

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

**MINUTES OF MAY 14, 2021
SPECIAL MEETING #2 - GOVERNANCE**

MEMBERS PRESENT: C. Chavez, D. Davis (Chair), J. Gee, G. Hendricks, S. Heminger (Vice Chair) (arrived 1:04pm), D. Pine, S. Walton,

MEMBERS ABSENT: C. Stone, M. Zmuda

STAFF PRESENT: J. Hartnett, C. Mau, M. Bouchard, D. Hansel, S. Petty, R. Johansen, J. Harrison, R. Rios, H. Husain, H. Permut, M. Jones, K. Miller, D. Seamans, S. Wong,

1. CALL TO ORDER/ROLL CALL

Chair Dev Davis called the meeting to order at 1:02 pm.

District Secretary Dora Seamans called the roll and a quorum was confirmed.

2. CALTRAIN GOVERNANCE SPECIAL MEETING #2 (INCLUDING BACKGROUND INTERVIEWS AND KEY THEMES, 2021 GOVERNANCE PROCESS, AND NEXT STEPS)

Chair Davis introduced the purpose of the meeting, including the self-directed options, regional options, and the draft evaluation criteria and process. She noted the next meeting on June 25th would be dedicated to regional options.

Michelle Bouchard, Acting Executive Director, introduced Katie Miller, Facilitator, Howard Permut, Governance Consultant, and provided the meeting objectives and the 2021 roadmap. She spoke about the level of effort required, including budget.

Howard Permut, Governance Consultant, provided an overall approach to refinement and evaluation of options. He reviewed what was heard from Special Meeting #1, the three structural governance paths, and proposed governance evaluation steps:

- Self-directed options Paths A & B
- How options were derived from earlier discussions that focused on key differences and further discussion on what would make sense
- Proposed Framework for Evaluation for Self Directed Options
 - Criteria 1: Organizational Effectiveness
 - Criteria 2: Accountability and Fairness
 - Criteria 3: Practical Resource and Transition Considerations
- Output of Evaluation (3 written summaries as arguments for and against each governance option)
- Special Meeting #3 (June 25) Regional Options

The Board members had a discussion regarding the following:

- The pros and cons of the criteria, what are the benefits, risks, and rewards.
- Potential shared services with another agency other than SamTrans, such as VTA (Santa Clara Valley Transportation Authority), SFMTA (San Francisco Municipal Transportation Authority) under option 3
- Concerns that the first two options are status quo without three distinct options, and the first option is why we are here
- Staff reporting to different bosses with the first two options (with JPB not able to replace its manager/contractor)
- San Mateo County reimbursed for its funds not mentioned in the slides
- Two versions of Path C (Caltrain being part of another agency, bring in other actors)
- Option 2 would include the JPB being able to hire the Executive Director
- Transition to these options
- Costs for each path

The Board members had a discussion regarding **the 3 criteria proposed**, which included the following:

- Addressing emotional concerns from each agency in the framework
- Addressing each agency's perception of the problem
- Finding a way to put issues on the table and address issues before getting to the decision-making point in the process
- A roadmap graphic for interviews, financial analysis, etc.
- Goal is to have the evaluation criteria done by special meeting #4
- Consideration of weighing each criteria in terms of importance, such as numeric from 1 as least liked to 5 as most liked measurements
- Considering a fourth criteria to achieve a political consensus
- Considering ballot measure pros and cons and arguments for and against will help make these decisions
- Issues identified included accountability, responsiveness, transparency, and fairness
- Getting information needed to make informed decisions
- Concerns with financial analysis being the only numbers currently while transparency and accountability are less numerical

Public Comment

Roland Lebrun, San Jose, commented on political consensus versus majority consensus. He commented on option 2, SamTrans management, and San Mateo County Transit District (SMCTD) employees.

Remi Tan, Pacifica, commented on merging with other agencies for a strong regional transit network.

Adina Levin, Friends of Caltrain, commented on organizational effectiveness, debates on funding basic maintenance, and regional rail leadership.

Vaughn Wolffe, Pleasanton, commented on regional versus local opinion on running trains and changing management every five years.

Jeff Carter, Millbrae, commented on SamTrans doing a good job, poll about Caltrain and BART merging, and supporting regional rail with a one-ticket system.

The Board members had a discussion regarding **special meeting #3 Regional Options**, which included the following:

- Regional options
- Clarity on what problems they are trying to solve as related to governance and service changes
- Values, implications and deliverables

Sebastian Petty, Deputy Chief of Planning, spoke about the following topics:

- Resources required to support this process
- Costs estimated at \$2 million for Fiscal Year 2022 –not including legal or financial analysis
- Next steps
- Update options based on Board feedback, next steps, and prepare for Meeting #3 on regional options

The Board members had a discussion and staff provided further clarification in response to the Board comments and questions regarding partner agencies being aware of allocating time for legal and financial work to be done later in the year.

Public Comment

Adina Levin, Friends of Caltrain, commented on the June workshop on regional options, including goals from the last meeting (Caltrain business plan service vision) to guide regional options and delivery of complex mega projects.

Remi tan, Pacifica, commented that the public is looking for frequent service, and connectivity, including BART, ace, capital corridor, seamlessly getting from one area to the next.

Roland Lebrun, San Jose, commented on governance and train schedules, farebox not recovering due to scheduling changes, and comparing data from last year.

Jeff Carter, Millbrae, commented on frequency of service, and passing tracks in numerous locations.

Vaughn Wolffe, Pleasanton, commented on not wanting to cram people in, needing express service, and moving capacity.

Ms. Bouchard thanked everyone for their participation and spoke about next steps to define concurrence and define initial evaluation criteria.

3. ADJOURN

The meeting adjourned at 2:37 pm.

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Special Minutes of May 14, 2021

An audio/video recording of this meeting is available online at www.Caltrain.com. Questions may be referred to the Board Secretary's office by phone at 650.508.6242 or by email to Board@Caltrain.com.