

**Peninsula Corridor Joint Powers Board (JPB) Summary
Meeting of MARCH 3, 2022**

JPB Board of Directors Received and Approved the Following Items:

- Approve Regular Meeting Minutes of February 3, 2022
- Adopt Findings of a Proclaimed State Of Emergency, Recommendations for Social Distancing, and Imminent Risks to Health and Safety from In-Person Meeting and Approve Meeting Remotely for 30 Days
- Receive Caltrain Key Performance Statistics – January 2022
- Award of Contract to Provide Real Estate and Other Legal Services* (Gov. Code § 84308 applies)
- Report of the Chief Financial Officer (CFO)
- Accept Statement of Revenues and Expenses for the Period Ended January 31, 2022
- Approve Title VI Analysis for Sunday Service Schedule (August 2021)
- State and Federal Legislative Update and Approval of Legislative Proposal: Support AB 2197 (Mullin)
- Capital Projects Quarterly Status Report – 2nd Quarter Fiscal Year 2022
- Metropolitan Transportation Commission (MTC) Network Management Business Case Update
- Metropolitan Transportation Commission (MTC)/Regional Update
- Approve National Women's History Month Resolution

The Board members, staff, and the public commended outgoing Chief Financial Officer (CFO) Derek Hansel on his leadership and professionalism.

Peninsula Corridor Electrification Project (PCEP) Monthly Progress Report – January 2022

Michelle Bouchard, Acting Executive Director, announced the milestone of receiving the first two vehicles early/mid-April.

Pranaya Shrestha, CalMod Chief Officer, provided a presentation, which included the following:

- Project highlights and no change to project budget
- Foundations' completion celebration and upcoming milestones
- Funding – changes to the previous month

Casey Fromson, Chief Communications Officer, provided information on the funding update including the following:

- \$410 million in state and federal funding
- Federal efforts and state planning efforts
- Working with Metropolitan Transportation Commission (MTC) on capital project list for state/federal advocacy

Draft Recommendation on Caltrain Governance

Chair Heminger thanked staff, Board members, Grace Crunican, and the ad hoc committee members (comprised of Chair Heminger, Director Davis and Director Gee) for their hard work.

The governance ad hoc committee reported their discussions and asked for full Board consideration of the term sheet.

Sebastian Petty, Deputy Chief of Planning, provide the presentation on the revised term sheet:

1. Caltrain ED
2. Staff Reporting
3. Right of Way Repayment
4. Reversion
5. Future Amendment of Real Property Agreement
6. Indemnification
7. Share Services Agreement
8. Attorney's Fees
9. Term of MOU

He also reviewed the process and timeline for approval of a Memorandum of Understanding (MOU) and future amendment of the Real Property Agreement (RPOA) and Joint Powers Agreement (JPA)

The Board members asked questions and staff provided further clarification, which included the following:

- The cost of adding four additional roles
- The economic impact for implementing the revised term sheet and overall cost to date
- Why the money is placed into escrow
- Whether the MOU can supersede the Real Property Agreement (RPOA)
- When would all the funds would be released with this proposal
- What happens if an agreement cannot be reached
- Whether there was a comparison between the SamTrans proposal and the governance ad hoc committee's term sheet
- How the two new positions for communications would work
- Whether there would be changes to SamTrans as managing agency
- Mutual indemnification
- Why name particular positions instead of stating rail is responsible for its positions and the contract agency responsible for shared services
- The method to come to an agreement– what happens when there is conflict between SamTrans and Caltrain
- Reviewing the methodology of shared services for financing
- The time given to complete the steps outlined in the presentation timeline
- What member agency general managers think about the timeline

The Caltrain Board voted 8 -1 in favor of the proposed term sheet. Staff will develop an MOU for consideration by the three member agencies.

Monthly Reports

- Report of the Citizens Advisory Committee (CAC) – Adrian Brandt, CAC Member, reported discussions on current ridership, fare structure, catering to current rider schedules, Measure RR for CAC, signage with the new schedule change, and future conductor iPhones.

- Report of the Chair – there was no report.
- Report of the Local Policy Maker Group (LPMG) – Director Gee reported on forecasting cutovers, new Vice Chair Michael Salazar, and expressed appreciation for former Vice Chair Beach's past service.
- Report of the Transbay Joint Powers Authority (TJPA) – Director Gee reported that there is a new Executive Director and noted the work being done on project delivery, ridership, funding, and governance.
- Report of the Executive Director – Michelle Bouchard, Acting Executive Director, reported on the following:
 - Ongoing funding efforts
 - Assembly Bill (AB) 2197 (Mullin)
 - Five affordable housing projects were awarded funding in San Francisco, Redwood City, East Palo Alto, and San Jose
 - Emergency funds from the Department of Transportation
 - \$27 million grant funds were identified for Caltrain
 - Reducing weekday service for March cutovers (March 14 through April 2)
 - 50 percent off fares in April
 - South San Francisco Station ribbon cutting in early April
 - March Board Special Workshop to discuss Caltrain's financial situation
 - Current vaccination rate of Transit America Services, Inc (TASI) staff

The Board met in Closed Session regarding the following:

- Conference with Legal Counsel – Anticipated Litigation. Significant exposure to litigation Pursuant to Government Code Section 54956.9(d)(2): One Case.
- Conference with Legal Counsel – Existing Litigation Pursuant to Government Code Section 54956.9(d)(1): Federal Insurance Company v. San Mateo County Transit District, Peninsula Corridor Joint Powers Board, and Union Pacific Railroad Company, Case No. 22-CIV-00512.

James Harrison, General Counsel, noted that there were no reportable actions from the closed sessions.

Board Member Requests

Chair Heminger requested bringing back the item that discusses what the three constituent agencies are doing for future meeting formats.

Director Stone requested an update regarding virtual public comment after we start meeting in person

Chair Heminger requested higher vaccination rates with customer facing staff and to have more information on a future vaccination policy.

Director Stone requested information on additional costs incurred for additional positions on the governance term sheet proposal.