



Memorandum

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1111 Broadway, Suite 800, Oakland, CA 94607

• 510.208.7400

• www.AlamedaCTC.org

DATE: March 15, 2018

TO: Alameda County Transportation Commission

FROM: Trinity Nguyen, Director of Project Delivery
Vivek Bhat, Director of Programming and Project Controls

SUBJECT: I-880 to Mission Boulevard East-West Connector Project (PN 1177000)

Recommendation

It is requested that the Commission consider three options, Options A through C, to fund and deliver the I-880 to Mission Boulevard (Route 238) East West Connector (EWC) Project in Union City and Fremont, and approve Option C - Deferred-Build as recommended unanimously by the Programs and Projects Committee (PPC) at its meeting earlier this month.

Option C – Deferred-Build would allow for the EWC Project to move forward and defer the full funding decision until the project's construction bid document is complete and meets the requirements for advertisement, construction readiness, and the project delivery plan, all as established and approved by the Commission. In addition, this option would include the transfer of the project sponsorship and assignment of all contracts and agreements associated with the development of the project to the City of Union City. Full details of Option C are provided in Attachment F.

There is no programming or allocation action requested at this time.

A key concern voiced during public comment at the March 12, 2018 PPC meeting centered on whether certain Measure BB funding categories and amounts proposed in the Local Funding Concept for Option A – Build Option (Attachment D) could be used to fund the EWC Project. A Supplemental Local Funding Analysis is provided as Attachment G.

The three project funding and delivery options considered by the PPC are as follows:

Option A - Build: Approve a full funding plan concept for the EWC Project with Measure BB funds from various funding categories included in the 2014 Transportation Expenditure Plan (2014 TEP), which would require discretionary action by the Commission and be subject to conditions and further actions as detailed in this memorandum and in Attachment D.

Option B - No-Build: Make the decision to not move forward with the project and reprogram the remaining 1986 Measure B funds according to the apportionment proposed in Attachment E.

Option C - Deferred-Build: Approve that the project move forward and defer the full funding decision until the project's construction bid document is complete and meets the requirements for advertisement, construction readiness, and the project delivery plan, all as established and approved by the Commission, subject to conditions detailed in Attachment F.

Summary

The EWC Project is the last major capital project commitment remaining to be delivered in the 1986 Measure B Transportation Expenditure Plan (1986 TEP). The EWC Project proposes to construct about 3.2 miles of improved east-west local arterial roadway on existing and new alignments connecting I-880 and Route 238 (Mission Boulevard).

The project includes a combination of three major grade-separated railway structures, new 4-lane roadways and bridges, improvements to existing roadways, and improvements to intersections along Decoto Road, Fremont Boulevard, Paseo Padre Parkway, Alvarado-Niles Road and Route 238 (Mission Boulevard). This roadway, with transit and multimodal links, would also provide direct access to the Union City Intermodal (Bay Area Rapid Transit (BART)) transit oriented development district (see Attachment A for project details).

The EWC Project evolved from the original Route 84 Historic Parkway Project (Historic Parkway) - a Caltrans sponsored project approved in the 1986 TEP. Over a 13 year span between 1989 and 2002, Caltrans worked with local jurisdictions and communities to environmentally clear the Historic Parkway. Due to the continuing lack of local consensus for any of the six options studied as part of the Historic Parkway, Caltrans was unable to obtain federal environmental clearance and ultimately withdrew its sponsorship and suspended the project indefinitely.

In 2003, in an effort to save the Historic Parkway and meet the 1986 TEP commitment, the Alameda County Transportation Authority ("ACTA" - predecessor

agency to the Alameda County Transportation Commission (Alameda CTC)) initiated additional studies and evaluated additional alternatives in close coordination with the Cities of Union City and Fremont and Caltrans to establish consensus on an alternative project to function as an east-west connection between I-880 and Route 238 to replace the Historic Parkway. A total of sixteen alternatives were explored, and in May 2006, the agencies ultimately agreed to support the development, funding, and delivery of the EWC alternative and reflected their intent through a Memorandum of Understanding (MOU). The MOU outlined the general commitment of funding and general roles and responsibilities of each agency for the development and delivery of the EWC Project. As a result, ACTA became the sponsor and implementing agency for the project and initiated the 1986 TEP amendment process to replace the Historic Parkway with the EWC Project. Approved in June 2006, the 1986 TEP Amendment No. 2 added the EWC Project and named ACTA, Union City, and Fremont as project sponsors. The Alameda CTC, assuming responsibility of ACTA, has been the project's implementing agency in cooperation and partnership with the Cities of Union City and Fremont. The Cities agreed to work cooperatively to fund and deliver the project. The fully executed MOU is provided as Attachment B.

The EWC Project is considered to have officially started in 1989 when Caltrans initiated the environmental clearance process for the Historic Parkway; however, the beginnings of the EWC Project can be traced back even further to 1958 when Caltrans first identified the need for the Historic Parkway and through the 1960's and 70's when the right-of-way was acquired and preserved for the Historic Parkway. Thus, the EWC Project could be said to be the result of an evolutionary and consensus building process spanning almost 60 years. Over this period, the project has encountered many hurdles and controversies including a major litigation resulting in an unfavorable ruling, protracted opposition from impacted neighborhoods, on-going lack of local consensus, two different environmental clearance processes, changes in design standards and permitting requirements, and lack of funding. These factors have caused substantial project delays and increased costs. In addition, at the technical level, the project contains many challenging engineering features including: protecting the drinking groundwater supply, creeks, and wetlands from contamination, buried contaminated soils resulting from local land use development, and construction staging to maintain freight railroad and BART operations. It should also be noted that this project will construct the first ever BART shoofly. All of these challenges add to project risks and additional project costs.

Despite these many major hurdles, the project has met many significant and critical milestones, including environmental clearance. The new California Environmental Quality Act (CEQA) environmental process was lengthy and addressed many controversial issues including water quality, hazardous materials, traffic, noise, right-

of-way, and wetland and habitat impacts. Project support and consensus was obtained in 2009 with the adoption of the CEQA Final Environmental Impact Report (EIR); however, due to insufficient construction funding, the project was suspended in 2011. With the passage of the 2014 Measure BB, the project was restarted in 2015. During the four-year suspension, many design standards had changed that required the plans to be revised and the costs and project deliverability to be re-evaluated. In March 2017, a comprehensive assessment was completed and the project cost updated. Currently the project's plans, specifications, and estimates (PS&E) is approximately 65% complete. The associated project cost estimate is \$320 million, and the funding shortfall is \$210 million. A project timeline and cost history is provided in Attachment C.

Over the past year, Alameda CTC staff has validated project estimates and risks and engaged the Cities of Union City and Fremont to discuss potential options to build the project and also the consideration of a "No-Build" option. The 2006 MOU provides guidance on the distribution of remaining funds in the event the project does not continue into construction.

The greatest hurdle to build the EWC Project has been funding. Given the significant shortfall, Alameda CTC facilitated the convening of elected officials representing the Cities of Fremont, Newark, and Union City and the South County Area to assist with the funding discussion. From this forum, the Dumbarton Corridor Area Transportation Improvement funds (MBB TEP-21) was identified as one of many potential funding sources for the EWC Project. Action by the Alameda CTC Commission in October 2017 supported the recommendations of the Tri-City and South County elected officials to approve up to \$40 million for projects in the City of Union City that meet the approved Programming principles of MBB TEP-21. The EWC Project meets the programming principles of MBB TEP-21.

The EWC Project currently has an environmental document compliant with CEQA. Unless the project can secure an environmental document compliant with the National Environmental Protection Act (NEPA), the project will not be eligible to receive any federal funding.

The City of Union City has expressed a strong desire to pursue a "Build" option for the project and the City of Fremont has expressed their commitment to work with the City of Union City to move the project forward. The current estimated total project cost is about \$320 million. The project has about \$110 million of committed funding, leaving a funding gap of about \$210 million.

In light of the EWC Project's long history and complexities, the Commission is requested to consider at least three project delivery and funding options. Additionally, depending on which option is chosen by the Commission, additional

programming, allocation, and/or other administrative processes may need to be developed and brought back for future action by the Commission.

The three project delivery and full funding options are as follows:

Option A - Build: Fully fund the project with Measure BB funds from various funding categories included in the 2014 TEP which would require discretionary action by the Commission, as detailed further in this memorandum and in Attachment D. This option would require that the Commission approve the conditions the project must meet to be fully funded. Under this Build Option, the Commission also would be required to approve a full funding plan concept and all necessary subsequent actions, including any necessary amendment to the 2014 TEP, to ensure the funds will be in place to construct the project when it is ready. In addition, Alameda CTC and the Cities of Union City and Fremont would work cooperatively to pursue external funding sources and deliver the project.

Option B - No-Build: Not move forward with the project and reprogram the remaining 1986 Measure B funds according to the apportionment proposed in Attachment E.

Option C - Deferred-Build: Allow the project to move forward and defer the full funding decision until the project's construction bid document is complete and meets the requirements for advertisement, construction readiness, and the project delivery plan all as established and approved by the Commission, subject to conditions detailed in Attachment F. There currently is adequate funding available to allow for the project to proceed to this milestone.

For all options, it is recommended that the Commission approve the transfer of the project sponsorship to the City of Union City and authorize the assignment of all contracts and agreements associated with the development of the project to the City of Union City.

Staff is not requesting any programming or allocation action at this time.

Background

Alameda CTC is responsible for the programming and allocation of funds from each of the three voter approved sales tax measures from 1986, 2000, and 2014. The passage of these transportation measures have facilitated the delivery of significant projects and programs throughout Alameda County by providing funding to

expedite projects and to leverage external funding. The EWC Project is the only project remaining to be delivered from the 1986 TEP.

The EWC Project, located in the cities of Union City and Fremont, proposes to construct about 3.2 miles of improved east-west local arterial roadway on existing and new alignments connecting I-880 and Route 238 (Mission Boulevard).

The EWC Project includes three major grade-separated railway structures, a combination of new roadways, new 4-lane roadways and bridges, improvements to existing roadways and improvements to intersections along Decoto Road, Fremont Boulevard, Paseo Padre Parkway, Alvarado-Niles Road and Route 238 (Mission Boulevard). This roadway with transit and multimodal links will:

- Improve local connectivity from Mission Boulevard (SR-238) to the Dumbarton Bridge (SR-84),
- Provide direct access to planned transit oriented development and regional transit at the Union City Intermodal BART transit oriented development district,
- Allow for expanded bus access to the Union City Intermodal Station,
- Create three grade-separated railway structures under BART and UPRR tracks, and
- Construct new Class I multi-use path, new Class II bike lanes, and implement Complete Streets features.

Currently the project's PS&E is approximately 65% complete. The associated project cost estimate is \$320 million and the funding shortfall is \$210 million. See Attachment A for project details.

The beginnings of the EWC Project can be traced back to 1958 when Caltrans first identified the need for the Historic Parkway. Right-of-way was acquired and/or zoned for the Historic Parkway during the 1960's and 70's and the approval of the Expenditure Plan in 1986 made funding available to develop the project. Upon initiation of the environmental process in 1989, the project faced immediate opposition. In 1991, litigation against the project was filed by the Citizens for Responsible Neighborhoods. The litigation was eventually settled in 1994 but at a significant cost to the project due to delays and added scope. Six alternatives were ultimately analyzed as part of the environmental studies and the Historic Parkway was identified as the preferred alternative. A Final Environmental Impact Report/Study (EIR/S) was completed and approved by Caltrans in 2002; however, due to the continuing lack of local consensus and continuing local opposition for any of the alternatives studied, the Federal Highway Administration would not certify the EIR/S. Subsequently, Caltrans withdrew its sponsorship of the Historic Parkway until consensus could be reached.

In 2003, in an effort to meet the 1986 TEP commitment to the Historic Parkway, ACTA (one of the predecessor agencies to the Alameda CTC) initiated additional studies and evaluated additional alternatives in close coordination with the Cities of Union City and Fremont and Caltrans to establish consensus on an alternative project to function as an east-west connection between I-880 and Route 238 to replace the Historic Parkway. A total of sixteen alternatives were explored and a conceptual cost of \$136 million established. In May 2006, the parties ultimately agreed to enter into an MOU to outline the general commitment of funding and general roles and responsibilities of each agency to support the development and delivery of the EWC Project option. As a result, several key actions occurred to move the EWC Project forward:

- May 2006, ACTA voted to approve and include the EWC Project as one of the alternative set of improvements to replace the Historic Parkway.
- October 2006, ACTA adopted Amendment No. 2 to the 1986 TEP which resulted in the inclusion of the EWC Project as a 1986 TEP capital project and listed ACTA, Union City, and Fremont as the project sponsors.
- January 2007, ACTA, the Cities of Union city and Fremont, and Caltrans finalized the terms of the MOU. ACTA became the implementing agency for the project and the Cities agreed to work cooperatively to fund and deliver the project.

The Alameda CTC, after assuming the responsibility of ACTA, has been the project's implementing agency in cooperation and partnership with the Cities of Union City and Fremont. The fully executed MOU is provided as Attachment B.

Upon execution of the MOU, Alameda CTC proceeded, as the implementing agency, to initiate the environmental process for the EWC Project. The new CEQA environmental process was lengthy and addressed many controversial issues including, water quality, hazardous materials, traffic, noise, right-of-way and wetland and habitat impacts. As part of the environmental process, the project estimate was refined and updated. The 2008 project cost estimate was \$192 million. Project support and consensus was achieved in 2009 with the adoption of the CEQA Final EIR and design efforts began. An update to the cost estimate was performed in 2011 yielding a project cost estimate of \$211 million. Due to insufficient construction funding, design efforts were halted later that year. With the successful passage of Measure BB in November 2014, work on the EWC Project was re-initiated in 2015. During the four year project suspension, many design standard requirements had changed. Most significant to the project included the BART track shoofly which had to be redesigned to accommodate higher design speeds. Critical path work activities, including right-of-way acquisition and mitigation of environmental impacts, were also initiated to more adequately assess the cost and to avoid further costly schedule delays. A comprehensive review of project cost, risks, and schedule completed in March 2017 resulted in an updated project cost estimate of \$320

million. The cost estimate factors in risks in the areas of utilities, right-of-way, and material cost increases as well as challenging engineering complexities such as protecting the drinking groundwater supply, creeks, and wetlands from contamination, buried contaminated soils resulting from local land use development, and construction staging to maintain freight railroad operations and BART operations. A project timeline and cost history is provided in Attachment C.

Over the past year, Alameda CTC staff has validated the project estimates and risks and engaged the Cities of Union City and Fremont to discuss potential options to build the project and also the consideration of a "No-Build" option. If the project cannot be moved into construction, the provisions of the MOU document would govern. Although the current cost estimate has been validated, there are risks that cannot be fully estimated. The quantity and level of contaminated soil, costs for right-of-way acquisitions, and utility relocations are project risk areas that may increase beyond what is currently anticipated and reflected in the project estimate. It should also be noted that this project will construct the first ever BART shoofly and there is no pre-existing technical information which can be relied upon to fully understand all associated risks.

Beyond the project complexities and engineering challenges, the single greatest hurdle facing the construction of the EWC Project is funding. Given the significant capital shortfall and other capital needs for projects in the Cities of Fremont and Newark, Alameda CTC facilitated discussions in May 2017 to convene elected officials representing the Cities of Fremont, Newark, and Union City and the South County Area to assist with the funding discussion. The forum was held in September 2017, and the Dumbarton Corridor Area Transportation Improvement funds (MBB TEP-21) were identified as one of many potential funding sources for the EWC Project. Action by the Alameda CTC Commission in October 2017 supported the recommendations of the Tri-City and South County elected officials to approve up to \$40 million for projects in the City of Union City that meet the approved Programming principles of MBB TEP-21. The EWC Project meets the programming principles of MBB TEP-21.

Currently the EWC Project has an environmental document compliant with CEQA. Unless and until the project can secure an environmental document compliant with NEPA, the project will not be eligible to receive any federal funding.

The City of Union City has expressed a strong desire to pursue an option that would move the EWC Project forward to construction, and the City of Fremont has expressed their commitment to work with the City of Union City to support the delivery of the EWC Project and to ensure the portions of the EWC Project that go through the City of Fremont can move forward into construction. The current estimated total project cost is about \$320 million. The project has about \$110 million

of secured funding, of which \$89 million is from 1986 Measure B, leaving a funding gap of about \$210 million.

In light of the project's history and complexities, the Commission is asked to consider at least three project delivery and funding options. Additionally, depending on which option is chosen by the Commission, additional programming, allocation, and/or other administrative processes may need to be developed and brought back for future action by the Commission.

The three project delivery and full funding options are as follows:

Option A - Build: Fully fund the project with Measure BB funds from various funding categories included in the 2014 TEP which would require discretionary action by the Commission. This option would require that the Commission approve the conditions that the project must meet to be fully funded. Under this Build Option, the Commission also would be required to approve a full funding plan concept and all necessary subsequent actions, including any necessary amendment to the 2014 TEP, to ensure the funds will be in place to construct the project when it is ready. In addition, Alameda CTC and the Cities of Union City and Fremont would work cooperatively to seek external funding sources and deliver the project. Details and stipulations are further detailed in Attachment D.

Option B - No-Build: Not move forward with the project and reprogram the remaining 1986 Measure B funds according to the apportionment proposed in Attachment E.

Option C - Deferred-Build: Allow the project to move forward and defer the full funding decision until the project's construction bid document is complete, ready for advertisement, and meets the requirements for construction readiness in accordance with the project delivery plan as established and approved by the Commission. Previously allocated funds are sufficient to allow the project to proceed to this milestone. Details are provided in Attachment F.

For all options, it is recommended that the Commission approve the transfer of the project sponsorship to the City of Union City and authorize the assignment of all contracts and agreements associated with the development of the project to the City of Union City. The change in sponsorship would be reflected in the FY 2018 Comprehensive Investment Plan Update.

Staff is not requesting any programming or allocation action at this time.

Fiscal Impact: There is no fiscal impact to the Alameda CTC budget.

Attachments

- A. I-880 to Mission Blvd. East-West Connector Fact Sheet
- B. Memorandum of Understanding
- C. Project Timeline and Cost History
- D. Build Option
- E. No-Build Option
- F. Deferred-Build Option
- G. Supplemental Local Funding Analysis



Interstate 880 to Mission Blvd East-West Connector

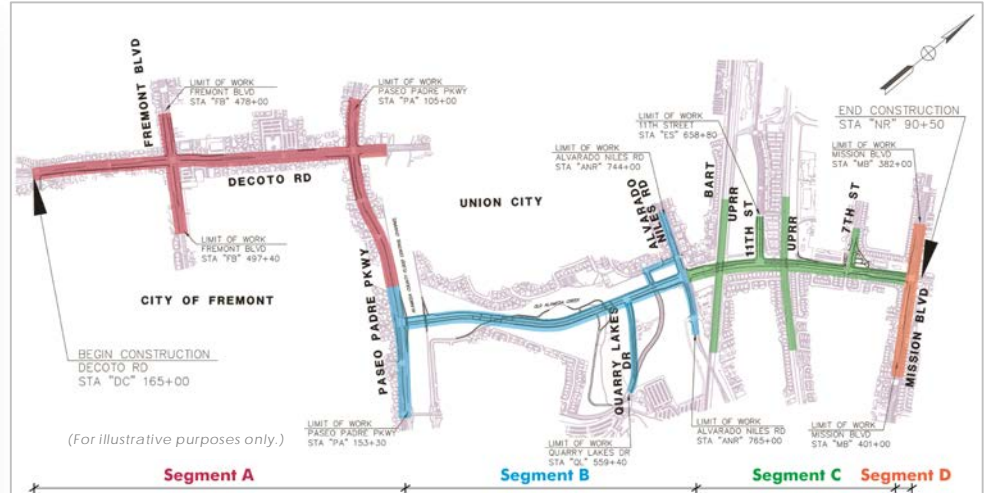
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JANUARY 2018

PROJECT OVERVIEW

The Alameda County Transportation Commission (Alameda CTC) is leading the project implementation efforts in cooperation with the cities of Fremont and Union City on this 2.6-mile roadway realignment project. Work includes the construction of an improved east-west connection between Interstate 880 (I-880) and State Route 238 (SR-238), also known as Mission Boulevard, new roadways, widening two existing roadways and improvements to intersections along Decoto Road, Fremont Boulevard, Paseo Padre Parkway, Alvarado-Niles Road and SR-238 (Mission Boulevard).

In addition to improving existing roadways, this critical roadway with transit and multimodal links will also provide direct access to the Union City Intermodal Bay Area Rapid Transit (BART) transit oriented development district.



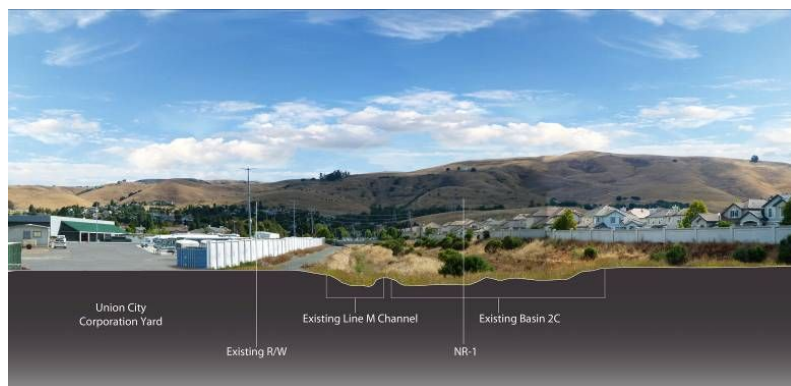
Note: The project is designed to be constructed as four independent construction bid packages as represented by Segments A through D.

PROJECT NEED

- Provides connection from SR-84/I-880 to Mission Boulevard.

PROJECT BENEFITS

- Improves connectivity from Mission Boulevard (SR-238) to the Dumbarton Bridge (SR-84)
- Provides access to planned transit oriented development and regional transit at the Union City Intermodal
- Expands bus access to Union City Intermodal Station
- Creates a grade separate roadway under BART and UPRR tracks
- Constructs new Class I multi-use path and Class II bike lanes
- Implements Complete Streets features



Project site rendering, WRECO.

COST ESTIMATE BY PHASE (\$ X 1,000)

Scoping	\$ 0
PE/Environmental	\$ 5,358
Final Design (PS&E)	\$ 16,891
Right-of-Way/Utility	\$ 95,164
Construction	\$ 202,447
Total Expenditures	\$ 319,860

STATUS

Implementing Agency: Alameda CTC

Current Phase: Design

- Final Environmental Impact Report (EIR) was approved in 2009.
- Due to insufficient construction funding, design efforts were halted in late 2011.
- In November 2014 with the passage of Measure BB, critical path work activities began, including right-of-way acquisition, Union Pacific Railroad (UPRR) and BART grade separated designs, and mitigation of environmental impacts.
- Alameda CTC, in partnership with the city of Union City, is working on a funding strategy to address the significant project shortfall.

FUNDING SOURCES (\$ X 1,000)

Measure BB	\$ 0
Measure B	\$ 88,771
Local ¹	\$ 14,300
Local ²	\$ 6,708
TBD	\$ 210,081
Total Revenues	\$ 319,860

¹Congestion Management Agency Transportation Improvement Program (CMA-TIP) funds

²City of Union City funds

PROJECT DOCUMENTS

Project web page:

http://www.alamedactc.org/app_pages/view/7146

Final Environmental Impact Report (EIR) was approved in 2009

http://www.alamedactc.org/app_pages/view/7146

Final EIR/EA with finding of no significant impact (FONSI):

http://www.dot.ca.gov/d4/documents-environmental/680nbhovlane/680final/Report-I-680_NB_Express_Lane_FED_July2015.pdf

PARTNERS AND STAKEHOLDERS

California Department of Transportation, Alameda CTC and the cities of Fremont and Union City

Note: Information on this fact sheet is subject to periodic updates.

SCHEDULE BY PHASE

	Begin	End
Scoping/Environmental	Spring 2007	Summer 2009
Final Design (PS&E)	Fall 2015	Spring 2019
Right-of-Way/Utility	Fall 2015	Spring 2019
Construction ³	Spring 2019	Fall 2022

³Assumes full funding decision spring 2018.

MEMORANDUM OF UNDERSTANDING
FOR THE
FUNDING AND DELIVERY
OF THE
I-880/ROUTE 262 (MISSION BOULEVARD)/WARREN AVENUE/BART
ACCOMMODATION PROJECT IN FREMONT
AND
LOCAL ROADWAY IMPROVEMENT (OPTION 2) PROJECT IN FREMONT AND
UNION CITY
BY AND BETWEEN
THE ALAMEDA COUNTY TRANSPORTATION AUTHORITY, THE CALIFORNIA
DEPARTMENT OF TRANSPORTATION, AND THE CITIES OF UNION CITY AND
FREMONT

This Memorandum of Understanding (MOU) between the Alameda County Transportation Authority (ACTA), California Department of Transportation (Caltrans), the City of Union City (Union City), and the City of Fremont (Fremont), dated effective for convenience on May 25, 2006, outlines the general commitment of funding and general roles and responsibilities of each agency for the development and delivery of the I-880/Route 262 (Mission Boulevard) Interchange Phase 1B/Warren Avenue/BART Accommodation Project ("Mission/I-880 Completion Project") and the Local Roadway Improvement Project ("Option 2") in Fremont and Union City. The Mission/I-880 Completion Project and Option 2 are both defined in Exhibit A, attached to and made an express part of this MOU.

This MOU constitutes solely a guide to the respective intentions and policies of the parties involved and is not an enforceable contract. Funding commitments to provide for the deposit of funds for specific work phases or project effort committing machine or personnel time will be covered by one or more separate cooperative agreements as may be necessary. Therefore, contingent on full support and consensus for the development and eventual construction of Option 2 by the Cities of Union City and Fremont, it is understood that:

CALTRANS

1. Caltrans is committed to work closely with ACTA and the Cities of Union City and Fremont using that flexibility provided by the approved AB 1462 to redirect funds from the sale of State-owned lands purchased for the Historic Parkway Project to instead fund State Highway improvements, in Alameda County as specified in AB 1462.
2. Caltrans will support directing up to \$42.35 million, derived from sale of State-owned lands in the Historic Parkway Corridor to fund the currently estimated \$42.35 million Mission/I-880 Completion Project funding needs.

3. Caltrans will support using other AB 1462 funding to rehabilitate and improve existing State Route 84 between I-880 and State Route 238 (Mission Boulevard) before relinquishing it to the City of Fremont, pursuant to section 73 of the Streets and Highways Code. The cost to relinquish will be established through the development of a Project Scope Summary Report (PSSR) to be prepared by Caltrans coordinated with the City of Fremont.

4. Caltrans will work with ACTA and the Cities of Fremont and Union City to utilize AB 1462 funding for State Route 238 (Mission Boulevard) in the vicinity of the Historic Parkway project so that Option 2 can be constructed utilizing previously committed local funds (Measure B funds and local matching funds).

5. Caltrans will work with ACTA, the Cities of Fremont and Union City, as well as other local and regional partners to develop a priority list of other State highway projects in Alameda County (as specified in AB 1462), in order to fully utilize any then remaining AB 1462 funds.

6. Caltrans will recommend that the California Transportation Commission (CTC) program State funding derived from the sale of State-owned land in the Historic Parkway Corridor for the Mission/I-880 Completion Project as part of the development of the list of priority projects on State Highways in accordance with AB 1462.

7. Caltrans agrees to relinquish existing Route 84 between I-880 and Route 238 (Mission Boulevard) to Fremont once funding becomes available and Caltrans completes its obligations to improve or rehabilitate that facility or relinquishes it to Fremont with CTC funding allocated to allow Fremont to perform that work of improvement or add betterments as authorized by the CTC.

8. Caltrans will work with the appropriate regional transportation planning agencies to expeditiously amend the regional traffic model to remove planned State Route 84 in the Historic Parkway Corridor between I-880 and State Route 238 (Mission Boulevard) and include Option 2 as the replacement project.

9. Caltrans will work with the Cities of Fremont and Union City to amend their respective General Plans to ensure that Caltrans' excess lands are appropriately zoned prior to sale.

10. Caltrans will not declare the State-owned lands located in Fremont and Union City as excess until such time the final environmental document ("EIR") for Option 2 is certified by the lead agency and Fremont and Union City have agreed to allow Option 2 to proceed to construction.

11. Caltrans will withdraw as the project sponsor for the State Route 84 project that is identified in the 1986 Measure B Expenditure Plan as soon as the amendment to that Expenditure Plan (modifying the Rt. 84 Project as described in this Agreement) has been approved.

12. Caltrans will thereafter proceed with the sale of the State-owned lands purchased for the Historic Parkway Project within the Historic Corridor and will return all proceeds to the State Highway Account if local consensus cannot be reached and Option 2 is not constructed by the date required by AB 1462.

ACTA

13. ACTA will program \$70 million of Measure B sales tax revenue, plus any interest earned on this amount (estimated to be \$3 million for a \$73 million total) and the proceeds from the sale of the property ACTA owns in the Route 84 historic alignment (estimated to be worth approximately \$15 million) for the delivery of Option 2. Neither Fremont nor Union City will be responsible for any Option 2 costs above the (approximate) \$88 Million to be committed by ACTA from these specific sources only.

14. ACTA will be the project sponsor of Option 2 and will take the lead in the project development, environmental review process and implementation process while adhering to all state and federal regulations for environmental review, but will utilize the appropriate city design standards for project development and construction for portions of the project roadway outside of the State Highway right of way. ACTA's Board will review and certify the final environmental document. Staff members from Caltrans, the Cities of Fremont and Union City, as well as others, will be a part of a technical advisory team to help define the scope and review the administrative draft of the EIR and guide project development. In addition, a policy committee comprised of a Caltrans representative and elected officials from Fremont, Union City and ACTA will also be formed to oversee project development.

- (a) The EIR will address, among other things, the following issues:
 - (i) How neighborhood traffic will access the new road.
 - (ii) How the new alignment adjacent to the creek will avoid significant impacts on the creek and mitigate those impacts it cannot avoid.
 - (iii) Documenting traffic mitigation benefits of the new alignment.
 - (iv) Using the most updated travel model for the traffic analysis.
 - (v) The relative sound levels on all adjacent residential neighborhoods.
 - (vi) Constructing sound walls as warranted by sound studies, along adjacent residential streets, including Decoto Road, Paseo Padre Parkway, and within the segment behind Mission Lakes and the following Union City streets of Mahogany Ln, Cascades Cir., Sandburg Dr., Chesapeake Ct., Sandburg Ct., Platinum St., Monterra Ter., Osprey Dr., Astor St., Clover St., Begonia St., Daffodil Way, Daisy St., and Oak Tree Ct.
 - (vii) Evaluating the affect of noise and traffic on existing homes fronting on Paseo Padre Parkway and others on Decoto Road, in the Mission Lakes Subdivision, and on the following Union City streets of Mahogany Ln, Cascades Cir., Sandburg Dr., Chesapeake Ct., Sandburg Ct., Platinum St., Monterra Ter., Osprey Dr., Astor St., Clover St., Begonia St., Daffodil Way, Daisy St., and Oak Tree Ct., potential mitigation, and appropriate remedies, including possible acquisition of these homes.

- (viii) Providing funding for double-pane windows for houses along the Option 2 route where needed to meet noise requirements identified in the EIR.
- (b) The following potential alternatives, with the appropriate level of information, will be included in the environmental document:
 - (i) Option 2.
 - (ii) Option 2 with two access points for new homes behind existing Mission Lakes development.
 - (iii) Option 2 with access point(s) to Union City neighborhoods.
 - (iv) Historic alignment in Union City up to Alvarado-Niles Road.
 - (v) TSM (which may summarize results from previous EIR/S for comparison purposes).
- (c) In designing the project, ACTA will consider the following respective concerns of Fremont and of Union City:
 - Fremont:
 - (i) An alignment that will not move any closer to the Mission Lakes neighborhood than was generally shown at the Option 2 community meetings, keeping the roadway alignment as far from existing Mission Lakes homes as physically and environmentally possible.
 - (ii) Providing reasonable median improvements, including landscaping and irrigation, throughout the alignment on Decoto, Paseo Padre Parkway, and along the historic alignment within Fremont.
 - (iii) The upgrade of intersections at Fremont/Decoto and Decoto/Paseo Padre in order to optimize capacity and traffic flow.
 - Union City:
 - (iv) An alignment that will move farther from Union City neighborhoods than was generally shown at the Option 2 community meetings, keeping the roadway alignment as far from existing adjacent homes in Union City as physically and environmentally possible.
 - (v) Providing reasonable median improvements throughout the alignment and on Mission Boulevard.

For both Cities:

- (vi) Making all traffic signals within the Option 2 alignment interconnected and connecting those signals to each city's Traffic Management Center.

15. ACTA is committed to initiate an amendment to the 1986 Measure B Expenditure Plan to replace the Route 84 Historic Parkway with Option 2.

16. ACTA supports Caltrans' position on local consensus and these proposed uses of the sale proceeds from State-owned land.

17. ACTA, as the project sponsor, will acquire the right of way needed to construct Option 2 that is owned by Caltrans, the City of Fremont, and Union City at fair market value, appraised at its highest and best use.

18. ACTA will advance funds for the construction of the Mission/I-880 Completion Project to the extent allowed by its Capital Budget, provided that the provisions for repayment of any such advance include a reasonable interest rate, sufficient security and that such advance does not negatively impact ACTA's ability to fully fund Option 2 if is approved by Fremont and Union City, or all elements of the Union City Segment if Option 2 is not approved by Fremont and Union City. In no event shall such advance exceed \$20 million [as stated in Section 37(c)] plus any excess 1986 Measure B funds from Phase 1A unless and until Fremont has accepted the final environmental document for Option 2 and commits to allow Option 2 to proceed to construction. Other terms of such an advance, consistent with the provisions of this section, will be the subject of a separate agreement among Caltrans, ACTA, Santa Clara Valley Transportation Authority and Fremont ("Mission/880 Interchange Coop").

UNION CITY

19. Union City will agree to pay its fair share of the required local match, which share shall be determined by the ratio of lane mileage of new roadway within Fremont and Union City.

20. Union City will have the right to review and comment on the Mission/880 Interchange Coop before it is finalized.

21. Union City will support efforts to ensure that the environmental impact studies will be conducted fairly and equitably, without bias for or against either Fremont or Union City.

22. Union City will formally consider the construction of Option 2 contingent upon its review and acceptance of the environmental document and mitigation of potential significant impacts of the project or findings of overriding considerations, which shall be made in Union City's sole discretion, all as required by applicable state and federal regulations and procedures.

CITY OF FREMONT

23. Fremont will fairly and openly consider the environmental review and project development of Option 2.

24. Fremont will support efforts to ensure that the environmental impact studies will be conducted fairly and equitably, without bias for or against either Fremont or Union City.

25. Fremont will formally consider the construction of Option 2 contingent upon its review and acceptance of the environmental document and mitigation of potential significant impacts of the project or findings of overriding considerations, which shall be made in Fremont's sole discretion, all as required by applicable state and federal regulations and procedures.

26. Fremont agrees that if does not agree to allow Option 2 to proceed to construction, Caltrans will no longer be obligated to contribute \$42.35 million to the Mission/880 Interchange Project and Caltrans may proceed with the sale of State-owned lands governed by AB 1462 and all proceeds of such sales will flow to the State Highway Account.

27. Fremont agrees that if it does not accept the final environmental document for Option 2 and does not allow Option 2 to proceed to construction, Fremont will refund all the proceeds, plus interest, derived from the sale of the State-owned lands that were expended by any party on the Mission/I-880 Completion Project with the written permission of Fremont pursuant to the terms of the Mission/880 Interchange Coop.

28. Fremont agrees to accept relinquishment of existing Route 84 between I-880 and Route 238 (Mission Boulevard) once funding becomes available. The facility will be subject to negotiations between Caltrans and Fremont with respect to any required betterments or improvements deemed necessary by the parties, the cost of which shall be paid from project funds or other funding available from Caltrans, subject to the determination of the CTC that such an allocation of funding is in the best interest of the public or the State in accordance with section 73 of the Streets and Highways code.

29. Fremont will not be required to pay any portion of the local match for the Project.

ALL PARTIES

30. All parties understand that the environmental document for Option 2 shall include the Historic Parkway Segment in Union City as an alternative, and that the Union City Segment will be implemented if Option 2 is not chosen as the preferred alternative at the conclusion of the environmental process.

31. All parties agree that the optimal alignment of the Option 2 project between Alvarado Niles Road and Paseo Padre Parkway shall be based upon the best traffic engineering standards, taking into account environmental impacts and community concerns.

32. All parties will work cooperatively to fund and deliver both Option 2 and the Mission/I-880 Completion Project.

33. All parties will support the full and fair evaluation of Option 2 and, subject to the discretionary certification or acceptance of the Environmental Impact Report, endorse an Amendment to the 1986 Measure B Expenditure Plan to replace the Route 84 Historic Parkway with Option 2.

34. Conditioned upon Option 2 proceeding to final design and construction, all parties will support the use of AB 1462 funds for the Mission/880 Interchange Project, for improving existing State Route 84 prior to relinquishment as provided in this Agreement and for use on Route 238 at the intersection with Option 2, and then for the other parts of State Route 238 related to Option 2 in Union City and Fremont, and after those uses for a priority list of projects

to be developed by ACTA, Fremont, Union City and Caltrans, as previously described in this Agreement.

35. If any party does not approve or accept the Environmental Impact Report, then all parties will endorse an Amendment to the 1986 Measure B Expenditure Plan to replace the Route 84 Historic Parkway with another project that incorporates the elements described in Section 38 below.

36. All parties will support reprogramming \$10 million of State Transportation Improvement Program (STIP) funds previously programmed for the Route 84 Historic Parkway Project to Option 2. ACTA will sign the PSR/PR that is required by the use of STIP funds on Option 2, providing that all parties have certified or accepted the EIR.

37. All parties will cooperate with Fremont if it takes action to ban trucks on the Option 2 alignment within the Fremont City limits.

38. All parties understand that if at the end of the environmental process for Option 2, which will be conducted fairly and equitably in adherence with state and/or federal environmental guidelines and regulations and ACTA has certified the environmental document in accordance with this MOU, that if there is no local consensus to move the project into the final design and eventual construction phases, the following actions will occur:

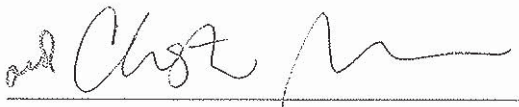
- (a) ACTA will program \$46 million in Measure B funds to Union City to complete the portion of the Historic Parkway in that City.
- (b) ACTA will program \$9 million in Measure B funds for the mitigation of potential impacts from constructing the Union City segment of the Historic Parkway.
- (c) ACTA will program the remaining funds from the sources described in Section 13 above among the Cities of Newark, Union City, and Fremont based on the roadway mileage and population formula, resulting in about \$4.2 million for Newark, \$5.8 million for Union City, and \$20.0 million for Fremont (or the equivalent percentages based on the actual money available). Once these funds are redistributed, no further Measure B funding would be available for any projects in this Tri-City area and no additional 1986 Measure B funds will be available for the Mission/I-880 Completion Project.
- (d) Any AB 1462 funds expended on the Mission/I-880 Completion Project would be returned to Caltrans by the jurisdiction that does not approve Option 2.
- (e) All proceeds from the sale of State owned lands will be returned to the State Highway Account.
- (f) Measure B funds expended on the environmental clearance effort of Option 2 will be deducted from the portion of the \$30 million of Measure B funds that would be programmed to the jurisdiction that does not approve Option 2.

Memorandum of Understanding between the
Alameda County Transportation Authority,
California Department of Transportation,
City of Fremont, and City of Union City

SIGNATURE PAGE

(One Page per Agency)

ALAMEDA COUNTY TRANSPORTATION AUTHORITY

By: 
Christine Monsen, Executive Director

Date of Execution: 1/24/07

Memorandum of Understanding between the
Alameda County Transportation Authority,
California Department of Transportation,
City of Fremont, and City of Union City


SIGNATURE PAGE

(One Page per Agency)

CALIFORNIA DEPARTMENT OF TRANSPORTATION

By: 
Bijan Sartipi, District 04 Director

Date of Execution: 12/14/06


APPROVED AS TO FORM AND SUBSTANCE
WILLIAM B. BASSETT
ATTORNEY
DEPARTMENT OF TRANSPORTATION

Memorandum of Understanding between the
Alameda County Transportation Authority,
California Department of Transportation,
City of Fremont, and City of Union City

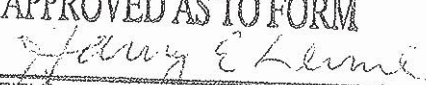
SIGNATURE PAGE

(One Page per Agency)

CITY OF FREMONT

By: 
Fred Diaz, City Manager

Date of Execution: 01-05-07


APPROVED AS TO FORM

HILE City Attorney

Memorandum of Understanding between the
Alameda County Transportation Authority,
California Department of Transportation,
City of Fremont, and City of Union City

SIGNATURE PAGE

(One Page per Agency)

CITY OF UNION CITY

By: 
Larry Cheeves, City Manager

Date of Execution: 11/29/09

EXHIBIT A

Mission/I-880 Completion Project

The Mission/I-880 Completion Project proposes to complete several elements of the current project to reconstruct the I-880/Mission Boulevard (Route 262) Interchange and widen the I-880 Freeway. These elements are technically integrated and interdependent and cannot be implemented individually without substantial staging and cost impacts as well as having the potential of railroad denial of approval and will include the following:

1. Widening of Mission Boulevard (Route 262) to six lanes from Warm Springs Boulevard to I-880.
2. Reconstruction of the Kato on and off-ramps connecting Warm Springs Boulevard to the widened Mission Boulevard.
3. Construct a new replacement railroad underpassing structure to carry Union Pacific Railroad rail traffic.
4. Construct a new railroad underpassing structure to carry BART rail traffic.
5. Construct two new grade separated railroad underpassing structures over the existing Warren Avenue, one underpassing structure for BART and the other for UPRR.
6. Reconstruct the portion of the Warren Avenue that would be affected by the grade separation.
7. Relocation of an existing truck-rail transfer facility located southerly and adjacent to Warren Avenue.
8. Construct and reconstruct all necessary railroad tracks and railroad facilities to provide for continuous railroad and BART operating facilities between Mission Boulevard (Route 262) and Warren Avenue.
9. Relocate and/or remove all existing structures and utilities to accomplish all of the above.

EXHIBIT A (cont.)

Option 2

Option 2 Project proposes to construct the following, at a minimum:

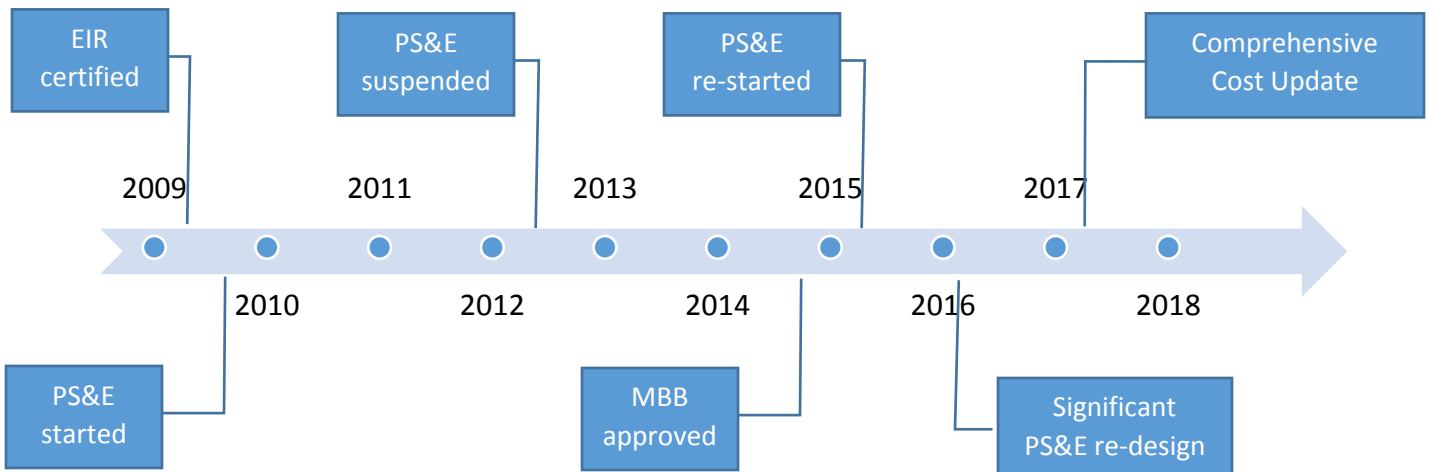
1. Provide one additional lane in each direction on Decoto Road between (approximately) I-880 and Paseo Padre Parkway
2. Provide one additional lane in each direction on Paseo Padre Parkway between Decoto Road and the approximate location of the Historical Parkway Corridor.
3. Provide intersection improvements on Decoto Road and Paseo Padre Parkway as required by the traffic technical studies and the environmental document to be prepared for the Option 2 project.
4. Construct a new 4 lane roadway between Paseo Padre Parkway and Mission Boulevard (Route 238) with median and shoulders width appropriate for this type of facility.
5. Construct grade separated underpassing structures between the new 4-lane roadway and the existing BART and UPRR railroad tracks.
6. Construct all intersection improvements on the new 4-lane roadway between Paseo Padre Parkway and Mission Boulevard, inclusive of new intersections at Paseo Padre Parkway, Alvarado Niles Road and Mission Boulevard. Additional intersection(s) with the new 4-lane roadway may be added during the environmental phase of the project development.
7. Construct appurtenance drainage facilities required for the project.
8. Construct noise barriers where required by the environmental document.
9. Where possible, Option 2 can be constructed in phases. The new 4-lane roadway segment between Alvarado-Niles Road and Mission Boulevard could be considered (and defined as) the initial phase of Option 2 project to move forward into final design and construction.

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East West Connector Project Timeline and Cost Summary

9.2C

- **1958** California Transportation Commission adopted New Route 84
- **1970s, 1980s**, Corridor Right-of-Way Being Reserved
- **1980** California Transportation Commission rescinded the Route Adoption of Route 84
- **1986** Measure B/1986 Transportation Expenditure Plan (TEP) passes
- **1989** Environmental Phase Initiated (Project Approval and Environmental Document - PA/ED)
- **1991** Litigation filed against Project by Citizens for Responsible Neighborhoods
- **1994** Litigation Settled, but Continuing Lack of Consensus Increased Cost
- **2002** Completed Draft Environmental Phase (Final PA/ED - EIR/EIS)
- **2003** Alameda CTC took over as lead implementation agency
- **2004** Alameda CTC developed "Option 2" (Current Project) and received both Cities concurrence
- **2006** Alameda CTC approved 1986 Plan Amend No. 2, EWC project inclusion to 1986 TEP
- **2007** Alameda CTC executed MOU with Union City, Fremont & Caltrans
- **2008** SB 791 was signed into law creating a separate LATIP for SR 84
- **2009** CEQA (State) Final EIR Approved



Project Element	2004	2008	2011	2017
Project Engineering and Support	\$20,840,000	\$36,620,000	\$38,540,000	\$46,809,000
Environmental Mitigation		\$7,010,000	\$7,910,000	\$15,850,000
Right of Way Capital	\$46,070,000	\$23,000,000	\$23,000,000	\$78,230,000
Construction Capital	\$69,480,000	\$125,410,000	\$141,460,000	\$178,971,000
Total Project Cost:	\$136,390,000	\$192,040,000	\$210,910,000	\$319,860,000

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Option A: "Build" Option

Under this option, the Commission is requested to approve a full funding plan concept as detailed below, and approve all necessary subsequent actions to ensure that the funds will be in place to construct the project when it is ready. In addition, Alameda CTC and the Cities of Union City and Fremont would work cooperatively to seek funds and deliver the project.

Funding

- Federal: The project cannot qualify for federal funds until clearance is obtained under the National Environmental Protection Act (NEPA). Obtaining clearance would likely take an additional three years or more based upon the impacts outlined in the approved EIR document. This delay would increase the project cost and there is no assurance that the project would compete well for federal funding.
- State funds: The project can qualify for state funds from some of the funding programs under SB1. It should be noted that many state funding programs are leveraged with federal dollars at an 88/12 ratio match and would require NEPA clearance. Funding programs under the SB1 purview are administered by the California Transportation Commission and could potentially have a federal component. There is no guarantee that state only funding at this magnitude would be available.
- Regional funds: No funding has been identified that could be pursued for the project.
- Local funds: The project is eligible to receive sales tax funding subject to the eligible uses and approval of the Alameda CTC.

Risk Management

- The deliverability of the project is greatly impacted by approval of third-party agreements (particularly BART and Union Pacific Railroad), right-of-way costs, environmental mitigation, and public acceptance. Effectively managing these risk areas will ensure the project can be delivered within the estimated project costs. These risk areas are best managed at the local jurisdictional level. For this reason the implementing agency will need to be transferred to the City of Union City.

Based on the above, a full funding plan concept has been prepared along with conditions to minimize risks for Alameda CTC and increase the deliverability of the project.

Project Cost and Funding Information

- Current Estimated Project cost (March 2017): \$320,000,000
- Current Programmed (Committed) Funds:

1986 Measure B	\$ 88,871,000
Union City	\$ 6,708,000
CMA-TIP	\$ 14,300,000
	<u>\$109,879,000</u>

- Proposed Full Funding Plan Concept (See Table A for full analysis):

TEP 21	Dumbarton Corridor Area Transportation Improvements	\$ 40,000,000
TEP 22	Union City Intermodal *	\$ 75,000,000
TEP 23	Railroad R/W Preservation and Track Improvements**	\$ 32,000,000
TEP 26	Congestion Relief**	\$ 25,000,000
TEP 44	Bike/Pedestrian Grant Program	\$ 10,000,000
TEP 45	Community Development Investment	\$ 9,500,000
	<u>Union City Local Funds/Contributions</u>	<u>\$ 19,400,000</u>
		\$210,900,000

* Named Capital – Plan Amendment required to move funding.

**Estimated \$10 million as an advance for future Local Alternative Transportation Improvement Program (LATIP) funds for the EWC project.

Conditions:

- City of Union City will sponsor and implement the project as contained within the approved environmental document.
- City of Union City will be responsible for all cost overruns.
- City of Union City will not be eligible to receive any future discretionary funding from Measure BB.
- All provisions of Alameda CTC's Project Funding Agreement apply.
- The project will comply with the timely use of funds requirement which will require that the City of Union City deliver the project in accordance with an approved project delivery plan. The delivery plan will ensure that all project segments will begin construction by January 2021, assuming that all additional funds are available for allocation and encumbrance. No construction funding will be authorized until the delivery plan is approved by Alameda CTC. In the event the City cannot meet this requirement, the project will be deemed infeasible, and the provisions of the "No Build" option will apply.
- In the event of project savings or additional funding is secured from regional, state, or federal sources for the project, the order of reduction will be as follow: TEP 21, then TEP 22, then TEP 23.
- If the approved delivery plan results in the need to bond, the City of Union City will bear the cost of bonding and or other advancement of funds.

No programming or allocation action is recommended at this time.

TABLE A: LOCAL FUNDING PROPOSAL ANALYSIS			
CURRENT FUNDING PLAN	Estimated Total Project Cost (March 2017)	\$320,000,000	
	Union City Funds	\$6,708,000	
	ACTA funds	\$88,871,000	
	CMA-TIP	\$14,300,000	
	SUBTOTAL:	\$109,879,000	
FUNDING SHORTFALL	NEEDS:	\$210,121,000	
Proposed TEP Amount			NOTES
TEP 21*	Dumbarton Corridor Area Transportation Improvements	\$40,000,000	<p>TEP language: Dumbarton Corridor Area Transportation Improvement projects will support express bus services in the Dumbarton Corridor connecting southern Alameda County and the Peninsula. The projects will also support transit oriented development and priority development areas, and improve local streets and bicycle and pedestrian infrastructure within the cities of Fremont, Newark and Union City.</p> <p>Analysis: Eligible project based on the TEP-21 Programming Principles adopted by the Alameda CTC Board on October 26, 2017. The project will provide an East-West connection and facilitate transit connections. Amount is within the total authorized for Union City as approved by the Commission.</p>
TEP 22	Union City Intermodal	\$75,000,000	<p>TEP language: This project funds the development of a new intermodal station in Union City to serve BART, Dumbarton Corridor services, Capitol Corridor, ACE and local and regional bus passengers. The project involves construction of a two-sided rail station and bus transit facility, accessible to a 30-acre transit oriented development site. Improvements will be made to pedestrian and bicycle access, BART parking, elevators, fare gates and other passenger amenities.</p> <p>Analysis: Union City Intermodal has \$75,000,000 earmarked in the TEP and is sponsored by the City of Union City. The City may seek approval, through a Plan Amendment, to use these funds for the EWC. The EWC project will provide a second entrance into/out of the Union City Intermodal Station and is vital to the success of the Transit-Oriented Development area.</p>
TEP 23*	RR R/W preservation	\$32,000,000	<p>TEP Language: Funds allocated by this project may be used to maintain and enhance existing railroad corridors for regional rail as well as to preserve the rights of way of rail corridors that could be used for other transportation purposes, such as major trails.</p> <p>Analysis: The project includes \$32 million of railroad-related improvements to construct three railroad grade separations. The proposed amount of \$32 million is 29% of the total TEP amount of \$110 million.</p>
TEP 26*	Congestion Relief, Local Bridge Seismic Safety	\$25,000,000	<p>Analysis: The project is listed as a "such as" project in TEP and meets the objective of this funding program. The entire project cost is eligible for this program. The proposed amount of \$25 million is 3.9% of the total TEP amount of \$639 million.</p>
TEP 44**	Bicycle and Pedestrian Grant Program	\$10,000,000	<p>Analysis: The project includes complete street elements and will construct class 1, 2, and 4 bicycle facilities. The cost of these improvements \$10 million. The proposed amount of \$10 million is 6.4% of the total TEP amount of \$154.8 million.</p>
TEP 45**	Community Development Investments Program	\$9,500,000	<p>Analysis: The project will also provide direct access to the Union City Intermodal (BART) transit oriented development district and meets the objective of the funding program. The project work within a one-mile radius is estimated to be \$175 million would be considered eligible for this program. The proposed amount of \$9.5 million is 3.2% of the total TEP amount of \$300 million.</p>
	Additional Union City Local Match	\$19,400,000	<p>Analysis: The project work to be borne by City's funding is: R/W (\$15.5 M) and environmental mitigation (\$3.9 M). The additional match of \$19.4 M brings City of Union City's total contribution to \$26.2 M. This equates to a 8.1% contribution. 8-11% match is general minimum match requirements from Fed funding sources.</p>
	POTENTIAL FUNDS:	\$210,900,000	<p>Analysis: *Discretionary Capital Projects MBB amount = \$1.2 B.... Proposed amount for EWC is \$97 M from discretionary funds. (8.1%) **Discretionary Programs MBB amount = \$0.9 B Proposed amount for EWC is \$19.5 from discretionary funds. (2.2%) Total: This is 5.55% of total MBB discretionary funds. Union City by population is 4.56%. (Lane Miles is 4.16%; 50%Pop+50%Lane Miles= 4.36%)</p>

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Option B - "No-Build" Option

Under this option, the EWC would not move forward to construction. The remaining Measure B funds, estimated to be \$69 million, would be distributed in accordance with the intent of the MOU provisions, to Union City, Fremont, and Newark.

Funding Assessment:

1986 Measure B Allocated Funds:	\$ 88,871,000
<u>Estimated Sunk Costs:</u>	<u>\$ 19,871,000</u>
Estimated Remaining Funds:	\$ 69,000,000

Fremont \$ 9,338,000 Transportation projects in Fremont

Newark \$ 1,960,000 Transportation projects in Newark

\$46,000,000 Construct Historic Parkway in Union City

\$ 9,000,000 Environmental mitigation costs for Historic Parkway

\$ 2,702,000 Transportation projects in Union City

Union City \$57,702,000

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Option C – “Deferred-Build” Option

Allow the project to move forward but defer the full funding decision until the project's construction bid document is complete and ready for advertisement and meeting the requirements for construction readiness and the project delivery plan as established and approved by the Commission.

The estimated cost required to complete the project plans and secure all necessary permits to allow the project to be advertised and awarded is \$ 56,571,000. This amount is less than the \$ 88,871,000 of 1986 Measure B Allocated Funds.

Conditions:

- City of Union City will sponsor and implement the project as contained within the approved environmental document.
- All provisions of Alameda CTC's Project Funding Agreement apply.
- City of Union City will accept the assignment of all contracts and agreements associated with the development of the project.
- The City of Union City must ensure the project's construction bid document is complete and ready for advertisement and meeting the requirements for construction readiness and the project delivery plan as established and approved by the Commission.
- The project will comply with the timely use of funds requirement which will require that the City of Union City deliver the project in accordance with an approved project delivery plan. The delivery plan will ensure that all project segments will be in a position to advertise by June 2020.

No programming or allocation action is recommended at this time.

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Supplemental Local Funding Analysis

At the March 12, 2018 Programs and Projects Committee meeting, a key concern voiced during public comment centered on whether certain Measure BB categories proposed under the Local Funding Concept for Option A – Build Option (Attachment D) could be used to fund the EWC. The concern was limited to two categories which have been identified and further expanded upon below.

TEP 22 – Union City Intermodal:

TEP language: This project funds the development of a new intermodal station in Union City to serve BART, Dumbarton Corridor services, Capitol Corridor, ACE and local and regional bus passengers. The project involves construction of a two-sided rail station and bus transit facility, accessible to a 30-acre transit oriented development site. Improvements will be made to pedestrian and bicycle access, BART parking, elevators, fare gates and other passenger amenities.

The Union City Intermodal project is a Transit Investment Type project and has \$75 million earmarked in the TEP. The City of Union City is the project sponsor.

Analysis:

The EWC includes many transit supportive features:

- (1) Bus access to the Union City Intermodal Station by way of Decoto. At-grade crossings on Decoto near 7th Street and 12th Street create delays. The EWC will provide a second entrance into and out of the Union City Intermodal Station that has no rail crossing conflicts.
- (2) Promotes transit to transit alternatives by creating alternative bus access to the BART Station via the EWC.
- (3) The Fire Station located near the 7th Street/Decoto Intersection uses Decoto as a primary access to provide service for the BART station and all areas within the general vicinity. The EWC improves access for emergency service by providing an alternative parallel corridor to the south of Decoto Road.
- (4) Within a one-mile radius of the Union City Intermodal Station the EWC project includes new bicycle and pedestrian infrastructure that will have a new access connection to the East entrance. The EWC also completes the circulation network around the Union City BART Station as it closes the loop by extending 11th Street to the EWC and through the EWC to Mission Boulevard.

The estimated cost of the transit supportive features is \$175 million.

The City of Union City believes the EWC is vital to the success of the Transit-Oriented Development area surrounding the Union City Intermodal Station. Although the EWC includes many transit supportive features, it is identified in the TEP as a Street Investment Type project. If the City of Union City decides that it wishes to construct the EWC, a 1986 TEP Union City project, and proposes to utilize any portion of funds from the Union City Intermodal project, a 2014 TEP Union City project, to fully fund the EWC, the approval of a Plan Amendment to the 2014 TEP would be required.

TEP 44 – Bicycle and pedestrian grant program

TEP language: These funds, administered by Alameda CTC, will be available for the purposes of implementing and maintaining regional bicycle and pedestrian facilities and increasing safe bicycling. These funds will be periodically distributed by Alameda CTC for projects and programs that ... Implement major elements of the Alameda County Bicycle Master Plan and Pedestrian Master Plan, Implement bicycle and pedestrian elements of Community Based Transportation Plans... Provide bicycle and pedestrian infrastructure within and connecting to developments in priority development areas...

The total estimated TEP amount is \$154.8 million.

Analysis:

The EWC includes complete street elements and will construct:

Class 1	~0.3 miles
Class 2,	~9.5 miles
Multi-use path	~1.5 miles

Eligible features included in the EWC project:

- (1) Bicycle/Pedestrian infrastructure within and connecting to developments in Union City's Intermodal Station District, an identified Central Business District in Alameda CTC's Bicycle and Pedestrian Plans.
- (2) Paths connect to the Alameda Creek Regional Trail.
- (3) Completes the bike path loop within Union City by constructed the south leg of a Decoto, Mission, EWC, and Paseo Padre (or Alvarado-Niles) loop(s).
- (4) The EWC completes Union City's Master Bike Plan connections by connecting to existing bike path terminations at 11th/Green Street and Alvarado-Niles.

The estimated construction cost of these improvements \$10 million.

Notes:

The local funding concept provided in Attachment D is one potential option to achieve full funding. The proposed amount could vary significantly from \$0 up to the maximum amount of the eligible project cost within the funding category based upon the final construction estimate, other external funds secured for the project, and/or the discretion of the Commission.