

**DRAFT**

**RESOLUTION 20xx-xxx**

**RESOLUTION AUTHORIZING A MASTER AGREEMENT WITH THE STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS), DIVISION OF RAIL AND MASS TRANSPORTATION FOR THE PURPOSES OF FUNDING DISTRICT PROJECTS UTILIZING GRANT FUNDING FROM THE CALIFORNIA TRANSPORTATION COMMISSION, AND GRANTING INDEMNITY**

**WHEREAS**, the San Diego Unified Port District (District) is a public corporation created by the legislature in 1962 pursuant to Harbors and Navigation Code Appendix 1, (Port Act); and

**WHEREAS**, the Board of Port Commissioners (BPC) adopted BPC Policy No. 110 to establish a policy governing the processing and administration of public projects, consulting and service agreements, the purchasing of supplies, materials, and equipment, and grants; and

**WHEREAS**, On October 18, 2017, the California Transportation Commission (CTC) released a notice of funding opportunity for the Trade Corridor Enhancement Program (TCEP); and

**WHEREAS**, this program is funded as a part of the Senate Bill 1 Road Repair and Accountability Act (SB1); and

**WHEREAS**, TCEP consolidates funds from the Trade Corridor Enhancement Account, the federal National Highway Freight Program, and funds from the Budget Act of 2015 to create a \$1.3B fund to address transportation infrastructure needs in the state over a five year period, with a 30% match requirement for projects receiving TCEP funds; and

**WHEREAS**, projects funded using state transportation funds administered by CALTRANS require implementing agencies to enter into a Master Agreement with CALTRANS; and

**WHEREAS**, the Master Agreement identifies the terms and conditions that both parties agree to when funding and implementing any transportation projects funded by CALTRANS grants; and

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**WHEREAS**, the Master Agreement does not identify specific projects; instead it is an umbrella agreement that covers all CALTRANS-funded projects for the period of the agreement; and

**WHEREAS**, the Master Agreement does not identify a specific project that will be funded using state money, but instead identifies the terms and conditions that the funder (CALTRANS) and the Administering Agency (the District) agree to when using state grant funds for projects within the District's jurisdiction; and

**WHEREAS**, future agreements between the District and CALTRANS will identify specific projects, including budgets, scope of work, and deliverables; and

**WHEREAS**, no funds are obligated based on the Master Agreement alone; and

**WHEREAS**, the Master Agreement requires that the District indemnify, defend and hold harmless the State, the California Transportation Commission and the State Treasurer relative to any misuse by the District of State funds, project property, project generated income or other fiscal acts or omissions of District.

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Port Commissioners of the San Diego Unified Port District, as follows:

That the Executive Director or her designated representative is hereby authorized and directed on behalf of the San Diego Unified Port District, to enter into a Master Agreement with the State of California Department of Transportation, Division of Rail and Mass Transportation for the purposes of funding District projects utilizing grant funding from the California Transportation Commission; and hereby grants indemnity to the State, the California Transportation Commission and the State Treasurer relative to any misuse by the District of State funds, project property, project generated income or other fiscal acts or omissions of District, as set forth in the Master Agreement.

APPROVED AS TO FORM AND LEGALITY:  
GENERAL COUNSEL

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By: Assistant/Deputy

PASSED AND ADOPTED by the Board of Port Commissioners of the San Diego Unified Port District, this 17<sup>th</sup> day of July, 2018, by the following vote: