

Napa Valley Transportation Authority



Agenda

**Monday, September 13, 2021
10:00 AM**

*******SPECIAL BOARD MEETING*******

Westin Verasa

1314 McKinstry St., Napa CA 94558

NVRTA Board of Directors

*****COVID-19 SPECIAL NOTICE*****

PUBLIC MEETING GUIDELINES FOR PARTICIPATING VIA PHONE/VIDEO CONFERENCING

Consistent with Governor's Executive Orders No. N-25-20 and N-29-20 from the State of California and Napa County's workplace restrictions, the NVRTA Board of Directors meeting will be held virtually. To maximize public safety while still maintaining transparency, members of the public are invited to participate at the noticed meeting time via the methods below, barring technical difficulties:

- 1) To join the meeting via Zoom video conference from your PC, Mac, iPad, iPhone or Android: go to <https://zoom.us/join> and enter meeting ID 997 5007 2830
- 2) To join the Zoom meeting by phone: dial 1-669-900-6833, enter meeting ID: 997 5007 2830 If asked for the participant ID or code, press #.
- 3) Watch live on YouTube: <https://www.youtube.com/channel/UCrpjLcW9uRmA0EE6w-eKZyw?app=desktop>

Public Comments: Members of the public may comment on matters within the subject matter of the Board's jurisdiction that are not on the meeting agenda during the general public comment item at the beginning of the meeting. Comments related to a specific item on the agenda must be reserved until the time the agenda item is considered and the Chair invites public comment. (Members of the public are welcome to address the Board, however, under the Brown Act Board members may not deliberate or take action on items not on the agenda, and generally may only listen.)

Instructions for submitting a Public Comment are on the next page.

Members of the public may submit a public comment in writing by emailing info@nvta.ca.gov by 5:00 p.m. on the day prior to the meeting with PUBLIC COMMENT as the subject line (for comments related to an agenda item, please include the item number). All written comments should be 350 words or less, which corresponds to approximately 3 minutes or less of speaking time. Public comments emailed to info@nvta.ca.gov after 5 p.m. the day before the meeting will be entered into the record but not read out loud. If authors of the written correspondence would like to speak, they are free to do so and should raise their hand and the Chair will call upon them at the appropriate time.

Instructions on how to join a video conference are available at:
<https://support.zoom.us/hc/en-us/articles/201362193-Joining-a-Meeting>

Instructions on how to join a meeting by phone are available at:
<https://support.zoom.us/hc/en-us/articles/201362663-Joining-a-meeting-by-phone>

Note: The methods of observing, listening, or providing public comment to the meeting may be altered due to technical difficulties or the meeting may be cancelled, if needed.

All materials relating to an agenda item for an open session of a regular meeting of the NVTA Board of Directors are posted on the NVTA website 72 hours prior to the meeting at: <https://nctpa.legistar.com/Calendar.aspx> or by emailing info@nvta.ca.gov to request a copy of the agenda.

Materials distributed to the members of the Board present at the meeting will be available for public inspection after the meeting. Availability of materials related to agenda items for public inspection does not include materials which are exempt from public disclosure under Government Code sections 6253.5, 6254, 6254.3, 6254.7, 6254.15, 6254.16, or 6254.22.

Americans with Disabilities Act (ADA): This Agenda shall be made available upon request in alternate formats to persons with a disability. Persons requesting a disability-related modification or accommodation should contact Laura Sanderlin, NVTA Board Secretary, at (707) 259-8633 during regular business hours, at least 48 hours prior to the time of the meeting.

Note: Where times are indicated for agenda items, they are approximate and intended as estimates only, and may be shorter or longer as needed.

Acceso y el Título VI: La NVTA puede proveer asistencia/facilitar la comunicación a las personas discapacitadas y los individuos con conocimiento limitado del inglés quienes quieran dirigirse a la Autoridad. Para solicitar asistencia, por favor llame al número (707) 259-8633. Requerimos que solicite asistencia con tres días hábiles de anticipación para poderle proveer asistencia.

Ang Accessibility at Title VI: Ang NVTA ay nagkakaloob ng mga serbisyo/akomodasyon kung hilingin ang mga ito, ng mga taong may kapansanan at mga indibiduwal na may limitadong kaalaman sa wikang Ingles, na nais na matugunan ang mga bagay-bagay na may kinalaman sa NVTA Board. Para sa mga tulong sa akomodasyon o pagsasalin-wika, mangyari lang tumawag sa (707) 259-8633. Kakailanganin namin ng paunang abiso na tatlong araw na may pasok sa trabaho para matugunan ang inyong kahilingan.

1. Call to Order
2. Pledge of Allegiance
3. Roll Call
4. Adoption of the Agenda
5. Public Comment
6. Chairperson's, Board Members', Metropolitan Transportation Commissioner's, and Association of Bay Area Governments Update
7. Director's Update

Note: Where times are indicated for the agenda items, they are approximate and intended as estimates only and may be shorter or longer as needed.

8. CONSENT AGENDA ITEMS (8.1-8.2)

8.1 Meeting Minutes of August 18, 2021 (Laura Sanderlin) (Pages 7-10)

Recommendation: Board action will approve the August 18, 2021 meeting minutes.

Estimated Time: 10:15 a.m.

Attachments: [Draft Minutes](#)

8.2 Resolution No. 21-23 Extending the Metropolitan Transportation Commission (MTC) Clipper START Means-Based Transit Fare Pilot Program (Antonio Onorato) (Pages 11-16)

Recommendation: Board action will approve Resolution No. 21-23 extending NVTA's participation in the Clipper START Means-Based Transit Fare Pilot Program by 18 months.

Estimated Time: 10:15 a.m.

Attachments: [Staff Report](#)

9. REGULAR AGENDA ITEMS

9.1 Modifications of Transit Operations Services Agreement No. 21-12 with Transdev Services Inc. (Antonio Onorato) (Pages 17-21)

Recommendation: That the Napa Valley Transportation Authority (NVTB) Board approve modification to the Transit Operations Services Agreement No. 21-12 Section 3, to revise the addition or deletion of service hours from 20% to 15% without the need for a contract amendment.

Estimated Time: 10:30 a.m.

Attachments: [Staff Report](#)

10. FUTURE AGENDA ITEMS

11. ADJOURNMENT

11.1 Approval of Next Regular Meeting Date of October 20, 2021 and Adjournment

I hereby certify that the agenda for the above stated meeting was posted at a location freely accessible to members of the public at the NVTB Offices, 625 Burnell Street, Napa, CA and at the Westin Verasa, 1314 McKinstry Street, Napa Ca by 5:00 p.m. by Thursday, September 9, 2021.

Laura Sanderlin (e-sign)
Laura M. Sanderlin, NVTB Board Secretary

Glossary of Acronyms

AB 32	Global Warming Solutions Act	GGRF	Greenhouse Gas Reduction Fund
ABAG	Association of Bay Area Governments	GTFS	General Transit Feed Specification
ADA	American with Disabilities Act	HBP	Highway Bridge Program
ATAC	Active Transportation Advisory Committee	HBRR	Highway Bridge Replacement and Rehabilitation Program
ATP	Active Transportation Program	HIP	Housing Incentive Program
BAAQMD	Bay Area Air Quality Management District	HOT	High Occupancy Toll
BART	Bay Area Rapid Transit District	HOV	High Occupancy Vehicle
BATA	Bay Area Toll Authority	HR3	High Risk Rural Roads
BRT	Bus Rapid Transit	HSIP	Highway Safety Improvement Program
BUILD	Better Utilizing Investments to Leverage Development	HTF	Highway Trust Fund
CAC	Citizen Advisory Committee	HUTA	Highway Users Tax Account
CAP	Climate Action Plan	IFB	Invitation for Bid
Caltrans	California Department of Transportation	ITIP	State Interregional Transportation Improvement Program
CASA	Committee to House the Bay Area	ITOC	Independent Taxpayer Oversight Committee
CEQA	California Environmental Quality Act	IS/MND	Initial Study/Mitigated Negative Declaration
CIP	Capital Investment Program	JARC	Job Access and Reverse Commute
CMA	Congestion Management Agency	LCTOP	Low Carbon Transit Operations Program
CMAQ	Congestion Mitigation and Air Quality Improvement Program	LIFT	Low-Income Flexible Transportation
CMP	Congestion Management Program	LOS	Level of Service
CalSTA	California State Transportation Agency	LS&R	Local Streets & Roads
CTP	Countywide Transportation Plan	MaaS	Mobility as a Service
COC	Communities of Concern	MAP 21	Moving Ahead for Progress in the 21 st Century Act
CTC	California Transportation Commission	MPO	Metropolitan Planning Organization
DAA	Design Alternative Analyst	MTC	Metropolitan Transportation Commission
DBB	Design-Bid-Build	MTS	Metropolitan Transportation System
DBF	Design-Build-Finance	ND	Negative Declaration
DBFOM	Design-Build-Finance-Operate-Maintain	NEPA	National Environmental Policy Act
DED	Draft Environmental Document	NOAH	Natural Occurring Affordable Housing
EIR	Environmental Impact Report	NOC	Notice of Completion
EJ	Environmental Justice	NOD	Notice of Determination
FAS	Federal Aid Secondary	NOP	Notice of Preparation
FAST	Fixing America's Surface Transportation Act	NVTA	Napa Valley Transportation Authority
FHWA	Federal Highway Administration	NVTA-TA	Napa Valley Transportation Authority-Tax Agency
FTA	Federal Transit Administration	OBAG	One Bay Area Grant
FY	Fiscal Year	PA&ED	Project Approval Environmental Document
GHG	Greenhouse Gas		

Glossary of Acronyms

P3 or PPP	Public-Private Partnership	SOV	Single-Occupant Vehicle
PCC	Paratransit Coordination Council	STA	State Transit Assistance
PCI	Pavement Condition Index	STIC	Small Transit Intensive Cities
PCA	Priority Conservation Area	STIP	State Transportation Improvement Program
PDA	Priority Development Areas	STP	Surface Transportation Program
PIR	Project Initiation Report	TAC	Technical Advisory Committee
PMS	Pavement Management System	TCM	Transportation Control Measure
Prop. 42	Statewide Initiative that requires a portion of gasoline sales tax revenues be designated to transportation purposes	TCRP	Traffic Congestion Relief Program
PSE	Plans, Specifications and Estimates	TDA	Transportation Development Act
PSR	Project Study Report	TDM	Transportation Demand Management Transportation Demand Model
PTA	Public Transportation Account	TE	Transportation Enhancement
RACC	Regional Agency Coordinating Committee	TEA	Transportation Enhancement Activities
RFP	Request for Proposal	TEA 21	Transportation Equity Act for the 21 st Century
RFQ	Request for Qualifications	TFCA	Transportation Fund for Clean Air
RHNA	Regional Housing Needs Allocation	TIGER	Transportation Investments Generation Economic Recovery
RM2	Regional Measure 2 (Bridge Toll)	TIP	Transportation Improvement Program
RM3	Regional Measure 3	TIRCP	Transit and Intercity Rail Capital Program
RMRP	Road Maintenance and Rehabilitation Program	TLC	Transportation for Livable Communities
ROW	Right of Way	TLU	Transportation and Land Use
RTEP	Regional Transit Expansion Program	TMP	Traffic Management Plan
RTIP	Regional Transportation Improvement Program	TMS	Transportation Management System
RTP	Regional Transportation Plan	TNC	Transportation Network Companies
SAFE	Service Authority for Freeways and Expressways	TOAH	Transit Oriented Affordable Housing
SAFETEA-LU	Safe, Accountable, Flexible, and Efficient Transportation Equity Act-A Legacy for Users	TOD	Transit-Oriented Development
SB 375	Sustainable Communities and Climate Protection Act 2008	TOS	Transportation Operations Systems
SB 1	The Road Repair and Accountability Act of 2017	TPA	Transit Priority Area
SCS	Sustainable Community Strategy	TPI	Transit Performance Initiative
SHA	State Highway Account	TPP	Transit Priority Project Areas
SHOPP	State Highway Operation and Protection Program	VHD	Vehicle Hours of Delay
SNTDM	Solano Napa Travel Demand Model	VMT	Vehicle Miles Traveled
SR	State Route		
SRTS	Safe Routes to School		

Napa Valley Transportation Authority

625 Burnell Street
Napa, CA 94559

Meeting Minutes NVTB Board of Directors

Wednesday, August 18, 2021

1:00 PM

JoAnn Busenbark Board Room

Special Meeting

1. Call to Order

Vice Chair Alessio called the meeting to order at 1:03pm.

2. Pledge of Allegiance

Vice Chair Alessio recited the Pledge of Allegiance.

3. Roll Call

Leon Garcia
Alfredo Pedroza
Paul Dohring
Mark Joseph
John F. Dunbar
Kerri Dorman
Belia Ramos
Geoff Ellsworth
Liz Alessio
Gary Kraus
Scott Sedgley

Absent:

Chris Canning
Doug Weir

4. Adoption of the Agenda

Motion MOVED by GARCIA, SECONDED by ALESSIO to approve adopting of the agenda. Motion carried by the following vote:

Aye: 23 - Garcia, Pedroza, Dohring, Joseph, Dunbar, Dorman, Ramos, Ellsworth, Alessio, Kraus, and Sedgley

Absent: 1 - Canning, and Weir

5. Public Comment

None

6. Chairperson's, Board Members', Metropolitan Transportation Commissioner's, and Association of Bay Area Governments Update

No ABAG update to report

MTC Update

Chair Pedroza provided an update on recent MTC activities.

7. Director's Update

Director Miller reported:

- Progress on Soscol Junction
- Outcome of Maintenance Facility pre-bid meeting
- Update on Vine Trail project
- Funding for Electric Vehicle charging stations
- Napa Forward program public meeting scheduled for September 22, 2021
- NVTA-TA Board Retreat scheduled for September 13, 2021
- Introduction of Kelly Hirschberg's replacement, Ricky Gao, of Caltrans

8. CONSENT AGENDA ITEMS (8.1 - 8.2)

Motion MOVED by JOSEPH, SECONDED by KRAUS to APPROVE Consent Items 8.1-8.2 with Director DUNBAR ABSTAINING from Item 8.1. Motion carried by the following vote:

Aye: 23 - Garcia, Pedroza, Dohring, Joseph, Dunbar, Dorman, Ramos, Ellsworth, Alessio, Kraus, and Sedgley

Absent: 1 - Canning, and Weir

8.1 Meeting Minutes of July 7, 2021 (Laura Sanderlin) (Pages 11-13)

Attachments: [Draft minutes](#)

8.2 Active Transportation Advisory Committee (ATAC) Member Appointments (Diana Meehan) (Pages 11-19)

Attachments: [Staff Report](#)

9. REGULAR AGENDA ITEMS

9.1 State Route 29 (SR 29)/Imola Avenue Park and Ride - Award of Construction (Alberto Esqueda) (Pages 20-36)

Attachments: [Staff Report](#)

Director Dorman inquired about project cost, budget and construction timeline.

Motion MOVED by KRAUS, SECONDED by DUNBAR to APPROVE Item 9.1 authorizing the Executive Director to enter into and make minor modifications to Construction Agreement No. 21-19. Motion carried by the following vote:

Aye: 23 - Garcia, Pedroza, Dohring, Joseph, Dunbar, Dorman, Ramos, Ellsworth, Alessio, Kraus, and Sedgley

Absent: 1 - Canning, and Weir

9.2 Construction Manager, Biologist and Archeologist and Material Testing Services (Sanjay Mishra) (Pages 37-82)

Attachments: [Staff Report](#)

Motion MOVED by DUNBAR, SECONDED by ALESSIO to APPROVE Item 9.2 authorizing the Executive Director to enter into and make minor modifications to Agreement numbers 21-20, 21-21 and 21-22. Motion carried by the following vote:

Aye: 23 - Garcia, Pedroza, Dohring, Joseph, Dunbar, Dorman, Ramos, Ellsworth, Alessio, Kraus, and Sedgley

Absent: 1 - Canning, and Weir

9.3 Generator for the Soscol Gateway Transit Center (Rebecca Schenck) (Pages 83-99)

Attachments: [Staff Report](#)

Board discussed alternative options at length and explored other solutions.

Public comment made by Napa resident, Justin Hole and Citizen Advisory Committee Chair, Michael Baldini in support of staff recommendation.

The Board directed staff to evaluate clean fuel alternatives and leasing options for the Soscol Gateway Transit Center generator and report back to the board with staff findings.

Aye: 23 - Garcia, Pedroza, Dohring, Joseph, Dunbar, Dorman, Ramos, Ellsworth, Alessio, Kraus, and Sedgley

Absent: 1 - Canning, and Weir

9.4 Vine Transit Update (Rebecca Schenck) (Pages 100-106)

Attachments: [Staff Report](#)

Information Only/No Action Taken

Public comment made by Napa resident, Justin Hole.

10. FUTURE AGENDA ITEMS

11. CLOSED SESSION

11.1 PUBLIC EMPLOYEE PERFORMANCE EVALUATION (Government Code Section 54957(B)(1))

Title: Executive Director

This Closed Session was no reportable action.

12. ADJOURNMENT

- 12.1** Approval of Next Regular Meeting, Rescheduled to the Date of Monday, September 13, 2021 and Adjournment.

Chair Pedroza adjourned the meeting at 2:46pm.

Laura M. Sanderlin, NVTA Board Secretary



NAPA VALLEY TRANSPORTATION AUTHORITY COVER MEMO

SUBJECT

Resolution Extending the Metropolitan Transportation Commission's (MTC) Clipper® START Means-Based Transit Fare Pilot Program.

STAFF RECOMMENDATION

That the NVTA Board approve Resolution 21-23 extending the Clipper® START Pilot by 18 months until at least June 2023.

EXECUTIVE SUMMARY

At its meeting on October 20, 2020, the NVTA Board approved participating in MTC's Clipper START pilot program and authorized the executive director to approve up to \$80,000 annually for NVTA's participation. The Clipper program is a fare media card used by all Bay Area transit operators, including NVTA's Vine Transit. MTC introduced the Clipper START pilot program to subsidize transit fares for low income adults. Due to the COVID-19 pandemic and subsequent stay-at-home orders, participation in Clipper START has been lower than expected. The extension to at least June 2023 will provide additional time for new enrollees to join the program.

FISCAL IMPACT

Unknown. Staff initially estimated approximately \$40,000 annually for the first year and up to roughly \$80,000 in future years. However, due to the slow roll-out of the program, the costs may be less than expected. So far, it's been roughly 50 uses a month. NVTA has not yet been billed for its contribution.



NAPA VALLEY TRANSPORTATION AUTHORITY

Board Agenda Memo

TO: NVRTA Board of Directors

FROM: Kate Miller, Executive Director

REPORT BY: Antonio Onorato, Director of Administration, Finance and Policy
(707) 259-8779 / Email: aonorato@nvta.ca.gov

SUBJECT: Resolution No. 21-23 Extending the Metropolitan Transportation Commission's (MTC) Clipper START Means-Based Transit Fare Pilot Program

RECOMMENDATION

That the NVRTA Board approve Resolution 21-23 (Attachment 1) extending the Clipper® START Pilot program by 18 months until June 2023.

COMMITTEE RECOMMENDATION

None

BACKGROUND

In May 2018, the Metropolitan Transportation Commission (MTC) adopted Resolution No. 4320, establishing the framework for the Regional Means-Based Transit Fare Pilot Program, branded as Clipper® START. The 18-month long pilot program sought to increase access to opportunity and improve transportation affordability for low income adult transit passengers. The pilot program offers a 20 or 50 percent discount fares for eligible adults whose income is less than 200 percent of the federal poverty level. The pilot began in mid-July 2020 with four operators, and between November 2020 - January 2021, 17 additional operators including NVRTA joined the program. The 18-month long pilot program is set to expire in mid-January 2022.

The pilot's original framework calls for a 12-month evaluation of the program to assess the project's design, implementation, and impact on improving affordability, mobility, and access to opportunity. In September 2021, MTC staff was scheduled to bring forward recommendations to MTC's Programming & Allocations Committee. These recommendations would inform the next stage of Clipper® START, the program's future, policy, and program design. However, given the low ridership related to the pandemic,

the addition of the 17 agencies mid-year, and limited data available to make a recommendation on program changes, MTC extended the pilot period for an additional 18 months under the current framework.

The extension would:

- Allow time for new enrollees to join the program under a “back to transit” scenario;
- Better align with the timeline of the FasTrak® START pilot for the purposes of decision-making around eligibility requirements and proof of eligibility documentation;
- Coincide with the timing and rollout of the next-generation Clipper® system, scheduled in 2023, which increases the policy and design options for implementing program changes;
- Align with the state fiscal year, which is preferred by the transit agencies for budgeting purposes, and;
- Allow for additional agencies to be fully considered under the evaluation.

Funding for subsidies remains available and MTC staff estimates there are sufficient funds for an 18-month extension for subsidies and program administration costs.

ALTERNATIVES

The board could deny staff’s recommendation to approve Resolution 21-23 and the agency would no longer participate in the Clipper START program or receive any subsidies for providing reduced fares to low income adults.

STRATEGIC GOALS MET BY THIS PROPOSAL

Goal 1: Serve the transportation needs of the entire community regardless of age, income, and ability.

Goal 5: Minimize the energy and other resources required to move people and goods.

Almost 80% of NVTA riders are low income. Subsidizing fare costs would support Goal 1 by providing additional assistance. The program could also incentivize additional low income residents to ride transit in lieu of driving which would meet Goal 5.

ATTACHMENT

(1) Resolution No. 21-23

RESOLUTION No. 21-23

**A RESOLUTION OF THE
NAPA VALLEY TRANSPORTATION AUTHORITY (NVTB)
AUTHORIZING SUPPORT TO EXTEND THE
METROPOLITAN TRANSPORTATION COMMISSION'S (MTC)
CLIPPER START MEANS-BASED TRANSIT FARE PILOT PROGRAM**

WHEREAS, the Metropolitan Transportation Commission (MTC) is the regional transportation planning agency for the San Francisco Bay Area pursuant to Government Code Section 66500 et seq.; and

WHEREAS, transit affordability has been highlighted as a regional issue in MTC's Coordinated Plan, Plan Bay Area and other plans; and

WHEREAS, MTC has established the regional framework for the Regional Means-Based Transit Fare Pilot Program to improve transit affordability and access to opportunity for eligible low-income residents; and

WHEREAS, MTC has adopted a regional framework for the program, with participating operators, funding guidelines, and program conditions, pursuant to MTC Resolution No. 4320, Revised, to guide implementation of the Clipper START Pilot Program for the 18-month period spanning Fiscal Year 2020-21 and Fiscal Year 2021-22; and

WHEREAS, MTC used the process and criteria set forth in f Resolution No. 4439 to program funds appropriated in the Coronavirus Aid, Relief, and Economic Security (CARES) Act for the expansion of Clipper START Pilot to operators (Cohort 2) beyond the four (Cohort 1) operators as established in Resolution No. 4420; and

WHEREAS, NVTB has followed its Board-adopted fare policies and processes to be in compliance with Title VI analysis prior to implementing the Means-Based Fare Program; and

WHEREAS, NVTB recommends that its Board of Directors authorize a resolution of support for NVTB to participate in the Regional Means-Based Fare Program (Clipper START), to be funded in part under the Regional Means-Based Fare Program; and

WHEREAS, NVTB agrees to meet project delivery and obligation deadlines, comply with funding conditions placed on the receipt of funds allocated to the Regional Means-Based Fare Program (Clipper START), and satisfy all other conditions set forth in MTC Resolution No. 4320, Revised, and MTC Resolution No. 4439, and

WHEREAS, NVTB certifies that the project(s) and purpose(s) for which funds are being requested is in compliance with the requirements of the California Environmental

Quality Act (Public Resources Code Section 21000 et seq.), and with the State Environmental Impact Report Guidelines (14 California Code of Regulations Section 1500 et seq.) and if relevant the National Environmental Policy Act (NEPA), 42 USC Section 4-1 et seq. and the applicable regulations thereunder; and

WHEREAS, there is no legal impediment to NVTA making the funding request; and

WHEREAS, there is no pending or threatened litigation which might in any way adversely affect the ability of NVTA to deliver the proposed project(s) for which funds are being requested; and

WHEREAS, MTC will reimburse participating operators based on Clipper START ridership actual trips taken and MTC will take programming action to establish the maximum amount for each participating operator; now, therefore, be it

NOW THEREFORE, BE IT RESOLVED, that NVTA requests that MTC program funds available under its Clipper START Pilot Program, in the amounts requested for which NVTA is eligible, described in Attachment A of this Resolution; and

BE IT FURTHER RESOLVED, that staff of NVTA shall forward a copy of this Resolution, and such other information as may be required, to MTC, and such other agencies as may be appropriate.

BE IT FURTHER RESOLVED, that NVTA shall extend the program to June 2023 or longer if an additional extension is warranted by the actions of the Metropolitan Transportation Commission.

THE FOREGOING RESOLUTION WAS DULY AND REGULARLY ADOPTED by the Board of Directors of the Napa Valley Transportation Authority, at a regular meeting held on September 18, 2021, by the following vote:

Alfredo Pedroza NVTA Chair

Ayes:

Nays:

Absent:

ATTEST:

Laura Sanderlin, NVTB Board Secretary

APPROVED:

DeeAnne Gillick, NVTB Legal Counsel



NAPA VALLEY TRANSPORTATION AUTHORITY

COVER MEMO

SUBJECT

Modification of Transit Operations Services Agreement No. 21-12 with Transdev Services Inc.

STAFF RECOMMENDATION

That the NVRTA Board approve a modification to the Transit Operations Services Agreement No. 21-12 Section 3, to revise the addition or deletion of service hours from 20% to 15% without the need for a contract amendment.

EXECUTIVE SUMMARY

Since the July 21st, 2021 Board of Director's meeting tentatively approving the Transit Operations Services Agreement No. 21-12, NVRTA has been in discussions with Transdev on the draft agreement. All, but one of the comments are deemed minor changes and therefore within the Executive Director's authorization. Transdev has requested that NVRTA modify the 20% provision to 15% in Section 3 of the Agreement which guides the adjustments to service hours not requiring an amendment to the contract. The modification is considered a significant change to the contract which requires Board approval. It should be noted that the service hours proposed in the new agreement are already roughly 20% lower than the existing agreement.

FISCAL IMPACT

A potential impact of up to \$2,738,014 through the seven year contract period or roughly 3% of the contract value of \$81.4 million.



NAPA VALLEY TRANSPORTATION AUTHORITY

Board Agenda Memo

TO: NVTA Board of Directors

FROM: Kate Miller, Executive Director

REPORT BY: Antonio Onorato, Director of Administration, Finance and Policy
(707) 259-8779 / Email: aaonorato@nvta.ca.gov

SUBJECT: Modification of Transit Operations Services Agreement No. 21-12 with Transdev Services Inc.

RECOMMENDATION

That the NVTA Board approve a modification to the Transit Operations Services Agreement No. 21-12 Section 3, to revise the addition or deletion of service hours from 20% to 15% without the need for a contract amendment.

COMMITTEE RECOMMENDATION

None

BACKGROUND

At its July 21, 2012 meeting, the Board of Director's approved a new contract with Transdev Services Inc. for transit operations and maintenance services with a base term of five years, from January 1, 2022 through December 30, 2026, and two one-year options which could extend the contract to June 30, 2028. The Board also authorized the Executive Director to make minor modifications to and execute the agreement once all parties have provided their respective comments and approvals.

The contract, as currently drafted, allows for the adjustment of service hours of plus or minus 20%. Transdev Services has asked NVTA to revise this provision from 20% to 15% and has requested the same change in new contracts to other clients. It should be noted that the service hours in the new agreement is already 20% lower than the hours in the existing agreement.

The effects of the pandemic was nearly catastrophic to public transit for both NVTA and Transdev. In March 2020, NVTA invoked its right under the contract terms to reduce service hours by 18% due to the precipitous drop off in passengers. During the first and subsequent lockdowns when travel was restricted and many business were closed, only essential workers used public transit during this time. Transdev Services in Napa took a major hit to its revenues and furloughed several drivers. This left Transdev in a very precarious position reducing its bottom line by \$1 million per year for the last two years of the contract period.

Transdev has requested this modification to ensure better predictability of its finances during the new contract period. Although it's highly unlikely another calamity would involve a steep drop in service hours, both NVTA and Transdev are making plans to ensure the viability and continuity of the transit system if another disaster were to occur. As such, staff is supportive of the request and understands the reasoning behind it. This change would not prohibit a 20% decrease or increase in service hours, it just means that such a change would need a contract amendment.

The 5% difference- changing the provision to 15% from 20% is a significant change to the contract and must be considered by the Board of Directors. Table 1 below illustrates the potential cost impact.

While the impact could be \$2.73 million as outline above, the reality is that the number of service hours in 2022 (year 1) is already significantly below the contracted service hours under the prior Transdev Agreement 2016-12. In the 2016 agreement, the service hours for FY 20/21 were 133,500 and in 2022 under this new contract, the service hours are significantly lower at 112,630. At no point during the five year agreement or the two option year are the service hours go as high as FY20/21.

Given the low number of service hours in the new agreement 21-12, NVTA would still be able to cut service to mirror FY 20-21 when NVTA operated 98,666 service hours because 15% reduction on 112,630 hours is 95,736. On the other end, if NVTA wanted to increase service to pre-pandemic levels in 2023, that would also be within the 15% threshold. Therefore, with the proposed 15% threshold, NVTA could still operate a limited service and increase its service without a contract amendment.

Table 1: Potential Financial Impact

	Year 1 2022	Year 2 2023	Year 3 2024	Year 4 2025	Year 5 2026	Year 6 2027 Option Yr 1	Year 7 2028 Option Yr 2	Total
<i>Service Hours</i>	112,630	125,130	125,130	125,130	125,130	125,130	125,130	863,410
Contract Amount	\$9,833,079	\$10,855,445	\$11,372,268	\$11,748,911	\$12,093,813	\$12,541,715	\$12,910,061	\$81,355,292
Cost per Service Hour*	\$58.19	\$58.49	\$61.35	\$63.42	\$65.03	\$67.69	\$69.27	
20% Adjustment in Service Hours	22,526	25,026	25,026	25,026	25,026	25,026	25,026	172,682
15% Adjustment	16,895	18,770	18,770	18,770	18,770	18,770	18,770	129,512
5% Difference	5,632	6,257	6,257	6,257	6,257	6,257	6,257	43,171
Financial Impact of 5% Difference	\$327,697	\$365,943	\$383,836	\$396,787	\$406,860	\$423,502	\$433,388	\$2,738,014

*Cost per fixed route service hours.

STRATEGIC GOALS MET BY THIS PROPOSAL

Goal 3: Use taxpayer dollars efficiently.

The modification to the contract will provide financial predictability and operational continuity assurances to both Transdev and NVTa throughout the contract period.

ATTACHMENT

None