



BOARD OF DIRECTORS 2022

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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=SFJranR4KzVURGIZVW5VUXJMZGIxQT09> 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

<https://www.caltrain.com/video-board-directors> .

Public Comments: Members of the public are encouraged to participate remotely. Public comments may be submitted to 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 <https://www.caltrain.com/about-caltrain/meetings>

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.

November 21, 2022 - Monday

2:30 pm

All items to which [Government Code section 84308](#) applies have been marked with an asterisk

1. Call to Order/Pledge of Allegiance
2. Roll Call

Note: All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board.

3. Public Hearing for Proposed Monthly Pass Product Changes
 - a. Open Public Hearing
 - b. Present Staff Report
 - c. Hear Public Comment
 - d. Close Public Hearing
 - e. Board Discussion

4. Adopt Caltrain Monthly Pass Proposed Changes Motion

5. Public Comment 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.

6. Consent Calendar
 Members of the Board may request that an item under the Consent Calendar be considered separately.
 - 6.a. Approve Meeting Minutes of October 24, 2022 Motion
 - 6.b. Approve 2023 Finance Committee Calendar Motion
 - 6.c. Accept Quarterly Fuel Hedge Update (~~4th Quarter 2022~~ **1st Quarter 2023**) Motion

7. Accept Statement of Revenues and Expenses for the Period Ending October 31, 2022 Motion

8. Award of Contract to Provide Energy Regulatory and Other Legal Services* Motion

9. Authorize an Amendment to the On-Call Railroad Business Operations and Systems Support Services Contracts* Motion

10. Diridon Business Case: Amendment to Funding Agreements* Motion

11. Authorization to Amend Funding Agreements with the California Department of Transportation for the San Mateo Grade Crossing Improvements Project* Motion

12. Award of Contracts to Nomad Digital, Inc. for Broadband Communications Services, ***including consideration of any protest**** Motion

13. Award of Contract for Watkins Avenue Grade Crossing Improvements Project Motion

14. Authorize an Amendment to Contract No. 19-J-P-073 with HDR Engineering, Inc. for Engineering Consultant Design Services* Motion

15. Authorize Amendment to On-Call Owner’s Representative Electrification Support Services Contract 14-PCJPB-P-007 for the Caltrain Modernization Program* Motion

16. Increase Contract Authority For Balfour Beatty Infrastructure Inc. (BBII) Services Contract No. 14-PCJPB-P-054 for Non-PCEP Work* Motion

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17. Amend and Increase the Fiscal Year 2023 Caltrain Capital Budget by \$23,815,828 from \$102,593,584 to \$126,409,412 and Authorize Receipt of State Rail Assistance Program Funds

Motion

18. Committee Member Requests

19. Date/Time of Next Regular Finance Committee Meeting: December 19, 2022 at 2:30 pm via Zoom (additional location, if any, to be determined).

20. 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. Communications to the Board of Directors can be e-mailed to 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: Two Mondays before the Board Meeting, 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 <https://www.caltrain.com/about-caltrain/meetings> 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 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 <https://www.caltrain.com/about-caltrain/meetings>.

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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; 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
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Grace Martinez, , Acting Chief Financial Officer
Subject: **Caltrain Monthly Pass Product Proposed Changes and Public Hearing**

Finance Committee
Recommendation

Work Program-
Legislative-Planning
Committee
Recommendation

Staff Coordinating
Council Reviewed

Staff Coordinating Council
Recommendation

Action

Staff proposes the committee recommends the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) adopt a Caltrain monthly pass dynamic zone product to allow customers to purchase a monthly pass that is valid for a defined number of zones to replace the current defined zone product and update the Caltrain Fare Structure to reflect the fare product change.

Significance

Below are the proposed changes to the Monthly Pass that will be implemented with the Clipper Next Generation upgrade:

Current Monthly Pass

Currently Caltrain’s monthly pass is administered on Clipper and only requires customers to tap on and off once per month to activate the pass. The monthly pass is valid only for the defined zones for which it is purchased. Travel outside of those zones requires additional action by the customer. A customer may either purchase paper zone upgrade ticket(s) via a ticket vending machine (TVM), purchase a ticket via the Caltrain Mobile app, or use their Clipper card and pay a full e-cash fare for the zones travelled outside of the month pass zones (there is no credit given for the monthly pass purchased if traveling outside of monthly pass defined zones).

Since customers only tap on and off once per month, Caltrain does not have data on monthly pass customers’ ridership, which impacts both reporting and planning. Under the current system, fare enforcement officials must check to ensure that month passes are valid within zones and customers have the correct zone upgrade(s) if applicable.

Monthly Pass Clipper Next Generation Recommendation

To simplify the monthly pass product and provide Caltrain’s customers with a better value proposition, staff recommends that the monthly pass be changed to a dynamic zone structure.

The dynamic zone structure would allow customers to purchase a monthly pass that is valid for a defined number of zones (1-6). Customers would then be able to travel the purchased number of zones anywhere within the Caltrain service area at no additional cost. If a monthly pass customer needs to travel more zones than they had purchased, they would automatically be charged the appropriate zone upgrade fee via their Clipper card upon tap off. For example, a customer who purchases a (2) zone pass could travel between zones 1-2 or 2-3 at no cost, and if they traveled between zones 1 and 3 they would be charged a one zone upgrade fee upon tap off of their trip.

These enhanced features of the monthly pass would require all monthly pass users to tap on and off for each trip. This is now possible due to the increased number of stand-alone validators allowing more customers to tap their Clipper cards at Caltrain stations, and the addition of the zone upgrade product to the Clipper system. These changes will also streamline fare enforcement operations as it would only require a pass be present on the Clipper card. In addition, the requirement to tap on and off for each trip will provide Caltrain with monthly pass ridership data.

Staff will need to provide guidance to the Metropolitan Transportation Commission (MTC) to program the change into the Clipper system in December 2022. The execution of the change will not be until deployment of the Clipper next generation system which is expected in Summer/Fall of 2023. The effective date of the fare structure changes will reflect the date of Clipper next generation customer transition and the enablement of the features.

Public Outreach

- 1) A survey was conducted in 5 languages (English, Spanish, Chinese, Tagalog, and Vietnamese), with the results indicating a high level of support for the proposed changes. The survey was available open from 10/19/2022-11/7/2022 and received approximately 1600 responses.
 - Respondents were presented with background and proposal information and asked whether they agreed, disagreed, or had no opinion about dynamic zones, zone upgrade changes, and tap on and tap off changes.
 - Results of the survey showed 87% of respondents favor having the zone upgrade on Clipper and 82% of respondents favor a change to dynamic zones.
 - 65% of respondents were in favor of tapping on and off for every ride if it allowed them to utilize the dynamic zones and zone upgrade functionality, even though this represents a requirement to change current practice
Many negative respondents were concerned that the low number of standalone validators would be an issue with this change; however Caltrain is currently increasing the number of validators from 170 to over 300 to address this concern.
- 2) Staff held a community meeting on 11/9/2022 to solicit customer feedback
- 3) Staff presented the changes to the Citizens Advisory Committee (CAC) on 11/16/2022.

Title VI Analysis

A Title VI Fare Analysis is required within six months of the actual change. Staff will conduct and present a Title VI Analysis to the Board before the implementation of the change to incorporate survey data being used for outreach for the public hearing. Given the proposed fare change overall benefits, it is unlikely that there will be a disparate impact to minority communities or disproportionate burden to low-income communities

Budget Impact

Potential budget impact for implementing this change include:

- 1) Operation and maintenance Clipper costs range from \$100-\$250k annually*; however this increase represents Caltrain paying its fair share of these costs. Clipper ridership is used to allocate Clipper costs to agencies, and Caltrain's ridership is artificially low due to month pass users not tapping for each trip.
- 2) Outreach and marketing expenses are estimated at \$20-\$30k; however MTC has offered to potentially provide financial support for this effort.
- 3) Reprogramming of TVM's is estimated at \$10k-\$20k.
- 4) While the potential revenue impact is unknown, staff estimates the increased value proposition and automatic zone upgrade charges have strong potential to increase overall revenue and ridership.

***Cost estimates fluctuate based on regional proportion of ridership. Analysis assumes 22% of overall ridership utilizes Go Pass, and then excluding institutional ridership on Go Pass**

Background

The Clipper automated fare payment system is currently used by twenty-three transit agencies in the San Francisco Bay Area. MTC extended its contract with Cubic Transportation Systems Inc. for the current Clipper card-based fare payment system through November 2, 2024, and entered into a separate contract in September 2018 with Cubic to design, develop, test, install, transition, operate and maintain the Clipper Next Generation account-based fare payment system.

Prepared By: Bruce Thompson	Fare Operations Manager	650-551-6106
Ryan Hinchman	Director FP&A	650-551-7733

Resolution No. 2022-

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

* * *

Authorize Changes to Caltrain Monthly Pass Product and Adopt Revised Fare Structure

Whereas, Caltrain's monthly pass is currently administered on Clipper, only requires customers to tap on and off once per month to activate the pass and is valid only for the defined zones for which it is purchased. Travel outside of those zones requires additional action by the customer; and

Whereas, to simplify the monthly pass product and provide Caltrain's customers with a better value proposition, staff has designed a monthly pass with a dynamic zone structure. The dynamic zone structure would allow customers to purchase a monthly pass that is valid for a defined number of zones (1-6). Customers would then be able to travel the purchased number of zones anywhere within the Caltrain service area at no additional cost. If a monthly pass customer needs to travel more zones than they had purchased, they would automatically be charged the appropriate zone upgrade fee via their Clipper card upon tap off.

Whereas, these enhanced features of the monthly pass would require all monthly pass users to tap on and off for each trip. This is now possible due to the increased number of stand-alone validators allowing more customers to tap their Clipper cards at Caltrain stations, and the addition of the zone upgrade product to the Clipper system; and

Whereas, this change cannot be executed until the deployment of the Clipper Next Generation system, and staff will need to provide guidance to the Metropolitan Transportation Commission (MTC) to program the change into the Clipper system in December 2022. The new fare structure will not take effect until deployment of the Clipper Next Generation System, which is expected in Quarter 3 or 4 of 2023. The effective date of the fare structure changes will reflect the date of Clipper Next Generation customer transition and the enablement of the new features; and

Whereas, staff have conducted significant public outreach on the change and staff plan to conduct and present a Title VI Fare Analysis, as required, within six months of the actual change; and

Whereas, potential budget impacts for implementing this change include an increase of \$100,000 to \$250,000 annually in operation and maintenance costs for Clipper, outreach and marketing expenses of approximately \$20,000 to \$30,000, and approximately \$10,000 to \$20,000 for reprogramming ticket vending machines; and

Whereas, staff recommends the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) adopt a Caltrain monthly pass dynamic zone product to allow customers to purchase a monthly pass that is valid for a defined number of zones to replace the current defined zone product and update the Caltrain Fare Structure to reflect the fare product change.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby directs staff to provide guidance to the Metropolitan Transportation Commission to program a change to Caltrain monthly pass to create dynamic zone product to replace the current defined zone product for deployment of the Clipper Next Generation System and adopts a revised Caltrain Fare Structure to reflect the fare product change, effective upon the implementation of the Clipper Next Generation System.

Regularly passed and adopted this 1st day of December, 2022, by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

Adopted – May 6, 1992
Last Revised – August 4, 2022
Effective – August 4, 2022

**Peninsula Corridor Joint Powers Board
State Of California**

* * *

CALTRAIN FARE STRUCTURE

This document establishes the fare structure for use of Caltrain passenger rail service, which operates between San Francisco and Gilroy, California. For pricing, refer to Section V, Fare Chart.

I. FARE CATEGORIES

A. Full Fare

Full Fares apply to all customers except those who qualify for an Eligible Discount Fare or the Means-Based Fare Pilot Program.

B. Eligible Discount Fare

Customers qualifying for the Eligible Discount Fare pay one-half of the Full Fare, rounded to increments of approximately \$0.25. A customer qualifies for the Eligible Discount Fare by meeting or possessing any one or more of the requirements below. Proof of age or appropriate identification may be necessary when ticket is requested by the conductor or fare inspector.

1. Aged 65 years or older.
2. Aged 18 years or younger.
3. Disabled Person Placard Identification Card issued by the California State Department of Motor Vehicles (DMV).
4. Medicare Card.
5. Regional Transit Connection (RTC) Discount Card for persons with disabilities, including Clipper® cards that are designated as RTC Discount Cards. A personal care attendant travelling with an RTC Discount Card holder can pay the Eligible Discount Fare if the RTC Discount Card is marked with an attendant symbol.
6. Valid transit discount card issued by another California transit agency, which is equivalent to the RTC Discount Card.

C. Means-Based Fare Pilot Program

The Regional Means-Based Fare Pilot Program (Pilot Program), administered by the Metropolitan Transportation Commission (MTC), will run for 18 months starting July 15, 2020. Pending MTC's approval in summer 2021, the Pilot Program may be extended an additional 18 months (for a total duration of 36 months) through June 30, 2023. For the duration of the Pilot Program approved by MTC, Caltrain will offer a 50 percent discount off of One-way Clipper Card Fares to adults enrolled in the Pilot Program.

The Means-Based Fare is available only to participants who apply, are accepted and enroll in the Pilot Program. Participation is limited to adults aged 19 through 64, who are current residents in one of the nine San Francisco Bay Area counties, and who have an annual household income level at or below 200 percent of the Federal Poverty Level.

D. Regional All Agency Pass

Available to passengers who are selected to participate in Regional Fare Coordination and Integration Study administered by the Bay Area Integration Task Force, managed by Metropolitan Transportation Commission and Bay Area Rapid Transit

E. Sworn Peace Officers

Uniformed and non-uniformed, sworn peace officers showing proper identification are allowed to ride Caltrain without paying a fare.

F. Children Four Years or Younger

One child aged four years or younger accompanied by a paying adult, including Go Pass users, may ride Caltrain without paying a fare. Additional children traveling with the same adult are required to pay a fare.

G. Special Promotional Fares

From time to time, the Executive Director may authorize the establishment of special or promotional fares.

H. Group Travel Discount

A 10 percent discount on regular cash fares is provided to fare-paying groups of 25 or more passengers that pre-purchase through the Caltrain Group Travel program.

II. FARE TYPES

A. One-Way Ticket

Valid for use within four hours of the date and time sold. One-way Tickets are honored for one-way passage away from the point of origin, including stopovers/transfers, within the zone(s) indicated on such tickets.

B. Day Pass

Valid for use on a single day, through the last train on the service day on which sold. Day passes are honored for unlimited travel within the zone(s) indicated on the ticket.

C. Monthly Pass

Valid for use for the calendar month for which issued. Monthly Passes are honored for unlimited weekday trips for the number of zones purchased. On Saturdays, Sundays and holidays, Monthly Passes are honored for unlimited trips between all zones. The Monthly Pass multiplier is 15 days per month (30 x One-way Ticket fare). Purchasers of Monthly Passes are eligible to purchase a Monthly Parking Pass. Temporary reduction of the multiplier to 12 days per month (24 x One-way Ticket fare) will be in effect through June 30, 2023.

D. Zone Upgrade Ticket

Valid for use within four hours of the date and time sold. Paper Zone Upgrade Tickets are valid only when accompanying a valid paper One-way Ticket or Day Pass, and cannot be used alone. The Zone Upgrade Ticket will be honored for one-way passage for additional zones purchased beyond the original ticket's zone limits. The Zone Upgrade Ticket's validity period does not supersede the original ticket's validity period. Zone Upgrade tickets on Clipper will be available for use with a valid Clipper monthly pass.

E. Go Pass

Valid for use within the calendar year for which issued. The Go Pass is an annual transit pass sold to universities and other employers for all of their students and/or employees that work more than 20 hours per week, with an option to have employees that work 20 hours or less per week and interns participate. The Go Pass also is sold to residential complexes for all residents aged five years and older. Go Passes are subject to the terms of agreements between the JPB and each participating university/employer/residential complex.

The Go Pass is administered via a Clipper Card accompanied by a valid university, employer, or residential complex-issued photo identification card or a sticker affixed to the above mentioned identification cards. The Go Pass is honored for unlimited trips between all zones. Go Pass participants are eligible to purchase a Monthly Parking Permit

III. FARE PAYMENT

A. Ticket Vending Machines

Customers may purchase the following fare products at Caltrain stations via the ticket vending machines: (i) One-way Ticket; (ii) Day Pass; and (iii) Zone Upgrade. Cash, credit and debit cards are accepted.

B. Mobile Ticketing Application Pilot Program

Customers may purchase the following fare products via the Caltrain Mobile App: (i) One-way Ticket; (ii) Day Pass; and (iii) Zone Upgrade. Credit and debit cards, PayPal, Google Pay and Apple Pay are accepted.

C. Clipper

Customers may purchase the following fare products via the Clipper regional transit fare payment system: (i) One-way Ticket; (ii) Monthly Pass (iii) Zone Upgrade. Customers paying with Clipper for a One-way ride receive a 55-cent discount (Full Fare) or 15-cent discount (Eligible Discount Fare) compared to paper and mobile tickets.

The Zone Upgrade is only available for use with a valid month pass.

The Clipper card, which is issued and administered by the Metropolitan Transportation Commission (MTC), is valid for use on public transit services throughout the San Francisco Bay Area. MTC may establish fees and a cash minimum associated with the use of a Clipper card.

JPB staff is empowered to distribute fare media through other means (e.g. a website) without amendment of this document.

IV. DESCRIPTION OF ZONES

The zone designations for Caltrain service are:

<u>Zone 1</u> San Francisco 22 nd Street Bayshore South San Francisco San Bruno	<u>Zone 2</u> Millbrae Broadway* Burlingame San Mateo Hayward Park Hillsdale Belmont San Carlos Redwood City	<u>Zone 3</u> Menlo Park Palo Alto Stanford Stadium^ California Avenue San Antonio Mountain View Sunnyvale
<u>Zone 4</u> Lawrence Santa Clara College Park# San Jose Diridon	<u>Zone 5</u> Capitol# Blossom Hill#	<u>Zone 6</u> Morgan Hill# San Martin# Gilroy#

* Weekend service only

^ Football/Other Select Levy Stadium events only

Weekday service only

V. GENERAL CONDITIONS

A. Conditions of Use

Tickets and passes are non-transferable. Tickets mutilated, altered or changed in any way, or used in any manner other than in accordance with the provision of this Fare Structure shall be forfeited.

B. Enforcement

Passengers must have a valid ticket before boarding to ride Caltrain. Fares will be enforced by a Proof-of-Payment system as adopted and amended from time to time by the JPB. Proof of fare payment must be carried at all times while on Caltrain and must be presented for inspection upon request. Passengers without valid fare are subject to written warnings and citations with monetary penalties as authorized by California law.

C. Stopovers/Transfers

Stopovers and transfers are permitted within zones indicated on tickets provided travel is completed within the ticket's validity period. For One-way Tickets, travel can only continue and be completed in the original direction of travel. One-way Tickets cannot be used to reverse direction.

D. Delays

When a customer holding a valid ticket is delayed because of washout, wreck or other obstruction to tracks, public calamity, an act of God or of the public enemy so that the validity period of a passenger's ticket has expired, such ticket's validity may be extended by the conductor or fare inspector to the extent of such delay.

E. Refunds

1. One-way, Day Pass, and Zone Upgrade Tickets

One-Way, Day Pass and Zone Upgrade Tickets are not subject to refund.

2. Go Passes

Fees paid for Go Passes are subject to refund only in case of termination of a contract between the JPB and the Go Pass employer/university/ residential complex. The JPB will refund the pro-rated portion of the Go Pass fee paid by the participating agency (equivalent to the number of unused months), less an administration fee, within 30 days of the contract termination date, provided that within 10 working days of the effective termination date, all undistributed Go Passes issued to the participating agency are returned to the JPB and the participating agency verifies in writing that it has made every good faith effort to collect or destroy all Go Passes that it distributed.

3. Monthly Passes

Unused Monthly Passes may be returned for a full refund prior to the date the passes first become valid.

Monthly Passes returned for a refund during the validity period will be refunded

for the difference between the fare paid and the value of the transportation furnished. The value of transportation furnished will be considered to be the value of two one-way fares per weekday up to the date the pass is returned.

VI. FARE PRICES

Zones Travelled	Fare Type	Payment Option	Category	Current	Eff 7/1/2023	Eff 7/1/2025	Eff 7/1/2027	Eff 7/1/2028
1	One-way	Ticket Machine, Mobile App	Adult	\$3.75	\$4.25	\$4.25	\$4.75	\$4.75
			Eligible Discount	\$1.75	\$2.00	\$2.00	\$2.25	\$2.25
		Clipper	Adult	\$3.20	\$3.70	\$3.70	\$4.20	\$4.50
			Adult Means-based^	\$1.60				
	Day Pass	Ticket Machine, Mobile App	Adult	\$7.50	\$8.50	\$8.50	\$9.50	\$9.50
			Eligible Discount	\$3.75	\$4.00	\$4.00	\$4.50	\$4.50
		Clipper	Adult	\$76.80	\$111.00	\$111.00	\$126.00	\$135.00
			Eligible Discount	\$38.40	\$55.50	\$55.50	\$63.00	\$63.00
2	One-way	Ticket Machine, Mobile App	Adult	\$6.00	\$6.50	\$6.75	\$7.25	\$7.25
			Eligible Discount	\$2.75	\$3.00	\$3.25	\$3.50	\$3.50
		Clipper	Adult	\$5.45	\$5.95	\$6.20	\$6.70	\$7.00
			Adult Means-based^	\$2.70				
	Day Pass	Ticket Machine, Mobile App	Adult	\$12.00	\$13.00	\$13.50	\$14.50	\$14.50
			Eligible Discount	\$6.00	\$6.00	\$6.50	\$7.00	\$7.00
		Clipper	Adult	\$130.80	\$178.50	\$186.00	\$201.00	\$210.00
			Eligible Discount	\$62.40	\$85.50	\$93.00	\$100.50	\$100.50
3	One-way	Ticket Machine, Mobile App	Adult	\$8.25	\$8.75	\$9.25	\$9.75	\$9.75
			Eligible Discount	\$3.75	\$4.00	\$4.50	\$4.75	\$4.75
		Clipper	Adult	\$7.70	\$8.20	\$8.70	\$9.20	\$9.50
			Adult Means-based^	\$3.85				
	Day Pass	Ticket Machine, Mobile App	Adult	\$16.50	\$17.50	\$18.50	\$19.50	\$19.50
			Eligible Discount	\$8.25	\$8.00	\$9.00	\$9.50	\$9.50
		Clipper	Adult	\$184.80	\$246.00	\$261.00	\$276.00	\$285.00
			Eligible Discount	\$86.40	\$115.50	\$130.50	\$138.00	\$138.00
4	One-way	Ticket Machine, Mobile App	Adult	\$10.50	\$11.00	\$11.75	\$12.25	\$12.25
			Eligible Discount	\$4.75	\$5.00	\$5.75	\$6.00	\$6.00
		Clipper	Adult	\$9.95	\$10.45	\$11.20	\$11.70	\$12.00
			Adult Means-based^	\$4.95				
	Day Pass	Ticket Machine, Mobile App	Adult	\$21.00	\$22.00	\$23.50	\$24.50	\$24.50
			Eligible Discount	\$10.50	\$10.00	\$11.50	\$12.00	\$12.00
		Clipper	Adult	\$238.80	\$313.50	\$336.00	\$351.00	\$360.00
			Eligible Discount	\$110.40	\$145.50	\$168.00	\$175.50	\$175.50
5	One-way	Ticket Machine, Mobile App	Adult	\$12.75	\$13.25	\$14.25	\$14.75	\$14.75
			Eligible Discount	\$5.75	\$6.00	\$7.00	\$7.25	\$7.25
		Clipper	Adult	\$12.20	\$12.70	\$13.70	\$14.20	\$14.50
			Adult Means-based^	\$6.10				
	Day Pass	Ticket Machine, Mobile App	Adult	\$25.50	\$26.50	\$28.50	\$29.50	\$29.50
			Eligible Discount	\$12.75	\$12.00	\$14.00	\$14.50	\$14.50
		Clipper	Adult	\$292.80	\$381.00	\$411.00	\$426.00	\$435.00
			Eligible Discount	\$134.40	\$175.50	\$205.50	\$213.00	\$213.00
6	One-way	Ticket Machine, Mobile App	Adult	\$15.00	\$15.50	\$16.75	\$17.25	\$17.25
			Eligible Discount	\$6.75	\$7.00	\$8.25	\$8.50	\$8.50
		Clipper	Adult	\$14.45	\$14.95	\$16.20	\$16.70	\$17.00
			Adult Means-based^	\$7.20				
	Day Pass	Ticket Machine, Mobile App	Adult	\$30.00	\$31.00	\$33.50	\$34.50	\$34.50
			Eligible Discount	\$15.00	\$14.00	\$16.50	\$17.00	\$17.00
		Clipper	Adult	\$346.80	\$448.50	\$486.00	\$501.00	\$510.00
			Eligible Discount	\$158.40	\$205.50	\$243.00	\$250.50	\$250.50

^ Adult Means-base fare (Clipper START program) is a pilot program.

^^ Customers with a two-zone or greater Caltrain Monthly Pass get free local rides or free local ride credits on SamTrans and receive free transfers on Santa Clara Valley Transportation Authority (VTA) local, limited stop bus, bus rapid transit and light rail.

Zone Upgrade			
Payment Option	Category	Current	Eff. 7/1/2025
Ticket Machine, Mobile App, Clipper	Adult	\$2.25	\$2.50
	Eligible Discount	\$1.00	\$1.25

Go Pass			
	Current	Eff. 1/1/2024	Eff. 1/1/2026
Minimum Cost	\$28,728.00	\$30,156.00	\$31,584.00
Per Eligible Rider*	\$342.00	\$359.00	\$376.00
* In 2022 a 25% renewal discount was provided to customers participating as of July 1, 2021, in 2023 a 20% renewal discount was provided to customers participating as of July 1, 2022			

**Peninsula Corridor Joint Powers Board
Finance Committee Meeting
1250 San Carlos Avenue, San Carlos CA 94070
Draft Minutes of October 24, 2022**

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

Members Absent: None

Staff Present: M. Bouchard, J. Harrison, A. Myles-Primakoff, G. Martinez,
R. Hinchman, B. Thompson, K. Yin, J. Ye, R. Nielsen, S. Sargent, D.
Seamans, S. Wong, K. Scribner

1. Call to Order/Pledge Of Allegiance

Chair Monique Zmuda called the meeting to order at 2:30 pm 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

There was no public comment.

4. Consent Calendar

4a. Approve Meeting Minutes of September 26, 2022

**4b. Call for Public Hearing at the November Finance Committee - Monthly Pass Product
Proposed Changes**

Public Comment

Adrian Brandt, San Mateo County, commented on having floating zone boundaries for equity.

Adina Levin, Seamless Bay Area, commented on the new Clipper system not occurring until after Clipper 2.0 in a year.

Motion/second: Hendricks/Gee

Ayes: Gee, Hendricks, Zmuda

Noes: None

Absent: None

5. Report of the Acting Chief Financial Officer

Grace Martinez, Acting Chief Financial Officer, provided an update that included the following:

- Fiscal Year 2022 Audit completed and included in the packet

- Government Finance Officers Association (GFOA) award for bond disclosures and audit of Measure RR receipts

6. Accept Statement of Revenues and Expenses for the Period Ending September 30, 2022

Grace Martinez, Acting Chief Financial Officer, provided an update, which included the following:

- \$29.5 million Measure RR revenue
- Total ticket revenue by type provided for last four fiscal years and ticket revenues for the first quarter pre-and post COVID
- Daily balances swept onto money market funds
- Reserve fund balances and total of \$27 million will put operating reserve at 15 percent of adopted budget
- Capital reserve fund balance of \$20 million and future draft policy for capital reserve expected for December finance meeting

Motion/second: Gee/Hendricks

Ayes: Gee, Hendricks, Zmuda

Noes: None

Absent: None

7. Accept Annual Comprehensive Financial Report (ACFR) for the Fiscal Year Ended June 30, 2022

Grace Martinez, Acting Chief Financial Officer, introduced the item as a culmination of four months of work from several departments and with Brown Armstrong Accountancy Corporation.

Ryan Nielsen, Brown Armstrong Accountancy Corporation, provided a presentation that included the following:

- Auditor's Communication
- Confirming with actuaries and legal counsel regarding disclosure
- View operating and capital expenses separately
- Management responsibilities and Auditor responsibilities
- Report on internal control and compliance and findings for a clean audit

Jennifer Ye, Director of Accounting, provided highlights from the reports, which included the following information:

- Operating revenue included a slight increase due to passenger fare and parking revenues
- Non-operating revenue increased from Measure RR sales tax and American Rescue Plan Act federal operating assistance
- Measure RR bonds issued were \$140 million to fund PCEP project

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

- The new bond issued against Measure RR will be used to pay for the electrification project
- Governmental Accounting Standards Board (GASB) regulations used to ensure consistent measurement
- Sampling for expenses related to salary and contract
- Federal grant audit and report issued next month
- Charge rates are approved by Federal Transit Administration (FTA) annually

Motion/second: Gee/Hendricks

Ayes: Gee, Hendricks, Zmuda

Noes: None

Absent: None

8. Award of a Contract to Bell Burnett & Associates to Provide Financial Strategy Plan Consulting Services*

Michelle Bouchard, Acting Executive Director, stated that this will run concurrently with ridership recovery efforts.

Graham Rogers, Business Operations Project Manager, provided a presentation, which included the following:

- Purpose, need, scope, and objective
- Proposals received, scoring criteria, and highest ranked proposer
- Budget impact – the Bell Burnet & Associates proposal was deemed fair and reasonable
- Staff recommendation for a 2-year base contract not to exceed \$750,000

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

- How to run a railway in a post-COVID world
- How to deal with capital costs with increased electrification
- Consultant recommendations on reserve policy
- The additional \$75,000 added related to utility needs

Public comment

Adrian Brandt, San Mateo County, commented on operating a commuter rail in post COVID world and how to operate regional transit rail that serves commuters.

Jeff Carter, Millbrae, commented on shift in commuting patterns, serving regional rail riders, and making it a regional system that is easy to use, similar to BART.

Motion/second: Hendricks/Gee
Ayes: Gee, Hendricks, Zmuda
Noes: None
Absent: None

9. Adopt Revised Rules of Procedure for the Peninsula Corridor Joint Powers Board Including Updated Committee Structure

Michelle Bouchard, Acting Executive Director, introduced the item.

Sam Sargent, Director, Strategy and Policy, provided a presentation, which included the following:

- Proposed three committee structure with three Board Members serving on each one
- Proposed committees: Finance Committee, Operations, Planning, Safety Committee (OPS), and Advocacy and major projects (AMP)
- OPS will focus on operational excellence and culture of safety on planning efforts
- AMP will focus on the JPB's role as a regional leader in many regional efforts to advance the transit network in the bay area

Public Comment

Adina Levin, Friends of Caltrain, expressed support for this item and asked how multiple overlapping items would be heard.

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

- Options for agenda items to go to two committees
- How Board Members will be assigned with the Board Chair selecting/guiding the representation on each committee
- Have the new committees in place around February 2023 and meeting times to be determined/confirmed
- Have individual counties input instead of just the Board
- Have the same Board Member serve on the same committee for more experience and knowledge
- Internal Cost Allocation Plan (ICAP) comparisons across other transit agencies

10. Committee Member Requests

Director Gee requested a list comparing Indirect Cost Allocation Plan (ICAP) rates across transit authorities indicating what other transit agency audits look like.

11. Date/time of next regular finance committee meeting

Monday, November 21, 2022, at 2:30 pm via Zoom (additional location, if any, to be determined)

12. Adjourn

The meeting adjourned at 4:01 pm.

An audio/video recording of this meeting is available online at <https://www.caltrain.com/video-board-directors> . Questions may be referred to the Board Secretary's office by phone at 650.508.6279 or by email to board@caltrain.com.

DRAFT

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance committee
Through: Michelle Bouchard, Acting Executive Director
From: Dora Seamans, Executive Officer/District Secretary
Subject: **Approve 2023 Finance Committee Meeting Calendar**

Finance Committee
Recommendation

Work Program-
Legislative-Planning
Committee
Recommendation

Staff Coordinating
Council Reviewed

Staff Coordinating Council
Recommendation

Action

Staff Coordinating Council recommends the Joint Powers Board approve the attached Finance Committee meeting calendar for 2023. The November meeting will meet regularly while the December meeting has been moved up one week due to December holidays.

Significance

The JPB Board Meeting is scheduled the first Thursday of every month at 9:00am consistently

Budget Impact

There is no impact on the budget.

Prepared By: Dora Seamans Executive Officer/District Secretary 650.508.6242



**JPB Finance Committee
DRAFT Meeting Calendar – 2023**

Mondays, Two Weeks Prior to JPB Board Meeting – 2:30 PM

Monday, January 23

Monday, February 20

Monday, March 27

Monday, April 24

Monday, May 22

Monday, June 26

Monday, July 24

Monday, August 28

Monday, September 25

Monday, October 23

Monday, November 27

*Monday December 18

Board Committee Members: Directors Monique Zmuda (Chair), Jeff Gee, Glenn Hendricks.
Primary Staff Liaison: Grace Martinez

Regular meetings scheduled for two Mondays Prior to the Board Meeting at 2:30 pm., unless otherwise noted.

**Three Mondays prior due to Christmas falling on a Monday

Meetings may be held via [Zoom](#) (additional location, if any to be determined), unless scheduled and stated otherwise at: <https://www.caltrain.com/about-caltrain/meetings>

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Grace Martinez, Acting Chief Financial Officer
Subject: **Accept Quarterly Fuel Hedge Update (~~4th Quarter 2022~~)-(1st Quarter 2023)**

Finance Committee
Recommendation

Work Program-
Legislative-Planning
Committee
Recommendation

Staff Coordinating
Council Reviewed

Staff Coordinating Council
Recommendation

Action

Staff proposes the Board to review, accept, and enter into the record the presentation providing an update on the implementation of a fuel hedging strategy for Caltrain.

Significance

The purpose of this presentation is to provide an update on the implementation and performance status of the Fuel Hedging Program (Program) established for Caltrain.

Under this Program, the staff will continue to work with Linwood Capital, LLC in order to:

- Purchase new fuel hedge contracts for the upcoming fiscal year as market conditions allow
- Maintain the size of the hedge in order to protect Caltrain's fuels budget against volatile price movements in the diesel fuel market

Budget Impact

There is no impact on the budget.

Background

The Program implemented for Caltrain is designed to minimize large budget variances resulting from the volatility of diesel fuel prices. An effective hedging strategy can increase budget certainty and facilitate a more effective utilization of budgetary resources. The purpose of the Program is not to speculate on the price of fuel but to manage risk, particularly as it relates to Caltrain's annual budget.

- As of September 30th, the fuel hedging program had realized net gains of \$932,279.58 for the time period July 2022 through September 2022 – the first quarter of FY 2023.
- Additionally, the hedge currently reflects unrealized loss of \$498,208.20 (-\$0.15/gallon on all gallons through June 2023). This assumes projected remaining consumption of 3,404,499 gallons for FY 2023.
- Approximately 91% (83% after tax) of the anticipated fuel usage through June 2023 is hedged at an average price of \$3.23/gallon, excluding taxes and fees (\$4.11 with taxes and fees) (versus a currently planned budget estimate of \$3.12/gallon, excluding taxes and fees) based on a 104 train/day schedule.
- The remaining un-hedged gallons through June 2023 have a projected cost of \$3.07/gallon as of 9/30/22 excluding taxes and fees (\$3.93 with tax and fees).
- Weighted average projected cost of all gallons through June 2023 net of hedging excluding taxes and fees is \$3.22/gallon and including taxes and fees is \$4.08/gallon as of 9/30/2022.

Prepared By:	Ashok Deshmukh	Acting Manager, Treasury	650-508-6405
	Connie Mobley-Ritter	Director, Treasury	650-508-7765

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Grace Martinez, Acting Chief Financial Officer
Subject: **Accept Statement of Revenues and Expenses for the Period Ending October 31, 2022**

Finance Committee Recommendation

Work Program-Legislative-Planning Committee Recommendation

Staff Coordinating Council Reviewed

Staff Coordinating Council Recommendation

Action

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

This staff report provides a brief discussion of significant items and trends on the attached Statement of Revenues and Expenses through October 31, 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 an easy comparison of year-to-date current actuals to the budget including dollar and percentage variances.

Significance

Year to Date Revenues: As of October's year-to-date actual, the Grand Total Revenue (page 1, line 16) is \$0.9 million higher than the adopted budget. This is primarily driven by the increase in Other Income (page 1, line 5) which is partially offset by Caltrain Fares (page 1, line 1).

Year to Date Expenses: As of October's year-to-date actual, the Grand Total Expense (page 2, line 50) is \$6.5 million lower than the adopted budget. This is primarily driven by decreases in Professional Services (page 2, line 38) due to the timing of expenses, Fuel and Lubricants (page 2, line 24) which is partially offset by the fuel hedge revenue, and Wages and Benefits (Page 2, line 35).

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's 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 October 2022.

Prepared By:	Danny Susantin	Accountant III	650.622.8073
	Jennifer Ye	Director, Accounting	650.622.7890

PENINSULA CORRIDOR JOINT POWERS BOARD									
STATEMENT OF REVENUE AND EXPENSE									
Fiscal Year 2023									
October 2022									
% OF YEAR ELAPSED							33.3%		
	JULY TO OCTOBER				ANNUAL				
	CURRENT ACTUAL	ADOPTED BUDGET	\$ VARIANCE	% VARIANCE	APPROVED BUDGET	FORECAST	\$ VARIANCE		
REVENUE									
OPERATIONS:									
1	Caltrain Fares	9,916,511	10,422,000	(505,489)	(4.9%)	30,151,000	30,151,000	-	1
2	Go Pass	5,727,277	5,420,000	307,277	5.7%	16,260,000	16,260,000	-	2
3	Parking Revenue	586,122	632,000	(45,878)	(7.3%)	1,896,000	1,896,000	-	3
4	Rental Income	411,882	311,788	100,094	32.1%	935,357	935,357	-	4
5	Other Income	1,683,957	581,440	1,102,517	189.6%	1,744,319	1,744,319	-	5
6								-	6
7	TOTAL OPERATING REVENUE	18,325,750	17,367,228	958,522	215.3%	50,986,676	50,986,676	-	7
8									8
9	CONTRIBUTIONS:								
10	AB434 Peninsula & TA Shuttle Funding	26,667	26,667	-	.0%	40,000	40,000	-	10
11	Operating Grants	3,762,720	3,762,720	-	.0%	11,288,161	11,288,161	-	11
12	Measure RR	38,197,949	38,267,668	(69,719)	(.2%)	114,300,000	114,300,000	-	12
13									13
14	TOTAL CONTRIBUTED REVENUE	41,987,336	42,057,055	(69,719)	(.2%)	125,628,161	125,628,161	-	14
15									15
16	GRAND TOTAL REVENUE	60,313,086	59,424,283	888,803	1.5%	176,614,837	176,614,837	-	16
17									17

PENINSULA CORRIDOR JOINT POWERS BOARD									
STATEMENT OF REVENUE AND EXPENSE									
Fiscal Year 2023									
October 2022									
% OF YEAR ELAPSED							33.3%		
	JULY TO OCTOBER				ANNUAL				
	CURRENT ACTUAL	ADOPTED BUDGET	\$ VARIANCE	% VARIANCE	APPROVED BUDGET	FORECAST	\$ VARIANCE		
18	EXPENSE							18	
19								19	
20	DIRECT EXPENSE:							20	
21	Rail Operator Service	31,931,257	32,390,924	(459,667)	(1.4%)	98,257,758	98,257,758	-	21
22	Security Services	2,264,332	2,678,456	(414,124)	(15.5%)	7,935,381	7,935,381	-	22
23	Shuttle Services	-	47,160	(47,160)	(100.0%)	121,600	121,600	-	23
24	Fuel and Lubricants*	4,505,929	5,846,408	(1,340,479)	(22.9%)	17,539,232	17,539,232	-	24
25	Timetables and Tickets	4,941	45,116	(40,175)	(89.0%)	135,350	135,350	-	25
26	Insurance	8,354,655	8,403,480	(48,826)	(.6%)	9,299,730	9,299,730	-	26
27	Claims, Payments, and Reserves	646,993	440,000	206,993	47.0%	1,320,000	1,320,000	-	27
28	Facilities and Equipment Maintenance	2,375,729	2,451,697	(75,968)	(3.1%)	7,258,788	7,258,788	-	28
29	Utilities	878,253	872,532	5,721	.7%	2,617,600	2,617,600	-	29
30	Maint & Services-Bldg & Other	347,777	497,122	(149,345)	(30.0%)	1,754,100	1,754,100	-	30
31								31	
32	TOTAL DIRECT EXPENSE	51,309,865	53,672,895	(2,363,030)	(4.4%)	146,239,539	146,239,539	-	32
33								33	
34	ADMINISTRATIVE EXPENSE							34	
35	Wages and Benefits	4,653,730	5,681,317	(1,027,587)	(18.1%)	13,926,330	13,926,330	-	35
36	Managing Agency Admin OH Cost	995,971	1,189,585	(193,614)	(16.3%)	3,565,453	3,565,453	-	36
37	Board of Directors	4,266	12,372	(8,107)	(65.5%)	57,275	57,275	-	37
38	Professional Services	877,937	3,082,588	(2,204,651)	(71.5%)	9,305,755	9,305,755	-	38
39	Communications and Marketing	70,529	134,576	(64,047)	(47.6%)	403,730	403,730	-	39
40	Other Office Expenses and Services	500,990	909,535	(408,545)	(44.9%)	2,762,496	2,762,496	-	40
41								41	
42	TOTAL ADMINISTRATIVE EXPENSE	7,103,424	11,009,973	(3,906,549)	(35.5%)	30,021,039	30,021,039	-	42
43								43	
44	TOTAL OPERATING EXPENSE	58,413,289	64,682,868	(4,132,138)	(6.4%)	176,260,578	176,260,578	-	44
45								45	
46	Governance	19,402	116,668	(97,266)	(83.4%)	350,000	350,000	-	46
47								47	
48	Debt Service Expense	768,062	860,584	(92,522)	(10.8%)	2,581,752	2,581,752	-	48
49								49	
50	GRAND TOTAL EXPENSE	59,200,754	65,660,120	(6,459,366)	(9.8%)	179,192,330	179,192,330	-	50
51								51	
52	NET SURPLUS / (DEFICIT)	1,112,332	(6,235,838)	7,348,170	(117.8%)	(2,577,493)	(2,577,493)	-	52
53								53	
54	Draw from FY2022 surplus	-				2,577,493	2,577,493		54
55	ADJUSTED NET SURPLUS / (DEFICIT)	1,112,332				-	-		55
56								56	
57	Reserve, Beginning Balance	16,115,624				16,115,624			57
58	FY23 Set aside	-				10,763,226			58
59	Reserve, Ending Balance	16,115,624				26,878,850			59
60								60	
61	* Fuel and Lubricants costs were reduced by a realized gain of \$1,404,085 from the fuel hedge program.							61	



BOARD OF DIRECTORS 2022

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

MICHELLE BOUCHARD
ACTING EXECUTIVE DIRECTOR

PENINSULA CORRIDOR JOINT POWERS BOARD

INVESTMENT PORTFOLIO

AS OF OCTOBER 31, 2022

TYPE OF SECURITY		MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (Unrestricted)	*	Liquid Cash	1.772%	10,120,543	10,120,543
County Pool (Unrestricted)		Liquid Cash	1.505%	563,159	563,159
Other (Unrestricted)		Liquid Cash	2.535%	117,281,288	117,281,288
Other (Restricted)	**	Liquid Cash	1.000%	54,427,185	54,427,185
				\$ 182,392,176	\$ 182,392,176

Interest Earnings for October 2022	\$	407,266.40
Cumulative Earnings FY2023	\$	1,164,931.67

* 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.

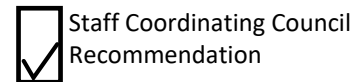
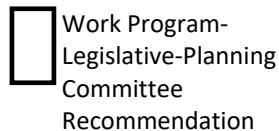
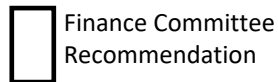
** Prepaid Grant funds for Homeland Security, PTMISEA and LCTOP projects, and funds reserved for debt repayment. The Portfolio and this Investment Report comply with the Investment Policy and the provisions of SB 564 (1995). The Joint Powers Board has the ability to meet its expenditure requirements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

Farebox Revenues by Ticket Type	PENINSULA CORRIDOR JOINT POWERS BOARD								
	Previous Years				FY2023				
	FY2019	FY2020	FY2021	FY2022	Jul-22	Aug-22	Sep-22	Oct-22	FY2023 Total YTD
REVENUE									
OPERATIONS:									
401400 (TVM)	18,431,265	11,165,620	2,458,837	6,836,440	626,228	770,942	736,862	521,754	2,655,785
401410 (Clipper)	54,621,910	37,970,696	2,924,987	7,764,755	1,129,007	1,611,378	1,377,219	1,502,886	5,620,490
401420 (Central)	64,908	20,799	309,748	39,911	5,139	945	9,901	11,080	27,064
401430 (Mobile App)	4,716,955	5,689,776	830,051	2,808,795	346,758	354,177	342,457	322,502	1,365,893
401500 (Gilroy)	1,903,941	1,542,171	178,759	449,281	37,440	66,110	80,675	63,053	247,279
401700 (Go-Pass)	22,929,136	19,705,372	25,737,533	15,337,175	1,417,118	1,415,836	1,432,132	1,462,192	5,727,277
total Farebox Revenue	102,668,114	76,094,433	32,439,915	33,236,357	3,561,691	4,219,387	3,979,245	3,883,466	15,643,789
Less: Go-Pass									
401700 (Go-Pass)	22,929,136	19,705,372	25,737,533	15,337,175	1,417,118	1,415,836	1,432,132	1,462,192	5,727,277
Revenues without Go-Pass	79,738,978	56,389,061	6,702,382	17,899,182	2,144,573	2,803,551	2,547,114	2,421,274	9,916,511
Tickets Sold					Jul-22	Aug-22	Sep-22	Oct-22	Total
TVM	2,354,393	1,465,876	315,378	755,674	86,060	86,171	83,501	74,335	330,067
Clipper	3,521,066	2,620,816	339,753	1,227,757	156,994	179,840	179,105	182,481	698,420
Central	9,167	5,044	-	4,032	319	145	770	879	2,113
Mobile	543,920	661,515	111,394	381,441	42,175	43,696	41,411	39,967	167,249
# of tickets sold (without go-pass)	6,428,546	4,753,251	766,525	2,368,904	285,548	309,852	304,787	297,662	1,197,849
AVG Revenue Per Ticket					Jul-22	Aug-22	Sep-22	Oct-22	Total
TVM	\$ 7.83	\$ 9.05	\$ 7.80	\$ 9.05	\$ 7.28	\$ 8.95	\$ 8.82	\$ 7.02	\$ 8.05
Clipper	\$ 15.51	\$ 6.32	\$ 8.61	\$ 6.32	\$ 7.19	\$ 8.96	\$ 7.69	\$ 8.24	\$ 8.05
Central	\$ 7.08	\$ 9.90	\$ -	\$ 9.90	\$ 16.11	\$ 6.52	\$ 12.86	\$ 12.60	\$ 12.81
Mobile	\$ 8.67	\$ 7.36	\$ 7.45	\$ 7.36	\$ 8.22	\$ 8.11	\$ 8.27	\$ 8.07	\$ 8.17
Total	\$ 12.40	\$ 11.86	\$ 8.74	\$ 7.56	\$ 7.51	\$ 9.05	\$ 8.36	\$ 8.13	\$ 8.28

Farebox Revenues by Ticket Type	PENINSULA CORRIDOR JOINT POWERS BOARD						
	July to October					Annual Budget	
	FY2019	FY2020	FY2021	FY2022	FY2023	FY2023	% of Budget
REVENUE							
401400 (TVM)	7,549,316	6,076,030	607,580	2,236,332	2,655,785		
401410 (Clipper)	18,964,418	19,307,768	867,716	1,923,136	5,620,490		
401420 (Central)	28,429	26,293	-	25,470	27,064		
401430 (Mobile App)	1,323,288	2,754,085	206,807	808,450	1,365,893		
401500 (Gilroy)	663,805	661,193	59,792	99,340	247,279		
401700 (Go-Pass)	6,844,934	7,790,284	10,203,649	4,732,871	5,727,277		
total Farebox Revenue	35,374,191	36,615,652	11,945,545	9,825,599	15,643,789	46,411,000	34%
Less: Go-Pass							
401700 (Go-Pass)	6,844,934	7,790,284	10,203,649	4,732,871	5,727,277	16,260,000	35%
Revenues without Go-Pass	28,529,257	28,825,368	1,741,896	5,092,728	9,916,511	30,151,000	33%
Tickets Sold							
TVM	953,507	790,103	95,880	254,129	330,067		
Clipper	1,234,087	1,317,354	90,548	347,022	698,420		
Central	3,161	2,839	-	2,607	2,113		
Mobile	146,063	323,524	29,650	117,071	167,249		
# of tickets sold (without go-pass)	2,336,818	2,433,820	216,078	720,829	1,197,849		
AVG Revenue Per Ticket							
TVM	\$ 7.92	\$ 7.69	\$ 6.34	\$ 8.80	\$ 8.05		
Clipper	\$ 15.37	\$ 14.66	\$ 9.58	\$ 5.54	\$ 8.05		
Central	\$ 8.99	\$ 9.26	\$ -	\$ 9.77	\$ 12.81		
Mobile	\$ 9.06	\$ 8.51	\$ 6.97	\$ 6.91	\$ 8.17		
Total	\$ 12.21	\$ 11.84	\$ 8.06	\$ 7.07	\$ 8.28		

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: James Harrison, General Counsel
Subject: **Award of Contract to Provide Energy Regulatory and Other Legal Services**



Action

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

1. Award a contract to Davis Wright Tremaine LLP (DWT) of San Francisco, CA to provide energy regulatory and transactional and other legal services (Services) to the JPB for a not-to-exceed amount of \$300,000 for a two-year term.
2. Authorize the Acting Executive Director, or designee, to execute a contract with DWT in a form approved by legal counsel.

Significance

DWT, a law firm which has expertise in the energy field, including in proceedings before the California Public Utilities Commission (CPUC) and Federal Energy Regulatory Commission (FERC), was instrumental to negotiating the settlement agreement with Pacific Gas and Electric Company (PG&E) relating to the special facilities agreement associated with the Peninsula Corridor Electrification Project (PCEP) and in obtaining approval from both the CPUC and FERC. Under the JPB's agreement with PG&E, PG&E must reimburse Caltrain for 60 percent of the costs of the construction of two substations, and a share of the taxes paid by Caltrain.

Negotiations concerning the implementation of the settlement agreement with PG&E are ongoing and likely to last at least until 2023. DWT's legal team is not only familiar with the settlement agreement, but also with PCEP and specific legal issues associated with the project. Other firms would be unable to provide the same degree of experience, qualifications, and deep understanding of Caltrain's current and future issues, and transitioning to another firm would not be cost-effective for the agency. Staff has therefore determined that it is in the JPB's best interest to contract with DWT for the Services. DWT's existing expertise and the knowledge acquired while working on the agreement with PG&E make them a major asset to the JPB. DWT has the requisite depth of experience and qualifications to deliver successful energy regulatory and transactional legal services required by the JPB in collaboration with, and under the oversight of, JPB's General Legal Counsel, Olson Remcho LLP. As such, competitive

procedures would be unavailing and would not further the purposes of either the law on competitive bidding or the JPB's Procurement Policy.

For the above reasons, staff recommends approving the award of this contract to DWT.

Budget Impact

Funds for the Services are available under the existing budget for PCEP. The services of DWT will be called upon on an as-needed basis. To date, DWT's fees have been paid through the JPB's former General Counsel, Hanson Bridgett LLP.

Background

DWT has represented the JPB since 2018 in negotiations with PG&E concerning the allocation of costs for the construction of two new substations to support an electrified railroad. The agreement requires PG&E to reimburse Caltrain for 60 percent of the costs of the construction of two substations, plus a share of the taxes paid by Caltrain. DWT has also represented the JPB in proceedings before the CPUC and FERC to seek approval of the agreement. Negotiations concerning the implementation of the agreement and proceedings before the CPUC are currently underway and are likely to continue through 2023.

DWT will also assist the JPB, on an as-needed basis regarding other issues involving PG& and in future negotiations concerning the purchase of power for PCEP. DWT has an outstanding reputation for their California and federal energy regulatory law practice and has significant experience representing public agencies in energy regulatory matters. Given DWT's expertise and experience in connection with the electrification project, DWT is best able to serve the JPB's need for continued representation in energy regulatory and transactional matters.

Transitioning these services to a new firm would increase costs and result in a loss of knowledge and expertise. DWT's existing expertise and the knowledge acquired while working on the agreement make them a major asset to PCEP. As such, staff has determined that it is in the JPB's best interests to continue to retain DWT.

Staff completed an independent cost review based on previous engagement for negotiations related to the PCEP and supplemental agreements with PG&E, as well as prior rates for similar services provided to the JPB. Staff determined the fees are within market rates for similar services and compare favorably with the fees charged to the JPB for similar services. Therefore, staff has determined that the fees are fair and reasonable, and recommends award of the contract to DWT.

Prepared By:	Anna Myles-Primakoff	Counsel	916.442.2952
	Quentin Barbosa	Law Clerk	916.442.2952

Resolution No. 2022-

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

* * *

**Award of Contract to Davis, Wright, and Tremaine LLP to Provide Energy
Regulatory and Other Legal Services for a Not-to-Exceed Amount of \$300,000 for
a Two-Year Term**

Whereas, Davis, Wright, and Tremaine LLP (DWT) has provided the JPB with energy regulatory and transactional services (the Services) since 2018; and

Whereas, the Services primarily consist of the following: advice and representation on rate setting with Pacific Gas & Electric (PG&E); strategic support on legal issues involving electrification of the corridor and related agreements and documentation; representation in proceedings before the California Public Utilities Commission (CPUC) and the Federal Energy Regulatory Commission (FERC); and implementation of an agreement via negotiations with PG&E; and

Whereas, DWT has an outstanding reputation for their California and federal energy regulatory law practice and has a depth of experience representing public agencies in energy regulatory matters. The JPB has benefited from this wealth of experience, as DWT was instrumental to negotiating a settlement agreement with PG&E relating to the special facilities agreement associated with the Peninsula Corridor Electrification Project (PCEP). Under the agreement negotiated with PG&E and approved by the CPUC and FERC, PG&E must reimburse Caltrain for 60 percent of the costs of the construction of two substations, and DWT has represented the JPB in proceedings before the CPUC and FERC to seek approval and implementation of the agreement; and

Whereas, negotiations for the implementation of the agreement with PG&E are ongoing and likely to last at least until 2023; in the next two years, JPB will also require assistance with negotiations concerning the purchase of power for PCEP. DWT is not only familiar with the agreement, but also the PCEP and specific legal issues associated with the project. Other firms would be unable to provide the same degree of experience, qualifications, and deep understanding of Caltrain's current and future issues, and transitioning to another firm would not be cost-effective for the agency; and

Whereas, DWT has proven to have the requisite depth of experience and qualifications to deliver successful energy regulatory and transactional legal services required by the JPB. As such, competitive procedures would be unavailing and would not further the purposes of competitive bidding; and

Whereas, staff completed an independent cost review based on previous engagement for negotiations related to the PCEP and supplemental agreements with PG&E, as well as prior rates for similar services provided to the JPB. Staff previously conducted successful negotiations with DWT, and DWT has agreed to perform the Services at fair and reasonable prices in accordance with the terms and conditions as set forth in the negotiated agreements; and

Whereas, DWT will provide the Services in collaboration with, and under the oversight of, the JPB's General Legal Counsel, Olson Remcho; and

Whereas, staff recommends that the Board of Directors award a single source contract for provision of energy regulatory and other legal services for a two-year term to DWT of San Francisco, California.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards a single source contract for Services to Davis, Wright, and Tremaine LLP for a not-to-exceed amount of \$300,000 for a two-year term; and

Be It Further Resolved that the Acting Executive Director or designee is authorized to execute contracts on behalf of the JPB with DWT in a form approved by legal counsel.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard
Executive Director
From: David Santoro
Acting Chief Operating Officer
Subject: **Authorize an Amendment to the On-Call Railroad Business Operations and Systems Support Services Contracts**

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. Authorize Amendment No. 2 to the On-Call Railroad Business Operations and Systems Support Services contracts to increase the not-to-exceed contract capacity amount of Category 1 Railroad Operations Planning Support Services by \$3,700,000, from \$8,560,000 to \$12,260,000 to be shared as a pool for authorized tasks amongst the consultant firms and contract numbers listed below:
 - a. CDM Smith, Inc. (15-J-P-031B)
 - b. HDR Engineering, Inc. (15-J-P-031C)
 - c. Hatch Associates Consultants, Inc. (15-J-P-031D, formerly LTK Engineering Services)
 - d. WSP USA, Inc. (15-J-P-031E, formerly Parsons Brinckerhoff, Inc.)
 - e. Stantec Consulting Services, Inc. (15-J-P-031F)
2. Authorize the Acting Executive Director or designee to execute the contract amendment in a form approved by legal counsel.

Significance

Execution of this amendment will allow the JPB to maintain uninterrupted services in connection with current and upcoming on-call operations planning efforts through the current end date of April 13, 2024. Additional contract authority of \$3.7 million is required to continue funding key railroad support positions including the CalMod Program Director¹, Director of Rail Operations, Construction Coordinators, and Rail Customer Experience Coordinator. As

¹ The CalMod Program Director is funded through the Railroad Business Operations and Systems Support Services contract because of the position’s focus on integrating the new elements of the upcoming electrified system with the existing operating environment.

described in more detail below, there will be no budget impact to authorize this increase in contract capacity, as Caltrain will use available funds within the approved operating and capital budgets to fund any future work directives issued under this contract.

Budget Impact

There is no budget impact for the contract amendment. On-call contracts inherently do not fund activities; individual work directives are issued and must have funds identified prior to issuance. Funds for the proposed contract amendment are available in the current-year Board-approved capital and operating budgets, and any additional funding needs will be included in future year capital and/or operating budgets. A variety of funding sources is used for each project and may include Federal, State and local funds.

Background

Pursuant to Resolution No. 2016-17, after a competitive procurement process, the Board awarded six-year base term contracts in an aggregate not-to-exceed amount of \$32,086,200 with two 2-year option terms for an aggregate not-to-exceed amount of \$17,990,800 to be shared as a pool among six firms for authorized tasks in four categories of services. The base term included \$5,500,000 for Category 1 support services.

In 2020, pursuant to Resolution No. 2020-26, the Board authorized Amendment 1 to increase the base contract term not-to-exceed amounts of Category 1 Railroad Operations Planning Support Services by \$1,260,000, from \$5,500,000 to \$6,760,000, to be shared as a pool for authorized tasks amongst the consultant firms. Option 1 was subsequently exercised to increase the Category 1 authority by \$1,800,000, from \$6,760,000 to \$8,560,000.

Category 1, Railroad Operations Planning Support Services, has seen increased use during the pandemic to address critical needs including preparation for electrified operations with support from seconded staff. Support provided under this category has cost \$8,522,026 to date based on current work directives issued, leaving just \$37,974 of current contract capacity remaining. Caltrain will be transitioning several seconded positions to full-time JPB employees beginning in FY24, including the Construction Coordinators and Rail Customer Experience Coordinator, which will reduce costs and preserve contract capacity under Category 1 of the on-call contract.

Future required support under Category 1 is budgeted at approximately \$3,700,000. The remaining categories of the On-Call Railroad Business Operations and Systems Support Services contract have sufficient contract capacity remaining and are not anticipated to need increased authority amounts prior to the start of the next Option period in April 2024.

Prepared By: Lawrence Leung Manager, Rail Contracts & Budget 650-508-6328

Resolution No. 2022 –

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

* * *

Authorizing Amendment of Contracts for the On-Call Railroad Business Operations and Systems Support Services to Increase Category 1 Amount by \$3,700,000

Whereas, pursuant to Resolution No. 2016-17, the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) awarded contracts for on-call railroad business operations and systems support services to B&G Transportation Group, LLC , CDM Smith, Inc. , HDR Engineering, Inc., Hatch Associates Consultants, Inc. (formerly LTK Engineering Services), WSP USA, Inc. (formerly Parsons Brinckerhoff, Inc.), and Stantec Consulting Services, Inc. (collectively, the Consultants) for a six-year base term with two, two-year option terms; and

Whereas, the contract awards consisted of four potential separate categories of services, one of which (Category 1: Railroad Operations Planning Support Services) was awarded to five firms; and

Whereas, pursuant to Resolution No. 2020-26, the Board authorized Amendment 1 to increase the base contract term not-to-exceed amounts of Category 1 Railroad Operations Planning Support Services by \$1,260,000, from \$5,500,000 to \$6,760,000, to be shared as a pool for authorized tasks amongst the consultant firms. Option 1 was subsequently exercised to increase the Category 1 authority by \$1,800,000, from \$6,760,000 to \$8,560,000; and

Whereas, additional contract capacity in one of the contracts' scope of services categories (Category 1: Railroad Operations Planning Support Services) is required due to increased scope of services for existing and new projects, which were not anticipated when the contracts were awarded; and

Whereas, execution of the amendment will allow the JPB to maintain uninterrupted services in connection with current and upcoming on-call operations planning efforts through the current end date of April 13, 2024. Additional contract authority is required to continue funding key railroad support positions and services; and

Whereas, the proposed contract amendment has no budget impact because on-call contracts inherently do not fund activities, and individual work directives are issued and must have funds identified prior to issuance. Funds for the proposed contract amendment are available in the current-year Board-approved capital and operating budgets, and any additional funding needs will be included in future year capital and/or operating budgets; and

Whereas, the staff recommends, and the Staff Coordinating Council concurs, that the Board authorize amendments:

For Category 1: Railroad Operations Planning Support Services, to the contracts with CDM Smith Inc., HDR Engineering, Inc., Hatch Associates Consultants, Inc., WSP USA, Inc., and Stantec Consulting Services, Inc. to increase the contract term amounts by \$3,700,000, from \$8,560,000 to \$12,260,000, to be shared in the aggregate amongst the five firms, with the understanding that increasing the total contract authority will not obligate the JPB to purchase any specific level of services from any firm, as services are provided on an as-needed basis.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Joint Powers Board hereby authorizes amendments to the contracts for on-call railroad business operations and systems support services with CDM Smith Inc., HDR Engineering, Inc., Hatch Associates Consultants, Inc., WSP USA, Inc., and Stantec Consulting Services, Inc. for Category 1, Railroad Operations Planning Support Services, as set forth above; and

Be It Further Resolved that the Board of Directors of the Peninsula Joint Powers Board hereby authorize the Executive Director or designee to execute the contract amendment in a form approved by legal counsel.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Dahlia Chazan, Deputy Chief, Planning
Grace Martinez, Acting Chief Financial Officer
Subject: **Diridon Business Case: Amendment to Funding Agreements**

Finance Committee
Recommendation

Work Program-
Legislative-Planning
Committee
Recommendation

Staff Coordinating
Council Reviewed

Staff Coordinating Council
Recommendation

Action

The Staff Coordinating Council recommends the Board of Directors (the “Board”) of the Peninsula Corridor Joint Powers Board (“JPB”):

1. Authorize the Executive Director, or designee, to amend the Master Funding Agreement between the Metropolitan Transportation Commission (MTC) and the JPB (Planning, Programming, Transportation, Transit, Land Use or Other Projects) and the Funding Agreement between the City of San Jose and the JPB for the Diridon Integrated Station Concept Plan to receive up to \$2,000,000 and \$1,000,000, respectively, in additional funds for planning work associated with the Diridon Business Case; and
2. Authorize the Executive Director, or designee, to file any other required documentation and to take any other actions necessary to give effect to the resolution.

Significance

Caltrain, the City of San José, MTC, Santa Clara Valley Transportation Authority (VTA), and the California High-Speed Rail Authority (Partner Agencies) are jointly planning the future Diridon Station via the Diridon Integrated Station Concept Plan (DISC). The Partner Agencies mutually accepted a Concept Layout in 2020 that they created together to establish the vision for the future Diridon Station.

As part of the Concept Layout, the DISC program will affect several elements at and around Diridon Station including the historic train Depot, PG&E substation, VTA light rail station and alignment, and require relocation of the Caltrain maintenance facility, and elevation of the rail station platforms and tracks. Consequently, the Partner Agencies have identified a set of projects (known as the Program of Projects) that need to be advanced to realize the Concept Layout vision.

To inform decision-making and therefore DISC implementation, Caltrain is leading the Partner Agencies in a Business Case. The Business Case will identify the current status of the contingent and adjacent projects in the Program of Projects to define the scale of DISC relative to cost and schedule, priority actions, tradeoff considerations, and agreement on a DISC project for implementation. The Business Case will investigate implementing DISC compared to base case project investments (those that have been adopted by respective Boards and Councils) with the objective of presenting an accurate assessment of the costs of infrastructure elements, quantifying measurable benefits and establishing a value proposition for investment.

The Business Case will identify goals, objectives, evaluation criteria, analytical tools and decision methodologies to inform decision-making and assess investment trade-offs. The Business Case will consider value creation, return on investment and equity in the allocation of costs and benefits to users, agencies and the range of stakeholders who will be affected. The Business Case will conceptualize and evaluate investment scenarios so the Partner Agencies can consider the most effective and efficient ways to achieve DISC goals to expand and integrate rail systems and create a world class station and urban environment.

The Business Case will also include a governance/organizational component to examine the organizational structure for the DISC program to determine the appropriate structure to develop, construct, operate, and maintain Diridon Station.

Budget Impact

The Diridon and South Terminal (Business Case) Project was approved by the Board in FY2022, with \$1,963,825 from Member Agency VTA Measure B, which is Caltrain’s contribution to the project. An additional \$260,110 was allocated for the initial work of the project. These funds were from the \$718,734 approved by the Board in FY2022 for the Diridon Integrated Station Concept Phase 1, funded by the City of San Jose. The amended Master Funding Agreement between MTC and JPB, and Funding Agreement between the City of San Jose and JPB, will provide additional funding to the project of \$2,000,000 and \$1,000,000, respectively. This will increase the project’s funding from \$2,223,935 to \$5,223,935. The increase in project budget will be presented in a separate board item that consolidates multiple project budget amendments impacting the overall FY2023 Capital Budget.

Agency	Fiscal Year	Amount
Caltrain (previously approved)	FY2022	\$1,963,825
City of San Jose (previously approved)	FY2022	\$ 260,110
MTC (subject to this amendment)	FY2023	\$2,000,000
City of San Jose (subject to this amendment)	FY2023	\$1,000,000
Total		\$5,223,935

Background

San Jose Diridon Station is a major transit hub located within downtown San Jose, the nation's 10th largest city. It is a historic train depot with Caltrain service, and train service provided by Amtrak, Capitol Corridor Joint Powers Authority (CCJPA), and Altamont Commuter Express (ACE), as well as VTA light rail and bus service. The JPB owns the historic station depot, the Caltrain parking lots, the bus loop area, and the tracks and platforms. As the landowner, the JPB has a vested stake in the planning process not just for potential shaping of the Station itself, but also as it relates to development in the surrounding area.

With the planned addition of Bay Area Rapid Transit (BART) and California High Speed Rail service at the Station, as well as expanded Caltrain, ACE, Capitol Corridor and Amtrak service, the Station is expected to become one of the busiest intermodal stations in North America. To effectively accommodate such planned activity and future capacity needs, the Station must be reconfigured in an integrated fashion that connects all transit services with each other and with the surrounding urban environment.

Private development of the surrounding area in conjunction with the City of San Jose is accelerating, per the City's recently approved Diridon Station Area Plan (DSAP) amendments and Google's Downtown West development, providing opportunities to fully integrate development with the Station itself. Caltrain recently submitted a formal planning application to the City of San Jose for the Diridon Plaza Transit-Oriented Development project, which proposes 1.2 million square feet of commercial space, a large plaza and other publicly accessible spaces. The project includes three acres of Caltrain's 17 acres of property at and adjacent to Diridon Station and is designed to be compliant with the City's General Plan and DSAP.

By working together, the Partner Agencies hope to deliver a world-class destination and transportation hub that provides seamless customer experience for movement between transit modes within the Station and into the surrounding neighborhoods and downtown.

Prepared By: Melissa Reggiardo Manager, Caltrain Planning (650) 868-9925

Resolution No. 2022-

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

* * *

Authorizing the Amendment of the Master Funding Agreement between the Metropolitan Transportation Commission (MTC) and the JPB and the Funding Agreement between the City of San Jose and the JPB for the Diridon Integrated Station Concept Plan to receive up to \$2,000,000 and \$1,000,000, respectively, in additional funds for planning work associated with the Diridon Business Case

Whereas, Caltrain, the City of San José, MTC, Santa Clara Valley Transportation Authority (VTA), and the California High-Speed Rail Authority (Partner Agencies) are jointly planning the future Diridon Station via the Diridon Integrated Station Concept Plan (DISC) and the Partner Agencies mutually accepted a Concept Layout in 2020 that they created together to establish the vision for the future Diridon Station; and

Whereas, as part of the Concept Layout, the DISC program will affect several elements at and around Diridon Station and the Partner Agencies have identified a set of projects (known as the Program of Projects) that need to be advanced to realize the Concept Layout vision; and

Whereas, to inform decision-making and therefore DISC implementation, Caltrain is leading the Partner Agencies in a Business Case to identify the current status of the contingent and adjacent projects in the Program of Projects to define the scale of DISC relative to cost and schedule, priority actions, tradeoff considerations, and agreement on a DISC project for implementation; and

Whereas, the Business Case will investigate implementing DISC compared to base case project investments with the objective of presenting an accurate assessment of the costs of

infrastructure elements, quantifying measurable benefits, and establishing a value proposition for investment; and

Whereas, the Diridon and South Terminal (Business Case) Project was approved by the Board in FY2022 from \$1,963,825 funded by Member Agency VTA Measure B, which is Caltrain's contribution to the project; and

Whereas, an additional \$260,110 was allocated for the initial work of the project, which were from the \$718,734 approved by the Board in FY2022 for the Diridon Integrated Station Concept Phase 1 funded by the City of San Jose; and

Whereas, the amended Master Funding Agreement between MTC and JPB, and Funding Agreement between the City of San Jose and JPB, will provide additional funding to the project of \$2,000,000 and \$1,000,000, respectively; and

Whereas, this will increase the project's funding from \$2,223,935 to \$5,223,935; and

Whereas, the Staff Coordinating Council and Finance Committee recommend that the Board of Directors authorize the Executive Director, or designee, to amend the Master Funding Agreement between the Metropolitan Transportation Commission (MTC) and the JPB (Planning, Programming, Transportation, Transit, Land Use or Other Projects) and the Funding Agreement between the City of San Jose and the JPB for the Diridon Integrated Station Concept Plan to receive up to \$2,000,000 and \$1,000,000, respectively, in additional funds for planning work associated with the Diridon Business Case.

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

1. Authorizes the Executive Director, or designee, to amend the Master Funding Agreement between the Metropolitan Transportation Commission (MTC) and the JPB (Planning, Programming, Transportation, Transit, Land Use or Other Projects) and the Funding Agreement between the City of San Jose and the JPB for the Diridon Integrated Station Concept Plan to receive up to \$2,000,000 and \$1,000,000, respectively, in additional funds for planning work associated with the Diridon Preliminary Business Case (PBC); and
2. Authorizes the Executive Director, or designee, to file any other required documentation and to take any other actions necessary to give effect to the resolution.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Rob Barnard, Deputy Chief, Rail Development
Subject: **Authorization to Amend Funding Agreements with the California Department of Transportation for the San Mateo Grade Crossing Improvements Project**

Finance Committee Recommendation

Work Program-Legislative-Planning Committee Recommendation

Staff Coordinating Council Reviewed

Staff Coordinating Council Recommendation

Action

Staff Coordinating Council recommends the Board of Directors (the “Board”) of the Peninsula Corridor Joint Powers Board (“JPB”):

1. Authorize the Executive Director, or designee, to amend the existing funding agreements with the California Department of Transportation (Caltrans) to receive an additional \$3,471,550 in Section 130 Rail Safety Infrastructure Improvements grant funds (Section 130 Program) for grade crossing improvements at Fourth (4th) Avenue and Fifth (5th) Avenue in the City of San Mateo; and
2. Authorize the Acting Executive Director, or designee, to file any other required documentation and to take any other actions necessary to give effect to the resolution.

Significance

The JPB and the City of San Mateo (City) have been working cooperatively with the California Public Utilities Commission (CPUC) and Caltrans to implement safety improvements including quadrant crossing gates at the Fourth and Fifth Avenue grade crossings to help prevent motorists from driving around down gate arms and across the tracks when a train is approaching. These safety improvements were initially requested by the City and have been jointly agreed upon during a field diagnostic meeting between JPB, the City, CPUC and Caltrans.

In November 2020, the JPB was awarded \$2,000,000 in Section 130 Program funds from the Caltrans Division of Rail and Mass Transportation to fully fund the design phase of the project, with no matching funds required. The JPB has since completed the design phase. JPB has requested and Caltrans has approved an additional \$3,471,550 to fund the construction phase of the project including installation of safety improvements for both 4th Avenue and 5th Avenue in San Mateo. To receive the funds, the JPB must execute amendments to the existing Caltrans funding agreements for the project.

Budget Impact

The San Mateo Grade Crossing Improvements Project was initially approved by the Board in FY2021 for a budget of \$2,000,000 funded by Section 130 Program funds. During the adoption of the FY2023 Capital Budget, \$2,066,941 was added into the project resulting in a total budget of \$4,066,941.

The recommended action to receive Section 130 Program funds in the amount of \$3,471,550 will provide additional funding that will increase the project budget by \$1,404,609, from \$4,066,941 to \$5,471,550. [A separate board item in the agenda will be presented to request approval for the increase in project budget.](#)

Background

The Section 130 Program provides funding for the elimination of hazards at existing at-grade railroad crossings. The goal of the program is to reduce the number and severity of accidents between trains and motorists, bicyclists, and pedestrians at crossings. Projects can be nominated by railroads or local jurisdictions and eligible projects are placed on a priority list based on accident history and the ability to improve safety. Annual funding allocations are determined and provided by Caltrans.

Prepared By:	Lisha Mai	Manager, Grants and Fund Programming	650.508.6353
	Robert Tam	Project Manager	650.508.7969

Resolution No. 2022 –

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

* * *

**Authorization to Enter into Funding Agreements with the California Department of
Transportation for the San Mateo Grade Crossing Improvements Project**

Whereas, the California Department of Transportation (Caltrans) awards grant funding, including the Section 130 Rail Safety Infrastructure Improvements program (Section 130) for grade crossing improvements to increase safety at railroad crossings; and

Whereas, in November 2020, Caltrans awarded the Peninsula Corridor Joint Powers Board (JPB) \$2,000,000 in Section 130 program to fund the design phase for grade crossing improvements at Fourth (4th) Avenue and Fifth (5th) Avenue in the City of San Mateo; and

Whereas, the grade crossing safety improvements include quadrant crossing gates at the 4th and 5th Avenue grade crossings to help prevent motorists from driving around down gate arms and across the tracks when a train is approaching; and

Whereas, Caltrans has agreed to provide an additional \$3,471,550 to fund the construction phase of the project, and to amend the existing funding agreements; and

Whereas, the Staff Coordinating Council recommends that the Board:

1. Authorize the Executive Director, or designee, to amend the existing funding agreements with Caltrans to receive an additional \$3,471,550 in Section 130 program funds for grade crossing improvements at 4th Avenue and 5th Avenue in the City of San Mateo; and
2. Authorize the Executive Director, or designee, to file any other required documentation and to take any other actions necessary to give effect to the resolution.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes and approves the actions enumerated above.

Regularly passed and adopted this 1st day of December 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee

Through: Michelle Bouchard, Executive Director

From: Grace Martinez, Acting Chief Financial Officer

Subject: **Award Contracts to Nomad Digital, Inc. for Broadband Communications Services**

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 two contracts to Nomad Digital, Inc. of Hayward, California (Nomad) for Broadband Communications Services for 1) Contract for System Implementation and Deployment a lump sum, fixed-price amount of \$20,941,685 for a 30-month term and 2) Contract for Operations and Maintenance Support Services (O&M Services) for a not-to-exceed amount of \$5,668,665 for a four-year base term, subject to yearly economic price adjustments.
2. Authorize the Executive Director or designee to execute contracts with Nomad in full conformity with the terms and conditions set forth in the solicitation documents and negotiated agreements, and in a form approved by legal counsel.
3. Authorize the Executive Director or designee to exercise any or all of these options: a two-year first option term, a four-year second option term, a technology refresh option, and a diesel fleet upgrade option for a lump sum amount (subject to yearly economic price adjustments) of \$13,294,400 under the Contract for O&M Services, if deemed to be in the best interest of the JPB and subject to the availability of funds.

Significance

Approval of the above actions will provide the JPB the ability to engage with a qualified firm to provide a turnkey wireless broadband connectivity solution for Caltrain's new fleet of Electric Multiple Units (EMUs) and obtain critical state funding for the Broadband Communications Project. The connectivity will serve as a foundation for monitoring key train systems as well as provide passenger amenities, such as public Wi-Fi. The System Implementation and O&M Service contracts are part of the JPB's Broadband Communications Project to benefit Caltrain riders and Caltrain rail operations by providing wireless broadband connections along the 52-route miles of rail corridor between San Francisco and San Jose.

The two proposed contracts include:

1. **Contract for System Implementation and Deployment:** Procurement of equipment, installation, and commissioning of the proposed system, and a one-year warranty period to begin after the JPB's acceptance of substantial completion. This includes required construction, power and fiber connections to deliver end-to-end connectivity between the train and control facilities.
2. **Contract for Operations and Maintenance Support Services:** Operations and support services post-deployment for a four-year base term (Years 1-4), with a two-year first option term (Years 5-6) and a four-year second option term (Years 7-10). Nomad also provided options for a technology refresh/upgrade in Year 7 and a diesel fleet upgrade. A Notice-to-Proceed for the Contract for O&M Services will be provided upon staff's determination that Nomad has substantially completed the Contract for System Implementation and Deployment. Pricing for the Operations and Maintenance Support Services Contract has been provided in fixed, October 2022 U.S. Dollars and is subject to yearly economic escalation according to an agreed-upon index contained in the Operations and Maintenance Support Services Agreement.

Budget Impact

1. System Implementation and Deployment Contract

The initial funding for the Broadband Communications Project (Project) was provided in Fiscal Year (FY) 2019 through a grant from the State Transit and Intercity Rail Capital Program of \$14 million. As a one-time extension for the grant was allowed, the Project contracts must be awarded by the end of Calendar Year 2022 to receive these grant funds. Based on projections at the beginning of the procurement process, additional unrestricted funds were added in the FY 2023 Capital Budget. A total of \$8.311 million was requested, of which \$5.194 million was approved.

The Estimate at Completion (EAC) for the Project as of July 2022, and following receipt of initial proposals from suppliers, was \$24.99 million, with a known funding shortfall at that time of \$5.796 million.

Following an extensive negotiation period with the highest-scoring proposer and the inclusion of certain scope additions, as well as a thorough internal budget review, a new EAC was calculated at \$28.82 million, inclusive of increases in the following areas:

- a. \$1.541 million in Nomad's Best and Final Offer price, based on scope additions, including an increase to the amount of known trenching required to install cabling to trackside radios, the addition of fiber patch panels, and material and labor cost escalation experienced over the last several months.

- b. \$1.500 million “trenching allowance” to account for risk associated with varying lengths of additional trenching that may be required at particular locations where trackside radios will be mounted and connected in the Caltrain fiber network.
- c. \$0.789 million of additional Construction Management and TASI support to account for increased scope and to ensure safety during installation activities.

Based on the revised EAC, additional Project funding in the amount of \$9.626 million is required.

Staff proposes that \$5.5 million of State Rail Assistance Funds that are currently available be used for the proposed Implementation Contract, which provides sufficient financial resources to support implementation until May 2024, or approximately 16 months into the Implementation period, with revenue service slated to begin two months later.

Staff further proposes to apply for at least \$4.126 million in State Broadband Grant funding to fill the remaining funding gap for the Project. As a backstop if such Grant funding is not received, staff proposes to use an additional \$4.126 million of the available \$5.6 million in FY 2023 State Rail Assistance Funds, or other funds identified in the FY 2024-25 budget process that may be allocated to the Project.

2. Operations and Maintenance Support Services Contract and Contract Options

Following negotiations, Nomad submitted a Best and Final Offer with the following pricing for O&M Services and the associated options (with all O&M Services and option pricing subject to yearly economic price adjustment per an agreed formula in the O&M Services Agreement):

Contract Structure	Year	Amount	Total
Base Contract (4 years) (1 st year lower due to warranty coverage) (Year 1 is expected to start July 2024)	1	\$778,317.60	\$5,668,664.61
	2	\$1,630,115.67	
	3	\$1,630,115.67	
	4	\$1,630,115.67	
First Option Term	5	\$1,501,927.89	\$3,003,855.78
	6	\$1,501,927.89	
Second Option Term	7	\$1,529,756.48	\$6,119,025.92
	8	\$1,529,756.48	
	9	\$1,529,756.48	
	10	\$1,529,756.48	
Technology Refresh Option	7		\$1,506,526.01

Diesel Fleet Upgrade Option (Exercise of this option is expected to start in July 2023)		Based on unit prices for 70 vehicles to be kept in service	\$2,664,992.29
Total (base and all options)			\$18,963,064.61

O&M Services costs will need to be considered as part of the Caltrain Operating Budget beginning in FY 2025. Exercise of options would be subject to future funding availability.

Background

A key Project objective is to have a qualified technology partner deploy a turnkey technology solution to provide Wi-Fi on the Caltrain’s new fleet of EMU Vehicles, in Zones 1-4, located between San Francisco and San Jose. Beyond connectivity, a key outcome is to provide a best-in-class passenger experience as it relates to speed, latency, and ease of connectivity, including continuous connectivity through challenging landscapes, underground tunnels, and densely-populated areas. The JPB seeks to deliver a Wi-Fi solution that attracts riders to Caltrain as their first and best solution for traveling through the Peninsula. The Wi-Fi service will be offered at no additional charge to riders so that they do not have to use their personal cellular plans for internet connectivity. This is seen as an important offering, especially as Caltrain migrates its service to a broader range of travelers and not just to morning and afternoon commuters. To reflect the importance of this goal, staff thoroughly reviewed and evaluated the rider experience, technical proposal, and project approach to identify the best solution during the Request for Proposals (RFP) process.

A "turnkey" solution is defined as consisting of all required elements of Internet connectivity for riders and for the Caltrain system to connect to its centralized and backup command and control facilities. Beyond providing connectivity, the Project is aligned with the Caltrain 2040 vision and associated business plan. Key components of the business plan include equity, connectivity, recovery and growth, and the implementation of this technology is a key step toward Caltrain achieving these goals.

Nomad has also offered options to equip legacy Caltrain trains with on-board Broadband equipment so that Wi-Fi services can be provided south of San Jose utilizing 5G cellular services. The proposed Board action does not include implementation of these options at this time.

RFP Process

On October 8, 2021, the JPB issued a Request for Proposals (RFP), solicitation number 21-J-T-057, for the Broadband Communications Services and advertised it on the JPB's e-procurement website. Staff held a pre-proposal conference on October 20, 2021, and 33 total participants from 14 firms attended. On October 21, 2021, the JPB conducted a site visit and six firms attended. By the proposal due date of December 30, 2021, four firms submitted proposals as follows:

- Icomera US, Inc., Bethesda, MD
- Nokia of America Corporation, Dallas, TX
- Nomad Digital, Inc., Hayward, CA
- RL Controls, LLC, Woburn, MA

A Selection Committee (Committee) comprised of qualified JPB staff from the Rail Division - Capital Program Delivery and Rail Development Systems Engineering departments, supported by technical advisors and subject matter experts, reviewed and scored these proposals in accordance with the following weighted criteria:

• Project Approach, Technical Proposal, and Rider Experience	35 points
• Company Qualifications, Experience, References	15 points
• Qualifications and Experience of Key Personnel	15 points
• Financial Viability	15 points
• Cost Proposal	20 points
• Small Business Enterprise (SBE) Preference	<u>5 points</u>
Total Maximum Points	105 points

After review and evaluation of proposals, the JPB determined two firms to be within the competitive range. The JPB selected the following firms to continue to the next step in the selection process and invited each to participate in an oral interview and system demonstration:

- Icomera
- Nomad Digital

After participating in the oral interviews and system demonstrations, the Committee re-reviewed, re-evaluated, and re-scored the proposals in accordance with the evaluation factors listed in the RFP. Staff completed reference checks and a financial review of each shortlisted proposer. The Committee reached consensus scoring and determined Nomad to be the highest-ranked firm.

Negotiations

The JPB requested revised proposals and completed negotiations with Nomad on contractual terms, conditions, and price. In accordance with the best value process, staff concludes that Nomad's negotiated costs are fair and reasonable.

Nomad's price proposal for O&M Services was evaluated in conjunction with the proposal evaluation process and considered in determining that Nomad's overall proposal presented the best value to the JPB.

Terms of the proposed contracts give the JPB the right to terminate for convenience at any time, with the option of taking over responsibilities directly or identifying another contractor for the subject work.

Nomad, a wholly-owned subsidiary of Alstom, has more than 20 years of experience providing on-board internet connectivity and passenger experience services including for national operators such as Amtrak, Via Rail, ÖBB (Austrian Federal Railways), Eurostar, GWR (British Great Western Railway), NS (Nederlandse Spoorwegen), Vygruppen (Norway), Translink (Queensland), Queensland Rail and DSB (Danish State Railway). Staff concludes that Nomad is qualified and capable of meeting the requirements of the contract to provide the services.

Prepared By:	Alice Cho, Procurement Manager	650.508.6442
	Robert Tam, Manager, Technology Research & Development	650.508.7969

Resolution No. 2022 –

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

* * *

**Awarding Contracts to Nomad Digital, Inc. for Broadband Communications Services
for a Lump Sum, Fixed-Price Amount of \$20,941,685 for System Implementation and
Deployment for a 30-Month Term and \$5,668,665 for Operations and Maintenance Support
Services for a Base Term of Four Years**

Whereas, the Peninsula Corridor Joint Powers Board (JPB) requires broadband communications services for Caltrain’s new fleet of Electric Multiple Unit Vehicles, which provide access to wireless broadband connections along the 52 route-miles of railroad corridor from San Francisco to San Jose; and

Whereas, on October 8, 2021, the JPB issued a Request for Proposals (RFP), solicitation number 21-J-T-057, for Broadband Communications Services (Services); and

Whereas, staff conducted extensive outreach to vendors and posted the RFP on the JPB's e-procurement website; and

Whereas, in response to the RFP, the JPB received a total of four proposals; and

Whereas, a Selection Committee (Committee) evaluated and scored these proposals in accordance with the evaluation criteria set forth in the RFP, and determined two proposers to be in the competitive range; and

Whereas, the two short-listed proposers participated in an oral interview and a system demonstration; and

Whereas, the Committee re-evaluated and re-scored these proposals in accordance with the evaluation criteria set forth in the RFP and reached consensus scoring, determining that Nomad Digital, Inc. of Hayward, California (Nomad) to be the highest-ranked proposer; and

Whereas, in accordance with the RFP, the JPB would execute two separate contracts with the successful proposer: 1) a Contract for System Implementation and Deployment of a Broadband Communications System for a 30-month term; and 2) a Contract for Operations and Maintenance Support Services of Broadband for a four-year base term, with a two-year first option term and a four-year second option term; and

Whereas, the Committee determined Nomad possesses the necessary qualifications and requisite experience to successfully perform the Services; and

Whereas, staff negotiated with Nomad on contractual terms, conditions, and prices for both agreements, and determined Nomad will perform the services at fair and reasonable prices; and

Whereas, staff recommends that the Board of Directors (Board) award two separate contracts to Nomad for: 1) System Implementation and Deployment for a lump sum, fixed-price amount of \$20,941,685 for a 30-month term; and 2) Operations and Maintenance Support Services (O&M Services) for a lump sum amount of \$5,668,665 for a four-year base term, subject to yearly economic price adjustments, with a two-year first option term, a four-year second option term, a technology refresh option, and diesel fleet upgrade option, provided that such options are in the best interest of the JPB and funding is available, for a lump sum amount of \$13,294,400, subject to yearly economic price adjustments.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards two contracts to Nomad Digital, Inc. for: 1) System Implementation and Deployment a lump sum, fixed-price amount of \$20,941,685 for a 30-month term; and 2) Operations and Maintenance Support Services for a lump sum amount of \$5,668,665 for a four-year base term, subject to yearly economic price adjustments; and

Be It Further Resolved that the Board authorizes the Executive Director or designee to execute the above-referenced contracts with Nomad in full conformity with the terms and conditions of the Request for Proposals and negotiated agreements, in a form approved by legal counsel; and

Be It Further Resolved that the Board authorizes the Executive Director or designee, pursuant to the Contract for Operations and Maintenance Support Services, to exercise any or all of these options: a two-year first option term, a four-year second option term, a technology refresh option in Year 7, and a diesel fleet upgrade option for a lump sum amount (subject to yearly economic price adjustments) of \$13,294,400, if deemed to be in the best interest of the JPB and subject to the availability of funds.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Grace Martinez, Acting Chief Financial Officer
Subject: **Award of Contract for Watkins Avenue Grade Crossing Improvements Project**

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, Granite Rock Company of San Jose, California (Granite Rock), for the Watkins Avenue Grade Crossing Improvements Project (Project) for a total lump sum amount of \$646,900.
2. Authorize the Executive Director or designee to execute a contract with Granite Rock in full conformity with the terms and conditions set forth in the solicitation documents and in a form approved by legal counsel.

Significance

As part of the Memorandum of Understanding between the JPB and the Town of Atherton approved in October 2020 regarding closure of the Atherton Caltrain Station, the JPB agreed to design and install Watkins Avenue crossing safety improvements, including four-quadrant gates, among other safety upgrades. The Project consists of installation of four-quadrant gates at the Watkins Avenue grade crossing to prevent vehicles from driving around a down gate onto the railroad tracks. The Project will also make it safer for pedestrians to cross the tracks by installing new sidewalk gates and lighting at the crosswalk. Other improvements will include installing pavement markers, pavement markings, and signage to clearly identify the railroad crossing.

Budget Impact

The Project has a total budget of \$4,160,613, funded by Capital Contingency Funds in the amount of \$35,613 and the San Mateo County Transportation Authority in the amount of \$4,125,000. Sufficient funds are available to fund the contract.

Background

On August 15, 2022, the JPB issued an Invitation for Bids (IFB), solicitation number 23-J-C-004, for the Project and advertised in a newspaper of general circulation and on the JPB's e-procurement website. Prior to releasing the IFB, extensive outreach for Small Business

Enterprises (SBEs) was conducted. Four potential bidders attended the pre-bid meeting and two bids were received by the bid due date, as follows:

Company	Grand Total Bid Price
Engineer's Estimate	\$624,108
1. Granite Rock Company, San Jose, CA	\$646,900
2. Azul Works, Inc., San Francisco, CA	\$992,000

After the bid opening and evaluation of the bids, staff determined that this contract should be awarded to Granite Rock, which submitted the lowest responsive and responsible bid.

Granite Rock submitted all required bid documentation. Staff has determined, and legal counsel concurred, that the bid submitted by Granite Rock is responsive. Staff found the price to be fair and reasonable in comparison to the independent cost estimate.

Granite Rock has committed to subcontract with two certified SBEs for an estimated SBE utilization of 25%, exceeding the contract-specific SBE participation goal of 22%.

Granite Rock is an established contractor with more than 33 years of construction experience. Staff contacted Granite Rock's references and confirmed its experience and competency. Based upon these findings, staff concludes that Granite Rock 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
	Robert Tam	Project Manager	650.508.7969

Resolution No. 2022 –

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

* * *

**Awarding a Contract to Granite Rock Company for the Watkins Avenue Grade Crossing
Improvements Project for a Total Lump Sum Amount of \$646,900**

Whereas, the Peninsula Corridor Joint Powers Board (JPB) issued an Invitation for Bids (IFB), solicitation number 23-J-C-004, for the Watkins Avenue Grade Crossing Improvements Project (Project); and

Whereas, in response to the IFB, the JPB received two bids after conducting extensive outreach to Small Business Enterprises (SBEs), advertising in a newspaper of general circulation, and posting the IFB on the JPB's procurement website; and

Whereas, staff and legal counsel have reviewed the bids and determined that Granite Rock Company of San Jose, California (Granite Rock) submitted the lowest responsive and responsible bid; and

Whereas, Granite Rock has committed to subcontract with two certified SBEs for an estimated SBE utilization of 25%, which exceeds the JPB's contract-specific SBE participation goal of 22%; and

Whereas, Granite Rock's total lump sum price is found to be fair and reasonable in comparison to the independent cost estimate; and

Whereas, staff recommends that the Board of Directors (Board) award a contract to Granite Rock to deliver the Project for a total lump sum amount of \$646,900.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards a contract to Granite Rock Company of San Jose, California for the Watkins Avenue Grade Crossing Improvements Project for a total lump sum amount of \$646,900; and

Be It Further Resolved that the Board authorizes the Executive Director or designee to execute a contract on behalf of the JPB with Granite Rock, in full conformity with all the terms and conditions of the solicitation documents and in a form approved by legal counsel.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

ATTEST:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee
Through: Michelle Bouchard, Executive Director
From: Lawrence Leung, Manager Rail Contracts & Budget
Alex Acenas, Senior Project Manager
Subject: **Authorize an Amendment to Contract No. 19-J-P-073 with HDR Engineering, Inc. for Engineering Consultant Design Services**

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. Approve an amendment to the Engineering Consultant Design Services contract with HDR Engineering Inc. (HDR) to extend the term of contract No. 19-J-P-073 through December 31, 2025 and increase the maximum aggregate not-to-exceed amount by \$1,150,978, from \$7,404,353 to \$8,555,331.
2. Authorize the Executive Director or designee to execute the contract amendment in a form approved by legal counsel.

Significance

The JPB engaged HDR to perform engineering consultant design services for a three-year term in 2019 under Contract No. 19-J-P-073. HDR's performance to date has been satisfactory and in accordance with the requirements of the contract. However, since the contract was executed, significant delays to projects within HDR's scope of work, and additions to HDR's scope of work, have used up available contract time and budget limits, resulting in a need to extend the term and increase the contract not-to-exceed amount, specifically for outstanding elements of the 25th Avenue Grade Separation Project and for the Guadalupe River Bridge Replacement Project (Projects), as detailed below.

In order to maintain continuity of engineering services on the Projects, to avoid the duplication of efforts and unnecessary expense that would be required to integrate a new engineering consultant on the Projects, and to avoid further delays, staff has determined that it is in the JPB's best interests for HDR to continue to provide engineering consultant design services for these Projects through December 31, 2025 at an additional cost of up to \$1,150,978.

25th Avenue Grade Separation Project

The 25th Avenue Grade Separation Project is in the Close Out phase. However, the following two elements, which were originally components of the grade separation project, have been re-scoped and are still in progress:

1. San Mateo Replacement Parking Track Project: Overhead Catenary System (OCS) Design

The 25th Avenue Grade Separation Project initially included replacement train parking tracks in a location that was within the scope of the JPB's Peninsula Corridor Electrification Project design-build contractor, Balfour Beatty. However, the San Mateo Replacement Parking Track Project has since been moved to another area, requiring separate OCS design and engineering work to be performed by HDR. The electrification of the parking track will be completed as a separate project from design and construction of the track when funding becomes available.

2. Delaware Street Sewer Relief Project: Limited Bid Support and DSDC

Sidewalks, retaining walls, landscaping and other elements of the 25th Avenue Grade Separation Project were deferred to the City of San Mateo's (City) Delaware Street Sewer Relief Project to avoid removal and reconstruction of these project elements. To facilitate this change, HDR incorporated the required elements into the City's project and is now needed to provide Bid Support and DSDC for the Sewer Relief Project. HDR's continued involvement will help ensure that the deferred elements are built according to the JPB's plans and specifications. Bid support and DSDC work to be performed by HDR under the proposed amendment will be limited to the following elements:

- Construction of the sidewalk at the east edge of the parking lot not completed under the 25th Avenue Grade Separation Project,
- Planting and irrigation for the bioswale, and
- Construction of retaining walls 14, 15A and 15B.

Staff recommends the scope, budget and schedule of Contract No. 19-J-P-073 be expanded to include the above work.

DSDC and Record Drawings for the Guadalupe River Bridge Replacement Project

Staff also recommends the scope, budget and schedule of Contract No. 19-J-P-073 be expanded to facilitate completion of the Guadalupe River Bridge Replacement Project, which is in the Construction Phase. Design Support During Construction (DSDC) and record drawings services were removed from HDR's scope of work in 2020 due to competing project needs, but are recommended to be restored, with modifications, under the proposed amendment.

HDR completed the project design and delivered the Plans, Specifications and Estimates (PS&E) for the Guadalupe River Bridge Replacement Project to the JPB on February 25, 2020.

The JPB would incur substantial cost, loss of quality, and more project delays if a different engineering design firm were to perform the required DSDC and record drawing work. Additionally, the JPB would very likely have difficulty attracting other firms to take on these tasks because HDR has already substantially completed the designs.

Contract Budget

Based on the expected duration and projected costs for HDR's work on outstanding elements of the 25th Avenue Grade Separation Project and for support of the Guadalupe River Bridge Replacement Project, staff proposes a new maximum aggregate not-to-exceed contract amount of \$8,555,331, allocated as follows:

Current Contract Authority	\$7,404,353
Proposed Amendment	
San Mateo Replacement Parking Track Project: OCS Design	\$345,488
Delaware Street Sewer Relief Project: Limited Bid Support and DSDC	\$74,017
Guadalupe River Bridge Replacement Project: DSDC and Record Drawings	\$731,473
Total Proposed Contract Budget Increase	\$1,150,978
Proposed Total Contract Amount through December 31, 2025	\$8,555,331

Budget Impact

For the San Mateo Replacement Parking Track Project, the OCS design scope and engineering work will be authorized when additional funding is obtained.

For City of San Mateo’s Delaware Street Sewer Relief Project, the City has confirmed that there are sufficient funds to cover the additional cost.

For the DSDC and Record Drawings for the Guadalupe River Bridge Replacement Project, there are sufficient funds in the current budget.

Background

On June 6, 2019, the Board of Directors, through Resolution No. 2019-23, authorized the award of an engineering consultant design services contract to HDR for a three-year term for a maximum aggregate not-to-exceed amount of \$5,640,321. On March 18, 2021, staff amended the contract with HDR under the Executive Director's authority to extend the schedule through June 30, 2022, and exercised the Executive Director's 10% contingency to increase the contract amount by \$564,032 for a total not-to-exceed amount of \$6,204,353. On October 15, 2021, the Board of Directors, through Resolution No. 2021-32, authorized Amendment #2 to increase the maximum aggregate not-to-exceed amount by \$1,200,000, from \$6,204,353 to \$7,404,353. On August 31, 2022, staff amended the contract with HDR under the Executive Director's authority to extend the schedule through December 31, 2022.

Prepared By:	Lawrence Leung	Rail Contracts & Budget Manager	650-508-6328
	Alex Acenas	Senior Project Manager	650-622-7852

Resolution No. 2022-

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

* * *

Authorizing an Amendment to Contract No. 19-J-P-073 with HDR Engineering, Inc. for Engineering Consultant Design Services to Increase the Total Contract Amount by \$1,150,978

Whereas, pursuant to Resolution 2019-23, the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) awarded an engineering consultant design services contract to HDR Engineering, Inc. (HDR) of Walnut Creek, California, for a three-year term for a maximum aggregate not to-exceed amount of \$5,640,321 (Contract); and

Whereas, the JPB executed the 10% contingency to increase the Contract capacity by \$564,032, for a total not-to-exceed amount of \$6,204,353, and extended HDR's services through June 30, 2022; and

Whereas, pursuant to Resolution 2021-32, the Board authorized an amendment to increase the maximum aggregate not-to-exceed amount by \$1,200,000, from \$6,204,353 to \$7,404,353; and

Whereas, on August 31, 2022, staff amended the contract under the Executive Director's authority to extend HDR's services through December 31, 2022; and

Whereas, HDR has been providing engineering design services for the 25th Avenue Grade Separation Project and Guadalupe River Bridge Replacement Project (Projects), and the JPB requires ongoing and continuous engineering design services for the Projects; and

Whereas, due to several unanticipated factors, design changes, and project delays that developed following the award of the Contract, including conflicts with existing utilities and utility improvements projects by the City of San Mateo, the Projects increased in scope; and

Whereas, there is insufficient capacity in the current contract for HDR to perform this added scope; and

Whereas, should the JPB change design consultants on the Project, the JPB would incur substantial cost, loss of quality and further project delays, and the JPB would have difficulty attracting other firms because the Projects have been substantially designed by HDR; and

Whereas, in order to maintain continuity of services on the Projects, avoid the duplication of efforts and unnecessary expense required to integrate a new Engineering Design Services Consultant, and avoid additional delays, the JPB has determined that it is in the JPB's best interest for HDR to continue to provide the required services to support the Projects; and

Whereas, the Executive Director recommends that the Board authorize an amendment to the Engineering Consultant Design Services Contract with HDR, to extend the contract term from December 31, 2022 to December 31, 2025 and increase the maximum aggregate not-to-exceed contract amount by \$1,150,978, from \$7,404,353 to \$8,555,331.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes the Executive Director, or designee, to execute an amendment to the contract for Engineering Consultant Design Services with HDR Engineering, Inc. of Walnut Creek, California to extend the contract term to December 31, 2025 and increase the maximum not-to-exceed amount by \$1,150,978, from \$7,404,353 to \$8,555,331; and

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee

Through: Michelle Bouchard, Executive Director

From: Pranaya Shrestha, PE, Caltrain Modernization Chief Officer

Subject: **Authorize Amendment to On-Call Owner’s Representative Electrification Support Services Contract 14-PCJPB-P-007 for the Caltrain Modernization Program**



Finance Committee
Recommendation



Work Program-
Legislative-Planning



Staff Coordinating
Council Reviewed



Staff Coordinating Council
Recommendation

Action

Staff and the Caltrain Modernization (“CalMod”) Program Change Management Board (“CMB”) recommend that the Board of Directors (“Board”) of the Peninsula Corridor Joint Powers Board (“JPB”):

1. Approve an amendment to the contract with Gannett Fleming, Inc. for On-Call Owner’s Representative Electrification Support Services for the CalMod Program to extend the contract term through December 31, 2024; and to increase the contract total not-to-exceed amount by \$8,274,897 from \$67,743,400 to \$76,018,297, within the existing budget for the Peninsula Corridor Electrification Project (PCEP).
2. Authorize the Executive Director or designee to execute the contract amendment in a form approved by legal counsel.

Significance

Approval of the above actions will ensure uninterrupted services within the existing PCEP budget for tasks related to owner’s representative electrification support services for PCEP. The Board approved an increased PCEP budget and re-baselined schedule as a result of the global settlement with the design-build contractor Balfour Beatty Infrastructure Inc. (“BBII”) on December 6, 2021. Accordingly, the PCEP completion date has been extended through December 2024, including project close out efforts after the revenue service date of September 2024.

Budget Impact

There is no budget impact for the contract amendment. The increased Owner's Representative Electrification Support Service Gannett Fleming, Inc. contract amount is part of the total approved PCEP Budget of \$2.44 billion, which was approved by the JPB on December 6, 2021.

Background

Pursuant to Resolution No. 2014-24, after a competitive procurement process, the Board awarded a contract to Gannett Fleming, Inc. for a six-year base term in an amount of \$38,575,000, with up to two, 2-year option terms for a total not-to-exceed amount of \$3,341,000, and contingency authority of up to 15 percent of the total Board-authorized contract amount to address unanticipated tasks assigned under authorized work directives.

Pursuant to Board Resolution No. 2019-13, the Board approved an amendment to the Gannett Fleming, Inc. contract, to increase the contract authority in the amount of \$12,000,000, from \$48,203,400 to \$60,203,400.

Pursuant to Board Resolution No. 2020-27, the Board approved an amendment to the Gannett Fleming, Inc. contract, to increase the contract authority in the amount of \$7,540,000, from \$60,203,400 to \$67,743,400.

Gannett Fleming, Inc. provides critical project management and technical support services for the CalMod program and works closely with JPB staff and other JPB consultants to support PCEP. The owner's representative electrification support services for CalMod include, but are not limited to: conceptual planning; development of technical standards and requirements; drafting and implementation of design built procurement documents; design reviews and approval, systems integration; and technical oversight of PCEP design built contractor's design, construction, integrated testing, commissioning, and start-up of electrification rail systems.

In order to accommodate PCEP's current program schedule, a contract term extension from April 2, 2024 through December 31, 2024 is now needed to provide the necessary time required to bring the project to completion. The time extension and contract capacity increase are needed for Gannett Fleming, Inc. to continue to provide services for the drafting and implementation of procurement documents, and the technical oversight and project management of contractor's design, construction, integrated testing, commissioning, and start-up of electrification rail systems. The increased labor costs result from:

- (1) A need to hire OCS field manager, project close out manager, additional office, and field engineers
- (2) A need to increase the level of support from systems technical leads
- (3) A need to develop OCS/TPS Operations and Maintenance request for procurement documents for upcoming solicitation
- (4) A need to develop OCS engineering standards for Caltrain
- (5) Extension from April 2, 2024, through December 31, 2024

With the extended term, additional scope and increased headcount, an increase of \$8,274,897 from \$67,743,400 to \$76,018,297 in contract authority is therefore needed to ensure that the PCEP team is able to engage Gannett Fleming, Inc. to perform owner's representative electrification support services continuously until the end of the project. Increasing the contract total will not obligate the JPB to purchase any specific level of service from Gannett Fleming, Inc. as work directives are negotiated and issued on an as-needed basis, nor will it result in an increase to the total PCEP project budget, which includes funds for this increase in contract authority.

Prepared By: Sherry Bullock

CalMod Program Director

650.622.7866

Resolution No. 2022-

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

* * *

**Authorize Amendment to On-Call Owner's Representative Electrification Support Services
Contract 14-PCJPB-P-007 for the Caltrain Modernization Program**

Whereas, the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) awarded contract 14-PCJPB-P-007 to Gannett Fleming, Inc. pursuant to Resolution No. 2014-24, for a six-year base term in an amount of \$38,575,000, with up to two, 2-year option terms for a total not-to-exceed amount of \$3,341,000, and contingency authority of up to 15 percent of the total Board-authorized contract amount to address unanticipated tasks assigned under authorized work directives; and

Whereas, Gannett Fleming, Inc. provides critical project management and technical support services for the Caltrain Modernization (CalMod) program and works closely with JPB staff and other JPB consultants to support the Peninsula Corridor Electrification Project (PCEP), which is scheduled to run through December 31, 2024; and

Whereas, Gannett Fleming, Inc. performs a variety of electrification support services for CalMod, including but not limited to conceptual planning; development of technical standards and requirements; drafting and implementation of design build procurement documents; design reviews and approval, systems integration; and technical oversight of PCEP design build contractor's design, construction, integrated testing, commissioning, and start-up of electrification rail systems; and

Whereas, a contract term extension from April 2, 2024, through December 31, 2024, is now needed to provide the necessary time required to bring the PCEP to completion; and

Whereas, Gannett Fleming, Inc. needs the time extension, as well as an accompanying increase in contract capacity, to continue to provide services for the drafting and implementation of procurement documents, and the technical oversight and project management of contractor's design, construction, integrated testing, commissioning, and start-up of electrification rail systems; and

Whereas, the need for increased contract capacity stems from increased labor costs associated with: a need to hire OCS field manager, project close out manager, additional office staff, and field engineers; a need to increase the level of support from systems technical leads; a need to develop OCS/TPS Operations and Maintenance request for proposal documents for an upcoming solicitation; a need to develop OCS engineering standards for Caltrain; and the extension of the term from April 2, 2024, through December 31, 2024; and

Whereas, the Board has previously approved amendments to the Gannett Fleming, Inc. contract, to increase the contract authority in the amounts of \$12,000,000, from \$48,203,400 to \$60,203,400 (Resolution No. 2019-13) and \$7,540,000, from \$60,203,400 to \$67,743,400 (Resolution No. 2020-27); and

Whereas, an increase in contract capacity of \$8,274,897 from \$67,743,400 to \$76,018,297 is necessary to ensure the PCEP team can engage Gannett Fleming, Inc. to perform owner's representative electrification support services continuously until the end of the project, in light of the extended term, additional scope, and increased labor costs; and

Whereas, increasing the contract total will not obligate the JPB to purchase any specific level of service from Gannett Fleming, Inc. as work directives are negotiated and issued on an as-needed basis, nor will it result in an increase to the total PCEP project budget of \$2.44 billion,

which includes funds for this increase in contract authority and was approved by the JPB on December 6, 2021; and

Whereas, staff and the CalMod Program Change Management Board (CMB) recommend that the Board approve an amendment to the Gannett Fleming, Inc. Contract for On-Call Owner's Representative Electrification Support Services for the CalMod Program, such that the contract term is extended through December 31, 2024, and the contract total not-to-exceed amount is increased by \$8,274,897 from \$67,743,400 to \$76,018,297. Staff and the CalMod Program CMB further recommend that the Board authorize the Executive Director or designee to execute the contract amendment in a form approved by legal counsel; and

Whereas, approval of the above actions will ensure uninterrupted services within the existing PCEP budget for tasks related to owner's representative electrification support services for PCEP.

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby approves amendments to the Gannett Fleming, Inc. Contract for On-Call Owner's Representative Electrification Support Services for the CalMod Program, including an extension of the contract term through December 31, 2024, and an increase in the contract total not-to-exceed amount by \$8,274,897 from \$67,743,400 to \$76,018,297.

Be It Further Resolved that the Board authorizes the Executive Director or designee to execute the contract amendment in a form approved by legal counsel.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee

Through: Michelle Bouchard, Executive Director

From: Pranaya Shrestha, Chief of the Caltrain Modernization Program

Subject: **Increase Contract Authority for Balfour Beatty Infrastructure Inc. (BBII) Services
Contract No. 14-PCJPB-P-053 for Non-PCEP Work**

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

Action

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

1. Increase the contract authority for Balfour Beatty Infrastructure, Inc. (BBII) in the amount of \$1,658,842 without affecting the approved \$2.44 billion PCEP Budget to order to perform non-PCEP work related to the Guadalupe River Bridge Project and monitoring of non-PCEP construction by a developer on parcel near Traction Power Substation 1 (TPS-1) in South San Francisco.
2. Authorize the Executive Director, or designee, to execute Change Orders with BBII in the amount of \$1,658,842 to provide funding for the non-PCEP work described above.

Significance

On December 6, 2021, the Board adopted Resolution No. 2021-67 and approved three change orders with BBII for a total amount of \$346,675,328, increasing the total BBII contract amount to \$1,097,149,881, to resolve outstanding commercial issues related to PCEP. The Board also adopted Resolution No. 2021-66 to increase the total capital project budget for PCEP to \$2.44 Billion.

In order to support work related to the Guadalupe River Bridge Project and to monitor construction by a developer on a lot adjacent to the TPS-1, staff recommend that the Board increase the contract authority for the JPB's contract with BBII (14-PCJPB-P-053) by \$1,658,842, from \$1,097,149,881 to \$1,098,808,723, and authorize the execution of Change Orders to fund the non-PCEP work described above.

Budget Impact

- The BBII Change Order for BBII's support of the Guadalupe River Bridge Project is \$1,298,842 and will be funded from the Guadalupe Project Budget.
- The construction monitoring work is estimated to cost \$360,000 and will be reimbursed by the developer
- The increase in BBII's contract capacity of \$1,658,842 will not impact the PCEP Budget of \$2.44 billion.

Background

A. Guadalupe Bridge Change Order

On October 6, 2022, the Board adopted Resolution No. 2022-60 and awarded a contract with Walsh Construction Company for the replacement and retrofit of the Guadalupe River Bridges. The replacement and retrofit work is a State of Good Repair (SOGR) project as the bridges' current condition necessitates that the work be done as soon as possible.

In order to facilitate the Guadalupe River Bridge Project, BBII will remove OCS Wire and OCS poles between Mile Posts 47.8 and 48.3 after PCEP completes Segment 4. BBII will then reinstall OCS Wire and Poles once the work on the MT-2 Bridge over the Guadalupe River is complete before PCEP commences corridor wide integrated testing in the Fall of 2023. The reasons for BBII to perform Guadalupe Bridge OCS removal and reinstall work are:

- To maintain the integrity of full corridor (Taimen to SF) electrified system since BBII is responsible for end-to-end integrated testing and commissioning in fall of 2023.
- To mitigate interface and integration risks between the Guadalupe Bridge Project and the PCEP project through the performance by BBII of all OCS work.
- To save Guadalupe Bridge Project costs and time by utilizing existing BBII on-site resources while BBII is building the remaining OCS work under PCEP.

The Guadalupe River Bridge Project team is working closely with the PCEP team to minimize impacts to both projects. The staff has completed negotiation and BBII's work on the project will cost \$1,298,842.

B. Construction Monitoring Change Order

A developer is performing excavation and dewatering for a building located at 580 Dubuque Ave., South San Francisco, CA, which is adjacent to TPS-1. The developer and the JPB Real Estate and Engineering teams have requested assistance from the PCEP Designer of Record (EOR), PGH Wong, to perform design reviews and construction monitoring, including for settlement during excavation. Since TPS-1 will not be delivered by BBII until the overall substantial completion of the PCEP project, a change order in the amount of \$360,000 will be issued to PGH Wong through the design-build contractor BBII to monitor the third-party developer work.

Based on two change orders described above, staff recommend that BBII's contract capacity be increased to accommodate the non-PCEP project work.

Prepared By: Sherry Bullock CalMod Program Director [650-722-7733]

Resolution No. 2022-

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

* * *

Increasing Contract Authority for Balfour Beatty Infrastructure Inc. (BBII) Services Contract No. 14-PCJPB-P-053 for Non-PCEP Work

Whereas, BBII is the design-builder for the Peninsula Corridor Electrification Project (PCEP); and

Whereas, the Peninsula Corridor Joint Powers Board (JPB) adopted Resolution No. 2021-67 on December 6, 2021, approving three change orders with BBII for a total amount of \$346,675,328, increasing the total BBII contract amount to \$1,097,149,881, to resolve outstanding commercial issues related to PCEP. The Board also adopted Resolution No. 2021-66, increasing the total capital project budget for PCEP to \$2.44 Billion; and

Whereas, on October 6, 2022, the Board adopted Resolution No. 2022-60 and awarded a contract with Walsh Construction Company for the replacement and retrofit of the Guadalupe River Bridges. The replacement and retrofit work is a State of Good Repair (SOGR) project, meaning the bridges' current condition requires the work to be done as soon as possible; and

Whereas, BBII's role in the Guadalupe River Bridge project is to remove OCS Wire and OCS poles between Mile Posts 47.8 and 48.3 after PCEP completes Segment 4. BBII will then reinstall OCS Wire and Poles once the work on the MT-2 Bridge over the Guadalupe River is complete. BBII is also responsible for end-to-end integrated testing and commissioning of the electrified system scheduled to begin in Fall 2023;

Whereas, the removal and reinstallation work is organized in the manner above to maintain the integrity of the full corridor and electrified system, mitigate risks between the PCEP

and Guadalupe Bridge Project through performance by BBII of all OCS work, and save costs and time on the Guadalupe River Bridge Project by utilizing existing BBII on-site resources while BBII is completing the remaining OCS work under PCEP; and

Whereas, the Guadalupe River Bridge Project team is working closely with the PCEP team to minimize impacts to both projects, and staff has estimated that BBII's work on the project will cost approximately \$1,298,842; and

Whereas, a developer is performing excavation and dewatering for a building located at 580 Dubuque Ave., South San Francisco, CA, which is located adjacent to Traction Power Substation 1 (TPS-1). The developer and the JPB Real Estate and Engineering teams have requested assistance from PGH Wong, a subcontractor to BBII on PCEP, to perform design reviews and construction monitoring, including for settlement during excavation. Since TPS-1 will not be delivered by BBII until the overall substantial completion of PCEP, a change order will need to be issued to PGH Wong through the design-build contractor BBII for the third-party developer work; and

Whereas, to support work related to the Guadalupe River Bridge Project and monitor the developer's work on the lot adjacent to TPS-1, staff recommend that the Board increase the contract authority for BBII contract 14-PCJPB-P-053 in the amount of \$1,658,842, from \$1,097,149,881 to \$1,098,808,723, and authorize the execution of Change Orders to fund the non-PCEP project work by BBII; and

Whereas, the BBII Change Order for support of the Guadalupe River Bridge Project is estimated to cost \$1,298,842 and will be funded from the Guadalupe River Bridge Project Budget. The construction monitoring work is estimated to cost \$360,000 and will be reimbursed by the developer; and

Whereas, the increase in BBII Contract Capacity of \$1,658,842 will not impact the PCEP Budget of \$2.44 billion; and

Now, Therefore, Be It Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes an increase in the contract authority for BBII in the amount of \$1,658,842, from \$1,097,149,881 to \$1,098,808,723, and authorizes the execution of Change Orders to fund the non-PCEP project work by BBII, including support of the Guadalupe River Bridge Project and monitoring of non-PCEP construction by a developer on parcel near Traction Power Substation 1 (TPS-1) in South San Francisco.

Be It Further Resolved that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby authorizes the Executive Director, or designee, to execute Change Orders with BBII in amount of \$1,658,842 to provide funding for the non-PCEP work described above.

Regularly passed and adopted this 1st day of December, 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: Finance Committee

Through: Michelle Bouchard, Executive Director

From: Grace Martinez, Acting Chief Financial Officer

Subject: **Amend and Increase the Fiscal Year 2023 Caltrain Capital Budget by \$23,815,828 from \$102,593,584 to \$126,409,412 and Authorize Receipt of State Rail Assistance Program Funds**

Finance Committee
Recommendation

Work Program-
Legislative-Planning

Staff Coordinating
Council Reviewed

Staff Coordinating Council
Recommendation

Action

Staff proposes that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) amend the Fiscal Year (FY) 2023 Capital Budget, included as Attachment B, as follows:

1. Include \$9,626,655 for the Broadband Communications Project; and
2. Include \$9,784,564 for the Rengstorff Grade Separation Project; and
3. Include \$1,404,609 for the San Mateo Grade Crossing Improvements Project; and
4. Include \$3,000,000 for the Diridon Business Case Project.

Staff further recommends that the Board authorize the following in relation to the Broadband Communications Project

Submission of a project application for \$5,500,000 in State Rail Assistance (SRA) funds, including a statement that JPB agrees to comply with all conditions and requirements of the SRA program, as set forth in the certification and assurances and applicable statutes, regulations, and guidelines;

5. Execution and filing of the certifications and assurances and authorized agent form as well as any amendments, and submission of any additional information as may be required of SRA recipients; and
6. 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 FY2023 Caltrain Capital Budget to include an additional \$23,815,828 for the above-mentioned projects, and as further discussed below. This budget increase is the result of agreements to provide funding toward the FY2023 Caltrain Capital Budget.

Broadband Communications Project

This project was originally approved by the Board in FY2019 for a budget of \$14,000,000. During the adoption of the FY2023 Capital Budget, \$5,193,586 has been added to this project, increasing the project budget to \$19,193,586.

Per updated estimates, the project cost has increased by \$9,626,655 due to scope additions and “trenching allowance” that accounts for risk associated with varying lengths of additional trenching that may be required at particular locations. The additional cost is proposed to be funded by SRA funds in the amount of \$5,500,000 and unconfirmed SRA or State Broadband Grant funds amounting to \$4,126,655. With the rise in project cost, the project budget will increase from \$19,193,586 to \$28,820,241.

Rengstorff Grade Separation Project

This project was originally approved by the Board in FY2019 for a budget of \$3,500,000. During the adoption of the FY2023 Capital Budget, \$8,715,436 was added resulting in a total project budget of \$12,215,436. The execution of the Cooperative Agreement between JPB, Santa Clara Valley Transportation Authority (VTA), and the City of Mountain View will provide additional funding of \$9,784,564 from VTA Measure B funds. This additional funding will increase the total project budget from \$12,215,436 to \$22,000,000.

San Mateo Grade Crossing Improvements Project

In FY2021, a budget of \$2,000,000 was approved by the Board for this project. In FY2023, \$2,066,941 was added, increasing the project budget to \$4,066,941. The execution of the amendment to the existing Caltrans Section 130 Funding Agreements will provide additional funding of \$1,404,609, increasing the project budget to \$5,471,550.

Diridon Business Case Project

This project was originally approved by the Board in FY2022 for a budget of \$2,223,935. The execution of the amendment to the Master Funding Agreement between JPB and Metropolitan Transportation Commission (MTC) and the Funding Agreement between JPB and the City of San Jose will provide additional funding of \$2,000,000 and \$1,000,000, respectively. These additional funds will increase the project budget from \$2,223,935 to \$5,223,935,

Budget Impact

The funding for this budget amendment shall be as follows:

Project	Funding Source	Amount
Broadband Communications	State Rail Assistance (\$5.5M) Unconfirmed State Rail Assistance or State Broadband Grant (\$4.127M)	\$9,626,655
Rengstorff Grade Separation	VTA Measure B	\$9,784,564
San Mateo Grade Crossing Improvements	Section 130 Program Funds	\$1,404,609
Diridon Business Case	MTC (\$2.0M) City of San Jose (\$1.0M)	\$3,000,000
TOTAL		\$23,815,828

To receive the SRA funding, the California State Transportation Agency (CalSTA) requires a formal request from the Board and the required actions to receive the funds are included in the staff recommendation.

Background

The Board adopted the FY2023 Capital Budget on June 2, 2022 for a total amount of \$90,956,662. On October 6, 2022, the Board approved the first amendment to the FY2023 Capital Budget to increase the total budget to \$102,593,584. The proposed amendments described above would increase the FY2023 Capital Budget from \$102,593,584 to \$126,409,412.

Prepared By: Claudette Valbuena Manager, Budgets
 Ladi Millard-Olmeda Director, Budgets

Resolution No. 2022-

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

* * *

Amend and Increase the Fiscal Year 2023 Caltrain Capital Budget by \$23,815,828 from \$102,593,584 to \$126,409,412 and Authorize Receipt of State Rail Assistance Program Funds

Whereas, pursuant to Resolution No. 2022-32 adopted on June 2, 2022, the Peninsula Corridor Joint Powers Board (JPB) adopted Fiscal Year (FY) 2023 Capital Budget for a total authorized budget of \$90,956,662; and

Whereas, pursuant to Resolution No. 2022-57 adopted on October 6, 2022, the Peninsula Corridor Joint Powers Board (JPB) adopted Fiscal Year (FY) 2023 Capital Budget Amendment 1 for a total authorized budget of \$102,593,584; and

Whereas, additional costs of \$9,626,655 have been identified for the Broadband Communications Project, which are proposed to be funded by State Rail Assistance (SRA) in the amount of \$5,500,000 and unconfirmed SRA and State Broadband Grant funds amounting to \$4,126,655, as referenced in a separate board agenda item; and

Whereas, additional funding of \$9,784,564 from Santa Clara Valley Transportation Authority (VTA) Measure B funds is available to the Rengstorff Grade Separation Project pursuant to the execution of a Cooperative Agreement between the JPB, VTA, and the City of Mountain View, as referenced in Board Resolution 2022-58 adopted on October 6, 2022; and

Whereas, additional Section 130 Program funding of \$1,404,609 from the amended Caltrans Section 130 Funding Agreements is available for the San Mateo Grade Crossing Improvements Project, as referenced in a separate board agenda item; and

Whereas, additional funding of \$2,000,000 from the amended Master Funding Agreement between JPB and Metropolitan Transportation Commission (MTC), and \$1,000,000 from the amended Funding Agreement between JPB and City of San Jose, will be available to the Diridon Business Case Project, as reference in a separate board agenda item;

Whereas, Staff recommends that the Board increase the total project authority for the Broadband Communications Project from \$19,193,586 to \$28,820,241.

Whereas, Staff recommends that the Board increase the total project authority for the Rengstorff Grade Separation Project from \$12,215,436 to \$22,000,000.

Whereas, Staff recommends that the Board increase the total project authority for the San Mateo Grade Crossing Project from \$4,066,941 to \$5,471,550.

Whereas, Staff recommends that the Board increase the total project authority for the Diridon Business Case Project from \$2,223,935 to \$5,223,935.

Whereas, the Board of Directors wishes to authorize the Executive Director, or designee, to:

1. Submit the following project application to the California State Transportation Agency (CalSTA) for State Rail Assistance (SRA) funds:
 - Project Name: Broadband Communications
 - Amount of SRA funds requested: \$5,500,000
 - Project Description: The project will design a broadband wireless communication system along the Caltrain corridor for the wayside train maintenance diagnostics and passenger Wi-Fi service. It entails assessment of existing infrastructure and the construction of the broadband system.

2. Affirm that the Peninsula Corridor Joint Powers Board agrees to comply with all conditions and requirements of the SRA Program as set forth in the certification and assurances and applicable statutes, regulations, and guidelines; and
3. Execute and file Certifications and Assurances and Authorized Agent form as well as any amendments and furnish any additional information as CalSTA may require of SRA recipients.

Now, Therefore, Be It Resolved that the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board hereby approves an amendment to the FY2023 Capital Budget for a total authorized capital budget increase of \$23,815,828, from \$102,593,584 to \$126,409,412.

Now, Therefore, Be It Further Resolved that the Executive Director, or designee, is authorized to:

1. Submit the following project application to the California State Transportation Agency (CalSTA) for State Rail Assistance (SRA) funds:
 - Project Name: Broadband Communications
 - Amount of SRA funds requested: \$5,500,000
 - Project Description: The project will design a broadband wireless communication system along the Caltrain corridor for the wayside train maintenance diagnostics and passenger Wi-Fi service. It entails assessment of existing infrastructure and the construction of the broadband system.
2. Affirm that the Peninsula Corridor Joint Powers Board agrees to comply with all conditions and requirements of the SRA Program as set forth in the certification and assurances and applicable statutes, regulations, and guidelines; and

3. Execute and file Certifications and Assurances and Authorized Agent form as well as any amendments and furnish any additional information as CalSTA may require of SRA recipients.
4. Take any other actions necessary to give effect to this resolution.

Regularly passed and adopted this 1st day of December 2022 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary



FY2023 AMENDED CAPITAL BUDGET

Attachment B
Amendment 2
December 2022

Item #	PROJECT NAME	FY2023 ADOPTED CAPITAL BUDGET	Amendment 2	FY2023 AMENDED CAPITAL BUDGET	Federal Funds	STA SOGR	Unrestricted Funds	Member Agency Funds					Others			FY2023 AMENDED CAPITAL BUDGET	
								San Francisco	San Mateo	Santa Clara (Gen Funds)	Santa Clara (Measure B)	Total	Others	Externally Funded	Total		
i. SOGR																	
Bridges																	
1	Guadalupe Bridges Replacement ¹	10,959,443		10,959,443	6,353,943	-	-							4,605,500	-	4,605,500	10,959,443
	Total Project Budget (Post-Amendment): \$27,312,250																
2	San Francisquito Creek Bridge Replacement	60,000		60,000	48,000		12,000										60,000
	Total Bridges	11,019,443	-	11,019,443	6,401,943	-	12,000	-	-	-	-	-	-	4,605,500	-	4,605,500	11,019,443
Right of Way																	
3	SOGR Track	7,000,000		7,000,000	5,600,000	736,744	63,256	600,000	-	-	-	600,000	-	-	-	-	7,000,000
4	Track Tie Replacement	500,000		500,000	400,000	-	-	-	-	-	100,000	100,000	-	-	-	-	500,000
5	SOGR ROW	800,000		800,000	-	800,000	-	-	-	-	-	-	-	-	-	-	800,000
6	ROW Fencing	1,500,000		1,500,000	-	-	50,000	1,450,000	-	-	-	1,450,000	-	-	-	-	1,500,000
	Total Right of Way	9,800,000	-	9,800,000	6,000,000	1,536,744	113,256	2,050,000	-	-	100,000	2,150,000	-	-	-	-	9,800,000
Signal & Communications																	
7	SOGR Signal & Communications	3,000,000		3,000,000	2,400,000	-	600,000	-	-	-	-	-	-	-	-	-	3,000,000
8	SOGR Fiber Optic	2,585,300		2,585,300	2,068,240	-	517,060	-	-	-	-	-	-	-	-	-	2,585,300
	Total Signal & Communications	5,585,300	-	5,585,300	4,468,240	-	1,117,060	-	-	-	-	-	-	-	-	-	5,585,300
Rolling Stock																	
9	SOGR Locomotive FY23	1,500,000		1,500,000	-	-	650,000	-	-	850,000	-	850,000	-	-	-	-	1,500,000
	Total Rolling Stock	1,500,000	-	1,500,000	-	-	650,000	-	-	850,000	-	850,000	-	-	-	-	1,500,000
Station & Intermodal Access																	
10	SOGR Facilities	1,000,000		1,000,000	-	-	1,000,000	-	-	-	-	-	-	-	-	-	1,000,000
11	SOGR Historical Stations	1,000,000		1,000,000	-	-	-	-	-	1,000,000	-	1,000,000	-	-	-	-	1,000,000
	Total Station & Intermodal Access	2,000,000	-	2,000,000	-	-	1,000,000	-	-	1,000,000	-	1,000,000	-	-	-	-	2,000,000
	Total SOGR	29,904,743	-	29,904,743	16,870,183	1,536,744	2,892,316	2,050,000	-	1,850,000	100,000	4,000,000	4,605,500	-	4,605,500	-	29,904,743
ii. LEGAL MANDATES AND ELECTRIFIED SERVICE RAIL PROGRAM INTEGRATION																	
12	CCTV End of Life Equipment	75,000		75,000	-	-	75,000	-	-	-	-	-	-	-	-	-	75,000
	Total	75,000	-	75,000	-	-	75,000	-	-	-	-	-	-	-	-	-	75,000
iii. OPERATIONAL IMPROVEMENTS/ENHANCEMENTS																	
13	PADS Replacement	1,060,000		1,060,000	-	-	1,060,000	-	-	-	-	-	-	-	-	-	1,060,000
14	Next Generation Visual Messaging Sign (VMS)	2,700,000		2,700,000	-	-	2,700,000	-	-	-	-	-	-	-	-	-	2,700,000
15	BCCF Virtualization Project	1,200,000		1,200,000	-	-	1,200,000	-	-	-	-	-	-	-	-	-	1,200,000
16	Broadband Communications⁴	5,193,586	9,626,655	14,820,241	-	-	5,193,586	-	-	-	-	-	9,626,655	-	9,626,655	-	14,820,241
	Total Project Budget (Post-Amendment): \$28,820,241																
17	Caltrain VoIP	222,000		222,000	-	-	222,000	-	-	-	-	-	-	-	-	-	222,000
18	Technology Refresh Assessment	325,000		325,000	-	-	325,000	-	-	-	-	-	-	-	-	-	325,000
19	GIS System - Update & Upgrade	2,000,333		2,000,333	-	-	2,000,333	-	-	-	-	-	-	-	-	-	2,000,333
20	Enterprise Asset Management Software System	1,048,000		1,048,000	-	-	1,048,000	-	-	-	-	-	-	-	-	-	1,048,000
21	Backup Central Control Facility (BCCF) Office Remodel	1,000,000		1,000,000	-	-	1,000,000	-	-	-	-	-	-	-	-	-	1,000,000
22	Support for Property Mapping	500,000		500,000	-	-	500,000	-	-	-	-	-	-	-	-	-	500,000
23	South Linden & Scott Grade Separation*	5,500,000		5,500,000	-	-	-	-	-	-	-	-	5,500,000	-	5,500,000	-	5,500,000
24	Mary Ave/Sunnyvale Ave Grade Separation*	18,898,000		18,898,000	-	-	-	-	-	-	-	-	18,898,000	-	18,898,000	-	18,898,000
25	Rengstorff Grade Separation*⁵	8,715,436	9,784,564	18,500,000	-	-	-	-	-	-	-	-	18,500,000	-	18,500,000	-	18,500,000
	Total Project Budget (Post-Amendment): \$22,000,000																
26	Middle Ave Undercrossing*	400,000		400,000	-	-	-	-	-	-	-	-	400,000	-	400,000	-	400,000
27	Bernardo Ave Undercrossing*	4,990,000		4,990,000	-	-	-	-	-	-	-	-	4,990,000	-	4,990,000	-	4,990,000
28	San Mateo Grade Crossing Improvements*⁶	2,066,941	1,404,609	3,471,550	-	-	-	-	-	-	-	-	3,471,550	-	3,471,550	-	3,471,550
	Total Project Budget (Post-Amendment): \$5,471,550																
42	Mountain View Transit Grade Separation ²	7,000,000		7,000,000	-	-	-	-	-	-	-	-	7,000,000	-	7,000,000	-	7,000,000
	Total Project Budget (Post-Amendment): \$18,200,000																
	Total	62,819,296	20,815,828	83,635,124	-	-	15,248,919	-	-	-	-	-	16,626,655	51,759,550	68,386,205	-	83,635,124
iv. PLANNING/STUDIES																	
29	DTX Support ³	3,819,545		3,819,545	-	-	500,000	-	-	-	-	-	3,319,545	-	3,319,545	-	3,819,545
	Total Project Budget (Post-Amendment): \$4,130,874																
30	Redwood City Corridor Planning	1,000,000		1,000,000	-	-	25,000	975,000	-	-	-	975,000	-	-	-	-	1,000,000
31	Rail Network and Operations Planning	200,000		200,000	-	-	200,000	-	-	-	-	-	-	-	-	-	200,000



FY2023 AMENDED CAPITAL BUDGET

Attachment B
Amendment 2
December 2022

Item #	PROJECT NAME	FY2023 ADOPTED CAPITAL BUDGET	Amendment 2	FY2023 AMENDED CAPITAL BUDGET	Federal Funds	STA SOGR	Unrestricted Funds	Member Agency Funds					Others			FY2023 AMENDED CAPITAL BUDGET
								San Francisco	San Mateo	Santa Clara (Gen Funds)	Santa Clara (Measure B)	Total	Others	Externally Funded	Total	
32	Transit-Oriented Development Studies	750,000		750,000	-		750,000					-	-	-	-	750,000
33	Electric Multiple-Unit (EMU) Hybridization	350,000		350,000	-		-				350,000	350,000	-	-	-	350,000
34	San Francisco Corridor and Stations Planning	250,000		250,000	-		-	250,000				250,000	-	-	-	250,000
35	SF Railyards Preliminary Business Case	250,000		250,000	-		250,000					-	-	-	-	250,000
36	Caltrain Access Policy Update	100,000		100,000	-		100,000					-	-	-	-	100,000
37	Capital Planning Technical Support	250,000		250,000	-		250,000					-	-	-	-	250,000
43	<i>Diridon Business Case⁷</i> <i>Total Project Budget (Post-Amendment): \$5,223,935</i>	-	3,000,000	3,000,000	-		-					3,000,000	-	-	3,000,000	3,000,000
Total		6,969,545	3,000,000	9,969,545	-	-	2,075,000	250,000	975,000	-	350,000	1,575,000	6,319,545	-	6,319,545	9,969,545
v. DTX FUNDING																
38	DTX Funding	1,500,000		1,500,000	-		1,500,000					-	-	-	-	1,500,000
Total		1,500,000	-	1,500,000	-	-	1,500,000	-	-	-	-	-	-	-	-	1,500,000
vi. CAPITAL/CONTINGENCY FUNDS																
39	Capital Contingency Funds - Engineering	330,000		330,000	-		-			330,000		330,000	-	-	-	330,000
40	Capital Contingency Funds - Rail	660,000		660,000	-		-		660,000			660,000	-	-	-	660,000
41	Capital Project Development	335,000		335,000	-		-		335,000			335,000	-	-	-	335,000
Total		1,325,000	-	1,325,000	-	-	-	-	1,325,000	-	-	1,325,000	-	-	-	1,325,000
Total		102,593,584	23,815,828	126,409,412	16,870,183	1,536,744	21,791,235	2,300,000	2,300,000	1,850,000	450,000	6,900,000	27,551,700	51,759,550	79,311,250	126,409,412

* Project is externally funded and relies on separate, project-specific funding plan.

¹ \$1,317,377 is funded by Local Partnership Program (LPP) funds

² \$7,000,000 is funded by Valley Transportation Authority (VTA) Measure B through an Amended Cooperative Agreement between JPB, VTA, and City of Mountain View

³ \$3,319,545 is funded by Transbay Joint Powers Authority (TJPA) through a Letter of Agreement (LOA) between JPB and TJPA

⁴ \$5,500,000 is funded by State Rail Assistance (SRA) funds; \$4,126,655 is proposed to be funded by unconfirmed SRA or State Broadband Grant funds

⁵ \$9,784,564 is funded by VTA Measure B through a Cooperative Agreement between JPB, VTA, and City of Mountain View

⁶ \$1,404,609 is funded by Section 130 Program funds through an amendment to the existing Caltrans Funding Agreement

⁷ \$2,000,000 is funded by Metropolitan Transportation Commission (MTC) through an Amended Master Funding Agreement between JPB and MTC; \$1,000,000 is funded by the City of San Jose through an Amended Funding Agreement between JPB and City of San Jose