

**Peninsula Corridor Joint Powers Board
Board of Directors Meeting
1250 San Carlos Avenue, San Carlos CA**

MINUTES OF DECEMBER 5, 2019

MEMBERS PRESENT: D. Pine (Vice Chair), J. Bruins, C. Brinkman, C. Chavez,
R. Collins, D. Davis, C. Stone, S. Walton

MEMBERS ABSENT: G. Gillett, (Chair)

STAFF PRESENT: J. Hartnett, C. Mau, T. Bartholomew, C. Boland, M. Bouchard, A.
Chan, J. Funghi, D. Hansel, S. Murphy, G. Martinez, S. Petty, D.
Seamans, P. Skinner,

CALL TO ORDER / PLEDGE OF ALLEGIANCE

Vice Chair Pine called the meeting to order at 9:04 a.m. and led the Pledge of Allegiance. He requested to rearrange agenda items 12 (Conclusions from Special Meeting on Organization and Governance and 13, Selection/Retention of Special Counsel for Governance Matters) to be heard after agenda item 6 (Report of the Executive Director).

ROLL CALL

A quorum was confirmed with all members present, with the exception of Director Davis, who arrived at 9:12 a.m. and Chair Gillett, who was absent.

PUBLIC COMMENT FOR ITEMS NOT ON THE AGENDA

Jeff Carter, Millbrae, commented on the location of the Board's special meeting on Nov. 21, 2019, and that it was not located within the vicinity of using Caltrain.

Vaughn Wolffe, Pleasanton, stated that early approval is needed to implement large projects within the next decade. He emphasized the need to build energy storage systems following electrification, should PG&E cut off power to the trains.

At 9:12 a.m. Director Davis arrived at meeting.

Roland Lebrun, San Jose, discussed a train failure on December 4 at 22nd Avenue, causing a delay and asked that refunds be automatically issued following train failures.

Jon Spangler, BART Bicycle Advisory Task Force, stated the task force supported the San Francisco Bike Advisory Committee's resolution supporting additional bike space on the electrified trains.

Bert Hill, Board Member, Golden Gate Bridge and Transportation District and Chair of the Bicycle Advisory Committee, discussed a resolution passed by the advisory committee regarding use of bikes and mobility devices.

CONSENT CALENDAR

Member Chavez suggested including the agenda item "Recommendation of the Nominating Committee for the Citizens Advisory Committee representing Santa Clara County" on the Consent Calendar. Board members concurred and included the item on the Consent Calendar vote.

Motion/Second: Brinkman/Davis moved approval of the Consent Calendar, including the item titled "Recommendation of the Nominating Committee for the Citizens Advisory Committee representing Santa Clara County."

Ayes: Brinkman, Bruins, Chavez, Collins, Davis, Pine, Stone, Walton

Noes: None

Absent: Gillett

- Approved Meeting Minutes of Oct. 3, 2019
- Approved 2020 Board Meeting Calendar
- Received Key Caltrain Performance Statistics, Oct. 2019
- Received State and Federal Legislative Update
- Accepted Statement of Revenues and Expenditures for Sept. and Oct. 2019
- Approved 2020 Work Program-Legislative-Planning Committee Meeting Calendar
- Recommendation of the Nominating Committee for the Citizens Advisory Committee representing Santa Clara County

REPORT OF THE CHAIR

Appointment of Nominating Committee for 2020 Officers

Vice Chair Pine stated he conferred with Chair Gillett to recommend the Nominating Committee of Board members Walton, Stone and Chavez as appropriate to select the next chair and vice chair. The Committee would report out its decision in January 2020.

REPORT OF THE EXECUTIVE DIRECTOR

CEO Hartnett announced the ongoing partnership with Silicon Valley Community Foundation who sponsored the 17th annual Holiday Train and toy drive event. Mr. Hartnett provided updates on the Transbay Joint Powers Authority terminal repair and tenants occupying the building.

Director Brinkman thanked conductor Ray on Train 226 for promoting the holiday train. She announced that a holiday market would be held in the concourse of the new Transbay building plaza area in San Francisco.

Peninsula Corridor Electrification Project (PCEP) Monthly Report for October 2019

John Funghi, CalMod Chief Officer, provided a monthly update on the electrification project including foundation work, pole installation, PG&E reconstruction of its own substations, tunnel modification, and assembly of electric multiple units.

Director Bruins added that the PCEP Ad Hoc Committee for the project continues to meet periodically. Mr. Funghi responded to Board member inquiries regarding issues causing delays to the project.

Monthly Report on Positive Train Control System

Michelle Bouchard, Chief Operating Officer, Rail, updated Board members on the major milestones of the project, including the federal deadline and Caltrain's expected on-time certification.

Public Comment

Roland Lebrun, San Jose, cited a Brown Act violation, discussed the delayed schedule and labor issues associated with the project.

Vice Chair Pine stated the next two items were taken out of order from the posted agenda:

CONCLUSIONS FROM SPECIAL MEETING ON ORGANIZATION AND GOVERNANCE

CEO Hartnett expressed appreciation to the Board for its participation at the Special Meeting/workshop on Nov. 21, 2019, held in Half Moon Bay. He introduced Director, Policy Development, Sebastian Petty, who provided a synopsis of the meeting and conclusions. He reviewed the three top issues: Service Delivery (the manner in which Caltrain contracts and operates its service), Internal Organization (how Caltrain organizes itself) and Governance (how Caltrain is overseen by a governing body). Mr. Petty reviewed an initial to-do list of items to be accomplished, discussed funding and the link to governance. He introduced Consultant, Grace Crunican, who facilitated the workshop and discussed the next steps.

Ms. Crunican confirmed the three trending issues from the workshop and discussed other issues of concern to the Board, which included electrification of the right of way, organization/staffing and the current service provider, Transit America and contract extension.

Directors Walton expressed appreciation for holding the workshop and the commitment of the full Board. Directors Walton and Chavez thanked the consultants for capturing the essence of the meeting.

Board members discussed the ad hoc committee formed for updates on the electrification project and discussed whether it should be publicly noticed and attended.

CEO Hartnett briefly discussed the process for retaining special legal counsel.

Vice Chair Pine invited public comment.

Public Comment

Jeff Carter, Millbrae, discussed consolidation, separating the Caltrain agency from SamTrans management, dedicated Caltrain funding, and development on the right of way using four tracks.

Adina Levin, Friends of Caltrain, discussed funding, a regressive tax, expressed appreciation for the open dialog at the workshop and the Board's participation in the regional process.

Roland Lebrun, San Jose, discussed Transit America's contract extension.

SELECTION/RETENTION OF SPECIAL COUNSEL FOR GOVERNANCE MATTERS

Executive Director Hartnett summarized the consensus of the Board for retaining special legal counsel. He stated staff would be preparing a scope of service and call known firms to alert them as well as reaching out to its partner agencies for recommendations.

A formal Request for Proposals will be prepared for release in early 2020. Mr. Hartnett stated he would be prepared to work with the Board ad hoc committee, if one was appointed and make recommendations at the appropriate time. The budget and source of funds would be included in the discussions.

Board members discussed at length whether conflicts exist between Caltrain and the managing agency, SamTrans, its legal counsel, Hanson Bridget, and what those potential conflicts may or may not be. Cost of retaining new special counsel was discussed.

REPORT OF THE CITIZENS ADVISORY COMMITTEE

Brian Shaw, Chair of the Caltrain Citizens Advisory Committee, provided an update on two recent Advisory Committee meetings.

Amending the By-Laws to include Alternate CAC Members

Motion/Second: Chavez/Stone moved to approve an amendment to the Citizens Advisory Committee By-Laws, to include an alternative member, to implement when necessary.

Ayes: Brinkman, Bruins, Chavez, Collins, Davis, Stone, Walton, Pine
Noes: None
Absent: Gillett

REPORT OF THE WORK PROGRAM-LEGISLATIVE-PLANNING (WPLP) COMMITTEE

Accept the concept layout for further development as recommended by the Diridon integrated Station Concept plan

Melissa Reggiardo, Manager, Caltrain Planning, provided a comprehensive presentation on the Diridon Integrated Station Concept Plan and recommended acceptance of the preferred conceptual layout for further development, in coordination with the partner agencies; the Santa Clara Valley Transportation Authority (VTA), the California High Speed Rail Authority (CAHSR) and the City of San Jose (City). Ms. Reggiardo acknowledged the consultant team of Arcadis and Bentham Crowel Architects who were instrumental in coordinating all of the concepts.

Ms. Reggiardo provided conceptual illustrations of the initial three concepts, as follows:

- San Fernando Street – At-grade station on San Fernando Street, which is most similar to today's station layout. It utilizes the existing northern and southern track alignment;
- Santa Clara Street – Elevated station on Santa Clara Street, which locates the station closer to BART, introduces an optimized northern track alignment and presents the opportunity to relocate Caltrain's maintenance facility (Caltrain Central Equipment and Maintenance Facility or "CEMOF"). She noted the layout provided an option to operate some rail service over a new southern rail alignment on a viaduct over Interstate 280/State Route 87;

- Stover Street – Elevated station on Stover Street (between San Fernando Street and Santa Clara Street), which locates the station closer to BART, introduces an optimized northern track alignment and presents the opportunity to relocate CEMOF.

Ms. Reggiardo introduced a fourth concept of an elevated dual concourse, which contained a combination of favored elements in the above three and was now considered the preferred alternative.

- Elevated Dual Concourse – Elevated station with platforms south of San Carlos Street and concourses located at Santa Clara Street (to connect with BART) and San Fernando Street. The layout utilizes the existing rail alignment to the north and could utilize either the existing alignment or Interstate 280/State Route 87 alignment to the south. The relocation of CEMOF would be necessary.

Ms. Reggiardo answered questions of committee members and explained details and next steps in advancing the conceptual layout and securing funding. Board members discussed the four concepts and provided commentary.

Director Walton left the meeting at 11:58 a.m.

Public Comment

Vaughn Wolffe, Pleasanton, discussed the sequencing, funding, and timing of the project.

Roland Lebrun, San Jose, stated that partnerships are working together but lacked the product. He discussed station design in Amsterdam and how it would work well at Diridon.

Adina Levin, Friends of Caltrain, discussed the design plan, transfers and options, including integration of fares and schedules.

Jeff Carter, Millbrae, discussed seamless transfers, expediting the project. He noted many deficiencies at the Millbrae station and uncoordinated schedules between Caltrain and BART.

Doug Delong, Mountain View, inquired how the project would integrate with Union Pacific lines.

Drew, San Mateo, discussed possible tax measures and impact on the riders. He discussed details of the proposed plan and requested to see pros and cons outlined for the passenger.

Motion/Second: Davis/Chavez moved to approve the conceptual layout for further development, as recommended by the San Jose Diridon Integrated Station Concept Plan partnership team, as follows: To use elevated station platforms, station entrances at Santa Clara Street and San Fernando Street and utilize existing track approaches into the future station.

Ayes: Brinkman, Bruins, Chavez, Collins, Davis, Stone, Pine
Noes: None

Absent: Gillett, Walton

2020 LEGISLATIVE PROGRAM

Casey Fromson, Director of Government and Community Affairs, summarized the draft 2020 Legislative Program, which was scheduled to be presented to the Citizens Advisory Committee at its next meeting. No action was taken.

ACCEPT COMPREHENSIVE ANNUAL FINANCIAL REPORTS FOR FISCAL YEAR 2019

Derek Hansel, Chief Financial Officer, introduced Grace Martinez, Director of Finance, who briefly presented highlights of the Comprehensive Annual Financial Report for the Fiscal Year ending 2019. Mr. Hansel expressed appreciation to the financial team, executive staff and legal counsel for their support in preparing the Report.

Ahmad Gharaibeh, EideBailly auditors, discussed the scope of the audit and announced the agency was in good standing with no material exceptions or adjustments to its financial statements.

Public Comment

Jeff Carter, Millbrae, discussed passenger fares and associated revenue, passenger miles and noted that weekend passenger-miles was missing from statistics.

Roland Lebrun, San Jose, inquired whether it was wise to be purchasing commercial real estate.

Motion/Second: Brinkman/Bruins moved acceptance of the Comprehensive Annual Financial Report for fiscal year 2019.

Ayes: Brinkman, Bruins, Chavez, Collins, Davis, Stone, Pine

Noes: None

Absent: Gillett, Walton

Director Davis left the meeting at 12:20 p.m.

INCREASE THE EXECUTIVE DIRECTOR'S CONTRACT AUTHORITY FOR THE SOUTH SAN FRANCISCO STATION IMPROVEMENT PROJECT AND AMEND TO INCREASE THE FISCAL YEAR 2020 CAPITAL BUDGET BY \$47,400,185 TO \$54,500,185

Michelle Bouchard introduced Howard Beckford, Senior Project Manager, who provided an update on the South San Francisco Station Improvement project and the need to increase the executive director's authority for the station improvements.

Motion/Second (Brinkman/Stone) moved approval of the increase the executive director's contract authority for the South San Francisco station improvement project and amend to increase the fiscal year 2020 capital budget by \$47,400,185 to \$54,500,185.

Ayes: Brinkman, Bruins, Chavez, Collins, Stone, Pine

Noes: None

Absent: Davis, Gillett, Walton

CORRESPONDENCE

Correspondence to the Board of Directors was available online and at the public desk.

DATE/TIME OF NEXT REGULAR MEETING: Thursday, January 9, 2020 at 9:00 a.m. San Mateo County Transit District Administrative Building, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA.

ADJOURN

The meeting adjourned at 12:51 p.m.

An audio/video recording of this meeting is available online at www.caltrain.com. Questions may be referred to the Board Secretary's office by phone at 650.508.6279 or by email to board@caltrain.com.