

**SAN MATEO COUNTY TRANSPORTATION AUTHORITY (TA)
1250 SAN CARLOS AVENUE, SAN CARLOS, CA 94070**

MINUTES OF MARCH 1, 2012

MEMBERS PRESENT: C. Groom (Chair), R. Foust, D. Horsley, K. Matsumoto, T. Nagel, N. Patridge, S. Richardson

MEMBERS ABSENT: None

STAFF PRESENT: J. Cassman, G. Harrington, C. Harvey, R. Haskin, A. Hughes, J. Hurley, M. Lee, M. Martinez, N. McKenna, D. Miller, S. Murphy, M. Scanlon

Chair Carole Groom called the meeting to order at 5:03 p.m. and led the Pledge of Allegiance.

CITIZENS ADVISORY COMMITTEE (CAC) REPORT

CAC Chair Barbara Arietta reported on their February 28 meeting:

- Congratulated outgoing chair Director Rosanne Foust for her leadership.
- Received an extensive presentation on the Caltrain Modernization Program by Director of Caltrain Modernization Program Marian Lee. CAC questions and concerns about the presentation included:
 - Where will the maintenance facility be and who will make that decision? Do we need one and what will it look like?
 - The Metropolitan Transportation Commission (MTC) has a regional rail plan and Caltrain is just one part of it. How much of a role will the MTC have in dictating what goes on in our county?
 - The use of the passing tracks – where will they be located? Are they absolutely needed?
 - With so many trains coming and going what impacts on east/west travel will be experienced in the cities that have no grade separation? What are we going to do with the at-grade crossings?
 - Has there been enough clarification on whether it will be diesel or electric for the public? It appears there is public confusion about the Central Valley use of diesel trains.
 - Has the four-track concept been absolutely eliminated and declared to the public? It appears that there is still some concern about that concept.
 - The use of overhead wiring versus other electrification options.
 - The public's concern about how much noise will be given off to adjoining neighborhoods and also the amount of signage that might be involved.
 - Speeds of the trains. Will they have the same speed envelopes?
 - In support of the blended system, but worried about Caltrain's future operating monies.
 - On a positive note the CAC liked the idea of the baseline improvement of the electrification of Caltrain and the early investment idea.

- Supported acceptance of Revenues and Expenses for January 2012.
- Supported the authorization of execution of the Master Agreement for state funded transit projects with the California Department of Mass Transportation.
- Received Measure A Program Status Report and Quarterly Capital Status Report.
- Received a State and Federal Legislative update.
- In her chair comments she reported on the arterial systems signalization program in South San Francisco and Redwood City. She said she attended the Friends of Caltrain meeting in Menlo Park.
- Staff report received an update on the quorum issue and the upcoming call for shuttle projects.

CONSENT CALENDAR

- a) Approval of Minutes of February 2, 2012
- b) Acceptance of Statement of Revenues and Expenditures for January 2012
- d) Measure A Program Status Report

Director Karyl Matsumoto requested Item C be pulled from the Consent Calendar.

A motion (Horsley/Nagel) to approve the Consent Calendar was unanimously passed.

- c) Authorize Execution of Master Agreement for State-Funded Transit Projects with the California Department of Transportation Division of Mass Transportation

Director Matsumoto asked if this item is tied to the State Transportation Improvement Plan. Legal Counsel David Miller said this is the Master Agreement that sets forth the template for all the terms that need to be adhered to by the recipient of the funds.

A motion (Foust/Nagel) to approve the Execution of Master Agreement for State-Funded Transit Projects with the California Department of Transportation Division of Mass Transportation was approved unanimously.

PUBLIC COMMENT

None

CHAIRPERSON'S REPORT – CAROLE GROOM

Resolution of Appreciation to Outgoing Chair Rosanne Foust

Chair Groom said Director Foust was always firm and right on the issue and was a great leader.

A motion (Horsley/Matsumoto) to approve the Resolution of Appreciation to Outgoing Chair Rosanne Foust was unanimously approved by roll call.

Chair Groom said at the last Board meeting it was discussed there will be an advisory committee for the Shuttle Program Call for Projects. She has appointed Directors Foust, Naomi Patridge and herself to the committee and they will also review Highway Program Call for Projects. The first committee meeting is tonight.

Chair Groom thanked everyone for asking her to be a chair this year. It will be very hard to match Director Foust at running meetings, but there are some key issues to face this year, including the Call for Projects for Shuttles and Highway Program projects. After staff does their work it will come before this Board and we will have to ultimately make the decision. Whenever there are large projects, especially with the amount of money involved in these projects, and especially because they are Measure A projects in which the voters of this county have voted and told us when they approved this measure that they want these projects to be done efficiently and effectively, the decision-making process for this Board has to be very deliberate. Measure A is prescriptive. It tells us exactly what we have to do and how the voters wanted us to do it. When we are faced with the enormity of these projects there comes a time when we have to put aside our own interests and make sure the ultimate decisions are the best for this county. While that is not always easy it is the job of this Board. She is suggesting the Board take a few minutes at the next meeting to review Measure A and what this Board has to do. Also for the April meeting she has asked staff and legal counsel to give an overview of the Transportation Expenditure Plan as well as the Board approved Strategic Plan so we can do more diligence and be better prepared as the Board undertakes these big projects this year.

SAMTRANS LIAISON REPORT – KARYL MATSUMOTO

The February 8, 2012 SamTrans report is included in the agenda packet.

JOINT POWERS BOARD (JPB) REPORT

Executive Director Michael Scanlon reported on the meeting of March 1, 2012:

- Yesterday there was an event at San Jose Diridon and Santa Clara Caltrain stations for the completion of major improvements at both stations. This project involved over 900 people with not a single injury. This project was an extraordinary cooperation between many agencies.
- Rail operator transition continues and staff received a good report from the Federal Railroad Administration. Agreements have been reached with the bargaining units.
- Special service:
 - Sharks played three home games in February and ridership was up 25 percent over last year.
 - Giants Fan Fest carried 5,500 extra riders, down 14 percent from last year.
 - A modified Saturday schedule was operated on President's Day and ridership was up 71 percent.
 - There will be a double header soccer match at AT&T Park on St. Patrick's Day on March 17.
 - Giants exhibition starts on April 2 and the home opener is Friday, April 13.
- Ms. Lee gave her monthly update report on the Caltrain Modernization Program.
- The Board:
 - Approved the Consent Calendar.
 - Presented a Certificate of Appreciation to Janet McGovern, Author, "Images of Rail" Caltrain and the Peninsula Commute Service." Copies of her book will be distributed to this Board next month.
 - Approved the Statement of Revenues and Expenses for January.
 - Approved changes to the Codified Tariff including retaining the 8-ride ticket.

- Authorized award of contracts to Stantec/SYSTRAL JV and Xorail, Inc. for on-call communications and signal services for a three-year term in an aggregate not-to-exceed amount of \$8,500,000.
- Authorized an operating subsidy to Warm Planet Bikes and increased the Fiscal Year 2012 budget by \$50,000 for a new Operating Budget of \$106,404,289.
- Received an update on the Caltrain Modernization Early Investment Proposal.
- Received a State and Federal legislative update.
- Received the Capital Projects Quarterly Status Report – 2nd Quarter Fiscal Year 2012.
- Key Caltrain Performance Statistics
 - Monthly Performance Statistics – January 2012 compared to January 2011
 - Total Ridership was 1,111,421, an increase of 12.2 percent.
 - Average Weekday Ridership was 41,369, an increase of 10.8 percent.
 - Total Revenue was \$4,619,063, an increase of 18.5 percent.
 - On-time Performance was 94 percent, a decrease of 1.2 percent.
 - Caltrain Shuttle Ridership was 7,241, an increase of 34.7 percent.
 - Year-to-Date Performance Statistics – January 2012 compared to January 2011
 - Total Ridership was 8,009,740, an increase of 9.6 percent.
 - Average Weekday Ridership was 42,763, an increase of 8.2 percent.
 - Total Revenue was \$33,644,652, an increase of 23.5 percent.
 - On-time Performance was 93.5, a decrease of 0.5 percent.
 - Caltrain Shuttle Ridership was 6,878, an increase of 30.9 percent.

Director Richardson asked if ridership is the same level as before the economy crashed. Mr. Scanlon said no this is above. He said there was a lengthy discussion this morning about the crowds on the trains and staff is trying to find a train to put in the peak hour. Staff is trying to manage the tension between passengers with bikes and those without.

Director Richardson asked if the fare increase has affected ridership. Mr. Scanlon said there is elasticity on Caltrain and we have never seen a decline in ridership when fares increased.

Director Terry Nagel said there wasn't a vote on High Speed Rail (HSR) at the JPB meeting today so will the Board be taking any vote on HSR. Mr. Scanlon said the next item staff will bring back to the board will be entering into a Memorandum of Understanding (MOU) to do some of the early investments. This item could come before the JPB as soon as next month. There is an MOU that exists in Southern California and on the California High Speed Rail Authority's (CHSRA) agenda today, but was put off until next month.

Director Foust said every year an annual report is produced and asked if she can get a two page summary to share with her city council and send out to the business community and chambers of commerce. This summary would talk about 18 months of increased ridership, show the investments being made in the system and be a way to celebrate and show people how important this rail service is to San Mateo County. Director Foust said this sheet could be a combination of JPB and TA high level, big picture that will grab people's attention.

Director Richardson said a lot of people are interested in Caltrain and asked if the meetings are streamed. Executive Officer Customer Service and Marketing Rita Haskin said the Board meetings are not streamed and after meeting staff updates the website, Facebook and sends out tweets on Twitter.

REPORT OF THE EXECUTIVE DIRECTOR

Mr. Scanlon reported:

- Last October this Board, under the Short-Range Highway Plan, called for notifications to those project sponsors and stakeholders that had inactive highway projects. The intent of this exercise was to close out the original Measure A and free up all the funding for the upcoming Call for Projects. A project was considered inactive if the last deliverable for the project was more than five years old and if there is no deliverable or phase of work currently being completed for the proposed project. On a preliminary basis, staff identified six highway projects with a total balance of \$22 million of Measure A funding. Notifications were sent out in January with a request for comments back by February 20. Staff will be coming back to the Board next month for direction on the possible reprogramming of Measure A funds on these inactive projects.
- On March 5 staff will be advertising for the last construction leg of the Highway 101/ Auxiliary Lane program between Millbrae and the Santa Clara County line. Staff estimates this project will be in the range of \$16 million and \$10 million is funded by the TA. Bids are scheduled to be opened on April 4.
- Mr. Scanlon distributed a letter the City of San Mateo distributed at the JPB meeting today. The city is very eager to pursue the grade separations and is asking the JPB to include it in the first phase of the advanced projects.

PROGRAM

Program Report: Transit: Caltrain Modernization

Ms. Lee reported:

- The context of the blended system planning process is the JPB has had desires to electrify the corridor and the effort has been imbedded in policy since 1999 through the JPB Strategic Plan.
- The JPB achieved 35 percent design and final environmental document on the electrification project.
- The final environmental document has Federal clearance, but does not have State clearance.
- A critical milestone was reached and staff was challenged with identifying funding to implement the electrification project and it is around this time that HSR was born.
- The HSR project had also decided it would use the Caltrain corridor to reach the San Francisco market.
- HSR needs an electrified system and JPB desires one and it is with this desire the partnership was formed.
- The original plan was a full-build project for the Peninsula to expand our system from a two-track system to a four-track system that was fully grade separated.

- The idea was met with local rejection and based on this rejection the CHSRA put on hold all design activities and project environmental activities associated with a four-track, full-build project.
- While this work was on hold the CHSRA directed their consultants to support Caltrain in working on a different approach to modernizing the corridor and that approach is the blended system.
- The only difference between the blended system and the full project is the number of tracks. The blended system does not look to expand the track system from primarily two to four, but rely on sharing existing tracks with HSR. The essence of this approach is to minimize impacts to the local community.
- To see if this approach was feasible, staff needed to understand the operational aspects. Caltrain needed to know if they could share its tracks with HSR and still serve customers in a reliable and safe way.
- Staff worked with LTK Consultants who built a computer simulation model to test the blended system.
- The key findings were that a blended system concept has merit, Caltrain and HSR can share the tracks and potentially up to 10 trains can be supported per hour per direction.
- If we only use the tracks we have today we can support up to eight trains, but if some additional tracks are added in select sections of the corridor, known as passing tracks, can support up to 10 trains.
- The blended system can support two speeds, 79 miles per hour, which Caltrain operates today and also work if the speed is 110 miles per hour.
- With the understanding that this is operationally viable, staff then identified the next steps to take to understand all the other aspects of a blended system.
- This process is very deliberate for Caltrain and all its partners to identify. The focus is to identify our local vision for the corridor, not what CHSRA wants.
- In November 2011 the CHSRA released their draft Business Plan. In the Plan there was a particular chapter that acknowledged the blended system for the corridor makes sense and it also stated it made sense to make some early investments in the corridor. Caltrain's immediate benefit is that it would prep the corridor for electrification.
- Since that time, CHSRA has reached out to the Bay Area and Southern California asking what projects people want to invest in now.
- The parameters staff is using to answer this question are the following:
 - All projects identified have to be located in the San Jose to San Francisco segment of the HSR statewide system.
 - Projects must support both the Caltrain Modernization and the blended system.
 - This is done in a way to not compromise the local planning process being done with local stakeholders.
 - The timeframe is short.
 - The amount of money is up to \$2 billion. This is the amount Southern California is working with. This would be a combination of Proposition 1A money and match.
- The proposal for early investment in the corridor is:
 - Anchor to the vision that to whatever is done is to support a blended system to downtown San Francisco and in order to achieve this it would be done over two incremental steps.

- The first incremental step, which is the early investment proposal, would gain us an electrified Caltrain system and when and if HSR got to San Jose Diridon those passengers would transfer to Caltrain and reach their final destination. With this first increment of funding there are no HSR trains in the corridor, just electrified Caltrain trains.
- The projects needed to do this include the advanced signal system, electrification of the corridor and conversion of trains from diesel to electric.
- The second increment achieves a one-seat ride for HSR from Los Angeles to San Francisco. At this point there would be HSR trains in the corridor in addition to electrified Caltrain trains. The cost and funding for the second increment is to be determined. Key projects in the second increment include the downtown extension, HSR and Caltrain system integration, infrastructure upgrade and rail crossings. Passing tracks and storage maintenance facility are to be determined.

Director Foust said early investment means now and additional investments mean if and when HSR occurs. Ms. Lee said for a while there will be no HSR and there will only be an electrified Caltrain. When HSR comes to San Jose Diridon we will have to take the passengers and distribute them through the region. Later there will be one train that goes all the way through and achieves the “one seat” ride from Los Angeles and San Francisco.

- Staff did outreach to 16 cities in three counties and have been coordinating with various transportation agencies on the proposal.
- On February 29 staff met the San Mateo County Corridor Rail Partnership and on March 2 will be meeting with the Peninsula Cities Consortium. The combination of these two meetings reaches out to most cities.
- Upcoming transportation meetings are the CHSRA Board meeting on April 5 and they will be taking the revised HSR Business Plan to their Board and will reflect some of the early investment discussion. MTC, who is leading the discussion with CHSRA on what early investments make sense for the region in their regional capacity as the commission, will be taking a draft MOU that reflects what we agree on to their commission on March 28.
- The six cities represented at the San Mateo County Corridor Rail Partnership meeting on February 29 were San Mateo Redwood City, South San Francisco, Brisbane and Burlingame. The key points they asked to be relayed to the JPB were:
 - The group felt very rushed about this discussion. Staff is working with dates that are outside of their control and that led to discomfort. There were some expression that while things were rushed there was a funding opportunity here that we should think about.
 - The majority of the cities expressed support for the Caltrain Modernization and the blended system.
 - There was one exception, Burlingame, is yet to be determined. They will be having a meeting on March 5 to talk to the rest of their council members to find out what their position will be.
 - Of the cities remaining, San Mateo had the strongest position because they already took city council action. The other remaining city representatives had to

assess what positions their council members would take, but were short of a formal council action.

- They support the early investment proposal with strong conditions. That we make absolutely sure that we are not talking about a four-track, full-build project for the corridor that we are only talking about a blended system that relies primarily on a two-track system. In the first increment of funding there are no passing tracks and with that they qualified that staff needed to further evaluate the passing tracks as part of the ongoing planning process.
- When there is any contemplation of increasing train service it must be linked to understanding what is done with all the grade separations along the corridor and identifying grade separations that would be needed.
- There was one city specific concern which had to do with the location of the storage and maintenance facility. Brisbane is against it being located in their city. While this is very city specific what might be a common issue for all the cities is this is an industrial facility.
- In regards to the MOU with the CHSRA there was strong position that MTC, given their regional perspective and role, cannot well represent the interests of the Peninsula cities.

Director Richardson said there were strong statements not wanting to have MTC involved in this and wanting all the cities to be in the MOU. Ms. Lee said there was good dialogue about who should be on the MOU and the agreement she definitely heard was that MTC could not represent the cities. But, but what was not clear is if MTC isn't the agency to represent the cities, how do we go about getting the cities represented in the MOU. There was discussion if it should be the City/County Association of Governments (C/CAG), should it not be C/CAG, should it be all the cities or not all the cities.

Director Richardson said there are some cities not on the corridor who have ridership so should it be just the cities on the corridor or all the cities?

Director Foust said there were some things said that were accepted as a part of the group discussion. Redwood City has a freight rail situation, but didn't want to mix it with this issue. Eventually staff may see Redwood City not weigh in as strongly on some of the things that were brought forth to the JPB because they may have other issues that are more of a priority. MTC is the reason Caltrain is able still operate and operate with the 96 trains.

Director Patridge said Half Moon Bay is not directly impacted, but she has concern with the group not wanting MTC to be the representative because we have no other source. We need to get a stronger relationship with MTC, but there needs to be a sub-group that represents San Mateo County because she doubts this is going to come to C/CAG because it needs to stay at a transportation level.

Director Nagel asked how the whole timing comes together. She asked when do we have to have this united voice weigh in on the decision. Ms. Lee said the first layer of input she is trying to get is just on the concept. If there is an opportunity to get funding for our corridor to electrify do we want to go get it? If that level of interest is there then the second layer of input is what are

the conditions and concerns among the constituents. There are two mediums and that is the revised CHSRA Business Plan and some sort of MOU that captures the concept or the essence of this early investment proposal. She said if you like something and buy in on something please let staff know as well as any concerns so they can be addressed.

Director Nagel said everyone can draft letters on behalf of their cities talking about general support of the idea and caveats. Is staff planning on having a meeting of the cities along the corridor? There are some things that everyone will agree upon such as don't go to four-tracks, understand not going above a certain speed, don't go above a certain number of trains per hour before certain things happen. Ms. Lee said staff has engaged the cities directly impacted by the project. Six cities are represented on San Mateo County Rail Partnership, there are six represented on the Peninsula Corridor Coalition and staff has done individual city outreach with the remainder of the cities that are not participating in either group. In addition to this staff has been using this venue for others who may want to come and throughout the entire process coordinating with each of the staff in all those cities and three counties.

Director Nagel said the first phase is for a while and asked what a while is. Ms. Lee said staff will be enlightened when they see the Business Plan. If we get the early investment money we can drive the delivery of that capital program. When HSR gets here they are going to build Central Valley out, but the revised Business Plan will tell us when and that will dictate when we need to do the second increment.

Director Nagel said she heard a lot of concern at yesterday's meeting concerning the east/west direction and the need for more grade separation and the issue of safety. If the first three projects are added up there is not much left for grade separations and are all these absolutely necessary expenses. Ms. Lee said they are absolutely necessary expenses. The advanced signal system cost estimate is very good and recent. The Caltrain Electrification Project is a year of expenditure cost when we assumed we would be in operations in 2015. With the electric trains staff is seeing if there is a way to phase them in.

Director Richardson said there is agreement on the blended system but in Brisbane there are community concerns, but yet have pressure from regional bodies to have housing. Brisbane is saying that if the blended system would mean their city would up with a maintenance yard they are not there.

Mr. Scanlon said the TA Expenditure Plan specifically lists electrification project.

Public Comment

Jim Bigelow, Redwood City/San Mateo County Chamber of Commerce, said since 2004, Caltrain petitioned the Federal Transit Administration and Federal Railroad Administration to do a new standard for trains for regional commuter rail in the United States. We are the first transit property that got that authorization. It is 100 percent compatible with HSR. This board spent \$2 million for a footprint study of all the at-grade crossings in San Mateo County. MTC is very fair and there is a perception in a number of communities that they come in and say it will be done their way. The money for this early opportunity is the three-county half-cent sales tax contributions. Electrification was identified in the Caltrain 2025 Plan and then you add in MTC

with Resolution 3434 which is the 10-year commitment of State and Federal funds to help Caltrain get electrified.

State and Federal Legislative Update

Government Affairs Manager Seamus Murphy said staff has been keeping our delegation involved in the early investment opportunity proposal and make sure they are aware that we are reaching out to local communities and stakeholders within the Caltrain service area to collect input about what the options should be. Staff met with members of the delegation and also members of the respective policy committees that work on transportation issues and many of those members are from Southern California where they are dealing with some of these same issues. There is a pretty significant consensus among all these members to make some of these projects happen, given CHSRA's new-found desire to invest in the bookend sections. They see it as a positive direction and are looking forward to hearing input from their constituents and from the communities in San Mateo County. They are encouraged by this direction and if the CHSRA has a strategy to achieve the long-term vision they have expressed in their Business Plan by compromising and investing some funds on the end sections that are going to ultimately help advance their project it is definitely working with the legislature.

Staff has also been working on a bill that would allow Caltrain to put a measure on the ballot to ask voters to increase the sales tax for Caltrain operations and capital projects. This is something that has been introduced as a spot bill, but the bill ultimately will be amended to reflect the JPB authority to put a sales tax on the ballot in all three counties. Staff has been talking to members about co-sponsoring that bill and has about half of the Bay Area Caltrain delegation on board and expects to get the remaining members on board before the bill is amended to include the actual language that will be considered.

Mr. Murphy said last month staff reported on the House bill that has to do with Surface Transportation Reauthorization that would eliminate guaranteed funding for mass transit. The American Public Transportation Association led a national effort to advocate for the opposition to components of that bill that would have been problematic. Staff participated in that effort and sent a letter from this board, the San Mateo County Transit District and JPB that was signed by a broad coalition of stakeholders that were all united in opposition to those provisions of the bill and that effort was duplicated around the country. This item has been tabled and there is some staunch disagreement within the Republican caucus in the House about whether the bill should be shorter-term that looks more like what they are considering in the Senate or whether they should still do something longer-term. In the meantime the Senate bill is moving forward and they are considering amendments to that bill. It maintains funding levels for transportation and transit for the next two years.

Capital Projects Quarterly Status Report – 2nd Quarter Fiscal Year 2012

Director of Transportation Authority Programs Joe Hurley said the only change is that the Route 1 Calera Parkway schedule has slipped. In 2007, Caltrans entered into an agreement with the Federal Highway Administration where Caltrans would be the authority on clearing the project environmentally on the Federal end. With that delegation came a condition that in the event a project was of significant public interest or significant complexity in the environmental process that would trigger an additional review by Caltrans legal staff to check for National

Environmental Policy Act sufficiency of the document. The Calera Parkway project received 213 comments as part of the draft environmental document. The environmental document will now be cleared in October instead of June.

Director Matsumoto said the Highway 380/280 local access is on hold and the reason is future phases are to be determined and asked if there was any timeline. Mr. Hurley said this was one of the projects that were identified as inactive. If there is a sponsor that would like to reinstate this process they can do it through the Call for Projects.

Director Nagel asked what the total is of inactive projects that will be reprogrammed. Mr. Hurley said it is about \$22 million.

Director Patridge said all of State Route 92 projects are on hold and asked who the lead is. Mr. Hurley said Caltrans is the lead on the slow vehicle lane project between Highways 280 and 35 and will have to research who the lead is on the project between Pilarcitos Creek and Half Moon Bay.

REQUESTS FROM THE AUTHORITY

Director Matsumoto requested the meeting be adjourned in honor of Director Patridge's mother, Noye Imamura.

WRITTEN COMMUNICATIONS TO THE AUTHORITY

None

REPORT OF LEGAL COUNSEL

No report

DATE AND PLACE OF NEXT MEETING

April 5, 2012 at 5 p.m. in the San Mateo County Transit District Administrative Building, Bacciocco Auditorium, 2nd floor, 1250 San Carlos Avenue, San Carlos CA 94070.

The meeting adjourned at 6:39 p.m. in memory of Noye Imamura.