



AGENDA

PENINSULA CORRIDOR JOINT POWERS BOARD

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

December 6, 2012 – Thursday

10:00 a.m.

1. Pledge of Allegiance
2. Call to Order/Roll Call
3. Public Comment
Public comment by each individual speaker shall be limited to two minutes
4. Consent Calendar MOTION
Members of the public or Board may request that an item under the Consent Calendar be considered separately
 - a) Approval of Minutes of ~~October 4, 2012~~ November 1, 2012
5. Chairperson’s Report
 - a) Appointment of Nominating Committee for 2013 Officers
 - b) Resolution of Appreciation to Outgoing Director Liz Kniss RESOLUTION
6. Report of the Citizens Advisory Committee
7. Report of the Executive Director
8. Acceptance of Statement of Revenues and Expenses for October 2012 MOTION
9. Authorize an Amendment to Increase the Fiscal Year 2013 Capital Budget for the Communications-Based Overlay Signal System Phase II in the Amount of \$50.5 Million from \$39,093,085 to \$89,593,085 RESOLUTION
10. Authorize Filing an Application to the Metropolitan Transportation Commission to Program Federal Funds for Caltrain Capital Projects RESOLUTION
11. JPB and California High Speed Rail Authority Agreement INFORMATIONAL
12. Legislative Update INFORMATIONAL
13. Capital Projects Quarterly Status Report – 1st Quarter Fiscal Year 2013 INFORMATIONAL

14. Correspondence

15. Board Member Requests

16. Date/Time of Next Meeting: Thursday, January 3, 2013, 10 a.m. at
San Mateo County Transit District Administrative Building, Bacciocco
Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070

17. General Counsel Report

- a) Closed Session: Conference with Legal Counsel – Existing
Litigation Pursuant to Government Code Section 54956.9(a):
Mountain States Steel, Inc. vs. Disney Construction, Inc.; Safeco
Insurance Company of America; Peninsula Corridor Joint Powers
Board (Caltrain); and DOES 1-25; San Mateo County Superior
Court Case No. CIV516389

18. 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.

Location, Date and Time of Regular Meetings

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

The JPB meets regularly on the first Thursday of the month at 10 a.m. The JPB Citizens Advisory Committee meets regularly on the third Wednesday of the month at 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.

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

Draft

**Minutes
November 1, 2012**

MEMBERS PRESENT: J. Cisneros, M. Cohen, J. Deal, A. Kalra, L. Kniss, A. Lloyd, A. Tissier

MEMBERS ABSENT: T. Nolan, K. Yeager

STAFF PRESENT: J. Averill, M. Bouchard, J. Cassman, C. Cavitt, A. Chan, G. Harrington, C. Harvey, R. Haskin, M. Lee, M. Martinez, N. McKenna, D. Miller, S. Murphy, M. Scanlon, M. Simon

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

PUBLIC COMMENT

Doug DeLong, Mountain View, said he will be very interested to hear how many passengers Caltrain carried on October 31 for the Giants victory parade in San Francisco.

Director Liz Kniss arrived at 10:06 a.m.

Roland LeBrun, San Jose, said the additional trains have achieved their primary objective of relieving the overcrowding on certain trains. He appreciated staff's efforts to accommodate the Giants fans attending the parade in San Francisco. Mr. LeBrun said he took Train 142 after the October 4 JPB meeting to San Jose and it broke down in Palo Alto because of a faulty door switch. He would like to know if that train was taken out of service as soon as it reached San Jose and, if not, why? He said the Transbay Terminal Project is at a critical juncture and unless immediate action is taken, the JPB will be stuck with a \$2.5 billion tunnel designed for light rail.

Jeff Carter, Millbrae, said Caltrain service on October 31 was an exercise on how many people can fit on a five-car train. He appreciates staff's efforts in carrying all the extra passengers for the Giants parade. Mr. Carter said in the future, staff might consider turning a train outside of San Francisco.

Kelly Riebal, Redwood City, said on October 16, on Train 323, a conductor tried to have a passenger kicked off the train under false pretenses. She said the Transit Police were called and it was proven the passenger was correct, but it caused a 20-25 minute delay. She is asking that conductors be better trained. Ms. Riebal said with November elections, people would like to see more funding for Caltrain and a lot of people will be voting or thinking about this issue. She said there is a large grass-roots effort on social media talking about the delays and mechanical problems.

CONSENT CALENDAR

Public Comment – Agenda Item a. Approval of Minutes of October 4, 2012

Roland LeBrun, San Jose, said in the second paragraph at the bottom of page 4 of the October 4 minutes, it is stated that at the California Transportation Commission (CTC) meeting of September 27, Caltrain was awarded \$30 million for the Communications-based Overlay Signal System (CBOSS)/Positive Train Control (PTC), and \$9 million was awarded for bridge reconstruction in San Mateo. He said this statement is inconsistent with Caltrain's media release of September 27 where it is stated the entire \$39.8 million in funding would be used for further design work for CBOSS/PTC. Mr. LeBrun asked if the \$9 million is for bridge reconstruction and, if so, he would like to know which bridge because San Mateo reconstructions were completed last year.

Mr. Scanlon said the \$30 million should be \$40 million and he may have said \$30 million mistakenly. He said the minutes reflect what he said. Mr. Scanlon said it is \$40 million for the CBOSS/PTC system. He said the bridges are considered grade separations because they are bridges that go over four streets in San Mateo. The bridges are located over Popular, Santa Inez, Tilton and Mount Diablo avenues.

- a. Approval of Amended Minutes of October 4, 2012
- b. Approval of 2013 Board of Directors Meeting Calendar
- c. Information on Conflict of Interest Code
- d. Authorize Amendment to Annual Adoption of Investment Policy and Authorization to Invest Monies with the Local Agency Investment Fund
- e. Authorize Amendment to the Contract with Garda CL West to Provide Collection, Transport, Counting and Deposit of Cash Received from Ticket Vending Machines for a Cost of Up to \$456,096 from \$2,843,789 to \$3,299,885 on a Month-to-Month Basis for One Year

A motion (Deal/Kniss) to approve the consent calendar was approved unanimously.

CHAIRPERSONS REPORT

Chair Tissier thanked staff for providing the extra service to the Giants victory parade on October 31 on such short notice.

REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)

CAC Vice Chair Kevin Gardiner said at its October 17 meeting, the CAC received presentations on real-time information and ticket vending machine replacement by Executive Officer, Customer Service and Marketing Rita Haskin.

Public Comment

Adina Levin, Menlo Park, said in addition to having Caltrain providing real time information, it is important the data is available for other applications and 511.org.

REPORT OF THE EXECUTIVE DIRECTOR

Mr. Scanlon reported:

- Public transit agencies stepped up huge yesterday for the Giants parade. There were numerous staff at the stations assisting passengers. Caltrain carried a total of 88,000 people yesterday, an additional 38,000 riders. The morning went very well with additional trains being put into service. The problem with the afternoon was people returning earlier than they did two years ago. Staff did a load-and-go, but ran out of trains about 3 p.m., so there was a bit of a gap between 3:00 and 4:00 p.m.
- Key Caltrain Performance Statistics
 - Monthly Performance Statistics – September 2012 compared to September 2011
 - Total Ridership was 1,289,890, an increase of 8.4 percent.
 - Average Weekday Ridership was 50,821, an increase of 12 percent.
 - Total Revenue was \$5,859,685, an increase of 17.6 percent.
 - On-time Performance was 86.6 percent, a decrease of 7 percent.
 - Caltrain Shuttle Ridership was 10,247, an increase of 52.1 percent.
 - Year-to-date Performance Statistics – September 2012 compared to September 2011
 - Total Ridership was 3,946,397, an increase of 9.3 percent.
 - Average Weekday Ridership was 49,355, an increase of 9.9 percent.
 - Total Revenue was \$17,665,531, an increase of 15.4 percent.
 - On-time Performance was 91.3 percent, a decrease of 1.3 percent.
 - Caltrain Shuttle Ridership was 8,697, an increase of 32.3 percent.
- It is too early to determine if the new schedules are easing overcrowding, but some cyclists have shifted to different trains. Seventy percent of the fleet is gallery cars and 30 percent is Bombardier cars. Riders without bikes prefer the Bombardier cars because the ride is much smoother.
- The Bicycle Advisory Committee will meet on November 15 and Ms. Haskin will present the same presentations given to the CAC in October.
- The weekend of October 6-7 was busy for transit with many events in the area. Caltrain carried 37,500 passengers on Saturday and 27,000 passengers on Sunday. The agency put as much trains into service as possible.
- The eight Giants home playoff games averaged 9,200 riders per game, about one-third more than the average for the exhibition and regular season.
- Red Bull Flugtag Challenge is on November 10 and 50,000 are expected. Baseball-type service will run.
- Caltrain will operate a Sunday schedule on Thanksgiving Day and a Saturday schedule on the Friday after Thanksgiving Day.
- The San Bruno Grade Separation Project is going well.
- Staff reissued the General Engineering Consultant Request for Proposals (RFP). The CTC provided funds of \$9 million for bridges with the condition the work be expedited, so this work has been removed from the RFP and given to the existing consultants.
- The Holiday Train will run December 1 and 2. The Silicon Valley Community Foundation donated \$50,000 last December and continues to raise funds. One train car has been wrapped to publicize the event. Executive Officer, Public Affairs Mark Simon showed pictures of the train wrap.

Director Malia Cohen asked how much it costs to wrap a train. Ms. Haskin said it is approximately \$10,000 per car.

Director Kniss asked if the train is running any other weekend besides December 1 and 2. Mr. Scanlon said the wrapped train is a promotional piece to advertise the event. The actual Holiday Train is a train people don't ride and is fully decorated with lights, has costume characters and carolers. Mr. Scanlon said there is a flyer for the event in the reading file.

Caltrain Modernization Program

Executive Officer, Caltrain Modernization Program Marian Lee said it is time to update the existing agreement between the California High Speed Rail Authority (CHSRA) and the JPB. The current agreement is outdated because it talks about a four-track, fully grade-separated system, which is not being built. It also includes an organizational structure with shared staff, which is no longer the case. Staff will update the agreement to coincide with the existing nine-party Memorandum of Understanding (MOU) that addresses the blended system and the JPB resolution adopted by this Board. Ms. Lee said staff is taking input from stakeholders as they prepare for an informational item to the Board in December and, if all goes well, an action item in January.

Staff has been working on funding for the next phase of the CBOSS project. The San Mateo County Transportation Authority approved the funding at their October 4 meeting. The San Francisco County Transportation Authority (SFCTA) is planning on taking action in November and the Santa Clara Valley Transportation Authority in December. Last month, staff addressed the SFCTA's request for special conditions in approving the CBOSS funding request. The conditions were unacceptable to the MOU partners, so there will be no special conditions. The partners are establishing a common protocol for project reporting and coordination.

Ms. Lee said staff has contracted with ICF as the environmental lead for clearing the Caltrain electrification project, led by consultants Mike Davis and Richard Clark, and supported by in-house staff and additional consultants. She said they are working on the scope, schedule and budget.

Ms. Lee said staff has been working on two studies on the blended system for the last several months. These studies were "what-if" scenarios on a computer model and analysis of gate downtime and traffic impacts associated with the blended system. She said staff has shared the preliminary findings with city and county staff and addressed their concerns. Preparation for public outreach on this data is underway and will take place over the next few months.

Ms. Lee said staff is setting up the next local policymaker working group meeting. Staff has been receiving the city and county appointments to this group. She said staff hopes to have the next meeting in November. Ms. Lee said the staff and management from MOU partners met in October and decided the Metropolitan Transportation Commission (MTC) staff will chair these meetings and will coordinate and report on the Early Investment Program. The MOU partners also need to focus on regional advocacy for continued corridor improvements that will be necessary to support a blended system. The next meeting for this group will be in November.

Ms. Lee said staff has other ongoing outreach efforts with individual cities and will be meeting with the Bay Area Council and Friends of Caltrain.

Director Art Lloyd asked if all trains ran local yesterday. Mr. Scanlon said the afternoon southbound schedule was changed to a load-and-go with all local stops; the schedule was maintained for the afternoon northbound.

Director Kniss asked if there is a limit to the number who can ride the train. She said she has spent time at the Palo Alto Station and it is very crowded with lots of bikes. Mr. Scanlon said there are no more trains to add or staff to run them. He said it would be foolish to size the system to accommodate the types of crowds there were yesterday. He said under the Caltrain Modernization Program, staff is going to optimize the railroad with an advanced signal system with improved throughput. Mr. Scanlon said there is a certain distance that must be maintained between trains for safety. He said electrification will improve the performance of the system from a capacity standpoint and the trains will be able to accelerate and decelerate much quicker.

Mr. Scanlon said level boarding is an unresolved issue that could address load capacity and dwell time. The challenge with level boarding is that Caltrain will be operating a mixed fleet of cars, but freight trains will continue to operate through the corridor and there are rules that require clearances for freight trains.

Director Kniss said the Baby Bullet trains are very popular at Palo Alto but there is a parking issue at the station. She said accurate information about when electrification is going to happen is important to get out to the public.

ACCEPTANCE OF STATEMENT OF REVENUES AND EXPENSES FOR JUNE 2012 (unaudited)

Deputy CEO Gigi Harrington said the auditors have completed their work. She said fare revenue was \$6 million over budget and there is a surplus of approximately \$11 million that staff will move to the Fiscal Year (FY) 2014 budget. Year to date, fuel was \$3.13 per gallon and the JPB has received approximately \$300,000 from the fuel hedge. Ms. Harrington said she will bring back the audited financial statements in December or January.

Public Comment

Adina Levin, Friends of Caltrain, said if there is going to be a barrier to capacity by having to phase-in trains immediately, and MTC is looking to bring money into the system to help promote additional investments that will be needed to modernize the corridor, she wondered if one of the items for fundraising could be getting new cars more quickly, which might help with efficiency and increasing capacity. She said staff should look at other shuttle service operators that are not open to the public and outreach to them to open their shuttles up to the public.

A motion (Lloyd/Cisneros) to accept the June 2012 statement was approved unanimously.

**ACCEPTANCE OF STATEMENT OF REVENUES AND EXPENSES FOR
SEPTEMBER 2012**

Ms. Harrington said revenue is over budget and expenses are within budget. Fare and operating revenue for September is \$1.9 million over budget. She said consistent with ridership in October, the fare revenue will be very good. Ms. Harrington said on the expense side, year to date fuel is \$3.24 per gallon and last week it was \$3.14 per gallon, and the JPB received \$74,000 from the fuel hedge in October.

Public Comment

Roland LeBrun, San Jose, said fuel is a significant part of the budget, and the September fuel figures should be a serious cause of concern. He said the fuel figure for June was \$1 million and jumped to \$1.9 million in September. He initially thought the increase was due to the recent refinery fire, but he went back to the minutes and saw that fuel was \$2.89 per gallon in June, increased to \$3.42 in August, and went back down to \$3.21 in September. Mr. LeBrun said this did not account for the 80 percent increase in fuel costs, so he divided the monthly dollar amounts by the cost per gallon and ended up with 371,000 gallons in June and 598,000 gallons in September. He said this is an increase of 60 percent in fuel usage between June and September even though the additional trains did not start running until October 1. He would appreciate an answer in writing on this issue.

A motion (Lloyd/Kniss) to accept the September 2012 statement was approved unanimously.

Mr. Scanlon said he is not exactly sure of the question Mr. LeBrun is asking to respond to in writing, so he will have staff speak to him. He said 17 weeks into FY2013, there has already been a \$1 fluctuation per gallon in fuel. Mr. Scanlon said for the week ending August 30 fuel was \$3.60 per gallon and for the week ending July 12 fuel was \$2.78 per gallon. The volatility of the fuel market remains an issue. Staff budgets for fuel conservatively and hedges half the fuel portfolio.

**AUTHORIZE AWARD OF CONTRACT TO WELLS FARGO INSURANCE SERVICES
USA, INC. TO PROVIDE INSURANCE BROKERS SERVICES FOR A NOT-TO-
EXCEED AMOUNT OF \$565,000 FOR A FIVE-YEAR TERM**

Director, Contracts and Procurement Cheryl Cavitt said Staff Coordinating Council (SCC) recommends the Board award a contract for insurance broker services to Wells Fargo Insurance Services USA, Inc. for a fixed price of \$465,000 with an additional \$100,000 that will be for an on-call basis for various consultant services.

A motion (Lloyd/Kniss) to authorize award of contract to Wells Fargo Insurance Services for a not-to-exceed amount of \$565,000 for a five-year term was approved unanimously.

AUTHORIZE AWARD OF CONTRACT TO G4S SECURE SOLUTIONS (USA), INC. FOR SECURITY OFFICER SERVICES AT THE CALTRAIN CENTRALIZED EQUIPMENT MAINTENANCE AND OPERATIONS FACILITY, THE SAN FRANCISCO AND SAN JOSE DIRIDON CALTRAIN STATIONS FOR AN ESTIMATED TOTAL COST OF \$2,219,293 FOR A THREE-YEAR TERM

Ms. Cavitt said the amount on the agenda, staff report and resolution is incorrect and should be \$2,266,468. She said this was a very competitive procurement with 14 proposals submitted, including two from Disadvantaged Business Enterprise firms.

A motion (Lloyd/Cisneros) to authorize award of contract to G4S Secure Solutions (USA), Inc. for an estimated total cost of \$2,266,468 for a three-year term was approved unanimously.

AUTHORIZE AMENDMENT TO ON-CALL TRANSPORTATION PLANNING AND PROGRAM SUPPORT CONTRACTS WITH CDM SMITH, INC. AND FEHR & PEERS BY AN ESTIMATED AGGREGATE NOT-TO-EXCEED AMOUNT OF \$675,000 FROM \$2,250,000 TO \$2,925,000

AUTHORIZE AMENDMENT TO ON-CALL ENVIRONMENTAL PLANNING CONSULTING SERVICES CONTRACTS WITH THE LOUIS BERGER GROUP, INC. AND JONES & STOKES, INC. BY AN ESTIMATED AGGREGATE NOT-TO-EXCEED AMOUNT OF \$1,125,000 FROM \$3,750,000 TO \$4,875,000

Ms. Cavitt said these two items are complementary and both are in need of additional contract capacity to accommodate additional tasks made necessary because the new government issued grants. Ms. Cavitt said staff has begun working on developing the scope of work so new contracts can be advertised soon. She said a lot of the additional work is being driven by the Caltrain Modernization Program.

A motion (Kniss/Lloyd) to authorize an amendment to on-call transportation planning and program support contracts with CDM Smith, Inc. and Fehr & Peers by an estimated aggregate not-to-exceed amount of \$675,000 and authorize an amendment to on-call environmental planning consulting services contracts with the Louis Berger Group, Inc. and Jones & Stokes, Inc. by an estimated aggregate not-to-exceed amount of \$1,125,000 was approved unanimously.

UPDATE ON COMMUNICATIONS BASED OVERLAY SIGNAL SYSTEM/POSITIVE TRAIN CONTROL PROJECT

Director, Rail Michelle Bouchard said:

- This project was awarded at the October 4 meeting. The Federal Railroad Administration (FRA) has mandated the implementation of a PTC solution by December 2015 and it must include basic safety elements and be interoperable with other railroads.
- Staff issued a RFP for a full turnkey solution and a contract was awarded in October 2011. In order to fund the first phase of the contract, staff entered into an agreement with CHSRA. The Notice to Proceed (NTP) was issued in January to Parson Transportation Group. Part of the proposal was a fiber optic backbone option, which staff executed in April 2012.
- The PTC requirement is to prevent train-to-train collisions, prevent overspeed derailments, prevent incursions into established work zones and prevent movement

through a misaligned switch. Additional requirements are enhanced crossing safety and performance, improved headways and operational flexibility, enforcement of scheduled station stops and schedule management.

- The contract awarded was a full turnkey contract that included all the subsystem and system designs, procurement of all the materials, training, testing and additional elements of a backup control facility, and FRA certification and documentation. After the system is installed, the contract includes full warranty and long-term support for the system.
- The system will be interoperable with systems being used by all the tenant railroads along the corridor and also interoperable when operating on the Union Pacific mainline south of San Jose.
- The onboard and wayside components of this project are supplied by General Electric Transportation. The back office server is supplied by WABTEC, the backup control facility will be an ARINC control system and the communications network is provided by a fiber optic network.
- Benefits of the fiber optic network are immediate. It will provide the communications system for the PTC system, but will also be able to connect some of the existing passenger information systems and future electrification system to the fiber optic backbone. Staff sees some real benefit in installing this as it may be a revenue generator for the JPB.
- The project is currently in Phase 1, critical design, which has been partially funded by the CHSRA. Phase 2 is testing, integration and field installation.
- Major accomplishments for Phase 1 include working through the project deliverables, working through some of the critical deliverables to the FRA, and seeking a prime location for the backup control facility.
- Staff has begun meeting on a monthly basis with all the tenants, specifically Union Pacific, in order to ensure interoperability at every phase and juncture of the project.
- Staff anticipates Phase 1 will be completed in March 2013 and bringing Phase 2 to the Board for award in January 2013 with completion in September 2014. Phase 3 will come to the Board for award in July 2013 and the system will be in service by October 2015.
- Next steps include NTP for Option 1 in January and complete Phase 1 in March 2013. With the completion of Phase 1 staff will be completing the funding agreement with CHSRA.

Public Comment

Roland LeBrun, San Jose, said last year the Board was told by staff there were 30 variables for which major payments are associated and until that work is completed and accepted by the JPB no payments are made. He said he has asked repeatedly for this list of variables and a month later he received a list without any associated costs. Mr. LeBrun said this kind of accountability is not acceptable for a \$1.5 billion project and staff should follow the example of the Transbay Terminal Project, which is a textbook example of how to do this right. He said this evening he will be requesting the VTA Board approve the \$3 million in Measure A contribution subject to three conditions: first would be a monthly budget status update for CBOSS and the electrification project; second is a Caltrain management audit at the earliest opportunity; third is a monthly funding status update. Mr. LeBrun asked that Director, Government and Community

Affairs Seamus Murphy clarify if the FRA mandated deadline for PTC implementation is 2015 or 2020. Mr. Murphy said it is 2015.

Jeff Carter, Millbrae, said there are people on the outside that think they know what is going on but they really don't. He asked how CBOSS compares to other transit agencies and if resources can be pulled for the project so it doesn't look like a Caltrain specific project.

Doug DeLong, Mountain View, commended staff on selling the advance tickets for the Giants parade and hopes this idea is used for future special events. He said staff should find a carrier to locate a base station along the right of way where the fiber optic backbone is used in exchange for free wireless service to passengers.

LEGISLATIVE UPDATE

Mr. Murphy said things are quiet before the election, but the election could have some impacts on transportation funding. Most of the attention has been around the trigger cuts that would happen to education next year if the measure doesn't pass. Mr. Murphy said it is likely the Legislature and the governor would seek to spread those impacts out, not only affecting education, but potentially other sections of California government. He said there are some funds that are received from the State Transit Assistance Program that are not protected and could potentially be diverted to supplement the General Fund if Proposition 30 is unsuccessful. Mr. Murphy said there have been several attempts to prevent the State from selling Proposition 1A High Speed Rail Bonds. On October 31, the Secretary of State's office announced that a measure attempting to be on the ballot next year did not receive enough signatures and will not be on the ballot. This is good news because the Caltrain Modernization Program depends largely on these funds.

CORRESPONDENCE

No discussion.

BOARD MEMBER REQUESTS

Director Kniss asked the Board to adjourn the meeting in memory of Gary Fazzino, former mayor of Palo Alto, and the informal historian of the city. His loss is enormous in Palo Alto.

DATE/TIME/PLACE OF NEXT MEETING

The next meeting will be Thursday, December 6, 2012, 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

- a. Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(a): Robert Lightfoot v. City and County of San Francisco, et al, San Francisco Superior Court Case No. CGC-08-483640
- b. Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(a): Rowena Seto v. Peninsula Corridor Joint Powers Board, et al

- c. Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(a): Mark Morgan v. Peninsula Corridor Joint Powers Board, et al

Legal Counsel David Miller said the Board will be meeting in closed session on three items of pending litigation.

Adjourned to closed session at 11:27 a.m.

Reconvened to open session at 11:48 a.m.

Mr. Miller said the Board met in closed session as permitted by the Brown Act to hear a report on three matters of pending litigation. There is no action to be taken by the Board at this time and legal counsel will continue to keep the Board apprised of developments in these cases.

Director Kniss moved that the meeting be closed in memory of former Palo Alto mayor and employee of Advanced Materials, Mr. Fazzino, and send condolences to his wife, Annette, and his children Julia and Matthew.

Adjourned at 11:50 a.m.

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT**

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

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

SUBJECT: **KEY CALTRAIN PERFORMANCE STATISTICS OCTOBER 2012**

Caltrain's average weekday ridership (AWR) in October 2012 was 51,716, which is an increase of 9,098 or 21.3 percent over October 2011. This is the highest AWR ever recorded for the second straight month. Total Caltrain ridership in October 2012 was 1,428,466, which is 24 percent greater than October 2011. While this is also a new record high, beating the previous high of 1,350,537 set only two months ago, several key events led to the higher ridership for both the AWR and the total monthly ridership. Most obvious are the Giants post-season events. The extra home games and Giants parade in October accounted for approximately 112,000 extra riders. Excluding these numbers, the ridership still increased by 14.3 percent compared to October 2011 when there were no Giants games. Additional factors boosting October ridership are the service increase that began on October 1 and the numerous events that occurred along the Caltrain corridor and in San Francisco the weekend of October 6 and 7.

On-time performance for October 2012 was 83 percent. This is a decrease from October 2011 on-time performance of 94.9 percent. When measuring trains arriving within 10 minutes of the scheduled arrival time on-time performance rises to 91.1 percent. In October, there were six days with major incidents that significantly affected on-time performance for the month. On October 1, there were two separate mechanical breakdowns that delayed evening peak trains. On October 2, evening service was affected when a train clipped a vehicle. On October 3, a trespasser was shot at the height of the evening peak, delaying trains. On October 9, a tree fell onto the tracks at the beginning of the evening peak. On October 29, a signal system failure in the mid-afternoon delayed trains. Finally, on October 31, crowds attending the Giant's Victory Parade affected service. Despite operating many extra trains, the extreme volume of crowds resulted in trains being delayed throughout the day.

There were 26.6 complaints per 100,000 passengers. Comments about late/delayed trains and crowded conditions around special events topped the list of customer concerns. Monthly mechanical delays were significantly higher than average at 2,182 minutes for October 2012.

Average weekday shuttle ridership was 9,187, which is an increase of 1,515 or 19.7 percent over October 2011 AWR of 7,672. Marguerite AWR is estimated to have doubled from a year ago and many of the employer shuttles also are up significantly. For the station shuttles, the Millbrae-Broadway shuttle averaged 196 daily riders. The Belmont-Hillsdale shuttle averaged 82 daily riders. The weekend Tamien-San Jose shuttle averaged 83 riders per day.

Caltrain Promotions – October 2012

San Francisco Giants – The Giants ended their season as World Series champions, and Caltrain won a number of new customers. Eight home post-season games were held in October, and Caltrain transported nearly 74,000 fans to those games. For the entire season, including approximately 38,000 customers who rode the train for the victory parade on Halloween, Caltrain carried 687,000-plus baseball customers. Comparing the regular season this year to last year, Caltrain experienced a 12 percent increase in ridership. Throughout the exciting season, service was promoted with videos, social media, news releases, a brochure, electronic messages at stations, flyer posted at stations, mentions in *Caltrain Connection* and *Track the Fun*, and on the Caltrain website.

Stanford Football – Caltrain continued to encourage college football fans to ride the rails to Stanford Stadium station for the short walk to see the Cardinal. Elements of the promotion include a news release, social media (Facebook, Google+ and Twitter), web button on Caltrain's site and a dedicated service page. Service information also was included in *Caltrain Connection* and *Track the Fun*. Stanford also offered Caltrain customers a \$10 discount on reserved seats. This offer was included on Caltrain's *Track the Savings* web page. In October, Caltrain served two games carrying a total of 2,137 customers at the Stanford Stadium station, a 10 percent increase compared to last season. Because the Stanford station doesn't have a Clipper card tagging device, an unknown number of customers also used the Palo Alto station.

Partnerships – Caltrain Marketing staff works with a number of event organizers to co-promote events that will generate train ridership and also provide added value for current Caltrain customers. In October, promotions for *Disney on Ice Celebrates 100 Years of Magic* started with information posted on Caltrain's *Track the Savings* webpage, *Track the Fun* brochure and interior adcards, produced by the event sponsor. As part of the partnership, Disney is running television commercials with a Caltrain mention and also is offering a \$5 discount for Caltrain ticket holders.

Prepared by: Rita P. Haskin, Executive Officer, Customer Service and Marketing 650.508.6248
Ted Yurek, Senior Planner, Operations Planning 650.508.6471

Table A

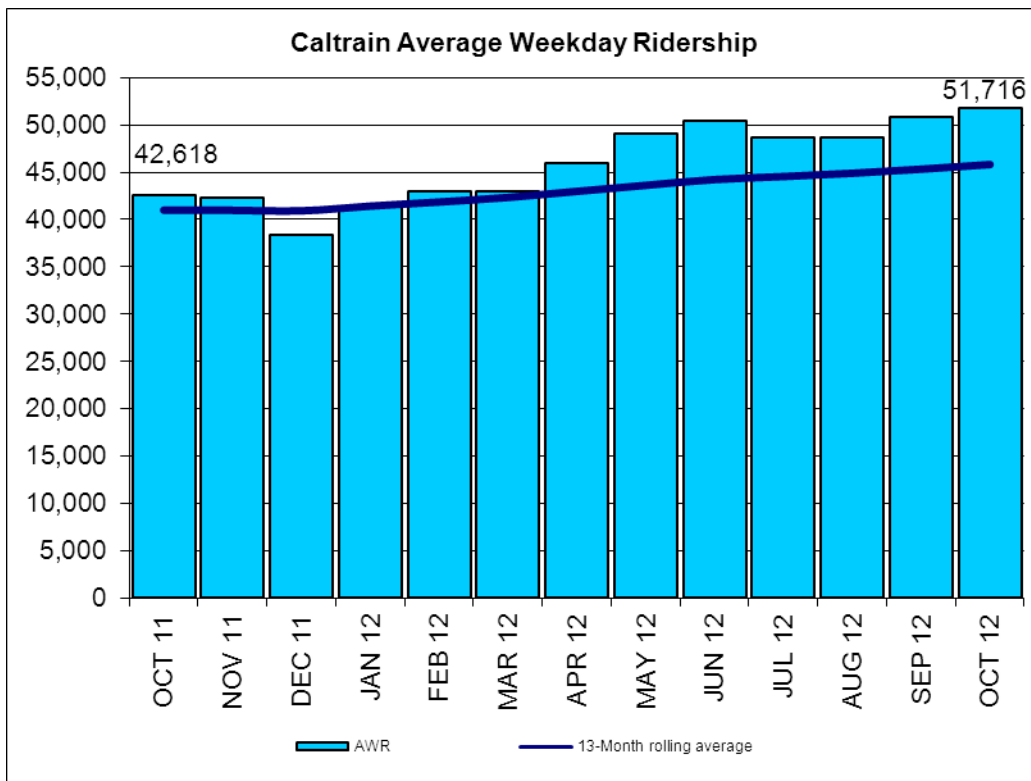
October 2012			
	FY2012	FY2013	% Change
Total Ridership	1,151,883	1,428,466	24.0%
Average Weekday Ridership	42,618	51,716	21.3%
Total Farebox Revenue	\$4,809,157	\$6,409,705	33.3%
On-time Performance	94.9%	83.0%	-11.9%*
Average Caltrain Shuttle Ridership**	7,672	9,187	19.7%

Year to Date			
	FY2012	FY2013	% Change
Total Ridership	4,760,978	5,374,863	12.9%
Average Weekday Ridership	44,330	49,945	12.7%
Total Farebox Revenue	\$20,114,821	\$24,075,236	19.7%
On-time Performance	93.2%	89.0%	-4.2%*
Average Caltrain Shuttle Ridership**	6,848	8,820	28.8%

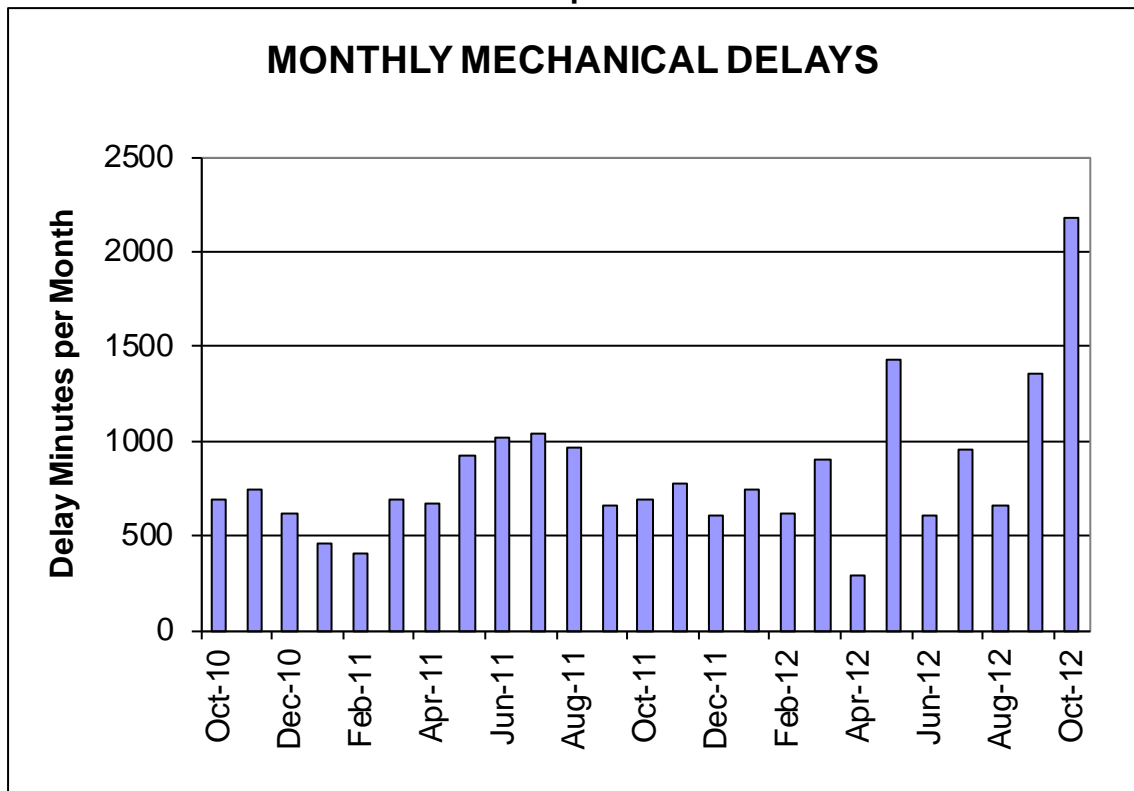
* numeric difference of the percentages

** Shuttles included have been adjusted for FY12 to reflect only JPB funded shuttles

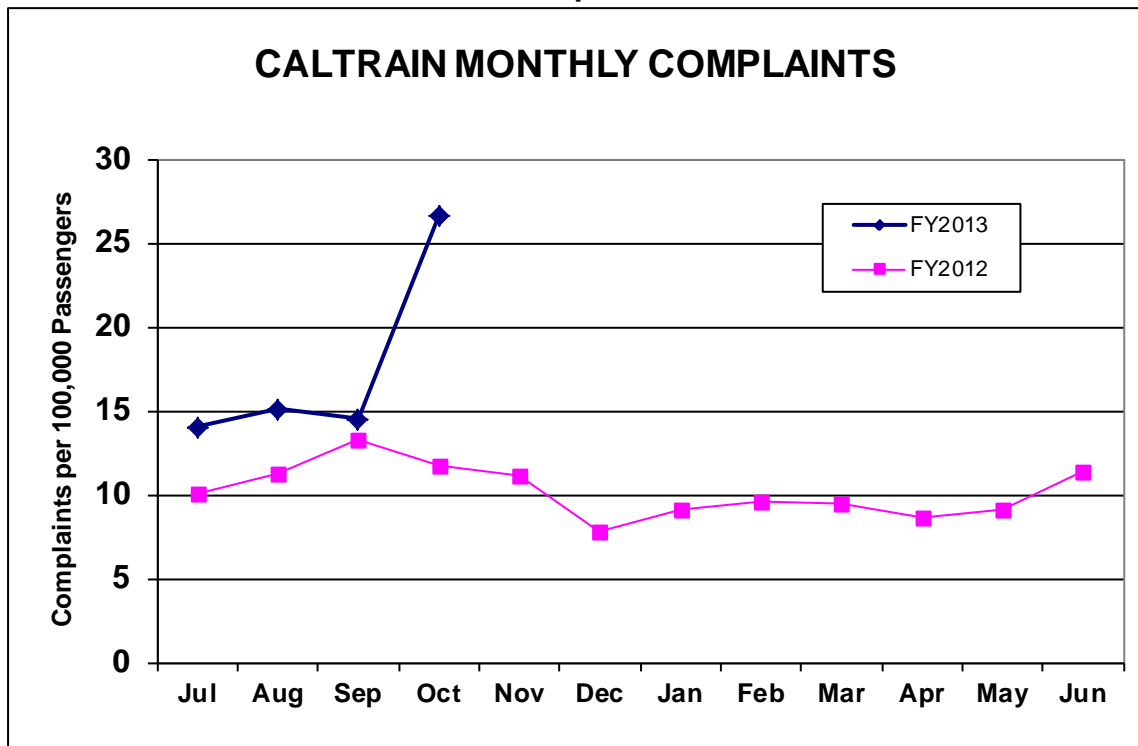
Graph A



Graph B



Graph C



PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Gigi Harrington
Deputy CEO

SUBJECT: **STATEMENT OF REVENUE AND EXPENSE FOR THE PERIOD
ENDING OCTOBER 31, 2012 AND SUPPLEMENTAL INFORMATION**

ACTION

Staff proposes the Board of Directors accept and enter into the record the Statement of Revenue and Expense for the month of October 2012 and supplemental information.

SIGNIFICANCE

Revenue: For October of Fiscal Year 2013, *Total Operating Revenue* (line 7) is \$3,272,192 or 13.8 percent **better** than budget. Within total operating revenue, *Farebox Revenue* (line 1) is \$3,344,552 or 16.1 percent **better** than budget. Compared to the prior year, *Total Operating Revenue* (line 7) is \$3,674,260 or 15.7 percent **higher**.

Expense: *Grand Total Expenses* (line 47) show a favorable variance of \$1,371,079 or 3.7 percent. *Total Operating Expense* (line 33) is \$1,087,452 or 3.4 percent **better** than budget. *Total Administrative Expense* (line 43) is \$283,627 or 6.1 percent **better** than budget.

Compared to prior year, *Grand Total Expenses* (line 47) are \$3,057,231 or 9.3 percent **higher**. The increase in expense is mainly due to *Contract Operating & Maintenance* (line 22) which is \$1,519,830 or 7.8 percent **higher**.

Budget Revisions: There are no budget revisions for the month of October 2012.

Prepared by: Sheila Tioyao, Manager, General Ledger
Jeannie Chen, Senior Accountant

650.508.7752
650.508.6417

PENINSULA CORRIDOR JOINT POWERS BOARD

STATEMENT OF REVENUE AND EXPENSE

Fiscal Year 2013

October 2012

% OF YEAR ELAPSED **33.3%**

	MONTH	YEAR TO DATE				ANNUAL		
	CURRENT ACTUAL	PRIOR ACTUAL	CURRENT ACTUAL	REVISED BUDGET	% REV BUDGET	APPROVED BUDGET	REVISED BUDGET	% REV BUDGET
	(AS PROJECTED)							
REVENUE								
OPERATIONS:								
1 Farebox Revenue	6,409,705	20,114,171	24,075,236	20,730,684	116.1%	60,293,443	60,293,443	39.9%
2 Parking Revenue	246,285	1,086,786	1,035,546	1,099,863	94.2%	3,299,590	3,299,590	31.4%
3 Shuttles	98,759	385,786	388,585	461,410	84.2%	1,384,230	1,384,230	28.1%
4 Rental Income	148,370	588,940	602,939	622,920	96.8%	1,868,760	1,868,760	32.3%
5 Other Income	274,144	1,186,790	934,427	849,663	110.0%	2,527,430	2,527,430	37.0%
6								
7 TOTAL OPERATING REVENUE	7,177,263	23,362,473	27,036,733	23,764,541	113.8%	69,373,453	69,373,453	39.0%
8								
9 CONTRIBUTIONS:								
10 AB434 & TA Shuttle Funding	290,528	333,333	708,688	649,764	109.1%	2,184,271	2,184,271	32.4%
11 Operating Grants	442,582	-	1,770,328	1,828,801	96.8%	6,310,982	6,310,982	28.1%
12 JPB Member Agencies	2,791,667	8,445,749	11,166,666	11,166,667	100.0%	33,500,000	33,500,000	33.3%
13								
14 TOTAL CONTRIBUTED REVENUE	3,524,776	8,779,082	13,645,682	13,645,232	100.0%	41,995,253	41,995,253	32.5%
15								
16 GRAND TOTAL REVENUE	10,702,040	32,141,555	40,682,416	37,409,772	108.7%	111,368,706	111,368,706	36.5%
17								
18								
19 EXPENSE								
20								
21 OPERATING EXPENSE:								
22 Contract Operating and Maintenance	5,438,827	19,570,465	21,090,295	21,581,461	97.7%	63,820,184	63,820,184	33.0%
23 Operator Contract Transition Costs	-	229,352	-	-	0.0%	-	-	0.0%
24 Rail Operator Service - Other	-	-	285,000	313,320	91.0%	1,150,000	1,150,000	24.8%
25 Shuttles (incl Peninsula Pass)	376,686	1,019,029	1,260,352	1,470,167	85.7%	4,410,504	4,410,504	28.6%
26 Fuel	1,332,006	5,593,346	5,585,384	5,732,841	97.4%	17,198,522	17,198,522	32.5%
27 Timetables and Tickets	11,499	25,937	46,971	49,067	95.7%	147,200	147,200	31.9%
28 Insurance	439,199	1,561,278	1,639,319	1,774,504	92.4%	5,100,500	5,100,500	32.1%
29 Facilities and Equipment Maint	118,446	309,276	492,988	510,873	96.5%	1,534,560	1,534,560	32.1%
30 Utilities	123,469	449,211	561,674	580,480	96.8%	1,696,870	1,696,870	33.1%
31 Services	78,915	278,092	395,428	432,150	91.5%	1,286,880	1,286,880	30.7%
32								
33 TOTAL OPERATING EXPENSE	7,919,046	29,035,985	31,357,411	32,444,863	96.6%	96,345,220	96,345,220	32.5%
34								
35 ADMINISTRATIVE EXPENSE								
36 Wages and Benefits	424,854	1,579,776	1,675,087	1,831,723	91.4%	5,623,527	5,498,277	30.5%
37 Managing Agency Admin OH Cost	334,039	276,332	1,212,100	1,332,055	91.0%	3,540,298	4,148,129	29.2%
38 Board of Directors	846	2,593	2,528	2,855	88.5%	12,800	12,800	19.7%
39 Professional Services	238,223	1,062,831	901,438	901,506	100.0%	2,673,479	2,766,229	32.6%
40 Communications and Marketing	5,295	26,394	39,045	46,000	84.9%	138,000	138,000	28.3%
41 Office Expense and Other	176,795	676,926	530,460	530,146	100.1%	1,932,507	1,357,176	39.1%
42								
43 TOTAL ADMINISTRATIVE EXPENSES	1,180,052	3,624,852	4,360,657	4,644,284	93.9%	13,920,611	13,920,611	31.3%
44								
45 Long Term Debt Expense	91,906	367,625	367,625	367,625	100.0%	1,102,875	1,102,875	33.3%
46								
47 GRAND TOTAL EXPENSE	9,191,004	33,028,462	36,085,693	37,456,772	96.3%	111,368,706	111,368,706	32.4%

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



Adrienne Tissier, Chair
 Ken Yeager, Vice Chair
 José Cisneros
 Malia Cohen
 Jerry Deal
 Ash Kalra
 Liz Kniss
 Arthur L. Lloyd
 Tom Nolan

Michael J. Scanlon
 Executive Director

PENINSULA CORRIDOR JOINT POWERS BOARD

INVESTMENT PORTFOLIO

AS OF OCTOBER 31, 2012

TYPE OF SECURITY	MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (Restricted)	Liquid Cash	0.340%	\$ 2,000,000	\$ 2,000,000
Local Agency Investment Fund (Unrestricted)	Liquid Cash	0.340%	36,085,686	36,085,686
County Pool (Unrestricted)	* Liquid Cash	0.760%	20,059,157	20,059,157
Investment Portfolio (Unrestricted)	** Liquid Cash	0.000%	0	0
Other (Unrestricted)	Liquid Cash	0.010%	839,422	839,422
			\$ 58,984,265	\$ 58,984,265

Accrued Earnings for October, 2012 \$22,297.60
 Cumulative Earnings FY2013 \$70,336.50

* County Pool average yield for the month ending October 31, 2012 was 0.760%. As of October 2012, the amortized cost of the Total Pool was \$2,486,569,329.74 and the fair market value per San Mateo County Treasurer's Office was \$2,500,983,234.75.

** 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.

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT**

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Gigi Harrington
Deputy CEO

SUBJECT: **AUTHORIZE AN AMENDMENT TO INCREASE THE FISCAL YEAR
2013 CALTRAIN CAPITAL BUDGET IN THE AMOUNT OF
\$50.5 MILLION FOR THE COMMUNICATION-BASED OVERLAY
SIGNAL SYSTEM PROJECT**

ACTION

Staff Coordinating Council (SCC) recommends the Board increase the Fiscal Year (FY) 2013 Capital Budget by \$50.5 million for the Communication-based Overlay Signal System (CBOSS) project, subject to the Santa Clara Valley Transportation Authority's approval of its \$3 million allocation on December 6, 2012. As a result of this change, the total authorized amount for the FY2013 Caltrain Capital Budget would increase from \$39,093,085 to \$89,593,085, as per Attachment A.

SIGNIFICANCE

The contract of \$138.1 million for design and installation of the CBOSS project was awarded to Parsons Transportation Group (PTG) in October 2011. The contract includes a base amount and two options, due to the timing of funding availability. Phase 1 (base contract) in the amount of \$16.3 million included system and subsystem Preliminary and Critical Design. Phase 2 (option one) in the amount of \$35.3 million includes final design, integrated subsystem/system factory acceptance testing and data communication subsystem installation including the fiber optic backbone. Phase 3 (option two) in the amount of \$86.5 million covers the remaining subsystems installation including a Backup Central Control Facility (BCCF), testing, training, safety certification, and commissioning and system acceptance and warranty.

The current approved CBOSS project budget is \$25 million. This budget amendment will bring an additional \$50.5 million to the project to cover the exercise of option one (for Phase 2) of the contract, plus Caltrain's project management and oversight costs to complete Phase 1. Staff intends to recommend the Board exercise option one for Phase 2 at the January 3, 2013 meeting. Additional funding will be added in the FY2014 Capital Budget for contract costs associated

with Phase 3, and for project management and oversight costs associated with both Phases 2 and 3.

The CBOSS project is part of the High Speed Rail (HSR) Early Investment Strategy, and the total project cost is \$231 million. Funding sources for the project are comprised of \$47.1 million in Federal grants, \$109.6 million in State grants (including \$106 million in Proposition 1A Connectivity funds) and \$74.3 million of local funding.

At its September 2012 meeting, the California Transportation Commission (CTC) approved the allocation of \$39.8 million of the \$106 million in Prop 1A Connectivity funds. The balance is scheduled for allocation in FY2014. Concurrently, the three member agencies have approved, or will approve, a preliminary allocation of \$3 million each for the project. The balance, or \$65.3 million, is scheduled for allocations in FY2014 and FY2015 in accordance with the cash flow needs of the project. An additional \$1.7 million in Federal Transportation Administration funds is also being added to the project.

BUDGET IMPACT

The funding for the CBOSS project budget increase will come from Federal, State and local sources as outlined in the HSR Early Investment Strategy. These funds represent the first outlay based on the nine-party Memorandum of Understanding that approved the HSR Early Investment Strategy for a blended system on the Peninsula Corridor, and which includes full funding for the CBOSS and electrification projects as part of the Caltrain Modernization Program.

BACKGROUND

The JPB approved the FY2013 Capital Budget on June 7, 2012 for a total amount of \$39,093,085. The proposed amendment as discussed above would increase the Capital Budget to a total of \$89,593,085.

The JPB annually adopts a Capital Budget to accompany the Operating Budget. The purpose of the Capital Budget is to implement a balanced program of projects that gives the JPB the ability to meet its goals and objectives as set forth in the Short Range Transit Plan and the related Rapid Rail Plan.

Prepared by: Éva Goode, Manager, Budgets

650.508.7914

ATTACHMENT A: FY13 CALTRAIN CAPITAL BUDGET

Version: December 6, 2012

Proposed Funding Plan

Item #	PROJECT TITLE/DESCRIPTION	FY 13 PROJECT PHASE	EST. TOTAL COST	PREVIOUSLY PROGRAMMED	PROPOSED CAPITAL BUDGET FY13	FUTURE NEEDS	Proposed Funding Plan								
							Amount	Source	Amount	Source	Amount	Source	Amount	Source	FY2013 TOTAL
State of Good Repair															
Station & Intermodal Access															
1.1	Systemwide Station Rehabilitation - SOGR FY13	Pre.Eng., Final Des. Constr	9,430,000	4,993,000	500,000	3,937,000							500,000		500,000
1.2	4th & King Bike Stn Study & Tenant Improvements	Pre.Eng., Final Des., Constr	210,000	0	210,000	0			210,000	SF					210,000
							0								
							0								
							210,000								
							500,000								
							710,000								
							3,937,000								
Right of Way / Signal & Communications															
1.3	Caltrain Rail Operations Control System (ROCS)	Fin Des, Constr.	14,197,816	11,197,816	3,000,000	0	2,400,000	FTA			600,000	Other			3,000,000
1.4	Caltrain Predictive Arrival/Departure System (PADS)	Fin Des, Constr.	4,567,232	4,237,585	329,647	0	263,718	FTA			65,929	Other			329,647
1.5	Train Dispatcher Voice Communication System Upgrade	Des / Constr	1,831,500	0	1,728,000	103,500	1,382,400	FTA					345,600		1,728,000
1.6	FY13 Voice Radio System Rehab	Final Des, Constr	550,000	0	550,000	0	440,000	FTA					110,000		550,000
1.7	FY13 Systemwide Track Rehab	Fin Des / Constr	7,000,000	0	7,000,000	0	5,600,000	FTA	812,000	AB664			588,000		7,000,000
1.8	San Mateo Bridges Replacement - Design	Pre Eng -Final Des	1,200,000	0	1,200,000	0	960,000	FTA					240,000		1,200,000
1.9	Signal System Rehab FY13	Final Des / Constr	12,000,000	6,100,000	1,800,000	4,100,000	1,260,000	FTA					540,000		1,800,000
1.10	San Francisco Roadway Bridges-22nd, 23rd, and Paul Avenue	Construction	20,471,787	14,846,927	5,624,860	0	5,130,153	FHWA			494,707	SF			5,624,860
1.11	Railroad Communication System SOGR	Final Des / Constr	1,127,500	0	1,021,500	106,000	817,200	FTA					204,300		1,021,500
1.12	Upgrade Public Address at 22nd St, SSF, Snyvl and Diridon	Construction	1,638,000	0	800,000	838,000							800,000		800,000
							18,253,471								
							812,000								
							1,160,636								
							2,827,900								
							23,054,007								
							5,147,500								
Rolling Stock															
1.13	Locomotive O/H - SOGR	Construction	*		3,882,610	0	0		1,277,354	Prop 1B			2,605,256		3,882,610
1.14	Passenger Car SOGR Program	Construction	*		3,117,390	0	805,608	FTA	1,917,038	Prop 1B			394,744		3,117,390
							805,608								
							3,194,392								
							0								
							3,000,000								
							7,000,000								
LEGAL MANDATES															
2.1	CBOSS PTC Project	Des / Constr	231,000,000	25,035,591	50,500,000	TBD	1,660,000	FTA	39,840,000	Prop 1A			9,000,000		50,500,000
2.2	ADA on Caltrain - Increase Capacity	Fin. Des. & Constr	299,240	0	299,240	0	239,392	FTA					59,848		299,240
							1,899,392								
							39,840,000								
							0								
							9,059,848								
							50,799,240								
OPERATIONAL IMPROVEMENTS/ENHANCEMENTS															
3.1	CCTV Improvements at Stations	Pre Eng, Final Des	500,000	0	469,623	0			469,623	Prop 1B					469,623
3.2	ROW Safety Fencing	Construction	7,838,520	5,519,128	703,794	1,615,598			703,794	Prop 1B					703,794
3.3	South Terminal - Wayside Power	Construction	2,300,000	1,000,000	1,300,000	0							1,300,000		1,300,000
3.4	Railsim Modeling Software Upgrade	Fina Des / Procurement	300,000	0	300,000	0							300,000		300,000
3.5	Dual Mode Communications	Final Des/ Constr	242,000	0	242,000	0							242,000		242,000
3.6	Station Utilities and Asset Maps	Prelim Eng / Fin Des	1,192,021	0	992,421	199,600							992,421		992,421
							0								
							1,173,417								
							0								
							2,834,421								
							4,007,838								
							1,815,198								
CALTRAIN MODERNIZATION															
4.1	Program Implementation and Management	Pre Eng	3,422,000	1,390,000	2,032,000	0			1,610,000	CHSRA			422,000		2,032,000
							0								
							1,610,000								
							0								
							422,000								
							2,032,000								
CALTRAIN SUPPORT PROGRAM AND CONTINGENCY															
5.1	Capital Project Development	Support			500,000								500,000		500,000
5.2	Capital Program Management	Support			500,000								500,000		500,000
5.3	Capital Contingency Funds (Engineering)	Support			330,000								330,000		330,000
5.4	Capital Contingency Funds (Rail)	Support			660,000								660,000		660,000
							0								
							0								
							0								
							1,990,000								
							1,990,000								
FY13 Proposed Capital Budget															
							20,958,471								
							46,629,809								
							1,370,636								
							20,634,169								
							89,593,085								

*The estimated cost of the Rolling Stock State of Good Repair program from FY13 through FY22 is approximately \$80 million (in FY13 dollars) which includes \$7.3 million deferred from FY11 and FY12.

RESOLUTION NO. 2012 –

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

AUTHORIZING AMENDMENT TO INCREASE THE FISCAL YEAR 2013 CAPITAL BUDGET IN THE AMOUNT OF \$50,500,000 FOR THE COMMUNICATION-BASED OVERLAY SIGNAL SYSTEM FOR A TOTAL CAPITAL BUDGET OF \$89,593,085

WHEREAS, pursuant to Resolution No. 2012-28 adopted on June 7, 2012, the Peninsula Corridor Joint Powers Board (JPB) adopted the Fiscal Year (FY) 2013 Capital Budget for a total authorized budget of \$39,093,085; and

WHEREAS, the Communication-based Overlay Signal System (CBOSS) project has been undertaken in order to implement positive train control on the Caltrain right of way; and

WHEREAS, the contract with Parsons Transportation Group for the design and installation of CBOSS calls for the project to be implemented in phases, with a base scope of work (Phase 1) of critical design, and options for two subsequent phases of work including activities through final design and factory testing (Phase 2), and remaining activities through final system acceptance and warranty (Phase 3); and

WHEREAS, the project is nearing completion of Phase 1, and additional funds are needed both to complete Phase 1 and to provide funding for Phase 2; and

WHEREAS, additional Federal, State, and local funding sources have been identified for the CBOSS project as set forth in the nine-party Memorandum of Understanding that approved the High Speed Rail Early Investment Strategy for a blended system on the Peninsula Corridor.

NOW, THEREFORE, BE IT RESOLVED that the Peninsula Corridor Joint Powers Board approves an increase to the FY2013 Capital Budget of \$50.5 million to fund the CBOSS project, for a total Capital Budget of \$89,593,085.

Regularly passed and adopted this 6th day of December 2012, by the following vote:

AYES:

NOES:

ABSENT:

Chair, Peninsula Corridor Joint Powers Board

ATTEST:

JPB Secretary

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT**

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: April Chan
Executive Officer, Planning and Development

SUBJECT: **AUTHORIZE FILING OF AN APPLICATION TO MTC TO PROGRAM
FEDERAL FUNDS FOR CALTRAIN CAPITAL PROJECTS**

ACTION

Staff Coordinating Council (SCC) recommends the Board authorize the Executive Director to submit an application to the Metropolitan Transportation Commission (MTC) to program Federal funds to be included in Federal Transit Administration (FTA) grants for Caltrain Capital projects.

SIGNIFICANCE

Staff is proposing to submit an application to the MTC to program Federal funds in Fiscal Years (FY) 2013 and 2014 to projects in support of the Caltrain Capital Program. The application consists of the following Caltrain capital projects:

<u>Projects</u>	<u>Projected Federal Funds</u>	<u>Totals With Match</u>
Systemwide Track Rehabilitation & Related Structures	\$12,000,000	\$15,000,000
San Mateo Bridges	\$8,645,870	\$10,807,338
Signal and Communication Rehabilitation & Upgrades	\$8,000,000	\$10,000,000
<u>TVM Replacement</u>	<u>\$1,609,730</u>	<u>\$2,012,163</u>
TOTAL	\$30,255,600	\$37,819,501

All of the projects listed will help implement projects and programs that are consistent with the Caltrain Capital Improvement Program in its Short Range Transit Plan.

BUDGET IMPACT

The Federal funds consist of FTA formula funds, which require a 20 percent local match and may also include Surface Transportation Program (STP) funds, which require an 11.47 percent match. The MTC will continue its policy of programming projected Assembly Bill 664 Bridge Toll revenues, in an amount to be determined, to fund a portion of the required matching funds. The total amount of Federal funds and match requirements will be finalized once MTC determines the type of funds that are to be programmed for Caltrain's list of capital projects. Once programmed by the MTC, both Federal and matching funds will be proposed for inclusion as part of the JPB's future Capital Budgets.

BACKGROUND

The MTC is soliciting transit projects from eligible Federal grantees for programming an estimated amount of approximately \$400 million in annual regional apportionments from FY2013 through FY2014 FTA Section 5307 Urbanized Area, Section 5309 Fixed Guideway, Section 5337 State of Good Repair and Section 5339 Bus & Bus Facilities funds and matching AB 664 Bridge Toll funds. In addition, approximately \$37 million of STP funds are estimated to be available for transit capital projects to ensure that high-scoring project needs are met. The selection process will be 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 are consistent with Transportation 2035, Change in Motion, MTC's Regional Transportation Plan.

Prepared by: Peter Skinner, Senior Grants Analyst

650.622.7818

RESOLUTION NO. 2012-

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

**AUTHORIZING THE FILING OF AN APPLICATION FOR FTA FORMULA
PROGRAM AND SURFACE TRANSPORTATION PROGRAM FUNDING FOR
CALTRAIN CAPITAL PROJECTS**

WHEREAS, Moving Ahead for Progress in the 21st Century (MAP-21, Public Law Public Law 112-141) continues and establishes new Federal Transit Administration formula programs (23 U.S.C. §53) and continues the Surface Transportation Program (23 U.S.C. §133); and

WHEREAS, pursuant to MAP-21 and the regulations promulgated thereunder, eligible project sponsors wishing to receive Federal Transit Administration (FTA) Section 5307, Section 5309 Fixed Guideway, Section 5337 State of Good Repair, or Section 5339 Bus and Bus Facilities (collectively, FTA Formula Program) grants or Surface Transportation Program (STP) grants for a project shall submit an application first 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, the Peninsula Corridor Joint Powers Board is an eligible project sponsor for FTA Formula Program and STP funds; and

WHEREAS, the Peninsula Corridor Joint Powers Board wishes to submit a grant application to MTC for funds from the FY2012-13 or FY2013-14 FTA Formula Program and STP funds, for the following Caltrain capital projects and projected funds:

<u>Projects</u>	<u>Projected Federal Funds</u>	<u>Totals With Match</u>
Systemwide Track Rehabilitation & Related Structures	\$12,000,000	\$15,000,000
San Mateo Bridges Rehabilitation	\$8,645,870	\$10,807,338
Signal and Communication Rehabilitation & Upgrades	\$8,000,000	\$10,000,000
<u>TVM Replacement</u>	<u>\$1,609,730</u>	<u>\$2,012,163</u>
TOTAL	\$30,255,600	\$37,819,501

WHEREAS, the amount of Federal funds and match requirements will be finalized once the MTC determines the type of funds to be programmed for Caltrain capital projects; and

WHEREAS, MTC requires, as part of the application, a resolution stating the following:

1. The commitment of necessary local matching funds of at least of 20 percent for FTA Formula Program funds, and 11.47 percent for STP funds; and
2. That the sponsor 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 September 30 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 that the Peninsula Corridor Joint Powers Board, by adopting this resolution, does hereby state that:

1. It will provide local matching funding for the Federal amounts the MTC will program to the cost of the aforementioned projects of at least 20 percent for FTA and 11.47 percent for STP funds subject to the Peninsula Corridor Joint Powers Board's annual budget approval process; and
2. It understands that the FTA Formula Program and STP funding for the aforementioned projects are fixed and that any cost increases must be funded by the Peninsula Corridor Joint Powers Board from local matching funds, and that the Peninsula Corridor Joint Powers Board does not expect any cost increases to be funded with FTA Formula Program and STP funds; and
3. The projects listed in this resolution will be built, if approved, for the amount shown in the MTC's TIP with obligation occurring within the timeframe established below; and
4. The program funds shall be obligated by September 30 of the year for which the project is programmed in the TIP; and
5. It is an eligible sponsor of projects in the FTA Formula Program and STP funds; and
6. It is authorized to submit applications for FTA Formula Program and STP funds; and

7. There is no legal impediment to making applications for FTA Formula Program and STP funds; and
8. There is no pending or threatened litigation which might in any way adversely affect the proposed list of projects or the ability of the District to deliver such projects.

BE IT FURTHER RESOLVED, that the Peninsula Corridor Joint Powers Board agrees to:

1. Comply with the requirements of MTC's Transit Coordination Implementation Plan as set forth in MTC Resolution 3866; and
2. Transmit a copy of this resolution to the MTC prior to MTC programming the FTA Formula Program or Surface Transportation Program funded projects in the Transportation Improvement Program (TIP).

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

Regularly passed and adopted this 6th day of December 2012, by the following vote:

AYES:

NOES:

ABSENT:

Chair, Peninsula Corridor Joint Powers Board

ATTEST:

JPB Secretary

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT**

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Marian Lee
Executive Officer, Caltrain Modernization Program

SUBJECT: JPB AND CHSRA AGREEMENT UPATE

ACTION

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

SIGNIFICANCE

The Peninsula Corridor Joint Powers Board (JPB) and the California High Speed Rail Authority (CHSRA) are in a partnership to share the peninsula rail corridor to provide commuter and high-speed rail services. The existing 2004 Memorandum of Understanding (MOU) and 2009 Agreement and amendment to the agreement are outdated. A new/updated agreement is needed to reflect current policies defined in the 2012 CHSRA Business Plan, 2012 nine-party MOU HSR Early Investment Strategy for a Blended System in the Peninsula Corridor and the JPB resolution #2012-18 adopting the MOU.

The purpose of the new/updated agreement is to define a new partnership for planning, environmental review, design and construction of a blended system in the peninsula rail corridor.

The blended system is comprised of several interrelated capital projects. The early investment projects are the Caltrain Electrification Infrastructure and advanced signal system projects (commonly known as Communications-based Overlay Signal System (CBOSS) which includes Positive Train Control (PTC)). The remaining additive interrelated capital projects are the Downtown Extension (DTX) Project, San Jose Diridon Station, Millbrae BART/Caltrain Station and Core Capacity upgrades to stations, tunnels, bridges, passing tracks (to be determined) and other track modifications and rail crossing improvements including grade separations (to be determined).

The MOU is specific to project investments that upgrade existing rail service and prepare for a future high-speed train project that is limited to infrastructure necessary to support a blended system, which will primarily be a two-track system shared by both Caltrain and high-speed rail, as well as other passenger and freight services.

The following principles, consistent with and/or included in the referenced documents above are being considered for inclusion in the new/updated CHSRA and JPB agreement.

The blended system will:

- Primarily utilize existing tracks;
- Remain substantially within the existing JPB right of way;
- Be used by Caltrain, CHSRA, other passenger and freight services; and
- Meet both CHSRA and Caltrain operational requirements.

The JPB as the owner of the rail corridor will:

- Implement the early investment projects defined in the 2012 nine-party MOU;
- Update/Recirculate the Caltrain Electrification Environmental Assessment/Final Environmental Impact Report (EA/FEIR) completed in 2009;
- Lead and complete the advanced signal system by 2015 and electrification by 2019; and
- Implement the projects in a way that respects community partners and stakeholders.

The CHSRA as an investor and tenant in the rail corridor will:

- Incorporate the early investment projects into its next business plan update;
- Release \$705 million of Proposition 1A funding for the early investment projects; and
- Serve as the lead agency for subsequent environmental clearance of additive improvements in the peninsula corridor to support a blended system.

Both the JPB and the CHSRA will:

- Develop an organizational framework to deliver the early investment projects and continue planning for a blended system; and
- Continue the 50/50 cost sharing arrangement to administer and manage delivery of the early investment projects and plan for the blended system.

BUDGET IMPACT

There is no impact to the existing budget.

BACKGROUND

Staff will seek input from the corridor city/county partners as well as the nine-party MOU signatories, on the update of the existing JPB/CHSRA MOU and Agreement. Much of the input gathered from development of the nine-party MOU is relevant and will be considered in developing the new/updated JPB/CHSRA MOU.

Staff will be back to the Board in January requesting approval of a new/updated JPB/CHSRA MOU.

Prepared By: Marian Lee
Executive Officer, Caltrain Modernization Program

650.622.7843

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT**

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

FROM: Mark Simon
Executive Officer, Public Affairs

SUBJECT: STATE AND FEDERAL LEGISLATIVE UPDATE

ACTION

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

SIGNIFICANCE

Staff will provide regular updates to the Board in accordance with the approved Legislative Program.

STATE ISSUES

November 2012 Election Results

The passage of two statewide propositions will provide the State with additional revenue and help avoid potential cuts to a variety of programs including those critical to public transportation agencies. California Proposition 30 was approved by a 54 percent vote. It is estimated that Proposition 30 will generate between \$6.8 and \$9 billion through a four-year quarter-cent sales tax increase and a seven-year income tax increase on those with taxable incomes over \$250,000. An additional \$1 billion will be raised through the passage of Proposition 39, which requires that out-of-state companies calculate their California income tax based on their sales that occur within the state.

Following the approval of these propositions, the Legislative Analyst's Office issued a report that puts the State's current fiscal year deficit at \$1.9 billion and estimates annual budget surpluses in future years.

When new members are sworn in on December 3, Democrats will control a supermajority in both the State Assembly and the State Senate, providing them with a rare ability to unilaterally pass tax and fee increases, urgency legislation and potentially reduce voter threshold requirements for local revenue measures.

Two new members will join the Peninsula's legislative delegation. South San Francisco Councilmember Kevin Mullin and San Francisco Treasurer Phil Ting were both elected to the

State Assembly. Assemblyman Jerry Hill was elected to the State Senate district representing portions of San Mateo and Santa Clara counties.

Cap-and-Trade

On November 14, the California Air Resources Board (CARB) held its first auction of emissions allowances under the State's cap-and-trade system. Under the system, 350 businesses that emit more than 25,000 metric tons of greenhouse gases each year will be required to either purchase allowances or reduce their emissions below the cap.

The auction raised \$289.3 million in revenue, which can be allocated to programs including public transportation operations and infrastructure that further reduce the State's greenhouse gas emission levels. CARB estimates that the system will raise more than \$1 billion per year.

High-speed Rail

A Sacramento Superior Court judge ruled against a group of Central Valley farmers seeking an injunction that would temporarily halt construction of the project between Merced and Fresno. Construction is set to begin in July 2013. The farmers' lawsuit is set to be heard on April 19, 2013.

FEDERAL ISSUES

November 2012 Election Results

The election results essentially maintain the status quo in Washington. President Barack Obama won reelection decisively. Democrats will retain control over the Senate, and Republicans will continue to control the House.

Some changes in leadership at the committee level are expected. Representative John Mica (R-FL) termed out. Representative Bill Schuster (R-PA) is seeking the House Transportation and Infrastructure Committee chairmanship. Senator Barbara Boxer will retain her role as Chairman of the Senate Environment and Public Works Committee and may begin working next year on the successor to MAP-21, which expires in September 2014.

Lame Duck Session

Congress' lame duck session began on November 15, and the primary issue before lawmakers is the impending "fiscal cliff," which will trigger cuts to many critical Federal programs unless Congress reaches agreement on a series of spending cuts and the expiration of the Bush tax cuts at the end of the year. Federal transit formula grants are largely protected from these potential cuts, but some discretionary programs, including New Starts, would be impacted.

Prepared By: Seamus Murphy, Government and Community Affairs Director 650.508.6388

**PENINSULA CORRIDOR JOINT POWERS BOARD
STAFF REPORT**

TO: Joint Powers Board

THROUGH: Michael J. Scanlon
Executive Director

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

SUBJECT: **CAPITAL PROJECTS QUARTERLY STATUS REPORT –
1st QUARTER FISCAL YEAR 2013**

ACTION

No action required. The attached 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: Kelvin Yu, Manager, Project Controls

650.622.7853

The 1st Quarter Fiscal Year 2013 Capital Projects Quarterly Status Report can be viewed at the following link:

http://www.caltrain.com/Assets/_Finance/Quarterly+Capital+Program+Status+Report/FY13_Q1_PCJPB_Quarterly_Report.pdf