AGENDA

PENINSULA CORRIDOR JOINT POWERS BOARD
Finance Committee Special Meeting

Committee Members: Monique Zmuda (Chair), Jeff Gee, Glenn Hendricks

Due to COVID-19, this meeting will be conducted via teleconference only (no physical location) pursuant to the Governor’s Executive Orders N-25-20 and N-29-20. Directors, staff and the public may participate remotely via Zoom at https://zoom.us/j/93388927360?pwd=SFJranR4KzVURGIZVW5VUXJMNzGIQT09 or by entering Webinar ID: # 933 8892 7360, Passcode: 790810, in the Zoom app for audio/visual capability or by calling 1-669-900-6833 (enter webinar ID and press # when prompted for participant ID) for audio only. The video live stream will be available after the meeting at http://www.caltrain.com/about/bod/video.html

Public Comments: Members of the public are encouraged to participate remotely. Public comments may be submitted to publiccomment@caltrain.com prior to the meeting’s call to order so that they can be sent to the Board as soon as possible, while those received after an agenda item is heard will be included into the Board’s weekly correspondence and posted online at http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html. Oral public comments will also be accepted during the meeting through *Zoom or via the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM. Use the Raise Hand feature to request to speak. For public participants calling in, dial *67 if you do not want your telephone number to appear on the live broadcast. Callers may dial *9 to use the Raise the Hand feature for public comment and press *6 to accept being unmuted when recognized to speak for two minutes or less. Each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

March 22, 2021 - Monday 2:30 pm *special meeting time

1. Call to Order/Pledge of Allegiance
2. Roll Call

Note: All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board.
3. Public Comment on Items not on the Agenda
   Comments by each individual speaker shall be limited to two (2) minutes. Items raised that require a response will be deferred for staff reply.

4. Approve Meeting Minutes of February 22, 2021  
   MOTION

5. Approve Revised Finance Committee Meeting Calendar 2021  
   MOTION

   a. Accept Statement of Revenues and Expenses for the Period Ending February 28, 2021  
   MOTION

7. Authorize an Amendment to the Agreement with Rail Surveyors & Engineers, Inc. for Engineering Consultant Design Services to Increase the Maximum Aggregate Not-To-Exceed Amount by $2,650,000 and Extend the Contract Term through March 31, 2022  
   MOTION

8. On-Call Transportation Planning and Consultant Support Services Update  
   INFORMATIONAL

9. Committee Member Requests

10. Date/Time of Next Regular Finance Committee Meeting:
    Monday, April 26, 2021 at 2:30 pm via Zoom

11. 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. Free translation is available; Para traducción llame al 1.800.660.4287; 如需翻译 请电1.800.660.4287

Date and Time of Board and Committee Meetings
JPB Board: First Thursday of the month, 9:00 am; JPB Finance Committee: Fourth Monday of the month, 2:30 pm. Date, time and location of meetings may be changed as necessary. Meeting schedules for the Board and committees are available on the website.

Location of Meeting
Due to COVID-19, the meeting will only be via teleconference as per the information provided at the top of the agenda. The Public may not attend this meeting in person.
*Should Zoom not be operational, please check online at http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html for any updates or further instruction.

Public Comment*
Members of the public are encouraged to participate remotely. Public comments may be submitted to publiccomment@caltrain.com prior to the meeting’s call to order so that they can be sent to the Board as soon as possible, while those received during or after an agenda item is heard will be included into the Board’s weekly correspondence and posted online at http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html . Oral public comments will also be accepted during the meeting through Zoom or the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM and each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

Accessible Public Meetings/Translation
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 and provide comments at/related to public meetings. Please submit a request, including your name, phone number and/or email address, and a description of the modification, accommodation, auxiliary aid, service or alternative format requested at least at least 72 hours in advance of the meeting or hearing. Please direct requests for disability-related modification and/or interpreter services to the Title VI Administrator at San Mateo County Transit District, 1250 San Carlos Avenue, San Carlos, CA 94070-1306; or email titlevi@samtrans.com; or request by phone at 650-622-7864 or TTY 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.
AGENDA ITEM #4  
MARCH 22, 2021

Peninsula Corridor Joint Powers Board  
Finance Committee Meeting  
1250 San Carlos Avenue, San Carlos CA 94070

DRAFT MINUTES OF FEBRUARY 22, 2021

MEMBERS PRESENT: Monique Zmuda (Chair), Jeff Gee, Glenn Hendricks  
MEMBERS ABSENT: None  

1. CALL TO ORDER/PLEDGE OF ALLEGIANCE  
Chair Monique Zmuda called the meeting to order at 1:30 pm and led the Pledge of Allegiance.

2. ROLL CALL  
District Secretary Dora Seamans confirmed all Board Committee members were present.

3. PUBLIC COMMENT FOR ITEMS NOT ON THE AGENDA  
Roland Lebrun, San Jose, commented on Gilroy parking lot plans, MTC Transit Recovery Taskforce, and the Finance Committee meeting start time.  
Adrian Brandt, San Mateo County, commented on the one percent maximum grade separations restriction costs.

4. APPROVE MEETING MINUTES OF JANUARY 25, 2021  
Motion/Second: Gee/Hendricks  
Ayes:   Gee, Hendricks, Zmuda  
Noes:  None  
Absent:  None

5. ACCEPT STATEMENT OF REVENUES AND EXPENSES FOR THE PERIOD ENDING JANUARY 31, 2021  
Derek Hansel, Chief Financial Officer, noted that there was no presentation and he was available to answer any questions. He stated that there were no surprises in the forecast with the newly adopted budget.  
Chair Zmuda provided historic context and the policy for adopting balanced budgets.  
The Board members had a discussion and staff provided further clarification in response to the Board comments and questions regarding the recently approved budget,
expenses, CARES Act spending, when borrowing be needed, capital budget increases, real-time the numbers, and operating reserves policy.

Public comment
Roland Lebrun, San Jose, commented on the CARES Act funding and Caltrain ridership.

Motion/Second: Hendricks/Gee
Ayes:   Gee, Hendricks, Zmuda
Noes:  None
Absent:  None

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

Peter Skinner, Director of Grants and Fund Management, said this would allow staff to program $13 million in Federal Transit Administration (FTA) formula funding to support capital and operating budgets. He explained that they were operating under a continuing resolution which extended the current Fast Act, and next year they would likely return with multiple years of programming.

The Board members had a discussion and staff provided further clarification in response to the Board comments and questions regarding the $3.4 million in local matching funds.

Motion/Second: Hendricks/Gee
Ayes:   Gee, Hendricks, Zmuda
Noes:  None
Absent:  None

7. AUTHORIZE EXECUTION OF AGREEMENTS WITH THE CALIFORNIA DEPARTMENT OF TAX AND FEE ADMINISTRATION FOR IMPLEMENTATION OF MEASURE RR TRANSACTIONS AND USE TAX AND AUTHORIZING EXAMINATION OF TRANSACTIONS AND USE TAX RECORDS

Jayden Sangha, Treasury Manager, stated that there were two resolutions related to the implementation and collection for Measure RR. The first to allow collections with first payments in September 2021 and the second resolution allows Caltrain to examine the Measure RR tax records. He stated that this would begin the process of setting up these two agreements with California Department of Tax and Fee Administration (CDTFA).

The Board members had a discussion and staff provided further clarification in response to the Board comments and questions regarding whether there was an annual fee or a one-time fee.
Motion/Second: Hendricks/Gee to approve both resolutions in one motion
Ayes:   Gee, Hendricks, Zmuda
Noes:   None
Absent: None

8. CLIPPER START QUARTERLY UPDATE

Melissa Jones, Principal Planner, provided the presentation. She provided statistics on Clipper START participants, promotions, and information on next steps.

Public comment
Roland Lebrun, San Jose, commented on riders needing fare assistance and increasing train frequency.

Adrian Brandt, San Mateo County, commented on Clipper START participation and qualification rates, and cost.

The Board members had a discussion and staff provided further clarification in response to the Board comments regarding revenue loss for daily riders, how to measure program success, why most participants are from San Francisco, Valley Transportation Authority participation, sampling a larger group, and how many participants are new to Caltrain.

9. COMMITTEE MEMBER REQUESTS

Director Hendricks requested a copy of the Fiscal Year 2020 budget.

10. DATE/TIME OF NEXT REGULAR FINANCE COMMITTEE MEETING

Monday, March 22, 2021 at 1:30 pm via Zoom

11. ADJOURN

The meeting adjourned at 2:33 pm.

An audio/video recording of this meeting is available online at https://www.caltrain.com/about/bod/video.html#. Questions may be referred to the Board Secretary's office by phone at 650.508.6279 or by email to board@caltrain.com.
DATE: March 18, 2021
TO: JPB Finance Committee
FROM: Derek Hansel
Chief Financial Officer
SUBJECT: Report of the Chief Financial Officer

HIGHLIGHTS

- Fiscal Year 2021 Forecast has been updated to reflect actual revenue and expense through February 2021.

- Revenue is forecasted to be $5.3 million more than budgeted, primarily due to anticipated receipt of approximately $6.9 million from the CRRSAA phase 1 allocation. This allocation has been applied for and we anticipate receipt of funds in the next month or so.

- Phase 2 allocation has not yet been completed. The MTC Programming and Allocations Committee approved a proposed allocation of $39.76 million to Caltrain from Phase 2 at its March 10, 2021 meeting. The MTC Board will be meeting on March 24 to consider Phase 2 allocations. Phase 2 allocations have not been included in forecast revenue.

- Expenses are forecasted to be lower than budgeted due to favorable variances in Rail Operator services, Shuttles, Clipper Operator Charges, and Managing Agency Overhead (which, due to a methodology change effective January 1st, is borne more heavily by the capital program).

- The adopted budget contemplated a draw of $15.3 million on the operating line of credit, and a draw down of approximately $7 million in reserves. While we have drawn down the line of credit, and we may draw down reserves to address cash flow issues, we anticipate that our ultimate need for funding at fiscal year end will allow us to replenish the reserves and reduce the outstanding balance of the line of credit. Receipt of the phase 2 allocation of the CRRSAA funds prior to the end of the fiscal year would allow us to reduce the outstanding balances of the line further.
• The Budgets Department is working to prepare the preliminary Fiscal Year 2022 Operating and Capital Budgets, which will be presented to the Finance Committee at its April 26, 2021 meeting, and to the Board at its May 6, 2021 meeting.

• The Treasury Department is working diligently on implementation of a comprehensive financing plan which would address replacement of our existing lines of credit.

• The Staff Report on the Statement of Revenues and Expenses for the Period Ending February 28, 2021 follows.
## JPB Finance Committee
### Meeting Calendar – 2021

**REVISED/NEW START TIME** Fourth Monday – 2:30 PM

- Monday, January 25
- Monday, February 22
- **Monday, March 22 (new start time at 2:30 pm)**
- Monday, April 26
- Monday, May 24
- Monday, June 28
- Monday, July 26
- Monday, August 23
- Monday, September 27
- Monday, October 25
- Monday, November 22

*Monday December 20 (3rd Monday)*

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Board Committee Members: Directors Monique Zmuda (Chair), Jeff Gee, Glenn Hendricks. Primary Staff Liaison: Derek Hansel

*Regular meetings scheduled for monthly on the 4th Monday at 2:30 pm., unless otherwise noted.

All meetings are held via Zoom or at 1250 San Carlos Avenue, San Carlos, CA, unless scheduled and stated otherwise at https://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html
PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: JPB Finance Committee
THROUGH: Jim Hartnett
Executive Director
FROM: Derek Hansel
Chief Financial Officer
SUBJECT: STATEMENT OF REVENUES AND EXPENSES FOR THE PERIOD ENDING FEBRUARY 28, 2021

ACTION
Staff proposes that the Board of Directors accept and enter into the record the Statement of Revenues and Expenses for the month of February 2021.

This staff report provides a brief discussion of significant items and trends on the attached Statement of Revenues and Expenses through February 28, 2021. The statement has been designed to follow the Agency-wide line item rollup as included in the approved budget. The columns have been designed to provide easy comparison of year-to-date current actuals to the budget including dollar and percentage variances.

SIGNIFICANCE
Annual Forecast: The annual forecast was updated based on actual revenue and expense trends through February 2021. The forecast was derived by analyzing trends and reviewing details with cost center managers.

Forecast Revenues: Total revenue (page 1, line 17) is forecast $5.3 million higher than budget. This is driven primarily by $6.9M phase one allocation from the Coronavirus Response and Relief Supplemental Appropriations Act (CRRSAA). The phase two allocation is currently not reflected in the FY21 forecast due to uncertainty around whether funds would be distributed in fiscal year 2021. The revenue increase is partially offset by lower Farebox Revenue (page 1, line 1) which is $1.4M lower than budget due to a 50% discount on the Go Pass program and lower than anticipated Go Pass renewals as companies continue to assess their return to work plans and by Shuttles Revenue (page 1, line 3) which is $0.3 million lower than budget due to lower shuttle service as routes have been reduced or suspended due to low ridership.

Forecast Expenses: Total Expense (page 1, line 48) is $4.4 million lower than budget. The variance is primarily due to lower expense trends. Rail Operator Service (page 1, line 23) is $1.0 million lower than budget due to under-runs in services. Shuttles Services (page 1, line 25) is $0.5 million lower than budget due to reduction or suspended service as result of low ridership. Facilities & Equipment Maintenance
(page 1, line 30) is lower than budget by $0.9 million due to lower Clipper Operator Charges as a result of lower ridership and under-runs in other contract services. Managing Agency OH (page 1, line 38) is lower than budget by $1.6 million due to the change in the cost allocation methodology effective January 1, 2021. This included an update to the basis for the cost allocations. As a result, the managing agency overhead costs allocated to the JPB Operating Budget is expected to decrease. Professional Services (page 1, line 40) is lower than budget by $0.4 million as a result of under-runs in various planning studies and less consultant services.

**Year to Date Revenues:** As of February year-to-date actual, the Grand Total Revenue (page 1, line 17) is $1.3 million lower than the approved budget. This is primarily driven by contributions from JPB Member Agencies (page 1, line 12).

**Year to Date Expenses:** As of February year-to-date actual, the Grand Total Expense (page 1, line 48) is $9.6 million lower than the approved budget. This is primarily driven by Rail Operator Service (page 1, line 23), Facilities and Equipment Maintenance (page 1, line 30), Wages and Benefits (page 1, line 37), Managing Agency Admin OH Cost (page 1, line 38), Professional Services (page 1, line 40), and Other Office Expenses and Services (page 1, line 42).

**Other Information:** The Agency accounts for revenue and expenditures on a modified cash basis (only material revenues and expenses are accrued) in the monthly financial statements. Due to the impact of Covid-19 pandemic, the variance between the current year actual and the budget shows noticeable variances due to the timing of expenditures.

**BUDGET IMPACT**
There are no budget amendments for the month of February 2021.

**STRATEGIC INITIATIVE**
This item does not achieve a strategic initiative.

Prepared By:  Thwe Han, Accountant II  650-508-7912
Jennifer Ye, Manager, General Ledger  650-622-7890
## Statement of Revenue and Expense

**Peninsula Corridor Joint Powers Board**  
**Statement of Revenue and Expense**  
**Fiscal Year 2021**  
**February 2021**

### Revenue

<table>
<thead>
<tr>
<th>Category</th>
<th>Current Actual</th>
<th>Approved Budget</th>
<th>Variance</th>
<th>Percentage Variance</th>
<th>Forecast Budget</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operations:</strong></td>
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</tr>
<tr>
<td>Farebox Revenue</td>
<td>23,691,669</td>
<td>23,740,549</td>
<td>(48,880)</td>
<td>(2%)</td>
<td>32,019,149</td>
<td>93,069,956</td>
</tr>
<tr>
<td>Parking Revenue</td>
<td>222,518</td>
<td>269,518</td>
<td>(47,008)</td>
<td>(17.4%)</td>
<td>372,718</td>
<td>372,718</td>
</tr>
<tr>
<td>Shuttles</td>
<td>1,068,169</td>
<td>1,292,025</td>
<td>(223,856)</td>
<td>(17.3%)</td>
<td>2,031,246</td>
<td>1,773,647</td>
</tr>
<tr>
<td>Rental Income</td>
<td>735,815</td>
<td>746,236</td>
<td>(10,421)</td>
<td>(1.4%)</td>
<td>1,111,804</td>
<td>1,111,804</td>
</tr>
<tr>
<td>Other Income</td>
<td>908,869</td>
<td>1,129,841</td>
<td>(220,972)</td>
<td>(19.6%)</td>
<td>1,764,000</td>
<td>1,764,000</td>
</tr>
<tr>
<td><strong>Total Operating Revenue</strong></td>
<td>26,627,040</td>
<td>27,178,169</td>
<td>(551,129)</td>
<td>(2.0%)</td>
<td>37,308,917</td>
<td>35,652,510</td>
</tr>
</tbody>
</table>

### Contributions:

- AB434 Peninsula & TA Shuttle Funding: 1,411,038
- Operating Grants: 3,165,103
- JPB Member Agencies: 20,357,239
- CARES ACT Fund: 41,509,536

**Total Contributed Revenue**: 66,442,916

### Grand Total Revenue

<table>
<thead>
<tr>
<th>Category</th>
<th>Current Actual</th>
<th>Approved Budget</th>
<th>Variance</th>
<th>Percentage Variance</th>
<th>Forecast Budget</th>
<th>Variance</th>
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</thead>
<tbody>
<tr>
<td><strong>Professional Services</strong></td>
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</tr>
<tr>
<td>Security Services</td>
<td>1,411,038</td>
<td>1,157,217</td>
<td>253,821</td>
<td>21.9%</td>
<td>1,737,950</td>
<td>1,737,950</td>
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<tr>
<td><strong>Rail Operator Service</strong></td>
<td></td>
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<tr>
<td><strong>Timetables and Tickets</strong></td>
<td></td>
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<tr>
<td><strong>Fuel and Lubricants</strong></td>
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<tr>
<td><strong>Insurance</strong></td>
<td></td>
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<tr>
<td><strong>Claims, Payments, and Reserves</strong></td>
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</tr>
<tr>
<td><strong>Facilities and Equipment</strong></td>
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</tr>
<tr>
<td><strong>Utilities</strong></td>
<td>1,275,119</td>
<td>1,794,911</td>
<td>(519,792)</td>
<td>(29.0%)</td>
<td>2,731,385</td>
<td>2,731,385</td>
</tr>
<tr>
<td><strong>Mint &amp; Services-Bldg &amp; Other</strong></td>
<td>685,596</td>
<td>1,072,342</td>
<td>(386,746)</td>
<td>(36.1%)</td>
<td>1,590,000</td>
<td>1,590,000</td>
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<tr>
<td><strong>Total Operating Expense</strong></td>
<td>75,760,024</td>
<td>81,924,204</td>
<td>(6,164,180)</td>
<td>(7.5%)</td>
<td>117,449,570</td>
<td>115,085,036</td>
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</table>

### Administrative Expense

<table>
<thead>
<tr>
<th>Category</th>
<th>Current Actual</th>
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<th>Percentage Variance</th>
<th>Forecast Budget</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Wages and Benefits</td>
<td>6,719,728</td>
<td>5,701,813</td>
<td>(1,017,905)</td>
<td>(17.0%)</td>
<td>10,286,318</td>
<td>10,286,318</td>
</tr>
<tr>
<td>Managing Agency Admin OH Cost</td>
<td>2,379,147</td>
<td>3,426,234</td>
<td>(1,047,087)</td>
<td>(30.6%)</td>
<td>5,139,352</td>
<td>3,553,099</td>
</tr>
<tr>
<td>Board of Directors</td>
<td>10,437</td>
<td>11,025</td>
<td>(588)</td>
<td>(5.3%)</td>
<td>11,025</td>
<td>11,025</td>
</tr>
<tr>
<td>Professional Services</td>
<td>2,297,894</td>
<td>3,336,371</td>
<td>(1,038,477)</td>
<td>(31.1%)</td>
<td>5,562,000</td>
<td>5,117,000</td>
</tr>
<tr>
<td>Communications and Marketing</td>
<td>55,546</td>
<td>109,057</td>
<td>(53,511)</td>
<td>(49.1%)</td>
<td>136,000</td>
<td>136,000</td>
</tr>
<tr>
<td>Other Office Expenses and Services</td>
<td>552,169</td>
<td>1,763,445</td>
<td>(1,211,276)</td>
<td>(68.7%)</td>
<td>2,982,254</td>
<td>2,982,254</td>
</tr>
<tr>
<td><strong>Total Administrative Expense</strong></td>
<td>12,014,921</td>
<td>16,147,945</td>
<td>(4,133,024)</td>
<td>(25.6%)</td>
<td>24,656,949</td>
<td>22,625,696</td>
</tr>
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### Grand Total Expense

<table>
<thead>
<tr>
<th>Category</th>
<th>Current Actual</th>
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<th>Forecast Budget</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Net Surplus / (Deficit)</strong></td>
<td>3,010,400</td>
<td>5,331,118</td>
<td>8,341,518</td>
<td>(156.5%)</td>
<td>(22,315,487)</td>
<td>(12,639,481)</td>
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</tbody>
</table>

### Funding of Surplus / (Deficit):

- Draw from Reserves: 7,015,487
- Short-term Borrowings: 15,300,000

**Total Net Surplus**: 9,676,006

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3/17/21 10:08 AM
**Peninsula Corridor Joint Powers Board**

**Investment Portfolio**

**As of February 28, 2021**

<table>
<thead>
<tr>
<th>Type of Security</th>
<th>Maturity</th>
<th>Interest Rate</th>
<th>Purchase Price</th>
<th>Market Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Local Agency Investment Fund (Unrestricted)</td>
<td>Liquid Cash</td>
<td>0.407%</td>
<td>35,039,230</td>
<td>35,039,230</td>
</tr>
<tr>
<td>County Pool (Unrestricted)</td>
<td>Liquid Cash</td>
<td>1.184%</td>
<td>554,964</td>
<td>554,964</td>
</tr>
<tr>
<td>Other (Unrestricted)</td>
<td>Liquid Cash</td>
<td>0.050%</td>
<td>58,432,197</td>
<td>58,432,197</td>
</tr>
<tr>
<td>Other (Restricted)</td>
<td>Liquid Cash</td>
<td>0.050%</td>
<td>14,052,219</td>
<td>14,052,219</td>
</tr>
</tbody>
</table>

*108,078,611 $*

**Interest Earnings for February 2021**

$ 2,110.52

**Cumulative Earnings FY2021**

$ 24,483.87

* 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.

** 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: JPB Finance Committee

THROUGH: Jim Hartnett
Executive Director

FROM: Derek Hansel
Chief Financial Officer
Michelle Bouchard
Chief Operating Officer, Rail

SUBJECT: AUTHORIZE AN AMENDMENT TO THE AGREEMENT WITH RAIL SURVEYORS & ENGINEERS, INC. FOR ENGINEERING CONSULTANT DESIGN SERVICES TO INCREASE THE MAXIMUM AGGREGATE NOT-TO-EXCEED AMOUNT BY $2,650,000 AND EXTEND THE CONTRACT TERM THROUGH MARCH 31, 2022

ACTION
Staff Coordinating Council recommends the Board authorize an amendment to the Engineering Consultant Design Services agreement with Rail Surveyors and Engineers, Inc. (RSE) to increase the maximum aggregate not-to-exceed amount by $2,650,000, from $3,398,171 to $6,048,171, of which $2,200,000 is for the South San Francisco Station Improvements Project and $450,000 is for the Marin and Napoleon Rail Bridge Improvements Project (Projects), and to extend the contract term through March 31, 2022.

SIGNIFICANCE
The Peninsula Corridor Joint Powers Board (JPB) has engaged RSE to provide Engineering Consultant Design Services. Since the contract was executed in 2019, significant and unprecedented project delays and changes, including delays caused by the COVID-19 pandemic, have resulted in a need to extend the schedule for the Projects. In order to maintain continuity of engineering services on the Projects, to avoid the duplication of efforts and unnecessary expense required to integrate a new engineering consultant on the Projects, and to avoid further project delays, the JPB has determined that it is in the JPB’s best interests to engage RSE to continue to provide the required engineering consultant design services to support the Projects through March 31, 2022.

BUDGET IMPACT
The Projects are funded from approved capital budgets using a variety of funding mechanisms and sources.

BACKGROUND
The Board of Directors, through Resolution No. 2019-23, authorized the award of an Engineering Consultant Design Services contract to RSE on June 6, 2019 for a two-year term for a maximum aggregate not-to-exceed amount of $3,089,246. On October 22, 2020, staff extended the two projects under the Executive Director’s authority through the
end of the contract term of June 30, 2021. Staff extended the contract term to allow RSE to continue work on the Projects through 2020 and then exercised the Executive Director’s 10% contingency on November 24, 2020 to increase capacity for continuity of services by $308,925 for a total not-to-exceed amount of $3,398,171.

The COVID-19 pandemic has affected progress on these Projects over the past few months due to labor shortages as well as significant delays in product/material lead times. The Projects also experienced unexpected delays due to the Projects’ shoring and rebar subcontractors being significantly impacted by the COVID-19 pandemic.

Before the pandemic, construction on the South San Francisco Station Improvements Project was delayed due to a need to relocate utilities. A construction contract for South San Francisco Station Project was awarded to ProVen Management in 2017 and construction began in November of that year. The contract was partially suspended for approximately 18 months in 2018-19 to allow for permitting, utility relocation, and similar work. Since returning to work in the last quarter of 2019, the project experienced delays due to the late mobilization of construction crews after project suspension. During the partial project suspension, RSE helped the project team relocate utilities (PG&E gas and electric, CalWater, and fiber optic) in conflict with the new pedestrian underpass. With the project ready to proceed, RSE design services are needed for continued support during construction, which is anticipated to conclude by March 2022.

During the “final design phase” for the Marin and Napoleon Streets Rail Bridge Improvements Project, the JPB required several design changes, such as the removal and replacement of a bridge under the Overhead Contact System (OCS) wires required for the Peninsula Corridor Electrification Project, and crane/sliding frame analysis for bridge replacement because of timing around the installation of OCS poles and wires by the Electrification team. Additionally, the JPB requires further support in obtaining City and County of San Francisco permits, Caltrans geotechnical review, Napoleon bridge structure revisions, and changes to plans, specifications, and design of trackwork from Cesar Chavez to Jerrold Ave. Currently, the Marin and Napoleon Rail Bridge Improvements Project is in construction phase, and RSE design services need to be continued for design support during construction until the end of 2021.

Contract Administrator: Tomisha Young YoungT@samtrans.com
Project Managers: Howard Beckford BeckfordH@samtrans.com
                        Joy Sharma SharmaJ@samtrans.com
RESOLUTION NO. 2021 –

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

* * *

AUTHORIZING AN AMENDMENT TO THE ENGINEERING CONSULTANT DESIGN SERVICES
AGREEMENT WITH RAIL SURVEYORS & ENGINEERS, INC. TO INCREASE THE MAXIMUM
AGGREGATE NOT-TO-EXCEED AMOUNT BY $2,650,000 AND EXTEND THE CONTRACT TERM
THROUGH MARCH 31, 2022

WHEREAS, pursuant to Resolution 2019-23, the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) awarded a Engineering Consultant Design Services (Contract) to Rail Surveyors & Engineers, Inc. of Belmont, California (RSE) for a two year term for a maximum aggregate not to-exceed amount of $3,089,246; and

WHEREAS, under the Executive Director's authority, the JPB executed the 10% contingency to increase capacity for the continuity of services by $308,925 for a total not-to-exceed amount of $3,398,171, and extended RSE's services through June 2021; and

WHEREAS, RSE has been providing engineering design services for the Marin and Napoleon Rail Bridge Improvements Project and South San Francisco Station Improvements projects (together, “Projects”), and the JPB requires ongoing and continuous engineering design services for the Projects; and

WHEREAS, due to several unanticipated factors, design changes, and project delays that developed following the award of this contract, including the 18 month suspension of construction services on the South San Francisco Station Improvements Project to allow for permitting, utility relocation, and similar work and the effects of the COVID-19 (coronavirus) pandemic, the Projects experienced delays; and
WHEREAS, the current Contract will expire on June 30, 2021 and the Projects require additional services that will extend beyond that time; and

WHEREAS, should the JPB change design consultants on the Projects, the JPB would incur substantial cost, loss of quality, further project delays, and it would have difficulty attracting other firms because the Projects have been substantially designed by RSE; and

WHEREAS, in order to maintain continuity of services on the Projects, avoid the duplication of efforts and unnecessary expense required to integrate a new Engineering and Design Services Consultant, and avoid additional project delays, the JPB has determined that it is in the JPB’s best interest for RSE to continue to provide the required services to support the JPB’s Projects through March 31, 2022; and

WHEREAS, the Staff Coordinating Council recommends that the Board authorize amendment to the Engineering Consultant Design Services Contract with RSE, to increase the maximum aggregate not-to-exceed contract amount by $2,650,000, from $3,398,171 to $6,048,171, and extend the contract term through March 31, 2022.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes the Executive Director, or his designee, to execute an amendment to the contract for Engineering Consultant Design Services with Rail Surveyors & Engineers, Inc. to increase the maximum not-to-exceed amount by $2,650,000, from $3,398,171 to $6,048,171, and extend the contract term through March 31, 2022.
Regularly passed and adopted this 1st day of April 1, 2021 by the following vote:

AYES:

NOES:

ABSENT:

________________________________
Chair, Peninsula Corridor Joint Powers Board

ATTEST:

______________________________
JPB Secretary
AGENDA ITEM #8
MARCH 22, 2021

PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: JPB Finance Committee

THROUGH: Jim Hartnett
Executive Director

FROM: Michelle Bouchard
Chief Operations Officer, Rail

SUBJECT: ON-CALL TRANSPORTATION PLANNING AND CONSULTANT SUPPORT SERVICES UPDATE

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

SIGNIFICANCE
This informational item is presented quarterly to the Board and reports on the following:

- Total amount of work directives (WDs) issued to each firm since contract inception
- List of WDs and amendments issued since the last reporting period with the WD number, title, description, JPB project manager, vendor, issuance date, start date, end date, and value

The tables below provide an update of contract activities from December 8, 2020 through March 9, 2021. Table 1 summarizes the contract capacity status. Table 2 updates the percentage of capacity used against the percent time elapsed. Table 3 shows the Board approved dates and amounts. Table 4 aggregates the WD amounts issued to each of the vendors. Table 5 describes each of the WDs issued since the last reporting period.

BUDGET IMPACT
There is no impact on the budget.

BACKGROUND
Pursuant to Resolution No. 2020-18, the Board of Directors (Board) awarded contracts to Fehr & Peers, HNTB Corporation, Kimley-Horn & Associates, Inc., Arup North America Ltd., Mott MacDonald Group Inc., and WSP USA, Inc., consisting of a five-year base term for an aggregate not-to-exceed amount of $25,000,000 with two additional, one-year option terms in an aggregate not-to-exceed amount of $5,000,000 for each option year.

Project Manager: Melissa Reggiardo, Manager, Caltrain Planning 650.508.6283
Contract Administrator: Lawrence Leung, Manager, Rail Contracts & Budget 650.508.6328
### Table 1

<table>
<thead>
<tr>
<th>Contract Summary</th>
<th>Years</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Capacity:</td>
<td>7.0</td>
<td>$35,000,000</td>
</tr>
<tr>
<td>Exercised:</td>
<td>5.0</td>
<td>$25,000,000</td>
</tr>
<tr>
<td>Work Directives Issued:</td>
<td></td>
<td>$2,947,166</td>
</tr>
<tr>
<td>Remaining Capacity:</td>
<td></td>
<td>$22,052,834</td>
</tr>
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</table>

### Table 2

<table>
<thead>
<tr>
<th>Contract Days</th>
<th>Days Elapsed</th>
<th>% Time Elapsed</th>
<th>Capacity Used</th>
</tr>
</thead>
<tbody>
<tr>
<td>1825</td>
<td>251</td>
<td>14%</td>
<td>12%</td>
</tr>
</tbody>
</table>

### Table 3

<table>
<thead>
<tr>
<th>Contract Information</th>
<th>Start</th>
<th>End</th>
<th>Years</th>
<th>Capacity</th>
<th>Resolution/Authorized</th>
</tr>
</thead>
<tbody>
<tr>
<td>Base</td>
<td>7/1/2020</td>
<td>6/30/2025</td>
<td>5.0</td>
<td>$25,000,000</td>
<td>2020-18</td>
</tr>
<tr>
<td>Option #1</td>
<td>7/1/2025</td>
<td>6/30/2026</td>
<td>1.0</td>
<td>$5,000,000</td>
<td></td>
</tr>
<tr>
<td>Option #2</td>
<td>7/1/2026</td>
<td>6/30/2027</td>
<td>1.0</td>
<td>$5,000,000</td>
<td></td>
</tr>
<tr>
<td>Amendment</td>
<td>7/1/2026</td>
<td>6/30/2027</td>
<td>0.0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Total:</td>
<td></td>
<td></td>
<td>7.0</td>
<td>$35,000,000</td>
<td></td>
</tr>
</tbody>
</table>

### Table 4

<table>
<thead>
<tr>
<th>Vendor</th>
<th>Fehr &amp; Peers</th>
<th>HNTB</th>
<th>Kimley-Horn</th>
<th>ARUP</th>
<th>Mott MacDonald</th>
<th>WSP</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total WDs Issued</td>
<td>$ 997,507</td>
<td>$ 595,198</td>
<td>$ 655,720</td>
<td>$ 622,112</td>
<td>$</td>
<td>$ 76,628</td>
</tr>
<tr>
<td>Previous Reporting Period</td>
<td>$ 879,666</td>
<td>$ 532,888</td>
<td>$ 600,720</td>
<td>$ 43,854</td>
<td>$</td>
<td>$</td>
</tr>
<tr>
<td>Current Reporting Period</td>
<td>$ 117,841</td>
<td>$ 62,310</td>
<td>$ 55,000</td>
<td>$ 578,258</td>
<td>$</td>
<td>$ 76,628</td>
</tr>
<tr>
<td>WD#</td>
<td>Title</td>
<td>Description (Updates in Bold)</td>
<td>Vendor</td>
<td>Updated</td>
<td>Start</td>
<td>(Revised) End</td>
</tr>
<tr>
<td>------</td>
<td>----------------------------------------------------------------------</td>
<td>-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>----------------------</td>
<td>-----------</td>
<td>-------------</td>
<td>--------------</td>
</tr>
<tr>
<td>10302</td>
<td>Business Plan – Technical</td>
<td>Continuation and completion of Business Plan technical work including scenario planning; near-term service planning; and equity, connectivity and growth framework. Decreased budget $17,407.80 due to unanticipated billing on older contract/WD.</td>
<td>Fehr &amp; Peers</td>
<td>2/25/2021</td>
<td>8/1/2020</td>
<td>6/30/2021</td>
</tr>
<tr>
<td>10306</td>
<td>Caltrain DTX – Operations Analysis</td>
<td>Rail operations technical analysis to support Caltrain and California High-Speed Rail Authority (CHSRA) to assess service and infrastructure configurations for the San Francisco Downtown Rail Extension. Original amount $227,782, but authorized $105k. Amended amount $65,843--&gt;$293,625 total. Authorized additional $55k--&gt;$160k total and extended from 2/28/21 to 5/31/21. Remaining $133,625 remains to be authorized.</td>
<td>Kimley-Horn</td>
<td>2/12/2021</td>
<td>9/1/2020</td>
<td>5/31/2021</td>
</tr>
<tr>
<td>10300</td>
<td>Business Plan - Project Management Support</td>
<td>Project management to support the continuation and completion of the Caltrain Business Plan technical work. Added $135k for additional support.</td>
<td>Fehr &amp; Peers</td>
<td>1/19/2021</td>
<td>7/1/2020</td>
<td>6/30/2021</td>
</tr>
<tr>
<td>10428</td>
<td>Refinement of Capital Project Implementation</td>
<td>Consultant shall be responsible for refining the decision-making process to ensure that specific decisions are being made at the correct level of the organization, defining a reporting process that is aligned with the decision-making process and provides both the appropriate information for decision-making as well as an accurate documentation of decisions made, providing COO with a program and project reporting template at the level of detail that meets her needs, and aligning staff reports with each other as well as Board reports to better inform the Board and staff as well as reduce the need to produce multiple reports.</td>
<td>WSP</td>
<td>1/11/2021</td>
<td>1/11/2021</td>
<td>9/30/2021</td>
</tr>
<tr>
<td>10335</td>
<td>22nd St Station ADA Access Feasibility Study</td>
<td>Completion of the ADA Access Feasibility study for the 22nd Street Caltrain Station including background research; stakeholder engagement; conceptual designs; constructability and funding analysis; alternative screening; and final report. Extended from 1/31/21 to 4/30/21.</td>
<td>HNTB</td>
<td>1/7/2021</td>
<td>9/1/2020</td>
<td>4/30/2021</td>
</tr>
<tr>
<td>10342</td>
<td>DSAP Architectural Services</td>
<td>Development support services including planning, land use, economic, environmental and development strategy associated with commercial development on the Caltrain-owned parcels within the Diridon Station Area Plan area in the City of San Jose</td>
<td>ARUP</td>
<td>1/6/2021</td>
<td>1/6/2021</td>
<td>6/30/2021</td>
</tr>
<tr>
<td>10334</td>
<td>Bike Parking and Micromobility Support</td>
<td>Continuation of bike parking and micromobility support as Caltrain replaces and expands bike parking infrastructure throughout the Corridor; includes demand analysis, conceptual station plans and micromobility best practices. Decreased budget $395.67 due to initial budget proposal error.</td>
<td>HNTB</td>
<td>12/21/2020</td>
<td>9/1/2020</td>
<td>3/31/2021</td>
</tr>
</tbody>
</table>

1 Transferred from old contract #13-PCJPB-P-023
2 Multi-agency Endeavor - TJPA, SFCTA, HSR, CCSF and MTC
<table>
<thead>
<tr>
<th>W#</th>
<th>Title</th>
<th>Description (Updates in Bold)</th>
<th>Vendor</th>
<th>Updated</th>
<th>Start</th>
<th>(Revised) End</th>
<th>Current Value</th>
</tr>
</thead>
<tbody>
<tr>
<td>10336</td>
<td>San Francisquito Creek Bridge Replacement - Planning and Outreach</td>
<td>Planning and outreach to accompany baseline engineering assessments and earliest concept designs for the San Francisquito Creek Bridge replacement</td>
<td>HNTB</td>
<td>12/16/2020</td>
<td>12/16/2020</td>
<td>6/30/2021</td>
<td>$62,706.00</td>
</tr>
</tbody>
</table>

*Multi-agency Endeavor - City of San Jose, VTA, MTC and HSR*