

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

MINUTES OF JANUARY 8, 2015

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

MEMBERS ABSENT: M. Cohen, A. Kalra

STAFF PRESENT: J. Averill, J. Cassman, A. Chan, M. Conneran, G. Harrington,
R. Haskin, M. Lee, M. Martinez, N. McKenna, S. Murphy, M. Scanlon,
M. Simon

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

SWEARING IN OF JEFF GEE

Martha Martinez, JPB Secretary, administered the Oath of Office to Jeff Gee representing the San Mateo County Transit District.

Chair Nolan asked the Board to adjourn the meeting in memory of Jerry Lee, a Director on the San Francisco Municipal Transportation Agency Board and an outstanding member of the San Francisco community.

REPORT OF NOMINATING COMMITTEE – ELECTION OF 2015 OFFICERS

Director Jose Cisneros said the nominating committee nominates Director Adrienne Tissier as Chair and Director Perry Woodward as Vice Chair.

Motion/Second: Cisneros/Gee

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

Absent: Cohen, Kalra

PUBLIC COMMENT

Pat Giorni, Burlingame, said there were three weeks of rain, which kept bike bumps down. She said December is usually the least-bumped month with an average of 29 bumps, but there are already 23 bumps in the first work week of this year. She said the revised electrification Final Environmental Impact Report (FEIR) should plan for 20 percent onboard bike capacity in the new electric vehicles.

Roland Lebrun, San Jose, thanked Director Malia Cohen for adding a layer of governance to the JPB by asking the San Francisco Board of Supervisors to have a hearing about Caltrain Modernization, specifically regarding the fact that Ben Tripousis, California High-speed Rail Authority (CHSRA) Northern Regional Director, is in charge of Caltrain operations and design. He said the current design will blow up the entire Peninsula. He said Caltrain planning committees should be open to the public before recommendations go to the Board.

Shirley Johnson, San Francisco Bicycle Coalition (SFBC), said bike bumps force bicyclists back into their cars. She said six bike cars are not enough for all trains to have three bike cars. She said she requested two additional cars be made bike cars.

Catherine Young, San Francisco, said she is excited to discuss the addition of new rail cars at the next Bicycle Advisory Committee meeting.

Jeff Carter, Millbrae, said Caltrain is paying \$750,000 per year to Bay Area Rapid Transit (BART) for operations at Millbrae. In recent weeks the gate for the northbound platform has been closed, forcing Caltrain customers to walk to the south end to access Caltrain. He asked Caltrain to look into this.

Greg Conlon, Atherton, said he had suggested quad gates at Watkins Avenue in Atherton for safety, as well as having quiet zones in the city. He said Caltrain was concerned about liability. Both Novato and San Rafael have insurance to protect against liability of accidents in quiet zones. The city of Atherton would probably take that responsibility, so Caltrain would not need to worry about it. Atherton has reserved \$100,000 to study putting in quad gates.

David Schonbrunn, Transportation Solutions Defense and Education Fund (TRANSDEF), read a transcript from a hearing conducted by then- State Senator Joe Simitian with Roelof van Ark, former CEO of the CHSRA. He said the conversation points out that the blended system is a big deal in terms of its impact on Caltrain, because in order to achieve speeds of 120 miles per hour many bridges, tunnels, alignments, and curves in the corridor would have to be completely changed and rebuilt.

Adina Levin, Friends of Caltrain, said the Metropolitan Transportation Commission (MTC) is collecting feedback about the Clipper system but they are not asking about the potential for fare integration, particularly with the BART to Silicon Valley Project, and the opportunity to have integrated service around the Bay connecting to Caltrain at San Jose Diridon. She said she hopes Caltrain will encourage fare integration.

CONSENT CALENDAR

- a. Approval of Minutes of December 4, 2014
- b. Acceptance of Statement of Revenues and Expenses for November 2014
- c. Authorize Delegation of Approval Authority for all Aspects of the San Francisco Roadway Bridges Replacement Project, Including Design, Construction, Phasing and Schedule
- d. Authorize Adoption of Continuing Disclosure Policy

Motion/Second: Guilbault/Nolan

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

Absent: Cohen, Kalra

CHAIRPERSON'S REPORT

No report.

REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)

Adina Levin, Vice Chair, CAC, said the CAC received a presentation about mobile payment systems, which included accessibility, the proof of payment system, and usefulness.

AUTHORIZE CERTIFICATION OF THE PENINSULA CORRIDOR ELECTRIFICATION PROJECT (PCEP) FEIR CERTIFICATION AND PROJECT APPROVAL

Marian Lee, Executive Officer, Caltrain Modernization (CalMod) Program, said this presentation will outline the mitigation program that staff is asking the Board to approve.

Rich Walter, ICF Consultant, presented:

- Project Description:
 - Approximately 51 miles from San Francisco to Tamien Station
 - Electrification:
 - Overhead contact system
 - Traction power facilities
 - Electric Multiple Units (EMUs)
 - Service:
 - Up to 79 miles per hour
 - Increase to six trains per hour per direction, add more station stops and reduced travel time, and restore weekday service to Atherton and Broadway stations
 - Mixed-fleet service for interim period
 - Continue tenant service
 - Continue diesel service to Gilroy
- PCEP Environmental Milestones:
 - Draft Environmental Impact Report (EIR) – February 2014
 - FEIR – December 2014
 - Approval/certification – January 2015
- Key EIR Issues:
 - Visual Aesthetics
 - Tree removal
 - Noise
 - Local traffic
 - Traction power facilities
 - Bikes onboard
 - Freight
 - Alternatives
 - High-speed rail (HSR)/segmentation
- Key Regional Benefits:
 - Decreases in greenhouse gases, daily traffic congestion, engine noise
 - Improvements in clean air quality and increases in daily ridership, improved frequency and quicker trips
- Key Operational Mitigation:
 - Aesthetics/Trees – alternative pole designs to minimize tree removal; replace trees where removal is necessary; vegetative screening; consult with cities during mitigation development and aesthetic design

- Biological Resources – avoid/minimize effects on sensitive species and habitats
- Cultural Resources – pole design at historic stations; documentation of affected resources
- Electromagnetic Interference – apply proven designs to provide electromagnetic control; monitor system and remediate
- Hydrology/Water Quality – minimize new impervious areas; flood-proof traction power facilities in flood-prone areas; sea level rise adaptation plan
- Transportation – signal and roadway improvements for traffic; bicycle facilities; pedestrian improvements at 4th and King
- Key Construction Mitigation:
 - Manage light, glare, dust, and noise
 - Control erosion
 - Work with utility providers
 - Traffic control
- Key Cumulative Mitigation:
 - Noise – fully electrify operations or contribute fair share to cumulative noise and vibration mitigation at certain locations
 - Transportation – project mitigation at roadways; support local and regional efforts on grade separations; implement technical solution for the 22-Fillmore trolleybus crossing at 16th Street; provide Plate H clearance at Lafayette overpass in Santa Clara
- Significant Unavoidable Impacts
 - Construction – cultural resources; noise
 - Operations – aesthetics due to tree removal; potential flooding due to sea level rise; localized traffic; cumulative noise; cumulative traffic; localized noise/traffic due to limited potential freight diversion from rail to truck
- Overriding considerations
 - Improved service and ridership to serve growing demand
 - Electrification has the best performance characteristics of feasible alternatives
 - Reduction of air pollution
 - Reduction of greenhouse gas emissions
 - Reduction of vehicle miles traveled
 - Support for transit-oriented development
 - Consistent with planning for the Downtown Extension and HSR
- The JPB reserves the right to assert Surface Transportation Board pre-emption of the California Environmental Quality Act (CEQA). The JPB will adhere to the CEQA mitigation requirements regardless.

Public Comment

Joe Hoffman, South Bay Historical Railroad Society (SBHRS), said he would like to read into the record a statement by Laurie Garcia, Covenant Representative. “Having reviewed section 3.4, Cultural Resources in the PCEP EIR, we wish to submit the following comments: As the Covenant Holder on the historic Depots on the Caltrain line, the SBHRS wishes to state that we are extremely pleased to see that all of the concerns we have expressed in working with Stacy Cocke in 2009 and 2010 about the possible adverse effects on any of the historic properties along the Caltrain line have been more

than adequately addressed in the EIR. However, as the detailed plans with the CalMod Program are developed for the areas around the historically significant depots the SBHRS wishes to be included in their review in order to ensure full compliance with the mitigation measures outlined in the EIR."

Paul Jones, Atherton, said he strongly urges the Board not to certify the EIR. He said Caltrain electrification does not have independent utility. The CHSRA included Caltrain electrification as part of the blended system, so there is no way they can be separated. He said \$600 million has been set aside to fund electrification, but that can only be spent for HSR projects. The FEIR is incomplete. If quad gates were installed at all crossings and if quiet zones were organized, it would reduce more noise than electrification. Level boarding would save more time than increased acceleration by the trains. There is no firm agreement with Union Pacific for this project.

Bruce Jenkins, Director, Rail Passenger Association of California, said his organization, an advocacy group with over 600 members, strongly supports and urges the Board to proceed with electrification.

Jerry Carlson, San Carlos, said Caltrain's statement that it may elect not to follow CEQA is very disappointing. This is a significant policy change. He asked the Board to consider how this change may affect future efforts to seek a permanent financing measure.

Emily Loper, Bay Area Council, said she represents 250 of the region's largest employers. She said the Council strongly supports this project and encourages the Board to approve the EIR and move towards implementation as soon as possible. She said the Caltrain corridor is home to the world's most innovative companies, which are rapidly producing jobs and driving the regional economy.

Roland Lebrun, San Jose, said he is disappointed that dual mode EMUs were eliminated as an option. This was the only way to have a one-seat ride between Gilroy and San Francisco. He said the reason for eliminating the alternatives were manipulated and deliberately falsified, and will be subject to a legal challenge. He said there is no reason to reduce clearance for freight.

Thomas Harrington, the Global Commute Solutions Leader for Intuit, said Intuit offers support for the project and encourages the Board to adopt and certify the project. Electrifying Caltrain is important step to improving connections. He said Caltrain has met the requirements intended by the CEQA.

Jim Bigelow, Redwood City/San Mateo County and Menlo Park Chambers of Commerce, asked the Board to certify the project today and get it moving. He said the region needs this service. Caltrain needs to be faster and quieter, and the mitigation to the communities is needed.

Charles Voltz, Board Member, Community Coalition on HSR, said Mr. Tripousis made a speech last June and said electrification is not standalone, is an integral part of the State's HSR Program, is the State's first HSR project, and will be a plug-and-play operation. He said as soon as the Caltrain EIR process is completed, the CHSRA intends

to do an environmental review. Caltrain and the CHSRA are working together in an integrated and interlocked manner to move the project forward.

David Schonbrunn, TRANSDEF, said the PCEP cannot be financed without CHSRA, yet the impacts of a blended system cannot be analyzed because there is nothing yet to analyze. He said the FEIR is the product of clever lawyering. It is evident that electrification and HSR are one project and it is a mistake to environmentally clear only electrification as though it is a separate project. It is unknown if blended system will work. The critical CEQA finding is that the PCEP is compatible with the electrical infrastructure needed for HSR. It is true CHSRA will use the same type of infrastructure, but there is no way the physical location of the infrastructure is compatible with HSR. Without HSR the PCEP is infeasible, and the EIR impermissibly segments the project. He said his organization intends to sue to stop the electrification project.

Greg Greenway, Peninsula Freight Rail Users Group, said staff did a good job of analyzing the impacts on freight, which are well-documented. He said the biggest issues are operating hours and clearance height of the Overhead Contact System. He said he is pleased the project envisions maintaining the current operating hours. There are places envisioned to be at lower clearances and the current impacts are negligible. In the future, there is potential for increased freight traffic, so he would like to work with staff on the clearances.

Jeff Lawson, Sharks Sports and Entertainment Group, said the owners of the Sharks and the managers of the SAP Arena support the project. Their customers use public transportation. Because it is a regional center, they will always need significant parking. They do not think the EIR adequately takes care of parking needs and has a serious negative impact on the parking. He said their goal is to set up some kind of technical committee with the JPB to mitigate and minimize impacts on parking.

Richard Hackman, city of Palo Alto, said Palo Alto is concerned with the unmitigated impacts on Palo Alto. He requested that Caltrain staff meet with city staff to discuss mitigation ideas. He said the city requests that the Board postpone certification by one month to discuss these impacts.

Zoe Hoster, San Francisco, asked that all new train cars be converted into bike cars.

Jeff Carter, Millbrae, said this has been a long time coming and he has advocated for this for 30 years. He said he strongly supports certification and implementation of the project.

Jennifer Pfaff, Burlingame Historical Society, said the EIR acknowledges that the loss of trees would substantially degrade the existing visual character and quality of the site, and this impact would be significant and unavoidable, even after mitigation for tree replacement. She said if Caltrain does not stick by the promise to follow CEQA, the mitigation is an empty promise.

Shirley Johnson, SFBC, said she fully supports electrification, but the EIR has two main problems. The ridership model includes walking, transit and driving, but not biking—yet 14 percent of passengers bike to the station. The mode-share model includes many

variables except onboard bike capacity, and due to the omission, the FEIR predicts bike mode-share will decrease with electrification. She asked these to be included before approving the EIR.

Andy Chow, President, Bay Rail Alliance, said he urges the Board to approve this today. The report is thorough. Some people use the EIR process even though their concerns are outside the EIR.

Pat Giorni, Burlingame, said in 2010, the Board was asked to certify and approve a 2005 EIR, which was deemed stale. This EIR may not be quite ready. She asked that the EIR not be approved or certified this month, until a revised EIR is issued so it can be done right.

Adina Levin, Friends of Caltrain, said she supports and encourages the Board to certify the EIR.

Director Ken Yeager said he is not sure a technical committee is warranted to review the issue with the Sharks parking, but VTA has a Joint Policy Advisory Board that looks at various parking and traffic issues in that area and these concerns can be referred to them to monitor the parking situation.

Chair Tissier said this EIR can be certified today with the existing mitigation and additional mitigation can be added later. She said she would like to move this certification forward, but be sensitive to some of the last-minute issues the Board has heard. She said this is ready for approval today and that staff will work with the people who wanted to meet to discuss other concerns.

Motion/Second: Nolan/Yeager

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

Absent: Cohen, Kalra

Director Nolan left at 11:05 a.m.

REPORT OF THE EXECUTIVE DIRECTOR

Michael Scanlon, Executive Director, reported:

- Congratulated Chair Tissier on being elected chair and thanked Director Nolan for his service as Chair in 2014.
- Congratulated Director Woodward on being elected Vice Chair of the Board and for being elected Chair of the Santa Clara Valley Transportation Authority (VTA).
- Key Caltrain Performance Statistics November 2014 compared to November 2013
 - Monthly Performance Statistics:
 - Total Ridership was 1,418,781, an increase of 7 percent.
 - Average Weekday Ridership (AWR) was 56,899, an increase of 9.4 percent.
 - Total Revenue was \$6,447,824, an increase of 10.4 percent.
 - On-time Performance (OTP) was 92.5 percent, a decrease of 1.1 percent.

- Caltrain Shuttle Ridership was 8,395, a decrease of 9 percent. This may be due to counting problems related to the Marguerite shuttle.
- Year-to-Date Performance Statistics:
 - Total Ridership was 7,939,366, an increase of 11.6 percent.
 - AWR was 59,853, an increase of 12.1 percent.
 - Total Revenue was \$35,642,390, an increase of 13.4 percent.
 - OTP was 91.8 percent, an increase of 0.3 percent.
 - Caltrain Shuttle Ridership was 8,858, an increase of 19.3 percent. This may be due to counting problems related to the Marguerite shuttle.
- An emergency preparedness drill was conducted on December 6 in Gilroy. It was attended by representatives from Gilroy fire and police, the California Department of Forestry and Fire Protection, Morgan Hill fire and police, Santa Clara Sheriff's personnel, San Mateo County Sheriff's Office of Transit Police Bureau, Mountain View fire, the Federal Railroad Administration and the California Public Utilities Commission.
- Special service:
 - Levi's Stadium service:
 - Year to date approximately 42,600 people were transported for professional games at Levi's Stadium.
 - Total ridership in Mountain View for the San Francisco 49ers games was about 8,500.
 - The Foster Farms Bowl carried about 1,200 additional riders.
 - The Pac-12 College Football Championship carried about 2,560 additional riders.
 - Sharks played eight games in December and total additional ridership was about 2,600. Year-to-date ridership is 6,500 or a 1.4 percent increase over last season.
 - Regular weekday service was provided on New Year's Eve as well as additional service to take people to and from San Francisco. In cooperation with other agencies, train service was free after 8 p.m. Total additional ridership at San Francisco was about 10,450, an increase of 3 percent compared to 2013. Post-fireworks there were 5,700 passengers, a 24 percent increase.
 - The 30th Annual Freedom Train will be on the Martin Luther King Jr. holiday. The train will leave San Jose and go to San Francisco. This is likely the last Freedom Train due to lack of ridership and declining sponsorships.
 - Staff partnered with the Silicon Valley Community Foundation on the Holiday Train. About 25,000 people attended, and the collection of toys increased from 2,000 to 3,000. Photos were shown.
- Inspectors observed additional deterioration on the Quint Street Bridge. An immediate slow order was put on the track. Structural experts performed a full assessment and risk calculation. A structural risk assessment was completed and it was determined the structure remains safe with some minor changes needed to the track bed area to relieve some load stress. Work was completed in-house, so no emergency repairs from outside agencies were required. To reduce the load on the infrastructure, Caltrain is continuing with a 30 mph speed limit for commuter service and 10 mph for freight and work trains. Inspections have

been increased from monthly to weekly. This will affect OTP, but safety is more important. A contract will be awarded to replace the bridge. Staff is trying to expedite the final reviews and approval to proceed, but an emergency repair may be needed in the meantime.

- The Caltrain Commuter Coalition will meet on February 9 and Congresswoman Anna Eshoo will be a special guest.
- Staff is in the process of seeking bids for the railcar rehabilitation and is on schedule to come back to the Board in February with a recommendation to award a contract. Staff believes they can find enough good cars to put a sixth car on the Bombardier consist almost immediately, and then will be awarding a contract for the rehabilitation for them all. Staff is going to recommend that all six of the existing Bombardier trains have three bike cars. The issue that generates a lot of the bike bumps is inconsistency in bike capacity between the gallery and the Bombardier consists.
- The reading file contains a brochure on Track the Fun, the Caltrain Information Guide, the Safety and Security Report, and a Take One on the Clipper survey.

CalMod Update

Ms. Lee said next month a Request for Proposal will be coming to the Board so staff can start the process for electrification. The Communications-based Overlay Signal System/Positive Train Control installation is up to San Francisco and is progressing well. No new complaints have come in since last month.

Public Comment

Shirley Johnson, SFBC, thanked the Board and Mr. Scanlon for creating consistency with the bike cars.

Pat Giorni, Burlingame, thanked the Board and Mr. Scanlon for creating consistency with the bike cars.

Director Cisneros left at 11:18 a.m.

AUTHORIZE ISSUANCE OF NOT TO EXCEED \$11 MILLION AGGREGATE PRINCIPAL AMOUNT OF 2015 SERIES A FAREBOX REVENUE BONDS AND THE FORMS OF A THIRD SUPPLEMENTAL TRUST AGREEMENT, A CONTINUING COVENANT AGREEMENT AND EXECUTING AND DELIVERY THEREOF

Gigi Harrington, Deputy CEO, said this transaction has been approved by VTA, San Francisco, and San Mateo County Transit District and is a short-term transaction through the Bank of America. The debt service will be about \$180,000 per year. Staff procured the rail cars last week and holds title to them and is in the process with the contract operator to get the cars shipped here to begin the process to be put into service.

Public Comment

Jeff Carter, Millbrae, said he strongly urges approval of this item and thanked staff and Mr. Scanlon for getting these additional cars and for the additional bike cars.

Roland Lebrun, San Jose, said the Federal Transit Administration grant for purchasing these cars was transferred to something else. This money is being borrowed instead.

Joint Powers Board Meeting
Minutes of January 8, 2015

Motion/Second: Gee/Woodward
Ayes: Gee, Guilbault, Woodward, Yeager, Tissier
Absent: Cisneros, Cohen, Kalra, Nolan

LEGISLATIVE UPDATE

Seamus Murphy, Director, Government and Community Affairs, said the 2015 Legislative Program will be brought to the Board in February.

CORRESPONDENCE

No discussion.

BOARD MEMBER REQUESTS

None

GENERAL COUNSEL REPORT

None

DATE/TIME/PLACE OF NEXT MEETING

The next meeting will be Thursday, February 5, 2015, 10 a.m. at San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070.

Adjourned at 11:27 a.m. memory of Jerry Lee.