



BOARD OF DIRECTORS 2024

DEVORA "DEV" DAVIS, CHAIR
STEVE HEMINGER, VICE CHAIR
MARGARET ABE-KOGA
PAT BURT
JEFF GEE
RICO E. MEDINA
RAY MUELLER
SHAMANN WALTON
MONIQUE ZMUDA

MICHELLE BOUCHARD
EXECUTIVE DIRECTOR

AGENDA

PENINSULA CORRIDOR JOINT POWERS BOARD Finance Committee Meeting

August 26, 2024, 2:30 pm

Bacciocco Auditorium, 2nd Floor
1250 San Carlos Ave., San Carlos, CA

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

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>.

Members of the public also may participate in person at: San Mateo County Transit District, 1250 San Carlos Ave., Bacciocco Auditorium - Second Floor, San Carlos, CA, or any other noticed location.

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>.

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.

August 26, 2024 - 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 July 22, 2024 Motion
5. Acceptance Statement of Revenues and Expenses for the Period Ending July 31, 2024 Motion
6. Disposition of 58 Gallery Cars and 18 Diesel Locomotives Motion
7. Authorize Execution of Contracts and Amendments for Information Technology Hardware, Software, Licenses, Maintenance Services and Professional Services, and Technology-Related Products and Services, Through Piggyback Contracts and Cooperative Purchasing Programs* Motion
8. Committee Member Requests
9. Date/Time of Next Regular Finance Committee Meeting: September 23, 2024 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.
10. Adjourn

Information for the Public

All items appearing on the agenda are subject to action by the Board. Staff recommendations are subject to change by the Board. If you have questions on the agenda, please contact the JPB Secretary at 650.508.6242. Agendas are available on the Caltrain website at www.caltrain.com. 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

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 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; or request by phone at 650-622-7864 or TTY 650-508-6448.

Availability of Public Records

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

**Peninsula Corridor Joint Powers Board
Finance Committee
1250 San Carlos Avenue, San Carlos, CA 94070
DRAFT Minutes of July 22, 2024**

Members Present: Devora “Dev” Davis, Monique Zmuda (Chair)

Members Absent: Ray Mueller

Staff Present: R. Barnard, M. Bouchard, J. Harrison, L. Ko, C. Liao, M. Louie, E. Ng, S. Sargent, M. Rush, M. Tseng, B. Thompson, A. To, K. Yin

1. Call to Order/Pledge of Allegiance

Chair Zmuda called the meeting to order at 2:32 pm and led the Pledge of Allegiance.

2. Roll Call

Chair Zmuda noted that two Board Members were present and confirmed a quorum.

3. Public Comment on Items not on the Agenda

Adrian Brandt shared information about the increased cost of electricity and usage and regenerative braking from a prior Bay Area Rapid Transit (BART) Board Meeting, relating it to the upcoming Caltrain electrification.

4. Intersecting Minutes of May 29, 2024

Motion/Second: Davis/Zmuda

Ayes: Davis, Zmuda

Noes: None

Absent: Mueller

5. Accept Statement of Revenues and Expenses for the Period Ended May 31 and June 30, 2024

Annie To, Director of Accounting, provided the report that included the following:

- Year-to-date expenses of \$179.4 million for the period ended May 31, compared to the budgeted amount of \$175.3 million, favorable outcomes from increase in Measure RR revenue of \$3.71 million
- Year-to-date expenses total of \$174.1 million for the period ended May 31, compared to the adopted budget of \$176.3 million, decrease in office expenses, services, professional services, and maintenance which was offset by the increase claims, payments, and reserves
- Net surplus amount between revenues and expenses amounts to \$5.2 million

Motion/Second: Davis/Zmuda

Ayes: Davis, Zmuda

Noes: None

Absent: Mueller

6. Approve and Ratify Fiscal Year 2025 Insurance Program

Marshall Rush, Insurance and Claims Administrator, provided the presentation that included the following:

- 22 percent increase in premiums for FY (fiscal year) 2025 mainly due to \$1 billion increase in property insurance values with addition of new EMUs (electric multiple unit) and electrification infrastructure
- Litigation legal fees reimbursable above \$2 million SIR f(self-insured retention) and calculated in a formula proportional to settlement
- Continue to add new EMUs to fleet of rolling stock. New and existing rolling stock are insured for replacement cost
- Department of Transportation (DOT) to increase liability cap from current amount of \$323 million in February 2026 . Budgeting for changes in addition to insurance options and premiums needed for new headquarter

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

- Broker goes out to bid to meet the Liability Cap
- Different layers to insurance - each layer can be split by different insurers
- Property Insurance and liability increased due to Electrification

Motion/Second: Davis/ Zmuda

Aye: Davis, Zmuda

Noes: None

Absent: Mueller

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

Robert Barnard, Chief Rail Design and Construction, provided the presentation that included the following:

- Unable to obtain permit from United States Army Corps of Engineers in order to fully restore the Creek
- Successful temporary measures have slowed down erosion, protecting the bridge but do not meet aquatic and reparent guidelines set by environmental agencies
- Upcoming preparation: coordinate with the United States Army Corps of Engineers to receive permit, update financial project details, and amend agreement between City of Menlo Park and City of Palo Alto

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

- Permit around Spring 2025 with bid occurring early 2025 in alignment with the dry season on June 15 and October 15.

Public comment

Adrian Brandt suggested the addition of protective bridge coating to prevent and reduce environmental damage on the structure.

Motion/Second: Davis/Zmuda

Aye: Davis, Zmuda

Noes: None

Absent: Mueller

8. Award of Contracts for On-Call Professional Support Services*

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

- Three out of six firms selected to carry out work after a solicitation process: Mott MacDonald Group, RSE Corporation, and WSP USA, Inc.
 - Two-part evaluation of firms: Identify work, issue work directive proposal request to all firms to prompt proposal, and then evaluate proposal of all three firms and establish and evaluate price to put in place a contract

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

- Higher ranking based on expertise for specialized areas
- Firms previously used for projects backfill technical staff

Motion/Second: Davis/Zmuda

Aye: Davis, Zmuda

Noes: None

Absent: Mueller

9. Conduct Public Hearing and Adopt Proposed Fare Structure Changes

Bruce Thompson, Manager of Fare Programs and Michelle Louie, Title VI Equity Administrator, provided the presentation that included the following:

- Annual increase of 32 percent from May 2023 to May 2024
- Year-over-year increase of 43 percent for Youth Clipper ticket
- Investment estimation calculated on reduction in fare revenue based on last year's data- expectation that youth riders will become adult riders when of age
- Disparate impact and disproportionate burden policy thresholds at 10 percent for
- No disparate impact or disproportionate burdens with youth fare change

- Beneficial change for Minority, Non-Minority, Low-Income, Non-Low-Income

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

- MTC (Metropolitan Transportation Commission) to update timeline for the Next Generation Clipper launch
- Unable to link accounts of riders to track youth-adult ridership correlation
- No notable increase in the purchase quantity on monthly passes
- New companies introduced to GoPass Program for 2024
- Two year budget cycle will need to account for the increase in GoPass fare

James Harrison, General Counsel, noted that the presentation and public comments were part of the public hearing.

Public comments

Adrian Brandt commented about that Youth age requirement and SMART (Sonoma-Marín Area Rail Transit) having the similar pilot that yielded most youth ridership increase.

Hallie Matthews supports changes.

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

- Caltrain is not in the same position (budget) as SMART
- Timeline for Clipper Next Generation
- Correlation between youth and adult ridership
- No large notable increase in monthly passes in comparison to other tickets and Go Passes

Chair Zmuda closed the public hearing.

Motion/Second: Davis/Zmuda

Aye: Davis, Zmuda

Noes: None

Absent: Mueller

10. Allocation of the TIRCP (Transit and Intercity Rail Capital Program) Reimbursed Funds and Amendment to Fiscal Year 2025 Capital Budget

Cleo Liao, Manager of Budgets, provided the presentation that included the following:

- \$150 million in (TIRCP) - \$30.5 million approved in June 2024 for projects, while \$119.5 million recommended for identifying capital projects waiting to be approved in August 2024 for the following:

- \$44.4 million to be used for critical operating and other capital needs
- \$47.5 million to be allotted for prior funding commitments
- \$27.6 million to increase the Fiscal Year Capital Budget from \$105.1 million to \$132.7 million

Motion/Second: Davis/Zmuda

Aye: Zmuda

Noes: None

Absent: Mueller

11. Clipper BayPass Pilot Program Participation Agreement Amendment

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

- All agency transit institutional pass pilot launched in two phases under direction of the Fare Integration Task Force
- Inclusion of Phase 1 participants in Phase 2 (without impacting capacity)
- All-agency coverage and reimbursement for a specified period for large events, exclusion of San Francisco Airport from GoPass
- Extend Phase 1 to facilitate smoother transition to Phase 2 for users

Public comment

Adrian Brandt asked for clarification about simultaneously signing up for BayPass and GoPass. Mr. Sargent commented the need to protect GoPass program's revenue source and participants can purchase BayPass as add-on.

Motion/Second: Davis/Zmuda

Aye: Davis, Zmuda

Noes: None

Absent: Mueller

12. Allocation of State Rail Assistance Funding for Operating Assistance

Eve Ng, Director of Grants and Fund Management, provided the presentation that included the following:

- SRA (State Rail Assistance) funding comes through SB (State Bill) 1, for commuter and intercity rail and half-cent sales and use tax on diesel fuel
- Reallocate \$5.5 million in broadband funds for operating assistance, followed by \$17.8 million funds for 2023-2025) in SRA Cycle 2 funds for operating assistance

Ms. Ng confirmed Chair Zmuda's comment about funds being a grant, so budget does not need to be amended. She also noted that the funds have flexibility to be used between 2025-2029.

Motion/Second: Davis/Zmuda
Aye: Davis, Zmuda
Noes: None
Absent: Mueller

13. Committee Member Requests

There were none.

14. Date/Time of Next Regular TOPS Committee Meeting: August 26, 2024 at 2:30 pm.

15. Adjourn – The meeting adjourned at 3:48 pm

DRAFT

**Peninsula Corridor Joint Powers Board
Staff Report**

To: JPB Finance Committee
Through: Michelle Bouchard, Executive Director
From: Kate Steiner, Chief Financial Officer
Subject: **Acceptance Statement of Revenues and Expenses for the Period
Ending July 31, 2024**

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

Action

Staff proposes that the Finance Committee accepts and enters into the record the Statement of Revenues and Expenses, and supplemental information for the period ending July 31, 2024.

This staff report provides a brief discussion of significant items and trends in the attached Statement of Revenues and Expenses through July 31, 2024. The columns have been designed to provide an easy comparison of current year-to-date actuals to information for the year-to-date budget, including dollar and percentage variances.

Total Revenues:

As of July 31, 2024, total revenues were \$16.3 million compared to \$17.4 million in the adopted budget, resulting in an unfavorable variance of \$1.1 million (6.6 percent).

The unfavorable revenue variance was primarily driven by the following:

- Low Carbon Fuel Standard (LCFS), Low Carbon Transit Operations Program (LCTOP), and State Rail Assistance (SRA) grants have not been awarded, resulting in unfavorable revenue of \$1.1 million (100 percent).

Total Expenses:

As of July 31, 2024, total expenses were \$15.7 million compared to \$16.8 million in the adopted budget, resulting in a favorable variance of \$1.0 million (6.4 percent).

The favorable expense variance was primarily driven by the following:

- Professional Services Expenses were \$0.02 million compared to \$1.2 million in the adopted budget, resulting in a favorable variance of \$1.0 million (98.3 percent).

The favorable expense variance was also offset by unfavorable expenses, primarily driven by the following:

- Claims, Payments, and Reserves were \$1.2 million compared to \$0.1 million in the adopted budget, resulting in an unfavorable variance of \$1.0 million (971.5 percent).

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

Budget Impact

Acceptance of the July 2024 Statement of Revenues and Expenses has no budget impact.

Prepared By:	Li Saunders	Accountant II	650.622.7848
	Danny Susantin	Financial Reporting, Manager	650.622.8073

	PENINSULA CORRIDOR JOINT POWERS BOARD STATEMENT OF REVENUE AND EXPENSE FISCAL YEAR 2025 AS OF JULY 2024					(In Thousands)
	YEAR-TO-DATE JULY TO JULY				ANNUAL	
	BUDGET	ACTUAL	\$ VARIANCE	% VARIANCE	BUDGET	
REVENUE						
OPERATIONS:						
Caltrain Fares	3,295	3,253	(42)	(1.3%)	35,923	
Go Pass	1,537	1,274	(263)	(17.1%)	18,440	
Parking Revenue	265	215	(50)	(18.9%)	2,218	
Rental Income	88	136	48	54.8%	1,057	
Other Income	502	811	310	61.8%	6,019	
TOTAL OPERATING REVENUE	5,686	5,689	3	0.1%	63,658	
CONTRIBUTIONS:						
Operating Grants	891	891	-	0.0%	10,688	
Measure RR	9,672	9,713	41	0.4%	120,100	
Member Agency (VTA - Gilroy)	43	-	(43)	(100.0%)	517	
LCFS, LCTOP/SRA	1,147	-	(1,147)	(100.0%)	13,765	
TOTAL CONTRIBUTED REVENUE	11,753	10,604	(1,149)	(9.8%)	145,070	
GRAND TOTAL REVENUE	17,439	16,293	(1,146)	(6.6%)	208,728	

	PENINSULA CORRIDOR JOINT POWERS BOARD STATEMENT OF REVENUE AND EXPENSE FISCAL YEAR 2025 AS OF JULY 2024					(In Thousands)
	YEAR-TO-DATE JULY TO JULY					ANNUAL
	BUDGET	ACTUAL	\$ VARIANCE	% VARIANCE	BUDGET	
EXPENSE						
DIRECT EXPENSE:						
Rail Operator Service	8,464	8,464	-	0.0%	105,902	
OCS/TPS Maintenance	-	-	-	0.0%	25,000	
Security Services	113	623	(510)	(449.4%)	8,572	
Shuttle Services	7	6	1	13.2%	80	
Fuel and Lubricants*	422	664	(241)	(57.1%)	5,069	
Electricity	-	-	-	0.0%	19,495	
Timetables and Tickets	8	-	8	100.0%	95	
Insurance	938	835	103	11.0%	11,253	
Claims, Payments, and Reserves	110	1,179	(1,069)	(971.5%)	1,320	
Facilities and Equipment Maintenance	748	448	300	40.1%	9,000	
Utilities	226	150	76	33.5%	2,709	
Maint & Services-Bldg & Other	149	157	(8)	(5.1%)	1,789	
TOTAL DIRECT EXPENSE	11,184	12,524	(1,340)	(12.0%)	190,282	
ADMINISTRATIVE EXPENSE						
Wages and Benefits	2,936	2,544	392	13.3%	20,979	
Managing Agency Admin OH Cost	295	266	29	9.8%	3,565	
Board of Directors	5	1	4	85.3%	63	
Professional Services	1,239	22	1,218	98.3%	10,874	
Communications and Marketing	33	25	8	23.8%	394	
Other Expenses and Services	420	118	302	71.9%	4,217	
TOTAL ADMINISTRATIVE EXPENSE	4,928	2,976	1,952	39.6%	40,092	
TOTAL OPERATING EXPENSE	16,113	15,500	612	3.8%	230,375	
Debt Service Expense	647	184	463	71.6%	7,763	
GRAND TOTAL EXPENSE	16,760	15,684	1,076	6.4%	238,138	
Projected Contribution to Reserve					6,812	
NET SURPLUS / (DEFICIT)	680	609	(71)	(10.4%)	(36,222)	
Draw from Measure RR Reserve for PCEP					36,222	
ADJUSTED NET SURPLUS / (DEFICIT)	680	609	(71)	(10.4%)	-	
Reserve, Beginning Balance					28,908	
Projected Contribution to Reserve					6,812	
Reserve, Ending Balance					35,721	

* Fuel and Lubricants costs were increased by a realized loss of \$0.3 from the fuel hedge program.



BOARD OF DIRECTORS 2024

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

MICHELLE BOUCHARD
 EXECUTIVE DIRECTOR

PENINSULA CORRIDOR JOINT POWERS BOARD

INVESTMENT PORTFOLIO

AS OF JULY 31, 2024

TYPE OF SECURITY		MATURITY DATE	INTEREST RATE	PURCHASE PRICE	MARKET RATE
Local Agency Investment Fund (LAIF) <i>(Unrestricted)</i>	*	Liquid Cash	4.516%	384,089	384,089
California Asset Management Program (CAMP) <i>(Unrestricted)</i>		Liquid Cash	5.430%	43,158,015	43,158,015
County Pool <i>(Unrestricted)</i>		Liquid Cash	3.927%	596,298	596,298
Other <i>(Unrestricted)</i>		Liquid Cash	5.218%	37,750,990	37,750,990
Other <i>(Restricted)</i>	**	Liquid Cash	5.007%	29,272,429	29,272,429
				\$ 111,161,821	\$ 111,161,821

Interest Earnings for July 2024 \$ 654,139.19
 Cumulative Earnings FY2025 654,139.19

* 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.

Forebox Revenues by Ticket Type	PENINSULA CORRIDOR JOINT POWERS BOARD																	
	Previous Years					FY2025												
REVENUE	FY2020	FY2021	FY2022	FY2023	FY2024	Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	Jan-25	Feb-25	Mar-25	Apr-25	May-25	Jun-25	FY2025 Total YTD
OPERATIONS:																		
401400 (TVM)	11,165,620	2,458,837	6,836,440	6,838,317	6,006,360	824,681												824,681
401410 (Clipper)	37,970,696	2,924,987	7,764,755	15,493,238	19,598,536	1,910,373												1,910,373
401420 (Central)	20,799	309,748	39,911	58,267	45,851	509												509
401430 (Mobile App)	5,689,776	830,051	2,808,795	3,501,791	3,826,334	430,855												430,855
401500 (Gilroy)	1,542,171	178,759	449,281	706,203	832,636	86,229												86,229
401700 (Go-Pass)	19,705,372	25,737,533	15,337,175	16,728,021	16,464,306	1,273,621												1,273,621
Total Farebox Revenue	76,094,433	32,439,915	33,236,357	43,325,839	46,774,023	4,526,269												-
Less: Go-Pass																		
401700 (Go-Pass)	19,705,372	25,737,533	15,337,175	16,728,021	16,464,306	1,273,621	-	-	-	-	-	-	-	-	-	-	-	1,273,621
Revenues without Go-Pass	56,389,061	6,702,382	17,899,182	26,597,817	30,309,717	3,252,648	-	-	-	-	-	-	-	-	-	-	-	3,252,648
Tickets Sold						Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	Jan-25	Feb-25	Mar-25	Apr-25	May-25	Jun-25	Total
TVM	1,465,876	315,378	755,674	802,158	749,504	74,559												74,559
Clipper	2,620,816	339,753	1,227,757	1,975,206	2,495,108	238,149												238,149
Central	5,044	-	4,032	6,440	5,013	30												30
Mobile	661,515	111,394	381,441	428,741	477,212	47,850												47,850
# of tickets sold (without go-pass)	4,753,251	766,525	2,368,904	3,212,545	3,726,837	360,588	-	-	-	-	-	-	-	-	-	-	-	360,588
AVG Revenue Per Ticket						Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	Jan-25	Feb-25	Mar-25	Apr-25	May-25	Jun-25	Total
TVM	\$ 9.05	\$ 7.80	\$ 9.05	\$ 8.52	\$ 8.01	\$ 11.06												\$ 11.06
Clipper	\$ 6.32	\$ 8.61	\$ 6.32	\$ 7.84	\$ 8.63	\$ 8.02												\$ 8.02
Central	\$ 9.90	\$ -	\$ 9.90	\$ 9.05	\$ 10.79	\$ 16.98												\$ 16.98
Mobile	\$ 7.36	\$ 7.45	\$ 7.36	\$ 8.17	\$ 7.53	\$ 9.00												\$ 9.00
Total	\$ 11.86	\$ 8.74	\$ 7.56	\$ 8.28	\$ 8.13	\$ 9.02	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 9.02

**Peninsula Corridor Joint Powers Board
Staff Report**

To: JPB Finance Committee
Through: Michelle Bouchard, Executive Director
From: Sam Sargent, Director, Strategy and Policy
Subject: **Disposition of 58 Gallery Cars and 18 Diesel Locomotives**

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

Purpose and Recommended Action

Peninsula Corridor Joint Powers Board (JPB) staff have identified 58 surplus gallery cars and 18 surplus diesel locomotives that have surpassed the end of their useful lives, in accordance with Federal Transit Administration (FTA) regulations and guidance. The new Stadler Electric Multiple Unit (EMU) trainsets purchased as part of the Peninsula Corridor Electrification Project (PCEP) will replace the surplus gallery cars and diesel locomotives when electrified revenue service begins in late September 2024.

Staff recommends, with the requisite approval from the Director of Contracts and Procurement, that the Board of Directors (Board) of the JPB authorize the Executive Director or designee to dispose of 58 surplus Nippon Sharyo gallery cars and 18 surplus General Motors-EMD F40PH-2 diesel locomotives, in accordance with JPB Procurement Policy.

Discussion

There are 93 gallery cars and 20 F40PH-2 diesel locomotives total in the Caltrain fleet that will be retired as a result of the completion of PCEP. These vehicles were built between 1985 and 1987 and have reached the end of their useful lives. 34 gallery cars and 2 diesel locomotives were previously disposed of via JPB action in January 2024. That equipment is currently stored in Sonoma County before final disposition.

The 58 gallery cars and 18 diesel locomotives that are the focus of this action represent the second and final tranche of vehicles to be disposed of as part of PCEP. This equipment is currently in revenue service but will be removed from service on Sunday, September 22 as part of the start of electrified mainline service. Nine diesel locomotives and 41 Bombardier passenger cars will remain in revenue service for Gilroy operations and fleet resiliency purposes.

If the proposed disposition is approved by the Board, staff will proceed with a procurement process to dispose of all 92 gallery cars. The 20 diesel locomotives may be disposed of

separately, as this equipment must be disabled in accordance with Carl Moyer Grant Program requirements without a waiver.

JPB Procurement Policy provides four methods of disposition for surplus or scrap items: (1) transfer or sale to other public agencies; (2) trade-in as part of a new procurement; (3) sale by auction, advertisement for sealed Bids, or negotiation; and (4) where appropriate, proper recycling, disposal, or donation to a non-profit entity. The Director of Contracts and Procurement, working closely with JPB Executive staff and members of the Finance, Legal and Rail Operations teams, are determining the best procurement method(s) for final disposal of the equipment.

The 58 gallery cars and 18 diesel locomotives will be removed from the Caltrain fleet roster on Sunday, September 22. Caltrain staff will continue to provide updates to the Board as the procurement processes progress.

Budget Impact

The current costs for transport and offsite storage of the surplus gallery cars and locomotives are covered through the FY24 and FY25 operating budgets. No additional budget impacts are anticipated and revenue from the disposition of the gallery cars and locomotives may offset costs.

Prepared By:	Kevin Yin	Director, Contracts and Procurement	650.622.7860
	Sam Sargent	Director, Strategy and Policy	650.730.6223

Resolution No. 2024 -

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

* * *

**A Resolution Authorizing the Disposition of Fifty-Eight Nippon Sharyo Gallery Cars and
Eighteen General Motors-EMD F40 Diesel Locomotives**

Whereas, fifty-eight Nippon Sharyo passenger gallery cars (“Gallery Cars”) have surpassed the end of their useful life and are due for replacement in accordance with Federal Transit Administration (FTA) transit asset disposition guidance; and

Whereas, eighteen General Motors-EMD F40 diesel locomotives (“Locomotives”) have surpassed the end of their useful life and are due for replacement in accordance with Federal Transit Administration (FTA) transit asset disposition guidance; and

Whereas, the Peninsula Corridor Joint Powers Board (“JPB”) will complete the Peninsula Corridor Electrification Project and replace the Gallery Cars and Locomotives with Stadler Electric Multiple Unit (“EMU”) trainsets for mainline revenue service in 2024; and

Whereas, JPB staff recommends that the Board of Directors authorize disposal of the remaining Gallery Cars and Locomotives not identified for Gilroy Service or spare ratio purposes once the EMU trainsets are delivered and placed in mainline revenue service.

Now, Therefore, Be It Resolved that the Board of Directors approves the resolution and authorizes the Executive Director or designee to dispose of fifty-eight Nippon Sharyo passenger gallery cars and eighteen General Motors-EMD F40 diesel locomotives in accordance with the District’s Procurement Policy.

Regularly passed and adopted this 5th day of September, 2024 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary

**Peninsula Corridor Joint Powers Board
Staff Report**

To: JPB Finance Committee
Through: Michelle Bouchard, Executive Director
From: David Covarrubias, Deputy Chief Financial Officer
Subject: **Authorize Execution of Contracts and Amendments for Information Technology Hardware, Software, Licenses, Maintenance Services and Professional Services, and Technology-Related Products and Services, Through Piggyback Contracts and Cooperative Purchasing Programs**

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

Purpose and Recommended Action

Approval of this contracting authority will allow the Peninsula Corridor Joint Powers Board (JPB) to pay for information technology hardware, software, licenses, maintenance and support in an amount greater than the approved threshold without bringing individual actions before the Board of Directors (Board) for approval. This delegation would not eliminate the requirement that all other procurement policies and procedures be followed.

Staff proposes the Finance Committee recommend that the Board of the JPB:

1. Determines that an independent JPB-initiated solicitation process for each purchase, lease and/or rental of new personal computers, computer and telecommunications equipment and services, digital reprographic equipment, hardware, software, licensing and maintenance agreements, computer peripherals and temporary technology consultants is unlikely to be in the JPB's best interest.
2. Authorizes the Executive Director or designee to execute contracts exceeding \$250,000 for:
 - a. Technology systems equipment and related services through JPB-approved cooperative purchasing programs and piggyback contracts to meet the JPB's technology equipment and services requirements, pursuant to the terms and conditions of each cooperative purchasing program vendor agreement or piggyback agreement, and to the extent that each cooperative purchasing program, each vendor agreement, and each piggyback contract fully complies with the JPB's statutory procurement authority and procurement policy;
 - b. New or additional software licenses or license renewals, maintenance, product support, or related professional services through original equipment manufacturers, product licensors, or their authorized distributors or consultants

- to permit continued effective use and upkeep of JPB-owned information technology, hardware, and software;
- c. Professional and staff augmentation services for information technology, pursuant to the JPB's procurement authority and policy; and
 - d. Expansion or modification of previously competitively procured proprietary software from an original provider when the original provider is the only source of such software and/or related services.
3. Authorizes the Executive Director or designee to execute contracts that commit the JPB to multi-year service terms that exceed one fiscal year's allocated budget, with the understanding that each subsequent service year will be accounted for in the following fiscal year resolution's requested budget.
 4. Authorizes the Executive Director or designee to execute purchase orders, contracts, and other documents and actions to give effect to this proposed Resolution, including any agreements with other agencies' cooperative purchasing programs and piggyback purchasing for administrative fees for processing these purchases.
 5. Establishes an aggregate, not-to-exceed limit of \$3 million for Fiscal Year 2025 for contracts authorized pursuant to this proposed Resolution.
 6. Directs staff to provide a report to the Board of Directors on a quarterly basis advising of actions taken pursuant to the authority conferred by this proposed Resolution.

Discussion

The JPB has an ongoing need to refresh technology that supports all business operations. Some of the required equipment include:

- personal computers
- telecommunications equipment
- digital reprographic equipment
- computer peripherals
- server and network hardware
- software
- maintenance and support services
- installation and configuration services
- temporary technology consultants
- other related technology services

Recurring maintenance, support, and license agreements are, by their nature, repetitive and routine, and are required to ensure the continued and effective operation of information technology assets owned by the JPB. The sole source purchase of additional modules to existing software or professional services to modify existing proprietary software will allow the JPB's changing business needs to be met in a timely manner.

Pursuant to the Procurement Policy adopted by the Board in 2023 (Resolution No. 2023-37), the Board must approve any purchase of goods and services exceeding \$250,000. Since 2010, the Board has granted the Executive Director authority to execute technology-related contracts and amendments that exceed this standard Board-approved contract authority threshold. Beginning in Fiscal Year (FY) 2024, the Board approved, via one resolution, both recurring contracts and cooperative agreements.

Delegating this authority expedites the JPB's ability to continue needed operations and services in the management of Caltrain and reduces the time and resources otherwise required to obtain individual approval of such support and license agreements.

Further, this authority provides the JPB with a cost-effective means to support its standardization policy and provide the latest technology and related services through cooperative purchasing programs and piggybacks. Contracts issued under this authority address the JPB's requirements for equipment, hardware, software, services, licensing, maintenance agreements, and programmed replacement of equipment that has reached the end of its useful life or has become unsuited to address the JPB's future needs.

On an annual basis, the equipment purchases and service contracts must be renewed. These renewals are usually routine and predictable, and generally were competitively procured previously. Software and hardware are typically sold with licenses and maintenance agreements that require periodic renewal. Failing to renew maintenance support results in loss of software updates, and problems obtaining resolution assistance and repair services typically needed to keep a product in good operating order. In some cases, the product may not be legally used if maintenance and license renewals have not been obtained.

The types of licensing and maintenance agreements contemplated are generally unobtainable under any other method because they are proprietary to the manufacturers of the software. Similarly, many manufacturers do not allow third parties to access source code or to provide services. As a result, professional services to upgrade, modify, or add to existing software must be performed by the original manufacturer.

Procurements relating to JPB assets requiring payment of recurring annual or multi-year maintenance services, support, and license fees over \$250,000 may need to be accommodated in FY 2025, outside of cooperative purchase agreements or other pre-existing contracts.

Contracts issued by governmental entities that allow other jurisdictions to use the contract they established are called "piggybacking contracts" because they allow another agency to "piggyback" on that governmental entity's solicitation process, contract terms and pricing. Contracts will be executed only with vendors whose contracts include piggybacking language on a basis that complies with the JPB's procurement authority and policy.

Various cooperative purchasing programs and piggyback purchasing are available to provide these products and services. Special districts (and joint powers authorities operating under

their contracting restrictions) are given statutory permission to procure competitively priced goods and services arising out of these vendor agreements. The Federal government's General Services Administration (GSA) Schedules (also referred to as Multiple Award Schedules and Federal Supply Schedules) may also be utilized. By utilizing cooperative purchasing and piggyback contracts, the JPB saves considerable time and expense associated with independent procurements, which would be unlikely to yield more favorable pricing or service. The JPB, when possible, will use cooperative agreements or piggyback on contracts negotiated by other agencies. The use of these vehicles guarantees that the JPB will get the best pricing for the technologies they cover.

By approving this action, the Board would eliminate the need for issuance of contracts for new and recurring maintenance and continued operation of assets like these would need to be brought individually before the Board for approval.

The Executive Director or designee will provide a quarterly report to the Board with a summary of the contracts awarded under this delegated authority.

Budget Impact

These purchases will be funded by the current and future operating and/or capital budgets.

Prepared By:	Javier Peraza	Procurement Administrator III	650.508.7758
	Michael Salazar	IT Operations Manager	650.551.6196

Resolution No. 2024-

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

* * *

Authorizing Execution of Contracts and Amendments for Information Technology Hardware, Software, Licenses, Maintenance Services and Professional Services, and Technology-Related Products and Services Through Piggyback Contracts and Cooperative Purchasing Programs for an Aggregate Not-to-Exceed Amount of \$3 Million for Fiscal Year 2025

Whereas, the Peninsula Corridor Joint Powers Board (JPB) will require personal computers, computer peripherals, telecommunications equipment, reprographic equipment, servers, switches, maintenance agreements, software licensing, continuing product support and licenses, technology consulting, and other related services throughout Fiscal Year (FY) 2025 in order to replace equipment that has reached the end of its useful life and to meet the JPB's current and emerging technology needs; and

Whereas, the JPB desires to standardize procurement of the aforementioned equipment and services in the most cost-effective manner; and

Whereas, piggybacking on other agencies' procurements, as well as participating in cooperative purchasing consortia, allows the JPB to procure competitively priced technology systems equipment and related services; and

Whereas, the JPB's software license, maintenance, and support agreements for the information technology assets in use are, by their nature, repetitive and routine; and

Whereas, the JPB requires professional services necessary to expand or modify previously competitively procured proprietary software when an original provider is the only source of such services; and

Whereas, the JPB also requires Information Technology (IT) staff augmentation services to support IT specific projects; and

Whereas, the Executive Director recommends that the JPB participate in the above-mentioned programs, as well as additional cooperative purchasing programs and piggyback purchasing, to the extent such programs fully comply with the JPB's procurement authority and policy; and

Whereas, staff recommends that the Executive Director or designee be authorized to execute contracts that exceed \$250,000 with vendors under JPB-approved cooperative purchasing programs and piggyback purchasing to meet the JPB's personal computer/server, telecommunications, and other related technology equipment and professional service requirements for FY 2025, pursuant to the terms and conditions of each cooperative purchasing program's vendor agreements or piggyback agreement; and

Whereas, staff further recommends that the Executive Director or designee be authorized to execute contracts that exceed \$250,000 with original equipment manufacturers, product licensors, their authorized distributors and consultants, and IT professional services and staff augmentation to meet the JPB's technology requirements for FY 2025, pursuant to the JPB's statutory procurement authority and procurement policy; and

Whereas, finally, staff recommends capping the purchasing authority established by this Resolution at an aggregate, not-to-exceed amount of \$3 million for FY 2025.

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

1. Determines that an independent JPB-initiated solicitation process for each purchase, lease and/or rental of new personal computers, computer and telecommunications equipment and services, digital reprographic equipment, hardware, software, licensing and maintenance agreements, computer peripherals, and temporary technology consultants is unlikely to be in the JPB's best interest; and
2. Authorizes the Executive Director or designee to execute contracts exceeding \$250,000 for:
 - a. Technology systems equipment and related services through JPB-approved cooperative purchasing programs and piggyback contracts to meet the JPB's technology equipment and services requirements, pursuant to the terms and conditions of each cooperative purchasing program vendor agreement or piggyback agreement, and to the extent that each cooperative purchasing program, each vendor agreement, and each piggyback contract fully complies with the JPB's statutory procurement authority and procurement policy;
 - b. New or additional software licenses or license renewals, maintenance, product support, or related professional services through original equipment manufacturers, product licensors, or their authorized distributors or consultants to permit continued effective use and upkeep of JPB-owned information technology, hardware, and software;
 - c. Professional and staff augmentation services for information technology, pursuant to the JPB's procurement authority and policy; and

- d. Expansion or modification of previously competitively procured proprietary software from an original provider when the original provider is the only source of such software and/or related services; and
3. Authorizes the Executive Director or designee to execute contracts that commit the JPB to multi-year service terms that exceed one fiscal year's allocated budget, with the understanding that each subsequent service year will be accounted for in the following fiscal year resolution's requested budget; and
4. Authorizes the Executive Director or designee to execute purchase orders, contracts, and other documents and actions to give effect to this resolution, including any agreements with other agencies' cooperative purchasing programs and piggyback purchasing for administrative fees for processing these purchases; and
5. Establishes an aggregate, not-to-exceed limit of \$3 million for Fiscal Year 2025 for contracts authorized pursuant to this Resolution; and
6. Directs staff to provide a report to the Board of Directors on a quarterly basis advising of actions taken pursuant to the authority conferred by this Resolution.

Regularly passed and adopted this 5th day of September, 2024 by the following vote:

Ayes:

Noes:

Absent:

Chair, Peninsula Corridor Joint Powers Board

Attest:

JPB Secretary