AMENDMENT NO. 1 TO RESTATED AND AMENDED COOPERATIVE AGREEMENT BETWEEN THE CALIFORNIA DEPARTMENT OF TRANSPORTATION AND THE BAY AREA TOLL AUTHORITY RELATING TO THE BRIDGES

THIS AMENDMENT NO. 1 TO THE RESTATED AND AMENDED COOPERATIVE AGREEMENT BETWEEN THE CALIFORNIA DEPARTMENT OF TRANSPORTATION AND THE BAY AREA TOLL AUTHORITY RELATED TO THE BRIDGES, IS MADE, ENTERED INTO AND EFFECTIVE ON July 1, 2015 by and between the STATE OF CALIFORNIA, acting by and through its Department of Transportation, hereinafter referred to as "DEPARTMENT," and the BAY AREA TOLL AUTHORITY (BATA), hereinafter referred to as "AUTHORITY."

RECITALS

1. AUTHORITY was created pursuant to Section 30950, *et seq.* of the California Streets and Highways Code (SHC), which transferred certain California Transportation Commission (CTC) and DEPARTMENT responsibilities for the disposition of toll revenues collected from toll bridges owned and operated by DEPARTMENT in the San Francisco Bay Area.

2. STATE and AUTHORITY entered into an Agreement (Master Cooperative Agreement 4-2078-A1) on April 25, 2006, as amended and restated on June 13, 2011, hereinafter referred to as "AGREEMENT" to cooperatively maintain, operate, construct, rehabilitate, and retrofit the toll bridges owned and operated by DEPARTMENT in the San Francisco Bay Area.

3. Section VIII, Article 6 of AGREEMENT provides that AGREEMENT shall be subject to re-adoption as amended by the parties effective July 1, 2015, and every ten (10) years thereafter.

4. The parties hereto now intend to enter into this Amendment No. 1 to re-adopt the AGREEMENT and reduce the subsequent periods for re-adoption to five-year terms.

IT IS THEREFORE MUTUALLY AGREED:

1. The first sentence of Article 6 of Section VIII – Mutual Provisions, is deleted and replaced by the following: "This AGREEMENT shall be subject to re-adoption as amended by the parties effective July 1, 2020, and every five (5) years thereafter."

2. As hereby amended, the terms and conditions of the AGREEMENT shall remain in full force and effect.

3. This Amendment No. 1 to the AGREEMENT is hereby deemed to be part of Master Cooperative Agreement 4-2078-A1.

IN WITNESS WHEREOF, this Amendment No. 1 has been executed by the parties hereto as of the day and year first written above.

STATE OF CALIFORNIA
Department of Transportation

By: _____
Deputy District Director

BAY AREA TOLL AUTHORITY

By: _____
Steve Heminger, Executive Director

Approved as to form:

_____
Adrienne D. Weil, General Counsel
Bay Area Toll Authority

Certified as to budgeting of funds:

_____
District Budget Manager

Date: March 22, 2006
W.I.: 1253
Revised: 04/27/11-BATA
06/24/15-BATA

ABSTRACT

BATA Resolution No. 62, Revised

This resolution authorizes the Bay Area Toll Authority (BATA) to enter into a cooperative agreement with the California Department of Transportation for the management and operation of the state-owned toll bridges in the Bay Area.

This resolution was revised on April 27, 2011, to revise the identification of the geographical limits of the bridges.

This resolution was revised on June 24, 2015, to re-adopt the cooperative agreement and to reduce subsequent periods for re-adoption from ten years to five-year terms.

Further discussion of this resolution is contained in the Executive Director's memorandum to the BATA Oversight Committee dated April 6, 2011 and June 3, 2015 and the Bay Area Toll Authority dated March 15, 2006.

Date: March 22, 2006
Revised: April 27, 2011
W.I.: 1253

RE: Authorizing a Cooperative Agreement with the State Department of Transportation

BAY AREA TOLL AUTHORITY

RESOLUTION NO. 62, REVISED

WHEREAS, Streets and Highways Code Section 30950 creates the Bay Area Toll Authority (BATA) that is the same as the Metropolitan Transportation Commission (MTC); and

WHEREAS, Streets and Highways Code Sections 30950 *et seq.* transfers to BATA certain current California Transportation Commission and California Department of Transportation (DEPARTMENT) duties and responsibilities for the bridges owned and operated by the DEPARTMENT in the San Francisco Bay Area; and

WHEREAS, the bridges subject to this agreement as defined in Streets and Highways Code Section 30910 are the Antioch, Benicia-Martinez, Carquinez, Richmond-San Rafael, San Francisco-Oakland, San Mateo-Hayward, and Dumbarton Bridges, and

WHEREAS, Streets and Highways Code Section 30952 provides that BATA and the DEPARTMENT shall enter into a cooperative agreement, upon mutually agreed terms and conditions, setting forth the methodology by which the DEPARTMENT shall operate the bridges and be responsible for the planning, design and construction of improvements, repairs or alterations to the bridges; and

WHEREAS, Streets and Highways Code Section 30950.2, gives BATA the responsibility for administering all toll revenues from the state-owned toll bridges within the jurisdiction of the Metropolitan Transportation Commission, once the obligations of the California Infrastructure and Economic Development Bank secured by the seismic retrofit surcharge imposed pursuant to subdivision (a) of SHC section 31010 are no longer outstanding (as defined by the constituent instruments), currently the Bay Area Toll Bridges Seismic Retrofit Revenue Bonds Series 2003A First Lien Bonds and Seismic Retrofit Revenue Notes Series 2005A Second Lien Commercial Paper.

WHEREAS, BATA now wishes to enter into a cooperative agreement with the DEPARTMENT; now, therefore, be it

RESOLVED, that the BATA authorizes the Executive Director, or his designee, to enter into a cooperative agreement with the DEPARTMENT, substantially as set forth in Attachment A, attached hereto and incorporated herein as though set forth at length; and, be it further

RESOLVED, that the Executive Director is delegated the authority to make modifications to Attachment A prior to its execution without further review by BATA, as long as such changes do not materially amend the terms of the cooperative agreement.

RESOLVED, that the agreement as set forth in Attachment A, supercedes and replaces all previous Cooperative Agreements between BATA and DEPARTMENT pertaining to the management and operations of the state-owned toll bridges in the Bay Area.

BAY AREA TOLL AUTHORITY

Jon Rubin, Chair

The above resolution was entered into by the Bay Area Toll Authority at a regular meeting of the Authority held in Oakland, California on March 22, 2006.