

BOARD OF DIRECTORS MEETING

Thursday, February 1, 2018

MINUTES

1. CALL TO ORDER AND ROLL CALL

The Regular Meeting of the Santa Clara Valley Transportation Authority's (VTA) Board of Directors (Board) was called to order by Chairperson Liccardo at 5:31 p.m. in the Board of Supervisors' Chambers, County Government Center, 70 West Hedding Street, San Jose, California.

1.1. ROLL CALL

Attendee Name	Title	Status
Jeannie Bruins	Ex-Officio Member	Present
Larry Carr	Board Member	Present
Cindy Chavez	Board Member	Present
David Cortese	Alternate Board Member	Absent
Dev Davis	Alternate Board Member	Absent
Lan Diep	Board Member	Present
Daniel Harney	Alternate Board Member	Absent
Glenn Hendricks	Alternate Board Member	Present
Chappie Jones	Board Member	Present
Johnny Khamis	Board Member	Present
Sam Liccardo	Chairperson	Present
John McAlister	Board Member	Present
Bob Nunez	Board Member	Present
Teresa O'Neill	Vice Chairperson	Present
Raul Peralez	Board Member	Present
Rob Rennie	Alternate Board Member	Absent
Savita Vaidhyanathan	Board Member	Present
Ken Yeager	Board Member	Absent

* Alternates do not serve unless participating as a Member.

A quorum was present.

1.2. Pledge of Allegiance

The Pledge of Allegiance commenced.

1.3. Orders of the Day

Mayor Liccardo noted that staff requested the following changes to the Agenda: 1) Closed Session Item #9.1.B. Conference with Legal Counsel - Anticipated Litigation will be heard immediately following the Consent Agenda and the remaining closed session items will be heard following **Agenda Item #8.5**; 2) place on the Regular Agenda, **Agenda Item #8.2.A.** Appointments to Ad Hoc Financial Stability Committee; and 3) remove from the Agenda, **Closed Session Item #9.1.C-** Conference with Labor Negotiators and **Agenda Item #9.4.,** Employment contract with VTA General Counsel.

M/S/C (Khamis/Peralez) to accept the Orders of the Day.

RESULT:	ACCEPTED [UNANIMOUS] – Agenda Item #1.3
MOVER:	Johnny Khamis, Board Member
SECONDER:	Raul Peralez, Board Member
AYES:	Carr, Chavez, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Vaidhyathan
ABSENT:	Diep, Jones, Yeager

2. AWARDS AND COMMENDATION

2.1. Retiree's Recognition February 2018

The Board recognized the following retirees for their distinguished public service with VTA: Julie Thompson, Coach Operator, for 31 years of service; and Angela Snell, Coach Operator, for 27 years of service.

The following retirees were unable to attend, but were recognized for their distinguished public service with VTA: Robert Joyce, Bus Dispatcher, for 39 years of service; Arthur Hannibal, Coach Operator, for 38 years of service; Leslie Kwong, Bus Dispatcher, for 37 years of service; Danny Davis, Paint and Body Worker, for 33 years of service; John Heggarty, Construction Contract Compliance Officer, for 33 years of service; Paul Martinez, Paint and Body Foreperson, for 31 years of service; Martin Hernandez Gonzalez, Construction Inspector, for 30 years of service; Stephen Smith, Transit Mechanic for 30 years of service; Alfred McGlone, Coach Operator, for 26 years of service; and John Martinez, Electro Mechanic, for 26 years of service.

The Board held a moment of silence for Alfred McGlone, a retired Coach Operator with 26 years of service, who recently passed away.

NOTE: M/S/C MEANS MOTION SECONDED AND CARRIED AND, UNLESS OTHERWISE INDICATED, THE MOTION PASSED UNANIMOUSLY.

Members Diep and Jones arrived and took their seats at 5:35 p.m.

2.2. Board Resolution of Appreciation

M/S/C (Khamis/Carr) to adopt a **Resolution of Commendation No. 2018.01.02** expressing VTA's appreciation for outgoing VTA Citizens Advisory Committee and 2000 Measure A Citizens Watchdog Committee Member Charlotte Powers for her service and contribution to VTA and the community.

RESULT:	ADOPTED [UNANIMOUS] – Agenda Item #2.2
MOVER:	Johnny Khamis, Board Member
SECONDER:	Larry Carr, Board Member
AYES:	Carr, Diep, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Vaidhyathan
ABSENT:	Yeager, Chavez

3. PUBLIC COMMENT

Roland Lebrun, Interested Citizen, made the following comments: 1) provided positive feedback on the first phase of Next Network implementation and free transfers; and 2) offered suggestions on ways to capitalize on public/private partnerships.

Cheriel Jensen, Interested Citizen, expressed opposition to the Bay Area Rapid Transit (BART) to downtown San Jose, noting the invaluable aquifer would be at risk. Ms. Jensen suggested using tramway as an alternative connection from Fremont BART to San Jose.

Sally Ashton, Interested Citizen, referenced a letter sent to Customer Service, expressing concern about parking capacity issues at the Ohlone/Chynoweth Park and Ride lot.

Naresh Gulati, Interested Citizen, made the following comments; 1) provided positive feedback about the VTA transit system, noting the operators are helpful; and 2) provided the following suggestions to help make VTA a better system: a) relocate the Ticket Vending Machine (TVM) on the light rail platform; b) allow riders the option to pay cash for a paper day pass; and c) increase light rail speed.

James Wightman, Interested Citizen, inquired about the opening timeframe of the BART Milpitas station.

Eugene Bradley, Silicon Valley Transit Users, referenced a letter he sent to Patrick Griffin, Customer Service Manager, expressing concern about passenger safety and the overcrowded trains due to a December 1, 2017 event at Levi's stadium.

4. PUBLIC HEARINGS

There were no Public Hearings.

5. COMMITTEE REPORTS

5.1. Citizens Advisory Committee (CAC) Chairperson's Report

Chairperson Liccardo noted that there was no CAC Chairperson's Report.

5.2. Policy Advisory Committee (PAC) Chairperson's Report

PAC Chairperson Howard Miller made the following comments: 1) noted he was re-elected as Chairperson for 2018; 2) noted he looks forward to providing the Board feedback from the Committee related to policies and procedures; 3) thanked Nuria I. Fernandez, General Manager/CEO, for attending the January 11, 2018, PAC meeting and answering questions related to the 2016 Measure B funds; 4) reported about the Committee's interest around Next Network; and 5) commented that the Committee looks forward to a workshop that will discuss innovative solutions.

5.3. Policy Advisory Board (PAB) Chairpersons' Report

El Camino Real Rapid Transit Policy Advisory Board (PAB) Chairperson Bruins reported that after much analysis and collaboration, the PAB and the cities along the El Camino corridor could not come up with a unified solution to address the congestion in the corridor. There was lack of support from the cities along the corridor to pursue the pilot project the PAB has identified and therefore the PAB's work has concluded. VTA staff will continue to work with cities along the El Camino corridor to seek opportunities to help improve transit travel time for those riders using VTA.

6. CONSENT AGENDA

Chairperson Liccardo requested the following Agenda Item be removed from the Consent Agenda and placed on the Regular Agenda: **Agenda Item #6.3.**, Approval of RFP for Milpitas Transit Center Joint Development Site.

6.1. Board of Directors Regular Meeting Minutes of January 4, 2018

M/S/C (O'Neill/Peralez) to approve the Board of Directors Regular Meeting Minutes of January 4, 2018.

6.2. Silicon Valley Express Lanes Electronic Toll Systems Integration Services- Task Order #2

M/S/C (O'Neill/Peralez) to authorize the General Manager to execute Task Order #2A for \$693,604 and Task Order #2B for \$3,512,769 with TransCore to perform Design Development Services for the Silicon Valley Express Lanes Program Phase 3 Electronic Toll System (ETS) for a total amount of \$4,206,373, with Task Order #2B to be issued when the 2018 State Transportation Improvement Program (STIP) funds are secured.

6.3. (Removed from the Consent Agenda and placed on the Regular Agenda.)

Authorize the General Manager to issue a competitive Request for Proposals (RFP) for the Milpitas Transit Center Joint Development site. The solicitation will seek proposals to design, finance, build and operate a Transit-Oriented Development consistent with the Milpitas Transit Area Station Plan, pursuant to a long-term ground lease from VTA. VTA staff will review all submittals and recommend a developer to the Board of Directors for an Exclusive Negotiations Agreement (ENA).

6.4. Delegation of Authority for VT A Highway Projects

M/S/C (O'Neill/Peralez) to approve the following:

- 1) Authorize the General Manager to execute all documents required for VTA's acquisition (or possession and use) of the requisite right-of-way, or properties used for replacement rights or public infrastructure, for the VTA Capital Program for Highways and the 2016 Measure B Program, where: (a) the purchase price equals the statutory offer of just compensation established for the property; or (b) the purchase price is within 15% above the statutory offer of just compensation established for the property; and
- 2) Authorize the General Manager to execute all documents necessary to convey easement rights or fee title for the requisite right-of-way, or replacement rights or public infrastructure, for the VTA Highway Program projects and the 2016 Measure B program, to: (a) utility providers for replacement rights, along with requisite access rights, related to utility relocations; and (b) public agencies for the operation and maintenance of public infrastructure.

6.5. BPAC Appointments

M/S/C (O'Neill/Peralez) to ratify the appointment to the Bicycle & Pedestrian Advisory Committee for the remainder of the two-year term ending June 30, 2018 of: (1) Robert Neff, representing the City of Palo Alto; and (2) Ben Pacho, ex-officio member representing the Silicon Valley Bicycle Coalition.

6.6. Appointments to VTA Policy Advisory Boards

M/S/C (O'Neill/Peralez) to ratify appointments to the VTA Policy Advisory Boards.

RESULT:	APPROVED [UNANIMOUS] Agenda item 6.1-6.2; 6.4-6.6
MOVER:	Teresa O'Neill, Vice Chairperson
SECONDER:	Raul Peralez, Board Member
AYES:	Carr, Chavez, Diep, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Vaidhyanathan
ABSENT:	Yeager

The Agenda was taken out of order.

9. CLOSED SESSION

9.1. Recessed to Closed Session at 5:58 p.m.

B. Conference with Legal Counsel - Anticipated Litigation [Government Code Section 54956.9(d)(2)]

Significant Exposure to Litigation

No. of Potential Cases: 3

9.2. Reconvened to Open Session at 6:36 p.m.

9.3. Closed Session Report

B. Conference with Legal Counsel - Anticipated Litigation [Government Code Section 54956.9(d)(2)]

Significant Exposure to Litigation

No. of Potential Cases: 3

Robert Fabela, General Counsel, reported that no reportable action was taken during Closed Session.

7. REGULAR AGENDA

Administration and Finance Committee

7.1. Core Connectivity Program Update

Jim Unites, Deputy Director, Transit Planning & Capital Development, provided a brief report and introduced Aiko Cuenco, Transportation Planner III. Ms. Cuenco provided a presentation entitled "Core Connectivity Program Update," highlighting: 1) Program Background; 2) Core Connectivity Toolkit; 3) Research Findings; 4) Flexible Service Models = Low Productivity; 5) Sample Data from Microtransit Pilot Projects; 6) Core Connectivity Program; 7) Demonstration Projects; 8) Funding Opportunities; and 9) Next Steps.

Public Comments

Mr. Bradley requested a written response to the following: 1) if VTA staff researched Monterey Salinas Transit's On-Call Program; and 2) if there is a back-up plan if the second phase of Next Network is not implemented due to the VTA deficit.

Aboubacar Ndiaye, Working Partnership, urged the Board to focus on the following: 1) making transit easily accessible for seniors, disabled and low income; 2) closing the first and last mile gaps while keeping the cost low; 3) seeking opportunities to partner with bike share programs; and 4) transparency when using 2016 Measure B funds.

Members of the Board and staff discussed the following: 1) how the two cities were selected for the pilot program; 2) Key Performance Indicators (KPI), noting that success varies per city; 3) implementation timeline; 4) utilizing marketing and outreach efforts to inform the public; 5) the need for jobs to be full time and the pay scale up to par with the cost of living in the Bay Area; 6) VTA's need to keep pace with technology innovation; 7) finding opportunities for project developers to be the principal funders as it relates to Transportation Demand Management (TDM); 8) collaborating with other agencies/partners in order to determine successful mobility solutions; 9) commitments, specifically VTA's role versus the private sectors role as it relates to TDMs.

Members of the Board made the following comments: 1) emphasized the importance of creativity when figuring out solutions to better serve the public; 2) noted the importance of focusing on low income and seniors when using 2016 Measure B funds; 3) requested VTA staff provide a side by side comparison on the cost of the pilot program versus running buses; 4) commented that the framework would be drafted based on the guidelines listed in the 2016 Measure B language; 5) expressed concern about cost of the program, noting similar programs in the past were unsuccessful; 6) expressed support for the Almaden Pilot Program; and 7) expressed concern about VTA's structural and financial deficit and using 2016 Measure B funds for a program that may not be successful.

VTA staff reported that discussions related to mobility solutions are taking place at the federal and state level. VTA staff assured the Board that 2016 Measure B funds would be allocated correctly, and it is VTA's goal to be transparent throughout the process. Finally, staff reported that the Board and Committees will have regular updates regarding the program.

Ms. Fernandez noted that implementation of the pilot program would be after the 2016 Measure B funds become available.

On order of Chairperson Liccardo and there being no objection, the Board of Directors received an update on VTA's Core Connectivity Program and related implementation efforts.

8.2.A. Appointments to Ad Hoc Financial Stability Committee

Chairperson Liccardo provided an overview of the staff report.

Public Comment

Omar Chatty, Interested Citizen, made the following comments: 1) expressed concern about the Committee Membership and provided suggestions on who should be appointed; 2) requested the Board look for cost reductions with minimal impact to the labor unions; and 3) suggested replacing light rail trains with buses.

M/S/C (O'Neill/Jones) to approve the appointment of the following Board Members to the Santa Clara Valley Transportation Authority (VTA) Ad Hoc Financial Stability Committee:

Jeannie Bruins representing small city groups. Chair

Cindy Chavez representing Santa Clara County

Johnny Khamis representing City of San José

Approve the following Stakeholder Group representatives to the VTA Ad Hoc Financial Stability Committee:

VTA Policy Advisory Committee (PAC)

VTA Citizens Advisory Committee (CAC)

VTA Committee for Transportation Mobility and Accessibility (CTMA)

Santa Clara County City Managers Association

Santa Clara Coalition of Chambers of Commerce

Silicon Valley Leadership Group (SVLG)

Transit Justice Alliance

SPUR

Amalgamated Transit Union Local 265 (ATU)

Service Employees International Union Local 521 (SEIU)

Transportation Authority Engineers & Architects Association Local 21 (TAEA)

American Federation of State, County, and Municipal Employees Local 101 (AFSCME)

South Bay AFL-CIO Labor Council

Each Stakeholder Group to have one representative and one alternate.

RESULT:	APPROVED [UNANIMOUS] – Agenda Item #8.2.A.
MOVER:	Teresa O'Neill, Vice Chairperson
SECONDER:	Chappie Jones, Board Member
AYES:	Carr, Chavez, Diep, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Vaidhyathan
ABSENT:	Yeager

6.3 Approval of RFP for Milpitas Transit Center Joint Development Site

A brief discussion ensued about the following: 1) Request For Proposal (RFP) selection process; 2) in-lieu fees and affordable housing, noting any developer would have a clear understanding of VTA's goal for affordable housing; 3) Board's interest in meetings with staff and potential developers; 4) how metrics and goals could vary per location; and 5) support for the project.

Ron Golem, Deputy Director of Real Estate, reported that prior to any selection of a developer or requests related to in- lieu fees, staff would present an update to the Board for input and/or approval.

Public Comment

Mr. Ndiaye made the following comments: 1) expressed support for the staff recommendation; and 2) noted that having housing near transit is revenue producing.

Mr. Lebrun made the following comments: 1) suggested the Congestion Management Agency (CMA) be a separate Board from the VTA Board; 2) urged the Board to consider VTA's Cerone facility as a site for potential development; and 3) expressed support for housing in the north San Jose/Milpitas area, noting more housing in the south would add to the already congested area.

M/S/C (Nunez/Khamis) to authorize the General Manager to issue a competitive Request for Proposals (RFP) for the Milpitas Transit Center Joint Development site. The solicitation will seek proposals to design, finance, build and operate a Transit-Oriented Development consistent with the Milpitas Transit Area Station Plan, pursuant to a long-term ground lease from VTA. VTA staff will review all submittals and recommend a developer to the Board of Directors for an Exclusive Negotiations Agreement (ENA).

RESULT:	APPROVED [UNANIMOUS] – Agenda Item #6.3
MOVER:	Bob Nunez, Board Member
SECONDER:	Johnny Khamis, Board Member
AYES:	Carr, Chavez, Diep, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Vaidhyanathan
ABSENT:	Yeager

8. OTHER ITEMS

8.1. General Manager Report

Ms. Fernandez provided a report, highlighting:

- Introduced Joonie Tolosa, Manager of Operations Analysis, Reporting & Systems who reported on ridership for January 2018. Mr. Tolosa reported ridership numbers for the bus matched January 2017, however the light rail showed a decline from January 2017. He noted several factors that contributed to the decline over the past few years.
- Light Rail ridership on the day of Women's March on January 20, 2018, showed a 65% increase when compared to the previous Saturday;
- Status update on the Light Rail Rehabilitation, reporting that nine of the 11 slow zone areas are fixed and customers are seeing improved travel times;
- On February 27, 2018, VTA will hold a Black History Month Symposium;
- Security reports were in the Board Members' reading folders.

Upon inquiry Ms. Fernandez reported that part of approving the Next Network was developing KPI's and benchmarks in order to measure its success. Staff will provide an update to the Board in about six months.

8.1.A. Government Affairs Update

Jim Lawson, Director of Government Affairs, provided a brief report about Senate Bill (SB) 1 and the impacts to VTA if it is overturned.

Upon inquiry Mr. Lawson reported that he would provide an offline report regarding the details about the U.S 101 Express Lane Project Phase III and the funding sources.

On Order of Chairperson Liccardo and there being no objection, the Board of Directors received Government Affairs Update.

8.1.B. Silicon Valley Rapid Transit (SVRT) Program

Dennis Ratcliffe, Deputy Director, SVRT/BART Capital Program, provided a brief update on the VTA's BART Silicon Valley Phase I status, highlighting the Berryessa Extension Progress and Operations and Maintenance (O&M) Agreement Status.

Carolyn Gonot, Chief Engineering and Program Delivery Officer, provided a brief report on the VTA's BART Silicon Valley Phase II status, highlighting: 1) Federal Transit Administration's (FTA) New Starts Funding Program Update; 2) Refining Phase II Design Considerations; 3) Phase II Environmental Process Update; and 4) Phase II Extension Timeline

Upon inquiry Ms. Gonot reported several meetings have been scheduled between VTA and BART staff to brainstorm and have in-depth conversations around tunneling methodology. Ms. Gonot further reported there will be opportunity for feedback from the public after the Environmental Impact Report (EIR) is released and that feedback will be provided to the Board.

Public Comment

Mr. Bradley made the following comments: 1) referenced a letter to VTA Customer Service regarding assaults on VTA transit, noting he would like a response; and 2) expressed support for increased bus service.

On order of Chairperson Liccardo and there being no objection, the Board of Directors received the SVRT Program Update.

8.2. Chairperson's Report

There was no Chairperson's Report.

Public Comment

Mr. Bradley requested Chairperson Liccardo define a smart person in Silicon Valley.

8.3. ITEMS OF CONCERN AND REFERRAL TO ADMINISTRATION

There were no Items of Concern and Referral to Administration.

8.4. Unapproved Minutes/Summary Reports from VTA Committees, Joint Powers Boards (JPB), and Regional Commissions

8.4.A. VTA Standing Committees

- Governance and Audit Committee - There was no report.
- Congestion Management Program & Planning (CMPP) Committee - The January 18, 2018, Minutes were accepted as contained in the Agenda Packet.
- Administration & Finance (A&F) Committee – The January 18, 2018, Minutes were accepted as contained in the Agenda Packet.
- Safety, Security, and Transit Planning & Operations (SSTP&O) Committee – The January 18, 2018, Notice of Cancellation was accepted as contained in the Agenda Packet.

8.4.B. VTA Advisory Committees

- Technical Advisory Committee (TAC) – The January 10, 2018, Minutes were accepted as contained in the Agenda Packet.
- Citizens Advisory Committee (CAC) and 2000 Measure A Citizens Watchdog Committee (CWC) - The January 10, 2018, Minutes were accepted as contained in the Agenda Packet.
- Bicycle and Pedestrian Advisory Committee (BPAC) - The January 10, 2018, Minutes were accepted as contained in the Agenda Packet.
- Committee for Transportation Mobility and Accessibility (CTMA) – There was no report.
- Policy Advisory Committee (PAC) - The January 11, 2018, Minutes were accepted as contained in the Agenda Packet.

8.4.C. VTA Policy Advisory Boards (PAB)

- Eastridge to BART Regional Connector PAB (formerly Downtown East Valley PAB) - The January 25, 2018, Notice of Cancellation was accepted as contained in the Agenda Packet.
- State Route 85 Corridor PAB – There was no report.
- Diridon Station Joint Policy Advisory Board - There was no report.
- El Camino Real Rapid Transit PAB – There was no report.

8.4.D. Joint Powers Boards and Regional Commissions

- Caltrain Peninsula Corridor Joint Powers Board - The February 1, 2018, Summary Notes were accepted as contained on the dais.
- Capitol Corridor Joint Powers Authority - There was no report.
- Dumbarton Rail Corridor Policy Committee - There was no report.
- Metropolitan Transportation Commission (MTC) - There was no report.
- Sunol Smart Carpool Lane Joint Powers Authority - There was no report.
- Sunol SR 152 Mobility Partnership - There was no report.

8.5. Announcements

There were no Announcements.

9. CLOSED SESSION (continued)

9.1. Recess to Closed Session at 8:21 p.m.

A. Conference with Legal Counsel - Existing Litigation
[Government Code Section 54956.9(d)(1)]

Name of Case: California Public Employees' Retirement System v. Santa Clara Valley Transportation Authority, et al.
(Third District Court of Appeal Case No.: C083355)

C. (Removed from the Agenda.)

Conference with Labor Negotiators
[Government Code Section 54957.6]

VTA Designated Representatives:

Sam Liccardo, Board Chairperson
Alberto Lara, Director of Business Services

Unrepresented Employee:
General Counsel

9.2. Reconvene to Open Session at 9:14 p.m.

9.3. Closed Session Report

A. Conference with Legal Counsel - Existing Litigation
[Government Code Section 54956.9(d)(1)]

Name of Case: California Public Employees' Retirement System v. Santa Clara Valley Transportation Authority, et al.
(Third District Court of Appeal Case No.: C083355)

Mr. Fabela reported that no reportable action was taken during Closed Session.

9.4. (Removed from the Agenda.)

Approve modifications to employment contract with VTA General Counsel.

10. ADJOURNMENT

On order of Chairperson Liccardo and there being no objection, the meeting was adjourned at 9:14 p.m.

Respectfully submitted,

Theadora Abraham, Board Assistant
VTA Office of the Board Secretary