

CALENDAR ITEM NO.: 7.3
FOR THE MEETING OF: April 19, 2007

TRANSBAY JOINT POWERS AUTHORITY

BRIEF DESCRIPTION:

Approval of the First Amendment to the Memorandum of Understanding (MOU) between the TJPA and the San Francisco Bay Area Water Transit Authority (WTA) to change the expiration date of the MOU from February 28, 2007 to June 30, 2007.

SUMMARY:

The MOU dated October 27, 2006 between the TJPA and the WTA authorizes the TJPA to pay \$60,000 to the WTA upon completion of a Ridership Study and Report to be prepared by Cambridge Systematics for the WTA. The Study and Report will forecast train ridership at the new Transit Center to support the calculation of passenger facilities charges (PFCs) that would be used to repay a TIFIA loan to the TJPA. The MOU was scheduled to expire on February 28, 2007. Due to circumstances beyond the control of the TJPA or the WTA, the Ridership Study and Report was not completed by February 28, 2007.

Accordingly, the TJPA Staff requests that the Board extend the MOU to June 30, 2007.

This Amendment will allow the TJPA to pay \$60,000 upon completion and acceptance of the Ridership Study and Report.

ENCLOSURES:

1. Resolution
2. Amendment No. 1

RECOMMENDATION:

Approve the first amendment to the MOU between TJPA and WTA to extend the term of the MOU from February 28, 2007 to June 30, 2007.

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

Resolution No. _____

WHEREAS, On October 27, 2006, the Transbay Joint Powers Authority (“TJPA”) Board of Directors adopted Resolution No. 06-025, which approved a Memorandum of Understanding (MOU) between the TJPA and the WTA; and

WHEREAS, The MOU provided that WTA would commission a Performance Ridership Study and Report to be prepared by Cambridge Systematics for the WTA. The purpose of the Study and Report is to forecast train ridership at the new Transit Center to support the calculation of passenger facilities charges (PFCs) that would, in part, repay a TIFIA loan to the TJPA; and

WHEREAS, The TJPA desires to modify the MOU by this First Amendment to extend the term of the MOU from February 28, 2007 to June 30, 2007; and

WHEREAS, The WTA is willing to extend the term of the MOU in accordance with the provisions set in the MOU; now, therefore be it

RESOLVED, That the TJPA Board of Directors approves Amendment No. 1 to the MOU with the WTA to extend the term of the MOU to June 30, 2007.

I hereby certify that the foregoing resolution was adopted by the Transbay Joint Powers Authority Board of Directors at its meeting of April 19, 2007.

Secretary, Transbay Joint Powers Authority

**First Amendment
To
Memorandum of Understanding
for the Performance of Ridership Studies**

THIS FIRST AMENDMENT to the MEMORANDUM OF UNDERSTANDING (MOU) is entered into as of the 19th day of April, 2007 by and between the TRANSBAY JOINT POWERS AUTHORITY (TJPA) and San Francisco Bay Area Water Transit Authority (WTA).

Recitals

A. On October 27, 2006, the TJPA Board of Directors adopted Resolution No. 06-025, which approved the MOU between the TJPA and the WTA.

B. The TJPA desires to modify the MOU by this First Amendment to extend the term of the MOU from February 28, 2007 to June 30, 2007.

C. The WTA is willing to extend the term of the MOU in accordance with the provisions set forth below.

NOW, THEREFORE, THE PARTIES AGREE AS FOLLOWS:

Terms and Conditions

1. The MOU dated October 27, 2006 is revised to read as follows:

The Parties agree that this MOU shall expire on ~~February 28, 2007~~ June 30, 2007.

2. The individuals executing this Amendment to the MOU represent and warrant that they have the legal capacity and authority to do so on behalf of their respective legal entities.
3. Except as expressly provided herein, all terms, covenants, and conditions of the MOU, shall remain in full force and effect and shall be applicable to this First Amendment.

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment to the MOU on the day first mentioned above.

TRANSBAY JOINT POWERS AUTHORITY

DATED: _____

Name: _____

Title: _____

APPROVED AS TO FORM:

DATED: _____

By: _____

Counsel to TJPA

By: _____

Name: _____

SAN FRANCISCO BAY AREA WATER TRANSIT AUTHORITY

DATED: _____

By: _____

Name: _____

Title: _____

Transbay Joint Powers Authority
Board of Directors
Resolution No. _____
Adopted: _____
Attest: _____
Secretary, TJPA Board