



SMART REAL ESTATE AND PROJECT DEVELOPMENT COMMITTEE AGENDA

June 2, 2010

10:00 a.m.

SMART Project Office
490 Mendocino Avenue, Suite 103
Santa Rosa, CA 95401

1. Call to Order
2. Approval of April 7, 2010, Minutes
3. Comments from the Public on Non-Agenda Items
4. Update on On-Going Real Estate Issues – Rob Krantz
5. Discussion of SMART Corridor Maintenance RFQ/SOQ Process & Approve Recommendation of Selected of Contractors to the Board – Rob Krantz
6. Committee Direction on North Santa Rosa Station Location – John Nemeth
7. Next Meeting Date: July 7, 2010, 10:00 a.m., San Rafael City Council Chambers
8. Adjourn

DISABLED ACCOMMODATION: if you have a disability that requires the agenda materials to be in an alternate format or that requires an interpreter or other person to assist you while attending this meeting, please contact SMART at least 72 hours prior to the meeting to ensure arrangements for accommodation.

DOCUMENTS: Documents distributed by SMART for its monthly Board meeting or committee meetings, and which are not otherwise privileged, may be inspected at SMART's office located at 750 Lindero Street, Suite 200, San Rafael, CA 94901 during regular business hours.

COMMITTEE OF THE WHOLE: This Committee may be attended by Board Members who do not serve on this Committee. In the event that a quorum of the entire Board is present, this Committee shall act as a Committee of the Whole. In either case, any item acted upon by the Committee or the Committee of the Whole will require consideration and action by the full Board of Directors as a prerequisite to its legal enactment.



**REAL ESTATE and PROJECT DEVELOPMENT COMMITTEE
MINUTES
April 7, 2010
490 Mendocino Avenue, Suite 102
Santa Rosa, CA 95401**

I. Call to Order

The SMART Real Estate and Project Development Committee was called to order by Chair Debora Fudge. Committee members present were:

Debora Fudge
Madeline Kellner
Charles McGlashan
Carol Russell

II. Approval of March 3, 2010, Minutes

It was moved by Director Kellner and seconded by Director Russell to approve the minutes. All were in favor and the motion passed unanimously.

III. Comments from the Public

Steve Birdlebough introduced Julia Donaho, who presented the American Institute of Architecture's recent Urban Design Charette & Competition held in November. Four awards were given to teams offering their vision for northwestern Santa Rosa station area designs.

IV. Update on Ongoing Real Estate Issues

Rob Krantz reported the Santa Rosa Project Office opened on March 15. The ongoing corridor cleanup and maintenance this month included cleanup of graffiti at the Petaluma trestle area, cleanup of Petaluma station grounds property, and SMART is pursuing fencing at Jacoby Street. SMART is working on a Request for Qualifications (RFQ) for corridor-wide annual cleanup and maintenance. The Real Estate Acquisition Management Plan (RAMP) is on SMART's website under the Right-of-Way tab.

SMART is pursuing appraisals on the Todd Road maintenance facility site and the Cotati and Corona Road station sites. Progress is being made on Phase I environmental reports and moving forward with Phase II environmental assessment. Regarding Cal Park and Puerto Suelo Tunnels, SMART staff will be initiating conversations with emergency responders, particularly the Fire Departments, as design of the tunnel progresses. SMART's project office will host an open house April 21 after the Board of Directors' Meeting.

Committee Discussion: Director McGlashan requested that SMART review the County of Marin Integrated Pest Management Plan. Rob Krantz reported that SMART has researched the weed abatement practices of the

County of Marin, Union Pacific and other transportation agencies and will set up a meeting with Directors McGlashan and Mackenzie to review.

V. Approve Exercise of Option to Transfer ownership of Hamilton Station Site from City of Novato to SMART: Rob Krantz discussed the Option to transfer ownership of the Hamilton Station site property from the City of Novato to SMART.

SMART is requesting approval from the Committee to exercise SMART's Transfer Option by making written demand upon the City of Novato to transfer the Hamilton station site to SMART at no cost pursuant to Section 3(a) of the Cooperative Agreement between the City and the Golden Gate Bridge Highway and Transportation District (SMART's predecessor in interest). SMART needs to obtain the Hamilton property in order to move forward with station implementation at this location in Novato. SMART wishes to work with the City to start the property acquisition process. Mr. Krantz reviewed the history of the Transfer Option of the Hamilton property to SMART.

Committee Discussion: Director Kellner asked if the transfer timing could preclude the City of Novato from pursuing the MTC planning grants. John Nemeth answered he did not think that would preclude the City from going after the planning grant. Director Kellner has spoken with the City Manager and City Attorney and they know of SMART's intention to request the transfer of ownership.

IT WAS MOVED by Director Kellner and seconded by Director Fudge to approve SMART exercising the option to transfer ownership of Hamilton Station site from City of Novato to SMART. This will likely be a consent item on the SMART Board Agenda at its next meeting.

VI. Station Design Update: Larkspur, Civic Center, San Rafael Station, Santa Rosa Guerneville Site: John Nemeth presented an update on the status of the above four station designs.

Larkspur: It was recommended that SMART keep the current station platform location in Larkspur as per the Environmental Impact Report (EIR). The advantages of the current platform location are: a slightly shorter walking distance to the Larkspur Ferry; existing public easement connecting to the public street; existing nearby bus/shuttle turnout; allows for tail tracks behind the station for train storage and allows for possible parking opportunity on the Right of Way.

Public Comment: Willard Richards asked about building a multi-story parking facility at the ferry terminal. Director McGlashan stated the most likely parking location will be a structure built by the Golden Gate Transit District near the existing parking area near Wood Island because of the water table; however, that concept is on hold at the present time.

San Rafael Station: Four San Rafael Station site design concepts were reviewed. SMART is working with Golden Gate Transit's preferences in mind. The preferred concepts use a single center platform to provide more room and minimize SMART's impact in downtown San Rafael.

Committee Discussion: Director McGlashan approved of the single platform concept in San Rafael as it provides more space away from Whistlestop and is the least disruptive solution for the Bettini Transportation Center. Director Kellner asked about the station area planning grants at San Rafael and the Transit-Oriented Development (TOD), senior housing, etc. John Nemeth reported the City is in the early stages of putting together an RFQ. SMART's advance of the station design will clear up some of the issues for operational analysis. Director Russell voiced her appreciation of the design and the consideration for preserving the buildings in that area. Director Fudge appreciated the detailed design planning and preferred the single platform design as well.

Public Comment: Steve Birdlebough asked about the ADA ramps for center platforms. SMART is reviewing center ramps versus two outside ramps in an effort to avoid having a narrow landing for ADA access. Allen Tacy commented that a longer platform would allow for a four-car train instead of three. Willard Richards commented on having lower platforms.

Civic Center Station: The County of Marin has potential plans for a permanent Farmers' Market that may affect the location for SMART's station site parking. The County has suggested alternative parking for SMART that SMART is reviewing. Considerations are: traffic, security and convenience, accessibility, additional cost of acquisition/demolition, and distance from the Civic Center as a key destination rail station. John Nemeth reviewed the section diagrams.

Committee Discussion: Director Fudge requested staff to find out if there is a lease opportunity for parking near Hwy 101 close to the undercrossing. Director McGlashan spoke to the traffic impacts at Merrydale and the potential of diverting traffic to the west side of Hwy 101 as a long term vision of Merrydale extension. Director Kellner commented on the San Pedro exit to the Civic Center as an awkward and dangerous section. J. Nemeth stated changing that section would be part of a long-term vision by the City.

Public Comment: Allen Tacy asked if a platform was built northeast of the Civic Center would the trail go onto McGinnis, and if it did, would it connect back to the west side? J. Nemeth explained there is a boardwalk ½ mile west that spans across to the east side of the track.

North Santa Rosa Station: At the January Real Estate Committee meeting, staff was directed to pursue the development of a site plan for the Guerneville Road station alternative. SMART's formal agreement with Coddling Enterprises will pay for design of the platform, parking and circulation issues. John Nemeth reviewed the architectural rendering. The site is feasible allowing for approximately 347-372 parking spaces with single or double tracking.

Committee Discussion: Directors Russell and Fudge requested SMART to review the station alternative with Sonoma County. At this time, SMART is reviewing the site for dimensions, verifying track alignment, completing circulation analysis, reviewing with Santa Rosa City bus and Sonoma County transit before going to the County. There was a question about a future parking structure. J. Nemeth indicated there are short-term and long-term concepts for a small structure in conjunction with making a more public street over time. Director Russell asked how SMART got to the 300 plus parking spaces that could be made currently available. It was shown on the diagram the potential for that much parking.

Public Comment: Julia Donaho commented that it makes sense for the SMART Board to talk to the owners of the mall about sharing parking and developing agreements rather than building new parking around the station. Director Fudge stated that SMART has had discussions with Coddling Enterprises about using existing parking at the mall.

Committee Discussion: Allen Tacy asked what the ridership impact to SMART is for these alternatives. Director Fudge responded detailed information has been shown in past Real Estate Committee meetings showing more housing, employment and seniors close to the Guerneville site. The EIR outlines a potential bike/ped crossing over to the Wye offices, however, that is not currently a part of SMART's program. Grade crossings at Guerneville & College are far away from the office cluster west of the Wye site. Further review of the North Santa Rosa Station site will be made available at the next Real Estate Committee Meeting.

VII. Next Meeting Date: May 5, 2010.

VIII. Adjournment: The meeting was adjourned at 11:45 a.m.



MEMORANDUM

DATE: June 2, 2010
TO: SMART Real Estate Committee
FROM: Rob Krantz, Real Estate Property Manager
RE: Agenda Item 5

Staff Report: Corridor Maintenance RFQ/SOQ Process – Selection of Contractors

Background

The SMART Corridor spans over 70 miles, inclusive of the railroad right of way, yard areas and station grounds properties. Maintenance of SMART's properties is an instrumental component of what SMART handles from a real estate standpoint. SMART has relied in the past on outside contractors to handle maintenance matters as they arise, but there has never been a group of available contractors on call for such work. An approach was developed to use contractors through on-call services contracts, such that they would provide available capacity to SMART for the needed services in each of five categories listed below. Once in place, the services can be quickly activated through specific task orders. In this regard, a Landscape Maintenance, Debris Removal and Miscellaneous Property Maintenance Services Request for Qualifications (RFQ) was prepared in order to obtain Statements of Qualification (SOQs) from qualified vendors. The RFQ was publically advertised by SMART on April 12, 2010, and eight proposers submitted SOQs in response. In order to review the SOQs received, an Evaluation Committee ("Committee") was formed to review all SOQs and assign scores to each category of service proposed by that vendor for the purpose of identifying the most qualified proposers. Members of the Committee were as follows, all of whom are qualified to serve in this capacity:

- Rob Krantz--SMART
- Joan Thomas--SMART
- Gregg Jennings—AECOM (SMART's PMC Consultant)

The Committee convened on May 7, 2010, and reviewed all SOQs in the following categories:

1. Tree Maintenance
 2. Vegetation/Weed Abatement
 3. Landscape Maintenance
 4. Debris Removal Services
 5. Facilities Maintenance & Minor Repair Services
-

Analysis

After in depth review of all SOQs and follow-up reference checks for those that ranked the highest, the Committee recommended pursuit of contracts for each category as follows:

Tree Maintenance

1. Charles VanNortwick
2. Huppe Landscape/A Jensen Company

Vegetation/Weed Abatement

1. Charles VanNortwick
2. Denno Bros., Inc.
3. Conservation Corps North Bay
4. Agrichem Services, Inc./Allied Weed Control

Landscape Maintenance

1. Charles VanNortwick
2. Huppe Landscape/A Jensen Company

Debris Removal Services

1. Charles VanNortwick
2. Denno Bros., Inc.
3. Conservation Corps North Bay

Facilities Maintenance & Minor Repair Services

1. Denno Bros., Inc.
2. Conservation Corps North Bay

Based on the proposers' respective areas of expertise, Staff recommend that SMART enter into five contracts as follows:

1. Charles VanNortwick: Tree Maintenance, Vegetation/Weed Abatement, Landscape Maintenance, and Debris Removal Services
 - Annual contract budget not-to-exceed \$100,000
2. Conservation Corps North Bay (CCNB): Vegetation/Weed Abatement, Debris Removal Services, and Facilities Maintenance & Minor Repair Services
 - Annual contract budget not-to-exceed \$70,000
3. Denno Bros. Inc.: Vegetation/Weed Abatement, Debris Removal Services, and Facilities Maintenance & Minor Repair Services
 - Annual contract budget not-to-exceed \$100,000
4. Huppe Landscape/A Jensen Company: Tree Maintenance and Landscape Maintenance

- Annual contract budget not-to-exceed \$30,000
- 5. Agrichem Services/Allied Weed Control: Vegetation/Weed Abatement
 - Annual contract budget not-to-exceed \$100,000

The contracts are to be set up with two year initial terms, with a one year option to extend. The contracts do not guarantee a minimum amount of work, thus the contract budgets do not represent a fund encumbrance. Work will be performed as requested by Staff and authorized by task orders, each of which will be individually reviewed and approved by SMART's Chief Financial Officer. SMART's fiscal year 2011 budget anticipates up to \$150,000 worth of work related to corridor maintenance.

SMART's corridor and property maintenance policy, currently under development, will address the use of herbicides in the context of an integrated pest management (IPM) plan. The County of Marin IPM plan has been identified as a model for SMART's policy because it went through a rigorous review and approval process. Ultimately, any SMART IPM plan must be specifically tailored to SMART's needs. In this regard, contractors selected pursuant to this RFQ/SOQ process may be consulted to identify best practices for corridor maintenance. SMART's IPM plan will be developed in consultation with experts in the field and, once prepared, staff will review it with the Real Estate Committee so that it may be presented to the Board for approval. Until such time, SMART has no plans to use herbicides for weed abatement.

Requested Committee Action

Staff requests that the Committee recommend the execution of the five on-call services contracts described in this report. It is intended that the negotiated contracts would be placed on the June 16, 2010, Board agenda for approval.



MEMORANDUM

DATE: June 2, 2010
TO: SMART Real Estate Committee
FROM: John Nemeth
RE: Agenda Item 6

Staff Report: North Santa Rosa Station location

Issue Summary

Staff is seeking direction from the Real Estate Committee regarding which northern Santa Rosa station alternative to move forward into the Preliminary and Final Engineering phases.

Analysis

The following analysis provides some history and background on the northern Santa Rosa station location. It also provides information about the Guerneville Road alternative, follows with a detailed comparison of the two current station alternatives, and concludes with options for the Real Estate Committee and staff's recommendation.

Background

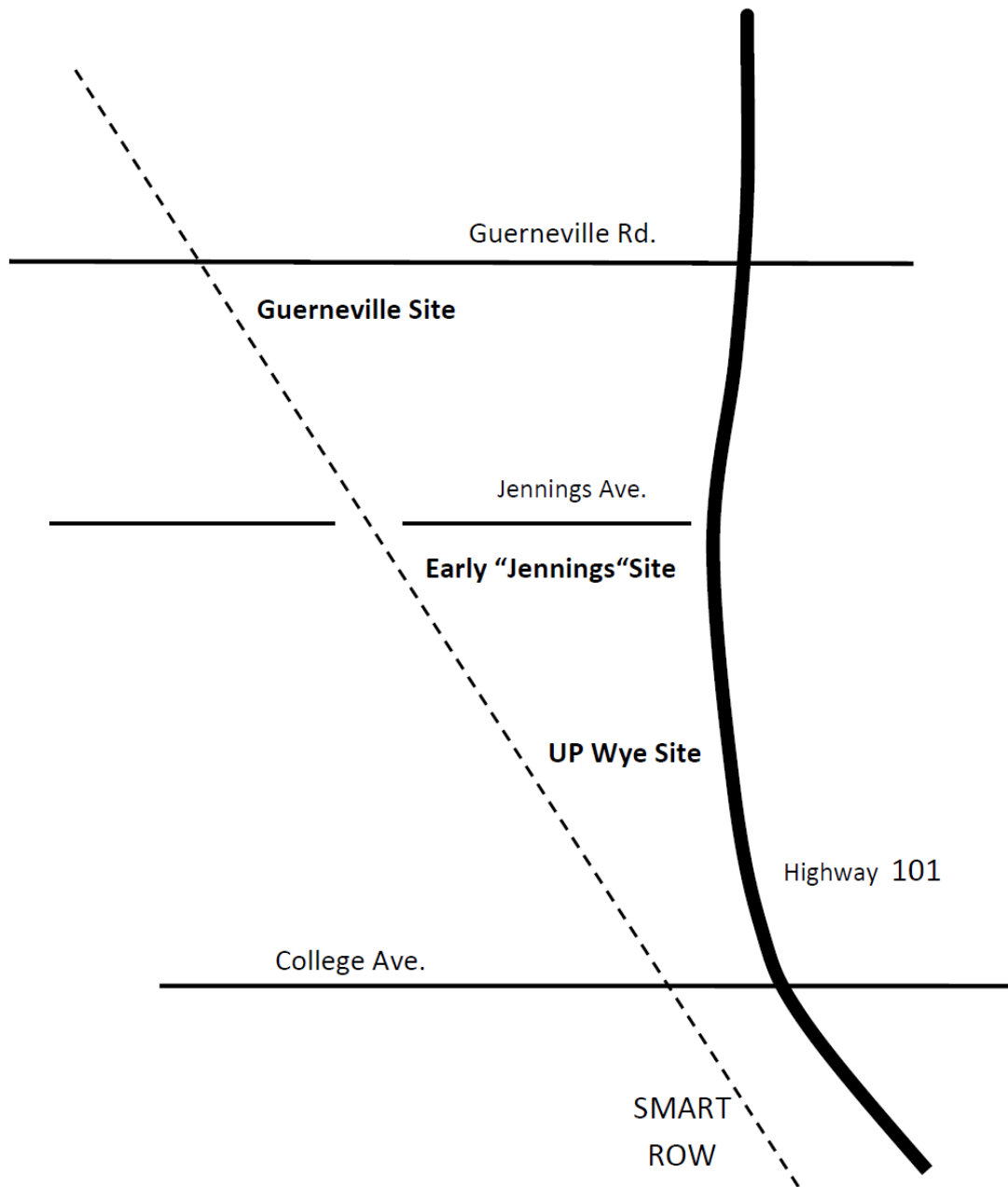
The 1997 "Calthorpe" report recommended locating a rail station at Jennings Avenue. The subsequent 2002 Santa Rosa General Plan identified Jennings Avenue as a location for a future rail station. SMART developed conceptual station plans for a site at Jennings Avenue in 2004. However, the City of Santa Rosa ultimately approved an affordable housing project for that site, requiring SMART to find an alternative location.

SMART identified a site just to the south, known as the "Union Pacific Wye" property, as the new proposed station location. This station site was included in SMART's 2005 DEIR and 2006 FEIR. Despite the station platforms being located several hundred feet south of Jennings Ave, the name "Jennings" continued to be used to refer to the northern Santa Rosa station.

The station location question re-emerged in 2008 in the context of a study for a pedestrian and bicycle overcrossing of Hwy 101, led by the City of Santa Rosa. Some members of the public, and at least one City Council member, began to argue for a possible move of the northern Santa Rosa station to Guerneville Road.

In 2009, Coddling Enterprises, partial owners of the Coddington Mall, hired consultants to explore a station concept at Guerneville Road, consulting SMART staff in the process. With

a series of refinements, this concept gained increasing viability as an alternative to the UP Wye site. While stopping short of endorsing the Guerneville Road location outright, both the City of Santa Rosa and Sonoma County Transportation Authority (SCTA) encouraged SMART to seriously consider it.



Guerneville Road Concept

In January 2010 SMART authorized its consultants to develop a conceptual site plan for the Guerneville Road location, bringing it to a 10% design level. This work was intended to identify any potential flaws in this location, and to help provide a basis for determining the scope of any additional California Environmental Quality Act (CEQA) impact analysis requirements. The cost of this conceptual site plan work (not to exceed \$24,040) is being reimbursed by Coddling Enterprises through a fully executed reimbursement agreement.



At this time of writing, precise track alignments and the platform location are still being refined by SMART's Station Architect and Civil Trackway consultants, ZGF and HDR. However, it does not appear that this location would present any major or unexpected physical problems.

It is expected that this site would probably require either an addendum to SMART's 2006 Final EIR or possibly a negative declaration, assuming no new relevant information is discovered as part of environmental review. This type of work could probably be completed within a 2-3 month time frame. Coddling Enterprises has verbally agreed to reimburse SMART for environmental review, up to \$20,000. This will likely be sufficient to complete the environmental work, if no substantive impact issues (e.g., wetlands, cultural resources, etc.) are identified and only an addendum is required.

The Guerneville site, located ½ mile to the north of the UP Wye site, involves an assemblage of up to four properties. It would include two existing retail stores, Sonoma County Kitchen and Bath and Kelly-Moore Paints, both located along Guerneville Rd. In addition, the station site would include a long, linear section of the Coddington Apartments parking lot. Some carports that currently serve the residents of the apartments would be relocated to an adjacent parking lot on Range Avenue. Lastly, SMART would seek to lease a section of the parking lot on Range Ave. A purchase of that site might ultimately be possible. Altogether an estimated 347 parking spaces would be available to SMART patrons.

Comparison of Alternatives

The Guerneville Road and UP Wye station alternatives each have advantages and disadvantages. It is, however, not possible to determine which station would have higher ridership using SMART's ridership model. Given the scale at which the model operates and the relative proximity of the sites, the model cannot distinguish between the two. Consequently, a judgment about which station would have more patronage can only be made subjectively, by considering the characteristics of each.

UP Wye Site (Jennings)

The UP Wye site is a vacant, 9.8-acre property that can accommodate up to 630 parking spaces. The large size, absence of any buildings, and the fact there is only one parcel and owner involved are the main advantages of this alternative. Another advantage is that this site has already been included in SMART's certified EIR and would not require any additional CEQA analysis.

The site is closer to the Santa Rosa Junior College, if a pedestrian overcrossing over Hwy. 101 were implemented in a nearby alignment. It is less than ¼ mile to the edge of campus and about 5,000 feet (as a person walks) to the Student Center. The site is also easily accessible to an office area to the west of the right-of-way if a new public pedestrian crossing of the railroad is established near the station. Lastly, it is adjacent to a relatively dense affordable housing project and a large opportunity site, known as the Finale property.

The main disadvantage of this site is its relatively obscure location, near the intersection of Francis St. and Range Ave. The surrounding uses are varied, but include a large swath of light industry, which is not an ideal supporting use for a transit stop. The residential densities within a ½ mile radius are roughly half of the Guerneville site. Without a pedestrian crossing of Hwy 101 and a new railroad crossing near the station, this site is very geographically isolated. Some have suggested that the absence of "eyes" here raises security concerns.

The property also has both groundwater and soil contamination. SMART would expect UP to continue to hold liability for groundwater contamination. SMART's proposed solution for soil contamination would be for the asphalt parking lot to serve as a "cap" for the site. If this is acceptable to the relevant regulatory bodies, then no additional remediation expenses would be required. There is some chance, however, that SMART could be required to do additional remediation beyond capping the site. The cost of this type of work could be high, possibly in the millions of dollars.

Currently, there is no bus service along the adjacent Range Ave. although bus operators would likely modify routes to better serve the station. Even so, for efficiency's sake, the operators would prefer to stop on Range. It is about a 600 ft. walk from Range Ave. to the station platform. If buses pulled into the station, it would reduce that distance for patrons but also could reduce the efficiency of bus routes.

Guerneville Road Site

Guerneville Road is well-known and heavily used, and a station here would be very publically visible. The active location of this alternative is a primary advantage. This site is surrounded by a variety of uses, but the area within a ½ mile radius has a mainly residential character. The Coddington Mall is within a half mile radius, along with the north end of the office area along N.Dutton Ave. There are also two large opportunity sites including part of the Finale property.

This station is 3,600 feet closer to the Santa Rosa Junior College Student Center if a pedestrian overcrossing is not built. If an overcrossing is built in a northerly alignment, it would only be about 400 feet farther from the Student Center than the UP Wye site. This location is closer to the Sonoma County Administrative complex and other office park areas to the north.

There is currently bus service on Guerneville Rd. and an existing bus node is less than ¼ mile from the station. This station would be easier to serve by bus transit, as operators could efficiently drop rail patrons off near the platform without delaying other patrons. There is a class II bikeway along Guerneville Road, and the site is more accessible to pedestrians. A second overall advantage of this station is its ability to capture riders who arrive by modes other than just driving and parking.

The main disadvantage of this site is the fact that it can accommodate fewer parking spaces. SMART estimates that there could be 347 spaces made available with the Guerneville alternative. This is more than the EIR's estimated parking demand of 285, but would offer fewer surplus spaces than the UP Wye site. An additional downside is that some spaces would be relatively far away. While all the UP parking spaces would be within 600 feet, only about half would be within that distance at Guerneville. This site would also involve negotiations with four property owners, which would make for a more complex acquisition process.

Cost Comparison

Staff has estimated the cost of acquiring property for each alternative. It appears that the UP Wye site may be slightly less expensive to obtain. However, given past direction from the Committee not to spend significant funds on the North Santa Rosa Station review, SMART has not yet conducted a preliminary appraisal of all of the properties in both alternatives,

which could provide much more accurate information. Completing this preliminary appraisal work would cost approximately \$13,000.

In addition, staff has estimated site development capital costs – specifically for the costs that differ between the two alternatives. These are very general estimates that are derived from line item costs in the current capital budget and are not part of a formal and rigorous cost analysis. It appears that the Guerneville site might be slightly less expensive to implement, given its smaller size and more advanced state of development. This includes the cost of demolition of two existing retail buildings.

The UP Wye site could be slightly more expensive to maintain, given the sheer scale of the parking. A 630 space lot would represent more than one quarter of all the parking in the SMART system. The Guerneville site, however, would likely come with a lease for some of the parking, which would be an ongoing expense.

The chart below lays out a conceptual cost comparison:

	UP Wye	Guerneville
Capital Costs		
Property Acquisition	\$3,200,000	\$3,800,000
Site Preparation Costs (for elements that vary)	\$3,300,000	\$3,000,000
Total	\$6,500,000	\$6,800,000
Annual		
Maintenance and Lease	\$190,000	\$170,000

Options for the Real Estate Committee

Option #1: Staff would advance the UP Wye alternative into the next design phase and would cease work on the Guerneville Road alternative.

Option #2 Staff would proceed with the environmental review for Guerneville Road. The contribution that Coddling Enterprises has verbally committed to (up to \$20,000) will likely cover this expense, if the required new analysis is minimal and only an addendum is required as expected. With Committee concurrence, staff could also conduct preliminary appraisal work to refine property acquisition estimates. Lastly, staff could conduct a revised assessment of the site preparation costs for the two sites. Upon completion of this 2-3 month due diligence period, staff would advance Guerneville Road concept into the next design phase, so long as no new information was uncovered that differed substantially from the assumptions in this staff report. Otherwise, staff would bring the issue back to the Committee for direction.

Staff Recommendation

Staff recommends proceeding with Option #2