Yes
- F. Had its corporate status, business entity’s license or any professional certification, suspended, revoked, or had otherwise been prohibited from doing business in the State of California, in the last three years?
 No Yes
- G. During the past five years, has Applicant Firm or any of its Key Persons had any certificates or certifications revoked or suspended, including disadvantaged-, minority-, or woman-owned business certifications?
 No Yes
- H. Been suspended, debarred, disqualified, or otherwise declared ineligible to bid?
 No Yes

SECTION VI: ETHICS

1. Conflict of Interest

- A. Does the Applicant Firm or any of its Key Persons have any existing relationships that could be construed as either personal or organizational conflicts of interest, or which would give rise to a conflict if Applicant Firm should be a recipient of a contract with TAMC?
- No Yes
- B. Has any Owner, Key Person or Project Team member of Applicant Firm ever (if yes, explain fully):
- a. Been an employee of TAMC, or served as a member of TAMC Board of Directors or as an Alternate?
- No Yes
- b. Been related by blood or marriage to an TAMC employee, TAMC Board member or Alternate?
- No Yes

2. Political, Charitable, And Other Contributions

Has the Applicant Firm, any of its Key Persons, or Affiliates ever, regardless of amount:

- A. Given (directly or indirectly), or offered to give on behalf of another or through another person, money, contributions (including political contributions), or other benefits, to any current TAMC Board Member or Alternate?
- No Yes
- B. Given, or offered to give on behalf of another, money, contributions, or other benefits, directly or indirectly, to any current or former TAMC employee?
- No Yes
- C. Been directed by any TAMC employee, Board member or Alternate Board member, or contractor to offer or give money, contributions or other benefits, directly or indirectly, to any current or former TAMC employee, Board member or alternate Board member?
- No Yes
- D. Directed any person, including employees or subcontractors, to give money, contributions or other benefits, directly or indirectly, to any current or former TAMC employee, Board member, Alternate Board member, or to someone else in order to benefit an TAMC employee, Board member, or Alternate Board member?
- No Yes
- E. Been solicited by any TAMC employee, Board member, or Alternate Board member to make a contribution to any charitable nonprofit organization?
- No Yes

IF YES TO ANY OF THE ABOVE, SUBMIT LIST OF CONTRIBUTIONS AND DETAILS.

SECTION VII: ADDITIONAL DOCUMENTATION REQUIRED

Copies of the following documents are to be submitted with this application:

1. Applicant Firm's Current Local Business Licenses, if required by city, county or state, and
2. Applicant Firm's Financial Statements:
 - A. PUBLICLY TRADED COMPANIES: Financial information will be accessed on-line. However, if additional information is needed, it will be specifically requested from the firm.
 - B. NON-PUBLICLY TRADED COMPANIES WITH AUDITED OR REVIEWED FINANCIAL STATEMENTS: Statements, including balance sheet, statement of earnings and retained income, with footnotes, for the most recent three years.
 - C. NON-PUBLICLY TRADED COMPANIES WITHOUT AUDITED OR REVIEWED FINANCIAL STATEMENTS: Company generated financial statements, including balance sheet, statement of earnings and retained income for the most recent three years. The Chief Financial Officer of the corporation, a partner, or owner, as appropriate, must certify these financial statements.
 - D. SOLE PROPRIETORSHIPS: Refer to C. If financial statements are not generated, please fill out and sign the Financial Statement form. Submit one form for each of the most recent three years.

NOTE: TAMC reserves the right to ask for additional documentation if it is reasonably required to make a determination of integrity and responsibility relevant to the goods or services the Applicant Firm will provide to TAMC if awarded a contract.

Financial Statement

This information is provided for pre-qualification purposes only. This document is considered a confidential document not subject to public disclosure under California law.

To be completed by Applicant Firms that do not produce company generated financial statements, including balance sheet, statement of earnings and retained income for the most recent three years (one sheet per year.)

ASSETS	
Cash on Hand and in Banks	\$
Account and Notes Receivable	\$
Fixed Assets (net of depreciation)	\$
Other Assets	\$
Total Assets	\$
LIABILITIES	
Accounts Payable	\$
Notes Payable to Banks (in next 12 months)	\$
Notes Payable to Others	\$
Taxes Payable	\$
Long Term Liabilities (more than 12 months)	\$
Other Liabilities	\$
Total Liabilities	\$
Net Worth	\$
INCOME FROM OPERATIONS	
Revenue	\$
Interest from Bank Accounts	\$
Cost of Goods Sold (if appropriate)	\$
Gross Profit	\$
General & Administrative Expenses	\$
Depreciation	\$
Interest Paid	\$
Net Gain or Loss	\$

I hereby certify that the above information is true and accurate to the best of my knowledge and belief. I understand false statements may result in denial of pre-qualification, and possible debarment for a period of five years.

Signature of Owner or Officer

Date Signed

Company Name

For the Year Ended

Federal ID #

Exhibit C

Sample Cost Recovery Agreement

**ADVANCE FUNDING AGREEMENT BETWEEN
[PROPOSER]
AND THE TRANSPORTATION AGENCY FOR MONTEREY COUNTY
FOR NEGOTIATION AND REVIEW SERVICES FOR THE
[PROPOSAL]**

THIS ADVANCE FUNDING AGREEMENT (this "Agreement") is entered into as of _____, 20__ (the "Execution Date") by and between the Transportation Agency for Monterey County ("TAMC") and _____, a _____ company ("Proposer"), with regard to Proposer's unsolicited proposal generally to _____ dated _____, 20__ (the "Proposal"). The Proposer and TAMC may each be referred to herein as a "Party" or collectively as the "Parties".

RECITALS

WHEREAS, the Proposer has submitted a proposal to do the following: _____ (hereinafter, the "Proposal"); and

WHEREAS, TAMC has indicated a desire to further explore and/or negotiate an agreement regarding the Proposal, even though the Proposal is not within the currently adopted budget or overall work program; and

WHEREAS, the intent of this Agreement is to provide funding to TAMC for certain reasonable and necessary costs of TAMC staff and consultants in providing services for the timely review, processing, and administration during the negotiating of the Proposal; and

WHEREAS, a fundamental premise of this Agreement is that nothing is to be construed as a representation, promise, or commitment on the part of TAMC to give special treatment to, or exercise its discretion favorably with regard to the Proposal, in exchange for Proposer's obligation to advance costs incurred during the negotiation process;

NOW, THEREFORE, IN CONSIDERATION OF THE MUTUAL PROMISES CONTAINED IN THIS AGREEMENT, TAMC AND PROPOSER AGREE AS FOLLOWS:

1. Funding Obligation

- 1.01. Proposer agrees to advance funds to TAMC in the time and manner, and subject to the conditions, set forth in this Agreement, for Administrative Costs (as described below) incurred on and after _____, 20__, and reasonably related to carrying out the responsibilities of the negotiation process. Administrative Costs include but are not limited to all costs reasonably incurred by TAMC (including costs of

consultants pertaining thereto, pursuant to Section 1.02) in undertaking Negotiation Services (“Services”), which include but are not limited to:

- i. Project coordination with the Proposer and their consultants, and other relevant parties;
- ii. Internal coordination between and among TAMC and its consultants engaged to provide staff support services facilitating the negotiation process;
- iii. Coordination with other interested agencies/departments including local, state and federal governmental entities and special districts; and
- iv. Review and evaluation of project plans, reports and financial documents as submitted by the Proposer as part of the negotiation process. Preparation of memos, agendas, staff reports and other materials as necessary for public meetings, including, but not limited to: the TAMC Executive Committee, TAMC Board of Directors.

1.02 TAMC shall provide Proposer a copy of any proposed consultant agreement prior to entry, for review and comment.

2. Payment of Funds

Upon approval of this Agreement and execution hereof by the authorized representatives of the Parties, the Proposer will deposit _____ Dollars (\$_____) into a special fund to be established and maintained by TAMC, and to be known as the “_____ Negotiation Services Fund.” TAMC is authorized to disburse amounts from said fund, from time to time, to pay for incidental costs and expenses incurred by TAMC and their consultants in connection with the Services for the Proposal. In the event that the balance in said fund is drawn down to an amount of less than \$_____, TAMC may notify the Proposer of such fact, and the Proposer shall provide TAMC with an additional deposit of \$_____ to assure the continued availability of funds for the payment of such Services. Provided, however, that once the initial deposit of \$_____ has been expended, any further expenditures under this Agreement shall be borne equally between Proposer and TAMC, such that TAMC shall be responsible for payment of one-half of any costs incurred under this Agreement beyond the initial deposit, up to the amount of \$_____. In consideration of the agreements expressed herein on the potential sharing of costs, TAMC may retain any unexpended funds from the initial deposit. In the event that additional deposits are necessary beyond the initial deposit, any unexpended amounts of such additional deposits shall be returned to Proposer, consistent with Section 7 (Termination).

3. Review of Costs

3.01. TAMC recognizes that Proposer has an interest in ensuring that costs incurred by TAMC pursuant to this Agreement are reasonable. Accordingly, TAMC shall monitor the incurring of Negotiation Services costs, including the work of consultants, with the objective of avoiding unnecessary or duplicative costs of staff or consultants, and providing for cost effective performance under consultant contracts. Further, the Parties shall conduct their respective negotiations in a manner that does not place undue burdens on any other Party, which might otherwise require the use of outside consultants due to time constraints or workload burdens.

- 3.02. At the request of any Party to this Agreement, and in any event not less than quarterly during a Fiscal Year, TAMC, in consultation with the Proposer, shall review the costs incurred and anticipated costs to be incurred within such Fiscal Year.
- 3.03. Proposer recognizes that ability to carry out the activities referenced in Section 1 on the part of TAMC is contingent on timely provision of funds as provided for in this Agreement.
- 3.04. The Parties agree that the costs to be reimbursed by Proposer pursuant to this Agreement shall not exceed _____ Dollars (\$_____) without amendment of this Agreement (hereinafter, the “Cost Cap”). Provided however, that Proposer expressly acknowledges that TAMC has no obligation to continue to negotiate modifications in the event that the Cost Cap is reached without the prior approval of an amendment to this Agreement.

4. Procedures

- 4.01. Submission and Payment of TAMC Invoices. Within forty-five (45) days of the end of each calendar quarter in a Fiscal Year (“Quarterly Billing Period”) TAMC shall prepare and provide the Proposer with a notice of the amount billed (“Billing Notice”) for such Quarterly Billing Period which sets forth the expenses of TAMC for reimbursable costs (including costs of consultants) incurred in such Quarterly Billing Period. The Billing Notice shall set forth the amounts claimed and paid from the deposit set forth in Section 2.01, together with such supporting documentation as the Proposer may reasonably request. The Billing Notice shall include staff expenses and the costs of consultants, the costs of which may be billed separately (without limiting TAMC's ability to redact billings as appropriate pursuant to the attorney client and attorney work product privileges). TAMC shall submit the Billing Notice to the Proposer by the forty-fifth (45th) day following the end of each Quarterly Billing Period. Proposer shall review the Billing Notice and identify any disputed amounts, pursuant to Section 4.02
- 4.02. Payment Dispute. If Proposer takes exception to any amount identified in a Billing Notice under this Agreement, Proposer shall, within twenty (20) days after Proposer has received the Billing Notice in dispute, deliver to TAMC a written notice of protest explaining the basis for the dispute. The Parties shall promptly meet to review the dispute and resolve it on a mutually acceptable basis. No court action may be taken on such dispute until the Parties have met and attempted in good faith to resolve the dispute for not less than 30 days. Upon the resolution of the dispute, the amount, if any, which was determined to be erroneously charged against the deposit shall be replaced by the TAMC, as appropriate. If the amount(s) disputed by Proposer are unresolved for longer than 30 days, and if the disputed amount is found to be proper, Proposer shall pay interest on the disputed amount at the lesser rate of 5% per annum or the maximum rate permitted by law, from the date of Proposer’s notice of disputed amount to the date of resolution, to TAMC. The existence of a dispute over any portion of a Billing Notice does not relieve Proposer of its obligation to increase deposits, as set forth in Section 2.01.

5. No Promise or Representation
Proposer and TAMC agree that nothing in this Agreement is to be construed as a representation, promise, or commitment on the part of TAMC to give special treatment to, or exercise its discretion favorably for, the Proposal or Proposer.
6. Term
This Agreement shall be effective from the Effective Date of this Agreement through _____, 20__, unless extended by mutual consent of the Parties.
7. Termination
Either Party may terminate this Agreement before the expiration of the Term by providing not less than five (5) business days' notice, in order to minimize the incurring of additional costs. In the event of termination under this Section 7, TAMC shall be entitled to charge all costs incurred up to the effective date of termination, subject to Section 4.02, and Proposer shall not request refund of any funds remaining in the deposit for a period of 90 days, so as to allow the invoicing and payment of all outstanding charges due under this Agreement, as well as pay for any work performed by outside consultants through the effective date of termination. In the event of termination by Proposer, TAMC is released of any obligations created by this Agreement.
8. Indemnification
The Proposer shall defend, indemnify, and hold harmless TAMC from and against any and all claims, liabilities, or losses in any action brought by any third party challenging the validity of this Agreement or the authority of TAMC to enter into this Agreement. This indemnification shall survive termination of this Agreement.
9. Assignment
The Proposer shall not assign, sell, mortgage, hypothecate or otherwise transfer its obligations under this Agreement except as part of a financial transaction or transfer to a transferee or assignee as permitted under or as otherwise approved in writing by TAMC. This Agreement and the rights, privileges, duties, and obligations of the Parties hereunder shall be binding upon and inure to the benefit of the parties hereto and their respective, successors and permitted assigns.
10. Amendment
This Agreement may be amended or modified only by an instrument in writing signed by all the Parties hereto.
11. Waiver
With the exception of the time to dispute any Billing Notice, as set forth in Section 4.02, the failure of a Party hereto at any time or times to require performance of any provision hereof shall in no manner affect its right at a later time to enforce the same. No waiver by a Party of any condition or of any breach of any term contained in this Agreement shall be effective unless in writing and signed by the Parties hereto, and no waiver in any one or more instances shall be deemed to be a further or continuing waiver of any such condition or breach in any other instance or a waiver of any other condition or breach of any other term.

12. Governing Law

This Agreement shall be construed, interpreted and governed by the laws of the State of California, without regard to conflicts of law principles.

13. Negotiated Agreement

The Parties acknowledge that each Party has reviewed and revised this Agreement and that the normal rule of construction to the effect that any ambiguities are to be resolved against the drafting Party shall not be employed in the interpretation of the Agreement.

14. Relationship of Parties

This Agreement establishes only a funding and reimbursement arrangement between the Parties, and nothing in this Agreement establishes a partnership or joint venture among the Parties.

15. Notices

Notice to the Parties in connection with this Advanced Funding Agreement shall be given personally, by email or by first class, certified, or registered mail, or by an express mail delivery service addressed as follows (except as any Party may otherwise direct in writing to the other Parties):

TO TAMC:

Debra L. Hale, Executive Director
Transportation Agency for Monterey County
55-B Plaza Circle
Salinas, CA 93901
debbie@tamcmonterey.org

TO PROPOSER:

Notice shall be deemed effective at the time of personal delivery, five days after the notice is deposited in the United States registered or certified mail, properly addressed, with postage prepaid, or on the day of delivery if notice is sent by express mail delivery service.

16. Entire Agreement

This Agreement constitutes the entire agreement between Proposer and TAMC respecting the advancement and reimbursement of funds for Negotiation Services and shall supersede all prior negotiations, representations or agreements, either written or oral, among the Parties with respect to this issue. TAMC and Proposer each represent that neither has relied on any promise, inducement, representation, or other statement made in connection with this Agreement that is not expressly contained herein.

IN WITNESS WHEREOF, TAMC and Proposer have executed this advance funding Agreement as of the day and year written below.

TAMC

[PROPOSER]

By: _____
Debra L. Hale
Executive Director

By: _____
Name:
Title:

Dated: _____

Dated: _____

By: _____
Name:
Title:

Dated: _____

INSTRUCTIONS: If Consultant is a corporation (including limited liability and nonprofit corporations), the full legal name of the corporation shall be set forth together with the signatures of two specified officers. If Consultant is a partnership, the name of the partnership shall be set forth together with the signature of a partner with authority to execute this Agreement on behalf of the partnership. If Consultant is contracting in an individual capacity, the individual shall set forth the name of his or her business, if any, and shall personally sign the Agreement.

Approved as to form:

TAMC Counsel

Dated: _____
