

**Peninsula Corridor Joint Powers Board
Board of Directors**

1250 San Carlos Avenue, San Carlos, CA 94070

Minutes of January 8, 2026

Members Present: Margaret Abe-Koga (arrived at 9:05am), David J. Canepa, David Cohen, Jeff Gee, Steve Heminger (arrived at 9:04am), Greg Wagner, Shamann Walton, Pat Burt (Vice Chair), Rico E. Medina (Chair)

Staff Present: M. Bouchard, A. Brandt, C. Fromson, J. Harrison, L. Lumina-Hsu, O. Quintanilla Lopez, M. Tseng

1. Call to Order

Chair Medina called the meeting to order at 9:01 am.

2. Oath of Office for Greg Wagner representing City and County of San Francisco

Margaret Tseng, JPB Secretary, delivered the Oath of Office to Greg Wagner representing the City and County of San Francisco.

3. Roll Call

Ms. Tseng called the roll and confirmed a Board quorum was present.

4. Pledge of Allegiance / Safety Briefing

Chair Medina led the Pledge of Allegiance and delivered the safety briefing.

Director Heminger arrived at 9:04 am.

5. Consideration of requests, if any, of Directors to participate remotely due to Emergency Circumstances – There were none.

Director Abe-Koga arrived at 9:05 am.

6. Request to Change Order of Business – There were none.

Chair Medina announced changes to public comment time allocation at Board meetings moving forward: Public Comment for Items Not on the Agenda, Informational items, and for the Consent Calendar were reduced to one minute; and public comment for action items remained at two minutes.

7. Public Comment for Items Not on the Agenda

Jeff Carter commented on public comment time allocation, order of business, and Clipper 2 user experience.

Aleta Dupree, Team Folds, commented on Clipper 2 and electricity.

Roland commented on public comment time allocation at Board and Committee meetings.

Adrian Brandt commented on Broadway crossing incident.

8. Closed Session: Conference with Legal Counsel – Anticipated Litigation (§ 54956.9(b)): One Potential Case

Public Comment

Jeff Carter commented on City and County San Francisco concerns.

Aleta Dupree, Team Folds, commented on partnership with San Mateo County Transit District (SamTrans).

Directors Canepa and Gee recused themselves from Closed Session as they also are on the San Mateo County Transit District (SamTrans) Board of Directors.

The Board convened into closed session at 9:14 am.

The Board reconvened into regular session at 9:41 am.

9. General Counsel Report – Report Out from Above Closed Session (Verbal)

James Harrison, Legal Counsel, reported that there were no reportable actions.

10. Report of the Executive Director

Michelle Bouchard, Executive Director, provided the presentation that included the following:

- Safety coordination and partnerships for upcoming local sporting events
- Caltrain's 2025 Year-in-Review report and video released
- Holiday Train new event launched using electric trains; January 19 Martin Luther King Jr. Celebration Train
- Guadalupe Bridge Replacement Project update; bus bridge service ending January 31; reimplementation of train service
- Next Generation Clipper launch, customer issues, and fare enforcement challenges

- Power contingency plans; redundancy traction power substations; grade crossing incident, copper theft, and fail safe mode
- January 31 minor service changes; August 2026 annual regional “Big Sync”
- December on-time performance (OTP) at 96 percent

Staff provided further clarification in response to the Board comments and questions, which included the following:

- Incident communication protocols with public, safety staff, law enforcement agencies, and local cities
- OTP measurements: 5 minutes 49 seconds standard; early and late departures monitoring
- Potential role during power outages; wayside energy storage efforts

Public Comment

Jeff Carter commented on fare consistency during special events and early departures.

Roland commented on fare evasion and fare gates, early departures, and train operator.

Adrian Brandt commented on early departures and articulated crossing gate arms.

Adina Levin, Friends of Caltrain and Seamless Bay Area, commented on ridership levels, ballot measure educational events, and Clipper 2.

11. Consent Calendar

11.a. Approval of Meeting Minutes for December 4, 2025

11.b. Receive Quarterly Financial Report: Fiscal Year 2026 Quarter 1 Results

11.c. Authorize the Executive Director to Enter Into an Option Agreement for Sale of Property to the City of San Jose– Approved by Resolution No. 2026-01**

Motion/Second: Gee/Cohen

Ayes: Abe-Koga, Canepa, Cohen, Gee, Heminger, Wagner, Walton, Burt, Medina

Noes: None

Absent: None

12. Consider Establishing a 6-Month Path and Process to Develop Recommendations on Amendments to Caltrain’s Governing Agreements

Mr. Harrison provided the presentation that included the following:

- 2008 Real Property Ownership Agreement (RPOA) amendment; 1996 Joint Powers Agreement (JPA); funding sources and payments to San Mateo County Transit District (SamTrans); Measure RR; 2022 Governance Memorandum of Understanding (MOU) and

- implementation; California Public Employee Retirement System (CalPERS) Contract and backstop pension debt; Shared Services Agreement (SSA) negotiation
- JPA as a separate legal entity; Joint Powers Board (JPB) role and Managing Agency role
- Outstanding MOU items: amend JPA and RPOA, resolve ambiguities and inconsistencies, codify certain practices

Staff provided further clarification in response to the Board questions, which included the following:

- Independent agency requires approval of member agencies' boards, San Francisco's Municipal Transportation Agency (SFMTA), and Board of Supervisors (SFBOS)
- Performance audit status and timeline: draft scope in progress; Governance ad hoc meeting in January to provide feedback; following steps include procuring contractor and developing work plan
- Performance audit key performance indicators (KPIs) not yet set, audit will benchmark compared to peer agencies
- Binding agreements precedence order: Governance MOU, JPA, 2008 RPOA
- JPB Board of Directors cannot unilaterally unwind agreements
- Differing opinion MOU's meaning of the role of managing agency
- SamTrans can serve as managing agency until it no longer chooses to do so per 1996 JPA agreement and 2008 RPOA amendments

Mr. Harrison summarized a letter received from SamTrans Special Counsel James Wagstaff and stated the proposed amendments to the JPB's governing documents require approval from all member agencies, including SamTrans, and JPB's General Counsel stance is discussion of the item does not constitute a breach of contract.

The Board continued the discussion which included the following:

- Senate Bill (SB) 63 regional funding measure; prioritization of different focuses; public transit survival if regional measure is not passed
- Fiduciary transparency; Caltrain \$75 million structural deficit; financials of regional transit agencies; capital contributions; ability of member agencies to withhold funds; impact on Guadalupe Bridge Replacement Project
- Service availability and levels differences amongst counties of San Francisco, San Mateo, and Santa Clara; work towards equitable representation of counties
- Performance Audit: role of managing agency; shared services and staffing levels; KPIs; financial implications and long-term financial impact; specialized staffing needed by Caltrain; funding used for consultants
- Successor Agency: if wanted or needed; path to have a successor agency
- Safety and core projects highlighting Guadalupe Bridge and safety-first priorities
Agency unity, communication, and maintain collaboration among member agencies

Director Walton moved the motion.

Alternative Motion by Director Abe-Koga. Friendly Amendment by Director Cohen; accepted by Director Abe-Koga. Second by Director Cohen.

Move that Caltrain conduct a 6-month period of work activities towards making meaningful and codified progress, that culminates in bringing forward recommended amendments to Caltrain's governing agreement ~~and wherein after the 6 months there is a concrete plan to end~~ including addressing the managing agency role, address the shared services agreement and provide at least an update (or a report) on the performance audit (requested by Director Burt), as well as address the successor agency and Caltrain's own salary ordinance.

Substitute Motion by Director Abe-Koga.

Move that Caltrain conduct a 6-month period of work activities towards making meaningful and codified progress, that culminates in bringing forward recommended amendments to Caltrain's governing agreements including addressing the managing agency role within 6-months, address the shared services agreement and provide at least an update (or a report) on the performance audit (requested by Director Burt), as well as address the successor agency and Caltrain's own salary ordinance.

Friendly Amendment by Director Cohen; accepted by Director Abe-Koga.

Move that Caltrain ~~conduct a 6-month period of work activities towards making meaningful and codified progress, that culminates in bringing~~ Governance ad hoc committee bring forward to the Caltrain Board within 6 months recommended amendments to Caltrain's governing agreement including addressing the managing agency role ~~within 6 months~~, address the shared services agreement and provide at least an update (or a report) on the performance audit (requested by Director Burt), as well as address the successor agency and Caltrain's own salary ordinance.

Motion/Second: Abe-Koga/Cohen

Ayes: Abe-Koga, Cohen, Heminger, Wagner, Walton, Burt

Noes: Canepa, Gee, Medina

Public Comment

Don Cecil, San Mateo County Economic Development Association (SAMCEDA), commented on regional funding ballot measure, citizens voter initiative efforts, and timing of Governance discussions.

Jeff Carter commented on timing of Governance discussions, regional funding ballot measure, SamTrans leadership, managing agency, salary ordinance, and performance audit.

Roland commented on public comment process and Measure RR.

Adrian Brandt commented on timing of Governance discussions, Senate Bill (SB) 63, key performance indicators, and train staffing levels.

Aleta Dupree commented on timing of Governance discussions and railroad operations.

Nicole Mejia commented on Caltrain independent agency and SamTrans managing agency.

13. Amend and Increase the Fiscal Year 2026 Capital Budget from \$92,641,608 to \$102,641,608 - Approved by Resolution No. 2026-02

Oscar Quintanilla Lopez, Director, Budgets and Financial Analysis, provided the presentation on a \$10 million Fiscal Year 2026 (FY26) capital budget increase for the Guadalupe River Bridge Replacement project

Motion/Second: Walton/Cohen

Ayes: Abe-Koga, Canepa, Cohen, Gee, Heminger, Wagner, Walton, Burt, Medina

Noes: None

Public Comment

Aleta Dupree, Team Folds, commented on conditional funding for Guadalupe Bridge project.

14. Receive Update on Fiscal Year 2026-2027 Budget Approach

Mr. Quintanilla Lopez provided the presentation that included the following:

- Fare increases planned through FY30
- FY18-26 service levels and ridership trends; currently 104 trains per day
- FY27: continue FY26 service levels; plan for scenarios post-November ballot results

Staff provided further clarification in response to the Board comments and questions regarding State loan for bridge funding and conversations with local delegations.

Public Comment

Jeff Carter commented on electrification service, ridership growth, service cuts considerations, and potential funding from SB 63.

Roland commented on managing agency, rail maintenance, operations maintenance, and bridge loans.

15. Receive Update on Shared Services Agreement Between Peninsula Corridor Joint Powers Board and San Mateo County Transit District**

Mr. Harrison provided the presentation that included the following:

- Distinction between fully and partially shared services staff
- JPB work plans to sync with budget cycle
- SamTrans and Caltrain performance KPIs with annual reporting
- Conflict walls established where JPB and SamTrans have adverse or potentially adverse interests
- Conflict resolution process

16. Receive Update on the Corridor Crossing Strategy

Item was deferred.

17. Reports (Verbal)

17.a. Report of the Chair – There was no report.

17.b. Report of the Citizens Advisory Committee – Chair Medina stated the CAC report will be provided a written format moving forward.

17.c. Report of the Local Policy Maker Group (LPMG) – There was no report.

17.d. Report of the Transbay Joint Powers Authority (TJPA) - Chair Gee reported TJPA approved released Request for Proposals (RFP) for Progressive Design-Build Civil and Tunnel Construction, project from 4th and King to Salesforce Transit Center. The project is not yet fully funded and making efforts to secure remaining funding.

Director Abe-Koga left at 12:21 pm.

18. Correspondence – Available online.

19. Board Member Requests – There were none.

20. Date/Time/Location of Next Regular Meeting: Thursday, February 5, 2026 at 9:00 am via Zoom and in person at the San Mateo County Transit District, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA.

21. Adjournment – The meeting adjourned at 12:22 pm.