



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

**Public Utilities Commission Building
525 Golden Gate Ave., 2nd Floor, O'Shaughnessy Room B
San Francisco, CA 94102**

Monday, September 16, 2013 - 9:00 AM

Regular Meeting

1. Call to Order and Roll Call

Seat 1 Holly Kaufman
Seat 2 Kevin Cheng, Chair
Seat 3 Vacant
Seat 4 Larry Liederman
Seat 5 Kevin W. Harper
Seat 6 Emily Brownlow
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: Update on Sewer System Improvement Program (SSIP). (Discussion)
- B. San Francisco Public Utilities Commission (SFPUC) Staff Report: Update on Rim Fire and its impact of the SFPUC. (Discussion)
- C. RBOC Account Statement and Review/Approval of Invoices for Ongoing Approved Engagements. (Discussion and Action) (Attachment)

4. **Report from RBOC Contracting Working Group (CWG) - Proposed Scope of Work for Future Audits.** (Discussion and Action) (Attachment)

Issue: The RBOC met on June 17, 2013, to discuss potential follow-up audits or studies stemming from the major report on Water System Improvement Program (WSIP) produced by RW Block Consulting, Inc. on May 9, 2013. After some discussion of potential assignments, the RBOC requested that the Contracting Working Group (currently comprised of Ummel, Cheng, and Kaufman) convene to review potential audit activities and bring forth recommendations for RBOC's consideration. The CWG met on July 31, 2013, and, from a potential list of studies, selected two assignments for RBOC's consideration: an evaluation of lessons-learned and an evaluation of disputed costs. To assist the RBOC in its deliberations, the CWG also drafted scopes of work for these two studies. See attached. Prior feedback from legal counsel and the SFPUC's contracting staff suggests these assignments could be awarded to RW Block, if RBOC chooses, without having to seek requests-for-proposals from the Controller's pool of consultants.

Action: Provided the RBOC agrees with the two studies recommended by the Contracting Working Group, the next step would be for RBOC to authorize the CWG to finalize the scopes of work by obtaining input from the respective program managers of the Sewer System Improvement Program (Kubick) and Water System Improvement Program (Labonte), confirm estimated costs, and establish a timetable for completion with the consultant. RBOC could potentially approve a final scope of work at its October 2013 meeting. Roy Block will be present at today's meeting to address any questions RBOC may have and seek clarification regarding the two assignments.

5. **Approval of RBOC Minutes of June 17, 2013.** (Discussion and Action) (Attachment)

6. **Announcements, Comments, Questions, and Future Agenda Items.** (Discussion and Action)

7. **Adjournment.**

Agenda Item Information

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RBOC Account Summary September 2013

Funding Sources (\$)

| <u>Series</u> | <u>5W Water</u> | <u>5C Wastewater</u> | <u>5T Hetchy Power</u> | <u>Total</u> |
|---------------------------------|------------------|----------------------|------------------------|------------------|
| 2006 A Bonds | 223,310 | - | - | 223,310 |
| 2008 CREBS | - | - | 3,163 | 3,163 |
| 2009 A Bonds | 236,598 | - | - | 236,598 |
| 2009 B Bonds | 206,000 | - | - | 206,000 |
| 2010 A Bonds | 28,473 | 23,525 | - | 51,998 |
| 2010 B Bonds | 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 |
| 2013B Bonds | - | 165,793 | - | 165,793 |
| A Subtotal Sources - All | 2,013,943 | 285,576 | 10,613 | 2,310,131 |

Charges Against Budget (\$)

Actual Charges

| | | | | |
|---|------------------|----------------|---------------|------------------|
| 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 |
| Independent Review Panel (IRP) (2011/2012) | 116,010 | - | - | 116,010 |
| LADWP for IRP (2011/2012) | 11,489 | - | - | 11,489 |
| IBBS Consulting for IRP (2011/2012) | 47,000 | - | - | 47,000 |
| CSA Audit - Final Bill Q3 12 | 29,625 | - | - | 29,625 |
| RW Block WSIP Evaluation - invoices Nov - Apr | 284,838 | - | - | 284,838 |
| B Subtotal Actual Charges | 798,492 | 29,750 | - | 828,241 |
| A - B Available Funds Before Pending Charges | 1,215,451 | 255,826 | 10,613 | 1,481,890 |

Pending Charges

| | | | | |
|--|------------------|----------------|---------------|------------------|
| C Subtotal Pending Charges | - | - | - | - |
| A - B - C Available Funds After Pending Charges | 1,215,451 | 255,826 | 10,613 | 1,481,890 |

* No change from prior month

REVENUE BOND OVERSIGHT COMMITTEE (RBOC)

Proposed Evaluation of WSIP Disputed Costs

RW Block Draft Scope of Work

Revised September 5, 2013

Background: RW Block's March 2013 report, *Evaluation of the WSIP Program - Project CS-254*, found that the SFPUC's standardized methodology to forecast cost and time at completion - based on an evaluation of the Water System Improvement Program's (WSIP) five largest projects - was both reliable and realistic. This evaluation, however, used project data as of September 30, 2012 and the (then) corresponding approved budget of \$4,587M and finish date of July 2016. Since that time, cost and schedule changes on a number of projects - most notably the Calaveras Dam Replacement Project - prompted the SF Public Utilities Commission to adopt a change in schedule and cost. The WSIP is now forecasted to be completed in April 2019 and cost \$4,640 million. Because of this most recent run-up in costs, the sub-committee believes a follow-up examination of disputed costs and claims on key projects is in order. Comments by WSIP Director, Julie Labonte, at the June 2013 RBOC meeting, indicated support for this particular review.

Purpose and Results to be Achieved: An examination of major disputed costs/claims among certain current, active WSIP projects will help gauge how much of these disputed costs is being included in trends (projecting costs) and whether such project forecasting methods used by the SFPUC are still appropriate, too conservative, or not adequate. This follow-up examination is to provide a more definitive answer to the original query: Given recent changes to schedule and budget, just how reliable are the SFPUC's cost at completion and schedule at completion forecasts and what changes, if any, in the SFPUC's methodology are in order to ensure more reliable forecasting?

The purpose of this effort is not to audit or create a formal settlement approach to claims but rather to 1) evaluate when and how much of such disputed costs are being included in the SFPUC's forecasting methods and 2) to better understand the underlying root cause of claims (disputes). To the extent improvements in the forecasting methodology are identified as it pertains to identification and inclusion of disputed costs, it is thought such improvements could be useful to the SFPUC's Sewer System Improvement Program (SSIP) and other capital program efforts entertained by the SFPUC (e.g., Hetch Hetchy).

Objective: The primary objective of this work is to review major disputed costs and claims among select current, active (i.e., projects which have not been closed out) WSIP projects to determine the degree with which disputed costs were/are included in trends (projecting costs and schedule) and whether the SFPUC's forecasting methods pertaining to disputed costs are appropriate in light of such

conditions. As part of this review, the consultant will also report on the root cause of disputes/claims and assess the SFPUC's procedures/processes for preventing and minimizing disputes.

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 task and the number of projects to be included in the evaluation. At a minimum, the consultant will review major disputed costs involving no less than five large projects (over \$50M) and no less than five large projects where disputed costs were minimal (but not more than eight projects under either condition). The selection of projects for review will be arrived at jointly between the consultant and WSIP management prior to contract award.

Part 1. Describe and evaluate the SFPUC's procedures and processes for managing and reaching resolution of disputed costs before and after disputes arise.

- Assess SFPUC's processes and procedures for dispute avoidance and resolution, including an evaluation of the SFPUC's real time or jobsite dispute resolution measures (e.g., adequate authority on-site) designed to get disputes resolved during construction.
- Under what circumstances or size of project would the SFPUC's dispute resolution process make no sense/add no value?
- Provide a flow diagram that illustrates the SFPUC's administrative/organizational framework for dealing with disputes. Include information regarding the role of persons or positions involved.
- Gauge the performance (quantitatively or qualitatively) of the SFPUC's overall process for mitigating/resolving disputes.

Part 2. Examine the size, frequency, and nature of major disputed costs*. Among those projects with major disputed costs:

- Identify the root cause of the dispute and the factors which prevented (are preventing) resolution in a timely manner.
- Where applicable/feasible, report the impact a major disputed cost has had on budget and/or schedule.
- To what degree are disputes or claims occurring as a result of said projects being fast-tracked or schedule-driven because late completion is projected. Review claim history of selected projects to assess this parameter.
- Compare and contrast those selected projects with major disputes with those selected projects with no or minimal disputed costs/claims. Among the latter, what factors appear to be contributing to a no or low dispute environment?
- To what degree, if any, has the recent favorable bidding environment led to disputes? To what degree, if any, have contractors sought to identify problems that resulted in change orders and claims in order to drive additional work over the original contract?

Part 3. Examine how and when major disputed costs are included in cost and schedule forecasting models; assess appropriateness of forecasting model.

- Examine how and when major disputed costs are included in cost and schedule forecasting models.
- For the projects selected, how much of the disputed costs and time delays are being included in trends; is such information being included in as timely a manner as possible and how and when is this information conveyed to the public?
- Are there circumstances when it is not prudent to publicly share disputed cost information and possible changes to schedule with decision makers, early in the process?
- Among those projects with major disputed costs examined, is the SFPUC poised to achieve the revised cost and schedule targets for these projects or are there other risks involved that call into question the latest revised schedule and cost estimate?
- In your estimation, are the SFPUC's forecasting methods for cost and schedule still appropriate?
- As a result of this review – and with an eye towards transferring lessons learned - what recommendations do you have that could be applicable to other SFPUC capital programs?

Estimated Cost: \$160,000

Estimated Timetable: Start: Nov 2013 – Complete: April 2014

**Major disputed costs are (were) those having a significant impact on cost/schedule; consisting of claims which have not been (or were not) agreed to in pricing and/or scope and which the contractor and the SFPUC are (were) at odds over construction change directives/deliverables.*

REVENUE BOND OVERSIGHT COMMITTEE (RBOC)

Proposed Evaluation of Lessons-Learned

RW Block Draft Scope of Work

Revised 9/5/2013

Background: While RW Block's March 2013 report, *Evaluation of WSIP Program – Project CS-254*, did not include an assessment of lessons-learned from the Water System Improvement Program (WSIP), RW Block made subsequent recommendations regarding an examination of program delivery (soft) costs incurred in WSIP and applications to SSIP (Sewer System Improvement Program). This particular lesson-learned recommendation came to light as a result of the run-up in soft costs on the WSIP program as discussed in the March 2013 report. The RBOC Working Group (Ummel, Cheng, and Kaufman) recommended a more comprehensive lessons-learned evaluation in order better understand those program/project management elements* that worked well or could be improved upon with a particular eye towards application to the SSIP. The SFPUC has received numerous awards for its WSIP program and reviews/audits by RW Block, the City's Controller, and an Independent Review Panel suggest that despite the size and complexity of a program this size, it is well managed. Should RBOC expect no less from SSIP? RW Block's familiarity with WSIP provides the requisite knowledge to perform this task.

Purpose and Results to Be Achieved: By examining the SFPUC's lessons-learned *process* and the degree to which various program and project elements* under WSIP were successful, the consultant will be able to identify those lessons-learned that may have applicability under SSIP. For example, could the lessons learned regarding the program management structure under WSIP be useful to SSIP for purposes of leveraging resources in order to achieve a more lean approach to project delivery? Besides understanding the lessons learned process used by the SFPUC, this effort will also require the consultant to hold interviews with key staff/consultants of both programs to better understand the program management differences and similarities of the two capital programs. Finally, a cursory examination of the SSIP projects involved will assist the consultant in identifying which lessons learned on WSIP might be applicable to SSIP.

Objective: This task is designed to provide information in three areas. First, a description of the SFPUC's lessons-learned *process*. Second, an assessment of which program/project management elements* worked well or didn't on WSIP and whether improvements were made as a result of lessons-learned. Finally, an examination of which lessons-learned on WSIP might applicable to SSIP.

**Project/Program elements include but are not limited to organizational/management framework, budgetary and accounting controls, financing, design, bidding process, environmental mitigation, dispute resolution, scheduling, forecasting, public outreach, agency coordination, project personnel, reporting regimens, QA/QC, risk management, change order process, delivery methods, etc.*

Review Requirements: In order to meet the objectives as stated above the consultant will conduct this review to include (but is not limited to) the following review requirements:

Part 1. Describe and assess the SFPUC's lessons-learned process.

- How and when does the SFPUC go about capturing, documenting, and conveying lessons-learned; either as it applies to the WSIP program or other capital programs?
- Identify the personnel and/or positions involved in the lessons-learned process and their respective roles.
- Assess how stakeholders and personnel involved view the SFPUC's lessons-learned process; a "report card", if you will, of how well those involved in the process believe it to be adding value.

Part 2. Provide examples of lessons-learned involving the SFPUC's capital project/program elements.

- What problems were encountered and what happened to the project/program as a result of the problem? For example, did the problem interfere with meeting project/program goals?
- What caused this problem to occur and/or why was the problem undetected? For example, what project/program circumstances were not anticipated?
- What program/project elements were most impacted? Least impacted? In other words, among the project/program elements, where did the SFPUC excel; fall down?
- How were lessons-learned used; how was the process used to avoid future problems or reduce the impact should the problem reoccur?

Part 3. Identify applicable lessons-learned that have been or should be incorporated to the SFPUC's other capital programs; specifically the Sewer System Improvement Program (SSIP).

- Gain familiarity with the SSIP management / organizational process. Interview key personnel and assigned roles.
- Become familiar with the size and scope of the SSIP program.
- Identify similarities and differences between SSIP and WSIP for purposes of understanding where lessons-learned might help and/or might not be applicable.
- Identify the most appropriate lessons-learned from WSIP that might be useful to SSIP or have already been considered/incorporated.
- As a result of this lessons-learned review, provide recommendations to RBOC on future follow-up studies or audits specific to the SSIP program.

Estimated Cost: \$140,000

Estimated Timetable: Start: Nov 2013 – Complete: April 2014



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CITY AND COUNTY OF SAN FRANCISCO
MINUTES - DRAFT**

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Monday, June 17, 2013 - 9:00 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 Emily Brownlow
Seat 7 John Ummel, Vice Chair

The meeting was called to order at 9:10 a.m. On the call of the roll Member Kaufman was noted absent.

Member Kaufman was noted present at 9:25 a.m.
Member Brownlow was excused.

2. Public Comment:

Public Comment: Mr. Kevin Harper (candidate for Seat 5); was introduced and welcomed by Chair Cheng.

3. Chair's Report:

A. San Francisco Public Utilities Commission (SFPUC) Staff Report: Update on Water System Improvement Program (WSIP) and Sewer System Improvement Program (SSIP). (00:01:38 - 00:45:29)

Julie Labonte, Director of Hetch Hetchy Water System Improvement Program (SFPUC); Charles Perl, Deputy Chief Financial Officer (SFPUC); provided a report on the WSIP and SSIP.

Public Comment: None.

B. San Francisco Public Utilities Commission (SFPUC) Staff Report: Update on the Controller's Office, City Service Auditor's scheduled audits.

(00:45:30 - 00:55:25)

Nancy Hom, Director of Assurance and Internal Controls (SFPUC); Julie Labonte, Director of Hetch Hetchy Water System Improvement Program (SFPUC); presented information concerning the matter and answered questions raised during the hearing.

Public Comment: None.

C. San Francisco Public Utilities Commission (SFPUC) Staff Report: SFPUC response/comments to the "Evaluation of the Water System Improvement Program" by RW Block Consulting, Inc., (May 9, 2013). (00:55:26 - 01:05:15)

Julie Labonte, Director of Hetch Hetchy Water System Improvement Program (SFPUC); presented information concerning the matter and answered questions raised during the hearing.

Public Comment: None.

D. RBOC Account Statement and Review/Approval of Invoices for Ongoing Approved Engagements. (01:05:16 - 01:06:58)

Mike Brown (SFPUC); Mark Blake (City Attorney's Office); presented information concerning the matter and answered questions raised during the hearing.

Public Comment: None.

4. Future Audit Activities (01:06:59 - 01:49:50)

Julie Labonte, Director of Hetch Hetchy Water System Improvement Program (SFPUC); Nancy Hom, Director of Assurance and Internal Controls (SFPUC); opined on RW Block's recommendations and suggested possible follow-up activities.

The RBOC considered future audit activities and provided direction to the Contract Working Group to convene in July or August and report back to the full Committee.

5. Approval of RBOC Minutes of May 13, 2013. (01:49:51 - 01:50:25)

Member Liederman, seconded by Member Donovan, moved to approve the RBOC May 13, 2013, meeting minutes. The motion passed by the following vote:

Ayes: Kaufman, Cheng, Donovan, and Liederman.

Noes: None.

Excused: Brownlow, and Ummel

Public Comment: None.

6. **Announcements, Comments, Questions, and Future Agenda Items.**
(01:50:26 - 01:55:32)

Member Donovan announced that she will be resigning from the RBOC as she will be relocating.

Request to research the eligibility of a replacement for Member Donovan and notify Supervisor Mark Farrell's office.

Chair Cheng contacted the Citizen's Advisory Committee and advised the RBOC that a meeting date would be forthcoming.

An appointment from the Controller's Office may be forthcoming at the next meeting.

Member Kaufman announced that she will be absent from the August 12, 2013, meeting.

Public Comment: None.

7. **Adjournment.**

The meeting adjourned at 11:05 a.m.

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