

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

MINUTES OF SEPTEMBER 3, 2015

MEMBERS PRESENT: J. Cisneros, M. Cohen, J. Gee, R. Guilbault, A. Kalra, T. Nolan, A. Tissier (Chair), P. Woodward, K. Yeager

STAFF PRESENT: J. Ackemann, J. Averill, J. Cassman, A. Chan, S. Cocke, D. Couch, G. Harrington, J. Hartnett, C. Harvey, R. Haskin, M. Lee, M. Martinez, N. McKenna, S. Murphy, S. Petty, M. Simon, S. van Hoften

Chair Adrienne Tissier called the meeting to order at 10:07 a.m. and led the Pledge of Allegiance.

Chair Tissier said the Execution of a Six-Party Regional Funding Supplement to the 2012 Nine-Party Memorandum of Understanding (MOU) for the Peninsula Corridor Electrification Project (PCEP) agenda item has been removed from the agenda and will be placed on the October agenda.

PUBLIC COMMENT

Jeff Carter, Millbrae, said there was an incident on Highway 101 in Burlingame where high-voltage transmission lines fell across the freeway closing it for 20 hours. There were calls for Caltrain to run additional trains, but Caltrain was running additional trains for Giants game. He heard announcements that trains were running at capacity and some expressed from Hillsdale to San Francisco. He appreciates the efforts Caltrain put out for the people and this situation. Because of all the traffic at Broadway there were some people making U-turns on the tracks, and he hopes the transit police cited those people.

Perry Woodward arrived at 10:11 a.m.

Roland Lebrun, San Jose, said the California High-Speed Rail Authority (CHSRA) has run out of money for the Central Valley. All Proposition 1A funds have been blocked by the courts, including the \$600 million for PCEP. He said the JPB is trying to use Federal Transit Administration funds for the PCEP, but they are earmarked for new trains. The agreement with the MOU that was pulled from the agenda states the funding gap is \$125 million, but it is actually \$725 million. Every party in the MOU is expected to commit a fixed amount except the CHSRA, which is only expected to commit up to \$113 million. He suggested the Board ask the Metropolitan Transportation Commission (MTC) to set up an account and have the CHSRA deposit \$113 million before discussing the MOU. The MOU does not include the \$20 million from the Bay Area Air Quality Management District (BAAQMD), but if that was included, the \$21 million from Regional Measure (RM) 1 and RM2 can be put back for Dumbarton Rail.

Patty Smith, San Mateo, said she is a Redi-Wheels customer in San Mateo County and has trouble with San Francisco's paratransit service. She appealed to the Board to consider having Redi-Wheels access UCSF Medical Center because it is a very important connection for disabled people and has a lot of specialists. She said Redi-Wheels goes to Pier 39 and Giants games in San Francisco, and UCSF is very important. Chair Tissier said she will pass the request to the San Mateo County Transit District Board and staff.

CONSENT CALENDAR

- a) Approval of Minutes of August 6, 2015
- b) Acceptance of Statement of Revenues and Expenses for July 2015
- c) Authorize Entering into a Funding Agreement with the Bay Area Air Quality Management District to Receive \$20 Million in Grant Funds for the PCEP
- d) Authorize Entering into a Memorandum of Understanding with Santa Clara Valley Transportation Authority (VTA) for a Joint Disadvantaged Business Enterprise (DBE) Availability and Utilization Study with a JPB Funding Commitment Not to Exceed \$270,000
- e) Authorize Adoption of Amended and Restated Clipper Memorandum of Understanding
- f) Call for a Public Hearing on November 5 for Proposed Codified Tariff Changes

Public Comment

Roland Lebrun, San Jose, said he wants the Board to approve entering into an MOU with VTA for a DBE study. He said consultants have awarded \$43 million-worth of contracts, but only \$175,000 went to DBEs. The goal is 12 percent, but the consultants have only achieved 0.4 percent. He said this is a scandal that needs to be addressed, not just with contracts, but how funds are distributed. He said the Board will be spending over \$100 million on construction at 28th and 31st streets to make them safer. He asked how the streets could be made safer when there are no grade crossings there.

Motion/Second: Nolan/Woodward

Ayes: Cisneros, Cohen, Gee, Guilbault, Nolan, Woodward, Yeager, Tissier

Absent: Kalra

CHAIRPERSON'S REPORT

None.

REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)

Chris Cobey, Chair, CAC, said at its August 19 meeting, the CAC:

- Added fare equity, customer satisfaction survey results, and Wi-Fi to the work plan.
- Received status updates on high-speed rail and American's with Disabilities Act improvements to Caltrain stations.

REPORT OF THE EXECUTIVE DIRECTOR

Recognition of San Mateo County Transit Police Deputies Lance Whitted and Erik Rueppel

Jim Hartnett, Executive Director, said on August 3, sheriff's deputies Lance Whitted and

Erik Rueppel were on patrol in Sunnyvale when they saw a driver skid through an intersection, collide with the crossing arm mechanism and become trapped in the path of an oncoming train. The deputies worked quickly to warn the operator of the approaching train and pull the incapacitated driver from the vehicle. Mr. Hartnett presented the deputies with certificates of appreciation.

Deputy Rueppel said none of this is possible without a great team.

Deputy Whitted thanked the Board and everyone in the Transit Police Bureau who helps out and makes the job easy every day.

The offices of Congresswoman Jackie Speier, Assemblymember Kevin Mullin, Senator Jerry Hill, and Assemblymember Rich Gordon presented the deputies with certificates.

Recognition of G4S Secure Solutions (USA) Inc. Security Guard Dell Thompson

Mr. Hartnett said Dell Thompson, Security Guard, works primarily at the Redwood City Caltrain Station and on August 5 Mr. Thompson calmly approached a woman on the tracks and coaxed her back to safety before the train entered the station. He very likely saved the woman's life. Mr. Hartnett thanked Mr. Thompson for his extraordinary service and heroic action. He presented Mr. Thompson with a certificate of appreciation.

Mr. Thompson thanked G4S for giving him the proper training and thanked the Transit Police and Caltrain. He said he is honored to be part of the family.

Director Ash Kalra arrived at 10:30 a.m.

Proclamation Declaring September as Railroad Safety Month

Jayme Ackemann, Communications Manager, said staff will spend September focusing on rail safety activities including outreach and education activities through Safe Routes to School as well as participating in a panel for National Suicide Prevention Week.

Motion/Second: Nolan/Kalra

Ayes: Cisneros, Cohen, Gee, Guilbault, Kalra, Nolan, Woodward, Yeager, Tissier

The proclamation was presented to Jeneé Littrell, Director, Safe and Supportive Schools, San Mateo County Office of Education (SMCOE). She said she appreciates the work to make tracks and surrounding areas safer for everyone in the community.

Mr. Hartnett said:

- Special Service:
 - San Francisco Giants had 12 regular home games in August, and year-to-date additional ridership is over 500,000
 - Joel and Victoria Osteen presentation
 - Taylor Swift concert at Levi's Stadium
 - San Francisco 49ers preseason game at Levi's Stadium
 - Luke Brian and Florida Georgia Line concert at Levi's Stadium
 - Ongoing special services for the Giants, 49ers and other concerts

- Ongoing Construction Work:
 - Quint Street Bridge Replacement Project
 - San Mateo and San Francisco bridge projects
 - Los Gatos Bridge Replacement Project is ongoing
 - VTA Light-rail Efficiency Project at Mountain View
- Last year staff updated the PCEP budget and identified a \$451 million potential need. Efforts have been made to come with a funding plan to fill the need. The BAAQMD committed \$20 million. The MTC committed up to \$29 million, the CHSRA committed up to \$113 million beyond its \$600 million commitment, \$9 million from Cap and Trade funds have been made available. A funding plan has been identified including a \$220 million Core Capacity Grant application to the Federal government. Regional consensus and support have been obtained for the grant application.

KEY CALTRAIN PERFORMANCE STATISTICS – JULY 2015

Chuck Harvey, Deputy CEO, said:

- Key Caltrain Performance Statistics July 2015 compared to July 2014
 - Total Ridership was 1,729,241, an increase of 8.3 percent.
 - Average Weekday Ridership was 62,630, an increase of 6.9 percent.
 - Total Farebox Revenue was \$7,564,426, an increase of 4.5 percent, the 60th consecutive month of increases.
 - On-time Performance was 83.9 percent, a decrease of 9.4 percent.
- There were three pedestrian strikes, two of which were fatalities.
- Staff is working on a potential schedule change.
- Staff has started work in Palo Alto to clearing vegetation in preparation for fence installation.
- Over the next fiscal year, three to four miles of fencing will be installed.

Public Comment

Roland Lebrun, San Jose, said the staff report says nothing about increasing capacity. He said every train should be increased to six cars. This can be done with the Gallery trains if two trains are broken up and added to the other trains. He said on average there are three to four people in line for the bathroom on Gallery trains, and there should be a minimum of two bathrooms. He said changing the schedule will not help. More bullet trains are needed. The Board should ask the CAC to set up a working group to work on this and come up with a budget.

AUTHORIZE AN INTERIM FINANCING IN THE FORM OF A COMMERCIAL PAPER PROGRAM SECURED BY A DIRECT PAY LETTER OF CREDIT OR A REVOLVING LINE OF CREDIT IN AN AMOUNT NOT-TO-EXCEED \$125 MILLION FOR THE PCEP

Gigi Harrington, Deputy CEO, said staff looked at the projected cash flow for the expenses and revenues over the course of the PCEP and vehicle projects. Staff is waiting for the requests for proposals for electrification to further refine the cost estimates, but is currently using a staff projection. There are gaps beyond the JPB's ability to carry financing with current funds. Staff is asking to start the process to secure a Letter of Credit or a commercial paper process. Staff would solicit proposals from financial institutions and work with the selected institution to put together a program. Staff is asking to start the solicitation and utilize an on-call contract for a financial advisor and use Orrick, Herrington and Sutcliffe, LLP as bond counsel. This transaction

will need to go to all three counties. The schedule anticipates this coming back to the Board in March for approval. She will provide an update later this fall on the progress.

Public Comment

Roland Lebrun, San Jose, asked why staff is not looking at a Railroad Rehabilitation and Improvement Financing or Transportation Infrastructure Finance and Innovation Act loan. The JPB would get much better terms if it qualifies. He recommends striking the authorization for financing by revolving line of credit because it conflicts with the statement that staff expects to return to the Board to obtain approval. He said the JPB should reach out to the VTA Chief Financial Officer and staff to get guidance on the best way to secure funding. He said there should be an understanding that this line of credit will be used for electric multiple units, not for anything else, because the Caltrain needs trains.

Motion/Second: Nolan/Cisneros

Ayes: Cisneros, Cohen, Gee, Guilbault, Kalra, Nolan, Woodward, Yeager, Tissier

AUTHORIZE DELEGATION OF AUTHORITY TO THE EXECUTIVE DIRECTOR TO EXECUTE COMPREHENSIVE AGREEMENTS WITH THE CITIES AND COUNTIES ALONG THE CALTRAIN CORRIDOR FOR IMPLEMENTATION OF THE PCEP

Stacey Cocke, Principal Planner, said these are agreements with each of the 17 cities and three counties that span the project corridor. The purpose is to outline the roles and responsibilities between the JPB and each of the jurisdictions for design and construction for the implementation of the PCEP. The agreements propose to cover staff charges for design and permit costs. The cities have been lumped into three categories, low, medium, and high in terms of level of work. Estimates are between \$20,000 and \$40,000 per jurisdiction.

Motion/Second: Nolan/Gee

Ayes: Cisneros, Cohen, Gee, Guilbault, Kalra, Nolan, Woodward, Yeager, Tissier

AUTHORIZE EXECUTION OF REAL ESTATE COOPERATIVE AGREEMENTS WITH THE SAN MATEO COUNTY TRANSIT DISTRICT AND VTA TO UNDERTAKE EMINENT DOMAIN PROCEEDINGS IN CONNECTION WITH THE PCEP

Dave Couch, Project Delivery Director, said there are a series of properties the JPB has to acquire. Because the JPB does not have authorization to enter into eminent domain, it is entering into cooperative agreements to give the JPB the ability to have the eminent domain process in place.

Motion/Second: Nolan/Guilbault

Ayes: Cisneros, Cohen, Gee, Guilbault, Kalra, Nolan, Woodward, Yeager, Tissier

UPDATE ON COMMUNICATIONS-BASED OVERLAY SIGNAL SYSTEM (CBOSS)/POSITIVE TRAIN CONTROL (PTC) PROJECT

Ms. Harrington presented:

- This is a turn-key contract with Parsons Transportation Group (PTG) that was executed in January 2012.

- Meets all the requirements of the Rail Safety Act and has some additional enhancements to reduce headways and improve performance and management of the trains by the employee in charge.
- The schedule calls for this to be in revenue service demonstration by December 31 and to accept the system next summer.
- This is a \$231 million project and is within budget. The contract with PTG is \$139 million.
- There are challenges with the software, interoperability, understanding the rules from the Federal Railroad Administration, and the need to put in long-term maintenance and support for the system.
- Staff met with senior management from PTG and General Electric and made a number of agreements and mitigations to move forward and get back on schedule:
 - New dates for the software releases
 - Increased the productivity of the testing
 - Increased a number of technical resources
 - increased access to the railroad for testing
 - The safety plan may be completed sooner than originally scheduled
- Next steps
 - Get the next release of the software
 - Finish wayside and subsystem testing
 - Cut over new mileposts
 - Make sure base station towers have coverage
 - Submit revenue service demonstration and safety plan
 - Complete Segment #1 and Segment #2 testing to be in initial revenue service by December 31

AUTHORIZE AMENDMENT TO THE CBOSS/PTC CONTRACT WITH PTG IN THE AMOUNT OF \$10 MILLION

Ms. Harrington said unforeseen conditions have occurred as the project has moved through construction. PTG had to do some work for other projects. The VTA track shift required them to revalidate the database. The San Mateo Bridges Project also required additional work. The amendment will be funded by a combination of funds in the CBOSS budget and other capital projects that have needed work by PTG. This will provide the contract authority needed to complete the project.

Public Comment

Roland Lebrun, San Jose, asked who is responsible for the configuration management failures in the wayside field subsystem and if there is an opportunity to sue to recoup losses. He said this is not on budget because the Board is being asked to authorize increasing the contract by \$23 million.

Motion/Second: Gee/Cisneros

Ayes: Cisneros, Cohen, Gee, Guilbault, Kalra, Nolan, Woodward, Yeager, Tissier

REGIONAL TRANSPORTATION PLAN (RTP) UPDATE AND CALL FOR PROJECTS (CFP)

Sebastian Petty, Senior Planner, presented:

- RTP:
 - Establishes regional mobility goals and guides MTC's allocation of Federal, State and regional funds
 - Is part of a Sustainable Communities Strategy (SCS) to achieve greenhouse gas reduction targets
 - Has a 25-year planning horizon
 - Is updated every four years by MTC
- Context
 - MTC is currently preparing "Plan Bay Area 2040"
 - Update to previous RTP/SCS "Plan Bay Area 2013"
 - Multi-county transit operators asked to provide input
- Project Update and CFP
 - Most projects submitted by Congestion Management Agencies (CMA) in each county
 - Systemwide, multi-county projects submitted directly by transit agencies
 - State of good repair projects, minor enhancements, and ongoing operating needs are included in the RTP through a separate process
- Caltrain Project List
 - Consistent with Short-Range Transit Plan's draft Capital Improvement Plan
 - Many projects are bundled into categories
 - Operating and general capital improvement program included separately
 - Updates:
 - PCEP
 - Caltrain At-grade Crossing Improvements
 - Modifications:
 - Caltrain Terminal Improvements
 - Systemwide Access and Station Improvements
 - New:
 - Caltrain Modernization Phase 2
 - New Control Points
 - San Mateo County Grade Separation Program
- Next Steps
 - Continue coordination with partner CMAs
 - Refine details of candidate project submission
 - Adopt resolution authorizing submission of candidate projects – October

Director Tom Nolan asked if wayside restrooms are reflected in this RTP. Mr. Petty said they can be reflected in the broad envelope of station access and improvements.

Mr. Hartnett said these are estimates and plans that are not in the budget.

Public Comment

Doug DeLong, Mountain View, said the figure of \$3 million for wayside bike storage capacity is inadequate to the need and should be closer to \$10 million. The JPB needs to multiply bike storage capacity. At Palo Alto and Mountain View stations, people can't get around the platform because of bicycles locked to various things.

Roland Lebrun, San Jose, said there is the opportunity to totally integrate Caltrain with the new Bay Area Rapid Transit station in the south, and it should be a top priority for funding. In the north, the capacity improvements at 4th and King don't make sense because that station is going away. The JPB should start advocating for full funding of the downtown extension.

LEGISLATIVE UPDATE

Seamus Murphy, Director, Government and Community Affairs, said there is a special session on transportation and two State bills would increase transit funding, one by doubling the Cap and Trade funding available for the Key Transit Programs and one by increasing funding for State Transit Assistance Program. Both bills made it out of the Senate Transportation Committee. Staff has been trying to foster support at the local level for the Legislature to move forward with including transit in this special session, which is mostly focused on highway maintenance and local streets and roads.

CAPITAL PROJECTS QUARTERLY STATUS REPORT – 4TH QUARTER FISCAL YEAR 2015

Ms. Harrington said this is the status report through June.

Public Comment

Roland Lebrun, San Jose, said the PCEP budget for the real estate consultant was \$650,000, but is now at \$3.4 million, 500 percent over budget. The contract for the CBOSS project is \$14 million over budget. The CBOSS project on Page 10 has all green lights. He said on Page 57, the DBE report shows \$47 million was awarded by consultants to themselves or their peers and the actual amount awarded to DBEs was \$179,500.

CORRESPONDENCE

No discussion.

BOARD MEMBER REQUESTS

None.

DATE/TIME/PLACE OF NEXT MEETING

The next meeting will be Thursday, October 1, 2015, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070.

GENERAL COUNSEL REPORT

Joan Cassman, Legal Counsel, said the Board will meet in closed session on two items of existing litigation.

Recessed at 11:16 a.m.

Reconvened at 11:33

Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(d)(1): PCAM, LLC v. San Mateo County Transit District, Peninsula Traffic Congestion Relief Alliance, and Peninsula Corridor Joint Powers Board, Case No. CIV533496

Closed Session: Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(d)(1): Town of Atherton, et al vs. Peninsula Corridor Joint Powers Board. Case No. CIV532457

Ms. Cassman said the Board met in closed session and received an oral status report on each item and no action was taken.

Adjourned at 11:33 a.m.