EXHIBIT A

RESOLUTION NO. 25-03-16

FINDINGS IN SUPPORT OF LOW BID EXEMPTION

82nd Avenue Transit Project

A. Competitive Bid Exemption under Oregon Statute

Oregon law requires all local contracting agency public improvement contracts to be procured by competitive bid unless an exemption is granted by the agency's contract review board or the contract is otherwise exempt from competitive bidding requirements. For a contract review board exemption, ORS 279C.335(2) requires the agency to develop findings that (1) the alternative procurement process is unlikely to encourage favoritism or substantially diminish competition, and that (2) the award of the contract under the exemption will likely result in substantial cost savings to the agency and other substantial benefits to the agency.

In making these findings, the agency must consider the type, cost and amount of the contract and, to the extent applicable to the particular public improvement contract, certain factors defined by ORS 279C.335(2)(b). These include, but are not limited to, the following:

1. Number of Contractors Available to Bid
2. Operational, budget and financial data;
3. Public benefits;
4. Value engineering;
5. Specialized expertise required;
6. Public safety;
7. Reducing risks to the agency;
8. Funding sources;
9. Market conditions; and
10. Technical complexity
11. New or Existing Structure
12. Occupied or unoccupied during construction
13. Single or Multiple Phases of work
14. Agency expertise and experience in alternative contracting method

B. Summary Description of the 82nd Avenue Transit Project

The 82nd Avenue Transit Project will provide a TriMet-operated Bus Rapid Transit (BRT) service serving eastern areas of the Portland metropolitan region in the City of Portland and Clackamas County. The service will be approximately 10 miles long, and will run primarily on 82nd Avenue, which serves as a primary north-south arterial route through the Portland metropolitan area. Its northern terminus will be at NE Cully

Boulevard and NE Killingsworth Street in the Cully neighborhood of Portland. Its southern terminus will be at the Clackamas Town Center Mall in unincorporated Clackamas County.

The project will include multiple scope components that will define the construction contract including:

- 68 new station platforms with shelters, lighting, real-time digital information displays, and other critical amenities.
- New signal upgrades that support transit signal priority
- Enhanced pedestrian crossings at each station
- Sidewalk and curb ramp improvements that improve accessibility
- Fiber optic improvements for a connected signal and communications system
- Roadway improvements at station platforms

C. Critical Factors

This project is a major infrastructure investment that includes jurisdictional permitting/ design/construction coordination with the City of Portland, ODOT, and Clackamas County. Proposed changes along the 82nd Avenue will affect how business, residents, and others will use the corridor during and after construction. During the 2-1/2 year construction period, general purpose travel lanes will remain in operation, and the contractor team will be responsible for minimizing impacts to businesses and residents dependent on the functionality of this corridor.

D. Considerations

1. Number of Contractors Available to Bid

TriMet believes there is a sufficient market for this type of project and will take steps to ensure maximum competition and fair opportunity for the Project. These steps will include advertisement in the Daily Journal of Commerce and TriMet's internet procurement system, TriP$, as well as scheduling a pre-proposal conference and appointing of an unbiased evaluation committee.

Finding: By marketing this opportunity and attempting to notify all known potential respondents, TriMet will implement a process that does not encourage favoritism or substantially diminish competition.

TriMet has found that by allowing contractors to develop their proposed work plan and to incorporate their value engineering and design ideas into the design and construction of the Program, a non-low bid procurement process generally encourages significant competition between contractors with reasonable performance records.

A non-low bid procurement will also allow TriMet to evaluate the contractor's program for utilizing opportunities for participation by minority and women-owned businesses, which is not possible in traditional low bid procurement.

2. Construction budget, operations and financial data

The 82nd Avenue Transit project will be funded in part by the Federal Transit Administration, TriMet, regional partners, and other grant sources. The construction budget allocated for this capital investment is anticipated to be in excess of $100 million. To deliver a project of this magnitude, with financial accountability to multiple stakeholders, achieving cost certainty will play a significant role in decision making and establishing confidence in financial commitments.

On more complex projects like this, TriMet has found that contracts secured by low bid procurements result in numerous change orders, often exceeding 10 percent of the originally bid contract value. Because of the complex interactions between the construction work, existing operations on a critical arterial, adjacent residents/businesses, and transit customers, TriMet seeks an alternative delivery method that will reduce design changes, construction delays, and contractor misunderstandings inherent in the traditional design-bid-build process. Involving the construction contractor during design is a proven approach for containing costs, defining more constructible designs and, clearly defining coordination, phasing, and approach in a Conduct of Construction Plan. These and other agreements will also establish clear expectations defined through grant funding opportunities like the Portland Clean Energy Fund.

Finding: Experience suggests that a CM/GC alternative contracting method for this type of project puts TriMet in the best position to design and deliver a complex corridor transit project. As a result, the design will reflect the construction methods that the contractor intends to employ. In addition, early contractor involvement will produce greater cost certainty, reduced contractor contingencies, and reduced risk through close coordination during the process.

3. Public benefits

In a Request For Proposal (RFP) procurement process, there is more latitude for establishing selection criteria that have greater considerations for contractor qualifications, experience, track record, approach, community benefit, and past performance based on cost delivery. With a public project of this magnitude, complexity and geographic impact, the risks to the public are much greater. In these cases, an alternative procurement approach can factor in the complexities of the project, and capability of a contractor to successfully navigate specific risks and opportunities.

The public will benefit from early contractor involvement in design scoping and construction strategy by mitigating the risks of construction schedule delays related to permitting, design exceptions, and construction implementation strategy.

Early engagement with the contractor will help to define construction means and methods, and the development of specific staging plans for temporary public access. This engagement process will allow for community, owner and jurisdictional input, ultimately benefitting outcomes for the public.

Finding: A negotiated procurement is the best method for TriMet to identify a contractor who has a proven performance record, and has had adequate opportunities to coordinate with stakeholders in the delivery approach.

4. Value Engineering

TriMet's experience is that the greatest savings through value engineering are achieved during the design phase, before design decisions are finalized. Although low bid allows for value engineering during construction, it is often more difficult to implement because of construction schedule pressures, the cost of the redesign effort, and time required for additional public process.

Construction contractor input during design enhances the value engineering process that begins during preliminary design. Options can be considered while the design is being finalized, without issuance of change orders during construction. During this phase, options are explored related to constructability, temporary facilities, and construction access. The Construction Manager / General Contractor (CM/GC) delivery method allows value engineering ideas to be incorporated in line with the design schedule.

Finding: A CM/GC delivery method has the inherent advantage of involving the contractor in defining cost-reducing and timesaving elements that will be incorporated into the Project. TriMet plans to allow as much flexibility as possible in the design and construction while maintaining standards and efficiency. This will encourage the successful contractor to maximize cost saving ideas and methods.

5. Specialized expertise required

Construction costs are highly dependent upon the design, staging, phasing and construction methods utilized on a complex project. The Project will require expertise in specific design and construction methods, but the biggest challenges will require specialized expertise in phasing and staging the diverse range of work, while maintaining roadway operations and minimizing public construction fatigue.

Finding: A negotiated procurement is the best method for TriMet to identify a contractor with the special expertise required. TriMet's experience is that a CM/GC delivery approach allows the owner to select a contractor that has the versatility to

manage and execute on the full range of requirements, while representing TriMet during work on the corridor. In addition, pre-construction services will allow the time necessary to understand the project needs and level of coordination required for success.

6. Public safety

This construction will occur within an active street right-of-way, and in close proximity to pedestrians, bicyclists, and motorists. Access must be well managed to ensure public safety and convenience, while keeping disruptions to adjacent uses to a minimum. TriMet desires a contractor with a successful performance record for this type of work.

Finding: A negotiated procurement allows TriMet to evaluate the contractor's safety record and previous project success at the time of selection. The contractor's actual safety performance on similar projects in similar urban environments is crucial to the success of this work. An alternative procurement method offers TriMet the best opportunity to carefully evaluate the contractor's safety performance during construction and avoid risk for the contractor's work plan.

7. Reducing risks to the agency

TriMet's experience is that a utilizing a negotiated procurement to secure a CM/GC contract for this type of project puts TriMet in the best position to successfully complete the project while minimizing schedule, cost, and safety risks. In order to control project budget and scheduling on this complex project, TriMet seeks to minimize risks of design changes, construction and operational delays, and contractor misunderstandings inherent in the traditional design-bid-build process.

Involving the construction contractor during design is a proven approach for containing costs and affirming schedules through implementation of more constructible designs and through the development of construction and communication plans that are realistic and reflective of operational constraints and public needs. A negotiated procurement that is not solely based on the lowest price, allows TriMet to also select a contractor based on experience and expertise performing this type of work, and their ability to collaborate on final designs and schedule requirements.

Prior to negotiating the Total Contract Price (TCP), TriMet and the Contractor will typically develop a risk matrix, and define who will own what risk, what risk is shared, and how risk is otherwise mitigated or eliminated. This negotiated tool ultimately plays a valuable role in achieving a successful FTA risk and readiness review.

Finding: A negotiated procurement will allow the contractor to weigh in on many issues that they anticipate may arise during construction, heading off costly delays

during construction. This effort will also contribute to cost certainty, with agreements made regarding who owns the risk in various categories.

8. Effect on Funding Sources

Financing for the 82nd Avenue Transit Project will come from a combination of local and federal funding. Intergovernmental agreements are in place regarding funding, and its terms & conditions. Alternative delivery methods are often used on projects that are not only complex in construction, but also have specific outcomes that are conditioned by agency or stakeholder groups. With community agreements being required on at least one of the grants, a CM/GC approach will provide a significant benefit.

Finding: An alternative contracting method is both compatible and in compliance with the terms of all proposed funding sources. In all cases, it will achieve the outcomes that funding bodies have identified as a priority.

9. Market Conditions

Contractor involvement throughout design allows the owner to obtain market-based pricing that assists in decision-making and budget adherence. Construction market conditions continue to be highly volatile. Workforce shortages, high demand for construction services and rapidly changing commodity prices have continued to cause significant swings in escalation rates and pricing. Lead times for procurement of some specialized materials have increased rapidly. A negotiated procurement will contribute to cost and schedule certainty, while mitigating market risk. As part of price negotiations, the contractor and TriMet will have the opportunity to discuss and apportion risk, while defining strategies that address market condition pressures.

Finding: A negotiated procurement will provide a help to mitigate the market risks inherent in a project of this nature.

10. Technical complexity

The special requirements of this project is due to the scale and high level of coordination that is needed to address cost constraints, and the various complexities of integrating this project into a high-demand operating environment. A CM/GC approach allows TriMet to evaluate a contractor's technical experience with similar work at the time of selection.

Finding: A negotiated procurement method will ensure that the selected contractor has the technical capability to deliver a project of this nature. It also provides adequate time for advance coordination and strategy development necessary to deliver the project on time, and at budget.

11. Whether this project involves new construction or renovates existing

This project will involve a combination of new and renovated infrastructure. This can often be more challenging to construct and manage. This type of project will come with many unknowns that require problem solving in the in the field, and during active construction. With a CM/GC delivery method, the contractor will help inform the design related to tying new work into the existing infrastructure, while establishing alternative approaches for unexpected conditions.

Finding: Preconstruction services, and constructability reviews during design, can play a significant role in minimizing risk on a project that involves existing, new, and renovated infrastructure.

12. Occupied or unoccupied during construction

A requirement of the project, is that it maintain traffic and business operations along the corridor during the 2-1/2 years of construction. Achieving this in a sustained, consistent, coordinated and successful manner is essential to the project. A negotiated contracting approach helps to ensure that the selected contractor is experienced in achieving these outcomes, and provides the time necessary for necessary coordination.

Finding: A low bid exemption that allows for a CM/GC delivery method will help to ensure that the selected contractor will be successful in executing this complex project within a fully operational environment. This approach will provide the time necessary for adequate coordination with TriMet and relevant stakeholders in advance of construction.

13. Single or Multiple Phases

The 82nd Avenue Transit Project will have multiple sequences and discipline phases throughout construction. However, it will be completed as one project phase. This consideration does not affect the Findings.

14. Agency expertise and experience in alternative contracting method

TriMet has exempted projects from low bid and utilized alternative delivery methods many times in the past, including the Division Transit BRT Project, Powell Garage Replacement Project, Portland Milwaukie Light Rail Project, the Portland Mall and I-205 Light Rail Projects, the Tilikum Crossing Bridge, and the Park Avenue and Clackamas Town Center Park and Ride structures. TriMet has a Procurement Department, a Legal Department, and a Capital Projects division that all contain many professionals who have substantial experience at procuring, negotiating, administering, and enforcing public improvement contracts. The Project team has substantial experience using the CM/GC delivery method, and has a strong track record of leveraging it to deliver favorable outcomes related to cost, schedule, and community benefits on similar BRT projects.

Finding: The agency has a long history and developed practice around the use of alternative contracting methods, and CM/GC in particular. This experience, combined with a delivery program capable of supporting this effort, will ensure that this approach is leveraged to achieve intended outcomes.

15. Cost Savings

A negotiated procurement will allow TriMet to select a contractor based upon performance criteria in addition to price competition. It will allow the selection of a contractor whose proven experience matches the nature of the work required. By selecting the most qualified contractor, TriMet will minimize the risk of delays, cost increases, and other potential impacts to this public project. In TriMet's experience, the low bid contracting method for work of this nature is more likely to result in contractor initiated change orders, and project risks that often impact the project well beyond the initial contract price.

Finding: Award of the contract pursuant to the exemption will result in cost savings to TriMet.

E. Exemption from Low-Bid Contracting Findings

For the reasons stated above, an exemption from low bid is unlikely to encourage favoritism or substantially diminish competition, and the award of the contract under the exemption will likely result in cost savings and other substantial benefits to the Agency.