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SHAMANN WALTON  
MONIQUE ZMUDA

MICHELLE BOUCHARD  
EXECUTIVE DIRECTOR

# AGENDA

## PENINSULA CORRIDOR JOINT POWERS BOARD

### Finance Committee Meeting

November 27, 2023, 2:30 pm

San Mateo County Transit District  
1250 San Carlos Avenue  
2nd Floor, Bacciocco Auditorium  
San Carlos, CA, 94070

or

San Jose City Hall  
200 East Santa Clara Street  
Room 1853  
San Jose, CA 95113

Committee Members: Monique Zmuda (Chair), Dev Davis (Vice Chair), Ray Mueller

Members of the public may participate remotely or in-person, provided that they satisfy the safety protocols listed below.

Members of the public may participate remotely via Zoom at <https://us02web.zoom.us/j/81843266625?pwd=aDExTGltUUJSOUc5TkNnbU1QMTRHUT09> or by entering Webinar ID: # 818 4326 6625, Passcode: 249080, 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> .

***Please Note the Following COVID-19 Protocols for In-person Attendance:***

Visitors who have been exposed to the COVID-19 virus, who have received a positive COVID-19 test results, or who are experiencing any of the following COVID-19 related symptoms should refrain from participating in person:

- Cough
- Fatigue
- Sore Throat
- Headache
- Congestion or runny nose
- Nausea or vomiting
- Muscle or body aches
- Diarrhea
- Fever or Chills
- Loss of taste or smell
- Shortness of Breath

Public Comments: Public comments may be submitted to [publiccomment@caltrain.com](mailto:publiccomment@caltrain.com) prior to the meeting’s call to order so that they can be sent to the Board as soon as possible, while those received during or after an agenda item is heard will be included into the Board’s weekly correspondence and posted online at: <https://www.caltrain.com/about-caltrain/meetings>.

Verbal public comments will also be accepted during the meeting in person and through Zoom\* or the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM. Participants using Zoom over the Internet should use the Raise Hand feature to request to speak. For 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 Hand feature for public comment. Each commenter will be recognized to speak, and callers should dial \*6 to unmute themselves when recognized to speak.

Each public comment is limited to two minutes. The Board Chair has 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 27, 2023 - Monday**

**2:30 pm**

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

*A double asterisk indicates that one or more Directors of the JPB serve on the governing board of a public agency with which the JPB proposes to contract. Under Government code section 1091(a)(9), this relationship is considered to be a noninterest but it must be disclosed.*

1. Call to Order/Pledge of Allegiance
2. Roll Call
3. 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.
4. Consent Calendar  
Members of the Board may request that an item under the Consent Calendar be considered separately.
  - 4.a. Meeting Minutes of October 23, 2023 Motion
  - 4.b. Approval of the 2024 JPB Finance Committee Meeting Calendar Motion
5. Renew Findings of an Emergency Regarding the North Channel Embankment of the San Francisquito Creek Bridge Due to Erosion Pursuant to Public Contract Code §22050\* Motion
6. Accept Statement of Revenues and Expenses for the Period Ending October 31, 2023 Motion
7. Chief Financial Officer (CFO) Report for Fiscal Year 2023 and Fiscal Year 2024 Quarter 1 Informational
8. Award of Contract for On-Call Alternate Project Delivery Negotiation Support Services\* Motion
9. Increase Contract Capacity for (3) On-Call Environmental Planning, Permitting and Support Services Contracts 19-J-P-072A, B and C\* Motion

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

10. Committee Member Requests

11. Date/Time of Next Regular Finance Committee Meeting: December 18, 2023 at 2:30 pm.  
The meeting will be accessible via Zoom and in person at the San Mateo County Transit District, Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070.

12. Adjourn

## **Information for the Public**

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

### **Date and Time of Board and Committee Meetings**

JPB Board: First Thursday of the month, 9:00 am; JPB Finance Committee: 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**

Members of the Public may attend this meeting in person or remotely via Zoom. \*Should Zoom not be operational, please check online at <https://www.caltrain.com/about-caltrain/meetings> for any updates or further instruction.

### **Public Comment\***

Members of the public are encouraged to participate remotely or in person. Public comments may be submitted by comment card in person and given to the JPB Secretary. Prior to the meeting's call to order, public comment may be sent to [publiccomment@caltrain.com](mailto:publiccomment@caltrain.com) 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>.

Oral public comments will also be accepted during the meeting in person or through Zoom or the teleconference number listed above. Public comments on individual agenda items are limited to one per person PER AGENDA ITEM. Each commenter will be automatically notified when they are unmuted to speak for two minutes or less. The Board Chair shall have the discretion to manage the Public Comment process in a manner that achieves the purpose of public communication and assures the orderly conduct of the meeting.

### **Accessible Public Meetings/Translation**

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

### **Availability of Public Records**

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

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

**Peninsula Corridor Joint Powers Board  
Finance Committee  
1250 San Carlos Avenue, San Carlos, CA 94070  
DRAFT Minutes of October 23, 2023**

**Members Present:** Raymond Mueller (arrived at 2:53), Monique Zmuda (Chair)

**Members via  
Teleconference:** Devora “Dev” Davis (Vice Chair)

**Members Absent:** None

**Staff Present:** M. Bouchard, T. Huckaby, S. Sargent, K. Yin, M. Rush, T. Davis,  
D. Seamans

**1. Call to Order/Pledge of Allegiance**

Chair Zmuda called the meeting to order at 2:30 pm and led the Pledge of Allegiance.

**2. Roll Call**

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

**3. Public Comment on Items not on the agenda**

There were none.

**4. Consent Calendar**

**4.a. Meeting Minutes of August 28, 2023**

**4.b. Renew Findings of an Emergency Regarding the North Channel Embankment of the San Francisquito Creek Bridge Due to Erosion Pursuant to Public Contract Code §22050\***

Motion/Second: Davis/ Zmuda

Ayes: Davis, Zmuda

Noes: None

Absent: Mueller

**5. Accept Statement of Revenues and Expenses for the Period Ended September 30, 2023**

Kate Jordan Steiner, Chief Financial Officer, introduced Danny Susantin, Manager of Grants and Capital Accounting. Danny Susantin provided the report which includes the following:

- The annual forecast currently matched the budget and will go under a future review
- Year-to-date revenue as of September was \$0.1 million, higher than the adopted budget and primarily due to the increase in Measure RR revenue
- Year-to-date expenses were \$4.8 million, lower than adopted budget and primarily due to reductions in rail operator service, and professional services

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

- Expenses are currently below budget and accruing savings
- Expect increased expenses due to the timing of when invoices are received

Motion/Second: Davis/ Zmuda

Ayes: Davis/ Zmuda

Noes: None

Absent: Mueller

## **6. Approve Project Labor Agreement Policy (PLA)**

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

- Proposed policy overview - applicable construction projects and consistent with applicable state and federal regulations (disadvantaged business enterprises and small business enterprise goals) and annual reporting requirements
- Proposed a \$10 million dollar threshold based on engineering estimate of Caltrain's larger and more expensive projects, as opposed to smaller bus and light rail agencies with a \$2 million threshold, but with the same percentage of the program value

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

- Appreciation for bringing back information on different levels multiple times
- The PLA will not affect the Board's approval of contracts. Policy provides advanced notice to contractors that they would be subject to the PLA

Motion/Second: Davis/ Zmuda

Ayes: Davis/ Zmuda

Noes: None

Absent: Mueller

## **7. Award of Contract for Insurance Brokerage Services\***

Kevin Yin, Director of Contracts and Procurement, provided the presentation, which included the following:

- Goals to provide qualified brokerage insurance services with in-depth experience with public transit/railroad property and casualty insurance market
- The selection committee reviewed and scored the one proposal received in accordance with RFP (request for proposal), and found USI met the criteria for experience and qualifications to perform the services
- Price analysis conducted to confirm fair and reasonable prices

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

- Staff reached out to six firms and received only one bid, USI; staff will continue work to engender more competition in the future
- Other agencies' contracts ranged from three to nine years and analysis was done to determine that the USI's bid was reasonable and fair compared to similar contracts
- The current carrier has provided services for over 20 years under different names
- Brokerage insurance services help facilitate purchasing, procuring insurance, and risk services (for SamTrans and the JPB), and for required railroad protective liability insurance as per the Federal Employers Liability Act (FILA)
- Go back out to the market to check for better options and obtain the best price before extending the two-year option after the initial five years
- Determine why the other firms did not bid to engender more future competition

Motion/Second to support the five-year contract and staff to re-evaluate the market prior to exercising a two-year option: Davis/ Zmuda

Ayes: Davis, Mueller, Zmuda

Noes: None

Absent: None

**8. Approve Three-Year Contract Extension with OutFront Media for Advertising Services\***

Taylor Huckaby, Deputy Chief of Communications, introduced Robert Casumbal, Director of Marketing, and they provided the presentation, which included the following:

- Overview for advertising services, current contractor, and allowed staff the appropriate time and leverage to develop and solicit a new multi-year advertising revenue contract
- Received minimum annual guarantee (MAG) or 60 percent net advertising revenue, whichever is higher, per the shared agreement with a three percent increase each year
- Advertising opportunities included train wraps, station advertising, and digital displays at 4th and King station

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

- Look at how other transportation agencies, such as BART (Bay Area Rapid Transit), are doing
- Hire a manager of ad revenue and partnerships to look for different ways to monetize the system and where people are coming on and off
- Conduct a full audit of advertising and advertisement placements
- Look at the other indicators for this type of spending by similar transit agencies but with different vendors and requirements to make sure they provide the advertising
- Two major vendors that do this type of work and staff will compare the two vendors, their resources, and performance benchmarks to understand what it is provided, which agencies use which vendor; what each agencies' mix of transit is (such as how many buses, bus stops, and or rail), and to follow up with this information

- Staff requested additional time to get past the completion of electrification and to make sure ridership is up in order to be in a better negotiation position for the future RFP

Motion/Second: Davis/ Muller

Ayes: Davis, Muller, Zmuda

Noes: None

Absent: None

**9. Committee Member Requests**

There were none.

**10. Date/Time of Next Regular Finance Committee Meeting: Monday, November 27, 2023, at 2:30 pm**

**11. Adjourned-** Meeting adjourned at 3:09 pm

DRAFT





## JPB Finance Committee Meeting Calendar – 2024

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

Monday, January 22

Tuesday, February 26

Monday, March 25

Monday, April 22

Monday, May 20\*

Monday, June 24

Monday, July 22

Monday, August 26

Monday, September 23

Monday, October 28

Monday, November 18\*

Monday December 16\*

Board Committee Members: Directors Monique Zmuda (Chair), Dev Davis (Vice Chair), Ray Mueller  
Primary Staff Liaison: Chief Financial Officer, Kate Jordan Steiner

\*Regular meetings are scheduled for two Mondays prior to the Board meeting at 2:30 pm unless otherwise noted.

Meetings will be conducted in a hybrid format (virtually via Zoom) and in-person at 1250 San Carlos Avenue, Bacciocco Auditorium, 2nd Floor, San Carlos, CA, unless otherwise stated. Individual members of the public may participate in-person if they comply with the District's current workplace safety policies, unless stated otherwise, unless scheduled or stated otherwise at <https://www.caltrain.com/about-caltrain/meetings>

Dates may be subject to change.

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee  
Through: Michelle Bouchard, Executive Director  
From: Robert Barnard, Deputy Chief, Caltrain Design & Construction  
Subject: **Renew Findings of an Emergency Regarding the North Channel Embankment of the San Francisquito Creek Bridge Due to Erosion Pursuant to Public Contract Code §22050**

Finance Committee Recommendation       Technology, Operations, Planning, and Safety Committee Recommendation       Advocacy and Major Projects Committee Recommendation

**Purpose and Recommended Action**

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

1. Renew findings previously adopted by the Board pursuant to California Public Contract Code section 22050(c)(2) (Resolution No. 2023-19) on March 29, 2023, and renewed at its subsequent meetings on May 4, 2023 (Resolution 2023-23), June 1, 2023 (Resolution 2023-38), August 3, 2023 (Resolution 2023-46), September 7, 2023 (Resolution 2023-56), October 5, 2023 (Resolution 2023-62) and November 2, 2023 (Resolution 2023-68) that an emergency exists at the north channel embankment of the San Francisquito Creek Bridge due to erosion and scouring caused by winter storms, and that immediate action is necessary to respond to the emergency; and
2. Continue to authorize emergency repairs of the north channel embankment of the San Francisquito Creek Bridge;
3. Continue to delegate authority to approve all plans and/or designs with regard to the emergency repairs to the Executive Director, or designee; and
4. Continue to authorize the Executive Director, or designee, to take all other actions required to respond to said emergency.

**Discussion**

**Background Regarding Previous Findings Authorizing Emergency Repairs:** The JPB owns and maintains the San Francisquito Creek Bridge, which is located in Menlo Park and Palo Alto between Control Points Alma (MP 29.98) and Mayfield (MP 33.50). In early January 2023, after a week of heavy rain, Caltrain Engineering staff inspected the Bridge and discovered that storms had eroded the soil on the creek bank supporting the northern abutment of the Bridge. Further investigation showed that additional erosion resulting from future storms could undermine the abutment, bridge, and tracks.

The JPB has the authority to undertake emergency repairs pursuant to California Public Contract Code section 22050, which requires that the Board, by a four-fifths vote, make findings based on substantial evidence that the emergency will not permit delay resulting from a competitive solicitation of bids, and that action is necessary to respond to the emergency. Public Contract Code section 1102 defines an emergency as “sudden, unexpected occurrence that poses a clear and imminent danger, requiring immediate action to prevent or mitigate the loss or impairment of life, health, property, or essential public services.” The Board made these findings at its March 29, 2023, meeting (Resolution 2023-19) and renewed these findings at its subsequent meetings on May 4, 2023 (Resolution 2023-23), June 1, 2023 (Resolution 2023-38), August 3, 2023 (Resolution 2023-46), September 7, 2023 (Resolution 2023-56), October 5, 2023 (Resolution 2023-62) and November 2, 2023 (Resolution 2023-68). Section 22050(c) requires the Board to review the emergency action at its next regularly scheduled meeting and at every subsequent regularly scheduled meeting until the action is terminated to determine that there is a need to continue the action.

November 18, 2023, Emergency Declaration: On November 16, 2023, a team of three registered California professional engineers, including a fluvial geomorphologist experienced with the San Francisquito Creek, completed a technical memorandum titled "Overview of Temporary Emergency Stabilization Measures," which stated that, in regard to the creek bank supporting the north abutment of Caltrain’s rail bridge, "the existing bank is likely to erode and would not be stable during/after a large storm event."

On November 18, 2023, the Executive Director issued an emergency declaration, which concluded:

- a. The current situation necessitated immediate action because anticipated winter storms threaten the integrity of the bridge, creating the potential for a catastrophic failure of the bridge and the subsequent risks to public safety, infrastructure, and the environment; and
- b. The current dry condition of the creek bed created a narrow window during which the JPB could implement emergency stabilization repairs to ensure the integrity of the bridge without risking the safety of workers or endangering aquatic life; and
- c. Given the prediction of severe winter storms and the risk of flash flooding and high creek flows at the San Francisquito Creek, attempting any work during the rainy season would present a substantial risk to the safety of workers, threaten endangered species, and increase the risk of a failed stabilization effort and a catastrophic failure of the bridge; and
- d. The current situation requires that Caltrain take action within a time period less than the normal time needed to process regulatory applications under standard procedures.

Based on these findings, the Executive Director declared an emergency situation for the San Francisquito Creek Bridge and directed that all necessary and appropriate actions be taken to

address the emergency, including the mobilization of resources and implementation of temporary creek bank stabilization measures.

#### Actions Taken

To date, JPB staff has:

2. Increased frequency of visual inspections of the Bridge and conducted immediate inspections during and/or after storms.
3. Retained on-call bench consultants (WSP, AECOM, Jacobs, and TRC), to assist the JPB in obtaining the required environmental permits, designing the bank stabilization, estimating the cost of the proposed work, and providing construction management services, respectively.
4. Engaged the U.S. Army Corps of Engineers, the Regional Water Quality Control Board, and the California Department of Fish and Wildlife and submitted all necessary applications for regulatory permits and approvals.
5. Met regularly with the City of Menlo Park, the City of Palo Alto, the San Francisquito Creek Joint Powers Authority, and Stanford University to coordinate the scope of the project and jointly review iterative design updates.
6. Jointly developed 15%, 35%, 65%, and 100% designs for the bank stabilization with input from the City of Menlo Park, City of Palo Alto, and regulatory agencies.
7. Jointly prepared and executed a trilateral project agreement by and between the JPB, the City of Menlo Park, and the City of Palo Alto to memorialize cost sharing arrangements and other responsibilities.
8. Obtained iterative and independent cost estimates from consultants and Walsh Construction to establish clear cost expectations and determine a fair and reasonable not-to-exceed construction budget.
9. Updated the overall project cost to \$6.5 million based on recent construction cost estimates and actual costs incurred for design, permitting, and other professional services.
10. Updated the overall project funding plan to align with the cost sharing agreement between JPB, the City of Menlo Park, and City of Palo Alto.
11. Identified the necessary funding sources from other project underruns and contingency for the JPB share of costs and obtained approval from Caltrain's Management Committee to apply those funds.
12. Awarded a construction contract to Walsh Construction to implement the bank stabilization because Walsh has a crew onsite that specializes in emergency work and because of Walsh's experience on JPB in-water construction projects, such as the Guadalupe River Bridge Replacement Project.
13. Obtained timely construction permits from the City of Menlo Park, City of Palo Alto, Regional Water Quality Control Board, and California Department of Fish and Wildlife.

#### Current Status

As of the date of this staff report:

1. An executed trilateral project agreement is in place between the JPB, the City of Menlo Park, and the City of Palo Alto.

2. JPB has 100% final construction drawings and specifications for the permanent bank stabilization design, which has been reviewed by all relevant stakeholders.
3. JPB has a construction contractor, Walsh Construction, under contract to implement the bank stabilization. The contract is based on a time-and-materials approach to compensation and therefore allows flexibility to adapt to changes in scope and schedule.
4. Walsh Construction stands ready to begin construction immediately upon receipt of all necessary permits.
5. JPB staff has obtained the following permits:
  - a. California Department of Fish and Wildlife Streambed Alteration Agreement
  - b. Regional Water Quality Control Board Section 401 Water Quality Certification Permit
  - c. City of Palo Alto Encroachment Permit
  - d. City of Menlo Park Encroachment Permit
  - e. City of Palo Alto Noise Exception Permit
  - f. City of Menlo Park Heritage Tree Permit

JPB staff submitted a timely application for a Section 404 permit to the U.S. Army Corps of Engineers. As part of their ongoing review, the U.S. Army Corps of Engineers has determined it is necessary to seek the review of relevant historic preservation issues and approval from the State Historic Preservation Officer prior to issuing the permit. Due to the time needed for this process to be completed, JPB staff did not receive the essential Section 404 permit in time to construct the project during the 2023 dry season ending October 15, 2023.

14. In accordance with the Executive Director's November 18, 2023, emergency declaration, JPB staff and Walsh Construction have mobilized to the San Francisquito Creek Bridge site and commenced implementation of emergency, temporary bank stabilization measures to protect the San Francisquito Creek Bridge from 2023-2024 winter storms which could otherwise threaten the integrity of the bridge. Staff anticipate completing the work on November 22, 2023.
15. JPB staff have reached out to the permitting agencies to notify them of the emergency declaration and to describe the temporary bank stabilization project and to seek all relevant permits.

#### Ongoing and Future Activities

In the months ahead:

1. JPB staff will continue to coordinate closely with the U.S. Army Corps of Engineers to facilitate the issuance of the Section 404 permit for construction of the permanent bank stabilization during the 2024 dry season.
2. JPB staff will continue to monitor conditions around the foundations of the Caltrain rail bridge.
3. JPB staff will update the project cost estimate, schedule, funding plan, and contracts to align with the new realities for the project.
4. During the 2024 dry season, JPB staff and Walsh Construction will remove the temporary bank stabilization measures and replace them with the permanent bank

stabilization measures designed under the joint project between JPB, the City of Menlo Park, and the City of Palo Alto.

5. JPB staff will report regularly to the Board regarding the status of the project.

**Budget Impact**

The San Francisquito Creek Emergency Bank Stabilization Project has an approved budget of \$6,471,067 funded by Capital Contingency Funds, the San Mateo County Transportation Authority (SMCTA), the Cities of Palo Alto and Menlo Park, and project savings from recently completed projects.

Prepared By:	Robert Barnard	Deputy Chief, Design and Construction	650.508.7783
	Mike Boomsma	Project Manager	808.208.2355

**Resolution No. 2023-**

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

\* \* \*

**Renewing Findings of an Emergency Regarding the North Channel  
Embankment of the San Francisquito Creek Bridge Due to Erosion Pursuant to  
Public Contract Code §22050**

**Whereas**, the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) previously authorized repair pursuant to California Public Contract Code section 22050 by a four-fifths vote of the Board on March 29, 2023 (Resolution 2023-19), making findings that: there was an emergency to repair the north channel embankment of the San Francisquito Creek Bridge due to erosion that threatened the integrity of the structure supporting the JPB’s tracks; that the emergency did not permit a delay that would have resulted from a formal solicitation for bids; and that action is necessary to respond to the emergency; and

**Whereas**, Resolution 2023-19 also authorized emergency repairs of the north channel embankment of the San Francisquito Creek Bridge without adopting plans and specifications or giving notice to potential bidders; and

**Whereas**, California Public Contract Code Section 1102 defines an emergency as “sudden, unexpected occurrence that poses a clear and imminent danger, requiring immediate action to prevent or mitigate the loss or impairment of life, health, property, or essential public services”; and

**Whereas**, California Public Contract Code section 22050 authorizes the JPB to repair and take other immediate actions required to address an emergency, and requires that findings based on substantial evidence must be made that the emergency will not permit delay resulting from a

competitive solicitation of bids, and that the action is necessary to respond to the emergency, by a four-fifths vote of the Board; and

**Whereas**, Resolution 2023-19 delegated to the Executive Director, or designee the authority: to approve all plans and/or designs; to execute a contract with Walsh Construction II, LLC, to undertake emergency repairs of the north channel embankment at the San Francisquito Creek Bridge at a price that staff has determined is fair and reasonable; and to take all other actions required to respond to said emergency, provided that the Executive Director reports such actions to the Board at each monthly Board meeting until the emergency situation is resolved, with a final report to be made at the first Board meeting after the emergency is resolved; and

**Whereas**, pursuant to Public Contract Code section 22050(c), the Board must review the emergency action at its next regularly scheduled meeting and affirm by the passage of a four-fifths vote at every subsequent regularly scheduled meeting until the action is terminated to determine that there is a need to continue the action; and

**Whereas**, the Board most recently renewed its findings via Resolution 2023-68 at its November 2, 2023, Board meeting; and

**Whereas**, following months of heavy rain in January 2023, assessments of the condition of the north embankment supporting the San Francisquito Creek Bridge Main Track 1 (MT-1) and Main Track (MT-2) by the Peninsula Corridor Joint Powers Board (JPB) revealed significant erosion on the slope of the embankment, threatening the integrity of the north approaching track structure; and

**Whereas**, the JPB consulted with the U.S. Army Corps of Engineers (USACE), the Regional Water Quality Control Board, and the California Department of Fish and Wildlife concerning



environmental permits for restoration activities to preserve the integrity of MT-1 and MT-2 tracks in light of the significant erosion of the northern embankment; and

**Whereas**, there is a continued and ongoing emergency to repair the north channel embankment of the San Francisquito Creek Bridge due to erosion that threatens the integrity of the structure supporting the JPB's tracks, and because meteorologists predict a wet winter including storms that could result in additional erosion; and

**Whereas**, action is necessary to respond to this continued and ongoing emergency to prevent or mitigate loss or damage to life, health, property, or essential public services; and

**Whereas**, the time required to obtain competitive bids would have unduly delayed the JPB's ability to make emergency repairs to these essential facilities, and substantial evidence supports the conclusions that the need for emergency actions cannot be delayed, and that the JPB has and must continue to act as expeditiously as possible to repair necessary facilities; and

**Whereas**, JPB staff have awarded a contract to Walsh Construction, which is also working on the Guadalupe River Bridge project, to undertake emergency repair work; and

**Whereas**, iterative comparison of independent cost estimates from consultants and Walsh Construction has provided clear cost expectations to assure fair and reasonable pricing.

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

1. Renews findings from November 2, 2023, that an emergency, as defined by Section 1102 of the California Public Contract Code, exists at the north channel embankment at the San Francisquito Creek Bridge due to erosion that threatens the integrity of the structure supporting the JPB's tracks; and

2. Renews findings, based on the substantial evidence presented by staff, that the emergency did not permit a delay that would have resulted from a formal solicitation for bids because the time required to obtain competitive bids would have unduly delayed the JPB's ability to make emergency repairs to these essential facilities, that action is necessary to respond to the ongoing emergency to prevent or mitigate loss or damage to life, health, property or essential public services, that the need for emergency actions cannot be delayed, and that the JPB has and must continue to act as expeditiously as possible to repair necessary facilities; and
3. Continues to authorize emergency repairs of the north channel embankment at the San Francisquito Creek Bridge without adopting plans and specifications or giving notice to potential bidders; and
4. Continues to delegate to the Executive Director, or designee, the authority: to approve all plans and/or designs; to amend the contract with Walsh Construction, to undertake emergency repairs of the north channel embankment at the San Francisquito Creek Bridge at a price that staff has determined is fair and reasonable; and to take all other actions required to respond to said emergency, provided that the Executive Director reports such actions to the Board at each monthly Board meeting until the emergency situation is resolved, with a final report to be made at the first Board meeting after the emergency is resolved.

**Be It Further Resolved** that the Board of Directors has reviewed the emergency action taken on March 29, 2023, on May 4, 2023, on June 1, 2023, on August 3, 2023, on September 7, 2023, on October 5, 2023, and on November 2, 2023, to remediate emergency conditions at the embankment of the San Francisquito Bridge, and will continue to conduct such a review at every

subsequent regularly scheduled meeting until the action is terminated to determine that there is a need to continue the action by a four-fifths vote pursuant to Public Contract Code section 22050(c).

Regularly passed and adopted this 7<sup>th</sup> day of December, 2023 by the following vote:

Ayes:

Noes:

Absent:

---

Chair, Peninsula Corridor Joint Powers Board

Attest:

---

JPB Secretary  
(00499790)

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: JPB Finance Committee  
Through: Michelle Bouchard, Executive Director  
From: Kate Jordan Steiner, Chief Financial Officer  
Subject: **Accept Statement of Revenues and Expenses for the Period Ending October 31, 2023**

Finance Committee Recommendation       Technology, Operations, Planning, and Safety Committee Recommendation       Advocacy and Major Projects Committee Recommendation

**Purpose and Recommended 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 the Period Ending October 31, 2023.

This staff report provides a brief discussion of significant items and trends on the attached Statement of Revenues and Expenses through October 31, 2023. 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.

**Discussion**

**Annual Forecast:** The annual forecast is currently the same as the budget and will be reviewed in a few months.

**Year-to-Date Revenues:** As of October year-to-date actual, the Grand Total Revenue (page 1, line 17) is \$2.4 million higher than the adopted budget. This is primarily driven by the increase in Measure RR (page 1, line 11) which is partially offset by the decrease in Other Income (page 1, line 5).

**Year-to-Date Expenses:** As of October year-to-date actual, the Grand Total Expense (page 2, line 51) is \$5.0 million lower than the adopted budget. This is primarily driven by the decreases in Rail Operator Service (page 2, line 22), Wages and Benefits (page 2, line 36), Professional Services (page 2, line 39), and Fuel and Lubricants (Page 2, line 25) which is partially offset by the increase in Claims, Payments, and Reserves (page 2, line 28).

**Budget Impact**

There is no budget impact for October 2023.

Prepared By:	Li Saunders	Accountant II	650.622.7848
	Danny Susantin	Grants & Capital Accounting, Manager	650.622.8073

**PENINSULA CORRIDOR JOINT POWERS BOARD**

Item #6.  
11/27/2023

**STATEMENT OF REVENUE AND EXPENSE**

**Fiscal Year 2024  
OCTOBER 2023**

% OF YEAR ELAPSED 33.3%

	JULY TO OCTOBER				ANNUAL			
	CURRENT	ADOPTED	\$	%	APPROVED		\$	
	ACTUAL	BUDGET	VARIANCE	VARIANCE	BUDGET	FORECAST	VARIANCE	
<b>REVENUE</b>								
OPERATIONS:								
1 Caltrain Fares	10,309,292	10,347,683	(38,391)	(0.4%)	29,936,000	29,936,000	-	1
2 Go Pass	5,446,286	5,588,000	(141,714)	(2.5%)	16,764,000	16,764,000	-	2
3 Parking Revenue	640,935	635,004	5,931	0.9%	1,905,015	1,905,015	-	3
4 Rental Income	552,457	342,164	210,293	61.5%	1,026,489	1,026,489	-	4
5 Other Income	1,532,621	2,180,420	(647,799)	(29.7%)	6,541,260	6,541,260	-	5
6								6
7 TOTAL OPERATING REVENUE	18,481,591	19,093,271	(611,680)	(3.2%)	56,172,764	56,172,764	-	7
8								8
9 CONTRIBUTIONS:								9
10 Operating Grants	4,289,875	4,266,980	22,895	0.5%	12,800,936	12,800,936	-	10
11 Measure RR	42,932,334	39,901,000	3,031,334	7.6%	118,400,000	118,400,000	-	11
12 Member Agency (VTA - Gilroy)	156,667	156,667	(0)	(0.0%)	470,000	470,000	-	12
13 LCTOP/SRA	2,302,901	2,302,832	69	0.0%	6,908,503	6,908,503	-	13
14								14
15 TOTAL CONTRIBUTED REVENUE	49,681,777	46,627,479	3,054,298	6.6%	138,579,439	138,579,439	-	15
16								16
17 GRAND TOTAL REVENUE	<b>68,163,367</b>	<b>65,720,750</b>	<b>2,442,618</b>	<b>3.7%</b>	<b>194,752,203</b>	<b>194,752,203</b>	-	17
18								18

# PENINSULA CORRIDOR JOINT POWERS BOARD

Item #6.  
11/27/2023

## STATEMENT OF REVENUE AND EXPENSE

Fiscal Year 2024  
OCTOBER 2023

% OF YEAR ELAPSED 33.3%

	JULY TO OCTOBER				ANNUAL		
	CURRENT ACTUAL	ADOPTED BUDGET	\$ VARIANCE	% VARIANCE	APPROVED BUDGET	FORECAST	\$ VARIANCE
19 <b>EXPENSE</b>							
20							
21 <b>DIRECT EXPENSE:</b>							
22 Rail Operator Service	32,339,551	35,280,900	(2,941,349)	(8.3%)	104,889,704	104,889,704	-
23 Security Services	2,899,503	2,762,011	137,492	5.0%	8,286,045	8,286,045	-
24 Shuttle Services	22,768	26,668	(3,900)	(14.6%)	80,000	80,000	-
25 Fuel and Lubricants*	4,321,933	5,070,436	(748,503)	(14.8%)	15,211,316	15,211,316	-
26 Timetables and Tickets	5,874	31,664	(25,790)	(81.5%)	95,000	95,000	-
27 Insurance	3,539,955	3,409,900	130,055	3.8%	10,229,703	10,229,703	-
28 Claims, Payments, and Reserves	2,297,280	440,000	1,857,280	422.1%	1,320,000	1,320,000	-
29 Facilities and Equipment Maintenance	2,437,526	2,720,388	(282,862)	(10.4%)	8,171,766	8,171,766	-
30 Utilities	792,270	902,968	(110,698)	(12.3%)	2,708,900	2,708,900	-
31 Maint & Services-Bldg & Other	312,819	594,868	(282,049)	(47.4%)	1,784,600	1,784,600	-
32							
33 <b>TOTAL DIRECT EXPENSE</b>	<b>48,969,478</b>	<b>51,239,803</b>	<b>(2,270,325)</b>	<b>(4.4%)</b>	<b>152,777,034</b>	<b>152,777,034</b>	<b>-</b>
34							
35 <b>ADMINISTRATIVE EXPENSE</b>							
36 Wages and Benefits	5,673,982	6,793,915	(1,119,933)	(16.5%)	18,345,854	18,345,854	-
37 Managing Agency Admin OH Cost	1,099,791	1,188,488	(88,697)	(7.5%)	3,565,453	3,565,453	-
38 Board of Directors	2,347	20,958	(18,612)	(88.8%)	62,875	62,875	-
39 Professional Services	2,316,045	3,393,894	(1,077,849)	(31.8%)	9,608,162	9,608,162	-
40 Communications and Marketing	99,004	147,576	(48,572)	(32.9%)	442,730	442,730	-
41 Other Office Expenses and Services	1,262,306	1,420,588	(158,282)	(11.1%)	4,224,422	4,224,422	-
42							
43 <b>TOTAL ADMINISTRATIVE EXPENSE</b>	<b>10,453,474</b>	<b>12,965,419</b>	<b>(2,511,945)</b>	<b>(19.4%)</b>	<b>36,249,496</b>	<b>36,249,496</b>	<b>-</b>
44							
45 <b>TOTAL OPERATING EXPENSE</b>	<b>59,422,953</b>	<b>64,205,223</b>	<b>(4,782,270)</b>	<b>(7.4%)</b>	<b>189,026,530</b>	<b>189,026,530</b>	<b>-</b>
46							
47 Governance	120,788	75,000	45,788	61.1%	225,000	225,000	-
48							
49 Debt Service Expense	895,406	1,157,040	(261,634)	(22.6%)	3,471,125	3,471,125	-
50							
51 <b>GRAND TOTAL EXPENSE</b>	<b>60,439,147</b>	<b>65,437,263</b>	<b>(4,998,116)</b>	<b>(7.6%)</b>	<b>192,722,655</b>	<b>192,722,655</b>	<b>-</b>
52							
53 Projected Contribution to Reserve					2,029,548	2,029,548	-
54							
55 <b>NET SURPLUS / (DEFICIT)</b>	<b>7,724,221</b>	<b>283,487</b>	<b>7,440,734</b>	<b>2624.7%</b>	<b>-</b>	<b>-</b>	<b>-</b>
56							
57 Reserve, Beginning Balance	26,878,850				26,878,850		
58 Projected Contribution to Reserve	-				2,029,548		
59 Reserve, Ending Balance	<u>26,878,850</u>				<u>28,908,398</u>		
60							
61 * Fuel and Lubricants costs were decreased by a realized gain of \$553,938 from the fuel hedge program.							
62							



BOARD OF DIRECTORS 2023

JEFF GEE, CHAIR  
DEVORA "DEV" DAVIS, VICE  
CHAIR  
PAT BURT  
CINDY CHAVEZ  
STEVE HEMINGER  
RICO E. MEDINA  
RAYMOND MUELLER  
SHAMANN WALTON  
MONIQUE ZMUDA

**PENINSULA CORRIDOR JOINT POWERS BOARD**

**INVESTMENT PORTFOLIO**

**AS OF OCTOBER 31, 2023**

MICHELLE BOUCHARD  
EXECUTIVE DIRECTOR

TYPE OF SECURITY	MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (Unrestricted) *	Liquid Cash	3.670%	372,051	372,051
County Pool (Unrestricted)	Liquid Cash	3.131%	575,346	575,346
Other (Unrestricted)	Liquid Cash	4.780%	29,504,478	29,504,478
Other (Restricted) **	Liquid Cash	4.971%	31,717,413	31,717,413
			\$ 62,169,288	\$ 62,169,288

Interest Earnings for October 2023 \$ 204,959.14  
Cumulative Earnings FY2024 770,618.76

\* 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					FY2024				
REVENUE	FY2019	FY2020	FY2021	FY2022	FY2023	Jul-23	Aug-23	Sep-23	Oct-23	FY2024 Total YTD
<b>OPERATIONS:</b>										
401400 (TVM)	18,431,265	11,165,620	2,458,837	6,836,440	6,838,317	701,507	580,909	427,973	542,427	2,252,815
401410 (Clipper)	54,621,910	37,970,696	2,924,987	7,764,755	15,493,238	1,584,242	1,688,849	1,283,054	1,964,018	6,520,163
401420 (Central)	64,908	20,799	309,748	39,911	58,267	1,068	-	7,861	8,407	17,336
401430 (Mobile App)	4,716,955	5,689,776	830,051	2,808,795	3,501,791	289,934	353,887	285,899	332,212	1,261,933
401500 (Gilroy)	1,903,941	1,542,171	178,759	449,281	706,203	58,850	58,850	75,084	64,261	257,046
401700 (Go-Pass)	22,929,136	19,705,372	25,737,533	15,337,175	16,728,021	1,362,537	1,337,709	1,370,632	1,375,408	5,446,286
total Farebox Revenue	102,668,114	76,094,433	32,439,915	33,236,357	43,325,839	3,998,139	4,020,204	3,450,502	4,286,733	15,755,578
Less: Go-Pass										
401700 (Go-Pass)	22,929,136	19,705,372	25,737,533	15,337,175	16,728,021	1,362,537	1,337,709	1,370,632	1,375,408	5,446,286
Revenues without Go-Pass	79,738,978	56,389,061	6,702,382	17,899,182	26,597,817	2,635,602	2,682,496	2,079,870	2,911,325	10,309,292
<b>Tickets Sold</b>						Jul-23	Aug-23	Sep-23	Oct-23	Total
TVM	2,354,393	1,465,876	315,378	755,674	802,158	78,363	74,658	69,149	55,296	277,466
Clipper	3,521,066	2,620,816	339,753	1,227,757	1,975,206	194,041	214,425	199,252	207,797	815,515
Central	9,167	5,044	-	4,032	6,440	100	231	484	717	1,532
Mobile	543,920	661,515	111,394	381,441	428,741	40,439	41,483	39,565	37,168	158,655
# of tickets sold (without go-pass)	6,428,546	4,753,251	766,525	2,368,904	3,212,545	312,943	330,797	308,450	300,978	1,253,168
<b>AVG Revenue Per Ticket</b>						Jul-23	Aug-23	Sep-23	Oct-23	Total
TVM	\$ 7.83	\$ 9.05	\$ 7.80	\$ 9.05	\$ 8.52	\$ 8.95	\$ 7.78	\$ 6.19	\$ 9.81	\$ 8.12
Clipper	\$ 15.51	\$ 6.32	\$ 8.61	\$ 6.32	\$ 7.84	\$ 8.16	\$ 7.88	\$ 6.44	\$ 9.45	\$ 8.00
Central	\$ 7.08	\$ 9.90	\$ -	\$ 9.90	\$ 9.05	\$ 10.68	\$ -	\$ 16.24	\$ 11.72	\$ 11.32
Mobile	\$ 8.67	\$ 7.36	\$ 7.45	\$ 7.36	\$ 8.17	\$ 7.17	\$ 8.53	\$ 7.23	\$ 8.94	\$ 7.95
Total	\$ 12.40	\$ 11.86	\$ 8.74	\$ 7.56	\$ 8.28	\$ 8.42	\$ 8.11	\$ 6.74	\$ 9.67	\$ 8.23

Farebox Revenues by Ticket Type	PENINSULA CORRIDOR JOINT POWERS BOARD							Annual Budget	
	July to October						FY2024		
REVENUE	FY2019	FY2020	FY2021	FY2022	FY2023	FY2024	FY2024	% of Budget	
401400 (TVM)	7,549,316	6,076,030	607,580	2,236,332	2,655,785	2,252,815			
401410 (Clipper)	18,964,418	19,307,768	867,716	1,923,136	5,620,490	6,520,163			
401420 (Central)	28,429	26,293	-	25,470	27,064	17,336			
401430 (Mobile App)	1,323,288	2,754,085	206,807	808,450	1,365,893	1,261,933			
401500 (Gilroy)	663,805	661,193	59,792	99,340	247,279	257,046			
401700 (Go-Pass)	6,844,934	7,790,284	10,203,649	4,732,871	5,727,277	5,446,286			
total Farebox Revenue	35,374,191	36,615,652	11,945,545	9,825,599	15,643,789	15,755,578	46,700,000	33%	
Less: Go-Pass									
401700 (Go-Pass)	6,844,934	7,790,284	10,203,649	4,732,871	5,727,277	5,446,286	16,764,000	34%	
Revenues without Go-Pass	28,529,257	28,825,368	1,741,896	5,092,728	9,916,511	10,309,292	29,936,000	33%	
<b>Tickets Sold</b>									
TVM	953,507	790,103	95,880	254,129	330,067	277,466			
Clipper	1,234,087	1,317,354	90,548	347,022	696,873	815,515			
Central	3,161	2,839	-	2,607	2,113	1,532			
Mobile	146,063	323,524	29,650	117,071	167,249	158,655			
# of tickets sold (without go-pass)	2,336,818	2,433,820	216,078	720,829	1,196,302	1,253,168			
<b>AVG Revenue Per Ticket</b>									
TVM	\$ 7.92	\$ 7.69	\$ 6.34	\$ 8.80	\$ 8.05	\$ 8.12			
Clipper	\$ 15.37	\$ 14.66	\$ 9.58	\$ 5.54	\$ 8.07	\$ 8.00			
Central	\$ 8.99	\$ 9.26	\$ -	\$ 9.77	\$ 12.81	\$ 11.32			
Mobile	\$ 9.06	\$ 8.51	\$ 6.97	\$ 6.91	\$ 8.17	\$ 7.95			
Total	\$ 12.21	\$ 11.84	\$ 8.06	\$ 7.07	\$ 8.29	\$ 8.23			

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee  
Through: Michelle Bouchard, Executive Director  
From: Kate Jordan Steiner, Chief Financial Officer  
Subject: **Chief Financial Officer (CFO) Report for Fiscal Year 2023 and Fiscal Year 2024  
Quarter 1**

- |   |  |   |
|---|--|---|
| <input type="checkbox"/> Finance Committee Recommendation | <input type="checkbox"/> Technology, Operations, Planning, and Safety Committee Recommendation | <input type="checkbox"/> Advocacy and Major Projects Committee Recommendation |
|---|--|---|

**Purpose and Recommended Action**

The Board will receive an update on the financial result for Fiscal Year 2023 (FY23), Quarter 1 of Fiscal Year 2024 (FY24), and provides a general outlook for the remainder of FY24 and Fiscal Year 2025 (FY25). This is an informational item.

**Discussion**

**Fiscal Year 2023 Year End (FY23YE)**

Caltrain ended FY23 favorable to budget with a net result of \$11.1 million.

**Sources were \$184.7 million, \$8.1 million (4.6 percent) higher** than the adopted budget of \$176.6 million, primarily driven by

- Increases in:
  - +\$3.1 million (177.5 percent) Other Income, including revenue (advertising \$0.8 million, parking citations \$0.3M, other non-transit and miscellaneous operating revenue \$0.9 million); Shared Track Maintenance \$0.4M; and Interest Income \$0.2 million)
  - +\$7.3 million (6.4 percent) Measure RR
- Partially offset by \$3.6M (11.9%) below-budget fare revenue due to delays in ridership recovery and service changes/interruptions to complete electrification.

**Uses were \$176.2 million, \$3.0 million (1.7 percent) lower** than the adopted budget of \$179.2 million, primarily due to:

- Decreased spending on
  - Labor: Wages and Benefits, Professional Services, Security Services
  - Non-Labor: Fuel and Lubricants, Other Office Expenses and Services
- Partially offset by increases in
  - Insurance-related costs
  - Managing Agency Admin overhead, and
  - Debt Service.

### **Project Progress**

In FY23, the Electrification Project reached 89 percent completion with revenue service scheduled to begin in September 2024. The following State-of-Good Repair (SOGR) program projects reached substantial completion in FY23:

- Bayshore Station Overpass Pedestrian Bridge Rehabilitation in San Francisco
- Next Generation Clipper Validator Site Preparation
- Closed-Circuit Television (CCTV) Assessment

Grade crossing improvement projects under Safety Improvement undertaken in FY23 included completion of Mary Avenue Signal Preemption project and 100 percent design completion of:

- 16th Street (SF)
- Mission Bay (SF)
- East Meadow (Palo Alto)
- Whipple Ave (Redwood City)
- Ravenswood (Menlo Park), and
- Main St. (Redwood City)

In FY24, major projects underway include Guadalupe River Bridge Replacement in San Jose which began construction and the San Francisquito Creek Bridge Project which has been redefined to undertake additional alternative analyses.

### **Fiscal Year 2023-2024, Quarter 1 (FY24Q1)**

Caltrain ended FY24 Q1 favorable to budget with a net result of \$4.9 million.

**Sources were \$50.6 million \$0.1 million (0.2 percent) higher** than the adopted budget of \$50.5M, primarily driven by the increase in:

- Measure RR contribution by \$1.1 million (3.7 percent)
- Partially offset by below-budget:
  - \$0.5 million (6.4 percent) fare revenue
  - \$0.6 million (39 percent) Other Income, including Interest \$0.4 million and Insurance Reimbursements \$0.2 million)

**Uses were \$44.9 million, \$4.8 million (9.6 percent) lower** than the \$49.7 million adopted budget. This is primarily due to

- Decreased spending on labor, including Rail Operator service, Wages and Benefits, and Professional Services;
- Partially offset by increases in insurance related costs.

### **Fiscal Year 2024 Outlook**

Caltrain is balancing costs to support SOGR, and other major investments against constrained sources such as low farebox recovery (4 percent below budget in Q1) and delays in State and Federal reimbursement. Staff will provide year-end projections after FY24Q2 closes. Preliminary outlook is noted below.

**Sources may lag in FY24:**

- Farebox recovery is expected to lag, driven by (a) weekend shutdowns for PCEP; (b) New Fall Fares promotion, starting Sept 1, 2023, which reduces fares for new fare products for families, groups, youths, and hybrid commuters; and (c) potential declines in Go Pass revenue, driven by a decrease in re-enrollment.
- Sales tax revenue estimates unchanged from budget at this time, although spending generating sales taxes is expected to dip in FY24

**Uses may be close to budget in FY24:**

- Direct labor may be under budget due to high vacancies
- Contracted labor (Rail Operator Service (TASI) and Professional Services may be close to or under budget
- Insurance and Legal expenses may be over budget
- Other non-labor including fuel, materials and supplies, and maintenance and utilities, may be close to budget

Fiscal Year 2025 Outlook

FY24/FY25 is Caltrain’s first biennial (two-year) budget. Staff expect to bring a FY25 budget amendment before the Board in the summer/fall of Calendar Year 2024 (CY24). Potential budget amendments may include costs for TASI, electrified service, and administration.

Unfunded Capital Need

Caltrain continues to seek funding for a variety of critical investments, including State of Good Repair (SOGR); and emerging Safety, Security, Access, and other needs.

**Unfunded Capital Need (\$M (million)), Cumulative**

<b>UNFUNDED</b>	<b>FY24</b>	<b>FY25</b>	<b>FY26</b>	<b>FY27</b>	<b>FY28</b>
SOGR	\$37.64M	37.20M	29.25M	31.91M	38.62M
Safety/ Security/ Access/ Other	8.07M	21.81M	47.13M	65.35M	65.91M
<b>Total*</b>	<b>45.71M</b>	<b>59.01M</b>	<b>76.38M</b>	<b>97.27M</b>	<b>\$104.53M</b>

\* Each year reflects compounding needs

**Budget Impact**

This is an informational item. There is no budget impact.

Prepared By: Kate Jordan Steiner

Chief Financial Officer

(650) 647-3504

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee  
Through: Michelle Bouchard, Executive Director  
From: Kate Jordan Steiner, Chief Financial Officer  
Subject: **Award of Contract for On-Call Alternate Project Delivery Negotiation Support Services**



Finance Committee  
Recommendation



Technology, Operations,  
Planning, and Safety  
Committee Recommendation



Advocacy and Major  
Projects Committee  
Recommendation

**Purpose and Recommended Action**

The contract for on-call alternative project delivery negotiation support services (Services) will provide the Peninsula Corridor Joint Powers Board (JPB) with a qualified and experienced consulting firm that is well-versed in public transit capital projects to support the JPB during implementation of capital projects using alternative project delivery methods. These services are expected to include development of independent cost estimates, cost validation and oversight services.

Staff recommends that the Board of Directors (Board) of the JPB:

1. Award an on-call contract to Kelly McNutt Consulting, LLC of Vancouver, WA (Kelly McNutt) to provide the Services for a total not-to-exceed amount of \$2.5 million for a five-year base term.
2. Authorize the Executive Director or designee to execute a contract with Kelly McNutt in full conformity with the terms and conditions of the solicitation documents and negotiated agreement, and in a form approved by legal counsel.
3. Authorize the Executive Director or designee to exercise up to two one-year option terms with Kelly McNutt, for a total not-to-exceed additional amount of \$1 million, if deemed in the best interest of the JPB.

**Discussion**

Approval of the above actions will benefit the JPB by engaging a qualified firm that can provide independent cost estimates for construction phase work; support the JPB with its total contract price review and negotiation with alternative project delivery contractors; provide collaborative support for development of project risk registers and risk allocation and mitigation plans, including risk-based cost assessments; provide support for negotiations with contractors regarding potential incentives for: safety, quality, community relations, diversity, cost control, schedule control, and sustainability; and review, comment on, and validate project delivery contractors' construction phase work planning. The Services will be utilized on an as-needed

basis. Award of this contract will not obligate the JPB to purchase any specific level of service from the Kelly McNutt.

### **Budget Impact**

Work Directives issued under this contract will be funded by a mix of Federal, State, Regional and/or Local revenues and grants from approved and future capital projects.

Staff expects the contract will initially be funded under budgets established for three capital projects, namely: Mountain View Transit Grade Separation, Broadway Burlingame Grade Separation, and Rengstorff Grade Separation.

The Mountain View Transit Grade Separation Project was originally included by the Board in the Fiscal Year (FY) 2022 capital budget. The initial project budget of \$11.2 million included funds from the Santa Clara Valley Transportation Authority (VTA) and the City of Mountain View. The project budget was increased to \$125.2 million in the FY 2023 and FY 2024 budgets with the addition of \$114 million from VTA Measure B, the State's Local Partnership Program and the City of Mountain View.

The Broadway Burlingame Grade Separation Project was originally approved by the Board as part of the FY2018 capital budget, initially with \$4,350,000 of funds from the San Mateo County Transportation Authority (SMCTA) and the City of Burlingame. Amendments to the project's budget resulted in additional contributions of \$21,063,000, funded by SMCTA and the City of Burlingame, increasing the total project budget to \$25,413,000.

The Rengstorff Grade Separation project was included in the FY2019 capital budget with \$3.5 million in funds from the City of Mountain View. In FY2023, the Board approved an additional budget of \$18.5 million in VTA Measure B funds, thereby increasing the project's budget to \$22 million.

Each of the above projects have sufficient available budget to support the contract.

### **Procurement**

On August 29, 2023, the JPB issued a Request for Proposals (RFP), solicitation number 24-J-P-016, for the Services. The RFP was advertised on the JPB's e-Procurement website. Staff held a pre-proposal meeting and two potential proposers attended. On September 25, 2023, the JPB received proposals from two firms:

1. Dynamic Preconstruction Services of Carlsbad, CA
2. Kelly McNutt Consulting, LLC of Vancouver, WA

A Selection Committee (Committee) composed of qualified staff from JPB's Rail Development Department reviewed, evaluated, and ranked these proposals in accordance with the following weighted criteria:

Evaluation Criteria	Maximum Points
Approach to Providing Services: On-Call Team Organization and Work Directive Management Plan	5 Points
Company Qualifications, Experience, and References	25 Points
Qualifications and Experience of Key Personnel	25 Points
Understanding the Required Scope of Services	30 Points
Cost Proposal and/or Labor Rates	15 Points
Small Business Enterprise (SBE) Preference	5 Points

After the initial scoring of the technical proposals, both firms were interviewed as both were in the competitive range. The Committee determined Kelly McNutt to be the highest-ranked firm with the most qualified proposal and approach for the Services. The firm possesses the requisite depth of experience and has the required qualifications to successfully perform the scope of work as defined in the solicitation documents.

Negotiations were conducted successfully with Kelly McNutt. Staff conducted a price analysis and determined that Kelly McNutt's prices are fair and reasonable.

Kelly McNutt is a certified Disadvantaged Business Enterprise (DBE) and received the full five-point SBE preference. Kelly McNutt intends to perform this contract with a team of two sub-consultants, one of which also is a DBE firm.

Prepared By:	Cathie Silva	Procurement Administrator III	650.622.7857
	Alvin Piano	Senior Project Manager	650.453.8099



**Resolution No. 2023-**

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

\* \* \*

**Awarding a Contract to Kelly McNutt Consulting, LLC for On-Call Alternate Project Delivery Negotiation Support Services for a Total Not-to-Exceed Amount of \$2.5 Million for a Five-Year Base Term, and Authorizing Two One-Year Option Terms for an Additional Not-to-Exceed Amount of \$1 Million**

**Whereas**, on August 29, 2023, the Peninsula Corridor Joint Powers Board (JPB) issued Request for Proposals (RFP) number 24-J-P-016 for On-Call Alternate Project Delivery Negotiation Support Services (Services); and

**Whereas**, in response to the RFP, the JPB received two proposals; and

**Whereas**, a Selection Committee (Committee) composed of qualified staff reviewed, evaluated and ranked these proposals in accordance with the weighted criteria set forth in the RFP, conducted interviews with the two firms, and determined that Kelly McNutt Consulting, LLC of Vancouver, Washington (Kelly McNutt) was the highest ranked proposer; and

**Whereas**, the Committee determined that Kelly McNutt possesses the requisite depth of experience and has the required qualifications to successfully perform the scope of work as defined in the solicitation documents; and

**Whereas**, Staff and legal counsel reviewed Kelly McNutt's proposal and determined it complies with the requirements of the RFP; and

**Whereas**, Staff conducted a price analysis and determined that Kelly McNutt's prices are fair and reasonable; and

**Whereas**, staff recommends that the Board of Directors (Board) award a contract to Kelly McNutt Consulting, LLC to provide the Services for a five-year base term for a total not-exceed amount of \$2.5 million and up to two one-year option terms for a total not-to-exceed additional amount of \$1 million.

**Now, Therefore, Be It Resolved** that the Board of Directors of the Peninsula Corridor Joint Powers Board hereby awards a contract to Kelly McNutt Consulting, LLC of Vancouver, Washington to provide on-call alternate project delivery negotiation support services for a five-year base term for a total not-exceed amount of \$2.5 million and up to two one-year option terms for a total not-to-exceed additional amount of \$1 million; and

**Be It Further Resolved** that the Board authorizes the Executive Director or designee to execute a contract on behalf of the JPB with Kelly McNutt in full conformity with the terms and conditions of the solicitation documents and negotiated agreement, and in a form approved by legal counsel; and

**Be It Further Resolved** that the Board authorizes the Executive Director or designee to execute up to two one-year option terms, if in the best interest of the JPB.

Regularly passed and adopted this 7<sup>th</sup> day of December, 2023 by the following vote:

Ayes:

Noes:

Absent:

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Chair, Peninsula Corridor Joint Powers Board

Attest:

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JPB Secretary

**Peninsula Corridor Joint Powers Board  
Staff Report**

To: Finance Committee  
Through: Michelle Bouchard, Executive Director  
From: Robert Barnard, Chief Rail Design and Construction  
Subject: **Increase Contract Capacity for (3) On-Call Environmental Planning, Permitting and Support Services Contracts 19-J-P-072A, B, and C**

Finance Committee Recommendation       Technology, Operations, Planning, and Safety Committee Recommendation       Advocacy and Major Projects Committee Recommendation

**Purpose and Recommended Action**

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

1. Authorize amendments to the contracts for on-call environmental planning, permitting, and support services to increase the aggregate amount by \$2 million, from \$7 million to a new aggregate not-to-exceed total amount of \$9 million for a five-year term, to:
  - HDR Engineering, Inc.
  - ICF Jones & Stokes, Inc.
  - WSP USA Solutions, Inc. (f.k.a. as Louis Berger U.S., Inc.)
  
2. Authorize the Executive Director, or her designee, to execute the amendments to the contracts in full conformity with the terms and conditions of underlying agreements and in forms approved by legal counsel.

**Discussion**

In October 2019, the Board adopted Resolution 2019-35 authorizing award of the contracts for on-call environmental planning, permitting, and support services for an aggregate amount of \$7 million to be shared as a pool under authorized work directives assigned to the three firms listed above. This resolution also authorized up to two additional, one-year option terms for an aggregate not-to-exceed total amount of \$1,750,000 for each option year, provided that exercising such options is in the best interest of the JPB. The first option terms do not start until December 1, 2024.

To date, there is only 5 percent remaining available capacity from the aggregate amount through the end of the base term, which will conclude at the end of November 2024. Staff anticipates needing an additional \$2 million to fund current and ongoing, anticipated, and unanticipated,

work directives through November 30, 2024, for capital projects and compliance efforts that include, but are not limited to:

- Bridge replacement and rehabilitation programs,
- Emergency repairs due to more frequent climate change impacts,
- Grade separation projects along the Caltrain corridor,
- Under-crossings for cyclists and pedestrians as requested by cities along the Caltrain corridor,
- Peninsula Corridor Electrification Program environmental compliance,
- Required post-construction mitigation programs,
- Caltrain Sustainability and Resiliency program,
- Caltrain Vulnerability study,
- Compliance with new environmental regulations, and
- Special and third-party projects.

Increasing the contract total will not obligate the JPB to purchase any specific level of services from any firms as work directives are issued on a project and as-needed basis. The performance of all three firms to date has been satisfactory and in accordance with the requirements of each contract.

**Budget Impact**

Work Directives will be funded with a mix of federal, state, regional, and/or local revenues and grants from approved and future JPB operating and capital budgets.

Prepared By:	Enrica Balagot	Contract Administrator
	Manny Caluya	Procurement Administrator III
Project Manager:	Hilda Lafebre	Deputy Director, Program Management and Environmental Compliance

**Resolution No. 2023-XX**

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

\* \* \*

**Authorizing Amendments to the Contracts for On-Call Environmental Planning, Permitting, and Support Services to Increase the Aggregate Contract Total Amount by \$2,000,000, from \$7,000,000 to a New Aggregate Not-To-Exceed Total Amount of \$9,000,000**

**Whereas**, pursuant to Resolution No. 2019-35, the Board of Directors (Board) of the Peninsula Corridor Joint Powers Board (JPB) awarded contracts for on-call environmental planning, permitting and support services to HDR Engineering, Inc. (HDR), ICF Jones & Stokes, Inc., (ICF) and WSP USA Solutions, Inc. (f.k.a. Louis Berger U.S., Inc.) (WSP) for a five-year base term with two, one-year options; and

**Whereas**, due to current and upcoming environmental planning for capital and compliance efforts not anticipated at the time of the previous contract solicitation efforts, additional contract capacity is required; and

**Whereas**, the staff recommends, that the Board authorize amendments to the contracts with HDR, ICF, and WSP to increase the aggregate contract total amount by \$2,000,000 from \$7,000,000 to a new aggregate contract total amount of \$9,000,000, to be shared amongst the three firms, with the understanding that increasing the contract total 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 with HDR Engineering, Inc., ICF Jones & Stokes, Inc., and WSP Solutions, Inc. to increase the aggregate contract total amount by

\$2,000,000 from \$7,000,000, for a new aggregate contract total amount of \$9,000,000 to be shared amongst the three firms; and

**Be it further resolved** that the Board authorizes the Executive Director, or her designee, to execute an amendment with each of the firms listed above in a form approved by legal counsel.

Regularly passed and adopted this 7th day of December, 2023 by the following vote:

Ayes:

Noes:

Absent:

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Chair, Peninsula Corridor Joint Powers Board

Attest:

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JPB Secretary