

PUBLIC UTILITIES REVENUE BOND OVERSIGHT COMMITTEE CITY AND COUNTY OF SAN FRANCISCO AGENDA

Public Utilities Commission Building, 4th Floor Conference Room 1155 Market Street (between 7th & 8th Streets) San Francisco, CA 94103

Monday, June 18, 2012 - 9:30 AM

Regular Meeting

1. Call to Order and Roll Call

Seat 1 Holly Kaufman

Seat 2 Kevin Cheng, Chair

Seat 3 Karen Donovan

Seat 4 Larry Liederman

Seat 5 Vacant

Seat 6 Ian Hart

Seat 7 John Ummel, Vice Chair

- 2. **Public Comment:** Members of the public may address the Revenue Bond Oversight Committee (RBOC) on matters that are within the RBOC's jurisdiction, but not on today's agenda. (No Action)
- 3. Chair's Report:
 - A. San Francisco Public Utilities Commission (SFPUC) Staff Report: City Services Auditor Work Plan for Audits SFPUC. (Discussion)
 - B. San Francisco Public Utilities Commission (SFPUC) Staff Report: Debt Issuance Update. (Discussion)
 - C. San Francisco Public Utilities Commission (SFPUC) Staff Report: RBOC Account Statement. (Discussion)
- 4. City Attorney Support Services to the Revenue Bond Oversight Committee and Reimbursement for Services. (Discussion and Action).
- 5. Draft Scope of Services RBOC Evaluation of the Water System Improvement Program (WSIP) Program. (Discussion and Action) (attachment)
- 6. Approval of RBOC Minutes of May 21, 2012. (Discussion and Action) (attachment)

- 7. RBOC Member Information Requests Raised at Today's Meeting and Future Agenda Items. (Discussion and Action)
- 8. Adjournment.

Next regularly scheduled meeting: July 16, 2012. 525 Golden Gate Ave., 2nd Floor Yosemite Room San Francisco, CA 94102

Agenda Item Information

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Public Comment

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RBOC Account Summary June 2012

	Series 2006 A Bonds 2008 CREBS 2009 A Bonds 2009 B Bonds 2010 A Bonds 2010 B Bonds	<u>5W Water</u> 253,063 - 206,000 206,000	5C Wastewater	5T Hetchy Power - 3,163	Total 253,063 3,163 206,000
	2008 CREBS 2009 A Bonds 2009 B Bonds 2010 A Bonds	- 206,000 206,000	- -	3,163 -	3,163
:	2009 A Bonds 2009 B Bonds 2010 A Bonds	206,000		3,163	•
:	2009 B Bonds 2010 A Bonds	206,000	· -	-	206,000
:	2010 A Bonds	•			200,000
;			•	-	206,000
	2010 B Bonds	28,473	23,525		51,998
:	2010 B BOIIGS	208,860	96,258	· -	305,118
:	2010 D Bonds	35,680	-		35,680
	2010 E Bonds	172,100	-	-	172,100
	2010 F Bonds	90,480	-	-	90,480
	2010 G Bonds	175,735	-	·	175,735
	2011 A Bonds	301,358	-	-	301,358
	2011 B Bonds	14,488	_		14,488
	2011 C Bonds	16,798	-	-	16,798
	2011 QECBS	-	• -	4,150	4,150
	2012 NCREBs	_	-	3,300	3,300
	2012A Bonds	295,805			295,805 *
	2012B Bonds	8,260			8,260 *
A	Subtotal Sources - All	2,013,098	119,783	10,613	2,143,493
· u	Jses (\$)				
	Independent Reports				
	WSIP Expenditures & CP (2006)	59,370	-	•	59,370
	Financial Review of WSIP (2007)	92,050	_	· •	92,050
	WSIP Sunset Reservoir (2009)	71,890	-	-	71,890
	CSA Controller's Audit (2011/2012)	86,219	29,750	.	115,969
	Ind. Review Panel (IRP) (2011/2012)		*		
*	\$115,637 pd to date, bal pending	116,543	-	-	116,543
	LADWP for IRP (2011/2012)	11,489	-		11,489
	IBBS Consulting for IRP (2011/2012)	**			
	\$39,370.30 pd to date, bal pending	49,745	<u>-</u>	` <u>-</u>	49,745
В	Subtotal Uses - Ali	487,308	29,750	-	517,057
A-B A	Available Funds	1,525,790	90,033	10,613	1,626,436

^{*}Additional Source from prior month

Draft Scope of Services (V.4)

RBOC Evaluation of the WSIP Program

Introduction

San Francisco's Revenue Bond Oversight Committee (RBOC) is charged with confirming that proceeds from revenue bonds that support Power, Waste Water and Water Enterprise infrastructure improvements are being implemented in a professional and cost effective manner. Currently, RBOC is focused on reviewing the SFPUC's delivery of the \$4.6B Water System Improvement Program (WSIP) which is now about 50% complete. The SFPUC is responsible for implementing the program, estimating and tracking project costs, and developing and monitoring project schedules.

In light of recent recommendations made to RBOC by Dr. William Ibbs (Ibbs Consulting) and the SFPUC's Independent Review Panel, RBOC has requested that the SFPUC conduct an EAC/SAC analysis for a representative sample of projects and that this analysis be reviewed by RBOC's consultant (Task A) for purposes of confirming the accuracy of the SFPUC's cost and schedule forecasts and the WSIP's overall status with regard to cost and schedule.

In addition, RBOC, in consultation with the SFPUC, has identified one additional task as part of its annual work plan. This task (Task B) involves a review of all forecasted delivery costs remaining to complete the WSIP.

Cost-Estimate: \$300-\$500k

Objectives

The consultant will review the SFPUC's EAC/SAC analysis and forecasted delivery costs and provide RBOC with a report as to the thoroughness, accuracy, comprehensiveness, and quality of the SFPUC's forecasting processes at project/program completion.

Task A. Examine the Process for Forecasting Cost Estimate at Completion (EAC) and Schedule at Completion (SAC)

The objectives for Task 1 are to determine: 1) To what degree of confidence does the EAC/SAC analysis of the representative projects suggest that these projects are on schedule and within the budget currently forecasted by the SFPUC? 2) To what degree of confidence does the EAC/SAC analysis suggest that the overall WSIP program is on schedule/budget? 3) What issues, if any, should be addressed and actions taken to set more accurate project/program completion budgets and schedules, that can be relied upon by program stakeholders and the general public?

Task B. Examine Remaining Delivery Costs*

The objective of Task 2 is to determine the forecasted delivery costs to complete the WSIP program based on the most current information available at the time of the analysis: 1) Examine the process by which the SFPUC controls and forecasts delivery

costs; 2) Compare the SFPUC's forecasted delivery costs of active projects with the actual delivery costs of completed projects; 3) How might the SFPUC's actual and/or forecasted delivery costs compare with industry standards or other programs of comparable size and complexity? 4) What recommendations might be made that enable the SFPUC to more accurately forecast delivery costs, help reduce these costs, and phase-out resources no longer necessary as the program nears completion?

*Delivery costs — often referred to as soft costs or non-construction related costs—include project and program management, planning, engineering, environmental review and permitting, construction management, engineering support during construction, and other City staffing costs such as real estate services, legal support, public outreach, operations support, etc. (RBOC sub-committee members want to ensure that delivery costs are properly defined in this scope of work. The above definition is essentially what the SFPUC (Julie) provided in an earlier draft. The definition (inclusion?) of soft costs was not clear cut in the previously prepared reports by Ibbs Consulting and the Independent Review Panel — It is critical that there is concurrence with the definition among all parties so that comparisons can be made — either internal to the SFPUC's "completed v. yet to be completed projects" or from a benchmarking, industry-wide point of view. JU)

General Information

- 1. A pre-proposers' conference (workshop) will be held so that prospective consultant teams have a clear understanding of the WSIP team's forecasting processes involving EAC/SAC as well as delivery costs. This workshop will also help consultants understand the breadth and specifics of available data, defined terms, organizational alignment, and the SFPUC's various processes and policies. (Note: The SFPUC has expressed valid concerns regarding this process which we hope to hear more about at our meeting on June 18. This procedural issue will need to be resolved to the mutual satisfaction of RBOC and SFPUC Management before moving forward with the RFP process. JU)
- 2. The SFPUC will make WSIP records and data accessible to the RBOC consultant and permit the consultant to review information used in its forecasting. The SFPUC will provide a contact person that will facilitate the RBOC consultant's access to information, key SFPUC staff people, contractors and/or other needed contacts.
- 3. As part of the proposal process, the consultant is required to review the most current SFPUC WSIP project information, including additional reports, such as the Cost Summary and Document Turnaround reports. The SFPUC will make this information available on-line. RBOC will provide, on-line, the most recent Independent Review Panel and Ibbs reports.
- 4. Within 5 working days following the pre-proposers conference, consultants can submit follow-up written questions to representatives of RBOC to better understand the breadth and specifics of the defined tasks. All submitted questions and responses will be posted on the web. (Note: RBOC may want to consider hiring someone to oversee the scoping/RFP process in order that its interests are protected and stay within scope. JU)

- 5. Modifications to the scope may be made by RBOC as a result of questions/input provided at pre-proposers' conference and/or follow-up written questions/responses.
- 6. Within 15 working days following the pre-proposers conference, Consultants will submit a proposal based on the various studies or reports provided, information conveyed at the pre-proposers conference and any subsequent follow-up. The proposal will identify a timetable for work completion and a proposed total cost (fee) for completing each task including all aspects of the review and analysis, and the cost for staff, incidentals, and deliverables. The final consultant fee will be negotiated to a not-to-exceed amount.
- 7. During the course of the assignment, the consultant is expected to confer with SFPUC staff based on a pre-arranged, mutually agreeable schedule to clarify issues and questions that arise.
- 8. So that the impact on WSIP staff is minimized, the actual EAC/SAC review process will be mutually agreed upon by the SFPUC and RBOC's consultant. (For example, it may be advantageous for RBOC's consultant to work collaboratively with the person(s) conducting the analysis as it is being prepared as opposed to waiting for a completed analysis.)
- 9. The consultant is employed by RBOC and shall be responsible directly to RBOC. An RBOC representative (contact person) will be provided to the consultant.
- 10. The consultant will provide the SFPUC and RBOC with a *preliminary draft* report including all findings for review. The SFPUC will have the opportunity to provide written responses regarding this draft prior to the consultant producing a *final draft* report to RBOC.
- 11. The consultant will provide oral progress reports to the RBOC on a predetermined schedule.

Task A - EAC/SAC Review

Five projects have been selected for EAC/SAC analysis. These five projects represent different large water infrastructure projects. All are costly - as well as complex - and represent unique challenges.

- 1. New Irvington Tunnel----\$320M
- 2. Calaveras Dam Replacement----\$420M
- 3. HTWTP Long Term Improvements----\$276M
- 4. BDPL Reliability Upgrade Tunnel----\$307M
- 5. Crystal Springs/San Andreas Transmission Upgrade----\$165M

EAC/SAC Review Requirements

The details of the review will include but not be limited to the items listed below. The exact scope of the review *may* be refined after the consultant becomes more familiar with the WSIP EAC/SAC process and has had a chance to review relevant background documents. The consultant will review the SFPUC's EAC/SAC analysis for the five projects in sufficient detail to thoroughly understand if project costs and schedule

assumptions, inclusions, projections, and contingencies are reasonable, and if the projects can be delivered as indicated in the current WSIP forecast at completion based on the information know at the time of the analysis. The review process is as follows:

- 1. The consultant will follow the SFPUC's EAC/SAC process from beginning to end for each project and assess its current EAC/SAC thoroughness and accuracy.
- 2. Review of the SFPUC cost estimating and cost forecasting methodology, assumptions, accuracy, and processes used to determine forecast final project cost at completion.
- 3. Review the SFPUC's schedule projection and forecasting methodology, assumptions, accuracy, and processes used to determine schedule at completion forecasts.
- 4. Spot check key approved change orders (CO's) to insure they were approved in accordance with SFPUC policies and are essential to successful completion of the project.
- 5. Spot check pending and potential CO's for both cost and time to insure that projections are realistic, thorough, all inclusive, and that assumptions for cost and schedule at completion are sound and within industry norms.
- 6. Review project trend projections for both cost and time to insure that projections are realistic, thorough, all inclusive, and that assumptions for cost and schedule at completion are sound and within industry norms.
- 7. Confirm that all approved, pending, and potential CO's and trends are included in the SFPUC's project cost and time completion forecasts.
- 8. Review the project risk registers to determine if all reasonable risks are accounted for. Also, make an assessment as to whether high probability risks should be included in the trends cost and schedule projections at completion. Report on the rationale and analysis used to develop your opinion.
- 9. Review all project contingencies, both construction and non-construction, to determine if there will be sufficient contingencies to cover all costs for the projects at completion. Using the analysis of the 5 projects as a base, provide an opinion and the backup rationale and data to extrapolate this information and determine the overall confidence level that the entire WSIP program can be completed within the current contingency funding, including the Program Management Reserve Fund.
- 10. The consultant will interview the prime contractor for each project to gain the contractors perspective on the current and projected status of the work and current and future cost and schedule challenges to insure that all reasonable cost and schedule issues are addressed in the SFPUC's EAC/SAC forecasts.
- 11. The consultant will present a full and comprehensive written report to the RBOC giving the details and analysis leading to the consultant's findings and recommendations.
- 12. If the consultant findings indicate the need for revisions to the SFPUC's current EAC/SAC process, the consultant will provide specific actions that should be taken to provide more accurate EAC/SAC projections.

Note: The scope of work is still an early work-in-progress. JU

Task B - Examine Remaining Delivery Costs

Once a program is in construction, remaining costs are to a great extent fixed through the awarded construction contracts. However, costs may vary in two areas — construction change orders and delivery costs (often referred to as soft costs). With WSIP construction activities projected to peak in the fall of 2012, the WSIP team will need to start ramping down some activities in early 2013. Task B involves assessing the projected delivery costs for the remainder of the program and verifying that those costs reflect the phasing out of resources as the program nears completion.

Remaining Delivery Costs Review Requirements

The details of the review will include but not be limited to the items listed below. The exact scope of the review may be refined after the consultant becomes more familiar with the SFPUC's forecasting processes. The review process is as follows:

1. Verify all forecasted delivery costs remaining to complete the WSIP, including costs associated with program and project management, planning, engineering, environmental review and permitting, construction management, engineering support during construction, and other City staffing costs (e.g., real estate services, Water Enterprise operations support, legal support, etc.). Ensure that the definition of "remaining delivery costs" is fully understood so that comparisons with outside benchmarks or other programs can be assessed, if desirable. The analysis should include a review of all delivery cost forecasts (based on specific resource allocation projections of all key positions) and a review of how consultants and City staff are being transitioned out of the program. The result of the analysis will be compared with an examination of actual delivery costs to date for completed projects to allow for a project-level comparison of the delivery costs approved as part of the July 2011 Revised WSIP. The analysis may also involve the analysis of other remaining nonconstruction costs such as environmental mitigation, security and right-of-way costs.

Consultant Qualifications and Requirements

The successful RFP submittal shall demonstrate that the consultant/firm has the appropriate professional and technical background as well as access to adequate resources to fulfill the stated scope of services.

<u>Required</u> professional expertise, knowledge and skills include, but are not limited to the following, <u>all</u> in relation with large public infrastructure programs and projects:

- a. All aspects of program, project and construction management.
- b. Schedule and cost control and forecasting, with strong emphasis on construction costs and schedules.
- c. Budgeting, cost control and cost estimating.
- d. Critical Path Method (CPM) scheduling.
- e. Earn value management (CPI, SPI, and other indicators)
- f. Construction contract administration.
- g. Public utility governance and financing.

Desirable experience, knowledge and skills include, but are not limited to the following:

- a. Planning, design and construction of large and complex potable water projects and programs.
- b. Construction risk assessment/management.
- c. Primavera P6 project management platform.
- d. Environmental regulations/requirements and their impacts on project delivery.
- e. Stakeholder relations.
- f. Feasibility analysis and analysis for construction projects and programs.
- g. Public project delivery organizational alignments and responsibilities.

The consultant's proposal will include all necessary expertise and personnel required to successfully complete the scope of services.

Deliverables

The consultant will provide the SFPUC and RBOC with a complete preliminary *draft* report. The SFPUC will provide feedback on the consultant's preliminary draft report for the consultant's and RBOC's consideration. The final draft report will be provided both electronically and in hard copy including all key backup information used to substantiate the consultant's findings/recommendations. The consultant will present the final draft report to RBOC at a public meeting. Depending on the outcome of this meeting, RBOC may request the consultant to incorporate certain changes into a final report.

Timetable TBP





PUBLIC UTILITIES REVENUE BOND OVERSIGHT COMMITTEE CITY AND COUNTY OF SAN FRANCISCO MINUTES

Public Utilities Commission Building, 4th Floor Conference Room 1155 Market Street (between 7th & 8th Streets) San Francisco, CA 94103

May 21, 2012 - 9:30 AM

Regular Meeting

1. Call to Order and Roll Call (9:36 a.m. – 9:36 a.m.)

Seat 1 Holly Kaufman

Seat 2 Kevin Cheng, Chair

Seat 3 Karen Donovan

Seat 4 Larry Liederman

Seat 5 Vacant

Seat 6 Ian Hart

Seat 7 John Ummel, Vice Chair

The meeting was called to order at 9:36 a.m. On the call of the roll all members were noted present.

2. **Public Comment.** (9:36 a.m. – 9:37 a.m.)

Public Comment: None.

3. Chair's Report:

A. San Francisco Public Utilities Commission (SFPUC) Staff Report: Water System Improvement Program (WSIP). (9:37 a.m. – 10:00 a.m.)

Jeet Bajwa (SFPUC); presented a report on WSIP Construction Management and responded to questions raised throughout the discussion.

Public Comment: None.

B. San Francisco Public Utilities Commission (SFPUC) Staff Report: RBOC Account Statement. (Discussion) (10:00 a.m. – 10:15 a.m.)

Charles Perl (SFPUC); Mark Blake (City Attorney's Office); provided information and responded to questions raised throughout the discussion.

Public Comment: None.

4. Possible Audit Activities of the Revenue Bond Oversight Committee for Calendar Year 2012. (10:15 a.m. – 111:15 a.m.)

Vice-Chair Ummel provided an overview of the possible audit activities of the RBOC.

Nancy Hom (SFPUC); provided information and responded to questions raised throughout the discussion.

Member Liederman, seconded by Member Hart, moved to authorize the RBOC Contracting Working Group to draft and revise, with input from the Revenue Bond Oversight Committee, the scope of work to present to the Controller's list of approved contractors.

The motion passed by the following vote:

Ayes: Kaufman, Cheng, Donovan, Liederman, Hart, Ummel

Noes: None.

Public Comment: None.

5. Draft Scope of Work for Estimate-at-Completion and Schedule-at-Completion (EAC/SAC) Review.

Estabio Elarosa (SFPUC); provided information and responded to questions raised throughout the discussion.

Public Comment: None.

6. RBOC's Use/Selection of an Expediter to Assist in the Formation of the RBOC's Consultant Pool. (11:15 a.m. – 11:33 a.m.)

Mark Blake (City Attorney's Office); Nancy Hom (SFPUC); provided information and responded to questions raised throughout the discussion.

Public Comment: None.

7. **Approval of RBOC Minutes of April 16, 2012.** ((1133 a.m. – 11:35 a.m.)

Member Liederman, seconded by Member Hart, moved to approve the RBOC minutes April 16, 2012, as amended.

The motion passed by the following vote:

Ayes: Kaufman, Cheng, Donovan, Liederman, Hart, Ummel

Noes: None.

Public Comment: None.

8. RBOC Member Information Requests Raised at Today's Meeting and Future Agenda Items. (11:35 a.m. – 11:45 a.m.)

City Attorney Services – Payment SFPUC Financing City Services Auditor Work Plan

Mark Blake (City Attorney's Office); Charles Perl and Nancy Hom (SFPUC); provided information and responded to questions raised throughout the discussion.

Public Comment: None.

9. Adjournment.

The meeting Adjourned at 11:45 a.m.

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