AGENDA

PENINSULA CORRIDOR JOINT POWERS BOARD

Bacciocco Auditorium, 2nd Floor
1250 San Carlos Avenue, San Carlos CA 94070

December 4, 2008 – Thursday 10:00 a.m.

1. Pledge of Allegiance

2. Call to Order/Roll Call

3. Public Comment
   Public comment by each individual speaker shall be limited to one minute

4. Consent Calendar
   Members of the public or Board may request that an item under the Consent Calendar be considered separately
   a) Approval of Minutes of November 6, 2008
   b) Acceptance of the Statement of Revenues and Expenses, October 2008
   c) Authorize to Receive an Allocation of Proposition 1B Public Transportation Modernization, Improvement, and Service Enhance Account Funds in the Amount of $6,849,847
   d) Authorize Annual Adoption of Investment Policy and Authorization to Invest with the Local Agency Investment Fund and the San Mateo County Investment Fund
   e) Authorize Award of Contract to Paper Solutions, Inc. for Typesetting, Printing, and Delivery of Monthly Passes and Ticket Media for a Total Cost of $493,820

RESOLUTION

5. Chairperson’s Report
   a) Appointment of Nominating Committee
   b) Resolution of Appreciation to Outgoing Board Member, Jerry Hill
   c) Resolution of Appreciation to Outgoing Board Member, Forrest Williams

6. MTC Liaison Report (Sue Lempert)

7. Report of the Citizens Advisory Committee
8. Report of the Executive Director
   a) Caltrain Performance Report – October 2008
   b) Electrification Update

9. Information on Investment Plan for the Peninsula Corridor Joint Powers Board Investment Portfolio Invested Through Tamalpais Wealth Advisors

10. Authorize Acceptance of the Minority and Woman – Owned Construction and Professional Service Firm Availability and Utilization Study and Authorization to Revise the Fiscal Year 2009 DBE Program for FTA-assisted Contracts

11. Authorize Amendment of Fiscal Year 2009 Operating Budget by $2,544,542 to $97,901,669

12. Authorize Award of Contract to Safetran Systems Corporation for the Purchase and Delivery of Signal Equipment for a Total Cost of $2,475,000

13. Authorize Award of Contract to Granite Construction, Inc. for the South Terminal Site Preparation Project for a Total Cost of $2,096,298

14. Authorize Award of Contract to Granite Construction, Inc. for the San Mateo County Grade Crossing Improvements Project for a Total Cost of $7,884,000

15. Authorize Additional Contract Authority for Existing On-call General Engineering Consultant Services for a Total Not-to-Exceed Cost of $25,000,000

16. Quarterly Capital Project Report

17. Correspondence

18. Board Member Requests

19. Date/Time of Next Meeting
   To be Determined

20. General Counsel Report
   a) Closed Session: Significant Exposure to Litigation Pursuant to Subdivision (c) of Section 54956.9 (One Potential Case)

21. Adjourn
INFORMATION FOR THE PUBLIC

All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board.

If you have questions on the agenda, please contact the JPB Secretary at 650.508.6242. Agendas are available on the JPB Website at www.caltrain.com.

Location, Date and Time of Regular Meetings
Regular meetings are held at the San Mateo County Transit District Administrative Building located at 1250 San Carlos Ave., San Carlos, which is located one block west of the San Carlos Caltrain Station on El Camino Real. The building is also accessible by SamTrans bus Routes: 260, 295, 390, 391, and KX.

The JPB meets regularly on the first Thursday of the month at 10 a.m. The JPB Citizens Advisory Committee meets regularly on the third Wednesday of the month at 6 p.m. at the same location. Date, time and place may change as necessary.

Public Comment
If you wish to address the Board, please fill out a speaker’s card located on the agenda table and hand it to the JPB Secretary. If you have anything that you wish distributed to the Board and included for the official record, please hand it to the JPB Secretary, who will distribute the information to the Board members and staff.

Members of the public may address the Board on non-agendized items under the Public Comment item on the agenda. Public testimony by each individual speaker shall be limited to one minute and items raised that require a response will be deferred for staff reply.

Accessibility for Individuals with Disabilities
Upon request, the JPB will provide for written agenda materials in appropriate alternative formats, or disability-related modification or accommodation, including auxiliary aids or services, to enable individuals with disabilities to participate in public meetings. Please send a written request, including your name, mailing address, phone number and brief description of the requested materials and a preferred alternative format or auxiliary aid or service at least two days before the meeting. Requests should be mailed to the JPB Secretary at Peninsula Corridor Joint Powers Board, 1250 San Carlos Avenue, San Carlos, CA 94070-1306; or emailed to board@caltrain.com; or by phone at 650.508.6242, or TDD 650.508.6448.

Availability of Public Records
All public records relating to an open session item on this agenda, which are not exempt from disclosure pursuant to the California Public Records Act, that are distributed to a majority of the legislative body will be available for public inspection at 1250 San Carlos Avenue, San Carlos, CA 94070-1306, at the same time that the public records are distributed or made available to the legislative body.
MEMBERS PRESENT: J. Cisneros, S. Elsbernd, J. Hartnett (Chair), D. Gage, A. Lloyd, F. Williams, K. Yeager

MEMBERS ABSENT: N. Ford, J. Hill

MTC LIAISON ABSENT: S. Lempert

STAFF PRESENT: G. Cameron, J. Cassman, C. Cavitt, C. Harvey, R. Haskin, R. Lake, M. Martinez, N. McKenna, D. Miller, M. Scanlon, M. Simon, R. Tam

Chair Jim Hartnett called the meeting to order at 10:04 a.m. and Director Ken Yeager led the Pledge of Allegiance.

PUBLIC COMMENT
Bert Rifas, Millbrae, distributed a memo to the Board on fuel savings. He asked the Board to hire a consultant to look at the benefits and cost savings of running shorter trains on weekends and off-peak hours.

Jeff Carter, Burlingame, asked about the train being out of service for three hours on October 30 without a shuttle or bus bridge. Conductors should have a map of available SamTrans service for passengers. Mr. Carter said recently the southern part of the Millbrae parking lot has been closed. He appreciates the express service on the day after Thanksgiving, but once an hour service is not frequent enough. It should be every 30 minutes.

Pat Giorni, Burlingame, said the public only had two-and-a-half days to review the Caltrain Bike Access and Parking Plan before its adoption last month. She would like to thank staff for removing the onus of dwell time on people who bring their bikes on board, which had no discernable or documented basis.

Benjamin Damm, San Francisco, said at last month’s JPB meeting he distributed photographs of the bike car and adjoining passenger car on the trains he rode. Director Forrest Williams said he wanted to see more photos taken at different times he said. Director Don Gage said he wanted more data. Today he presents to the Board representative photos taken on various trains during commute hours as well as off-peak. Please increase on-board bike capacity.

George Lane, San Francisco, would like to call to the Board’s attention San Francisco Mayor Gavin Newsom’s video release on October 29 supporting Caltrain increasing onboard bicycle
capacity. Mr. Lane also suggests a Caltrain passenger bill of rights. Conductors could give passengers a coupon if bumped.

Greg Conlon, Atherton, said he is pleased that Proposition 1A passed, but still concerned about the two accidents that have occurred over the last two weeks. Quad gates are needed on an interim basis and if the Board thinks Union Pacific (UP) will not conform, he will be glad to open a proceeding with the Public Utilities Commission (PUC) to force UP to conform.

CONSENT CALENDAR
The Board approved the following items under the Consent Calendar:
   a) Approval of Minutes of October 2, 2008
   b) Acceptance of the Statement of Revenues and Expenses, September 2008
   c) Information on Conflict of Interest Code
   d) Approval of 2009 Meeting Calendar
   e) Authorize Amending and Increasing the Fiscal Year 2009 Capital Budget by $329,729 to $151,104,629 for the Stockton Avenue Railroad Crossing Project

CHAIRPERSON’S REPORT
Chair Hartnett said he was glad to see Prop 1A passed.

MTC LIAISON REPORT
None

REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)
Bruce Jenkins, CAC Chair, reported at the October 15 meeting:
   • Manager of Accessible Services Bill Welch gave a presentation on the proposed policy for transporting Segways on Caltrain.
   • Deputy Director of Rail Operations Michelle Bouchard gave a report on performance, a fare increase and an 8-ride ticket proposal, the Caltrain Bicycle Access and Parking Plan, bolster repairs, the deployment of new Bombardier cars and the day after Thanksgiving service.
   • Next meeting is November 19.

Public Comment
Pat Giorni, Burlingame, said at the October 15 meeting Jeff Carter commented on weekend ridership increasing and the number of bicycles being bumped. He suggested management increase the number of weekend trains and model the service on the day after Thanksgiving schedule.

REPORT OF THE EXECUTIVE DIRECTOR
Mr. Scanlon reported the following:
   • This morning at a private, unprotected rail crossing at milepost 62.2, south of Blossom Hill, the first northbound train from Gilroy struck a car. Mr. Scanlon thanked Santa Clara Valley Transportation Authority (VTA) for promptly dispatching a bus to get passengers off the train and create a bus bridge to the San Jose/Diridon station. Last Thursday the first northbound train hit a truck and this delayed service. Extra buses were put on El Camino Real and local streets and Caltrain fare media was accepted on buses.
• Performance Statistics for September 2008 compared to September 2007:
  a. Total Ridership was 1,140,660, an increase of 18.8 percent.
  b. Average Weekday Ridership was 43,769, an increase of 13.4 percent.
  c. Total Revenue was $3,849,884, an increase of 18.3 percent.
  d. On-time Performance was 94.5 percent, an increase of 0.4 percent.
  e. Caltrain Shuttle Ridership was 6,020, an increase of 11.4 percent.

• Year-to-date Statistics:
  f. Total Ridership was 3,575,034, an increase of 16.4 percent.
  g. Average Weekday Ridership was 45,896, an increase of 14.8 percent.
  h. Total Revenue was $12,066,208, an increase of 15.2 percent.
  i. On-time Performance was 93.8 percent, exactly the same as last year.
  j. Caltrain Shuttle Ridership was 6,241, an increase of 18.4 percent.

• The California Transportation Commission (CTC) has approved advance funding for the upgrade of several existing grade crossings and new grade separations involved in all three counties. Mr. Scanlon thanked Commissioner Carl Guardiano who worked to get some of this money back to the Caltrain service area.

• Fuel costs are down significantly, but rumors are up significantly relative to devastating state budget cuts aimed at transportation funding. There is a real danger the governor will be taking $2.6 million from Caltrain.

• Police force has been doing great work with the City of Palo Alto Police Department due to some recent activity at the Palo Alto station.

• The monthly Safety & Security report has an interesting update on the grade crossing diagnostic review.

• Staff is working on the changes to the Codified Tariff for the January 1, 2009, fare increase and new 8-ride ticket.

• Special events include Stanford football; an additional 900 passengers were carried on extra service provided for the Halloween Party at AT&T Park.

• All cars are back in service and staff has reached a settlement with the original manufacturer.

• New Bombardier cars have all been delivered.

• The Day after Thanksgiving schedule has been published.

• The reading file contains a flyer on the Holiday Train on December 6 and 7 benefitting Toys for Tots and the 2008 Progress Report.

• Staff is making significant progress with bikes on board and trying to accommodate all passengers.

Director Gage asked when the bikes issue will come to the Board for discussion. Mr. Scanlon said staff will have it to the Board for discussion by January.

Director Gage suggested the January agenda be kept light as there could be a lot of bike discussion.

Director Yeager appreciated the bicycle update Mr. Scanlon provided last month and the alternatives.

Director Yeager said that with the passage of Proposition 1A, the High Speed Rail bonds, a window of opportunity has opened and he wants make sure there is enough staff onboard to take every opportunity presented.
Mr. Scanlon said the passage of Proposition 1A provides a great opportunity and some real challenges, as well as with the passage of the Federal Rail Bill. Staff wants to have a lot of say about how and when High Speed Rail (HSR) gets built along this corridor. If the JPB has its money ready, staff can then leverage with HSR money and make a convincing case early for HSR between San Jose and San Francisco. HSR is hoping to finish environmental work and get to a 35 percent design by 2011. Staff has a very general Memorandum of Understanding with the HSR.

Director Yeager said if there is shortage of staff to attend meetings he hopes Mr. Scanlon comes to the Board and asks them to attend the meetings.

Vice-Chair Gage said staff needs to identify if there are any bottlenecks with the old UP tracks and new tracks and if we need to take legislative action against UP to get the people at the state and federal levels onboard now.

Mr. Scanlon said he is cautiously optimistic. Legal Counsel David Miller and Rail Transformation Chief Bob Doty are in constant talks with UP.

Chair Hartnett suggested there should be a Caltrain legislative caucus to advocate as a bloc for Caltrain interests.

Public Comment
Shirley Johnson, San Francisco, said it is great to hear weekday ridership has increased, but how much of the ridership is due to bicycle riders. The answer is none because Caltrain has not increased bicycle capacity since 2002. Ms. Johnson asked the plans for the increased bicycle capacity be shared with the public first before the plan is released. Since September, bicycle capacity has decreased substantially because of the addition of Bombardier cars. The San Francisco Bicycle Coalition has done a careful analysis of many years of passenger boarding patterns and have come to the conclusion only 3 percent of the seats need to be removed to make room for bikes.

Bert Rifas, Millbrae, said he had contact with the safety department at American Public Transportation Association (APTA) and they told Mr. Rifas they do not do research. Mr. Rifas distributed a picture of the area where the train hit the truck last week in San Mateo.

Chair Hartnett said in respect to electrification he echoes the comments of Director Yeager and Vice-Chair Gage and he does believe Caltrain is ready to be the first in the nation to take advantage of the technology for electrification. Chair Harnett said it is important that if additional resources are needed and if there is something the Board or partners can do, staff takes advantage of the Board’s services because this is a once-in-a-lifetime opportunity.

Chair Harnett thanked staff for being very active on the safety issues and devoting time, attention and resources to it. Staff is affected up and down the line with every accident and takes it very seriously and approaches it in a sensitive way.
Director Williams said in regards to the photos that show seats empty, will staff look at the variations of times and being able to accommodate the bikes. The bottom line is to transport the individual and any items they bring on board. Regarding the safety issue, people say we need to do more so they can’t go around gates. People are going to always tempt fate.

Mr. Scanlon thanked Chair Hartnett and Director Williams for their concern of safety. No one takes the fatalities harder than the engineer and this rolls down to the first responders. VTA is doing its own safety update. He thanked the Board for their support and staff may come with a proposal in the near future for a Project Manager/Construction Manager (PM/CM) as staff is engaged with HSR.

Director Art Lloyd said it is also hard on the conductor and the assistant conductor as they have to survey the scene after an accident.

Director Lloyd said the photos of the bike car capacity seem deceptive as they show southbound trains in the morning and northbound trains in the afternoon. Director Lloyd said this is not the predominant flow of direction. He would like to see pictures of trains northbound in the morning and southbound in the afternoon. He said he is 100 percent behind the bicyclists, but these pictures are deceptive.

Mr. Scanlon said pictures are not going to capture what is happening on this railroad. With all due respect to the San Francisco Bicycle Coalition this is not about the aggregate number of seats over the course of a day because we don’t have a problem with the aggregate number of bicycle spots over the course of the day. What we have is peak hour problems. It is not a simple problem, but Mr. Scanlon said it is one that can be resolved.

**AUTHORIZE EXECUTION OF A BASELINE AGREEMENT AND SUBSEQUENT FUNDING AGREEMENTS WITH THE CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) FOR CALTRAIN GRADE SEPARATION PROJECTS FROM THE PROPOSITION 1B HIGHWAY-RAILROAD GRADE CROSSING SAFETY ACCOUNT IN A TOTAL AMOUNT OF $45,000,000**

Ian McAvoy, Chief Development Officer, said staff is proposing funding for three projects: the bridge program in San Mateo; old bridges in the southern area of San Francisco, Jerrold and Quint; and the San Bruno grade separation, which is at 35 percent design. The San Bruno project was put on hold while staff undertook the State of Good Repair program.

**Public Comment**

Pat Giorni, Burlingame, said she is still concerned the San Mateo bridges grade separation project does not repair the substandard road bed. Ms. Giorni also noted the Transportation Authority is allocating money for grade separations and there is some duplication of funds here.

The motion (Lloyd/Gage) to authorize execution of a baseline agreement with Caltrans was approved unanimously by roll call.
AUTHORIZE AWARD OF CONTRACT FOR RAIL GRINDING SERVICES TO ADVANCED RAIL MANAGEMENT CORPORATION FOR $1,843,350 FOR A THREE-YEAR TERM
There was no discussion on this item.

The motion (Williams/Lloyd) to award a contract to Advanced Rail Management Corporation was approved unanimously by roll call.

ADOPTION OF POLICY TO PERMIT PERSONS WITH DISABILITIES WHO USE ELECTRIC PERSONAL ASSISTIVE MOBILITY DEVICES (EPAMD) AS A MOBILITY DEVICE TO RIDE CALTRAIN
Chuck Harvey, Chief Operating Officer, made the following points:
- Guidance was issued by the U.S. Department of Transportation (DOT) in 2005 relative to the use of EPAMADs, such as Segways, as a mobility device.
- A policy team was formed with staff from rail operations and bus operations to look at best practices.
- Staff tested boarding, alighting and securing of these vehicles.
- Persons must be certified by Caltrain before they can use a Segway or a similar device as a mobility aid on the system.
- The proposed policy covers all Segways and any other EPAMDs.
- Caltrain is limiting the proposed policy to persons with disabilities who use EPAMDs as a mobility aid.
- Users must obtain a permit.
- The EPAMDs will be permitted on station ramps, must be pushed or pulled on the accessible ramps on the rail car and stored in the wheelchair station on a first-come, first-served basis. If there are already passengers that need assistance on board trains and all the wheelchair slots are taken, the passenger will have to wait for the next train or paratransit is called to pick the passenger up at the station.
- Non-residents, who are visiting the area must be certified on their home system or show proof of residence outside of the Caltrain area.

Public Comment
Jim Heldberg, representing Segway of San Francisco, said this policy is great. He is willing to work with the advisors to educate people.

Matthew Gast, San Francisco, asked the Board to reconsider limiting the use of Segways on Caltrain to disabled riders only. Mr. Gast uses his Segway on BART to get to work. He cannot ride Caltrain now because he cannot bring his Segway on board. Mr. Gast urged the Board to look at what BART has done for non-disabled riders who use Segways for commuting.

Pat Giorni, Burlingame, said it is premature of the Board to adopt this policy as there is only one person who has asked for this policy. One member of the JPB CAC agrees this is premature to adopt this policy as it is not yet a codified ADA requirement.

Mr. Harvey said the DOT guidance was issued three years ago and if the policy is not adopted Caltrain could have claims. As far as access for all Segways, it was rejected because there is a
key station access plan and there is not level boarding at all stations, limited wheelchair slots and wheelchair passengers are getting bumped now.

The motion (Gage/Lloyd) to adopt the policy for EPAMDs was approved unanimously by roll call.

Director Williams asked if the Board will receive feedback on any issues from this policy. Mr. Scanlon said yes.

**REJECTION OF ALL PROPOSALS FOR TRAIN PREDICTIVE ARRIVAL/DEPARTURE SYSTEM**

Cheryl Cavitt, Director of Contracts, said Staff Coordinating Council is recommending the Board reject all proposals received in response to the solicitation for a train predictive arrival/departure system. This will allow staff to do further research and perhaps revise the scope of work. Staff released the Request for Proposal (RFP) under the provisions of Public Contract Code Section 20217, which authorizes the use of the RFP method and also allows staff to reject any and all proposals and issue new requests for proposals at staff’s discretion.

Director Yeager said he is in agreement with the rejection of the bids and exploring other options.

Director Williams questioned if the RFP will look at web-based applications.

**Public Comment**

John Eaton, Chief Financial Officer of NextBus, would like to suggest the revised RFP contain a requirement that the system be Web-based so the predictions are available over the Internet. This way customers can retrieve train information by Internet-enabled devices, such as cell phones and PDAs. NextBus has successfully delivered this technology to Muni, AC Transit, Water Emergency Transit Authority and Genentech. Caltrain riders can access arrival information for their connecting Muni trains.

Director José Cisneros asked if the RFP required Web-based access to the information.

Robert Tam, Project Manager, said the objective was to provide MTC real-time predictive arrival and departure time for their 511 system. The 511 system would disseminate the information to the public via telephone or the Web.

The motion (Lloyd/Cisneros) to reject all proposals was approved unanimously.

**CORRESPONDENCE**

Provided in the reading file.

**BOARD MEMBER REQUESTS**

Mr. Scanlon congratulated Director Sean Elsbernd for his reelection to the San Francisco Board of Supervisors and also thanked him for facilitating meetings with the San Francisco PUC to explore how staff might be able to leverage our relationship with electrification.
DATE/TIME/PLACE OF NEXT MEETING
Thursday, December 4, 2008, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos CA 94070.

REPORT OF LEGAL COUNSEL
Closed Session: Significant Exposure to Litigation Pursuant to Subdivision (b) (1) of Section 54956.9 (One Potential Case)

Mr. Miller said there will be a closed session to discuss a matter of potential litigation.

Meeting adjourned to closed session at 11:24 a.m.

Meeting reconvened to open session at 11:53 a.m.

Mr. Miller reported the Joint Powers Board met in closed session to hear a report from counsel on a matter of potential litigation. After taking this matter under advisement the Board has given direction to counsel. At this moment he can not report specifically what legal counsel will be doing, but at the next meeting will make a statement for the record.

ADJOURNED
Adjourned at 11:55 a.m.
AGENDA ITEM # 4 (b)
DECEMBER 4, 2008

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Virginia Harrington
Chief Financial Officer

SUBJECT: STATEMENT OF REVENUES AND EXPENSES FOR THE PERIOD ENDING OCTOBER 31, 2008 AND SUPPLEMENTAL INFORMATION

ACTION
Staff proposes that the Board of Directors accept and enter into the record the Statement of Revenue and Expense for the month of October 2008 and supplemental information.

SIGNIFICANCE
Revenue: For October of Fiscal Year 2009, Total Operating Revenue (line 7) is $214,360 or 1.3 percent better than budget. This is due to higher than anticipated Farebox Revenue (line 1) and Rental Income (line 4) which together were $1,729,611 or 11.8 percent better than budget. These gains were offset by Parking Revenue (line 2), Shuttles (line 3), and Other Income (line 5) which together are worse than budget by $1,515,250 or 85.1 percent mainly due to the County Pool loss of $1,310,786 on Lehman Brothers investments. Compared to the prior year, Total Operating Revenue (line 7) is $659,366 or 4.1 percent higher, driven by Farebox Revenue (line 1) at $2,144,697 or 15.7 percent higher.

Expense: Grand Total Expenses (line 46) shows an unfavorable variance of $183,116 or 0.6 percent. Contract Operating & Maintenance (line 23), Insurance (line 27), Facilities and Equipment Maintenance (line 28), Utilities (line 29), and Services (line 30) combined are $301,172 or 1.4 percent better than budget. Total Administrative Expense (line 40) is $218,561 or 7.2 percent better than budget. Fuel (line 25) is worse than budget by $738,710 or 15.4 percent. Fuel is budgeted at $3.00 per gallon and the average price as of the end of October was $3.36 per gallon. Staff will be recommending preliminary mid year budget adjustments for line items such as fuel and fares.

Compared to prior year, Grand Total Expenses (line 46) are $3,275,457 or 12.2 percent higher. The increase in expense over the prior year is mainly due to the increased cost of Fuel (line 25) which is $1,509,097 or 37.4 percent higher and Contract Operating & Maintenance (line 23) which is $1,303,505 or 7.8 percent higher.

Budget Revisions: There are no budget revisions this month.

Prepared by: Ladi Bhuller, Manager, Budgets 650.508.7755
Sheila Tioyao, Senior Accountant 650.508.7752
### REVENUE

**OPERATIONS:**

1. Farebox Revenue 3,776,041 13,697,160 15,841,857 14,132,963 112.1% 41,669,414 41,669,414 38.0% 1
2. Parking Revenue 170,698 632,138 633,296 698,727 90.6% 2,128,054 2,128,054 29.8% 2
3. Shuttles 97,173 347,734 354,298 377,976 93.7% 1,134,036 1,134,036 31.2% 3
4. Rental Income 136,708 506,137 555,737 535,020 103.9% 1,604,340 1,604,340 34.6% 4
5. Other Income (1,183,853) 820,385 (722,267)

**TOTAL OPERATING REVENUE** 2,996,766 16,003,554 16,662,920 16,448,560 101.3% 48,647,564 48,647,564 34.3% 7

**CONTRIBUTIONS:**

1. AB-434-Peninsula Feeder Shuttle 86,196 344,785 344,785 344,780 100.0% 1,034,355 1,034,355 33.3% 10
2. Operating Grant 31,009 72,932 58,762 58,762 100.0% 211,000 211,000 27.8% 11
3. JPB Member Agencies 3,284,715 12,756,178 13,138,866 13,138,866 100.0% 39,416,585 39,416,585 33.3% 12
4. Other Sources 0 358,788 0 0 0.0% 6,047,623 6,047,623 0.0% 13

**TOTAL REQUIRED REVENUE** 3,401,920 13,532,684 13,542,413 13,542,408 100.0% 46,709,563 46,709,563 29.0% 15

**GRAND TOTAL REVENUE** 6,398,686 29,536,237 30,205,333 29,990,968 100.7% 95,357,127 95,357,127 31.7%

### EXPENSE

**OPERATING EXPENSE:**

1. Contract Operating & Maintenance 4,850,809 16,756,175 18,059,680 18,133,633 99.6% 58,501,434 58,501,434 30.9% 23
2. Shuttles (Including Peninsula Pass) 264,122 935,250 975,796 1,004,297 97.2% 3,012,891 3,012,891 32.4% 24
3. Fuel 1,063,110 4,032,285 5,541,382 4,802,672 115.4% 14,408,059 14,408,059 38.5% 25
4. Timetables & Tickets 15,949 85,150 59,638 67,000 89.0% 218,000 218,000 27.4% 26
5. Insurance 334,066 1,189,593 1,376,261 1,413,340 97.4% 4,535,000 4,535,000 30.3% 27
6. Facilities and Equipment Maintenance 126,009 353,121 368,552 414,467 88.9% 1,713,750 1,713,750 21.6% 28
7. Utilities 117,134 367,223 460,596 536,877 85.8% 1,725,270 1,725,270 26.7% 29
8. Services 76,850 307,746 284,139 352,083 80.7% 1,180,300 1,180,300 24.1% 30

**TOTAL OPERATING EXPENSE** 6,848,048 24,026,543 27,126,045 26,724,368 101.5% 85,294,704 85,284,704 31.8%

**ADMINISTRATIVE EXPENSE:**

1. Wages & Benefits 427,952 1,708,598 1,705,910 1,910,138 99.6% 5,966,333 5,871,093 29.1% 34
2. Board Of Directors 729 3,182 2,605 3,008 92.6% 16,300 16,300 16.0% 35
3. Professional Services 210,629 300,404 513,907 529,803 97.0% 1,726,850 1,749,670 29.4% 36
4. Communications/Marketing 12,723 22,011 51,000 54,280 94.0% 311,000 311,000 16.4% 37
5. Other Office Expense and Services 145,717 356,549 525,815 520,568 101.0% 1,357,764 1,373,974 38.7% 38

**TOTAL ADMINISTRATIVE EXPENSE** 797,749 2,390,743 2,799,236 3,017,797 92.8% 9,295,827 9,305,827 30.1%

**LONG TERM DEBT EXPENSE** 0 122,553 248,803 248,803 100.0% 766,596 766,596 32.5%

**CEMOF - Startup Expense** 0 358,788 - - - 0% 0 0 0%

**GRAND TOTAL EXPENSES** 7,645,797 26,898,627 30,174,084 29,990,968 100.6% 95,357,127 95,357,127 31.6%

(A) Includes County Pool loss of $1,310,786 on Lehman Brothers investments.

"% OF YEAR ELAPSED" provides a general measure for evaluating overall progress against the annual budget. When comparing it to the amounts shown in the "% REV BUDGET" column, please note that individual line items reflect variations due to seasonal activities during the year.
### PENINSULA CORRIDOR JOINT POWERS BOARD

#### INVESTMENT PORTFOLIO

#### AS OF OCTOBER 31, 2008

<table>
<thead>
<tr>
<th>TYPE OF SECURITY</th>
<th>MATURITY DATE</th>
<th>INTEREST RATE</th>
<th>PURCHASE PRICE</th>
<th>MARKET RATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>County Pool # 3 (Unrestricted)</td>
<td>Liquid Cash</td>
<td>2.170%</td>
<td>8,795,701</td>
<td>8,708,096</td>
</tr>
<tr>
<td>Local Agency Investment Fund (Unrestricted)</td>
<td>Liquid Cash</td>
<td>2.709%</td>
<td>11,800,000</td>
<td>11,789,825</td>
</tr>
<tr>
<td>Local Agency Investment Fund (Restricted)</td>
<td>Liquid Cash</td>
<td>2.709%</td>
<td>2,000,000</td>
<td>1,998,275</td>
</tr>
</tbody>
</table>

---

- **Accrued Earnings for October 2008**: $38,522.76 (1)
- **Cumulative Earnings FY2009**: $234,060.91

(1) Earnings do not include prior period adjustments

* County Pool average yield for the month ending October 31, 2008 was 2.17%. As of October 31, 2008, the amortized cost of the Total Pool was $2,388,613,045.10 and the fair market value per San Mateo County Treasurer's Office was $2,364,822,397.32.

** The market value of Local Agency Investment Fund (LAIF) was derived from the fair value factor of 0.999137696 as reported by LAIF for quarter ending September 30, 2008.

*** The Portfolio and this Investment Report comply with the Investment Policy and the provisions of SB 564. The Joint Powers Board has the ability to meet its expenditure requirements for the next six months.
PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Ian B. McAvoy
Chief Development Officer

SUBJECT: AUTHORIZATION TO RECEIVE AN ALLOCATION OF PROPOSITION 1B PUBLIC TRANSPORTATION MODERNIZATION, IMPROVEMENT, AND SERVICE ENHANCEMENT ACCOUNT FUNDS

ACTION
Staff Coordinating Council (SCC) recommends the Board authorize the Executive Director, or his designee, to receive an allocation of Public Transportation Modernization, Improvement, and Service Enhancement Account (PTMISEA) funds programmed to the Peninsula Corridor Joint Powers Board (JPB), in the amount of $6,849,847 from the California Department of Transportation (Caltrans) to help fund the South Terminal Station project.

SIGNIFICANCE
Caltrans has programmed Proposition 1B Fiscal Year 2008 PTMISEA funds, in amount of $6,849,847, to the JPB in support of its planned capital program. Staff is proposing to direct the use of these funds to help support the South Terminal Station project. Implementation of the South Terminal Station project will result in the construction of two new platforms at the San Jose Diridon station with stairs and Americans with Disabilities Act (ADA) ramps to access the existing pedestrian underpass. It also includes the removal of existing maintenance facilities at the terminal and associated track and civil work. This project is included as part of the Capital Improvement Program in the JPB’s 2008-2017 Short Range Transit Plan.

BUDGET IMPACT
The total cost of the South Terminal Station project is estimated to be $52,000,000. The $6,849,847 in Proposition 1B funds is part of the $47,775,000 budget approved in the JPB FY09 Capital Budget for this project. The remaining $4,225,000 still required to fully fund the project will be considered for inclusion as part of FY10 Capital Budget deliberations.
BACKGROUND
The Highway Safety, Traffic Reduction, Air Quality, and Port Security Bond Act of 2006, otherwise known as Proposition 1B, was approved by California voters on November 7, 2006. Proposition 1B includes a program of funding specifically for capital transit projects, known as the PTMISEA. The State controller develops an annual list with the amounts that each eligible sponsor is programmed to receive, and allocations can be received two times during the course of a year. Unlike most other transit capital funding programs, which are on a reimbursement basis, funds from the PTMISEA program are paid to project sponsors at the time of allocation.

Prepared by: Rebecca Arthur, Capital Programs and Grants Administrator       650.508.6368
RESOLUTION NO. 2008 -

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

* * *

AUTHORIZING THE RECEIPT OF AN ALLOCATION OF $6,849,847 OF PUBLIC TRANSPORTATION MODERNIZATION, IMPROVEMENT, AND SERVICE ENHANCEMENT ACCOUNT FUNDS FOR THE SOUTH TERMINAL STATION PROJECT

WHEREAS, the Public Transportation Modernization, Improvement, and Service Enhancement Account (PTMISEA) is a funding program that is part of the Highway Safety, Traffic Reduction, Air Quality, and Port Security Bond Act of 2006, otherwise known as Proposition 1B, which was approved by California voters on November 7, 2006; and

WHEREAS, funds from the PTMISEA are to be made available to project sponsors in California for capital transit projects; and

WHEREAS, the State Controller develops an annual list with the amounts that each eligible project sponsor is programmed to receive; and

WHEREAS, in Fiscal Year (FY) 2008, the Peninsula Corridor Joint Powers Board (JPB) was programmed to receive $6,849,847; and

WHEREAS, staff recommends that the Board authorize the Executive Director, or his designee, to receive an allocation of PTMISEA funds, in a total amount of $6,849,847, from the California Department of Transportation (Caltrans) for the South Terminal Station Project.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes the Executive Director, or his designee, to receive an allocation from Caltrans of $6,849,847 PTMISEA funds for the South Terminal Station Project; and
WHEREAS, BE IT FURTHER RESOLVED that the Board of Directors authorizes the Executive Director, or his designee, to take such additional actions as may be necessary to effect this resolution.

Regularly passed and adopted this 4th day of December 2008, by the following vote:

AYES:

NOES:

ABSENT:

__________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

__________________________
JPB Secretary
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
           Executive Director

FROM: Virginia Harrington
       Chief Financial Officer

SUBJECT: ANNUAL ADOPTION OF INVESTMENT POLICY
          AND AUTHORIZATION TO INVEST MONIES WITH
          THE LOCAL AGENCY INVESTMENT FUND

ACTION
Staff Coordinating Council (SCC) recommends that the Board adopt the attached resolutions
amending the investment policy and the delegation of authority as stated therein and authorizing
the investment of Peninsula Corridor Joint Powers Board (JPB) monies in the Local Agency
Investment Fund (LAIF).

SIGNIFICANCE
The Executive Director or his designee serves as the JPB’s trustee for purposes of placing
investments pursuant to the attached investment policy. The Board of Directors, in accordance
with California Government Code Section 53646(a), may review and reauthorize this delegation
of authority on an annual basis at a public meeting. The Board of Directors, in compliance with
LAIF requirements, must also adopt a separate resolution authorizing monies to be invested in
LAIF.

Staff, in conjunction with Legal Counsel has reviewed the attached investment policy. The
changes being recommended at this time are to update: (1) the benchmark; (2) rating
requirements; (3) investment limitations of the JPB; and (4) the reporting requirements of the
Investment Advisor.

The benchmark was changed to 50 percent Merrill Lynch 0-1 year U.S. Government Securities
and 50 percent Merrill Lynch 1-3 year U.S. Government Securities to reflect the JPB’s
investment plan based on its cash flow needs as well as its assessment of the current market
environment.

The investment limitations were changed for the U.S. Treasury Obligations and Obligations of
U.S. Government Agencies or Sponsored Enterprises from 15 years to 11 years to be consistent
with the maturity requirements in other parts of the Investment Policy. This change has limited impact to the JPB given its current cash flow needs.

The rating requirement for Mortgage Backed Securities was changed from A to AAA. This change will further safeguard JPB funds.

The Investment Advisor’s reporting requirements have been changed to require the submittal of a monthly report which provides a market review, the Advisor’s outlook for the market and strategy for investing JPB funds. The report will also compare the portfolio against the benchmark established by this policy in terms of duration and yield.

**BACKGROUND**

The JPB’s investments have always been in accordance with sound treasury management and complied with the objectives of safety, liquidity, and yield in that order of priority.

In 1999, staff determined that legislation recommending annual adoption of a formal investment policy and the delegation of authority would be an appropriate process for the JPB to follow and the Board adopted its first investment policy on August 5, 1999.

On August 2, 2001 the policy was amended to include the requirements implemented by AB 2220 with respect to Bankers Acceptance and Commercial Paper maximum maturity. Specifically, AB 2220 effected the following changes as of January 1, 2001:

- Banker Acceptances – maximum maturity changed from 270 to 180 days
- Commercial Paper A1/P1 – maximum maturity changed from 180 to 270 days

In October 2003 the policy was amended to include benchmarks to measure the performance of the pooled funds and Section I, Purpose, was amended to further clarify the purpose and goals of the Policy.

In November 2007, the policy was amended to reflect the statutory change in the Government Code which made the annual review of the investment policy permissive instead of mandatory and to update the rating requirements and investment limitations of the JPB.

Contact: Brian Lee, Manager, Treasury 650.508.6208
I.  PURPOSE

This Policy provides guidelines for the prudent investment and cash management of the Peninsula Corridor Joint Powers Board's (JPB) funds. It is the goal of this Policy to establish investment objectives in accordance with the provisions of the California Government Code, Section 53600 et seq. (hereafter “Code”), and investment guidelines, to ensure that the funds under its purview are prudently invested to preserve capital, provide necessary liquidity, and to achieve a market-average rate of return over an economic cycle consistent with the JPB’s goals of preserving principal and minimizing the risk of diminishing the principal.

Investments may only be made as authorized by this Investment Policy, and subsequent revisions. This Statement of Investment Policy may be reviewed annually by the JPB’s Board of Directors at a public meeting. Irrespective of these policy provisions, should the provisions of the Code be, or become, more restrictive than those contained herein, then such provisions will be considered immediately incorporated into this Statement of Investment Policy.

II.  OBJECTIVE

The JPB’s cash management system is designed to monitor and forecast accurately, expenditures and revenues, thus enabling the JPB to invest funds to the fullest extent possible. Idle funds of the JPB shall be invested in accordance with sound treasury management and in accordance with the provisions of California Government Code Section 53600 et seq. and this Policy.

Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital, as well as the probable income to be derived. The standard of prudence to be used by investment officials shall be applied in the context of managing an overall portfolio. JPB officials shall act in accordance with written procedures and the Investment Policy and should report deviations from expectations in a timely fashion and take appropriate action to control adverse developments.
The JPB's primary objective with respect to its invested funds is to safeguard the principal of the funds. The second objective is to meet the liquidity needs of the JPB. The third objective is to achieve a return on its invested funds.

III. **Policy**

At all times, the JPB shall invest its funds in accordance with the rules and restrictions established by the law of the State of California *(Government Code Section 53600 et seq.)*. In addition, the JPB shall conduct its investments under the "prudent investor standard": "When investing, reinvesting, purchasing, acquiring, exchanging, selling or managing public funds, a trustee shall act with care, skill, prudence and diligence under the circumstances then prevailing, including, but not limited to, the general economic conditions and the anticipated needs of the agency, that a prudent person acting in a like capacity and familiarity with those matters would use in the conduct of funds of a like character and with like aims, to safeguard the principal and maintain the liquidity needs of the agency." *(California Government Code Section 53600.3)*.

The Executive Director or his designee of the JPB shall serve as the JPB's trustee for purposes of placing investments pursuant to this Investment Policy. The Board of Directors may review and specifically reauthorize this delegation of authority on an annual basis. The Investment Policy may be reviewed annually by the JPB's Board of Directors at a public meeting. *(California Government Code Section 53646(a))*.

1. **Criteria for Selecting Investments.** Criteria for selecting investments and the order of priority are:

   a. **Safety.** The safety and risk associated with an investment refer to the potential loss of principal, interest or a combination of these amounts. The JPB shall operate only in those investments that are considered safe. Investments in instruments and with institutions permitted under Section 2, Diversification, Section 6, Allowable Investment Instruments and Section 7, Local Agency Investment Fund & San Mateo County Investment Fund, are deemed to constitute safe investment within the meaning of this Investment Policy.

   b. **Liquidity.** An adequate percentage of the portfolio, in the approximate amount of six months operating expenses, should be maintained in liquid short-term investments which can convert to cash if necessary to meet disbursement requirements. For purposes of this Investment Policy, fixed income securities maturing in one year or more are considered investment term and fixed income securities maturing in less than one year are considered short-term cash equivalents.

   c. **Return on Investment.** The JPB's investment portfolio shall be designed with the objective of attaining the safety and liquidity objectives first, and then attaining a market rate of return throughout the budgetary and economic cycles, consistent with the portfolio’s benchmark as described in
Section IV - Benchmarks. This benchmark takes into account the JPB's investment risk constraints and the cash flow characteristics of the portfolio.

2. **Diversification.** The JPB will limit its investments to the safest types of securities which include those backed by the U. S. Government or its agencies, those which have federal insurance on principal by the Federal Deposit Insurance Corporation (FDIC), or those having collateral backing of the invested principal as defined by this Investment Policy and/or the California Codes, and medium term notes as defined by *California Government Code Section 53601(j)*. Only first mortgages or government securities may be used for collateral on JPB deposits.

Collateral is defined in this Investment Policy to mean property (as securities) pledged by a borrower to protect the interest of the lender. For purposes of this Investment Policy, the following investments are considered to have collateral backing: Certificates of Deposit protected by either the FDIC or pledged securities in conformance with California Codes and this Investment Policy; Bankers' Acceptances (protected by an irrevocable time draft or bill of exchange) whereby the accepting bank incurs an irrevocable primary obligation thus guaranteeing payment on the draft or bill. A secondary obligation rests with the issuing company; Commercial Paper (protected by an unsecured promissory note from the issuer who must be rated A-1/P-1/F-1 or better) thereby guaranteeing that the earning power and/or liquidity had been established to fulfill the obligation to pay; and, asset backed securities which are rated AAA by both Moody's and Standard & Poor’s.

The portfolio should consist of a mix of various types of securities, issuers, and durations from among the allowable investment instruments described in Sections 5, 6 and 7 so as to minimize the risk of loss and to maximize the rate of return when prudent to do so.

3. **Safekeeping and Custody.** All security transactions, including collateral for repurchase agreements will be executed on a Delivery versus Pay Basis (DVP). The assets of the JPB shall be held in safekeeping by the JPB's safekeeping agent, or secured through third party custody and safekeeping procedures. A due bill or other substitution will not be acceptable.

4. **Maturity of Investments.** Should the JPB decide to invest its cash in investments other than through a local agency investment fund (i.e. LAIF, SMCIF), the remaining maturity of a callable security shall be determined by its actual final stated maturity. The maturity of asset backed securities shall be considered the estimated maturity date of the tranche. With the adoption of this amended JPB Investment Policy, the JPB Board authorizes the Executive Director or his designee to invest in securities exceeding 5 years but not more than a remaining life exceeding 11 years, no more than 25 percent of the portfolio shall be invested in securities with a remaining life of 5 to 11 years, and the weighted
average maturity of the portfolio shall not exceed 5 years. The policy of maintaining a maximum dollar weighted maturity of 5 years leaves open the flexibility to take advantage of interest rate fluctuations as well as yield curve differences to maximize the return on investment as well as coinciding with the expected use of the funds. The imposed maximum dollar weighted 5 year average maturity also limits the market risk to levels comparable to an intermediate income fund.

The specific security guidelines including maximum maturities and qualified Fixed Income instruments can be found in the table under Section 9, Summary of Investments & Limitations of this policy.

5. **Deposit of Funds.** As far as possible, all money belonging to or in the custody of the JPB including money paid to the JPB to pay the principal, interest or penalties of bonds, shall be deposited for safekeeping in state or national banks, savings associations or federal associations, credit unions or federally insured industrial loan companies in California (as defined by *California Government Code Section 53630*). Pursuant to *California Government Code Sections 53635, 53637 and 53638*, the money shall be deposited in any authorized depository with the objective of realizing maximum return, consistent with prudent financial management.

The JPB's funds may also be invested in the instruments set forth below and in Sections 6 and 7 of this policy:

a. **Time Deposits with Banks.** The JPB may invest in time deposits. In so doing, the following rules will be followed subject to the applicable statutory requirements:

   (1) No more than 5 percent of the total portfolio will be placed in any one financial institution.

   (2) The issuing bank must carry short-term ratings of at least A-1/P-1/F-1 whose long-term rating is A or better by two of the three nationally recognized rating services (Standard & Poor’s, Moody’s Investor Services and Fitch’s Ratings).

   (3) Prior to placing each deposit, the Executive Director or his designee will survey the market in order to determine which stable financial institution offers the highest rate of interest.

b. **U.S. Treasury Obligations.** The investment of JPB funds in U. S. Treasury Obligations may be undertaken in lieu of time deposits. Guaranteed by the U. S. Government, treasury obligations are considered one of the safest instruments, but the yield generally is lower than that of time deposits.
6. **Allowable Investment Instruments.** The JPB may also invest in any investment instrument as authorized by the *California Government Code*, as it may be amended from time to time, and subject to any conditions set forth in the *California Government Code*. These investment instruments may include:

a. United States Treasury notes, bonds, bills or certificates of indebtedness, or those for which the faith and credit of the United States Government are pledged for the timely payment of principal and interest.

b. Obligations issued by banks for cooperatives, federal land banks, federal intermediate credit banks, federal home loan banks or obligations, participations or other instruments of or issued by, a federal agency or a United States government-sponsored enterprise.

c. Bills of exchange or time drafts drawn on and accepted by a commercial bank, otherwise known as bankers acceptances, which are eligible for purchase by the Federal Reserve System.

d. Commercial paper of "prime" quality of the highest ranking or of the highest letter and numerical rating as provided for by Moody's Investors Service, Standard and Poor's or Fitch’s Ratings.

e. Negotiable certificates of deposits issued by a nationally or state-chartered bank or a state or federal association (as defined by *California Financial Code Section 5102*) or by a state-licensed branch of a foreign bank.

f. Investments in repurchase agreements or reverse repurchase agreements of any securities authorized by this section only under specific statutory conditions.

g. Medium-term notes/corporate bonds of a maximum of five years' maturity issued by corporations organized and operating within the United States or by depository institutions licensed by the United States or any state and operating within the United States.

h. Shares of beneficial interest issued by diversified management companies investing in the securities and obligations as authorized by subdivisions (a) to (g), inclusive, of this section and that comply with specific statutory restrictions.

i. Any mortgage pass-through security, collateralized mortgage obligation, mortgage-backed or other pay-through bond, equipment lease-backed certificate, consumer receivable pass-through certificate or consumer receivable-backed bond of a maximum of five years maturity.
j. Securities having collateral backing of the invested principal as defined by this Policy and/or the *California Government Code*. Only first mortgages or government securities may be used for collateral on the JPB’s deposits.

7. **Local Agency Investment Fund & San Mateo County Investment Fund.** The Board of Directors also authorizes the JPB to invest in the Local Agency Investment Fund (LAIF) pursuant to *California Government Code Section 16429.1* and in the San Mateo County Investment Fund (SMCIF).

8. **Prohibited Investments.** The JPB shall not invest any funds or inverse floaters, range notes or mortgage derived interest-only strips. The JPB shall not invest any funds in any security that could result in zero interest accrual if held to maturity; however, the JPB may hold this prohibited instrument until its maturity date. The limitation does not apply to investments in shares of beneficial interest issued by diversified management companies as set forth in *California Government Code Section 53601.6*.

9. **Summary of Instruments & Limitations.** Subject to the limitations set forth in *California Government code Sections 53600 et seq.* which may be amended from time to time, the Executive Director or his designee may invest in the following instruments, subject to the limits of flexibility described above:

<table>
<thead>
<tr>
<th>Instrument</th>
<th>Limitations</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Rating</td>
</tr>
<tr>
<td>U.S. Treasury Obligations</td>
<td>100</td>
</tr>
<tr>
<td>Obligations of U.S. Agencies or Government</td>
<td>100</td>
</tr>
<tr>
<td>Sponsored Enterprises</td>
<td></td>
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<tr>
<td>Bankers Acceptances</td>
<td>A1/ P1/F1</td>
</tr>
<tr>
<td>Domestic ($500 million minimum assets)</td>
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</tr>
<tr>
<td>Foreign ($500 million minimum assets)</td>
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</tr>
<tr>
<td>Collateralized Time Deposits Within the</td>
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<tr>
<td>State of California</td>
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</tr>
<tr>
<td>Negotiable Certificates of Deposits</td>
<td>10</td>
</tr>
<tr>
<td>Commercial Paper ($500 million minimum</td>
<td>A1/ P1/F1</td>
</tr>
<tr>
<td>assets)</td>
<td></td>
</tr>
<tr>
<td>Additional</td>
<td>10</td>
</tr>
</tbody>
</table>

*Additional 10% (for a total of 25%) if the dollar weighted average maturity of the entire amount does not exceed 31 days.*
### Instrument

<table>
<thead>
<tr>
<th>Instrument</th>
<th>Rating</th>
<th>Limitations</th>
</tr>
</thead>
<tbody>
<tr>
<td>Repurchase Agreements Secured by</td>
<td></td>
<td></td>
</tr>
<tr>
<td>U.S. Treasury or Agency Obligation (102% collateral)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Reverse Repurchase Agreements &amp;</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Security Lending</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Corporate Bonds &amp; Medium Term Notes</td>
<td>A</td>
<td></td>
</tr>
<tr>
<td>Including Asset-Backed Bonds (two agencies)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Local Agency Investment Fund (LAIF)</td>
<td></td>
<td>Up to the current limit.</td>
</tr>
<tr>
<td>San Mateo County Investment Fund (SMCIF)</td>
<td></td>
<td>Up to the current limit.</td>
</tr>
<tr>
<td>Shares of Beneficial Interest Issued by Diversified Management Companies as defined in Government Code Section 53601</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mortgage Backed Securities</td>
<td>AAA</td>
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</tr>
<tr>
<td>No Inverse Floaters</td>
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<tr>
<td>No Range Notes</td>
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<td></td>
</tr>
<tr>
<td>No Interest Only Strips Derived from a Pool of Mortgages</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### IV. BENCHMARKS

All of the JPB’s investment results shall be evaluated quarterly based on the following composite index developed by the JPB’s investment advisor:

- 50% Merrill Lynch 0-1 Year U.S. Governments
- 50% Merrill Lynch 1-3 Year U.S. Governments

### V. REPORTING

On a monthly basis the Investment Advisor should submit an investment report which provides a market review, the Advisor’s outlook for the market and strategy for investing JPB funds. The report will also compare the portfolio against the benchmark established by this policy in terms of duration and yield.
Quarterly, the Executive Director shall submit an investment report to the Board of Directors within 30 days of the end of the quarter. The report shall include the following information:

1. Type of investment, issuer, date of maturity, par and dollar amount invested in all securities, investment and money held by the JPB;

2. Description of any of the JPB's funds, investments or programs that are under the management of contracted parties, including lending programs;

3. For all securities held by the JPB or under management by any outside party that is not a local agency or the State of California Local Agency Investment Funds, a current market value as of the date of the report and the source of this valuation;

4. Statement that the portfolio complies with the Investment Policy or the manner in which the portfolio is not in compliance; and

5. Statement that the JPB has the ability to meet its pool's expenditure requirements (cash flow) for the next six months or provide an explanation as to why sufficient money shall or may not be available.

If the JPB places all of its investments in the LAIF, FDIC-insured accounts in a bank or savings and loan association or county investment pool (or any combination of these three), the Executive Director can simply submit, on at least a quarterly basis, the most recent statements from these institutions to meet the requirements of items 1 - 3 above, with a supplemental report addressing items 4 and 5 above. (California Government code Section 53646(b)-(e)).
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

***

ADOPTING THE INVESTMENT POLICY
FOR THE PENINSULA CORRIDOR JOINT POWERS BOARD

WHEREAS, in accordance with applicable State law, the Peninsula Corridor Joint
Powers Board (“JPB”) is required to adopt an investment policy; and

WHEREAS, in August 1999, the JPB adopted a Statement of Investment Policy; and

WHEREAS, in November 2007, the JPB most recently amended its Statement of
Investment Policy; and

WHEREAS, the JPB may annually render a statement of said investment policy to the
Board of Directors for review and approval pursuant to Section 53646 of the State of California
Government Code; and

WHEREAS, the Executive Director has presented the amended Statement of Investment
Policy to the Board of Directors; and

WHEREAS, staff recommends approval and adoption of the aforementioned amended
Statement of Investment Policy to update the benchmark, rating requirements and investment
limitations of the JPB, and appointment of the Executive Director (or his designee) as trustee for
purposes of placing investments pursuant to the aforementioned policy.
NOW, THEREFORE BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board approves and adopts the Statement of Investment Policy attached hereto as Exhibit A and incorporated by this reference and hereby appoints its Executive Director (or his designee) as the trustee for purposes of placing investments pursuant to said policy.

Regularly passed and adopted this 4th day of December 2008 by the following vote:

AYES:

NOES:

ABSENT:

___________________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

___________________________________
JPB Secretary
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

***

AUTHORIZING INVESTMENT OF PENINSULA CORRIDOR JOINT POWERS
BOARD MONIES IN LOCAL AGENCY INVESTMENT FUND

WHEREAS, pursuant to Government Code Section 16429.1, a Local Agency Investment Fund was created in the State Treasury for the deposit of local agency monies for purposes of investment by the State Treasurer; and

WHEREAS, staff recommends that the deposit and withdrawal of money in the Local Agency Investment Fund in accordance with the provisions of Government Code Section 16429.1 for the purposes of investment as stated therein is in the best interests of the Peninsula Corridor Joint Powers Board.

NOW THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board does hereby authorize the deposit and withdrawal of Peninsula Corridor Joint Powers Board monies in the Local Agency Investment Fund in the State Treasury in accordance with the provisions of Government Code Section 16429.1 for the purpose of investment as stated therein; and

BE IT FURTHER RESOLVED that the Executive Director (or his designee) shall be authorized to order the deposit or withdrawal of monies in the Local Agency Investment Fund.

Regularly passed and adopted this 4th day of December 2008 by the following vote:

AYES:

NOES:

ABSENT:

____________________________
Chair, Peninsula Corridor Joint Powers Board

____________________________
JPB Secretary

1675667.2
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
          Executive Director

FROM: George Cameron           Rita Haskin
       Chief Administrative Officer  Chief Communications Officer

SUBJECT: AUTHORIZING AWARD OF A CONTRACT TO PAPER SOLUTIONS,
          INC., DBA PARTEK SOLUTIONS FOR TYPESETTING, PRINTING,
          AND DELIVERY OF MONTHLY PASSES AND TICKET MEDIA

ACTION
Staff Coordinating Council (SCC) recommends that the Board:

1. Award a contract to Paper Solutions, Inc., dba Partek Solutions of Indianapolis, IN, for
typesetting, printing, and delivery of monthly passes and ticket media for a total
estimated cost of $493,820 for a five-year term.

2. Authorize the Executive Director to execute a contract with Partek Solutions in full
conformity with the terms and conditions of the bid specification documents.

SIGNIFICANCE
Award of this contract will provide for a continued, dedicated supplier to the JPB for typesetting
and printing of tickets, monthly passes, parking permits and vending machine-issued tickets
required in the day-to-day operation of Caltrain’s service.

BUDGET IMPACT
The total cost of these services is included in the approved and projected operating budgets.

BACKGROUND
The Invitation for Bids was a scheduled re-procurement for typesetting, printing, and delivery of
monthly passes and ticket media over a five-year term. Staff advertised the requirements on the
JPB’s Web site and in local newspapers. Notifications went out to interested bidders, including
disadvantaged business enterprises (DBEs) that were registered in the procurement database.
Additional notices were sent to DBEs that have not registered on the District’s procurement
database but are certified in the print industry. Twenty-nine solicitation packages were
downloaded and two bids were received, as follows:

1. Partek Solutions, Indianapolis, IN      $493,820
2. Weldon, Williams & Lick, Inc., Ft. Smith, AR  $1,007,900
Partek Solutions was identified as the lowest responsive and responsible bidder. The bid submitted fully complies with the solicitation documents. Subsequent investigation into the references provided confirms that Partek Solutions is capable of performing the work.

The JPB’s current contractor is Weldon, Williams & Lick, Inc., at a five-year estimated cost of $609,705 for like work.

Contract Officer:  Brian Geiger  
Project Manager:  Janet McGovern, Sales & Promotions Supervisor
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

*   *   *

AUTHORIZING AWARD OF A CONTRACT TO PAPER SOLUTIONS, INC., DBA
PARTEK SOLUTIONS FOR PROVIDING TYPESETTING, PRINTING, AND
DELIVERY OF MONTHLY PASSES AND TICKET MEDIA
AT A TOTAL ESTIMATED COST OF $493,820

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) has solicited bids for the
provision of typesetting, printing, and delivery of monthly passes and ticket media; and

WHEREAS, in response to the JPB’s solicitation for bids, two firms submitted bids; and

WHEREAS, the Executive Director recommends that the contract be awarded to the
lowest responsive, responsible bidder, Paper Solutions, Inc., dba Partek Solutions, of
Indianapolis, Indiana, whose bid meets the requirements of the solicitation documents.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula
Corridor Joint Powers Board hereby awards a contract to Partek Solutions of Indianapolis,
Indiana, to provide typesetting, printing, and delivery of monthly passes and ticket media for a
total estimated cost of $493,820, for a five-year term, inclusive of all delivery and other costs
and expenses but excluding taxes, based on the estimated requirements of the JPB during this
term and at the unit prices submitted; and
BE IT FURTHER RESOLVED that the Executive Director or his designee is authorized to execute a contract on behalf of the Peninsula Corridor Joint Powers Board with Partek Solutions in full conformity with the terms and conditions of the contract documents.

Regularly passed and adopted this 4th day of December, 2008 by the following vote:

AYES:

NOES:

ABSENT:

______________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

______________________________
JPB Secretary
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
       Executive Director

FROM: C.H. (Chuck) Harvey
       Chief Operating Officer

SUBJECT: KEY CALTRAIN PERFORMANCE STATISTICS OCTOBER 2008
       (Table A, Graph A)

For October 2008, Caltrain average weekday ridership (AWR) increased by 15.7 percent when compared to October 2007. AWR based on ticket sales was 41,893 for October 2008, an increase of 5,689 over October 2007. The total number of passengers for the month of October 2008 was 1,160,542. This is a 16.5 percent increase over last year’s October total of 996,063.

In October 2008, on-time performance was 92.93 percent, as compared to 93.38 percent in October 2007. This represents a slight decrease of 0.45 percentage points over the previous year and a difference of minus 2.07 percentage points compared with our goal of 95 percent on-time performance. The lower-than-preferred on-time performance is due to several factors; including continued bike dwell delays and several incidents of locomotive mechanical failures. Delays from the use of manual wheelchair lifts have now ended as the ADA lift-equipped cars with repaired bolsters are all back in service; though there continue to be mechanical lift delays. There were also two trespasser fatalities; resulting in a significant number of delay minutes.

Average weekday shuttle ridership was 6,316; up 16 percent over same month last year. The Millbrae-Broadway shuttle averaged 88 daily riders. The Tamien shuttle averaged 77 riders per Saturday/Sunday. The Belmont-Hillsdale shuttle averaged 61 daily riders.

Table A shows performance indicators for October 2008. Graph A shows AWR for the past 13 months as compared to the rolling average.
Caltrain October 2008 Promotions

San Jose Sharks – The Sharks are off to their best start in franchise history and the season should continue to be exciting with a new coach and the addition of several veteran players. This year’s cooperative promotion with the Sharks includes a drive-time radio campaign, posters at the stations, ad cards on the trains, and a banner at the San Jose Diridon Station. The ad cards feature images of Sharks players and were paid for by the Sharks. To date, ridership is up more than 20 percent from last year.

Weekend/Off Peak – As Caltrain commute ridership continues to achieve record levels due to the cost of driving and the popularity of express service, weekend and evening service also has grown because of additional special event service and more evening service. Despite this success, there remains a need to grow the weekend service and further promote the extra evening trains added to the schedule last March. The campaign includes radio spots and print ads targeting potential discretionary riders.

Halloween – Halloween fell on a Friday this year and ghosts and goblins used Caltrain as their choice of earthly transit to head to San Francisco for the party at AT&T Park and other spiritual gatherings. Caltrain operated its normal inbound schedule but added an express train that departed San Francisco at 11:45 p.m., for those wanting to terminate their nocturnal activities before the witching hour. The promotion featured 54 fifteen-second spots on the following radio stations: KNGY, KCBS, KISQ, KMEL, KYLD, KSOL and KVVF. Caltrain carried an additional 1,224 passengers on the dark and stormy night of Oct. 31.

Stanford Football – Stanford football coach Jim Harbaugh’s second season at the helm has created a lot of excitement on the Farm and Caltrain has carried flocks of Cardinal fans to the Stanford Stadium stop this fall. Caltrain partnered with Stanford to produce a flyer that was placed on all trains. Caltrain also is airing commercials during Stanford games. Ridership has slipped since the rain-soaked Washington State game. However, the final game against the University of Southern California should be a sell-out.

Disney on Ice - Once again Caltrain and Disney joined forces to promote service to Disney on Ice – 100 Years of Magic at the HP Pavilion in San Jose from Oct. 22 through 26. The campaign included television commercials, bus sides and interior ad cards on the trains. Disney on Ice offered $5 off the price of admission to Caltrain riders who showed their Caltrain pass or ticket at the box office. The response has been positive as the organizers of the promotion have requested to continue working with Caltrain to promote the Disney production of High School Musical on Ice, coming to the Bay Area in February.

Trick or Transit – Caltrain staff took to the platforms on the morning of Oct. 31 to show their appreciation to customers with a bag of treats. Partnering with the Peninsula Traffic Congestion Relief Alliance, Caltrain distributed 4,000 bags containing everything from MP3 holders and post-it notes to $5 gift certificates for Subway restaurants.

Prepared by:  Anthony E. Waller, Service Planner  650.622.8026
Patrick Boland, Marketing Manager  650.508.6245
Table A

**October 2008**

<table>
<thead>
<tr>
<th></th>
<th>FY 08</th>
<th>FY 09</th>
<th>%Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Ridership</td>
<td>996,063</td>
<td>1,160,542</td>
<td>16.5%</td>
</tr>
<tr>
<td>Average Weekday Ridership</td>
<td>36,204</td>
<td>41,893</td>
<td>15.7%</td>
</tr>
<tr>
<td>Total Revenue</td>
<td>$3,220,006</td>
<td>$3,776,041</td>
<td>17.3%</td>
</tr>
<tr>
<td>On-time Performance</td>
<td>93.4%</td>
<td>92.9%</td>
<td>-0.5%</td>
</tr>
<tr>
<td>Caltrain Shuttle Ridership</td>
<td>5,453</td>
<td>6,316</td>
<td>15.8%</td>
</tr>
</tbody>
</table>

**Year to Date**

<table>
<thead>
<tr>
<th></th>
<th>FY 08</th>
<th>FY 09</th>
<th>%Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Ridership</td>
<td>4,066,700</td>
<td>4,735,575</td>
<td>16.4%</td>
</tr>
<tr>
<td>Average Weekday Ridership</td>
<td>38,370</td>
<td>44,145</td>
<td>15.1%</td>
</tr>
<tr>
<td>Total Revenue</td>
<td>$13,696,720</td>
<td>$15,842,249</td>
<td>15.7%</td>
</tr>
<tr>
<td>On-time Performance</td>
<td>93.7%</td>
<td>93.6%</td>
<td>-0.1%</td>
</tr>
<tr>
<td>Caltrain Shuttle Ridership</td>
<td>5,317</td>
<td>6,260</td>
<td>17.7%</td>
</tr>
</tbody>
</table>

Graph A

**Caltrain Average Weekday Ridership**

- AWR
- 13-Month rolling avg.
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director / CEO

FROM: Virginia Harrington
Chief Financial Officer

SUBJECT: INVESTMENT PLAN FOR THE PENINSULA CORRIDOR JOINT POWERS BOARD INVESTMENT PORTFOLIO INVESTED THROUGH TAMALPAIS WEALTH ADVISORS

ACTION
This report is for information only. No action is required.

SIGNIFICANCE
Based on the JPB’s cash flow and liquidity needs, as well as an assessment of the current market environment, staff has developed an investment plan for the portfolio of funds managed by Tamalpais Wealth Advisors (TWA). The plan has been constructed to include: 50 percent invested in very liquid investments maturing in less than one year and 50 percent invested in 1-3 year securities that are backed by obligations of U.S. Agencies or Government Sponsored Enterprises.

The less than one year liquid investments would include investments such as U.S. Treasury Bills, short-term U.S. Treasury Notes, Agency Discount notes, and short-term U.S. Agency Notes. The 1-3 year government backed securities would include both large and small government backed bonds includingcallable and non-callable debentures, mortgage backed securities and other issues guaranteed directly by the U.S. Treasury, a U.S. Government Agency or a Government Sponsored Enterprise. In the future, as the economy improves and the markets stabilize, this list may expand to include commercial paper and corporate securities as permitted by the JPB’s Investment Policy and the California Government Code.

The ongoing uncertainty in the financial markets is expected to persist through the end of the year. Interest rates on U.S. Treasuries have fallen to levels consistent with continued reductions in the Federal Funds rate and continued stress in the financial system. Interest rates on corporate bonds are at highs not seen for more than a decade. Interest rates on U.S. Government Agency securities have fallen to about a percent above U.S. Treasury yields.
U.S. Government Agency securities exhibit the best combination of both safety and yield currently offered in the market. While it may ultimately be more profitable to invest in riskier securities, with markets having fallen so low, it is recommended the JPB avoid these types of securities until the economy finds itself on a firmer setting.

**BUDGET IMPACT**
There is no impact on the budget.

**BACKGROUND**
The JPB annually approves a Statement of Investment Policy to set forth the guidelines for the prudent management of its surplus funds. The JPB’s primary objective with respect to its invested funds is to safeguard the principal of the funds. The second objective is to meet its liquidity needs. The third objective is to achieve a return on its invested funds.

To meet these objectives, the JPB has recognized the importance of diversifying its assets available for investment among various managers to lower its risk. The JPB has chosen the San Mateo County Pooled Investment Fund (County Pool), the California State Local Agency Investment Fund (LAIF) and TWA as potential providers of investment management services for the JPB’s assets available for investment. The JPB currently has approximately $23 million in assets eligible for investment, $10 million of which the Board has authorized to be invested and managed by TWA in the near future.

TWA provides investment management services that assist the JPB in investing its assets in high grade securities that have between one day and three years to maturity. It is anticipated that the maturity of the funds invested by TWA will be no more than 18 months on average. This range will be adjusted as necessary to meet the ongoing liquidity needs of the JPB and meet any planned expenditures.

TWA utilizes a disciplined top-down approach to fixed income investing using a combination of macroeconomic and quantitative inputs. Its specialty is the management of limited duration, high quality portfolios whose primary objective is capital preservation as well as providing stability and income. TWA adds value to its clients’ portfolios by strategically placing investments in order to provide the highest return while minimizing risk.

TWA’s fixed income process employs four basic strategies: forecasting interest rate changes, anticipating shifts in the yield curve, identifying undervalued sectors, and uncovering undervalued securities. Because of the importance of capital preservation, liquidity can also be a significant factor. Investments are limited to high quality investment grade bonds. Low credit quality investments and securities with high risk structures are not utilized in any of TWA’s client portfolios.

Prepared By: Brian Lee, Treasury Manager 650.508.6208
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: George Cameron
Chief Administrative Officer

SUBJECT: ACCEPTANCE OF THE MINORITY- AND WOMAN-OWNED CONSTRUCTION AND PROFESSIONAL SERVICE FIRM AVAILABILITY AND UTILIZATION STUDY AND AUTHORIZATION TO REVISE THE FY 2009 DBE PROGRAM FOR FTA-ASSISTED CONTRACTS

ACTION
The JPB’s Disadvantaged Business Enterprise (DBE) Review Committee and Staff Coordinating Council (SCC) recommend that the Board:

a. Accept the study conducted by CRA International Inc., entitled Measuring Minority- and Woman-owned Construction and Professional Service Firm Availability and Utilization (Study);

b. Authorize revision of the JPB DBE Program for Fiscal Year 2009 to increase the DBE overall annual goal from 10 percent to 13 percent and authorize the use of contract specific DBE participation goals if appropriate and necessary to comply with the federal DBE regulations;

c. Authorize publication of the revised DBE Program for Federal Transit Administration (FTA)-assisted contracts for public inspection and comment;

d. Authorize the Executive Director to formally adopt the revised DBE Program for FY09 in the event that no public comments are received that require a change to the Program or proposed goal;

e. Authorize the Executive Director to submit the revised DBE Program and overall annual goal to the FTA for concurrence.

SIGNIFICANCE
The Study found evidence of discrimination within the JPB’s relevant local market against firms owned by women, African Americans, Hispanics, Native Americans, and Asian Americans in the construction contracting marketplace, both at the prime contract and subcontracting levels. The Study analyzed U.S. Census data on the availability of minority- and women-owned firms. This analysis provides a more accurate basis for the JPB to consider higher women and minority
business availability figures in establishing the agency’s annual overall DBE goal. Accordingly, staff recommends that the JPB revise its FY09 overall annual goal from 10 percent to 13 percent with a plan to achieve the goal through a combination of race-neutral and race-conscious means. Federal DBE regulations require the JPB to consider race-conscious means to meet any portion of the overall DBE goal it does not project being able to meet using race-neutral means. Staff projects to achieve 9.2 percent of the 13 percent goal on a race-neutral basis based on past performance, and the remainder of 3.8 percent on a race-conscious basis. Staff will actively monitor DBE utilization during the year to determine if and when contract specific goals are needed. Individual contract specific goals will only be utilized when the JPB has determined that the level of DBE participation secured on a race-neutral basis is inadequate to meet the year’s obligations.

**BUDGET IMPACT**
There is no impact to the budget.

**BACKGROUND**
In August 2007, pursuant to Board Resolution 2007-36, the JPB engaged CRA International, Inc. (CRAI) to study whether discrimination or its lingering effects exists in the JPB’s transportation contracting marketplace. This action was taken to conform to the DBE Regulations (49 Code of Federal Regulations Part 26) and DOT guidance requiring grantees, such as the JPB, to gather and analyze evidence of discrimination or its effects to narrowly tailor the DBE program.

Specifically, CRAI found that there are statistically significant disparities between the availability of minority- and women-owned firms and their utilization in the construction contracting marketplace, both at the prime contract and subcontracting levels. Although there were significant disparities in the JPB’s overall professional services contracts, CRAI found that there is relative parity among minority- and women-owned firms bidding and participating on JPB’s professional services subcontracts. Accordingly, staff recommends that the JPB continue to implement a wholly race-neutral DBE program for its professional services contracts.

In addition to the findings on disparity, the CRAI provided and analyzed U.S. Census data on the availability of minority- and women-owned firms that provides a more accurate basis for the JPB’s determination of women and minority business availability than the currently used DBE directories. By applying the U.S. Census data in reevaluating this year’s goal, the result is a goal of 13 percent rather than the current 10 percent.

With the Board’s approval, the revised FY09 overall annual goal will be published in a newspaper of general circulation and on the JPB’s procurement web site to provide for public inspection for a period of 30 days and public comment for 45 days from the date of publication. Staff recommends that final adoption of the goal be delegated to the Executive Director, in the event that no comments are received that requires the Board to consider modifying the proposed goal or program. If reconsideration is needed, the Board will be asked to review and approve the final FY09 goal after completion of the public comment period. The JPB will submit the revised FY09 DBE overall annual goal and program to the Federal Transit Administration for concurrence.

Prepared by: Raymond Lee, DBE Officer, 650.508.7939  
Bill Carson, Manager, Employee Relations & Civil Rights, 650.508.6234
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

* * *

ACCEPTANCE OF THE MINORITY- AND WOMAN-OWNED CONSTRUCTION AND
PROFESSIONAL SERVICE FIRM AVAILABILITY AND UTILIZATION STUDY AND
AUTHORIZATION TO REVISE THE FY 2009 DBE PROGRAM FOR
FTA-ASSISTED CONTRACTS

WHEREAS, pursuant to recent United States Department of Transportation ("DOT")
guidance on the Disadvantaged Business Enterprise ("DBE") program, the Peninsula Corridor
Joint Powers Board ("JPB") adopted Resolution 2007-36 awarding a contract to CRA
International, Inc. ("CRAI") to study whether discrimination or its lingering effects exist in the
JPB’s transportation contracting marketplace ("CRAI Study"); and

WHEREAS, the CRAI Study analyzed U.S. Census and other relevant data on the
availability of minority and women owned firms in the JPB’s construction contracting
marketplace that provides a basis for the JPB to update women and minority business availability
figures; and

WHEREAS, the CRAI Study found statistically significant disparities between the
availability of minority and women owned firms and their underutilization in the JPB’s
construction contracting marketplace; and

WHEREAS, the JPB has implemented a race neutral DBE Program since 2001, utilizing
race neutral measures to the maximum extent feasible; and

WHEREAS, the federal DBE regulations require that the JPB must consider the use of
race conscious means, such as contract specific DBE participation goals, to meet any portion of
the overall DBE goal it does not project being able to meet using race neutral means; and
WHEREAS, the CRAI Study provides a basis for revising the JPB’s Fiscal Year 2009 DBE Program for Federal Transit Administration (FTA)-assisted contracts, adopted by the JPB pursuant to Resolution 2008-19, in particular by increasing the overall DBE goal from 10 percent to 13 percent; and

WHEREAS, the DOT regulations regarding the DBE program prescribe that a notice be published providing for a 30-day public inspection period and a 45-day public comment period regarding proposed revisions to the DBE overall annual goal; and

WHEREAS, the Board of Directors finds that the CRAI Study is acceptable, and the revised Fiscal Year 2009 DBE overall annual goal is appropriate and reasonable.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby accepts the Study conducted by CRA International Inc., titled *Measuring Minority- and Woman-Owned Construction and Professional Service Firm Availability and Utilization* (Study); and

BE IT FURTHER RESOLVED that the Board of Directors authorizes revision of the JPB DBE Program for FY 2009 to increase the DBE overall annual goal from 10 percent to 13 percent, and authorizes the use of contract specific DBE participation goals if appropriate and necessary to comply with the federal DBE Regulations; and

BE IT FURTHER RESOLVED that the Board of Directors authorizes publication of the revised DBE Program for Federal Transit Administration (FTA)-assisted contracts for public inspection and comment; and

BE IT FURTHER RESOLVED that the Board of Directors authorizes the Executive Director to formally adopt the revised DBE Program for FY 2009 in the event that no public comments are received that require a change to the Program or proposed goal; and
BE IT FURTHER RESOLVED that the Board of Directors authorizes the Executive Director to submit the revised DBE Program and overall annual goal to the FTA for concurrence.

Regularly passed and adopted this 4th day of December, 2008 by the following vote:

AYES:

NOES:

ABSENT:

__________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

__________________________
JPB Secretary
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Virginia Harrington
Chief Financial Officer

SUBJECT: AUTHORIZING AMENDMENT OF FISCAL YEAR 2009 OPERATING BUDGET

ACTION
Staff Coordinating Council (SCC) recommends the Board adopt a resolution authorizing the amendment of Total Revenues by $1,347,880 and Total Expenses by $2,444,542. Most of the increased revenues are derived from the January 1, 2009 fare increase, and farebox revenue received so far this fiscal year is above budget. This revises the Fiscal Year 2009 Operating Budget to a new total of $97,801,669, which includes the following:

REVENUES:
- Farebox Revenue: Total increase of $2,700,000. This increase reflects the Jan 1, 2009 fare increase and recognition of farebox revenue received to date.
- Other Income: Decrease of $1,352,120 in interest income to reflect losses this fiscal year.

EXPENSES:
- Security Services: Increase of $50,000 for special events overtime.
- Fuel: Increase of $2,394,542 to reflect a projected average price per gallon of $3.50 from the budgeted estimate of $3.00.

TO/FROM RESERVES:
- Reserves: The deficit of $1,096,662, reflecting the losses in the county pool, will be funded out of reserves.

See Attachment A.

SIGNIFICANCE
Farebox Revenue: Increase of $2.7 million from $41.7 million to $44.4 million.
This increase includes the board approved a 0.25 base fare increase effective January 1, 2009 and the excess year-to-date farebox revenues. The farebox revenue increase will primarily be used to fund the increased cost of fuel.
Other Income: Decrease of $1.4 million from $2.1 million to $700 thousand.
On September 15, 2008, Lehman Brothers declared bankruptcy and became a non-performing asset. This has a significant negative impact on the San Mateo County Pool’s investment portfolio of which the JPB’s portfolio made up less than 1 percent, or $24.0 million of the total $2.6 billion as of that date. Until the County closes its books for the quarter, we believe that this event could represent a loss of approximately $1.352 million.

Security Services: Increase of $50 thousand from $3.1 million to $3.2 million.
With ridership levels increasing, the JPB has been experiencing higher than anticipated overtime for special events.

Fuel: Increase of $2.4 million from $14.4 million to $16.8 million.
The current fuel budget of $14.4 million estimates consumption of 4.4 million gallons at $3.00/gallon. With the volatility in fuel costs, the projected average price per gallon is estimated to be at $3.50/gallon. This results in an increase of $2.4 million to the fuel budget. This includes all sales taxes and any additional taxes. Staff will continue to monitor the budget for fuel and will bring back any additional changes to the Board for consideration in the spring.

BUDGET IMPACT
The above changes would increase the authorized FY09 Operating Budget from $95,357,127 to $97,801,669, or an increase of $2,444,542. No additional JPB member contributions will be required. The deficit of $1,096,662 will be funded out of reserves.

BACKGROUND
The JPB approved the FY09 Operating Budget on June 5, 2008 under Resolution 2008-24. The Board authorized a total budget in the amount of $95,357,127. The JPB annually adopts an Operating Budget which outlines the expected funding sources and uses that represent the JPB’s year-long commitment to transportation projects and services.

Prepared By: Virginia Harrington, Chief Financial Officer 650.508.7950
Ladi Bhuller, Manager, Budgets 650.508.7755
## PENINSULA CORRIDOR JOINT POWERS BOARD
### STATEMENT OF REVENUE AND EXPENSE
### PROPOSED REVISED BUDGET
### FY2009

<table>
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<tr>
<th></th>
<th>FY2007 ACTUAL</th>
<th>FY2007 REVISED</th>
<th>FY2008 ADOPTED</th>
<th>FY2009 REVISED</th>
<th>FY09 ADOPTED to FY09 REVISED</th>
<th>% INC(DEC)</th>
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<tr>
<td><strong>REVENUE OPERATIONS:</strong></td>
<td></td>
<td></td>
<td></td>
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<td></td>
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</tr>
<tr>
<td>Farebox Revenue</td>
<td>34,844,628</td>
<td>38,352,831</td>
<td>41,669,414</td>
<td><strong>44,369,414</strong></td>
<td><strong>2,700,000</strong></td>
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<td>Parking Revenue</td>
<td>1,879,036</td>
<td>1,841,000</td>
<td>2,128,054</td>
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<td>-</td>
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<td>Shuttles</td>
<td>1,002,014</td>
<td>1,085,500</td>
<td>1,134,036</td>
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<td>Rental Income</td>
<td>1,484,472</td>
<td>1,401,210</td>
<td>1,604,340</td>
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<td>Other Income</td>
<td>2,277,149</td>
<td>2,129,670</td>
<td>2,111,720</td>
<td><strong>759,600</strong></td>
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<td><strong>-64.0%</strong></td>
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<td><strong>TOTAL OPERATING REVENUE</strong></td>
<td>41,487,300</td>
<td>44,810,220</td>
<td>48,647,564</td>
<td>49,995,444</td>
<td>1,347,880</td>
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<tr>
<td><strong>CONTRIBUTIONS:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>AB434 Peninsula Feeder Shuttle</td>
<td>1,030,399</td>
<td>1,034,355</td>
<td>1,034,355</td>
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<td>Operating Grants</td>
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<td>211,000</td>
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<td>JPB Member Agencies</td>
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<td>38,268,530</td>
<td>39,416,585</td>
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<td>Other Sources</td>
<td>3,625,251</td>
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<td><strong>TOTAL CONTRIBUTED REVENUE</strong></td>
<td>45,163,179</td>
<td>45,145,849</td>
<td>46,709,563</td>
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<td>-</td>
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<td><strong>GRAND TOTAL REVENUE</strong></td>
<td>86,650,479</td>
<td>89,956,069</td>
<td>95,357,127</td>
<td>96,705,007</td>
<td>1,347,880</td>
<td>1.4%</td>
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<tr>
<td><strong>EXPENSE</strong></td>
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<td></td>
<td></td>
<td></td>
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<tr>
<td>Rail Operator Service</td>
<td>46,658,731</td>
<td>53,117,000</td>
<td>55,183,000</td>
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<td>-</td>
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<td>Security Services</td>
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<td>2,701,640</td>
<td>3,148,434</td>
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<tr>
<td>Rail Operator Extra Work</td>
<td>222,998</td>
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<td>-</td>
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</tr>
<tr>
<td>Contract Operating &amp; Maintenance</td>
<td>49,315,658</td>
<td>55,183,000</td>
<td>58,501,434</td>
<td>58,551,434</td>
<td>50,000</td>
<td>1.6%</td>
</tr>
<tr>
<td>Shuttle Service</td>
<td>2,037,674</td>
<td>2,864,540</td>
<td>3,012,891</td>
<td>3,012,891</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Fuel</td>
<td>10,876,247</td>
<td>12,454,575</td>
<td>14,408,059</td>
<td>16,802,601</td>
<td><strong>2,394,542</strong></td>
<td><strong>16.6%</strong></td>
</tr>
<tr>
<td>Timetables and Tickets</td>
<td>162,855</td>
<td>223,000</td>
<td>218,000</td>
<td>218,000</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Insurance</td>
<td>4,171,668</td>
<td>3,810,000</td>
<td>4,535,000</td>
<td>4,535,000</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Facilities and Equipment Maint</td>
<td>1,332,406</td>
<td>2,393,440</td>
<td>1,713,750</td>
<td>1,713,750</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Utilities</td>
<td>925,517</td>
<td>1,725,270</td>
<td>1,725,270</td>
<td>1,725,270</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Services</td>
<td>922,330</td>
<td>1,162,660</td>
<td>1,180,300</td>
<td>1,180,300</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>TOTAL OPERATING EXPENSE</strong></td>
<td>70,414,355</td>
<td>80,568,655</td>
<td>85,294,704</td>
<td>87,739,246</td>
<td>2,444,542</td>
<td>2.9%</td>
</tr>
<tr>
<td><strong>ADMINISTRATIVE EXPENSE</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Wages &amp; Benefits</td>
<td>4,718,748</td>
<td>5,466,425</td>
<td>5,966,333</td>
<td>5,966,333</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Board of Directors</td>
<td>12,897</td>
<td>16,300</td>
<td>16,300</td>
<td>16,300</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Professional Services</td>
<td>1,179,605</td>
<td>1,731,350</td>
<td>1,726,850</td>
<td>1,726,850</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Communications and Marketing</td>
<td>208,068</td>
<td>331,500</td>
<td>311,000</td>
<td>311,000</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Other Office Expenses and Services</td>
<td>1,005,400</td>
<td>981,272</td>
<td>1,275,344</td>
<td>1,275,344</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>TOTAL ADMINISTRATIVE EXPENSE</strong></td>
<td>7,124,718</td>
<td>8,526,847</td>
<td>9,295,827</td>
<td>9,295,827</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>LONG TERM DEBT EXPENSE</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>GRAND TOTAL EXPENSE</strong></td>
<td>77,905,255</td>
<td>89,956,069</td>
<td>95,357,127</td>
<td>97,801,669</td>
<td>2,444,542</td>
<td>2.6%</td>
</tr>
</tbody>
</table>

**REVENUE OVER/UNDER**

|                        |               |               |                | **(1,096,662)** |                             | **(1,096,662)** |
**CARRYFORWARD CEMOF TRANSITION COSTS**

|                        | (1,488,233) |                  |                |                |                             | (1,488,233) |
**CARRYFORWARD TO FY2008**

|                        | (4,550,000) |                  |                |                |                             | (4,550,000) |
**TO/FROM RESERVES**

|                        | -           | -                | 1,096,662      |                |                             | 1,096,662   |
**GRAND TOTAL REVENUE OVER/UNDER**

|                        | 2,706,990   | -                | 0              |                |                             | (1,096,662) |

**ATTACHMENT A**
RESOLUTION NO. 2009 –

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

* * *

AUTHORIZATION TO AMEND THE FISCAL YEAR 2009 OPERATING BUDGET TO
THE TOTAL OF $97,801,669.

WHEREAS, the Joint Powers Agreement requires approval of an operating budget each year; and

WHEREAS, pursuant to Resolution No. 2008-24, enacted on June 5, 2008, the Board adopted the Fiscal Year 2009 Operating Budget in the amount of $95,357,127 reflecting the then-projected revenues and expenses associated with the Peninsula Commute Service; and

WHEREAS, since adoption of the Fiscal Year 2009 Operating Budget, staff has learned that additional operating revenue totaling $1,347,880 will become available, while total expenses are projected to increase by $2,444,542, largely attributable to projected increases in fuel prices, all particularly described in the staff report accompanying this action item; and

WHEREAS, the Executive Director recommends that the Board approve an amendment to the Fiscal Year 2009 Operating Budget to implement the following changes: increase operating revenues from $95,357,127 to $96,705,007 and total expenses from $95,357,127 to $97,801,669 and authorize the use of reserves in the amount of $1,096,662.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby approves an amendment to the Fiscal Year 2009 Operating Budget to implement the following changes: increase operating revenues from $95,357,127 to
$96,705,007 and total expenses from $95,357,127 to $97,801,669 and use $1,096,662 of reserves.

Regularly passed and adopted this 4th day of December, 2008 by the following vote:

AYES:

NOES:

ABSENT:

___________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

___________________________
JPB Secretary
AGENDA ITEM # 12
DECEMBER 4, 2008

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: George Cameron        Ian McAvoy
Chief Administrative Officer  Chief Development Officer

SUBJECT: REJECTION OF LOW MONETARY BID AS NON-RESPONSIVE AND AWARD OF A CONTRACT FOR THE PURCHASE AND DELIVERY OF SIGNAL EQUIPMENT

ACTION
Staff Coordinating Council (SCC) recommends that the Board:
1. Reject the low monetary bid for providing rail signal equipment received from GE Transportation Systems Global Signaling, LLC (GE) of Blue Springs, MO, as non-responsive. This firm submitted an incomplete bid and took exceptions to various bid requirements, rendering their bid non-responsive and requiring its rejection.
2. Award a contract to the lowest responsive and responsible bidder, Safetran Systems Corporation of Louisville, KY for a one-time purchase and delivery of signal equipment for a total price of $2,475,000 inclusive of taxes and delivery costs; and
3. Authorize the Executive Director to execute a contract with Safetran Systems in full conformity with the terms and conditions of the bid specification documents.

SIGNIFICANCE
Award of this contract will provide the signal equipment, including signal houses and equipment racks, needed for the following upcoming construction contracts.

- South Terminal Station Improvements Project
- San Mateo County Grade Crossings Improvement Project
- Signal Optimization Project
- Second Advanced Train Control System Channel Project

The advance purchase of the signal equipment will eliminate JPB’s risk of delaying the construction contractors by tasking them to procure the signal equipment. The lead time is 90 days for the delivery of the majority of the equipment and 180 days for the two large signal houses needed for the South Terminal Station project. This procurement will allow the signal equipment to be readily available for each project.

Providing its own signal equipment for its construction projects also ensures that the JPB will not have to pay mark-ups to the construction contractors. In addition, the JPB anticipates that having the equipment on hand may attract a larger group of bidders for upcoming capital projects.
BUDGET IMPACT
Funding for the signal equipment is included in the budgets for the capital projects listed above. No additional funding is required for the award of this contract.

BACKGROUND
The JPB is purchasing a total of 12 separate items of signal equipment for delivery by specified dates in 2009, including eight pre-wired signal houses, three Vital Logic Controller racks and one control panel. Two 12-ft x 30-ft signal houses will be delivered and unloaded at the Diridon Station for use in the upcoming South Terminal project. The remaining 10 items will be delivered and unloaded at the JPB’s Menlo Park facility.

The Invitation for Bids for the manufacture, delivery and unloading of the signal equipment was advertised in a newspaper of general distribution and on the District’s procurement Web site. Forty-five contractors downloaded the plans and specifications. Two bids were received as shown below:

<table>
<thead>
<tr>
<th>BIDDER</th>
<th>BID PRICE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Engineer’s Estimate</td>
<td>$1,803,676</td>
</tr>
<tr>
<td>GE Transportation Systems</td>
<td>$1,917,460</td>
</tr>
<tr>
<td>Safetran</td>
<td>$2,475,000</td>
</tr>
</tbody>
</table>

GETS was identified as the apparent low bidder with a bid that was 6 percent higher than the engineer’s estimate. However, after careful evaluation by staff and concurrence with Legal Counsel, it was found that GETS’ bid contained several conditions proposing changes to material contract provisions including contractor liability, rights and remedies of the JPB, and insurance. As such it was determined that the bid from GETS was not responsive to the solicitation requirements.

Safetran submitted all required forms and information and did not attach any unauthorized conditions to its bid. It was determined that the bid from Safetran Systems Corporation was the sole responsible, responsive bid to the solicitation requirements.

A review of the cost of the equipment indicated that the major variance between the independent cost estimate and the winning bid occurred with two panel housings that contain extensive and highly specialized electronic equipment, custom built to the JPB’s specifications. The Project Manager believes that the engineer’s estimate undervalued the cost of customization.

Safetran Systems Corporation has been in the railroad signaling business for more than 80 years and is the premier supplier of signaling equipment to railroads throughout the U.S., including Caltrain. In recent procurements from Safetran, products were determined to be of superior quality and Safetran Systems Corporation has met all JPB design specifications.

The Disadvantaged Business Enterprise (DBE) Program Office made the determination that no specific goal would be applicable to this project. Standard language setting forth JPB’s policy regarding DBEs was included in the solicitation documents and Safetran’s bid included all required DBE forms.

Contract Officer: Roxanna Atkins 650.508.6256
Project Manager: Hubert Chan, Engineer 650.508.7786
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

*   *   *
REJECTION OF THE LOWEST MONETARY BID AS
NON-RESPONSIVE AND AWARDING A CONTRACT TO SAFETRAN
SYSTEMS CORPORATION FOR THE PURCHASE AND DELIVERY OF
SIGNAL EQUIPMENT IN THE AMOUNT OF $2,475,000

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) solicited bids for the purchase and delivery of signal equipment by specified dates in 2009; and

WHEREAS, in response to the JPB’s Invitation for Bids, two firms submitted bids; and

WHEREAS, staff and Legal Counsel have reviewed the bids and determined the lowest bid submitted by GE Transportation Systems Global Signaling (GETS) contained exceptions to the material contract terms and conditions and therefore may be rejected as non-responsive; and

WHEREAS, staff has duly notified GETS of the recommendation to reject its bid as nonresponsive and of GETS’s right to present evidence on its behalf to the JPB’s Board of Directors; and

WHEREAS, staff and Legal Counsel have determined that the bid submitted by Safetran Systems Corporation of Louisville, Kentucky met the requirements of the solicitation documents; and

WHEREAS, the Executive Director has recommended that a contract be awarded to the lowest responsive, responsible bidder, Safetran Systems Corporation, whose bid in the considered opinion of staff meets the requirements of the specification documents.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the JPB reject the bid of GE Transportation Systems Global Signaling (GETS) as non-responsive for the reasons recited above; and
BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards a contract to Safetran Systems Corporation of Louisville, Kentucky for the Purchase and Delivery of Signal Equipment for a total cost of $2,475,000 inclusive of sales tax and delivery costs; and

BE IT FURTHER RESOLVED that the Executive Director or his designee is authorized to execute a contract on behalf of the Peninsula Corridor Joint Powers Board with Safetran Systems Corporation in full conformity with all the terms and conditions of the contract documents.

Regularly passed and adopted this 4th day of December 2008 by the following vote:

AYES:

NOES:

ABSENT:

________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

________________________
JPB Secretary
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: George Cameron    Ian McAvoy
Chief Administrative Officer   Chief Development Officer

SUBJECT: AUTHORIZING AWARD OF A CONTRACT TO GRANITE CONSTRUCTION, INC. FOR THE SOUTH TERMINAL SITE PREPARATION PROJECT

ACTION
Staff Coordinating Council (SCC) recommends that the Board:
1. Award a contract to the lowest, responsive and responsible bidder, Granite Construction, Inc. of Watsonville in the total amount of $2,096,298 for preparation of the site for the South Terminal Improvement Project.
2. Authorize the Executive Director or his designee to execute a contract in full conformity with the terms and conditions of the solicitation documents.

SIGNIFICANCE
This contract will provide a construction contractor to perform site preparation work for the South Terminal Improvement Project. The work includes the demolition of the old maintenance facilities, removal of tracks 7 through 12 and associated signals, removal of dirt and materials, and final grading.

BUDGET IMPACT
Funding for site preparation was included as part of the budget approved for the South Terminal Station Improvements project in the JPB’s Fiscal Year 2009 Capital Budget. No additional funds are required for this contract award.

BACKGROUND
In November 2004, a Project Study Report was finalized for a series of improvement projects from Santa Clara to San Jose. Of the four-project series, two projects (Union Pacific Railroad Controlled Siding Project and Closure of Stockton Avenue) have been completed. The other two projects, Santa Clara Stations Improvements and South Terminal Station Improvements, will begin with the completion of this South Terminal Site Preparation Project.
Invitations for Bids (IFBs) were distributed throughout the construction industry. The solicitation was advertised in a newspaper of general circulation and on the JPB’s procurement Web site. Solicitation notices were also sent to potential bidders and disadvantaged business enterprises (DBEs). Seventy-two firms downloaded the plans and specifications from the JPB’s Web site. Ten bids were received and opened publicly with the following results:

<table>
<thead>
<tr>
<th>Company</th>
<th>Total Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Engineer’s Estimate</strong></td>
<td>$4,508,425</td>
</tr>
<tr>
<td>1. Granite Construction Company</td>
<td>$2,096,298</td>
</tr>
<tr>
<td>2. Evans Brothers*</td>
<td>$2,129,599</td>
</tr>
<tr>
<td>3. Zaccor Co.</td>
<td>$2,399,174</td>
</tr>
<tr>
<td>4. Pacific States Environmental</td>
<td>$2,403,762</td>
</tr>
<tr>
<td>5. Pro-Ven Management*</td>
<td>$2,681,994</td>
</tr>
<tr>
<td>6. McGuire &amp; Hester</td>
<td>$2,738,048</td>
</tr>
<tr>
<td>7. Shimmick Construction Co., Inc.</td>
<td>$2,963,968</td>
</tr>
<tr>
<td>8. Ferma Corp.</td>
<td>$3,099,829</td>
</tr>
<tr>
<td>9. HSR Inc.</td>
<td>$3,297,054</td>
</tr>
<tr>
<td>10. California Plus Engineering.*</td>
<td>$3,952,945</td>
</tr>
</tbody>
</table>

*corrected bid total – math errors in bid received

Staff reviewed the bids and determined that all of the bidders were responsive to the solicitation requirements. Three bids included mathematical errors that were corrected and two had minor irregularities that were waived. Granite Construction Company, whose bid had no mathematical errors or minor irregularities, was deemed to be the apparent low bidder with a bid that was 54 percent lower than the engineer’s estimate.

As shown in the table above, all of the bids were lower than the engineer’s estimate. Staff attributes the low bids primarily to the economy. Staff’s estimate was based on historic prices from recent Caltrain projects. However, with the downturn in the economy, there are fewer construction projects and increased competition amongst the bidders. With the housing construction market falling, contractors also are seeking other types of work, which provides a larger pool of bidders for public works than is ordinarily expected.

Staff and legal counsel determined that Granite Construction submitted a complete bid package and satisfied all of the applicable legal requirements. Discussion with JPB project managers confirmed that JPB projects recently completed by Granite Construction Company were performed successfully and to the satisfaction of the JPB. These projects include emergency work conducted through a contract with Amtrak at the Guadalupe River bridge and the Guadalupe River Interim Channel Improvements project in San Jose through the JPB. Therefore, staff concludes that Granite Construction is appropriately qualified and capable of meeting the requirements of the contract. Accordingly, Granite Construction is the lowest responsive, responsible bidder.
The DBE Office reviewed the IFB prior to release and encouraged bidders to provide subcontracting opportunities to small businesses, including DBEs. Granite Construction Company responded with a bid that includes seven subcontractors for approximately 30.5 percent of the contract value, with possibly some additional work to be subcontracted when the project begins. Notably, Granite Construction Company intends to engage three DBE firms for approximately 19.2 percent of the contract amount, exceeding the JPB’s overall annual goal of 11.9 percent that was in effect during the solicitation period. This level of DBE participation will assist the JPB in meeting its overall DBE program objectives.

Contract Officer:  Patrick May  
Project Manager:  Stacey Ingersoll, Engineer

650.508.7732  
650.508.7783
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

*   *   *

AUTHORIZING AN AWARD OF A CONTRACT TO GRANITE CONSTRUCTION, INC. FOR THE
SOUTH TERMINAL SITE PREPARATION PROJECT AT A TOTAL COST OF $2,096,298

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) solicited bids for the
South Terminal Site Preparation Project; and

WHEREAS, in response to the JPB’s invitation for bids, ten firms submitted bids; and

WHEREAS, staff and Legal Counsel have reviewed the bids; and

WHEREAS, the Executive Director recommends that a contract be awarded to the lowest responsive,
responsible bidder, Granite Construction, Inc., whose bid meets the requirements of the solicitation documents.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint
Powers Board hereby awards a contract to Granite Construction, Inc. of Watsonville, CA, for the South
Terminal Site Preparation Project for a total cost of $2,096,298; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is authorized to execute a
contract on behalf of the Peninsula Corridor Joint Powers Board with Granite Construction, Inc., in full
conformity with all the terms and conditions of the contract documents.

Regularly passed and adopted this 4th day of December, 2008 by the following vote:

AYES:

NOES:

ABSENT:

______________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

______________________________
JPB Secretary
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: George Cameron   Ian McAvoy
Chief Administrative Officer    Chief Development Officer

SUBJECT: AUTHORIZING AWARD OF A CONTRACT TO GRANITE CONSTRUCTION, INC. FOR THE SAN MATEO COUNTY GRADE CROSSING IMPROVEMENTS PROJECT

ACTION
Staff Coordinating Council (SCC) recommends that the Board:
1. Award a contract to the lowest, responsive and responsible bidder, Granite Construction, Inc. of Watsonville, CA in the total amount of $7,884,000 for the San Mateo County Grade Crossing Improvements Project.
2. Authorize the Executive Director or his designee to execute a contract in full conformity with the terms and conditions of the solicitation documents.

SIGNIFICANCE
Award of this construction contract will provide for safety upgrade and signal improvement work at 25 at-grade crossings from Millbrae through Menlo Park in San Mateo County.

BUDGET IMPACT
Funding for the San Mateo County Grade Crossing Improvements project was budgeted in the Peninsula Corridor Joint Powers Board’s (JPB’s) current and prior years’ capital budgets. No additional funding is required for this contract award.

BACKGROUND
The purpose of the Grade Crossing Improvement Program is to provide evaluation, design, and construction of safety improvements at, and in the vicinity of, vehicular at-grade crossings on the JPB’s corridor from San Francisco to San Jose. Improvements will cover railroad, traffic, and roadway safety systems. Improvements to better channel pedestrians and street traffic through the at-grade crossings are necessary to improve safety conditions at crossings and to minimize or eliminate delays to operations resulting from incidents at these crossings. The Grade Crossing Improvement Program consists of two phases: Phase I covers the at-grade crossings in San Mateo County, and Phase II covers the at-grade crossings in Santa Clara County.

The current project is for Phase I of the Grade Crossing Program: the San Mateo Grade Crossing Improvements, which will address construction in Millbrae, Burlingame, San Mateo, Redwood City, Atherton and Menlo Park.
Invitations for Bids (IFBs) were distributed throughout the construction industry. The solicitation was advertised in a newspaper of general circulation and on the JPB’s procurement Web site. Solicitation notices also were sent to potential bidders and disadvantaged business enterprises (DBEs). More than 70 contractors downloaded the plans and specifications from the JPB’s Web site. Nine bids were received and opened publicly with the following results:

<table>
<thead>
<tr>
<th>Company</th>
<th>Total Bid Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Engineer’s Estimate</strong></td>
<td>$9,981,029</td>
</tr>
<tr>
<td>1. Granite Construction Company</td>
<td>$7,884,000</td>
</tr>
<tr>
<td>2. Gordon Ball, Inc.</td>
<td>$8,310,000</td>
</tr>
<tr>
<td>3. Shimmick Construction Co.</td>
<td>$8,310,000</td>
</tr>
<tr>
<td>4. Stacy &amp; Witbeck</td>
<td>$8,456,404</td>
</tr>
<tr>
<td>5. Proven Management</td>
<td>$8,499,000</td>
</tr>
<tr>
<td>6. McGuire &amp; Hester</td>
<td>$9,102,688</td>
</tr>
<tr>
<td>7. Balfour Beatty</td>
<td>$9,604,607</td>
</tr>
<tr>
<td>8. Mass Electric</td>
<td>$11,629,000</td>
</tr>
<tr>
<td>9. Interstate Paving &amp; Grading</td>
<td>$11,777,200</td>
</tr>
</tbody>
</table>

Staff reviewed the bids and determined that all of the bidders were responsive to the solicitation requirements. Granite Construction Company was deemed to be the apparent low bidder with a bid that was 21 percent lower than the engineer’s estimate. Staff attributes the submittal of several bids which were below the engineer’s estimate to: 1) the slump in the housing and industrial construction markets which has motivated contractors to seek other types of work, thus providing a larger pool of bidders for public works than is ordinarily expected; and 2) this larger bidder pool resulting in increased competition which may facilitate lower bid pricing.

Staff and legal counsel determined that Granite Construction Company submitted a complete bid package and satisfied all of the applicable legal requirements. Discussion with JPB project managers confirmed that JPB projects recently completed by Granite Construction Company were performed successfully and to the satisfaction of the JPB. These projects included emergency work conducted through a contract with Amtrak at the Guadalupe River Bridge and the Guadalupe River Interim Channel Improvements project in San Jose through the JPB. Staff concludes that Granite Construction is appropriately qualified and capable of meeting the requirements of the contract. Accordingly, Granite Construction is therefore the lowest responsive, responsible bidder.

The DBE Office reviewed the IFB prior to release and encouraged bidders to provide subcontracting opportunities to small businesses, including DBEs. Granite Construction Company obtained 29 sub-bids from a diverse group of subcontractors. Granite intends to engage 11 subcontractors that will perform approximately 25.3 percent of the contract. One of the subcontractors is a DBE. This DBE participation will contribute to the JPB’s overall DBE program objectives.
RESOLUTION NO. 2008-

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

*   *   *

AUTHORIZING AWARD OF CONTRACT TO GRANITE CONSTRUCTION, INC.
FOR THE SAN MATEO COUNTY GRADE CROSSING IMPROVEMENTS
PROJECT AT A TOTAL COST OF $7,884,000

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) solicited bids for the
San Mateo County Grade Crossing Improvements Project; and

WHEREAS, in response to the JPB’s invitation for bids, nine firms submitted bids; and

WHEREAS, staff and Legal Counsel have reviewed the bids; and

WHEREAS, the Executive Director has recommended that a contract be awarded to the lowest
responsive, responsible bidder, Granite Construction, Inc., of Watsonville, California, whose bid meets
the requirements of the solicitation documents.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor
Joint Powers Board hereby awards a contract to Granite Construction, Inc. of Watsonville, California, for
the San Mateo County Grade Crossing Improvements Project for a total cost of $7,884,000; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is authorized to
execute a contract on behalf of the Peninsula Corridor Joint Powers Board with Granite Construction,
Inc., in full conformity with all the terms and conditions of the contract documents.

Regularly passed and adopted this 4th day of December, 2008 by the following vote:

AYES:

NOES:

ABSENT:

______________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

______________________________
JPB Secretary
AGENDA ITEM # 15  
DECEMBER 4, 2008

PENINSULA CORRIDOR JOINT POWERS BOARD  
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon  
Executive Director

FROM: Ian B. McAvoy George Cameron  
Chief Development Officer Chief Administration Officer

SUBJECT: ADDITIONAL CONTRACT AUTHORITY FOR EXISTING ONCALL GENERAL ENGINEERING CONSULTANT SERVICES  
FOR A TOTAL NOT-TO-EXCEED COST OF $25,000,000

ACTION
Staff Coordinating Council (SCC) recommends that the Board authorize the Executive  
Director to execute contract amendments to authorize additional contract authority for  
General Engineering Consultant (GEC) services not to exceed $25 million in aggregate  
with the following firms:

- HNTB Corporation (Contract 05-PCJPB-P-029)  
- PB Americas, Inc. (Contract 05-PCJPB-P-025)  
- Parsons Transportation Group, Inc. (Contract 05-PCJPB-P-027)

SIGNIFICANCE
The additional authority is required because the existing GEC contracts, in an aggregate  
not to exceed amount of $80 million, will expire on December 31, 2009 and many of the  
current Caltrain capital projects will be in the final design or construction phases at that  
time. These projects will require the continued services of the existing GECs, the  
designer of record. Under the GEC contracts, individual work directives can extend  
beyond what would otherwise be the expiration date of the contract. Approval of the  
above action will allow the JPB to continue with uninterrupted design and construction  
management services thus ensuring efficient and timely delivery of projects currently  
underway. This action will increase the aggregate not to exceed contract amount from  
$80 million to $105 million.

BUDGET IMPACT
There is no impact on the budget
BACKGROUND
The existing on-call GECs services contracts were awarded after competitive solicitation at the October 2004 JPB meeting under Board Resolution 2004-35 and provide the JPB with a ready mechanism to furnish multi-discipline engineering and construction management support services to execute JPB-approved Caltrain Capital Budget projects including other work on the right of way that is sponsored and funded by third parties. The contracts were awarded for a base two-year term with three one-year options.

At the time the original contracts were awarded, staff estimated the total aggregate amount needed for on-call GEC services over the five-year contract period to be $80 million. However several factors have resulted in the need to re-evaluate this number and request additional contract authority.

For those projects in the final design or construction phase, it is more efficient to continue with the design and management services of the existing GEC rather than to transition the design and management to a new consultant. Staff analyzed project schedules to ascertain project phases at the time the existing GEC contracts expire. Based on this analysis, continued GEC design support and construction management services will be needed for the South San Francisco Station, San Mateo Bridges, San Mateo Grade Crossing and the Santa Clara & South Terminal projects. Also needed are design support services for San Francisco Bridges including Quint & Jerrold, as well as construction management costs for the Data Radio project. Staff estimates that the cost of this continued GEC work though final design, design support during construction and construction management phases as explained above will not exceed $25,000,000.

To a lesser extent other factors such as programs not yet envisioned when the existing GEC contracts were awarded such as Caltrain 2025, the re-allocation of design work performed by specialty engineering consultants to the GECs, increased third-party work and increased consultant support staff requirements resulted in unforeseen demands on the original estimate of contract authority. Such costs also are included in this request for additional contract authority.

Staff is evaluating the need for a replacement GEC or other contracting approach to support execution of the JPB Capital Program beyond December 31, 2009. Staff plans to bring a request for approval of a future contract to the Board in fall 2009. Any changes sought to the existing GEC contracting arrangement will fully consider the most appropriate approach to conserving the additional $25 million in contract authority requested pursuant to this item.

Program Manager: Brian Kelleher 650.508.7952  
Sr. Contract Officer: Tai Kwong 650.508.7978
RESOLUTION NO. 2008 –

BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

AUTHORIZING ADDITIONAL CONTRACT AUTHORITY FOR EXISTING ON-CALL
GENERAL ENGINEERING CONSULTANT SERVICES FOR A
TOTAL NOT-TO-EXCEED COST OF $25,000,000

WHEREAS, pursuant to Resolution 2004-35, the Peninsula Corridor Joint Powers Board (JPB) awarded three contracts for on-call general engineering consultant (GEC) services to HNTB Corporation, PB Americas, Inc. and Parsons Transportation Group, Inc. for a total aggregate cost not to exceed $80,000,000 for a five year term ending December 31, 2009; and

WHEREAS, staff has determined that several JPB projects will be in the final design or construction phases at the time of contract expiration; and

WHEREAS, the GEC contracts provide that existing work directives shall remain in force until complete, even after the contract term has expired; and

WHEREAS, Staff Coordinating Council recommends that it is more efficient for the GECs to continue with the design and management services of those JPB projects in the final design or construction phase at the time of the December 31, 2009 contract expiration; and

WHEREAS, staff estimates that the aggregate cost of continuing the GEC services for design and management services of those JPB projects will not exceed $25,000,000 during the time after the December 31 Contract expiration..

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board hereby authorizes additional contract authority for GEC services for a total aggregate not-to-exceed cost of $25,000,000; and
BE IT FURTHER RESOLVED that the Board authorizes the Executive Director or his
designee to execute contract amendments on behalf of the Peninsula Corridor Joint Powers
Board with the three firms specified above, in a form approved by legal counsel, in order to give
effect to this resolution.

Regularly passed and adopted this 4th day of December, 2008 by the following vote:

AYES:

NOES:

ABSENT:

______________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

______________________________
JPB Secretary
Quarterly Capital Program Status Report

Report prepared for the December 4, 2008 JPB Meeting

For the period: July 1, 2008 – September 30, 2008

Peninsula Corridor Joint Powers Board
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## PCJPB - Capital Program - Budget Status Summary

Q1 FY09 - July 1 to September 30, 2008

All Costs in $1,000's

<table>
<thead>
<tr>
<th>Programs</th>
<th>FY04</th>
<th>FY05</th>
<th>FY06</th>
<th>FY07</th>
<th>FY08</th>
<th>FY09</th>
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<tbody>
<tr>
<td>1. Station and Intermodal Access</td>
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<td>3. Rolling Stock / Equipment</td>
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<td>$3,052</td>
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<td>5. Others</td>
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<td>$2,897</td>
<td>$2,535</td>
<td>$2,600</td>
<td>$3,160</td>
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<td>6. Caltrain Express / Caltrain 2025</td>
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<td>$0</td>
<td>$0</td>
<td>$3,326</td>
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<td>7. Electrification</td>
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<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$4,000</td>
<td>$0</td>
</tr>
<tr>
<td><strong>Total Board Approved Budget by FY (1)</strong></td>
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<td>$78,665</td>
<td>$80,758</td>
<td>$83,147</td>
<td>$62,421</td>
<td>$151,105</td>
</tr>
</tbody>
</table>

| Total Audited Expenditures by FY (2) | $118,328 | $65,393 | $103,282 | $87,216 | $96,971 | $5,882 (3) |

### Some of the major projects completed include, but are not limited to the following:

- Ponderosa - Construction of Station Platforms, Track, Bridge Rehab, & Grade Crossing Project
- Passenger Car Overhaul
- Passenger Car Procurement
- CTX - Caltrain Express (Baby Bullet Train) Engineering / Construction Project
- CTX - Baby Bullet Train - Procurement of Rolling Stock
- Centralized Traffic Control Project
- Purchase and Installation of Ticket Vending Machines (TVM) - Phase 2
- Centralized Equipment & Maintenance Operations Facility Related Projects
- 4th and Townsend Station Improvements
- San Mateo Station Improvements
- Sunnyvale Multi-Modal Project
- Tunnel Rehabilitation Project
- Hillsdale Station Outboard Platform Improvements
- Bridge Seismic Retrofit and Deck Replacement Project
- Centralized Equipment & Maintenance Operations Facility (CEMOF)
- North Terminal Operations Improvements Project
- Burlingame Station Platform & Track Improvements Project
- Diridon Station Improvements
- Guadalupe River Bridge Interim Repair Project

Note: (1) The "Total Board Approved Budget by FY" reflects the annual budget approved by the PCJPB Board of Directors at the beginning of each fiscal year. This authorizes the amount that could be spent on projects. Unspent budget in a fiscal year will be carried forward to subsequent budget years.

(2) "Total Audited Expenditures by FY" reflects total cost expended in the fiscal year; funding source for the expenditures could be from prior fiscal years.

(3) Expenditure shown for FY09 through September 30, 2008 are unaudited.
The following projects represent a sub-set of the total Capital Program and have been selected for inclusion into the Quarterly Report due to project value, operational significance, and/or impact on customers.

<table>
<thead>
<tr>
<th>SCOPE</th>
<th>SCHEDULE</th>
<th>BUDGET / COST</th>
<th>OTHER</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Q4 FY08</td>
<td>Q1 FY09</td>
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<td>Q4 FY08</td>
<td>Q1 FY09</td>
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<td>Q4 FY08</td>
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<td>Q4 FY08</td>
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<td></td>
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<td>Q1 FY09</td>
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<td>Q4 FY08</td>
<td>Q1 FY09</td>
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</tr>
<tr>
<td></td>
<td>Q4 FY08</td>
<td>Q1 FY09</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2nd ATCS Channel Project  
Atherton Station Improvements (Project On-Hold)  
Automatic Train Control System (ATCS) Microwave Project  
Broadway Station Improvements (Project On-Hold)  
Burlingame Station Platform & Track Improvements  
Cal Ave Station & Palo Alto Station Platforms Improvements, Palo Alto Station ADA Pedestrian Underpass, and Bridge Deck Repairs at various locations  
Caltrain Railroad Radio Upgrade  
Caltrain Right-Of-Way Fencing Project  
Centralized Equip. & Maintenance Operations Facility (CEMOF)  
Dumbarton Rail Corridor Project  
Electrification - Environmental and 35% Design  
Guadalupe River Bridge Interim Repair Project  
Lenzen Yard Fuel Facility  
Los Gatos & Guadalupe Bridges Replacement  
Purchase (8) Caltrain Passenger Cars  
Quint Street & Jerrold Avenue Bridges Replacement  
Real Time Transit Information Project  
San Bruno Grade Separation (Project On-Hold)  
San Bruno/South Linden Interim Safety Improvements  
San Francisco Roadway Bridges Replacement  
San Mateo Bridges Rehabilitation, Grade Modification, and Related Track Work  
San Mateo County At-Grade Crossing Improvement  
Santa Clara Station Improvements  
South San Francisco Station Improvements  
South Terminal Station Project  
Systemwide Track Rehab Program - FY08
The purpose of this project is to refine, adjust and modify Caltrain’s Signal Data Radio Communications Network which links signal control points to the central control/dispatch office. The modifications are required to improve the reliability, quality, and speed of data transmissions within the radio network, specifically between the antennas at control points, the two base stations located on the San Bruno and Monument Peak Mountain Tops and along the right-of-way.

Issues:
None.

SCHEDULE:

| Activity ID | Activity Description                  | Ong Dur | Rem Dur | % | Start       | Finish      | Q4 | Q1 | Q2 | Q3 | Q4 | Q1 | Q2 | Q3 | Q4 | Q1 | Q2 | Q3 | Q4 |
|-------------|--------------------------------------|---------|---------|---|-------------|-------------|----|----|----|----|----|----|----|----|----|----|----|----|----|----|
| 01741 - Wide Spectrum Radio... |                                      | 1140    | 369     | 66%| 09-Mar-08   | 04-Mar-10   |    |    |    |    |    |    |    |    |    |    |    |
| Second Channel Implementation |                                      | 146     | 0       | 100%| 10-Mar-07   | 06-Dec-07   |    |    |    |    |    |    |    |    |    |    |    |    |
| Engineering Design            |                                      | 277     | 0       | 100%| 05-Aug-07   | 21-Aug-09   |    |    |    |    |    |    |    |    |    |    |    |    |
| Owner Furnished Material      |                                      | 89      | 25      | 71% | 01-Jul-08   | 04-Nov-08   |    |    |    |    |    |    |    |    |    |    |    |    |
| Phase Gate/Systemwide Reviews |                                      | 549     | 0       | 100%| 04-Mar-10   | 05-Apr-10   |    |    |    |    |    |    |    |    |    |    |    |    |
| Procurement/Bid & Awards      |                                      | 125     | 115     | 91% | 22-Aug-08   | 26-Mar-09   |    |    |    |    |    |    |    |    |    |    |    |    |
| Construction                  |                                      | 125     | 115     | 91% | 22-Aug-08   | 26-Mar-09   |    |    |    |    |    |    |    |    |    |    |    |    |
| Project Closure               |                                      | 992     | 57      | 58% | 03-Apr-08   | 04-Mar-10   |    |    |    |    |    |    |    |    |    |    |    |    |

Progress:
Jul - Sep 2008
(1) Issued Invitation for Bid (IFB) package for long lead items.
(2) Completed final design.
(3) Began internal review of the Invitation for Bid (IFB) package for construction.

Future Activities:
Oct - Dec 2008
(1) Finalize the Invitation for Bid (IFB) package for construction.
(2) Select vendor for long lead items.

Issues:
The schedule was extended by decision to include a limited NTP process prior to the construction start.
PCJPB Quarterly Report

2nd ATCS Channel Project

BUDGET:

<table>
<thead>
<tr>
<th>Cost Analysis by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed to Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$400,000</td>
<td>$508,871</td>
<td>$508,871</td>
<td>$510,000</td>
<td>($110,000.00)</td>
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<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$180,000</td>
<td>($60,000.00)</td>
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<tr>
<td><strong>Total</strong></td>
<td><strong>$3,675,000</strong></td>
<td><strong>$989,940</strong></td>
<td><strong>$990,798</strong></td>
<td><strong>$3,900,000</strong></td>
<td>(<strong>$225,000</strong>)</td>
</tr>
</tbody>
</table>

Issues: Additional funding for the project will be secured from project underruns of signal & communications projects already completed.

OTHER: None.
SCOPE: This project provides for the design and construction of new station facilities at Atherton Station (MP 27.80) to eliminate the "hold out rule". The scope of the project includes demolishing the center platform and providing outboard boarding platforms with a center inter-track fence and a signalized/gated pedestrian crossing at the northern end of the platforms.

Issues: Design has been completed; project was placed on hold for further efforts (see note in "Other" section). Scope of project is on hold; Caltrain capital program management team is reviewing the impacts of other improvements in the vicinity of the station to determine the appropriate scope definition for the Atherton Station project.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig. Durr</th>
<th>Start</th>
<th>Finish</th>
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<tbody>
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<td>01572</td>
<td>Atherton Interim Outboard Platform</td>
<td>1 100</td>
<td>15JUN08A</td>
<td>19DEC08</td>
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<td>+ Engineering Design</td>
<td>65 99</td>
<td>15JUN08A</td>
<td>30AUG08</td>
</tr>
</tbody>
</table>

Future Activities: Project is on hold; schedule needs to be redefined and re-baselined.
### ATHERTON STATION IMPROVEMENTS

#### BUDGET/COST:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$339,639</td>
<td>$339,642</td>
<td>$365,000</td>
<td>($125,600)</td>
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<td><strong>Total</strong></td>
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</table>

#### Project Budget / Cost Status

- **Planning & Engineering**: Current Board Approved Budget: $239,400, Expended to Date: $339,639, Committed To Date: $339,642, Estimate at Completion: $365,000, Variance at Completion: ($125,600).
- **Right of Way**: Current Board Approved Budget: $0, Expended to Date: $0, Committed To Date: $0, Estimate at Completion: $0, Variance at Completion: $0.
- **Construction**: Current Board Approved Budget: $1,296,250, Expended to Date: $22,696, Committed To Date: $28,906, Estimate at Completion: $2,557,527, Variance at Completion: ($1,261,277).
- **Construction Management**: Current Board Approved Budget: $200,000, Expended to Date: $0, Committed To Date: $0, Estimate at Completion: $290,525, Variance at Completion: ($90,525).
- **Administration**: Current Board Approved Budget: $143,640, Expended to Date: $160,625, Committed To Date: $160,625, Estimate at Completion: $687,036, Variance at Completion: ($543,396).
- **Contingency**: Current Board Approved Budget: $120,710, Expended to Date: $0, Committed To Date: $0, Estimate at Completion: $386,712, Variance at Completion: ($265,002).

#### Issues:

The project was put on hold for any further design efforts. Estimate at Completion will be re-evaluated when project is re-activated.

#### OTHER:

Project has been placed on hold; Capital Program Management team is currently reviewing the impact of capital improvements (incl. the Dumbarton Rail Extension) in the vicinity of the Atherton Station.
AUTOMATIC TRAIN CONTROL SYSTEM (ATCS) MICROWAVE PROJECT

SCOPE:
The project includes design and installation of a Microwave System in the San Francisco, San Carlos, Milpitas and San Jose areas to support signal communications which are vital to Caltrain rail operations. This project will complete the Signal Data Communications Network between locations at San Bruno Mountain in San Mateo County, Monument Peak in Alameda County, and both the San Carlos office and the Central Control Facility (CCF) buildings. Currently, Caltrain relies on leased lines.

Issues:
None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity Description</th>
<th>Start</th>
<th>Finish</th>
<th>% Complete</th>
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</thead>
<tbody>
<tr>
<td>Work Plans/Phase 3/Systemwide Reviews</td>
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<tr>
<td>Engineering Design</td>
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<td>Procurement/Bid &amp; Awards</td>
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<tr>
<td>Construction</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Project Closure</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Progress:  
(1) Issued substantial completion to contractor on July 9, 2008.
(2) Continued with punchlist work.
(3) Started project close out.

Future Activities:  
Oct - Dec 2008
(1) Complete close out of project.

Issues:
None.
AUTOMATIC TRAIN CONTROL SYSTEM (ATCS) MICROWAVE PROJECT

BUDGET:

<table>
<thead>
<tr>
<th>Cost Analysis by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed to Date</th>
<th>Estimate at Completion</th>
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<tr>
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<td>Administration</td>
<td>$825,881</td>
<td>$753,590</td>
<td>$753,590</td>
<td>$825,881</td>
<td>$0</td>
</tr>
<tr>
<td>Contingency</td>
<td>$18,000</td>
<td>$0</td>
<td>$0</td>
<td>$18,000</td>
<td>$0</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$2,567,090</strong></td>
<td><strong>$2,373,101</strong></td>
<td><strong>$2,459,630</strong></td>
<td><strong>$2,567,090</strong></td>
<td><strong>$0</strong></td>
</tr>
</tbody>
</table>

Issues: None.

OTHER: None.
SCOPE: This project is to eliminate the "hold out rule", reduce gate down time and provide pedestrian/patron safety by providing outboard boarding platforms at the Broadway Station (MP 15.2). The platforms are to be staggered, the Northbound platform north of Broadway Avenue and the Southbound platforms remaining south of Broadway Avenue. Scope includes track work, signal work, pedestrian active warning devices, lighting and general construction work on platforms and associated amenities. This work shall eliminate the hold out rule and reduce gate downtime. Most of the track rehab work in the vicinity of the Broadway station has been transferred to the Burlingame Outboard Platform Project.

Issues: The project was put on hold for any further design efforts. Scope of project is on hold; Caltrain capital program management team is reviewing the impacts of other improvements in the vicinity of the station to determine the appropriate scope definition for the Broadway Station project.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig %</th>
<th>Early Start</th>
<th>Early Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01574</td>
<td>Broadway Interim Outboard Platform</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Preliminary Engineering</td>
<td>27%</td>
<td>100</td>
<td>16,Jun3A</td>
</tr>
<tr>
<td></td>
<td>Engineering Design</td>
<td>50%</td>
<td>100</td>
<td>16,Jul3A</td>
</tr>
</tbody>
</table>

Future Activities: Oct - Dec 2008

Issues: Project is on hold; schedule needs to be redefined and re-baselined.
BROADWAY STATION IMPROVEMENTS

BUDGET COST:

<table>
<thead>
<tr>
<th>Current Budget by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$243,196</td>
<td>$1,059,935</td>
<td>$1,059,935</td>
<td>$1,265,000</td>
<td>($1,021,804)</td>
</tr>
<tr>
<td>Right of Way</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Construction</td>
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<td>$23,854</td>
<td>$30,906</td>
<td>$4,174,947</td>
<td>($2,310,447)</td>
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<tr>
<td>Construction Management</td>
<td>$162,130</td>
<td>$0</td>
<td>$0</td>
<td>$460,959</td>
<td>($298,829)</td>
</tr>
<tr>
<td>Administration</td>
<td>$194,557</td>
<td>$326,493</td>
<td>$326,493</td>
<td>$980,039</td>
<td>($785,482)</td>
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<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$616,155</td>
<td>($291,197)</td>
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<tr>
<td>Total</td>
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<td>$1,410,282</td>
<td>$1,417,334</td>
<td>$7,497,100</td>
<td>($4,707,759)</td>
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</tbody>
</table>

The project was put on hold for any further design efforts. Estimate at Completion will be re-evaluated when project is re-activated.

OTHER:

Project has been placed on hold; Capital Program Management team is currently reviewing the impact of future capital improvements in the vicinity of the station.
**SCOPE:**
This project will eliminate the "holdout rule" at the Burlingame Station by converting the station from a centerboard platform to an outboard platform station with center track fencing and gated/signalized pedestrian crossings at both ends of the platform. This involves shifting the station southward between North Lane and Howard Ave., with closure of South Lane. This project includes track reconstruction/shifts, drainage improvements, and upgrading the station to current standards. The project also provides improvements to the track work and associated civil work in the vicinity of the Broadway station.

**Issues:**
None.

---

**SCHEDULE:**

<table>
<thead>
<tr>
<th>Activity</th>
<th>Activity Description</th>
<th>Start</th>
<th>Finish</th>
<th>Actual</th>
</tr>
</thead>
<tbody>
<tr>
<td>91474</td>
<td>Burlingame Station Outboard Platform</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>A01</td>
<td>Preliminary Engineering</td>
<td>10/23/08</td>
<td>12/9/08</td>
<td>12/9/08</td>
</tr>
<tr>
<td>A02</td>
<td>Engineering Design</td>
<td>12/9/08</td>
<td>1/15/09</td>
<td>1/15/09</td>
</tr>
<tr>
<td>A03</td>
<td>Procurement/Bid &amp; Awards</td>
<td>1/15/09</td>
<td>2/10/09</td>
<td>2/10/09</td>
</tr>
<tr>
<td>A04</td>
<td>Construction</td>
<td>2/10/09</td>
<td>6/1/09</td>
<td>6/1/09</td>
</tr>
<tr>
<td>A05</td>
<td>Project Closure</td>
<td>6/1/09</td>
<td>7/31/09</td>
<td>7/31/09</td>
</tr>
</tbody>
</table>

**Progress:**
- Jul - Sep 2008
  1. Completed VMS testing and acceptance.
  2. Completed punch list work.
  3. Continue with project close out.

**Future**
- Oct - Dec 2008
  1. Complete project close out.

**Issues:**
None.
### Burlingame Station Platform & Track Improvements

#### BUDGET:

<table>
<thead>
<tr>
<th>Current Budget by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$1,225,000</td>
<td>$1,325,526</td>
<td>$1,325,526</td>
<td>$1,325,526</td>
<td>($100,526)</td>
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<tr>
<td>Right of Way</td>
<td>$25,000</td>
<td>$17,226</td>
<td>$17,226</td>
<td>$17,226</td>
<td>$7,774</td>
</tr>
<tr>
<td>Construction</td>
<td>$15,370,000</td>
<td>$14,544,957</td>
<td>$14,101,828</td>
<td>$14,544,957</td>
<td>$825,043</td>
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<tr>
<td>Construction Management</td>
<td>$1,500,000</td>
<td>$1,749,088</td>
<td>$1,899,305</td>
<td>$1,813,009</td>
<td>($313,009)</td>
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<tr>
<td>Administration</td>
<td>$1,230,000</td>
<td>$2,051,083</td>
<td>$2,035,441</td>
<td>$2,096,477</td>
<td>($865,477)</td>
</tr>
<tr>
<td>Contingency</td>
<td>$1,300,000</td>
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<td>$0</td>
<td>$853,805</td>
<td>$446,195</td>
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<tr>
<td><strong>Total</strong></td>
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<td><strong>$19,687,880</strong></td>
<td><strong>$19,379,326</strong></td>
<td><strong>$20,650,000</strong></td>
<td><strong>$0</strong></td>
</tr>
</tbody>
</table>

#### Issues:

None.

#### OTHER:

None.

#### Project Budget / Cost Status

![Project Budget / Cost Status Diagram]

#### Segment Groups

- Planning & Engineering
- Right of Way
- Construction
- Construction Management
- Administration
- Contingency
Cal Ave Station & Palo Alto Station Platforms Improvements, Palo Alto Station ADA Pedestrian Underpass, and Bridge Deck Repairs at various locations

SCOPE:
The California Avenue Station and Underpass Project eliminates the hold out rule by converting the station from a centerboard platform configuration to an outboard platform configuration with new pedestrian underpass. A new outboard northbound platform will be built (with realignment of the MainTrack #1), the southbound platform reconstructed along with new lighting and communication systems.

The Palo Alto ADA Pedestrian Underpass & Platform Improvement Project consists of revising/installing ramps and stairs to meet ADA requirements in the northernmost under crossings, replacing both the northbound and southbound platforms and extending the platforms 200 feet south with new revised lighting and communication systems.

The Bridge Deck Repair Project includes backfill of culvert with slurry concrete in the vicinity of the Atherton Station; install reinforced concrete pipe, install concrete box and repair bridge decks at five bridges and culverts in the Palo Alto area. This project provides a state of good repair for bridges in the area.

Issues: None.

SCHEDULE:

Progress:
Cal Ave: (1) Continued with construction of walls and stairs on southbound platform. (2) Completed stairs on the northbound platform. (3) Continued work on ramp walls and plaza areas. (4) Started forming, installing reinforcing steel and placing concrete for southbound platform sections.

Palo Alto: (1) Continued with construction of northbound and southbound ramps. (2) Continued with tie-in between ramps and existing underpass. (3) Continued with concrete work for plaza, planters and stairs. (4) Continued placing concrete for northbound and southbound platforms.

Bridge Deck: (1) Continued with head wall construction and installation of handrails at various locations.

Future Activities:
Cal Ave: (1) Complete construction of walls and stairs on northbound and southbound platforms. (2) Install platform furnishings on northbound and southern end of southbound platform. (3) Install and test communications equipment on northbound platform. (4) Place concrete for sidewalk and install concrete overlay in parking lot. (5) Open northbound platform and southern end of southbound platform for revenue service. (6) Install platform finishing and lights. (7) Start demolition and reconstruction of the northern end of the southbound platform.

Palo Alto: (1) Complete northbound and southbound ramps. (2) Complete tie-in between ramps and existing underpass. (3) Install power and communication lines. (4) Install phase two site furnishings, skylights and glass block for east portal. (5) Paint existing northbound shelter. (6) Install landscaping items.

Bridge Deck: (1) Complete handrail and miscellaneous items and punchlist work at the bridge deck sites south of Cal Ave Station. (2) Clean safety netting a Oregon Expressway overcrossing.

Issues: None.
## Cal Ave Station & Palo Alto Station Platforms Improvements, Palo Alto Station ADA Pedestrian Underpass, and Bridge Deck Repairs at various locations

### BUDGET:

<table>
<thead>
<tr>
<th>Current Budget by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$3,060,278</td>
<td>$3,012,996</td>
<td>$3,022,148</td>
<td>$3,035,933</td>
<td>$24,345</td>
</tr>
<tr>
<td>Right of Way</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Construction</td>
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<td>$17,849,495</td>
<td>$21,183,507</td>
<td>$791,125</td>
</tr>
<tr>
<td>Construction Management</td>
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<td>$1,473,896</td>
<td>$2,153,671</td>
<td>$2,805,000</td>
<td>($231,500)</td>
</tr>
<tr>
<td>Administration</td>
<td>$4,163,800</td>
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<td>$2,737,084</td>
<td>$3,502,000</td>
<td>$761,800</td>
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<tr>
<td>Contingency</td>
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<td>$4,979,502</td>
<td>($1,245,770)</td>
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<tr>
<td><strong>Total</strong></td>
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<td><strong>$24,431,750</strong></td>
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</table>

### Project Budget / Cost Status

- **Planning & Engineering**
- **Right of Way**
- **Construction**
- **Construction Management**
- **Administration**
- **Contingency**

<table>
<thead>
<tr>
<th>Segment Groups</th>
<th>Current Board Approved Budget</th>
<th>Estimate at Completion</th>
<th>Expended to Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$3,060,278</td>
<td>$3,012,996</td>
<td>$3,022,148</td>
</tr>
<tr>
<td>Right of Way</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Construction</td>
<td>$21,974,632</td>
<td>$17,207,774</td>
<td>$17,849,495</td>
</tr>
<tr>
<td>Construction Management</td>
<td>$2,573,500</td>
<td>$1,473,896</td>
<td>$2,153,671</td>
</tr>
<tr>
<td>Administration</td>
<td>$4,163,800</td>
<td>$2,737,084</td>
<td>$2,737,084</td>
</tr>
<tr>
<td>Contingency</td>
<td>$3,733,732</td>
<td>$0</td>
<td>$0</td>
</tr>
</tbody>
</table>

### ISSUES:
None.

### OTHER:
None.
Caltrain Railroad Radio Upgrade Project

SCOPE:

This project will repair and upgrade the Caltrain Railroad Radio System so that it will meet the basic operational, safety and Federal requirements. The improvements will bring the system to a "State of Good Repair", decrease operational delays due to radio communication outages, increase productivity and improve safety.

Issues:

None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig Start</th>
<th>Rem Start</th>
<th>% Start</th>
<th>Orig Finish</th>
<th>Rem Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01691</td>
<td>Caltrain Railroad Radio Upgrade</td>
<td>07/15/08</td>
<td>10/31/08</td>
<td>0%</td>
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<td>10/31/09</td>
</tr>
<tr>
<td>Conceptual/Study</td>
<td></td>
<td>07/15/08</td>
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<td>09/30/08</td>
</tr>
<tr>
<td>Preliminary Engineering</td>
<td></td>
<td>11/01/08</td>
<td>11/28/08</td>
<td>100%</td>
<td>12/01/08</td>
<td>12/31/08</td>
</tr>
<tr>
<td>Engineering Design</td>
<td></td>
<td>01/01/09</td>
<td>01/31/09</td>
<td>100%</td>
<td>02/01/09</td>
<td>02/28/09</td>
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<tr>
<td>Phase Gate/Systemwide Reviews</td>
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<td>03/03/09</td>
</tr>
<tr>
<td>Procurement/Bid &amp; Awards</td>
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<td>03/31/09</td>
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<td>04/01/09</td>
<td>04/30/09</td>
</tr>
<tr>
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<td>05/31/09</td>
<td>100%</td>
<td>06/01/09</td>
<td>06/30/09</td>
</tr>
</tbody>
</table>

Progress: Jul - Sep 2008

(1) Completed design for installation of communication shelters.
(2) Completed tuning of Dragging Equipment Detector (DED).
(3) Completed programming hand held radios.

Future Activities: Oct - Dec 2008

(1) Finalize procurement of the new equipment.
(2) Begin installation of the communication shelters.

Issues: None.
### Issues:
None.

### OTHER:
None.

---

**BUDGET:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed to Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$370,000</td>
<td>$70,839</td>
<td>$70,839</td>
<td>$71,000</td>
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<tr>
<td>Construction</td>
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<td>$281,742</td>
<td>$440,564</td>
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<td>$(195,000)</td>
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<tr>
<td>Administration</td>
<td>$230,000</td>
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<tr>
<td>Contingency</td>
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<td>$138,000</td>
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<tr>
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<td>$0</td>
</tr>
</tbody>
</table>

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**Project Budget / Cost Status**

- **Current Board Approved Funding**
- **Estimate at Completion**
- **Expended to Date**

---

**Gantt Chart**

- **Planning & Engineering**
- **Right of Way**
- **Construction**
- **Construction Management**
- **Administration**
- **Contingency**

---

**Amount in $**

- $0
- $100,000
- $200,000
- $300,000
- $400,000
- $500,000
- $600,000

**Segment Groups**

- Planning & Engineering
- Right of Way
- Construction
- Construction Management
- Administration
- Contingency
**SCOPE:**
The project consists of installation of about 12,000 lineal feet of fencing along the Caltrain Corridor based on the location and exposure requirements. 3,900 lineal feet will be high security fence; 7,700 lineal feet will be welded wire fence and 400 lineal feet will be chain link fence. Fence will be installed at the following locations:

**Phase 1:** San Bruno (1 location); Burlingame (1 location); San Mateo (2 locations); Belmont (4 locations); Redwood City (2 locations).

**Phase 2 - Base, Option 1 and Option 2:** San Francisco (2 locations); San Bruno (1 location); San Mateo (1 location); Redwood City (7 locations); Menlo Park (5 locations); Sunnyvale (1 location); San Jose (1 location).

**Issues:**
Current Board Approved Budget and EAC reflects Phase 1 and Phase 2 Base work only. Phase 2 Option 1 work needs to be approved by Caltrain management for the fencing work to continue.

**SCHEDULE:**

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Early Start</th>
<th>Early Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01703</td>
<td>Fencing from MP 0.0 to MP 77.4</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Progress:**
1. Completed Phase 2 - Base Contract.
2. Issued the Purchase Requisition for Phase 2 Option 1 fencing work.

**Future Activities:**
1. Issue Notice to Proceed (NTP) for Phase 2 Option 1 fencing work.
2. Begin installation of fencing along the PCJPB right of way.

**Issues:**
None.
CALTRAIN RIGHT-OF-WAY FENCING PROJECT

BUDGET:

<table>
<thead>
<tr>
<th>Cost Analysis by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed to Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$28,800</td>
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<td>$28,800</td>
<td>$0</td>
</tr>
<tr>
<td>Right of Way</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Construction</td>
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<td>$1,025,107</td>
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<tr>
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</tr>
<tr>
<td>Administration</td>
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<td>$175,219</td>
<td>$201,825</td>
<td>($132,236)</td>
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<td>$0</td>
<td>$181,967</td>
<td>($46,556)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$1,500,000</strong></td>
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<td><strong>$1,282,744</strong></td>
<td><strong>$1,500,000</strong></td>
<td><strong>$0</strong></td>
</tr>
</tbody>
</table>

Issues: None.

OTHER: None.
SCAPE:
The CEMOF project includes design and construction of a new maintenance, storage, and operations facility for Caltrain's locomotives and passenger cars. The maintenance facility will accommodate daily inspections and scheduled maintenance, repairs and component change-outs (heavy overhauls will continue to be contracted out). This facility is designed to serve a fleet of 25 locomotives and 110 passenger cars. The CEMOF project will consolidate Caltrain's existing maintenance facilities and provide the JPB with capacity to complete additional types of maintenance more effectively; improving customer service and operational efficiency.

Issues:
Continue with project close-out tasks.

SCHEDULE:

<table>
<thead>
<tr>
<th>Code</th>
<th>Activity Description</th>
<th>Start</th>
<th>Finish</th>
<th>Effort</th>
<th>Day</th>
<th>Week</th>
<th>Month</th>
</tr>
</thead>
<tbody>
<tr>
<td>01555 - CEMOF B.1</td>
<td>Engineering Design</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>01556 - CEMOF B.1</td>
<td>Procurement/Bid &amp; Awards</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>01557 - CEMOF B.2 Project</td>
<td>Engineering Design</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>01558 - CEMOF B.2 Project</td>
<td>Procurement/Bid &amp; Awards</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>01559 - Change Order to B.2 (FCN-00019)</td>
<td>Engineering Design</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>01560 - Change Order to B.2 (FCN-00019)</td>
<td>Construction</td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
</tbody>
</table>

Progress:
(1) Completed punchlist work throughout facility and other buildings.
(2) Continued receiving submittals for warranty, O&M manuals and spare parts.

Future Activities:
(1) Continue receiving submittals for warranty, O&M manuals and spare parts.
(2) Prepare for final project close-out.
PCJPB QUARTERLY REPORT

Centralized Equipment & Maintenance Operations Facility (CEMOF)

Budget/Cost:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed to Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$17,327,392</td>
<td>$17,401,197</td>
<td>$17,398,403</td>
<td>$17,519,039</td>
<td>($191,647)</td>
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<tr>
<td>Right of Way</td>
<td>$17,376,687</td>
<td>$16,943,912</td>
<td>$16,991,635</td>
<td>$16,985,635</td>
<td>$391,052</td>
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<tr>
<td>Construction</td>
<td>$83,329,515</td>
<td>$86,694,251</td>
<td>$86,983,666</td>
<td>$86,694,251</td>
<td>($3,364,736)</td>
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<tr>
<td>Construction Management</td>
<td>$9,274,741</td>
<td>$10,111,396</td>
<td>$10,105,270</td>
<td>$10,230,196</td>
<td>($955,455)</td>
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<tr>
<td>Administration</td>
<td>$4,578,916</td>
<td>$6,608,774</td>
<td>$5,327,521</td>
<td>$6,938,452</td>
<td>($2,359,536)</td>
</tr>
<tr>
<td>Contingency</td>
<td>$7,522,559</td>
<td>$0</td>
<td>$0</td>
<td>$907,826</td>
<td>$6,614,733</td>
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<tr>
<td>Total</td>
<td>$139,409,810</td>
<td>$137,759,530</td>
<td>$136,806,495</td>
<td>$139,275,399</td>
<td>$134,411</td>
</tr>
</tbody>
</table>

Issues:
None.

Other:
None.
SCOPES: The Dumbarton Rail Corridor (DRC) Project will extend commuter rail service across the Bay between the Peninsula and the East Bay by rehabilitating and reconstructing rail facilities on the existing railroad alignment and right-of-way. Three new passenger rail stations in Menlo Park/East Palo Alto, Newark, Union City, and a new layover facility in the East Bay will be constructed, as well as upgrading the Fremont Centerville Station. The proposed Dumbarton train service will consist of six trains across the bridge during the morning commute and six during the evening commute. Morning trains will originate at the Union City Intermodal Station, cross the bay to Redwood City, and then three trains will travel north to San Francisco and three will travel south to San Jose. In the evening, all trains will reverse pattern and travel back to Union City.

Issues: The current budget is for Environmental Clearance and Preliminary Engineering only.

(1) Environmental Mitigation – Pending the result of the findings in the Environmental Impact Report (EIR) under the California Environmental Quality Act (CEQA) and under the National Environmental Policy Act (NEPA), the project may be required to implement various mitigation conditions in the bay and the wetlands. This may result in additional studies, schedule delays and / or cost increase.

(2) Future required negotiations for right of way acquisition and operating and capital agreements with other affected railroads and agencies (i.e. the Union Pacific Railroad and the Capitol Corridor) may result in potential schedule delays, additional studies, or capital and operating costs.

(3) Dumbarton Bridge – The existing bridge has been out of service since the mid-1980s. Uncertainties surrounding the existing condition of the bridge and also various regulations and other needs may heavily impact the options and the designs for rehabilitation and replacement of the Dumbarton Bridge.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Start Date</th>
<th>Finish Date</th>
<th>Progress</th>
</tr>
</thead>
<tbody>
<tr>
<td>05469</td>
<td>Dumbarton Rail Corrid...</td>
<td>2004-12-01</td>
<td>2005-09-01</td>
<td>10/2008</td>
</tr>
</tbody>
</table>

Progress: (1) The MTC adopted the revision to Resolution 3434 which included the reallocation of $91M in Dumbarton RM2 funding to the BART Warm Springs Project. The Dumbarton Project would then be repaid from Alameda County RTIP funds between FY 2020 and FY 2027.

(2) Received and reviewed the revised Dumbarton marsh breach structure designs. The design options were presented to the Wildlife Refuge staff and the NEPA/404 regulatory agencies, and these design options will be incorporated into the draft EIR/EIS.

(3) Reviewed the Dumbarton project alternatives and scope, as well as the detailed schedule for producing the environmental document with the General Engineering Consultant.

(4) Met with the Dumbarton bus consortium to develop a strategy for the interim Dumbarton Corridor bus enhancements.

(5) Continue with the critical planning and technical studies on the environmental and bridge structural evaluations.

(6) Received the draft final technical memorandum executive summary for the ridership modeling on the analyses for the 2030 travel forecast modeling.

Future Activities: (1) Prepare and send a letter to the NEPA/404 regulatory agencies for concurrence on project purpose and need, and range of alternatives.

(2) Continue to coordinate with stakeholders, particularly on the MTC decision of the $91M funding reallocation.

(3) Continue to proceed with finalizing the critical planning and technical studies on the environmental and bridge structural evaluations.

(4) Continue to coordinate with Caltrain 2025, Electrification, Operations and Engineering on Redwood Junction area planning and train merging.

(5) Conduct monthly PDT (October 7, 2008), CAP (October 15, 2008) and PAC (October 17, 2008) meetings.

(6) Work with the Dumbarton bus consortium to plan and develop the detailed proposals for corridor interim bus enhancements.

Issues: FTA and MTC have agreed that 2005 ABAG projection will be used to generate ridership data for the draft environmental document due to issues identified with the 2007 ABAG projection. Due to delays in obtaining the ridership estimates and impact to other technical studies that are dependent of the ridership data, the project schedule had been significantly affected.
### BUDGET:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$10,276,000</td>
<td>$4,957,284</td>
<td>$6,083,293</td>
<td>$10,276,000</td>
<td>$0</td>
</tr>
<tr>
<td>Right of Way</td>
<td>$0</td>
<td>$4</td>
<td>$4</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Procurement/ Rolling Stock</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td>Construction Management</td>
<td>$10,000</td>
<td>$1,568</td>
<td>$1,568</td>
<td>$10,000</td>
<td>$0</td>
</tr>
<tr>
<td>Administration</td>
<td>$3,219,000</td>
<td>$2,157,651</td>
<td>$2,903,282</td>
<td>$3,219,000</td>
<td>$0</td>
</tr>
<tr>
<td>Contingency</td>
<td>$1,963,000</td>
<td>$0</td>
<td>$0</td>
<td>$1,963,000</td>
<td>$0</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$15,468,000</strong></td>
<td><strong>$7,116,507</strong></td>
<td><strong>$10,988,147</strong></td>
<td><strong>$15,468,000</strong></td>
<td><strong>$0</strong></td>
</tr>
</tbody>
</table>

### Project Budget / Cost Status

![Cost Status Graph](image)

**Issues:**

In September 2008, the MTC approved the re-programming of $91 million of RM2 funds from the Dumbarton project to the BART to Warm Springs project. In exchange, the Dumbarton project would receive $91 million in future years (FY 2019-20 to FY 2026-27) from the Alameda County Regional Transportation Improvement Program (RTIP) funds recently pledged to the BART project. Without the $91 million in near term funding, the project would not be able to finance the construction of even a Phase 1. If repayment was deferred until after 2019-20, this suggests that the project would sustain approximately ten years of delay.

**OTHER:**

None.
The Electrification Program will electrify the 52-mile Caltrain Commuter line from San Francisco to Tamien. The project will include the following activities: (1) an approved Environmental Assessment / Environmental Impact Report (EA/EIR); (2) the design and installation of approximately 150 single track miles of overhead contact system (OCS) that will distribute power to the electrically-powered locomotives or electric multiple unit (EMU) trainsets; (3) the design and construction of two traction power substations (TPS) and eight autotransformer stations to deliver the 25kV, 60Hz, single-phase, alternating current to the OCS; (4) the design and installation of enhancements to the signaling and grade crossing control systems to make the system compatible with electrification and to provide for future operations service levels; and (5) the integration of the Electrification System, Signaling modifications and Electric Rolling Stock.

Current program scope is funded through the completion of environmental activities and 35% design engineering activities.

Issues: None.

Future Activities:
(1) Finalize the assembly of the design packages to be prepared for procurement of the next stage of the project.
(2) Finalize the draft Environmental Assessment/Environmental Impact Report (EA/EIR) document.
(3) Continue coordination of project with UPRR, JPB Capital Program and VTA to incorporate on-going changes and comments.
(4) Continue meetings with PG&E. Proceed with the discussions of interconnection arrangements.
(5) Submit the exemptions document to the CPUC for official review and acceptance within the next 1-2 months.

Issues:
Delayed FONSI (Finding Of No Significant Impact) approval by the FTA may affect preliminary engineering and right-of-way acquisition schedules.
**BUDGET:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$21,811,224</td>
<td>$15,026,468</td>
<td>$15,628,292</td>
<td>$21,811,224</td>
<td>$0</td>
</tr>
<tr>
<td>Right of Way</td>
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<td>Construction</td>
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<td>$221,730</td>
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<td>Construction Management</td>
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<td>$64,343</td>
<td>$161,417</td>
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<tr>
<td>Administration</td>
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<td>$5,349,202</td>
<td>$6,535,613</td>
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<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$0</td>
<td>$632,149</td>
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<tr>
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<td>$20,889,202</td>
<td>$21,281,565</td>
<td>$31,047,463</td>
<td>$0</td>
</tr>
</tbody>
</table>

**Issues:** None.

**OTHER:** FTA has not issued a Finding of No Significant Impact (FONSI) on this project yet. Project management is working with FTA to resolve issues that are stalling the approval process. Without a FONSI, federal funding can be used to complete only up to 35% design.
SCOPE: This project is to perform the interim repairs recommended by the PSR for the Guadalupe River Bridge. The project scope is as follows:

1. Repair and arrest the bank erosion at the north and south banks for both Main Track #1 (MT1) and Main Track #2 (MT2) bridges. This will be accomplished through placement of rip rap rock along the embankment which will armor the slope and dissipate the effects of water scouring during high water events.

2. Repair the concrete bridge piers to address on-going concrete spalling. This is to be accomplished by removing loose concrete material and providing a structural patch. This is intended to extend the life of the pier structure until the bridge is replaced.

Issues: None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Only</th>
<th>Remain</th>
<th>%</th>
<th>Early Start</th>
<th>Early Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01816</td>
<td>Guadalupe River Bridge Repairs</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

+ Environmental Clearance & Permits
- Early: 01/15/2008; Late: 04/01/2008

+ Engineering Design
- Early: 01/15/2008; Late: 04/01/2008

+ Procurement/Bid & Awards
- Early: 01/15/2008; Late: 04/01/2008

+ Construction
- Early: 01/15/2008; Late: 04/01/2008

+ Project Closure
- Early: 01/15/2008; Late: 04/01/2008

Progress: Jul - Sept 2008

1. Completed the temporary river diversion by relocating the river flow to the center of the streambed allowing work to begin on both piers.

2. Completed rock armor protection on both river banks.

3. Completed the repair of the bridge pier spalling and the added pier structural collar.

4. Construction was substantially completed and performed Final Inspection of the completed work.

5. Completed the post construction biological report.

Future Activities: Oct - Dec 2008

1. Complete minor punch list tasks and provide Final Acceptance of the Project.

2. Complete project Change Orders and pay the Final Invoice.

3. Complete post construction geomorphology survey as required by the Regional Water Quality Control Board (RWQCB).

4. Complete project close-out process.

Issues: None.
GUADALUPE RIVER BRIDGE INTERIM REPAIR

BUDGET:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Funding</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$86,274</td>
<td>$85,875</td>
<td>$85,875</td>
<td>$85,875</td>
<td>($19,601)</td>
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<td>Right of Way</td>
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<td>$0</td>
<td>$0</td>
<td>$49,208</td>
</tr>
<tr>
<td>Construction</td>
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<td>$366,543</td>
<td>$366,551</td>
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<td>$73,373</td>
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<td>Construction Management</td>
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<td>$97,616</td>
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<td>$170,044</td>
<td>$47,074</td>
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<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$21,245</td>
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<tr>
<td>Total</td>
<td>$1,022,490</td>
<td>$710,332</td>
<td>$703,340</td>
<td>$780,000</td>
<td>$242,490</td>
</tr>
</tbody>
</table>

Project completed three months ahead of schedule with potential underrun of approximately $240,000.

OTHER: None.
SCOPE:
The fixed fueling and storage project includes design and construction of on-site diesel fuel storage and above-ground distribution for Caltrain locomotives at the new Centralized Equipment and Maintenance Operations Facility (CEMOF). The project includes design and construction of:

1. A complete on-site fuel storage and distribution system.
2. One fuel dispensing station with an optional second station.
3. A programmable fuel management system which includes remote monitoring with low and high level alarms, and leak detection.
4. Leak containment at the tank site and at the fueling stations.

Issues:
None.

Schedule:

<table>
<thead>
<tr>
<th>Activity Description</th>
<th>Start Date</th>
<th>End Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Work Plans/Phase Gate/Systemwide Reviews</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
</tr>
<tr>
<td>Environmental Clearance &amp; Permits</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
</tr>
<tr>
<td>Engineering Design</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
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<tr>
<td>Procurement/Bid &amp; Awards</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
</tr>
<tr>
<td>Construction</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
</tr>
<tr>
<td>Phase 1: 2) Change Order Work</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
</tr>
<tr>
<td>Project Closeout</td>
<td>1/1/2021</td>
<td>1/1/2021</td>
</tr>
</tbody>
</table>

Progress:
(1) Project is complete.
Jul - Sep 2008

Future Activities:
(1) Continue project closeout process, including closing of purchase orders, work directives, and final invoices.
Oct - Dec 2008

Issues:
None
**PCJPB QUARTERLY REPORT**

**LENZEN YARD FUEL STORAGE FACILITY**

**BUDGET/COST:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>(a) Current Board Approved Budget</th>
<th>(b) Expended to Date</th>
<th>(c) Committed to Date</th>
<th>(d) Estimate at Completion</th>
<th>(e) Variance at Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$308,895</td>
<td>$335,519</td>
<td>$335,519</td>
<td>$335,519</td>
<td>($26,624)</td>
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<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
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<td>$2,506,726</td>
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<td>$200,389</td>
</tr>
<tr>
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<td>$148,404</td>
<td>$189,000</td>
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</tr>
<tr>
<td>Administration</td>
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<td>$329,091</td>
<td>$370,954</td>
<td>$134,259</td>
</tr>
<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$584,024</td>
<td>($192,532)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$4,309,600</td>
<td>$3,492,641</td>
<td>$3,319,740</td>
<td>$4,133,108</td>
<td>$176,492</td>
</tr>
</tbody>
</table>

**Project Budget / Cost Status**

- **Current Board Approved Budget**
- **Estimate at Completion**
- **Expended to Date**

**Issues:** Project is forecasted to have a potential underrun of about $180,000.

**OTHER:** None.
The Los Gatos and Guadalupe Bridge Replacement Project includes:
(1) Preliminary design, preparation of the Environmental Document, Final Design, removal and replacement of the existing Main Track #1 (MT-1) and Main Track #2 (MT-2) bridges crossing the Los Gatos Creek. As recommended in the Project Study Report, the new replacement structure to be constructed will be a pre-stressed / pre-cast concrete bridge with new foundations and a new widened bridge deck that will act as a construction shoofly and a permanent third track.
(2) The preliminary design of a replacement bridge for the existing MT-1 timber bridge crossing the Guadalupe River.

Issues: The project is located across from a sensitive riparian habitat which requires the JPB to select a bridge layout that addresses the environmental issues.

<table>
<thead>
<tr>
<th>Schedule Activity</th>
<th>Activity Description</th>
<th>Orig. Est.</th>
<th>Perm. Est.</th>
<th>% Done</th>
<th>Start</th>
<th>Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01812 - Los Gatos Creek Bridge</td>
<td>Environmental</td>
<td>2022</td>
<td>1155</td>
<td>54.2%</td>
<td>03-Jan-06A</td>
<td>30-Mar-11</td>
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<td>01812 - Los Gatos Creek Bridge</td>
<td>Conceptual/Study</td>
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<td>100%</td>
<td>03-Jan-06A</td>
<td>30-Mar-11</td>
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<tr>
<td>01812 - Los Gatos Creek Bridge</td>
<td>Funding</td>
<td>147</td>
<td>147</td>
<td>0%</td>
<td>27-Mar-09</td>
<td>30-Mar-11</td>
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<tr>
<td>01812 - Los Gatos Creek Bridge</td>
<td>Engineering Design</td>
<td>521</td>
<td>525</td>
<td>50%</td>
<td>07-Jul-08</td>
<td>15-Sep-10</td>
</tr>
<tr>
<td>01812 - Los Gatos Creek Bridge</td>
<td>Phase Gate/Systemwide Reviews</td>
<td>692</td>
<td>302</td>
<td>50%</td>
<td>07-Jul-08</td>
<td>31-Oct-10</td>
</tr>
<tr>
<td>01812 - Los Gatos Creek Bridge</td>
<td>Procurement/Bid &amp; Awards</td>
<td>154</td>
<td>159</td>
<td>0%</td>
<td>31-Oct-10</td>
<td>15-Jan-11</td>
</tr>
<tr>
<td>01812 - Los Gatos Creek Bridge</td>
<td>Construction</td>
<td>255</td>
<td>193</td>
<td>0%</td>
<td>15-Jul-10</td>
<td>22-Jul-11</td>
</tr>
<tr>
<td>01812 - Los Gatos Creek Bridge</td>
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<td>131</td>
<td>0%</td>
<td>22-Jul-11</td>
<td>30-Apr-11</td>
</tr>
</tbody>
</table>

Progress:
Jul - Sept 2008
(1) Continued development of the 35% Preliminary Engineering and Environmental Document.
(2) Continued review of hydrology and geomorphology issues at Los Gatos Creek.
(3) Analyzed and performed engineering work on additional bridge foundation types and span configurations.
(4) Completed resolving property boundaries and evaluating those findings.

Future Activities:
Oct - Dec 2008
(1) Design Consultant to submit a progress submittal for Engineering review.
(2) An engineering review meeting will be held to discuss the bridge preferred alternative.
(3) Continue work on draft environmental documents.

Issues: Current project schedule assumes the use of Federal funds, and the project will hold at 35% design for environmental clearance. Alternate bridge configurations are being analyzed to either minimize environmental impact or to improve the environment on the creek.
**Los Gatos and Guadalupe Bridges Replacement**

### BUDGET:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Funding</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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</table>

### Issues:

Estimate at Completion of $3.2 million is for the preliminary design phase only. Securing funding for the balance of the project will be considered as part of the FY10 capital budget development process.

### None.
SCOPE: This project is for the purchase of (8) rail cars to replace the VRE cars that were purchased to implement the first 2 years of the SF Giants service. Staff has identified the need for (8) additional Bombardier cars in order to shore up an inadequate spare ratio and to provide the required train capacity to meet passenger demand through 2011.

The project scope includes the purchase of (2) cab cars and (6) trailer cars, including all ancillary services and costs, QA/QC inspection and spare parts as well as the costs incurred for legal, technical and financial services.

Issues: None.

SCHEDULE:

Project ID: 01807 - Procure (8) Caltrain Passenger Cars

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
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<th>Early Finish</th>
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<td>8/31/08</td>
<td>8/31/08</td>
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<td></td>
</tr>
</tbody>
</table>

Progress:
Jul - Sept 2008
1. Completed outfitting of all car interiors.
2. Shipped first (6) cars from Plattsburgh.
3. Received first (4) cars at San Jose (CEMOF). Tested and accepted each successive car.
4. Placed first (2) cars into service.
5. Finalized Spare Parts List.

Future Activities:
Oct - Dec 2008
1. Receive last remaining (4) cars.
2. Test and accept each successive car.
3. Place remaining last (6) cars into service.
4. Confirm Spare Parts List.

Issues: None.
**PURCHASE (8) CALTRAIN PASSENGER CARS**

**BUDGET:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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</tbody>
</table>

**Issues:** The project is forecasted to have a potential underrun of $860,000.

**OTHER:** None.
QUINT STREET and JERROLD AVENUE BRIDGE REPLACEMENT

SCOPE:
The Quint Street and Jerrold Avenue Bridge Replacement project includes:
1. Replacement of the existing 10-span Quint Street bridge with a two-span bridge (includes the embankment fill and foundation retrofit to accommodate the new structure);
2. Replacement of the existing intermediate three-spans of the Jerrold Avenue bridge with a single span bridge (includes the retrofit of the intermediate concrete bents to accommodate additional seismic and live loads);
3. Reconstruction of tracks impacted by the new structures;
4. Reconstruction of the traveled way and sidewalks.

Issues:
After the Constructability Review performed in June, Alternate 3A (replacement without shoofly) was confirmed as the selected alternative for the final design.

SCHEDULE:
Note: Project Schedule has been re-baselined in August 2008, following Constructability Review and Phase Gate meeting.

Progress:
(1) Submitted the Preliminary Environmental Study (PES) Form to Caltrans to determine any additional environmental requirements.
(2) Met with Caltrans to determine additional environmental requirements.
(3) Initiated 35% PS & E Design efforts.

Future Activities:
(1) Perform additional environmental studies/memos to obtain the environmental clearance.
(2) Perform additional Geotechnical investigation at the Jerrold Avenue bridge site.
(3) Perform field survey for existing features, utilities and signal identification.
(4) Continue with 35% PS & E design efforts and conduct a Phase Gate after 35% PS&E completion.
(5) Start coordination with the City of San Francisco (street final sections, street closures and traffic control during construction).

Issues:
The selected replacement scope requires a new environmental clearance following Caltrans technical guidance as established in the Preliminary Environmental Study (PES) Form. Caltrans process is extensive and might impact project schedule.
**QUINT STREET and JERROLD AVENUE BRIDGE REPLACEMENT**

**BUDGET:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Funding</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
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</table>

**Issues:**
Estimate at Completion of $5.0 million is for design phase only.
Securing additional funding for the balance of the project will be considered as part of the FY10 capital budget development process.

**OTHER:**
None.
REAL TIME TRANSIT INFORMATION PROJECT

SCOPE:
The Real Time Transit Information Project will provide predictive arrival/departure times for all Caltrain trains and Samtrans buses. The real time predictions data will be provided to MTC’s 511 system to be disseminated to the public. The train predictive arrival/departure times will be displayed on the visual message signs at the San Francisco 4th & King, Millbrae, San Mateo, Redwood City, Palo Alto, Mountain View, Sunnyvale, Santa Clara, and the San Jose Diridon stations. The bus predictive arrival/departure times will be displayed on new electronic signs at the bus bays at the Daly City BART, Colma BART, Redwood City Sequoia and the Palo Alto stations.

Issues: None.

SCHEDULE:

```
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Progress:
(1) Completed proposal evaluation for both the Samtrans and Caltrain RFPs.
(2) Awarded contract for the Samtrans Predictive Arrival/Departure System (PADS).
(3) Continued to work with BART to obtain a construction permit for the Daly City and Colma BART stations.

Future Activities:
(1) Negotiate contract for Samtrans PADS and start construction.
(2) Resolve issues related to the Caltrain PADS award.

ISSUES:
JPB decided to reject all proposals for the Caltrain RFP due to rescoping. Next steps have not been determined but will delay the project by at least 6 months.
REAL TIME TRANSIT INFORMATION PROJECT

BUDGET:

<table>
<thead>
<tr>
<th>Current Budget by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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</table>

Project Budget / Cost Status

Issues:

None.

OTHER:

None.
SAN BRUNO GRADE SEPARATION

SCOPE:
This project has been re-scoped and re-scheduled in conjunction with the 5-year Capital Improvement Program schedule, which was presented in August 2006. The construction of a San Bruno Grade Separation project has been deferred until 2010-2012.

A San Bruno/ South Linden Interim Safety Improvement project has been scheduled for completion by 2008. This project is being reported separately.

Issues: None.

The costs shown in this Quarterly report reflect the completion of the 35% design for the San Bruno Grade Separation.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
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<td>Project Closure</td>
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</tr>
</tbody>
</table>

Progress:

Jul - Sept 2008
1) No activity this quarter.
2) Project is on-hold.

Future Activities:

Oct - Dec 2008
1) Project is on-hold.

Issues: Project is on-hold.
### SAN BRUNO GRADE SEPARATION

#### Project Budget / Cost Status

<table>
<thead>
<tr>
<th>Segment Groups</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td><strong>$11,913,370</strong></td>
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</table>

#### Issues:

Funding of $23.0 million has been approved by both the TA and JPB Boards for the design phase of the project. Current Estimate at Completion reflects completion of a shelf set of Design-Build RFP and 35% Design Contract Documents only.
SAN BRUNO / SOUTH LINDEN INTERIM SAFETY IMPROVEMENTS PROJECT

SCOPE:
This project includes: (1) Design and construction of grade crossing work at South Linden Avenue, Scott Street, San Bruno Avenue, San Mateo Avenue, and Angus Avenue; (2) Re-alignment of San Mateo Avenue; (3) Installation of traffic signals at the intersection of South Linden Avenue and Dollar Avenue; and (4) Demolition of existing structures and minor temporary improvements at the San Bruno Lumber Yard site.

Issues:
None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity</th>
<th>Description</th>
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<th>Start</th>
<th>Finish</th>
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</thead>
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</tr>
</tbody>
</table>

Progress:

(1) Paved the San Bruno Lumber yard.
(2) Paved the new alignment for San Mateo Avenue; transferred traffic to the new alignment.
(3) Completed installation of traffic lights and pedestrian gates at South Linden Avenue.
(4) Completed construction of Angus Avenue Crossing improvements.
(5) Completed construction of Scott Street Crossing improvements.
(6) Installed drainage inlet and storm sewer at former San Mateo Avenue location.
(7) Graded and completed landscape work at former San Mateo Avenue location.
(8) Completed all fencing work. Installed signs and striping at crossings.
(9) Completed construction of San Bruno Avenue Crossing improvements.
(10) Conducted walk-through with the City and addressed the Punch list items at South Linden Avenue.
(11) Completed Punch list at San Mateo Avenue, Angus Avenue and Scott Street.

Future Activities:
(1) Finalize design of the sub panel for advanced pre-emption. Install and test pre-emption panel at South Linden Avenue.
(2) Finish all striping.
(3) Conduct walk-through with the City and addressed the punch list items at the City of San Bruno crossings.
(4) Complete remaining punch list items at all crossing locations.
(5) Final project closeout and acceptance.

Issues:
None.
SAN BRUNO / SOUTH LINDEN INTERIM SAFETY IMPROVEMENTS PROJECT

BUDGET:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Funding</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
</tr>
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Issues: None.

OTHER: None.
SCOPE: The San Francisco Roadway Bridges Replacement project upgrades the JPB owned vehicular bridges located at 22nd Street, 23rd Street and Paul Avenue and includes:

1. Remove and replace the existing two-span steel-through girder superstructures as the bridges have reached the end of their useful lives, and allowing sufficient vertical clearance to accommodate future projects such as electrification.
2. Remove and reconstruct the existing utility lines attached to the bridges. Provide temporary supports until the bridges are reconstructed.

Issues: Construction is pending approval of FHWA funds from Caltrans and local match from the SF Municipal Transportation Agency (SFMTA).

Future Activities:

1. Submit the above Environmental Documents to Caltrans for their review and subsequent transmittal to the State Historic Preservation Office (SHPO).
2. Design Consultant to respond to JPB 35% Engineering comments.
3. Design will hold at the 35% Design stage (forecasted at February 2009) until Environmental Clearance is received.

Issues: The 22nd and 23rd Street Bridges are classified as State Historic Structures which require approval through the State Historic Preservation Office and will require a Memorandum of Agreement for mitigation efforts. The approval process will delay the project schedule by one to two months.
SAN FRANCISCO ROADWAY BRIDGES REPLACEMENT

BUDGET:

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<tr>
<th>Cost Report by Segment Group</th>
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<th>(b)</th>
<th>(c)</th>
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Issues: Estimate at Completion of $3.0 million is for design only. Securing project funding for construction will be considered as part of the annual FY2010 capital budget development process.

Other: None.
**SCOPE:**
This project will rehabilitate San Mateo bridges at: Poplar, Santa Inez, Monte Diablo, and Tilton. The project provides for the following bridge structure improvements: (1) Repair all abutments for service and seismic loads, (2) Remove and replace the existing steel through-girders and replace them with a single span consisting of steel through-girders with floor beams, (3) Build retaining walls along the project limits to accommodate the new track profile, (4) Remove and replace tracks as needed to accommodate the new superstructure, (5) Provide temporary support to the existing fiber optic lines which are attached to the outside girders of the bridges, if needed, and (6) Reconstruct the streets and pedestrian sidewalks.

This project will also provide the following clearance improvements: (1) Raise the bridge and tracks at Poplar Avenue to achieve 14’-6” vertical clearance. Tilton Avenue, Santa Inez Avenue, and Monte Diablo Avenue bridges will not be raised, but track profiles will be adjusted, (2) Construct retaining walls to contain the raised embankments as needed, and (3) Relocate utilities (Fiber Optic lines, overhead power lines, etc.) when needed.

**Issues:**
None.

**SCHEDULE:**

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</tbody>
</table>

**Progress:**
- (1) Performed Field Review and submitted a Preliminary Environmental Study (PES) Form to Caltrans.
- (2) Submitted the Environmental Study Form to Caltrans to determine if additional environmental requirements are needed.
- (3) Met with the community to present the project and its expected impacts.
- (4) Coordinated utilities relocation with PG&E, Cal Waters and Fiber Optic company.

**Future Activities:**
- (1) Resolve the 95% comments and complete the 100% IFB package.
- (2) Complete Caltrans’ environmental requirements and follow up on the Environmental document approval.
- (3) Meet with the City to discuss the possibility of a Construction and Maintenance (G&M) Agreement between them and JPB.
- (4) Continue community relations work with external stakeholders on the construction of the project.

**Issues:**
Caltrans has returned its signed PES forms, which require additional efforts to obtain environmental clearance under Caltrans technical guidance. JPB is analyzing the cost and schedule impacts due to the additional requirements from Caltrans.
### SAN MATEO BRIDGES REHABILITATION, GRADE MODIFICATIONS, AND RELATED TRACK WORK

**BUDGET:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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</table>

**Issues:**

Securing additional funding for the balance of the project will be considered as part of the FY10 capital budget development process.

**OTHER:** None.
SAN MATEO COUNTY AT-GRADE CROSSING IMPROVEMENT PROJECT

SCOPE: The scope of the At-Grade Crossing Improvement Program is to evaluate, design and construct safety improvements at, and in the vicinity of (25) at-grade crossings on the Caltrain Corridor in San Mateo County. Improvements will be made in regards to railroad, pedestrian, traffic, and roadway safety systems. At-grade crossings to be considered for improvements include: Center St. in Millbrae; Broadway Ave., Oak Grove Ave. and Peninsula Ave. in Burlingame; Villa Terrace Ave., 1st Ave., 2nd Ave., 3rd Ave., 4th Ave., 5th Ave., 9th Ave. and 25th Ave. in San Mateo; Whipple Ave., Brewster Ave., Broadway Ave., Maple Ave., Main St., and Chestnut St. in Redwood City; Fair Oaks Lane and Watkins Ave. in Atherton; Encinal Ave., Glenwood Ave., Oak Grove Ave., and Ravenswood Ave. in Menlo Park. Improvements needed at each location may differ depending on the at grade crossing configurations and diagnostics, among other considerations.

Issues: (1) Mini High Platforms have been added to the scope of the project (Addendum No.1). (2) Computer Aided Drafting (CAD) changes to Pedestrian Gate Alignment have been added to the scope of the project (Addendum No.2) (3) Additional Signal Optimization work at the Hayward Park Station has been added to the scope of this project.

| Activity ID | Activity Description                  | Orig Start | Orig End | Orig Dur | % Start | % End | Start | Finish | 2006 | 2007 | 2008 | 2009 | 2010 |
|-------------|--------------------------------------|------------|----------|----------|---------|-------|-------|--------|------|------|------|------|------|------|
| 01777       | San Mateo Grade Crossing             | 15-Jun-08 | 30-Nov-10| 365      | 51.2%   |       |       |        | Q1   | Q4   | Q2   | Q3   | Q4   | Q1   |
| 01777       | Conceptual/Study                     | 133        | 26-Sep-08| 120      | 100%    |       |       |        | Q1   |      | Q1   | Q1   | Q1   | Q1   |
| 01777       | Engineering Design                  | 420        | 30-Jul-08| 120      | 100%    |       |       |        | Q1   | Q1   | Q1   | Q1   | Q1   | Q1   |
| 01777       | Phase Gate/Systemwide Reviews        | 631        | 15-Jun-06| 120      | 100%    |       |       |        | Q1   | Q1   | Q1   | Q1   | Q1   | Q1   |
| 01777       | Procurement/Bid & Awards             | 173        | 20-Jan-09 | 120      | 83%     |       |       |        | Q1   | Q1   | Q1   | Q1   | Q1   | Q1   |
| 01777       | Construction                         | 612        | 23-Jan-09 | 120      | 8%      |       |       |        | Q1   | Q1   | Q1   | Q1   | Q1   | Q1   |
| 01777       | Project Closure                      | 67         | 24-Sep-10 | 120      | 8%      |       |       |        | Q1   | Q1   | Q1   | Q1   | Q1   | Q1   |

Progress: Jul - Sept 2008 (1) Conducted Pre-bid meeting and project Pre-bid walk. (2) Project Issue for Bid (IFB) has been advertised. (3) Addendum No.1 - Mini High platforms has been designed and incorporated into the IFB advertised project. (4) Continued negotiating Construction & Maintenance (C&M) agreements with the cities.

Future Activities: Oct - Dec 2008 (1) Finalize work on Addendum No. 2 - CAD Changes to the Pedestrian Gate Alignment. Incorporate changes into the IFB advertised project. (2) Receive bids for evaluation and prepare Board recommendation. (3) Finalize C&M agreements.

Issues: None.
SAN MATEO COUNTY AT-GRADE CROSSING IMPROVEMENT PROJECT

**BUDGET:**

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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**Project Budget / Cost Status**

- **Current Board Approved Budget**
- **Estimate at Completion**
- **Expended to Date**

**Issues:**

1. Current Estimate at Completion (EAC) increased by $300K for additional CM and Amtrak costs associated with the Signal Optimization portion of the project work, and by $1,000K for inclusion of mini high platform work at (5) stations.

2. Funding from other projects, approved through Change Control, will be brought in to pay for the increased cost.

**OTHER:**

None.
## SANTA CLARA STATION IMPROVEMENTS PROJECT

### SCOPE:

The project includes design and construction of a 700' long by 30' wide center platform, a 150' extension to the existing southbound platform, and a pedestrian underpass between the 2 platforms. The project also includes track work shifting of MT3 (Main Track #3), construction of approximately 1500' of MT2 (Main Track #2) through the station area, and a relocated turnout of MT2 at the south end of the station.

**Issues:**

None.

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</table>

**Progress:**

(1) Completed the joint specifications.
(2) Continued review of final design documents.
(3) Submitted Finding of Effect (FOE) to State of Historical Preservation Office (SHPO).

**Future Activities:**

(1) File Finding of No Effect (FOE) with Federal Transit Administration (FTA).
(2) Complete the final Invitation for Bid (IFB) for the construction package.
(3) Assemble bid documents and forward construction contract documents to Contracts and Procurement for bidding.

**Issues:**

This project will be packaged for construction with the South Terminal Project for cost and schedule effectiveness, and better project management due to the close proximity of the two sites.
### SANTA CLARA STATION IMPROVEMENTS PROJECT

#### BUDGET:

<table>
<thead>
<tr>
<th>Current Budget by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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<tbody>
<tr>
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</tbody>
</table>

#### Project Budget / Cost Status

![Graph showing budget status](image.png)

**Issues:**

Discussion with funding partners, including ACE and VTA, will continue to prevent project slipping further from the baseline schedule.

#### OTHER:

None.
The SSF Station Improvement project includes design and construction of: (1) a 2-track mainline with center boarding platform, (2) a northern at-grade pedestrian crossing from the Dubuque parking area to the center platform, (3) a south pedestrian underpass the full length of the tracks to connect the east and west sides of the community, (4) a shuttle drop-off area on the south east corner on Executive Drive, (5) a new signal bridge north of the station, (6) a new turnout just north of the SSF Lumber lead; and (7) the relocation of the UPRR team tracks.

Issues: None.

Project has been placed on hold until the following tasks are accomplished:
(1) Negotiations with UPRR regarding loading dock, spoils, come-out signal and operations during construction.
(2) Cooperative (Co-Op) Agreement between Caltrans, City of South San Francisco, and PCJPB is finalized and a Right of Entry is issued.
(3) Construction & Maintenance (C&M) Agreement between the City of South San Francisco and PCJPB is finalized.

Future activities:
(1) Continue negotiations with UPRR regarding loading dock, spoils, come-out signal and operations during construction.
(2) Continue negotiations between Caltrans and the City of SSF for property acquisitions, C&M agreement, and Co-Op agreement.

Issues:
The current schedule has slipped by eight months from the baseline schedule as a result of continued negotiations with the UPRR regarding Right-of-Way at the South San Francisco station. The agreement with the UPRR is anticipated to be reached by the end of November 2008. The 100% design which has been completed and has been reviewed by JPB will have to be modified in accordance with the results of the agreement. Revising the 100% design, and review of the revised 100% design would push completion of final design to mid March 2009. The cost and schedule impacts to the project are being analyzed.
### SOUTH SAN FRANCISCO STATION IMPROVEMENT PROJECT

#### BUDGET:

<table>
<thead>
<tr>
<th>Cost Report by Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
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<td><strong>$51,151,267</strong></td>
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</table>

#### Issues:

The following scope changes were approved and included in the project:

1. Upgrade existing South San Francisco Station Parking Lot for 70 spaces for an additional cost of $1.2 million;
2. $1.0 million for cost & schedule delay for the relocated Shuttle/ Drop-off area have been included; final cost impact will be re-evaluated upon completion of the final design.

Securing additional funding for the balance of the project will be considered as part of the FY10 capital budget development process, and will be discussed with the appropriate funding partners.

#### OTHER:

None.
The South Terminal Station Project includes construction of two new platforms at the Diridon Station with stairs and ADA ramps to access the existing pedestrian underpass. The platforms will include canopies, signage, mini-high platforms and Ticket Vending Machine (TVM), Visual Message System (VMS), Public Address System (PA), Closed Circuit Television (CCTV), and Card Interface System (CIDS). The project also includes removal of the maintenance facilities located in the terminal, removal and construction of tracks, installation of new turnouts, fencing, drainage, and maintenance and alteration of the existing signal system to accommodate new track work.

Issues: This project will be combined with the Santa Clara Station Improvements project next quarter.

**SCHEDULE:**

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<th>Qtr 11</th>
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</tbody>
</table>

Progress: Jul - Sep 2008

(1) Issued the invitation for bid (IFB) package for the demolition and site cleanup package.

Future Activities: Oct - Dec 2008

(1) Review and issue the Notice to Process (NTP) for the demolition and site cleanup package.
(2) Begin demolition and site cleanup package.

Issues: None.
Current Budget by Segment Group

<table>
<thead>
<tr>
<th>Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed To Date</th>
<th>Estimate at Completion</th>
<th>Variance at Completion</th>
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<tbody>
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<td><strong>$4,934,179</strong></td>
<td><strong>$57,900,000</strong></td>
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</table>

The total project cost of $57.9 million reflects the funding needed if the project is bid separately from the Santa Clara Station Improvement project. If the two projects are bid together, there is an anticipated cost savings of approximately $5.0 million for the combined project.
SCOPE: The systemwide track rehabilitation program covers the work required to keep the Caltrain railroad in a state of good repair. The type and scope of work scheduled for each fiscal year is based upon the condition of the railroad as reflected in Caltrain's State of Good Repair database. It includes the following:
1) Main track turnout replacement.
2) Replace stock rails and points on an as-needed basis.
3) Production rail joint replacement, ties and surfacing...
4) Remove old or bonded over insulated joints.
5) Surface grade crossings.
6) Contracted bridge repair work.
7) Purchase ballast, wood cross ties, small tools and equipment required for track maintenance activities.
8) Acquire additional tie gang equipment to bring crew capabilities up to higher production levels.

Issues: This is the final Quarterly Report for the Systemwide Track Rehabilitation Project - FY08. Systemwide Track Rehabilitation - FY 09 will be included in the next Quarterly Report.

SCHEDULE:

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<th>Rem Dur</th>
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</table>

Progress:
Jul - Sep 2008

1) Continued systemwide track maintenance on an as-needed basis.
2) Continued inspection and preventative testing.

Future Activities:
Oct - Dec 2008

1) Begin track work rehabilitation for FY 2009 under the FY09 project.
2) Finalize track work rehabilitation for FY 2008.

Issues: None.
**BUDGET:**

### Cost Analysis by Segment Group

<table>
<thead>
<tr>
<th>Segment Group</th>
<th>Current Board Approved Budget</th>
<th>Expended to Date</th>
<th>Committed to Date</th>
<th>Estimate at Completion</th>
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<td><strong>Total</strong></td>
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*Project Budget / Cost Status*

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</table>

**Issues:** None.

**OTHER:** None.
**Definition of Terms**

**Committed to Date** - The committed to date amount includes all actual expenditure of agency labor, other direct costs, the awarded amount of a work directive, a contract, or a purchase order which have been committed in the PeopleSoft accounting system.

**Current Board Approved Funding** - The current board approved funding includes the original board approved funding plus approved change orders or internal funding transfers which have been approved by the board.

**Estimate at Completion** - The forecasted final cost of the project. The estimate at completion can be different from the Current Board Approved Funding, which indicates a variance at completion.

**Expended to Date** - The cumulative project costs that have been expended through the current reporting period as reported in PeopleSoft + the accrual cost of the work performed that has not been recorded in PeopleSoft.

**Variance at Completion** - The difference between the Current Board Approved Funding and the Estimate at Completion. A negative variance indicates that additional funding is needed.