



AGENDA

PENINSULA CORRIDOR JOINT POWERS BOARD

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

December 5, 2013 – 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
Members of the public or Board may request that an item under the Consent Calendar be considered separately
 - a) Approval of Minutes of November 7, 2013 MOTION
5. Chairperson’s Report
 - a) Appointment of Nominating Committee for 2014 Officers
6. Report of the Citizens Advisory Committee
7. Report of the Executive Director
8. Acceptance of Statement of Revenues and Expenses for October 2013 MOTION
9. Authorize Adopting an Amended and Restated Codified Tariff, Making Findings Under the California Environmental Quality Act (CEQA) and Adopting the Associated Title VI Analysis RESOLUTION
10. Authorize Award of a Sole Source Contract to ARINC, Inc. to Modify the Rail Operations Control System to Include the Communications-based Overlay Signal System/Positive Train Control Functions in the Amount of \$1,993,468 RESOLUTION
11. Authorize Increase in Change Order Authority for the San Bruno Grade Separation Project Contract for an Amount Not-to-Exceed \$4 Million RESOLUTION

Peninsula Corridor Joint Powers Board
December 5, 2013 Agenda

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|---|---------------|
| 12. Authorize Award of Contract to Vali Cooper and Associates for On-Call Construction Management Services for a Not-to-Exceed Amount of \$15 Million for a Three Year Term | RESOLUTION |
| 13. Legislative Update | INFORMATIONAL |
| 14. Capital Projects Quarterly Status Report – 1 st Quarter Fiscal Year 2014 | INFORMATIONAL |
| 15. Correspondence | |
| 16. Board Member Requests | |
| 17. General Counsel Report | |
| 18. Date/Time of Next Meeting: Thursday, January 9, 2014, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2 nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070 | |
| 19. 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, ECR, 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

Minutes
November 7, 2013

MEMBERS PRESENT: M. Cohen, J. Deal, A. Kalra, A. Lloyd, T. Nolan, A. Tissier,
P. Woodward, K. Yeager

MEMBERS ABSENT: J. Cisneros

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 Ken Yeager called the meeting to order at 10:00 a.m. and led the Pledge of Allegiance.

PUBLIC COMMENT

Roland Lebrun, San Jose, said there is a parking crisis at the Tamien Caltrain Station. The parking lots are all full around the Caltrain and Santa Clara Valley Transportation Authority (VTA) Tamien stations, causing people to park illegally.

CONSENT CALENDAR

- a. Approval of Minutes of October 3, 2013
- b. Approval of 2014 Board Meeting Calendar

A motion (Nolan/Deal) to approve the Consent Calendar was passed unanimously.

REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)

Kevin Gardiner, CAC Chair, said at its October 16 meeting:

- o The CAC received a presentation on level boarding.
- o It was decided the three work plan topics the CAC will be discussing over the next year are: Managing capacity, incident response and the Caltrain Strategic Plan.
- o The next meeting is on November 20 and the CAC will receive a presentation on the Strategic Plan.

Chair Yeager said the three issues the CAC are working on are excellent, and the Board looks forward to their comments and feedback.

REPORT OF THE EXECUTIVE DIRECTOR

Michael Scanlon, Executive Director reported:

- Key Caltrain Performance Statistics
 - o Monthly Performance Statistics – September 2013 compared to September 2012

- Total Ridership was 1,395,711, an increase of 8.2 percent.
- Average Weekday Ridership was 54,308, an increase of 6.9 percent.
- Total Revenue was \$6,282,145, an increase of 7.2 percent.
- On-time Performance was 90.9 percent, an increase of 5 percent.
- Caltrain Shuttle Ridership was 7,239, a decrease of 29.4 percent.
- Year-to-date Performance Statistics – September 2013 compared to September 2012
 - Total Ridership was 4,353,765, an increase of 10.3 percent.
 - Average Weekday Ridership was 54,379, an increase of 10.2 percent.
 - Total Revenue was \$19,441,212, an increase of 10.1 percent.
 - On-time Performance was 90.8 percent, a decrease of 0.5 percent.
 - Caltrain Shuttle Ridership was 6,995, a decrease of 20 percent.
- Staff continues to work with TransitAmerica Services (TAS) to improve the on-time performance (OTP) and mechanical issues. The OTP is also complicated by the record ridership, persons needing assistance, and the number of bicycles.

Director Adrienne Tissier arrived at 10:10 a.m.

- Thanked Chair Yeager and Director Tissier for participating in Caltrain's 150th Anniversary event on October 19 in Menlo Park and Directors Jerry Deal and Art Lloyd for attending.
- The Holiday Train will be operating on December 7 and 8 in partnership with the Silicon Valley Community Foundation. The partnership has been extended for an additional two years.
- Staff produced the progress report *Caltrain By the Numbers 2013*, which is available electronically.
- The annual emergency preparedness drill was November 2. Approximately 150 first responders, including a representative from the Federal Railroad Administration, participated in the drill.
- The Bicycle Advisory Committee (BAC) did not meet in October. The next meeting is November 21. The BAC is currently recruiting for four spots on the committee.
- Special service:
 - San Jose Sharks played five home games, carrying an additional 1,700 riders.
 - Stanford football had two home games, carrying an additional 4,200 riders.
 - Caltrain will operate a Sunday schedule on Thanksgiving Day and a Saturday schedule on the Friday after Thanksgiving.
- The San Bruno Grade Separation Project is progressing. Both San Bruno and San Mateo avenues were lowered to their final elevation and alignment. The project should be completed in early spring.
- Staff will be coming to the Board next month to adopt changes to the Codified Tariff. Changes include a 10 percent discount to groups of 25 or more who prepurchase tickets, changes to the GO Pass to allow employers to include part-time employees and interns, and expanding the GO Pass Program to include residential complexes.

- The Reading File contains the September Safety & Security Report, *Caltrain Connection*, and a list of community outreach events for the Codified Tariff.

Caltrain Modernization Update

Marian Lee, Executive Officer, Caltrain Modernization (CalMod) Program, said since the last Board meeting, staff members have been working on the electrification environmental document. They are continuing to prepare the administrative draft, and are still on schedule for the release of the public draft early next year. Ms. Lee said installation is continuing for the Communications-based Overlay Signal System/Positive Train Control and fiber network. Staff has been regularly informing elected officials and city staff of the changing dates and status of the project, and have received no complaints from the community.

4th and King Study Update

Ms. Lee said staff continues to work with VTA and San Francisco staff on this study. This study was requested and funded by San Francisco to assess the feasibility of reducing or removing the San Francisco Station and yard to support transit-oriented development and integrate the facility into a rapidly developing urban neighborhood. Ms. Lee reported:

- After completion of the analysis, staff was tasked to identify next steps and to see if this concept could be included in the electrification environmental document for project level clearance.
- 2019 assumptions made in the analysis:
 - Electrified Caltrain service, completion of the Downtown Extension Project and high-speed rail service on the Peninsula
 - An interim operations scenario in which all trains would terminate at 4th and King and assume a mixed fleet of diesel and electric trains
- Needed functions at terminus:
 - Key functions are revenue service of six trains per hour per direction, special events, and storage of 10 to 11 trains
 - Support functions include inspection and light maintenance, a bike facility, and crew and staff facilities
 - Electrification delivery functions
- Preliminary Findings:
 - Two development/transit facility options: one supports all needed functions and one requires an off-site facility.
 - A yard reconfiguration would cost \$170 million to \$190 million. If an off-site facility is needed, the ongoing costs would be \$700,000 to \$2.5 million annually, depending on the distance of the off-site facility from the terminus location.
 - Total yard removal concept would be a significant effort, requiring a separate study.
- Next steps:
 - Finalize study
 - San Francisco would like to conduct a Rail Yard Boulevard Feasibility Study
 - Move forward with the current Environmental Impact Report

Director Tom Nolan said he is happy with the study and is glad to see the cooperation between JPB and San Francisco staff.

Director Malia Cohen asked who is on the San Francisco team. Ms. Lee said Gillian Gillett from the mayor's office, along with staffers from the San Francisco County Transportation Authority, San Francisco Municipal Transportation Agency (SFMTA), and the San Francisco Planning Department.

Public Comment

Adina Levin, Friends of Caltrain, said it would be helpful to see more details of OTP issues, and if they are caused by maintenance, fatalities, or crowds. She said she is glad to see the change to the GO Pass requirements.

Greg Conlon, Atherton, said he wanted to follow up on his comments from last month on the estimated cost for a covered trench. He said the cost would be \$125 million to \$150 million per mile, and this could be funded the same way as the San Bruno crossings. Mr. Conlon said he sent the tunneling study to Mark Simon, Executive Officer, Public Affairs, this morning.

Andy Chow, Redwood City, said lately Caltrain has had delays with cars on the tracks. He said Caltrain needs to be proactive in preventing these accidents by adding additional reflectors and rumble strips on the road.

CHAIRPERSON'S REPORT

Chair Yeager said the VTA Board conducted a nationwide search to replace VTA's Executive Director Michael Burns, who will be retiring in December. Nuria Fernandez was appointed and will be taking the helm from Mr. Burns on December 16. Ms. Fernandez was chief operating officer at the New York Metropolitan Transportation Authority. There, she oversaw the implementation of \$24 billion in capital and environmental programs for a massive transportation system that moves millions of New Yorkers and tourists every day. In the public sector, Ms. Fernandez led transportation organizations in Chicago and Washington, D.C., including time as the Acting Administrator of the Federal Transit Administration (FTA). In the private sector, Ms. Fernandez has held executive-level positions with major transportation consulting firms. Chair Yeager said Ms. Fernandez has a B.S. in Civil Engineering from Bradley University and an MBA from Roosevelt University.

Ms. Fernandez said she looks forward to learning more about the long-standing relationship between Caltrain and VTA, while working side-by-side with Mr. Scanlon. She said there are many challenges that Caltrain is facing. There is the good/bad problem of increased ridership. Customers need to be moved, and when the equipment ages, decisions need to be made. Ms. Fernandez said public transportation has evolved from just moving people to moving people where they actually want to go. She said we are now mobility managers: managing mobility within the context of the funding that is available and the economic development that is happening around us. Ms. Fernandez said she looks forward to stepping into Mr. Burns' shoes and helping VTA reach its organizational goals.

Mr. Scanlon said attracting Ms. Fernandez to VTA was fantastic and she is an absolute star. She has a real good understanding of what goes on in Washington, D.C. and to have her in this region as a key partner is fantastic.

Director Tissier asked to adjourn today's meeting in memory of Bill Schumacher. He was a former police officer, councilmember and mayor of Daly City. He served on the San Mateo County Board of Supervisors and was a member and chair of the San Mateo County Transit District Board of Directors.

Director Nolan said it was Mr. Schumacher's idea to purchase this building. He said the SFMTA adjourned their meeting yesterday in his memory.

ACCEPTANCE OF STATEMENT OF REVENUES AND EXPENSES FOR JUNE 2013 (unadited)

Gigi Harrington, Deputy CEO, said the year ended with revenues over budget and savings on the expense side. There was a total surplus of \$11 million. Staff will be back to propose using about \$4 million for a potential purchase of additional rail cars, and allocate the remainder to the Fiscal Year 2015 budget. Ms. Harrington said the auditors have come and gone. They did additional testing based on questions raised recently and verbally reported everything is fine. She will have the final report at the January meeting.

A motion (Lloyd/Tissier) to accept the June 2013 (unaudited) statement was approved unanimously.

ACCEPTANCE OF STATEMENT OF REVENUES AND EXPENSES FOR SEPTEMBER 2013

Ms. Harrington said year-to-date September revenues are over budget by \$2.4 million and the year-to-date October fare revenue reflects \$2.6 million over budget. On the expense side there is about \$1.7 million in savings. Ms. Harrington said the JPB is going to receive about \$44,000 from the settlement related to the collapse of Lehman Brothers, bringing the total payout from Lehman Brothers to \$566,000. She said about \$1.4 million had to be written off. Ms. Harrington said fuel was \$2.99 per gallon last week and year to date is \$3.12 per gallon. The JPB received \$16,000 from the fuel hedge in October and has received a total of \$109,000.

A motion (Woodward/Deal) to accept the September 2013 statement was approved unanimously.

AUTHORIZE REAFFIRMING THE ANNUAL INVESTMENT POLICY AND AUTHORIZATION TO INVEST MONIES WITH THE LOCAL AGENCY INVESTMENT FUND

Ms. Harrington said this is the yearly reaffirmation of the policy and there are no changes to the policy.

A motion (Tissier/Lloyd) to reaffirm the annual Investment Policy and invest with the Local Agency Investment Fund was approved unanimously.

AUTHORIZE REJECTION OF ALL PROPOSALS FOR A PROJECT DELIVERY DIRECTOR FOR THE CALTRAIN MODERNIZATION PROGRAM

Ms. Harrington said staff is asking the Board to reject the two proposals received for the project delivery director for the CalMod Program. A group of both outside and internal staff evaluated the proposals. Staff is going to continue to explore options in terms of finding a director.

Public Comment

Roland Lebrun, San Jose, said there was nothing wrong with the Request for Proposal (RFP). The job description required extensive experience with international experience. He said the time has come for the JPB to review whether building the current owners team is the correct approach, or whether Caltrain should consider replacing the existing team with a world-class entity capable of delivering every aspect of the project on time and significantly below current budget estimates. Mr. Lebrun said he would recommend the Staff Coordinating Council reach out to Amtrak and ask them how they were able to secure the services of the United Kingdom's Network Rail for the Northeast Corridor Project.

A motion (Nolan/Tissier) to reject all proposals for a project delivery director for the Caltrain Modernization Program was approved unanimously.

AUTHORIZE REJECTION OF THE LOWEST MONETARY BID FROM CANADA TICKET, INC. AS NON-RESPONSIVE AND AWARD A CONTRACT TO PAPER SOLUTIONS, INC. TO PROVIDE TYPESETTING, PRINTING, AND DELIVERY OF THERMAL AND NON-THERMAL TICKET MEDIA FOR A TOTAL ESTIMATED COST OF \$142,840 FOR A TWO-YEAR TERM

Cheryl Cavitt, Director, Contracts and Procurement, said staff is requesting the Board reject the lowest monetary bid. Canada Ticket submitted their bidder's security on a business check. The solicitation indicated it was mandatory the check either be a cashier's check, certified check or some other form of official check. Ms. Cavitt said in Canada Ticket's protest they stated their business check was an official check in Canada, but staff's research proved otherwise. She said staff was concerned with the low number of proposals received, but this is a small niche in printing.

Director Kalra asked if this type of bid is very straightforward. Ms. Cavitt said under the rules of sealed bidding, the response has to conform to the requirements of the solicitation and there is no room for negotiations.

A motion (Tissier/Woodward) to reject the lowest monetary bid from Canada Ticket, Inc. as non-responsive, and award a contract to Paper Solutions, Inc. to provide typesetting, printing, and delivery of thermal and non-thermal ticket media for a total estimated cost of \$142,840 for a two-year term was approved unanimously.

ADOPTION OF CALTRAIN TITLE VI PROGRAM

Michelle Bouchard, Director, Rail Transportation, reported:

- Title VI is part of the Civil Rights Act of 1964 and ensures there is no discrimination under any program or activity receiving Federal funding on the grounds of race, color, or national origin.

- The FTA issued new requirements and guidelines on October 1, 2012. Caltrain has been submitting Title VI program reports for several cycles, but now Board approval is required. FTA regulates and monitors transit agencies that receive Federal funding in several areas, including Title VI.

Director Karla left at 10:57 a.m.

- The triennial report is due to the FTA on December 1.
- Title VI Submittal Requirements:
 - Public notice posted at headquarters, all Caltrain stations, and on Caltrain website
 - Complaint procedure established. There are no pending lawsuits or complaints
 - Non-elected committee members polled to encourage participation by minorities
 - Sub-recipient monitoring
 - Ensure that there are no facilities that are overly burdened in communities of minorities or low-income. In the last three years the JPB has not constructed any of these types of facilities.
- Public Participation Plan:
 - First formal submittal for Caltrain and discusses the strategies used to attain feedback for the Public Participation Plan
 - Provides information about outreach methods to engage minority and limited-English proficient populations, as well as summary of outreach efforts made since the last Title VI Program submission
- Language Assistance Plan outlines how language assistance will be provided to persons with limited-English proficiency and clearly identifies what language predominates the Caltrain service area. Spanish predominates the service area and there are nine other languages that have a significant representation.

Director Cohen left at 11:04 a.m.

- Service Standards and Policies were adopted by the Board in April 2013, following extensive public participation process. Monitoring analysis and findings reveal service is being delivered with no disparate impact
- Next steps:
 - Approved Program will be submitted to FTA by December 1, 2013
 - Staff will continue to monitor Title VI performance compared with the Title VI Program
 - The Title VI Program is a "Living Document" -- any changes or modifications to be brought before the Board as necessary

Director Nolan liked the idea of the Program being a living document. The SFMTA adopted their Title VI Program on November 5, and will be reviewing annually. Ms. Bouchard said following approval, staff will determine how the Program will be reviewed.

Director Nolan said he would like the Board to be updated on any changes.

A motion (Noland/Woodward) to adopt the Caltrain Title VI Program was approved unanimously.

LEGISLATIVE UPDATE

Federal Update

Seamus Murphy, Director, Government and Community Affairs, said the Budget Conference Committee continues to meet to seek a compromise. They have a deadline of December 13 to avoid triggering additional sequestration cuts on January 15.

Mr. Murphy said staff released a State Advocacy RFP last week for Board action early next year.

CORRESPONDENCE

No discussion.

BOARD MEMBER REQUESTS

None

DATE/TIME/PLACE OF NEXT MEETING

The next meeting will be Thursday, December 5, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070.

LEGAL COUNSEL REPORT

Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code 54956.9(a) City and County of San Francisco v. All Persons Claiming any Interest or Lien Upon the Real Property Described Herein San Francisco Superior Court Case No. CGC-13-531420

Adjourned to closed session at 11:10 a.m.

Reconvened at 11:16 a.m.

Mr. Miller said the Board met in closed session to receive a report from legal counsel and Brian Fitzpatrick, Manager, Real Estate and Property Development, on litigation pertaining to property the City and County of San Francisco has brought that is not JPB property, but nearby. He said this litigation involves property interests the city will acquire to effect a San Francisco project. Mr. Miller said staff is recommending the Board authorize a resolution of the litigation in which the Joint Powers Board will execute a quit claim deed affirming it has no interest in the land the City and County of San Francisco is seeking to acquire.

A motion (Nolan/Deal) to authorize the Executive Director to execute a quit claim deed affirming the JPB has no interest in property the City and County of San Francisco is seeking to acquire was approved unanimously.

Adjourned at 11:17 a.m. in memory of Bill Schumacher.

**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 2013**

In October 2013, Caltrain's average weekday ridership (AWR) was 51,741, which is an increase of 25 or 0.05 percent over October 2012 AWR of 51,716. The total number of passengers who rode Caltrain in October 2013 was 1,435,694, which is 0.5 percent more than in October 2012. However, it is important to note that ridership was unusually high in October 2012 as a result of the San Francisco Giants playoff games, World Series games, and victory parade, which resulted in approximately 112,000 additional riders. When total monthly ridership is compared without the additional Giants ridership in 2012, growth increases to 9.1 percent. This is also the first month when ridership is being compared against the same number of trains. Caltrain increased service to 92 trains on October 1, 2012.

On-time performance (OTP) for October 2013 was 92 percent, which is above the 82.9 percent OTP for October 2012. When trains arriving within 10 minutes of the scheduled arrival time are included, October 2013 OTP rises to 94.5 percent. Mechanical delays in October 2013 were 2,411 minutes. This is the highest total minutes of mechanical delay since Transit America Services started operations. Many of the late trains occurred on five days:

- October 7 had 12 late trains due to a vehicle on the tracks at Charleston Road.
- October 14 had 31 late trains as the result of a trespasser fatality. Southbound train 258 struck a trespasser at 4:22 p.m. north of Encinal Avenue in Menlo Park.
- October 23 had 16 late trains due to mechanical problems.
- October 21 had 22 late trains due to mechanical problems.
- October 28 had 19 late trains due to mechanical problems.

Looking at customer service statistics, there were 12.6 complaints per 100,000 passengers in October 2013. This is lower than the 26.6 complaints in October 2012 but above the average 11.5 complaints per 100,000 passengers for Fiscal Year 2013.

Shuttle ridership is down 26.6 percent compared with the same shuttles last year. However, when the Marguerite shuttles are removed, overall shuttle ridership decreased only 3.1 percent over October 2012. The Marguerite shuttles are continuing to have difficulty providing accurate ridership numbers, which accounts for much of

the decrease in ridership. For the station shuttles, the Millbrae-Broadway shuttle averaged 167 daily riders. The Belmont-Hillsdale shuttle averaged 72 daily riders. The weekend Tamien-San Jose shuttle averaged 74 riders per day.

Caltrain Promotions – October 2013

See Something – Say Something – The *See Something – Say Something* customer safety and security awareness campaign issued its 10th communication as part of the year-long program: *Don't place arms or other objects in train doors to prevent them from closing*. A new message is issued each month through conductor announcements, station electronic message signs, web posting (www.caltrain.com/seesomething) and social media, including Facebook, Google+ and Twitter.

Stanford Football – Football on The Farm continued to be exciting as the Stanford Cardinal won their two home games in October. Caltrain promoted its service to the Stanford Stadium station with banner ads and radio spots on Pandora, a news release, social media, web button and dedicated page on its website. Service information also was included in two Caltrain publications, *Track the Fun* and *Caltrain Connection*. In October, Caltrain transported 4,204 customers to the Stanford Stadium station, a 7 percent increase compared to last season. Because the Stanford station doesn't have a Clipper card tagging device or ticket machines, an unknown number of customers also used the Palo Alto Station.

San Jose Sharks – The San Jose Sharks had a great start to their season, winning all five home games. To promote the ease of taking Caltrain to the matches, Caltrain staff worked with the Sharks to promote train service to the center with onboard take ones and adcards. Staff also handed out adcards to fans on opening night. Caltrain promotions also included running banner ads and radio spots on Pandora, issuing a news release, posting information through social media and including information in *Track the Fun*. Caltrain carried an extra 1,788 customers for the five home games.

Partnership – The Caltrain Market Research and Development 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* started with information posted on Caltrain's *Track the Savings* webpage and *Track the Fun* brochure. As part of the partnership, Disney offered a \$5 discount for Caltrain ticket holders.

Prepared by: Rita P. Haskin, Executive Officer, Customer Service and Marketing 650.508.6248
Catherine David, Senior Operations Planner 650.508.6471

Table A

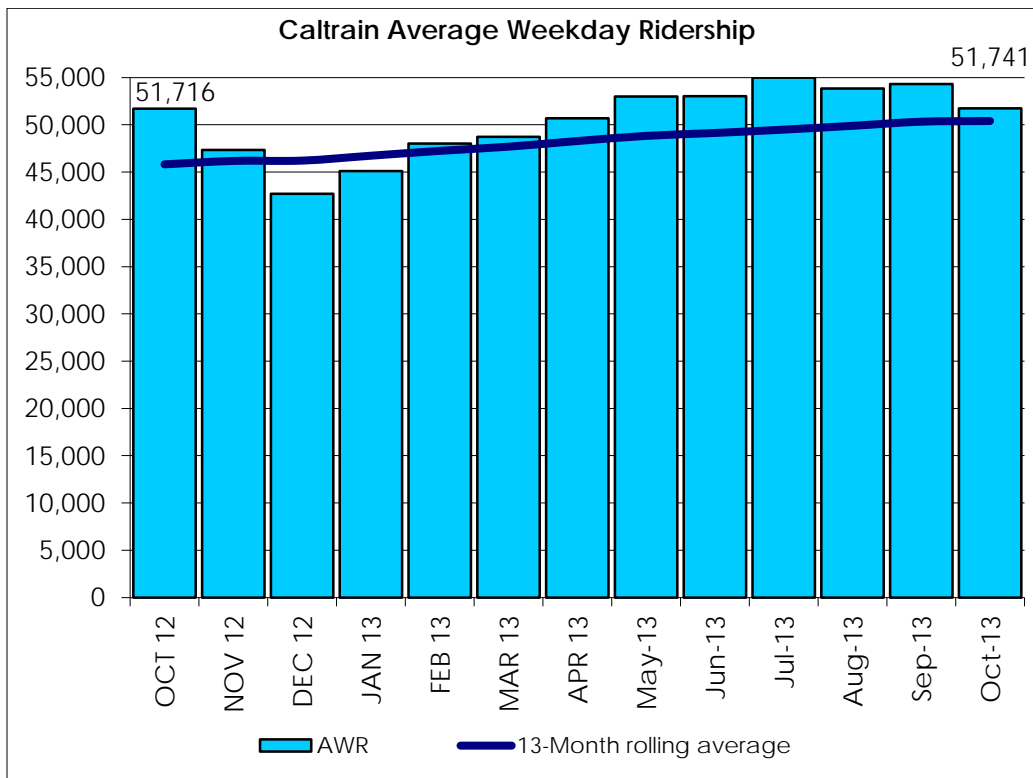
October 2013

	FY2013	FY2014	% Change
Total Ridership	1,428,466	1,435,694	0.5%
Average Weekday Ridership	51,716	51,741	0.05%
Total Farebox Revenue	\$6,409,705	\$6,158,615	-3.9%
On-time Performance	82.9%	92.0%	11.0%
Average Caltrain Shuttle Ridership	9,273	6,803	-26.6%

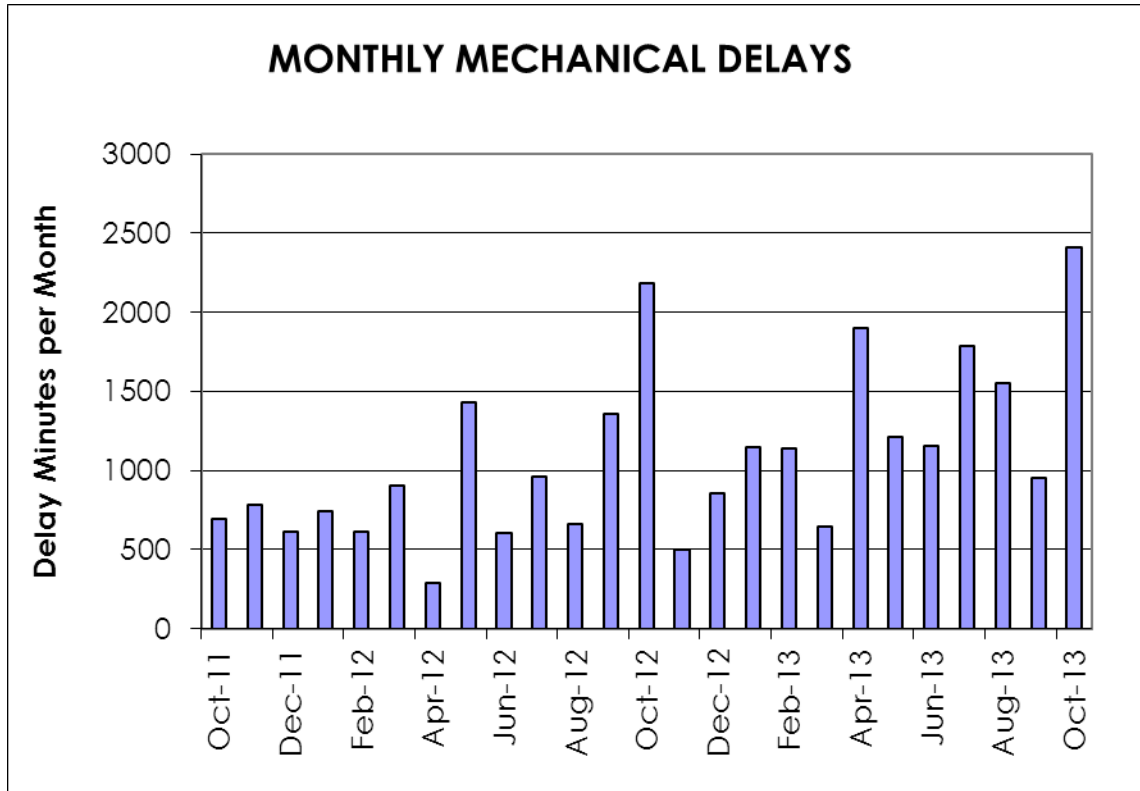
Year to Date

	FY2013	FY2014	% Change
Total Ridership	5,374,863	5,789,459	7.7%
Average Weekday Ridership	49,945	53,720	7.6%
Total Farebox Revenue	\$24,075,236	\$25,599,827	6.3%
On-time Performance	89.0%	91.1%	2.4%
Average Caltrain Shuttle Ridership	8,869	6,944	-21.7%

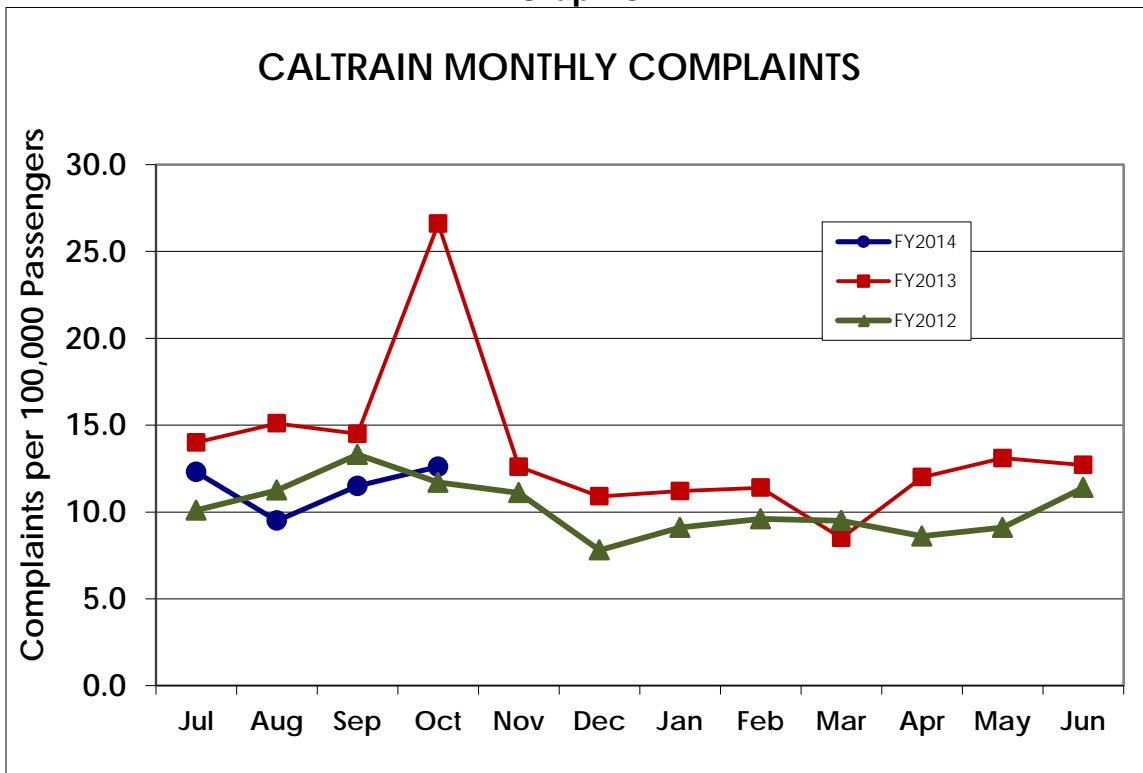
Graph A



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, 2013 AND SUPPLEMENTAL INFORMATION**

ACTION

Staff the Board of Directors accept and enter into the record the Statement of Revenue and Expense for the month of October 2013 and supplemental information.

SIGNIFICANCE

Revenue: For ~~September~~ October of Fiscal Year 2014, *Total Operating Revenue* (line 7) is \$2,882,035 or 11 percent **better** than budget. Within total operating revenue, *Farebox Revenue* (line 1) is \$2,751,040 or 12 percent **better** than budget. Compared to the prior year, *Total Operating Revenue* (line 7) is \$2,043,290 or 7.6 percent **higher**.

Expense: *Grand Total Expenses* (line 50) show a favorable variance of \$2,573,778 or 6.4 percent. *Total Operating Expense* (line 36) is \$1,956,774 or 5.7 percent **better** than budget. *Total Administrative Expense* (line 46) is \$616,990 or 10.7 percent **better** than budget.

Compared to prior year, *Grand Total Expenses* (line 50) are \$2,118,076 or 5.9 percent **higher**.

BUDGET IMPACT

There are no budget revisions for the month of October 2013.

Prepared By: Jeannie Chen, Senior Accountant 650.508.6259
Sheila Tioyao, Manager, General Ledger 650.508.7752

PENINSULA CORRIDOR JOINT POWERS BOARD**STATEMENT OF REVENUE AND EXPENSE****Fiscal Year 2014****October 2013**

									% 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	6,158,615	24,075,236	25,599,762	22,848,722	112.0%	66,070,569	66,070,569	38.7%	1
2	Parking Revenue	324,412	1,035,546	1,243,038	1,227,753	101.2%	3,652,330	3,652,330	34.0%	2
3	Shuttles	101,976	388,585	456,473	618,799	73.8%	1,722,636	1,722,636	26.5%	3
4	Rental Income	148,881	602,939	587,275	603,800	97.3%	1,816,920	1,816,920	32.3%	4
5	Other Income	215,222	934,427	1,193,475 (A)	898,913	132.8%	2,691,230	2,691,230	44.3%	5
6										6
7	TOTAL OPERATING REVENUE	6,949,105	27,036,733	29,080,023	26,197,988	111.0%	75,953,685	75,953,685	38.3%	7
8										8
CONTRIBUTIONS:										
9	AB434 Peninsula & TA Shuttle Funding	173,673	708,688	650,616	703,312	92.5%	2,109,948	2,109,948	30.8%	9
10	Operating Grants	523,993	1,770,328	2,095,971	2,300,083	91.1%	11,287,914	11,306,789	18.5%	10
11	JPB Member Agencies	1,435,963	11,166,666	5,743,853	5,743,850	100.0%	17,231,549	17,231,549	33.3%	11
12	Other Sources				5,425,879	0.0%	13,390,000	13,390,000	0.0%	12
13										13
14										14
15	TOTAL CONTRIBUTED REVENUE	2,133,629	13,645,682	8,490,440	14,173,123	59.9%	44,019,411	44,038,286	19.3%	15
16										16
17	GRAND TOTAL REVENUE	9,082,734	40,682,416	37,570,463	40,371,111	93.1%	119,973,096	119,991,971	31.3%	17
18										18
19										19
EXPENSE										
OPERATING EXPENSE:										
20	Rail Operator Service	5,727,001	20,170,033	21,296,247	21,500,000	99.1%	64,500,000	64,500,000	33.0%	20
21	Rail Operator Service - Other	-	285,000	-	-	0.0%	-	-	0.0%	21
22	Security Services	217,608	880,293	1,326,929	1,496,648	88.7%	4,519,944	4,519,944	29.4%	22
23	Rail Operator Extra Work	(254,200)	39,968	(254,200) (B)	51,840	-490.4%	155,500	155,500	-163.5%	23
24	Contract Operating & Maintenance	5,690,410	21,375,295	22,368,976	23,048,488	97.1%	69,175,444	69,175,444	32.3%	24
25	Shuttles (incl Peninsula Pass)	351,329	1,260,352	1,331,105	1,591,364	83.6%	4,774,107	4,774,107	27.9%	25
26	Fuel and Lubricants	1,031,374	5,178,884	5,073,246	5,942,699	85.4%	17,828,097	17,828,097	28.5%	26
27	Timetables and Tickets	12,679	46,971	42,509	44,833	94.8%	155,000	155,000	27.4%	27
28	Insurance	524,836	1,639,319	1,977,856	1,978,325	100.0%	5,470,000	5,470,000	36.2%	28
29	Facilities and Equipment Maint	129,004	492,988	581,717	618,343	94.1%	1,814,975	1,841,850	31.6%	29
30	Utilities	133,564	561,674	568,252	608,713	93.4%	1,826,540	1,826,540	31.1%	30
31	Maint & Services-Bldg & Other	37,921	395,428	359,474	427,143	84.2%	1,323,880	1,323,880	27.2%	31
32										32
33										33
34										34
35										35
36	TOTAL OPERATING EXPENSE	7,911,116	30,950,911	32,303,136	34,259,910	94.3%	102,368,043	102,394,918	31.5%	36
37										37
ADMINISTRATIVE EXPENSE										
38	Wages and Benefits	499,553	1,675,087	2,185,985	2,409,382	90.7%	6,811,835	6,608,667	33.1%	38
39	Managing Agency Admin OH Cost	384,579	1,212,100	1,471,860	1,672,662	88.0%	5,017,987	5,017,987	29.3%	39
40	Board of Directors	800	2,528	2,539	3,300	76.9%	11,700	11,700	21.7%	40
41	Professional Services	140,263	901,438	846,734	971,006	87.2%	2,764,323	2,906,630	29.1%	41
42	Communications and Marketing	10,891	39,108	29,855	32,667	91.4%	122,500	122,500	24.4%	42
43	Office Expense and Other	105,302	530,460	589,612	654,559	90.1%	1,773,833	1,826,694	32.3%	43
44										44
45										45
46	TOTAL ADMINISTRATIVE EXPENSE	1,141,389	4,360,721	5,126,586	5,743,576	89.3%	16,502,178	16,494,178	31.1%	46
47										47
48	Long Term Debt Expense	91,892	367,625	367,610	367,625	100.0%	1,102,875	1,102,875	33.3%	48
49										49
50	GRAND TOTAL EXPENSE	9,144,397	35,679,257	37,797,333	40,371,111	93.6%	119,973,096	119,991,971	31.5%	50
51										51
52	NET SURPLUS / (DEFICIT)	(61,663)	5,003,159	(226,870)	-	0.0%	-	-	0.0%	52

"% 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.

(A) Unbudgeted recovery payout from Lehman Brothers bankruptcy.

(B) Reversal of Prior year accrual.



PENINSULA CORRIDOR JOINT POWERS BOARD

INVESTMENT PORTFOLIO

AS OF OCTOBER 31, 2013

TYPE OF SECURITY		MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (Restricted)	*	Liquid Cash	0.266%	\$ 2,000,000	\$ 2,000,000
Local Agency Investment Fund (Unrestricted)	*	Liquid Cash	0.266%	25,970,343	25,970,343
County Pool (Unrestricted)	**	Liquid Cash	0.630%	20,592,229	20,592,229
Other (Unrestricted)		Liquid Cash	0.000%	856,138	856,138
				\$ 49,418,709	\$ 49,418,709
Accrued Earnings for October, 2013		\$ 16,776.29			
Cumulative Earnings FY2014		\$ 71,074.58			

* 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 30 each fiscal year.

** County Pool average yield for the month ending October 31, 2013 was 0.630%. As of October, 2013 the amortized cost of the Total Pool was \$2,864,540,660.82 and the fair market value per San Mateo County Treasurer's Office was \$2,868,727,926.28.

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: Rita P. Haskin
Executive Officer, Customer Service and Marketing

SUBJECT: **ADOPTION OF REVISED CODIFIED TARIFF, ADOPTION OF FINDINGS FOR A STATUTORY EXEMPTION UNDER CEQA, AND APPROVAL OF ASSOCIATED TITLE VI EQUITY ANALYSIS**

ACTION

The Staff Coordinating Council (SCC) recommends the Board:

1. Adopt a revised Codified Tariff (Exhibit A) that:
 - Provides a 10 percent discount to fare-paying groups of 25 or more that pre-purchase tickets through the Caltrain Group Travel Program
 - Allows universities and other employers purchasing Go Pass annual passes to include all of their employees (including those that work less than 20 hours per week) and interns
 - Expands the annual Go Pass Program to include residential complexes, includes additional non-substantive clarifications and minor changes (e.g., removing references to the previously discontinued 10-ride ticket, permitting Go Pass holders to purchase monthly parking, and updating references to HP Pavilion to refer to SAP Center).
2. Adopt findings necessary for application of a statutory exemption under the California Environmental Quality Act (CEQA).
3. Consider and approve the Title VI equity analysis for the adoption of the Caltrain Group Travel Program (Exhibit B).

The changes to the Codified Tariff would take effect January 1, 2014.

SIGNIFICANCE

The adoption of the Codified Tariff changes will allow Caltrain to attract additional customers particularly during the off-peak, when most groups travel; expand the use of the Go Pass program to include more employees, as well as residents of multi-unit housing complexes; and make additional minor or non-substantive changes, such as permitting Go Pass holders to purchase monthly parking passes.

BUDGET IMPACT

The budget impact is expected to be neutral or slightly positive as the Group Travel Discount and Go Pass programs draw more groups and individual passengers to Caltrain, particularly during off-peak travel times.

BACKGROUND

The inclusion of a discount for groups that pre-purchase tickets, such as school field trips, would codify a program that is currently a pilot project that expires later this month. Since the pilot program began in July 2012, 239 groups with 15,921 people have pre-purchased tickets to travel on Caltrain. Feedback from the groups has been very positive. Providing a discount for pre-purchased tickets also minimizes potential delays caused when large groups attempt to purchase tickets while waiting for the train.

The Go Pass is an annual pass available to universities and other employers for their students and employees. The Go Pass provides unlimited travel on Caltrain for \$165 per year per Go Pass holder, with a \$13,750 annual minimum per participating university or other employer. Expanding the annual Go Pass Program to allow companies the option of including their interns and employees who work less than 20 hours per week, and expanding the program to include residential complexes, will allow Caltrain to attract more customers.

Staff conducted an extensive public outreach program to notify customers and the community of the proposed changes and to solicit their input. Using tools included in the Caltrain Public Participation Plan and Language Assistance Plan, the notification process included four community outreach events (Palo Alto, San Carlos, Millbrae and San Francisco), mailings to current companies participating in the Go Pass Program, messages sent to groups that participated in the pilot Group Travel Program, a news release, bilingual (English and Spanish) onboard and station notices, Facebook and Twitter postings, a presentation to the Caltrain Citizens Advisory Committee and a communication sent to community-based organizations. Information regarding the proposal was posted to the Caltrain website, which allows readers to translate it into dozens of languages. Customers and the public were able to provide input at the community outreach events, via a unique e-mail address, through the postal service, and with a call to the Customer Service Center.

An equity analysis of the Group Travel Program has been prepared to assess the potential effects on minority and low-income populations. The analysis is consistent with the Board-adopted policies on Title VI of the Civil Rights Act of 1964 and finds that the associated amendment to the Codified Tariff would result in no disparate adverse impact on minority passengers nor impose a disproportionate burden on low-income passengers.

Prepared by: Rita P. Haskin, Executive Officer, Customer Service and Marketing 650.508.6248

Adopted – May 6, 1992

Last Revised – ~~July 1, 2011~~ December 5, 2013

Effective – ~~July 1, 2012~~ January 1, 2014

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

* * *

**PENINSULA COMMUTE SERVICE (“CALTRAIN”)
CODIFIED TARIFF**

This tariff covers the sale of tickets, along with parking and bike locker fees, between San Francisco and Gilroy, California, and the intermediate stations on the Peninsula Commute Service ("Caltrain") right of way. For fares, refer to Chart "A." For parking fees, refer to Chart "B."

I. FARE CATEGORIES

A. FULL FARE

Full fares will apply to all customers 18 years of age or older except those who qualify for an Eligible Discount ticket. Fares published in this tariff are Full fares, except as otherwise shown herein for Eligible Discount fares.

B. ELIGIBLE DISCOUNT FARE

1. Qualifying customers for the Eligible Discount Fare shall pay one-half of the Full Fare, rounded down to the nearest \$0.25 increment. A customer may qualify for the Eligible Discount Fare by meeting or possessing one of the requirements below. Proof of age or appropriate identification may be necessary when ticket is requested by the conductor or fare inspector.
 - a. 65 years of age or older.
 - b. 17 years or younger.
 - c. Current Disabled Person Placard Identification Card issued by the California State Department of Motor Vehicles (DMV).
 - d. Medicare Card.
 - e. Regional Transit Connection (RTC) Discount Card, including Clipper cards that are designated as RTC Discount Cards. An RTC Discount Card marked with an attendant symbol indicates that the person with a disability may be accompanied by an attendant, who also will be eligible for the Eligible Discount Fare. Such attendant is not eligible for a discount fare when not accompanying the person with a disability and will not be issued an RTC Discount Card.

- f. Valid transit discount card issued by another California transit agency, which is equivalent to the Regional Transit Connection Discount Card.

C. SWORN PEACE OFFICERS

Uniformed and non-uniformed, sworn peace officers are allowed to ride any Caltrain trip without paying a fare subject to showing the proper identification.

D. CHILDREN FOUR YEARS OF AGE OR YOUNGER

A child four years old or younger accompanied by a paying adult may ride Caltrain free of charge.

E. SPECIAL PROMOTIONAL FARES

From time to time, the Executive Director may authorize the establishment of special or promotional fares.

F. GROUP TRAVEL DISCOUNT

A 10 percent discount on regular cash fares will be provided to fare-paying groups of 25 or more that pre-purchase through the Caltrain Group Travel program.

II. TICKET TYPES

Tickets will be honored for transportation on trains operated by the Peninsula Corridor Joint Powers Board (JPB) on the Caltrain service between San Francisco and Gilroy.

A. ONE-WAY TICKET

Valid for use within four hours of the date and time sold. One-way tickets will be honored for one-way passage away from the point of origin, including stopovers/transfers, within the zone limits.

B. DAY PASS

Valid for use through the last train on the service day on which sold. Day passes will be honored for unlimited travel within zone limits.

C. 8-RIDE TICKET

Valid for use for thirty days from the date sold and will expire at 2:00 a.m. on the day after the validity period ends. 8-ride tickets will be honored for eight one-way rides away from the point of origin within the zone limits. Purchasers of a single 8-ride Ticket are eligible to purchase a monthly parking permit.

Each one-way trip on an 8-ride Ticket is limited to use within four hours of the date and time validated by a platform Card Interface Device (CID) before boarding the train for each trip. The Clipper 8-ride Ticket also must be tagged at the CID at the alighting platform to properly account for the number of zones traveled for each trip.

D. 10-RIDE TICKET

~~Valid for use for sixty days from the date sold and will expire at 2:00 a.m. on the day after the validity period ends. 10-ride tickets will be honored for ten one-way rides away from the point of origin within the zone limits. Purchasers of 10-ride tickets have the option to purchase a monthly parking permit.~~

~~Each one-way trip on an 10-ride Ticket is limited to use within four hours of the date and time validated by a platform Card Interface Device (CID) before boarding the train for each trip. The Clipper 10-ride Ticket also must be tagged at the CID at the alighting platform to properly account for the number of zones traveled for each trip.~~

~~[Note: The 10-Ride Ticket is not available for purchase or use at this time.]~~

EF. MONTHLY PASS

Valid for use for the calendar month for which issued. Monthly passes will be honored for unlimited weekday trips between zones indicated on the ticket. On Saturdays, Sundays and holidays, the pass will be honored for unlimited trips between all zones. Purchasers of ~~monthly~~ Monthly passes are eligible to purchase a monthly parking permit.

FG. ZONE UPGRADE TICKET

Valid for use within four hours of the date and time sold. Zone Upgrade tickets are valid only when accompanying a ~~monthly~~ Monthly pass ~~Pass~~ or a valid paper One-way Ticket or Day Pass, and cannot be used alone. The Zone Upgrade Ticket will be honored for one-way passage for additional zones purchased beyond the original ticket's zone limits. The Zone Upgrade Ticket's validity period does not supercede the original ticket's validity period.

GH. GO PASS

Valid for use within the calendar year for which issued. The Go ~~o~~ Pass is an annual transit pass sold to universities and ~~companies~~ other employers for all of their students and/or employees that work more than 20 hours per week, with an option to have employees that work 20 hours or less per week and interns participate ~~full-time employees and/or students~~. The pass also is sold to residential complexes for all residents aged five years and older. The pass is a sticker affixed to a valid university, company ~~other employer~~ or residential complex-issued ~~university~~ photo identification card. The price of the pass is \$165 per year and ~~is will be~~ honored for unlimited trips between all zones. The minimum participation amount is \$13,750 per university, other employer or residential complex per year. Go Pass participants are eligible to purchase a monthly parking permit.

HI. CLIPPER[®] (~~previously TRANSLINK[®])~~

Valid for use on Caltrain. The Clipper card is a transit fare payment card issued and administered by the Metropolitan Transportation Commission (MTC) that ~~is will~~ eventually be valid for use on ~~all~~ public transit services throughout the San Francisco Bay Area. There may be fees and a cash minimum associated with the use of a Clipper card. Such fees and cash minimums, if any, will be set by the MTC.

III. DESCRIPTION OF ZONES

The zone designations for Caltrain service are shown on Chart "A."

IV. RATES OF FARE

The rates of fare for Caltrain service are shown on Chart "A."

V. GENERAL CONDITIONS

A. CONDITIONS OF USE

Tickets and passes are nontransferable. Tickets mutilated, altered or changed in any way, or used in any other manner than in accordance with the provision of this tariff shall be forfeited.

B. ENFORCEMENT

Passengers must have a valid ticket before boarding to ride Caltrain. Fares will be enforced by a Proof-of-Payment system as adopted and amended from time to time by the JPB. Proof of fare payment must be carried at all times while on Caltrain and must be presented for inspection upon request. Passengers without a valid ticket are subject to written warnings and citations with monetary penalties as authorized by California law.

C. STOPOVERS/TRANSFERS

Stopovers and transfers are permitted within zones indicated on tickets provided travel is completed within the ticket's validity period. For One-way tickets and each trip on 8-ride tickets, ~~and 10-ride tickets~~, travel can only continue and be completed in the original direction of travel. One-way tickets and each trip on 8-ride ~~and 10-ride~~ tickets cannot be used to reverse direction.

D. DELAYS

When a customer holding a valid ticket is delayed because of washout, wreck or other obstruction to tracks, public calamity, an act of God or of the public enemy so that the validity period of a passenger's ticket has expired, such ticket's validity may be extended by the conductor or fare inspector to the extent of such delay.

E. REFUNDS

1. One-way, Day Pass, 8-ride, ~~10-ride~~, and Zone Upgrade Tickets and Parking Permits

These tickets and parking permits are not subject to refund.

2. Go Θ Passes

JPB shall refund the pro-rated portion of the fee paid by the participating agency (equivalent to the number of unused months), less an administration fee, within 30 days of the termination date, provided that within 10 working days of the effective termination date all undistributed Go Θ passes issued to participating agency are returned to JPB and participating agency verifies in writing that it has made every good faith effort to collect or destroy all Go Θ passes that have been distributed.

3. Monthly Passes

Unused Monthly passes returned for refund prior to the date the passes first become valid for passage will be refunded for the full fare paid.

Monthly passes returned for a refund during the validity period will be refunded for the difference between the full fare paid and the value of the transportation furnished. The value of transportation furnished will be considered to be the value of two one-way fares per weekday up to the date the pass is surrendered for refund.

VI. MISCELLANEOUS

A. PARKING AT CALTRAIN STATIONS

1. Fees

Chart “B” reflects the parking fees at the Caltrain stations north of the Tamien Caltrain Station for each automobile or motorcycle. (Higher rates are charged at the San Jose Diridon Station during ~~HP Pavilion~~ [SAP Center](#) events and other selected stations during evenings.) From time to time the Executive Director may reduce or increase parking fees at individual stations in response to system needs and patterns, customer demand, and market considerations, provided the fees do not exceed \$5 per day and \$50 per month. Any such adjustments implemented by the Executive Director will be reflected in Chart “B” depicting the Caltrain Parking Fee Structure.

2. Waived Fees

The parking fee will be waived for any person with a disability whose vehicle displays a permanent disabled California license plate or parking placard issued by the California State Department of Motor Vehicles (DMV).

3. Parking Regulations

The use of Caltrain parking facilities shall be in accordance with Peninsula Corridor Joint Powers Board rules and regulations. Caltrain parking rules are posted in each paid parking lot.

B. BICYCLE LOCKER FEES

Bicycle lockers are available at certain stations for rent for \$5.50 per month paid in six-month increments. A key deposit of \$25 is refundable when the key is returned.

C. CHARTER POLICY

1. Minimum Charge

\$5,000 per round-trip in one calendar day (4:00 a.m. to 3:59 a.m.), assuming the use of one crew for up to 12 hours to cover trip planning, staff time, legal agreements, and Base Train service costs.

2. Cost Basis

Charter sponsors will pay by the train mile for all revenue miles on their trip. The current rate is about \$47.50 per train mile and is based on data contained in JPB’s National Transit Database (NTB) submittal (formerly Section 15). The rate includes all operating cost items except depreciation and rent. JPB staff will adjust the rates within a +/-10 percent limit annually based on JPB’s NTB submittal. The rate is sufficient to cover deadheading costs, if any.

3. Train Size Basis

The Base Train will be one locomotive and five cars (two cab cars). JPB will charge an additional flat fee of \$500 per trailer car, \$525 per cab car, \$810 per locomotive (use of second engine will be determined between JPB and sponsor depending on scheduling and cost issues.) These fees will be subject to periodic administrative adjustment.

4. Unique Costs

Any extraordinary costs (such as decorations, security, and Union Pacific Trackage/Pilot fees) will be borne by the sponsor.

5. Insurance

Charter train arrangements will conform to any changes in JPB's annual insurance program, and trips operated will not exceed JPB's annual program limits.

VII. INTERAGENCY FARE MEDIA

A. SAN FRANCISCO MUNICIPAL TRANSPORTATION AGENCY (MUNI) MONTHLY PASS ADD-ON

Caltrain Monthly Pass customers can purchase a Muni Monthly Pass through Clipper sales venues when purchasing a Caltrain Monthly Pass. This Muni Monthly Pass provides unlimited rides on all Muni buses and light rail. It is not accepted on cable cars. The price of the Muni Monthly Pass is set by Muni.

PENINSULA CORRIDOR JOINT POWERS BOARD



**Title VI
Equity Evaluation
Proposed Codified Tariff Change 2013:
Group Travel Discount**

November 2013

CALTRAIN

Title VI

Equity Evaluation

Proposed Codified Tariff Change – 2013

As a federal grant recipient, the Peninsula Corridor Joint Powers Board (JPB), which operates rail service in San Mateo, San Francisco, and Santa Clara Counties under the name Caltrain, is required to maintain and provide to the Federal Transit Administration (FTA) information on its compliance with Title VI regulations. At a minimum, the JPB must conduct periodic compliance assessments to determine whether its services are provided in a nondiscriminatory manner consistent with the law. Normally, the JPB performs a self-assessment every three years, or when it undertakes a significant service change or any fare change.

In accordance with FTA Circular 4702.1B, grantees must evaluate all fare changes to determine whether those changes have a discriminatory impact. A disproportionately high and adverse effect is one that (1) is predominately borne by a minority population and/or low-income population, or (2) will be suffered by the minority population and/or low-income population and is appreciably more severe or greater in magnitude than the adverse effect that will be suffered by the non-minority population and/or non-low-income population.

The JPB adopted its policies related to Major Service Change, Disparate Impact, and Disproportionate Burden (together, "Title VI Policies") on April 4, 2013 by Resolution 2013-21.

The JPB Title VI Policies define a major service change as one or both of the following:

- An adjustment of service that equates to a reduction of or addition of 25 percent or more in total revenue train miles per day for the service day of the week (weekday, Saturday or Sunday) for which the change is made.
- A greater than 50 percent reduction or increase in the number of stops at a station per day for the service day of the week (weekday, Saturday or Sunday) for which the change is made.

The Disparate Impact Policy established a threshold of 10% for determining when the cumulative effects of a major service change or a fare adjustment disproportionately negatively affect minority populations compared to non-minority populations. The policy sets the same threshold for determining whether the benefits of a change – e.g., use of a new discount – will be enjoyed disproportionately by non-minority populations as compared to minority populations.

The JPB Disproportionate Burden Policy operates in a parallel fashion, and uses the same 10% threshold, but applies it to low-income (rather than minority) populations.

The FTA requires transit agencies to seek public input before Board adoption of Title VI Policies. Staff for the JPB held four community meetings in the Caltrain service area to discuss the proposed policies and seek public input prior to adoption of the policies. The meetings were held in Gilroy, Mountain View, San

Carlos and the Bayview district of San Francisco. At the recommendation of JPB Directors, staff also conducted additional outreach with community-based organizations in San Francisco and Santa Clara Counties. The public was also notified that comments were accepted on the proposed policies through the mail, telephone and a dedicated e-mail address (TitleVI@caltrain.com). The policy proposals and presentations on Title VI were also taken to the JPB's Board of Directors and Citizens Advisory Committee in the months leading up to the Board's adoption of the Title VI Policies.

More information regarding the JPB's Title VI policies and standards can be found here: <http://www.Caltrain.com/riderinformation/TitleVI.html> .

GROUP TRAVEL DISCOUNT PROGRAM

At this time, the JPB is considering adding the Group Travel Discount to the Caltrain Codified Tariff. The Group Discount Program has been in effect on a trial basis for nearly 18 months and has proven popular among groups looking to secure a discount on travel onboard regularly scheduled Caltrain rail service. Caltrain offers group travel discounts for people who wish to take transit in groups of 25 or more fare-paying customers. The discount allows groups to purchase tickets in advance at 10 percent off the cash fare. Groups interested in applying the discount on trip fares must obtain and complete an application form, which is widely available to all groups on the agency's website or via the Caltrain Customer Service Center through a toll-free 800 number.

Since its inception, the program has been used primarily by school-based groups, but the program is open to anybody organizing a group of 25 or more persons. Groups seeking to participate must fill-out and submit a request form at least nine business days in advance of their desired travel date. Upon application approval, the fares are paid in advance, ensuring that large groups do not have to worry about organizing payment through station ticket machines. The groups simply show up at the station and board the train.

Based on staff's analysis, the inclusion of the Group Travel Discount Program within Caltrain's Codified Tariff would not have a disproportionately adverse effect on minority or low-income riders, nor disproportionately benefit non-minority or non-low-income riders, based on the demographic information for the groups which have used the program to date. It is unknown if the Group Travel Discount Program will result in a net increase or decrease in system-wide passenger fares given it may drive additional ridership. The alternative to making the Group Travel Discount Program permanent would be to eliminate the program.

The regular Day Pass is \$10 for adults and \$5 for youth traveling within 2 zones. With the 10 percent reduction of the Group Travel Discount, fares become \$9 for adults and \$4.50 for youth. The average size of a group using the discount is 66 riders, with an average of 35 adults and 31 youth. The average total cost of a trip with the discount is \$523.06. Without the group travel discount, this average total cost is \$581.18. The average group saves roughly \$58.12.

GROUP TRAVEL DISCOUNT PROGRAM ANALYSIS

EQUITY EVALUATION OF PROPOSED CHANGES

In this case, Caltrain staff has found that the proposal to include the Group Travel Discount program – currently a pilot program – within Caltrain’s Codified Tariff would **not** have a discriminatory impact on minority populations nor impose a disproportionate burden on low-income populations, and the new discounted fare mechanism would provide a **benefit** to all riders, especially for those in protected classes.

METHODOLOGY

The methodology developed to analyze the impact the proposed Group Travel Discount Program would have on minority and low-income populations included the following steps:

1. Defining the term low-income to mean those riders whose self-reported household income falls below \$30,000 per annum.
2. Defining the term “minority” to mean those who self-identify as any ethnicity other than “white” alone.
3. Analyzing data from the 2010 Caltrain system-wide onboard customer survey for low-income and minority populations to represent system-wide data.
4. Surveying the groups that participated in the Group Travel Discount pilots.
5. Utilizing demographic data from survey respondents to compare the demographic makeup of current users of the program to overall system riders.

USAGE OF GROUP TRAVEL DISCOUNT

The 2010 Caltrain system-wide on-board survey found that 52 percent of Caltrain riders are minorities and 14 percent of riders are from low-income households (earning less than \$30,000 a year). The average group size using the Group Travel Discount is 99 people, with the largest group having 800 people. Approximately 56 percent of riders that have made use of the Group Travel Discount come from minority backgrounds and 25 percent come from low-income households. Exhibit 1 compares these numbers side by side.

Exhibit 1: Income and Minority Makeup of Caltrain Riders (System) vs. Group Travel Discount Riders

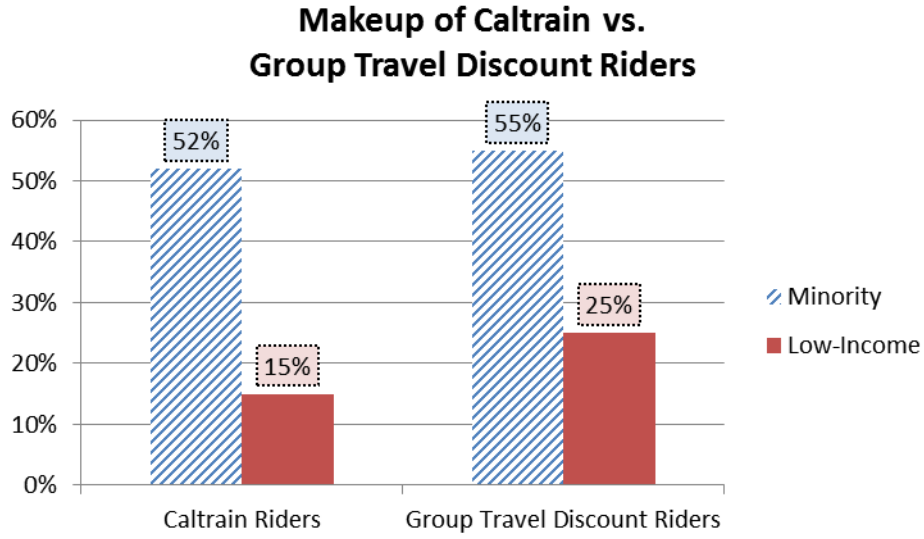


Exhibit 2 displays the minority and non-minority demographics of groups that use the Group Travel Discount. There were several groups with significantly greater percentages of minority riders as compared to non-minority riders. Exhibit 3 displays Exhibit 2’s data, condensed in bar chart form. There tends to be more groups with a large percentage of minority riders. Three groups were comprised of 100 percent minority riders: Aragon High School, the Tenderloin After-School Program, and Asian Women’s Resource Center.

Exhibit 2: Minority and Non-Minority Makeup of Groups Using Group Travel Discount

Group	% Minority	% Non-Minority
Albany High School	50	50
Aragon High School	100	0
Asian Women's Resource Center	100	0
Boy Scouts of America	20	80
Bridges Academy	99	1
Carlmont High School	60	40
Carlmont High School	50	50
Children's School HUMC	45	55
City Of Millbrae - Recreation Department	50	50
Clarendon Elementary School	67	33
Eaton Elementary School	95	5
El Camino High School	75	25
Engagement Party	60	40
Family	5	95
Family Connections - Parent-Ed Preschool Program	99	1
Fun Travel Services	50	50
German International School of Silicon Valley	5	95
Hawk Ridge Systems	60	40
Hillsdale High School	40	60

Group	% Minority	% Non-Minority
Hillsdale High School Special Education Department	30	70
Homestead High School Law Classes and Future Business Leaders of America	75	25
Kennedy Middle School	40	60
Kiddiegarden Preschool	90	10
Kirk House Preschool	20	80
Lowell High School	10	90
McKinley School	50	50
Menlo Atherton High School	50	50
Menlo College	98	2
Most Holy Trinity School	99	1
Mountain View High School AVID Program	90	10
Nimitz Elementary School	50	50
Notre Dame High School	82	18
Notre Dame High School, Belmont	40	60
Orion Elementary School	40	60
Our Lady of Angels in Burlingame	80	20
Palantir	50	50
Responsys	25	75
Rooftop School	50	50
Sacred Heart School	25	75
San Carlos Charter Learning Center	35	65
San Francisco Unified School District	94	6
SCCLC	80	20
SFUUSD	40	60
Spring Valley Elementary School	80	20
Sunnybrae Elementary	85	15
Symantec Corporation	30	70
Temmerman, Cilley & Kohlmann, LLP	10	90
Tenderloin After-School Program	100	0
Twin Pines Summer Day Camp	40	60
Valley Christian Elementary School	22	78
Washington Elementary School	25	75
Wells Fargo Home Mortgage	92	8
Average	57	43

Exhibit 3: Minority & Non-Minority Percentage of Group Travel Discount Users

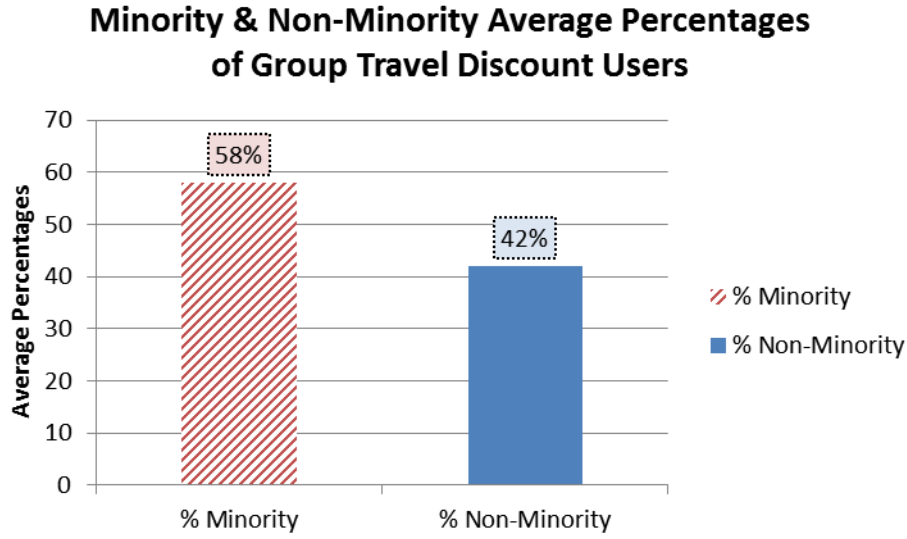


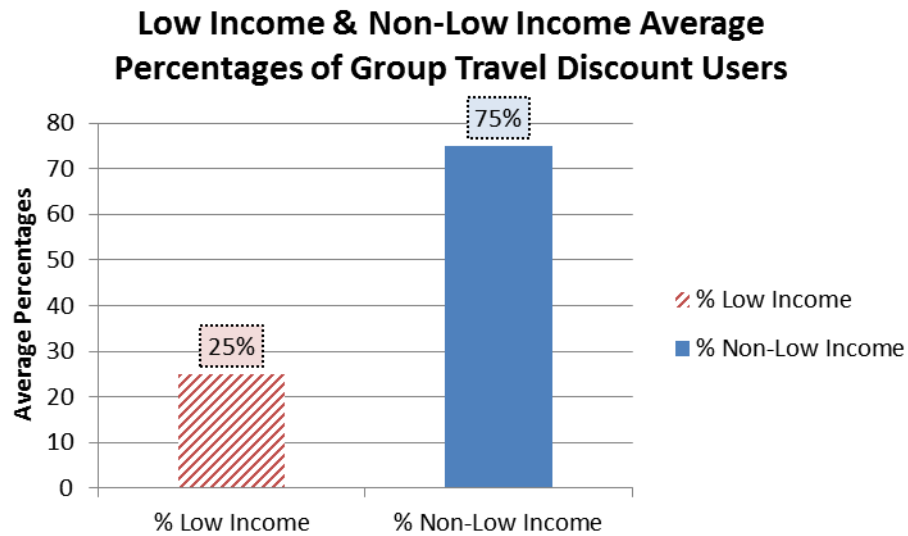
Exhibit 4 displays the low-income and non-low-income demographics of groups that use the Group Travel Discount. There is a greater difference in the makeup of the two demographics, with significantly more groups with a majority of non-low income riders using the program. There are several groups with 100 percent non-low-income riders. Exhibit 5 displays Exhibit 4’s data, in condensed bar chart form.

Exhibit 4: Low Income and Non-Low-Income Makeup of Groups Using Group Travel Discount

Group	% Low Income	% Non-Low Income
Albany High School	4	96
Aragon High School	75	25
Asian Women's Resource Center	80	20
Boy Scouts of America	0	100
Bridges Academy	85	15
Carlmont High School	20	80
Carlmont High School	15	85
Children's School HUMC	0	100
City Of Millbrae - Recreation Department	5	95
Clarendon Elementary School	10	90
Eaton Elementary School	3	97
El Camino High School	28	72
Engagement Party	0	100
Family	10	90
Family Connections - Parent-Ed Preschool Program	80	20
Fun Travel Services	5	95
German International School of Silicon Valley	0	100
Hawk Ridge Systems	0	100
Hillsdale High School	15	85
Hillsdale High School Special Education Department	50	50
Homestead High School Law Classes and Future Business Leaders of America	50	50

Group	% Low Income	% Non-Low Income
Kennedy Middle School	0	100
Kiddiegarden Preschool	40	60
Kirk House Preschool	0	100
Lowell High School	45	55
McKinley School	10	90
Menlo Atherton High School	10	90
Menlo College	98	2
Most Holy Trinity School	50	50
Mountain View High School AVID Program	70	30
Nimitz Elementary School	60	40
Notre Dame High School	0	100
Notre Dame High School, Belmont	1	99
Orion Elementary School	1	99
Our Lady of Angels in Burlingame	0	100
Palantir	0	100
Responsys	0	100
Rooftop School	40	60
Sacred Heart School	0	100
San Carlos Charter Learning Center	2	98
San Francisco Unified School District	70	30
SCCLC	0	100
SFUSD	60	40
Spring Valley Elementary School	5	95
Sunnybrae Elementary	60	40
Symantec Corporation	0	100
Temmerman, Cilley & Kohlmann, LLP	8	92
Tenderloin After-School Program	95	5
Twin Pines Summer Day Camp	10	90
Valley Christian Elementary School	30	70
Washington Elementary School	1	99
Wells Fargo Home Mortgage	0	100
Average	25	75

Exhibit 5: Low Income & Non-Low-Income Percentage of Group Travel Discount Users



Even though the proportion of non-low-income riders using the program is greater than the proportion of low-income riders, there are still a greater number of low-income riders using the program in comparison with low-income Caltrain riders as a whole.

SUMMARY

A slightly greater percentage of low-income and minority riders use the Group Travel Discount in comparison to the two respective populations riding Caltrain in general, though these percentages remain consistent overall. The usage numbers for the Group Travel Discount program are consistent with those of the system as a whole for minority groups, while the usage numbers for low-income groups are higher by roughly 10 percent.

Based on this analysis, JPB staff anticipates the Group Travel Discount Program will benefit protected classes of riders and that it will enable a range of large groups to achieve a cost savings when planning their travel in advance.

GROUP TRAVEL DISCOUNT PROGRAM ALTERNATIVES

ALTERNATIVES TO, AND MITIGATION FOR, PROPOSED CHANGE

The main alternative to including the Group Travel Discount Program within the Codified Tariff would be to terminate the program and not carry it forward out of its pilot stage. This would likely have only a modest impact on current customers given the relatively small number of participants (approximately 15,000) who have used the program in the past when compared to other fare media types.

Prior to the use of the Clipper card, an 8 ride paper pass was available for Caltrain, which could be used by multiple people. After implementation of Clipper, the rides for the 8 ride pass are loaded onto the card, which only allows for a single person to use the rides on separate occasions as opposed to the paper tickets which could be shared among several riders for a single trip. The other alternative would be for each member of the group to use Clipper and pay single-ride cash fare, which provides the rider with a 25-cent discount per trip. These are the only viable discounts which could be used in lieu of the Group Travel Discount Program. Based on the fact the Group Travel Discount program actually provides a benefit for minority and low-income users, there is no need to explore alternatives nor mitigation measures for Title VI purposes.

GROUP TRAVEL DISCOUNT PROGRAM PUBLIC OUTREACH

PUBLIC OUTREACH AND INVOLVEMENT ACTIVITIES

The JPB's public participation process offers early and continuous opportunities for the public (including minorities and people with low-income) to be involved in the identification of potential impacts of proposed transportation decisions.

Efforts to involve minority and low-income populations include both comprehensive measures and measures targeted at overcoming barriers that prevent such populations from effective participation in decision making.

Staff conducted an extensive public outreach program to notify customers and the community of the proposed change and to solicit their input. Using tools included in the Caltrain Public Participation Plan and Language Assistance Plan, the notification process included four community outreach events (held in San Francisco, Millbrae, San Carlos, and Palo Alto), messages sent to groups that participated in the pilot Group Travel Program, a news release, bilingual (English and Spanish) onboard and station notices, Facebook and Twitter postings, a presentation to the Caltrain Citizens Advisory Committee, and a communication sent to community-based organizations. Information regarding the proposal was posted to the Caltrain website, which allows readers to translate it into dozens of languages. Customers and the public were able to provide input at the community meetings, via a unique e-mail address, through the postal service, and with a call to the Customer Service Center. Caltrain received support for the Group Travel Program and had not received any opposition as of the time that this document was written.

DISSEMINATION OF INFORMATION TO LIMITED ENGLISH PROFICIENT (LEP) PERSONS

Caltrain' public participation process included measures to disseminate information on the proposed fare change to LEP persons.

As stated above, comprehensive measures were employed by Caltrain to reach out to non-English speaking persons. In addition, Caltrain offers foreign translation through the Customer Service Center and on its website. Such resources were/are also available for comments on the fare proposal.

RESOLUTION NO. 2013 -

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

* * *

ADOPTING AN AMENDED AND RESTATED CODIFIED TARIFF, MAKING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (CEQA) AND ADOPTING THE ASSOCIATED TITLE VI ANALYSIS

WHEREAS, pursuant to Resolution No. 1992-31, dated May 6, 1992, the Peninsula Corridor Joint Powers Board (JPB) adopted a Codified Tariff, setting forth the rate structure for Caltrain service; and

WHEREAS, from time to time, the JPB has amended the Codified Tariff to increase fares in order to implement policy and administrative changes in the Caltrain service; and

WHEREAS, at its April 5, 2012 meeting, the Board approved a pilot program to encourage advance group sales and travel by permitting pre-paid groups of 25 or more riders to travel at a 10 percent discount; and

WHEREAS, Staff Coordinating Council recommends the Board amend the Codified Tariff, effective January 1, 2014, to:

1. Provide a 10 percent discount to fare-paying groups of 25 or more that pre-purchase tickets through the Caltrain Group Travel Program;
2. Allow universities and other employers purchasing Go Pass annual passes to include all of their employees (including those that work less than 20 hours per week) and interns;
3. Expand the annual Go Pass Program to include residential complexes; and
4. Include other non-substantive clarifications; and

WHEREAS, under Title VI of the Civil Rights Act of 1964 and implementing regulations, including Federal Transit Administration Circular C 4702.1B, the JPB is required to perform a Title VI Equity Analysis in conjunction with most fare changes to assess whether they will result in disparate impacts or disproportionate burdens on minority or low-income populations, respectively; and

WHEREAS, on April 4, 2013, by Resolution No. 2013-21, the Board adopted Disparate Impact and Disproportionate Burden Policies to set thresholds for when fare or major service changes are deemed to have disproportionate effects on minority or low-income populations; and

WHEREAS, staff has prepared and presented to the Board a Title VI Equity Analysis that assesses the potential effects of adoption of the Caltrain Group Travel Program, concluding that introduction of this new fare discount program would result in no disparate adverse impact on minority passengers nor impose a disproportionate burden on low-income passengers; and

WHEREAS, the purposes of the proposed amendments to the Codified Tariff include meeting the financial needs and requirements of the JPB and obtaining funds for operating expenses, therefore exempting this action from the California Environmental Quality Act pursuant to Public Resources Code Section 21080(b)(8); and

WHEREAS, the JPB engaged in extensive public outreach including published notices and community meetings throughout the Caltrain service area to afford members of the public an opportunity to comment upon the fare change proposals outlined above.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby:

1. Finds that the amendments to the Codified Tariff serve the purposes of meeting the financial needs and requirements of the JPB and obtaining funds for operating expenses as referenced in the California Environmental Quality Act statutory exemption codified at Public Resources Code Section 21080(b)(8);
2. Approves the equity analysis of the Caltrain Group Travel Program and finds, pursuant to Title VI of the Civil Rights Act of 1964, that the amendments to the Codified Tariff will not have a disparate adverse impact on minority populations nor impose a disproportionate burden on low-income populations;
3. Amends the Codified Tariff, as outlined in the recitals above, effective January 1, 2014; and
4. Adopts the amended Codified Tariff, attached as Attachment A and incorporated by this reference.

Regularly passed and adopted this 5th day of December, 2013 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: Gigi Harrington
Deputy CEO

C. H. (Chuck) Harvey
Deputy CEO

SUBJECT: **AUTHORIZING A SOLE SOURCE CONTRACT TO MODIFY THE RAIL
OPERATIONS CONTROL SYSTEM TO INCLUDE THE COMMUNICATION BASED
OVERLAY SIGNAL SYSTEM POSITIVE TRAIN CONTROL (CBOSS PTC)
FUNCTIONS FOR CALTRAIN**

ACTION

Staff Coordinating Council (SCC) recommends the Board:

1. Award a sole source contract with ARINC, Inc. in the amount of \$1,993,468 for an estimated two-year term to modify the Rail Operations Control System (ROCS) to include the CBOSS PTC functions and to provide an additional one-year warranty.
2. Authorize the Executive Director or his designee to execute the contract with ARINC, Inc. in conformity with the negotiated agreements.
3. Authorize the Executive Director change order authority of up to 20 percent of contract price.

SIGNIFICANCE

As a result of a competitive procurement, the Caltrain Central Train Control (CTC) system was recently replaced with a modern CTC known as ROCS. The ROCS is a train dispatch system based on proprietary software and hardware developed by the winning firm, ARINC, Inc. The ROCS is the foundation upon which the next level of enhanced CTC will be installed. One such enhancement is the CBOSS PTC.

In order to support the introduction of Caltrain CBOSS PTC System in accordance with Caltrain PTC Contract No. 10-PCJPB-T-021 and subsequent design developments as approved by Caltrain, modification of the existing ROCS is required. This modification of ROCS is outside of the scope of the current ROCS contract, but is necessary for the PTC System implementation and must be delivered by Caltrain within a timeframe defined to meet the requirements of the Caltrain CBOSS PTC Project schedule.

BUDGET IMPACT

Funding for this contract is part of the CBOSS PTC Project budget and has been approved as part of the Fiscal Year 2014 Capital Budget.

BACKGROUND

Currently, the ROCS operates as a train dispatch system relying on signal switches and train schedules to control the rail traffic. The CBOSS PTC system will track the location and speed of a train more accurately than is possible with ROCS, provide movement authorities to trains based on this precise information, and enforce speeds and limits of authority, as necessary. The modifications will allow ROCS to interface with the PTC Back Office Server to exchange mandatory directive data and the PTC Schedule Server to exchange schedule-related data and issue train commands.

Under Federal rules, a sole source contract award is justified if a single vendor has a unique capability to perform the needed service, in particular when intellectual property rights preclude competition and the contract is for continued development of a highly specialized system like ROCS. The ARINC software is proprietary and owned by ARINC. Only ARINC has the knowledge, and the software rights, to make the necessary changes to accommodate the CBOSS PTC.

The 20 percent contingency is requested to allow staff the flexibility to address any specification and scope changes that may arise during the development of this complex software integration project.

SCC feels it is critical to award ARINC the ROCS modification work in order to support CBOSS PTC system level Factory Acceptance Testing to be scheduled in summer 2014.

Sr. Contract Officer: Juanita Vigil
PMO Director: Karen Antion

650.508.7731
415.836.5605

RESOLUTION NO. 2013-

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

* * *

**AUTHORIZING AWARD OF A SOLE SOURCE CONTRACT
TO MODIFY THE RAIL OPERATIONS CONTROL SYSTEM TO INCLUDE THE COMMUNICATION
BASED OVERLAY SIGNAL SYSTEM POSITIVE TRAIN CONTROL FUNCTIONS FOR CALTRAIN**

WHEREAS, pursuant to Resolution 2009-56 the Peninsula Corridor Joint Powers Board (JPB) authorized award of a contract to ARINC, Inc. for the development of a Rail Operation Control System (ROCS); and

WHEREAS, the ROCS software developed by ARINC must now be modified to include additional functionality to enable it to operate with the Communications Based Overlay Signal System Positive Train Control (CBOSS PTC); and

WHEREAS, the ROCS software developed by ARINC is proprietary and only ARINC has the knowledge and ability to modify its software; and

WHEREAS, staff has determined that due to the proprietary nature of ARINC's software, and ARINC's unique knowledge of such software, an award of a sole source contract without a competitive process is appropriate; and;

WHEREAS, ARINC has submitted a proposal to provide the necessary modifications in accordance with the CBOSS PTC implementation schedule; and

WHEREAS, staff has performed an analysis of ARINC's price proposal, engaged in negotiations, and determined that the agreed upon price is fair and reasonable; and

WHEREAS, the Executive Director recommends, and Staff Coordinating Council concurs, that a contract for modification of the ROCS software be awarded to ARINC, Inc.

NOW, THEREFORE, BE IT RESOLVED the Board of Directors (Board) of the JPB hereby awards a contract to ARINC, Inc. of Marina del Rey, California in the amount of \$1,993,468 for modification of its ROCS software to include necessary CBOSS PTC functionality and to provide an additional one-year warranty in conformity with the terms and conditions of the negotiated agreement; and

BE IT FURTHER RESOLVED the Board authorizes the Executive Director or designee to execute a contract on behalf of the JPB with ARINC, Inc. in full conformity with the terms and conditions of the negotiated agreement, and in a form approved by legal counsel; and

BE IT FURTHER RESOLVED a contingency fund of 20 percent of the contract price is established and the Executive Director or designee is authorized to exercise contract change orders up to the contingency amount.

Regularly passed and adopted this 5th day of December, 2013 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: C.H. (Chuck) Harvey
Deputy CEO

SUBJECT: **AUTHORIZE INCREASE IN CHANGE ORDER AUTHORITY FOR THE SAN BRUNO
GRADE SEPARATION PROJECT CONTRACT**

ACTION

Staff Coordinating Council (SCC) recommends the Board approve an increase in an amount not to exceed \$4 million in the Executive Director's change order authority for the San Bruno Grade Separation Project Contract (10-PCJPB-C-002).

SIGNIFICANCE

Contract Number 10-PCJPB-C-002 was awarded to Granite Construction Company (GCC) Inc., the construction contractor on the San Bruno Grade Separation Project (Project). The scope of the Project is to grade separate three existing at-grade crossings, create two additional pedestrian under crossings, and construct a new Caltrain station on the grade separation. Construction is ongoing with the estimated substantial completion date of the project as April 16, 2014.

The original value of the contract is \$77,699,000 plus an initial 10 percent change order authority of the Executive Director in the amount of \$7,769,900. The Project encountered several challenges in the first year of construction, most notably weather delays and significant issues with utility relocations and shoofly track construction. In February 2013, Resolution No. 2013-10 increased the Executive Director's change order authority by \$6 million to \$13,769,900. A total of \$12,137,083 in change orders have been executed to date. While the Project is progressing well, the negotiations surrounding compensation for the contractor and subcontractors have been complex and difficult.

The Project estimates an additional \$5,632,847 in change orders, which consist of schedule delays due to JPB initiated design changes, additional changes due to differing site conditions, and work performed on behalf of the county of San Mateo that would have otherwise required substantial rework. The combined total for executed and additional change orders exceeds the Executive Director's change order authority by \$4 million. An increase of \$4 million in the Executive Director's change order authority will enable the Project to execute essential change orders without delay to the completion of the construction contract.

BUDGET IMPACT

There is no impact to the Capital Budget resulting from this action as there is sufficient budget authority remaining in the Project to fund the anticipated contract change orders. This action moves available project contingency funds to change order authority for this construction contract.

BACKGROUND

The total amount forecasted for change orders on the Project is expected to exceed the Executive Director’s contract authority primarily due to three factors:

1. Additional utility, grading, and electrical work due to differing site conditions. Specifically, the Project encountered additional soil removal from the final roadway lowering as well as significant issues with utility relocations required by PG&E, AT &T, and Verizon.
2. Pass through work, performed on behalf of the county of San Mateo, to install smart corridor signal improvements that would otherwise have resulted in rework at San Bruno if not performed as part of the Project. While the cost of this work is fully reimbursed to the JPB, available contract authority was used for this work and must be replaced by this action so it may be used for change order execution.
3. Schedule delays and additional construction costs resulting from JPB directed changes at the San Bruno station, that were required to update the final station configuration to meet updated JPB design standards including: improvements in visual messaging and public address systems, improved communication backbone to support all station systems, and security system upgrades including additional closed circuit video monitoring.

Since the combined total for executed and anticipated change orders and the original contract amount exceeds the maximum contract amount, an additional \$4 million in change order authority is requested.

Executed Change Orders:	\$ 12,137,083
Estimate of Additional Change Orders:	<u>5,632,847</u>
Total Executed and Additional Change Orders:	17,769,900
Current Change Order Authority:	<u>13,769,900</u>
Requested Increase in Change Order Authority	<u>\$ 4,000,000</u>

Project Manager: Rafael Bolon

650.339.0099

RESOLUTION NO. 2013 –

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

* * *

**AUTHORIZE INCREASE IN CHANGE ORDER AUTHORITY FOR THE SAN BRUNO GRADE
SEPARATION PROJECT CONTRACT IN THE AMOUNT OF \$4,000,000**

WHEREAS, on July 1, 2010, pursuant to Resolution No. 2010-40, the Peninsula Corridor Joint Powers Board awarded a contract to Granite Construction Company to perform construction for the San Bruno Grade Separation Project (Project), in an amount not to exceed \$77,699,000; and

WHEREAS, in conjunction with the aforementioned action, the Board of Directors also established change order authority in the amount of 10 percent of the total contract amount, or \$7,769,900; and

WHEREAS, the change order authority was increased by \$6 million in February 2013 by Board Resolution 2013-10; and

WHEREAS, a total of \$12,137,083 in Project change orders have been executed to date; and

WHEREAS, staff estimates an additional \$5,632,847 in potential change orders will be required attributable to schedule delays, differing site conditions, design changes, third party utility impacts and projected changes related to the remaining construction work; and

WHEREAS, the combined total for executed and projected additional change orders exceeds the change order authority by \$4 million; and

WHEREAS, staff recommends the change order authority be increased in an amount not to exceed \$4 million to enable the execution of projected essential change orders.

NOW, THEREFORE, BE IT RESOLVED the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes an increase in the Executive Director's change order authority in an amount not to exceed \$4 million.

Regularly passed and adopted this 5th day of December, 2013 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: Gigi Harrington
Deputy CEO

C.H. (Chuck) Harvey
Deputy CEO

SUBJECT: **AUTHORIZING AWARD OF CONTRACT FOR ON-CALL CONSTRUCTION
MANGEMENT SERVICES**

ACTION

Staff Coordinating Council (SCC) recommends the Board:

1. Award a contract for on-call Construction Management Services for a not-to-exceed amount of \$15 million for a three-year term to Vali Cooper and Associates, Inc.
2. Authorize the Executive Director, or his designee, to execute a contract with the above firm in full conformity with the terms and conditions of the solicitation documents and negotiated agreements.
3. Authorize the Executive Director, or his designee, to exercise up to two additional one-year option terms, with an aggregate not-to-exceed amount of \$10 million, if it is in the best interest of the Peninsula Corridor Joint Powers Board (JPB).

SIGNIFICANCE

Historically, the JPB has contracted with a consultant to provide construction management services for several Caltrain projects. Approval of the above actions will provide the JPB with an available contract to provide on-call, as needed, construction management services to support the following anticipated projects:

- San Mateo Bridges Replacement Project
- Quint Street Bridge Replacement Project
- Los Gatos Creek Bridge Replacement Project
- Communication-based Overlay Signal System/Positive Train Control Project
- Marin and Napoleon Bridge Closure Project
- South Terminal Phase II and III Projects

- Station Improvement (platforms, pedestrian underpasses and bridges, amenities, public address system, visual messaging system, and other station communications systems, parking lots and structures)
- Fencing
- Homeland Security projects
- System-wide state of good repair construction projects

Award of this contract will not obligate the JPB to purchase any specific level of service.

BUDGET IMPACT

Work Directives will be issued authorizing tasks under this contract that will contain a defined scope of services, schedule and budget. Funds assigned to those work directives will come from approved capital and/or operating budgets. A variety of funding sources may be used for each work directive including Federal, State, and local sources.

BACKGROUND

The existing construction management contract is with URS Corporation. The contract is a firm-fixed priced contract covering specific projects. Staff determined the fixed-price contract calling out specific projects was not optimally beneficial to the JPB due to the impact resulting from changes in construction schedules and contract funding availability. To address these issues, staff solicited the proposed construction management contract as an on-call contract to allow maximum flexibility for the agency.

The solicitation for On-Call Construction Management Services was issued and advertised in a newspaper of general circulation and on the JPB’s procurement website. Also, solicitation notices were sent to Small and Disadvantaged Business Enterprises (DBEs) in the relevant fields. The JPB received four proposals. An Evaluation Committee (Committee) composed of qualified staff and a participant from the Santa Clara Valley Transportation Authority reviewed and scored the proposals in accordance with the following weighted criteria:

- | | |
|--|-------------|
| • Approach to Providing CM Services and Administration | 0-30 points |
| • Qualifications and Experience of Key Personnel | 0-35 points |
| • Quality Control Plan | 0-15 points |
| • Qualifications and Experience of Firm | 0-20 points |

All proposals received were responsive to the solicitation, and all four firms were invited for an interview. Upon completion of the interviews and final consensus scoring of proposals, the committee made their award recommendation of the most qualified firm. After checking references and a financial analysis, Staff Coordinating Council supports the award recommendation. Firms that were interviewed are listed below in the order of their final consensus rankings.

1. Vali Cooper and Associates, Inc.
2. URS Corporation dba URS Corporation Americas
3. AECOM Technical Services, Inc.
4. Hill International

The JPB has completed negotiations with Vali Cooper and Associates, Inc. (VCA) of Emeryville, California. VCA has been performing construction management services since 1987. They are performing construction management for multiple clients including the California Department of Transportation, the City of Sacramento and the Contra Costa Transportation Authority. VCA also has performed construction management services for the JPB as a subconsultant under the current construction management contract and has the requisite depth of experience and required qualifications to successfully perform the proposed contract.

The DBE officer reviewed the proposal and determined the proposer has met the requirements of the JPB's DBE Program. As a former DBE participant, Vali Cooper and Associates, Inc. remains a supporter of the DBE Program and has included three DBE firms in its team. The overall level of DBE participation in this contract is expected to exceed the agency's overall goal of 12 percent and will assist the JPB in meeting its DBE program objectives.

Contract Officer: Evelyn Marcal
Project Manager: Alfred Darmousseh

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650.444.5732

RESOLUTION NO. 2013-

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

* * *

AUTHORIZING AWARD OF CONTRACT TO
VALI COOPER AND ASSOCIATES, INC.
FOR ON-CALL CONSTRUCTION MANAGEMENT SERVICES
FOR A NOT-TO-EXCEED AMOUNT OF \$15,000,000 FOR A THREE-YEAR TERM

WHEREAS, the Peninsula Corridor Joint Powers Board (JPB) issued a Request for Proposals (RFP) to provide On-Call Construction Management Services; and

WHEREAS, in response to the RFP, the JPB received proposals from four firms; and

WHEREAS, an Evaluation Committee reviewed and scored proposals, conducted interviews with four firms, ranked the proposals according to the evaluation criteria set forth in the RFP, and determined that Vali Cooper and Associates, Inc. (VCA) of Emeryville, CA, received the highest consensus ranking and is the most qualified firm; and

WHEREAS, staff and legal counsel reviewed the VCA proposal and determined the proposal complies with the requirements of the solicitation documents; and

WHEREAS, Staff Coordinating Council recommends that a contract for On-Call Construction Management Services be awarded to VCA for a three-year base term for not-to-exceed \$15 million.

NOW, THEREFORE, BE IT RESOLVED the Board of Directors (Board) of the JPB hereby awards a contract for On-Call Construction Management Services to VCA for a three-year base term for an amount not-to-exceed \$15 million; and

BE IT FURTHER RESOLVED the Executive Director, or his designee, is authorized to execute a contract on behalf of the JPB with VCA, in full conformity with the terms and conditions of the solicitation documents and negotiated agreements; and

BE IT FURTHER RESOLVED the Board authorizes the Executive Director, or his designee, to exercise up to two additional, one-year option terms to the contract with VCA, in a total aggregate not-to-exceed amount of up to \$10 million, if in the best interest of the JPB.

Regularly passed and adopted this 5th day of December, 2013 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: 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 a verbal update to the Board in accordance with the approved Legislative Program.

STATE ISSUES

Cap-and-Trade

Next year, the California Air Resources Board will finalize a scoping plan that will guide how the State meets its greenhouse gas reduction goals. At the same time, legislation will be considered that affects how fuel related cap-and-trade revenues can be allocated to help achieve these goals.

In anticipation of legislation that allocates a large portion of these revenues on a regional basis, the Metropolitan Transportation Commission will consider a cap-and-trade investment program that would guide revenue allocations over the next 30 years.

The framework would divide funding into five categories. Three of those categories would potentially be available to help fund our public transportation projects, programs and services:

- One Bay Area Grants - \$1 billion for transit-oriented development, affordable housing, complete streets, bike and pedestrian improvements
- Transit Operating Efficiency Program - \$450 million for expanded transit operations and capital investments that foster operating efficiencies
- Climate Initiatives - \$400 million for transportation projects that reduce greenhouse gas emissions

Staff will continue to monitor the proposal as it is considered at the committee level. The full commission is scheduled to consider the proposal on December 18.

FEDERAL ISSUES

Transportation Empowerment Act (TEA)

A group of Republican lawmakers has introduced legislation to reduce the Federal gas tax from 18.4 cents to just 3.7 cents and turn all transportation spending decisions over to State governments. TEA is sponsored by 21 legislators and would essentially put an end to all Federal support for public transportation, highways and local streets and roads. The bill is unlikely to pass, however, the conservative group, Heritage Action, which supports the bill, has indicated that they will be scoring lawmakers according to how they vote.

Staff will monitor the legislation and take action to oppose its passage when appropriate.

Federal Railroad Administration (FRA) Train Horn Rules

At the request of two Colorado lawmakers, the FRA has agreed to review rules that govern the use of train horns and consider ways to make quiet zones more attainable for local communities. Draft rules should be available for review and comment sometime in early 2014.

Staff will keep the Board apprised of this issue as the rule making process is carried out.

Prepared By: Seamus Murphy, Director, Government and Community Affairs 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 2014**

ACTION

No action required. The [Capital Projects Quarterly Status Report](#) is submitted to the Board for information only.

SIGNIFICANCE

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

BUDGET IMPACT

There is no impact on the budget.

BACKGROUND

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

Prepared by: Kelvin Yu, Manager, Project Controls

650.622.7853