

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

**Minutes
September 6, 2007**

MEMBERS PRESENT: J. Cisneros (Chair), D. Gage, J. Hartnett, J. Hill, A. Lloyd,
S. Maxwell, F. Williams

MEMBERS ABSENT: N. Ford, K. Yeager

MTC LIAISON PRESENT: S. Lempert

STAFF PRESENT: M. Bouchard, G. Cameron, B. Carson, J. Cassman, C. Cavitt,
C. Harvey, R. Haskin, B. Kelleher, R. Lake, I. McAvoy, M. Martinez,
D. Miller, M. Scanlon, M. Simon

Chair José Cisneros, called the meeting to order at 10:03 a.m. and led the Pledge of Allegiance.

PUBLIC COMMENT

Vaughn Wolffe asked if a bus shuttle is being considered for Caltrain riders traveling from Millbrae or Broadway in Burlingame to SFO, once the BART Millbrae/SFO connection is discontinued.

Jeff Carter, Burlingame, said a bus shuttle should be available for Caltrain riders to get from Millbrae or Broadway to SFO. He asked for recent numbers of Caltrain riders going from Millbrae to SFO. Mr. Carter also said the Caltrain electronic message boards are about a minute and a half fast.

CONSENT CALENDAR

The Board approved the items under the Consent Calendar as follows:

- a) Approval of Minutes of August 2, 2007
- b) Acceptance of the Statement of Revenues and Expenses, July 2007
- c) Approval of Change Order, Not-to-Exceed \$62,000 to Contract with Petroleum Telcom, Inc. for VHF Radio Antenna Installation at Four Tunnels.

CHAIRPERSON'S REPORT

None.

MTC LIAISON REPORT

Sue Lempert reported on the Metropolitan Transportation Commission Regional Rail workshops:

- Attendees were pleased with the presentation, which showed a robust future for Caltrain electrification.
- BART will maintain its current service with the San Jose extension, with no future BART extensions planned. BART is concentrating on getting another tube across the Bay.
- High Speed Rail (HSR) alternatives to the Bay Area were discussed including the Pacheco Pass and Altamont Pass alignment alternatives, and a combination of both.

REPORT OF THE CITIZENS ADVISORY COMMITTEE (CAC)

Michael Kiesling, Chair of the CAC, reported that the Committee had a presentation on the Centralized Equipment Maintenance and Operations Facility (CEMOF) in San Jose, which will have a grand opening on September 29. The Committee plans to schedule a fall or winter meeting in San Francisco and Santa Clara counties. A CAC member commented on a Monday morning train running five minutes late.

REPORT OF THE EXECUTIVE DIRECTOR

Michael Scanlon reported on the following:

- Replied to Mr. Carter and Mr. Wolffe concerning the BART Millbrae/SFO extension. The Millbrae connection will be discontinued in January 2008. BART schedules have just been received for review. Options being studied for a SFO connection may involve rerouting SamTrans service into SFO and to the Millbrae station but this may not be as fast as doing a cross-platform transfer.
- Regional Rail will require changing focus, governance and funding to build, develop and sustain a regional system.
- San Mateo County's Historical Society publication, *La Peninsula*, describes the opening of the road from San Mateo to San Jose in 1864. Similar reports in 2050 may detail the work of visionaries that were responsible for bringing Regional and HSR to California. The publication is included in the Board reading file.
- Overcrowding on Caltrain has resulted from game activities and Barry Bonds' effort to break Hank Aaron's home run record.
- Performance Statistics for July 2007 compared to July 2006 and Year-to-Date Statistics:
 - a. Total Ridership was 1,034,689, an increase of 11.8 percent.
 - b. Average Weekday Ridership was 39,301, an increase of 9.4 percent.
 - c. Farebox Revenue was \$3,543,000, an increase of 16.4 percent.
 - d. On-time Performance was 93.4 percent, an increase of 0.8 percent.
 - e. Caltrain Shuttle Ridership was 5,022, an increase of 7.5 percent.

Public Comment

Jeff Carter, Burlingame, said All Star game ridership figures varied in different reports. Mr. Scanlon said approximate numbers are reported. Manager of Rail Transportation Michelle Bouchard will provide Mr. Carter with exact numbers.

Ed DeLanoy, San Carlos, commented on Caltrain on-time performance. He said shorter trains during off peak hours will provide better service for the elderly who are more likely to travel then and this will reduce dwell times.

HIGH SPEED RAIL (HSR) SUPPORT

Ian McAvoy, Chief Development Officer, said staff recommends that the Board reaffirm its support for the Pacheco Pass HSR alternative and place on the November 2008 ballot a bond measure that would finance the construction of the HSR system. A decision is imminent concerning the final alignment of HSR from the Central Valley to the Bay Area via either the Pacheco Pass or Altamont Pass. The Pacheco Pass alignment would utilize the Caltrain right of way and would make the Peninsula a central element of the HSR system. The Board has been on record, most recently in 2005, for support of the Pacheco Pass for three key reasons: to assist in acceleration of the modernization of the Caltrain system including full grade separation and electrification, which will provide a platform for a world-class rapid system to serve San Francisco, San Mateo and Santa Clara

counties; to connect San Francisco and Silicon Valley with the Central Valley and southern California and more effectively link California's major airports; and the Altamont Pass alternative will not provide the same level of benefits to the Caltrain system for the three counties or the modernization of Caltrain. Reaffirmation of Board support for the Pacheco Pass alternative would demonstrate the vision of the Peninsula to be part of the transformational efforts to provide a local, regional and statewide world-class rail system.

Public Comment

Michael Kiesling, San Francisco, said he knows this is a completely political vote and this reminds him of other votes the Board has taken in the past, such as the vote to extend Caltrain to Beale Street and to purchase more gallery cars rather than Bombardier cars. He encouraged the Board to vote in favor of the ~~Pacheco~~ Altamont Pass alignment alternative.

Vaughn Wolffe said if a BART extension is going to be built to San Jose riders can come into San Jose from the Pacheco Pass alignment and travel to Oakland on BART, there would be no reason to build the HSR Altamont Pass alignment to access Oakland. Mr. Wolffe said \$135 billion would be spent in the next 40 years and HSR should only go to Los Angeles, Bakersfield and San Francisco until it is proven to work.

Jeff Carter said the Board should not commit to the Pacheco Pass or Altamont Pass alignment alternatives until all details of studies are reviewed. He said both alternatives would benefit Caltrain. Mr. Carter said primary destinations for HSR would be Los Angeles and San Francisco.

Margaret Okazumi, Bay Rail Alliance, said the Bay Rail Alliance and the environmental community supports the Altamont Pass alignment. She said Caltrain's plans are independent of HSR. The Caltrain line is going to be saturated and it will not be necessary to build a four-track system between Redwood City and Santa Clara. She said the plans proposed to deal with constraints at the Diridon station by double-decking the station are highly implausible. Ms. Okazumi said the Altamont Pass alignment is best for riders traveling to Sacramento, for the environment and for dealing with constraints on the Caltrain line.

Pat Dixon, Redwood City, said the Pacheco Pass alignment alternative is a viable project that should come up the Central Valley to Modesto and cut across to Union City with a new line to Redwood City. She emphasized that the project should be moved along or it will be lost.

Director Don Gage asked how many votes have been taken on the HSR project. Director Art Lloyd said it was the third or fourth. Mr. Scanlon said the project is before the Board again because it's being restudied again. Caltrain believes the Pacheco Pass alignment is better for Caltrain. He said a line to the East Bay won't be completed until the system ties the Los Angeles, San Jose and San Francisco airports together. He encouraged reaffirmation of the Pacheco Pass alternative and getting the bond on the ballot, which would fare better with the Pacheco alignment than with the Altamont Pass alignment.

Director Gage said data indicates Oakland and San Francisco airports will be maxed out because of physical constraints and San Jose airport will have more traffic than both airports combined. He was concerned about costs to bring the Altamont Pass alignment across the Bay. Director Gage said it is important to take action now to keep HSR a viable project.

Ms. Lempert said when bridge tolls were raised for transportation improvements including Dumbarton Rail and BART, money was set aside for regional rail study and HSR. She said the governor is against the November 2008 bond for HSR because it will compete against other bonds.

Director Forrest Williams said San Jose is the largest city in the Bay Area and population will continue to increase. Silicon Valley is the technology capitol of the world and will continue to offer opportunities for economic growth and jobs. He said the Pacheco Pass alignment would be the best economic alternative for the Bay Area.

Director Jim Hartnett said if the Board adopts the resolution to support HSR this would encourage the Legislature to fund the HSR Authority. He said San Francisco, San Mateo and Santa Clara counties, as well as Caltrain, would be well served by HSR.

A resolution (Gage/Lloyd) to support the Pacheco Pass HSR alignment, to urge funding for the California HSR Authority, and to place on the November 2008 ballot a bond measure that would finance the construction of the HSR system was approved, by roll call.

Mr. Scanlon also reported:

- The CEMOF grand opening will begin at 10:30 a.m. on Saturday, September 29. Speakers include Directors Cisneros and Yeager, Chuck Reed, San Jose Mayor, Leslie Rogers, Federal Transit Administration (FTA) Region 9 Administrator, Jim Bourgart, California Deputy Secretary of Transportation and Infrastructure and Alexander Kummant, Amtrak President/CEO.
- Caltrain will host the Federal Railroad Administration (FRA) and other railroad agency personnel in October for a best practices session for rail safety.
- Discussions will continue with the FRA in September to seek an exemption to operate the lightweight electric multiple units (EMUs).
- Caltrain staff met with Amtrak's Brotherhood of Locomotive Engineers regarding concerns about the safety of Bombardier cars.
- Special service for baseball averaged 4,300 riders through August. Special service for the Rock the Bells concert at AT&T Park on August 18 resulted in 8,000 riders.
- There were two Spare the Air days on August 29 and 30. Caltrain, BART, Golden Gate and public ferries offered free rides until 1:00 p.m. SamTrans and Muni offered free rides all day.
- Fuel prices were at \$2.39 per gallon for the first nine weeks of FY 2008 which is under the \$2.40 per gallon budgeted amount.
- The Safety and Security Report is included in the Board reading file.
- The Amtrak Signal Department was commended for 13,003 injury free days.

Director Jerry Hill asked what the ridership change was on the Spare the Air days. Mr. Scanlon said ridership appears to have increased 50 to 55 percent.

AWARD OF OUTBOARD PLATFORM IMPROVEMENTS AT PALO ALTO AND CALIFORNIA AVENUE PROJECT TO SHIMMICK CONSTRUCTION COMPANY, INC. FOR \$18,990,000

Cheryl Cavitt, Director of Contracts and Procurement, said Staff Coordinating Council (SCC) is recommending that the Board award the subject contract for outboard platform improvements at the Palo Alto and California Avenue stations to Shimmick Construction Company of Hayward, California for \$18,990,000 and to authorize the Executive Director or his designee to execute that contract.

The public works project consists, in general, of furnishing all materials, labor, tools, plants, supplies, equipment, transportation and superintendence necessary to reconstruct platforms at both the California Avenue and Palo Alto Caltrain stations, and repair various bridges and culverts.

The work includes reconstructing the Palo Alto station to make it accessible to people with disabilities by reworking the ramps and platforms; reconstructing the California Avenue station to eliminate the hold-out rule by providing a pedestrian underpass; and repairing various bridge decks and culverts in the Palo Alto area. Construction is anticipated to begin in September 2007 with completion anticipated in December 2008.

Funding for this construction project includes a larger-than-normal share of local and state funds because both the underpasses at California Avenue and Palo Alto will be covered by Santa Clara Measures A and B transportation improvement program funds.

A competing bidder alleged the Shimmick bid presented an organization conflict of interest with a subcontractor. Staff reviewed all bids and a conflict of interest issue appeared to impact the second and third low bids as well. Legal counsel and staff conducted a thorough investigation to determine the nature and scope of the apparent conflict in Shimmick's bid. Staff and legal counsel concluded that Shimmick did not obtain an unfair advantage of any kind over other bidders for this project.

The resolution (Williams/Hartnett) to award the contract was approved, by roll call.

Mr. Scanlon commended the procurement and legal staffs for their energy, time and creativity in finalizing the details of the award contract.

APPROVAL FOR A CHANGE ORDER, NOT-TO-EXCEED \$738,000 TO CONTRACT WITH SHIMMICK/OBAYASHI A JOINT VENTURE TO PROVIDE NECESSARY MAINTENANCE AT CENTRALIZED MAINTENANCE EQUIPMENT AND OPERATIONS FACILITY (CEMOF)

Brian Kelleher, Manager of Capital Contracts, said SCC recommends that the Board approve a contract change order to the contract with Shimmick/Obayashi to provide necessary maintenance at CEMOF, and to authorize the Executive Director or his designee to execute such change order. The purpose of the change order is to ensure that warranties on equipment and buildings remain valid by adding maintenance to the contract to protect the overall capital investment at CEMOF. Maintenance includes such things as heating, ventilation, air conditioning, fire protection, sewage, and electrical as well as specialty apparatus.

The budget for the proposed change order is part of the rail maintenance line item and the adopted FY 2008 operating budget.

Director Hill asked why the change order for such a large amount was created rather than going out for a separate bid. Mr. Kelleher said the current contractor is familiar with facilities and is already mobilized on the site, factors that reduce cost, and Shimmick is responsible for maintaining the warranties for the first year of operation to ensure the warranties remain valid.

A resolution (Lloyd/Hill) to approve the change order was approved, by roll call.

REJECTION OF SINGLE BID FOR RIGHT OF WAY FENCING PROJECT

Ms. Cavitt said SCC recommends that the Board reject the single bid submitted in response to the JPB solicitation for the Right of Way Fencing Project and authorize staff to re-solicit with clarified specifications and revised requirements for year-to-year bonding as a means to assure the JPB of qualified contractors for the project, especially from disadvantaged business enterprises and minority businesses.

The specifications issued prompted some uncertainties among bidders. This, combined with a requirement to furnish a three-year performance bond, determined that the project attracted a lower than expected number of bidders.

Director Hill asked if the contractor is different from the current fencing contractor. Ms. Cavitt said it is a different contractor.

Director Hill asked if different specifications were used in the initial bidding process. Chief Operating Officer Chuck Harvey said Caltrain used an on-call contract that was in place with Amtrak for the initial fencing that was installed. Caltrain then went forward with this bidding project to put together a three-year program.

Director Williams said he understood that the rejection of the bid deals primarily with bonding requirements rather than the specifications of the fencing. Ms. Cavitt said both issues were a factor. Director Williams asked what was unique about the fencing specifications that required additional clarification. Ms. Cavitt said that exact requirements for the fencing were different at different locations in the specifications.

Director Hartnett asked when this item would come back to the Board for contract approval if the Board adopts the recommendation. Ms. Cavitt said staff is currently working on specifications and expects the turnaround to be several months. Mr. Scanlon said staff hopes to have the item on the December Board agenda. He said that the fencing contractors work year-round and winter weather would not slow progress of the project.

A motion (Hartnett/Gage) to reject the single bid was approved.

REJECTION OF ALL PROPOSALS FOR THE CALTRAIN WIRELESS NETWORK SERVICES

George Cameron, Chief Administrative Officer, said SCC recommends that the Board reject both proposals submitted in response to the JPB solicitation for Caltrain Wireless Network Services. After careful review and analysis, staff concluded that neither proposal met all the critical objectives that are cited in the report.

A motion (Gage/Hill) to reject all proposals was approved.

QUARTERLY CAPITAL PROGRAM STATUS AND ELECTRIFICATION REPORT – SECOND QUARTER

Mr. McAvoy said the report was submitted to the Board under separate cover.

DISADVANTAGED BUSINESS ENTERPRISE (DBE) STATUS REPORT

Bill Carson, Manager of Employee Relations and Civil Rights, presented the following details of the 2007 annual DBE update:

- Purpose of the DBE program.
- DBE certification requirements.
- DBE achievement goal was exceeded for FY 2007.
- Certification activities; firms certified and recertified, annual reviews for eligibility, on site reviews and firms denied or removed.
- Twelve percent increase in percentage of DBEs as registrants in the vendor/contractor notification program.
- Outreach efforts include trade shows, conferences, workshops and a SamTrans/Caltrain calling card distributed to view contracts, receive email invitations and download bid documents.
- Packaging strategy in collaboration with the Development Division that includes a DBE availability advisory in the front of DEB documents explaining bonding issues, separation of bid items, bid items in \$500k increments and insurance.
- Public meetings with contractors, American Public Transportation Association (APTA), chambers of commerce, vendor fairs, business fairs.
- Vision 2007-2008-Adapt to legal environment: Caltrain Board of Directors approved a DBE availability and utilization study.
- Vision 2007-2008-Strategies: outreach, host Caltrain vendor fair, formulate advisory committee with trade associations and community based organizations, review small business enterprise program strategies and continue to address adverse factors.

Chair Cisneros thanked Mr. Carson for the excellent presentation.

CORRESPONDENCE

Available in the reading file.

BOARD MEMBER REQUESTS

None.

REPORT OF LEGAL COUNSEL

Legal Counsel David Miller said he reported last month on plans to compile a proposal to Union Pacific to deal with the hazardous material issues at the CEMOF site. He said Caltrain has done that with the great assistance of staff, including Joe Siino of the Development Division. Caltrain is scheduled to meet with Union Pacific tomorrow. That meeting may be postponed until next week to give Union Pacific a chance to look at Caltrain's offer. Legal counsel will be reporting back with details.

DATE/TIME OF NEXT MEETING

Thursday, October 4, 2007, 10 a.m. at San Mateo County Transit District Administrative Building, 1250 San Carlos Avenue, San Carlos CA 94070.

ADJOURNED

The meeting adjourned at 11:29 a.m.