



## EXECUTIVE DECISION DOCUMENT

<b>GENERAL MANAGER APPROVAL:</b> <div style="float: right; border: 1px solid black; padding: 2px; margin-top: 5px;">             DocuSigned by:  <i>Michael Jones</i>  <small>47000790F2D7463...</small> </div>		<b>GENERAL MANAGER ACTION REQ'D:</b>		
<b>DATE:</b> 12/5/2025      12/29/2025		<b>BOARD INITIATED ITEM:</b> No		
<b>Originator/Prepared by:</b> Pen Romero <b>Dept:</b> Financial Ctrl & Acctg  <b>Signature/Date:</b> <div style="float: right; border: 1px solid black; padding: 2px; margin-top: 5px;">             Signed by:  <i>Erin Spragan</i>  <small>735064E965D4468</small> </div>	<b>General Counsel</b>  <div style="float: right; border: 1px solid black; padding: 2px; margin-top: 5px;">             DocuSigned by:  <i>Jana Belan</i>  <small>F8FD7B3A73E74E8...</small> </div>	<b>Chief Financial Officer</b>  <div style="float: right; border: 1px solid black; padding: 2px; margin-top: 5px;">             Signed by:  <i>Joseph Beale</i>  <small>7D9A7C6E7348456...</small> </div>	<b>District Secretary</b>  <div style="float: right; border: 1px solid black; padding: 2px; margin-top: 5px;">             DocuSigned by:  <i>Robert Franklin</i>  <small>AFF4529E1F0D45C...</small> </div>	<b>BARC</b>  <div style="float: right; border: 1px solid black; padding: 2px; margin-top: 5px;">             DocuSigned by:  <i>Pamela Herlihy</i>  <small>3BB24D65B8724F5...</small> </div>
12/22/2025	12/22/2025 [ ]	12/22/2025 [ ]	12/29/2025 [ ]	12/23/2025 [ ]

### Award Agreement No. 6M2116 for Independent Audit Services FY 2026-2030

#### PURPOSE:

To request the Board Authorization for the General Manager to award Agreement No. 6M2116 for Independent Audit Services to Crowe LLP, for a five-year period from fiscal year 2026 to fiscal year 2030.

#### DISCUSSION:

The San Francisco Bay Area Rapid Transit District Act (California Public Utilities Code Section 28769) requires an annual audit of all books and accounts by an independent certified public accountant. In addition to the annual audited financial statements, as a recipient of federal, state, and local grants, the District is also required to submit annually, other financial reports such as the National Transit Database Report, Single Audit Report, Transit Development Act Report, Measure BB and other compliance reports, which are required to be audited in order to comply with funding agreements.

On July 21, 2025 the RFP documents for Agreement No. 6M2116 were advertised in several Bay Area publications. Advance notices were sent to prospective and past Certified Public Accounting Firms. Additionally, the District's Office of Civil Rights sent seventy six (76) notifications to Small Businesses that are certified by the California Department of General Services. A pre-proposal meeting and networking session was held via Zoom on August 5, 2025, which was attended by ten (10) prospective firms.

The scope of the RFP requires an audit of the basic financial statements of the District, the Retiree Health Benefit Trust (RHBT), Survivor Benefit Trust (SBT), and for the Capitol Corridor Joint Powers Authority (CCJPA). It also includes all other audits that were

identified in the RFP required by government agencies, which provide grant funds to the District.

On September 9, 2025, six (6) proposals were accepted from the following firms:

1. Baker Tilly US, LLP, San Francisco, CA (“Baker Tilly”)
2. CliftonLarsonAllen, LLP, Pasadena, CA (“CLA”)
3. Crowe LLP, San Francisco, CA ("Crowe")
4. Eide Bailly LLP, Menlo Park CA ("Eide Bailly")
5. Macias Gini & O'Connell LLP, Walnut Creek, CA ("MGO")
6. Weaver and Tidwell, LLP, Sacramento, CA (“Weaver”)

The proposals were first reviewed for responsiveness to the requirements of the RFP. The proposals were then reviewed by a Technical Evaluation Committee (Evaluation Committee) consisting of staff from the Office of Civil Rights, Performance and Audit, Office of the Inspector General, Office of the Chief Information Officer and Finance Department. The proposals were evaluated and scored based on the criteria contained in the RFP with respect to technical qualifications of the proposing firms and key personnel, and depth of resources and experience in the audits required in the RFP. Scores were tabulated and the top three (3) scoring firms were invited to oral interviews. Rankings and interview questions were forwarded to the Audit Committee for the next steps in the selection process. The Audit Committee conducted oral interviews with the top three proposers on October 16, 2025. Based on the oral and written evaluations, the three proposers' scores were ranked, and it was determined that Crowe LLP received the highest overall scores.

The Audit Committee evaluated the proposals using the best value methodology. Under this approach, the District evaluates not only the price of the proposals submitted, but also other criteria which when assessed together, identifies the proposer that best meets the District's needs. Based on the best value analysis, the Audit Committee unanimously determined that Crowe LLP offered the best overall value to the District.

Pursuant to the District's Non-Federal Small Business Program, the Office of Civil Rights set a 5% Small Business Prime Preference for this Agreement for Small Businesses certified by the California Department of General Services (DGS). It was determined that there were no certified Small Businesses certified by the DGS among the responsive Proposers and, therefore, the Small Business Prime Preference is not applicable.

## **FISCAL IMPACT:**

The maximum compensation for this agreement by fiscal year is as follows:

Contract Year	<b>BART</b>	<b>RHBT</b>	<b>SBT</b>	<b>CCJPA</b>	<b>Total</b>
FY 2026	\$ 177,100	\$ 17,640	\$ 17,640	\$ 49,140	\$ 261,520
FY 2027	184,180	18,350	18,350	51,110	271,990
FY 2028	191,550	19,080	19,080	53,160	282,870
FY 2029	199,230	19,840	19,840	55,290	294,200
FY 2030	207,200	20,630	20,630	57,500	305,960
FY2026-FY2030	<b>\$ 959,260</b>	<b>\$ 95,540</b>	<b>\$ 95,540</b>	<b>\$ 266,200</b>	<b>\$ 1,416,540</b>

Funding for the District's independent audit services for FY2026 is included in the adopted operating budget of the Office of the Chief Financial Officer (CFO) under account 681300, Department 0303310. Funding for each subsequent year will be included in the future operating budgets of the Office of the CFO subject to board approval. The audit fees for the RHBT, SBT and CCJPA will be paid by RHBT, SBT and CCJPA, respectively.

#### **ALTERNATIVES:**

Annual audit of the District's books and records is a legal requirement and is also necessary to comply with reporting requirements imposed by various government agencies, which provide funds to the District. The annual audit of the RHBT is required under the Agreement and Declaration of Trust approved by the Board in 2004. The annual audit of CCJPA is required per Fund Transfer Agreement between CCJPA and the State of California, Department of Transportation. The District could reject the proposals and re-solicit new proposals, which most likely will generate the same response from the same accounting firms.

#### **RECOMMENDATION:**

That the Board adopts the following motion:

#### **MOTION:**

The General Manager is authorized to award Agreement No. 6M2116 to Crowe LLP to provide independent audit services to the District, RHBT, SBT and CCJPA for a five-year period from FY 2026-2030, in an amount not to exceed \$1,416,540, pursuant to notification to be issued by the General Manager, and subject to the District's Protest Procedures.

