

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 19-06

**RESOLUTION APPROVING AND AUTHORIZING EXECUTION
OF A SETTLEMENT AGREEMENT AND PARTIAL RELEASE
WITH RESPECT TO THE BERTH 32/MATSON TERMINAL SITE
WITH ZURICH AMERICAN INSURANCE COMPANY IN THE
AMOUNT OF \$13,500.**

RESOLVED that the Board of Port Commissioners ("Board") hereby approves and authorizes the Executive Director to execute for and on behalf of the Board a Settlement Agreement and Partial Release With Respect to the Berth 32/Matson Terminal Site with Zurich American Insurance Company ("Zurich") whereby, among other matters, Zurich will pay the Port of Oakland \$13,500 concerning the reimbursement of certain environmental contamination-related costs incurred through December 31, 2017; and be it

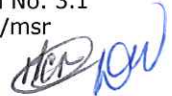
FURTHER RESOLVED that this resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. This resolution approves and authorizes the execution of an agreement in accordance with the terms of this resolution. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to the other contracting parties, there shall be no valid or effective agreement; and be it

FURTHER RESOLVED that this resolution shall become effective immediately upon adoption by the Board.

At the regular meeting held on February 14, 2019

Passed by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner – 7
Noes: 0



**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 19-07

RESOLUTION (1) APPROVING CAPITAL BUDGET IN THE AMOUNT OF \$2,100,000 AND (2) AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A COOPERATIVE AGREEMENT WITH THE ALAMEDA COUNTY TRANSPORTATION COMMISSION FOR THE DEVELOPMENT, CONSTRUCTION AND OPERATION OF THIRTEEN (13) DEMONSTRATION PROJECTS IN THE SEAPORT ASSOCIATED WITH THE FREIGHT INTELLIGENT TRANSPORTATION SYSTEM PROGRAM.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report Item 3.1 dated February 14, 2019 ("Agenda Report") and related agenda materials, has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, the Port and the Alameda County Transportation Commission ("Alameda CTC") are currently working together to design, implement and construct the Freight Intelligent Transportation System Program ("**FITS Program**"), which consists of fifteen (15) demonstration projects intended to improve traffic flow, vehicle safety and goods movement, enhance traveler information and experience on the roadway, and reduce congestion; and

WHEREAS, the Port and Alameda CTC have negotiated the terms of and wish to enter into a Cooperative Agreement with Alameda CTC for thirteen of the **FITS Program** projects that outlines the roles and responsibilities of the parties (Cooperative Agreement"); and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby finds and determines that:

A. It is in the best interest of the Port to authorize and approve project budget in the amount of \$2,100,000 for the **Development, Construction and Operation of Thirteen (13) Demonstration Projects in the Seaport Associated with the Freight Intelligent Transportation System Program ("FITS Demonstration Projects")**.

B. The proposed actions were reviewed in accordance with the requirements of the California Environmental Quality Act ("CEQA"), and the Port CEQA Guidelines. The 2002 Oakland Army Base Area ("OAB") Redevelopment Plan Environmental Impact Report (2002 Redevelopment EIR) evaluated the potential impacts of redevelopment of the 1,800-acre redevelopment area, which included the Port locations for the FITS Program components. The EIR was certified by the lead agency, the City of Oakland, in June 2002. On September 17, 2002, the Board of Port Commissioners, acting on behalf of the Port of Oakland as a responsible agency under CEQA, adopted findings and the mitigation program in the City's EIR (Resolution No. 02317). In 2012, the City of Oakland, in consultation with the Port, issued an Initial Study/Addendum to the Redevelopment EIR to evaluate proposed changes to the redevelopment plan. The Board of Port Commissioners approved the revised redevelopment plan and adopted the revised mitigation program on June 21, 2012 (Resolution No. 12-76). As the Board of Port Commissioners determined on November 29, 2018 for the approval of a Temporary License Agreement with Alameda CTC, the OAB Redevelopment EIR, as addended, includes construction and installation of all supporting infrastructure, including Intelligent Transportation System elements consistent with the those in the FITS Program. The proposed action does not trigger any of the conditions set forth in Section 15162 of the CEQA Guidelines, and no further CEQA review is thus required.

SECTION 2. The Board hereby:

A. Approves project budget in the amount of \$2,100,000 for the **FITS Demonstration Projects**.

B. Authorizes the Executive Director to enter into a Cooperative Agreement with Alameda CTC for the **FITS Demonstration Projects** providing that Alameda CTC is responsible for preliminary engineering, plans, specifications, project estimating, construction and systems/operations testing of the **FITS Demonstration Projects**, excluding Port staff labor and Port consultant support costs and the Port is responsible for operations and maintenance of the **FITS Demonstration Projects** for at least five (5) years following the Port's approval of construction and systems testing, and as further provided in the Agenda Report.

SECTION 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement, or property interest; or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. This resolution approves and authorizes the execution of a contract in accordance with

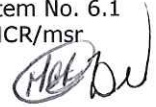
the terms of this resolution. Unless and until a separate written contract is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective contract.

At the regular meeting held on February 14, 2019

Passed by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and
President Butner – 7

Noes: 0



**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 19-08

RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO AN AGREEMENT WITH ZDEVCO FOR MARITIME PORT REGISTRY AND TRUCK POSITIONING SYSTEM MANAGEMENT AND MAINTENANCE FOR A MAXIMUM TERM NOT TO EXCEED THREE YEARS, AT A MAXIMUM TOTAL COST OF \$1,100,000.

WHEREAS, the Board has reviewed and evaluated the Agenda Report Item No. 6.1 dated February 14, 2019 ("Agenda Report") and related agenda materials, has received the expert testimony of Port staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

SECTION 1. Based upon the information contained in the Agenda Report and testimony received, the Board hereby finds and determines that:

A. An agreement with **ZDEVCO** will constitute an agreement for obtaining professional, technical and specialized services that are temporary in nature and that it is in the best interest of the Port to secure such services from **ZDEVCO**; and

B. The proposal to authorize the Executive Director to enter into contract with **ZDEVCO** was reviewed in accordance with the requirements of CEQA and Port CEQA Guidelines. Section 15378 of the CEQA Guidelines defines a project by an agency as "an action, which has a potential for resulting in either a direct physical change in the environment, or a reasonably foreseeable indirect physical change in the environment." In particular, per section 15378(b), projects do not include "continuing administrative or maintenance activities" or "organizational or administrative activities of governments that will not result in direct or indirect physical changes in the environment." The proposed action entails continuation of a professional services agreement, with no potential for direct or indirect physical change in the environment.

SECTION 2. The Board hereby:

A. Approves an Agreement with ZDEVCO to provide Maritime Port Registry and Truck Positioning System Management and Maintenance for an initial term of one (1) year commencing on March 1, 2019, with two (2) 1-year Port options to extend the term through February 28, 2021 and February 28, 2022 respectively, for a total maximum compensation not to exceed \$1,100,000 and subject to additional material terms and conditions as further described in the Agenda Report.

B. Authorizes the Executive Director to (i) execute such Agreement, subject to approval as to form and legality by the Port Attorney, and (ii) make such additions, modifications, or corrections as necessary to implement the Agreement or to correct errors, subject to the limitations set forth herein and provided that any such addition, modification or correction does not materially differ from the terms and conditions set forth herein and in the Agenda Report.

SECTION 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement or property interest, or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. Unless and until a separate written agreement is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective agreement.

At the regular meeting held on February 14, 2019

Passed by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and President Butner – 7

Noes: 0

CE [Signature]

**BOARD OF PORT COMMISSIONERS
CITY OF OAKLAND**

RESOLUTION NO. 19-09

RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO A PROFESSIONAL SERVICES AGREEMENT WITH GEORGE S. HALL, INC. FOR BUILDING ENGINEERING AND MAINTENANCE SERVICES FOR A THREE YEAR TERM WITH TWO ONE-YEAR OPTIONS TO RENEW, WITH A STARTING ANNUAL FEE OF \$434,512.00 AND A NOT-TO-EXCEED ALLOWANCE OF 15% PER CONTRACT YEAR FOR UNANTICIPATED REPAIRS AND TEMPORARY BACK-UP STAFFING, AS WELL AS ANNUAL WAGE AND BENEFIT INCREASES PURSUANT TO THE APPLICABLE COLLECTIVE BARGAINING AGREEMENT.

WHEREAS, the Board of Port Commissioners ("Board") has reviewed and evaluated the Agenda Report for Agenda Item No. 6.2, dated February 14, 2019 and related agenda materials ("Agenda Report"), has received the expert testimony of Port of Oakland ("Port") staff, and has provided opportunities for and taken public comment; and

WHEREAS, that in acting upon this matter, the Board has exercised its independent judgment based on substantial evidence in the record and adopts and relies upon the facts, data, analysis, and findings set forth in the Agenda Report, and in related agenda materials and in testimony received;

NOW, THEREFORE, BE IT RESOLVED AS FOLLOWS:

Section 1. Based upon the information contained in the Agenda Report and in testimony received, the Board finds and determines that:

A. The requested action is exempt from the California Environmental Quality Act ("CEQA") under the general rule exclusion under Section 15061(b)(3) of the CEQA Guidelines because it can be seen with certainty that entering into the requested agreement will not have a significant effect on the environment and therefore is not a "project" under CEQA.

B. The requested action is for the performance of general services by contract that are in the public interest because of economy and better performance, and will not result in the loss of

employment or salary by any person having permanent status in the competitive service.

Section 2. The Board hereby approves and authorizes the Executive Director to enter into a professional services agreement with **George S. Hall, Inc.** for building engineering and maintenance services for a three year term with two one-year options to renew, for a total possible contract term of five (5) years, with a starting annual fee of \$434,512.00 as well as (a) a not-to-exceed allowance of 15% per contract year for unanticipated repairs and temporary back-up staffing, and (b) annual wage and benefit increases pursuant to the applicable collective bargaining agreement, as further described in the Agenda Report and provided that all agreements are approved as to form and legality by the Port Attorney.

Section 3. This resolution is not evidence of and does not create or constitute (a) a contract, or the grant of any right, entitlement, or property interest; or (b) any obligation or liability on the part of the Board or any officer or employee of the Board. This resolution approves and authorizes the execution of a contract in accordance with the terms of this resolution. Unless and until a separate written contract is duly executed on behalf of the Board as authorized by this resolution, is signed as approved as to form and legality by the Port Attorney, and is delivered to other contracting party, there shall be no valid or effective contract.

Section 4. This resolution shall be effective immediately upon adoption by the Board.

At the regular meeting held on February 14, 2019

Passed by the following vote:

Ayes: Commissioners Colbruno, Cluver, Lee, Leslie, Martinez, Story and President Butner – 7

Noes: 0