AGENDA
PENINSULA CORRIDOR JOINT POWERS BOARD
Bacciocco Auditorium, 2nd Floor
1250 San Carlos Avenue, San Carlos CA 94070

September 2, 2010 – Thursday 10:00 a.m.

1. Pledge of Allegiance

2. Call to Order/Roll Call

3. Public Hearing for Consideration of Service Suspensions and/or Fare Changes

4. Public Comment
   Public comment by each individual speaker shall be limited to two minutes

5. 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 July 1, 2010
   b) Authorize Ratification of the Award of an Emergency Contract to Technology Engineering and Construction, Inc. in the Amount of $94,292 for the Repair of the Centralized Equipment Maintenance and Operations Facility (CEMOF) Industrial Waste Pipeline and Approve an Amendment to Increase the Fiscal Year 2011 Caltrain Capital Budget by $96,000
   c) Call for a Public Hearing on October 7, 2010 to Address Adoption of an Updated Property Conveyance Policy and Fee Schedule
   d) Information on Statement of Revenues and Expenses for June 2010

6. Chairperson’s Report
   a) Appointment of Citizens Advisory Committee Members
      1. John Hronowski, Representing San Francisco County
      2. Sepi Richardson, Representing San Mateo County

7. MTC Liaison Report

8. Report of the Citizens Advisory Committee
9. Report of the Executive Director
   a) Caltrain Performance Report – June and July 2010
   b) Peninsula Rail Program Update

10. Designation of September as “Railroad Safety Month” PROCLAMATION

11. Acceptance of Statement of Revenues and Expenses for July 2010 MOTION


13. Update on the Execution of the Fuel Hedging Program INFORMATIONAL

14. Legislative Update INFORMATIONAL

15. Quarterly Capital Progress Report INFORMATIONAL

16. Correspondence

17. Board Member Requests

18. Date/Time of Next Meeting
   Thursday, October 7, 2010, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070

19. General Counsel Report
   a) Closed Session: Pending Litigation Pursuant to Government Code Section 54956.9 (a) Cecilia Rea, Individually, as Successor in Interest of Decedent Anthony Rea and Personal Representative of the Estate of Anthony Rea, and Dean Rea v Peninsula Corridor Joint Powers Board

20. 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 two minutes 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.
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: C.H. (Chuck) Harvey
Deputy CEO

SUBJECT: PUBLIC HEARING FOR CONSIDERATION OF SERVICE SUSPENSIONS AND FARE CHANGES

ACTION
There is no action required at this time.

Staff has extensively reviewed the public input received so far regarding service suspensions and fare change options under consideration and is prepared to recommend against further consideration of the suspension of weekend service and suspension of service south of Tamien station to Gilroy at this time.

However, the severity of the financial challenges projected for the fiscal year beginning on July 1, 2011 will likely require suspensions such as those listed above as well as potential draconian cuts and fare increases.

SIGNIFICANCE
The JPB, at its June 2010 Board meeting, approved a Declaration of Fiscal Emergency due to a significant deficit in the 2011 budget proposal. In previous years, budgets were balanced utilizing various one-time funds including American Recovery and Reinvestment Act funds (federal funds), which are no longer available in Fiscal Year (FY) 2011.

At its July 2010 board meeting, the JPB passed an operating budget with a $2.3 million budget gap with the understanding that the gap would be closed by utilizing a combination of fare increases and service suspensions.

On July 1, 2010, the Board called for a public hearing to be held at its September 2, 2010 meeting for the consideration of the following options to close the budget gap:

- Suspend all weekend service
- Reduce weekday early morning, midday and/or late evening service
- Suspend service south of Tamien station to Gilroy
- Increase the Full Fare One-way base or zone fares by $0.25 and corresponding changes to related fare media
- Increase Go Pass price from $140 to $155
In addition, the following modifications to the Codified Tariff are necessary due to the imminent transition to the Clipper™ system:

- Establishment of 17 as the youth ticket age
- Discontinuation of first day of the month grace period
- Elimination of 8-ride ticket use by more than one customer
- Charge for the purchase of Clipper card

Any fare increase and/or service suspensions that may be approved are projected to be effective January 1, 2011. Changes related to the Clipper™ card implementation may be effective as early as October 2010.

**BUDGET IMPACT**

There is no significant budget impact associated with holding the public hearing.

The proposed changes, once implemented, will have a substantial impact on the FY2011 budget.

Below is a summary of the net cost impacts of the various options on the FY2011 budget.

**Service Suspensions**

Four service suspension scenarios were reviewed and evaluated for highest net cost reduction, taking into account ridership and fare revenue loss. The costs below reflect the savings for FY2011 only and assume a January 2011 implementation date.

The weekend service suspension would remove all service from the weekends, including special event service. Estimated net savings would be $209,000.

The Gilroy service suspension would suspend all weekday service south of Tamien station. Estimated savings from implementing this would be $385,000.

The early morning, midday and late evening service suspensions would reduce service by eight trains, resulting in an 82 train weekday schedule. When these options are evaluated separately, the suspension of four midday trains is estimated to save $175,000 while the elimination of four trains in the early morning and late evening is estimated to save $160,000. The savings that would accrue from their combined suspension is greater than the sum of their savings individually due to the ability to eliminate more labor resources. The estimated savings would be $590,000.

**Fares**

Two fare increase proposals were considered, as follows:

- A 25-cent increase on the base fare would result in $0.9 million in additional fare revenue;
- A 25-cent increase on the zone fare would result in $1.4 million in additional fare revenue.
In the past, ridership loss due to fare elasticity has not been a major factor in determining Caltrain fare increases. The Commuter Fare Comparison (attached) shows that the proposed fare increases will bring Caltrain to the top of its peer group in terms of maximum fare per mile.

**GO Pass**

An analysis of surveys provided by participating companies reveals that the GO Pass program is underpriced. Increasing the cost of each pass from $140 to $155 brings the cost more in line with the goal of revenue neutrality and would result in an estimated $150,000 of additional revenue if implemented for 2011.

**Codified Tariff - Clipper™ Implementation**

Modifications to the Codified Tariff to reflect Clipper™ implementation are not expected to have budgetary impacts; rather, they will aid in the transition away from paper monthly and 8-ride tickets.

**Ticket Offices**

Closing the staffed ticket offices at San Francisco and San Jose Diridon stations is estimated to yield a savings of $700,000 for FY2011 when implemented in October 2010. This would contribute to the $2.3 million in savings needed to close the FY2011 budget gap.

**BACKGROUND**

Outreach efforts included four drop-in community meetings on August 19, 2010. These meetings were held at the San Francisco, San Jose and Gilroy Caltrain stations and in San Carlos at Caltrain Headquarters. At those meetings, staff also sought input on the plan to close the San Francisco and San Jose ticket offices, effective October 8, 2010.

The community meetings and the public hearing were advertised in the San Francisco Chronicle, San Mateo Daily Journal, San Jose Metro News, Gilroy Dispatch and El Observador. Take One notices were placed on the trains, flyers were posted at the stations and news releases were issued to publicize the meetings and hearing.

Additionally, notification of the proposed changes was posted on the Caltrain web site.

As of August 24th, 860 individuals offered more than 1300 comments on the proposals under review via email, phone, postal mail and at the community meetings. In general the proposals gathering the largest number of comments are 1) No Gilroy service suspension (239 comments); 2) No weekend service suspension (212 comments); 3) Supporting a fare increase (190 comments).

The attached “Comment Summary” shows the results of public comment.

Prepared by:   Ted Yurek, Senior Planner      650.508.6471
Donald G. Esse, Senior Operations Financial Analyst 650.508.6329
## Commuter Rail Fare Comparison

<table>
<thead>
<tr>
<th>Agency</th>
<th>City</th>
<th>One-way Track Miles</th>
<th>Zones</th>
<th>Max. Fare Per Mile</th>
<th>One-way Cash Fare</th>
<th>Monthly Pass</th>
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<tr>
<td><strong>Caltrain (current)</strong></td>
<td>San Francisco-SJ</td>
<td>46.9</td>
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<td>$0.165</td>
<td>$0.100</td>
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<td>76.8</td>
<td>6</td>
<td>$0.150</td>
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<tr>
<td><strong>$0.25 zone increase</strong></td>
<td>San Francisco-SJ</td>
<td>46.9</td>
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<td>$0.181</td>
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<tr>
<td>w/ Gilroy ext.</td>
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<td>76.8</td>
<td>6</td>
<td>$0.163</td>
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<td>ACE (1-1-09)</td>
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<td>BART (7-1-09)</td>
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<td>$0.155</td>
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<td>MBTA (6-2-10)</td>
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<td>49.5</td>
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<td>Metra (2-1-10)</td>
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### Notes:
For comparative purposes, the Caltrain information is shown from San Francisco to San Jose and from San Francisco to Gilroy.
BART fares are mileage based, not zone based. BART does not offer a monthly pass, it offers a 6.25% discount for high value tickets.
Date of 6-2-10 indicates current fares of unknown effective date
Sounder has a base fare of $2.55 plus 5.5 cents/mile, minimum $2.75.
Max. Fare/Mile = maximum one-way cash fare or monthly pass / one-way track miles
Metra fare increase 2-1-10 did not increase monthly pass prices
Some system comparisons use sample lines, not max zone or entire system
Caltrain Public Comments Regarding Fare Increases & Service Suspensions Option
FY 2011

<table>
<thead>
<tr>
<th>Increase Fare and/or Fees</th>
<th>Service Suspension</th>
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<tr>
<td>$0.25 base For Agnst</td>
<td>$0.25 zone For Agnst</td>
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<td>$0.25 zone For Agnst</td>
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<td>Parking For Agnst</td>
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<td>Parking For Agnst</td>
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<td></td>
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<tr>
<td>176</td>
<td>47</td>
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<td>104</td>
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<tr>
<td>222</td>
<td>28</td>
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<tr>
<td>189</td>
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(Figures as of August 25, comment period closes September 2, 2010 at 10 am.)

887  Total people providing comments
1,321  Total comments received on specific tabulated items
Chair Sean Elsbernd called the meeting to order at 10:05 a.m. Director Mark Church led the Pledge of Allegiance.

PUBLIC COMMENT
John Carpenter, Mountain View, said the cities of Mountain View and Palo Alto submitted letters to the California High Speed Rail Authority (CHSRA) on the Alternatives Analysis Report.

Shirley Johnson, San Francisco Bicycle Coalition (SFBC), said at the June meeting she spoke about the $10 million Tiger II grant. She said Caltrain staff met with the SFBC to discuss the grant and informed them they do not intend to apply for it. The SFBC has compiled an analysis on the benefit of this grant.

Jeff Carter, Burlingame, said this past Sunday there were a number of big events in the Bay Area creating a large demand for bicycle capacity. Most northbound trains were standing room only. The 6:15 p.m. southbound train was so crowded when it departed San Francisco that people were left behind at both Millbrae and Broadway stations. He said staff did a great job on the Bay to Breakers service, so why can’t service be improved on the last Sunday of June for these events. Mr. Carter said he purchased a monthly ticket at the Burlingame station this morning and half the month is washed off and unreadable.

Mari Hunter, SFBC, said more bicycle capacity means more revenue.

CONSENT CALENDAR
a. Approval of Minutes of June 3, 2010
b. Authorize Amending the Citizens Advisory Committee Bylaws
c. Authorize Filing an Application to Receive $18 Million of Federal Railroad Administration (FRA) High Speed Intercity Passenger Rail (HSIPR) Funds for the South Terminal Station Project
d. Authorize Filing an Application to Receive $10 Million of Fiscal Year 2010 Federal Rail Administration (FRA) Railroad Safety Technology Program Funds for the Caltrain Positive Train Control (PTC)/Communication Based Overlay Signal System (CBOSS) Project

e. Authorize Amendment to Extend the Contract with Parking Company of America Management, LLC for Shuttle Bus Service for up to Two Additional One-Year Terms

g. Authorize Approval and Ratification of the Fiscal Year 2011 Insurance Program

Director Omar Ahmad requested an item be removed from the consent calendar for further clarification.

The Board approved the consent calendar (Gage/Ahmad).

f. Authorize Award of Contracts to Essence Printing, Fong Brothers Printing, Inc. and Spectrum Lithographic for a Total Estimated Aggregate Amount of $404,000 for a Three-Year Term to Provide Printing Services for Newsletters, Timetables and Take Ones

Director Ahmad asked, since these are no guarantee contracts, is it at the discretion of staff to pick and choose who is available at the time for a particular job. Executive Director Michael Scanlon said yes.

The Board approved item (Ahmad/Ford).

CHAIRPERSON’S REPORT
Chair Elsbernd thanked Peninsula Rail Program Director Bob Doty for his presentation on Tuesday to the San Francisco Transportation Authority.

Appointment of Citizens Advisory Committee (CAC) Member Cat Tucker, Representing Santa Clara County.
Director Don Gage said 16 applications were received to fill the Santa Clara County vacancy on the JPB CAC. Director Gage said the Santa Clara County selection committee is recommending incumbent Cat Tucker for reappointment to the CAC for a three year term expiring on June 30, 2013.

The Board approved the CAC appointment of Cat Tucker (Ahmad/Yeager).

METROPOLITAN TRANSPORTATION COMMISSION (MTC) LIAISON REPORT
MTC Commissioner Sue Lempert reported:
- The launch of the new Clipper card was very successful.
- Tolls go up today on Bay Area bridges.

Director Gage asked about FasTrak for carpools on the Carquinez Bridge. Ms. Lempert said drivers must have FasTrak to go through the carpool lanes during peak hours and will be charged $2.50. On the Golden Gate Bridge, carpoolers must stop at the toll booth so toll collectors can count how many passengers are in the car. The FasTrak charge for the Golden Gate Bridge is $3.00.
REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)
CAC member Bruce Jenkins reported on the June meeting:
1. Staff provided a general update.
2. The August meeting was cancelled and the next meeting will be September 15 [sic July 21] at 5:30 p.m.

REPORT OF THE EXECUTIVE DIRECTOR
Executive Director Michael Scanlon reported:
  a. Total Ridership was 1,041,920, a decrease of 1.2 percent.
  b. Average Weekday Ridership was 40,021, a decrease of 1.3 percent.
  c. Total Revenue was $3,958,684, an increase of 7.1 percent.
  d. On-time Performance was 93.9 percent, a decrease of 0.7 percent.
  e. Caltrain Shuttle Ridership was 5,323, a decrease of 3.6 percent.
- Year-to-date Performance Statistics ending May 2010 compared to May 2009
  f. Total Ridership was 10,913,828, a decrease of 6.4 percent.
  g. Average Weekday Ridership was 37,555, a decrease of 6.5 percent.
  h. Total Revenue was $38,927,604, a decrease of 1.8 percent.
  i. On-time Performance was 94.2 percent, a decrease of 1.1 percent.
  j. Caltrain Shuttle Ridership was 5,560, a decrease of 9.1 percent.
- Clipper use on Caltrain continues to increase each month. Staff is actively transitioning monthly and 8-ride ticketholders to Clipper.
- The new Caltrain website was launched yesterday.
- Through 42 games, baseball service is up an additional 198,000 riders. This is up 1 percent compared to the same number of games last year.
- Extra trains will depart San Francisco after the Independence Day fireworks. Last year more than 3,600 rode this service.
- A modified Saturday schedule, including four limited express trains and one Gilroy roundtrip, will operate on Monday, July 5.
- Extra service will be added for the Paul McCartney concert at AT&T Park on July 10.
- On June 19 extra southbound service was added for a Genentech employee appreciation event at AT&T Park.
- Bike on board count and dwell study is complete and is the final phase of the Onboard Bike Improvement Program. Staff expects to have a final report completed by the end of July.
- The Bicycle Advisory Committee is in the final process of selecting members and will hopefully meet before the end of July.
- The Tiger II Grant needs a $2.5 million match for a total of $12.5 million. There is not $12.5 million in bike improvement work to be done for this grant.
- Staff and legal counsel continue to be very involved in the Request for Proposal process for the new operator contract. There were approximately 400 questions submitted in the first round.
- A balanced budget will be presented today thanks to the partner agencies and help from the MTC. This balanced budget will require service cuts and fare increases amounting to at least $2.3 million.
- The very popular Holiday Train will be discontinued this year due to financial constraints.
Joint Powers Board Meeting
Minutes of July 1, 2010

- Caltrain’s farebox recovery ratio outperforms all the services of the partner agencies and is an important service and critical to the environment.

Peninsula Rail Program (PRP) Update
Mr. Doty provided these details:
- The first Alternatives Analysis Report was delivered to the CHSRA in April. The process of reaching out to 17 cities, with over 40 meetings, was completed last week.
- In August, the next Alternatives Analysis Report will be submitted. This analysis will show a narrowing of options, more specifically identifying what is the preferred solutions or combination of solutions, with everything being taken into consideration.
- The next process will be more intense because it will focus on what staff thinks is buildable and fundable, as well as desirable. Staff will schedule meetings with the Board to go over the next process. This is going to be a fairly significant change because staff will discuss sensitive issues, especially what the impacts are to property, vicinities, stations and the effect on Caltrain.

Public Comment
Shirley Johnson, SFBC, said the SFBC doesn’t want Caltrain to miss out on $10 million of Tiger II funding. She asked staff to reconsider this grant because the Tiger II notice states that multiple, separate projects can be combined to apply for this grant. She said one of the grant selection criteria is state of good repair. Ms. Johnson asked if it would be possible to package multiple projects together and apply for this grant.

Pat Giorni, Burlingame, said when Context Sensitive Solutions began and alternatives analysis were being looked at, technical and policy working groups were organized. She said these meetings were open to public and she put her name on an e-mail list to be notified of future meetings. Ms. Giorni said she has never received information on these meetings.

Greg Greenway, Peninsula Freight Rail Users Group, said the group participated actively in the alternatives analysis process. One issue, from a freight perspective, is the 1 percent grade parameter. This 1 percent parameter is not a hard constraint and it is very common to move heavy freight on a 1 percent elevation. Mr. Greenway would like to know the rationale for this 1 percent parameter and if there is any flexibility on this issue.

ACCEPTANCE OF STATEMENT OF REVENUES AND EXPENSES FOR MAY 2010
Deputy CEO Gigi Harrington said revenues and expenses are on track and staff is seeing savings to move into the Fiscal Year (FY) 2011 budget. Last week, fuel was $2.15 per gallon. Ms. Harrington said half of the FY2011 fuel budget was locked in at $2.25 per gallon.

A motion (Lloyd/Yeager) to accept the May statement was approved unanimously.

CALL FOR A PUBLIC HEARING ON SEPTEMBER 2, 2010 FOR CONSIDERATION OF SERVICE SUSPENSIONS AND FARE CHANGES
Deputy CEO Chuck Harvey said Staff Coordinating Council (SCC) is asking the Board to set a public hearing on September 2, 2010 to receive public comment on the proposed Caltrain service and fare changes. The process will include three public meetings, one in each county. At the conclusion of the public hearing staff will present final recommendations for service and fare adjustments necessary to complete the closure of the deficit in the operating budget.
Public Comment
Doug DeLong, Mountain View, said he supports the call for the public hearing, but the scope should be broadened slightly to include service changes for operational efficiencies.
Mr. DeLong asked how the public can offer suggestions on this issue before the public meetings.

Richard Hackman, Palo Alto, said public comment is imperative to give residents an opportunity to speak about a service that is important to them. Caltrain plays a huge role in the City’s economic and development planning and voices need to be heard related to this issue.

Jeff Carter, Burlingame, said when recommendations are made for possible service cuts, staff needs to consider the service as a whole and the service Caltrain provides to its customers. He said basing service cuts on ridership alone, without consideration of the customers who use the service, would be irresponsible of the JPB. Mr. Carter said while the early morning trains may have low ridership, they provide an important service for getting people to and from their jobs. Caltrain needs to carefully think about the choices in service cuts they make. Staff should consider increasing the one-way fares, offer a discount on day passes and keep the monthly pass increase at a minimum.

Jarrett Mullin, Mountain View, asked the Board to consider holding public hearings in the evening since most passengers work during the day. He also asked that sufficient notice is placed on trains and at stations so passengers are aware of the public hearings.

Pat Giorni, Burlingame, said the Board needs to take into consideration the early morning and late night trains when considering the service cuts.

A motion (Church/Ford) to call for public hearing was approved unanimously.

PROPOSED FISCAL YEAR 2011 OPERATING BUDGET
Ms. Harrington made the following points:
- Total revenues are $99.9 million.
- Total operating expenses are $100.2 million, including $2 million for the new operator transition costs and $2.3 million needed through fare increases and service cuts.
- Total member contributions for FY2011 are $35 million.
- Monies used to close the gap include $5 million in State Transit Assistance (STA) funds; $6 million in savings from the current fiscal year; additional funding proposed from the partners and the proposed elimination of the staff ticket offices at the San Francisco and San Jose Diridon stations.
- There is a projected $29.5 million shortfall for FY2012.

Mr. Harvey made the following points:
- Staff is projecting a January implementation of the fare increase and service reductions.
- The last fare increase was in January 2009. Options being considered are a 25-cent increase to the base ticket, 25-cent increase to the zone and an increase in GO Pass pricing.
- A service reduction needs to retain ridership and revenue; reduce cost; and retain the highest net benefit.
- Changes analyzed with positive net benefit include elimination of Gilroy service; no weekend service; reduction of midday trains; and reduction of two early morning and two late evening trains.
Director Ahmad asked about the Gilroy service and the savings. He asked if the maintenance of the extension would remain intact. Mr. Harvey said the savings assume all work will be shut down except for anything that is safety-related.

Director Ken Yeager asked if financial conditions improve for the partners, will service be added and how much service is being considered as temporary or permanent. Mr. Harvey said all the changes staff has noted are all doable in the short-term and pretty easy to reinstate.

Director Yeager asked which stations still have station agents. Mr. Harvey said only San Jose Diridon and San Francisco.

Ms. Lempert asked if the Gilroy service elimination is all or nothing. Mr. Harvey said yes it is all or nothing because only three trains operate in the morning and evening.

Director Gage said the Gilroy service affects three counties. Mr. Harvey said there is a net savings to close the Gilroy extension.

Public Comment
Vaughn Wolfe, Pleasanton, said staff should consider wind power.

Director Gage said no money has been made on the fuel hedging program this year. Mr. Scanlon said money has not been made, but the fuel hedge has been tripped and payments have been received.

Director Gage asked if the payments make up for the amount of money spent for the fuel hedging program. Ms. Harrington said the FY2010 fuel hedging transaction hasn’t broken even, but staff was able to lower the budget, have budget certainty and close the FY2010 budget. Director Gage asked if staff still feels this is a good option to use even though the full amount hasn’t been recovered. Ms. Harrington said yes because it allows staff to create budget certainty for half of the fuel.

Director Gage thinks staff is gambling with the fuel hedge program, especially if the economy is rebounding. Mr. Scanlon said the program is a protection because of the volatility of fuel. He said the Transit Cooperative Research Program is writing up Caltrain for industry best practice for the fuel hedging program. Mr. Scanlon strongly recommends staying on this course for the immediate future.

Director Gage asked how many agencies are participating in fuel hedging. Mr. Scanlon said SamTrans has locked into the fuel hedge program.

Mr. Harvey said fuel was locked in at $2.05 per gallon on May 20 for the FY2011 budget; this week fuel is being purchased at $2.23 per gallon.

Director Ahmad said there is going to have to be menu choices. He said he is not a fan of coming back each year with recommended cuts. The subcommittee needs to make hard cuts so the public and employees have certainty.
Director Nat Ford said due to timing issues as it relates to the San Francisco contribution, specifically the San Francisco Municipal Transportation Authority’s (SFMTA) budget, he would like to move this item contingent on the San Francisco Board of Supervisors approval of the SFMTA budget, which includes the San Francisco member contribution.

Legal Counsel David Miller said there is a resolution before the Board and at the end of the resolution is a provision which states the Executive Director is to forward a copy of the budget to the member agencies for approval at the earliest practical date. This is quite consistent with the ground rules of the Joint Powers Agreement. Mr. Miller said Director Ford is just requesting the clause be amended to include the approval of the San Francisco Board of Supervisors, in so far as the San Francisco contribution is concerned.

A motion (Ford/Lloyd) to approve the FY2011 Operating Budget was approved unanimously by roll call.

ADOPTION OF FISCAL YEAR 2011 CAPITAL BUDGET
Director of Budgets and Grants April Chan said SCC is asking the Board to approve the FY2011 Capital Budget in the amount of $33.4 million. This item was previously presented at both the May and June JPB meetings. Ms. Chan said at the June meeting, staff presented a $37.3 million Capital Budget. In order to balance the Capital Budget staff is recommending deferring $4.9 million of rolling stock state of good repair projects. Since the June meeting, the only other change in the Capital Budget is the Rail Operations Control System. Ms. Chan said staff is proposing to include in an additional $2.5 million to account for the staffing levels required to support the implementation of the project over the next two years. This project is fully funded by grant funding. Ms. Chan said the FY2011 Capital Budget has $19.6 million in Federal, State and regional grants and $13.7 million from member agencies.

Director Gage asked how much reduction has been done in capital projects. Ms. Chan said the budget started in the $50-$60 million range. Staff did a thorough look at what absolutely needs to be done this year. This is one of the smallest capital budgets she has worked with in the past 10 years.

Mr. Scanlon said safety and anything that makes the train move will not be deferred or compromised.

Public Comment
Pat Giorni, Burlingame, said CHSRA should be putting in a lot more to the capital budget for the PRP. She also reiterated that CHSRA should be paying for the public meetings recently held pertaining to the alternatives analysis.

Greg Greenway, Peninsula Freight Rail Users Group, said as staff looks to future budgets, freight rail could be considered as part of the budget solution. He said moving freight along the Peninsula can provide increased revenue. Mr. Greenway said the freight volume could be doubled along the Peninsula using the current infrastructure and market conditions and it would not impede High Speed Rail (HSR).

Director Gage said the CHSRA is in flux and there is no alignment set. There needs to be finality to issues so people will know if they will be affected.
Director Art Lloyd supports freight usage and asked if there is a revenue source. Mr. Scanlon said freight usage fees are included in the Other Revenue line item of the budget.

Mr. Scanlon said the HSR alignment is subject to a lot more public input. He has met and spent time with CHSRA Chief Executive Officer Roelof van Ark and is very impressed. Mr. Scanlon said there will be unrest, but dialogue will take place on how to not affect lives.

A motion (Lloyd/Yeager) to adopt the FY2011 Capital Budget was approved unanimously by roll call.

**AUTHORIZE AWARD OF CONTRACT TO GRANITE CONSTRUCTION, INC. FOR A TOTAL AMOUNT OF $77,699,000 FOR THE SAN BRUNO GRADE SEPARATION PROJECT**

Director of Contracts and Procurement Cheryl Cavitt said SCC is recommending, contingent upon allocation of $27 million of project funds from the California Transportation Commission (CTC) and the execution of a construction and maintenance agreement with the City of San Bruno, that the Board award a contract to the lowest responsive bidder, Granite Construction.

A motion (Ford/Gage) to award a contract to Granite Construction, Inc. was approved unanimously by roll call.

**AUTHORIZE AWARD OF CONTRACT TO DISNEY CONSTRUCTION, INC. FOR A TOTAL AMOUNT OF $6,313,333 FOR THE JERROLD AVENUE BRIDGE REPLACEMENT PROJECT**

Ms. Cavitt said staff is in receipt of a timely submitted protest to this recommended award of contract. Mr. Miller said SCC is recommending award of contract to the lowest responsible bidder. There is a protest submitted by the highest bidder that the low bid is defective and is not responsive under legal standards in a couple of respects. Mr. Miller said Ms. Cavitt sent a timely written response to the protest. He said it is legal counsel’s recommendation that the Board make a motion to reject the protest submitted by Gordon and Ball, Inc.

A motion (Ford/Ahmad) to reject the protest submitted by Gordon and Ball, Inc. was approved unanimously.

Director Ford said there appears to be no Disadvantaged Business Enterprise (DBE) participation on this item. DBE Officer Raymond Lee said the contract was awarded on a race neutral basis. He said of the three lowest bidders, two bidders didn’t submit any participation. Mr. Lee said there was no goal submitted for this project.

A motion (Gage/Ahmad) to award a contract to Disney Construction, Inc. was approved unanimously by roll call.
AUTHORIZE REJECTION OF THE THREE LOW MONETARY BIDS AS NON-RESPONSIVE AND AWARD OF CONTRACT TO GORDON N. BALL, INC. FOR A TOTAL AMOUNT OF $3,182,000 FOR THE SAN MATEO BRIDGES PHASE 1 – FOUNDATION IMPROVEMENTS PROJECT

Ms. Cavitt said staff is in receipt of protest letters in regards to the award of this contract. Mr. Miller said the protests are not compelling from a legal standpoint, but staff’s updated recommendation is for the Board to consider a motion to reject all bids and re-advertise. He said the reasons for presenting this recommendation are several-fold. First, and foremost, staff has been in contact with the CTC so the funding sources allocated to this project are not in jeopardy as long as the contract is awarded by November. Mr. Miller said several of the bidders were confused. He said each of the bidders submitted the same sub-contractor for grouting. Mr. Miller said the provision that the bidders complained about was a requirement contained in the technical specifications that the bidder provide a list of five projects the grouting sub-contractor completed. He said all of these items led staff and legal counsel to believe, in the interest of fairness, to reject all bids and readvertise. Mr. Miller said this can be done quickly. Information regarding the grouting contractor will be moved into another provision with specifications so there will be no basis for anyone to claim confusion the next time. Mr. Miller said staff will be back to the Board by October for an award of contract.

Director Ash Kalra said he believes it is reasonable to rebid since three bidders omitted this item. Mr. Miller said the bid specifications specifically state the Board can reject all bids.

A motion (Kalra/Lloyd) to reject all bids and readvertise the project was approved unanimously.

AUTHORIZE AWARD OF CONTRACT TO THE LOUIS BERGER GROUP, INC. AND JONES & STOKES ASSOCIATES, INC. FOR A TOTAL AMOUNT UP TO $2,500,000 FOR A THREE-YEAR BASE PERIOD TO PROVIDE ON-CALL ENVIRONMENTAL PLANNING CONSULTING SERVICES

Ms. Cavitt said SCC is recommending the Board award contracts to The Louis Berger Group, Inc. and Jones & Stokes Associates, Inc. for on-call environmental planning services with no guaranteed amount to either firm.

A motion (Gage/Ahmad) to award a contract to The Louis Berger Group, Inc. and Jones & Stokes Associates, Inc. was approved unanimously by roll call.

STATE AND FEDERAL LEGISLATIVE UPDATE

Executive Officer, Public Affairs Mark Simon reported:

STATE UPDATE

- A new fiscal year has begun and the State does not have an approved budget.
- No proposal has been voiced by either the assembly democrats or the governor that undoes the gas tax swap.
- The Transit Funding Protection Initiative, which the Board endorsed, has qualified to be on the November ballot as Proposition 22.
- July 2 is the deadline for fiscal bills to pass out of policy committees in the second house.
- There are a number of bills pending and of concern to staff:
  - SB 409 would reorganize the CHSRA under the Business Transportation and Housing Agency.
AB 289 was recently amended to authorize the governor to appoint six new executive CHSRA staff members.

SB965 would authorize the State to expend American Recovery and Reinvestment Act funds.

FEDERAL UPDATE

- The Senate Banking, Housing and Urban Affairs Committee recently voted unanimously to adopt the Public Transportation Safety Act of 2010. This is the Obama Administration’s Transit Safety Bill. The legislation now goes to the Senate floor for a vote. The legislation would establish Federal safety standards for rail transit systems.

- The Department of Transportation announced they will be accepting applications for $2.3 billion of the $4 billion approved for HSR projects in the FY2010 appropriations bill. CHSRA is the eligible recipient for these funds and staff will be working with them, through the PRP, to determine the feasibility of including projects from the San Francisco to San Jose segment.

- The FRA has published a final rule that requires the 10 states with the worst grade crossing safety records complete a five-year action plan that addresses the problem by August 27, 2011. California is one of the 10 states identified by the FRA and staff will work with the appropriate agencies at the State level to participate in this process.

CORRESPONDENCE

None

BOARD MEMBER REQUESTS

None

DATE/TIME/PLACE OF NEXT MEETING

Thursday, August 5, 2010, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070

Mr. Scanlon said staff doesn’t see a need for a meeting in August and would recommend the meeting be cancelled.

A motion (Church/Lloyd) to cancel the August meeting was approved.

GENERAL COUNSEL REPORT

Closed Session: Pending Litigation Pursuant to Government Code Section 54956.9 (a)

Mr. Miller said Executive Officer, Planning and Development Marian Lee and he will be meeting this afternoon with interested members of the community and representatives of the various associations relative to the electrification project Environmental Impact Report (EIR).

Mr. Miller said staff hopes to bring the electrification EIR back to the Board as soon as possible for certification.

Adjourned to close session at 11:42 a.m.
Reconvened to open session at 11:48 a.m.
Mr. Miller said the Board met in closed in session to hear a report on a recent decision in favor of the JPB in the Peterson case. Instructions have been given to legal counsel with respect to further issues regarding this case. No action is to be taken at this time.

ADJOURNED

Adjourned at 11:50 a.m.
AGENDA ITEM # 5 (b)
SEPTEMBER 2, 2010

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Gigi Harrington C.H. (Chuck) Harvey
Deputy CEO Deputy CEO

SUBJECT: RATIFICATION OF THE AWARD OF AN EMERGENCY CONTRACT TO TECHNOLOGY, ENGINEERING & CONSTRUCTION, INC. FOR THE REPAIR OF THE CEMOF INDUSTRIAL WASTE PIPELINE

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

1. Ratify the award of an emergency contract with Technology, Engineering & Construction, Inc. dba TEC Accutite, Inc. (TEC) in the amount of $94,292 for the cost of labor and materials associated with the emergency repair of the industrial waste pipeline at the Centralized Equipment Maintenance and Operations Facility (CEMOF);

2. Approve an amendment to increase the Fiscal Year 2011 Caltrain Capital Budget by $96,000 to provide the requisite budget authority for the CEMOF Industrial Pipeline Emergency Repair project.

SIGNIFICANCE
The emergency repair of the industrial waste pipeline at CEMOF was needed to prevent additional leaks in this line, to protect the surrounding soil from contamination, to preclude environmental liability and substantial fines for illegal discharges, and to prevent potential disruptions to Caltrain service.

BUDGET IMPACT
No JPB member funding is required for this action.

BACKGROUND
As a result of a design omission by a JPB consultant, a section of pipe carrying pressurized industrial wastewater from a lift station at CEMOF to the wastewater treatment plant broke and released contaminated wastewater. As a result, the JPB was required by the San Francisco Bay Regional Water Quality Control Board (RWQCB) to clean up the contaminated area and to prevent another leak from occurring.
The section of leaking pipeline was repaired, but it was determined that the entire length of this pipeline, approximately 1,300 linear feet, needed to be replaced before additional leak problems developed. It was also determined, soon thereafter, that the cause of the leak in the industrial waste (IW) pipeline was a design omission by the consultant. After negotiations with the designer, the JPB received a settlement of $96,000 from the designer to cover the cost of replacing the pipeline.

Until the pipe section is replaced, the probability of another pipe failure is likely because operations at CEMOF require this section of pipe to continue to carry pressurized industrial wastewater on a daily basis. Another failure in the pipe would result in leakage of contaminated wastewater and clean-up costs incurred by the JPB. Additionally, such a failure could lead to fines and shut down orders from the RWQCB and disruption to Caltrain service.

If the pipe is not replaced before the coming rainy season, the likelihood of another failure will increase due to the higher volume of flow through the pipes produced by the rain. If the pipe is replaced during the rainy season, there will be no means of draining the rainwater that collects in the service and inspections (S&I) pits while the pipe is being replaced. If the S&I pits are filled with water, the trains cannot be inspected and will not be allowed to operate, resulting in a disruption to Caltrain’s service. These circumstances pose serious risks that justify use of the emergency procurement procedures in the Procurement Manual and under applicable law.

By awarding this contract through an emergency procurement, the work will be performed during the summer of 2010. Under the standard competitive procurement process, which requires the development of a bid specification package, the work could not be completed until the winter of 2011.

Although not required for an emergency procurement, cost quotations for this work were collected from three qualified contractors, and are summarized below:

<table>
<thead>
<tr>
<th>Contractor</th>
<th>Price</th>
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<tbody>
<tr>
<td>TEC Accutite</td>
<td>$ 94,292</td>
</tr>
<tr>
<td>HSR Incorporated</td>
<td>$ 177,660</td>
</tr>
<tr>
<td>Preston Pipeline,</td>
<td>$ 201,778</td>
</tr>
</tbody>
</table>

TEC Accutite (TEC) was determined to have the lowest responsible price quote. SamTrans currently has a multi-year contract with TEC for maintenance of our underground tank fueling system at the North and South bases. In addition, TEC has working experience on several SamTrans capital improvement projects and their record of performance has been exemplary. Therefore, staff concludes that TEC was appropriately qualified and capable of performing this emergency repair at its fair and reasonable price.

Contract Officer: Helen Hoang 650.508.7964
Project Manager: Jim Kellner, Project Manager 650.508.6333
RESOLUTION NO. 2010-

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

*   *   *

RATIFICATION OF THE AWARD OF AN EMERGENCY CONTRACT IN THE
AMOUNT OF $94,292 TO TEC ACCUTITE, INC. FOR THE EMERGENCY REPAIR
OF THE CEMOF INDUSTRIAL WASTE PIPELINE

WHEREAS, the Peninsula Corridor Joint Powers Board (“JPB”) owns the Centralized
Equipment Maintenance and Operations Facility (CEMOF); and

WHEREAS, a section of pipe carrying pressurized industrial wastewater from a lift
station at CEMOF to the wastewater treatment plant broke and released contaminated
wastewater; and

WHEREAS, the JPB was required by the San Francisco Bay Regional Water Quality
Control Board (RWQCB) to clean up the contaminated area and to prevent another leak from
occurring; and

WHEREAS, pursuant to a negotiated settlement regarding the design defect which
caused the failure of the wastewater pipeline, the design consultant has paid the JPB $96,000 to
cover the estimated cost of replacing approximately 1,300 feet of the existing pipe with the
appropriate pipe; and

WHEREAS, the work to replace the pipe must be completed before the coming rainy
season, or there will be an increased risk of another pipe failure and resultant wastewater
leakage, as well as an increased risk of disrupted Caltrain service if the waste pipe is under repair
during the rainy season when the service and inspection pits collect rainwater; and

WHEREAS, these circumstances pose serious risks that justify use of the emergency
procurement procedures in the Procurement Manual; and

WHEREAS, staff solicited three quotes for the replacement work and TEC Accutite of
South San Francisco, CA was determined to have the lowest responsible price quote which
compared favorably to the independent cost estimate generated by the JPB; and
WHEREAS, TEC Accutite is familiar with the scope of work and has proven to be a competent and responsible contractor, and was deemed by staff to be appropriately qualified to perform the emergency CEMOF waste pipeline repair; and

WHEREAS, on or after August 19, 2010, the Executive Director awarded a contract to TEC Accutite in the amount of $94,292 for the cost of labor and materials to perform the replacement of the CEMOF industrial waste pipeline; and

WHEREAS, the Executive Director requests, and the Committee concurs, that the Board ratify the award of an emergency contract to TEC Accutite.

NOW THEREFORE BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby ratifies the award of an emergency contract to TEC Accutite of South San Francisco, CA in the amount of $94,292 for the cost of labor and materials to perform the replacement of the CEMOF industrial waste pipeline.

BE IT FURTHER RESOLVED, that the Board of Directors of the Peninsula Corridor Joint Powers Board approves an amendment to increase the Fiscal Year 2011 Caltrain Capital Budget by $96,000 to provide the requisite budget authority for the CEMOF Industrial Pipeline Emergency Replacement project.

Regularly passed and adopted this 2nd day of September, 2010 by the following vote:

AYES:

NOES:

ABSENT:

Chair, Peninsula Corridor Joint Powers Board

ATTEST:

JPB Secretary
TO: Board of Directors

THROUGH: Michael Scanlon
Executive Director

FROM: Marian Lee
Executive Officer, Planning and Development

SUBJECT: CALL FOR PUBLIC HEARING ON PROPERTY CONVEYANCE POLICY AND FEE SCHEDULE UPDATE

ACTION
The Staff Coordinating Council proposes that the Board call for a public hearing to address adoption of an updated Policy Regarding Conveyance of Property Interests Involving Property Owned by the JPB and Fee Schedule, and possibly take action on such items at its October 7, 2010 meeting.

SIGNIFICANCE
The proposed policy would provide administrative guidance for processing requests by third parties involving encroachment requests or grants of property rights.

The proposed fee schedule would set forth charges to third parties to enter JPB property. These fees would cover administrative expenses associated with the review and approval of property entry requests and oversight of projects on JPB property. The current fee schedule hasn’t been updated in more than a decade.

BUDGET IMPACT
The proposed changes are anticipated to promote administrative efficiencies and higher fee collection. Additional revenues realized will be reflected in future budget approvals.

BACKGROUND
The Board originally adopted a fee schedule in April 1992 and originally issued a policy for access to JPB property in April 1994, at which time the fee schedule was updated.

Prepared by: Brian W. Fitzpatrick, Manager, Real Estate and Property Development
650.508.7781
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Gigi Harrington
Deputy CEO

SUBJECT: INFORMATION ON STATEMENT OF REVENUES AND EXPENSES FOR THE PERIOD ENDING JUNE 30, 2010

The Finance Division engages in many activities following the end of the June 30 fiscal year both to close out the old fiscal year and set up the new fiscal year. The demands of these activities require a longer time to produce a complete Statement of Revenues and Expenses than allowed by the normal board meeting cycle. Consequently, staff will present a Statement of Revenues and Expenses for June at the October 7 meeting of the Board of Directors.

Prepared by: Patricia Reavey, Director of Finance 650.508.6434
JUNE 2010 AND FISCAL YEAR 2010
For June 2010, Caltrain average weekday ridership (AWR) increased 2.2 percent when compared to June 2009. AWR based on ticket sales was 39,842 for June 2010, an increase of 863 compared to June 2009. This is the first increase in year to year monthly AWR since February 2009. For the fiscal year, however, AWR is down 5.8 percent compared to FY2009. The total number of passengers for the month of June 2010 was 1,055,962. This is a 2.3 percent increase from last year’s June total of 1,032,309. For the fiscal year, total ridership was 11,969,790 which is down 5.7 percent compared to FY2009.

In June 2010, on-time performance was 94.4 percent, as compared to 93.1 percent in June 2009. This represents an increase of 1.3 percentage points and is just below the goal of 95 percent. For the fiscal year, on-time performance was 94.2 percent. In FY2009 the goal was met with on-time performance averaging 95.1 percent.

Average weekday shuttle ridership was estimated at 5,255. Overall shuttle ridership is down 9.5 percent but the non-Marguerite ridership is down 10.9 percent. For the fiscal year total shuttle ridership was 8.1 percent lower than FY2009. Staff will continue to report shuttle ridership both with and without Marguerite counts to allow meaningful comparisons. There are large variations among individual shuttles that reflect the local area economy impact on companies directly served by these shuttles. For the station shuttles, the Millbrae-Broadway shuttle averaged 106 daily riders. The Tamien-San Jose shuttle averaged 46 riders per Saturday/Sunday. The Belmont-Hillsdale shuttle averaged 53 daily riders.

JULY 2010
For July 2010, Caltrain average weekday ridership (AWR) decreased 0.4 percent when compared to July 2009. AWR based on ticket sales was 40,698 for July 2010, a decrease of 148 compared to July 2009. The total number of passengers for the month of July 2010 was 1,082,981. This is a 1.5 percent decrease from last year’s July total of 1,098,953.

In July 2010, on-time performance was 93.7 percent, as compared to 94.3 percent in July 2009. This represents a decline of 0.6 percentage points and can be attributable to equipment problems.
Average weekday shuttle ridership was estimated at 5,080. Overall shuttle ridership is down 6.7 percent but the non-Marguerite ridership is down 5.4 percent. For the station shuttles, the Millbrae-Broadway shuttle averaged 94 daily riders. The Belmont-Hillsdale shuttle averaged 57 daily riders. The weekend Tamien-San Jose shuttle averaged 60 riders per day.

Caltrain Promotions – June 2010

Sunset Celebration Weekend – In partnership with Sunset Publishing, we co-promoted taking Caltrain to the company’s annual Sunset Celebration Weekend in Menlo Park. Caltrain issued a news release, and Sunset funded take ones for the trains as well as a free shuttle from the Menlo Park Caltrain Station, which carried 253 customers.

San Francisco Giants – The boys of summer are helping to bring more customers to Caltrain. As part of our season-long campaign, we promoted Caltrain to the game via radio spots on KNBR, the Giants flagship station, and KFOG, prominent web presence on the Caltrain site, print ad in the Giants game program, video commercial on the AT&T Park scoreboard and a printed program. In response to understanding the value of Caltrain bringing customers to the diamond, the Giants have set up a portable Dugout store at the San Francisco station for select games. Total additional ridership so far this season is 214,292, an increase of 4 percent from last season.

Dump the Pump – The American Public Transportation Association sponsors an annual day to help Americans and Canadians realize that they can forego gassing up by taking public transit. This year Caltrain did its part to educate visitors and residents with ads, a countdown clock on its website and a customer event at the San Francisco station.

New Website – After extensive public input and guidance from its customers, Caltrain launched a redesigned and upgraded website at the end of June. Many of the customers’ requests made it into the final design and others will be added in the future. Available now are subscriptions to specific topics, a page for each station with detailed information (train times, type of service, amenities, transit connections and a link to Google Maps Trip Planner), and scalable font size. The site also uses Google Translate so customers can get the information in a variety of languages.

Caltrain Promotions – July 2010

Fireworks Specials – Caltrain helped Peninsula and South Bay residents celebrate their independence from the car by operating special service after the annual fireworks display in San Francisco. Print ads, Web presence, a news release and inclusion in Weekend Edition were used to promote the service. More than 4,100 people declared their independence via Caltrain.

Modified Service July 5 – With many employees having July 5 off in observance of Independence Day, we promoted our modified service via print ads.

Paul McCartney Concert – The last time Paul McCartney played in San Francisco, Caltrain carried about half as many customers as it does today*. Caltrain operated extra trains to ferry more than 6,145 fans to and from the concert, which was promoted via radio ads, a news release and web presence.

* 6.9 million in 1966; 12 million 2010
**San Francisco Giants** – While the Giants traded catcher Bengie Molina to Texas, Caltrain customers continue to make trades of their own: trading driving for a nice train ride. Our season-long campaign includes radio spots on KNBR, the Giants flagship station, and KFOG, prominent web presence on the Caltrain site, print ad in the Giants game program, video commercial on the AT&T Park scoreboard and a printed program. Even with the All Star break, additional ridership so far this season is 272,669, an increase of 6 percent from last season.

**On the Map** – Caltrain advertised in the Official Map of San Mateo County Silicon Valley with a system map detailing the amenities available at each station.

**ClipperSM** – Caltrain staff made a number of station visits to promote the Clipper card. This is one of a number of ways that Caltrain employees are making customers aware of the smart card program and also informing them that beginning early next year the only way to get a Caltrain Monthly Pass or 8-ride Ticket is to load it onto a Clipper card.

**Weekend Edition** – The summer issue of the Caltrain’s Weekend Edition hit the racks. It provides a listing of events and fun locations up and down the Caltrain line and instruction on how to get their using the train (and other transit as needed). Destinations include concerts, sporting events, museums, festivals and farmers’ markets. The guide is available on trains and online.

**Telling Our Story** – As part of the American Public Transportation Association’s initiative to help people understand the importance of public transportation, it has launched “Telling Our Story”. Public transit agencies across America are telling their stories through testimonial ads and videos. SamTrans and Caltrain teamed up to produce a short video focusing on one of their key customer segments: commuters. The vignette opens with some wise words from Rep. Anna Eshoo (D-Palo Alto) that were captured when she spoke at a transit event earlier this year. The video has been posted to YouTube and APTA’s website.

Prepared by:  
Ted Yurek, Senior Planner  
Rita Haskin, Executive Officer  
650.508.6471  
650.508.6248
### Table A

#### June 2010

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<th></th>
<th>FY2009</th>
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<td>Average Weekday Ridership</td>
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<td>On-time Performance</td>
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<td>Caltrain Shuttle Ridership</td>
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<td>Non-Marguerite Shuttle Ridership</td>
<td>3,369</td>
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#### Fiscal Year 2010

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<tr>
<td>On-time Performance</td>
<td>95.1%</td>
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<td>Average Caltrain Shuttle Ridership</td>
<td>6,093</td>
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#### July 2010

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<th>FY2011</th>
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<tr>
<td>Total Ridership</td>
<td>1,098,953</td>
<td>1,082,981</td>
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<tr>
<td>Average Weekday Ridership</td>
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<td>$3,889,947</td>
<td>$3,952,011</td>
<td>1.6%</td>
</tr>
<tr>
<td>On-time Performance</td>
<td>94.3%</td>
<td>93.7%</td>
<td>-0.6%*</td>
</tr>
<tr>
<td>Caltrain Shuttle Ridership</td>
<td>5,443</td>
<td>5,080</td>
<td>-6.7%</td>
</tr>
<tr>
<td>Non-Marguerite Shuttle Ridership</td>
<td>3,107</td>
<td>2,938</td>
<td>-5.4%</td>
</tr>
</tbody>
</table>

* numeric difference of the percentages

### Graph A

**Caltrain Average Weekday Ridership**

- **AWR**: March 2010 - August 2010
- **14-Month rolling avg.**: May 2010 - September 2010

- **June 2010**: Average Weekday Ridership = 38,979
- **July 2010**: Average Weekday Ridership = 40,846
- **April 2011**: Average Weekday Ridership = 39,842
- **May 2011**: Average Weekday Ridership = 40,698

Page 4 of 4
AGENDA ITEM # 10
SEPTEMBER 2, 2010

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Peninsula Corridor Joint Powers Board

THROUGH: Michael J. Seanlon
Executive Director

FROM: Mark Simon,
Executive Officer for Public Affairs

SUBJECT: PROCLAMATION DECLARING SEPTEMBER RAILROAD SAFETY MONTH

ACTION
Staff proposes the Board adopt the proclamation designating September as “Railroad Safety Month.”

SIGNIFICANCE
The proclamation for Railroad Safety Month is a reaffirmation of the Peninsula Corridor Joint Powers Board’s commitment to provide safe and efficient train service between San Francisco and San Jose. It also is an opportunity to highlight the promotion and advancement of safety on the right of way through enhanced safety measures and increased public awareness.

A representative of the Youth and Family Enrichment Services Crisis Intervention and Suicide Prevention Center will be at the meeting to accept the proclamation.

BUDGET IMPACT
There is no impact on the budget.

BACKGROUND
Over the past year, Caltrain has:

• Participated in Palo Alto’s community task force Project Safety Net, and efforts in Santa Clara and San Mateo counties efforts to develop and implement strategic plans that seek to raise public awareness about mental health and lift the stigma of open discussion of mental health issues as one means for reducing and preventing suicides
• Started the Santa Clara and South Terminal Station Improvement Project, a safety improvement project
• Made systemwide safety grade crossing improvements through the State of Good Repair Program
• Continued its program of outreach to residents, in partnership with Operation Lifesaver, which has resulted in more than 250 public presentations to more than 14,500 people in
San Francisco, San Mateo and Santa Clara counties since the introduction of the “Don’t Shortcut Life” Campaign in 2006

- Worked with the City of Palo Alto to remove vegetation, increase lighting, and install additional fencing at the East Meadow crossing

Senate Concurrent Resolution (SCR) 10 (Liu) was chaptered on June 2, 2009 designating September as Railroad Safety Month

Prepared by: Kelly Green, Community Relations Specialist 650.508.7934
Proclamation

IN HONOR OF RAILROAD SAFETY MONTH

WHEREAS, Caltrain operates 90 weekday trains between San Francisco and San Jose, serving the Peninsula Rail Corridor, and the communities of San Francisco, San Mateo and Santa Clara counties; and

WHEREAS, safety on the Caltrain right of way has been and remains a continuing priority along a rail system that traverses several communities and includes more than 55 at-grade public rail grade crossings; and

WHEREAS, Railroad operators, motor vehicle operators, and pedestrians must work together to reduce the incidence of railroad-vehicle and railroad-pedestrian accidents, which occur every 120 minutes on rail systems throughout America; and

WHEREAS, the Peninsula Corridor Joint Powers Board works continuously with critical partners, including the Federal Railroad Administration, California Department of Transportation, California Public Utilities Commission, California Operation Lifesaver and Amtrak operators to improve railroad safety and to educate the public about safety around railroad tracks; and

WHEREAS, for the past several years, Caltrain has undertaken a State of Good Repair Program that has as a central element the enhanced safety of the rail system and includes extensive installation of additional safety fencing, pedestrian crossovers, and enhanced grade separation installations of pedestrian and vehicular safety features; and

WHEREAS, September is back-to-school month and many children must cross railroad tracks to get to school, making it timely to reinforce a message of rail safety message with children and their caretakers; and

WHEREAS, staff in partnership with Operation Lifesaver has made more than 250 safety presentations since 2006 to elementary, middle school and high school students who attend school in proximity to the rail system, as well as driver’s education programs, bus operators, firefighters, and law enforcement, reaching more than 14,500 people; and

WHEREAS, staff has been working with concerned citizens in the community in a collaborative effort to address the fundamental issues of mental health, depression and suicide; and

WHEREAS, on June 2, 2009 SCR 10 (Liu) was signed into law designating September as “Railroad Safety Month” in California.

THEREFORE, BE IT RESOLVED, that the Peninsula Corridor Joint Powers Board, in support of the statewide efforts, proclaims September as “Railroad Safety Month” and commends local, state, and federal officials, industry, and citizen efforts to improve railroad safety; and

BE IT FURTHER RESOLVED, that the Peninsula Corridor Joint Powers Board urges continued and expanded vigilance by the public at and around the rail system and reaffirms its continuing and vigorous commitment to rail safety.

Chair, Peninsula Corridor Joint Powers Board
TO:       Joint Powers Board

THROUGH: Michael J. Scanlon
          Executive Director

FROM:    Gigi Harrington
          Deputy CEO

SUBJECT: STATEMENT OF REVENUE AND EXPENSE FOR THE PERIOD ENDING JULY 31, 2010 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 July 2010 and supplemental information.

SIGNIFICANCE
Revenue: For July of Fiscal Year 2011, Total Operating Revenue (line 7) is $3,288 or 0.1 percent better than budget. Within total operating revenue Farebox Revenue (line 1) is $67,182 or 1.7 percent better than budget offset by Shuttles (line 3) and Other Income (line 5) which together are $63,574 or 19.4 percent worse than budget. Compared to the prior year, Total Operating Revenue (line 7) is $4,866 or 0.1 percent lower.

Expense: Grand Total Expenses (line 47) show a favorable variance of $1,140,144 or 13.4 percent. Total Operating Expense (line 33) is $915,013 or 12.1 percent better than budget. Within total operating expense Contract Operating & Maintenance (line 23) is $486,493 or 9.8 percent better than budget and Fuel (line 26) is better than budget by $277,197 or 17.9 percent. Total Administrative Expense (line 42) is $225,130 or 26.1 percent better than budget.

Compared to prior year, Grand Total Expenses (line 47) are $110,664 or 1.5 percent higher. The increase in expense is mainly due to Fuel (line 26) which is $454,121 or 55.5 percent higher offset by Contract Operating & Maintenance (line 23) and Administrative Expenses (line 42) which together are $314,760 or 5.8 percent lower than the prior year.

Budget Revisions: There are no budget revisions for the month of July 2010.

Prepared by: Rima Lobo, Manager, Financial Services  650.508.6274
          David Ramires, Accountant  650.508.6417
## PENINSULA CORRIDOR JOINT POWERS BOARD
### STATEMENT OF REVENUE AND EXPENSE
#### Fiscal Year 2011
##### July 2010

<table>
<thead>
<tr>
<th>MONTH</th>
<th>CURRENT ACTUAL</th>
<th>PRIOR ACTUAL</th>
<th>REVISED BUDGET</th>
<th>% REV BUDGET</th>
<th>APPROVED BUDGET</th>
<th>REVISED BUDGET</th>
<th>% REV BUDGET</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>% OF YEAR ELAPSED</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>REVENUE</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>OPERATIONS:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. Farebox Revenue</td>
<td>3,952,010</td>
<td>3,889,947</td>
<td>3,952,010</td>
<td>3,884,828</td>
<td>101.7%</td>
<td>43,353,719</td>
<td>43,353,719</td>
</tr>
<tr>
<td>2. Parking Revenue</td>
<td>186,107</td>
<td>140,904</td>
<td>186,107</td>
<td>189,263</td>
<td>98.3%</td>
<td>2,271,159</td>
<td>2,271,159</td>
</tr>
<tr>
<td>3. Shuttles</td>
<td>105,697</td>
<td>96,068</td>
<td>105,697</td>
<td>125,464</td>
<td>84.2%</td>
<td>1,505,578</td>
<td>1,505,578</td>
</tr>
<tr>
<td>4. Rental Income</td>
<td>145,466</td>
<td>135,770</td>
<td>145,466</td>
<td>142,630</td>
<td>102.0%</td>
<td>1,696,200</td>
<td>1,696,200</td>
</tr>
<tr>
<td>5. Other Income</td>
<td>159,146</td>
<td>140,203</td>
<td>159,146</td>
<td>192,953</td>
<td>78.4%</td>
<td>2,435,440</td>
<td>2,435,440</td>
</tr>
<tr>
<td><strong>TOTAL OPERATING EXPENSE</strong></td>
<td>4,548,426</td>
<td>4,533,292</td>
<td>4,548,426</td>
<td>4,548,138</td>
<td>100.1%</td>
<td>51,262,096</td>
<td>51,262,096</td>
</tr>
<tr>
<td><strong>CONTRIBUTIONS:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. AB434 Peninsula Feeder Shuttle</td>
<td>83,333</td>
<td>83,333</td>
<td>83,333</td>
<td>83,333</td>
<td>100.0%</td>
<td>1,000,000</td>
<td>1,000,000</td>
</tr>
<tr>
<td>7. Operating Grants</td>
<td>639</td>
<td>2,124</td>
<td>639</td>
<td>527,281</td>
<td>0.1%</td>
<td>6,327,389</td>
<td>6,327,389</td>
</tr>
<tr>
<td>8. JPB Member Agencies</td>
<td>2,924,179</td>
<td>3,284,721</td>
<td>2,924,179</td>
<td>2,924,176</td>
<td>100.0%</td>
<td>35,090,132</td>
<td>35,090,132</td>
</tr>
<tr>
<td>9. Other Sources</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>435,782</td>
<td>0.0%</td>
<td>6,200,000</td>
<td>6,200,000</td>
</tr>
<tr>
<td><strong>TOTAL CONTRIBUTED REVENUE</strong></td>
<td>3,008,152</td>
<td>3,370,178</td>
<td>3,008,152</td>
<td>3,970,572</td>
<td>100.0%</td>
<td>48,617,520</td>
<td>48,617,520</td>
</tr>
<tr>
<td><strong>GRAND TOTAL REVENUE</strong></td>
<td>7,556,578</td>
<td>7,923,471</td>
<td>7,556,578</td>
<td>8,515,710</td>
<td>100.0%</td>
<td>99,879,615</td>
<td>99,879,615</td>
</tr>
</tbody>
</table>

## EXPENSE

### OPERATING EXPENSE:

<table>
<thead>
<tr>
<th>MONTH</th>
<th>CURRENT ACTUAL</th>
<th>PRIOR ACTUAL</th>
<th>REVISED BUDGET</th>
<th>% REV BUDGET</th>
<th>APPROVED BUDGET</th>
<th>REVISED BUDGET</th>
<th>% REV BUDGET</th>
</tr>
</thead>
<tbody>
<tr>
<td>11. Operator Contract Transition Costs</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>0.0%</td>
<td>2,000,000</td>
<td>2,000,000</td>
</tr>
<tr>
<td>12. Shuttles (incl Peninsula Pass)</td>
<td>256,726</td>
<td>260,613</td>
<td>256,726</td>
<td>278,803</td>
<td>92.1%</td>
<td>3,345,631</td>
<td>3,345,631</td>
</tr>
<tr>
<td>13. Fuel</td>
<td>1,272,197</td>
<td>818,076</td>
<td>1,272,197</td>
<td>1,549,394</td>
<td>82.1%</td>
<td>14,146,389</td>
<td>14,146,389</td>
</tr>
<tr>
<td>14. Timetables and Tickets</td>
<td>-</td>
<td>2,021</td>
<td>-</td>
<td>15,875</td>
<td>0.0%</td>
<td>190,500</td>
<td>190,500</td>
</tr>
<tr>
<td>15. Insurance</td>
<td>405,098</td>
<td>375,371</td>
<td>405,098</td>
<td>405,831</td>
<td>99.8%</td>
<td>4,870,000</td>
<td>4,870,000</td>
</tr>
<tr>
<td>16. Facilities and Equipment Maint</td>
<td>68,161</td>
<td>100,404</td>
<td>68,161</td>
<td>100,319</td>
<td>67.9%</td>
<td>1,213,000</td>
<td>1,213,000</td>
</tr>
<tr>
<td>17. Utilities</td>
<td>87,438</td>
<td>110,246</td>
<td>87,438</td>
<td>137,263</td>
<td>63.7%</td>
<td>1,642,800</td>
<td>1,642,800</td>
</tr>
<tr>
<td>18. Services</td>
<td>63,012</td>
<td>60,478</td>
<td>63,012</td>
<td>93,667</td>
<td>67.3%</td>
<td>1,126,610</td>
<td>1,126,610</td>
</tr>
<tr>
<td><strong>TOTAL OPERATING EXPENSE</strong></td>
<td>6,646,330</td>
<td>6,646,330</td>
<td>6,646,330</td>
<td>7,561,343</td>
<td>87.9%</td>
<td>90,820,266</td>
<td>90,820,266</td>
</tr>
</tbody>
</table>

### ADMINISTRATIVE EXPENSE:

<table>
<thead>
<tr>
<th>MONTH</th>
<th>CURRENT ACTUAL</th>
<th>PRIOR ACTUAL</th>
<th>REVISED BUDGET</th>
<th>% REV BUDGET</th>
<th>APPROVED BUDGET</th>
<th>REVISED BUDGET</th>
<th>% REV BUDGET</th>
</tr>
</thead>
<tbody>
<tr>
<td>19. Wages and Benefits</td>
<td>419,601</td>
<td>523,468</td>
<td>419,601</td>
<td>543,455</td>
<td>77.2%</td>
<td>6,521,825</td>
<td>6,521,825</td>
</tr>
<tr>
<td>20. Board of Directors</td>
<td>900</td>
<td>825</td>
<td>900</td>
<td>1,025</td>
<td>87.8%</td>
<td>12,300</td>
<td>12,300</td>
</tr>
<tr>
<td>21. Professional Services</td>
<td>86,090</td>
<td>77,375</td>
<td>86,090</td>
<td>176,601</td>
<td>48.7%</td>
<td>2,122,724</td>
<td>2,122,724</td>
</tr>
<tr>
<td>22. Communications and Marketing</td>
<td>3,090</td>
<td>24,838</td>
<td>3,090</td>
<td>26,070</td>
<td>11.9%</td>
<td>227,840</td>
<td>227,840</td>
</tr>
<tr>
<td>23. Office Expense and Other</td>
<td>127,650</td>
<td>119,791</td>
<td>127,650</td>
<td>115,309</td>
<td>107.0%</td>
<td>1,365,539</td>
<td>1,365,539</td>
</tr>
<tr>
<td><strong>TOTAL ADMINISTRATIVE EXPENSE</strong></td>
<td>637,330</td>
<td>746,297</td>
<td>637,330</td>
<td>862,460</td>
<td>73.9%</td>
<td>10,250,228</td>
<td>10,250,228</td>
</tr>
<tr>
<td><strong>GRAND TOTAL EXPENSES</strong></td>
<td>7,375,566</td>
<td>7,264,902</td>
<td>7,375,566</td>
<td>8,515,710</td>
<td>86.6%</td>
<td>99,879,615</td>
<td>99,879,615</td>
</tr>
</tbody>
</table>

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"% 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 JULY 31, 2010**

<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>Local Agency Investment Fund (Restricted)</td>
<td>Liquid Cash</td>
<td>0.531%</td>
<td>$2,000,000</td>
<td>$2,003,288</td>
</tr>
<tr>
<td>Local Agency Investment Fund (Unrestricted)</td>
<td>Liquid Cash</td>
<td>0.531%</td>
<td>23,014,276</td>
<td>23,052,106</td>
</tr>
<tr>
<td>Investment Portfolio (Unrestricted)</td>
<td>Liquid Cash</td>
<td>4.134%</td>
<td>7,188,860</td>
<td>7,188,750</td>
</tr>
<tr>
<td>Other (Unrestricted)</td>
<td>Liquid Cash</td>
<td>0.050%</td>
<td>918,291</td>
<td>918,291</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td></td>
<td></td>
<td>$33,121,427</td>
<td>$33,162,435</td>
</tr>
</tbody>
</table>

Accrued Earnings for July 2010 $32,063.51 (1)
Cumulative Earnings FY2011 $32,063.51

(1) Earnings do not include prior period adjustments

* The market value of Local Agency Investment Fund (LAIF) was derived from the fair value factor of 1.001643776 as reported by LAIF for quarter ending June 30, 2010.

** The Portfolio and this Investment Report comply with the Investment Policy and the provisions of SB 564 (1995). The Joint Powers Board has the ability to meet its expenditure requirements for the next six months.
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
         Executive Director / CEO

FROM: Gigi Harrington
       Deputy CEO

SUBJECT: QUARTERLY INVESTMENT REPORT AND
         FIXED INCOME MARKET REVIEW AND OUTLOOK

ACTION
Staff Coordinating Council (SCC) recommends that the Board accept and enter into the record
the Quarterly Investment Report and Fixed Income Market Review and Outlook for the quarter
ended June 30, 2010.

SIGNIFICANCE
The Joint Powers Board’s (JPB) Investment Policy contains a requirement for a quarterly report
to be transmitted to the Board within 30 days of the end of the quarter. This staff report was
forwarded to the Board of Directors under separate cover on July 23, 2010 in order to meet the
30 day requirement.

BUDGET IMPACT
As this reports on the Quarterly Market Review and Outlook, there is no budget impact.

BACKGROUND
The JPB is required by state law to submit quarterly reports within 30 days of the end of the
quarter covered by the report. The report is required to include the following information:

1. Type of investment, issuer, date of maturity, par and dollar amount invested in all
   securities, investments and money held by the local agency;
2. Description of any of the local agency's funds, investments or programs that are under
   the management of contracted parties, including lending programs;
3. For all securities held by the local agency or under management by any outside party
   that is not a local agency or the State of California Local Agency Investment Fund
   (LAIF), a current market value as of the date of the report and the source of this
   information;
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 local agency 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.

A schedule, which addresses the requirements of 1, 2, and 3 above, is included in this report on page 6. The schedule separates the investments into three groups: The Investment Portfolio which is managed by CSI Capital Management, Inc. (“CSI”); Liquidity funds which are managed by JPB staff; and Trust funds which are managed by a third party trustee. The Investment Policy governs the management and reporting of the Investment Portfolio and Liquidity funds while the bond covenants govern the management and reporting of the Trust funds.

CSI provides the JPB a current market valuation of all the assets under its management for each quarter. The valuation is provided by FT Interactive Data, the major operating division of Interactive Data Corporation, (IDC). IDC is a leading provider of global securities data. They offer one of the largest information databases with current and historical prices on securities traded in all major markets including daily evaluations for more than 2.5 million fixed income securities.

Due to the nature of securities which are bought and sold in a principal market, such as fixed income securities, multiple market values may exist for a given security at any given time. CSI has chosen IDC as an unbiased estimator of these prices based on their leading role as a provider of end of the day pricing, an evaluation of their methodology and the experience of their evaluation staff. Unfortunately, given the recent volatility in the markets not every security is currently supported or accurately reflected by IDC. Therefore at the end of the quarter, CSI surveyed a number of Wall Street firms to get an accurate market value of the securities held in JPB’s portfolio. These surveys reflect the levels at which someone is actually willing to purchase the securities held by JPB. In the case of money market instruments, which are not supported by IDC, CSI uses adjusted cost.

The Liquidity funds managed by JPB staff are considered to be cash equivalents and therefore market value is considered to be equal to book value, (i.e. cost). The shares of beneficial interest generally establish a nominal value per share. Because the Net Asset Value is fixed at a nominal value per share, book and market value are equal and rate of income is recalculated on a daily basis.

The portfolio and this Quarterly Investment Report comply with the Investment Policy and the provisions of SB 564 (1995). The JPB has the ability to meet its expenditure requirements for the next six months.
Fears of a slowdown in global growth and instability in the Euro zone pushed domestic interest rates to near or in some cases record lows during the second quarter of the year. For the quarter as a whole, rates fell between 40-90 basis points with longer-term interest rates experiencing the greatest declines.

The decline in interest rates began early in the quarter, as the depths of the fiscal problems in Greece came to light. Fears that other members of the European Monetary Union such as Portugal, Ireland and Spain would soon face similar problems quickly spread through the market. Austerity measures, subsequently announced by policymakers to calm panicky bond markets, lowered growth expectations and raised deflationary concerns across the developed economies.

The fiscal problems of Greece evolved into a wakeup call for governments, large and small, that financial markets will no longer tolerate irresponsible fiscal policy. The story of a government that doles out extensive services and lavish benefits, while pushing the resulting financial burden into the future by issuing massive amounts of debt, falls a little too close to home for most of the developed world. The result has been a call for fiscal restraint at a time when the global economy is struggling to regain its momentum.

Unfortunately, there is no easy way out of these fiscal problems. Exchanging current consumption for future work, the essence of borrow-and-spend policies, works only so long as there are investors willing to provide financing. Those investors have reached a point where mere promises of future fiscal responsibility are insufficient motivation to provide continued
funding. As a result, country after country has begun to enact fiscal belt-tightening measures to accommodate their bond markets. Left unchecked, these restrictive measures will produce an environment of meager growth, high unemployment and low returns on investments.

What makes the current environment so difficult is that the sovereign debt markets are offering developed nations, including the U.S., no alternative other than to meaningfully reduce their deficits. This leaves policymakers with two choices - either accept the ensuing economic malaise or try and offset it through monetary stimulus. This later path is no solution. The required monetary policies, known alternatively as quantitative easing or debt monetization, will inevitably lead to inflation, which at its very core is a tax on wealth.

The dilemma we are currently facing, the choice between years of uninspired growth or possible inflation, is a difficult one. Policymakers will invariably try to find a middle ground, but such a course is likely to fail. The razor’s edge of this middle ground presents too fine a point and the policy tools we have to work with are not nearly precise enough.

For now, the important point is that the period of time when developed nations could run large trade and budget deficits and hope to make up the difference with debt is rapidly coming to a close. The coming fiscal discipline imposed by these circumstances leads us to the following conclusions.

1. The chances of a significant negative external financial event have risen noticeably and are likely to remain elevated for some time.
2. Global growth will suffer as developed nations strive for some semblance of fiscal responsibility.
3. Inflation has become less likely in the near-term, but more likely down the road.
4. The demand for safe, risk-free investments has pushed the future return on these instruments well below what the fundamentals might otherwise dictate.

CSI did not foresee the recent declines in interest rates, as they focused on more fundamental drivers like domestic economic growth. Although the portfolio has performed in line with CSI’s expectations, it has also lagged its benchmark. Ultimately, CSI believes the fundamentals will prevail and interest rates will rise. At that time, it is their belief that the portfolio’s lower sensitivity to changes in interest rates will prove adequate in preserving value.

**Strategy**

Over the foreseeable future CSI expects interest rates to move gradually higher. Currently the portfolio’s sensitivity to a change in interest rates is below that of the benchmark. The current low rate environment leaves the bond market without much of a yield cushion to avoid negative rates of returns should interest rates begin to rise more than already anticipated by the market.

Given their outlook and the current level of uncertainty in the markets, CSI is comfortable keeping the portfolio’s exposure to a change in interest rates below that of the benchmark.
As of the end of the quarter, the JPB’s portfolio consisted of approximately 10.3 percent FDIC guaranteed Corporate Bonds, 89.7 percent Agency Securities, 0 percent US Treasury securities and 0 percent Cash Equivalents; see Exhibit 6.

**Budget Impact**

The portfolio’s performance is reported on a total economic return basis. This method includes the coupon interest, amortization of discounts and premiums, capital gains and losses and price changes (i.e., unrealized gains and losses). For the quarter ending June 30, the portfolio returned 0.42 percent. This compares to the benchmark return of 0.64 percent. The Performance graph in Exhibit 4 shows the relative performance of the JPB’s portfolio since inception. The Growth of a Thousand Dollars graph in Exhibit 5 shows the cumulative performance over this same time frame for the portfolio.

The portfolio’s yield to maturity, the return the portfolio will earn in the future if all securities are held to maturity is also reported. This calculation is based on the current market value of the portfolio including unrealized gains and losses. For the quarter ending June 30, the portfolio’s yield to maturity was 0.60 percent. The benchmark’s yield to maturity was 0.41 percent.

Another method of measuring the portfolio’s yield to maturity is the yield of the portfolio at cost. This calculation is based on the value of the portfolio at cost and does not include any unrealized gains or losses as part of its computation. As of the end of the quarter the portfolio’s rate of return on investments, at cost, was 1.57 percent.

Prepared by: Lori Snow, Manager, Finance Treasury 650.508.6425
# PENNSULSA CORRIDOR JOINT POWERS BOARD
## REPORT OF INVESTMENTS
### FOR QUARTER ENDED JUNE 30, 2010

<table>
<thead>
<tr>
<th>TYPE</th>
<th>DATE OF MATURITY</th>
<th>PAR VALUE</th>
<th>CARRYING AMOUNT</th>
<th>MARKET VALUE</th>
<th>ACCRUED INTEREST</th>
<th>MARKET VALUE +ACCR. INT.</th>
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<tr>
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</tr>
<tr>
<td>FUNDS MANAGED BY CSI CAPITAL MANAGEMENT, INC.:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>INVESTMENT PORTFOLIO:</td>
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<tr>
<td>CORPORATE BONDS</td>
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<td>32,083</td>
<td>2,034,583</td>
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<td>FHLB</td>
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<td>1,001,563</td>
<td>1,001,563</td>
<td>3,131</td>
<td>1,004,693</td>
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<td>TOTAL FUNDS MANAGED BY CSI CAPITAL MANAGEMENT, INC.</td>
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<td>9,699,709</td>
<td>9,699,709</td>
<td>70,851</td>
<td>9,770,560</td>
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<td>LIQUIDITY FUNDS MANAGED BY DISTRICT STAFF:</td>
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<td>BANK OF AMERICA CHECKING</td>
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<td>LAIF</td>
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<td>22,214,213</td>
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<td>TOTAL FUNDS MANAGED BY DISTRICT STAFF</td>
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<td>25,242,972</td>
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<td>First American Treas. Oblig. Cl D Corp Tr</td>
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<tr>
<td>TOTAL FUNDS MANAGED BY THIRD PARTY TRUSTEE</td>
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<td>738,741</td>
<td>0</td>
<td>738,741</td>
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<tr>
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<td>35,681,422</td>
<td>101,623</td>
<td>35,783,045</td>
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Peninsula Corridor Joint Powers Board
Historical Yield Curve

Data Source: Bloomberg

CSI Capital Management, Inc.
Peninsula Corridor Joint Powers Board
Monthly Review – Account vs. Benchmark
Rolling 24 Months

MONTHLY PERFORMANCE DATA

<table>
<thead>
<tr>
<th>JPB</th>
<th>Jul-09</th>
<th>Aug-09</th>
<th>Sep-09</th>
<th>Oct-09</th>
<th>Nov-09</th>
<th>Dec-09</th>
<th>Jan-10</th>
<th>Feb-10</th>
<th>Mar-10</th>
<th>Apr-10</th>
<th>May-10</th>
<th>Jun-10</th>
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<tbody>
<tr>
<td>JPB</td>
<td>0.25%</td>
<td>0.27%</td>
<td>0.21%</td>
<td>0.25%</td>
<td>0.24%</td>
<td>-0.08%</td>
<td>0.23%</td>
<td>0.05%</td>
<td>-0.05%</td>
<td>0.07%</td>
<td>0.10%</td>
<td>0.24%</td>
<td>1.79%</td>
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<tr>
<td>Benchmark</td>
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<td>0.24%</td>
<td>0.15%</td>
<td>0.13%</td>
<td>0.34%</td>
<td>-0.42%</td>
<td>0.43%</td>
<td>0.10%</td>
<td>-0.12%</td>
<td>0.14%</td>
<td>0.25%</td>
<td>0.24%</td>
<td>1.57%</td>
</tr>
</tbody>
</table>

CSI Capital Management, Inc.
**Duration** is a measure of a portfolio’s sensitivity to a change in interest rates. It represents the amount a portfolio’s value would change, in percent, if interest rates were to rise or fall by 1%. For example, we would expect a portfolio with a duration of 2 to rise by 2% in value if interest rates fell 1% and to fall by 2% in value if interest rates rose by 1%.
Peninsula Corridor Joint Powers Board
Growth of One Thousand Dollars
Rolling 24 months

CSI Capital Management, Inc.
Peninsula Corridor Joint Powers Board
Percent of Assets Held by Type

CSI Capital Management, Inc.
AGENDA ITEM #13
SEPTEMBER 2, 2010

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Gigi Harrington
Deputy CEO, Finance and Administration

SUBJECT: UPDATE ON THE EXECUTION OF THE FUEL HEDGING PROGRAM

ACTION
This item is presented for informational purposes only.

SIGNIFICANCE
On June 3, 2010, the Board approved substantially final diesel fuel price cap purchase agreement documents and authorized the Deputy CEO, Finance and Administration to execute those documents with the winning financial institution. On June 14, the JPB’s financial advisors requested bids from the two firms, Deutsche Bank and Barclays Capital, with which we had developed mutually agreed upon bid documents for a diesel fuel price cap. Based on the bid prices, the JPB selected Barclays Capital as the winning bidder, with a cap of $2.25 per gallon and a cap cost of $0.1824 per gallon. The JPB hedged a total of 2.1 million gallons which represents approximately 50 percent of the JPB’s expected fuel usage for Fiscal Year 2011. The average price per gallon of diesel fuel for the week ending June 10 was $2.13. The substantially final documents, on file for the Board on June 3, were executed subsequent to the bid. Staff was comfortable with the documents as executed and the price offered by Barclays Capital.

Staff worked together with the JPB’s financial advisors and legal counsel to develop the bid package for financial institutions interested in bidding on the diesel fuel price cap. Included in that package were a Request for Commodity Price Caps, an ISDA Master Agreement (Master Agreement), a Schedule to the Master Agreement (Schedule) and a Credit Support Annex (CSA). The documents had been reviewed by Orrick, Herrington & Sutcliffe, LLP, special counsel to the JPB. In addition to the documents listed above, a Confirmation setting forth the pricing terms was executed.

The Master Agreement provides the terms and conditions governing the JPB’s relationship with the winning bidder. The Master Agreement is a form document created by International Swaps and Derivatives Association, Inc., and applies to numerous types of hedging transactions, including fuel caps, interest rate swaps and currency transactions. The Master Agreement documents the relationship between contracting parties and provides for greater legal certainty in the dealings of the parties. The Master Agreement contains provisions relating to the obligations of each party, representations, events of default and termination, early termination procedures
and other matters. The Schedule modifies the Master Agreement to reflect the commercial understanding of the parties with respect to the contemplated transactions between them.

The CSA accompanies the Master Agreement and Schedule. The CSA provides protection to the JPB while the diesel fuel price cap remains in effect in the event that the rating of Barclays Capital falls to or below A3/A-/A- by Moody’s, Standard and Poor’s or Fitch, as the case may be. In the event of such a downgrade and if diesel fuel prices rise above the cap price, then Barclays Capital must post collateral to secure its performance under the diesel fuel price cap. Barclays Capital is currently rated A1/A+/AA- by Moody’s, Standard and Poor’s and Fitch, respectively.

The goal for the fuel hedging program is to reduce volatility and uncertainty in the fuel budget for FY2011. The JPB has hedged 2.1 million gallons, which represents approximately 50 percent of its expected fuel consumption for FY2011. In order to maximize the fuel hedging program’s potential for economic efficiency, the JPB partnered with the San Mateo County Transit District (District), which hedged 0.9 million gallons, also representing approximately 50 percent of the District’s expected fuel consumption for FY2011.

Staff expects to return to the Board next spring with an assessment of the FY2011 fuel hedging program.

**BUDGET IMPACT**

The JPB’s FY2011 adopted budget for fuel expenses is $14.1 million which is only a minimal increase, about $300K or 2.2 percent, over the revised FY2010 budget. This increase is mostly due to the increase in the budgeted price per gallon of diesel fuel since the last fuel hedge was executed. The purchase of the price cap from Barclays Capital, which caps the JPB’s fuel price for half of its fuel at $2.25 per gallon, helps to keep the increase in the fuel budget to a minimal level even as fuel prices rise. The fuel hedging program also gives the JPB a measure of budgetary certainty and allows for more effective utilization of budget resources. The FY2011 fuel budget allows for hedging program fees including $25,000 for financial advisor, $74,375 for outside legal counsel and $383,040 which is the premium for price cap.

**BACKGROUND**

The JPB currently purchases fuel from Pinnacle Petroleum based on the weekly spot price for ultra-low sulfur diesel (ULSD). This method leaves the JPB vulnerable to fluctuation in the market for diesel fuel. During the past twelve month period from June 23, 2009 to June 24, 2010, the price of ULSD has ranged from a high of $2.36 per gallon in the last week of April 2010 to a low of $1.65 in the second week of July 2009.

In order to meet the goal of the fuel hedging program of reducing volatility and uncertainty in the fuel budget for FY2011, staff purchased a price cap consistent with the JPB’s adopted Fuel Hedging Policy. This price cap does not include taxes on the fuel price, however the price commonly reported to the Board of Directors includes taxes. A price cap allows the JPB to limit its exposure if fuel prices rise, while continuing to receive the benefit if prices fall.

Prepared by: Patricia Reavey, Director of Finance 650.508.6434
TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Mark Simon
Executive Officer, Public Affairs

SUBJECT: STATE AND FEDERAL LEGISLATIVE UPDATE

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

SIGNIFICANCE
Staff will provide regular updates to the Board consistent with the approved Legislative Program.

STATE ISSUES

Proposition 22:
The Sacramento Superior Court ordered changes to the Proposition 22 fiscal impact summary which appears in the official Title & Summary and Ballot Label. Judge Kenny agreed with the underlying argument made by the plaintiffs, the League of California Cities, that the fiscal impact statement was misleading and inconsistent with the requirements of the Election Code and that the condensed Fiscal Impact portion of the Ballot Label should contain some express reference to local government.

The court-ordered changes still do not include any explicit mention of the phrase “local government,” and the summary still fails to summarize the fiscal impact on cities, counties and special districts.

The court ordered the second bullet of the Fiscal Impact statement be changed to read:
  • Comparable increases in funding for state and local transportation programs and local redevelopment

The previous second bullet of the Fiscal Impact statement read:
  • Comparable increases in transportation and redevelopment resources
SB 1371:
This bill authorizes the California Transportation Commission (CTC) to allow an eligible recipient of the Proposition 1A High Speed Rail Bond Act connectivity funds to allocate programmed funding for projects in advance of CTC award and be reimbursed by Proposition 1A funds through the letter of no prejudice process.

$41 million is programmed through Proposition 1A for the Caltrain electrification project. Staff is working to support the legislation.

FEDERAL ISSUES

Fiscal Year 2011 Transportation, Housing and Urban Development Appropriations (THUD): Both House and Senate Appropriations Committees have approved next year’s spending levels for transportation and transit programs. The full House subsequently approved their version on the floor with few changes and the Senate is expected to consider their version after the August recess.

Key components of each bill include:

House
- Increases funding for Federal Transit Administration Programs, but the increase would require future authorizing legislation to provide contract authority beyond 2010 levels and to allow spending after December 31, 2010 when the extension of current transportation programs expires
- Limits the Transportation Investments for Greenhouse Gas and Energy Reduction (TIGGER) program unallocated Bus and Bus Facilities Account funds
- Provides $1.4 billion for the high speed and intercity passenger rail program
- Reduces the Department of Transportation’s National Infrastructure Investments Program (TIGER) to $400 million
- Makes $250 million in formula grants available for general operating expenses

Senate
- Provides $100 million in TIGGER grants
- Provides $1 billion for the high speed and intercity passenger rail program
- Increases TIGER program grants to $800 million

Livable Communities Act – S. 1619:
The Livable Communities Act passed the Senate Banking, Housing and Urban Affairs Committee. The bill statutorily authorizes the Office of Sustainable Communities within the Department of Housing and Urban Development (HUD) and authorizes the existing Interagency Partnership between HUD, the Department of Transportation (DOT), and the Environmental Protection Agency (EPA).
The bill authorizes two competitive grant programs:
- $475 million in planning grants that address comprehensive transportation, housing, economic development and environmental concerns
- $2.2 billion to implement projects identified as priorities in comprehensive regional plans

The Buses, Rail Cars, Ferryboats: Make it in America Act of 2010 – H.R. 5791:
This bill is authored by Congressman John Garamendi and would eliminate certain waivers included in the Buy America policy that allow transit agencies to purchase equipment necessary for operations where the domestic supply chain is either non-existent or insufficient.

Staff has worked with the California Transit Association to communicate our concerns about the bill as written. Congressman Garamendi has indicated his willingness to engage the public transportation community in a dialogue that will resolve those concerns.

Prepared By:  Seamus Murphy, Manager, Government Affairs  650.508.6388
<table>
<thead>
<tr>
<th>Bill ID/Topic</th>
<th>Location</th>
<th>Summary</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>AB 153</strong>&lt;br&gt;Ma&lt;br&gt;Land use and planning: environmental quality.</td>
<td>SENATE RLS. 6/30/2010 - From committee: Do pass, and re-refer to Com. on RLS. Re-referred. (Ayes 6. Noes 3.) (June 29).</td>
<td>The Planning and Zoning Law establishes the Planning Advisory and Assistance Council in the Office of Planning and Research, and prescribes the membership and duties of the council. This bill would modify the membership of the council, establish new processes for selecting specified members of the council, and prescribe new duties on the council relating to the reduction of greenhouse gas emissions. This bill contains other related provisions and other existing laws. Last Amended on 6/21/2010</td>
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<td><strong>AB 231</strong>&lt;br&gt;Huber&lt;br&gt;Environment: California Environmental Quality Act: overriding consideration.</td>
<td>SENATE APPR. 8/9/2010 - Read second time and amended. Re-referred to Com. on APPR. Held in committee</td>
<td>The California Environmental Quality Act (CEQA) requires a lead agency, as defined, to prepare, or cause to be prepared, and certify the completion of, an environmental impact report (EIR) on a project that it proposes to carry out or approve that may have a significant effect on the environment or to adopt a negative declaration if it finds that the project will not have that effect. The CEQA also requires a lead agency to prepare a mitigated negative declaration for a project that may have a significant effect on the environment if revisions in the project would avoid or mitigate that effect and there is no substantial evidence that the project, as revised, would have a significant effect on the environment. For projects whose environmental impacts can not be mitigated to less than significance, existing law authorizes a lead agency to find that specified overriding economic, legal, social, technological, or other benefits of the project outweigh the significant effects on the environment. If an EIR has been prepared and certified for a program, plan, policy, or ordinance, a lead agency is required to use a tiered EIR for a later project if the lead agency determines that the later project is consistent with the program, plan, policy, or ordinance, and satisfies other criteria. This bill would authorize a lead agency, until January 1, 2016, to rely on a finding of overriding consideration made in a prior EIR for a later project if specified conditions are met, including that the lead agency determines that the later project's significant impacts on the environment are not greater than or different from those identified in the prior EIR. This bill contains other related provisions. Last Amended on 8/9/2010</td>
<td></td>
</tr>
<tr>
<td><strong>AB 289</strong>&lt;br&gt;Galgiani&lt;br&gt;High-speed rail.</td>
<td>SENATE APPR. SUSPENSE FILE 8/2/2010 - In committee: Set, first hearing. Referred to APPR suspense file. From committee chair, with author's amendments: Amend, and re-refer to committee. Do pass.</td>
<td>Existing law, the California High-Speed Rail Act, creates the High-Speed Rail Authority to develop and implement a high-speed rail system in the state, with specified powers and duties. Existing law, pursuant to the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, approved by the voters as Proposition 1A at the November 4, 2008, general election, provides for the issuance of $9.95 billion in general obligation bonds for high-speed rail and related purposes. The federal Passenger Rail Investment and Improvement Act of 2008 (PRIIA) and the federal American Recovery and Reinvestment Act of 2009 (ARRA) provide funding for allocation nationally to high-speed rail projects. This bill would appropriate $221,571,000 from the High-Speed Passenger Train Bond Fund and federal ARRA funds to the authority for support of the authority and capital outlay for high-speed rail purposes. The bill would require federal high-speed rail funds received on a reimbursement basis from ARRA to be deposited in the federal trust fund. This bill contains other related provisions and other existing laws. Last Amended on 8/2/2010</td>
<td></td>
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## Peninsula Corridor Joint Powers Board
### State Legislative Matrix as of 8/12/10

<table>
<thead>
<tr>
<th>Bill ID/Topic</th>
<th>Location</th>
<th>Summary</th>
<th>Position</th>
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</thead>
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<tr>
<td><strong>AB 619</strong> Blumenfield D</td>
<td>ASSEMBLY CONCURRENCE 8/12/2010 - Action From THIRD READING: Read third time. Passed Senate to CONCURRENCE.</td>
<td>Existing law, the California High-Speed Rail Act, creates the High-Speed Rail Authority to develop and implement a high-speed train system in the state, with specified powers and duties. Existing law gives the authority the power to, among other things, enter into contracts with private or public entities for the design, construction, and operation of high-speed trains. Existing law, the Safe, Reliable, High-Speed Passenger Train Bond Act for the 21st Century, approved by the voters as Proposition 1A at the November 4, 2008, general election, provides for the issuance of $9.95 billion in general obligation bonds for high-speed rail and related purposes. This bill would establish procedures to be followed by entities that intend to bid or submit a proposal to contract with the authority for goods or services related to the high-speed train network, as specified. Among other provisions, the bill would require any entity applying for a contract with the authority to affirmatively certify whether it had any direct involvement in the deportation of any individuals to extermination camps, work camps, concentration camps, prisoner of war camps, or any similar camps between specified dates during World War II. The bill would also require the authority to acknowledge and note the importance of complying with this certification, as provided. Last Amended on 7/15/2010</td>
<td>Support</td>
</tr>
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<td><strong>AB 987</strong> Ma D</td>
<td>SENATE THIRD READING 6/17/2010 - Read second time. To third reading. 8/12/2010 #59 SENATE ASSEMBLY BILLS-THIRD READING FILE</td>
<td>Existing law, the Transit Village Development Planning Act of 1994, authorizes a city or county to create a transit village plan for a transit village development district. A transit village development district is required to include all land within not less than 1/4 mile of the exterior boundary of the parcel on which is located a transit station, as defined. This bill would recast the area included in a transit village development district to include all land within not more than 1/2 mile of the main entrance of a transit station and make additional legislative findings. The bill also would make technical, non-substantive changes. Last Amended on 5/20/2010</td>
<td>Support</td>
</tr>
<tr>
<td><strong>AB 1747</strong> Galgiani D High-Speed Rail Authority.</td>
<td>SENATE RLS. 6/3/2010 - Referred to Com. on RLS.</td>
<td>Existing law creates the High-Speed Rail Authority with specified powers and duties relating to the development and implementation of an intercity high-speed rail system. Existing law, pursuant to the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, authorizes $9.95 billion in general obligation bonds for high-speed rail development and other related purposes. This bill would authorize the authority to consider, to the extent permitted by federal and state law, the creation of jobs in California when awarding major contracts including purchasing high-speed trains, as specified. Last Amended on 4/14/2010</td>
<td>Support</td>
</tr>
<tr>
<td>Bill ID/Topic</td>
<td>Location</td>
<td>Summary</td>
<td>Position</td>
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<tr>
<td>AB 1830 Jones D</td>
<td>SENATE APPR. SUSPENSE FILE 8/2/2010 - In committee: Set, first hearing. Referred to APPR suspense file. Do pass.</td>
<td>Existing law creates the High-Speed Rail Authority with specified powers and duties relating to the development and implementation of an intercity high-speed rail system. Existing law, pursuant to the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, authorizes $9.95 billion in general obligation bonds for high-speed rail development and other related purposes. The federal American Recovery and Reinvestment Act of 2009 (ARRA) provides funding for allocation nationally to high-speed rail projects. This bill would require the authority to make every effort to purchase high-speed train rolling stock and related equipment that are manufactured in California, consistent with federal and state laws. The bill would establish a bidding preference of 5% for rolling stock and related equipment manufactured in California. Last Amended on 8/2/2010</td>
<td></td>
</tr>
<tr>
<td>AB 1955 De La Torre D</td>
<td>SENATE L. GOV 8/11/2010 - Senate Rule 21.5(k)(2) suspended. Joint Rule 62(a), file notice suspended. 8/12/2010 9 a.m. - Room 3191 SEN L GOV., KEHOE, Chair</td>
<td>Existing law charges the Attorney General with various duties, including, among others, attending the Supreme Court and prosecuting or defending all causes to which the state, or any state officer is a party in his or her official capacity. This bill would require the Attorney General to determine whether a city is an excess compensation city, as defined. The bill would require the Attorney General to notify the Franchise Tax Board and the redevelopment agency in the city of the city's status as an excess compensation city. This bill contains other related provisions and other existing laws. Last Amended on 8/10/2010</td>
<td></td>
</tr>
<tr>
<td>AB 2121 Harkey R</td>
<td>SENATE RLS. 6/10/2010 - Referred to Com. on RLS.</td>
<td>Existing law, the California High-Speed Rail Act, creates the High-Speed Rail Authority to develop and implement a high-speed rail system in the state, with specified powers and duties. Existing law, pursuant to the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, approved by the voters as Proposition 1A at the November 4, 2008, general election, provides for the issuance of $9.95 billion in general obligation bonds for high-speed rail and related purposes. This bill would require the authority to annually adopt a 6-year high-speed train program, as specified, for submission to the chairs of the appropriate policy and budget committees of the Legislature. The bill would also require the authority to annually prepare and submit to the chairs of those committees of the Legislature a report including, among other things, a description of the progress made on the program and a detailed financial plan to pay for construction of the high-speed train network. Last Amended on 5/28/2010</td>
<td></td>
</tr>
<tr>
<td>AB 2324 John A. Perez D</td>
<td>SENATE THIRD READING 8/3/2010 - Read second time. To third reading. 8/12/2010 #149 SENATE ASSEMBLY BILLS-THIRD READING FILE</td>
<td>Existing law prohibits a person from knowingly possessing specified weapons and other items within any sterile area, as defined, of an airport or passenger vessel terminal, except as specified. This bill would make it a misdemeanor, punishable as specified, for any person to knowingly possess at a public transit vehicle facility, as defined, specified weapons, if a notice is posted at the facility, as specified. By creating a new crime, the bill would impose a state-mandated local program. This bill contains other related provisions and other existing laws. Last Amended on 6/10/2010</td>
<td></td>
</tr>
<tr>
<td>Bill ID/Topic</td>
<td>Location</td>
<td>Summary</td>
<td>Position</td>
</tr>
<tr>
<td>--------------</td>
<td>----------</td>
<td>---------</td>
<td>----------</td>
</tr>
<tr>
<td>AB 2620 Eng D</td>
<td>SENATE APPR. 8/2/2010 - In committee: Set, first hearing. Hearing canceled at the request of author.</td>
<td>Existing law provides that the Department of Transportation shall have full possession and control of the state highway system and associated property. Existing law provides for cooperative agreements between the department and public entities for the performance of work by the department and those entities and apportionment of associated expenses. This bill would require the reimbursement of the department when it performs capital outlay support services, as defined, for a public agency or private entity. Last Amended on 6/22/2010</td>
<td>Oppose</td>
</tr>
<tr>
<td>SB 409 Ducheny D</td>
<td>ASSEMBLY APPR. SUSPENSE FILE 8/5/2010 - Set, first hearing. Referred to APPR. suspense file. Held in committee.</td>
<td>Existing law creates the Department of Transportation in the Business, Transportation and Housing Agency, with various powers and duties relative to the intercity passenger rail program, among other transportation programs. Existing law creates in state government the High-Speed Rail Authority, with various powers and duties relative to development and implementation of a high-speed passenger train system. The authority has 9 members, 5 appointed by the Governor and 4 appointed by the Legislature. Existing law also creates in state government the California Transportation Commission, with various powers and duties relative to programming of transportation capital projects and assisting the Secretary of Business, Transportation and Housing in formulating state transportation policies. This bill would require the 5 members of the authority appointed by the Governor to be appointed with the advice and consent of the Senate. The bill would require the authority to annually adopt and submit a 5-year high-speed rail passenger train program to the Governor and Legislature, as specified. This bill contains other related provisions. Last Amended on 8/2/2010</td>
<td></td>
</tr>
<tr>
<td>SB 455 Lowenthal D</td>
<td>ASSEMBLY THIRD READING 7/29/2010 - From inactive file to third reading file. 8/12/2010 #135 ASSEMBLY SENATE THIRD READING FILE</td>
<td>Existing law creates the High-Speed Rail Authority with specified powers and duties relative to development and implementation of a high-speed train system. The authority is composed of 9 members, including 5 members appointed by the Governor. This bill would provide that the members of the authority appointed by the Governor are subject to appointment with the advice and consent of the Senate. The bill would require the members of the authority, at a scheduled board meeting, to cause to be prepared an overall project schedule with project delivery milestones on a quarterly basis, and to approve a quarterly contract status report, beginning at the first board meeting after March 1, 2010. The bill would also require the members of the authority to approve all contract amendments at a scheduled board meeting. This bill contains other related provisions and other existing laws. Last Amended on 4/16/2009</td>
<td></td>
</tr>
</tbody>
</table>
### Peninsula Corridor Joint Powers Board
#### State Legislative Matrix as of 8/12/10

<table>
<thead>
<tr>
<th>Bill ID/Topic</th>
<th>Location</th>
<th>Summary</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>SB 879 Cox D</td>
<td>ASM SECOND READING 08/16/2010</td>
<td>Existing law authorizes counties to use alternative procedures, known as design-build, for bidding on construction projects in the county in excess of $2,500,000, in accordance with specified procedures. This bill would make various changes in the procedures required for the use of design-build by those counties, as specified. The bill would also revise those reporting provisions to require each county electing to use the design-build method on a public works project to submit to the Legislative Analyst's Office before September 1, 2013, a report containing a description of each public works project procured through the design-build process and completed after November 1, 2009, and before August 1, 2013.</td>
<td>D</td>
</tr>
<tr>
<td>SB 964 Alquist D</td>
<td>ASSEMBLY APPR. SUSPENSE FILE 8/5/2010 - Set, first hearing. Referred to APPR. suspense file. Do pass.</td>
<td>Existing law, the California High-Speed Train Act, creates the High-Speed Rail Authority to develop and implement a high-speed train system in the state, with specified powers and duties. Existing law, the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, provides for the issuance of $9.95 billion in general obligation bonds for high-speed rail and related purposes. This bill would require the authority to contract with the Employment Development Department to develop a labor market assessment of the workforce and identify the education and skills needed for construction, operation, and maintenance of the high-speed train system. The bill, in that regard, would require the department to consult and work cooperatively with the Mineta Transportation Institute at the California State University at San Jose and to consult with other workforce assessment efforts, as specified. The bill would require the authority and the department to form an advisory committee, as specified, to advise the authority and the department on the availability of skilled labor relative to the high-speed train project and on options for workforce training programs in that regard. The bill would require the labor market assessment to be submitted to the Legislature and incorporated into the authority's biennial revised business plan. This bill contains other related provisions. Last Amended on 6/30/2010</td>
<td>D</td>
</tr>
<tr>
<td>SB 965 DeSaulnier D</td>
<td>ASSEMBLY THIRD READING 8/9/2010 - Read second time. To third reading. 8/12/2010 #197 ASSEMBLY SENATE THIRD READING FILE</td>
<td>Existing law, the California High-Speed Train Act, creates the High-Speed Rail Authority to develop and implement a high-speed train system in the state, with specified powers and duties. Existing law, the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, approved by the voters as Proposition 1A at the November 4, 2008, general election, provides for the issuance of $9.95 billion in general obligation bonds for high-speed rail and related purposes. This bill, subject to appropriation by the Legislature, would require the authority to expend federal funds made available by the federal American Recovery and Reinvestment Act of 2009 (ARRA) for specified high-speed rail purposes. The bill would require the authority to take various actions in that regard. The bill would also require the authority to submit to the Legislature an expenditure plan for the federal funds within 60 days of enactment of this act or upon finalization of a cooperation agreement with the federal government, whichever occurs later. The bill would make legislative findings and declarations relative to federal funds to be made available to the state by ARRA for high-speed rail purposes. The bill would exempt the Transbay Transit Center project in San Francisco from these provisions. Last Amended on 6/21/2010</td>
<td>D</td>
</tr>
<tr>
<td>Bill ID/Topic</td>
<td>Location</td>
<td>Summary</td>
<td>Position</td>
</tr>
<tr>
<td>--------------</td>
<td>----------</td>
<td>---------</td>
<td>----------</td>
</tr>
<tr>
<td>SB 1320</td>
<td>ASSEMBLY THIRD READING 8/9/2010 - Read third time. Amended. To third reading. 8/12/2010 #123 ASSEMBLY SENATE THIRD READING FILE</td>
<td>Existing law provides that it is an infraction, punishable by a fine not to exceed $250 and by specified community service, to evade the payment of any fare of, or to engage in passenger misconduct on or in a facility or vehicle of, a public transportation system. Existing law authorizes the City and County of San Francisco and the Los Angeles County Metropolitan Transportation Authority to adopt and enforce an ordinance to impose and enforce civil administrative penalties for fare evasion or passenger misconduct, other than by minors, on or in a transit facility or vehicle in lieu of the criminal penalties, with specified administrative adjudication procedures for the imposition and enforcement of the administrative penalties, including an initial review and opportunity for a subsequent administrative hearing. Fare evasion and passenger misconduct violation penalties are deposited in the general fund of the City and County of San Francisco or the County of Los Angeles, as applicable. This bill would authorize the Santa Clara Valley Transportation Authority, the Sacramento Regional Transit District, Long Beach Transit, Foothill Transit, and the Alameda-Contra Costa Transit District to adopt and enforce a similar administrative adjudication ordinance. Fare evasion and passenger misconduct violation penalties would be deposited in the general fund of the county in which the citation is administered. This bill contains other related provisions. Last Amended on 8/9/2010</td>
<td>Support</td>
</tr>
<tr>
<td>SB 1371</td>
<td>ASSEMBLY RLS. 8/9/2010 - Re-referred to Com. on RULES.</td>
<td>Existing law, the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, provides for the issuance of $9.95 billion in general obligation bonds for high-speed rail and related purposes, including $950 million to be allocated by the California Transportation Commission to eligible recipients for capital improvements to intercity and commuter rail lines and urban rail transit systems in connection with or otherwise related to the high-speed train system. This bill would allow an eligible recipient for funding for capital improvements to intercity and commuter rail lines and urban rail transit systems in connection with or otherwise related to the high-speed train system under the Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century to apply to the California Transportation Commission and the Department of Transportation for a letter of no prejudice relating to those projects. The bill would authorize the commission and the department to develop guidelines to implement these provisions. This bill contains other related provisions and other existing laws. Last Amended on 8/9/2010</td>
<td>Support</td>
</tr>
<tr>
<td>SB 1456</td>
<td>ASM THIRD READING 08/16/2010</td>
<td>The California Environmental Quality Act (CEQA) requires a lead agency, as defined, to prepare, or cause to be prepared, and certify the completion of, an environmental impact report on a project that it proposes to carry out or approve that may have a significant effect on the environment or to adopt a negative declaration if it finds that the project will not have that effect. This bill would, until January 1, 2015 2016, provide that if a lead agency determines that a cumulative effect has been adequately addressed in a prior environmental impact report, in accordance with a specified procedure, that cumulative effect is not required to be examined in a later environmental impact report, mitigated negative declaration, or negative declaration.</td>
<td>Support</td>
</tr>
</tbody>
</table>
Quarterly Capital Program Status Report
and DBE Status Report

Prepared for the September 2, 2010 JPB Meeting

4th Quarter FY2010: April 1, 2010 – June 30, 2010

Peninsula Corridor
Joint Powers Board
TABLE OF CONTENTS

Capital Program - Budget Status Summary ................................................................. 1
Traffic Light Report .................................................................................................... 3
2nd ATCS Channel Project ......................................................................................... 4
Atherton Station Improvements (Project On-hold) .................................................... 6
Broadway Station Improvements (Project On-hold) .................................................. 8
Caltrain Right of way Fencing Project ..................................................................... 10
Dumbarton Rail Corridor Project .............................................................................. 12
Electrification (Environmental & 35% Design) ....................................................... 14
Jerrold Avenue Bridge Replacement Project ......................................................... 16
Los Gatos and Guadalupe Bridges Replacement ...................................................... 18
Quint Street Bridge Project ...................................................................................... 20
Rail Operations Control System Project ................................................................. 22
Real Time Transit Information Project .................................................................. 24
San Bruno Grade Separation .................................................................................. 26
San Francisco Roadway Bridges Replacement ....................................................... 28
San Mateo Bridges Rehabilitation Project .............................................................. 30
San Mateo County At-Grade Crossing Improvement Project ............................... 32
South San Francisco Parking Lot .......................................................................... 34
South Terminal and Santa Clara Stations Improvements Project ............................ 36
Systemwide Track Rehab Program – FY2010 ....................................................... 38
DBE Status Report .................................................................................................. 41
Definition of Terms ................................................................................................. 42
Performance Status (Traffic Light) Criteria ........................................................... 43
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Caltrain - Capital Program - Budget Status Summary
Q4 FY2010 - April 1 to June 30, 2010

All Costs in $1,000's

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Station and Intermodal Access</td>
<td>$21,485</td>
<td>$6,241</td>
<td>$42,558</td>
<td>$6,242</td>
<td>$75,482</td>
<td>$5,225</td>
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<tr>
<td>2. Right of Way</td>
<td>$14,150</td>
<td>$51,851</td>
<td>$35,865</td>
<td>$27,030</td>
<td>$58,172</td>
<td>$52,575</td>
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<tr>
<td>3. Rolling Stock / Equipment</td>
<td>$1,367</td>
<td>$9,491</td>
<td>$1,624</td>
<td>$16,213</td>
<td>$1,600</td>
<td>$6,423</td>
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<tr>
<td>4. Operational Facilities &amp; Equip.</td>
<td>$38,766</td>
<td>$10,640</td>
<td>$500</td>
<td>$2,450</td>
<td>$3,052</td>
<td>$8,371</td>
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<tr>
<td>5. Others</td>
<td>$2,897</td>
<td>$2,535</td>
<td>$2,600</td>
<td>$3,160</td>
<td>$8,299</td>
<td>$2,290</td>
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<td>6. Caltrain Express / Caltrain 2025</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$3,326</td>
<td>$4,500</td>
<td>$8,651</td>
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<td>7. Electrification</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$4,000</td>
<td>$0</td>
<td>$0</td>
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<tr>
<td><strong>Total Board Approved Budget by FY</strong>(1)</td>
<td><strong>$78,665</strong></td>
<td><strong>$80,758</strong></td>
<td><strong>$83,147</strong></td>
<td><strong>$62,421</strong></td>
<td><strong>$151,105</strong></td>
<td><strong>$83,535</strong></td>
</tr>
<tr>
<td><strong>Total Audited Expenditures by FY</strong>(2)</td>
<td><strong>$65,393</strong></td>
<td><strong>$103,282</strong></td>
<td><strong>$87,216</strong></td>
<td><strong>$96,971</strong></td>
<td><strong>$76,917</strong></td>
<td><strong>$70,584</strong> (3)</td>
</tr>
</tbody>
</table>

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) 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
- San Francisco Station Improvements
- San Mateo Station Improvements
- Sunnyvale Multimodal 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
- Cal Ave Station Improvements / Palo Alto Ped Underpass & Platform Improvements / Bridge Deck Repair Project
- San Bruno / South Linden Interim Safety Improvement Project
- Procurement of Eight Caltrain Passenger Cars

Note: (1) The "Total Board Approved Budget by FY" reflects the annual budget approved by the JPB 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) Expenditures shown for FY2010 through June 30, 2010 are unaudited.
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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>HSR IMPACT</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>Q3 FY10</td>
<td>Q4 FY10</td>
<td>Q3 FY10</td>
<td>Q4 FY10</td>
<td>Q3 FY10</td>
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</table>

2nd ATCS Channel Project

Atherton Station Improvements (Project On hold)

Broadway Station Improvements (Project On hold)

Caltrain Right of way Fencing Project

Dumbarton Rail Corridor Project

Electrification - Environmental and 35% Design

Jerrold Avenue Bridge Replacement Project

Los Gatos & Guadalupe Bridges Replacement

Quint Street Bridge Project

Rail Operations Control System Project

Real Time Transit Information Project

San Bruno Grade Separation

San Francisco Roadway Bridges Replacement

San Mateo Bridges Rehabilitation Project

San Mateo County At-Grade Crossing Improvement

South San Francisco Parking Lot

South Terminal and Santa Clara Stations Improvements Project

Systemwide Track Rehab Program - FY2010

---

= Project On-Hold
= No Issues
= Notable Issues
= Significant Issues
SCOPE: 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.

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>%</th>
<th>Start</th>
<th>Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>10146</td>
<td>Phase Gate/Programmatic Reviews</td>
<td>0</td>
<td>24-Feb-06 A</td>
<td>25-Apr-08 A</td>
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<tr>
<td>10147</td>
<td>Second Channel Implementation</td>
<td>0</td>
<td>19-May-07 A</td>
<td>06-Dec-07 A</td>
</tr>
<tr>
<td>10148</td>
<td>Owner Furnished Material</td>
<td>0</td>
<td>05-Sep-05 A</td>
<td>31-Aug-09 A</td>
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<tr>
<td>10149</td>
<td>Engineering Design</td>
<td>0</td>
<td>06-Aug-06 A</td>
<td>21-Aug-08 A</td>
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<tr>
<td>10150</td>
<td>Procurement/Bid &amp; Awards</td>
<td>0</td>
<td>22-Aug-06 A</td>
<td>22-Mar-09 A</td>
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<tr>
<td>10151</td>
<td>Construction</td>
<td>0</td>
<td>23-Mar-09 A</td>
<td>04-Jan-10 A</td>
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<tr>
<td>10152</td>
<td>Project Closure</td>
<td>0</td>
<td>03-Apr-06 A</td>
<td>29-Oct-10</td>
</tr>
</tbody>
</table>

Progress: Apr - Jun 2010  
(1) Continued close out of construction contract.

Future Activities: Jul - Sep 2010  
(1) Continue close out of construction contract.

Issues: None.
BUDGET:

<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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</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$485,167</td>
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<td>$2,364,075</td>
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<td>Contingency</td>
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<tr>
<td>Total</td>
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<td>$4,488,074</td>
<td>$4,487,796</td>
<td>$4,500,000</td>
<td>$0</td>
</tr>
</tbody>
</table>

Issues: None.

OTHER: None.
ATHERTON STATION IMPROVEMENTS

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>
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<th>%</th>
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<th>Early Finish</th>
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<tbody>
<tr>
<td>01572</td>
<td>Atherton Interim Outboard Platform</td>
<td>1</td>
<td>100</td>
<td>15JUN03A</td>
<td>16SEP03A</td>
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<tr>
<td></td>
<td>+ Preliminary Engineering</td>
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<td>100</td>
<td>15JUN03A</td>
<td>16SEP03A</td>
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<tr>
<td></td>
<td>+ Engineering Design</td>
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<td>100</td>
<td>15JUN03A</td>
<td>30AUG03A</td>
</tr>
</tbody>
</table>

Future Activities:
Jul - Sep 2010

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

Progress:
Project is on hold.
Apr - Jun 2010
Atherton Station Improvements

**BUDGET:**

<table>
<thead>
<tr>
<th>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>$239,400</td>
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<td>$0</td>
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<tr>
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<tr>
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<td>$0</td>
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<tr>
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<td><strong>$522,960</strong></td>
<td><strong>$529,173</strong></td>
<td><strong>$4,285,800</strong></td>
<td><strong>($2,285,800)</strong></td>
</tr>
</tbody>
</table>

**Project Budget / Cost Status**

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

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

**HSR IMPACT:**

Project scope, budget and delivery schedule will likely be impacted by High Speed Rail development along the Caltrain corridor.

**OTHERS:**

Project has been placed on hold; Capital Program Management team is currently reviewing the impact of capital improvements (incl. Dumbarton Rail Extension) in the vicinity of Atherton Station.
BROADWAY STATION IMPROVEMENTS

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 Start</th>
<th>% Complete</th>
<th>Early Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01574</td>
<td>Broadway Interim Outboard Platform</td>
<td>2003-04</td>
<td>100</td>
<td>2004-06</td>
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<tr>
<td></td>
<td>Preliminary Engineering</td>
<td>2004-04</td>
<td>100</td>
<td>2004-06</td>
</tr>
<tr>
<td></td>
<td>Engineering Design</td>
<td>2004-06</td>
<td>100</td>
<td>2004-06</td>
</tr>
</tbody>
</table>

Progress: Project is on hold.
Apr - Jun 2010

Future Activities:
Jul - Sep 2010

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

BUDGET:

<table>
<thead>
<tr>
<th>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>
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</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$1,059,935</td>
<td>$1,265,000</td>
<td>($1,021,804)</td>
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<td>$0</td>
<td>$0</td>
</tr>
<tr>
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<td>($2,310,447)</td>
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<td>$460,959</td>
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<td>$980,039</td>
<td>($785,482)</td>
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<td>$0</td>
<td>$616,155</td>
<td>($291,197)</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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</table>

ISSUES:

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

HSR IMPACT:

Project scope, budget and delivery schedule will likely be impacted by High Speed Rail development along the Caltrain corridor.

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 Broadway station.
The project consists of the installation of fencing along the Caltrain Corridor based on location and exposure requirements. Fencing contracts will be authorized in the following two phases:

**Phase 1:** Previously completed by Amtrak at the following locations: San Bruno, Burlingame, San Mateo, Belmont and Redwood City.

**Phase 2:** Base work and Option 1 and Option 2 fencing along the right of way at the following locations: San Francisco, San Bruno, San Mateo, Redwood City, Menlo Park, Sunnyvale and San Jose.

**Phase 2 Base:** consists of: 900 LF (Linear Feet) of fence demolition, 400 LF chain link fence, 400 LF expanded wire mesh fence, 7,000 LF welded wire mesh fence.

**Phase 2 Option 1:** consists of: 450 LF chain link fence, 350 LF expanded wire mesh fence and 20,000 LF welded wire mesh fence.

**Phase 2 Option 2 work will be executed as two work packages - Option 2A and Option 2B.**
- **Phase 2 Option 2A:** consists of: 200 LF chain link fence and 10,000 LF welded wire mesh fence.
- **Phase 2 Option 2B:** consists of: 200 LF chain link fence and 10,000 LF welded wire mesh fence.

**Issues:** None.

**Progress:**
Apr - Jun 2010
(1) Completed emergency fencing from Barron Creek to Adobe Creek.
(2) Completed Phase 2 Option 2A fencing work.
(3) Completed preparation of Phase 2 Option 2B work package.

**Future Activities:**
Jul - Sep 2010
(1) Begin Phase 2 Option 2B work.

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

BUDGET:

<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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</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$0</td>
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<td>$0</td>
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<tr>
<td>Total</td>
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<td>$3,362,750</td>
<td>$3,466,253</td>
<td>$4,473,014</td>
<td>$171,114</td>
</tr>
</tbody>
</table>

Issues: None.

OTHER: None.
SCENE:
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.

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

Issues:
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 significantly affect the options and the designs for rehabilitation and replacement of the Dumbarton Bridge.

Future Activities:
1. Continue working on the technical analysis for updating the draft environmental document. Coordinate with California High Speed Rail Authority (CHSRA) and Altamont Corridor project teams to integrate environmental planning and analyses.
2. Initiate new ridership forecasting efforts with the 2009 Projections and new alternatives.
3. Continue with coordination with the HSR projects in the east and west bay.
4. Conduct a meeting with Altamont Commuter Express (ACE) representatives on regional rail interfaces.
5. Initiate work on developing operating plans for the rail and bus alternatives.

Issues:
Environmental reviews will take longer than expected. This is due to a delayed start of the scoping period, the development of new phasing options, a delay in obtaining concurrence with project partners MTC and the FTA regarding inputs to the ridership model and the need to consider phasing options in the environmental evaluation. The project has also encountered significant funding and implementation issues when the MTC approved shifting $91 million RM2 funding from the Dumbarton project to the BART Warm Springs project in January 2009 and repayment is deferred until 2019-2020.
**BUDGET:**

<table>
<thead>
<tr>
<th>Segment Group</th>
<th>Current Board Approved Budget (a)</th>
<th>Expended to Date (b)</th>
<th>Committed To Date (c)</th>
<th>Estimate at Completion (d)</th>
<th>Variance at Completion (e = a - d)</th>
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</thead>
<tbody>
<tr>
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<td>$717,932</td>
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<td><strong>Total</strong></td>
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<td><strong>$11,641,898</strong></td>
<td><strong>$12,527,528</strong></td>
<td><strong>$15,468,000</strong></td>
<td><strong>$0</strong></td>
</tr>
</tbody>
</table>

**Issues:**
Funding approved is sufficient to complete the environmental and preliminary engineering phases of the project.

MTC reprogrammed $91 million of the project's funding to the BART Warm Springs extension in September 2008, and the $91M is proposed to be re-paid after FY 2019-20. Remaining project funding would be insufficient even for Phase 1 construction. The repayment of the $91 Million after FY 2019-20 would delay the project ten years. The certainty of the payback is in question, as it depends upon the willingness of a future Alameda County Congestion Management Agency (ACCMA) action to honor the action of its current board. A public hearing was held on January 14, 2009, for the RM2 funding reassignment and the action was formally approved by the MTC commissioners at the January 28, 2009, MTC Meeting. It places the Dumbarton Project focus on near-term and interim actions as a consequence of the 10+ year delay in capital funding: 1) completion of the draft EIR/EIS; 2) steps towards purchase of needed right-of-way; 3) expansion of bus service in the corridor in the interim.

**OTHER:** None.
SCOPE:
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:
Caltrain is currently working with California High Speed Rail Authority, among others, to determine the impact of high speed rail development on this project. Project scope is under review.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig D/O</th>
<th>Act D/O</th>
<th>%</th>
<th>Start</th>
<th>Finish</th>
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<th>2005</th>
<th>2006</th>
<th>2007</th>
<th>2008</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
</tr>
</thead>
<tbody>
<tr>
<td>01246</td>
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<td>174</td>
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<td>24-May-04 A</td>
<td>14-May-11</td>
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<tr>
<td>Environmental</td>
<td></td>
<td>1604</td>
<td>5</td>
<td>99.69%</td>
<td>24-May-04 A</td>
<td>10-Sep-10</td>
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</tr>
<tr>
<td>Funding</td>
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<td>714</td>
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<td>100%</td>
<td>05-Jul-06 A</td>
<td>30-Apr-09 A</td>
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<td></td>
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<tr>
<td>Preliminary Engineering</td>
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<td>1412</td>
<td>134</td>
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<td>29-Dec-10</td>
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<td></td>
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<tr>
<td>Program Planning/Development/Construction</td>
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<td>125</td>
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<td>14-Mar-11</td>
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<td></td>
<td></td>
<td></td>
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<tr>
<td>Contracting Strategy &amp; Methodology</td>
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<td>133</td>
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<td>100%</td>
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<td>30-May-08 A</td>
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</tr>
</tbody>
</table>

Progress:
(1) In the April 2010 JPB meeting, a motion to postpone approval of the Caltrain Electrification Project was approved unanimously.
(2) PG & E continued processing applications for 115 kV service at both South San Francisco and San Jose.

Future Activities:
(1) Continue coordination of project with JPB Capital Program and engineering to keep Electrification documents current.
(2) Coordinate with California High-Speed Train Project (CHSTP) on engineering and planning activities for the Caltrain Corridor.

Issues:
Caltrain is currently working with California High Speed Rail Authority, among others, to determine the impact of high speed rail development on this project. Project scope is under review. Until review is complete, project remains at the 35% design phase; thereby, will significantly slip from the original project schedule.
CALTRAIN QUARTERLY REPORT

Active Capital Projects

BUDGET:

<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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</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$$23,686,288$$</td>
<td><strong>$23,716,490</strong></td>
<td><strong>$31,047,463</strong></td>
<td><strong>$0</strong></td>
</tr>
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</table>

NOTE: Budget and cost are for construction planning, constructability review and value engineering support activities.

Issues: Total Estimate-at-Completion (EAC) shown above is through 35% Engineering Design only. Once the scope of the project is coordinated with California High Speed Rail Authority (CHSRA), the budget for the balance of the project will be updated and reflected in the report. Full funding for the project will depend on the coordination of the project with CHSRA.

HSR IMPACT:

Caltrain is currently working with California High Speed Rail Authority, among others, to determine the impact of high speed rail development on this project. Project scope is under review.

OTHER:

None.
SCOPE:

Final design and construction of the Jerrold Avenue (MP 2.85) Bridge including:
(1) Replacement of the existing intermediate three-spans of the Jerrold Avenue bridge with a single span bridge (including the installation of two (2) jump-spans to conform to the present bridge layout);
(2) Reconstruction of tracks impacted by the new structures;
(3) Reconstruction of the traveled way and sidewalks.

Issues:
None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Org Est</th>
<th>Rev Est</th>
<th>% Complete</th>
<th>Start</th>
<th>Finish</th>
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<th>2011</th>
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<td></td>
<td>01917 - Jerrold Ave. Bridge Repl.</td>
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<td>15-Oct-11</td>
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<tr>
<td></td>
<td>Phase Gate/Programmatic Reviews</td>
<td>100%</td>
<td>100%</td>
<td>100%</td>
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<td>01-Apr-10 A</td>
<td></td>
<td></td>
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<tr>
<td></td>
<td>Environmental</td>
<td>0</td>
<td>0</td>
<td>0%</td>
<td>03-Aug-09 A</td>
<td>11-Sep-09 A</td>
<td></td>
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<tr>
<td></td>
<td>Funding</td>
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<td>0%</td>
<td>29-Dec-09 A</td>
<td>30-Apr-10 A</td>
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<tr>
<td></td>
<td>Procurement/Bid &amp; Awards</td>
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<td>0</td>
<td>0%</td>
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<td>30-Jul-10</td>
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<tr>
<td></td>
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<td>0%</td>
<td>11-Aug-11</td>
<td>15-Oct-11</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Progress:
Apr - Jun 2010
(1) Advertised the construction package for the project.
(2) Prepared draft agreement and began discussions with San Francisco City agencies.
(3) Received construction bids and completed bid evaluations.
(4) Prepared staff recommendation for the July Board.

Future Activities:
Jul - Sept 2010
(1) Receive July Board Approval to award construction contract to Disney Construction Inc.
(3) Review and approve submittals. Begin development of bridge steel shop fabrication drawings.
(4) Begin utility relocation.

Issues:
None.
JERROLD AVENUE BRIDGE REPLACEMENT PROJECT

BUDGET:

<table>
<thead>
<tr>
<th>Segment Group</th>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
<th>(e)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$1,144,428</td>
<td>$2,121,255</td>
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<td>$37,610</td>
<td>$37,610</td>
<td>$2,177,205</td>
<td>$15,983</td>
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<tr>
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<td>$817,002</td>
<td>$817,002</td>
<td>$1,840,296</td>
<td>$13,510</td>
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<tr>
<td>Contingency</td>
<td>$1,710,891</td>
<td>$0</td>
<td>$0</td>
<td>$1,698,423</td>
<td>$12,468</td>
</tr>
<tr>
<td>Total</td>
<td>19,830,000</td>
<td>1,950,273</td>
<td>2,001,787</td>
<td>19,685,486</td>
<td>$144,514</td>
</tr>
</tbody>
</table>

Issues: None.

HSR IMPACT: None.
**SCOPE:**

The Los Gatos and Guadalupe Bridge Replacement Project includes:

1. Preliminary Design, Environmental Document and Final Design to remove and replace the existing MT-1 and MT-2 bridges crossing Los Gatos Creek. As recommended in the Project Study Report (PSR), the new replacement structure is to be a pre-stressed / pre-cast concrete bridge with new foundations and a new widened bridge deck that functions as a construction shoofly.

   The permanent third track and signal work have been deleted from this project.

2. The preliminary design (only) of a replacement bridge for the existing MT-1 timber bridge crossing the Guadalupe River.

**Issues:**

The project is located over a sensitive riparian habitat which requires the JPB to design a bridge structure that has minimal environmental impacts.

**SCHEDULE:**

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig Start</th>
<th>Orig End</th>
<th>Rev Start</th>
<th>Rev End</th>
<th>%</th>
<th>Start</th>
<th>Finish</th>
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</thead>
<tbody>
<tr>
<td>01812</td>
<td>Los Gatos Creek Bridge</td>
<td>2188</td>
<td>774</td>
<td>00-Jan-09</td>
<td>A</td>
<td>25-Jul-13</td>
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<td></td>
<td>Phase Gate/Programmatic Reviews</td>
<td>1148</td>
<td>338</td>
<td>13-Apr-07</td>
<td>A</td>
<td>31-Oct-11</td>
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<tr>
<td></td>
<td>Conceptual/Study</td>
<td>608</td>
<td>0</td>
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<td>A</td>
<td>25-Jan-07</td>
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<td></td>
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<tr>
<td></td>
<td>Environmental</td>
<td>641</td>
<td>105</td>
<td>10-Sep-08</td>
<td>A</td>
<td>29-Mar-11</td>
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<tr>
<td></td>
<td>Funding</td>
<td>103</td>
<td>103</td>
<td>30-Mar-11</td>
<td>A</td>
<td>25-Aug-11</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Engineering Design</td>
<td>1136</td>
<td>361</td>
<td>04-Jun-07</td>
<td>A</td>
<td>05-Dec-11</td>
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<td></td>
<td>Procurement/Bid &amp; Awards</td>
<td>111</td>
<td>111</td>
<td>00-Dec-11</td>
<td></td>
<td>14-May-12</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Construction</td>
<td>257</td>
<td>257</td>
<td>15-May-12</td>
<td></td>
<td>21-May-13</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Project Closure</td>
<td>46</td>
<td>45</td>
<td>22-May-13</td>
<td></td>
<td>25-Jul-13</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Progress:**

1. Completed review of 35% design documents for the Preferred Alternative (widened bridge + 2 tracks) with phased construction schedule.
2. Completed review of revisions to construction staging and construction estimate.
3. Continued compilation of documents needed for environmental clearance.

**Future Activities:**

1. Develop a full funding plan for the project.
2. Finalize 35% design documents.
4. Initiate work directive for environmental report/clearance and continue discussions with regulatory agencies.

**Issues:**

As federal funds are to be used, the project will be on-hold at 35% design until environmental clearance from the FTA is obtained. The original baseline schedule has been delayed by approximately twenty (20) months.
## BUDGET:

<table>
<thead>
<tr>
<th>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) = (a - d)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$2,596,103</td>
<td>$1,616,231</td>
<td>$1,733,657</td>
<td>$2,596,103</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>
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<tr>
<td>Construction*</td>
<td>$14,585</td>
<td>$9,080</td>
<td>$9,080</td>
<td>$14,585</td>
<td>$0</td>
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<tr>
<td>Construction Management*</td>
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<td>$4,434</td>
<td>$4,434</td>
<td>$7,122</td>
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<tr>
<td>Administration</td>
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<td>$793,979</td>
<td>$793,979</td>
<td>$1,275,344</td>
<td>$0</td>
</tr>
<tr>
<td>Contingency</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$3,893,154</td>
<td>$2,423,724</td>
<td>$2,541,150</td>
<td>$3,893,154</td>
<td>$0</td>
</tr>
</tbody>
</table>

*NOTE: Budget and cost are for construction planning, constructability review and value engineering support activities.

### Estimation:

The estimate of about $3.9 million is for the preliminary design and environmental review phases only. Once the scope is refined, the Budget and Estimate at Completion will be updated and reflected in the report.

### Issues:

Estimate at Completion of about $3.9 million is for the preliminary design and environmental review phases only. Once the scope is refined, the Budget and Estimate at Completion will be updated and reflected in the report.

### HSR Impact:

Caltrain is currently working with California High Speed Rail Authority, among others, to determine the impact of high speed rail development on this project. Project scope is under review.
### QUINT STREET BRIDGE PROJECT

#### SCOPE:

**Proposed Scope:**
1. Remove the Quint Street Bridge.
2. Close Quint Street permanently to vehicular traffic.
3. Fill the bridge opening with an embankment.
4. Perform other related work such as utility protection, trackwork and street utilities.

The scope change for Quint Street from bridge replacement in kind to bridge replacement with tracks on embankment is to enable completion of the project within the approved budget without compromising JPB goals on seismic vulnerability, state of good repair and safety.

If the street closure is approved by the City of San Francisco, JPB will take the lead in getting environmental clearance for the project. Design will not proceed until approval is received from the City of San Francisco.

#### Issues:

JPB is seeking community support from the City of San Francisco on the concept of Quint Street closure. The project scope may have to be re-visited or modified to address community concerns and issues.

#### SCHEDULE:

<table>
<thead>
<tr>
<th>Activity Description</th>
<th>Orig</th>
<th>Est</th>
<th>Var</th>
<th>Per</th>
<th>Est</th>
<th>Planned</th>
<th>Proj.</th>
<th>Actual</th>
<th>Cost</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phase Gate/Programmatic Reviews</td>
<td>841</td>
<td>85</td>
<td>5%</td>
<td>59%</td>
<td>9/16/10</td>
<td>14-Mar-14</td>
<td>14-Sep-11</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Environmental</td>
<td>329</td>
<td>159</td>
<td>45%</td>
<td>12%</td>
<td>6/16/10</td>
<td>23-Mar-14</td>
<td>18-Feb-11</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Street Closure</td>
<td>288</td>
<td>182</td>
<td>50%</td>
<td>30%</td>
<td>6/16/10</td>
<td>23-Mar-14</td>
<td>18-Feb-11</td>
<td></td>
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</tr>
<tr>
<td>Filing</td>
<td>45</td>
<td>31</td>
<td>-</td>
<td>31%</td>
<td>29-Oct-11</td>
<td>07-Dec-11</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Engineering Design</td>
<td>1715</td>
<td>125</td>
<td>-</td>
<td>45%</td>
<td>30-Aug-11</td>
<td>25-Aug-11</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Right of Way</td>
<td>170</td>
<td>170</td>
<td>0%</td>
<td>0%</td>
<td>3/16/10</td>
<td>17-Mar-11</td>
<td>06-Sep-11</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Procurement/Bid &amp; Awards</td>
<td>140</td>
<td>140</td>
<td>0%</td>
<td>0%</td>
<td>29-Oct-11</td>
<td>19-May-12</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Miscellaneous</td>
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<td>159</td>
<td>0%</td>
<td>0%</td>
<td>22-Feb-11</td>
<td>23-Sep-11</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Construction</td>
<td>253</td>
<td>253</td>
<td>0%</td>
<td>0%</td>
<td>22-Sep-11</td>
<td>17-May-14</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Project Closure</td>
<td>45</td>
<td>45</td>
<td>0%</td>
<td>0%</td>
<td>20-May-13</td>
<td>22-Jul-13</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### Progress:

(1) The JPB Office of Public Affairs continued to coordinate the proposed street closure with the City of San Francisco (Supervisor Maxwell).
(2) Completed the final ARDTP (Archaeological Research Design and Treatment Plan).

#### Future Activities:

(1) Continue working with JPB Office of Public Affairs to complete an engagement strategy for future outreach activities and coordination with the City of San Francisco to obtain approval for proposed closure of Quint Street.
(2) Forward the ARDTP to FTA and State Historic Preservation Office (SHPO) for review and approval.
(3) Compile documentation needed to initiate proposed street closure process.

#### Issues:

Due to the archaeological findings at the project site, the environmental clearance process is now expected to take 16 months as compared to 7 months as projected earlier. A strategic consolidated approach was developed to mitigate impacts and the new schedule will be monitored closely in the coming months to obtain environmental clearance as soon as possible.
HSR IMPACT:
Caltrain is currently working with California High Speed Rail Authority, among others, to determine the impact of high speed rail development on this project.

Issues:
Current Board Approved Budget and Estimate at Completion costs are for Quint Street bridge replacement with tracks on embankment in Quint Street. If another alternative is selected, project budget would need to be re-baselined.
Rail Operations Control System Project

SCOPE:

This project provides for the procurement and commissioning of a new operating control system for the Caltrain corridor. The project includes software procurement and development, hardware procurement and installation, testing, training, support and maintenance of the new system. The new system will meet all functionality and features necessary for current operations as well as accommodate for future projects identified by the JPB, such as Electrification, Communications Based Overlay Signal System (CBOSS), and various communication improvements.

Issues:  None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig.</th>
<th>Rev.</th>
<th>% Complete</th>
<th>Start</th>
<th>Finish</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
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</thead>
<tbody>
<tr>
<td>01729</td>
<td>Rail Operations Control System</td>
<td>1500</td>
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<td>20-May-08 A</td>
<td>08-May-12</td>
<td>G</td>
<td>G</td>
<td>G</td>
<td>G</td>
</tr>
<tr>
<td>Conceptual Study</td>
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<td>134</td>
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<td>100%</td>
<td>20-May-08 A</td>
<td>26-Nov-08 A</td>
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<tr>
<td>Preliminary Engineering</td>
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<td>123</td>
<td>0</td>
<td>100%</td>
<td>03-Sep-08 A</td>
<td>27-Feb-09 A</td>
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<td></td>
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<td></td>
</tr>
<tr>
<td>Engineering Design</td>
<td></td>
<td>36</td>
<td>0</td>
<td>100%</td>
<td>05-Mar-09 A</td>
<td>24-Apr-09 A</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Procurement/Bid &amp; Awards</td>
<td></td>
<td>212</td>
<td>0</td>
<td>100%</td>
<td>05-Mar-09 A</td>
<td>31-Dec-09 A</td>
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<td></td>
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<tr>
<td>Construction</td>
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<td>341</td>
<td>215</td>
<td>36.86%</td>
<td>04-Jan-10 A</td>
<td>09-May-11</td>
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<tr>
<td>Project Closure</td>
<td></td>
<td>71</td>
<td>71</td>
<td>0%</td>
<td>10-May-11</td>
<td>18-Aug-11</td>
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<td></td>
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</tr>
<tr>
<td>Warranty Period</td>
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<td>365</td>
<td>0%</td>
<td>10-May-11</td>
<td>08-May-12</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Progress:

1. Received & reviewed the Requirements Traceability Matrix (RTM), System Drawing and Software Functional Requirements Document (SFRD).
2. Received & approved the revised final Project Management Plan.
3. Conducted and accepted the Conceptual Design Review (CDR).
4. Accepted the Bill of Materials (BOM).
5. Conducted a two-day face-to-face meeting with contractor to resolve Contract Deliverables Requirements List (CDRL) issues.

Future Activities:

1. Review CDRLs for the Preliminary Design Review.
2. Review engineering design to include physical changes to the Control Center Facility.

Issues:  Project is currently 5 months behind the baseline schedule due to delays in finalizing the Project Management Plan (PMP). The PMP has since been finalized and approved.
Rail Operations Control System Project

BUDGET:

<table>
<thead>
<tr>
<th>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>$143,237</td>
<td>$337,106</td>
<td>$360,505</td>
<td>$360,505</td>
<td>($217,268)</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>
<td>$4,592,806</td>
<td>$298,915</td>
<td>$2,944,293</td>
<td>$3,625,853</td>
<td>$666,963</td>
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<td>Construction Management</td>
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<td>$0</td>
<td>$0</td>
<td>$1,359,785</td>
<td>($1,065,059)</td>
</tr>
<tr>
<td>Administration</td>
<td>$1,451,808</td>
<td>$1,645,562</td>
<td>$1,645,562</td>
<td>$4,096,042</td>
<td>($2,644,024)</td>
</tr>
<tr>
<td>Contingency</td>
<td>$1,289,424</td>
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<td>$0</td>
<td>$1,355,632</td>
<td>($66,208)</td>
</tr>
<tr>
<td>Total</td>
<td>$7,772,000</td>
<td>$2,281,583</td>
<td>$4,600,360</td>
<td>$10,797,817</td>
<td>($3,025,817)</td>
</tr>
</tbody>
</table>

Additional budget authority for this project will be secured as part of the FY2011 budget development process.

OTHER: None.
The Real Time Transit Information Project will provide predictive arrival/departure times for all Caltrain trains. The real-time predictive 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, and the San Jose Diridon stations. Project is funded by Metropolitan Transportation Commission (MTC).

Issues: None.

Future Activities:
1. Complete Preliminary Design Review.
2. Approve the AVL Installation Plan and install 3 AVL units on the locomotives.

Issues: Project is currently 28 months behind the baseline schedule due to delay in procurement. The Caltrain PADS procurement was combined with the Railroad Operations Control System (ROCS) procurement. The combined procurement process shortens the schedule by two months, from a 30-month delay to a 28-month delay. As a result of combining the Caltrain PADS project with the ROCS project, the project schedule will be rebaselined when data is available.
REAL TIME TRANSIT INFORMATION PROJECT (Caltrain PADS)

BUDGET:

<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>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
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<td>$35,515</td>
<td>$35,515</td>
<td>$35,515</td>
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<td>$0</td>
</tr>
<tr>
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<td>$1,243,560</td>
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<td>$101,895</td>
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<td>$976</td>
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<tr>
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<td>$1,749,570</td>
<td>($1,247,979)</td>
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<tr>
<td>Contingency</td>
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<tr>
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<td>$1,812,194</td>
<td>$4,237,585</td>
<td>($1,811,537)</td>
</tr>
</tbody>
</table>

Issues: Variance at Completion reflects a probable overrun of $1.8M, additional budget authority will be secured as part of the FY 2011 budget development process to offset the variance.

OTHER: None.
Apr. 1, 2010 - Jun. 30, 2010 Caltrain QUARTERLY REPORT

SAN BRUNO GRADE SEPARATION

SCOPE:
The project will raise the railroad in a retained embankment and lower roadways crossing the railroad right-of-way from just south of the I-380 flyover to approximately San Felipe Road in San Bruno. The project will eliminate at-grade vehicular crossings at San Bruno Avenue, San Mateo Avenue and Angus Avenue and replace them with grade separated vehicular access with a four-track footprint. Pedestrian under-crossings will be constructed at Euclid and Sylvan Avenues in San Bruno. The existing San Bruno station will be relocated onto an elevated structure at San Bruno and San Mateo Avenues. The former site of San Bruno Lumber will become a surface parking lot for the new San Bruno station. A BART vent structure will be retrofitted to support Caltrain track loading.

Construction for the relocation of a box culvert will occur prior to the beginning of construction for the grade separation.

Issues:
None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Description</th>
<th>Start Date</th>
<th>End Date</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Issued Notice to Proceed (NTP) to Disney Construction for Box Culvert construction.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Box Culvert construction: Finalized demolition and began placing concrete.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Received construction bids for the Grade Separation contract in May. Evaluated bids and prepared staff recommendation during June for the July Board.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Submitted wetland report to Army Corps of Engineers.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Continued negotiations pertaining to real estate acquisition with five property owners. Obtained Orders of Possession for the remaining two proposed real estate acquisitions.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Future Activities:

(1) Receive July Board Approval to award Grade Separation construction contract to Granite Construction.
(2) Issue Limited Notice to Proceed (LNTP) to Granite Construction for the Grade Separation contract. Review and approve construction schedule and other contract submittals. Hold Pre-construction meeting.
(3) Box Culvert construction: Finish placement of concrete and backfill.
(4) Sign C&M Agreement with the City of San Bruno.
(5) Sign BART Permit to Enter, in order to perform construction work on the BART right of way.
(6) Set up Construction Trailers at site.

Issues:
None.
San Bruno Grade Separation

**Budget:**

<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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**Issues:**

Current Board Approved Budget of $147 million has been approved by both the San Mateo County Transportation Authority (SMCTA) and PCJPB Boards for the design and construction phase of the project.

**HSR Impact:**

None.
SCOPE:
The San Francisco Roadway Bridges Replacement project upgrades the Caltrain 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:
None.

SCHEDULE:

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Progress:
Apr - Jun 2010
(1) Project was put on-hold in April 2010, at the 35% Design stage.

Future Activities:
Jul - Sept 2010
(1) Submit additional funding request to Caltrans and await Caltrans response.
(2) Project is On-Hold, pending additional funding.

Issues:
Lack of additional Caltrans funds has stalled project at the 35% design stage.
**Caltrain QUARTERLY REPORT**

**Active Capital Projects**

**SAN FRANCISCO ROADWAY BRIDGES REPLACEMENT**

### BUDGET:

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<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
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*Note: EAC and costs are for construction planning, constructability review and value engineering support activities.*

### Issues:

1. Budget and Estimate at Completion (EAC) of about $3.0 million is for 100% design and environmental assessment only.
2. Lack of Caltrans funds has stalled the project; Caltrain has submitted additional funding request to Caltrans.

### HSR IMPACT:

Caltrain is currently working with California High Speed Rail Authority, among others, to determine the impact of high speed rail development on this project. Project scope is under review. Impact from HSR may be limited to the bridges located at 22nd Street and 23rd Street only.
SCOPE:
The scope of the project includes:
Seismic retrofit of foundations/abutments of four Caltrain bridges located at Poplar Avenue, Santa Inez Avenue, Monte Diablo Avenue and Tilton Avenue in San Mateo.

The project has been modified to better coordinate with High Speed Rail (HSR) and also to make certain that a project invested in today isn’t deemed obsolete in the near future. The current scope is to perform the seismic improvement only and should not have any impact on HSR. The bridges will also be maintained and kept in a state of good repair. It is anticipated that the bridges will be replaced in the future, once the High Speed Rail alignment is known.

Issues:
None.

SCHEDULE:

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</tbody>
</table>

Progress:
Apr - Jun 2010
(1) Advertised project for construction.
(2) Received and evaluated construction bids. Prepared recommendation of award for the July Board meeting.
(3) The construction contract award was pulled from the July Board meeting. Contract is to be re-bid.
(4) Continued coordination of underground water utility relocations.
(5) Initiated additional Historic American Engineering Record work for the four Caltrain bridges.

Future Activities:
Jul - Sept 2010
(1) Revise Invitation to Bid (IFB) documents.
(2) Submit revised IFB documents to C&P and Legal for review. Re-advertise project.
(3) Complete utility relocation for water and PG&E.
(4) Complete historical record work for the four railroad grade separation bridges.

Issues:
The construction contract award was pulled from the July Board meeting. The construction contract is to be re-advertised in July and scheduled for award at the October 2010 Board meeting. Project schedule is expected to be delayed by 3 months.
HSR IMPACT:
The project has been modified to better coordinate with High Speed Rail (HSR). The current scope is to perform the seismic retrofit of foundation / abutments only and should not have any impact on HSR.

Issues:
None.
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.

The construction of five additional mini-high platforms was incorporated into this project, as a scope addendum to the construction contract.

Issues:
None.

SCHEDULE:

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Progress:

1. Completed final signal cutover at Fair Oaks (Atherton). The Emergency Gate Management System (EGMS) was put into service in May.
2. Completed all change order work. Continued to finalize punch list items.
3. Continued with contract close-out activities.

Future Activities:

1. Finalize all construction punch list items.
2. Close out construction contract.
3. Close out project.

Issues:
Construction contract close-out is forecasted for mid-August. Project close-out is forecasted for mid-September 2010.
### SAN MATEO COUNTY AT- GRADE CROSSING IMPROVEMENT PROJECT

#### BUDGET:

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<th>Committed To Date</th>
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#### Project Budget / Cost Status

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</tbody>
</table>

#### Issues:
None.

#### OTHER:
None.
SCAPE: The project will rehabilitate and improve the existing parking lot at the South San Francisco Caltrain station. This will provide interim improvements until such time as High Speed Rail and the new South San Francisco Station Project come to fruition.

The project will rehabilitate the existing parking lot by patching the existing pavement, where necessary, and adding a new asphalt top coat. In addition, the project will provide proper drainage, improve the lighting, and provide traffic islands and striping. This project will provide up to 74 parking spaces.

Issues: None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig</th>
<th>Est</th>
<th>% Complete</th>
<th>Start</th>
<th>Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01911</td>
<td>South San Francisco Parking Lot Rehabilitation</td>
<td>345</td>
<td>219</td>
<td>36.52%</td>
<td>15-Dec-09 A</td>
<td>15-May-11</td>
</tr>
<tr>
<td>Phase Gate/Programmatic Reviews</td>
<td>1</td>
<td>0</td>
<td>100%</td>
<td>03-May-10 A</td>
<td>17-May-10 A</td>
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</tr>
<tr>
<td>Environmental</td>
<td>20</td>
<td>0</td>
<td>100%</td>
<td>15-Dec-09 A</td>
<td>26-Jan-10 A</td>
<td></td>
</tr>
<tr>
<td>Engineering Design</td>
<td>97</td>
<td>0</td>
<td>100%</td>
<td>15-Dec-09 A</td>
<td>15-May-10 A</td>
<td></td>
</tr>
<tr>
<td>Procurement/Bid &amp; Awards</td>
<td>89</td>
<td>100</td>
<td>0%</td>
<td>29-May-10 A</td>
<td>15-Nov-10 A</td>
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</tr>
<tr>
<td>Construction</td>
<td>79</td>
<td>79</td>
<td>0%</td>
<td>22-Nov-10</td>
<td>18-Mar-11</td>
<td></td>
</tr>
<tr>
<td>Project Closure</td>
<td>40</td>
<td>40</td>
<td>0%</td>
<td>21-Mar-11</td>
<td>13-May-11</td>
<td></td>
</tr>
</tbody>
</table>

Progress:

Apr - Jun 2010

1. Received 100% IFB design package for JPB review.
2. Completed 100% IFB design package review.

Future Activities:

Jul - Sep 2010

5. Review construction bids.

Issues: None.
**SOUTH SAN FRANCISCO PARKING LOT**

**BUDGET:**

<table>
<thead>
<tr>
<th>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>$101,000</td>
<td>$137,100</td>
<td>$137,000</td>
<td>$154,000</td>
<td>($53,000)</td>
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<tr>
<td>Right of Way</td>
<td>$0</td>
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<tr>
<td>Construction</td>
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<td>$0</td>
<td>$0</td>
<td>800,000</td>
<td>$0</td>
</tr>
<tr>
<td>Construction Management</td>
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<td>$716</td>
<td>$716</td>
<td>140,000</td>
<td>$0</td>
</tr>
<tr>
<td>Administration</td>
<td>$133,000</td>
<td>$101,130</td>
<td>$101,130</td>
<td>$147,000</td>
<td>($14,000)</td>
</tr>
<tr>
<td>Contingency</td>
<td>$326,000</td>
<td>$0</td>
<td>$0</td>
<td>$259,000</td>
<td>$67,000</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>$1,500,000</td>
<td>$238,946</td>
<td>$238,846</td>
<td>$1,500,000</td>
<td>$0</td>
</tr>
</tbody>
</table>

**Issues:** None.

**Other:** None.
South Terminal and Santa Clara Stations Improvements Project

**SCOPE:**

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 (CID). 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.

The Santa Clara Station 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.

**SCHEDULE:**

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Orig Est</th>
<th>Rev Est</th>
<th>%</th>
<th>Start</th>
<th>Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>01154</td>
<td>South Terminal &amp; Sant</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>South Terminal Project Phase 1</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>Phase Gate/Programmatic Reviews</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Conceptual/Study</td>
<td></td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Environmental</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Funding</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Engineering Design</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Procurement/Bid &amp; Awards</td>
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<td></td>
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<tr>
<td>Construction</td>
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<td></td>
</tr>
<tr>
<td>Project Closure</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

South Terminal and Santa Clara:

1. Contractor submitted baseline schedule for review.
2. Issued Notice to Proceed (NTP) to contractor, Amoroso.
3. Contractor re-submitted shoring submittals.
4. Began clear and grub and grading at both South Terminal and Santa Clara sites.
5. Moved track panels from 25th Ave to Santa Clara Station.
6. Placed signal concrete foundation and moved signal house on top of the foundation at the South Terminal Station.
7. Began conduit work at South Terminal station for stand-by power.
8. South Terminal and Santa Clara Station Project.

Santa Clara:

1. Prepare subgrade and install TMP2 and TMP3 temporary tracks.
2. Provide Fiber Optic Cable (FOC) protection under permanent tracks and relocate FOC in the future underpass area.
3. Import baitball, install storm drain and remove utility poles.
4. Demolish north parking lot.
5. Fine grade temporary platform A.
6. Install Westside shoring.

Future Activities:

1. Prepare subgrade and install TMP2 and TMP3 temporary tracks.
2. Provide Fiber Optic Cable (FOC) protection under permanent tracks and relocate FOC in the future underpass area.
3. Import baitball, install storm drain and remove utility poles.
4. Demolish north parking lot.
5. Fine grade temporary platform A.
6. Install Westside shoring.

South Terminal:

1. Demolish a portion of the existing pedestrian tunnel walls where the new ramps & walls intersect.
2. Install aggregate base and footings for ramps and stairs & waterproof subgrade ramp/stairs.
3. Place foundations & install footings for platform.
4. Install storm drain and standby power conduit.
5. Demolish existing underpass for new ramps/stairs.

Issues:

None.
South Terminal and Santa Clara Stations Improvements Project

**BUDGET:**

<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>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$6,195,085</td>
<td>$6,111,346</td>
<td>$6,393,797</td>
<td>$6,195,085</td>
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<tr>
<td>Right of Way</td>
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<td>$0</td>
<td>$250,000</td>
<td>$0</td>
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<tr>
<td>Construction</td>
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<td>$7,028,914</td>
<td>$29,250,201</td>
<td>$33,285,457</td>
<td>$0</td>
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<tr>
<td>Construction Management</td>
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<td>$2,738,402</td>
<td>$5,891,402</td>
<td>$7,917,269</td>
<td>$0</td>
</tr>
<tr>
<td>Administration</td>
<td>$6,441,087</td>
<td>$5,114,586</td>
<td>$5,114,586</td>
<td>$6,441,087</td>
<td>$0</td>
</tr>
<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$0</td>
<td>$5,512,085</td>
<td>$1,400,678</td>
</tr>
<tr>
<td>Total</td>
<td>$61,001,585</td>
<td>$20,993,248</td>
<td>$46,649,986</td>
<td>$59,600,907</td>
<td>$1,400,678</td>
</tr>
</tbody>
</table>

**Issues:** None.

**OTHER:** None.
SYSTEMWIDE TRACK REHABILITATION PROJECT - FY2010

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. The scope of work proposed for FY2010 includes the following:
1) Replacement of stock rails and points at ends of #20 passing tracks on an as-needed basis.
2) Replacement of rail joints - approximately 100 locations.
3) Removal of old or bonded over insulated (Allegheny) joints – about 50 locations (100 welds).
4) Production ties and surfacing - 30 miles surfacing, 25 turnouts and 1500 ties, various locations.
5) Purchase and installation of rail lubricators for six locations.
6) Purchase of small tools and equipment required for track maintenance activities.
7) Relay of approximately five track miles of rail at approximately MP 9, MP 17 and MP 48.5.
8) Procurement of approximately 8,000 tons (two trains) of ballast for FY2011.
9) Rebuilding grade crossings at Fair Oaks Lane (Atherton), Peninsula Avenue (Burlingame), Villa Terrace Avenue and E. Bellevue Avenue (San Mateo) and shift approximately two track miles of mainline track.
10) Surfacing through grade crossings at 4th Avenue, 9th Avenue and Mary Avenue (San Mateo), Oak Grove Avenue (Burlingame) and pedestrian crossing at Lawrence Avenue (Sunnyvale).

Issues:
None.

SCHEDULE:

<table>
<thead>
<tr>
<th>Activity ID</th>
<th>Activity Description</th>
<th>Org Dur</th>
<th>Run Dur</th>
<th>% Dur</th>
<th>Start</th>
<th>End</th>
</tr>
</thead>
<tbody>
<tr>
<td>01898 - FY10 Systemwide Track Rehab...</td>
<td>365</td>
<td>0</td>
<td>100%</td>
<td>01-Jul-09 A</td>
<td>30-Jun-10 A</td>
<td></td>
</tr>
</tbody>
</table>

Progress:
Apr - Jun 2010
(1) Installed 546 main line ties.
(2) Surfaced 3.3 miles of track.
(3) Performed two thermite welds.
(4) Replaced 46 main line switch ties.
(5) Geometry car tested the property.
(6) Rail detection car tested the property.
(7) Placed 2,060 tons of ballast.
(8) Builtup 15 frogs.
(9) Ground one turnout.
(10) Replaced 6,480 anchors.
(11) Replaced 1,375 LF of rail.
(12) FRA Geometry car tested the property.
(13) Ran weed sprayer.
(14) Placed 40 tons of walkway ballast.
(15) Ground 26 switches.
(16) Changed two switch point and stock rails.

Future Activities:
Jul - Sep 2010
(1) Close out FY2010 systemwide track rehabilitation.
(2) Begin FY2011 systemwide track rehabilitation.

Issues:
None.
### SYSTEMWIDE TRACK REHABILITATION PROJECT - FY2010

**BUDGET:**

<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>
</tr>
</thead>
<tbody>
<tr>
<td>Planning &amp; Engineering</td>
<td>$100,000</td>
<td>$128,703</td>
<td>$183,215</td>
<td>$100,000</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>$5,195,551</td>
<td>$6,424,293</td>
<td>$6,725,000</td>
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<tr>
<td>Construction Management</td>
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<td>$261,068</td>
<td>$261,068</td>
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</tr>
<tr>
<td>Administration</td>
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<td>$915,149</td>
<td>$915,149</td>
<td>$1,390,000</td>
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</tr>
<tr>
<td>Contingency</td>
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<td>$0</td>
<td>$0</td>
<td>$50,000</td>
<td>0</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$8,625,000</strong></td>
<td><strong>$6,500,471</strong></td>
<td><strong>$7,783,725</strong></td>
<td><strong>$8,625,000</strong></td>
<td><strong>0</strong></td>
</tr>
</tbody>
</table>

**Project Budget / Cost Status**

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

**Issues:** None.

**OTHER:** None.
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Disadvantaged Business Enterprise (DBE) Quarterly Status Report

As of: Q3 Federal Fiscal Year (FFY) 2010
(From October 1, 2009 to June 30, 2010)

The following is a summary of the PCJPB’s DBE Status:

<table>
<thead>
<tr>
<th>Status</th>
<th>Q3 FFY10</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amount of Contracts Awarded</td>
<td>$46,057,131</td>
</tr>
<tr>
<td>Amount of Contracts Awarded to DBEs</td>
<td>$5,642,029</td>
</tr>
<tr>
<td>Overall Annual Goal in %</td>
<td>13.0%</td>
</tr>
<tr>
<td>% DBE Attainment</td>
<td>12.3%</td>
</tr>
<tr>
<td>% Over / - Under Goal</td>
<td>-0.7%</td>
</tr>
</tbody>
</table>

The chart below illustrates DBE Goals & Achievements in $ and %:

PCJPB - Disadvantage Business Enterprise (DBE) Quarterly Status
3rd Quarter Fed. Fiscal Year 2010
(From October 1, 2009 to June 30, 2010)
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 Budget** - The current board approved budget includes the original board approved budget plus approved change orders or internal budget 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.
# Performance Status (Traffic Light) Criteria

<table>
<thead>
<tr>
<th>SECTIONS</th>
<th>On Target (GREEN)</th>
<th>Moderate Risk (YELLOW)</th>
<th>High Risk (RED)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. SCOPE</td>
<td>(a) Scope is consistent with Budget or Funding.</td>
<td>(a) Scope is NOT consistent with Budget or Funding.</td>
<td>(a) Significant scope changes / significant deviations from the original plan.</td>
</tr>
<tr>
<td></td>
<td>(b) Scope is consistent with other projects.</td>
<td>(b) Scope appears to be in conflict with another project.</td>
<td></td>
</tr>
<tr>
<td></td>
<td>(c) Scope change has been mitigated.</td>
<td>(c) Scope changes have been proposed.</td>
<td></td>
</tr>
<tr>
<td>2. BUDGET</td>
<td>(a) Estimate at Completion forecast is within plus / minus 5% of the Current Approved Budget.</td>
<td>(a) Estimate at Completion forecast exceeds Current Approved Budget between 5% to 10%.</td>
<td>(a) Estimate at Completion forecast exceeds Current Approved Budget by more than 10%.</td>
</tr>
<tr>
<td>3. SCHEDULE</td>
<td>(a) Project milestones / critical path are within plus/minus two months of the current baseline schedule.</td>
<td>(a) Project milestones / critical path show slippage. Project is more than two to six months behind the current baseline schedule.</td>
<td>(a) Project milestones / critical path show slippage more than two consecutive months.</td>
</tr>
<tr>
<td></td>
<td>(b) Physical progress during the report period is consistent with incurred expenditures.</td>
<td>(b) No physical progress during the report period, but expenditures have been incurred.</td>
<td>(b) Forecast project completion date is later than the current baseline scheduled completion date by more than six months.</td>
</tr>
<tr>
<td></td>
<td>(c) Schedule has been defined.</td>
<td>(c) Detailed baseline schedule NOT finalized.</td>
<td>(c) Schedule NOT defined for two consecutive months.</td>
</tr>
<tr>
<td>4. FUNDING</td>
<td>(a) Expenditure is consistent with Available Funding.</td>
<td>(a) Expenditure reaches 90% of Available Funding, where remaining funding is NOT yet available.</td>
<td>(a) Expenditure reaches 100% of Available Funding, where remaining funding is NOT yet available.</td>
</tr>
<tr>
<td></td>
<td>(b) All funding has been secured or available for scheduled work.</td>
<td>(b) NOT all funding is secured or available for scheduled work.</td>
<td>(b) No funding is secured or available for scheduled work.</td>
</tr>
<tr>
<td>5. HIGH SPEED RAIL (HSR) IMPACT</td>
<td>(a) No potential impact.</td>
<td>(a) Potential impact.</td>
<td>(a) Significant impact.</td>
</tr>
</tbody>
</table>