

SM 101
EXPRESS LANES PROJECT



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REQUEST FOR PROPOSALS

ORGANIZATIONAL ASSESSMENT FOR THE SAN MATEO COUNTY EXPRESS LANE JOINTS POWERS AUTHORITY

Date Released: Monday, August 21, 2023

San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA)
555 County Center, 5th Floor, Redwood City, CA 94063

Closing Date/Time for Requests for Clarifications:
Tuesday, August 29, 2023 at 4:00 P.M.

Proposals are due prior to Monday, September 18, 2023 at 12:00 P.M. Noon



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**REQUEST FOR PROPOSALS
FOR
CONSULTANT SERVICES TO CONDUCT
AN ORGANIZATIONAL ASSESSMENT FOR
THE SAN MATEO COUNTY EXPRESS LANE JOINTS POWERS AUTHORITY**

I. INTRODUCTION

BACKGROUND

The San Mateo County US 101 Express Lanes Project is a multi-agency project initiated to reduce traffic congestion and encourage carpooling and transit use on US Highway 101 (US 101) in San Mateo County. The San Mateo City/County Association of Governments (C/CAG) and the San Mateo County Transportation Authority (TA) are co-owners of the Express Lanes. The two agencies formed the San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA). The JPA is currently seeking a firm to conduct an Organizational Assessment to determine the appropriate organizational and staffing structure.

The purpose of this Organizational assessment is to assess the current organizational and operational practices of the San Mateo County Express Lanes Joint Powers Authority. Now that the San Mateo US 101 Express Lanes are fully operational and past the initial start-up phase, it is now appropriate to determine the ideal organizational and staffing structure, so the team can efficiently and effectively implement the vision, mission, and goals of the Express Lanes Program. The assessment is also needed as this has always been contemplated as part of the formation of the SMCEL-JPA. The assessment will consider which functions should be performed by agency staff or assigned to service providers, and the division of responsibilities between the TA and C/CAG staff. The assessment will specifically analyze:

1. The approach for using in-house staff/agency resources (existing or new positions) versus outsourced support (consultants and/or contractors), and the factors used to determine the appropriate mix of in-house/contracted functions.
2. The approach to determine the split of responsibilities between the two public agencies, TA and C/CAG. Staffing cost estimates, transition planning, and a timeline for implementing the organization structure will be included as part of the assessment.

GENERAL CONDITIONS

- This RFP does not commit the SMCEL-JPA to award a contract or to pay any costs



- incurred by any Proposer in the preparation of a proposal in response to this RFP.
- Only one proposal will be accepted from any one person, partnership, corporation, or other entity; however, several alternatives may be included in one response.
 - The SMCEL-JPA reserves the right to accept or reject all proposals submitted, waive minor irregularities, request additional information, or revisions to offers, and negotiate with any or all Proposers.
 - This RFP does not commit the SMCEL-JPA to award a contract, to pay any costs incurred in the preparation of a proposal for this request, or to procure or contract for services. The SMCEL-JPA reserves the right to accept or reject any or all proposals received as a result of this request, to negotiate with any qualified Consultant, or to modify or cancel in part or in its entirety the RFP if it is in the best interests of the SMCEL-JPA to do so. Furthermore, a contract award may not be made based solely on price.
 - The prospective Consultant is advised that should this RFP result in recommendation for award of a contract, the contract will not be in force until it is approved and fully executed by the SMCEL-JPA.
 - If the selected Proposer fails to enter into a contract with the SMCEL-JPA in a timely manner as determined by the SMCEL-JPA, the SMCEL-JPA reserves the right to reject the proposal and enter into a contract with the next highest scoring Proposer.
 - The work shall comply with the requirements of all federal, state and local laws without limitation, and shall apply to this RFP and any subsequent contract as though incorporated herein by reference.
 - The Consultant shall comply with all insurance requirements of the SMCEL-JPA, included in the sample agreement in Appendix B, Sample Agreement Template.

MINIMUM QUALIFICATIONS

Proposals must demonstrate that the firm or team submitting the proposal (“Proposer”) meets the following Minimum Qualifications to be eligible for consideration for this project.

1. Proposer must demonstrate to SMCEL-JPA’s satisfaction that the firm, a subcontractor, or a key staff member from either the firm submitting a proposal, or a subcontractor who shall be assigned to this project, have successfully competed at least three (3) projects in the past ten (10) years related to organizational assessment.

PROPOSAL DEADLINE AND SCHEDULE

Interested firms must submit their response electronically no later than the closing date/time listed below, and in accordance with the requirements of *Section II Proposal Requirements: Form of Response* to be considered. Responses received after that date and time will not be



considered. Additional schedule details are listed below.

Tentative Schedule for Review Process

Date	Description
Monday, August 21, 2023	Issue RFP
Tuesday, August 29, 2023 at 4:00 P.M	Closing Date/Time for Requests for Clarifications
Wednesday, September 13, 2023 at 12:00 P.M. Noon	Deadline for objections to RFP provisions
Monday, September 18, 2023 at 12:00 P.M. Noon	Response to RFP Due
Week of October 9, 2023	Consultant interviews may be held (if necessary)
Friday, November 10, 2023	SMCEL-JPA Board approval
Week of November 13, 2023	Notice to Proceed and Project Kick-off
October 31, 2024	Project completion

Any questions related to this RFP shall be submitted in writing to the attention of Kaki Cheung via email at kcheung1@smcgov.org. Questions shall be submitted before Tuesday, August 29, 2023.

PERIOD OF PERFORMANCE AND BUDGET

The SMCEL-JPA organizational assessment will be funded with local funds. The SMCEL-JPA has budgeted approximately two hundred and fifty thousand dollars (\$250,000) to four hundred thousand dollars (\$400,000) for this effort. The SMCEL-JPA expects the work to commence on or about to commence on November 2023, and to be completed no later than October 31, 2024.

II. PROPOSAL REQUIREMENTS

These guidelines are provided for standardizing the preparation and submission of proposals by all Consultants. The intent of these guidelines is to assist Consultants in preparation of their proposals, to simplify the review process, and to help assure consistency in format and content. Interested firms must submit an electronic copy of the proposal to the Project Manager in accordance with the instructions contained in the RFP. The SMCEL-JPA is not responsible for submissions or deliveries delayed for any reason. Any Proposals received after said date and time cannot be considered. The SMCEL-JPA reserves the right to accept or reject all proposals submitted, waive minor irregularities, request additional information, or revisions to offers, and negotiate with any or all Proposers. The SMCEL-JPA reserves the right in its sole discretion not to enter into any contract as a result of this RFP.

Each submittal must include a clear and concise response to the items listed above. Each page shall be 8.5” x 11” or 11” x 17”. Each page shall be sequentially numbered and a table of contents shall be provided. Proposals should be limited to no more than 20 pages, not including the cover, cover letter, resumes, and cost estimates. Page limits, where specified, are not strict limitations and are recommendations only; however, brevity and succinctness will be evaluated in overall presentation. Acknowledge the receipt of this RFP and any Addendum to the RFP. Indicate that the proposal is a firm offer to enter into a contract to perform work related to this RFP for a period of one hundred twenty (120) days from the due date for proposals.

Consultants must submit one (1) electronic copy of the RFP response to:

Kaki Cheung
Program Director
City/County Association of Governments of San Mateo County (C/CAG)
555 County Center, 5th Floor
Redwood City, CA. 94063
kcheung1@smcgov.org

Any proposals received prior to the time and date specified above may be withdrawn or modified by written request of the Consultant. To be considered, however, the modified Proposal must be received prior to Monday, September 18, 2023 at 12:00 P.M noon.

Unsigned proposals or proposals signed by an individual not authorized to bind the prospective Consultant will be considered nonresponsive and rejected.

FORM OF RESPONSE

Respondents should provide information on the following:

Authorized Signatory:

The proposal must be signed by an official authorized to solicit business and enter into contracts for the firm.

Point of Contact:

Proposals must identify a point of contact that will be notified should the SMCEL-JPA staff have any follow-up questions regarding the proposal. At a minimum, indicate contact person’s name, title, telephone number, and email address.

Project Understanding and Work Plan:

Describe the firm’s understanding of project objectives for all tasks described in Attachment 1, Scope of Work. Provide the firm’s or team’s experience in completing projects that are similar to

Attachment 1, Scope of Work. Develop a project work plan with identified staff, along with a project schedule. Identified key staff must individually demonstrate experiences similar to the work outlined in Attachment 1, Scope of Work. Include an organizational chart of the proposed team. The firm should indicate key challenges that may be faced in completing the work and suggest how it plans to overcome such challenges. The firm may suggest additional items that are not specifically requested as clearly-marked “additional” or “optional tasks”.

Schedule of Work:

Using a Gantt chart, provide a detailed schedule for all phases of the project and the proposing Consultant’s services including time for reviews and approvals. The schedule shall meet the anticipated project kick-off during the month of November 2023 and the project completion date of October 2024.

Resumes:

As an Appendix that does not count against the page limit, provide detailed staff resumes for each key personnel, limited to no more than two (2) pages per staff member. Resumes will not count against the recommended page limit.

Cost Proposal:

- 1) Proposer shall provide a detailed cost proposal for the project. The cost estimate shall include personnel names, classifications, hourly rates, overhead rates, and any other cost items necessary to perform each of the tasks listed in the Scope of Work. A total cost shall then be summarized and presented. Describe your cost control and budgeting methodology for this project. A line item budget must also be submitted for proposed sub-consultants with contracts estimated to exceed \$25,000. Appendix A is a Cost Proposal Template for the consultant to use. Rates shall include all direct and indirect costs, fully loaded hourly rate means an hourly rate that includes all applicable surcharges such as taxes, insurance and fringe benefits as well as indirect costs, overhead and profit allowance, and ordinary materials and supplies. Rates indicated shall be firm for the initial contract term and any annual rate escalation shall not exceed 3%. SMCEL-JPA reserves the right to negotiate with or to decline to enter into contracts with a Proposer’s whose rates are unreasonable at SMCEL-JPA’s sole discretion.
- 2) Advise if the hourly fees include travel time or any overhead consultant intends to charge SMCEL-JPA.

Litigation:

Indicate if the proposing Consultant was involved with any litigation in connection with prior projects. If yes, briefly describe the nature of the litigation and the result.

Contract Agreement

Indicate if the proposing Consultant has any issues or needed changes to the proposed contract

agreement included as Appendix B, Sample Agreement Template. The Consultant shall provide a brief statement affirming that the proposal terms shall remain in effect for one-hundred twenty (120) days following the date proposal submittals are due.

California Levine Act Statement:

The prime consultant only must submit a completed and signed Appendix C, California Levine Act Statement.

III. EVALUATION

A selection committee will evaluate proposals received. By responding to this RFP, respondents agree and acknowledge that SMCEL-JPA has the sole right of decision as to award of an Agreement(s), or not, in this matter.

SMCEL-JPA reserves the right to disqualify any, and all, responses to this RFP based on the accuracy of the information provided in the submittal, as well as potential conflict of interest.

SMCEL-JPA seeks the best combination of value and service. This information is provided for general guidance only, and SMCEL-JPA reserves the unqualified right to modify or eliminate any aspect of this process at any time, without notice to Respondents.

A selection committee will review all responses to the RFP and may or may not meet with selected respondents. The granting of interviews shall be in the sole and unfettered discretion of SMCEL-JPA staff. If invited, only the personnel that make-up the project team are invited to the interview. Also, submission of a proposal does not assure an interview will be granted, nor shall the failure to grant an interview necessarily disqualify a respondent from further consideration. Respondents shall be responsible for all travel and related costs involved in attendance for an interview.

SMCEL-JPA may enter negotiations with one or more respondents, at SMCEL-JPA staff's sole and unfettered discretion. SMCEL-JPA staff reserves the right to negotiate with more than one proponent concurrently or consecutively and to add to or delete from the submission any particular item or items required in the RFP.

If SMCEL-JPA and the selected respondents are unable to negotiate an agreement, SMCEL-JPA may begin or continue negotiations with any other proponent, at any time. Negotiations may take place with selected respondents without the obligation to re-call submissions or provide an opportunity for other respondents to submit proposals based on the same changes. No proponent shall have any rights against SMCEL-JPA arising from such negotiations.



Evaluation Criteria:

Proposals will be evaluated according to each evaluation criteria and scored on a zero to five point rating. The scores for all the evaluation criteria will then be multiplied according to their assigned weight to arrive at a weighted score for each proposal. A proposal with a high weighted total will be deemed of higher quality than a proposal with a lesser-weighted total. The final maximum score for any project is five hundred (500) points.

		Rating Scale
0	Not Acceptable	Non-responsive, fails to meet RFP specifications. The approach has no probability of success. For mandatory requirement this score will result in disqualification of proposal.
1	Poor	Below average, falls short of expectations, is substandard to that which is the average or expected norm, has a low probability of success in achieving project objectives per RFP.
2	Fair	Has a reasonable probability of success, however, some objectives may not be met.
3	Average	Acceptable, achieves all objectives in a reasonable fashion per RFP specification.
4	Above Average/Good	Very good probability of success, better than that which is average or expected as the norm. Achieves all objectives per RFP requirements and expectations.
5	Excellent/Exceptional	Exceeds expectations, very innovative, clearly superior to that which is average or expected as the norm. Excellent probability of success and in achieving all objectives and meeting RFP specification.

The Evaluation Criteria Summary and their respective weights are as follows:

No.	Evaluation Criteria	Weight
1	Firm Qualifications and Team Experience	30
2	Approach to completing the Project and Schedule	35
3	Cost effectiveness, including hourly rates, reasonableness and appropriateness of preliminary task budget	30
4	Presentation, as evidenced in the written proposal, and interviews, if held.	5
5	Conflict of Interest Statement	Pass/Fail
Total:		100



1. Firm Qualifications and Team Experience (30 points)

- Relevant experience, specific qualifications, and technical expertise of the firm and sub-consultants.
- Describes familiarity of project and demonstrates understanding of work completed to date and project objectives moving forward
- Roles and Organization of Proposed Team
 - Proposes adequate and appropriate disciplines of project team.
 - Some or all of team members have previously worked together on similar project(s).
 - Overall organization of the team is relevant to the SMCEL-JPA's needs.
- Roles of Key Individuals on the Team
 - Proposed team members, as demonstrated by enclosed resumes, have relevant experience for their role in the project.
 - Key positions required to execute the project team's responsibilities are appropriately staffed.
- Working Relationship with SMCEL-JPA
 - Team and its leaders have experience working in the public sector and knowledge of public sector procurement process.
 - Team leadership understands the nature of public sector work and its decision-making process.

2. Approach to completing the Project and Schedule (35 points)

- Detailed Scope of Services to be Provided
 - Proposed scope of services is appropriate for all phases of the work.
 - Scope addresses all known project needs and appears achievable in the timeframes set forth in the project schedule.
 - The proposal includes a detailed work plan.
- Project Deliverables
 - Understanding of the Project scope and ability to meet program objectives.
- Project and Management Approach
 - Team is managed by an individual with appropriate experience in similar projects. This person's time is appropriately committed to the project.
 - Project team and management approach responds to project issues. Team structure provides adequate capability to perform both volume and quality of needed work within project schedule milestones.
- Schedule of Work
 - Schedule shows completion of the work within or preferably prior to the SMCEL-JPA's overall time limits as specified in the *Section I. INTRODUCTION, Period of Performance and Budget* of this RFP. The



- The schedule serves as a project timeline, stating all major milestones and required submittals for project management.
- The schedule addresses all knowable phases of the project, in accordance with the general requirements of this RFP.

3. Cost Effectiveness (30 points)

- Cost Control and Budgeting Methodology
- Proposer has a system or process for managing cost and budget.
- Evidence of successful budget management for a similar project.
- Proposal clearly defines cost in spreadsheet format.
- Reasonableness of hourly rates and other expenses;
- Allocation of resources for each task and activity.

4. Presentation (5 points)

- Presentation based on written proposals and sample reports.
- If interviews are held:
 - Team presentation conveying project understanding, communication skills, innovative ideas, critical issues and solutions.
 - Proposer provides responses to various interview panel questions.

5. Conflict of Interest Statement (Pass/Fail)

- Discloses any financial, business or other relationship with the SMCEL-JPA that may have an impact upon the outcome of the contract.
- Lists current clients who may have a financial interest in the outcome of this contract.

Weighted scores for each proposal will be assigned utilizing the table below:

No.	Evaluation Criteria	Rating (0-5)	Weight	Score (Rating * Weight)
1	Firm Qualifications and Team Experience		30	
2	Approach to completing the Project and Schedule		35	
3	Cost effectiveness, including hourly rates, reasonableness and appropriateness of preliminary task budget		30	
4	Presentation, as evidenced in the written proposal, and interviews, if held.		5	
5	Conflict of Interest Statement	N/A	Pass/Fail	Pass/Fail
	Total:		100	/500

Proposer Discussions:

Following the initial evaluation, the evaluation panel may elect to recommend award to a particular Proposer (with or without interviews), or to enter into discussions with a “short list” of Proposers, consisting of those Proposers reasonably likely, in the opinion of the panel, to be awarded the contract.

The purpose of discussions with a Proposer on the “short list” will be to identify to that Proposer’s specific deficiencies and weaknesses in its proposal and to provide the Proposer with the opportunity to consider possible approaches to alleviating or eliminating them. These deficiencies or weaknesses may include such things as technical issues, management approach, cost, or team composition. Discussions may take place through written correspondence and/or during face-to-face interviews. The Proposer’s project manager, as well as other key personnel identified by the evaluation panel, will be expected to participate in any discussions. A Proposer on the “short list” invited to participate in discussions will be expected to provide a presentation consisting of an overview of its approach to the Project.

Recommendation for Contract Award:

A selection committee will review all responses to the RFP and may or may not meet with selected respondents. The granting of interviews shall be in the sole and unfettered discretion of SMCEL-JPA staff. If invited, only the personnel that make-up the project team are invited to the interview. Also, submission of a proposal does not assure an interview will be granted, nor shall the failure to grant an interview necessarily disqualify a respondent from further consideration. Respondents shall be responsible for all travel and related costs involved in attendance for an interview.

SMCEL-JPA may enter negotiations with one or more respondents, at SMCEL-JPA staff’s sole and unfettered discretion. SMCEL-JPA staff reserves the right to negotiate with more than one proponent concurrently or consecutively and to add to or delete from the submission any particular item or items required in the RFP.

If SMCEL-JPA and the selected respondents are unable to negotiate an agreement, SMCEL-JPA may begin or continue negotiations with any other proponent, at any time. Negotiations may take place with selected respondents without the obligation to re-call submissions or provide an opportunity for other respondents to submit proposals based on the same changes. No proponent shall have any rights against SMCEL-JPA arising from such negotiations.

The panel will recommend the selected Proposer to the SMCEL-JPA Board, based on their evaluation of the written proposals or oral interviews or discussions (if held). The Board will review the recommendation and, if they agree, they will approve the award.

Any award made will be to the Proposer whose proposal is most advantageous to SMCEL-JPA

based on the evaluation criteria. If the selected firm fails to enter into a contract with SMCEL-JPA in a timely manner as determined by SMCEL-JPA, in accordance with the terms and conditions of this procurement, SMCEL-JPA reserves the right to reject the proposal of the selected firm and enter into a contract with the next highest ranking firm and so forth until a Consultant is selected under the Terms of the procurement. SMCEL-JPA also reserves the right to cancel this procurement and re-procure for this project if it is determined to be in its best interest to do so.

Selection Disputes:

A Proposer may object to a provision of the RFP on the grounds that it is arbitrary, biased, or unduly restrictive, or to the selection of a particular Proposer on the grounds that SMCEL-JPA procedures, the provisions of the RFP or applicable provisions of federal, state or local law have been violated or inaccurately or inappropriately applied by submitting to the Project Manager a written explanation of the basis for the protest:

- 1) No later than 5:00 p.m. on the third business day prior to the date Responses to RFP are due, for objections to RFP provisions; or
- 2) No later than 5:00 p.m. on the third business day after the date the firm is notified that it did not meet the minimum qualifications or was found to be non-responsive; or
- 3) No later than 5:00 p.m. on the third business day after the date on which the firm is notified that it was not selected, or if applicable the date the appropriate committee authorizes award, whichever is later, for objections to Proposer selection.

Except with regards to initial determinations of non-responsiveness, the evaluation record shall remain confidential until the SMCEL-JPA Board authorizes award.

Protests of recommended awards must clearly and specifically describe the basis for the protest in sufficient detail for SMCEL-JPA staff to recommend a resolution to the SMCEL-JPA Executive Council.

The SMCEL-JPA Executive Council will respond to the protest in writing, based on the recommendation of staff. Should a Proposer wish to appeal the decision of the SMCEL-JPA Executive Council, it may file a written appeal with the SMCEL-JPA Board no later than 4:00 p.m. on the third business day after receipt of the written response from the SMCEL-JPA Executive Council. The SMCEL-JPA Boards' decision will be the final agency decision.

Authorization to award an agreement to a particular Proposer by SMCEL-JPA shall be deemed conditional until the expiration of the protest period or, if a protest is filed, the issuance of a written response to the protest by the SMCEL-JPA Executive Council or, if the decision of the SMCEL-JPA Executive Council is appealed, the issuance of the SMCEL-JPA Boards' decision.

Public Records:

This RFP and any material submitted in response to this RFP are subject to public inspection under the California Public Records Act (Government Code §6250 *et seq.*), unless exempt by law. Other than proprietary information or other information exempt from disclosure by law, the content of proposals submitted to SMCEL-JPA will be made available for inspection consistent with its policy regarding Public Records Act requests.

If the Proposer believes any proposal content contains trade secrets or other proprietary information that the Proposer believes would cause substantial injury to the Proposer's competitive position if disclosed, the Proposer may request that SMCEL-JPA withhold from disclosure such proprietary materials by marking each page containing proprietary information, including financial information, if any, required to be submitted under Section II, Proposal Requirements, as confidential and shall include the following notice at the front of its proposal:

“The data on the following pages of this proposal, including financial information submitted under Section II, Proposal Requirements: Form of Responses, of this RFP marked along the right margin with a vertical line, contain technical or financial information that constitute trade secrets and/or that, if disclosed, would cause substantial injury to the Proposer's competitive position. The Proposer requests that such data be used for review by SMCEL-JPA only, but understands that exemption from disclosure will be limited by SMCEL-JPA's obligations under the California Public Records Act. If an agreement is awarded to the Proposer submitting this proposal, SMCEL-JPA shall have the right to use or disclose the data, unless otherwise provided by law. [List pages].”

Failure to include this notice with relevant page numbers shall render any “confidential/proprietary” markings inadequate. Individual pages shall accordingly not be treated confidentially. By submitting a proposal with portions marked as confidential or proprietary, a Proposer represents it has a good faith belief that such portions are exempt from disclosure under the California Public Records Act. Any language purporting to render the entire proposal confidential or proprietary will be regarded as ineffective and will be disregarded. In addition, the Proposer may not designate any required proposal forms or the cost proposal as confidential. Consequently, any language purporting to render any proposal forms or the cost proposal as confidential or proprietary will be regarded as ineffective and will be disregarded.

In the event properly marked data is requested pursuant to the California Public Records Act, the Proposer will be advised of the request. If the proposal requests that SMCEL-JPA withhold such data from disclosure and SMCEL-JPA complies with the Proposer's request, the Proposer shall assume all responsibility for redacting the proposal; defending any challenges resulting from the non-disclosure; indemnifying, defending SMCEL-JPA and holding SMCEL-JPA harmless from and against all claims, legal proceedings, and resulting damages and costs (including but not limited to attorneys' fees that may be awarded to the party requesting such Proposer



information); and paying any and all costs and expenses relating to the withholding of the Proposer information. Proposer agrees that SMCEL-JPA's sole involvement in any litigation resulting from SMCEL-JPA's withholding of records shall be to retain the records until otherwise ordered by a court.

If the Proposer does not follow all of the requirements in this section for withholding proprietary information as exempt from disclosure under the California Public Records Act, SMCEL-JPA shall have no obligation to withhold the information from disclosure, and the Proposer shall not have a right to make a claim or maintain any legal action against SMCEL-JPA or its Board Members, committee members, employees or agents in connection with such disclosure.

Organizational Conflict of Interest:

By submitting a proposal, the Proposer represents and warrants that no Board, or employee of SMCEL-JPA is in any manner interested directly or indirectly in the proposal or in the contract that may be made under it or in any profits expected to arise therefrom, as set forth in California Government Code Section 1090.

The Proposer further warrants and represents that it presently has no interest and agrees that it will not acquire any interest that would present a conflict of interest under California Government Code Sections 1090 *et seq.* or 87100 *et seq.* during the performance of services under any contract resulting from this procurement and that it will not knowingly employ any person having such an interest. Violation of this provision may result in the contract being deemed void and unenforceable.

ATTACHMENT 1 **SCOPE OF WORK**

I. Purpose

The purpose of this Organizational Assessment is to assess the current organizational and operational practices of the San Mateo County Express Lanes Joint Powers Authority (SMCEL-JPA). Now that the San Mateo US 101 Express Lanes are fully operational and past the initial start-up phase, it is now appropriate to determine the appropriate organizational and staffing to efficiently and effectively implement the vision, mission, and goals of the Express Lanes Program. The assessment is also needed as this has always been contemplated as part of the formation of the SMCEL-JPA. The assessment will consider which functions should be performed by agency staff or assigned to service providers, and the division of responsibilities between the San Mateo County Transportation Authority (TA) and San Mateo City/County Association of Governments (C/CAG) staff. It will specifically analyze:

1. The approach for using in-house staff/agency resources (existing or new positions) versus outsourced support (consultants and/or contractors), and the factors used to determine the appropriate mix of in-house/contracted functions.
2. The approach to determine the split of responsibilities between the two public agencies, TA and C/CAG. Staffing cost estimates, transition planning, and a timeline for implementing the organization structure will be included as part of the assessment.

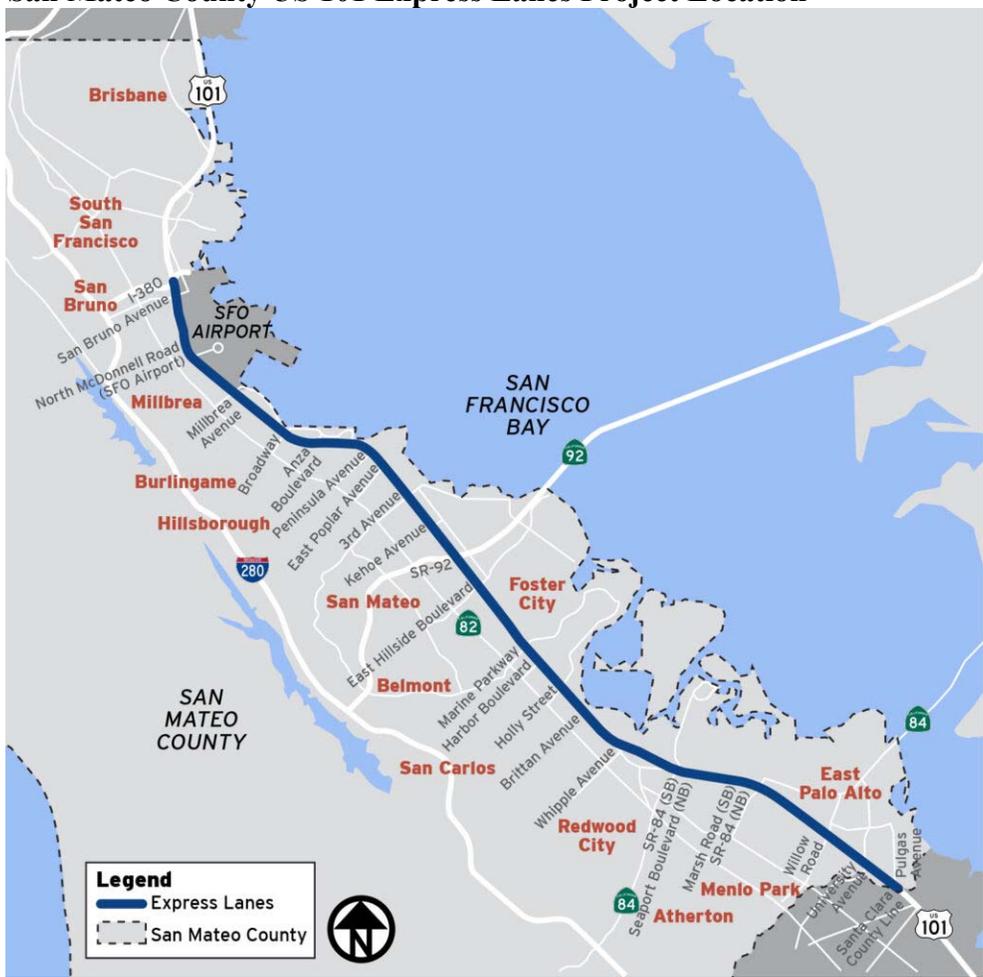
II. Project Background

The San Mateo County US 101 Express Lanes Project is a multi-agency project initiated to reduce traffic congestion and encourage carpooling and transit use on US Highway 101 (US 101) in San Mateo County.

The project will create 22 miles of express lanes on the US 101 from Interstate-380 (I-380), in South San Francisco, to the San Mateo County/Santa Clara County border. The goals of this project are to provide continuous traffic management in each direction from the terminus of the planned Santa Clara County express lanes to north of I-380 in San Mateo County, reduce congestion, encourage carpooling and transit use, improve travel time reliability, minimize degradation of the general purpose lanes, increase person throughput, and to apply technology to help manage traffic. It will aim to accomplish these goals by incentivizing the use of public transit, carpools, and other shared-ride options. The San Mateo County US 101 Express Lane Project seamlessly connects to the express lanes in Santa Clara County owned and operated by the Santa Clara Valley Transportation Authority (VTA).

In San Mateo County, from Whipple Avenue to the I-380 interchange, this project converted some of the existing northbound and southbound auxiliary lanes into through-lanes by extending them through the interchanges and added a toll system to the far-left lanes in each direction to make them express lanes. From the Santa Clara County border to Whipple Avenue, the existing carpool lanes have been converted to express lanes. Together, this created two 22-mile express lanes in San Mateo County in both north and southbound directions.

Figure 1: San Mateo County US 101 Express Lanes Project Location



III. Joint Powers Authority History and Development

In December of 2018, both the C/CAG and TA Boards formed a Joint Ad Hoc Committee (JAHC) to make owner and operator recommendations, including governance and staffing, for the San Mateo County US 101 Express Lanes (Express Lanes). Around the same time, the Bay Area Infrastructure Financing Authority (BAIFA) offered an option for C/CAG and TA to retain



ownership of the Express Lanes by entering into an agreement with BAIFA to operate the Express Lanes, subject to the approval of the California Transportation Commission (CTC), per Assembly Bill AB 194 (Frazier), Chapter 687.

The JAHC met several times to develop the agreement for joint ownership and management of the Express Lanes and recommended to both the C/CAG and TA Boards the formation of a Joint Powers Authority. The JAHC then continued developing the details of the SMCEL-JPA framework for C/CAG and the TA to be co-owners of the Express Lanes and ensure equitable involvement between C/CAG and TA. In June 2019, both C/CAG and TA Boards approved a Joint Exercise of Powers Agreement (JEPA) which specified that an Executive Council (further discussed below) and an independent Policy/Program Manager (PPM), currently HNTB, will provide policy and program advice to the SMCEL-JPA Board, as well as develop and oversee the implementation of the policies. The PPM also monitors and supports the operations and maintenance of the express lanes. The PPM reports directly to the SMCEL-JPA Board and works in collaboration with the Executive Council as well as other SMCEL-JPA agency staff, to provide sufficient staffing levels, both in numbers and appropriate personnel, to adequately address the scope, magnitude, and number of assignments.

The SMCEL-JPA has an Executive Council that consists of the Executive Director of the San Mateo County Transportation Authority and the Executive Director of C/CAG. Each Executive Director may have one designee who will have full authority to act on behalf of the appointing Executive Director. The Executive Council may make recommendations to the SMCEL-JPA Board directly or coordinate with the PPM on joint recommendations to the SMCEL-JPA Board. The same is expected of the PPM. The Executive Council is responsible for negotiation of agreements with agencies that support the operations of the Express Lanes. This includes, but is not limited to, the following: BAIFA to provide overall operations and maintenance of the express lanes; Bay Area Toll Authority (BATA) to provide FasTrak® services; Caltrans for civil road maintenance; and California Highway Patrol (CHP) for enforcement.

In addition to establishing the relationship between the Executive Council and the PPM, the JEPA also provided an initial staffing model and organizational chart, outlining the relationship and functional responsibilities of the member agencies C/CAG and TA, as summarized in the table below:

Table 1: Summary of Functional Responsibilities by Agency for the San Mateo County Express Lanes

Entity	Brief Description of Functional Area and Responsibilities
C/CAG	<ul style="list-style-type: none"> • Contracts & Procurement <ul style="list-style-type: none"> ○ Procure, manage, and maintain all SMCEL-JPA contracts and agreements



	<ul style="list-style-type: none"> ○ Manage consultant work scope, cost and schedule ○ Review and approve invoices, and submit to TA for payments ○ Maintain contracts between SMCEL-JPA and other entities ● Board Clerk and Support <ul style="list-style-type: none"> ○ Board support to the SMCEL-JPA, including agenda, notices, and records of meetings ○ Serve as the Board Clerk ○ Manage public records requests ○ Ensure Form 700s are completed and filed
TA	<ul style="list-style-type: none"> ● Fiscal Agent and Finance <ul style="list-style-type: none"> ○ Budgeting and reporting ○ Accounting, including accounts payable and accounts receivables ○ Audits ○ Treasury ● Marketing and Communications <ul style="list-style-type: none"> ○ Marketing use of the lanes ○ Promoting the broader benefits of the lanes ○ Media relations ○ Website creation and maintenance ○ Community relations (addressing community concerns about policies, operation of the lanes, etc.)

The 101 Express Lanes were opened in two phases, the first being a 7.7-mile southern segment from the San Mateo/Santa Clara County border to Whipple Avenue in Redwood City, which opened in February 2022. While the operations of first phase was being managed by the SMCEL-JPA with support from service providers and the PPM, the second phase of the 101 Express Lanes running from Whipple Avenue in Redwood City to I-380 interchange was then completed in March 2023 and started operations in the same month.

The PPM is currently HNTB. For the purposes of this Organization Assessment, the PPM’s role shall be to provide support and assistance to the Executive Council and SMCEL-JPA. The PPM shall not direct the work of the selected consultant.

IV. Scope of Work

The Scope of Work for the Organizational Assessment Consultant (OAC) may include, but is not limited to:

Task 1: Project Management & Approach

At a minimum, the OAC shall perform the following tasks to kick-off the project:

- a. Prepare a Draft Project Plan Memorandum, which will define how OAC Project Manager (PM) will manage the project scope, timeline/schedule, risks, and anticipated issues or risks with SMCEL-JPA staff. The plan shall also define how the PM will facilitate the decision-making process among all stakeholders and foster consensus building.
- b. Facilitate a kick-off meeting with the SMCEL-JPA Executive Council and/or SMCEL-JPA PPM to discuss the following agenda items:
 - Draft Project Plan Memorandum
 - Project Scope
 - Timeline/schedule, which will include the schedule for biweekly project meetings and Board engagements
 - Project progress reporting
 - Communication protocols
- c. Following the kick-off meeting, OAC will provide meeting minutes, and will finalize and resubmit a Final Project Plan Memorandum that includes any modifications or feedback from the kick-off meeting discussion.

Task 1 Deliverables:

- 1.1 Draft Project Plan Memorandum
- 1.2 Kick-off Meeting Agenda, Materials, and Minutes
- 1.3 Final Project Plan Memorandum
- 1.4 Ongoing Project Team meetings

Task 2: Define Organizational Goals

In close coordination with the SMCEL-JPA Executive Council, OAC will engage and interview the SMCEL-JPA Board of Directors to obtain their input on the vision and goals for the organizational assessment. Following the outreach process, OAC will facilitate a workshop with the SMCEL-JPA Executive Council and staff to refine the vision and goals that are intended to be met through the organizational assessment.

- a. OAC will facilitate a working session with the SMCEL-JPA Executives and other key staff to finalize the organizational goals, which will serve as guiding principles for the assessment and recommendations.

- b. Following the meeting, OAC will develop a draft goals document that includes the vision, priorities, and success measures for the SMCEL-JPA. This will provide the foundation and refine the process for completing the assessment and deliverables. The draft organizational goals will be presented to a subcommittee of Board members for feedback.
- c. Upon review and feedback from SMCEL-JPA staff and the subcommittee, OAC will present the revised draft organization goals to the Board of Directors. After the presentation, OAC will finalize, document, and submit the final Organizational Goals.

Task 2 Deliverables:

- 2.1 Summary and Notes from Board engagement
- 2.2 Summary of the Working Session with SMCEL-JPA staff
- 2.3 Meeting summary with the subcommittee and Board (up to four meetings)
- 2.4 Draft Organizational Goals
- 2.5 Final Organizational Goals

Task 3: Existing Condition Review & Gaps/Needs Assessment

OAC will review the existing organization within the long-term operational context.

- a. SMCEL-JPA will provide documentation and access to materials so OAC may understand the current operating environment and existing roles and responsibilities.
- b. OAC will request and review management reports, cooperative agreements, standard operating procedures (SOPs), data, and/or other available information. This will provide insight into the functions, purpose, and activities related to operating the Express Lanes.
- c. OAC will interview key staff in each of the relevant program areas (contracts administration, communications and community relations, revenue and finance, toll system operations, and maintenance, etc.). The interviews will gather input from each program areas on possible integration, preliminary ideas about the existing or proposed organizational structure and processes, governance considerations, and other pertinent factors.

- d. OAC shall assess the efficiency and effectiveness of each program area in achieving the organizational goals under the existing model. This needs analysis will identify functional areas that potentially overlap and functional areas that may be a gap in the current organization.
- e. OAC will then prepare a summary of up to 5 different organizational models, with a focus on Bay Area and California express lanes. Those models shall include scenarios where the organization is supported by an all agency staff, limited agency staff with significant consultant support, and a mixture of the two. The summary shall include a Strengths, Weakness, Opportunities and Threats (SWOT) analysis of each model.
- f. OAC will provide a draft and final Gap/Needs Assessment that incorporates feedback from SMCEL-JPA.

Task 3 Deliverables:

- 3.1 Meeting Summary from program staff engagement
- 3.2 Findings of Organizational Models
- 3.3 Draft Gap/Needs Assessment
- 3.4 Final Gap/Needs Assessment

Task 4: Preliminary Findings Report

OAC will conduct the organizational assessment and develop a Preliminary Findings report.

- a. OAC will use Deliverables from Tasks #2 and #3, as well as the OAC's own subject matter expertise, to assess potential organization structures for SMCEL-JPA's consideration.
- b. OAC will analyze and consolidate the assessment findings to develop a description of the current organization structure, resources, systems, processes and capabilities, relative to their potential to be incorporated into the ideal state as identified in the Refined Organizational Goals. OAC should note any communication challenges, resource constraints, or process inefficiencies.
- c. The findings will specifically analyze:
 - i. The approach for using in-house staff/agency resources (existing or new positions) versus outsourced support (consultants and/or contractors) and the

- factors used to determine the appropriate mix of in-house/contracted functions.
- ii. The approach to determine the split of responsibilities between the two public agencies, TA and C/CAG.
- d. OAC will present the draft preliminary findings report to a subcommittee of Board members for feedback.
 - e. After incorporating feedback from SMCEL-JPA staff and the subcommittee, OAC will then present the findings to the full Board for comments. With input from the Board, OAC will prepare and submit the final preliminary findings report.

Task 4 Deliverables:

- 4.1 Draft Preliminary Findings Report
- 4.2 Final Preliminary Findings Report
- 4.3 Meetings with JPA subcommittee and Board (up to four meetings)

Task 5: Alternative Analysis

To help SMCEL-JPA review options and identify a preferred organization structure for the Express Lanes, OAC will prepare up to three draft organizational options for consideration.

- a. The drafts will reflect the outcomes of the previous tasks and will map to the key resource functions required of the Express Lanes. The alternatives will also include a Strengths, Weakness, Opportunities and Threats (SWOT) analysis for each.
- b. OAC will work with SMCEL-JPA staff to identify high-level costs/budget impacts for each option, based on available information.
- c. OAC will complete a Draft Alternatives analysis and facilitate a working session with SMCEL-JPA Executives and other key staff to review the alternatives, with the goal of SMCEL-JPA selecting a preferred organizational structure.
- d. OAC will meet with a subcommittee of Board members to present results from the initial analysis. With the subcommittee's input, OAC will revise the Draft Alternative Analysis and present the findings to the full Board.

Task 5 Deliverables:

- 5.1 Draft Alternatives Analysis
- 5.2 Final Alternatives Analysis
- 5.3 Summary Notes from the Working Session documenting input and key decisions
- 5.4 Meetings with JPA subcommittee and Board (up to four meetings)

Task 6: Organizational Assessment Report

OAC will develop an Organizational Assessment Report that includes final recommendations, a draft organizational chart, an implementation roadmap and timeline, a staffing plan, and an annual cost estimate for the SMCEL-JPA's preferred organizational structure.

- a. OAC will submit a report that identifies key recommendations for implementation, including:
 - i. The mix of in-house and outsourced functions and staff. For contracted (outsourced) support, OAC shall include a summary of scope and responsibilities for each function.
 - ii. The delineation of responsibilities between the TA and C/CAG, and the rationale for the recommendation.
- b. OAC will present the recommended organization structure in graphic form. The organizational chart will clearly identify roles for the TA, C/CAG, and contracted staff.
- c. A staffing plan will provide roles and responsibilities of new positions or staff assignments, including the approximate level of effort (expressed in the form of full-time equivalents).
- d. An annual cost estimate that includes labor for the full organization will be included; it will also clearly identify TA, C/CAG, and contracted staff, levels of effort (expressed in the form of full-time equivalents), and anticipated labor rates used to develop the estimate.
- e. The OAC will prepare an implementation roadmap which will recommend how the Program functions should be phased in over time, with completion estimated to take one (1) year. Key components include:
 - i. Identifying priorities and potential dependencies.

- ii. A timeline, outlining the activities to be accomplished to implement the recommended organizational structure.

A working session with the SMCEL-JPA Executives and key staff will be conducted where a draft implementation roadmap is reviewed and discussed. Feedback from the work session will be incorporated into the revised draft implementation roadmap document.

- f. OAC will package all the elements in this Task 5, and relevant work product from Tasks #2 through #5, to deliver the draft Organizational Assessment Report. SMCEL-JPA staff will provide feedback for OAC on the draft Organizational Assessment Report.
- g. OAC will present the draft Organizational Assessment Report to a subcommittee of Board members, followed by a full presentation to the entire Board. Any comments received will be incorporated into the final Organizational Assessment Report.
- h. At the Executive Council's direction, the OAC will present the final Organizational Assessment Report to the Board for acceptance.

Task 6 Deliverables:

- 6.1 Summary Notes from the Working Session documenting input and key decisions
- 6.2 Draft Organizational Assessment Report
- 6.3 Final Organizational Assessment Report
- 6.4 Meetings with JPA subcommittee and Board (up to four meetings)

Task 7: Optional Tasks As Needed

As needed and only upon prior approval from the SMCEL-JPA Project Manager, optional tasks may be assigned.

Task 7 Deliverables:

To be determined

Appendix A

COST PROPOSAL TEMPLATE

<https://ccag.ca.gov/wp-content/uploads/2023/08/Appendix-A-Cost-Proposal-Template.xlsx>

Appendix B

SAMPLE AGREEMENT TEMPLATE

<https://ccag.ca.gov/wp-content/uploads/2023/08/Appendix-B-DRAFT-Sample-Contract-1.pdf>

Appendix C

CALIFORNIA LEVINE ACT STATEMENT

California Government Code Section 84308, commonly referred to as the "Levine Act," prohibits any San Mateo County Express Lane Joint Powers Authority (SMCEL-JPA) Board Member from participating in any action related to a contract if he or she receives any political contributions totaling more than \$250 within the previous twelve months, and for three months following the date a final decision concerning the contract has been made, from the person or company awarded the contract. The Levine Act also requires a member of the SMCEL-JPA Board who has received such a contribution to disclose the contribution on the record of the proceeding.

A list of SMCEL-JPA Board members can be found at <https://101expresslanes.org/about/bod>. Proposers are responsible for accessing this link to review the names prior to answering the following questions.

1. Have you or your company, or any agent on behalf of you or your company, made any political contributions of more than \$250 to any SMCEL-JPA Board Member in the 12 months preceding the date of the submission of your proposals or the anticipated date of any Board action related to this contract?

YES NO

If yes, please identify the Board Member(s):

2. Do you or your company, or any agency on behalf of you or your company, anticipate or plan to make any political contribution of more than \$250 to any SMCEL-JPA Board Member in the three months following any Board action related to this contract?

YES NO

If yes, please identify the Board Member(s):

Answering yes to either of the two questions above does not preclude the SMCEL-JPA from awarding a contract to your firm or any taking any subsequent action related to the contract. It does, however, preclude the identified Board Member(s) from participating in any actions related to this contract.

Date

Signature of authorized individual

Type or write name of authorized individual

Type or write name of company