

**Peninsula Corridor Joint Powers Board  
Board of Directors Meeting  
1250 San Carlos Avenue, San Carlos CA 94070**

**MINUTES OF JANUARY 10, 2019**

**MEMBERS PRESENT:** J. Bruins, Chair; C. Brinkman, C. Chavez, D. Davis,  
G. Gillett, D. Pine, M. Zmuda

**MEMBERS ABSENT:** C. Stone

**STAFF PRESENT:** J. Hartnett, C. Mau, J. Cassman, B. Fitzpatrick, D. Seamans,  
C. Gumpal, J. Brook, J. Taylor, D. Hansel, T. Bartholomew, C.  
Boland, M. Bouchard, J. Brook, A. Chan, C. Fromson, J. Funghi,  
D. Hansel, M. Jones, S. Murphy, P. Skinner, J. Taylor

**CALL TO ORDER/PLEDGE OF ALLEGIANCE**

Chair Bruins called the meeting to order at 10:23 a.m.

**ROLL CALL**

A quorum was confirmed.

**REPORT OF THE NOMINATING COMMITTEE**

**Election of Officers For 2019**

Director Davis reported that the Nominating Committee met and recommended that Directors Gillett and Pine serve as Chair and Vice Chair, respectively, for 2019.

Motion/Second: Davis/Brinkman

Ayes: Brinkman, Bruins, Chavez, Davis, Pine, Zmuda, Gillett

Absent: Stone

Noes: None

Director Pine commended outgoing Chair Bruins for her hard work over the year as Chair. Director Gillett reiterated Director Pine's comments.

Director Bruins presented the gavel to Chair Gillett.

**PUBLIC COMMENT FOR ITEMS NOT ON THE AGENDA**

Vaughn Wolffe, Pleasanton, addressed the board regarding transit-oriented development and ridership destinations.

Andy Chow, Redwood City, discussed a decline in Caltrain ridership and whether it was related to the stock market.

**CONSENT CALENDAR**

Motion/Second: Brinkman/Davis

Ayes: Brinkman, Bruins, Chavez, Davis, Pine, Zmuda, Gillett

Absent: Stone

Noes: None

Approved Special Meeting Minutes of December 6, 2018

Approved Meeting Minutes of December 6, 2018

Approved Special Meeting/ Study Session Minutes of December 14, 2018

Accepted Statements of Revenues and Expenditures for November 2018

Received Key Caltrain Performance Statistics – November 2018

Received State and Federal Legislative Update

Adopted 2019 Legislative Program

Received Caltrain Business Plan Monthly Update – December 2018

### **REPORT OF THE CHAIR**

No report

### **REPORT OF THE CITIZENS ADVISORY COMMITTEE**

Brian Shaw, Chair of the Citizens Advisory Committee, reported that the committee did not meet in December due to lack of quorum. He requested Board support to allow the meetings to be held, despite a lack of quorum. He reiterated the need for a representative from San Mateo County on the committee.

Director Bruins expressed support for allowing the committee to meet without a quorum but added that if meetings continued with a lack of a quorum, there would be no incentive for members to attend. Director Zmuda requested an update on why San Mateo County does not have a representative.

### **REPORT OF THE EXECUTIVE DIRECTOR**

Executive Director Jim Hartnett introduced and welcomed the new Board Secretary, Dora Seamans. Mr. Hartnett stated Ms. Seamans most recently worked for the Town of Woodside as Town Clerk and City of Redwood City as Assistant City Clerk. He noted that Ms. Seamans has a Master's degree in Public Administration and is a Certified Municipal Clerk. Mr. Hartnett thanked Cindy Gumpal and Jean Brook, Assistant Board Secretaries, for their assistance during the transition period.

Mr. Hartnett briefly updated the Board on the Federal government shutdown and its effect on grants that are not being received for Caltrain's State of Good Repair program and purchase of electric vehicles.

### **Peninsula Corridor Electrification Project (PCEP) Monthly Report for November 2018**

John Funghi, CalMod Chief Officer, provided an update on work along the right-of-way including power substation, transformer, signal house, foundations and pole installation, and the tunnel modification project. Mr. Funghi displayed a video on the progress of the PCEP during 2018.

### **Monthly Report on Positive Train Control (PTC) System**

Michelle Bouchard, Chief Operating Officer, Rail, announced achievements on the PTC project including submitting an alternative schedule to the Federal Railroad

Administration and receipt of a \$3.9m grant. She noted the \$4 million funding gap that remains. Ms. Bouchard stated she will continue to work closely with Wabtec to meet the certification deadline.

Public Comment

Roland Lebrun, San Jose, addressed the Board regarding details of PTC.

**RESOLUTION OF SUPPORT FOR CALTRAIN'S PARTICIPATION IN REGIONAL MEANS-BASED FARE PILOT PROGRAM**

Michelle Bouchard, Chief Operating Officer, Rail, outlined a program being led by the Metropolitan Transportation Commission (MTC) in an effort to create a regional program with the larger transit operators (BART, Golden Gate Bridge, Highway and Transportation District, S. F. Muni and Caltrain) to address the issue of affordability and equity of fares by providing a fare discount for low-income passengers. Ms. Bouchard recommended support of the pilot program.

Ms. Bouchard introduced Melissa Jones, Principal Planner, Caltrain Planning, who explained the program in more detail. Ms. Jones responded to Board members' questions and concerns and stated that the Board could postpone a decision on the proposal until next month to allow for continued discussion and a greater understanding of the program details, Caltrain ridership effects and financial impacts.

A lengthy discussion ensued among Board members, with concerns expressed on the following: tying the pilot program to the Business Plan more directly; understanding the financial impact to Caltrain; the length of time that MTC would provide a subsidy to offset lost farebox revenues; eligibility criteria and enrollment under the program; whether the Board's Resolution of Support would be binding; whether the fare discount would need to continue after the pilot program (and regional subsidy) end; the timeline for when a decision must be made for Caltrain to participate in the pilot; the anticipated impact on Caltrain ridership; whether Caltrain could cap usage during the pilot, and ensuring Caltrain is more inclusive of and accessible for those who cannot afford to ride it.

Chair Gillett called for public comment.

Public Comment

Doug deLong, Mountain View, encouraged the Board to adopt the Resolution of participation in the pilot program.

Adina Levin, Friends of Caltrain and Seamless Bay Area, expressed support from both groups and encouraged the Board to implement and also look beyond the pilot phase.

Roland Lebrun, San Jose, cautioned to not add to the JPB member agencies' funding challenges, recommended consideration of ending subsidy of the Go Pass and recommended the Board review the cost of the managing agency.

Jim Hartnett, Executive Director, discussed details of the program and stated that the Board could delay action until its next meeting only, as MTC needs to establish parameters of the pilot.

Motion/Second: Chavez/Davis to continue the item to the February board meeting.

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

**AUTHORIZE ISSUANCE OF NOT TO EXCEED \$60,000,000 AGGREGATE PRINCIPAL AMOUNT OF FAREBOX REVENUE BONDS; APPROVE FORMS OF FOURTH SUPPLEMENTAL TRUST AGREEMENT, BOND PURCHASE AGREEMENT, OFFICIAL STATEMENT, CONTINUING DISCLOSURE AGREEMENT AND ESCROW AGREEMENT; TAKE OTHER ACTIONS IN CONNECTION WITH ISSUANCE AND RATIFICATION OF AUTHORIZATION OF INTERIM FINANCINGS APPROVED DECEMBER 6, 2018, AND TAKE OTHER ACTIONS IN CONNECTION WITH THE INTERIM FINANCINGS**

Derek Hansel, Chief Financial Officer, addressed the Board and outlined the final steps needed to close on Caltrain's financing, which had been reviewed by the Board of Directors over the past several months.

Mr. Hansel noted that Caltrain's bond rating had recently been upgraded by Standard & Poor's to an A+ rating. He answered questions of Board members and thanked the financing team for their involvement in the project.

Approved by Resolution 2019-61  
Motion/Second: Brinkman/Gillett  
Ayes: Brinkman, Bruins, Chavez, Davis, Pine, Zmuda, Gillett  
Absent: Stone  
Noes: None

**AWARD OF CONTRACTS TO COOPER PUGEDA MANAGEMENT, INC. AND JACOBS PROJECT MANAGEMENT COMPANY FOR ON-CALL PROGRAM MANAGEMENT OVERSIGHT SERVICES**

Julie Taylor, Director of Procurement, provided details of the contract award for On-Call Program Management Oversight (PMO) Services, noting it was a joint procurement with the San Mateo County Transit District. The combined contract value for the two firms is \$34,660,000 for a five-year term.

In response to Director Davis's query regarding the possibility of utilizing existing employees for the work, Michelle Bouchard, Chief Operating Officer, Rail, stated that some of the PMO work previously performed by consultants had been brought in-house and now is managed by employees, but contractors still are needed to manage the JPB's large capital projects.

Approved by Resolution 2019-62  
Motion/Second: Davis/Chavez  
Ayes: Brinkman, Bruins, Chavez, Davis, Pine, Zmuda, Gillett  
Absent: Stone  
Noes: None

In response to Director Chavez' request to review draft contracts prior to Board approval, Legal Counsel Cassman responded that contracts are not necessarily ready at the time that the agenda is published but that they are based on previously-approved standard contract language.

**UPDATE ON PLANS AND POLICIES INFLUENCING THE USE OF JPB PROPERTY**

This item was moved to the February 2019 Board meeting.

#### **CALTRAIN QUARTERLY PERFORMANCE REPORTS**

Rail Operations Performance Update 1<sup>st</sup> Quarter Fiscal Year 2019

Safety and Security Update 1<sup>st</sup> Quarter Fiscal Year 2019

This item was moved to the February 2019 Board meeting.

#### **CORRESPONDENCE**

Correspondence received was included in the packet and posted to the agency's website.

#### **BOARD MEMBER REQUESTS**

None.

#### **GENERAL COUNSEL REPORT**

Legal Counsel Cassman stated that the first closed session was not needed and that no action was anticipated from the second closed session.

Closed session: Liability Claims Pursuant to Government Code Section

54956.9(d)(2): Claimant: Barbara Calkins

Agency claimed against: Peninsula Corridor Joint Powers Board

Closed Session Conference with Legal Counsel – Anticipated Litigation

Initiation of litigation pursuant to Government Code section

54956.9 (d)(4): One case

The Board recessed to the following Closed Session at 12:10 p.m.

The Board reconvened in open session at 12:44 p.m.

Legal Counsel Cassman stated that no reportable action was taken in closed session.

**DATE/TIME OF NEXT REGULAR MEETING: THURSDAY, FEBRUARY 7, 2019 AT 10 A.M. SAN MATEO COUNTY TRANSIT DISTRICT ADMINISTRATIVE BUILDING, 2<sup>ND</sup> FLOOR, 1250 SAN CARLOS AVENUE, SAN CARLOS, CA 94070**

Chair Gillett announced that the next meeting would be held on Feb. 7, 2019 at 10 a.m.

#### **ADJOURN**

The meeting adjourned at 12:45 p.m.

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