



BOARD OF DIRECTORS 2022

STEVE HEMINGER, CHAIR  
CHARLES STONE, VICE CHAIR  
CINDY CHAVEZ  
DEVORA "DEV" DAVIS  
JEFF GEE  
GLENN HENDRICKS  
DAVE PINE  
SHAMANN WALTON  
MONIQUE ZMUDA

MICHELLE BOUCHARD  
ACTING EXECUTIVE DIRECTOR

## AGENDA

### PENINSULA CORRIDOR JOINT POWERS BOARD

#### Finance Committee Meeting

Committee Members: Monique Zmuda (Chair), Jeff Gee, Glenn Hendricks

**Due to COVID-19, this meeting will be conducted via teleconference only (no physical location) pursuant to [Assembly Bill 361](#) (Gov. Code section 54953).**

Directors, staff, and the public may participate remotely via Zoom at <https://zoom.us/j/93388927360?pwd=SFJranR4KzVURGIZVW5VUXJMZGlxQT09> or by entering Webinar ID: # **933 8892 7360**, Passcode: **790810**, in the Zoom app for audio/visual capability or by calling 1-669-900-6833 (enter webinar ID and press # when prompted for participant ID) for audio only. The video live stream will be available after the meeting at <http://www.caltrain.com/about/bod/video.html>

**Public Comments:** Members of the public are encouraged to participate remotely. Public comments may be submitted to [publiccomment@caltrain.com](mailto:publiccomment@caltrain.com) prior to the meeting's call to order so that they can be sent to the Board as soon as possible, while those received after an agenda item is heard will be included in the Board's weekly correspondence and posted online at [http://www.caltrain.com/about/bod/Board\\_of\\_Directors\\_Meeting\\_Calendar.html](http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html).

Oral public comments will also be accepted during the meeting through \*Zoom or via the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM. Use the Raise Hand feature to request to speak. For public participants calling in, dial \*67 if you do not want your telephone number to appear on the live broadcast. Callers may dial \*9 to use the Raise the Hand feature for public comment and press \*6 to accept being unmuted when recognized to speak for two minutes or less. Each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

**March 28, 2022 - Monday**

**2:30 pm**

1. Call to Order/Pledge of Allegiance

2. Roll Call

3. Public Comments on Items not on the Agenda

Comments by each individual speaker shall be limited to two (2) minutes. Items raised that require a response will be deferred for staff to reply.

4. Consent Calendar

Members of the Board may request that an item under the Consent Calendar be considered separately.

- |  |               |
|--|---------------|
| 4a. Approve Meeting Minutes of February 21, 2022   | Motion        |
| 4b. Award of Contract for Bayshore Station Painting Project and Authorization to Receive Funding and Amend the Project Budget from \$2,300,000 to \$6,870,000                          | Motion        |
| 4c. Amend and Increase the Fiscal Year 2022 Caltrain Capital Budget to \$156,862,394   | Motion        |
| 4d. Award of Contract for On-Call Executive Recruitment Services   | Motion        |
| 4e. Authorize the Filing of Applications with the Metropolitan Transportation Commission for Programming of Federal Transit Administration Formula Funds for Caltrain Capital Projects | Motion        |
| 4f. Authorize the Application For and Receipt of Annual Cap and Trade Funding for the Peninsula Corridor Electrification Enhancement Project (PCEE)                                    | Motion        |
| 4g. On-Call Transportation Planning and Consultant Support Services Update   | Informational |

5. Authorize Execution of Change Orders for CEMOF Modification Contract and Tunnel Modification Contract

6. Report of the Acting Chief Financial Officer (CFO)

7. Accept Statement of Revenues and Expenses for the Period Ended February 28, 2022

8. Committee Member Requests

9. Date/Time of Next Regular Finance Committee Meeting: Monday, April 25, 2022, at 2:30 pm via Zoom (additional location, if any, to be determined)

10. Adjourn

## Information for the Public

All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board. If you have questions on the agenda, please contact the JPB Secretary at 650.508.6242. Agendas are available on the Caltrain website at [www.caltrain.com](http://www.caltrain.com). Communications to the Board of Directors can be e-mailed to [board@caltrain.com](mailto:board@caltrain.com). *Free translation is available; Para traducción llama al 1.800.660.4287; 如需翻译 请电 1.800.660.4287*

### Date and Time of Board and Committee Meetings

JPB Board: First Thursday of the month, 9:00 am; JPB Finance Committee: Fourth Monday of the month, 2:30 pm. The date, time, and location of meetings may be changed as necessary. Meeting schedules for the Board and committees are available on the website.

### Location of Meeting

**Due to COVID-19, the meeting will only be via teleconference as per the information provided at the top of the agenda.** The Public may not attend this meeting in person. \*Should Zoom not be operational, please check online at [http://www.caltrain.com/about/bod/Board of Directors Meeting Calendar.html](http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html) for any updates or further instruction.

### Public Comment\*

Members of the public are encouraged to participate remotely. Public comments may be submitted to [publiccomment@caltrain.com](mailto:publiccomment@caltrain.com) prior to the meeting's call to order so that they can be sent to the Board as soon as possible, while those received during or after an agenda item is heard will be included into the Board's weekly correspondence and posted online at [http://www.caltrain.com/about/bod/Board of Directors Meeting Calendar.html](http://www.caltrain.com/about/bod/Board_of_Directors_Meeting_Calendar.html). Oral public comments will also be accepted during the meeting through Zoom or the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM. Each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

### Accessible Public Meetings/Translation

Upon request, the JPB will provide written agenda materials in appropriate alternative formats, or disability-related modification or accommodation, including auxiliary aids or services, to enable individuals with disabilities to participate in and provide comments at/related to public meetings. Please submit a request, including your name, phone number and/or email address, and a description of the modification, accommodation, auxiliary aid, service or alternative format requested at least 72 hours in advance of the meeting or hearing. Please direct requests for disability-related modification and/or interpreter services to the Title VI Administrator at San Mateo County Transit District, 1250 San Carlos Avenue, San Carlos, CA 94070-1306; or email [titlevi@samtrans.com](mailto:titlevi@samtrans.com); or request by phone at 650-622-7864 or TTY 650-508-6448.

**Availability of Public Records**

All public records relating to an open session item on this agenda, which are not exempt from disclosure pursuant to the California Public Records Act, that is distributed to a majority of the legislative body, will be available for public inspection at 1250 San Carlos Avenue, San Carlos, CA 94070-1306, at the same time that the public records are distributed or made available to the legislative body.

**Peninsula Corridor Joint Powers Board  
Finance Committee Meeting  
1250 San Carlos Avenue, San Carlos CA 94070  
Draft Minutes of February 21, 2022**

**MEMBERS PRESENT:** Monique Zmuda (Chair), Glenn Hendricks

**MEMBERS ABSENT:** Jeff Gee

**STAFF PRESENT:** M. Bouchard, D. Hansel, D. Santoro, J. Harrison, S. Petty, K. Yin, G. Martinez, D. Seamans, S. Wong

**1. CALL TO ORDER/PLEDGE OF ALLEGIANCE**

Chair Monique Zmuda called the meeting to order at 2:31 p.m. and led the Pledge of Allegiance.

**2. ROLL CALL**

District Secretary Dora Seamans confirmed the presence of a Board quorum.

**3. PUBLIC COMMENT FOR ITEMS NOT ON THE AGENDA**

Aleta Dupree, Oakland, commented on Clipper START, fare integration, and Measure RR.

**4. CONSENT CALENDAR**

**a. Approve Meeting Minutes of January 24, 2021**

**b. Award of Contract to Provide Real Estate and Other Legal Services**

Motion/Second: Hendricks/Zmuda

Ayes: Hendricks, Zmuda

Noes: None

Absent: Gee

In response to Board member questions, staff provided further clarifications on Item 4b, which included the following:

- Who decides which contractor to use, whether JPB or SamTrans legal counsel would provide these on call services, and the hourly rate or range for these services
- Whether the \$2 million over 5 years is for all three contractors

**5. ACCEPT REPORT OF THE CHIEF FINANCIAL OFFICER (CFO)**

**A. Statement of Revenues and Expenses for the Period Ended January 31, 2021**

Derek Hansel, Chief Financial Officer, said the report included the first forecast for the Fiscal Year which is done twice each year. He announced the sale of the \$140 million bonds issue and the generation of just under \$150.5 million in proceeds for the electrification project.

Mr. Hansel announced that this would be his last finance meeting and Grace Martinez will become Acting Chief Financial Officer effective March 22<sup>nd</sup>.

#### Public Comment

Aleta Dupree, Oakland, commented on increasing ridership, recovering, Measure RR, bond proceeds, and Mr. Hansel.

Jeff Carter, Millbrae, commented on Mr. Hansel's work and inquired about the Staff Coordinating Council.

Motion/Second: Hendricks/Zmuda

Ayes: Hendricks, Zmuda

Noes: None

Absent: Gee

The Board members had a discussion and staff provided further clarification in response to the Board comments and questions, which included the following:

- Whether there can be numbers on fares or passenger rides with the farebox revenues
- Why Measure RR is listed as \$8 million more than projected

#### **6. COMMITTEE MEMBER REQUESTS**

Director Zmuda requested the hourly rate or range for legal services.

Director Hendricks requested a translation of the statement of revenues and expenses into the number of fares or passenger rides.

#### **7. DATE/TIME OF NEXT REGULAR FINANCE COMMITTEE MEETING**

Monday, March 28, 2022, at 2:30 pm via Zoom (additional location, if any, to be determined)

#### **8. ADJOURN**

The meeting adjourned at 2:57 p.m.

An audio/video recording of this meeting is available online at <https://www.caltrain.com/about/bod/video.html?> Questions may be referred to the Board Secretary's office by phone at 650.508.6279 or by email to [board@caltrain.com](mailto:board@caltrain.com).

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee

Through: Michelle Bouchard  
Acting Executive Director

From Grace Martinez  
Acting Chief Financial Officer

Subject: **Award of Contract for Bayshore Station Painting Project and Authorization to Receive Funding and Amend the Project Budget from \$2,300,000 to \$6,870,000**

Finance Committee  
Recommendation

Work Program-Legislative-Planning  
Committee Recommendation

Staff Coordinating  
Council Reviewed

Staff Coordinating Council  
Recommendation

**Action**

Staff recommends that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB):

1. Award a contract to the lowest, responsive and responsible bidder, Top Line Engineers, Inc. of Hayward, California (Top) for a total amount of \$2,066,880 for the Bayshore Station Painting (Project); and
2. Authorize the Acting Executive Director or designee to execute a contract with Top in full conformity with the terms and conditions set forth in the solicitation documents, and in a form approved by legal counsel; and
3. Increase the Project budget by \$4,570,000, from \$2,300,000 to \$6,870,000; and
4. Authorize the Acting Executive Director or designee to take any other actions necessary as may be required to receive funds, including signing program supplement agreements with the California Department of Transportation for the receipt of state funding.

**Significance**

This Project involves repainting the Caltrain Bayshore Station in San Francisco, at the San Mateo County line. Built in 2002, the structural steel in the pedestrian overpass is showing signs of severe corrosion due to the age of the structure and the salt air conditions due to the proximity to San Francisco Bay.

The Project's scope of work consists of furnishing all labor, equipment, and materials for the following:

- Removal of the existing coatings, surface preparation, and placement of the new coatings on all steel surfaces of the base contract for the pedestrian bridge. The scope also includes preparation and painting of the stairwells and elevator towers, which was bid as a Project option.
- Remove and replace wire mesh panels and existing bolts as needed.
- Construct a containment system that permits the use of the bridge, station and train tracks at all times to protect passengers from noise, dust, and debris from the surrounding surface preparation work.

In FY2020, the Project budget was established at \$2,300,000. A re-evaluation of the total Project cost found that, due to construction cost inflation, escalation of materials and labor prices, an increase in staff support costs, and expanded permitting requirements, the total Project cost has increased to \$6,870,000, as outlined below:

<b>Project Tasks</b>	<b>Updated Cost</b>
Construction Implementation Contract	\$2,066,880
Project Management Support	\$1,304,552
Construction Management Support & Contingencies	\$1,966,989
Engineering Support	\$781,579
Rail Operations/TASI Support	\$500,000
Permits	\$250,000
<b>TOTAL</b>	<b>\$6,870,000</b>

The Project is anticipated to be completed by November of 2022.

**Budget Impact**

The current Project budget of \$2,300,000 was approved by the Board in FY2020 and is funded by State Transit Assistance (STA) State of Good Repair (SOGR) funding along with JPB member contributions (San Francisco Proposition K funds). To address the Project cost increases, staff recommends the transfer of \$1,135,000 in remaining FY2019 STA SOGR funds along with \$3,435,000 of State Local Partnership Program (LPP) formula funding, which was approved by the California Transportation Commission (CTC) at its March 16, 2022 meeting and which is subject to a 50% matching funds requirement.

<b>Existing Project Budget</b>	<b>Amount</b>
State Transit Assistance State of Good Repair	\$1,207,506
San Francisco Proposition K	\$1,092,494
<b>Sub-Total of Existing Funding</b>	<b>\$2,300,000</b>
<b>Proposed Additional Funds</b>	
FY2019 State Transit Assistance State of Good Repair (SOGR) (previously budgeted for use on Gallery Car Mid-Life Overhaul)	\$1,135,000
Local Partnership Program (LPP)	\$3,435,000
<b>Total Funding</b>	<b>\$6,870,000</b>



With the proposed additional funding from the FY2019 Capital Budget (Gallery Car Mid-Life Overhaul) of \$1,135,000 and State Local Partnership Program (LPP) of \$3,435,000, the Project budget would be increased from \$2,300,000 to \$6,870,000, as shown in item #34 in the FY2022 Capital Budget Attachment B Amendment 6.

**Background**

The JPB issued an Invitation for Bid (IFB), solicitation number 20-J-C-079, for the Project and advertised in a newspaper of general circulation and on the JPB’s procurement website. A 15% Small Business Enterprise (SBE) goal was assigned to this Project. Prior to releasing the IFB, extensive outreach for SBEs was conducted. Five potential bidders attended the pre-bid meeting, three bidders attended the site walk and two bids were received as follows:

<b>Company</b>	<b>Base Bid (A)</b>	<b>Option Bid (B)</b>	<b>The Grand Total Bid Price (A + B)</b>	<b>5% SBE Preference Eligibility</b>	<b>Grand Total Bid Price with 5% SBE Preference applied</b>
<b>Engineer’s Estimate</b>	<b>\$1,539,100</b>	<b>\$930,000</b>	<b>\$ 2,469,100</b>	<b>N/A</b>	<b>\$2,469,100</b>
1. Top Line Engineers, Inc., Hayward, CA	\$1,712,280	\$354,600	\$ 2,066,880	N/A	\$2,066,880
2. Euro Style Management, North Highlands, CA	\$1,543,200	\$830,000	\$ 2,373,200	\$50,000	\$2,323,200

After the bid opening and evaluation of the bids, staff determined to award the contract based on the base contract plus the option bid.

Top submitted all required bid documentation. Staff has determined, and legal counsel concurred, that the bid submitted by Top is responsive.

Euro Style Management is a certified SBE and was given a 5 percent SBE preference based on the lowest bid amount. The ranking of the lowest bidder before and after the SBE preference was applied remains the same.

Top is an established contractor with more than seven years of construction experience. Staff contacted Top’s references and confirmed its experience and competency. Based upon these findings, staff concludes that Top is appropriately qualified and capable of meeting the requirements of the contract and is, therefore, the lowest, responsive and responsible bidder.

Prepared By: Patrick Ng, Procurement Administrator II 650.622.8018  
 Project Manager: Alvin Piano, Consultant, Capital Project Delivery 650.508.6447

**Resolution No. 2022 –**

**Board of Directors, Peninsula Corridor Joint Powers Board  
State of California**

**\* \* \***

**Awarding a Contract to Top Line Engineers, Inc. for the  
Bayshore Station Painting Project for a Total Amount of \$2,066,880  
and Amending the Project Budget from \$2,300,000 to \$6,870,000**

**WHEREAS**, the Peninsula Corridor Joint Powers Board (JPB) issued an Invitation for Bids (IFB), solicitation number 20-J-C-079, for the Bayshore Station Painting (Project); and

**WHEREAS**, in response to the IFB, the JPB received two bids; and

**WHEREAS**, staff and legal counsel have reviewed the bids and determined that Top Line Engineers, Inc. of Hayward, California (Top) is the lowest, responsive and responsible bidder; and

**WHEREAS**, staff recommends that the Board of Directors (Board) award a contract for the Project to Top, which submitted a bid that meets the requirements of the solicitation documents, for a for a total amount of \$2,066,880; and

**WHEREAS**, since the Project was initially budgeted in Fiscal Year (FY) 2020, the total Project cost has increased from \$2,300,000 to \$6,870,000; and

**WHEREAS**, to address the Project construction phase cost increases, staff recommends using State Local Partnership Program (LPP) formula funding in the amount of \$3,435,000 and transferring \$1,135,000 in remaining Fiscal Year (FY) 2019 State Transit Assistance State of Good Repair (SOGR) funds from the Gallery Car Mid-Life Overhaul Project to the Bayshore Painting Project; and

**WHEREAS**, staff recommends that the Board increase the total Project budget to \$6,870,000.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards a contract to Top Line Engineers, Inc. of Hayward, California, for the Bayshore Station Painting Project for a total amount of \$2,066,880; and

**BE IT FURTHER RESOLVED** that the Board authorizes the Acting Executive Director or designee to execute a contract on behalf of the JPB with Top in full conformity with all the terms and conditions of the solicitation documents and in a form approved by legal counsel; and

**BE IT FURTHER RESOLVED** that the Board hereby authorizes the Acting Executive Director to receive State Local Partnership Program formula funding for the Project in the amount of \$3,435,000 and transfer \$1,135,000 in remaining Fiscal Year 2019 State Transit Assistance State of Good Repair funds from the Gallery Car Mid-Life Overhaul Project to the Bayshore Painting Project, increasing the total Project budget by \$4,570,000, from \$2,300,000 to \$6,870,000; and

**BE IT FURTHER RESOLVED** that the Board hereby authorizes the Acting Executive Director or designee to take any other actions necessary to receive the subject funds, including signing program supplement agreements with the California Department of Transportation for the receipt of state funding.

Ayes:

Noes:

Absent

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Chair, Peninsula Corridor Joint Powers Board

Attest:

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JPB Secretary

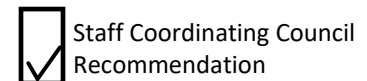
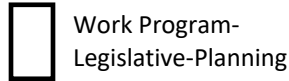
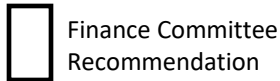
**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee

Through: Michelle Bouchard  
Acting Executive Director

From: Grace Martinez  
Acting Chief Financial Officer

Subject: **Amend and Increase the Fiscal Year 2022 Caltrain Capital Budget to  
\$156,862,394**



**Action**

Staff proposes that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) amend the Fiscal Year (FY) 2022 Capital Budget, included as Attachment B, as follows:

1. Include \$1,963,825 for the Diridon Planning project; and
2. Include \$1,963,825 for the Mini-High Project; and
3. Include \$1,963,825 for the Guadalupe River Bridges Replacement and Extension project.
4. Take any other actions necessary to give effect to this resolution including the execution of funding agreements and other documents required to receive the funding.

**Significance**

Staff proposes an amendment to the FY2022 Caltrain Capital Budget to include an additional \$5,891,475 for the above-mentioned projects, and as further discussed below. This budget increase is the result of discussions with each of the JPB member agencies to provide member funding toward the FY22 Caltrain capital budget.

### Diridon Planning project

This project was approved by the Board in the FY21 capital budget for a total of \$1,000,000. There is currently ongoing planning work related to participation in the Diridon Integrated Station Concept Plan (a combined effort with the City of San Jose, VTA and California High Speed Rail) as well as independent planning and analysis related to the Diridon project. The total capital project budget will increase from \$1,000,000 to \$2,963,825.

### Mini High project

In preparation for electrified service, this project will install 22 new mini highs at 13 stations to provide reliable and accessible service to passengers needing assistance to board the trains. Mini highs provide accessible ramps on an elevated loading section that allow passengers needing assistance to board the train without the use of a manual wayside lift.

### Guadalupe River Bridges Replacement and Extension project

This capital project was originally approved by the board in FY14. Since then, a number of amendments have been approved to increase the project budget to \$14,389,000. The additional funds will be used for the future construction of the replacement Guadalupe River rail bridges, which have reached the end of their useful life. This amendment will increase the project budget from \$14,389,000 to \$16,352,825.

### **Budget Impact**

The funding for this budget amendment are coming from the three member agencies; split into three equal amounts and is identified as follows:

1. Diridon Planning – Valley Transportation Measure B funds
2. Mini-Highs – San Mateo County Transportation Authority Measure A funds
3. The Guadalupe River Bridges Replacement and Extension project – San Francisco County Transportation Authority Proposition K funds

### **Background**

The Board previously approved, and subsequently amended, the FY2022 Capital Budget on July 1, 2021, August 5, 2021, September 2, 2021, October 7, 2021, and November 4, 2021, respectively, for a total amount of \$147,535,919. An earlier item on this agenda requests the Board to approve an amendment to the capital budget for \$3,435,000 to the Bayshore Station Overpass Pedestrian Bridge Rehab project. This increase in addition to the proposed amendments described above would increase the Capital Budget to an authorized total of \$156,862,394.

Prepared By: Ladi Millard-Olmeda, Director, Budgets

**Resolution No. 2022 –**

**Board of Directors, Peninsula Corridor Joint Powers Board  
State of California**

\* \* \*

**Amend the Fiscal Year 2022 Caltrain Capital Budget to \$156,862,394**

**WHEREAS**, pursuant to Resolution Nos. 2021-41, 2021-44, 2021-46, 2021-53 and 2021-61 adopted on July 1, 2021, August 5, 2021, September 2, 2021, October 7, 2021 and November 4, 2021 respectively, the Peninsula Corridor Joint Powers Board (JPB) adopted and subsequently amended the Fiscal Year (FY) 2022 Capital Budget for a total authorized budget of 147,535,919; and

**WHEREAS**, additional funds from each of the member agencies are available to support new and existing capital projects in need of supplemental funding; including the Diridon Planning project for \$1,963,825, the Mini-High project for \$1,963,825 and Guadalupe River Bridges Replacement and Extension project for \$1,963,825; and

**WHEREAS**, State Transit Assistance State of Good Repair (SOGR) funds and Local Partnership Program (LPP) funds are available to the Bayshore Station Painting project for \$3,435,000 as referenced in a separate agenda item; and

**WHEREAS**, Staff recommends that the Board increase the total project authority for the Diridon Planning project from \$1,000,000 to \$2,963,825.

**WHEREAS**, Staff recommends that the Board approve the total project authority for the Mini-High project to \$1,963,825.

**WHEREAS**, Staff recommends that the Board approve the total project authority for the Guadalupe River Bridges Replacement and Extension project from \$14,389,000 to \$16,352,825.

**WHEREAS**, the Board approved an increase to the Bayshore Station Overpass Pedestrian Bridge Rehab project by \$3,435,000; increasing the project budget from \$2,300,000 to \$6,870,000.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board hereby approves an amendment to the FY2022 Capital Budget to include the Diridon Planning project, Mini High project, Guadalupe River Bridges Replacement and Extension project and the Bayshore Station Overpass Pedestrian Bridge Rehab project for a total authorized capital budget increase for FY2022 of \$9,326,475 from \$147,535,919 to \$156,862,394.

Ayes:

Noes:

Absent

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Chair, Peninsula Corridor Joint Powers Board

Attest:

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JPB Secretary





FY2022 CAPITAL BUDGET - AMENDED

Attachment B  
Amendment 6  
April 2022

Item #	PROJECT NAME	PRIOR YEARS APPROVED	FY2022 JUNE ADOPTED	Amendment 1	Amendment 2	Amendment 3	Amendment 4	Amendment 5	Amendment 6	AMENDED FY2022 CAPITAL BUDGET	Federal Funds	STA SOGR Funds	Measure RR	Member Agency Funds	Others	AMENDED FY2022 CAPITAL BUDGET
<b>i. STATE OF GOOD REPAIR</b>																
<b>Bridges</b>																
1	Guadalupe River Bridge Replacement and Extension <sup>7</sup>	12,400,000	1,989,000						1,963,825	3,952,825	1,591,200	397,800	-	1,963,825	-	3,952,825
			1,989,000						1,963,825	3,952,825	1,591,200	397,800	-	1,963,825	-	3,952,825
<b>Right of Way</b>																
2	Track SOGR	11,220,000	5,437,771							5,437,771	4,350,217	1,087,554	-		-	5,437,771
3	Right of Way Fencing	585,000	156,000							156,000	-	-	156,000		-	156,000
			5,593,771							5,593,771	4,350,217	1,087,554	156,000		-	5,593,771
<b>Signal &amp; Communications</b>																
4	Communications SOGR	2,000,000	416,000							416,000	332,800	5,667	77,533		-	416,000
5	Fiber Optics SOGR	1,000,000	572,000							572,000	457,600	-	114,400		-	572,000
6	Signal SOGR	-	1,248,000							1,248,000	998,400	-	249,600		-	1,248,000
7	Migration To Digital Voice Radio System	700,000	832,000							832,000	665,600	-	166,400		-	832,000
			3,068,000							3,068,000	2,454,400	5,667	607,933		-	3,068,000
<b>Rolling Stock</b>																
			-							-	-	-	-		-	-
<b>Facilities &amp; Intermodal Access</b>																
8	Stations SOGR	1,500,000	208,000							208,000	-	-	208,000		-	208,000
9	Historic Stations SOGR	-	1,352,000							1,352,000	-	-	1,352,000		-	1,352,000
29	South San Francisco Station Improvement <sup>1</sup>	71,600,000		25,000,000						25,000,000	-	-	-	25,000,000		25,000,000
34	Bayshore Stn Overpass Pedestrian Bridge Rehab <sup>6</sup>	3,435,000							3,435,000	3,435,000	-	-	-	3,435,000		3,435,000
			1,560,000	25,000,000					3,435,000	29,995,000	-	-	1,560,000	28,435,000		29,995,000
	<b>Total SOGR</b>		<b>12,210,771</b>	<b>25,000,000</b>					<b>5,398,825</b>	<b>42,609,596</b>	<b>8,395,817</b>	<b>1,491,021</b>	<b>2,323,933</b>		<b>28,435,000</b>	<b>42,609,596</b>
<b>ii. LEGAL MANDATES AND ELECTRIFIED SERVICE RAIL PROGRAM INTEGRATION</b>																
10	Rail Program Integration and Transition	-	4,658,148							4,658,148	-	-	4,658,148		-	4,658,148
11	Hayward Park Remediation	-	51,000							51,000	-	-	51,000		-	51,000
			4,709,148							4,709,148	-	-	4,709,148		-	4,709,148
<b>iii. OPERATIONAL IMPROVEMENTS/ENHANCEMENTS</b>																
12	PADS Replacement	-	1,040,000							1,040,000	-	-	1,040,000		-	1,040,000
13	Grade Crossing Improvements Construction	500,000	1,040,000							1,040,000	-	-	1,040,000		-	1,040,000
14	Caltrain VoIP	-	520,000							520,000	-	-	520,000		-	520,000
15	TVM Upgrade Phase <sup>5</sup>	2,795,000	1,040,000							1,040,000	832,000	-	208,000		-	1,040,000
16	Caltrain Fiber Connectivity to Caltrain Stations and Digital Voice Base Station	-	624,000							624,000	-	-	624,000		-	624,000
17	Next Gen Clipper Validators Site Prep	2,500,000	1,560,000							1,560,000	1,248,000	-	312,000		-	1,560,000
18	Mountain View Transit Center Grade Separation and Access Project <sup>1</sup>	-	11,200,000							11,200,000	-	-	-	11,200,000		11,200,000
31	Broadway Burlingame Grade Separation <sup>5</sup>	24,388,000	-		1,025,000					1,025,000	-	-	-	1,025,000		1,025,000
35	Mini-High <sup>7</sup>	-	-						1,963,825	1,963,825	-	-	-	1,963,825		1,963,825
			30,183,000	17,024,000		1,025,000			1,963,825	20,012,825	2,080,000	-	3,744,000	1,963,825	12,225,000	20,012,825
<b>iv. PLANNING/STUDIES</b>																
19	Operations, Access and Customer Interface Planning	-	260,000							260,000	-	-	260,000		-	260,000
20	Business Strategy and Policy Development	-	780,000							780,000	-	-	780,000		-	780,000
21	Electrification Expansion and Integration - Preliminary Planning	-	520,000							520,000	-	-	520,000		-	520,000
22	Capital Planning Technical Support	-	286,000							286,000	-	-	286,000		-	286,000
23	Transit-oriented Development Studies	-	1,040,000							1,040,000	-	-	1,040,000		-	1,040,000
24	Diridon Integrated Station Concept Plan (DISC) <sup>2</sup>	-	720,000							720,000	-	-	-	720,000		720,000
30	SF Railyards Preliminary Business Case <sup>4</sup>	-	-	2,000,000						2,000,000	-	-	-	2,000,000		2,000,000
32	Whipple Avenue Redwood City Grade Separation <sup>5</sup>	850,000	-				301,000			301,000	-	-	-	301,000		301,000
36	Diridon Planning <sup>7</sup>	1,000,000	-						1,963,825	1,963,825	-	-	-	1,963,825		1,963,825
			3,606,000		2,000,000		301,000		1,963,825	7,870,825	-	-	2,886,000	1,963,825	3,021,000	7,870,825
<b>v. CAPITAL CONTINGENCY FUNDS</b>																
25	Capital Contingency Funds - Engineering	-	330,000							330,000	-	-	330,000		-	330,000
26	Capital Contingency Funds - Rail	-	660,000							660,000	-	-	660,000		-	660,000
27	Capital Project Development	-	335,000							335,000	-	-	335,000		-	335,000
28	Capital Program Management	-	335,000							335,000	-	-	335,000		-	335,000
			1,660,000							1,660,000	-	-	1,660,000		-	1,660,000
<b>vi. CALTRAIN MODERNIZATION</b>																
33	Reserved for future Capital Requirements	-	-					80,000,000		80,000,000	-	-	80,000,000		-	80,000,000
			-					80,000,000		80,000,000	-	-	80,000,000		-	80,000,000
	<b>Total FY2022 Capital Budget</b>		<b>39,209,919</b>	<b>25,000,000</b>	<b>2,000,000</b>	<b>1,025,000</b>	<b>301,000</b>	<b>80,000,000</b>	<b>9,326,475</b>	<b>156,862,394</b>	<b>10,475,817</b>	<b>1,491,021</b>	<b>95,323,081</b>		<b>43,681,000</b>	<b>156,862,394</b>

<sup>1</sup> \$10.0 million from Santa Clara Valley Transportation Authority (VTA) per Reso 2020-39 and \$1.2 million from the City of Mountain View

<sup>2</sup> City of San Jose

<sup>3</sup> San Mateo County Transportation Authority and City of South San Francisco

<sup>4</sup> Prologis LLC

<sup>5</sup> San Mateo County Transportation Authority (TA)

<sup>6</sup> \$3.435M will be funded by Local Partnership Program (LPP) funds. \$1.135M is transferred from FY19 Capital Budget (Gallery Car Mid-Life Overhaul) which has been included in the Prior Years Approved for Bayshore Stn Overpass Pedestrian Bridge Rehab.

<sup>7</sup> \$1.98M will be funded by SCVTA, SFCTA and SMCTA member agency funds

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee

Through: Michelle Bouchard  
Acting Executive Director

From: Grace Martinez  
Acting Chief Financial Officer

Subject: **Award of Contracts for On-Call Executive Recruitment Services**



Finance Committee  
Recommendation



Work Program-  
Legislative-Planning



Staff Coordinating  
Council Reviewed



Staff Coordinating Council  
Recommendation

**Action**

Staff recommends that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB):

1. Award contracts for on-call executive recruitment services (Services) for an aggregate not-to-exceed amount of \$1,370,072 for a three-year base term to:
  - Alliance Resource Consulting LLC of La Palma, California
  - KL2 Connects, LLC of Weaverville, North Carolina
  - Koff & Associates of Berkeley, California
  - Krauthamer & Associates of Bethesda, Maryland
2. Authorize the Acting Executive Director or designee to execute contracts with the aforementioned firms in full conformity with all of the terms and conditions of the RFP and negotiated agreements, in a form approved by legal counsel.
3. Authorize the Acting Executive Director or designee to exercise up to two additional one-year option terms with the above firms for up to \$456,691 for each option term, to be shared in aggregate between the four firms, if deemed in the best interest of the JPB.

**Significance**

Approval of the above actions will benefit the JPB by securing multiple qualified firms to provide the Services and fill executive management positions on a timely basis. Establishing a

qualified bench of recruitment firms will provide a wider pool of qualified candidates to the JPB and will reduce the time required to fill vacant management positions.

**Budget Impact**

The funds for these contracts are included in the Fiscal Year 2022 Operating Budget and will be included in future fiscal years’ operating budgets.

**Background**

The JPB has an ongoing need for qualified executive recruitment services firms to recruit highly-qualified and experienced management professionals. In the past, executive recruitment services were obtained by conducting single procurements with one or more firms whenever the need arose. Human Resources and Contracts and Procurement determined jointly it is in the best interest of the JPB to establish “bench” of qualified and experienced firms to provide on-call executive recruitment services to be used on an as-needed basis, thus increasing efficiency and leveraging economies of scale.

A joint Request for Proposals (RFP) 22-S-J-T-S-004 to provide On-Call Executive Recruitment Services (Services) was issued by the JPB, the San Mateo County Transit District, and the San Mateo County Transportation Authority. The solicitation was advertised on the agencies’ websites. The JPB received 11 proposals.

A Selection Committee (Committee) composed of qualified staff from the Human Resources and Finance departments reviewed and scored the proposals in accordance with the following weighted criteria:

- Approach to Scope of Services 0-25 Points
- Qualifications and Experience of Firm 0-30 Points
- Qualifications and Experience of Management Team and Key Personnel 0-30 Points
- Cost Proposal 0-15 Points
- Small Business Enterprise Preference 0-05 Points

After review, evaluation and ranking of proposals, the Committee determined that the aforementioned firms are qualified for contract award. The Office of Civil Rights has established that none of the firms are certified Small Business Enterprises. Negotiations were conducted successfully with these firms, each of which possesses the requisite depth of experience, has the required qualifications to perform the scope of services successfully, and is capable of providing the specified services at fair and reasonable prices. There is no guarantee of the amount of work that will be awarded to any of the selected firms.

Prepared By: Linda Tamtum, Procurement Administrator II 650.508.7933  
Project Manager: Juliet Nogales-Deguzman, Director, Human Resources 650.508.6236

**Resolution No. 2022 –**

**Board of Directors, Peninsula Corridor Joint Powers Board  
State of California**

\* \* \*

**Awarding Contracts to Alliance Resource Consulting LLC, KI2 Connects, LLC, Koff & Associates, and Krauthamer & Associates for On-Call Executive Recruitment Services for an Aggregate Not-To-Exceed Amount of \$1,370,072 for a Three-Year Term**

**WHEREAS**, the Peninsula Corridor Joint Powers Board (JPB), San Mateo County Transit District and San Mateo County Transportation Authority issued a joint Request for Proposals (RFP) 22-S-J-T-S-004 to provide on-call executive recruitment services (Services); and

**WHEREAS**, in response to the RFP, the JPB received eleven proposals; and

**WHEREAS**, a Selection Committee (Committee) reviewed, evaluated, scored, and ranked these proposals according to the evaluation criteria set forth in the RFP, and determined that the following four firms were in the competitive range:

- Alliance Resource Consulting LLC of La Palma, California
- KL2 Connects, LLC of Weaverville, North Carolina
- Koff & Associates of Berkeley, California
- Krauthamer & Associates of Bethesda, Maryland; and

**WHEREAS**, the Committee completed its evaluation process and determined that the four firms possess the necessary qualifications and requisite experience to perform successfully the scope of services defined in the solicitation documents at fair and reasonable prices; and

**WHEREAS**, staff and legal counsel have reviewed these firms' proposals and have determined they comply with the requirements of the solicitation documents; and

**WHEREAS**, staff recommends that the Board of Directors (Board) award contracts for the Services to the aforementioned four firms for an aggregate not-to-exceed amount of \$1,370,072 for a three-year base term, and authorize the Acting Executive Director to exercise up to two additional, one-year option terms for an aggregate not-to-exceed amount of \$456,691 per option year, if in the best interest of the JPB.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards contracts for on-call executive recruitment services to Alliance Resource Consulting LLC, KL2 Connects, LLC, Koff & Associates, and Krauthamer & Associates for a three-year base term for an aggregate not-to-exceed amount of \$1,370,072; and

**BE IT FURTHER RESOLVED** that the Board authorizes the Acting Executive Director or designee to execute contracts with the aforementioned firms in full conformity with all of the terms and conditions of the RFP and negotiated agreements, in a form approved by legal counsel; and

**BE IT FURTHER RESOLVED** that the Board authorizes the Acting Executive Director or designee to exercise up to two, one-year option terms for an aggregate not-to-exceed amount of up to \$456,691 per option year, if in the best interest of the JPB.

Ayes:

Noes:

Absent

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Chair, Peninsula Corridor Joint Powers Board

Attest:

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JPB Secretary

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee  
Through: Michelle Bouchard, Acting Executive Director  
From: April Chan  
Chief Officer, Planning, Grants and  
Transportation Authority  
Subject: **Authorize the Filing of Applications with the Metropolitan Transportation  
Commission for Programming of Federal Transit Administration Formula  
Funds for Caltrain Capital Projects**

Finance Committee Recommendation     Work Program-Legislative-Planning Committee Recommendation     Staff Coordinating Council Reviewed     Staff Coordinating Council Recommendation

**Action**

Staff Coordinating Council recommends the Board:

- 1) Authorize the Acting Executive Director, or her designee, to execute and file Federal Transit Administration (FTA) Formula Program funds programming applications with the Metropolitan Transportation Commission (MTC) for a total of \$41,019,000, or \$13,673,000 per Fiscal Year (FY) in FY2022, FY2023, and FY2024; and
- 2) Commit up to \$10,254,750 total, or \$3,418,250 per FY in local matching funds; and
- 3) Authorize the Acting Executive Director, or her designee, to take all other actions as may be necessary to give effect to this resolution, including executing any agreements, certifications and assurances, or other documentation required in order to receive the FTA funds.

**Significance**

Staff is proposing to submit fund programming applications to the MTC for FY2022, FY2023, and FY2024 FTA Formula funds to support state of good repair projects identified in the adopted FY 2022 Capital Budget as well as future Capital Budgets in FY2023 and FY2024. The MTC requires each FTA-eligible transit agency to adopt a resolution authorizing the programming of the funds. The table on the following page shows the breakdown of funds for the eligible project categories over the next three fiscal years.

	<b><u>Federal Funds</u></b>	<b><u>Local Funds</u></b>	<b><u>Total</u></b>
Systemwide Track and Related Structure Rehabilitation	\$32,038,600	\$8,009,650	\$40,048,250
Systemwide Signal and Communications Rehabilitation	\$4,754,400	\$1,188,600	\$5,943,000
TVM and Clipper Upgrades	\$4,226,000	\$1,056,500	\$5,282,500
<b>Total Programming</b>	<b>\$41,019,000</b>	<b>\$10,254,750</b>	<b>\$51,273,750</b>

The amount of funding available to the Peninsula Corridor Joint Powers Board (JPB) is determined by MTC based on the FTA’s formula apportionment to the region as well as Caltrain’s state of good repair needs. With the passage of the Bipartisan Infrastructure Law (BIL), additional formula funds are being made available to the MTC region over the next five FYs. MTC staff is working with transit operators, including Caltrain, on options related to increased funding levels above and beyond the proposed programming being considered through this item. Once the discussions on additional funding have been finalized, Caltrain staff will return to the Board with updated programming recommendations.

**Budget Impact**

There is no budget impact associated with this action. FY2022 FTA funding and local match amounts were included in the adopted FY 2022 Capital Budget. Future year FTA funding amounts will be considered by the Board as part of the FY2023 and FY2024 budgets respectively.

**Background**

The selection of projects for funding is based on MTC’s Transit Capital Priorities policy and criteria, which is intended to fund transit projects that are most important to the region and consistent with Plan Bay Area 2050, the region’s 25-year plan. The exact amount of FTA funding made available to the region is based on congressional appropriations and the FTA’s apportionment of funds to the region.

Prepared By:	Lisha Mai	Manager, Grants and Fund Programming	650.508.6353
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**Resolution No. 2022-**

**Board of Directors, Peninsula Corridor Joint Powers Board  
State of California**

\* \* \*

**Authorizing The Filing Of An Application For FTA Formula Program And Surface Transportation Program Funding For Caltrain Capital Projects And Committing The Necessary Local Match For The Projects And Stating The Assurance of Peninsula Corridor Joint Powers Board to Complete the Project**

**Whereas**, Infrastructure Investment and Jobs Act, or the Bipartisan Infrastructure Law (BIL, Public Law 117-58), continues and establishes new Federal Transit Administration formula programs (23 U.S.C. §53) and continues the Surface Transportation Program (23 U.S.C. § 133); and;

**Whereas**, pursuant to BIL, and the regulations promulgated thereunder, eligible project sponsors wishing to receive Federal Transit Administration (FTA) Section 5307 Urbanized Area, Section 5337 State of Good Repair, or Section 5339 Bus and Bus Facilities (collectively, FTA Formula Program) grants or Surface Transportation Program (STP) grants for a project shall submit an application first with the appropriate metropolitan transportation planning organization (MPO), for review and inclusion in the MPO's Transportation Improvement Program (TIP); and

**Whereas**, the Metropolitan Transportation Commission (MTC) is the MPO for the San Francisco Bay region; and

**Whereas**, the Peninsula Corridor Joint Powers Board (JPB) is an eligible project sponsor for FTA Formula Program and STP funds; and

**Whereas**, the JPB wishes to submit a grant application with the MTC for funds from the FY2021-22, FY2022-23, and FY2023-24 Federal Transit Administration (FTA) Formula Program and STP funds, for the following Caltrain capital projects:

	<u>Federal Funds</u>	<u>Local Funds</u>	<u>Total</u>
Systemwide Track and Related Structure Rehabilitation	\$32,038,600	\$8,009,650	\$40,048,250
Systemwide Signal and Communications Rehabilitation	\$4,754,400	\$1,188,600	\$5,943,000
TVM and Clipper Upgrades	\$4,226,000	\$1,056,500	\$5,282,500
<b>Total Programming</b>	<b>\$41,019,000</b>	<b>\$10,254,750</b>	<b>\$51,273,750</b>

**Whereas**, MTC requires, as part of the application, a resolution stating the following:

1. The commitment of necessary local matching funds (18-50% for FTA Formula Program funds, depending on project type, and 11.47% for STP funds); and
2. That the JPB understands that the FTA Formula Program and STP funding is fixed at the programmed amount, and therefore any cost increase cannot be expected to be funded from FTA Formula Program or STP funds; and
3. The assurance of the JPB to complete the project as described in the application, and if approved, as programmed in MTC's TIP; and
4. That the JPB understands that FTA Formula Program funds must be obligated within three years of programming and STP funds must be obligated by January 31 of the year that the project is programmed for in the TIP, or the project may be removed from the program.

**Now, Therefore, Be It Resolved** by the Board of Directors that the Peninsula Corridor Joint Powers Board is authorized to execute and file an application for funding under the FTA

Formula Program and/or Surface Transportation Program in the total amount \$41,019,000, or \$13.673.000 per FY from 2021-22 through FY2023-24 for Systemwide Track Rehabilitation, Systemwide Signal and Communications Rehabilitation, and Ticket Vending Machine and Clipper Upgrades; and

**Be It Further Resolved**, that Board of Directors by adopting this resolution does hereby state that:

1. The JPB will commit \$3,418,250 each FY from FY2022 through FY2024, up to \$10,254,750 total, in local matching funds; and

2. The JPB understands that the FTA Formula Program and STP funding for the projects is fixed at \$13,673,000 each FY, and that any cost increases must be funded by the JPB from local matching funds, and that the JPB does not expect any cost increases to be funded with FTA Formula Program and STP funds; and

3. The Caltrain Capital Projects will be implemented as described in this resolution and, if approved, for the amount shown in the Metropolitan Transportation Commission (MTC) Transportation Improvement Program (TIP) with obligation occurring within the timeframe established below; and

4. The program funds are expected to be obligated by January 31 of the year the projects are programmed for in the TIP; and

5. The JPB will comply with FTA requirements and all other applicable federal, state and local laws and regulations with respect to the proposed project; and

**Be It Further Resolved**, that the JPB is an eligible sponsor of projects in the program for FTA Formula Program and STP funds; and

**Be It Further Resolved,** that the JPB is authorized to submit an application for FTA Formula Program and STP funds for Systemwide Track Rehabilitation, Systemwide Signal and Communications Rehabilitation, and TVM and Clipper Upgrades; and

**Be It Further Resolved,** that there is no legal impediment to the JPB making applications for FTA Formula Program and STP funds; and

**Be It Further Resolved,** that there is no pending or threatened litigation which might in any way adversely affect the proposed project, or the ability of the JPB to deliver such projects; and

**Be It Further Resolved,** that the JPB agrees to comply with the requirements of MTC's Transit Coordination Implementation Plan as set forth in MTC Resolution 3866; and

**Be It Further Resolved,** that a copy of this resolution will be transmitted to the MTC prior to MTC programming the FTA Formula Program or Surface Transportation Program funded projects in the Transportation Improvement Program (TIP); and

**Be It Further Resolved,** that the MTC is requested to support the application for the projects described in the resolution and to program the projects, if approved, in MTC's TIP; and

**Be It Further Resolved,** that the Acting Executive Director, or designee, may take all other actions as may be necessary to give effect to this resolution, including executing any agreements, certifications and assurances, or other documentation required in order to receive the FTA funds.

Regularly passed and adopted this 7th day of April, 2022 by the following vote:

Ayes:

Noes:

Absent:

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Chair, Peninsula Corridor Joint Powers Board

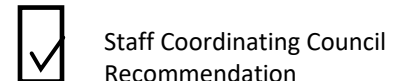
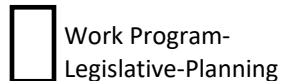
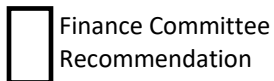
Attest:

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JPB Secretary

**Peninsula Corridor Joint Powers Board**  
**Staff Report**

To: Finance Committee  
Through: Michelle Bouchard, Acting Executive Director  
From: April Chan  
Chief Officer, Planning, Grants and Transportation Authority  
Subject: **Authorize the Application For and Receipt of Annual Cap and Trade Funding for the Peninsula Corridor Electrification Enhancement Project (PCEE)**



**Action**

Staff Coordinating Council (SCC) recommends the Board authorize the Acting Executive Director, or her designee to:

1. Apply for and receive \$2,441,282 in Fiscal Year (FY) 2022 California Low Carbon Transportation Operations Program (LCTOP) funds from the State of California Department of Transportation (Caltrans) for the Peninsula Corridor Electrification Enhancement Project (PCEE); and
2. Take such actions as may be necessary to give effect to this resolution, including filing and executing annual cap-and-trade funding applications, certifications and assurances, authorized agent forms, related amendments and any other documentation required for the Peninsula Corridor Joint Powers Board (JPB) to apply for and receive LCTOP funds.

**Significance**

The LCTOP is one of several funding programs that are part of a broad-based State effort to invest cap-and-trade auction proceeds to reduce greenhouse gas emissions as required under California's climate action law, A.B. 32. These funds are distributed annually on a formula basis to transit agencies and Regional Transportation Planning Agencies, including the Metropolitan Transportation Commission (MTC). Similar to the State Transit Assistance program, transit agencies receive a portion of the funds via a formula that is based on operating revenues. Caltrans is the administering agency for the funds and requires eligible funding recipients to submit annual resolutions by authorizing agency officer(s) to execute and process the application materials associated with the receipt of LCTOP funds. Caltrans also requires applicants to specify the projects to receive the funds within the resolution.

As recommended by the Board in May 2021, JPB is banking four years of LCTOP funding for PCEE, which is procuring 37 additional Electric Multiple Unit (EMU) rail cars to increase capacity of the electrified Caltrain system. This is the second year of fund banking for this project. As background, in 2018, PCEE received a \$164 million award from the State's Transit Intercity Rail Capital Program (TIRCP) toward a total project cost of \$203 million, requiring JPB to provide \$39 million in matching funds over the life of the EMU procurement. To date, approximately \$35 million has been identified, including \$8 million in State Rail Assistance and \$27 million in Affordable Housing and Sustainable Communities Program funds, to meet the local match requirement. The four years of LCTOP funding, estimated at approximately \$4 million, will round out the required local match for the project.

### **Budget Impact**

There is no budget impact associated with this action. Budget authority for the \$2,441,282 in LCTOP funding was included as part of the FY2019 Capital Budget under the PCEE project.

### **Background**

The LCTOP provides capital funding as well as operational assistance for expanded transit service to reduce greenhouse gas emissions and improve mobility. The LCTOP program is funded annually with 5 percent of the auction proceeds from the State's cap-and-trade program. In FY2021, the first year of the four-year funding plan, through the established LCTOP formula, JPB received \$1,039,484 in LCTOP funding for the procurement of EMU rail cars. In FY 2022, that amount has now been increased to \$2,441,282, due to higher sale of cap & trade proceeds at the State level.

Prepared By: Lisha Mai      Manager, Grants and Fund Programming      650.508.6353

**Resolution No. 2022-**

**Board of Directors, Peninsula Corridor Joint Powers Board  
State of California**

\* \* \*

**Authorizing The Application For And Receipt Of Annual Cap And Trade Funding For The  
Procurement Of Electric Multiple Unit Vehicles**

**Whereas**, the Peninsula Corridor Joint Powers Board (JPB) is an eligible project sponsor and may receive State cap and trade funding from the Low Carbon Transit Operations Program (LCTOP) now or sometime in the future for transit projects; and

**Whereas**, the statutes related to State-funded transit projects require a local or regional implementing agency to abide by various regulations; and

**Whereas**, Senate Bill 862 (2014) named the California Department of Transportation (Caltrans) as the administrative agency for the LCTOP; and

**Whereas**, Caltrans has developed guidelines for the purpose of administering and distributing LCTOP funds to eligible project sponsors, including the JPB; and

**Whereas**, the JPB wishes to use Fiscal Year (FY) 2022 LCTOP funds allocated to the JPB for the Peninsula Corridor Electrification Enhancement Project (PCEE); and

**Whereas**, the PCEE will help fund the purchase of up to 37 additional Electric Multiple Unit (EMU) rail cars to increase capacity of the electrified Caltrain system; and

**Whereas**, the Staff Coordinating Council recommends that the JPB Board of Directors authorize the Acting Executive Director, or her designee, to:

1. Apply for and receive \$2,441,282 in FY2022 LCTOP funds for the PCEE; and
2. File and execute annual cap-and-trade funding applications, Certifications and Assurances, authorized agent forms, agreements, related amendments, and any other documents required for the JPB to apply for and receive LCTOP funding.



**Now, Therefore, Be It Resolved** that the Board of Directors of the Peninsula Corridor Joint Powers Board, hereby:

1. Agrees to comply with all conditions and requirements set forth in the annual Certifications and Assurances, authorized agent forms and any applicable statutes, regulations and guidelines for all Low Carbon Transit Operations Program-funded transit projects; and
2. Authorizes the Acting Executive Director, or her designee, to apply for and receive from the California Department of Transportation \$2,441,282 in FY2022 LCTOP funds for the Peninsula Corridor Electrification Enhancement Project, which will help fund the purchase of up to 37 additional Electric Multiple Unit rail cars; and
3. Authorizes the Acting Executive Director, or her designee, to take such actions as may be necessary to give effect to this resolution, including filing and executing annual cap-and-trade funding applications, Certifications and Assurances, authorized agent forms, agreements, related amendments, and any other documentation that may be required for the JPB to apply for and receive LCTOP funds.

Regularly passed and adopted this 7th day of April, 2022 by the following vote:

Ayes:

Noes:

Absent:

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Chair, Peninsula Corridor Joint Powers Board

Attest:

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JPB Secretary

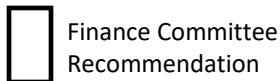
**Peninsula Corridor Joint Powers Board  
Staff Report**

**TO:** Finance Committee

**THROUGH:** Michelle Bouchard  
Acting Executive Director

**FROM:** Anthony Simmons / Lawrence Leung  
Director, Systemwide, Stations, and Capital Planning / Manager, Rail Contracts & Budget

**SUBJECT: Accept On-Call Transportation Planning and Consultant Support Services Update**



Finance Committee  
Recommendation



Work Program-  
Legislative-Planning



Staff Coordinating  
Council Reviewed



Staff Coordinating Council  
Recommendation

**ACTION**

This report is for information only. No Board action is required.

**SIGNIFICANCE**

This informational item is presented quarterly to the Board and reports on the following:

- Total amount of work directives (WDs) issued to each firm since contract inception
- List of WDs and amendments issued since the last reporting period with the WD number, title, description, JPB project manager, vendor, issuance date, start date, end date, and value

The tables below provide an update of contract activities from December 4th, 2021 thru March 4th, 2022. Table 1 summarizes the contract capacity status. Table 2 updates the percentage of capacity used against the percent time elapsed. Table 3 shows the Board approved dates and amounts. Table 4 aggregates the WD amounts issued to each of the vendors. Table 5 describes each of the WDs issued since the last reporting period.

**BUDGET IMPACT**

There is no impact on the budget.

**BACKGROUND**

Pursuant to Resolution No. 2020-18, the Board of Directors (Board) awarded contracts to Fehr & Peers, HNTB Corporation, Kimley-Horn & Associates, Inc., Arup North America Ltd., Mott MacDonald Group Inc., and WSP USA, Inc., consisting of a five-year base term for an aggregate not-to-exceed amount of \$25,000,000 with two additional, one-year option terms in an aggregate not-to-exceed amount of \$5,000,000 for each option year.

Prepared By: Anthony Simmons  
Director, Systemwide, Stations, and Capital Planning

Lawrence Leung  
Manager, Rail Contracts & Budget

650.508.6328

**Table 1**

<b>Contract Summary</b>	<b>Years</b>	<b>Amount</b>
Total Capacity:	7.0	\$35,000,000
Exercised:	5.0	\$25,000,000
Work Directives Issued:		\$9,904,167
Remaining Capacity:		\$15,095,833

**Table 2**

<b>Contract Days</b>	<b>Days Elapsed</b>	<b>% Time Elapsed</b>	<b>Capacity Used</b>
1825	611	33%	40%

**Table 3**

<b>Contract Information</b>	<b>Start</b>	<b>End</b>	<b>Years</b>	<b>Capacity</b>	<b>Resolution/ Authorized</b>
Base	7/1/2020	6/30/2025	5.0	\$25,000,000	2020-18
Option #1	7/1/2025	6/30/2026	1.0	\$5,000,000	
Option #2	7/1/2026	6/30/2027	1.0	\$5,000,000	
Amendment			0.0		
<b>Total:</b>			<b>7.0</b>	<b>\$35,000,000</b>	

**Table 4**

<b>Vendor</b>	<b>Fehr &amp; Peers</b>	<b>HNTB</b>	<b>Kimley-Horn</b>	<b>ARUP</b>	<b>Mott</b>	<b>WSP</b>
<b>Contract #</b>	20-J-P-006A	20-J-P-006B	20-J-P-006C	20-J-P-006D	20-J-P-006E	20-J-P-006F
<b>Total WDs Issued</b>	\$2,458,283	\$1,054,899	\$2,609,172	\$1,033,094	\$2,370,439	\$378,279
<b>Previous Reporting Period</b>	\$2,340,324	\$1,055,988	\$2,609,172	\$1,033,094	\$2,354,439	\$99,909
<b>Current Reporting Period</b>	\$117,959	(\$1,089)	\$0	\$0	\$16,000	\$278,370

**Table 5**

WD#	Title	Description (Updates in Bold)	Vendor	Updated	Start	(Revised) End	Current Value
10304	<sup>1</sup> DISC Plan – PM & Outreach Support	Technical and outreach program management for the remainder of Phase I of the Diridon Station Concept Plan. <b>Extended from 2/28/22 to 6/30/22.</b>	Kimley-Horn	2/18/2022	9/3/2020	<b>6/30/2022</b>	\$404,443.00
10305	<sup>1</sup> DISC Plan – Technical Support & Analysis	Technical management and support and organizational, governance and funding analysis and strategy for the remainder of Phase I of the Diridon Station Concept Plan. <b>Extended from 2/28/22 to 6/30/22.</b>	Kimley-Horn	2/18/2022	9/3/2020	<b>6/30/2022</b>	\$594,682.00
10311	Caltrain Service Restoration: Post-Implementation Monitoring and Analysis	Obtain consultant support and expertise regarding the evaluation of Caltrain’s recent service restoration plan, with recommendations for future adjustments, enhancements, and improvements. Obtain an ongoing market analysis through research and outreach to affected communities regarding future travel patterns and behaviors. <b>Extended from 1/30/22 to 4/30/22. Added \$53k for additional support and extended from 4/30/22 to 6/30/22.</b>	Fehr & Peers	2/9/2022	10/1/2021	<b>6/30/2022</b>	<b>\$112,232.48</b>
10429	PCEP Grant Application Support	Consultant shall help develop a grants strategy and grant application development to help Caltrain close a \$410 million funding gap in the Peninsula Corridor Electrification Project (PCEP).	WSP	1/25/2022	1/25/2022	12/31/2022	\$278,370.17
10308	Internal Support for Interim Executive Director Transition	Internal support for the Interim Executive Director transition for the JPB and includes the following tasks: Development of Internal Action Plan for Transition Period, Support for Implementation of Internal Action Plan, Manage Special Projects as Identified by COO/ED, and Support Recruitment of Chief of Staff including Transitioning Internal Action Plan Tasks as Needed. <b>Added \$32k for additional support and extended from 11/30/21 to 3/31/22.</b>	Fehr & Peers	1/21/2022	3/15/2021	<b>3/31/2022</b>	<b>\$359,973.00</b>
10668	TIRCP Grant Application Support	Evaluation and quantification of anticipated benefits of a potential hybrid-powered train vehicle procurement project in support of an application for the 2022 Transit and Intercity Rail Capital Program (TIRCP) funding cycle.	Fehr & Peers	1/11/2022	1/10/2022	3/3/2022	\$33,708.78
10301	<sup>2</sup> Business Plan - Outreach Support	Stakeholder outreach to support the continuation and completion of the Caltrain Business Plan technical work. <b>Extended from 12/31/21 to 3/31/22.</b>	Fehr & Peers	12/16/2021	7/1/2020	<b>3/31/2022</b>	\$104,208.64
10446	Redwood City Station Area Planning	The main objective of the station area planning work is to provide inputs into Redwood City’s Transit District planning process in the spring 2021 timeframe with consideration for the proposed redevelopment of Sequoia Station, the Whipple Avenue Grade Separation Study, Reimagine SamTrans and potential options related to the Dumbarton Rail Corridor Project. The scope of work will potentially produce street networks and a station area footprint to aid near-term land use development. It does not include public outreach, detailed design or cost estimates. <b>Added \$16k for additional support and extended from 12/31/21 to 12/31/22.</b>	Mott	12/14/2021	3/11/2021	<b>12/31/2022</b>	<b>\$345,990.68</b>

<sup>1</sup> Multi-agency Endeavor - City of San Jose, VTA, and HSR

<sup>2</sup> Transferred from old contract #13-PCJPB-P-023

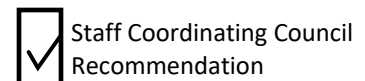
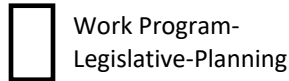
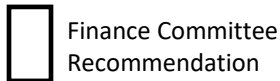
**Peninsula Corridor Joint Powers Board  
Staff Report**

TO: Finance Committee

THROUGH: Michelle Bouchard  
Acting Executive Director

FROM: Pranaya Shrestha  
Chief of the Caltrain Modernization Program

SUBJECT: **Authorize Execution of Change Orders for CEMOF Modification Contract and Tunnel Modification Contract**



**Action**

Staff and the Peninsula Corridor Electrification Project (PCEP or Project) Change Management Board (CMB) unanimously recommend that the Board:

1. Authorize global settlement with Proven Management Inc. (PMI) within the Board-approved amended PCEP Budget to resolve outstanding commercial issues related to outstanding change orders and time related overhead (TRO) costs on the CEMOF Modification Contract and the Tunnel Modifications contract. The global settlements will allow for the close-out of the Tunnel Modifications Contract and expedite the administration as well as completion of the CEMOF Contract. The settlements would be effectuated through the approval of change orders to the CEMOF Modification and Tunnel Modification Contracts (Contract Nos. 18-J-C-070 and 18-J-C-071) for a total of \$6,500,000, which sum was included in the amended PCEP budget approved by the Board on December 6, 2021:
  - a) Final Settlement Contract Change Order for Tunnel Modifications in the amount of \$4,500,000 to resolve outstanding change orders and TRO costs.
  - b) Final Settlement Contract Change Order for CEMOF Modifications in the amount of \$2,000,000 to resolve outstanding change orders and TRO costs.

**Significance**

Caltrain Modernization program includes PCEP which will electrify the Caltrain Corridor from San Francisco's 4th and King Caltrain Station to San Jose. The Caltrain Modernization Program also will replace the majority of Caltrain's fleet of diesel-hauled trains with Electrical Multiple

Units (EMU) trainsets and increase service to up to six Caltrain trains per peak hour per direction.

The primary purposes of the PCEP are to improve Caltrain system performance and reduce long-term environmental impacts associated with Caltrain service by reducing noise, improving regional air quality and reducing greenhouse gas emissions. In addition, an electrified Caltrain system will better address Peninsula commuters' vision of increased service and improved travel times in an environmentally friendly and reliable way. The Project also is expected to help accommodate increased system ridership through improved system operations.

The CEMOF Modifications and Tunnel Modifications are key components of the Caltrain Modernization program. The CEMOF Modifications contract provides the required changes to the existing CEMOF facility for future maintenance and storage of the new EMUs)as well as storage of spare parts for the newly electrified corridor. The Tunnel Modifications contract provides required clearances for the electrified system and drainage improvements in the four tunnels located in San Francisco.

Both projects have experienced delays and cost increases arising from unforeseen site conditions and commercial disputes with the contractor. In order to resolve the commercial issue, complete the remaining scopes of work, and close out the contracts in a timely manner, staff engaged in a negotiation for a global resolution of commercial issues with PMI. The negotiations resulted in two proposed change orders that will resolve all commercial issues on the two contracts: one for the CEMOF Modifications at \$2,000,000 and one for the Tunnel Modifications at \$4,500,000. The details of the change orders are captured below:

#### **A. CEMOF Modifications Change Order**

In 2019, the JPB awarded the CEMOF Modification contract to Proven Management Inc. (PMI) for an amount of the \$6,550,777.00. PMI was the lone bidder for the project and had an initial bid price of \$7,197,777.00. The reduction in the price came as a result of negotiations between the PCEP project team and PMI.

Over the course of the project, there were numerous changes that resulted in additional cost and schedule delays. PMI kept and submitted a Potential Change Order (PCO) log with a total estimated value of \$4,317,839.00 (see attached for PCO log summary). The list includes Rough Order of Magnitude (ROM) costs disputed or unanswered Request for Changes (RFCs) as well as items for which the JPB has issued Contract Change Orders (CCOs) but with disputed dollar amounts.

For negotiation purposes with PMI, the PCO log was broken down into a few major categories:

- Time related overhead
- North Pit Repairs
- Cracking of grout pad



- Miscellaneous changes related to the Parts Storage Warehouse
- All remaining PCOs

The following table summarizes the final negotiated prices for each of the categories listed above. The completion of the negotiations resolves all open changes and will allow the project to achieve substantial completion by the end of March:

Item	Final Cost	Notes
Time Related Overhead Cost	\$826,796	Time related overhead costs for compensable delays to the project
North Pit Repairs	\$200,000	Repair costs to correct elevation and cracking issues in the North Pit
Cracking of grout pad	\$136,844	Repairs due to cracking of the grout pad
Misc. PSW changes	\$126,662	Changes to the Parts Storage Warehouse (PSW), including items such as lighting, electrical panel, air compressors, fire alarm panel, etc.
Misc. Other changes	\$09,698	Resolution of all other outstanding changes on the contract.
<b>Total</b>	<b>\$2,000,000</b>	

#### **B. Tunnel Modifications Change Order**

In 2018, the JPB awarded the Tunnel Modification contract to Proven Management Inc. (PMI) for an amount of the \$38,477,777. The contract also included an option of \$16,600,000 to install the Overhead Catenary System (OCS) inside the tunnels and OCS termination structures at the tunnel portals. The option was exercised on 02/14/2019.

Over the course of the project, there were numerous changes that resulted in additional cost and schedule delays to the project. As the construction of the tunnel modifications was completed, a few items remained unresolved between the JPB and PMI for a total outstanding value of \$9,544,874.81. These items were:

1. Change related to OCS drop tubes
2. OCS signage inside the tunnels
3. Theft of Contact Wire
4. Protection Delays
5. Time related overhead (TRO)

The following table summarizes the final negotiated prices for each of the categories listed above. With the construction having reached substantial completion, the completion of the negotiations resolves all open changes and will allow the project to be closed out:

Item	Final Cost	Notes
Change related to OCS drop tubes	\$0	
OCS signage inside the tunnels	\$23,408.00	Changes for signage of OCS inside the tunnels
Theft of Contact Wire	\$66,986.00	Change due to contact wire theft
Protection Delays	\$74,352.00	Delays associated with protection requests
Time Related Overheads	\$4,247,937.47	Time related overhead costs for compensable delays to the project
Total	<b>\$4,500,000</b>	Final amount was rounded up to \$4.5M in final negotiations

### **Budget Impact**

- The PCEP Budget Amendment, which was approved by the Board on December 6, 2021, included a \$6.5M total increase to account for changes associated with the CEMOF Modifications and Tunnel Modifications. These change orders will be funded from the Board-approved PCEP Amended Budget. These change orders will not draw from contingency and estimate to complete remains \$2.44 billions.

### **Background**

#### **A. CEMOF Modifications**

In 2019, the JPB awarded the CEMOF Modification contract to Proven Management Inc. (PMI) for an amount of the \$6,550,777.00. PMI was the lone bidder for the project and had an initial bid price of \$7,197,777.00. The reduction in the price came as a result of negotiations between the PCEP project team and PMI.

Over the course of the project, there were numerous changes that resulted in additional cost and schedule delays to the project. PMI kept and submitted a Potential Change Order (PCO) log with a total estimated value of \$4,317,839.00 (see attached for PCO log summary) The list includes Rough Order of Magnitude (ROM) costs disputed or unanswered Request for Changes (RFCs) as well as items for which the JPB has issued Contract Change Orders (CCOs) but with disputed dollar amounts.

For negotiation purposes with PMI, the PCO log was broken down into a few major categories:

- Time related overhead
- North Pit Repairs
- Cracking of grout pad
- Miscellaneous changes related to the Parts Storage Warehouse
- All remaining miscellaneous PCOs

For purposes of expediting the resolution of open changes and completion of the remaining scope of work, the JPB Staff engaged in a global negotiation with PMI to settle all outstanding changes on the CEMOF Modifications Contract.

#### **B. Tunnel Modifications**

In 2018, the JPB awarded the Tunnel Modification contract to Proven Management Inc. (PMI) for an amount of the \$38,477,777. The contract also included an option of \$16,600,000 to install the Overhead Catenary System (OCS) inside the tunnels and OCS termination structures at the tunnel portals. The option was exercised on February 14, 2019.

Over the course of the project, there were numerous changes that resulted in additional cost and schedule delays to the project. As the construction of the tunnel modifications were completed, a few items remained unresolved between the JPB and PMI. These items were:

- Change related to OCS drop tubes
- OCS signage inside the tunnels
- Theft of Contact Wire
- Protection Delays
- Time related overhead (TRO)

For purposes of expediting the resolution of open changes and close out of the contract, the JPB Staff engaged in a global negotiation with PMI to settle all outstanding changes on the Tunnel Modifications Contract.

**Resolution No. 2022 –**

**Board of Directors, Peninsula Corridor Joint Powers Board  
State of California**

**\* \* \***

**Authorizing Execution of PMI Change Orders for the CEMOF  
Modifications and Tunnel Modifications**

**WHEREAS**, the Peninsula Corridor Electrification Project (PCEP) is a key component of the Caltrain Modernization program and will electrify the Caltrain Corridor from San Francisco's 4th and King Caltrain Station to San Jose. The Caltrain Modernization Program also will replace the majority of Caltrain's fleet of diesel-hauled trains with EMU trainsets and increase service to up to six Caltrain trains per peak hour per direction; and

**WHEREAS**, on February 7, 2019 the Board adopted Resolution No. 2019-02 and approved a contract with Proven Management, Inc. (PMI) to construct CEMOF Modifications for the PCEP, in a not-to-exceed amount of \$6,550,777 (Contract No. 18-J-C-071); and

**WHEREAS**, on June 7, 2018 , the Board adopted Resolution No. 2018-24 authorizing the Executive Director to negotiate a final contract with PMI to construct Tunnel Modifications for PCEP at a price to be negotiated by the Executive Director; and

**WHEREAS**, on November 1, 2018, the Board adopted Resolution No. 2018-45 authorizing an amendment to the contract with PMI to construct Tunnel Modifications for the PCEP, in a not-to-exceed amount of \$38,437,777 (Contract No. 18-J-C-070), in order to include an option to install the overhead catenary system (OCS) inside the tunnels and OCS termination structures at the tunnel portals at an additional cost of \$16,600,000. Pursuant to Resolution No. 2018-45, that option was later exercised on February 28, 2019; and

**WHEREAS**, over the course of the projects, PMI and Caltrain have been in dispute regarding numerous changes on the projects that have resulted in additional costs and schedule delays; and

**WHEREAS**, in order to resolve those disputed items in an expedited manner and achieve completion of the CEMOF Modifications as well as contract close out for the Tunnel Modifications, staff, with support of consultants, engaged in a detailed assessment of the open issues on the projects. In addition, the team engaged in extensive negotiations with PMI to find a global settlement of disputed issues, including time related overhead (TRO) costs incurred by PMI as a result of the extension of the project schedule, and pending project change orders; and

**WHEREAS**, after two months of good faith negotiations, Caltrain and PMI have achieved global settlement for both contracts. The settlement would be effectuated by Caltrain change orders to the respective contracts with PMI, one each for the CEMOF Modifications and Tunnel Modifications; and

**WHEREAS**, the CEMOF Modifications Change Order in the amount of \$2,000,000 resolves all open change orders and TROs; and

**WHEREAS** the Tunnel Modifications Change Order in the amount of \$4,500,000 resolves all open change orders and TROS, which allows for the close out of the contract; and

**WHEREAS**, the two change orders listed above total \$6,500,000; and

**WHEREAS**, Staff and PCEP Change Management Board (CMB) recommend that the Board authorize this global settlement with PMI to expedite the completion of the CEMOF

Modification Contract and the closeout of the Tunnel Modifications Contract;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes a global settlement with PMI to be achieved through the execution of the CEMOF Modification Change Order and the Tunnel Modifications Change Order for a total of \$6,500,000; and

**BE IT FURTHER RESOLVED** that the Board authorizes the Acting Executive Director, or designee, to execute the three Change Orders in a form approved by legal counsel.

Regularly passed and adopted this 7<sup>th</sup> day of April 2022 by the following vote:

Ayes:

Noes:

Absent

---

Chair, Peninsula Corridor Joint Powers Board

Attest:

---

JPB Secretary

**Peninsula Corridor Joint Powers Board  
Staff Report**

DATE: March 14, 2022

TO: Finance Committee

THROUGH: Michelle Bouchard  
Acting Executive Director

FROM: Grace Martinez  
Acting Chief Financial Officer

SUBJECT: **March 28, 2022 Finance Committee Report of the Acting Chief Financial Officer**

Finance Committee Recommendation     Work Program-Legislative-Planning Committee Recommendation     Staff Coordinating Council Reviewed     Staff Coordinating Council Recommendation

**HIGHLIGHTS**

- The Measure RR bond issue closed and funded on March 2, 2022. Net proceeds for the project were approximately \$150.464 million.
- The forecast for the JPB's Fiscal 2022 Operating Results is provided in the monthly financial report. This forecast is based upon results through February of the current fiscal year.
- Staff is preparing the financial records for the interim audit scheduled to start on May 16, 2022.
- We are working with Legal Counsel on audit requirements for the Measure RR Funds (which audit report will be reviewed by the Citizens' Advisory Committee).
- Revenues by Tickets Report is provided as a supplemental information and shows a breakdown of farebox revenues (excluding go-pass) by ticket type.
- We are working on Fiscal Year 2023 Preliminary Proposed Budget for presentation to the May Finance Committee.

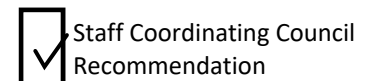
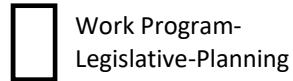
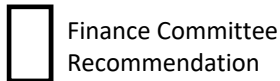
Peninsula Corridor Joint Powers Board  
Staff Report

To: Finance Committee

Through: Michelle Bouchard  
Acting Executive Director

From Grace Martinez  
Acting Chief Financial Officer

Subject: **Accept Statement of Revenues and Expenses for the Period Ending February 28, 2022**



**ACTION**

Staff proposes that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) accept and enter into the record the Statement of Revenues and Expenses for the month of February 2022.

This staff report provides a brief discussion of significant items and trends on the attached Statement of Revenues and Expenses through February 28, 2022. The statement has been designed to follow the Agency-wide line item rollup as included in the approved budget. The columns have been designed to provide easy comparison of year-to-date current actuals to the budget including dollar and percentage variances.

**SIGNIFICANCE**

**Annual Forecast:** The annual forecast was updated based on actual revenue and expense trends through February 2022. The forecast was derived by analyzing trends and reviewing details with cost center managers.

**Forecast Revenues:** Total revenue (page 1, line 19) is forecast \$73.4 million higher than budget. This is driven primarily by \$101.1 million more allocation from the American Rescue Plan Act (ARPA) than budgeted. Measure RR (page 1, line 13), is \$3.8 million higher than budget reflecting updated estimates that continue to show recovery from the pandemic. The revenue increase is partially offset by Coronavirus Response and Relief Supplemental Appropriations Act (CRRSAA) (page 1, line 14) which is \$27.1 million lower than budget as funding was previously received in FY21. Farebox Revenue (page 1, line 1) is \$2.0 million lower than budget as ridership levels continue to be depressed due to Omicron and continued delay of return to office, Parking revenue (page 1, line 2) is \$0.3 million lower than budget and



Shuttles Revenue (page 1, line 3) is \$0.3 million lower than budget due to lower shuttle service as routes have been reduced or suspended due to low ridership.

**Forecast Expenses:** Total Expense (page 2, line 54) is \$6.9 million lower than budget. The variance is primarily due to lower expense trends. Rail Operator Service (page 2, line 24) is \$4.1 million lower than budget due to resource constraints and vacancies. Shuttles Services (page 2, line 26) is \$0.6 million lower than budget due to reduction or suspended service as result of low ridership. Facilities & Equipment Maintenance (page 2, line 31) is lower than budget by \$1.3 million due to lower Clipper Operator Charges as a result of lower ridership and under-runs in other contract services. Professional Services (page 2, line 41) is lower than budget by \$0.5 million as a result of under-runs in consultant services. Other Office Expenses and Services (page 2, line 43) is lower than budget by \$1.4 million due to reduction in Bank Fees and other services. Measure RR ballot Costs (page 2, line 49) is lower than budget by \$1.6 million. This is partially offset by Fuel and Lubricants (page 2, line 27) which is higher than budget by \$2.6 million reflecting the updated service to 104 weekday trains and the rising fuel prices due to supply concerns arising from the conflict abroad.

The forecast also includes an \$80 million reserve of Measure RR funds to address significant capital requirements for the Electrification Program and position the JPB to effectively compete for funds through a federal discretionary grant program that is intended to address the very kinds of revenue losses experienced by the JPB related to the COVID-19 pandemic. The reserve was approved at the November 2021 board meeting.

**Year to Date Revenues:** As of February year-to-date actual, the Grand Total Revenue (page 1, line 19) is \$39.4 million more than the approved budget. This is primarily driven by Measure RR (page 1, line 13) and ARPA fund (page 1, line 15), partially offset by CRRSAA fund (page 1, line 14). CRRSAA funding was received and reported as revenue in late FY21. However, it was not budgeted in FY21 as the amount of funding was unknown at the time of FY21 Budget adoption. Therefore the budget for CRRSAA funding was carried over and budgeted in FY22.

**Year to Date Expenses:** As of February year-to-date actual, the Grand Total Expense (page 2, line 54) is \$15.7 million lower than the approved budget. This is primarily driven by Rail Operator Service (page 2, line 24), Facilities and Equipment Maintenance (page 2, line 31), Wages and Benefits (page 2, line 38), Professional Services (page 2, line 41), Other Office Expenses and Services (page 2, line 43), and Measure RR Ballot Costs (page 2, line 49).

**Other Information:** The Agency accounts for revenue and expenditures on a modified cash basis (only material revenues and expenses are accrued) on the monthly financial statement. As such, the variance between the current year actual and the budget may show noticeable variances due to the timing of expenditures.

### **BUDGET IMPACT**

There are no budget amendments for the month of February 2022.

Prepared By: Thwe Han, Accountant II  
Jennifer Ye, Acting Director, Accounting

650.508.7912  
650.622.7890

**PENINSULA CORRIDOR JOINT POWERS BOARD**

**STATEMENT OF REVENUE AND EXPENSE**

**Fiscal Year 2022**

**February 2022**

**% OF YEAR ELAPSED 66.7%**

	JULY TO FEBRUARY				ANNUAL			
	CURRENT ACTUAL	APPROVED BUDGET	\$ VARIANCE	% VARIANCE	APPROVED BUDGET	FORECAST	\$ VARIANCE	
<b>REVENUE</b>								
<b>OPERATIONS:</b>								
1 Farebox Revenue	20,459,547	20,468,000	(8,453)	(.0%)	34,639,000	32,639,000	(2,000,000)	1
2 Parking Revenue	726,530	1,024,000	(297,470)	(29.0%)	1,536,000	1,286,000	(250,000)	2
3 Shuttles	825,623	1,069,264	(243,641)	(22.8%)	1,603,900	1,315,667	(288,233)	3
4 Rental Income	620,852	794,976	(174,124)	(21.9%)	1,192,466	1,192,466	-	4
5 Other Income	1,169,257	1,056,400	112,857	10.7%	1,584,608	1,584,608	-	5
6								6
7 <b>TOTAL OPERATING REVENUE</b>	<b>23,801,809</b>	<b>24,412,640</b>	<b>(610,831)</b>	<b>(2.5%)</b>	<b>40,555,974</b>	<b>38,017,741</b>	<b>(2,538,233)</b>	7
8								8
<b>CONTRIBUTIONS:</b>								
9								9
10 AB434 Peninsula & TA Shuttle Funding	382,641	746,200	(363,559)	(48.7%)	1,119,300	1,119,300	-	10
11 Operating Grants	4,281,992	4,383,648	(101,656)	(2.3%)	6,525,471	4,605,702	(1,919,769)	11
12 JPB Member Agencies	-	-	-	.0%	-	-	-	12
13 Measure RR	72,531,407	57,717,946	14,813,461	25.7%	86,576,919	90,364,543	3,787,624	13
14 CRRSAA*	-	27,115,922	(27,115,922)	(100.0%)	27,115,922	-	(27,115,922)	14
15 ARPA	67,598,334	14,849,883	52,748,451	355.2%	14,849,883	115,995,904	101,146,021	15
16								16
17 <b>TOTAL CONTRIBUTED REVENUE</b>	<b>144,794,374</b>	<b>104,813,599</b>	<b>39,980,775</b>	<b>38.1%</b>	<b>136,187,495</b>	<b>212,085,449</b>	<b>75,897,954</b>	17
18								18
19 <b>GRAND TOTAL REVENUE</b>	<b>168,596,183</b>	<b>129,226,239</b>	<b>39,369,944</b>	<b>30.5%</b>	<b>176,743,469</b>	<b>250,103,190</b>	<b>73,359,721</b>	19

\*CRRSAA funding was received and reported as revenue in late FY21. However, it was not budgeted in FY21 as the amount of funding was unknown at the time of FY21 Budget adoption. Therefore the budget for CRRSAA funding was carried over and budgeted in FY22. A future FY22 budget action will be brought to the Board to clarify funding sources for the FY22 budget, including reserved funds from the FY21 actual results and/or additional funding made available from ARPA distributions.

<b>PENINSULA CORRIDOR JOINT POWERS BOARD</b>									
<b>STATEMENT OF REVENUE AND EXPENSE</b>									
<b>Fiscal Year 2022</b>									
<b>February 2022</b>									
<b>% OF YEAR ELAPSED</b>							<b>66.7%</b>		
	<b>JULY TO FEBRUARY</b>				<b>ANNUAL</b>				
	<b>CURRENT ACTUAL</b>	<b>APPROVED BUDGET</b>	<b>\$ VARIANCE</b>	<b>% VARIANCE</b>	<b>APPROVED BUDGET</b>	<b>FORECAST</b>	<b>\$ VARIANCE</b>		
21	<b>EXPENSE</b>							21	
22								22	
23	<b>DIRECT EXPENSE:</b>							23	
24	Rail Operator Service	59,733,594	64,130,396	(4,396,802)	(6.9%)	97,353,730	93,253,730	(4,100,000)	24
25	Security Services	4,513,443	3,986,138	527,305	13.2%	7,486,512	7,486,512	-	25
26	Shuttle Services	1,199,793	1,656,914	(457,121)	(27.6%)	2,723,200	2,157,353	(565,848)	26
27	Fuel and Lubricants*	6,380,798	6,956,568	(575,770)	(8.3%)	10,434,846	13,000,000	2,565,154	27
28	Timetables and Tickets	11,999	36,664	(24,665)	(67.3%)	55,000	55,000	-	28
29	Insurance	5,515,844	5,857,210	(341,366)	(5.8%)	5,857,210	5,857,210	-	29
30	Claims, Payments, and Reserves	545,860	546,672	(812)	(.1%)	820,000	820,000	-	30
31	Facilities and Equipment Maintenance	2,959,730	5,178,623	(2,218,893)	(42.8%)	7,734,353	6,409,353	(1,325,000)	31
32	Utilities	1,467,788	1,701,736	(233,948)	(13.7%)	2,552,600	2,552,600	-	32
33	Maint & Services-Bldg & Other	666,964	1,126,330	(459,366)	(40.8%)	1,674,250	1,674,250	-	33
34								34	
35	<b>TOTAL DIRECT EXPENSE</b>	<b>82,995,813</b>	<b>91,177,251</b>	<b>(8,181,438)</b>	<b>(9.0%)</b>	<b>136,691,701</b>	<b>133,266,008</b>	<b>(3,425,694)</b>	35
36								36	
37	<b>ADMINISTRATIVE EXPENSE</b>							37	
38	Wages and Benefits	7,266,973	8,634,897	(1,367,924)	(15.8%)	12,301,799	12,301,799	-	38
39	Managing Agency Admin OH Cost	2,499,054	2,314,702	184,352	8.0%	3,470,871	3,470,871	-	39
40	Board of Directors	14,808	32,176	(17,368)	(54.0%)	48,275	48,275	-	40
41	Professional Services	3,558,250	5,860,812	(2,302,562)	(39.3%)	8,871,301	8,371,301	(500,000)	41
42	Communications and Marketing	174,784	218,078	(43,294)	(19.9%)	322,750	322,750	-	42
43	Other Office Expenses and Services	937,418	2,436,672	(1,499,254)	(61.5%)	3,655,020	2,305,020	(1,350,000)	43
44								44	
45	<b>TOTAL ADMINISTRATIVE EXPENSE</b>	<b>14,451,286</b>	<b>19,497,337</b>	<b>(5,046,051)</b>	<b>(25.9%)</b>	<b>28,670,016</b>	<b>26,820,016</b>	<b>(1,850,000)</b>	45
46								46	
47	<b>TOTAL OPERATING EXPENSE</b>	<b>97,447,099</b>	<b>110,674,588</b>	<b>(13,227,489)</b>	<b>(12.0%)</b>	<b>165,361,717</b>	<b>160,086,024</b>	<b>(5,275,694)</b>	47
48								48	
49	Measure RR Ballot Costs	5,357,846	7,000,000	(1,642,154)	(23.5%)	7,000,000	5,357,846	(1,642,154)	48
50	Governance	382,222	1,333,336	(951,114)	(71.3%)	2,000,000	2,000,000	-	49
51								51	
52	Debt Service Expense	1,709,540.75	1,587,832	121,709	7.7%	2,381,752	2,381,752	-	52
53								53	
54	<b>GRAND TOTAL EXPENSE</b>	<b>104,896,709</b>	<b>120,595,756</b>	<b>(15,699,047)</b>	<b>(13.0%)</b>	<b>176,743,469</b>	<b>169,825,622</b>	<b>(6,917,847)</b>	54
55								55	
56	<b>NET SURPLUS / (DEFICIT)</b>	<b>63,699,474</b>	<b>8,630,483</b>	<b>55,068,991</b>	<b>638.1%</b>	<b>-</b>	<b>80,277,568</b>	<b>80,277,568</b>	56
57								57	
58	Measure RR for Capital Reserve**					-	<b>80,000,000</b>		58
59	<b>ADJUSTED NET SURPLUS / (DEFICIT)</b>					<b>-</b>	<b>277,568</b>		59

\* Fuel and Lubricants costs were reduced by a realized gain of \$1,068,148 from the fuel hedge program.

\*\* The \$80M capital reserve using Measure RR funds was used to address capital needs for the Electrification Program and approved at the November 2021 board meeting.



BOARD OF DIRECTORS 2022

STEVE HEMINGER, CHAIR  
 CHARLES STONE, VICE CHAIR  
 CINDY CHAVEZ  
 DEVORA "DEV" DAVIS  
 JEFF GEE  
 GLENN HENDRICKS  
 DAVE PINE  
 SHAMANN WALTON  
 MONIQUE ZMUDA

MICHELLE BOUCHARD  
 ACTING EXECUTIVE DIRECTOR

PENINSULA CORRIDOR JOINT POWERS BOARD

INVESTMENT PORTFOLIO

AS OF FEBRUARY 28, 2022

TYPE OF SECURITY		MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (Unrestricted)	*	Liquid Cash	0.278%	88,191	88,191
County Pool (Unrestricted)		Liquid Cash	0.858%	560,437	560,437
Other (Unrestricted)		Liquid Cash	0.050%	119,169,922	119,169,922
Other (Restricted)	**	Liquid Cash	0.050%	8,912,787	8,912,787
				\$ 128,731,338	\$ 128,731,338

Interest Earnings for February 2022 \$ 6,400.59  
 Cumulative Earnings FY2022 \$ 30,568.92

\* The market value of Local Agency Investment Fund (LAIF) is calculated annually and is derived from the fair value factor as reported by LAIF for quarter ending June 30th each year.

\*\* Prepaid Grant funds for Homeland Security, PTMISEA and LCTOP projects, and funds reserved for debt repayment. The Portfolio and this Investment Report comply with the Investment Policy and the provisions of SB 564 (1995). The Joint Powers Board has the ability to meet its expenditure requirements for the next six months.