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

December 1, 2016 – Thursday

1. Pledge of Allegiance
2. Call to Order/Roll Call
3. Public Comment
   Public comment by each individual speaker shall be limited to two minutes
4. Consent Calendar
   Members of the public or Board may request that an item under the Consent Calendar be considered separately
   a) Approval of Minutes of November 3, 2016
   b) Acceptance of Statement of Revenues and Expenses for October 2016
5. Chairperson’s Report
   a) Resolution of Appreciation for Outgoing Director Adrienne Tissier
   b) Resolution of Appreciation for Outgoing Director Perry Woodward
   c) Appointment of Nominating Committee for 2017 Officers
6. Report of the Citizens Advisory Committee
7. Report of the Executive Director
   a) Peninsula Corridor Electrification Project Monthly Report
8. Approve Interim Financing in an Amount Not to Exceed $150 Million Outstanding at Any One Time with DNT Asset Trust for the Peninsula Corridor Electrification Project
9. Committing to Fund Documented State of Good Repair Needs Through Fiscal Year 2035
10. Authorize Execution of a $647 Million Full Funding Grant Agreement with the Federal Transit Administration to Support the Peninsula Corridor Electrification Project

Note: All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board.
12. Call for Public Hearing on March 2, 2017 for Consideration of Service Changes  
   MOTION

13. Award Contract to Loram Maintenance of Way, Inc. for Rail Grinding Services for the Not-to-Exceed Amount of $590,297 for a One-Year Base Term  
   RESOLUTION

14. Authorize Filing of Applications with the Metropolitan Transportation Commission for Programming of up to $341,862,734 in Federal Transit Administration Funds for Caltrain Capital Projects  
   RESOLUTION

15. Crisis Text Line Partnership Announcement and Suicide Prevention  
   INFORMATIONAL

16. 2016 Customer Satisfaction Survey Results  
   INFORMATIONAL

17. Capital Projects Quarterly Status Report – 1st Quarter Fiscal Year 2017  
   INFORMATIONAL

18. Legislative Update  
   INFORMATIONAL

19. Correspondence

20. Board Member Requests

21. Date/Time of Next Regular Meeting: Thursday, January 5, 2017, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070

22. General Counsel Report
   b) Closed Session: Conference with Legal Counsel - Anticipated Litigation Pursuant to Government Code Section 54956.9(d)(2): Two Potential Cases
   c) Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(d)(1): Hue Qin Xu, by and through her Guardian ad litem Suzie Tan Wong v. Transit America Services, Inc., et al., San Francisco Superior Court, Case No. CGC 13-534880

23. 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 Caltrain website at www.caltrain.com. Communications to the Board of Directors can be e-mailed to board@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 Avenue, San Carlos, one block west of the San Carlos Caltrain Station on El Camino Real, accessible by SamTrans bus Routes ECR, FLX, 260, 295 and 398. Additional transit information can be obtained by calling 1.800.660.4287 or 511.

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 5:40 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.
MINUTES OF NOVEMBER 3, 2016

MEMBERS PRESENT: J. Cisneros, M. Cohen, R. Guilbault, R. Peralez, J. Ramos, A. Tissier, P. Woodward (Chair), K. Yeager

MEMBERS ABSENT: J. Gee


Chair Perry Woodward called the meeting to order at 10:04 a.m. and led the Pledge of Allegiance.

PUBLIC COMMENT
Jeff Carter, Millbrae, said at the last Citizens Advisory Committee (CAC) meeting it was announced Caltrain will run a modified Saturday schedule the day after Thanksgiving. He said he appreciates this change to accommodate people who use Caltrain that day. In June, the ridership count was reviewed by the CAC and a few members asked for the data to be posted online in Excel. Staff said it would be posted but it hasn’t.

Roland Lebrun, San Jose, said the Electric Multiple Unit (EMU) procurement as proposed by staff cannot accommodate existing or future passenger loads. There is a reduced capacity of 230 seats per train. The current capacity for five trains is 3,800 seats per hour per direction. In 2012 this was supposed to be increased to 5,600 seats per hour per direction, but for some reason the EMUs specified by the consultants will reduce capacity by 800 seats, and this is after adding one additional train. He asked the Board to direct staff to stop all negotiations with Stadler and ask the Santa Clara Valley Transportation Authority (VTA) to take over the responsibility for drafting and releasing a new Request for Proposals focusing on maximum seat and bike capacity along the lines of the 2012 capacity study.

Adina Levin, Friends of Caltrain, wished luck to the ballot measures that would increase money for Caltrain capacity increases and grade separations. San Mateo County is working on a transportation plan for 2040 and it is likely to set the framework for funding for San Mateo County. There are critical elements including Caltrain Modernization (CalMod) Phase II and adding to the grade separation program and a strategy to shift as many people as possible to sustainable modes and look at equity.

Director Adrienne Tissier left at 10:09 a.m.
CONSENT CALENDAR
   a) Approval of Minutes of October 6, 2016
   b) Approval of 2017 Board Meeting Calendar
   c) Acceptance of Statement of Revenues and Expenditures for Fiscal Year Ending June 2016 (Unaudited)
   d) Acceptance of Statement of Revenues and Expenses for September 2016
   e) Award Contract to Scintech Associates, Inc. for Physical Inventory Services at a Total Not-to-Exceed Cost of $288,870 for a Three-Year Base Term
   f) Award Contract to Am-Tran for Mail Courier Services at an Estimated Cost of $117,194 for a Five-Year Term

Motion/Second: Ramos/Guilbault
Ayes: Cohen, Guilbault, Peralez, Ramos, Yeager, Woodward
Absent: Cisneros, Gee, Tissier

CHAIRPERSON’S REPORT
No report.

REPORT OF THE CAC
The October 19 report is in the Reading File.

Director Tissier returned at 10:12 a.m.

REPORT OF THE EXECUTIVE DIRECTOR
Jim Hartnett, Executive Director, thanked Director Malia Cohen for introducing and carrying at the Board of Supervisors meeting the financing consent required for the loan facility. Staff is very appreciative of her and her staff’s work.

Peninsula Corridor Electrification Project (PCEP) Update
Dave Couch, Program Delivery Director, presented:
   • Electrification infrastructure
      o Design Build (DB) contract
         ▪ Coordination on design activities and preparing for field activities
         ▪ Coordination on preliminary schedule
      o Tunnel modifications
         ▪ 65 percent design plans completed
         ▪ Continue design coordination
      o Centralized Equipment Maintenance and Operations Facility
         ▪ Design activities resumed now that Stadler has been selected
      o Pacific Gas and Electric
         ▪ Supplemental Agreements 2 and 5 executed
         ▪ Load profile and power quality study complete
      o Utility relocation and coordination
         ▪ Monthly utility coordination meetings continued with communications and power carriers
      o Disadvantaged Business Enterprise (DBE) participation and labor
         ▪ DB contract goal 5.2 percent
         ▪ Reporting to begin once construction begins
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- **EMU**
  - Contract
    - Technical specification compliance matrix, mobilization plan and schedule
    - Schedule and mobilization plan development
  - EMU-related activities
    - Continue work on system interface with the DB contractor
    - Development of EMU conceptual design features

- **Safety – Caltrain Roadway Worker Protection Training Program**

- **Third Party Agreements**
  - City/County
    - 14 approved by city/county
    - San Francisco, San Bruno, Atherton, Palo Alto, and Santa Clara in-process
  - Cooperative
    - San Mateo and Santa Clara counties approved
    - San Francisco in-process

  Director José Cisneros arrived at 10:18 a.m.

  - Utilities – California Public Utilities Commission operating rules in-process
  - Transportation – California State Department of Transportation (Caltrans) in-process using peer process

Liria Larano, Deputy Chief, CalMod/Caltrain Program Delivery, presented:

- **Schedule**
  - Environmental clearance: January 2015
  - Limited Notice to Proceed: September 2016
  - Notice to Proceed: spring 2017
  - First train set delivered: 2019
  - Rollout first passenger service with EMUs: 2021

- **Budget and expenditures**
  - Electrification: Budget: $697 million; costs this quarter and to date: $17.54 million
  - EMU: Budget: $551 million; costs this quarter and to date: $1.24 million
  - Separate contract and support costs: Budget: $417 million; costs this quarter: $4.98 million; costs to date: $81.86 million
  - Contingency: Budget: $315 million; costs this quarter: $0
  - PCEP total: Budget: $1.98 billion; costs this quarter: $23.76 million; costs to date: $100.64 million

- **Funding update**
  - All local, regional, State funding secured
  - Federal Transit Administration (FTA) Core Capacity Grant
    - Accepted in engineering phase
    - Submitted Fiscal Year (FY) 2018 Presidential Budget application
    - Completed FTA risk workshop
    - Requested Full Funding Grant Agreement (FFGA)
    - Second quarterly meeting with FTA headquarters and region: October 2016
Federal delegation (25 members) sent letter of support for swift FFGA execution

- Risk/quality/environmental
  - Risk management
    - 241 risks; 131 retired
    - Top risk: overhead utility relocation
  - Quality
    - 0 internal audits conducted
    - 1 non-conformance report closed
  - Environmental consultation and permits
    - All environmental permits have been obtained
    - Favorable ruling from the PCEP on action in the writ of mandate challenge by the town of Atherton

- Real estate
  - Segment 4 (Santa Clara to San Jose): Appraisal Packages: 13; Appraisals completed: 13; acquisition offers: 3
  - Segment 2 (South San Francisco to Atherton): Appraisal Packages: 26; Appraisals completed: 25; acquisition offers: 0
  - Segment 1 (San Francisco to Brisbane): Appraisal Packages: 8; Appraisals completed: 0; acquisition offers: 0
  - Segment 3 (Menlo Park to Santa Clara): Appraisal Packages: 12; Appraisals completed: 0; acquisition offers: 0

- Community
  - 43 community presentations and stakeholder meetings (State and Federal staff; city/county staff; advocacy/business/civic groups)
  - Press conference with Department of Transportation Secretary Anthony Foxx

Ms. Larano said the Local Policy Maker Group met on October 27 and provided an update on the overall timeline of the PCEP and anticipated activities, and a Metropolitan Transportation Commission (MTC)-funded corridor-wide grade separation toolkit study, which is not part of the PCEP or the Blended System. The scope of the study is under discussion.

Mr. Hartnett said:
- A possible special meeting may be held on November 17 at 6 p.m. if a quorum can be arranged and if the paperwork will be complete in connection with the PCEP financing.
- On-time performance (OTP) for October was 95.2 percent compared to 87 percent last October. September OTP was over 94 percent compared to 86 percent last September.
- Staff is working on updating the timetable to help minimize the impacts to service, maintain customer experience and service reliability during the several capital projects scheduled through 2021. The timetable updates will help support Caltrain electrification, South San Francisco station improvements, the Los Gatos Creek Project, and the San Mateo 25th Avenue Grade Separation Project. The timetable will be effective in the spring of 2017. In the meantime the updates will be communicated to the public beginning in November through the winter.
• Last week the Dogpatch Green Benefits District partnered with the Golden State Warriors to clear away debris and plant new foliage on city-owned property adjacent to the Caltrain corridor. The JPB is a property owner in the area.

• Special event train service includes:
  o San Francisco Giants regular season and playoffs
  o San Francisco 49ers
  o Stanford football
  o Stanford Scavenger Hunt
  o San Francisco Fleet Week
  o San Jose Sharks
  o College football championship
  o The Holiday Train will run on December 3 and 4 and will stop at nine stations between San Francisco and Santa Clara
  o Holiday service includes:
    ▪ Sunday service will run on Thanksgiving Day
    ▪ Saturday service will run Christmas Eve
    ▪ Sunday service will run on Christmas Day
    ▪ Saturday service will run New Year’s Eve along with pre- and post-fireworks special trains
    ▪ Sunday service on New Year’s Day
    ▪ A modified Saturday service with six extra trains in each direction including a round trip from Gilroy to San Francisco will run on the day after Thanksgiving

• Capital projects include:
  o San Mateo Bridges
  o San Francisco Highway Bridges
  o San Mateo 25th Avenue Grade Separation
  o Los Gatos Creek
  o South San Francisco Station Improvements
  o San Francisco Crew Facility Rehabilitation
  o Train Departure Monitors at 4th and King and San Jose Diridon

Public Comment
Roland Lebrun, San Jose, said the monthly report is well written. It is false to say the PCEP will increase capacity after adding an extra train. There will be a 20 percent loss in capacity. The statement on page 2-1 that reads “as of September the project has secured all local, regional, and State funding” is false. He said he issued a public records request for the agreements of the Proposition 1A bonds for San Mateo. He received a reply on October 21 telling him the Memoranda of Understanding (MOU) were still being drafted and have not been signed. He said table 2-2 shows $100 million was blown; $84 million was on electrification and $60 million of that was for management oversight. $16 million was blown on EMUs, and out of that $15 million was for management oversight. The EMUs were supposed to be a Buy America contract, but people are flying to Switzerland to attend meetings every three weeks. San Francisco did not approve the $150 million in interim financing. The MOUs have not been signed. He asked how the capital budget could have been increased by $165 million last month when money was not there. $100 million has been blown on this project and there has been 0 percent accounted in DBE participation.
KEY CALTRAIN PERFORMANCE STATISTICS SEPTEMBER 2016
Michelle Bouchard, Chief Operating Officer, Rail, said:

- Key Caltrain Performance Statistics compared to September 2015:
  - OTP is on track.
  - There is a decrease in total and average weekday ridership. Staff is pulling this data apart to see if there is an isolate cause, but has yet to identify one. Ticket types have been reduced in all categories.
  - Two additional six-car trains will be inserted into the rotation with the hope to accommodate more people. Staff is also doubling down on fare enforcement to try to collect all fare revenue due to Caltrain.

Director Joël Ramos asked if staff has considered the rise of the technology shuttle services and compared or contacted the organizations serving that amenity.
Ms. Bouchard said as this trend continues staff will do that. In the past there has been ridership growth even though the technology shuttles have been out there. Staff should look if there is a change driving some of this. This is a regional trend. Bay Area Rapid Transit (BART) is also seeing decreases. Staff will check in with local partners in transit to see if they have identified anything that would apply to Caltrain.

Public Comment
Roland Lebrun, San Jose, said this is the third month in row with decreased ridership. Caltrain lost 2,100 passengers a day over the last year. Caltrain just raised fares by 9 percent. Farebox recovery has gone up by less than 1 percent. The Board should seriously consider off-peak discounts of 10 or 20 percent. A good place to start fare enforcement would be 4th and King. Fare enforcement on Baby Bullets is physically impossible because trains are so full that conductors cannot move through the trains.

Jeff Carter, Millbrae, said he hopes staff will look into the fare elasticity and if the fare increase may have something to do with the decrease in ridership. It could be the capacity issue and hopefully the additional six-car trains will help. He said he has requested details on the Go Pass ticket sales and how the ridership is calculated.
Several years ago the monthly report used to provide details of tickets sold and he would like to see more details on ticket sales in the report.

AMENDMENT TO INCREASE THE FISCAL YEAR 2017 CAPITAL BUDGET BY $109,736,658 FOR THE PCEP AND THE GRADE CROSSING STATE OF GOOD REPAIR PHASE II PROJECT FOR A TOTAL CAPITAL BUDGET OF $525,985,568
Eli Kay, Chief Financial Officer, said the increase for the Grade Crossing State of Good Repair Phase II Project reflects a Federal Railroad Administration (FRA) grant that is being presented later in the agenda, and the increase for the PCEP will provide sufficient budget for FY2017 since the Board authorized the award of contract for the DB services and purchase of EMUs in July.

Director Malia Cohen left at 10:42 a.m.

Public Comment
Roland Lebrun, San Jose, said the Board is being asked to increase the capital budget without identifying funding sources. There is no indication of having received any agreement from the FTA. If the Board approves the increase, the FY2017 Capital
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Budget will have ballooned to over half a billion dollars, and there is over $200 million unaccounted for.

Motion/Second: Tissier/Guilbault
Ayes: Cisneros, Guilbault, Peralez, Ramos, Tissier, Yeager, Woodward
Absent: Cohen, Gee

**AUTHORIZE AMENDMENT TO PROJECT MANAGEMENT SUPPORT SERVICES CONTRACT WITH URS CORPORATION AMERICAS IN AN AMOUNT NOT TO EXCEED $5.5 MILLION**

Nita Vigil, Acting Director, Contracts and Procurement, said the contract was awarded in 2014 and there were program management services required by the Communications-based Overlay Signal System (CBOSS) Project that used $5.5 million of this capacity. This will restore to the CalMod program management services the capacity for usage by CalMod. These services consist of management associated essential functions such as program management, quality assurance, risk management, and planning and scheduling.

**Public Comment**

Roland Lebrun, San Jose, said CBOSS was supposed to be in revenue service demonstration in October 2015. It was rescheduled to October 2016, but it still did not happen. There is no sign of a new date. He asked why the Board would authorize another $5.5 million without asking for some guarantee this project will deliver something one day and by what date.

Motion/Second: Tissier/Yeager
Ayes: Cisneros, Guilbault, Peralez, Ramos, Tissier, Yeager, Woodward
Absent: Cohen, Gee

**AUTHORIZATION TO ENTER INTO A FUNDING AGREEMENT WITH THE FEDERAL RAILROAD ADMINISTRATION TO RECEIVE $1.06 MILLION FOR THE GRADE CROSSING STATE OF GOOD REPAIR PHASE II PROJECT**

Peter Skinner, Manager, Grants and Fund Programming, said staff applied for and received a grant to fund the Grade Crossing State of Good Repair Program, which will make various safety upgrades for pedestrians and vehicles at 10 crossings in San Mateo, San Francisco, and Santa Clara counties, including updated pavement markings, pedestrian and vehicle gate enhancements, and signal upgrades. The FRA grant of $1.06 million will be matched by $1.04 million in State and local funds composed of $1.03 million from the FY2016 and FY2017 Capital budgets and $400,000 will be considered as part of the FY2018 Capital Budget.

Motion/Second: Cisneros/Guilbault
Ayes: Cisneros, Guilbault, Peralez, Ramos, Tissier, Yeager, Woodward
Absent: Cohen, Gee
AUTHORIZATION TO ENTER INTO A FUNDING AGREEMENT WITH THE FEDERAL RAILROAD ADMINISTRATION TO RECEIVE $2.88 MILLION FOR THE CBOSS/POSITIVE TRAIN CONTROL PROJECT

Mr. Skinner said this will fund required testing and system certification for the CBOSS/Positive Train Control Project. There is a 20 percent match requirement in the amount of $720,000, which is included in the FY2017 Budget.

Director Cohen returned at 10:48 a.m.

Motion/Second: Guilbault/ Tissier
Ayes: Cisneros, Cohen, Guilbault, Peralez, Ramos, Tissier, Yeager, Woodward
Absent: Gee

ADOPTION OF CALTRAIN TITLE VI PROGRAM
Catherine David, Senior Planner, presented:

- Submittal requirements
  - Title VI public notice posted – headquarters, station information boards, Caltrain website
  - Complaint procedures updated and followed – no pending lawsuits or complaints
  - Non-elected committee membership diversity
  - Construction facilities information – in past three years, no facility equity analyses required
- Changes from 2013
  - Limited English proficiency Language Assistance Plan (LAP)
  - Public participation plan
  - Service standards and policies monitoring
  - Demographic profile maps
  - Equity analyses performed
- Limited English proficiency and LAP
  - Outlines how language assistance will be provided to persons with limited English proficiency
  - Identifies clearly what languages predominate in the Caltrain service area
  - Various data sources used to determine these languages based on new data
  - Updated vital and non-vital document list
  - Included new training for frontline employees
  - Languages – Three categories of languages identified
    - Primary language: Spanish predominates in the service area
    - Tier One languages: Spanish and Chinese
    - Tier Two languages: Vietnamese, Tagalog, Korean, Russian, Japanese, Persian, and Hindi
    - Tier Three “Safe Harbor” languages for vital document translation in addition to those listed above: Arabic, Portuguese, French, Mon-Khmer Cambodian, Thai, Italian, Urdu, Gujarati, German, Serbo-Croatian, and Armenian
- Public Participation Plan
  - Refines the strategies used to attain customer and community feedback
Provides information about outreach methods to engage minority, low-income, and limited English proficient populations
Includes a summary of outreach efforts made since the last Title VI Program submission
Includes Community Based Organization survey

- Service standards and policies
  - Standards: vehicle load, vehicle headways, OTP, service availability
  - Policies: vehicle assignment, transit amenities
  - No change to Board adopted policies from April 2013
  - Monitoring analysis and findings reveal service is being delivered with no disparate impact on minority populations and disproportionate burden on low-income populations

- Equity analyses
  - Additional regional Clipper use incentive and change in youth age
    - Completed June 2014
    - Adopted July 2014
    - Effective October 2014 and January 2015
  - Fare changes to the Caltrain Codified Tariff
    - Completed November 2015
    - Adopted December 2015
    - Effective February 2016

- Next steps
  - Approved Title VI Program will be submitted to the FTA by December 1, 2016
  - Staff will continue to monitor Title VI performance compared with the Title VI Program
  - Continue to update and improve Title VI training
  - Title VI Program is a living document and any changes or modifications to any of the policies will be brought before the Board as necessary

Director Cohen asked what the hours of operation are for the number listed on the I-Speak card. Ms. David said weekdays from 7 a.m. to 7 p.m. and weekends and holidays from 8 a.m. to 5 p.m.

Director Cohen said there are no changes to the policies from 2013. She asked what the internal process is to evaluate the policies. She asked if it a reevaluation of the policies is done every five years, 10 years, or on an as-needed basis.
Shayna van Hoften, Legal Counsel, said the Federal government does not allow it to be done more often than every three years because they don’t want transit providers to game the system by changing the rules. There are policies in place that needed to be lived out for the entire monitoring season. It did not make sense to do it now when changes are soon going to be made to the system. When Caltrain goes through construction there will be service changes made. Standards need to be in place that are meaningful for that time period. The JPB will probably want to adopt some service standards and policies that work for the construction time period and then have new standards in place for the new system.
Public Comment

Roland Lebrun, San Jose, said when the Board starts talking about fare increases and elasticity, that is a Title VI violation, because it has a disproportionate impact on low-income minorities. Caltrain lost 2,100 passengers, but he doesn’t know who those passengers are. He guessed they were low-income people who decided to take up carpool lanes on Highway 101. The only way to address it is at a regional level through MTC. Special Clipper cards could be issued to low-income minorities with some kind of discounting to make it an even playing board for everyone. Increasing fares does not affect the high-tech workers.

Adina Levin, Friends of Caltrain, said one of the challenges with Title VI looking at equity is that it looks at whether new actions disadvantage the people who are currently using the system, but it does not look at who is not using the system. Lower income people are already not using the system. There are people who would take Caltrain but don’t because of fares. She recommended the Board look at who is not using the system and at the structure of the Go Pass to make fares accessible to the population in the region.

Jay West, San Francisco, said he is a bike locker renter. At the 4th and King location, there has been a rash of bike locker break-ins. Whoever is managing the service is not responding to bike locker renters. The managers should be informing the customers and warning them about suspicious things. Employees at that location say it is not their job. There is some issue about law enforcement and who has jurisdiction. It makes this a dangerous situation. A customer could be attacked while someone is breaking into the bike lockers. The managers are not communicating the dangers to customers. He said he has a strong suspicion there is something going on with the employees because they know what is going on but are not communicating. The thieves are not breaking through the gates, this is happening during business hours. A security guard should be patrolling the area. Chair Woodward asked staff for a written report to the Board to get a full briefing on this situation.

Director Cohen said a contract vendor is in charge of bike security at 4th and King. She asked staff to look at when the vendor’s term expires and if there is a clause in the contract that says if x number of bikes are stolen the contract could be revisited. She said penalties should be built into the contract. The purpose of the contract is to protect people’s bikes and if that is not happening the vendor should lose the contract or be held accountable. She asked how secure the facilities are. She said she would like to know the profile of the person who is not using Caltrain. She did not vote to approve fare increases largely because she is concerned about providing a service that is accessible to everyone. She said the Board should have discussion about this issue.

Director Ramos said this document and process serves as a baseline to make sure Caltrain is doing the minimum that it should legally do, and it does not represent what the Board should be aspiring to in the end. He hopes the Board will approach this issue sooner than later and have a conversation very soon. The ridership of people with lower incomes is declining. There is no low-income fare program apart from people with disabilities. It would merit the Board talking and doing an inventory of who is not riding the system. He said the JPB should think about how to capture riders where
people work. Low-income people are living farther away from where they work. This analysis just looks at where people live. The cost of living near transit has gone up pushing people of lower incomes away from transit. He is not confident this study captures all the potential riders. BART looks at how far away people can access their stations on transit. Instead of looking at a one-mile area, they are looking at where people live that has 10-minute access on transit. He said he would like to push a conversation sooner than later to start talking about this more in depth. He would like a workshop where there’s a place for discussion. If the JPB is going to try to grow ridership and get support at the ballot, the Board needs to demonstrate equity.

Director Cohen said the reason why the Board is raising this issue is to elevate the conversation to get Caltrain to the collective best interest, which is to get people out of their cars and onto the train. To do that, the JPB needs to understand who is not riding and why, and then solve for those problems. Caltrain needs regular funding sources, and that is done by talking to voters. People who don’t ride are voters and are less incentivized to vote for a measure that provides funding.

Ms. David said appendix J lists ridership travel patterns and demographics on who are riding the trains including household incomes. Nine percent of riders make less than $30,000 a year.

Director Peralez said he is interested in a future conversation incorporating thinking about who is not riding the system. He would like a more in-depth study session on the data in the report. The end goal is to drive up ridership within lower-income demographics. He would like to include a conversation about the incentives and more knowledge of the Go Pass and who is using it. He said many of the riders were introduced to Caltrain through a special event or leisure activity, but he assumes there are not that many lower-income individuals who will be introduced to Caltrain that way.

Motion/Second: Tissier/Cohen
Ayes: Cisneros, Cohen, Guilbault, Peralez, Ramos, Tissier, Yeager, Woodward
Absent: Gee

CALTRAIN PLANNING INITIATIVES
Liz Scanlon, Caltrain Planning Manager, presented:

- Planning initiatives
  - Several key policy and strategic planning studies underway that will
    - Advance and support the Caltrain Strategic Plan
    - Develop policy or operating procedures to best support Caltrain service and riders
  - Station management toolbox
    - FTA grant award
    - Scope of study
      - Develop decision-making tools related to stations
      - Evaluate how access facilities and programs serve riders
      - Explore opportunities related to transit-oriented development (TOD)
    - Timeline: 2016-2018
• Corridor use policy
  o Develop policy framework around the use of JPB-owned property
  o Scope of study
    ▪ Identify range of JPB property assets
    ▪ Develop decision framework related to permitted near- and long-term uses and associated procedures
    ▪ Evaluate financial and operational tradeoffs
  o Timeline: 2017-2018

• Bike parking management plan
  o Caltrans grant award
  o Scope of study
    ▪ Study options and strategies for the management of bike parking at stations
    ▪ Understand the market for bike parking
    ▪ Explore opportunities for delivering improved parking including potential third-party vendor partnerships
    ▪ Engage the Bicycle Advisory Committee
  o Timeline: 2016-2017

• Caltrain fare study
  o Phase I
    ▪ Technical studies to determine correct fare elasticities
    ▪ Study current structure and passes as well as industry best practices
    ▪ Use technical data, fully scope Phase II
  o Phase II
    ▪ Draft and evaluate fare policy
    ▪ Public and stakeholder outreach
  o Timeline: 2016-2017

• Short-Range Transit Plan (SRTP)
  o Required by the MTC every two years
  o Describes existing and planned services/facilities following guidelines set forth by MTC
  o Current Caltrain SRTP (adopted October 2015) covers FY2015-2024
  o Update will cover FY2016-2026

• Stakeholder coordination
  o Importance
    ▪ Key projects or studies effect Caltrain long-range planning or strategic plans
    ▪ Offer input early related to impacts to Caltrain service, facilities and/or riders
  o Major projects
    ▪ Blended system
    ▪ Station area plans, etc.

• California High-Speed Rail Authority (CHSRA) Blended Service timeline
  o Latest business plan adopted April 28, 2016
    ▪ Caltrain submitted scoping letter
    ▪ EIR/EIS technical work underway
    ▪ Caltrain has been involved in meetings with CHSRA staff on various
blended corridor elements
  - Technical analysis is pending
    - Early 2017, draft EIR/EIS document anticipated for review and comment
    - End 2017, schedule for final EIR/EIS approval
  - Key issues for Caltrain
    - Passing track locations
    - Blended system operations and prototypical schedule
    - Configuration of stations
    - Platform configuration at San Jose, Millbrae and 4th and King

- San Jose Diridon Station
  - Intermodal working group (San Jose, VTA, CHSRA, and Caltrain)
  - Transportation Master Plan study
    - Kickoff in 2017, looks at all modes of access to station relative to high-speed rail and BART extension
  - Station area TOD potential
  - Governance model being studied
    - Possible interagency working agreement
    - Possible joint powers authority for station area
  - VTA policy advisory board quarterly updates
    - Timing: 2016-2018

- Millbrae Station
  - Intermodal working group (Millbrae, CHSRA, San Francisco International Airport, the city and county of San Francisco, and Caltrain)
  - Comprehensive access study
    - Kickoff 2017, looks at all modes of access to station to ensure buses, bikes, pedestrians, and cars can all adequately access the station
  - TOD
    - East side: BART TOD project (pending approval)
    - West side: Private TOD project proposed
  - Studying high-speed rail configuration and integration to station
    - 2016-2019

- San Francisco Station
  - North Terminal study
    - FTA grant to evaluate options to modernize 4th and King station and rail yard
    - Study operational needs and station/passenger facility
  - Coordinating with Transbay Joint Powers Authority (TJPA) and CHSRA regarding future planned improvements affecting 4th and King
  - Underlying land owner interest in working with Caltrain on modernization efforts
  - Coordinating with the city and county of San Francisco regarding land use and transportation
    - Timing: 2016-2019

- Downtown Extension (DTX)
  - TJPA working to develop DTX funding plan
    - Caltrain and CHSRA passenger facility surcharge proposed to generate revenues for capital costs; Caltrain studying the concept
    - TJPA proposes to complete development of regional funding plan by mid-2017
Joint Powers Board Meeting  
Minutes of November 3, 2016

- TJPA working on securing additional funds to continue implementation
- Timing: DTX draft delivery schedule anticipates operations beginning in early 2026

- Other stakeholder activities
  - State Rail Plan led by California State Transportation Agency – Planning of the integrated State rail network
  - MTC Core Capacity Transit Study – Study of the capacity constraints in San Francisco
  - City and County of San Francisco Rail Yard Alternatives and Interstate 280 Boulevard Feasibility Study – City transportation study of unified vision for Soma/Mission Bay including 4th and King rail yard
  - Other station area plans
  - Grade separation efforts – Integration with city efforts and county measures

Director Cohen asked if the Bike Parking Management Plan could include safety of the bikes and the owners. Ms. Scanlon said safety will be part of that plan.

Director Ramos said it would be good to talk about the regional perspective of TOD at the stations and think about making development happen quickly and easily as a strategy to build ridership. Getting more people who live near the stations access to homes or jobs could help build ridership. BART has created a TOD policy thinking about making a statement to developers or potential investors about what would be the best use of the land around stations. To have a strategy outlined from a regional perspective would benefit the agency and transportation as a whole.

Public Comment
Jeff Carter, Millbrae, said one thing about Millbrae is connecting between buses and the station. The bus turnaround was removed. It is difficult for people to get from BART or Caltrain to the buses on El Camino Real. Staff should look at better connections in the future. There are no good intermodal connections to get to the airport from Millbrae. He has asked for details about how the Go Pass ridership is calculated.

Adina Levin, Friends of Caltrain, said MTC has regional origin and destination information for commutes on all modes. Transit Management Associations are also collecting data about how people are commuting into job centers and dense nodes.

Doug DeLong, Mountain View, said he has asked the Board to take away the senior discount and implement low-income discounts for Caltrain riders. If the JPB can figure out a way to implement a low-income discount, there will need to be unique marketing approaches to reach those populations. He does not get the sense there is much energy behind this initiative.

Vaughn Wolfe, Pleasanton, said if TOD is going to work, it will have to be provided on the level of household income as opposed to the level of profit builders will get. If people buy property, they will stay for life. If they rent, agencies can control the rent and keep it the same for low-income people. Most of the traffic on Highway 101 is impacted because of people coming from the East Bay to the Peninsula. Unless cross-bay transportation is addressed to make it more efficient, the problem will not be
Director Ramos said BART and VTA have adopted inclusionary zoning policies to make sure TODs have a requirement of about 25 percent baseline at or below market rate. BART has established a goal of achieving 35 percent inclusionary housing at below market rate.

**LEGISLATIVE UPDATE**
Casey Fromson, Manager, Government and Community Relations, provided the following update:

**Local**
A transportation measure in Santa Clara County will potentially have over $1 billion going towards Caltrain contracts: $314 million for Caltrain capacity improvements and congestion relief project and $700 million dedicated for grade separations in Palo Alto, Mountain View, and Sunnyvale. This will be the first time that Santa Clara County will have a dedicated local funding source for grade separations.

**State**
Proposition 53 would require Statewide voter approval before any revenue bonds could be issued or sold by the State for projects over $2 billion. This would likely impact high-speed rail if passed. The governor is opposed to this proposition and it does not look like it will pass.

Assemblymember Rich Gordon is termed out and his district includes parts of the Caltrain right of way in Santa Clara and San Mateo counties. There are two contenders to replace Mr. Gordon: Palo Alto City Councilman Marc Berman and Palo Alto attorney Vicki Veenker.

In San Jose the seat being vacated by Nora Campos could be filled by Ash Kalra or Madison Nguyen.

Scott Wiener and Jane Kim are in the race for State Senate.

**Federal**
The Continuing Resolution funding ends on December 9, so the House and Senate may take action before that time to address appropriations either through minibuses or an omnibus packages.

Senator Barbara Boxer is retiring and in San Jose there is a race between Mike Honda and Ro Khanna.

**CORRESPONDENCE**
No discussion.

**BOARD MEMBER REQUESTS**
None.
DATE/TIME/PLACE OF NEXT REGULAR MEETING
Thursday, December 1, 2016, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070.

GENERAL COUNSEL REPORT
Joan Cassman, Legal Counsel, said there is only one potential case of anticipated litigation the Board will be discussing in closed session along with the real property negotiation.

Recessed to closed session at 11:59 a.m.

Chair Woodward left at 12 p.m.

Closed Session: Conference with Legal Counsel - Anticipated Litigation Pursuant to Government Code Section 54956.9(d)(2): One Potential Case

Closed Session: Conference with Real Property Negotiators (Joan L. Cassman, General Counsel, Brian Fitzpatrick and Gary Cardona, JPB Real Estate Staff); pursuant to Government Code Section 54956.8:
Under negotiation: Price and terms of contract
  • 2645 S. El Camino Real, San Mateo CA 94403

Reconvened to open session at 12:12 p.m.

Ms. Cassman said no action has been taken.

Adjourned at 12:13 p.m.
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Shannon Gaffney
Interim Chief Financial Officer

SUBJECT: STATEMENT OF REVENUES AND EXPENDITURES FOR THE PERIOD ENDING OCTOBER 31, 2016 AND SUPPLEMENTAL INFORMATION

ACTION
Staff proposes the Board of Directors accept and enter into the record the Statement of Revenue and Expenditure for the month of October 2016 and supplemental information.

SIGNIFICANCE

Revenues: For October of Fiscal year 2017, Total Operating Revenue (line 7) is $637,372 or 1.8 percent better than budget. Within total operating revenue, Farebox Revenue (line 1) is $574,113 or 1.8 percent better than budget. Compared to the prior year, Total Operating Revenue (line 7) is $2,006,492 or 6.0 percent higher.

Expense: Grand Total Expenses (line 50) show a favorable variance of $9,011,793 or 18.3 percent. Total Operating Expense (line 36) is $7,688,520 or 18.9 percent better than budget. Total Administrative Expense (line 46) is $1,332,071 or 16.4 percent better than budget.

Compared to prior year, Grand Total Expenses (line 50) are $601,718 or 1.5 percent higher.

Use of Reserves: For October 2016, the JPB did not use its reserves, mostly due to direct savings from fuel and lubricants.

BUDGET IMPACT
There are no budget revisions for the month of October 2016.

Prepared by: Jeannie Chen, Senior Accountant 650.508.6259
Sheila Tioyao, Manager, General Ledger 650.508.7752
## PENINSULA CORRIDOR JOINT POWERS BOARD
### STATEMENT OF REVENUE AND EXPENSE
#### Fiscal Year 2017
##### October 2016

<table>
<thead>
<tr>
<th>MONTH</th>
<th>% OF YEAR ELAPSED</th>
<th>REVENUE OPERATIONS:</th>
<th>CURRENT ACTUAL</th>
<th>PRIOR ACTUAL</th>
<th>YEAR TO DATE CURRENT ACTUAL</th>
<th>REVISED BUDGET(A)</th>
<th>% REV BUDGET</th>
<th>OPERATING EXPENSE:</th>
<th>CURRENT ACTUAL</th>
<th>PRIOR ACTUAL</th>
<th>YEAR TO DATE CURRENT ACTUAL</th>
<th>REVISED BUDGET(A)</th>
<th>% REV BUDGET</th>
<th>ADMINISTRATIVE EXPENSE</th>
<th>CURRENT ACTUAL</th>
<th>PRIOR ACTUAL</th>
<th>YEAR TO DATE CURRENT ACTUAL</th>
<th>REVISED BUDGET(A)</th>
<th>% REV BUDGET</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Farebox Revenue</td>
<td>7,721,781</td>
<td>30,757,666</td>
<td>32,168,942</td>
<td>31,594,829</td>
<td>101.8%</td>
<td>Parking Revenue</td>
<td>468,609</td>
<td>1,400,077</td>
<td>1,868,930</td>
<td>1,559,767</td>
<td>119.8%</td>
<td>Board of Directors</td>
<td>700</td>
<td>5,846</td>
<td>3,821</td>
<td>4,867</td>
<td>86.7%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Shuttles</td>
<td>154,625</td>
<td>449,991</td>
<td>635,359</td>
<td>816,533</td>
<td>77.8%</td>
<td>Shuttles</td>
<td>154,368</td>
<td>566,872</td>
<td>614,627</td>
<td>577,133</td>
<td>106.5%</td>
<td>Long Term Debt Expense</td>
<td>115,645</td>
<td>427,388</td>
<td>436,189</td>
<td>427,392</td>
<td>102.1%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Other Income</td>
<td>21,021</td>
<td>201,537</td>
<td>96,777</td>
<td>199,000</td>
<td>48.6%</td>
<td>Maint &amp; Services</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>Other Office Expenses and Services</td>
<td>220,534</td>
<td>604,346</td>
<td>636,538</td>
<td>1,045,810</td>
<td>71.9%</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>TOTAL OPERATING REVENUE</td>
<td>8,520,404</td>
<td>33,378,143</td>
<td>35,384,635</td>
<td>34,747,262</td>
<td>101.8%</td>
<td>TOTAL CONTRIBUTED REVENUE</td>
<td>1,627,754</td>
<td>12,897,218</td>
<td>12,803,859</td>
<td>14,496,878</td>
<td>88.3%</td>
<td>TOTAL OPERATING EXPENSE</td>
<td>7,723,504</td>
<td>34,244,943</td>
<td>33,003,690</td>
<td>40,692,210</td>
<td>81.1%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>GRAND TOTAL REVENUE</td>
<td>10,148,158</td>
<td>46,275,361</td>
<td>48,188,494</td>
<td>49,244,140</td>
<td>97.9%</td>
<td>GRAND TOTAL EXPENSE</td>
<td>9,680,420</td>
<td>40,834,065</td>
<td>40,232,347</td>
<td>49,224,140</td>
<td>81.7%</td>
<td>NET SURPLUS / (DEFICIT)</td>
<td>467,737</td>
<td>5,441,296</td>
<td>7,956,147</td>
<td>-</td>
<td>-</td>
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</table>
### PENINSULA CORRIDOR JOINT POWERS BOARD
### INVESTMENT PORTFOLIO
### AS OF OCTOBER 31, 2016

<table>
<thead>
<tr>
<th>TYPE OF SECURITY</th>
<th>MATURITY DATE</th>
<th>INTEREST RATE</th>
<th>PURCHASE PRICE</th>
<th>MARKET RATE</th>
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<tbody>
<tr>
<td>Local Agency Investment Fund (Unrestricted)</td>
<td>*</td>
<td>Liquid Cash</td>
<td>0.654%</td>
<td>72,281</td>
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<tr>
<td>County Pool (Restricted)</td>
<td>**</td>
<td>Liquid Cash</td>
<td>0.795%</td>
<td>1,000,000</td>
</tr>
<tr>
<td>County Pool (Unrestricted)</td>
<td>**</td>
<td>Liquid Cash</td>
<td>0.795%</td>
<td>1,913,944</td>
</tr>
<tr>
<td>Other (Unrestricted)</td>
<td></td>
<td>Liquid Cash</td>
<td>0.000%</td>
<td>2,106,899</td>
</tr>
<tr>
<td>Other (Restricted)</td>
<td>***</td>
<td>Liquid Cash</td>
<td>0.200%</td>
<td>21,274,019</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>$26,367,143</td>
<td>$26,367,143</td>
</tr>
</tbody>
</table>

Accrued Earnings for October 2016: $4,923.54
Cumulative Earnings FY2017: $20,181.81

* The market value of Local Agency Investment Fund (LAIF) is calculated annually and is derived from the fair value factor as reported by LAIF for quarter ending June 30th each year.

** As of October 2016, the total cost of the Total County Pool was $4,114,445,887 and the fair market value per San Mateo County Treasurer’s Office was $4,125,228,999

*** Prepaid Grant funds for Homeland Security, PTMISEA and LCTOP projects, and funds reserved for debt repayment.

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: Jim Hartnett
Executive Director

FROM: Michael Burns
Interim Chief Officer, Caltrain Planning/Caltrain Modernization Program

SUBJECT: PENINSULA CORRIDOR ELECTRIFICATION PROJECT MONTHLY REPORT

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

SIGNIFICANCE
The Peninsula Corridor Electrification Project (PCEP) monthly report is submitted to keep the Board advised as to the scope, budget and progress of the project.

BUDGET IMPACT
There is no impact on the budget.

BACKGROUND
Staff prepares the PCEP monthly report for the Board on a monthly basis. The report is a summary of the scope, budget and progress of the project. It is being presented to the Board for informational purposes and is intended to better inform the Board of the project status.

Prepared by: Casey Fromson, Manager, Government and Community Affairs  650.508.6493
Modernization Program
Peninsula Corridor Electrification Project (PCEP)

October 2016
Monthly Progress Report

October 31, 2016
Funding Partners

FTA Core Capacity
FTA Section 5307/5337 (Environmental / Pre Development only)
FTA Section 5307/5337 (EMU only)

Prop 1B (Public Transportation Modernization & Improvement Account)
Caltrain Low Carbon Transit Operations Cap and Trade

Prop 1A
High Speed Rail Cap and Trade

Carl Moyer Fund

RM2
RM1
Bridge Tolls

SFCTA

San Mateo (SMCTA) Contribution
SMCTA Measure A

VTA Measure A
Santa Clara (VTA) Contribution

San Francisco Contribution
Peninsula Corridor Electrification Project
Monthly Progress Report

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<td>7-1</td>
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<td>Table 7-3 Near-Term, Near-Critical with Less Than Three Months of Float</td>
<td>7-2</td>
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<td>8-1</td>
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<td>8-12</td>
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<td>10-12</td>
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<td>A-1</td>
</tr>
<tr>
<td>Appendix B – Schedule</td>
<td>B-1</td>
</tr>
</tbody>
</table>
1.0 BACKGROUND

Over the last decade, Caltrain has experienced a substantial increase in ridership and anticipates further increases in ridership demand as the San Francisco Bay Area’s population grows. The Caltrain Modernization (CalMod) Program, scheduled to be implemented by 2020, will electrify and upgrade the performance, operating efficiency, capacity, safety, and reliability of Caltrain’s commuter rail service.

The Peninsula Corridor Electrification Project (PCEP) is a key component of the CalMod Program and consists of converting Caltrain from diesel-hauled to Electric Multiple Unit (EMU) trains for service between San Francisco Station (at the intersection of Fourth and King Streets in San Francisco) and Tamien Station in San Jose. Caltrain will continue Gilroy service and support existing tenants.

An electrified Caltrain will better address Peninsula commuters’ vision of an environmentally friendly, and fast and reliable service. Electrification will modernize Caltrain and make it possible to increase service while offering several advantages in comparison with existing diesel power use, including:

**Improved Train Performance, Increased Ridership Capacity and Increased Service:** Electrified trains can accelerate and decelerate more quickly than diesel-powered trains, allowing Caltrain to run more efficiently. In addition, because of their performance advantages, electrified trains will enable more frequent and/or faster train service to more riders.

**Increased Revenue and Reduced Fuel Cost:** An electrified Caltrain will increase ridership and fare revenues while decreasing fuel costs.

**Reduced Engine Noise Emanating from Trains:** Noise from electrified train engines is measurably less than noise from diesel train engines. Train horns will continue to be required at grade crossings, adhering to current safety regulations.

**Improve Regional Air Quality and Reduced Greenhouse Gas Emissions:** Electrified trains will produce substantially less corridor air pollution compared with diesel trains even when the indirect emissions from electrical power generation are included. Increased ridership will reduce automobile usage, resulting in additional air quality benefits. In addition, the reduction of greenhouse gas emissions will improve our regional air quality, and will also help meet the State’s emission reduction goals.

An electrified Caltrain system would set the stage for an enhanced, modern commuter rail service and for future blended California High-Speed Rail (CHSR) service. While this project will not include or study all infrastructure necessary to implement high-speed rail service on the corridor (such as CHSR maintenance facilities, station improvements, or passing tracks), the electrical infrastructure (such as overhead wire systems) will be compatible with later blended service.
2.0 EXECUTIVE SUMMARY

The Monthly Progress Report is intended to provide an overview of the PCEP and provide funding partners, stakeholders, and the public an overall update on the progress of the project. This document provides information on the scope, cost, funding, schedule, and project implementation.

With the approval and issuance of the Limited Notice to Proceed (LNTP) to Stadler for the EMU contract and to Balfour Beatty Infrastructure, Inc (BBI) for the Electrification Design-Build (DB) contract last month, the PCEP team has been working with BBI and Stadler on the technical aspects of the project. Design and field investigations for Electrification took place in October, and the PCEP team has been actively reviewing and responding to requests for information (RFIs) from BBI. Utility relocation coordination was completed with the Union Pacific Railroad (UPRR), Pacific Gas & Electric (PG&E), and other utilities on the proposed relocation requirements for Electrification. The Electrification requirements were posted for comment by the California Utilities Commission (CPUC) with formal adoption expected at the November 10 meeting.

The EMU procurement process has progressed and Stadler has submitted several deliverables to the PCEP team for review. Stadler and the PCEP team have been participating in the Conceptual Design Review (CDR) process.

2.1 Schedule

The Revenue Service Date (RSD) in the Master Program Schedule (MPS) remains unchanged. Without adjustment for contingency, the RSD is forecast as August 2021. With the addition of approximately five months of contingency to account for potential risk to the project, the RSD is anticipated as December 2021. Table 2-1 provides a summary of the current schedule and milestones.

2.2 Budget

A summary of the overall budget and expenditure status for the PCEP is provided in Table 2-2 below.

2.3 Board Actions

There were no actions related to the PCEP at the October 6 JPB meeting.

2.4 Community Relations and Outreach

A number of community relations and outreach events took place during the month of October. PCEP staff gave a total of 3 presentations and participated and attended 5 third party/stakeholder actions and meetings.
### Table 2-1 Schedule Milestones

<table>
<thead>
<tr>
<th>Milestones</th>
<th>Program Plan</th>
<th>August</th>
<th>September</th>
</tr>
</thead>
<tbody>
<tr>
<td>Full Notice to Proceed to Electrification Contractor</td>
<td>N/A</td>
<td>03/01/2017</td>
<td>03/01/2017</td>
</tr>
<tr>
<td>Full Notice to Proceed to EMU Manufacturer</td>
<td>N/A</td>
<td>03/01/2017</td>
<td>03/01/2017</td>
</tr>
<tr>
<td>Start of Electrification Major Construction</td>
<td>03/20/2017</td>
<td>07/24/2017</td>
<td>07/24/2017</td>
</tr>
<tr>
<td>First 8 Miles of Electrification Complete to Begin Testing</td>
<td>04/08/2019</td>
<td>10/08/2019</td>
<td>10/08/2019</td>
</tr>
<tr>
<td>Delivery of 1st Vehicle</td>
<td>06/25/2019</td>
<td>07/30/2019</td>
<td>07/30/2019</td>
</tr>
<tr>
<td>Start Pre-Revenue Operations</td>
<td>09/08/2020</td>
<td>09/22/2020</td>
<td>09/22/2020</td>
</tr>
<tr>
<td>Potential Limited Service</td>
<td>12/31/2020</td>
<td>12/31/2020</td>
<td>12/31/2020</td>
</tr>
<tr>
<td>RSD (w/ Risk Contingency)</td>
<td>12/30/2021</td>
<td>12/30/2021</td>
<td>12/30/2021</td>
</tr>
</tbody>
</table>

Notes:
1. Milestones reported on this table may differ from the current schedule. As the schedule continues to be refined over the coming months to incorporate approved baseline schedules from the Electrification and EMU contractors, changes to milestones will be thoroughly vetted prior to reflecting those changes in the Monthly Report.
2. Program Plan only considered an NTP. It did not account for an LNTP and FNTP.

### Table 2-2 Budget and Expenditure Status

<table>
<thead>
<tr>
<th>Description of Work</th>
<th>Budget</th>
<th>Cost this Month</th>
<th>Cost To Date</th>
<th>Estimate To Complete</th>
<th>Estimate At Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(A)</td>
<td>(B)</td>
<td>(C)</td>
<td>(D)</td>
<td>(E) = (C) + (D)</td>
</tr>
<tr>
<td>Electrification Subtotal</td>
<td>$1,316,125,208</td>
<td>$13,296,931</td>
<td>$98,560,127</td>
<td>$1,217,565,081</td>
<td>$1,316,125,208</td>
</tr>
<tr>
<td>EMU Subtotal</td>
<td>$664,127,325</td>
<td>$491,793</td>
<td>$16,580,821</td>
<td>$647,546,504</td>
<td>$664,127,325</td>
</tr>
<tr>
<td>PCEP TOTAL</td>
<td>$1,980,252,533</td>
<td>$13,788,903</td>
<td>$115,140,948</td>
<td>$1,865,111,585</td>
<td>$1,980,252,533</td>
</tr>
</tbody>
</table>
3.0 ELECTRIFICATION – INFRASTRUCTURE

This section reports on the progress of the Electrification, Supervisory Control and Data Acquisition (SCADA), and Tunnel Modification components. A brief description on each of the components is provided below.

3.1 Electrification

The Electrification component of the PCEP includes the installation of 138 miles of single-track and overhead contract system (OCS) for the distribution of electrical power to the EMUs. The OCS will be powered from a 25-kilovolt (kV), 60-Hertz (Hz), single phase, alternating current supply system consisting of two traction power substations (TPS), one switching station (SS), and seven paralleling stations (PS). Electrification will be performed using a DB delivery method.

Activity This Month

- The PCEP team worked to support BBI on the initial design and field investigations. Field investigations include utility surveys, pothole location layouts, and geotechnical boring location layouts.
- The PCEP team also reviewed requests for information (RFIs) submitted by BBI. This effort is expected to continue during the upcoming months.
- Load profiles and the Power Quality Study, which are required by the California Independent System Operator (CAISO) were submitted to PG&E for review.
- The PCEP team completed coordination with the CPUC regarding the Electrification requirements. The Electrification requirements were formally posted for comment on October 10 with a comment period of 21 days. The comment period ended on October 31.

Activity Next Month

- The PCEP team will continue to work with BBI on design and field investigation activities and will respond to RFIs submitted by the contractor.
- Coordination efforts will continue with PG&E on scoping and preliminary design documents.
- CPUC is scheduled to meet on November 10 to approve and adopt the Electrification requirements.

3.2 Supervisory Control and Data Acquisition (SCADA)

SCADA is a system that monitors and controls field devices for electrification, including substations, paralleling stations and sectionalization. SCADA will be integrated with the base operating system for Caltrain Operations and Control, which is the Rail Operations Center System (ROCS).

Activity This Month

- Activity was limited to providing technical support on an as needed basis to the Caltrain Contract and Procurement Department for the procurement of the SCADA system.
Activity Next Month

- PCEP staff will continue to support Caltrain Contracts and Procurement Department on providing technical support during the procurement process.

3.3 Tunnel Modification

Tunnel modifications will be required on the four tunnels located in San Francisco. This effort is needed to accommodate the required clearance for the OCS to support electrification of the corridor. Outside of the PCEP scope, Caltrain Engineering and Construction has requested the PCEP team to manage completion of design and construction management for the Tunnel 1 and Tunnel 4 Drainage Rehab Project. The Drainage Rehab Project is funded separately from PCEP and will be a Design-Bid-Build (DBB) construction package. Construction will occur concurrently with the Electrification contractor’s efforts in Segment 1.

Activity This Month

- PCEP team continued coordination efforts with the design team on drawings and specifications as well as field survey investigations on Tunnel 1 and Tunnel 4 Drainage Rehab projects. The PCEP team finalized the track profiles which will enable the finalization of the depth of Tunnel Notching.

Activity Next Month

- Coordination will continue on the Tunnel Modification design efforts.
- PCEP staff will continue to move forward with final design, which is schedule for completion at the end of 2016.
4.0 ELECTRIC MULTIPLE UNITS

The EMU procurement component of the PCEP consists of the purchase of 96 Stadler EMUs. The EMUs will consist of both cab and non-cab units configured as 16 six-car units. Power will be obtained from the OCS via roof-mounted pantographs which will power the axle-mounted traction motors. The EMUs will replace a portion of the existing diesel locomotives and passenger cars currently in use by Caltrain.

Activity This Month

- Stadler and the PCEP team participated in the interior, vehicle layout, and mock-up Conceptual Design Review (CDR) the week of October 17.
- Stadler submitted a number of deliverables for the PCEP team to review. These deliverables included documentation for safety/security, schedules, quality assurance documents, and information regarding EMU materials.

Activity Next Month

- It is anticipated that Stadler will continue submitting several documents for the PCEP team to review and provide comments.
- Stadler representatives will meet in San Mateo with the PCEP team on November 8 to discuss technical operations, positive train control, public outreach, and documentation control.

4.1 Centralized Equipment Maintenance and Operations Facility (CEMOF) Modifications

The Centralized Equipment Maintenance and Operations Facility (CEMOF) Modifications project will provide safe work areas for performing maintenance on the new EMUs.

Activity This Month

- On October 10, the PCEP team and HNTB participated in a CEMOF Facility Design Restart Kick-off Meeting.

Activity Next Month

- A follow up meeting is scheduled next month to continue to refine and advance the design.
5.0 SAFETY

Safety and Security requirements and plans are necessary to comply with applicable laws and regulations related to safety, security, and emergency response activities. Safety staff coordinates with contractors in reviewing and planning the implementation of contract program safety requirements. Safety project coordination meetings continue to be conducted on a monthly basis to promote a clear understanding of project safety requirements as defined in contract provisions and program safety documents.

Activity This Month

- Safety staff continues to work closely with the Project Management Oversight Contractor (PMOC) in providing requested updates to the Safety and Security Management Plan (SSMP).

- During the October monthly contractor safety meeting, safety staff provided a presentation to BBI staff to clarify on-site safety requirements and project communication and coordination processes.

- Coordination discussions continued with BBI on the Site Specific Work Plan (SSWP) planning process as the SSWP procedural update is being finalized.

- The initial EMU Vehicle Safety Program Plan (VSSP) was submitted to the PCEP team with comments provided and discussed with Stadler. A follow-up meeting will be held in San Mateo to review the VSSP updated revisions to the document and discuss implementation needs.

- The Quarterly Management Safety Committee meeting was conducted in October that included a review of the PCEP safety program development and implementation.

Activity Next Month

- Safety staff will continue to review contractor safety and security contract documentation deliverables to ensure they meet project requirements. Meetings will continue with BBI and Stadler to progress project safety and security program implementation.

- Safety staff will continue to work closely with Caltrain Rail Operations to implement the SSWP procedure and coordinate its project application with BBI through its monthly coordination meetings.
6.0 QUALITY ASSURANCE

The Quality Assurance (QA) staff performs technical review for planning, implementing, evaluating, and maintaining an effective program to verify that all equipment, structures, components, systems, and facilities are designed, procured, constructed, installed, and maintained in accordance with established criteria and applicable codes and standards throughout the design, construction, startup and commissioning of the PCEP.

Activity This Month

- The re-audit for LKG-CMC Document Control will occur 60-90 days from finalization of the LKG-CMC Scope of Work for Document Control.
- QA review of Volumes I, II, and IV of BBI’s Quality Management Plan (QMP) was conducted. The QA team provided 96 comments and 85 were addressed and closed by BBI. There are currently 9 comments that remain open.
- QA creation of fifteen Project Management Plan (PMP) sectional checklists for management use.

Table 6-1 below provides details on the status of audits performed through the reporting period.

<table>
<thead>
<tr>
<th>Quality Assurance Activity</th>
<th>This Reporting Period</th>
<th>Total to Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Internal Audits Conducted</td>
<td>0</td>
<td>14</td>
</tr>
<tr>
<td>Audit Findings Issued</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Audit Findings Open</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Audit Findings Closed</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Non-Conformances Open</td>
<td>0</td>
<td>2</td>
</tr>
<tr>
<td>Non-Conformances Issued</td>
<td>0</td>
<td>4</td>
</tr>
<tr>
<td>Non-Conformances Closed</td>
<td>1</td>
<td>3</td>
</tr>
</tbody>
</table>

Activity Next Month

- QA staff will continue to provide support of FTA document submittals and also provide reviews for FFGA items.
- Review of the PCEP Quality Management Plan (QMP) has been scheduled for November 9, which is an annually required FTA activity.
- QA staff will review Stadler’s QMP for EMU procurement.
7.0 SCHEDULE

The schedule provided in this Monthly Progress Report is the approved schedule from September due to the timeframe necessary to update and approve the schedule. As indicated in Table 7-1, the Revenue Service Date (RSD), which is the date in which the project is deemed completed, remains unchanged in the Master Program Schedule (MPS). Without adjustment for contingency, the RSD is forecast as August 2021. With the addition of approximately five months contingency to account for potential risk to the project, the RSD is anticipated as December 2021. A summary of the overall schedule status for the PCEP is provided in Table 7-1, which provides comparisons between the baseline schedule (Program Plan), the previous update (August) and the current update (September) to capture any potential changes in the schedule. A complete schedule can be found in Appendix B.

Items listed in Table 7-2 show the critical path activities/milestones for the PCEP. Table 7-3 lists near-critical activities on the horizon.

Notable Variances

There were no notable variances this month.

Table 7-1 Schedule Status

<table>
<thead>
<tr>
<th>Milestones</th>
<th>Program Plan</th>
<th>August</th>
<th>September</th>
</tr>
</thead>
<tbody>
<tr>
<td>Full Notice to Proceed to Electrification Contractor</td>
<td>N/A</td>
<td>03/01/2017</td>
<td>03/01/2017</td>
</tr>
<tr>
<td>Full Notice to Proceed to EMU Manufacturer</td>
<td>N/A</td>
<td>03/01/2017</td>
<td>03/01/2017</td>
</tr>
<tr>
<td>Start of Electrification Major Construction</td>
<td>03/20/2017</td>
<td>07/24/2017</td>
<td>07/24/2017</td>
</tr>
<tr>
<td>First 8 Miles of Electrification Complete to Begin Testing</td>
<td>04/08/2019</td>
<td>10/08/2019</td>
<td>10/08/2019</td>
</tr>
<tr>
<td>Delivery of 1st Vehicle</td>
<td>06/25/2019</td>
<td>07/30/2019</td>
<td>07/30/2019</td>
</tr>
<tr>
<td>Start Pre-Revenue Operations</td>
<td>09/08/2020</td>
<td>09/22/2020</td>
<td>09/22/2020</td>
</tr>
<tr>
<td>Potential Limited Service</td>
<td>12/31/2020</td>
<td>12/31/2020</td>
<td>12/31/2020</td>
</tr>
<tr>
<td>RSD (w/ Risk Contingency)</td>
<td>12/30/2021</td>
<td>12/30/2021</td>
<td>12/30/2021</td>
</tr>
</tbody>
</table>

Notes:
1. Milestones reported on this table may differ from the current schedule. As the schedule continues to be refined over the coming months to incorporate approved baseline schedules from the Electrification and EMU contractors, changes to milestones will be thoroughly vetted prior to reflecting those changes in the Monthly Report.
2. Program Plan only considered an NTP. It did not account for an LNTP and FNTP.
### Table 7-2 Critical Path Summary

<table>
<thead>
<tr>
<th>Activity</th>
<th>Start</th>
<th>Finish</th>
</tr>
</thead>
<tbody>
<tr>
<td>Electrification Design to Begin Major Construction</td>
<td>09/06/2016</td>
<td>07/21/2017</td>
</tr>
<tr>
<td>EMU Design to Delivery of First Carbody</td>
<td>09/06/2016</td>
<td>10/13/2017</td>
</tr>
<tr>
<td>Electrification OCS Construction</td>
<td>07/24/2017</td>
<td>02/26/2020</td>
</tr>
<tr>
<td>Electrification Acceptance &amp; Integrated Testing</td>
<td>02/26/2020</td>
<td>04/25/2020</td>
</tr>
<tr>
<td>PG&amp;E Complete Infrastructure Upgrades to Provide Permanent Power*</td>
<td>08/31/2020</td>
<td>08/31/2020</td>
</tr>
<tr>
<td>Vehicle Manufacturing &amp; Assembly to Provide First 5 Trainsets</td>
<td>11/13/2017</td>
<td>09/09/2020</td>
</tr>
<tr>
<td>Pre-Revenue Operations</td>
<td>09/22/2020</td>
<td>12/22/2020</td>
</tr>
<tr>
<td>Potential Limited Service*</td>
<td>12/31/2020</td>
<td>12/31/2020</td>
</tr>
<tr>
<td>RSD w/out Risk Contingency*</td>
<td>08/16/2021</td>
<td>08/16/2021</td>
</tr>
<tr>
<td>RSD w/ Risk Contingency*</td>
<td>12/30/2021</td>
<td>12/30/2021</td>
</tr>
</tbody>
</table>

* Milestone activity

### Table 7-3 Near-Term, Near-Critical with Less Than Three Months of Float

<table>
<thead>
<tr>
<th>WBS</th>
<th>Activity</th>
<th>Responsibility</th>
</tr>
</thead>
<tbody>
<tr>
<td>FTA</td>
<td>Path to Full Funding Grant Agreement (FFGA)</td>
<td>Project Delivery</td>
</tr>
<tr>
<td>Utilities</td>
<td>PG&amp;E Scoping &amp; Preliminary Design</td>
<td>Project Delivery</td>
</tr>
</tbody>
</table>
8.0  BUDGET AND EXPENDITURES

The summary of overall budget and expenditure status for the PCEP is shown in the following tables. Table 8-1 reflects the Electrification budget, Table 8-2 reflects the EMU budget, and Table 8-3 reflects the overall project budget.

Table 8-1 Electrification Budget & Expenditure Status

<table>
<thead>
<tr>
<th>Description of Work</th>
<th>Budget</th>
<th>Cost This Month</th>
<th>Cost To Date</th>
<th>Estimate To Complete</th>
<th>Estimate At Completion</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(A)</td>
<td>(B)</td>
<td>(C)</td>
<td>(D)</td>
<td>(E) = (C) + (D)</td>
</tr>
<tr>
<td>Electrification</td>
<td>$ 696,610,558</td>
<td>$ 11,908,250</td>
<td>$ 29,384,250</td>
<td>$ 667,226,308</td>
<td>$ 696,610,558</td>
</tr>
<tr>
<td>Tunnel Notching</td>
<td>$ 11,029,649</td>
<td>-</td>
<td>-</td>
<td>$ 11,029,649</td>
<td>$ 11,029,649</td>
</tr>
<tr>
<td>Real Estate</td>
<td>$ 28,503,369</td>
<td>$ 24,896</td>
<td>$ 5,002,386</td>
<td>$ 23,500,983</td>
<td>$ 28,503,369</td>
</tr>
<tr>
<td>Private Utilities</td>
<td>$ 63,515,298</td>
<td>$ 137,981</td>
<td>$ 2,815,070.41</td>
<td>$ 60,700,228</td>
<td>$ 63,515,298</td>
</tr>
<tr>
<td>Management Oversight</td>
<td>$ 141,506,257</td>
<td>$ 1,225,803</td>
<td>$ 59,918,107</td>
<td>$ 81,588,150</td>
<td>$ 141,506,257</td>
</tr>
<tr>
<td>Executive Management</td>
<td>$ 7,452,866</td>
<td>$ 110,400</td>
<td>$ 2,477,979</td>
<td>$ 4,974,887</td>
<td>$ 7,452,866</td>
</tr>
<tr>
<td>Planning</td>
<td>$ 7,281,997</td>
<td>$ 20,964</td>
<td>$ 4,080,229</td>
<td>$ 3,201,768</td>
<td>$ 7,281,997</td>
</tr>
<tr>
<td>Community Relations</td>
<td>$ 2,789,663</td>
<td>$ 13,279</td>
<td>$ 818,609</td>
<td>$ 1,971,054</td>
<td>$ 2,789,663</td>
</tr>
<tr>
<td>Safety &amp; Security</td>
<td>$ 2,421,783</td>
<td>$ 24,252</td>
<td>$ 1,961,006</td>
<td>$ 2,421,783</td>
<td>$ 2,421,783</td>
</tr>
<tr>
<td>Project Management Services</td>
<td>$ 19,807,994</td>
<td>$ 175,444</td>
<td>$ 6,700,802</td>
<td>$ 13,107,192</td>
<td>$ 19,807,994</td>
</tr>
<tr>
<td>Engineering &amp; Construction</td>
<td>$ 11,805,793</td>
<td>$ 52,000</td>
<td>$ 1,822,003</td>
<td>$ 13,107,192</td>
<td>$ 11,805,793</td>
</tr>
<tr>
<td>Electrification Engineering &amp; Management</td>
<td>$ 50,461,707</td>
<td>$ 741,735</td>
<td>$ 14,423,140</td>
<td>$ 36,038,567</td>
<td>$ 50,461,707</td>
</tr>
<tr>
<td>IT Support</td>
<td>$ 312,080</td>
<td>$ 7,264</td>
<td>$ 323,905</td>
<td>$ 11,824</td>
<td>$ 312,080</td>
</tr>
<tr>
<td>Operations Support</td>
<td>$ 1,445,867</td>
<td>$ 5,000</td>
<td>$ 340,518</td>
<td>$ 1,105,349</td>
<td>$ 1,445,867</td>
</tr>
<tr>
<td>General Support</td>
<td>$ 4,166,577</td>
<td>$ 22,000</td>
<td>$ 1,126,506</td>
<td>$ 3,040,071</td>
<td>$ 4,166,577</td>
</tr>
<tr>
<td>Budget / Grants / Finance</td>
<td>$ 1,229,345</td>
<td>-</td>
<td>$ 125,490</td>
<td>$ 1,103,854</td>
<td>$ 1,229,345</td>
</tr>
<tr>
<td>Legal</td>
<td>$ 2,445,646</td>
<td>-</td>
<td>$ 1,446,882</td>
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<td>$ 2,445,646</td>
</tr>
<tr>
<td>Other Direct Costs</td>
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<td>$ 53,466</td>
<td>$ 3,739,151</td>
<td>$ 5,177,060</td>
<td>$ 5,177,060</td>
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<td>Prior Costs 2002 - 2013</td>
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<td>$ 374,520</td>
<td>$ 24,707,878</td>
<td>$ 24,707,878</td>
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<td>TASI Support</td>
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<td>-</td>
<td>$ 55,007,567</td>
<td>$ 55,275,084</td>
<td>$ 55,275,084</td>
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<tr>
<td>RRP Insurance</td>
<td>$ 3,500,000</td>
<td>-</td>
<td>$ 2,694,231</td>
<td>$ 3,500,000</td>
<td>$ 3,500,000</td>
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<td>Environmental Mitigations</td>
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<td>-</td>
<td>$ 17,686,958</td>
<td>$ 17,686,958</td>
<td>$ 17,686,958</td>
</tr>
<tr>
<td>Required Projects</td>
<td>$ 17,337,378</td>
<td>-</td>
<td>$ 16,970,350</td>
<td>$ 17,337,378</td>
<td>$ 17,337,378</td>
</tr>
<tr>
<td>Maintenance Training</td>
<td>$ 1,021,808</td>
<td>-</td>
<td>$ 1,021,808</td>
<td>$ 1,021,808</td>
<td>$ 1,021,808</td>
</tr>
<tr>
<td>Contingency</td>
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<td>-</td>
<td>$ 276,970,649</td>
<td>$ 276,970,649</td>
<td>$ 276,970,649</td>
</tr>
<tr>
<td>Owner's Reserve</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>ELECTRIFICATION SUBTOTAL</td>
<td>$ 1,316,125,208</td>
<td>$ 13,296,931</td>
<td>$ 98,560,127</td>
<td>$ 1,217,565,081</td>
<td>$ 1,316,125,208</td>
</tr>
</tbody>
</table>

Notes regarding tables above:
1. Column B "Cost This Month" represents the cost of work performed this month.
2. Column C "Cost To Date" includes actuals (amount paid) and accruals (amount of work performed) to date.
3. Accruals for "Electrification" include 5% Retention of the Contractor's retention until authorization of retention release.
4. The agency labor is currently accrued since mid-September 2016 due to the upgrade of the accounting system. Expenditures for agency labor will be updated once the financial data is available.
5. The current budget vs. expenditure table represents the reconciled information based on the improved reporting from the district accounting system and implementation of new cost management system.
### Table 8-2 EMU Budget & Expenditure Status

<table>
<thead>
<tr>
<th>Description of Work</th>
<th>Budget (A)</th>
<th>Cost This Month (B)</th>
<th>Cost To Date (C)</th>
<th>Estimate To Complete (D)</th>
<th>Estimate At Completion (E)</th>
</tr>
</thead>
<tbody>
<tr>
<td>EMU</td>
<td>$550,899,459</td>
<td>-</td>
<td>$1,242,300</td>
<td>$549,657,159</td>
<td>$550,899,459</td>
</tr>
<tr>
<td>CEMOF Modifications</td>
<td>$1,344,000</td>
<td>-</td>
<td>-</td>
<td>$1,344,000</td>
<td>$1,344,000</td>
</tr>
<tr>
<td>Management Oversight</td>
<td>$64,139,103</td>
<td>$491,973</td>
<td>$15,338,521</td>
<td>$48,800,582</td>
<td>$64,139,103</td>
</tr>
<tr>
<td>Executive Management</td>
<td>$5,022,302</td>
<td>$39,447</td>
<td>$1,414,231</td>
<td>$3,608,071</td>
<td>$5,022,302</td>
</tr>
<tr>
<td>Community Relations</td>
<td>$1,685,614</td>
<td>$10,000</td>
<td>$226,382</td>
<td>$1,459,232</td>
<td>$1,685,614</td>
</tr>
<tr>
<td>Safety &amp; Security</td>
<td>$556,067</td>
<td>$20,019</td>
<td>$643,813</td>
<td>$422,254</td>
<td>$556,067</td>
</tr>
<tr>
<td>Project Management Services</td>
<td>$13,275,280</td>
<td>$72,106</td>
<td>$4,488,373</td>
<td>$8,786,908</td>
<td>$13,275,280</td>
</tr>
<tr>
<td>Engineering &amp; Construction</td>
<td>$89,113</td>
<td>-</td>
<td>$23,817</td>
<td>$65,296</td>
<td>$89,113</td>
</tr>
<tr>
<td>EMU Engineering &amp; Management</td>
<td>$32,082,556</td>
<td>$288,138</td>
<td>$6,710,158</td>
<td>$25,372,398</td>
<td>$32,082,556</td>
</tr>
<tr>
<td>IT Support</td>
<td>$1,027,272</td>
<td>$4,000</td>
<td>$688,761</td>
<td>$838,511</td>
<td>$1,027,272</td>
</tr>
<tr>
<td>Operations Support</td>
<td>$1,878,589</td>
<td>-</td>
<td>$268,400</td>
<td>$1,610,188</td>
<td>$1,878,589</td>
</tr>
<tr>
<td>General Support</td>
<td>$2,599,547</td>
<td>$15,000</td>
<td>$547,916</td>
<td>$2,051,631</td>
<td>$2,599,547</td>
</tr>
<tr>
<td>Budget / Grants / Finance</td>
<td>$712,123</td>
<td>$8,000</td>
<td>$583,855</td>
<td>$656,286</td>
<td>$712,123</td>
</tr>
<tr>
<td>Legal</td>
<td>$1,207,500</td>
<td>-</td>
<td>$395,455</td>
<td>$812,045</td>
<td>$1,207,500</td>
</tr>
<tr>
<td>Other Direct Costs</td>
<td>$4,003,139</td>
<td>$35,262</td>
<td>$885,379</td>
<td>$3,117,760</td>
<td>$4,003,139</td>
</tr>
<tr>
<td>TASI Support</td>
<td>$2,740,000</td>
<td>-</td>
<td>-</td>
<td>$2,740,000</td>
<td>$2,740,000</td>
</tr>
<tr>
<td>Required Projects</td>
<td>$4,500,000</td>
<td>-</td>
<td>-</td>
<td>$4,500,000</td>
<td>$4,500,000</td>
</tr>
<tr>
<td>Finance Charges</td>
<td>$1,941,800</td>
<td>-</td>
<td>-</td>
<td>$1,941,800</td>
<td>$1,941,800</td>
</tr>
<tr>
<td>Contingency</td>
<td>$38,562,962</td>
<td>-</td>
<td>-</td>
<td>$38,562,962</td>
<td>$38,562,962</td>
</tr>
<tr>
<td>Owner's Reserve</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>EMU SUBTOTAL</strong></td>
<td><strong>$664,127,325</strong></td>
<td><strong>$491,973</strong></td>
<td><strong>$16,580,821</strong></td>
<td><strong>$647,546,504</strong></td>
<td><strong>$664,127,325</strong></td>
</tr>
</tbody>
</table>

Notes regarding tables above:
1. Column B "Cost This Month" represents the cost of work performed this month.
2. Column C "Cost To Date" includes actuals (amount paid) and accruals (amount of work performed) to date.
3. The current budget vs. expenditure table represents the reconciled information based on the improved reporting from the district accounting system and implementation of new cost management system.
4. The agency labor is currently accrued since mid-September 2016 due to the upgrade of the accounting system. Expenditures for agency labor will be updated once the financial data is available.

### Table 8-3 PCEP Budget & Expenditure Status

<table>
<thead>
<tr>
<th>Description of Work</th>
<th>Budget (A)</th>
<th>Cost This Month (B)</th>
<th>Cost To Date (C)</th>
<th>Estimate To Complete (D)</th>
<th>Estimate At Completion (E)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Electrification Subtotal</td>
<td>$1,316,125,208</td>
<td>$13,296,931</td>
<td>$98,560,127</td>
<td>$1,217,565,081</td>
<td>$1,316,125,208</td>
</tr>
<tr>
<td>EMU Subtotal</td>
<td>$664,127,325</td>
<td>$491,973</td>
<td>$16,580,821</td>
<td>$647,546,504</td>
<td>$664,127,325</td>
</tr>
<tr>
<td><strong>PCEP TOTAL</strong></td>
<td><strong>$1,980,252,533</strong></td>
<td><strong>$13,788,903</strong></td>
<td><strong>$115,140,948</strong></td>
<td><strong>$1,865,111,585</strong></td>
<td><strong>$1,980,252,533</strong></td>
</tr>
</tbody>
</table>

Notes regarding tables above:
1. Column B "Cost This Month" represents the cost of work performed this month.
2. Column C "Cost To Date" includes actuals (amount paid) and accruals (amount of work performed) to date.
3. The current budget vs. expenditure table represents the reconciled information based on the improved reporting from the district accounting system and implementation of new cost management system.
4. The agency labor is currently accrued since mid-September 2016 due to the upgrade of the accounting system. Expenditures for agency labor will be updated once the financial data is available.
9.0 FUNDING

Figure 9-1 depicts a summary of the funding plan for the PCEP. It provides a breakdown of the funding partners as well as the allocated funds. As previously reported, all non-core capacity funds have been committed to the PCEP project. There were no notable updates in October regarding funding.
10.0 RISK MANAGEMENT

The risk management process is conducted in an iterative fashion throughout the life of the project. During this process, new risks are identified, other risks are resolved or managed, and potential impacts and severity modified based on the current situation. The Risk Management team progress report includes a summary on the effectiveness of the Risk Management Plan, any unanticipated effects, and any correction needed to handle the risk appropriately.

The Risk Management team has identified the following items as Top Risks for the project:

- If overhead utilities are not relocated in time, BBI may incur delays.
- A delay in the execution of the FFGA by the FTA, could potentially result in delays to the project.
- Upgrades to the electrical service needed for the Electrification project are dependent upon final agreement with PG&E for which technical and contractual issues must first be resolved.
- The final configuration of the electrification system requires the installation of a duct bank under Union Pacific Railroad (UPRR) tracks. This will require further coordination with UPRR.
- Transit America Systems Inc. (TASI) may not be able to deliver sufficient staff resources to support the construction and testing of the electrification system.
- Recruitment of Key Staff is necessary to support the project.
- As built Communications Based Overlay Signal System (CBOSS) drawings needed by BBI may be incomplete, and will need to be revised.

Activity This Month

- Updates were made to risk descriptions, effects, and mitigations based upon weekly input from risk owners. Monthly cycle of risk updating was completed based on schedules established in the Risk Identification and Mitigation Plan.
- Risk retirement dates were updated based upon revisions to the project schedule and input from risk owners.
- Continued weekly monitoring of risk mitigation actions and publishing of the risk register.
- PCEP Risk Management Team attended Electrification, Project Delivery, and Systems Integration meetings to monitor developments associated with risks and to identify new risks.

Tables 10-1 and 10-2 show the risks identified for the program. Risks are categorized as: top risk, upcoming risk, long lead, and all other risks. The categories are based on a rating scale comprised of schedule and cost factors. Simply put, top risks are considered to have a significantly higher than average risk grade. Upcoming risks are risks for which mitigating action must be taken within 60 days. Long lead risks are risks for which mitigating action must be taken as much as a year or more into the future. All other risks are risks not falling into these categories.
Table 10-1 Monthly Status of Risks

Table 10-2 Risk Classification

Activity Next Month

- Update risk descriptions, effects, mitigations, retirement dates.
- Conduct weekly monitoring of risk mitigation actions and continue publishing risk register.
11.0 ENVIRONMENTAL

11.1 Permits

The PCEP requires environmental permits from the following agencies/federal regulations: Section 106 of the National Historic Preservation Act of 1966 (NHPA), Section 7 of the Endangered Species Act (ESA), United States Army Corps of Engineers (USACE), San Francisco Bay Regional Water Quality Control Board (SFBRWQCB), the California Department of Fish and Wildlife (CDFW), and the San Francisco Bay Conservation Development Commission (BCDC).

Section 106 of the NHPA process as well as Section 7 of the ESA process have concluded.

Activity This Month

- All environmental permits have been obtained.

Activity Next Month

- There are no planned permit activities in the next month.

11.2 Mitigation Monitoring and Reporting Program

The California Environmental Quality Act (CEQA) requires that a Lead Agency establish a program to monitor and report on mitigation measures that it has adopted as part of the environmental review process. The JPB has prepared a Mitigation Monitoring and Reporting Program (MMRP) to ensure that mitigation measures identified in the PCEP EIR are fully implemented during project implementation. The JPB will implement the mitigation measures through its own actions, those of the design-build contractor and actions taken in cooperation with other agencies and entities. The MMRP is available on the Caltrain website:

http://www.caltrain.com/Assets/Caltrain+Modernization+Program/Electrification+Documents/MMRP.pdf

Activity This Month

- There are no current mitigation activities this month.

Activity Next Month

- There are no planned mitigation activities next month.
12.0 UTILITY RELOCATION

Implementation of the PCEP requires relocation or rerouting of both public and private utility lines and/or facilities. Utility relocation will require coordination with many entities, including regulatory agencies; public safety agencies; Federal, State, and local government agencies; private and public utilities; and other transportation agencies and companies. The section describes the progress specific to the utility relocation process.

Activity This Month

- PCEP team continued monthly coordination meetings with telecommunication and power utilities. These meetings focused on overall project and relocation schedules, designation of responsibilities, applicable design standards, and reconciliation of agreements and records.

- Work continued with all utilities on review of overhead utility line relocations based on the current preliminary design. This effort is expected to continue for the next several months to support identification and confirmation, agreements, and design of all relocations.

- PCEP team completed coordination with UPRR, PG&E and other utilities on proposed relocation requirements for Electrification, which were submitted to the California Utilities Commission (CPUC). The Electrification requirements were formally submitted to CPUC on October 10 with a comment period of 21 days. The comment period ended on October 31.

Activity Next Month

- Monthly meetings will continue with telecom and power carriers.

- PCEP team will continue to work with all utilities on review of overhead utility line relocations based on the current 35% design and continue coordination and reconciliation of existing agreements with utilities.

- Relocation requirements are defined with the adoption by the CPUC, which is anticipated on November 10.
13.0 REAL ESTATE

The PCEP requires the acquisition of a limited amount of real estate including fee simple purchases, and permanent easements for various purposes. The PCEP Real Estate Program Management Team (RE Team) manages the acquisition of all property rights, including acquisition of fee simple title, and permanent easements. In general, Caltrain uses existing ROW for the PCEP, but will need to acquire additional real estate to expand the right-of-way (ROW) to accommodate installation of OCS supports, and wayside equipment (i.e., traction power stations, switching stations, and paralleling stations). Caltrain does not need to acquire real estate to complete the EMU procurement portion of the PCEP.

Activity This Month

During October, offer packages for parcels in both Segment 2 and 4 were prepared and 15 offers were made. The RE Team continues to work through Phase II testing for two parcels. The RE Team continues negotiations on offers pending, including working through relocation of one commercial business. Six appraisals were identified and will need to be updated due to changing market conditions and other related changes.

Table 13-1 below provides a brief summary of the Real Estate acquisition overview for the project.

The RE Team updated the Real Estate Management Plan (RAMP) and provided other supplemental information for review by the FTA and PMOC. Pending receipt of further comments by the FTA/PMOC, the RAMP will be completed after receipt of comments.

- **Segment 4 Status:**
  - Negotiations are on-going on parcels JPB-SCL4-0098, JPB-SCL4-0105, JPB-SCL4-0106, and JPB-SCL4-0112 (one of the two full acquisitions on the project).
  - The RE Team identified 4 parcels for which updated appraisals are required.
  - The RE Team continued coordination efforts with property owners, which included Phase II Hazmat assessment work for two commercial properties in Segment 4.
  - Phase I Hazmat assessments for Segment 4 is complete.

- **Segment 2 Status:**
  - RE Team and Legal staff reviewed 20 offer packages and 15 offers have been made.
  - Phase 1 Hazmat assessments for Segment 2 have been completed.
• Other:
  o The RE Team continued development of the draft Electrification Parcel Acquisition Tracking System (E-PATS) for each Project segment. It will track the status of each parcel identified as required for the Project.
  o The RE Team also developed a baseline schedule for Segments 2 and 4 and Segments 1 and 3.
  o JPB continues to negotiate the Cooperative Agreement for eminent domain authority with the City & County of San Francisco. The target for completion is for early 2017.

Activity Next Month

• In early November, the RE Team will submit a draft Relocation Plan for the one non-residential relocation on Project.
• Negotiations for all outstanding offers will continue.
• Parcels identified in Segments 2 and 4 will be updated.
• The RE Team anticipates completion of Phase II Hazmat assessment work for two commercial properties in Segment 4.
• The RE Team will begin the process to initiate appraisals for Segments 1 and 3.
• The RE Team will work with PCEP team to develop a parcel by parcel delivery schedule which will be consistent with BBI’s schedule.

Table 13-1 Real Estate Acquisition Overview

<table>
<thead>
<tr>
<th>Segment</th>
<th>No. of Parcels Needed</th>
<th>No. of Appraisals Completed</th>
<th>No. Of Offers Presented</th>
<th>Acquisition Status</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Escrow Closed</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Value Litigation</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Parcel Possession</td>
</tr>
<tr>
<td>Segment 4</td>
<td>13</td>
<td>13</td>
<td>4</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td></td>
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<td></td>
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<td></td>
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<td></td>
<td>0</td>
</tr>
<tr>
<td>Segment 2</td>
<td>26</td>
<td>24</td>
<td>15</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td></td>
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<td></td>
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<td>Segment 1</td>
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<td>Segment 3</td>
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<td></td>
<td>0</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>Total</td>
<td>59</td>
<td>37</td>
<td>19</td>
<td>0</td>
</tr>
<tr>
<td></td>
<td></td>
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<td></td>
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</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
</tbody>
</table>

Note:
During design development, the real estate requirements may adjust to accommodate design refinements. Parcel requirements will adjust accordingly. The table in this report reflects the current property needs for the Project.
14.0 THIRD PARTY AGREEMENTS

Third-party coordination is necessary for work impacting public infrastructure, utilities, ROW acquisitions, and others. The table below outlines the status of necessary agreements for the PCEP.

Table 14-1 Third-Party Agreement Status

<table>
<thead>
<tr>
<th>Type</th>
<th>Agreement</th>
<th>Third-Party</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Governmental Jurisdictions</td>
<td>Construction &amp; Maintenance 1</td>
<td>City and County of San Francisco</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Brisbane</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of South San Francisco</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of San Bruno</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Millbrae</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Burlingame</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of San Mateo</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Belmont</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of San Carlos</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Redwood City</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Atherton</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>County of San Mateo</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Menlo Park</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Palo Alto</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Mountain View</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Sunnyvale</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td></td>
<td>City of Santa Clara</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td>Condemnation Authority</td>
<td>San Francisco</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>San Mateo</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Santa Clara</td>
<td>Executed</td>
</tr>
<tr>
<td>Utilities</td>
<td>Infrastructure</td>
<td>Pacific Gas &amp; Electric (PG&amp;E)</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td>Operating Rules</td>
<td>California Public Utilities Commission (CPUC)</td>
<td>In Process</td>
</tr>
<tr>
<td>Transportation &amp; Railroad</td>
<td>Construction &amp; Maintenance 3</td>
<td>Bay Area Rapid Transit (BART)</td>
<td>Executed</td>
</tr>
<tr>
<td></td>
<td>Construction &amp; Maintenance 4</td>
<td>California Dept. of Transportation (Caltrans)</td>
<td>In Process</td>
</tr>
<tr>
<td></td>
<td>Trackage Rights</td>
<td>Union Pacific Railroad (UPRR)</td>
<td>Executed</td>
</tr>
</tbody>
</table>

Notes regarding table above:
1. Agreements memorialize the parties’ consultation and cooperation, designate respective rights and obligations and ensure cooperation between the JPB and the cities and counties in connection with the design and construction of the PCEP. A comprehensive agreement is planned for each of the 17 cities and three counties along the Caltrain ROW and within the PCEP limits.
2. Approved by City Council, or Board of Supervisors, and awaiting signature for execution.
3. Master agreement and two supplemental agreements.
4. Utilizing existing agreements.
15.0 COMMUNITY RELATIONS AND OUTREACH

The Community Relations and Outreach team coordinates all issues with all jurisdictions, partner agencies, government organizations, businesses, labor organizations, local agencies, residents, community members, other interested parties, and the media. In addition, the team oversees the design-build contractor’s effectiveness in implementing its Public Involvement Program. The following PCEP related external affairs meetings took place in October:

- **Presentations**
  - San Bruno City Council
  - American Society of Civil Engineers San Jose Branch
  - Menlo Park Chamber Transportation Committee

- **Third Party/Stakeholder Actions**
  - Unanimous support Santa Clara Valley Transit Authority (VTA) Board regarding PCEP Interim Financing
  - Unanimous support from San Francisco Board of Supervisors Budget and Finance Committee regarding PCEP Interim Financing

- **Stakeholder Meetings**
  - Meeting with Supervisor Mark Farrell’s Staff
  - Diridon Station Working Group
  - City/County Staff Coordinating Group
  - Local Policy Maker Group
16.0 DBE PARTICIPATION AND LABOR STATISTICS

Disadvantaged Business Enterprise (DBE) and labor statistics will be reported after construction has commenced.
17.0 PROCUREMENT

Contract Activity

- The JPB authorized the award of both the EMU and DB contracts at the July 7, 2016 board meeting. The LNTPs were issued on September 6, 2016 for the EMU and Electrification Contracts with a full NTP expected in March 2017 for both contracts.

IFB/RFQ/RFP Advertised this Month:

- RFQ - Ares Prism for Contract Management software.

IFB/RFQ/RFP Received this Month:

- Quote - Received from Ares for Contract Management Software $70,740.00.

Contract Awards this Month:

- No Contract Awards were made for October.

Work Directive (WD)/Purchase Order (PO) Awards & Amendments this Month:

- Multiple WD & PO's were issued to support the program needs for October.

Upcoming Invitation for Bid (IFB)/Request for Qualifications (RFQ)/ Request for Proposals (RFP):

- RFP - SCADA system to support CalMod.
- RFP - On- Call Ambassador Support Services.

Upcoming Contract Awards:

- Contract authority increase for the CalMod Program Management Support Services contract for URS (AECOM).
### 18.0 TIMELINE OF MAJOR PROJECT ACCOMPLISHMENTS

Below is a timeline showing major project accomplishments from 2002 to 2016:

<table>
<thead>
<tr>
<th>Date</th>
<th>Milestone</th>
</tr>
</thead>
<tbody>
<tr>
<td>2002</td>
<td>Conceptual Design Completed</td>
</tr>
<tr>
<td>2008</td>
<td>35% design complete</td>
</tr>
<tr>
<td>2009</td>
<td>Final NEPA EA/EIR and Finding of No Significant Impact (FONSI)</td>
</tr>
<tr>
<td>2014</td>
<td>Request for Qualifications (RFQ) for Electrification Request for Information for EMU</td>
</tr>
<tr>
<td>2015</td>
<td>JPB Approves Final CEQA Environmental Impact Report (EIR) JPB Approves Issuance of RFP for Electrification JPB Approves Issuance of RFP for EMU Receipt of Electrification of Proposal for Electrification FTA approval of Core Capacity Project Development</td>
</tr>
<tr>
<td>2016</td>
<td>JPB Approves EIR Addendum #1: PS-7 FTA Re-Evaluation of 2009 FONSI Receipt of Electrification BAFOs Receipt of EMU Proposal Application for Entry to Engineering to FTA Completed the EMU Buy America Pre-Award Audit and Certification Negotiations completed with Stadler for EMU Vehicles Negotiations completed with BBI, the apparent best value Electrification firm JPB Approves Contract Award (LNTP) BBI JPB Approves Contract Award (LNTP) Stadler FTA approval of Entry into Engineering for the Core Capacity Program</td>
</tr>
</tbody>
</table>
Appendix A – Acronyms
<table>
<thead>
<tr>
<th>Acronym</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>AIM</td>
<td>Advanced Information Management</td>
</tr>
<tr>
<td>ARINC</td>
<td>Aeronautical Radio, Inc.</td>
</tr>
<tr>
<td>BAAQMD</td>
<td>Bay Area Air Quality Management District</td>
</tr>
<tr>
<td>BBI</td>
<td>Balfour Beatty Infrastructure, Inc.</td>
</tr>
<tr>
<td>CAISO</td>
<td>California Independent System Operator</td>
</tr>
<tr>
<td>CalMod</td>
<td>Caltrain Modernization Program</td>
</tr>
<tr>
<td>Caltrans</td>
<td>California Department of Transportation</td>
</tr>
<tr>
<td>CDFW</td>
<td>California Department of Fish and Wildlife</td>
</tr>
<tr>
<td>CEMOF</td>
<td>Centralized Equipment Maintenance and Operations Facility</td>
</tr>
<tr>
<td>CEQA</td>
<td>California Environmental Quality Act (State)</td>
</tr>
<tr>
<td>CHSRA</td>
<td>California High-Speed Rail Authority</td>
</tr>
<tr>
<td>CIP</td>
<td>Capital Improvement Plan</td>
</tr>
<tr>
<td>CPUC</td>
<td>California Public Utilities Commission</td>
</tr>
<tr>
<td>DB</td>
<td>Design-Build</td>
</tr>
<tr>
<td>DBB</td>
<td>Design-Bid-Build</td>
</tr>
<tr>
<td>DBE</td>
<td>Disadvantaged Business Enterprise</td>
</tr>
<tr>
<td>DEMP</td>
<td>Design, Engineering, and Management Planning</td>
</tr>
<tr>
<td>EA</td>
<td>Environmental Assessment</td>
</tr>
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Appendix B – Schedule
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AGENDA ITEM # 8
DECEMBER 1, 2016

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

FROM: Jim Hartnett
Executive Director

SUBJECT: AUTHORIZING ACTIONS RELATED TO THE APPROVAL OF AN INTERIM FINANCING FOR THE PENINSULA CORRIDOR ELECTRIFICATION PROJECT IN AN AMOUNT NOT TO EXCEED $150 MILLION OUTSTANDING AT ANY ONE TIME

ACTION

Staff Coordinating Council recommends the Board:

1) Approve interim financing in an amount not to exceed $150 million outstanding at any one time with DNT Asset Trust, an affiliate of J.P. Morgan Securities LLC, as lender.

2) Approve the forms of a Credit Agreement, a Promissory Note, an Account Control Agreement and a Fee and Pricing Agreement and authorize the execution and delivery thereof.

3) Authorize the taking of all other actions necessary in connection with the interim financing.

SIGNIFICANCE

Current cash flow projections for the Peninsula Corridor Electrification Project (PCEP) forecast funding gaps between the time payments are due for work performed and the timing of receipts from the funding sources associated with such work, most of which are available on a reimbursement basis. At its highest point, the funding gap is currently projected to be approximately $150 million.

The Peninsula Corridor Joint Powers Board (JPB) secured a commitment from DNT Asset Trust, an affiliate of J.P. Morgan Securities LLC (Lender) to provide a revolving credit facility in an amount not to exceed $150 million outstanding at any one time to cover funding gaps. The revolving credit facility will be made available pursuant to a credit agreement (Credit Agreement) between JPB and Lender. Funds drawn by JPB pursuant to Credit Agreement will constitute loans made by Lender to JPB. Obligations of JPB under Credit Agreement will be evidenced by Promissory Note.

Draws under the revolving credit facility will be secured by a subordinate pledge on farebox revenues and a pledge of funds received from the project funding sources (e.g., Federal, State and local grant funds) as they are received by the JPB. Account
Control Agreement provides for the pledge of funds received by JPB from project funding sources as reimbursement for JPB’s prior payment of PCEP costs.

The revolving credit facility will be available to the JPB through 2022 when PCEP delivery is expected to be complete. The size of the revolving credit facility is required to be reduced over time as PCEP delivery progresses. Specifically, as contemplated in the Credit Agreement, the revolving credit facility size will be $150 million through December 31, 2020, then reducing to $100 million through December 31, 2021, and to $50 million for the final year through December 31, 2022. JPB can reduce the amount available to be drawn under the revolving credit facility, as PCEP project delivery progresses, based on the JPB’s needs, without cost, prior to 2022.

**BUDGET IMPACT**

Estimated interest costs and fees associated with the interim financing have been included in the PCEP budget and will be payable from funding sources already identified to support the PCEP. These costs of the interim financing will not be charged to or paid from operating capital of the JPB. Closing costs will be paid out of the proceeds of the transaction.

Fees are set forth in the Fee and Pricing Agreement. There are two ongoing fees associated with the revolving credit facility: an undrawn and a drawn fee. For those amounts available to the JPB but undrawn and not used at a particular time, the Lender will charge a fee equal to 0.50 percent times the undrawn amount. For those amounts drawn and used under the revolving credit facility, the Lender will charge a drawn fee (i.e., an interest rate). The drawn fee is equal to the following formula: 0.70 percent times one-month London Interbank Offered Rate (LIBOR), plus 2.10 percent. Taking 70 percent of the LIBOR approximately converts that taxable index to a tax-exempt rate. The one-month LIBOR resets on a daily basis. Under current rates (as of 11/11/2016) the one-month LIBOR is equal to 0.54 percent, which translates to a total drawn fee -- or revolving credit facility interest rate -- equal to 2.48 percent. As noted, LIBOR is a floating rate index, so this interest rate will increase/decrease with the LIBOR index. The Fee and Pricing Agreement also specifies closing costs payable to the Lender and Lender's counsel.

Peninsula Corridor Electrification Project Monthly Progress Report – Section 8.0 Budget and Expenditures, Table 8-1 and 8-2, Finance Charges.

**BACKGROUND**

In September 2016, the Board authorized staff to proceed with the selection of a financial institution to negotiate documents for an interim financing.

The JPB has awarded two contracts to implement the PCEP: one to Balfour Beatty to design and construct the electrification infrastructure on the JPB’s Caltrain right of way, and the other to Stadler to manufacture and deliver Electric Multiple Unit rail vehicles.

Since the grant funding sources supporting the PCEP will reimburse the JPB for invoice payments already made for work associated with these contracts, interim financing is
needed to address potential cash flow gaps and ensure that work on the PCEP proceeds uninterrupted. The documents for this transaction are on file with the JPB Secretary.

Financial Advisory Services
The JPB is utilizing the services of a financial advisor to assist with the implementation of the interim financing. Staff has contracted with Public Financial Management, Inc. to serve as the JPB’s financial advisor for this transaction.

Bond Counsel Services
The JPB is utilizing the services of Orrick, Herrington & Sutcliffe LLP to serve as bond counsel to the JPB in connection with the interim financing. Bond Counsel is needed to prepare and review the relevant documents and provide the bond counsel opinion.

Member Agency Actions
Pursuant to California Government Code Section 6586.5, each of the three JPB Member Agencies held a public hearing and, subsequent to conducting the public hearing, adopted a resolution approving the interim financing of the PCEP and making a finding of significant public benefit in accordance with the criteria specified in Section 6586.5.

Prepared by: Gigi Harrington
RESOLUTION NO. 2016 –
BOARD OF DIRECTORS, PENINSULA CORRIDOR JOINT POWERS BOARD
STATE OF CALIFORNIA

***

AUTHORIZING INTERIM FINANCING FOR THE PENINSULA CORRIDOR ELECTRIFICATION
PROJECT IN AN AMOUNT NOT TO EXCEED $150 MILLION OUTSTANDING AT ANY ONE TIME,
APPROVING THE FORMS OF A CREDIT AGREEMENT, A PROMISSORY NOTE, A DEPOSIT
ACCOUNT CONTROL AGREEMENT AND A FEE AND PRICING AGREEMENT AND
AUTHORIZING THE EXECUTION AND DELIVERY THEREOF AND AUTHORIZING THE TAKING OF
ALL OTHER ACTIONS NECESSARY IN CONNECTION WITH IMPLEMENTATION OF SUCH
INTERIM FINANCING

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB), a public entity duly
organized and existing as a joint exercise of powers agency under and by virtue of the
laws of the State of California, created pursuant to the Joint Exercise of Powers
Agreement-Peninsula Corridor Project, made and entered into as of October 3, 1996,
among the Santa Clara Valley Transportation Authority, formerly known as the Santa
Clara County Transit District, the City and County of San Francisco and the San Mateo
County Transit District (each, a "Member Agency," and, hereinafter collectively referred
to as the "Member Agencies"), operates the Caltrain commuter rail service; and

WHEREAS, the JPB is undertaking the Peninsula Corridor Electrification Project
(PCEP), which will convert the Caltrain commuter rail service running between
San Francisco and the Tamien Station in San Jose from diesel-hauled trains to electric
multiple unit trains, to (i) meet current and future transportation demand between
San Jose and San Francisco, (ii) offset existing and future worsening roadway
congestion, (iii) address continuing regional air quality issues, (iv) reduce greenhouse
gas emissions and (v) provide electrical infrastructure compatible with contemplated
future high-speed rail service; and
WHEREAS, the capital improvements which comprise the PCEP will be utilized to provide Caltrain commuter rail service within the geographic boundaries of each of the Member Agencies and will constitute public capital improvements which will result in significant public benefits, including more efficient delivery of transit services to residential and commercial development within the geographic boundaries of the Member Agencies; and

WHEREAS, funding for the PCEP is currently expected to be provided from Federal, State, regional and local sources, including, but not limited to, (i) grants from the Federal government, (ii) funding made available pursuant to The Safe, Reliable High-Speed Passenger Train Bond Act for the 21st Century, commonly referred to as Proposition 1A, The Highway Safety, Traffic Reduction, Air Quality, and Port Security Bond Act of 2006, commonly referred to as Proposition 1B, the Transit Intercity Rail Capital Program and the Caltrain Low Carbon Transportation Operations Program, (iii) funding allocated by the Metropolitan Transportation Commission and the Bay Area Air Quality Management District, and (iv) funding allocated by the Member Agencies; and

WHEREAS, with certain limited exceptions, funding from the above-identified funding sources is provided to the JPB on a reimbursement basis; and

WHEREAS, in order to pay costs of the PCEP expected to be due and payable in advance of receipt of funds from the funding sources identified to such costs, the JPB secured a commitment from DNT Asset Trust, a Delaware trust, which is an affiliate of J.P. Morgan Securities LLC, to provide a revolving credit facility in an amount not to exceed $150 million outstanding at any one time; and
WHEREAS, the revolving credit facility may be drawn upon from time to time to pay costs of the PCEP expected to be due and payable in advance of receipt of funds from the funding sources identified to such costs; and

WHEREAS, the revolving credit facility will be made available pursuant to a Credit Agreement (the "Credit Agreement"), which is proposed to be entered into between the JPB and DNT Asset Trust (hereinafter referred to as the "Lender"); and

WHEREAS, funds from drawings made by the JPB under the revolving credit facility will constitute loans from the Lender to the JPB, the proceeds of which loans will be applied to pay costs of the PCEP due and payable in advance of receipt of funds from the funding sources identified to such costs; and

WHEREAS, funds from a drawing made by the JPB under the revolving credit facility may also be applied to pay closing costs of the interim financing (hereinafter referred to as the "Financing"); and

WHEREAS, the loans made by the Lender to the JPB under the revolving credit facility will be evidenced by a promissory note (the "Promissory Note") made by the JPB in favor of the Lender, the proposed form of which Promissory Note is included as an exhibit to the Credit Agreement; and

WHEREAS, there has been prepared and placed on file with the Secretary of the governing body of the JPB (hereinafter referred to as the "JPB Secretary") a proposed form of Credit Agreement, including the proposed form of Promissory Note; and

WHEREAS, loans made to the JPB by the Lender under the revolving credit facility will be secured by (i) a subordinate pledge of Farebox Revenues (as such term is defined in that certain Trust Agreement, dated as of October 1, 2007 (as amended and supplemented to the date hereof, the "Trust Agreement"), between the JPB and U.S. Bank National Association, as trustee), which Farebox Revenues secure the Peninsula
Corridor Joint Powers Board Farebox Revenue Bonds, 2007 Series A and the Peninsula Corridor Joint Powers Board Farebox Revenue Bonds, 2015 Series A previously issued by the JPB pursuant to the Trust Agreement, and (ii) a pledge of funds received by the JPB from the funding sources as reimbursement for the JPB’s prior payment of costs of the PCEP, which funds are required to be deposited in a segregated deposit account (the "Deposit Account") to be established by the JPB pursuant to the terms of the Credit Agreement and a deposit account control agreement (the "Account Control Agreement") to be entered into among the JPB, the Lender and Bank of America, N.A. or such other financial institution at which such Deposit Account is established; and

WHEREAS, there has been prepared and placed on file with the JPB Secretary a proposed form of Account Control Agreement; and

WHEREAS, also in connection with the Financing and the execution and delivery of the Credit Agreement, it will be necessary for the JPB to enter into a Fee and Pricing Agreement (the "Fee Agreement") with the Lender, which Fee Agreement sets forth the fees payable to the Lender in connection with the Financing and the Credit Agreement, including the loans made by the Lender to the JPB under the Credit Agreement; and

WHEREAS, there has been prepared and placed on file with the JPB Secretary a proposed form of Fee Agreement; and

WHEREAS, in order to accomplish the foregoing, it will be necessary for the JPB to enter into or approve and deliver the following agreements and instrument, forms of which have been prepared and placed on file with the JPB Secretary prior to this meeting:

(1) Credit Agreement, including form of Promissory Note;

(2) Account Control Agreement; and
(3) Fee Agreement.

WHEREAS, the JPB desires to approve the Financing and to authorize and direct the execution and delivery of each of the above-identified agreements and instrument, to authorize the taking of such other actions as shall be necessary to consummate the Financing described in the above-identified agreements and instrument, and to authorize the taking of various actions in connection therewith; and

WHEREAS, each of the Member Agencies within whose geographic boundaries the Caltrain commuter rail service operates, has scheduled and conducted a public hearing, each of which public hearing was duly noticed, concerning the Financing described herein for purposes of Section 6586.5 of the Government Code of the State of California (the "Government Code"); and

WHEREAS, subsequent to the applicable public hearing, the governing body of each of the Member Agencies adopted a resolution approving the Financing described herein for purposes of Section 6586.5 of the Government Code, which resolution also made a finding of significant public benefit in accordance with the criteria specified in Section 6586.5 of the Government Code.

NOW THEREFORE, BE IT RESOLVED by the governing body of the Peninsula Corridor Joint Powers Board as follows:

Section 1. Findings. The JPB hereby finds and determines that the foregoing recitals are true and correct.

Section 2. Authorization and Approval of Financing. Execution and delivery of the Credit Agreement providing a revolving credit facility in an amount not to exceed $150,000,000 outstanding at any one time is hereby authorized and approved.

Section 3. Approval of Credit Agreement. The proposed form of Credit Agreement placed on file with the JPB Secretary prior to this meeting is hereby
approved. The Chair of the governing body of the JPB, the Vice Chair of the governing body of the JPB, the Executive Director of the JPB, the Chief Financial Officer of the JPB or Interim Chief Financial Officer of the JPB or the Director of Finance of the JPB (each an "Authorized Representative of the JPB"), each acting alone, is hereby authorized and directed, for and in the name and on behalf of the JPB, to execute and deliver the Credit Agreement, in substantially said form, with such changes therein as the Authorized Representative of the JPB executing the same, with the advice of general counsel to the JPB ("General Counsel"), may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 4. Approval of Promissory Note. The proposed form of Promissory Note placed on file with the JPB Secretary prior to this meeting is hereby approved. Each Authorized Representative of the JPB is hereby authorized and directed, for and in the name and on behalf of the JPB, to execute and deliver the Promissory Note, in substantially said form, with such changes therein as the Authorized Representative of the JPB executing the same, with the advice of General Counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 5. Application of Proceeds of Loans. The proceeds of loans made by the Lender to the JPB pursuant to the provisions of the Credit Agreement shall be applied to pay costs of the PCEP expected to be due and payable in advance of receipt of funds from the funding sources identified to such costs and may be applied to pay closing costs incurred in connection with securing the revolving credit facility, all in accordance with the provisions of the Credit Agreement as finally executed and delivered.
Section 6. **Approval of Account Control Agreement.** The proposed form of Account Control Agreement placed on file with the JPB Secretary prior to this meeting is hereby approved. Each Authorized Representative of the JPB, with the advice of General Counsel, is hereby authorized and directed, for and in the name and on behalf of the JPB, to execute and deliver the Account Control Agreement in substantially said form, with such changes therein as the Authorized Representative of the JPB executing the same, with the advice of General Counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 7. **Approval of Fee Agreement.** The proposed form of Fee Agreement placed on file with the JPB Secretary prior to this meeting is hereby approved. Each Authorized Representative of the JPB, with the advice of General Counsel, is hereby authorized and directed, for and in the name and on behalf of the JPB, to execute and deliver the Fee Agreement in substantially said form, with such changes therein as the Authorized Representative of the JPB executing the same, with the advice of General Counsel, may require or approve, such approval to be conclusively evidenced by the execution and delivery thereof.

Section 8. **Ratification of Actions.** All actions heretofore taken by the officers and agents of the JPB with respect to the Financing and the execution and delivery of the Credit Agreement, the Promissory Note, the Account Control Agreement and the Fee Agreement (hereinafter collectively referred to as the "Interim Financing Documentation") are hereby ratified, confirmed, and approved.

Section 9. **Completion of Financing.** Each Authorized Representative of the JPB, the JPB Secretary and other appropriate officers of the JPB are each hereby authorized and directed, for and in the name and on behalf of the JPB, to do any and all things and to take any and all actions and to execute and deliver any and all
agreements, certificates, documents and instruments, including, without limitation, signature certificates, no-litigation certificates, tax certificates, certificates concerning the representations in any of the Interim Financing Documentation and contracts for rebate compliance services or other post-issuance tax compliance services, and to do any and all things and take any and all actions which may be necessary or advisable to effectuate the actions which the JPB has approved in this Resolution and to carry out, consummate and perform the duties of the JPB set forth in the Credit Agreement, all other documents executed in connection with the Financing, and, to the extent required in connection with the subordinate pledge of Farebox Revenues, the Trust Agreement.

Section 10. **Authorized Representative; Subsequent Actions.** All approvals, consents, directions, notices, orders, requests and other actions permitted or required by any of the Interim Financing Documentation or by any of the other documents authorized by this Resolution or by the Trust Agreement in connection with the subordinate pledge of Farebox Revenues, including, without limitation, any of the foregoing which may be necessary or desirable in connection with any amendment of any agreements, certificates or documents authorized by this Resolution, may be given or taken or made, as applicable, by any Authorized Representative of the JPB without further authorization or direction by the governing body of the JPB, and each Authorized Representative of the JPB is hereby authorized and directed to give any such approval, consent, direction, notice, order or request and to take any such action which such Authorized Representative of the JPB may deem necessary or desirable to further the purposes of this Resolution.

Section 11. **Severability of Invalid Provisions.** If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or
unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution which shall continue in full force and effect.

Section 12. **Effective Date.** This Resolution shall take effect immediately upon its passage.

Regularly passed and adopted this 1st day of December, 2016 by the following vote:

AYES:

NOES:

ABSENT:

__________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

__________________________
JPB Secretary
ACTION
Staff Coordinating Council (SCC) recommends the Board adopt a resolution:

1. Requiring the forthcoming Short-Range Transit Plan (SRTP) to include a fiscally constrained Capital Improvement Plan (CIP) that is consistent with financial projections developed for Federal Transit Administration (FTA) and the amended Fiscal Year (FY) 2017 Caltrain Capital Budget;

2. Directing that the CIP set forth projected State of Good Repair (SOGR) needs through FY2035;

3. Committing to take the required Peninsula Corridor Joint Powers Board (JPB) budget actions to fully fund the railroad’s SOGR needs as identified in upcoming and future SRTPs and through 2035.

SCC further recommends the Board direct staff to provide the FTA with a copy of this resolution, along with an updated statement of financial projections that include the latest amendments to the FY2017 Caltrain Capital Budget.

SIGNIFICANCE
The JPB is seeking $647 million in Federal funding for the Peninsula Corridor Electrification Project (PCEP) through FTA’s Core Capacity Program. In order to secure a Full Funding Grant Agreement (FFGA) for these funds, the JPB must demonstrate that it has sufficient financial capacity to both build and operate the PCEP, while maintaining its overall system in a state of good repair. Because Caltrain lacks a dedicated source of funding, its fiscally-constrained CIP currently identifies SOGR shortfalls in both the near and long term. The above actions will commit the JPB to funding Caltrain’s SOGR and system-wide infrastructure needs consistent with recommendations provided by FTA.

The proposed actions will satisfy several remaining pre-requisites for FTA issuance of the $647 million FFGA for the PCEP.
**BUDGET IMPACT**

There is no budget immediate impact associated with this action. Required SOGR funding will be provided by the JPB member agencies during the annual fiscal year budget cycle.

**BACKGROUND**

As part of its application to the FTA Core Capacity Program, Caltrain developed a 20-year (FY2016-2035) fiscally-constrained forecast of capital and operating sources and uses of funds (the “financial plan”) for implementation of the PCEP. The financial plan is required by FTA to demonstrate the local financial commitment of the JPB and its non-Federal funding partners to construct and operate the PCEP while continuing to operate and maintain existing and expanded Caltrain services, and invest in the infrastructure supporting those services. The financial plan is based on Caltrain’s existing SRTP but is fiscally constrained and has a longer (20-year) horizon.

The JPB developed the most recent iteration of the financial plan for its Core Capacity Capital Investment Grant Program request, in pursuit of the FFGA with the FTA for the implementation of PCEP. The financial plan was first submitted to FTA in September of 2015 as a component of the JPB’s application for the PCEP to be included in the President’s FY2017 budget. Since that time, the JPB has revised its financial plan in response to questions and requests from FTA, and to gain entry into the Engineering phase of the Core Capacity Program.

The PCEP will electrify and upgrade the performance, operating efficiency, capacity, and reliability of Caltrain’s commuter rail service, scheduled to be in place by 2020. The project includes electrification of a 51-mile corridor and replacement of approximately 75 percent of Caltrain’s existing diesel service with up to 96 high performance Electric Multiple Units (EMUs).

The PCEP is a critically important investment that will help Caltrain increase capacity to accommodate rapidly increasing ridership and bring improved and more frequent commuter services to Caltrain customers. Additionally, electrification will also prepare the corridor to receive high-speed rail train service, which will provide a one-seat ride from downtown San Francisco to downtown Los Angeles. Funding for the project is secured through a regional agreement between the JPB, the Metropolitan Transportation Commission, the California High-Speed Rail Authority, and six other major Bay Area government agencies.

Prepared by: Sebastian Petty, Principal Planner  650.622.7831
RESOLUTION NO. 2016 –

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

* * *

COMMITTING TO FUND DOCUMENTED CALTRAIN STATE OF GOOD REPAIR NEEDS

WHEREAS, it is the Peninsula Corridor Joint Powers Board’s (JPB) goal to electrify the Caltrain railroad corridor and enter revenue service on the electrified rail line by 2021 with an estimated total budget for the Peninsula Corridor Electrification Project ("PCEP" or "Project") of $1.98 billion; and

WHEREAS, the JPB has applied for inclusion in the Federal Transit Administration’s (FTA) Core Capacity Grant program to receive funding for the PCEP and has worked with FTA staff to prepare for approval of the Full Funding Grant Agreement (FFGA), the last phase of the Core Capacity Grant program; and

WHEREAS, the JPB must satisfy several remaining prerequisites before the FTA will proceed with FFGA, including evidencing the JPB’s commitment to planning for and funding the state of good repair required to meet Caltrain’s service capacity obligations for the next 20 years; and

WHEREAS, the Staff Coordinating Council (SCC) recommends the Board of Directors commit the JPB to:

1. Including in the forthcoming Short-Range Transit Plan (SRTP) a fiscally constrained Capital Improvement Plan (CIP) that is consistent with financial projections developed for the FTA and the amended Fiscal Year (FY) 2017 Caltrain Capital Budget;
2. Setting forth projected SOGR needs through FY2035 in the CIP;
3. Taking the required JPB budget actions to fully fund the railroad’s projected SOGR needs as identified in upcoming and future SRTPs; and

WHEREAS, SCC further recommends the Board direct the Executive Director, or his designee, to provide the FTA with a copy of this resolution, along with an updated statement of financial projections that include the latest amendments to the FY2017 Caltrain Capital Budget.

NOW THEREFORE BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Authority hereby commits the JPB to:
1. Including in the forthcoming SRTP a fiscally constrained CIP that is consistent with financial projections developed for the FTA and the amended FY2017 Caltrain Capital Budget;
   2. Setting forth projected SOGR needs through FY2035 in the CIP;
   3. Taking the required JPB budget actions to fully fund the railroad’s projected SOGR needs as identified in upcoming and future SRTPs; and

   **BE IT FURTHER RESOLVED** that the Board of Directors directs the Executive Director, or his designee, to provide the FTA with a copy of this resolution, along with an updated statement of financial projections that include the latest amendments to the FY2017 Caltrain Capital Budget.

   Regularly passed and adopted this 1st day of December, 2016 by the following vote:

   **AYES:**

   **NOES:**

   **ABSENT:**

   ____________________________
   Chair, Peninsula Corridor Joint Powers Board

   ATTEST:

   ____________________________
   JPB Secretary
AGENDA ITEM # 10
DECEMBER 1, 2016

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: April Chan
Chief Officer, Planning, Grants, and the Transportation Authority

SUBJECT: AUTHORIZE EXECUTION OF A FULL FUNDING GRANT AGREEMENT TO RECEIVE $647 MILLION IN FEDERAL CORE CAPACITY FUNDS FOR THE PENINSULA CORRIDOR ELECTRIFICATION PROJECT

ACTION
Staff Coordinating Council proposes the Board authorize the Executive Director, or his designee, to execute a Full Funding Grant Agreement (FFGA) with the United States of America, acting through the Federal Transit Administration (FTA), for a Core Capacity Grant of $647 million for the Peninsula Corridor Electrification Program ("PCEP" or "Project").

SIGNIFICANCE
On January 8, 2015 and July 7, 2016, by Resolution Nos. 2015-03, 2016-35 and 2016-36, respectively, the Peninsula Corridor Joint Powers Board (JPB) (1) certified the Final Environmental Impact Report for the PCEP, (2) awarded a contract to Balfour Beatty Infrastructure, Inc. and authorized a limited notice to proceed for the electrification design and construction portion of PCEP (design-build contract), and (3) awarded a contract to Stadler US, Inc. and authorized a limited notice to proceed for the purchase of electric multiple unit (EMU) rail cars to operate on the electrified corridor.

Execution of the proposed FFGA will represent that an adequate funding plan is in place to meet the JPB’s contractual obligations for construction of the PCEP, and thereby allow the JPB to issue full notices to proceed for both the electrification design-build and EMU contracts.

The FTA’s Core Capacity Grant program is one of the major funding sources for the PCEP and is slated to provide $647 million to PCEP over the next six years. The Core Capacity program has three phases: Project Development, Engineering and FFGA. The JPB applied for inclusion in the Core Capacity Grant program in December 2014 and was subsequently notified of its acceptance into Project Development in February 2015. The JPB then completed the necessary steps for the PCEP to progress into the Engineering phase in August 2016.
Since that time, JPB staff has worked to complete the remaining requirements of the Engineering phase of the program and now is working with FTA staff to prepare for approval of the FFGA, which is a multi-year contractual agreement that formally establishes the maximum level of Federal financial assistance to construct the Project and outlines the terms and conditions of Federal participation. The FFGA, which must be approved by Federal entities including Congress before the funds will be available to the Project, limits the exposure of the Federal government if the Project experiences any cost increases during construction, as it is the JPB’s responsibility to manage, design, and construct the Project.

Once the FFGA is in place, the $647 million grant will be programmed to the Project over several years, based on annual congressional appropriations. FTA has already programmed approximately $72 million for PCEP in prior year Core Capacity funds, which can be accessed following the execution of the FFGA. An additional $100 million for PCEP is planned for programming in Fiscal Year (FY) 2017, and is expected to be available following congressional approval of the FY2017 Federal budget. The Core Capacity funds can be used for either the electrification infrastructure or the procurement of the electric multiple unit train cars.

**BUDGET IMPACT**
There is no budget impact associated with this item.

The total PCEP budget is expected to be $1.98 billion. The Board previously has approved several agreements for receipt of the balance of this amount from a mix of Federal, State and local resources including the three JPB member agencies (Santa Clara Valley Transportation Authority, San Mateo County Transportation Authority and San Francisco County Transportation Authority/City and County of San Francisco), the Metropolitan Transportation Commission, the California High-Speed Rail Authority, the State of California’s Low Carbon Transit Operations Program, the California State Transportation Agency’s Transit Intercity Rail Capital Program and the Bay Area Air Quality Management District.

**BACKGROUND**
The Core Capacity Grant program is part of the Capital Investment Program (CIG) within the FTA. This is FTA’s primary grant program for funding major transit capital investments, including heavy rail, commuter rail, light rail, streetcars, and bus rapid transit. It is a discretionary grant program. Project sponsors seeking CIG funding must complete a series of rigorous steps over several years to be eligible for funding. Each step in the process requires projects to be rated by FTA according to statutory evaluation criteria related to project justification, technical merit, and local financial commitment. The FTA also requires project sponsors to demonstrate that construction of the new project can be completed while operating and maintaining the existing system in a state of good repair. Sponsors must also demonstrate sufficient financial capacity to operate and maintain the new system following its construction.

Prepared by: Peter Skinner, Manager, Grants and Fund Programming 650.622.7818
Shayna van Hoften, Legal Counsel 415.995.5880
RESOLUTION NO. 2016 –

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

* * *

AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE A $647 MILLION FULL FUNDING GRANT AGREEMENT WITH THE FEDERAL TRANSIT ADMINISTRATION TO SUPPORT THE PENINSULA CORRIDOR ELECTRIFICATION PROJECT

WHEREAS, it is the Peninsula Corridor Joint Powers Board's (JPB) goal to electrify the Caltrain railroad corridor and enter revenue service on the electrified rail line by 2021; and

WHEREAS, the total budget of the Peninsula Corridor Electrification Project (“PCEP” or “Project”) is expected to be $1.98 billion; and

WHEREAS, the JPB Board of Directors (Board) previously has approved agreements for receipt of $1.33 billion from a mix of Federal, State and local resources including the three JPB member agencies (Santa Clara Valley Transportation Authority, San Mateo County Transportation Authority and San Francisco County Transportation Authority/City and County of San Francisco), the Metropolitan Transportation Commission, the California High-Speed Rail Authority, the State of California's Low Carbon Transit Operations Program, the California State Transportation Agency's Cap and Trade Program, the city of San Jose and the Transbay Joint Powers Authority; and

WHEREAS, the JPB first applied for inclusion in the Federal Transit Administration's (FTA) Core Capacity Grant program to receive funding for the PCEP in 2014; and

WHEREAS, the JPB was subsequently notified of its acceptance into the Core Capacity Grant program's Project Development phase in February 2015, and then the Engineering phase in August 2016; and
WHEREAS, since that time, JPB staff has worked with FTA staff to prepare for approval of the Full Funding Grant Agreement (FFGA), the last phase of the Core Capacity Grant program; and

WHEREAS, the FFGA is a multi-year contractual agreement that formally establishes the maximum level of Federal financial assistance to construct the Project and outlines the terms and conditions of Federal participation; and

WHEREAS, on January 8, 2015 and July 7, 2016, by Resolution Nos. 2015-03, 2016-35 and 2016-36, respectively, the JPB (1) certified the Final Environmental Impact Report for the PCEP, (2) awarded a contract to Balfour Beatty Infrastructure, Inc. and authorized a limited notice to proceed for the electrification design and construction portion of PCEP (design-build contract), and (3) awarded a contract to Stadler US, Inc. and authorized a limited notice to proceed for the purchase of electric multiple unit (EMU) rail cars to operate on the electrified corridor; and

WHEREAS, approval of the FFGA by the JPB Board and Federal entities including Congress, and subsequent execution of the FFGA, will represent that an adequate funding plan is in place to meet the JPB's contractual obligations for construction of the PCEP, and thereby allow the JPB to issue full notices to proceed for both the electrification design-build and EMU contracts; and

WHEREAS, the Staff Coordinating Council recommends the Board authorize the Executive Director, or his designee, to execute the FFGA, as described above, under which the JPB will receive a Core Capacity program grant of $647 million for the PCEP, and to take any other actions that may be necessary to give effect to this resolution.

NOW THEREFORE BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Authority (therein referred to as "Grantee") hereby authorizes the
Executive Director, or his designee, to execute a FFGA with the United States of America, acting through the FTA, whereby funding for the PCEP will be provided from the Core Capacity Grant program in an amount of $647 million, once such agreement is approved by the required Federal entities.

**BE IT FURTHER RESOLVED** that the Board of Directors hereby authorizes the Executive Director, or his designee, to sign any required certifications and assurances, and take any other actions that may be necessary to give effect to this resolution.

Regularly passed and adopted this 1st day of December, 2016 by the following vote:

**AYES:**

**NOES:**

**ABSENT:**

__________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

__________________________
JPB Secretary
AGENDA ITEM # 11  
DECEMBER 1, 2016

PENINSULA CORRIDOR JOINT POWERS BOARD  
STAFF REPORT

TO: Joint Powers Board  
THROUGH: Jim Hartnett  
         Executive Director  
FROM: Michelle Bouchard  
       Chief Operating Officer, Rail  
SUBJECT: KEY CALTRAIN PERFORMANCE STATISTICS OCTOBER 2016

In October 2016, Caltrain’s average weekday ridership (AWR) decreased 3.5 percent to 58,814 from October 2015 AWR of 60,935. The total number of passengers who rode Caltrain in October 2016 also decreased 5.4 percent to 1,570,822 from 1,659,890 in October 2015. Staff continues to monitor ticket types sold in an effort to identify potential trends. This month with the exception of eight-ride tickets (up 1.5 percent), all other ticket types sold decreased from October 2015. Farebox revenue increased 1.3 percent from October 2015.

On-time performance (OTP) for October 2016 was 95.2 percent, compared to 86.9 percent OTP for October 2015. Taking into account trains arriving within 10 minutes of the scheduled arrival time, OTP rises to 97.7 percent. In October 2016 there were 920 minutes of delay due to mechanical issues compared to 1,083 minutes in October 2015.

Looking at customer service statistics, there were 8.5 complaints per 100,000 passengers in October 2016 which decreased from 12.3 in October 2015.

Shuttle ridership for October 2016 is up 13.6 percent from October 2015. For the station shuttles, the Millbrae-Broadway shuttle averaged 201 daily riders. The Belmont-Hillsdale shuttle averaged 46 daily riders. The weekend Tamien-San Jose shuttle averaged 56 daily riders. When the Marguerite shuttle was removed, the impact to ridership was a decrease of 9.4 percent.
Caltrain Promotions – October 2016

**Fleet Week** – This year’s 35th Annual Fleet Week was held October 4 – 10 and included naval ships, tours of vessels and the popular aerial shows from the world famous Blue Angels flight team. The gorgeous views from Pier 39 also featured live music, food, drinks and other fun attractions for spectators. The service was promoted through internal organic social media channels, mentioned in *Caltrain Connection* and as part of the most recent *Track the Fun Guide*. Service to the event was also promoted using the San Mateo County Transit District’s (District) blog. Extra service was provided over the weekend to accommodate the large crowds. Event promoters and news outlets encouraged the use of public transportation to get to the event. Caltrain carried an additional 11,232 customers over the weekend.

**On-Going Promotions**

**49ers at Levi’s® Stadium** – The 49ers service promotion continues through the end of October. A 30 second commercial will air on a variety of sports network channels in San Mateo and San Francisco counties. Spots will run the week preceding each home game. Other paid media strategies include retargeted digital display ads and a Facebook engagement campaign. Communication supported the effort using its blog, organic social media, printed onboard take-ones, web page and station visual messages and conductor announcements. Service was also mentioned in *Caltrain Connection* and the *Track the Fun Guide*. For the month of October, there were three games played against the Cowboys, Cardinals and Buccaneers. Caltrain carried a total of 9,112 additional customers for the month of October. Ridership is down, which is to be expected because attendance at 49ers games is also down this season.

**San Jose Sharks at SAP Center** – The regular 2016/2017 San Jose Sharks season kicked off in October bringing fans to the SAP Center, just one block from the Diridon Station. Caltrain service was promoted through paid sponsored Facebook engagement, geo-targeted digital display ads, organic social media, Caltrain’s website, a listing in *Caltrain Connection* newsletter and the *Track the Fun Guide* and via the District’s blog. For the month of October, there were four home games. Caltrain carried an additional 2,566 customers which represents a 61 percent increase for the month of October.

**Stanford Football** – The Stanford Football promotion continues through the end of November. Selected trains will serve Stanford Stadium Station on weekend game days. The service was promoted through paid sponsored Facebook engagement, geo-targeted digital display ads, organic social media, Caltrain’s website and the District’s blog. Stanford sent an e-mail blast to season ticket holders and supported service announcements using its social media presence. In October, two home games against Washington State and Colorado were played carrying an average of 1,472 customers per game.

**Social Media**

Facebook recently improved its algorithm to increase the visibility of its user’s posts. That has meant an increase in interaction on our Facebook platforms. It is clear
customers are using the service as an opportunity to relay feedback. This will be an important piece of Caltrain’s customer service strategy in the future. Caltrain now has more than 100,000 followers across all of its social media networks. Twitter added the most new followers in October with a gain of more than 5,000 users. Those gains are being driven by targeted paid social campaigns that are increasing the reach of Caltrain’s social profile.
Social Media Impression Spikes
October, 2016

Your Tweets earned 1.2M impressions over this 31 day period

Oct 17
SB 370 Mechanical
795 Daily Delay Minutes

Oct 14
Car on Tracks PAL
201 Daily Delay Minutes

Prepared By: Jayme Ackemann, Director, Marketing and Communications
Catherine David, Senior Planner

650.508.7934
650.508.6471
### Table A

#### October 2016

<table>
<thead>
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<th></th>
<th>FY2016</th>
<th>FY2017</th>
<th>% Change</th>
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<tr>
<td>Total Ridership</td>
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<td>1,570,822</td>
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<tr>
<td>Average Weekday Ridership</td>
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<td>Total Farebox Revenue</td>
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<td>On-time Performance</td>
<td>86.9%</td>
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<tr>
<td>Average Caltrain Shuttle Ridership</td>
<td>8,648</td>
<td>9,828</td>
<td>13.6%</td>
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#### Year to Date

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<th></th>
<th>FY2016</th>
<th>FY2017</th>
<th>% Change</th>
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<tr>
<td>Total Ridership</td>
<td>6,709,248</td>
<td>6,530,017</td>
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<tr>
<td>Average Weekday Ridership</td>
<td>62,312</td>
<td>61,239</td>
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<tr>
<td>Total Farebox Revenue</td>
<td>$30,757,666</td>
<td>$32,168,942</td>
<td>4.6%</td>
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<tr>
<td>On-time Performance</td>
<td>86.2%</td>
<td>94.0%</td>
<td>9.0%</td>
</tr>
<tr>
<td>Average Caltrain Shuttle Ridership</td>
<td>8,765</td>
<td>9,514</td>
<td>8.5%</td>
</tr>
</tbody>
</table>

### Graph A

**Caltrain Average Weekday Ridership**

- **AWR**: 60,935
- **13-Month Average**: 58,814
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Michelle Bouchard
Chief Operating Officer, Rail

SUBJECT: CALL FOR A PUBLIC HEARING FOR SERVICE CHANGES

ACTION
Staff Coordinating Council recommends that the Board of Directors (Board) conduct a public hearing at its March 2, 2017 meeting to receive public comment on proposed Caltrain major service changes to accommodate the Peninsula Corridor Electrification Project (PCEP), and conduct public outreach on both these major service changes and additional minor service changes to improve and streamline Caltrain service during PCEP construction.

SIGNIFICANCE
Setting the public hearing will allow staff to solicit public input on proposed weekend major service changes as required under the Caltrain Title VI policies. Staff also will hold community meetings in the three counties to solicit input from customers and the general public on the major service changes as well as on proposed weekday minor service changes.

BUDGET IMPACT
Holding a public hearing will not impact the budget.

BACKGROUND
The PCEP requires access to the Caltrain right of way during specific work windows throughout the week and weekend to enable installation and testing of the electrification system. Accommodation of these work windows will necessitate changes to the Caltrain weekday timetable in spring 2017 and the weekend timetable in the summer of 2017. Staff also has identified additional schedule changes that can improve and streamline Caltrain operations while still supporting the PCEP.

Staff expects the revised timetables to be in effect for nearly the entire construction and testing phases of the PCEP, though periodic adjustments may be required to accommodate work on the right of way.
Anticipated weekend timetable major service changes subject to the public outreach and public hearing processes consist of changing Local Service headways from 60 to 90 minutes, with Baby Bullet Service operating during PCEP work windows, thereby reducing Saturday trains from 36 to 28 and Sunday trains from 32 to 24.

Additional weekday timetable minor service changes for which public input will be sought include:

- Addition of six stops to Train 305 to attract more ridership to the AM "shoulder peak" train
- Separation of southbound AM Peak Baby Bullet Trains, which currently operate back-to-back, for improved efficiency and time spacing for passengers
- Elimination of some very low-ridership reverse-peak service at Tamien Station to allow increased fueling and service windows of rolling stock at the Centralized Equipment Maintenance and Operations Facility in San Jose
- Departure time adjustments during off peak periods to support PCEP work windows

The proposed timetable changes will help facilitate the PCEP without requiring more drastic options such as termination of all weekend Caltrain service.

In preparation for the public hearing, staff will present draft timetables detailing potential changes at public meetings conducted in each of the three Caltrain counties. Additionally, the proposals will be circulated onboard trains and posted on the Caltrain website. Comments will be sought and accepted at the meetings, through the Caltrain website, via mail and e-mail, through the Customer Service Center and at the public hearing. Staff also will conduct a Title VI equity analysis as required by the JPB's Major Service Change Policy.

The specific proposals and the results of the public outreach and equity analysis will be presented to the Board at the beginning of the March 2 public hearing.

Prepared by: Matt Verhoff, Manager, Rail Operations Planning  
650.207.8020
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Mark Simon
Chief of Staff

Michelle Bouchard
Chief Operating Officer, Rail

SUBJECT: AWARD OF A CONTRACT FOR PROVISION OF RAIL GRINDING SERVICES

ACTION

Staff Coordinating Council recommends the Board:

1. Award a contract to Loram Maintenance of Way, Inc. (Loram) to provide rail grinding services for a one-year base term for the not-to-exceed amount of $590,297; and

2. Authorize the Executive Director, or his designee, to execute a contract in full conformity with the terms and conditions of the solicitation documents and negotiated terms; and

3. Authorize the Executive Director, or his designee, to exercise up to two one-year option terms at a not-to-exceed cost of $569,409 for the first option year and $598,600 for the second option year, if deemed in the best interest of the Peninsula Corridor Joint Powers Board (JPB).

SIGNIFICANCE

Award of this “turn-key” contract will provide the JPB with a qualified firm capable of providing rail grinding services. Rail grinding services have not been performed in several years and are needed to reduce rail and wheel wear, which will result in lower operating costs. These services will also reduce wheel noise and vibration, improving ride quality and safety.

BUDGET IMPACT

The project was fully budgeted in Fiscal Year 2014-2015 Capital Budget and will be funded by a combination of Federal and local funds, including a San Francisco Proposition K grant.

BACKGROUND

The JPB is committed to a comprehensive and robust maintenance regime that combines Federal Transit Authority, Federal Railroad Administration, and the best industry practices to keep the trackage in its system in a state of good repair. Rail grinding is an accepted practice for maximizing the design life of trackage.
The rail grinding work will be performed at night, during non-service hours. Local residents will receive advance notification of any work to be done.

A Request for Proposals (RFP) was issued and advertised in a newspaper of general circulation and on JPB’s procurement website. Solicitation notices were also sent to interested proposers, including Small Business Enterprise (SBE) and Disadvantaged Business Enterprise (DBE) firms.

An Evaluation Committee (Committee) composed of JPB personnel reviewed and evaluated the proposals against the following criteria set forth in the RFP:

<table>
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<th>Category</th>
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</tr>
<tr>
<td>Proposed Staffing and Project Organization</td>
<td>20%</td>
</tr>
<tr>
<td>Understanding and Approach to Work</td>
<td>20%</td>
</tr>
<tr>
<td>Cost Proposal</td>
<td>30%</td>
</tr>
<tr>
<td>SBE Preference (Awarded per JPB’s SBE requirements)</td>
<td>5%</td>
</tr>
</tbody>
</table>

Staff received proposals from two firms: Loram and Orgo-Thermit, Inc. After review, evaluation, and initial scoring of the proposals the Committee determined that both firms were in the competitive range and the firms were invited to oral interviews. Following the interviews, the Committee reached a consensus that Loram was the highest ranked proposer and is capable of performing the services in compliance with all requirements of the RFP and at a fair and reasonable price. Loram has provided rail grinding services for 47 years to transit agencies such as Sacramento Regional Transit District, Sound Transit and Metrolink. This background demonstrates that the firm possesses the depth of experience and requisite qualifications to successfully perform the scope of services defined in the solicitation documents.

Rail grinding services were last performed by Advanced Rail Management in the amount of $1,843,250, under a previously awarded 2008 JPB contract.

The DBE Office reviewed Loram’s proposal and determined that Loram complied with the SBE requirements stated in the solicitation. Loram did not claim SBE preference status. The DBE Office further recognized that there were limited subcontracting opportunities for small businesses in this contract. However, as is the case with all solicitations, staff encourages proposers to apply their best effort to identify and provide subcontracting opportunities to small businesses, including DBEs, when feasible.

Contract Officer: Dwayne Pugh  
Project Manager: Jim Kellner
RESOLUTION NO. 2016 –

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

* * *

AWARDING A ONE-YEAR CONTRACT TO LORAM MAINTENANCE OF WAY, INC.
FOR THE PROVISION OF RAIL GRINDING SERVICES FOR
A TOTAL NOT-TO-EXCEED AMOUNT OF $590,297

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) solicited competitive proposals for the provision of rail grinding services; and

WHEREAS, in response to the Request for Proposals (RFP), two firms submitted proposals; and

WHEREAS, an Evaluation Committee (Committee) composed of qualified staff ranked the proposals according to the weighted criteria set forth in the RFP, conducted reference checks, financial reviews and interviews of the firms, and determined that Loram Maintenance of Way, Inc. (Loram), of Hamel, Minnesota, received the highest consensus ranking; and

WHEREAS, staff and legal counsel have reviewed the two proposals and determined that both proposals complied with the requirements of the solicitation documents; and

WHEREAS, staff and legal counsel completed negotiations on price, as well as on contractual terms and conditions, with Loram; and

WHEREAS, the Staff Coordinating Council recommends, and the Executive Director concurs, that a one-year base term contract for rail grinding services be awarded to Loram for a not-to-exceed amount of $590,297, with up to two successive one-year option terms at a not-to-exceed cost of $569,409 for the first option year and $598,600 for the second option year.
NOW, THEREFORE, BE IT RESOLVED the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards a contract for rail grinding services to Loram Maintenance of Way, Inc. for a total not-to-exceed amount of $590,297; and

BE IT FURTHER RESOLVED that the Executive Director, or his designee, is authorized to execute the contract on behalf of the JPB in full conformity with all the terms and conditions of the RFP and negotiated agreements and in a form approved by legal counsel; and

BE IT FURTHER RESOLVED that the Board authorizes the Executive Director or his designee to exercise up to two successive one-year option terms at a not-to-exceed cost of $569,409 for the first option year and $598,600 for the second option year, provided that it is in the best interest of the JPB.

Regularly passed and adopted this 1st day of December, 2016 by the following vote:

AYES:

NOES:

ABSENT:

Chair, Peninsula Corridor Joint Powers Board

ATTEST:

____________________________
JPB Secretary
AGENDA ITEM # 14  
DECEMBER 1, 2016

PENINSULA CORRIDOR JOINT POWERS BOARD  
STAFF REPORT

TO: Joint Powers Board

THROUGH: Jim Hartnett  
Executive Director

FROM: April Chan  
Chief Officer, Planning, Grants and the Transportation Authority

SUBJECT: AUTHORIZE THE FILING OF APPLICATIONS WITH THE METROPOLITAN TRANSPORTATION COMMISSION FOR PROGRAMMING OF FEDERAL TRANSIT ADMINISTRATION FORMULA FUNDS FOR CALTRAIN CAPITAL PROJECTS

ACTION

Staff Coordinating Council recommends the Board authorize the Executive Director, or his designee, to:

1. File fund programming applications with the Metropolitan Transportation Commission (MTC) for up to $341,862,734 in Fiscal Year (FY) 2017 – FY2020 Federal Transit Administration (FTA) Section 5337 and Section 5307 Formula Program funds and Surface Transportation Program (STP) funds for systemwide track rehabilitation, systemwide communications and signal rehabilitation, Electrification Electric Multiple Units (EMU), and revenue vehicle rehabilitation; and

2. Commit up to $85,465,684 in local matching funds; and

3. Take such actions as may be necessary to give effect to this resolution, including executing any agreements, certifications and assurances or other documentation required in order to receive the FTA funds.

SIGNIFICANCE

Staff is proposing to submit fund programming applications to the MTC for FY2017-FY2020 FTA Formula funds to support the projects listed in Table 1 below. The selection of projects is based on the FY2017 Caltrain Capital Budget, as well as state of good repair needs identified in the 2015 Caltrain Short Range Transit Plan. The amount of Formula Program funds available to the Peninsula Corridor Joint Powers Board (JPB) is determined by MTC based on funding availability and the extent of Caltrain’s state of good repair needs. The exact funding amounts for each fiscal year will be determined by annual congressional appropriations and FTA’s subsequent formula apportionment of those funds to the region.
The JPB’s application also includes the MTC’s remaining commitment of $315 million in funding for the EMUs as identified in the previously executed Nine-Party Memorandum of Understanding.

**TABLE 1**

<table>
<thead>
<tr>
<th></th>
<th>Federal Funds</th>
<th>Local Funds</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Systemwide Track and Related Structure Rehabilitation</td>
<td>$49,207,174</td>
<td>$12,301,794</td>
<td>$61,508,968</td>
</tr>
<tr>
<td>Systemwide Signal and Communications Rehabilitation</td>
<td>$4,800,000</td>
<td>$1,200,000</td>
<td>$6,000,000</td>
</tr>
<tr>
<td>Electrification – EMUs</td>
<td>$287,132,000</td>
<td>$71,783,000</td>
<td>$358,915,000</td>
</tr>
<tr>
<td>Revenue Vehicle Rehabilitation</td>
<td>$723,560</td>
<td>$180,890</td>
<td>$904,450</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$341,862,734</strong></td>
<td><strong>$85,465,684</strong></td>
<td><strong>$427,328,418</strong></td>
</tr>
</tbody>
</table>

**BUDGET IMPACT**

There is no budget impact associated with this action. For FY2017, FTA funding and local match amounts are currently included in the Capital Budget. Funds programmed to the JPB for FY2018-2020 will be considered as part of the budget development process in those years.

**BACKGROUND**

The MTC has solicited transit projects from eligible Federal grantees for FY2017-FY2020 FTA formula grant program funds. These funds will be made available annually by MTC based on the FTA’s apportionment of funds to the region. The selection process is based on MTC’s Transit Capital Priorities process and criteria, which are intended to fund transit projects that are most important to the region and consistent with Plan Bay Area, the region’s 25-year plan.

Prepared by: Rebecca Arthur, Senior Grants Analyst 650.508.6368
RESOLUTION NO. 2016 –

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

* * *

AUTHORIZE THE FILING OF APPLICATIONS WITH THE METROPOLITAN TRANSPORTATION COMMISSION FOR PROGRAMMING OF FEDERAL TRANSIT ADMINISTRATION FORMULA FUNDS FOR CALTRAIN CAPITAL PROJECTS

WHEREAS, Fixing America’s Surface Transportation Act (FAST Act, Public Law 114-94) continues and establishes new Federal Transit Administration (FTA) formula programs (23 U.S.C. §53) and continues the Surface Transportation Program (23 U.S.C. § 133); and

WHEREAS, pursuant to the FAST Act, and the regulations promulgated thereunder, eligible project sponsors wishing to receive FTA Section 5307 Urbanized Area and Section 5337 State of Good Repair (collectively, FTA Formula Program) grants or Surface Transportation Program (STP) grants for a project must first submit an application with the appropriate Metropolitan Transportation Planning Organization (MPO), for review and inclusion in the MPO's Transportation Improvement Program (TIP); and

WHEREAS, the Metropolitan Transportation Commission (MTC) is the MPO for the San Francisco Bay region; and

WHEREAS, Peninsula Corridor Joint Powers Board (JPB) is an eligible project sponsor for FTA Formula Program or STP funds; and

WHEREAS, JPB wishes to submit a grant application for MTC to program funds from the Fiscal Year (FY) 2016-2017 through FY2019-2020 FTA Formula Program and STP funds for the following Caltrain capital projects:
WHEREAS, MTC requires, as part of the application, a resolution stating the following:

1. The commitment of necessary local matching funds of at least 20 percent for FTA Formula Program funds, and 11.47 percent for STP funds; and

2. That the JPB understands that the FTA Formula Program and STP funding is fixed at the programmed amount, and therefore any cost increase cannot be expected to be funded from FTA Formula Program or STP funds; and

3. The assurance of the sponsor to complete the project as described in the application, and if approved, as programmed in MTC's TIP; and

4. That the sponsor understands that FTA Formula Program funds must be obligated within three years of programming and STP funds must be obligated by January 31 of the year that the project is programmed for in the TIP, or the project may be removed from the program.

NOW, THEREFORE, BE IT RESOLVED the Board of Directors of the Peninsula Corridor Joint Powers authorizes the Executive Director to execute and file an application for funding under the FTA Formula Program and Surface Transportation Program in the amount of $341,862,734 for Systemwide Track Rehabilitation, Systemwide Signal and Communications Rehabilitation, Electrification – Electric Multiple Units, Revenue Vehicle Rehabilitation, and Federal Funds, Local Funds, Total:

<table>
<thead>
<tr>
<th>Description</th>
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</table>
Communications Rehabilitation, Electrification, and Revenue Vehicle Rehabilitation; and

**BE IT FURTHER RESOLVED,** that Board of Directors, by adopting this resolution, does hereby state that:

1. The JPB will provide $85,465,684 in local matching funds, which amounts to at least 20 percent for FTA Formula Program funds, and 11.47 percent for STP funds, subject to the JPB's annual budget approval process; and

2. The JPB understands that the FTA Formula Program and STP funding for the projects is fixed at $341,862,734, and that any cost increases must be funded by the JPB from local matching funds, and that the JPB does not expect any cost increases to be funded with FTA Formula Program and Surface Transportation Program funds; and

3. The proposed projects will be built as described in this resolution and, if approved, for the amount shown in the MTC TIP with obligations occurring within the timeframe established below; and

4. The program funds are expected to be obligated by January 31 of the years the projects are programmed for in the TIP; and

5. The JPB will comply with FTA requirements and all other applicable Federal, State and Local laws and regulations with respect to the proposed projects; and

**BE IT FURTHER RESOLVED,** that the JPB an eligible sponsor of projects in the program for FTA Formula Program and STP funds; and

**BE IT FURTHER RESOLVED,** that there is no legal impediment to the JPB making applications for FTA Formula Program and STP funds; and
BE IT FURTHER RESOLVED, that there is no pending or threatened litigation which might in any way adversely affect the proposed project, or the ability of the JPB to deliver such projects; and

BE IT FURTHER RESOLVED, that the JPB agrees to comply with the requirements of MTC’s Transit Coordination Implementation Plan as set forth in MTC Resolution 3866; and

BE IT FURTHER RESOLVED that a copy of this resolution will be transmitted to the MTC prior to MTC programming the FTA Formula Program or STP funded projects in the TIP; and

BE IT FURTHER RESOLVED that the MTC is requested to support the application for the projects described in the resolution and to program the projects, if approved, in MTC’s TIP.

Regularly passed and adopted this 1st day of December, 2016 by the following vote:

AYES:

NOES:

ABSENT:

______________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

______________________________
JPB Secretary
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Seamus Murphy
Chief Communications Officer

SUBJECT: CRISIS TEXT LINE PARTNERSHIP ANNOUNCEMENT AND SUICIDE PREVENTION

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

SIGNIFICANCE
Caltrain devotes a significant effort to educating the public about rail safety, but identifying strategies to specifically address suicides is challenging.

Investigations into the fatalities that occur on the Caltrain corridor reveal that an overwhelming majority are intentional acts. For nearly a decade, Caltrain has engaged numerous behavioral and mental health organizations in San Francisco, San Mateo and Santa Clara counties as partners to address the root causes of suicide on the Caltrain corridor and throughout the communities that Caltrain serves.

In 2015, there were 20 fatalities on the Caltrain right of way, 17 of them were suicides. Suicide is the tenth leading cause of death for Americans and there is a growing national awareness that suicide is a preventable public health problem, which is why Caltrain has formed a new partnership with Crisis Text Line.

Crisis Text Line offers free, 24/7, anonymous counseling services via text messaging for individuals who may be depressed, having suicidal thoughts or suffering from a mental disorder. Caltrain’s new partnership is one more resource to help prevent and reduce suicide.

How it works:

1. A person in crisis would text the word BAY to 741741.
2. A trained crisis counselor receives the text and responds quickly.
3. The crisis counselor helps the individual move from a “hot” moment to a “cool calm” to stay safe and healthy using effective active listening and suggested referrals – all through text message using Crisis Text Line’s secure platform. The goal response time is five minutes.
Crisis Counselor Supervisors plan to use the 1-877-SAF-RAIL number to reach the Transit Police whenever they identify a texter who is having suicidal thoughts near the right of way or at a Caltrain station.

To promote the partnership, Caltrain will be posting fliers on station boards at all of its stations; producing Take Ones and interior ad cards for all trains; promoting the partnership on visual message signs and the Caltrain website, as well as through social media and news releases. In addition, Caltrain and Crisis Text Line held a press event November 30 to formally announce the partnership.

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

**BACKGROUND**
Over the years, Caltrain has stepped up its suicide prevention initiatives by installing approximately 250 suicide prevention signs at all of its stations; raising more than $25,000 for the American Foundation for Suicide Prevention’s Out of the Darkness Walks and twice sponsoring the Caminar for Mental Health Symposium.

In addition, Caltrain has worked with local community organizations to implement suicide prevention plans including the San Mateo County Suicide Prevention Committee, Palo Alto’s Project Safety Net and Santa Clara County Suicide Prevention Advisory Committee.

The Transit Police Bureau is responsible for policing Caltrain property. These highly-skilled law enforcement professionals have received specialized Crisis Intervention Training to help them recognize people who may be a threat to themselves and refer them for appropriate treatment.

Prepared by: Tasha Bartholomew, Communications Officer 650.508.7927
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Seamus Murphy
Chief Communications Officer

SUBJECT: 2016 CUSTOMER SATISFACTION SURVEY KEY FINDINGS

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

SIGNIFICANCE
In June 2016, Caltrain conducted its annual Customer Satisfaction Survey to evaluate services provided by the agency’s contract operator, Transit America Services, Inc. (TASI). The customer satisfaction ratings are one of the performance measurements used to determine a portion of the contractor’s compensation. The survey also presents an opportunity to assess customer needs and provides Caltrain customers with a venue to provide comments.

Caltrain selects the survey period to maximize feedback from frequent commuters. The timeframe is typically selected to avoid days with special events.

Key findings from the study include ratings of 18 overall services at the stations, onboard characteristics and rider evaluation of service improvement priorities.

The majority of riders (79 percent) report that they are “somewhat” or “very satisfied,” with their overall experience, an increase of 4 percent over the 2015 survey.

Using a scale of one to five, with one meaning “very dissatisfied” and five meaning “very satisfied,” Caltrain customers expressed improved satisfaction in a number of specific areas including:

- Overall satisfaction (from 3.93 to 4.01)
- Ease of use of ticket machines (from 3.76 to 3.82)
- Access to information about delays at stations (3.40 to 3.48)
- Access to information about delays onboard (3.58 to 3.71)
- On-time arrival at your destination (3.86 to 4.03)
- Courtesy of conductors (4.25 to 4.36)
- Professional appearance of conductors (4.39 to 4.45)
- Sense of personal security while on the train (4.28 to 4.32)
The only rating to decrease was cleanliness of onboard restrooms (3.27 to 3.26).

The survey also evaluated the desirability of various potential service enhancements and customer amenities. Results reveal that:

- When asked to prioritize service vs. frequency, nearly two-thirds (62 percent) of respondents prefer a faster commute time, even if it would result in less frequent service.
- When asked to prioritize investments to enhance customer experience, 51 percent of riders ranked onboard Wi-Fi as their first choice, followed by real-time schedule information/service updates (36 percent), and the ability to purchase Clipper products at stations (16 percent).

The survey also provided respondents with the opportunity to submit comments. 35 percent of respondents provided an open-ended comment of some type. The top three themes were:

1. Crowding/capacity/frequency comments – made by 26 percent of all respondents;
2. Late trains/timeliness – made by 17 percent of respondents;
3. Clipper/payment related comments – made by 12 percent of all respondents;

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

**BACKGROUND**
The survey was conducted through the use of on-call survey contractor Corey, Canapary & Galanis (CC&G). CC&G distributed and collected paper surveys in English and Spanish onboard, randomly selecting cars to represent overall JPB ridership. A total of 44 weekday and weekend trains were targeted with a 78 percent response rate, resulting in 4,097 completed surveys.

The survey has a system-wide margin of error of +/- 1.51 percent with a 95 percent confident level.

The survey findings are scheduled to be presented to the Caltrain Citizen’s Advisory Committee on November 16. They will also be posted to the Caltrain website.

**Next Steps**
In 2015 Caltrain developed a Customer Experience Task Force to guide implementation of service improvements and amenities that will help enhance the rider experience. The results of this survey will be used to inform the ongoing work of the task force, which includes the development of improved real-time and predictive arrival and departure information, the availability of enhanced fare products including mobile ticketing, the improvement of overall communications to customers and the development of strategies to address ongoing service, reliability and capacity challenges facing the system.

Survey results will also be used to determine payment obligations as specified in the
agency’s rail operations contract with TASI.

The full report is available online at http://www.caltrain.com/surveys.

Prepared by: Jayme Ackemann, Director, Marketing and Communications 650.508.7934
Christiane Kwok, Manager, Market Research and Development 650.508.7926
Project Manager: Julian Jest, Market Research Specialist 650.508.6245
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Michelle Bouchard
Chief Operating Officer, Rail

SUBJECT: CAPITAL PROJECTS QUARTERLY STATUS REPORT – 1st QUARTER FISCAL YEAR 2017

ACTION
The Capital Projects Quarterly Status Report is submitted to the Board for information only.

SIGNIFICANCE
The Capital Projects Quarterly Status Report is submitted to keep the Board advised as to the scope, budget and progress of current ongoing capital projects.

BUDGET IMPACT
There is no impact on the budget.

BACKGROUND
Staff prepares the Capital Projects Quarterly Status Report for the Board on a quarterly basis. The report is a summary of the scope, budget and progress of capital projects. It is being presented to the Board for informational purposes and is intended to better inform the Board of the capital project status.

Prepared by: Gordon Hail, Senior Project Controls Engineer 650.508.7795
TO: Joint Powers Board

THROUGH: Jim Hartnett
Executive Director

FROM: Seamus Murphy
Chief Communications Officer

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 in accordance with the approved Legislative Program.

STATE ISSUES
AS OF 11/14/16:
The Democrats regained a two-thirds supermajority in the Assembly, with a total of 55 Democrats and 25 Republicans. In the State Senate, the Democrats fell short of a supermajority. There will now be 26 Democrats and 14 Republicans in the State Senate.

New Caltrain Corridor State Legislators:
- Assembly District 24 – Menlo Park. Marc Berman (53.9 percent) vs Vicki Veenker (46.1 percent)
- Assembly District 27 – San Jose. Ash Kalra (52 percent) vs. Madison Nguyen (34.35 percent)
- Assembly District 30 – Salinas (includes Gilroy). Caballero (63.5 percent) vs. Karina Cervantez Alejo (36.5 percent)
- Senate District 11 – San Francisco. Scott Wiener (52.55 percent) vs. Jane Kim (47.5 percent)

Proposition 53. Revenue Bonds. Statewide Voter Approval. FAILED 49-51
Requires Statewide voter approval before any revenue bonds can be issued or sold by the State for certain projects if the bond amount exceeds $2 billion. Fiscal Impact: State and local fiscal effects are unknown and would depend on which projects are affected by the measure and what actions government agencies and voters take in response to the measure’s voting requirement.
Proposition 64. Marijuana Legalization. PASSED 56-44
Legalizes marijuana under State law, for use by adults 21 or older. Imposes State taxes on sales and cultivation. Provides for industry licensing and establishes standards for marijuana products. Allows local regulation and taxation. Fiscal Impact: Additional tax revenues ranging from high hundreds of millions of dollars to over $1 billion annually, mostly dedicated to specific purposes. Reduced criminal justice costs of tens of millions of dollars annually.

Proposition 54. Legislature, Legislation and Proceedings. PASSED 64-36
Prohibits Legislature from passing any bill unless published on Internet for 72 hours before vote. Requires Legislature to record its proceedings and post on Internet. Authorizes use of recordings. Fiscal Impact: One-time costs of $1 million to $2 million and ongoing costs of about $1 million annually to record legislative meetings and make videos of those meetings available on the Internet.

FEDERAL ISSUES
As of 11/14/16:
Donald Trump was elected the 45th President of the United States. Senate and House Republicans retain their majority.

New Caltrain Corridor Federal Legislators:

- CA – Senate. Kamala Harris (62.5 percent) vs. Loretta Sanchez (37.5 percent)
- California District 17 – San Jose. Ro Khanna (59.8 percent) vs. Mike Honda (40.2 percent)

The lame-duck session begins November 14 for the House and November 15 for the Senate. Adjournment for both houses is tentatively scheduled for December 16, 2016. Last day of the 114th Congress is on January 3, 2017.

Congress must pass a large spending bill to fund the government for Fiscal Year 2017. The current continuing resolution (CR) package funds the government through December 9, 2016. The Republican leadership is considering another CR through spring 2017.

Unfinished Business that could be taken up in the lame duck:
- Merrick Garland’s nomination to the U.S. Supreme Court
- Water Resources Development Act conference report
- Export-Import Bank financing authority
- Energy tax extenders
- Gun control
- Trans-Pacific Partnership
- Additional funding for opioid epidemic
- Criminal justice reform

Prepared by: Casey Fromson, Manager, Government and Community Relations 650.508.6493
<table>
<thead>
<tr>
<th>Measure</th>
<th>Status</th>
<th>Bill Summary</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>ABx1 1Alejo D Transportation Funding</td>
<td>6/24/15 Assembly Rules Committee</td>
<td>This bill, with respect to any loans made to the General Fund from specified transportation funds and accounts with a repayment date of January 1, 2019, or later, would require the loans to be repaid by December 31, 2018. The bill would also restore truck weight fees back to the State Highway Account.</td>
<td></td>
</tr>
<tr>
<td>ABx1 3Frazier D Transportation Funding</td>
<td>2/28/16 Conference Committee</td>
<td>This bill would declare the intent of the Legislature to enact legislation to establish permanent, sustainable sources of transportation funding to maintain and repair the state's highways, local roads, bridges, and other critical infrastructure.</td>
<td></td>
</tr>
<tr>
<td>ABx1 4Frazier D Transportation Funding</td>
<td>7/10/15 Assembly Rules Committee</td>
<td>This bill would declare the intent of the Legislature to enact legislation to establish permanent, sustainable sources of transportation funding to improve the state's key trade corridors and support efforts by local governments to repair and improve local transportation infrastructure.</td>
<td></td>
</tr>
<tr>
<td>ABx1 6Hernandez D Affordable Housing &amp; Sustainable Communities Program</td>
<td>7/16/15 Assembly Rules Committee</td>
<td>This bill would require 20% of moneys available for allocation under the program to be allocated to eligible projects in rural areas, as defined. The bill would further require at least 50% of those moneys to be allocated to eligible affordable housing projects. The bill would require the council to amend its guidelines and selection criteria consistent with these requirements and to consult with interested stakeholders in this regard.</td>
<td></td>
</tr>
<tr>
<td>ABx1 7Nazarian D Public Transit Funding</td>
<td>7/17/15 Assembly Rules Committee</td>
<td>This bill would continuously appropriate 20% of those annual proceeds to the Transit and Intercity Rail Capital Program, and 10% of those annual proceeds to the Low Carbon Transit Operations Program, thereby making an appropriation.</td>
<td>Support</td>
</tr>
<tr>
<td>ABx1 8Chiu D Diesel Sales and Use Tax</td>
<td>7/17/15 Assembly Rules Committee</td>
<td>This bill, effective July 1, 2016, would increase the additional sales and use tax rate on diesel fuel to 5.25%. By increasing the revenues deposited in a continuously appropriated fund, the bill would thereby make an appropriation. The bill would include a change in state statute that would result in a taxpayer paying a higher tax within the meaning of Section 3 of Article XIII A of the California Constitution, and thus would require for passage the approval of 2/3 of the membership of each house of the Legislature. This bill would take effect immediately as a tax levy.</td>
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</tr>
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<tr>
<td>ABx1 13 Grove R</td>
<td>8/31/15 Introduced</td>
<td>This bill would reduce the continuous appropriation to the Strategic Growth Council for the Affordable Housing and Sustainable Communities Program by half. Beginning in the 2016-17 fiscal year, it would continuously appropriate 50% of the annual proceeds of the Greenhouse Gas Reduction Fund, with 50% of that appropriation to Caltrans for maintenance of the state highway system or for projects that are part of the state highway operation and protection program, and 50% to cities and counties for local street and road purposes.</td>
<td></td>
</tr>
<tr>
<td>ABx1 23 Garcia D Transportation Funding</td>
<td>9/4/15 Introduced</td>
<td>This bill, by January 1, 2017, would require the California Transportation Commission to establish a process whereby the department and local agencies receiving funding for highway capital improvements from the State Highway Operation and Protection Program or the State Transportation Improvement Program prioritize projects that provide meaningful benefits to the mobility and safety needs of disadvantaged community residents, as specified. This bill would specifically require $125,000,000 to be appropriated annually from the State Highway Account to the Active Transportation Program, with these additional funds to be used for network grants that prioritize projects in underserved areas, as specified.</td>
<td></td>
</tr>
<tr>
<td>ABx1 24 Levine &amp; Ting D Bay Area Transportation Commission: election of Commissioners</td>
<td>9/11/15 Introduced</td>
<td>This bill, effective January 1, 2017, would redesignate the Metropolitan Transportation Commission as the Bay Area Transportation Commission. Commissioners are required to be elected by districts comprised of approximately 750,000 residents. The bill would require each district to elect one commissioner, except that a district with a toll bridge, as defined, within the boundaries of the district would elect 2 commissioners. The bill would require commissioner elections to occur in 2016, with new commissioners to take office on January 1, 2017. The bill would state the intent of the Legislature for district boundaries to be drawn by a citizens’ redistricting commission and campaigns for commissioners to be publicly financed. This bill, effective January 1, 2017, would delete the Bay Area Toll Authority’s status as a separate entity from the Metropolitan Transportation Commission and merge the authority into the Bay Area Transportation Commission.</td>
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<td>ABx1 26 Frazier Transportation Funding</td>
<td>8/30/16 Transportation &amp; Infrastructure Development Committee</td>
<td>Creates a $7.4 billion package based on increases to the gas tax, sales on diesel tax, vehicle registration fee, and Cap and Trade revenue to make investments towards local streets and roads rehabilitation, public transportation, the State Highway Operation and Protection Program, trade corridors, and State Transportation Improvement Program. Gas taxes would be adjusted for inflation and the price-based portion of the gas tax would be restored to 2014 levels. The bill would also restore a portion of commercial truck weight fees, which have been diverted to pay for General fund obligations. The bill would also establish the California Transportation Commission as an independent body, create the Office of the Transportation Inspector General to audit spending, expand public-private partnerships, and streamline provisions of the California Environmental Quality Act, to allow for the inspection, maintenance, repair, restoration, reconditioning, relocation, replacement, or removal of existing transportation infrastructure within the existing right of way. Last amended on 8/30/16</td>
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<td>Measure</td>
<td>Status</td>
<td>Bill Summary</td>
<td>Position</td>
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<td>SBx1 1</td>
<td>8/29/16</td>
<td>Same as ABx1 26 (Frazier). Last amended on 8/29/16</td>
<td>Support</td>
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<td>Beall (D)</td>
<td>Senate Appropriations Committee</td>
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<td>Transportation Funding</td>
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<td>SBx1 2</td>
<td>9/1/15</td>
<td>This bill would exclude from allocation under these provisions the annual proceeds of the fund generated from the transportation fuels sector. The bill would instead provide that those annual proceeds shall be appropriated by the Legislature for transportation infrastructure, including public streets and highways, but excluding high-speed rail.</td>
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<td>Huff (D)</td>
<td>Senate Transportation &amp; Infrastructure Development Committee Failed Passage in Committee. Reconsideration granted.</td>
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<td>Greenhouse Gas Reduction Fund</td>
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<td>SBX1 4</td>
<td>2/18/16</td>
<td>This bill would declare the intent of the Legislature to enact legislation to establish permanent, sustainable sources of transportation funding to maintain and repair the state’s highways, local roads, bridges, and other critical transportation infrastructure. Last amended on 9/4/15</td>
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<td>Beall (D)</td>
<td>Conference Committee</td>
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<td>Transportation Funding</td>
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<td>SBX1 5</td>
<td>9/1/15</td>
<td>This bill would declare the intent of the Legislature to enact legislation to establish permanent, sustainable sources of transportation funding to improve the state’s key trade corridors and support efforts by local governments to repair and improve local transportation infrastructure.</td>
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<td>Beall (D)</td>
<td>Assembly Desk</td>
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<td>Transportation Funding</td>
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<td>SBx1 7</td>
<td>9/3/15</td>
<td>Identical to ABx1 8 (Chiu). Last amended on 9/3/15</td>
<td>Support</td>
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<td>Allen (D)</td>
<td>Senate Appropriations Committee</td>
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<td>Diesel Sales and Use Tax</td>
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<td>Measure</td>
<td>Status</td>
<td>Bill Summary</td>
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<td>SBx1 8 Hill (D) Public Transit Funding</td>
<td>9/2/15</td>
<td>Identical to ABx1 7 (Nazarian).</td>
<td>Support</td>
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<tr>
<td>SBx1 10 Bates (R) STIP Program</td>
<td>8/20/15</td>
<td>This bill would revise the process for programming and allocating the 75% share of state and federal funds available for RTIP projects. The bill would require the department to annually apportion, by the existing formula, the county share for each county to the applicable metropolitan planning organization, transportation planning agency, or county transportation commission, as a block grant. These transportation capital improvement funds, along with an appropriate amount of capital outlay support funds, would be appropriated annually through the annual Budget Act to regional transportation agencies. The bill would require the regional transportation agencies, in their regional transportation improvement programs, to identify the transportation capital improvement projects to be funded with these moneys, and would require the CTC to incorporate the RTIP into the STIP. The bill would eliminate the role of the CTC in programming and allocating funds to these regional projects, but would retain certain oversight roles of the CTC with respect to expenditure of the funds. The bill would repeal provisions governing computation of county shares over multiple years and make various other conforming changes.</td>
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<td>SBx1 11 Berryhill (R) CEQA exemptions for roadway improvements</td>
<td>9/4/15</td>
<td>This bill would extend the above-referenced exemption until January 1, 2025, and delete the limitation of the exemption to projects or activities in cities and counties with a population of less than 100,000 persons. The bill would also expand the exemption to include state roadways. Last amended on 9/4/15</td>
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<td>SBx1 12 Runner California Transportation Commission</td>
<td>8/20/15</td>
<td>This bill would exclude the CTC from the Transportation Agency, establish it as an entity in state government, and require it to act in an independent oversight role. The bill would additionally require Caltrans to program capital outlay support resources for each project in the program. The bill would provide that the CTC is not required to approve the program in its entirety as submitted by Caltrans, and may approve or reject individual projects. The bill would require the Caltrans to submit any change in a programmed project’s cost, scope, or schedule to the CTC for its approval. Last amended on 8/20/15</td>
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### Measure | Status | Bill Summary | Position
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**SBx1 13 Vidak (R) Office of The Transportation Inspector General** | 9/3/15 Senate Appropriations Committee | This bill would create the Office of the Transportation Inspector General in state government as an independent office that would not be a subdivision of any other government entity, to build capacity for self-correction into the government itself and to ensure that all state agencies expending state transportation funds are operating efficiently, effectively, and in compliance with federal and state laws. The bill would provide for the Governor to appoint the Transportation Inspector General (TIG) for a 6-year term, subject to confirmation by the Senate, and would provide that the TIG may not be removed from office during the term except for good cause. The bill would specify the duties and responsibilities of the TIG, would require an annual report to the Legislature and Governor, and would provide that funding for the office shall, to the extent possible, be from federal transportation funds, with other necessary funding to be made available from the State Highway Account and an account from which high-speed rail activities may be funded. **Last amended on 9/3/15** |  

**SBx1 14 Cannella (R) Public-Private Partnerships** | 8/19/15 Senate Transportation & Infrastructure Committee | This bill would authorize public-private partnerships indefinitely. |  

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**Peninsula Corridor Joint Powers Board**

**Bill Matrix – As of 11.21.16**