

BOARD OF DIRECTORS MEETING

Thursday, March 1, 2018

5:30 p.m.

Board of Supervisors' Chambers County Government Center 70 West Hedding Street San Jose, California

ADDENDUM TO AGENDA

- **8.1.B** INFORMATION ITEM Receive Silicon Valley Rapid Transit (SVRT) Program Update.
 - Receive status report on Operations and Maintenance Agreement between Santa Clara Valley Transportation Authority and San Francisco Bay Area Rapid Transit District. (Verbal Report)



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5:30 PM

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AGENDA

To help you better understand, follow, and participate in the meeting, the following information is provided:

- Persons wishing to address the Board of Directors on any item on the agenda or not on the agenda are requested to complete a blue card located at the public information table and hand it to the Board Secretary staff prior to the meeting or before the item is heard.
- Speakers will be called to address the Board when their agenda item(s) arise during the meeting and are asked to limit their comments to 2 minutes. The amount of time allocated to speakers may vary at the Chairperson's discretion depending on the number of speakers and length of the agenda. If presenting handout materials, please provide 25 copies to the Board Secretary for distribution to the Board of Directors.
- The <u>Consent Agenda</u> items may be voted on in one motion at the beginning of the meeting. The Board may also move regular agenda items on the consent agenda during Orders of the Day. If you wish to discuss any of these items, please request the item be removed from the <u>Consent Agenda</u> by notifying the Board Secretary staff or completing a blue card at the public information table prior to the meeting or prior to the Consent Agenda being heard.

<u>Disclosure of Campaign Contributions to Board Members</u> (Government Code Section 84308)

In accordance with Government Code Section 84308, no VTA Board Member shall accept, solicit, or direct a contribution of more than \$250 from any party, or his or her agent, or from any participant, or his or her agent, while a proceeding involving a license, permit, or other entitlement for use is pending before the agency. Any Board Member who has received a contribution within the preceding 12 months in an amount of more than \$250 from a party or from any agent or participant shall disclose that fact on the record of the proceeding and shall not make, participate in making, or in any way attempt to use his or her official position to influence the decision.

A party to a proceeding before VTA shall disclose on the record of the proceeding any contribution in an amount of more than \$250 made within the preceding 12 months by the party, or his or her agent, to any Board Member. No party, or his or her agent, shall make a contribution of more than \$250 to any Board Member during the proceeding and for three months following the date a final decision is rendered by the agency in the proceeding. The foregoing statements are limited in their entirety by the provisions of Section 84308 and parties are urged to consult with their own legal counsel regarding the requirements of the law.

All reports for items on the open meeting agenda are available for review in the Board Secretary's Office, 3331 North First Street, San Jose, California, (408) 321-5680, the Monday, Tuesday, and Wednesday prior to the meeting. This information is available on our website, www.vta.org, and also at the meeting. Any document distributed less than 72-hours prior to the meeting will also be made available to the public at the time of distribution. Copies of items provided by members of the public at the meeting will be made available following the meeting upon request.

In accordance with the Americans with Disabilities Act (ADA) and Title VI of the Civil Rights Act of 1964, VTA will make reasonable arrangements to ensure meaningful access to its meetings for persons who have disabilities and for persons with limited English proficiency who need translation and interpretation services. Individuals requiring ADA accommodations should notify the Board Secretary's Office at least 48-hours prior to the meeting. Individuals requiring language assistance should notify the Board Secretary's Office at least 72-hours prior to the meeting. The Board Secretary may be contacted at (408) 321-5680 or *e-mail: board.secretary@vta.org or (408) 321-2330 (TTY only). VTA's home page is on the web at: www.vta.org or visit us on Facebook at: www.facebook.com/scvta. (408) 321-2300: 中文/Español/日本語/ 한국어/tiếng Việt/Tagalog.

NOTE: THE BOARD OF DIRECTORS MAY ACCEPT, REJECT OR MODIFY ANY ACTION RECOMMENDED ON THIS AGENDA.

<u>70 West Hedding</u> St., San Jose, California is served by bus lines *61, 62, 66, 181, and Light Rail. (*61 Southbound last trip is at 8:55 pm for this location.)

For trip planning information, contact our Customer Service Department at (408) 321-2300 between the hours of 6:00 a.m. to 7:00 p.m. Monday through Friday and 7:30 a.m. to 4:00 p.m. on Saturday. Schedule information is also available on our website, www.vta.org.

1. CALL TO ORDER AND ROLL CALL

- 1.1. ROLL CALL
- 1.2. Pledge of Allegiance
- 1.3. Orders of the Day

2. AWARDS AND COMMENDATION

- **2.1.** INFORMATION ITEM Recognize Naunihal Singh, Assistant Superintendent for Service Management, and Ivan Thomas, Fare Inspector for Protective Services, as the Employees of the Year for 2017.
- **2.2.** INFORMATION ITEM Recognize the 2017 Advisory Committee Chairpersons, and welcome those serving in that capacity for 2018.
- **2.3.** INFORMATION ITEM Recognize Mission College for their commitment to providing ongoing workforce development programs that serve VTA's evolving needs.

3. PUBLIC COMMENT

This portion of the meeting is reserved for persons desiring to address the Board of Directors on any item within the Board's jurisdiction. Speakers are <u>limited to 2 minutes</u>. The law does not permit Board action or extended discussion of any item not on the agenda except under special circumstances. If Board action is requested, the matter can be placed on a subsequent agenda. All statements that require a response will be referred to staff for reply in writing.

4. PUBLIC HEARINGS

4.1 HEARING - NOTICE OF INTENTION TO ADOPT RESOLUTIONS OF NECESSITY

ACTION ITEM - Close Hearing and adopt Resolutions of Necessity determining that the public interest and necessity requires the acquisition of property interests from four properties owned by Union Pacific Railroad Company, located in Fremont and Milpitas, California, for the BART Silicon Valley Berryessa Extension (SVBX) Project.

Property ID/Assessor's Parcel Number/Owner

B2014A (APN 519-1010-020) owned by Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as their interest appear of record.

Property ID/Assessor's Parcel Number/Owner

B2029 (APN 086-32-019) owned by Union Pacific Railroad Company, a Delaware corporation, Successor by Merger to Pacific Subsidiary, a Delaware corporation.

Property ID/Assessor's Parcel Number/Owner

B2082 (APN 022-02-020) owned by Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as their interest appear of record.

Property ID/Assessor's Parcel Number/Owner

B2563 (APN 028-23-011 and 028-23-020) owned by Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as their interest appear of record.

Note: Motion must be approved by at least a 2/3 of the Board (8 members).

5. COMMITTEE REPORTS

- **5.1.** Citizens Advisory Committee (CAC) Chairperson's Report. (Verbal Report) (Fredlund)
- **5.2.** Policy Advisory Committee (PAC) Chairperson's Report. (Verbal Report) (Miller)
- **5.3.** Policy Advisory Board Chairpersons' Report. (Verbal Report)

6. CONSENT AGENDA

- **6.1.** ACTION ITEM Approve the Board of Directors Regular Meeting Minutes of February 1, 2018.
- **6.2.** ACTION ITEM Authorize the General Manager to execute a sole source contract with Dellner Inc., in an amount up to \$1,795,738 to procure the components needed for the overhaul of 173 couplers on VTA's fleet of Light Rail Vehicles.
- **6.3.** ACTION ITEM Authorize the General Manager to amend the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F) with DMZ Transit (Joint Venture) by an amount of \$1,100,000 for additional signal work, increasing the total contract amount to \$9,713,750.
- **6.4.** ACTION ITEM Reprogram \$1,070,000 in One Bay Area Grant Cycle 2 funds to the City of Saratoga's Prospect Road Complete Streets Project.
- **6.5.** ACTION ITEM Adopt a resolution authorizing the General Manager or her designee to file and execute grant applications, agreements, and certifications and assurances with the California Department of Transportation (Caltrans) for all current and future funds available through the Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Program (STA/SGR).
- **6.6.** ACTION ITEM Review and accept the Fiscal Year 2018 Statement of Revenues and Expenses for the period ending December 31, 2017.

7. REGULAR AGENDA

Administration and Finance Committee

7.1. ACTION ITEM - Authorize the General Manager to issue competitive developer Request for Proposals (RFP) for Joint Development (JD) at the Blossom Hill, Ohlone/Chynoweth, and Curtner JD sites, consistent with VTA's Joint Development Policy.

8. OTHER ITEMS

- **8.1.** General Manager Report. (Verbal Report)
 - **8.1.A.** Receive Government Affairs Update.
 - **8.1.B.** INFORMATION ITEM Receive Silicon Valley Rapid Transit (SVRT) Program Update.
- **8.2.** Chairperson's Report. (Verbal Report)
- 8.3. 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
 - **8.4.B.** VTA Advisory Committees
 - **8.4.C.** VTA Policy Advisory Boards (PAB)
 - **8.4.D.** Joint Powers Boards and Regional Commissions
- **8.5.** Announcements

9. CLOSED SESSION

There are no Closed Session Items.

10. ADJOURN



Date: February 8, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Director of Business Services, Alberto Lara

SUBJECT: 2017 Employees of the Year

FOR INFORMATION ONLY

BACKGROUND:

Employees of the Year for 2017:

Naunihal Singh, Assistant Superintendent for Service Management, is the Supervisor of the Year in the Administrative/Supervisor category. Last month marked Mr. Singh's 19 year anniversary as a VTA employee. In that time, he has continuously worked toward making meaningful changes which ensure VTA has a beneficial impact on the community it serves. It is clear that Mr. Singh is passionate about his job, and he has had a positive influence on many employees who have gone on to become accomplished leaders themselves. His department is thrilled to see him receive this recognition and would like to thank him for all the exceptional work he has done. Congratulations to Naunihal Singh, Supervisor of the Year!

Ivan Thomas, Fare Inspector for Protective Services, is the Operations Award Winner of the Year in the Operations/Maintenance category. After 24 years of exemplary work, Mr. Thomas retired from VTA at the end of 2017. His fellow Fare Inspectors and management team want to express their sincere gratitude for the positive contributions he has made to their work environment and for the excellent service he has provided to VTA passengers. Mr. Thomas always showed a high level of professionalism in his role and shared a great amount of valuable advice with his colleagues. He will be missed dearly. Congratulations to Ivan Thomas, Operations Employee of the Year!

Prepared By: Ibraheem Fakira, Human Resources Analyst

Memo No. 6430



Date: February 2, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

FROM: Board Chairperson, Sam Liccardo

SUBJECT: Recognition of 2017 and Introduction of 2018 Advisory Committee

Chairpersons

FOR INFORMATION ONLY

BACKGROUND:

VTA values and benefits from the thoughtful input and diverse perspective provided by its five advisory committees: Bicycle & Pedestrian Advisory (BPAC); Citizens Advisory (CAC); Committee for Transportation Mobility & Accessibility (CTMA); Policy Advisory (PAC); and Technical Advisory (TAC). These committees provide a wide spectrum of stakeholder groups with a forum for discussing proposed changes in VTA policy or priorities that potentially impact transit service and transportation projects throughout the county.

The efficient functioning of these committees and the ability to conduct dynamic, respectful discussions yielding productive input is the responsibility of each committee's chairperson. The chairperson, who is elected by the membership, is responsible for presiding at their respective committee meetings and for representing their committee before the Board of Directors and VTA management. They facilitate their committee meetings in an impartial manner, focusing the discussion while taking the wide range of member perspectives into consideration. The challenging goal for the chairperson is to achieve support and individual responsibility for the collective decision. Leadership is a key component to guiding the discussions of the meeting in an organized and productive manner.

DISCUSSION:

The Board would like to take this opportunity to express its appreciation to the 2017 advisory committee chairpersons for their service to the Board of Directors and the community and for their dedicated leadership. Through the input of their committees, VTA is able to maximize the effectiveness of transportation services, programs and projects provided to the residents of Santa Clara County.

The individuals who served as their committee's 2017 chairperson are:

Advisory Committee	2017 Chairperson
Bicycle & Pedestrian Advisory Committee	Peter Hertan
Citizens Advisory Committee	Herman Wadler
Committee for Transportation Mobility & Accessibility	Christine Fitzgerald
Policy Advisory Committee	Howard Miller
Technical Advisory Committee	Matt Morley

The Board would also like to extend a warm welcome to the 2018 advisory committee chairpersons, as recently elected by the membership of their respective committees, and to thank them for accepting this valuable and vital responsibility. They are:

Advisory Committee

2018 Chairperson Bicycle & Pedestrian Advisory Committee Peter Hertan Citizens Advisory Committee Sharon Fredlund Committee for Transportation Mobility & Accessibility Christine Fitzgerald Howard Miller Policy Advisory Committee **Technical Advisory Committee** Matt Morley

Prepared By: Stephen Flynn, Advisory Committee Coordinator Memo No. 6394



Date: February 13, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Director of Business Services, Alberto Lara

SUBJECT: Community Partnership Recognition

FOR INFORMATION ONLY

BACKGROUND:

Mission College Santa Clara has had a successful ongoing relationship with VTA since 2014 when they were asked to develop and deliver customized training to field level employees for the VTA/Joint Workforce Investment (JWI). In 2015, Mission College and VTA successfully developed a \$1 million California Apprenticeship Initiative Grant through the California Community Colleges Chancellor's Office. Today, Mission College is being honored for their most recent partnership - The VTA Leadership Academy.

DISCUSSION:

VTA launched its first Leadership Academy Program in the fall of 2016. This 15 month program focused on high-quality continuing education and professional development courses designed to increase employee skills and competencies to enhance readiness for future growth and advancement opportunities within VTA. Thirty employees graduated from the 2016 - 2017 VTA Leadership Academy in November of 2017 with 5 employees receiving promotions since their acceptance into the program.

Prepared By: Elizabeth Jespersen

Memo No. 6409



Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Chief Financial Officer, Raj Srinath

SUBJECT: Resolutions of Necessity for four (4) SVBX Parcels Owned by Union Pacific

Railroad: (1) B2014A (APN 519-1010-020) Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appears of record; (2) B2029 (APN 086-32-019) Union Pacific Railroad Company, a Delaware corporation, Successor by Merger to Pacific Subsidiary, a Delaware corporation, as its interest appears of record; (3) B2082 (APN 022-02-020) Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appears of record; and (4) B2563 (APN 028-23-011 and 028-23-020) Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appears of

Policy-Related Action: No Government Code Section 84308 Applies: No

Resolution

ACTION ITEM

RECOMMENDATION:

Adopt four (4) Resolutions of Necessity determining that the public interest and necessity require the acquisition of four properties owned by Union Pacific Railroad Company for the BART Silicon Valley Berryessa Extension (SVBX) Project.

BACKGROUND:

The BART Silicon Valley Program is an extension of the existing BART regional heavy rail system to Milpitas, San Jose and Santa Clara, which will be delivered through a phased approach. The first phase is the Silicon Valley Berryessa Extension (SVBX) Project, a 10-mile, two-station project, which will extend the existing BART system and provide service to the Cities of Milpitas and San Jose in Santa Clara County.

The SVBX Project will begin south of the future BART Warm Springs Station in Fremont and proceed on the Milpitas Corridor purchased by VTA from the Union Pacific Railroad in 2002, through Milpitas, and end in the Berryessa area of North San Jose at Las Plumas Avenue (See Project Map attached hereto.) The Project also includes the extension of South Milpitas Boulevard from Montague Expressway to Capitol Avenue. Construction activities are nearing completion.

Full and partial property acquisitions are required from approximately 100 property owners in order to construct the SVBX Project. These acquisitions are being pursued in accordance with state and federal law, and diligent efforts are being made to acquire them through negotiated settlements. However, negotiated settlements may not be achievable in all instances and some of the acquisitions may need to be acquired through a timely condemnation process, particularly to ensure that the Project can stay on schedule.

A prerequisite to commencement of eminent domain proceedings by a public entity is adoption of a Resolution of Necessity (California Code Civil Procedure section 1245.220). As discussed below, staff is recommending the Board to adopt four Resolutions of Necessity to enable commencement of eminent domain proceedings.

DISCUSSION:

Staff recommends that a Resolution of Necessity be adopted for each of the following four properties, which are required to construct a portion of the SVBX Project. Attachment A to this memorandum provides a Property Fact Sheet for each property, including a map, as well as additional information on the required analysis and findings.

1. Property Owner: <u>Union Pacific Railroad Company</u>, a <u>Delaware corporation</u>, successor by merger to Southern Pacific Transportation Company; as its interest appears of record (B2014A).

This property is located within the existing Union Pacific Railroad freight operating corridor in Fremont, CA. The subject parcel is landlocked, with Kato Road to the north, VTA property/BART corridor to the east, Dixon Landing Road to the south and industrial land to the west, on which lies VTA's newly constructed traction power substation. The property required to construct the Project consists of: (1) a 2,400 square foot utility easement interest (B2014A-04); and (2) a 2,100 square foot utility easement interest (B2014A-05). The proposed utility easements are required for subsurface utility duct banks, which transfer power from the substation to the tracks within the VTA/BART operating corridor.

The subject property was appraised, the appraisal was reviewed by a review appraiser, and VTA staff set just compensation. An offer based on the recommended appraisal was made on or about January 3, 2017. To date, negotiations with the property owner to acquire the easements have been unsuccessful even though the real estate team has diligently worked to acquire the easements through negotiated settlement. The team is actively continuing negotiations with the property owner to reach a negotiated settlement, which staff will continue even after adoption of a Resolution of Necessity.

2. Property Owner: <u>Union Pacific Railroad Company, a Delaware corporation, Successor by Merger to Pacific Subsidiary, a Delaware corporation (B2029).</u>

This property is located within Piper Drive in Milpitas, CA, with the VTA/BART corridor to the west, Montague Expressway to the south and multifamily residential land to the east. The proposed acquisitions consist of (1) a 3,153 square foot fee interest (B2029-01); (2) a 5,661 square foot storm drain/landscape easement interest (B2029-02); (3) a 3,272 square foot storm drain easement interest (B2029-03); (4) a 3,801 square foot utility easement interest (B2029-09); and (6) a 7,876 square foot utility easement interest (B2029-14).

The proposed fee interest (B2029-01) is required for the BART wayside system facility. The storm drain/landscape easement (B2029-02) is required for treatment of storm water run-off, and the storm drain easement (B2029-03) is required for the relocation of City of Milpitas storm drain facilities, The utility easements are required for the relocation of Air Product nitrogen gas lines (B2029-08 and -09) and MCI fiber optics facilities (B2029-14).

The subject property was appraised, the appraisal was reviewed by a review appraiser, and VTA staff set just compensation. An offer based on the recommended appraisal was made on or about October 11, 2016. The real estate team has diligently worked with the property owner to acquire the property through negotiated settlement and has reached a proposed settlement subject to FTA approval and staff approval of acquisition documents. The real estate team is requesting the adoption of a Resolution of Necessity at this time to ensure that the property is timely acquired.

3. Property Owner: <u>Union Pacific Railroad Company</u>, a <u>Delaware corporation</u>, successor by merger to Southern Pacific Transportation Company; as its interest appears of record (B2082).

This property is located within the existing Union Pacific Railroad freight operating corridor in Milpitas, CA. The subject parcel is landlocked, with Kato Road to the north, VTA/BART corridor to the east, Dixon Landing Road to the south and commercial land to the west. The property required to construct the Project consists of a 600 square foot utility easement interest (B2082-02). The proposed utility easement is required for a water line for fire suppression purposes along the BART corridor.

The subject property was appraised, the appraisal was reviewed by a review appraiser, and VTA staff set just compensation. An offer based on the recommended appraisal was made on or about January 31, 2018. Negotiations with the property owner to acquire the easement have occurred over the course of numerous months and, to date, have been unsuccessful even though the real estate team has diligently worked to acquire the easement through negotiated settlement. The team is actively continuing negotiations with the property owner to reach a negotiated settlement, which staff will continue even after adoption of a Resolution of Necessity.

4. Property Owner: <u>Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appears of record (B2563).</u>

This property is located within the existing Union Pacific Railroad freight operating corridor in Milpitas, CA. The subject parcel is landlocked, with N. Abel St. to the north, VTA/BART corridor to the east, E. Calaveras Blvd. to the south and industrial land to the west, on which lies VTA's newly constructed traction power substation. The proposed acquisitions consist of: (1) a 1,213 square foot utility easement interest (B2563-03); (2) a 1,213 square foot utility easement interest (B2563-04); (3) a 1,213 square foot utility easement interest (B2563-05); and a (4) a 889 square foot aerial easement interest (B2563-06). The proposed utility easements (B2563-03, B2563-04 and B2563-05) are required for subsurface utility duct banks, which transfer power from the substation to the VTA/BART operating corridor. The aerial easement (B2563-06) is required to build a pedestrian maintenance bridge over Union Pacific tracks in order for personnel to access the VTA/BART corridor.

The subject property was appraised, the appraisal was reviewed by a review appraiser, and VTA staff set just compensation. An offer based on the recommended appraisal was made on or about January 3, 2017. To date, negotiations with the property owner to acquire the easements have been unsuccessful even though the real estate team has diligently worked to acquire the easements through negotiated settlement. The team is actively continuing negotiations with the property owner to reach a negotiated settlement, which staff will continue even after adoption of a Resolution of Necessity.

A prerequisite to commencement of eminent domain proceedings by a public entity is adoption of a Resolution of Necessity. This statutory requirement is designed to ensure that public entities verify and confirm the validity of their intended use of the power of eminent domain. A resolution of necessity must contain a general statement of the public use for which the property is taken, a reference to the authorizing statutes, a description of property, and a declaration stating that each of the following has been found and determined to be true:

- 1. The public interest and necessity require the proposed project;
- 2. The proposed project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury;
- 3. The property described in the resolution is necessary for the proposed project; and
- 4. The offer required by Section 7267.2 of the Government Code, together with the accompanying statement of the amount established as just compensation, has been made to the owner or owners of record, which offer and statement were in a format and contained the information required by Government Code Section 7267.2, or the offer has not been made because the owner cannot be located with reasonable diligence.

Further information addressing each of these items and any additional findings that must be made are included in a staff report attached hereto.

ALTERNATIVES:

The properties that are subject to the Resolution of Necessity before the Board are necessary for the Project and a condemnation action must be initiated in order to obtain possession of the parcels if the Project schedule is to be maintained. The Board may, in its discretion, decide not to adopt the Resolution of Necessity. However, this would necessitate either some delay and/or a possible redesign or reconstruction, which could impact the schedule, including a potential delay to commencement of BART revenue service, and, most likely, increase the costs of the Project.

FISCAL IMPACT:

Appropriation for the costs associated with acquisition of this property is included in the FY18 Adopted 2000 Measure A Transit Improvement Program Fund Capital Budget.

Prepared by: Ron Golem

Memo No. 6464

Attachment "A"

SVBX Property Acquisition Staff Report

INTRODUCTION

This staff report provides information on the recommended adoption of the Resolutions of Necessity for the acquisition of several properties for the BART Silicon Valley Berryessa Extension (SVBX) Project.

For each property interest to be acquired, a resolution of necessity must be adopted prior to the commencement of eminent domain proceedings (Code of Civil Procedure Section 1245.220.). The statutory requirement that a public entity adopt a resolution of necessity before initiating a condemnation action "is designed to ensure that public entities will verify and confirm the validity of their intended use of the power of eminent domain prior to the application of that power in any one particular instance." *San Bernardino County Flood Control Dist. v. Grabowski* (1988) 205 Cal.App.3d 885, 897.

Thus, a resolution of necessity must contain a general statement of the public use for which the property is to be taken, a reference to the statute authorizing the exercise of eminent domain, a description of the property, and a declaration stating that each of the following have been found and determined by the Board to be the case:

- (1) The public interest and necessity require the proposed project;
- (2) The proposed project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury;
- (3) The property described in the resolution is necessary for the proposed project; and,
- (4) That either the offer required by Section 7267.2 of the Government Code has been made to the owner or owners of record, or the offer has not been made because the owner cannot be located with reasonable diligence.

(Code of Civil Procedure Section 1245.230.)

If any of the property to be acquired has previously been dedicated to public use, the Board must also find that VTA's acquisition of the property for the Project is for a more necessary public use than the one to which it has been appropriated, or is a compatible public use pursuant to Code of Civil Procedure Sections 1240.510 and 1240.610.

This report provides data and information addressing each of the relevant considerations. Section 1 generally describes the public use for which the property is to be taken and sets forth the statutory authority for VTA's exercise of eminent domain. Sections 3, 4, and 5 provide facts pertinent to public interest and necessity (Finding #1) and the planning and location of the SVBX Project (Finding #2). Section 6 also contains a property data sheet and other material discussing the necessity for acquiring the specific property interest that is the subject of the resolutions of necessity (Finding #3). Section 2 provides information concerning the offers made to the property owners pursuant to Government Code Section 7267.2 (Finding #4).

This information is presented to assist the Board in determining whether the statutory requirements have been met. The staff recommendation is that the Board adopt the Resolutions of Necessity listed on the Board Meeting Agenda based upon findings that all requirements have been met. The Resolutions of Necessity scheduled to be heard by the Board are attached to this staff report.

SECTION 1

GENERAL STATEMENT OF PUBLIC USE

The properties that are the subject of the recommended Resolutions of Necessity are to be acquired for the construction of the SVBX Project, a 10-mile, two-station, first phase of the 16-mile BART Silicon Valley Program.

STATUTORY AUTHORIZATION FOR EXERCISE OF EMINENT DOMAIN

VTA is authorized under its enabling legislation to acquire property for mass transit purposes by eminent domain. Public Utilities Code Section 100130, which sets forth the general powers of VTA, provides, in pertinent part, that, "The district may take by grant, purchase, devise, or lease, or condemn in proceedings under eminent domain, or otherwise acquire, and hold and enjoy, real and personal property of every kind within or without the district necessary to the full or convenient exercise of its powers." One of the main functions of VTA is to provide transit service. (Public Utilities Code Sections 100160, 100161.)

Public Utilities Code Section 100131 provides further authority for the taking of property by VTA through eminent domain. It states, in pertinent part, "The district may exercise the right of eminent domain to take any property necessary or convenient to the exercise of the powers granted in this part."

The Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, also gives entities authorized by statute the right to use eminent domain to acquire property for public use, and specifies the procedures for the exercise of that right.

SECTION 2

GOVERNMENT CODE OFFERS

VTA made an offer for the purchase of the property to the owner of the property that is the subject of the Resolution of Necessity pursuant to Government Code Section 7267.2. Sections 7267.2(a), (b) and (c) state that:

- (a) (1) Prior to adopting a resolution of necessity pursuant to Section 1245.230 of the Code of Civil Procedure and initiating negotiations for the acquisition of real property, the public entity shall establish an amount that it believes to be just compensation therefor, and shall made an offer to the owner or owners of record to acquire the property for the full amount so established, unless the owner cannot be located with reasonable diligence. The offer may be conditioned upon the legislative body's ratification of the offer by execution of a contract of acquisition or adoption of a resolution of necessity or both. The amount shall not be less than the public entity's approved appraisal of the fair market value of the property. Any increase or decrease in the fair market value of real property to be acquired prior to the date of valuation caused by the public improvement for which the property is acquired, or by the likelihood that the property would be acquired for the improvement, other than that due to physical deterioration within the reasonable control of the owner or occupant, shall be disregarded in determining the compensation for the real property.
 - (2) At the time of making the offer described in paragraph (1), the public entity shall provide the property owner with an informational pamphlet detailing the process of eminent domain and the property owner's rights under the Eminent Domain Law.
- (b) The public entity shall provide the owner of real property to be acquired with a written statement of, and summary of the basis for, the amount it established as just compensation. The written statement summary shall contain detail sufficient to indicate clearly the basis for the offer, including, but not limited to, all of the following information:
 - (1) The date of valuation, highest and best use, and applicable zoning of property.
 - (2) The principal transactions, reproduction or replacement cost analysis, or capitalization analysis, supporting the determination of value.

- (3) If appropriate, the just compensation for the real property acquired and for damages to remaining real property shall be separately stated and shall include the calculations and narrative explanation supporting the compensation, including any offsetting benefits.
- (c) Where the property involved is owner-occupied residential property and contains no more than four residential units, the homeowner shall, upon request, be allowed to review a copy of the appraisal upon which the offer is based. The public entity may, but is not required to, satisfy the written statement, summary, and review requirements of this section by providing the owner a copy of the appraisal on which the offer is based.

VTA presented the property owner with a written offer in an amount not less than the approved appraisal for the property, and a statement and summary of the basis of the offer, in an Appraisal Summary Statement. The Appraisal Summary Statement provided the following information: name of owner; property address; parcel and APN number; locale; applicable zoning; date of valuation, present use; highest and best use; total property area; area to be acquired; type of interest to be acquired; improvements and access impacted; damages incurred and, as appropriate, separately stated with calculations and narrative explanation; total payment; and a description of the market value, reproduction or replacement cost analysis, or capitalization analysis, used to determine just compensation; and a summary of comparable sales, including the location, date of sale and sales price of properties used in the appraisal process. The date that the offer was made to the property owner is specified on the Property Fact Sheet contained in Section 6 of this report.

SECTION 3

SVBX PROJECT OVERVIEW, PURPOSE, AND NEED

Project Description

BART Silicon Valley is an extension of the existing BART regional heavy rail system to Milpitas, San Jose and Santa Clara. The 16-mile BART Silicon Valley Program will be delivered through a phased approach.

The Silicon Valley Berryessa Extension (SVBX) Project is a 10-mile, two-station, first phase of BART Silicon Valley. SVBX is being implemented in cooperation with the Federal Transit Administration's (FTA) New Starts Program, and will be a fully operable extension of the existing BART system with service to the cities of Milpitas and San Jose in Santa Clara County.

This extension of the BART system will begin south of the future BART Warm Springs Station in Fremont and proceed on the Milpitas Corridor that VTA purchased from the Union Pacific Railroad in 2002, and end in the Berryessa area of North San Jose. Final construction is underway for this first phase.

The two new SVBX BART stations will feature additional transit amenities, including:

- Parking structures
- Bus transit centers
- Bike and pedestrian connections
- Convenient access to BART System:
 - Half-mile walk for nearly 30,000 residents
 - Less than 12-minute bike ride for 260,000
 - 15-minutes via public transit or automobiles for more than 1,007,000 local residents

Purpose of the Project

The project is intended to achieve the following objectives:

- Improve public transit service and increase ridership in this severely, and ever-increasing, congested corridor by providing expanded transit capacity and faster, convenient access to and from major Santa Clara County employment and activity centers for corridor residents and residents from throughout the Bay Area and portions of the Central Valley of California.
- Enhance regional connectivity by expanding and interconnecting BART rapid transit service with VTA light rail, Amtrak, ACE, Caltrain, and VTA bus services in Santa Clara County; improve intermodal transit hubs where rail, bus, auto, bicycle and pedestrian links meet.
- Expand transportation solutions that will be instrumental in maintaining the economic vitality and continuing development of Silicon Valley.
- Improve mobility options to employment, education, medical, and retail centers for corridor residents, in particular low-income, youth, elderly, disabled, and ethnic minority populations.
- Improve regional air quality by reducing auto emissions.
- Support local and regional land use plans and facilitate corridor cities' efforts to direct business and residential investments in transit oriented development. More efficient growth and sustainable development patterns are necessary to reduce impacts to the local and global environmental, such as adverse climate change.

Improved transit in the BART Silicon Valley Corridor is consistent with the goals established in prior corridor studies and responds to the long-range *Valley Transportation Plan 2035* (*VTP 2035*), adopted by VTA in January 2009. The primary goal of the long-range plan is to provide transportation facilities and services that support and enhance Santa Clara County's high quality of life and vibrant economy.

Need for the Project

The SVBX Project is critical to improving mobility between the East Bay and South Bay regions of the San Francisco Bay Area, as well as between eastern Santa Clara County and San Francisco. The project corridor, including the 1-880 and 1-680 freeways, is already very congested, with roadway conditions projected to steadily worsen as Santa Clara County and the greater Bay Area continue to grow. Travelers on the roadway network experience excessive delays currently and can expect delays on the typical weekday to increase in the absence of the proposed improvements.

SVBX is the initial segment of a planned BART extension to downtown San Jose and Santa Clara. The full extension will complete a major link in a regional high-speed, high capacity transit network that will encircle lower San Francisco Bay. Regional connectivity is important to the future of Silicon Valley, the high-technology and venture capital center of the nation and a major provider of biotechnology products and services.

BART is the only modal alternative that produces a better balance between transit and auto modes; significantly facilitates transit-oriented development; and moves large numbers of commuters and discretionary travelers alike quickly and reliably. Other transportation improvement alternatives to the proposed project are not adequate for addressing current and future needs.

Transportation system management/baseline improvements in the form of expanded express bus services and preferential treatments for transit do not reduce travel time delays significantly. Although increased higher density, mixed-use developments around light rail stations would increase the viability of a light rail option, it is oriented to intra-county travel. Frequent station stops and at-grade running tend to slow travel speeds, and train capacity will become constrained by the maximum allowable three-car train consists. Existing commuter rail services in the corridor are also capacity constrained due to the limited service frequencies that remain when sharing trackage with freight trains. No other transit modes can match the regional connectivity provided by a BART extension and therefore they perform poorly in accommodating the rapid growth of regional travel in the San Francisco Bay Area.

SECTION 4

PROJECT PLANNING AND IMPLEMENTATION

Alternatives Analysis

A BART extension was selected as the Locally Preferred Alternative (LPA) following completion of the Major Investment Study (MIS)/Alternatives Analysis (MIS/AA) in November 2001. The study evaluated 11 alternatives for the Silicon Valley Rapid Transit Corridor, representing various modes of travel including express bus, bus rapid transit, commuter rail, diesel and electric light rail, and BART. The LPA was chosen after an extensive review process, including technical analysis, 12 public meetings, and more than 15 Community Working Group meetings.

In October 2001, the Policy Advisory Board (PAB) voted unanimously to recommend to the VTA Board that the BART on the UPRR Alignment alternative be carried forward into the EIS/EIR phase along with the FTA-required Baseline Alternative. Since the VTA-BART property negotiations were still unresolved at the time, the PAB also recommended carrying forward a BART-compatible alternative.

On November 9, 2001, the VTA Board unanimously selected BART on the UPRR Alignment as the Preferred Investment Strategy for the Silicon Valley Rapid Transit Corridor, citing its overall ranking of "High" in comparison to the other alternatives. The Board instructed that, in addition to the BART Alternative, the Baseline (Expanded Bus) Alternative be carried forward into the environmental compliance phase to fulfill FTA project development guidelines. The Board also approved an agreement with BART to identify the terms and conditions for implementing the Preferred Investment Strategy in concert with BART. On November 12, 2001, the BART Board of Directors also adopted the terms and conditions for the agreement.

When compared with the other alternatives, the BART Alternative offered:

- Fastest travel times to passenger destinations
- Highest ridership projections
- Greatest congestion relief
- Best access to jobs, education, medical, retail and entertainment centers throughout the Bay Area
- Regional connectivity with no transfers to the BART system
- Opportunities for transit-oriented development in conjunction with local land use planning efforts.

Station Area Planning

Station area planning for the new BART stations is an important element of the SVBX Project. VTA is working with the cities and stakeholders to develop transit-supportive station campuses, access, circulation, and land uses in the station areas that would increase transit ridership, create vibrant communities, ease the housing shortage, and promote multi-modal access to and from the stations.

The City of Milpitas has adopted a Specific Plan for the area surrounding the proposed BART Milpitas Station. The Milpitas Transit Area Specific Plan, as adopted by the Milpitas City Council, establishes mixed land uses near two VTA LRT stations and the future Milpitas BART station at Montague Expressway and Piper Drive.

Station area land use plans are guided, in part, by the Metropolitan Transportation Commission (MTC) Regional Transit Expansion Program policy, Resolution 3434, which includes provisions for transit-oriented development within a half-mile radius of transit stations.

Project Funding

The total SVBX Project cost is estimated at approximately \$2.1 billion based on most current engineering cost estimates for project construction. Funding for the SVBX Project will come through multiple revenue streams including the 2000 Measure A, 1/2 cent sales tax and other local sources, the State of California and its Traffic Congestion Relief Program (TCRP), and federal grants including the New Starts Program. VTA requested \$900 million in FTA New Starts funding, which it secured through execution of a Full Funding Grant Agreement (FFGA) in March, 2012. The FFGA is a multi-year contractual agreement between the FTA and VTA that formally defines the project scope, cost and schedule, and establishes the terms of the \$900 million in federal financial assistance. A Master Agreement between VTA and the City of Milpitas provides that the City of Milpitas will reimburse VTA up to \$17 million of VTA's actual costs for constructing an extension of South Milpitas Boulevard, funded from developer fees identified in the funding plan for the Transit Area Specific Plan.

Engineering Design

The engineering and design of BART Silicon Valley is developed in various phases of project development in conjunction with the environmental process. Engineering phases include Conceptual Engineering (10% design), Preliminary Engineering (35% design), 65% design, and Final Engineering (100% design). These design phases represent a progression of engineering throughout project development.

Conceptual Engineering and Preliminary Engineering (PE) phases occur during the development of draft and final environmental documents, and together are generally referred to as the PE

phase. The 65% design phase allows for a further refinement to project definition and the design of the facilities and systems.

In December 2006, the technical PE phase was completed. The 65% engineering phase was completed in December 2008. Said engineering designs are hereby incorporated herein by reference. Final design has been advanced to 100% completion following the selection of a Design-Build contractor as discussed in the section below.

Contract Procurement

In May 2010, the VTA Board of Directors authorized VTA's General Manager to pursue Design-Build as the delivery method for SVBX. The Design-Build method of project delivery involves selecting a contractor to perform both final design and construction under a single contract. Analysis of Design-Build as the delivery method for the project versus the traditional design, bid, build showed potential cost savings of \$75 million and reduced risks to VTA. This is VTA's first Design-Build contract.

VTA issued the Request for Proposals (RFP) for the C700 Line, Track, Stations, and Systems (LTSS) contract in March 2011 to pre-qualified teams. The pre-qualified teams were KSG Constructors, Skanska-Shimmick-Herzog, Tutor Perini and Parsons SVBX, and Walsh/Flatiron/Comstock. On December 8, 2011, the Board awarded the C700 contract to Skanska-Shimmick-Herzog.

SECTION 5

ENVIRONMENTAL CLEARANCE AND REVIEW

Environmental Clearance

The Berryessa Extension Project is defined in the BART Silicon Valley Final Environmental Impact Statement (2010). FTA, in coordination with VTA, circulated an Environmental Impact Statement in accordance with the National Environmental Policy Act (NEPA) in 2009. The Final Environmental Impact Statement was released in March 2010. A Record of Decision was issued in June 2010.

VTA released a Draft Second Supplemental Environmental Impact Report (SEIR) in November 2010 to address proposed project changes since the certification of the last environmental document in 2007 under the California Environmental Quality Act (CEQA). The Final Second SEIR was circulated to the public in February 2011 and certified at the March 2011 VTA Board of Directors meeting.

Environmental Review Summary

Environmental impacts were discussed in detail in the following California Environmental Quality Act (CEQA) and National Environmental Policy Act (NEPA) documents prepared during the planning and environmental review phases of the Project. Said documents are available for the Board's review & consideration and are incorporated by reference herein. Many of these documents, and other information concerning the Project, are available through the VTA website, vta.org.

- Major Investment Study Final Report, November 2001 (NEPA)
- 2004 Draft Environmental Impact Statement/Environmental Impact Report (NEPA/CEQA)
- 2004 Final Environmental Impact Report (CEQA)
- 2007 Draft Supplemental Environmental Impact Report (CEQA)
- 2007 Final Supplemental Environmental Impact Report (CEQA)
- 2009 Draft Environmental Impact Statement (NEPA)
- 2010 Final Environmental Impact Statement (NEPA)
- 2010 Addendum to the 2007 FSEIR (CEQA)
- 2010 Environmental Determination Addenda to the Final EIS (NEPA)
- 2010 Draft Second Supplemental Environmental Impact Report (CEQA)
- 2011 Final Second Supplemental Environmental Impact Report (CEQA)
- 2011 Addendum to the 2nd Supplemental Environmental Impact Report (CEQA)
- 2011 Initial Study/Mitigated Negative Declaration (CEQA)
- 2012 Addendum No. 2 to the 2nd Supplemental Environmental Impact Report (CEQA)
- 2012 Addendum No. 3 to the 2nd Supplemental Environmental Impact Report (CEQA)
- 2013 Addendum No. 4 to the 2nd Supplemental Environmental Impact Report (CEQA)
- 2013 Categorical Exemption (CEQA)

- 2014 Addendum No. 5 to the 2nd Supplemental Environmental Impact Report (CEQA)
- 2014 Environmental Re-evaluation (NEPA)
- 2014 Addendum to Initial Study/Mitigated Negative Declaration (CEQA)
- 2014 Categorical Exemption (CEQA)
- 2015 Addendum No. 6 to the 2nd Supplemental Environmental Impact Report (CEQA)

SECTION 6

SPECIFIC PROPERTY ACQUISITIONS

A detailed property fact sheet and aerial map of each of the properties subject to the Resolutions of Necessity follow. Overall property requirements and project related costs have been minimized as much as possible. In addition, no buildings will be impacted on any of the properties as a result of any of the acquisitions.

An offer to acquire a portion of property owned by Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appear of record (B2014A) was made on or about January 3, 2017. Said offer package is incorporated herein by reference. A Notice of Intention to Adopt a Resolution of Necessity, also incorporated herein by reference, was sent via Overnight Mail to the property owner on February 12, 2018.

An offer to acquire a portion of property owned by Union Pacific Railroad Company, a Delaware corporation, Successor by Merger to Pacific Subsidiary, a Delaware corporation (B2029) was made on or about October 11, 2016. Said offer package is incorporated herein by reference. A Notice of Intention to Adopt a Resolution of Necessity, also incorporated herein by reference, was sent via Overnight Mail to the property owner on February 12, 2018.

An offer to acquire a portion of property owned by Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appear of record (B2082) was made on or about January 31, 2018. Said offer package is incorporated herein by reference. A Notice of Intention to Adopt a Resolution of Necessity, also incorporated herein by reference, was sent via Overnight Mail to the property owner on February 12, 2018.

An offer to acquire a portion of property owned by Union Pacific Railroad Company, a Delaware corporation, successor by merger to Southern Pacific Transportation Company; as its interest appear of record (B2563) was made on or about January 3, 2017. Said offer package is incorporated herein by reference. A Notice of Intention to Adopt a Resolution of Necessity, also incorporated herein by reference, was sent via Overnight Mail to the property owner on February 12, 2018.

PROPERTY FACT SHEET - B2014A

Owner: Union Pacific Railroad Company, a Delaware corporation,

successor by merger to Southern Pacific Transportation

Company; as its interest appear of record

Property Address: APN 519-1010-020

City: Fremont, CA

Present Use: Freight rail corridor

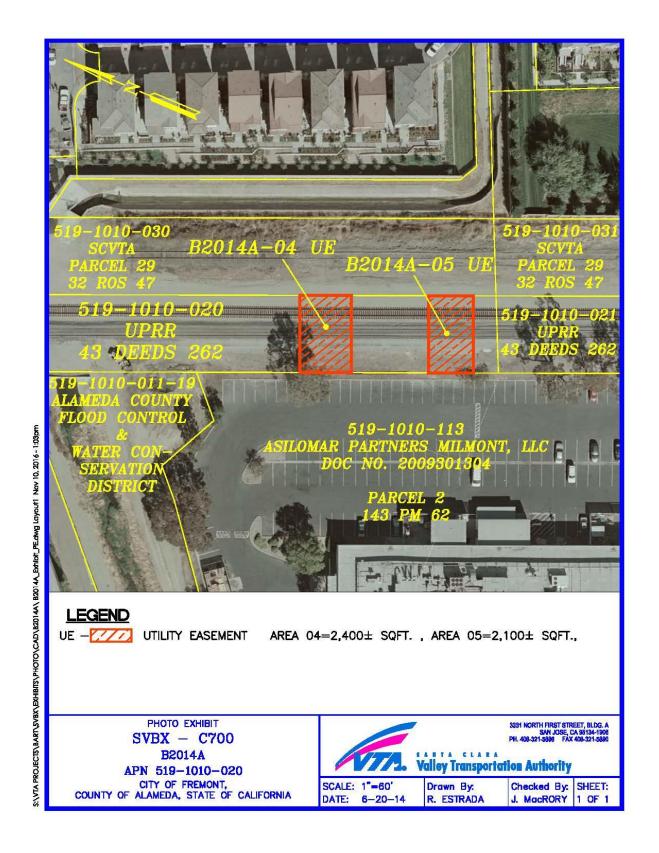
Total Property Area: Approximately 151,370 sq.ft.

Rights to be Acquired: Utility easement interest -2,400 sq.ft.

Utility easement interest - 2,100 sq.ft.

Date of Offer: January 3, 2017

This property is located within the existing Union Pacific Railroad freight operating corridor in Fremont, CA. The subject parcel is landlocked, with Kato Road to the north, VTA/BART corridor to the east, Dixon Landing Road to the south and industrial land to the west, on which lies VTA's newly constructed traction power substation. The property required to construct the Project consists of: (1) a 2,400 square foot utility easement interest (B2014A-04); and (2) a 2,100 square foot utility easement interest (B2014A-05). The proposed utility easements are required for subsurface utility duct banks, which transfer power from the substation to the BART operating corridor.



PROPERTY FACT SHEET – B2029

Owner: Union Pacific Railroad Company, a Delaware corporation,

Successor by Merger to Pacific Subsidiary, a Delaware

corporation

Property Address: Piper Drive; APN 086-32-019

City: Milpitas, CA

Present Use: Public Street

Total Property Area: Approximately 123,189 sq.ft.

Rights to be Acquired: Fee title interest -3,153 sq.ft.

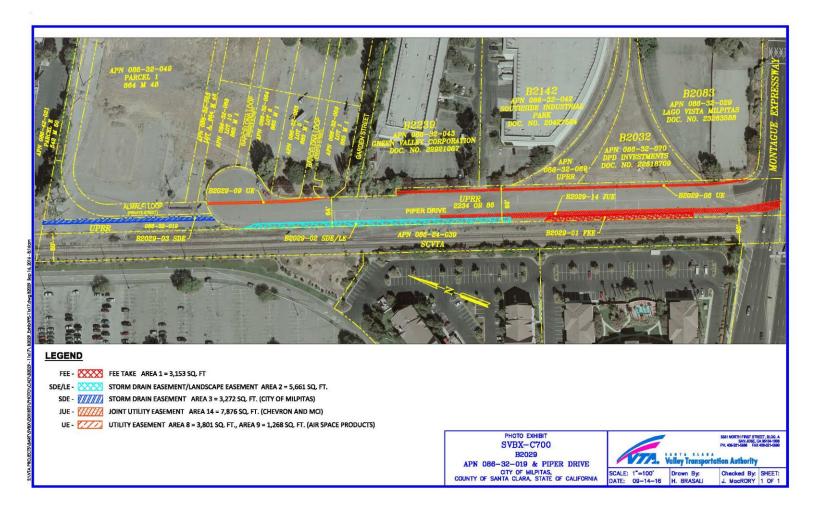
Storm drain/Landscape easement interest - 5,661 sq.ft.

Storm drain easement interest – 3,272 sq.ft. Utility easement interest – 3,801 sq.ft. Utility easement interest – 1,268 sq.ft. Utility easement interest – 7,876 sq.ft.

Date of Offer: October 11, 2016

This property is located within Piper Drive in Milpitas, CA, with VTA/BART corridor to the west, Montague Expressway to the south and multifamily residential land to the east. The property required to construct the Project consists of: (1) a 3,153 square foot fee interest (B2029-01); (2) a 5,661 square foot storm drain/landscape easement interest (B2029-02); (3) a 3,272 square foot storm drain easement interest (B2029-03); (4) a 3,801 square foot utility easement interest (B2029-08); (5) a 1,268 square foot utility easement interest (B2029-09); and (6) a 7,876 square foot utility easement interest (B2029-14).

The proposed fee interest (B2029-01) is required for the BART wayside system facility. The storm drain/landscape easement (B2029-02) is required for treatment of storm water run-off, and the storm drain easement (B2029-03) is required for the relocation of City of Milpitas storm drain facilities, The utility easements are required for the relocation of Air Product nitrogen gas lines (B2029-08 and -09) and MCI fiber optics facilities (B2029-14). The MCI facility is planned to share a joint trench with the Chevron pipeline and is thus labeled as a "JUE" in the following aerial photograph.



PROPERTY FACT SHEET – B2082

Owner: Union Pacific Railroad Company, a Delaware corporation,

successor by merger to Southern Pacific Transportation

Company; as its interest appear of record

Property Address: APN 022-02-020

City: Milpitas, CA

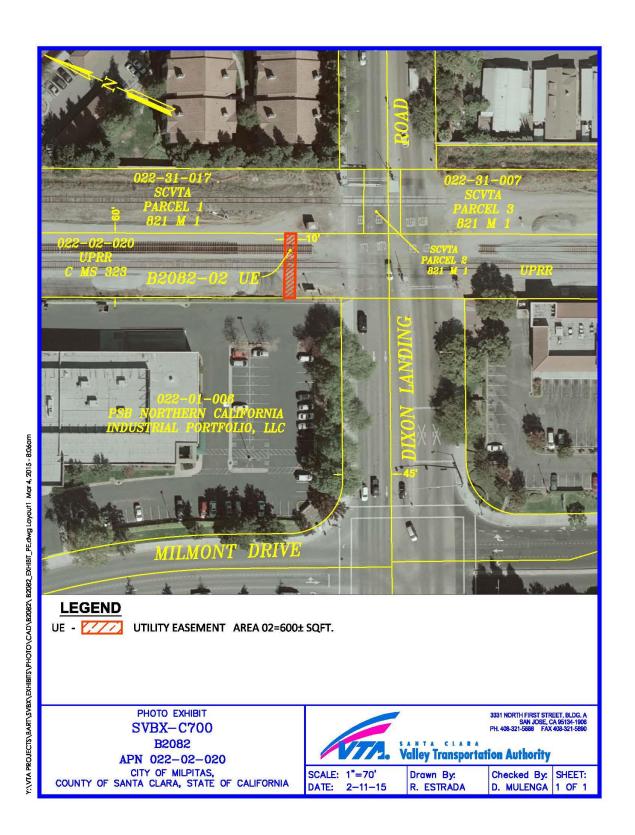
Present Use: Freight rail corridor

Total Property Area: Approximately 163,431 sq.ft.

Rights to be Acquired: Utility easement interest – 600 sq.ft.

Date of Offer: October 11, 2016

This property is located within the existing Union Pacific Railroad freight operating corridor in Milpitas, CA. The subject parcel is landlocked, with Kato Road to the north, VTA/BART corridor to the east, Dixon Landing Road to the south and commercial land to the west. The property required to construct the Project consists of a 600 square foot utility easement interest (B2082-02). The proposed utility easement is required for a water line for fire suppression purposes along the BART corridor n along the BART corridor.



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PROPERTY FACT SHEET - B2563

Owner: Union Pacific Railroad Company, a Delaware corporation,

successor by merger to Southern Pacific Transportation

Company; as their interest appear of record

Property Address: APN 028-23-011 and 028-23-020

City: Milpitas, CA

Present Use: Freight rail corridor

Total Property Area: Approximately 116,289 sq.ft.

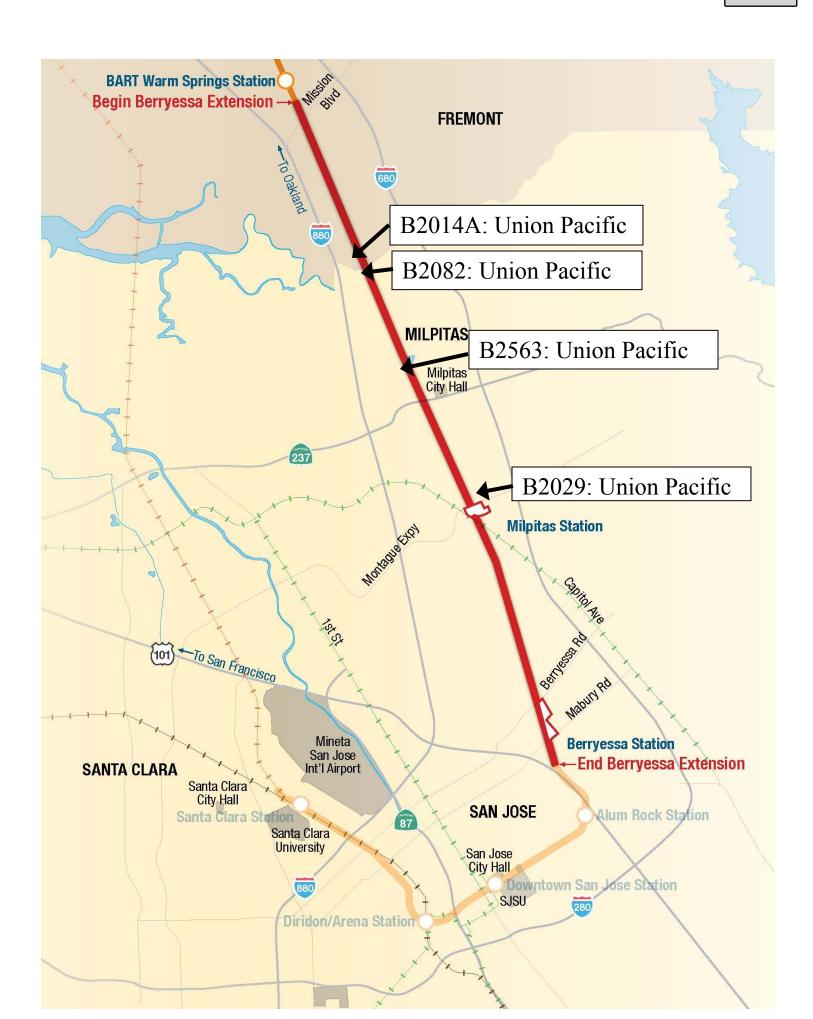
Rights to be Acquired: Utility easement interest -1,213 sq.ft.

Utility easement interest - 1,213 sq.ft. Utility easement interest - 1,213 sq.ft. Aerial easement interest - 889 sq.ft.

Date of Offer: January 3, 2017

This property is located within the existing Union Pacific Railroad freight operating corridor in Milpitas, CA. The subject parcel is landlocked, with N. Abel St. to the north, VTA property/BART corridor to the east, E. Calaveras Blvd. to the south and industrial land to the west, on which lies VTA's newly constructed traction power substation. The property required to construct the Project consists of: (1) a 1,213 square foot utility easement interest (B2563-03); (2) a 1,213 square foot utility easement interest (B2563-04); (3) a 1,213 square foot utility easement interest (B2563-05); and a (4) a 889 square foot aerial easement interest (B2563-06).

The proposed utility easements (B2563-03, B2563-04 and B2563-05) are required for subsurface utility duct banks, which transfer power from the substation to the VTA/BART operating corridor. The aerial easement (B2563-06) is required to build a pedestrian maintenance bridge over Union Pacific tracks in order for personnel to access the VTA/BART corridor.



Property ID: B2014A

RESOLUTION OF NECESSITY DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION OF CERTAIN LAND AND DIRECTING THE FILING OF EMINENT DOMAIN PROCEEDINGS

WHEREAS, the BART Silicon Valley Berryessa Extension Project (the "Project") is being undertaken for the purpose of easing traffic congestion, improving area-wide mobility, and otherwise furthering the public health, safety and welfare; and

WHEREAS, it is desirable and necessary for the Santa Clara Valley Transportation Authority ("VTA") to acquire Utility Easements described in Exhibit "A" (B2014A-04), and Exhibit "B" (B2014A-05) attached hereto and made a part hereof by this reference, as right of way for the Project and the construction thereof; and

WHEREAS, VTA is authorized to acquire the subject property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code; and

WHEREAS, pursuant to the provisions of Section 1245.235 of the Code of Civil Procedure of the State of California, notice has been duly given to the owner(s) of the property herein, all of whom have been given a reasonable opportunity to appear and be heard before the Board of Directors of VTA at the time and place set forth in said notice, regarding the matters specified therein.

NOW, THEREFORE, IT IS FOUND, DETERMINED AND ORDERED as follows:

- 1. The recitals contained herein are true and correct.
- 2. Upon examination of the alternatives, VTA requires the property for the Project.
- 3. VTA is authorized to acquire the property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code.
- 4. The public interest and necessity require the Project.
- 5. The Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury.
- 6. The Utility Easements described in Exhibits "A" and "B" are necessary for the Project.

- 7. The offer required by Section 7267.2 of the Government Code, together with the accompanying statement of the amount established as just compensation, has been made to the owner or owners of record, which offer and statement were in a format and contained the information required by Government Code Section 7267.2, or the offer has not been made because the owner cannot be located with reasonable diligence.
- 8. VTA has complied with all conditions and statutory requirements, including those prescribed by CEQA, NEPA, and that are necessary for approval and adoption of the Project.
- 9. All conditions and statutory requirements necessary to exercise the power of eminent domain ("the right to take") to acquire the property described herein have been complied with by VTA.
- 10. Insofar as the property or the larger parcel of which it is a part has heretofore been appropriated for public use, the proposed use set forth herein will not unreasonably interfere with or impair the continuation of the public use as it exists or may reasonably be expected to exist in the future, and is therefore a compatible public use pursuant to Code of Civil Procedure Section 1240.510, or, as applicable, constitutes a more necessary public use than the use to which the property is appropriated pursuant to Code of Civil Procedure Section 1240.610.
- 11. General Counsel or General Counsel's duly authorized designee is hereby authorized and directed to institute and conduct to conclusion eminent domain proceedings to acquire Utility Easements in property described in Exhibits "A" and "B", and to take such actions that counsel deems advisable or necessary in connection therewith, and may deposit the probable amount of compensation and obtain an order for prejudgment possession of the subject property.

PASSED AND ADOPTED by the Santa Clara Valley Transportation Authority Board of Directors on March 1, 2018, by the following vote:

AYES:	DIRECTORS:	
NOES:	DIRECTORS:	
ABSENT:	DIRECTORS:	
		SAM LICCARDO, Chairperson
		Board of Directors

I HEREBY CERTIFY AND ATTEST that the foregoing resolution was duly and regularly introduced, passed and adopted by the vote of two-thirds or more of the Board of Directors of the Santa Clara Valley Transportation Authority, California, at a meeting of said Board of Directors on the date indicated, as set forth above.

Dated:		
	ELAINE BALTAO, Secretary	
	Board of Directors	
APPROVED AS TO FORM:		
ROBERT FABELA		
General Counsel		

Exhibit "A"

UTILITY EASEMENT

A permanent, non-exclusive, subsurface, utility easement (the "Utility Easement") to construct, build, install, repair, reconstruct, inspect, remove, replace, use, maintain and operate utility lines and such fixtures and appurtenances as Grantee deems necessary or convenient within property identified as Assessor Parcel Number 519-1010-020. Said Utility Easement being described and depicted as Parcel B2014A-04 on Exhibit "A-1" attached hereto and made a part hereof, situated in the City of Fremont, County of Alameda, State of California.

Exhibit "A-1"



June 17, 2014 B2014A-04 UE Page 1 of 1

LEGAL DESCRIPTION UTILITY EASEMENT APN 519-1010-020

REAL PROPERTY situated in the City of Fremont, County of Alameda, State of California, being a portion of the parcel of land described in the Grant Deed recorded September 7, 1869 in Book 43 of Deeds at Page 262, Official Records of Alameda County, more particularly described as

COMMENCING at the most northerly corner of Parcel 2, as shown on Parcel Map Number 3942, filed April 25, 1984 in Book 143 of Parcel Maps at Page 62, Alameda County Records, being on the westerly line of the parcel of land described in said Grant Deed;

Thence along said westerly line, South 21°23'00" East, 80.16 feet, to THE TRUE POINT OF BEGINNING;

Thence North 68°37'00" East, 60.00 feet, to the easterly line of the parcel of land described in said Grant Deed;

Thence along said easterly line, South 21°23'00" East, 40.00 feet;

Thence South 68°37'00" West, 60.00 feet, to said westerly line;

Thence along said westerly line, North 21°23′00" West, 40.00 feet, to THE TRUE POINT OF BEGINNING.

Containing an area of 2,400 square feet, more or less.

A Plat Map is attached hereto and made part hereof.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

Date



Survey and Mapping Manager

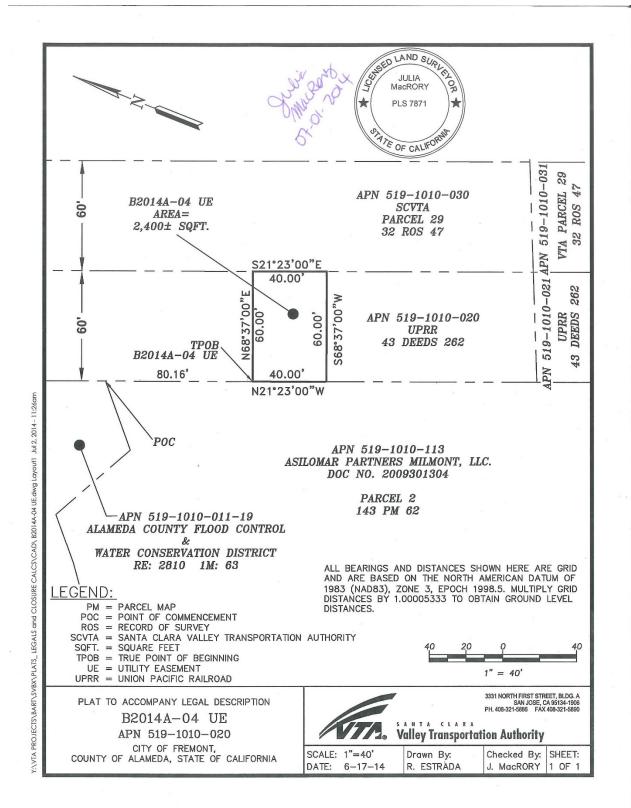


Exhibit "B"

UTILITY EASEMENT

A permanent, non-exclusive, subsurface, utility easement (the "Utility Easement") to construct, build, install, repair, reconstruct, inspect, remove, replace, use, maintain and operate utility lines and such fixtures and appurtenances as Grantee deems necessary or convenient within property identified as Assessor Parcel Number 519-1010-020. Said Utility Easement being described and depicted as Parcel B2014A-05 on Exhibit "B-1" attached hereto and made a part hereof, situated in the City of Fremont, County of Alameda, State of California.

Exhibit "B-1"



June 17, 2014 B2014A-05 UE Page **1** of **1**

LEGAL DESCRIPTION UTILITY EASEMENT APN 519-1010-020

REAL PROPERTY situated in the City of Fremont, County of Alameda, State of California, being a portion of the parcel of land described in the Grant Deed recorded September 7, 1869 in Book 43 of Deeds at Page 262, Official Records of Alameda County, more particularly described as follows:

COMMENCING at the most northerly corner of Parcel 2, as shown on Parcel Map Number 3942, filed April 25, 1984 in Book 143 of Parcel Maps at Page 62, Alameda County Records, being on the westerly line of the parcel of land described in said Grant Deed;

Thence along said westerly line, South 21°23′00″ East, 180.16 feet, to THE TRUE POINT OF BEGINNING;

Thence North 68°37′00″ East, 60.00 feet, to the easterly line of the parcel of land described in said Grant Deed;

Thence along said easterly line, South 21°23'00" East, 35.00 feet;

Thence South 68°37'00" West, 60.00 feet, to said westerly line;

Thence along said westerly line, North 21°23′00″ West, 35.00 feet, to THE TRUE POINT OF BEGINNING.

Containing an area of 2,100 square feet, more or less.

A Plat Map is attached hereto and made part hereof.

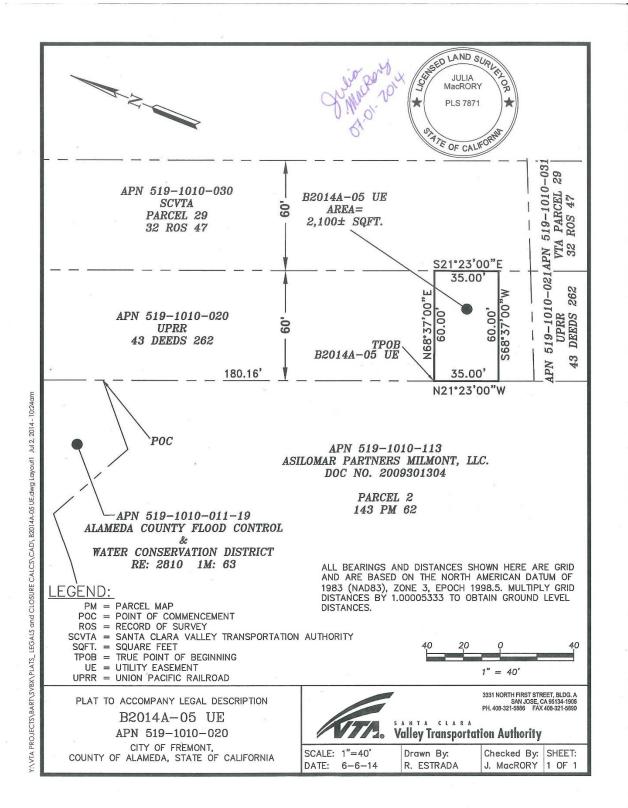
This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

07-01-294

Date

JULIA MacRORY
PLS 7871

Julia MacRory, LS 7871 Survey and Mapping Manager



Property ID: B2029

RESOLUTION OF NECESSITY DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION OF CERTAIN LAND AND DIRECTING THE FILING OF EMINENT DOMAIN PROCEEDINGS

WHEREAS, the BART Silicon Valley Berryessa Extension Project (the "Project") is being undertaken for the purpose of easing traffic congestion, improving area-wide mobility, and otherwise furthering the public health, safety and welfare; and

WHEREAS, it is desirable and necessary for the Santa Clara Valley Transportation Authority ("VTA") to acquire a partial Fee interest described in Exhibit "A" (B2029-01), a Storm Drain Easement described in Exhibit "B" (B2029-02), a Storm Drain and Landscape Easement described in Exhibit "C" (B2029-03), a Utility Easement described in Exhibit "D" (B2029-08), a Utility Easement described in Exhibit "E" (B2029-09), and a Joint Utility Easement described in Exhibit "F" (B2029-14), attached hereto and made a part hereof by this reference, as right of way for the Project and the construction thereof; and

WHEREAS, VTA is authorized to acquire the subject property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code; and

WHEREAS, pursuant to the provisions of Section 1245.235 of the Code of Civil Procedure of the State of California, notice has been duly given to the owner(s) of the property herein, all of whom have been given a reasonable opportunity to appear and be heard before the Board of Directors of VTA at the time and place set forth in said notice, regarding the matters specified therein.

NOW, THEREFORE, IT IS FOUND, DETERMINED AND ORDERED as follows:

- 1. The recitals contained herein are true and correct.
- 2. Upon examination of the alternatives, VTA requires the property for the Project.
- 3. VTA is authorized to acquire the property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code.
- 4. The public interest and necessity require the Project.
- 5. The Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury.

- 6. A partial Fee interest described in Exhibit "A", a Storm Drain and Landscape Easement described in Exhibit "B", a Storm Drain Easement described in Exhibit "C", a Utility Easement described in Exhibit "D", a Utility Easement described in Exhibit "E", and a Joint Utility Easement described in Exhibit "F" are necessary for the Project.
- 7. The offer required by Section 7267.2 of the Government Code, together with the accompanying statement of the amount established as just compensation, has been made to the owner or owners of record, which offer and statement were in a format and contained the information required by Government Code Section 7267.2, or the offer has not been made because the owner cannot be located with reasonable diligence.
- 8. VTA has complied with all conditions and statutory requirements, including those prescribed by CEQA, NEPA, and that are necessary for approval and adoption of the Project.
- 9. All conditions and statutory requirements necessary to exercise the power of eminent domain ("the right to take") to acquire the property described herein have been complied with by VTA.
- 10. Insofar as the property or the larger parcel of which it is a part has heretofore been appropriated for public use, the proposed use set forth herein will not unreasonably interfere with or impair the continuation of the public use as it exists or may reasonably be expected to exist in the future, and is therefore a compatible public use pursuant to Code of Civil Procedure Section 1240.510, or, as applicable, constitutes a more necessary public use than the use to which the property is appropriated pursuant to Code of Civil Procedure Section 1240.610.
- 11. General Counsel or General Counsel's duly authorized designee is hereby authorized and directed to institute and conduct to conclusion eminent domain proceedings to acquire a partial Fee interest in property described in Exhibit "A", a Storm Drain and Landscape Easement in property described in Exhibit "B", a Storm Drain Easement in property described in Exhibit "C", a Utility Easement in property described in Exhibit "E", and a Joint Utility Easement in property described in Exhibit "F", and to take such actions that counsel deems advisable or necessary in connection therewith, and may deposit the probable amount of compensation and obtain an order for prejudgment possession of the subject property.

	ND ADOPTED by the S March 1, 2018, by the f	anta Clara Valley Transportation Authority Board of Collowing vote:
AYES:	DIRECTORS:	
NOES:	DIRECTORS:	
ABSENT:	DIRECTORS:	
		SAM LICCARDO, Chairperson Board of Directors
regularly into	oduced, passed and ado	ATTEST that the foregoing resolution was duly and opted by the vote of two-thirds or more of the Board of Transportation Authority, California, at a meeting of said ated, as set forth above.
Dated:		ELAINE BALTAO, Secretary Board of Directors
APPROVED	AS TO FORM:	
ROBERT FA		
Octivial Cou	11501	

Exhibit "A"



September 8, 2014 Parcel: B2029-01 FEE Page 1 of 1

LEGAL DESCRIPTION

FEE

APN: NONE

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded June 18, 1951, in Book 2234 at Page 86, Santa Clara County Official Records, more particularly described as follows:

COMMENCING at the most easterly corner of Parcel 14, as shown on the Record of Survey, filed December 7, 2007 in Book 821 of Maps at Page 1, Santa Clara County Records, being on the southwesterly line of Piper Drive (80.00 feet wide);

Thence along said southwesterly line, North 23°00′49″ West, 190.79 feet, to the TRUE POINT OF BEGINNING;

Thence continuing along said southwesterly line, North 23°00'49" West, 321.99 feet;

Thence South 59°48′06″ East, 16.70 feet, to a line parallel with and 10.00 feet northeasterly of said southwesterly line;

Thence along said parallel line, South 23°00'49" East, 308.62 feet;

Thence South 66°59'55" West, 10.00 feet, to the TRUE POINT OF BEGINNING.

Containing an area of 3,153 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

D-4-

JULIA MacRORY PLS 7871

Julia MacRory, LS 7871

Survey and Mapping Manager

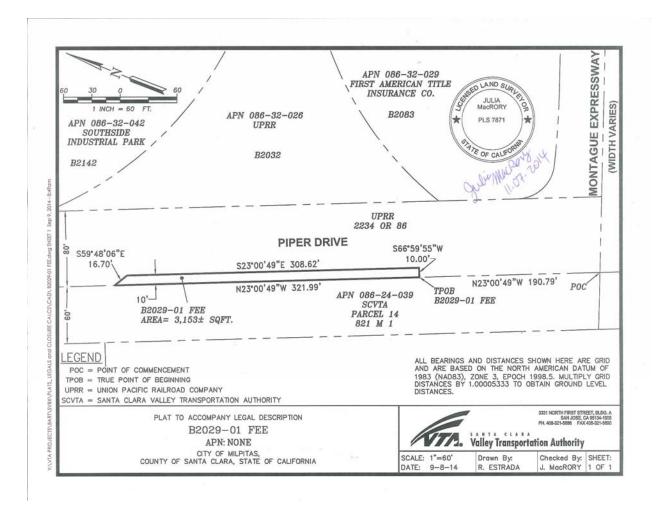


Exhibit "B"

STORM DRAIN AND LANDSCAPE EASEMENT

A storm drain and landscape easement (the "Storm Drain/Landscape Easement") to install, construct, reconstruct, modify, alter, maintain, repair, operate, monitor and inspect a storm water management facility and appurtenances within said easement including, but not limited to, the right to plant, construct, reconstruct, renew, maintain, and operate landscaping in, under, upon, above, or across that certain real property described and depicted as Parcel B2029-02 on Exhibit "B-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

No filling and no excavation shall be permitted within the Storm Drain/Landscape Easement. Additionally, no trees shall be planted within the Storm Drain/Landscape Easement without Grantee's consent, and the Storm Drain/Landscape Easement shall be kept free of buildings and obstructions that impair the intended use of or are inconsistent with the purposes of said easement.

Exhibit "B-1"



September 12, 2016 Parcel: B2029-02 SDE/LE Page 1 of 1

LEGAL DESCRIPTION STORM DRAIN EASEMENT / LANDSCAPE EASEMENT APN: NONE

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded June 18, 1951, in Book 2234 at Page 86, Santa Clara County Official Records, more particularly described as follows:

COMMENCING at the most easterly corner of Parcel 14, as shown on the Record of Survey, filed December 7, 2007 in Book 821 of Maps at Page 1, Santa Clara County Records, being on the southwesterly line of Piper Drive (80.00 feet wide);

Thence along said southwesterly line, North 23°00′49″ West, 586.93 feet, to the TRUE POINT OF BEGINNING;

Thence continuing along said southwesterly line, North 23°00′49″ West, 581.73 feet, to the beginning of a non-tangent curve to the left;

Thence southeasterly along said curve, having a radius of 71.00 feet, the radial bearing of which bears South 57°20′48″ West, through a central angle of 22°41′06″, for an arc length of 28.11 feet, to a line parallel with and 10.00 feet northeasterly of said southwesterly line;

Thence along said parallel line, South 23°00'49" East, 555.66 feet;

Thence South 66°59'55" West, 10.00 feet, to the TRUE POINT OF BEGINNING.

Containing an area of 5,661 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

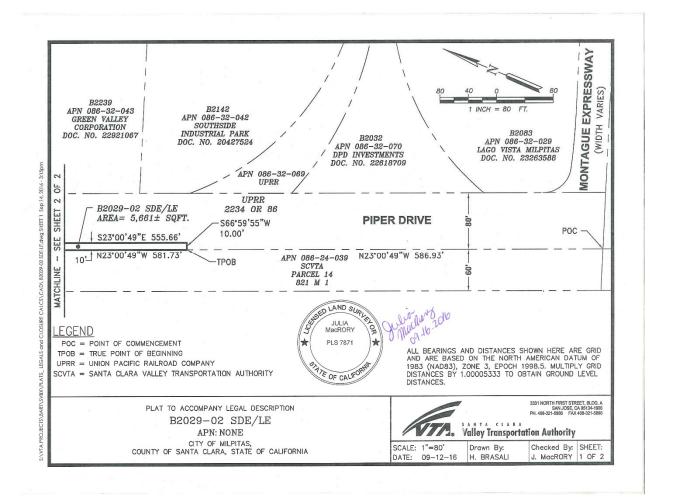
This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

09-16

Date

JULIA MacRORY PLS 7871

Julia MacRory, LS 7871 Survey and Mapping Manager



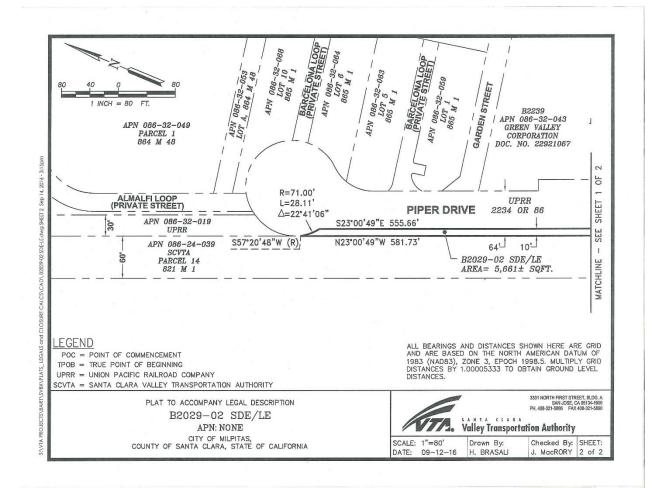


Exhibit "C"

STORM DRAIN EASEMENT

A storm drain (the "Storm Drain Easement") to install, construct, reconstruct, modify, alter, maintain, repair, operate, monitor and inspect a storm water management facility and appurtenances within said easement including, but not limited to, the right to plant, construct, reconstruct, renew, maintain, and operate landscaping in, under, upon, above, or across that certain real property described and depicted as Parcel B2029-03 on Exhibit "C-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

No filling and no excavation shall be permitted within the Storm Drain Easement. Additionally, no trees shall be planted within the Storm Drain Easement without Grantee's consent, and the Storm Drain Easement shall be kept free of buildings and obstructions that impair the intended use of or are inconsistent with the purposes of said easement.

Exhibit "C-1"



August 15, 2016 Parcel: B2029-03 SDE Page 1 of 1

LEGAL DESCRIPTION STORM DRAIN EASEMENT

APN: 086-32-019

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded June 18, 1951, in Book 2234 at Page 86, Santa Clara County Official Records, more particularly described as follows:

BEGINNING at the most westerly corner of Lot E, as shown on the map of Tract 10060, filed October 2, 2013 in Book 864 of Maps at Page 48, Santa Clara County Records;

Thence along the southwesterly line of said Lot E, South 23°00'49" East, 367.31 feet, to the beginning of a non-tangent curve to the left, being on the northerly line of Piper Drive;

Thence southerly along said curve, having a radius of 70.00 feet, the radial line of which bears North 57°51′50″ West, through a central angle of 9°18′22″, for an arc length of 11.37 feet;

Thence North 23°01'33" West, 376.43 feet to the southerly line of Parcel E, as shown on the Parcel Map filed May 8, 1985 in Book 542 of Maps at Page 50, Santa Clara County Records;

Thence along said southerly line, North 79°05′16″ East, 9.04 feet, to the POINT OF BEGINNING.

Containing an area of 3,272 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

PLS 7871

Julia MacRory, LS 7871

Survey and Mapping Manager

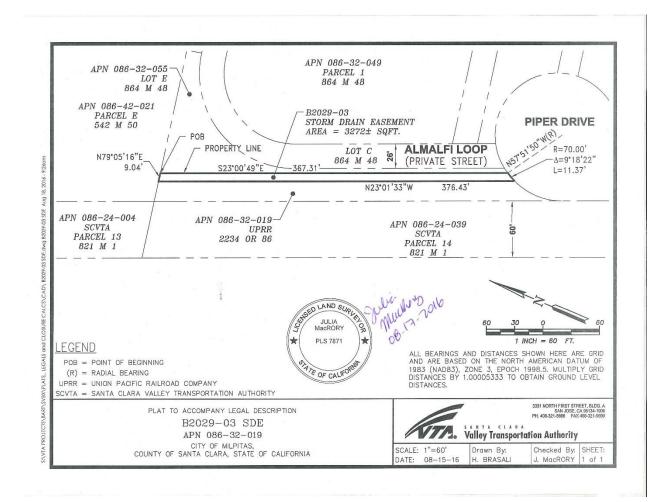


Exhibit "D"

UTILITY EASEMENT

A permanent, non-exclusive, utility easement (the "Utility Easement") over, under, and through certain land to install, construct, reconstruct, replace, remove and maintain one six-inch (6") pipeline for the transmission of nitrogen gas together with all necessary appliances and/or fixtures for use in connection with said facilities, in and upon a portion of ("Grantor's Property"), situated in the City of Milpitas, County of Santa Clara, State of California, described more particularly in Exhibit "D-1" which is attached hereto and made a part hereof. Said Utility Easement is described and depicted as Parcel B2029-08 on Exhibit "D-2" attached hereto and made a part hereof.

Grantee shall have the right to use such portions of Grantor's Property contiguous to said easement and right of way as may be reasonably necessary for the initial construction and for purposes of reconstruction, replacement, removal and maintenance of said facilities. Said portions shall be mutually agreed upon by both Grantor and Grantee and neither party shall unreasonably withhold its consent. At the completion of the construction, reconstruction, replacement and/or maintenance of the facilities, Grantee shall promptly restore the easement area and any contiguous lands used by Grantee, as nearly as possible, to the condition in which it existed immediately prior to the commencement of the work.

Grantee shall have the right of ingress to and egress from the easement and right of way and any facilities installed in the right of way over and across Grantor's Property by such routes as shall occasion the least practicable damage and inconvenience to Grantor or any tenant occupying Grantor's Property.

Grantor covenants with and warrants to Grantee that Grantor is the owner of the land and has the right, title and capacity to grant this easement.

Grantee agrees by its acceptance hereof that it shall indemnify, defend and hold harmless Grantor, its successor and assigns from and against any liability, loss, damage or expense, including reasonable attorneys' fees and costs, suffered or incurred by Grantor, its successors or assigns as a result of the construction, reconstruction, installation, operation, maintenance, repair, replacement or removal of the pipeline, and any appliances and/or fixtures used in connection therewith, or Grantee's failure to comply with applicable laws, statutes, ordinances, rules or regulations; or as a result of the negligent acts or omissions of Grantee, its agents, employees or contractors on or about Grantor's Property, except to the extent any such liability, loss, damage or expense results from the negligence or willful misconduct of Grantor, its successors or assigns.

This grant of easement is subject to the following terms and conditions, which Grantee, by acceptance hereof, consents and agrees to:

1. Grantor shall retain the right to use of the easement area for any purposes not inconsistent with Grantee's uses. Grantor may pave the easement area for parking or roadway purposes, but shall not erect any permanent building, wall or other structure or drill any well within the easement area without prior written approval of Grantee.

- 2. Grantee shall install the pipeline portion of the facilities and other appliances and/or fixtures used in connection therewith at a minimum depth of thirty (30) inches below the existing grade and all pipelines, appliances and fixtures shall be installed and operated in accordance with all applicable federal, state, city and local laws, ordinances and regulations.
- 3. Grantee shall conduct its activities on Grantor's Property in such a manner as to minimize any interference with the use of Grantor's Property by Grantor, its tenants and subtenants and their respective employees, agents and invitees.

Exhibit "D-1"

EXHIBIT "A"

DESCRIPTION OF PROPERTY

Piper Drive

No Assessor's Parcel Number

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF MILPITAS, COUNTY OF SANTA CLARA, STATE OF CALIFORNIA AND IS DESCRIBED AS FOLLOWS:

Being a portion of the underlying fee rights in that certain land granted by the Western Pacific Railroad Company to the City of Milpitas as an easement for road purposes described in the deed recorded in Book 6856 at Page 526 of Official Records of said County and all of the underlying fee rights in that certain land granted by the Western Pacific Railroad Company to the City of Milpitas as an easement for road purposes described in the deed recorded in Book 7687 at Page 57 of Official Records of said County, being more particularly described as follows:

BEGINNING at the southeasterly corner of that certain parcel designated as Parcel 14, as said Parcel is shown on that certain map entitled "RECORD OF SURVEY VTA-BART EXTENSION" filed December 7, 2007 in Book 821 of Maps at Pages 1 through 51 inclusive, Official Records of said County;

THENCE along the easterly line of said Parcel 14 North 23°00'49" West 1176.38 feet to the beginning of a non-tangent curve to the right having a radius of 70.00 feet, from which the center bears North 67°37'09" East;

THENCE, leaving said easterly line, along said curve through a central angle of 54°31'02" for an arc distance of 66.61 feet to a non-tangent curve to the right having a radius of 66.00 feet, from which the center bears South 60°19'16" East:

THENCE along said curve through a central angle of 191°55'50" for an arc distance of 221.09 feet to a reverse curve having a radius of 60.00 feet;

THENCE along said curve through a central angle of 64°37'23" for an arc distance of 67.67 feet:

THENCE South 23°00'49" East 233.15 feet;

THENCE North 66°59'11" East 16.00 feet;

THENCE South 23°00'49" East 837.44 feet;

THENCE South 69°45'40" West 80.09 feet to the POINT OF BEGINNING.

Page 1 of 2

Containing an area of 100,172 square feet, more or less.

NOTE: Bearings and distances described herein are based on the California Coordinate System Zone 3, NAD 83, Epoch 1998.5. Multiply herein described distances by 1.000053330 to obtain ground level distances.

Subject to special assessments, if any, restrictions, reservations, easements and other matters of record.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act.

Don Scanuzzi PI S 4239

My License Expires on 06/30/2012

Exhibit "D-2"

Parcel B2029-08 11/1/2011 UE

LEGAL DESCRIPTION APN - NONE

All that certain real property situated in the City of Milpitas, County of Santa Clara, State of California, described as follows:

Being a portion of that certain 124.075 acre tract of land described in the Deed from Mildred A. Fountain to Western Pacific Railroad Company, recorded June 18, 1951 in Book 2234 at Page 86, Official Records of said County, being more particularly described as follows:

BEGINNING at a point on the easterly line of that certain Roadway Easement described in the deed to the City of Milpitas recorded February 19, 1965 in Book 6856 at Page 526 under Recorders Serial Number 2799269 of Official Records of said County, distant North 23°00'49" West, 64.16 feet from the southeast corner thereof, said point being also on a non-tangent curve to the right, the center of which bears North 55°37'01" East 602.50 feet; thence leaving said easterly line

- 1. Northwesterly 119.59 feet along said curve through a central angle of 11°22'22"; thence
- North 23°01'33" West, 654.51 feet to a point on the easterly line of that certain roadway easement described in the deed to the City of Milpitas recorded April 7, 1967 in Book 7687 at Page 57 under Recorders Serial Number 3206161, Official Records of said County; thence
- 3. North 66°59'11" East, 5.00 feet along said easterly line; thence leaving said easterly line
- South 23°01'33" East, 654.51 feet to the beginning of a non-tangent curve to the left, the center of which bears North 66°59'23" East 597.50 feet; thence
- Southeasterly 90.42 feet along said curve through a central angle of 8°40'14" to a point on said easterly line of said Roadway Easement (6856 OR 526); thence along said easement line
- 6. South 23°00'49" East, 28.73 feet to the POINT OF BEGINNING.

Containing 3,801 square feet more or less.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1,00005333.

John W. Pettley, PLS 6202

My License Expires on 03/31/2012

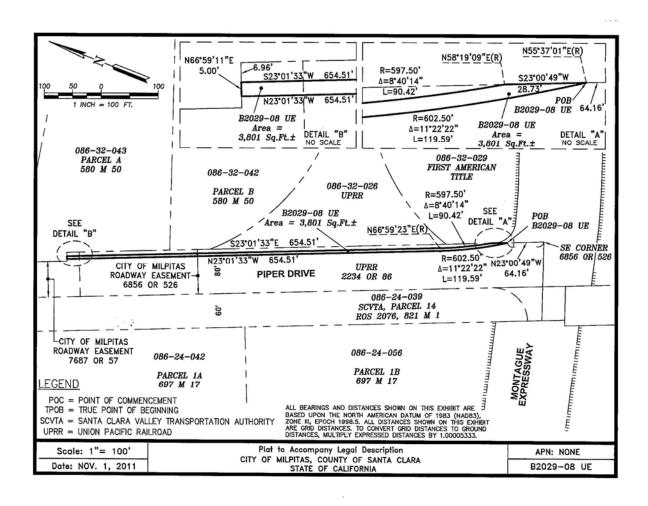


Exhibit "E"

UTILITY EASEMENT

A permanent, non-exclusive, utility easement (the "Utility Easement") over, under, and through certain land to install, construct, reconstruct, replace, remove and maintain one six-inch (6") pipeline for the transmission of nitrogen gas together with all necessary appliances and/or fixtures for use in connection with said facilities, in and upon a portion of ("Grantor's Property"), situated in the City of Milpitas, County of Santa Clara, State of California, described more particularly in Exhibit "E-1" which is attached hereto and made a part hereof. Said Utility Easement is described and depicted as Parcel B2029-09 on Exhibit "E-2" attached hereto and made a part hereof.

Grantee shall have the right to use such portions of Grantor's Property contiguous to said easement and right of way as may be reasonably necessary for the initial construction and for purposes of reconstruction, replacement, removal and maintenance of said facilities. Said portions shall be mutually agreed upon by both Grantor and Grantee and neither party shall unreasonably withhold its consent. At the completion of the construction, reconstruction, replacement and/or maintenance of the facilities, Grantee shall promptly restore the easement area and any contiguous lands used by Grantee, as nearly as possible, to the condition in which it existed immediately prior to the commencement of the work.

Grantee shall have the right of ingress to and egress from the easement and right of way and any facilities installed in the right of way over and across Grantor's Property by such routes as shall occasion the least practicable damage and inconvenience to Grantor or any tenant occupying Grantor's Property.

Grantor covenants with and warrants to Grantee that Grantor is the owner of the land and has the right, title and capacity to grant this easement.

Grantee agrees by its acceptance hereof that it shall indemnify, defend and hold harmless Grantor, its successor and assigns from and against any liability, loss, damage or expense, including reasonable attorneys' fees and costs, suffered or incurred by Grantor, its successors or assigns as a result of the construction, reconstruction, installation, operation, maintenance, repair, replacement or removal of the pipeline, and any appliances and/or fixtures used in connection therewith, or Grantee's failure to comply with applicable laws, statutes, ordinances, rules or regulations; or as a result of the negligent acts or omissions of Grantee, its agents, employees or contractors on or about Grantor's Property, except to the extent any such liability, loss, damage or expense results from the negligence or willful misconduct of Grantor, its successors or assigns.

This grant of easement is subject to the following terms and conditions, which Grantee, by acceptance hereof, consents and agrees to:

1. Grantor shall retain the right to use of the easement area for any purposes not inconsistent with Grantee's uses. Grantor may pave the easement area for parking or roadway purposes, but shall not erect any permanent building, wall or other structure or drill any well within the easement area without prior written approval of Grantee.

- 2. Grantee shall install the pipeline portion of the facilities and other appliances and/or fixtures used in connection therewith at a minimum depth of thirty (30) inches below the existing grade and all pipelines, appliances and fixtures shall be installed and operated in accordance with all applicable federal, state, city and local laws, ordinances and regulations.
- 3. Grantee shall conduct its activities on Grantor's Property in such a manner as to minimize any interference with the use of Grantor's Property by Grantor, its tenants and subtenants and their respective employees, agents and invitees.

Exhibit "E-1"

EXHIBIT "A"

DESCRIPTION OF PROPERTY

Piper Drive

No Assessor's Parcel Number

THE LAND REFERRED TO HEREIN BELOW IS SITUATED IN THE CITY OF MILPITAS, COUNTY OF SANTA CLARA, STATE OF CALIFORNIA AND IS DESCRIBED AS FOLLOWS:

Being a portion of the underlying fee rights in that certain land granted by the Western Pacific Railroad Company to the City of Milpitas as an easement for road purposes described in the deed recorded in Book 6856 at Page 526 of Official Records of said County and all of the underlying fee rights in that certain land granted by the Western Pacific Railroad Company to the City of Milpitas as an easement for road purposes described in the deed recorded in Book 7687 at Page 57 of Official Records of said County, being more particularly described as follows:

BEGINNING at the southeasterly corner of that certain parcel designated as Parcel 14, as said Parcel is shown on that certain map entitled "RECORD OF SURVEY VTA-BART EXTENSION" filed December 7, 2007 in Book 821 of Maps at Pages 1 through 51 inclusive, Official Records of said County;

THENCE along the easterly line of said Parcel 14 North 23°00'49" West 1176.38 feet to the beginning of a non-tangent curve to the right having a radius of 70.00 feet, from which the center bears North 67°37'09" East;

THENCE, leaving said easterly line, along said curve through a central angle of 54°31'02" for an arc distance of 66.61 feet to a non-tangent curve to the right having a radius of 66.00 feet, from which the center bears South 60°19'16" East:

THENCE along said curve through a central angle of 191°55'50" for an arc distance of 221.09 feet to a reverse curve having a radius of 60.00 feet;

THENCE along said curve through a central angle of 64°37′23" for an arc distance of 67.67 feet:

THENCE South 23°00'49" East 233.15 feet;

THENCE North 66°59'11" East 16.00 feet;

THENCE South 23°00'49" East 837.44 feet;

THENCE South 69°45'40" West 80.09 feet to the POINT OF BEGINNING.

Page 1 of 2

Containing an area of 100,172 square feet, more or less.

NOTE: Bearings and distances described herein are based on the California Coordinate System Zone 3, NAD 83, Epoch 1998.5. Multiply herein described distances by 1.000053330 to obtain ground level distances.

Subject to special assessments, if any, restrictions, reservations, easements and other matters of record.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act.

Don Scapuzzi, PLS 4239

My License Expires on 06/30/2012

Exhibit "E-2"

Parcel B2029-09 11/1/2011 UE

LEGAL DESCRIPTION APN - NONE

All that certain real property situated in the City of Milpitas, County of Santa Clara, State of California, described as follows:

Being a portion of that certain 124.075 acre tract of land described in the Deed from Mildred A. Fountain to Western Pacific Railroad Company, recorded June 18, 1951 in Book 2234 at Page 86, Official Records of said County, being more particularly described as follows:

COMMENCING at the intersection of the easterly line of that certain parcel designated as Parcel 14, as said Parcel is shown on that certain map entitled "RECORD OF SURVEY VTA-BART EXTENSION" filed December 7, 2007 in Book 821 of Maps at Pages 1 through 51 inclusive, with the northerly line of that certain roadway easement described in the deed to the City of Milpitas recorded April 7, 1967 in Book 7687 at Page 57, both of Official Records of said County, said point also being the beginning of a nontangent curve concave easterly and having a radius of 70.00 feet (a radial line of said curve through said point bearing South 67°37′09" West); thence

- a) Northerly a distance of 66.60 feet along said curve and said northerly line through a central angle of 54°31′02″ to the beginning of a non-tangent curve concave southeasterly and having a radius of 66.00 feet (a radial line of said curve through said point bearing North 60°19′16″ West); thence
- b) Northeasterly a distance of 27.25 feet along said curve and said northerly line through a central angle of 23°39'39" to the TRUE POINT OF BEGINNING; thence continuing along said northerly line
 - Northeasterly a distance of 5.10 feet along said curve through a central angle of 04°25'46"; thence leaving last said line
 - South 23°01'33" East 162.02 feet to the beginning of a curve to the left with a radius of 597.50 feet; thence
 - Southeasterly a distance of 73.58 feet along said curve through a central angle of 07°03′22" to the easterly line of said roadway easement; thence
 - 4) South 23°00'49" East 37.18 feet along said easterly line to a point of cusp and the beginning of a non-tangent curve to the left, the center of which bears South 60°20'03" West 597.50 feet; thence leaving last said line
 - Northwesterly a distance of 20.54 feet along said curve through a central angle of 01°58'09" to a reverse curve with a radius of 602.50; thence
 - Northwesterly a distance of 90.57 feet along said curve through a central angle of 08°36′45″; thence
 - 7) North 23°01'33" West 161.00 feet to the TRUE POINT OF BEGINNING.

Containing 1,268 square feet more or less.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

John W. Pettley, PLS 6202 My License Expires on 03/31/2012

23

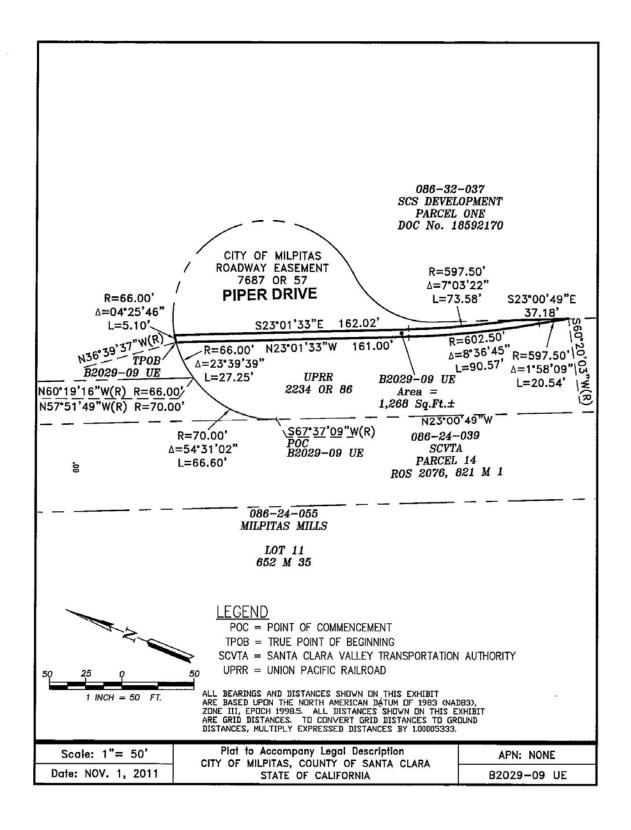


Exhibit "F"

JOINT UTILITY EASEMENT

A non-exclusive joint utility easement (the "Joint Utility Easement") to survey, lay, construct, maintain, repair, renew, replace, protect, inspect, operate, increase or decrease the size of or number of, idle, and/or remove underground communications conduits and fiber optic cables ("Fiber System") for telephone lines, fiber optics, electrical cable, and water, including all surface and subsurface appurtenances and facilities as are reasonably necessary, including, but not limited to, manholes, pull boxes, splice boxes, conduit markers, and cathodic protection equipment. over, under, upon, and through that certain real property described and depicted as Parcel B2029-14 on Exhibit "F-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California. Said Fiber System, facilities, and appurtenances are hereinafter collectively referred to as "Fiber System Facilities."

Grantee's use of the Easement shall be in common with the public's use of the surface of the Easement area for and as a roadway.

Said rights granted above shall not be deemed abandoned or forfeited by Grantee due to the temporary idling, nonuse, abandonment, or removal of any Fiber System Facilities or the nonuse of the rights granted herein for any period of time.

1. Responsibility for Expenses/Costs

The operation of Grantee's Fiber System Facilities shall be at Grantee's sole cost and expense, except as set forth in Section 3 (Relocation), and except to the extent such operation by Grantee is required as a result of the acts, omissions, negligence, willful misconduct, or breach of this Agreement by Grantors or by Grantor's agents, invitees, employees, or contractors.

2. Relocation

Should Grantors or any third party, including, but not limited to, any governmental entity, at any future date, reasonably desire that Grantee relocate any portion of the Fiber System Facilities, which shall include, but not be limited to, a lowering of the Fiber System Facilities, and including any additional conduits added to the Easement subsequent to the date of this Agreement, said relocation shall be performed by Grantee at the sole cost and expense of Grantors or such third party, including all liability arising out of or resulting from such relocation. The new easement shall be granted to Grantee at no cost, and the new location shall be mutually agreed upon by Grantors and Grantee, in the reasonable exercise of their discretion. Grantors or such third party shall provide Grantee with a minimum of 180 days' written notice of its desire to have Grantee relocate its Fiber System Facilities.

3. Additional Fiber System Facilities

This Easement provides Grantee with the right to lay additional conduits of any diameter within the Easement at routes selected by Grantee at no additional consideration.

4. Damages

Grantee shall repair, restore or compensate Grantors for all damage to growing crops, pasture, timber, fences, buildings, wildlife, livestock, improvements, canals, roads, and

landscaping caused by Grantee's usage of the Easement, except to the extent: (a) such damage is caused by the acts, omissions, negligence or willful misconduct of Grantors, its agents, invitees, employees, or contractors, or (b) such damage is caused by or to an unauthorized improvement to the Easement as prohibited under Section 6 (*Keep Easement Area Clear*).

5. Governing Law and Resolution of Disputes

- 5.1 Governing Law. This Agreement is governed by and interpreted under the laws of the State of California without regard to its choice of law rules, except that the substantive and procedural rules of the Federal Arbitration Act, 9 U.S.C. §§ 1-16 ("the Act") shall govern this Section 5.
- 5.2 Resolution of Disputes. If any Dispute arises out of or in relation to this Agreement and if the Dispute cannot be settled by direct negotiations, either Party may initiate mediation. If the Parties fail to settle the Dispute within sixty (60) days of notice of mediation, either Party may initiate binding arbitration. A "Dispute" means any dispute or controversy arising out of this Agreement or the performance of any work contemplated under this Agreement, including a Claim under this Agreement and any dispute or controversy regarding the existence, construction, validity, interpretation, enforceability or breach of this Agreement. "Claim" means any claim, liability, loss, demand, damages, lien, cause of action of any kind, obligation, costs, royalty, fees, assessments, penalties, fines, judgment, interest and award (including reasonable recoverable legal counsel fees and reasonable costs of litigation of the person or entity asserting the Claim), whether arising by law, contract, tort, voluntary settlement or otherwise.
- 5.3 The following provisions shall apply to arbitration proceedings undertaken pursuant to Section 5.2:
 - 5.3.1 The place of arbitration will be Santa Clara County, California.
 - 5.3.2 One arbitrator will conduct the arbitral proceedings in accordance with The International Institute for Conflict Prevention and Resolution ("CPR") Rules and CPR is the appointing authority.
 - 5.3.3 The Parties will submit true copies of all documents considered relevant with their respective statement of claim or defense and any counterclaim or reply. Neither Party may compel the other to produce additional documents. The maximum number of witnesses each Party may call to give evidence is three witnesses of fact and one expert witness.
 - 5.3.4 The arbitrator does not have the power to award, nor shall the arbitrator award, any punitive, indirect or consequential damages (however denominated). Each Party will bear its own costs of legal representation and witness expenses.
 - 5.3.5 The arbitrator must render a reasoned award in writing. The award is final and binding.
 - 5.3.6 The Dispute will be resolved as quickly as possible. The arbitration award must be issued within three (3) months from completion of the hearing, or as soon as possible thereafter.

6. Keep Easement Area Clear and No Impairment by Grantor

Grantors agree that it will not in any way impair, interfere with, build an improvement on, cover or obstruct the Easement granted herein, including, but not limited to, planting trees or deep-rooted plants and/or vines, building, excavating, constructing, installing, erecting, piling, or creating any foundations, dumps, mounds, buildings, structures, or improvements on the Easement, , or change the grade over any of the Fiber System Facilities constructed hereunder ("Obstruction") without the prior written consent of Grantee. Should Grantors violate the provisions of this Section, Grantee shall have the right to clear or remove said Obstruction, or recover damages from Grantors. Notwithstanding the foregoing, Grantors shall have the right to landscape the Easement with ground cover, and the further right to pave the ground surface over the Easement for driveway and/or parking and/or roadway purposes, provided Grantee retains the ability to access the Fiber System Facilities. Grantors shall indemnify, defend, and hold Grantee and its affiliates harmless from and against any and all loss, cost, damage, or expense, including reasonable attorneys' fees that may arise from Grantor's breach of its obligations under this Section.

7. Facility Ownership

Unless the Parties otherwise agree in writing, the Fiber System Facilities shall at all times remain the personal property of Grantee, notwithstanding that they may be annexed or fixed to the land and may at any time and from time to time be removed in whole or in part by Grantee.

8. Warranty

Grantor represents and warrants that Grantor holds a fee interest in the land and that Grantor is authorized and empowered by such interest to properly and lawfully grant this Easement to Grantee. Grantor shall indemnify, defend and hold Grantee and its affiliates harmless from and against any and all loss or cost, damage or expense, including reasonable attorneys' fees that may arise from any misrepresentation or breach of warranty under this Section. If Grantee is ever required to relocate its Fiber System Facilities because of any defect or inadequacy in Grantor's title, Grantor shall reimburse Grantee for all costs and expenses incurred by Grantee to acquire any new right-of-way required for such relocation and for all costs and expenses incurred by Grantee to relocate Grantee's Fiber System Facilities.

9. Notices

All notices and other communications required under this Agreement shall be in writing, and sent certified mail or by overnight courier service or via facsimile to the party set forth below:

For Fiber System Facilities:

Manager, Right of Way and Municipal Affairs MCI Communications Services, Inc. Dept. 42855/107 2400 North Glenville Drive Richardson, TX 75082

Facsimile Number: 972.729.6700

With a copy to:

MCI Communications Services, Inc.

2400 North Glenville Drive

Richardson, TX 75082

Attn: Legal Department, Network Facilities

Facsimile Number: 972.729.6927

Notice will be deemed received: (a) on the third (3rd) business day, if mailed, (b) on the following business day if sent by overnight courier service, and (c) on the date transmitted, if transmitted by facsimile, provided that oral or written confirmation of receipt is obtained by the sender from a party at the location where the facsimile has been received. Any change in address may be accomplished by delivery of notice in compliance with this Section.

10. Entire Agreement/Amendments

This Agreement constitutes the entire agreement between the Parties and may only be amended by a writing specifically referencing this Agreement and signed by Grantor and Grantee or their successors, legal representatives, assignees or transferees.

11. Assignment

This Easement and the rights herein granted may be assigned by Grantee together or separately in whole or in part at any time without the consent of Grantor.

12. <u>Binding Obligation</u>

All covenants and agreements herein contained shall extend to and be binding upon the respective heirs, devisees, legal representatives, successors, and assigns of the Parties, including all other rights and benefits necessary or convenient for the full enjoyment or use of the rights herein granted.

13. Severability

If any provision of this Agreement is or becomes illegal, or is found to be null or void for any reason, or is held unenforceable by a court of competent jurisdiction, the remaining portions of the Agreement shall remain in full force and effect.

Exhibit "F-1"

Parcel B2029-14 11/1/2011 JUE

LEGAL DESCRIPTION APN - NONE

All that certain real property situated in the City of Milpitas, County of Santa Clara, State of California, described as follows:

Being a portion of that certain 124.075 acre tract of land described in the Deed from Mildred A. Fountain to Western Pacific Railroad Company, recorded June 18, 1951 in Book 2234 at Page 86, Official Records of said County, being more particularly described as follows:

COMMENCING at the southeasterly corner of that certain Roadway Easement described in the deed to the City of Milpitas recorded February 19, 1965 in Book 6856 at Page 526 under Recorders Serial Number 2799269 of Official Records of said County; thence

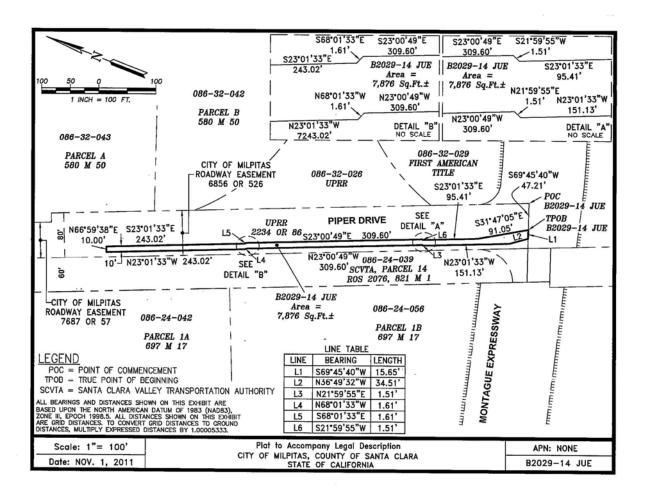
- South 69°45'40" West, 47.21 feet along the southerly line of said roadway easement to the TRUE POINT OF BEGINNING; thence continuing on said easement line
- 2. South 69°45'40" West, 15.65 feet; thence leaving said line
- North 36°49'32" West, 34.51 feet; thence
- 4. North 23°01'33" West, 151.13 feet; thence
- 5. North 21°59'55" East, 1.51 feet; thence
- 6. North 23°00'49" West, 309.60 feet; thence
- 7. North 68°01'33" West, 1.61 feet; thence
- 8. North 23°01'33" West, 243,02 feet; thence
- 9. North 66°59'38" East, 10.00 feet; thence
- 10. South 23°01'33" East, 243.02 feet; thence
- 11. South 68°01'33" East, 1.61 feet; thence
- 12. South 23°00'49" East, 309.60 feet; thence
- 13. South 21°59'55" West, 1.51 feet; thence
- 14. South 23°01'33" East, 95.41 feet; thence
- 15. South 31°47'05" East, 91.05 feet to the TRUE POINT OF BEGINNING.

Containing 7,876 square feet more or less.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1,00005333.

John W. Pettley, PLS 6202

My License Expires on 03/31/2012



Property ID: B2082

RESOLUTION OF NECESSITY DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION OF CERTAIN LAND AND DIRECTING THE FILING OF EMINENT DOMAIN PROCEEDINGS

WHEREAS, the BART Silicon Valley Berryessa Extension Project (the "Project") is being undertaken for the purpose of easing traffic congestion, improving area-wide mobility, and otherwise furthering the public health, safety and welfare; and

WHEREAS, it is desirable and necessary for the Santa Clara Valley Transportation Authority ("VTA") to acquire a Utility Easement described in Exhibit "A" (B2082-02), attached hereto and made a part hereof by this reference, as right of way for the Project and the construction thereof; and

WHEREAS, VTA is authorized to acquire the subject property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code; and

WHEREAS, pursuant to the provisions of Section 1245.235 of the Code of Civil Procedure of the State of California, notice has been duly given to the owner(s) of the property herein, all of whom have been given a reasonable opportunity to appear and be heard before the Board of Directors of VTA at the time and place set forth in said notice, regarding the matters specified therein.

NOW, THEREFORE, IT IS FOUND, DETERMINED AND ORDERED as follows:

- 1. The recitals contained herein are true and correct.
- 2. Upon examination of the alternatives, VTA requires the property for the Project.
- 3. VTA is authorized to acquire the property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code.
- 4. The public interest and necessity require the Project.
- 5. The Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury.
- 6. The Utility Easement described in Exhibit "A" is necessary for the Project.
- 7. The offer required by Section 7267.2 of the Government Code, together with the accompanying statement of the amount established as just compensation, has been

made to the owner or owners of record, which offer and statement were in a format and contained the information required by Government Code Section 7267.2, or the offer has not been made because the owner cannot be located with reasonable diligence.

- 8. VTA has complied with all conditions and statutory requirements, including those prescribed by CEQA, NEPA, and that are necessary for approval and adoption of the Project.
- 9. All conditions and statutory requirements necessary to exercise the power of eminent domain ("the right to take") to acquire the property described herein have been complied with by VTA.
- 10. Insofar as the property or the larger parcel of which it is a part has heretofore been appropriated for public use, the proposed use set forth herein will not unreasonably interfere with or impair the continuation of the public use as it exists or may reasonably be expected to exist in the future, and is therefore a compatible public use pursuant to Code of Civil Procedure Section 1240.510, or, as applicable, constitutes a more necessary public use than the use to which the property is appropriated pursuant to Code of Civil Procedure Section 1240.610.
- 11. General Counsel or General Counsel's duly authorized designee is hereby authorized and directed to institute and conduct to conclusion eminent domain proceedings to acquire the Utility Easement in property described in Exhibit "A" and to take such actions that counsel deems advisable or necessary in connection therewith, and may deposit the probable amount of compensation and obtain an order for prejudgment possession of the subject property.

PASSED AND ADOPTED by the Santa Clara Valley Transportation Authority Board of Directors on March 1, 2018, by the following vote:

AVEC.

DIDECTODS.

ATES.	DIRECTORS.	
NOES:	DIRECTORS:	
ABSENT:	DIRECTORS:	
		SAM LICCARDO, Chairperson
		Board of Directors

I HEREBY CERTIFY AND ATTEST that the foregoing resolution was duly and regularly introduced, passed and adopted by the vote of two-thirds or more of the Board of Directors of the Santa Clara Valley Transportation Authority, California, at a meeting of said Board of Directors on the date indicated, as set forth above.

Dated:		
	ELAINE BALTAO, Secretary	
	Board of Directors	
APPROVED AS TO FORM:		
ROBERT FABELA		
General Counsel		

Exhibit "A"

UTILITY EASEMENT

A permanent, non-exclusive, subsurface, utility easement (the "Utility Easement") to construct, build, install, repair, reconstruct, inspect, remove, replace, use, maintain and operate utility lines and such fixtures and appurtenances as Grantee deems necessary or convenient within property identified as Assessor Parcel Number's 022-02-020. Said Utility Easement being described and depicted as Parcel B2082-02 on Exhibit "A-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

Exhibit "A-1"



February 11, 2015 B2082-02 UE Page 1 of 1

UTILITY EASEMENT APN 022-02-020

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the 4.37 acre parcel of land claimed by Henry Rengstorff and Mathew W. Dixon described in the Report of Commissioners recorded April 1, 1869 in Book C at Page 323, Miscellaneous Records of Santa Clara County, more particularly described as follows:

COMMENCING at the most easterly corner of Parcel 2 as shown on that certain Parcel Map filed April 4, 1995 in Book 664 of Maps at Page 3, Santa Clara County Records, being on the southerly line of the Parcel of land described in the Right of Way Dedication recorded July 10, 1997 as Document Number 13769947;

Thence along the westerly line of said 4.37 acre parcel of land, North 21°23′00″ West, 42.94 feet, to **THE TRUE POINT OF BEGINNING**;

Thence continuing along said westerly line, North 21°23'00" West, 10.00 feet;

Thence North 69°39'38" East, 60.01 feet, to the easterly line of said 4.37 acre parcel of land;

Thence along said easterly line, South 21°23'00" East, 10.00 feet;

Thence South 69°39'38" West, 60.01 feet, to THE TRUE POINT OF BEGINNING.

Containing an area of 600 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

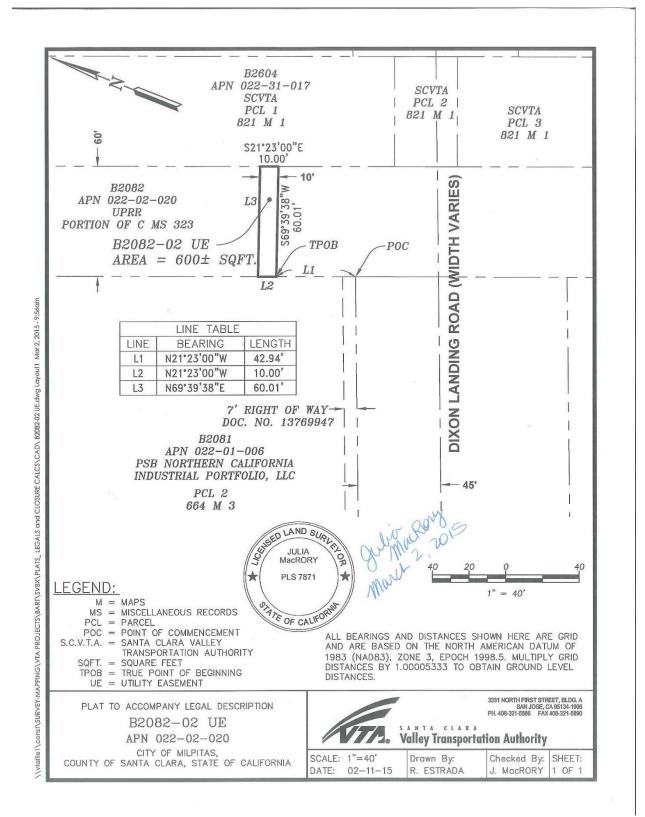
This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

Date

JULIA MacRORY PLS 7871

Julia MacRory, LS 7871 Survey and Mapping Manager

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Property ID: B2563

RESOLUTION OF NECESSITY DETERMINING THAT THE PUBLIC INTEREST AND NECESSITY REQUIRE THE ACQUISITION OF CERTAIN LAND AND DIRECTING THE FILING OF EMINENT DOMAIN PROCEEDINGS

WHEREAS, the BART Silicon Valley Berryessa Extension Project (the "Project") is being undertaken for the purpose of easing traffic congestion, improving area-wide mobility, and otherwise furthering the public health, safety and welfare; and

WHEREAS, it is desirable and necessary for the Santa Clara Valley Transportation Authority ("VTA") to acquire a Utility Easement described in Exhibit "A" (B2563-03), a Utility Easement described in Exhibit "B" (B2563-04), a Utility Easement described in Exhibit "C" (B2563-05) and an Aerial Easement described in Exhibit "D" (B2563-06), attached hereto and made a part hereof by this reference, as right of way for the Project and the construction thereof; and

WHEREAS, VTA is authorized to acquire the subject property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code; and

WHEREAS, pursuant to the provisions of Section 1245.235 of the Code of Civil Procedure of the State of California, notice has been duly given to the owner(s) of the property herein, all of whom have been given a reasonable opportunity to appear and be heard before the Board of Directors of VTA at the time and place set forth in said notice, regarding the matters specified therein.

NOW, THEREFORE, IT IS FOUND, DETERMINED AND ORDERED as follows:

- 1. The recitals contained herein are true and correct.
- 2. Upon examination of the alternatives, VTA requires the property for the Project.
- 3. VTA is authorized to acquire the property and exercise the power of eminent domain pursuant to and in accordance with Article 1, Section 19 of the California Constitution, the California Eminent Domain Law, Code of Civil Procedure Sections 1230.010 *et seq.*, and Sections 100130 and 100131 of the Public Utilities Code.
- 4. The public interest and necessity require the Project.
- 5. The Project is planned or located in the manner that will be most compatible with the greatest public good and the least private injury.
- 6. The Utility Easements described in Exhibits "A", "B", "C", and Aerial Easement described in Exhibit "D" are necessary for the Project.

- 7. The offer required by Section 7267.2 of the Government Code, together with the accompanying statement of the amount established as just compensation, has been made to the owner or owners of record, which offer and statement were in a format and contained the information required by Government Code Section 7267.2, or the offer has not been made because the owner cannot be located with reasonable diligence.
- 8. VTA has complied with all conditions and statutory requirements, including those prescribed by CEQA, NEPA, and that are necessary for approval and adoption of the Project.
- 9. All conditions and statutory requirements necessary to exercise the power of eminent domain ("the right to take") to acquire the property described herein have been complied with by VTA.
- 10. Insofar as the property or the larger parcel of which it is a part has heretofore been appropriated for public use, the proposed use set forth herein will not unreasonably interfere with or impair the continuation of the public use as it exists or may reasonably be expected to exist in the future, and is therefore a compatible public use pursuant to Code of Civil Procedure Section 1240.510, or, as applicable, constitutes a more necessary public use than the use to which the property is appropriated pursuant to Code of Civil Procedure Section 1240.610.
- 11. General Counsel or General Counsel's duly authorized designee is hereby authorized and directed to institute and conduct to conclusion eminent domain proceedings to acquire Utility Easements in property described in Exhibits "A", "B", and "C", and an Aerial Easement in property described in Exhibit "D", and to take such actions that counsel deems advisable or necessary in connection therewith, and may deposit the probable amount of compensation and obtain an order for prejudgment possession of the subject property.

PASSED AND ADOPTED by the Santa Clara Valley Transportation Authority Board of Directors on March 1, 2018, by the following vote:

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AYES:	DIRECTORS:	
NOES:	DIRECTORS:	
ABSENT:	DIRECTORS:	
		SAM LICCARDO, Chairperson
		Board of Directors

I HEREBY CERTIFY AND ATTEST that the foregoing resolution was duly and regularly introduced, passed and adopted by the vote of two-thirds or more of the Board of Directors of the Santa Clara Valley Transportation Authority, California, at a meeting of said Board of Directors on the date indicated, as set forth above.

Dated:	ELAINE BALTAO, Secretary Board of Directors	
APPROVED AS TO FORM:		
ROBERT FABELA General Counsel		

Exhibit "A"

UTILITY EASEMENT

A permanent, non-exclusive, subsurface, utility easement (the "Utility Easement") to construct, build, install, repair, reconstruct, inspect, remove, replace, use, maintain and operate utility lines and such fixtures and appurtenances as Grantee deems necessary or convenient within property identified as Assessor Parcel Number's 028-023-011 and 028-023-020. Said Utility Easement being described and depicted as Parcel B2563-03 on Exhibit "A-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

Exhibit "A-1"



February 24, 2016 Parcel: B2563-03 UE Page 1 of 1

LEGAL DESCRIPTION UTILITY EASEMENT

APN'S: 028-023-011 & 028-23-020

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded May 10, 1921 in Book 537 of Deeds at Page 34, Official Records of Santa Clara County, together with a portion of Parcel 2 as shown on that certain Parcel Map recorded April 14, 1998 in Book 700 of Maps at Page 45, Official Records of Santa Clara County, being more particularly described as follows:

COMMENCING at the most westerly corner of Parcel 7 as shown on that certain Record of Survey recorded December 7, 2007 in Book 821 of Maps, Page 1, Official Records of Santa Clara County;

Thence along the westerly line of said Parcel 7, South 23°00′10″ East, 214.13 feet to the **TRUE POINT OF BEGINNING**;

Thence continuing along said westerly line, South 23°00′10″ East, 20.00 feet;

Thence South 66°59'50" West, 60.66 feet, to the westerly line of said Parcel 2;

Thence along last said westerly line, North 23°01'10" West, 20.00 feet;

Thence North 66°59'50" East, 60.66 feet to the TRUE POINT OF BEGINNING.

Containing an area of 1,213 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

02-24-2016

JULIA MacRORY PLS 7871

Julia MacRory, LS 7871
Survey and Mapping Manager

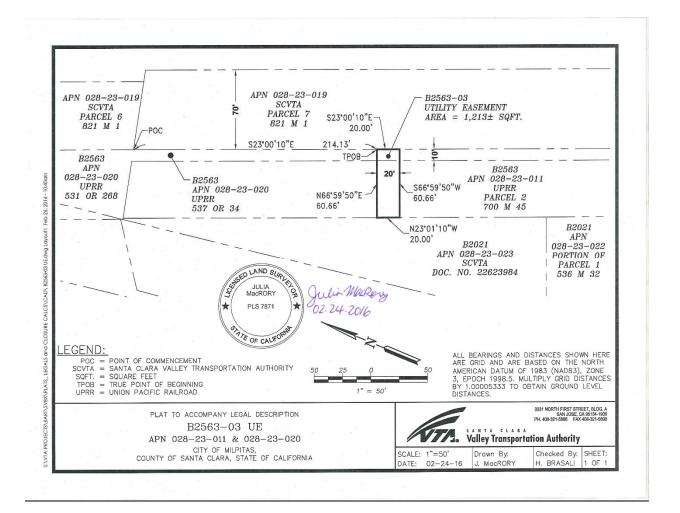


Exhibit "B"

UTILITY EASEMENT

A permanent, non-exclusive, subsurface, utility easement (the "Utility Easement") to construct, build, install, repair, reconstruct, inspect, remove, replace, use, maintain and operate utility lines and such fixtures and appurtenances as Grantee deems necessary or convenient within property identified as Assessor Parcel Number's 028-023-011 and 028-023-020. Said Utility Easement being described and depicted as Parcel B2563-04 on Exhibit "B-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

Exhibit "B-1"



February 24, 2016 Parcel: B2563-04 UE Page **1** of **1**

LEGAL DESCRIPTION UTILITY EASEMENT

APN'S: 028-023-011 & 028-23-020

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded May 10, 1921 in Book 537 of Deeds at Page 34, Official Records of Santa Clara County, together with a portion of Parcel 2 as shown on that certain Parcel Map recorded April 14, 1998 in Book 700 of Maps at Page 45, Official Records of Santa Clara County, being more particularly described as follows:

COMMENCING at the most westerly corner of Parcel 7 as shown on that certain Record of Survey recorded December 7, 2007 in Book 821 of Maps, Page 1, Official Records of Santa Clara County;

Thence along the westerly line of said Parcel 7, South 23°00′10″ East, 270.46 feet to the **TRUE POINT OF BEGINNING**;

Thence continuing along said westerly line, South 23°00'10" East, 20.00 feet;

Thence South 66°59′50" West, 60.64 feet, to the westerly line of said Parcel 2;

Thence along last said westerly line, North 23°01'10" West, 20.00 feet;

Thence North $66^{\circ}59'50''$ East, 60.65 feet to the TRUE POINT OF BEGINNING.

Containing an area of 1,213 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

JULIA MacRORY

PLS 7871

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

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Survey and Mapping Manager

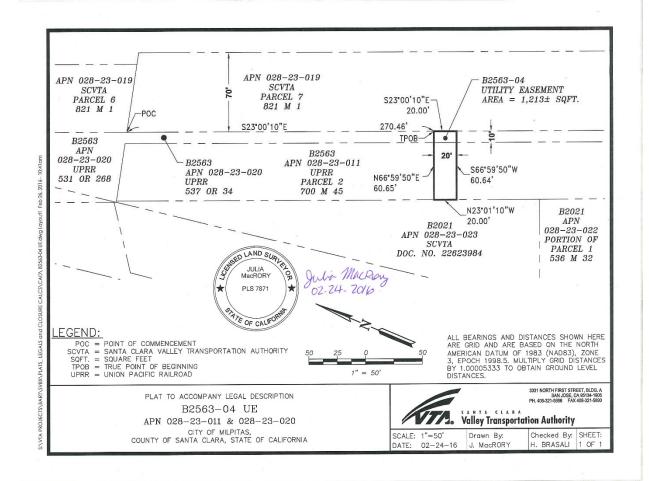


Exhibit "C"

UTILITY EASEMENT

A permanent, non-exclusive, subsurface, utility easement (the "Utility Easement") to construct, build, install, repair, reconstruct, inspect, remove, replace, use, maintain and operate utility lines and such fixtures and appurtenances as Grantee deems necessary or convenient within property identified as Assessor Parcel Number's 028-023-011 and 028-023-020. Said Utility Easement being described and depicted as Parcel B2563-05 on Exhibit "C-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

Exhibit "C-1"



February 24, 2016 Parcel: B2563-05 UE Page **1** of **1**

LEGAL DESCRIPTION UTILITY EASEMENT

APN'S: 028-023-011 & 028-23-020

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded May 10, 1921 in Book 537 of Deeds at Page 34, Official Records of Santa Clara County, together with a portion of Parcel 2 as shown on that certain Parcel Map recorded April 14, 1998 in Book 700 of Maps at Page 45, Official Records of Santa Clara County, being more particularly described as follows:

COMMENCING at the most westerly corner of Parcel 7 as shown on that certain Record of Survey recorded December 7, 2007 in Book 821 of Maps, Page 1, Official Records of Santa Clara County;

Thence along the westerly line of said Parcel 7, South 23°00′10″ East, 330.47 feet to the **TRUE POINT OF BEGINNING**;

Thence continuing along said westerly line, South 23°00′10″ East, 20.00 feet;

Thence South 66°59'50" West, 60.62 feet, to the westerly line of said Parcel 2;

Thence along last said westerly line, North 23°01'10" West, 20.00 feet;

Thence North 66°59'50" East, 60.63 feet to the TRUE POINT OF BEGINNING.

Containing an area of 1,213 square feet, more or less.

Plat Exhibit attached and by this reference made a part hereof.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

Data

24-2016

JULIA JULIA MacRORY PLS 7871

Julia MacRory, LS 7871 Survey and Mapping Manager

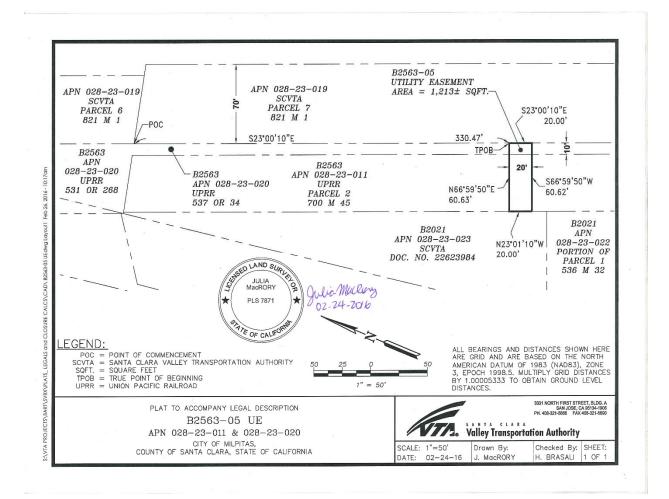


Exhibit "D"

AERIAL EASEMENT

An aerial easement (the "Aerial Easement") to construct, reconstruct, maintain, repair, replace, use and allow a structure that permits pedestrians to cross over Grantor's rail tracks to and from Grantee's property adjacent to each end of the Aerial Easement, which is at or above a plane parallel with and twenty-four (24) feet above the top of the highest rail track located with the Easement area. Said Aerial Easement is within property identified as Assessor Parcel Number's 028-023-011 and 028-023-020, being described and depicted as Parcel B2563-06 on Exhibit "D-1" attached hereto and made a part hereof, situated in the City of Milpitas, County of Santa Clara, State of California.

Grantor shall not grant rights or otherwise interfere with this Aerial Easement.

Grantor shall have the right to assign or partially assign this Aerial Easement to the San Francisco Bay Area Rapid Transit District.

Exhibit "D-1"



October 28, 2016 Parcel: B2563-06 AE Page 1 of 1

LEGAL DESCRIPTION AERIAL EASEMENT

APN: 028-23-011 & 028-23-020

REAL PROPERTY situated in the City of Milpitas, County of Santa Clara, State of California, being a portion of the parcel of land described in the Grant Deed recorded May 10, 1921 in Book 537 of Deeds at Page 34, Official Records of Santa Clara County, together with a portion of Parcel 2 as shown on that certain Parcel Map recorded April 14, 1998 in Book 700 of Maps at Page 45, Official Records of Santa Clara County, being more particularly described as follows:

COMMENCING at the most westerly corner of Parcel 7 as shown on that certain Record of Survey recorded December 7, 2007 in Book 821 of Maps, Page 1, Official Records of Santa Clara County;

Thence along the westerly line of said Parcel 7, South 23°00′10″ East, 307.00 feet to the **TRUE POINT OF BEGINNING**;

Thence continuing along said westerly line, South 23°00′10″ East, 14.67 feet;

Thence South 66°58'56" West, 60.63 feet, to the westerly line of said Parcel 2;

Thence along last said westerly line, North 23°01'10" West, 14.67 feet;

Thence North 66°58′56" East, 60.64 feet to the TRUE POINT OF BEGINNING.

Containing an area of 889 square feet, more or less.

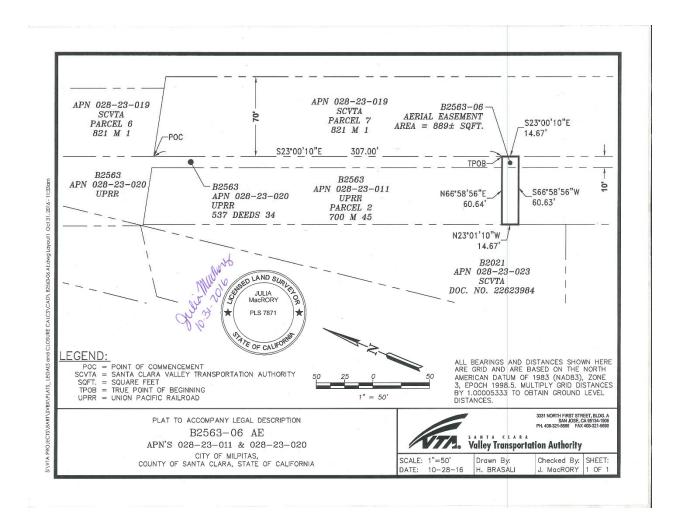
Plat Exhibit attached and by this reference made a part hereof.

This description was prepared by me or under my direction in conformance with the Professional Land Surveyors Act. All bearings and distances are based on the North American Datum of 1983 (NAD83), Zone III, epoch 1998.5. All distances are grid distances. To convert grid distances to ground distances, multiply expressed distances by 1.00005333.

Date

JULIA MacRORY PLS 7871

Julia MacRory, LS 7871
Survey and Mapping Manager



BART Silicon Valley Berryessa Extension Project

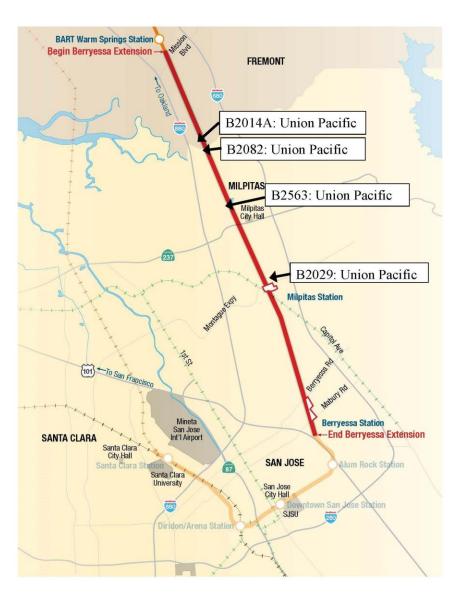
Resolution of Necessity Hearing

March 1, 2018



Project Map





BART Silicon Valley Berryessa Extension Project

Resolution of Necessity Hearing



➤ Board has full discretion as to whether or not to adopt a recommended Resolution of Necessity

➤ Amount of compensation is NOT a consideration in this hearing

➤ Board must make each of the findings contained in the respective Resolutions of Necessity prior to their adoption

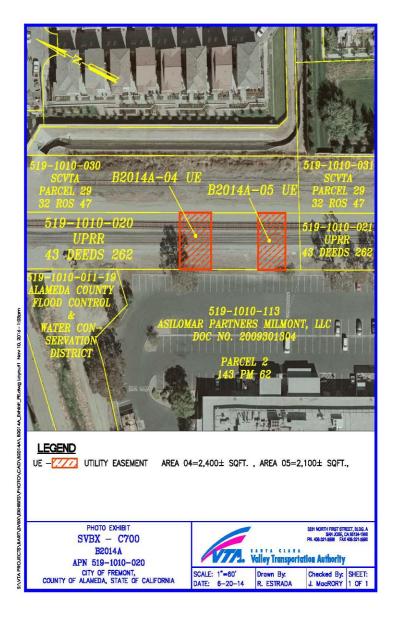
Union Pacific History



- VTA acquired rail corridor land from Union Pacific (UP) in 2002 for \$80 Million, plus an additional \$31 Million to UP for corridor clearing costs
- Ongoing negotiations starting October 2016 on additional acquisitions for conveyance to BART and utility providers
- Unable to agree on terms and conditions consistent with SVBX project and VTA, BART needs

Resolution of Necessity- Property #1 (B2014A)





Resolution of Necessity- Property #1 (B2014A)



Owner: Union Pacific Railroad Company

Present Use/Location: Freight rail corridor/City of Fremont

Acquisitions: A subsurface utility easement-- 2,400 sq. ft.

A subsurface utility easement--2,100 sq. ft.

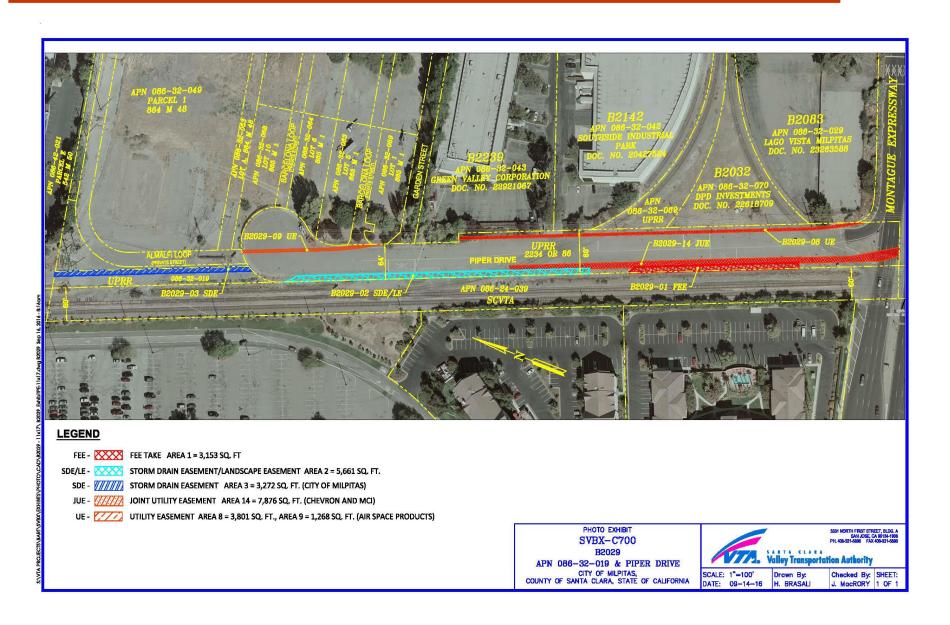
Project Need: Utility duct banks to transfer power from the substation to the BART operating corridor.

Property Size: Approximately 151,370 sq. ft.

Date of Offer: January 3, 2017

Resolution of Necessity- Property #2 (B2029)





Resolution of Necessity- Property #2 (B2029)



Owner: Union Pacific Railroad Company

Present Use/location: Public Street/Piper Drive, City of Milpitas

Acquisitions: A fee title interest- 3,153 sq. ft.

A storm drain/landscape easement- 5,661 sq. ft

A storm drain easement- 3,272 sq. ft.

A utility easement- 3,801 sq. ft.

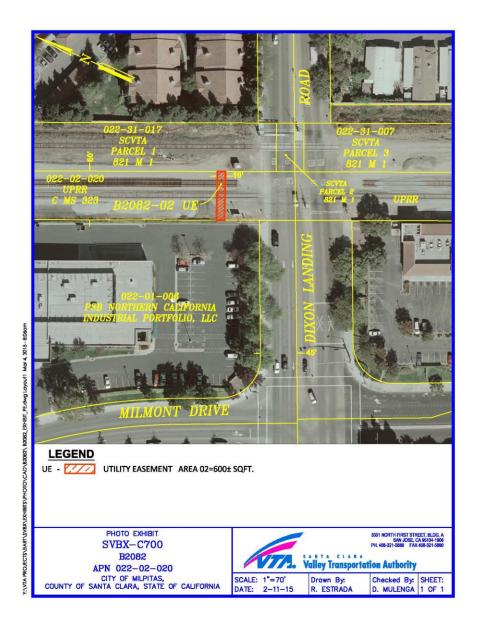
A utility easement- 1,268 sq. ft.

A utility easement- 7,876 sq. ft.

Property Size: Approximately 123,189 sq. ft.

Resolution of Necessity- Property #3 (B2082)





Resolution of Necessity- Property #3 (B2082)



Owner: Union Pacific Railroad Company

Present Use/Location: Freight railroad corridor/City of Milpitas

Acquisition: A subsurface utility easement- 600 sq. ft.

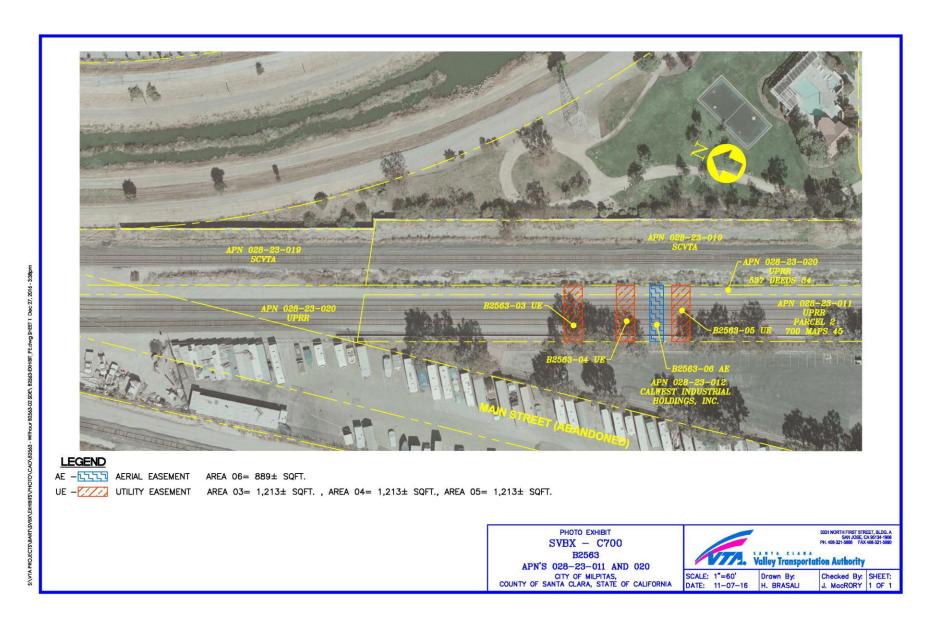
Project Need: A waterline for fire suppression purposes within the BART corridor.

Property Size: Approximately 163,431 sq.ft.

Date of Offer: January 31, 2018

Resolution of Necessity- Property #4 (B2563)





Resolution of Necessity- Property #4 (B2563)



Owner: Union Pacific Railroad Company

Present Use/Location: Freight Rail Corridor/City of Milpitas

Acqusitions: Three (3) subsurface utility easements- each

1,213 sq. ft.

An aerial easement- 889 sq. ft.

Property Size: Approximately 116,289 sq.ft.

BART Silicon Valley Berryessa Extension Project

Resolution of Necessity Hearing

March 1, 2018



Eastridge to BART Regional Connector Policy Advisory Board

March 1, 2018

The Eastridge to BART Regional Connector Policy Advisory Board met on February 20, 2018, with a focus on improving the light rail vertical alignment along Capital Expressway at the intersections of Ocala and Cunningham.

Staff has presented a proposed improvement that changes the at-grade crossings for this part of the alignment to grade separations resulting in a continuous aerial structure for the entire expressway alignment. This refinement results in significant project benefits, with the improvement of operations and safety while minimizing community traffic and property acquisition impacts.

However to make this change, results in a construction cost increase of approximately \$75M with the total project cost from \$377M to \$453M. Staff plans to bring this item to the May 2018 Board meeting to identify a potential funding plan for this improvement. The PAB indicated a strong desire to see this funding approved.

Confirming the final vertical light rail alignment and the roadway geometry is important as staff plans to bring an updated environmental document for Board approval in the summer of 2018.

SR 85 Corridor Policy Advisory Board Chairperson's Report March 1, 2018

The February 26, 2018, SR 85 Corridor Policy Advisory Board (PAB) meeting focused entirely on the SR 85 Transit Guideway Study. The PAB received reports on hypothetical transit travel speeds, transit operating cost analysis and corporate shuttle counts for SR 85 and will devote future discussion to those items at the next PAB meeting.

However, the headline from the February meeting is that the PAB is concerned with the impact that the unavailability of 2016 Measure B funds will have on the progress of the Transit Guideway Study. In May 2017, the Board of Directors approved using 2000 Measure A funds for the first task of the transit guideway study, anticipating that the 2016 Measure B lawsuit would be resolved prior to the completion of the first task and that 2016 Measure B funds would cover subsequent work. However, the lawsuit appeal has extended the unavailability of 2016 Measure B funds and is threatening to stop progress on the study.

The PAB unanimously endorsed exploring measures that would prevent stopping momentum on the study including asking the Board of Directors to approve additional non-measure B funding for continued work on the study and asking SR 85 corridor cities to contribute funds to the project with the expectation of reimbursement upon the resolution of the lawsuit.

The PAB also adopted a quarterly meeting schedule for 2018, including meetings in May, September and December and requested an additional meeting in mid-April that would further explore the funding issue.



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,

Vaidhyanathan

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,

Vaidhyanathan

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 reelected 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. <u>Silicon Valley Express Lanes Electronic Toll Systems Integration Services- Task</u> 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 Microtranist 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, Vaidhyanathan

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. <u>Unapproved Minutes/Summary Reports from VTA Committees, Joint Powers</u> 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



Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Chief Operating Officer, Inez Evans

SUBJECT: Light Rail Coupler Parts Contract

Policy-Related Action: No Government Code Section 84308 Applies: Yes

ACTION ITEM

RECOMMENDATION:

Authorize the General Manager to execute a sole source contract with Dellner Inc., in an amount up to \$1,795,738 to procure the components needed for the overhaul of 173 couplers on VTA's fleet of Light Rail Vehicles.

BACKGROUND:

VTA owns, operates and maintains a fleet of 99 Light Rail Vehicles (LRVs) manufactured by the Kinkisharyo Corporation in 2001. The LRVs consist of mechanical, electrical and pneumatic coupler assemblies (hereinafter, "couplers") at each end of the LRV that were originally manufactured by Dellner, Inc. Including spare coupler units, VTA has 208 couplers. VTA has determined that the couplers, which are in excess of 15 years old, have reached their mid-life stage and are in need of a complete overhaul and refurbishment, including preventative replacement of certain components and replacement or refurbishment of parts that may show damage or excessive wear. The coupler overhaul program seeks to bring the coupler back to likenew manufacturer specifications and functional performance.

As part of this refurbishment and overhaul, various parts, hardware, and components will be disassembled, inspected, tested, reassembled, function tested and quality assurance verified as a complete coupler assembly ready to be installed onto a VTA LRV. VTA has already procured the necessary parts for the overhaul of 35 of the 208 couplers. This contract is for parts and fasteners required to overhaul the remaining 173 of VTA's 208 couplers.

The coupler components in this contract include bearings, and other specialized components that are only available through Dellner, Inc., the Original Equipment Manufacturer (OEM) of the

coupler. The coupler is considered a safety-critical component, and purchase of the coupler components from the OEM is the best course of action to ensure compatibility, reliability and safety.

DISCUSSION:

The overhaul program is required to protect the large investment VTA has made in the light rail vehicles so that VTA may continue to provide safe and reliable transportation to our patrons. VTA is also required to have a comprehensive maintenance program as directed by the California Public Utilities Commission (CPUC).

All light rail transit systems in the State of California are required to operate their LRVs in properly maintained and safe working condition as documented in the systems' approved operating rules and procedures, which includes processes for mid-life rehabilitation of the LRV fleet. The couplers are included in the mid-life overhaul rehabilitation program.

VTA has adopted the manufacturer's recommended maintenance program into its internal procedures. Replacing the key components of the LRV's coupler system ensures that these vehicles will operate in optimal condition for the remaining years of their expected useful lives.

Many of the coupler components specified in this contract are manufactured to order. As such, the lead time from procurement to product delivery may be many months. It is therefore crucial that this contract is executed in a timely manner to minimize lead times.

ALTERNATIVES:

As these parts are only available through Dellner, Inc., there are no practical alternatives to purchasing these components from another vendor.

SMALL BUSINESS ENTERPRISE (SBE) PARTICIPATION:

Based on the limited scope of work and no subcontracting opportunities, no specific goal has been established by the Office of Business Diversity Programs for this contract. Contractor is encouraged to make reasonable efforts to meet VTA's SBE overall annual goal of 19 percent in its procurement of ancillary services and products associated with the performance of this contract.

FISCAL IMPACT:

This action will authorize up to \$1,795,738 to procure parts and fasteners for the coupler overhaul. Appropriation for this contract is included in the FY18-FY19 Adopted VTA Transit Fund Operating Budget.

STANDING COMMITTEE DISCUSSION/RECOMMENDATION:

The Administration and Finance Committee reviewed this item at their February 15, 2018, meeting. Staff provided a brief presentation on couplers and the noted couplers are important components to provide safe and reliable light rail service. The Committee unanimously recommended Board approval and placed this item on the Board's consent agenda.

Prepared by: Daniel Hecht Memo No. 6397

ATTACHMENTS:

• 6397 - LR Coupler Parts - Gov Code 84308 (PDF)

Attachment A

Light Rail Coupler Parts Contract Procurement List of Contractors

Firm Name	Name	Role	Location
Dellner, Inc.	Jeron Cain	President	8334-H Arrowridge Blvd. Charlotte, NC 28273



Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Chief Engineering & Program Delivery Officer, Carolyn M. Gonot

SUBJECT: Amend the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings

Contract (C16189F)

Policy-Related Action: No Government Code Section 84308 Applies: Yes

ACTION ITEM

RECOMMENDATION:

Authorize the General Manager to amend the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F) with DMZ Transit (Joint Venture) by an amount of \$1,100,000 for additional signal work, increasing the total contract amount to \$9,713,750.

BACKGROUND:

On February 2, 2017, the VTA Board of Directors authorized execution of a contract with DMZ Transit (Joint Venture) in the amount of \$6,891,000 for the construction of the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F). See Exhibit A for a list of subcontractors on the DMZ Transit Team.

This contract is part of an ongoing capital rail replacement, rehabilitation, maintenance and improvement program to ensure that the light rail track infrastructure remains safe and reliable for continued service. The scope includes track replacement, construction of crossovers, and installation of related equipment at various locations, including switch machines and signaling work.

DISCUSSION:

With the expected opening of BART to Berryessa this summer, VTA staff has updated the light rail operating plan showing increased service to meet the anticipated increased ridership demands from BART and the implementation of the Next Network. This plan includes

significant service changes on the Tasman East light rail segment with decreased headways and increased capacity, especially during event service with the BART connection at the Montague light rail platform. This operating plan results in the need to increase capacity by performing specific light rail track improvements prior to the opening of the new BART service.

Two of the most critical improvements needed to increase capacity are;

- 1. Upgrade the existing signal system on the aerial structure to Automatic Block Signaling (ABS) to facilitate train movements through the area of congestion and eliminate the current chokepoint at that location.
- 2. Upgrade an existing manual switch at Hostetter to automatic power switch to allow more flexibility for turning trains around and other train movements.

This work is highly specialized and the improvements need to be completed and operational by mid-June 2018. The DMZ (JV) team is qualified and has the appropriate specialties to perform this work, in particular the signaling expertise of the joint venture. The team is currently performing very similar work on the VTA light rail system through this contract and is already mobilized with the resources to complete this work in time for the BART opening.

The following table summarizes the original and proposed contract terms. For information, the amounts provided fully utilize the original contract contingency.

Vendor Name:	DMZ (Joint	Original Contract	\$6,891,000
	Venture)	Amount:	
Contract Number:	C16189F	Prior Modifications:	\$1,722,750
Original Contract To	Original Contract Term(s): 450		\$8,613,750
Days		Amount:	
Revised Contract Te	rm: 550 Days	Amount Requested:	\$1,100,000
Solicitation Type:	Bid	Total Amount	\$9,713,750
		Including Request:	
Procurement Type:	Competitive	% of Request to	12.8%
		Current Amount:	
UDBE Goal:	N/A	% Modifications	40.1%
		including request to	
		original contract:	
DBE Goal:	11.6%	Funding Source(s):	Federal grants and VTA
original scope		Transit funds	

ALTERNATIVES:

There are no practical alternatives to the recommended action. Delaying this action would increase the risk of operational failure when the BART extension is opened and when the Next Network is implemented.

FISCAL IMPACT:

This action will authorize an additional \$1,100,000 for the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F). Appropriation for this expenditure is included in the FY18 Adopted VTA Transit Fund Capital Budget. This contract is funded with federal grant funds and local VTA Transit funds.

DISADVANTAGED BUSINESS ENTERPRISE (DBE) PARTICIPATION:

Based on identifiable subcontracting opportunities, a Disadvantaged Business Enterprise (DBE) goal of 11.4% was established by the Office of Business Diversity Programs for this contract. Contractor has committed to 11.6% DBE participation for all original work. Contractor is currently achieving 10.98% DBE participation with approximately 49% of the contract value paid to date. Contractor is required to meet the committed goal for the change order work or provide required good faith effort.

STANDING COMMITTEE DISCUSSION/RECOMMENDATION:

The Administration and Finance Committee reviewed this item at their February 15, 2018 meeting and unanimously recommended Board approval.

Prepared by: Adolf Daaboul, Sr. Transportation Engineer Memo No. 6398

ATTACHMENTS:

• 6398_Exhibit A - List of Sub-Contractors (PDF)

Exhibit A List of Sub-Contractors

Contractor Firm	City and State	Contractor Role	Contact Email Address	
DMZ Transit (DMZ and B&C), a Joint Venture	Concord, CA	Prime	rzito@dmzbuilders.com	
Sub-Contractors				
Titan Services, Inc.	Phoenix, AZ	OCS & Electrical	<u>Titan-services@cox.net</u>	
San Jose Transport	Gilroy, CA	Trucking & Disposal	jim@sanjosetransport.com	
CMC Traffic Control	San Francisco, CA	Traffic Control	crystal@cmctraffic.com	



Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Director - Planning & Programming, Chris Augenstein

SUBJECT: City of Saratoga - Prospect Road Complete Streets

Policy-Related Action: No Government Code Section 84308 Applies: No

ACTION ITEM

RECOMMENDATION:

Reprogram \$1,070,000 in One Bay Area Grant Cycle 2 funds to the City of Saratoga's Prospect Road Complete Streets Project.

BACKGROUND:

At its June 6, 2013 meeting, the VTA Board of Directors approved the first cycle of projects for the One Bay Area Grant (OBAG) Program. This action provided \$4,205,000 for construction of the City of Saratoga's Prospect Road Complete Streets project.

The City of Saratoga funded all pre-construction phases with local money, and provided additional non-Federal matching funds for the construction phase. The original project scope included reduction of road widths to calm traffic and accommodate sidewalks and bike lanes, and the installation of raised, landscaped pedestrian refuge medians as traffic calming and pedestrian safety measures. The project will also close sidewalk gaps with wide sidewalks, upgrade signalized intersections, restripe bike lanes, install bicycle detector loops, and significantly upgrade the existing bus stops and shelters. No vehicle travel lanes will be removed.

In May 2017, Saratoga released the bid for the construction phase. However, bids came in significantly higher than anticipated. Saratoga staff contacted VTA staff for financial assistance; however, no additional funds were available at that time. Without full funding the City of Saratoga was forced to reduce the original project scope by removing one partial and six full medians. Subsequently, in December 2017, funding has become available to cover the shortfall through shifts in other fund programs as discussed below.

DISCUSSION:

In January, 2017, the VTA Board of Directors approved the OBAG Cycle 2 Program of Projects which provided partial funding for the City of San Jose's West San Carlos Urban Village Streetscape project. And on November 2, 2017, the VTA Board of Directors approved \$3.3 million of 2018 State Transportation Improvement Program (STIP) funds to the West San Carlos Urban Village Streetscape project. In December 2017, VTA was notified by the Metropolitan Transportation Commission (MTC) that VTA was required to program an additional \$1,070,000 from the 2016 STIP to bicycle, pedestrian and/or livable communities projects to cover an obligation that was created by the State's deletion of \$4,350,000 programmed to the City of Palo Alto's Adobe Creek Bicycle bridge in 2016. VTA Staff exercised discretion provided by the VTA Board of Directors to shift \$1,070,000 in STIP funds to the West San Carlos Streetscape project from the US 101 Express Lanes Phase 5 project. This action leaves the West San Carlos Streetscape project over funded by \$1,070,000 from OBAG 2.

City of Saratoga staff contacted VTA staff immediately after the December 2017 VTA Technical Advisory Committee (TAC) meeting to request the funding made available by the above actions for the Prospect Road Complete Streets project scope that was deleted over the summer. VTA staff believes that this is an appropriate use of the excess OBAG 2 funding currently programmed to the West San Carlos Streetscape project, and recommends that the VTA Board reprogram \$1,070,000 in OBAG Cycle 2 funds to the City of Saratoga's Prospect Road Complete Streets project.

ALTERNATIVES:

The VTA Board may consider other programming alternatives.

FISCAL IMPACT:

There is no fiscal impact to VTA as a result of programming funds to the City of Saratoga's Prospect Road Complete Streets project.

ADVISORY COMMITTEE DISCUSSION/RECOMMENDATION:

The Technical Advisory Committee (TAC) and the Policy Advisory Committee (PAC) considered this item at their February 7/8, 2018 meetings. The Committees unanimously recommended that the VTA Board approve the staff recommendation.

STANDING COMMITTEE DISCUSSION/RECOMMENDATION:

The Congestion Management Program & Planning Committee (CMPP) considered this item at their February 15, 2018 meeting. After a brief discussion, the Committees unanimously recommended that the VTA Board approve the staff recommendation.

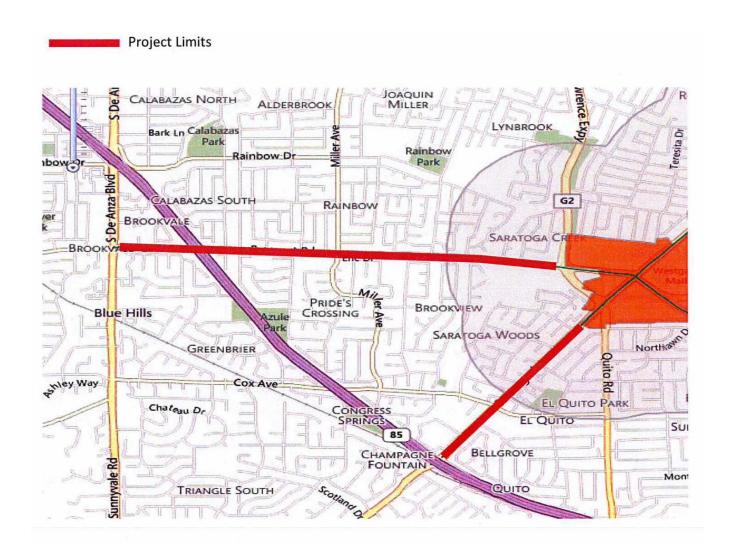
Prepared by: Celeste Fiore

Memo No. 6401

ATTACHMENTS:

• 6401_Attachment A (PDF)

Attachment A City of Saratoga - Prospect Road Complete Streets Project Limits





Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Director - Planning & Programming, Chris Augenstein

SUBJECT: Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Resolution

Policy-Related Action: No Government Code Section 84308 Applies: No

Resolution

ACTION ITEM

RECOMMENDATION:

Adopt a resolution authorizing the General Manager or her designee to file and execute grant applications, agreements, and certifications and assurances with the California Department of Transportation (Caltrans) for all current and future funds available through the Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Program (STA/SGR).

BACKGROUND:

As part of Senate Bill 1 (SB1), the Road Repair and Accountability Act of 2017, a Road Maintenance and Rehabilitation Program was established. This program was designed to address deferred maintenance on the state highway and local streets and road systems, and provide State-of-Good-Repair (SGR) assistance to the public transportation providers.

The SB1 SGR Program fund receives proceeds from the increase in the Transportation Improvement Fees (increase in Vehicle License Fee) beginning January 1, 2018. A portion of this fee will be transferred to the State Controller's Office (SCO) for the SGR Program. In collaboration with the SCO, Caltrans is tasked with the management and administration of the SGR Program. These funds will be allocated under the State Transit Assistance (STA) Program formula to eligible agencies pursuant to Public Utilities Code (PUC) section 99312.1. Half of the funds are allocated according to population and the other half according to transit operator revenues. Funding is distributed to public transit agencies according to the State Transit Assistance Program (STA) formula.

DISCUSSION:

VTA is an eligible recipient for both the population and revenue based funding streams of the STA/SGR apportionments that are intended to aid transit agencies approach a state of good repair by funding maintenance, rehabilitation and capital projects with a focus on repair, replacement and/or rehabilitation of California's transit infrastructure. The STA/SGR fund, estimated to provide \$105 million annually statewide.

Fund Breakdown

Of the \$105 million STA/SGR fund source, VTA will receive \$4,330,471 for fiscal 2018 from the revenue based distribution and approximately \$900,000 from the population based distribution. VTA will receive the revenue based funding directly from the SCO; however, the population based funds are funneled through the Metropolitan Transportation Commission (MTC), and MTC has yet to specify their intent with the funds. Any future funding will be dependent on the outcome of the challenge to SB1 slated for the November 2018 election.

VTA intends to use its FY18 STA/SGR funding for light rail vehicle mid-life overhauls, which are included in the VTA operating budget for \$11.5 million in 2018, and \$13.1 million in 2019, respectively. Pursuant to the Caltrans Guidelines for the STA/SGR Program, a resolution by the VTA Board of Directors is required in order for VTA to apply and be eligible to receive STA/SGR funding. Should the Board choose to pursue these funds, it must adopt a resolution authorizing the General Manager or her designee to file and execute grant applications, agreements, certifications and assurances, and submit a project list with Caltrans for all current and future funds available through the SB1 STA/SGR Program. VTA staff recommends that the Board adopt the attached resolution.

ALTERNATIVES:

There are no practical alternatives if VTA wishes to claim these funds. However, the Board may elect to support a different project than the Light Rail Vehicle Mid-Life Rehabilitation.

FISCAL IMPACT:

This action will facilitate receipt of \$4,330,471 for FY 2018 as well as facilitate future funding dependent on continuation of the Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Program (STA/SGR) program.

STANDING COMMITTEE DISCUSSION/RECOMMENDATION:

The Congestion Management Program & Planning Committee (CMPP) considered this item at their February 15, 2018 meeting. After a brief discussion, the Committee unanimously recommended that the VTA Board approve the staff recommendation.

Prepared by: Bruce Abanathie

Memo No. 6435

RESOLUTION #____

AUTHORIZATION FOR THE EXECUTION OF THE CERTIFICATIONS AND ASSURANCES, AND DESIGNATION OF VTA'S PROJECT FOR THE CALIFORNIA STATE OF GOOD REPAIR PROGRAM

WHEREAS, the Santa Clara Valley Transportation Authority (VTA) is an eligible project sponsor and may receive State Transit Assistance (STA) funding from the State of Good Repair Account (SGR) now or sometime in the future for transit projects; and

WHEREAS, the statutes related to state-funded transit projects require a local or regional implementing agency to abide by various regulations; and

WHEREAS, Senate Bill 1 (2017) named the Department of Transportation (Caltrans) as the administrative agency for the SGR; and

WHEREAS, the Caltrans has developed guidelines for the purpose of administering and distributing SGR funds to eligible project sponsors (local agencies); and

WHEREAS, VTA wishes to delegate authorization to execute these documents and any amendments thereto to the General Manager/Chief Executive Officer; and

WHEREAS, VTA has identified a specific project in which VTA will invest the STA/SGR funds;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of VTA that the fund recipient agrees to comply with all conditions and requirements set forth in the Certification and Assurances document and applicable statutes, regulations and guidelines for all SGR funded transit projects.

NOW THEREFORE, BE IT FURTHER RESOLVED that the VTA Board of Directors approves the Mid-life Rehabilitation of the Light Rail Cars as the project to receive the investment of the STA/SGR funds.

NOW THEREFORE, BE IT FURTHER RESOLVED that General Manager/Chief Executive Officer or her designee be authorized to execute all required documents of the SGR program and any Amendments thereto with Caltrans.

PASSED AND AD	OOPTED by the Santa C	Clara Valley Transportation Authority Board of
Directors on	by the following vo	ote:
AYES:		
NOES:		
ABSENT:		
		Sam Liccardo, Chairperson Board of Directors
introduced, passed and ado	opted by the voter of the l California, at a meeting of	going resolution was duly and regularly Board of Directors of the Santa Clara Valley of said Board of Directors on the date
Date:		
		Elaine Baltao, Board Secretary
APPROVED AS TO FOR	RM:	
Robert Fabela, General Co	 punsel	



Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

Government Code Section 84308 Applies: No

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Chief Financial Officer, Raj Srinath

SUBJECT: Fiscal Year 2018 Statement of Revenues and Expenses for the Period Ending

December 31, 2017

Policy-Related Action: No

ACTION ITEM

RECOMMENDATION:

Review and accept the Fiscal Year 2018 Statement of Revenues and Expenses for the period ending December 31, 2017.

DISCUSSION:

This memorandum provides a brief discussion of significant items and trends on the attached Statement of Revenues and Expenses through December 31, 2017. The schedule has been designed to follow the same company-wide line item rollup as included in the adopted budget. The columns have been designed to provide an easy comparison of actual to budget activities for the current fiscal year including year-to-date dollar and percentage variances from budget. The current staff projections of Revenues and Expenses for Fiscal Year 2018 are also included.

The following are highlights of the current Statement of Revenues and Expenses:

Revenues

Fiscal year-to-date Total Revenues (line 14) are \$6.3M lower than budget estimates primarily due to the delay in recording of revenues from 2016 Measure B (line 6). These funds are currently held in escrow until the outcome of pending litigation. Additional negative variances are attributed to Sales Tax based accounts, including 1976 Half-Cent Sales Tax (line 3) and Measure A Sales Tax Operating Assistance (line 5), which are recorded through December based on estimates. Final second quarter actual sales tax collections will be available in mid-March. Sales Tax Based Revenue, including 1976 Half-Cent Sales Tax (line 3) and Measure A Sales Tax Operating Assistance (line 5), accounted for a collective negative variance of \$0.9M.

Expenses

Overall, Fiscal year-to-date Total Expenses (line 44) were \$9.1M under budget driven primarily by favorable variances in Materials & Supplies (line 16), Security (line 17), Professional & Special Services (line 18), Other Services (line 19), Reimbursements (line 31), and Paratransit (line 33). This was partially offset by a negative variance in Labor (line 15).

Materials & Supplies (line 16), Professional & Special Services (line 18) and Other Services (line 19) reflect favorable variances of \$0.9M, \$2.3M and \$0.9M, respectively due primarily to timing of planned activities.

Security (line 17) shows a favorable variance of \$1.5M due to deferred security ramp-up and contract staff vacancies.

Reimbursements (line 31) has a positive variance of \$3.5M due primarily to efforts related to the Light Rail Vehicle fleet mid-life overhaul.

Paratransit (line 33) shows a favorable balance of \$1.7M largely due to fewer rides provided than were assumed in the budget and the delayed move to its new location in the Eastridge neighborhood of San Jose.

A negative variance of \$3.5M in Labor (line 15) is largely the result of overtime costs for bus and light rail maintenance.

Projections

Current staff projections for the fiscal year reflect a negative Operating Balance (line 45) of \$1.6M. This decrease over the budgeted Operating Balance is due primarily to higher than anticipated State Transit Assistance (STA) revenues as a result of the State's recent adoption of SB1 - The Road Repair and Accountability Act of 2017. The projection further assumes the pending litigation regarding 2016 Measure B will be resolved and the related year-end actual revenue will align with budgeted estimates.

Under Expenditures, the projections reflect that current trends in Security, Fuel, Traction Power, Insurance, Reimbursements, and Paratransit will continue to some extent and result in positive variances at year end. Lastly, a positive variance is projected in Labor due to the delayed service expansion tied to the extension of BART to San Jose.

SUMMARY:

Through the first six months of the year, revenues were \$6.3M below budgeted projections and expenses were \$9.1M below budget estimates, for an overall positive variance of revenues over expenses (line 45) of \$2.8M. Current staff projections for the fiscal year reflect a negative Operating Balance of \$1.6M, which would be funded from Sales Tax Stabilization and Operating Reserves. Staff will continue to monitor expenditure levels and provide updated projections throughout the year.

FISCAL IMPACT:

There is no fiscal impact as a result of this action.

STANDING COMMITTEE DISCUSSION/RECOMMENDATIONS:

The Administration and Finance Committee considered this item on its February 15, 2018 agenda. The Committee inquired about efforts to repeal SB1 and whether the funds generated to date would be impacted. Staff indicated that the repeal, if successful, would likely not impact revenue already generated. However, the status of current revenues is still tentative pending MTC's formal allocation of funds to VTA. The Committee further inquired regarding the flexibility of SB1 funds. Staff indicated a portion of the funds were flexible and some were restricted for State of Good Repair projects.

The Committee inquired regarding the plan reflected in the Adopted Budget for covering the annual \$30M to \$35M needed for future VTA local share of capital programs. Staff described several possible sources of funding including savings from lower operating costs (as described in the action item), additional unbudgeted revenues, reserves, and short term financing.

The Committee inquired about the reason for the lower than budgeted ridership in Paratransit. Staff explained that prior ridership figures used to develop the budget were based on information from VTA's previous Paratransit delivery model. It has since been determined that previous data included ridership for other programs as well as VTA.

The Committee inquired about the lower than budgeted investment earnings. Staff reported the earnings to date were the result of lower interest rates and a repositioning of investments to earn higher income which resulted in initial losses.

Lastly, the Committee asked about possible strategies for reducing VTA's financial exposure next fiscal year. Staff responded that additional revenues and deferred spending due to the delay in the Next Network would help mitigate the budgeted negative operating balance; however, the status of Sales Tax revenue was less certain. A better picture on those revenues would be available in March.

The Committee unanimously recommended Board approval of the staff recommendation.

Prepared by: Celia Pedroza, Budget Administration Manager Memo No. 6240

ATTACHMENTS:

• FY18 2Q Rev Exp Attachment (DOCX)

SANTA CLARA VALLEY TRANSPORTATION AUTHORITY STATEMENT OF REVENUES AND EXPENSES

Fiscal Year 2018 through December 31, 2017

(Dollars in Thousands)

		Fiscal Year-	Fiscal Year-	Year-to-		FY 2018	
Line	Category	to-Date	to-Date	Date	%	Current	FY 2018
Line	Category	Actual	Budget	Variance	Variance	Budget ¹	Projection ²
<u> </u>		II.			2 22/		25.000
1	Fares-Transit	17,274	16,879	395	2.3%	35,742	35,302
2	Fares-Paratransit	999	1,158	(159)	-13.7%	2,328	2,010
3	Sales Tax Revenue	109,942	110,751	(809)	-0.7%	215,343	212,920
4	TDA	51,640	51,091	549	1.1%	101,211	100,073
5	Measure A Sales Tax-Oper. Asst.	22,842	22,981	(139)	-0.6%	44,684	44,191
6	2016 Measure B - Transit OPS	0	6,500	(6,500)	-100.0%	14,060	14,060
7	STA	5,673	5,150	523	10.1%	10,300	17,467
8	Federal Operating Grants	2,026	1,916	110	5.8%	3,831	3,942
9	State Operating Grants	1,210	687	523	76.2%	1,373	2,125
10	Investment Earnings	1,267	1,792	(525)	-29.3%	3,584	3,584
11	Advertising Income	1,310	1,400	(90)	-6.4%	2,800	2,800
12	Measure A Repayment Obligation	2,097	2,426	(330)	-13.6%	15,596	14,937
13	Other Income	1,430	1,261	169	13.4%	4,173	4,343
14	Total Revenues	217,708	223,990	(6,281)	-2.8%	455,024	457,753
15	Labor Costs	162,563	159,125	(3,439)	-2.2%	329,982	327,827
16	Materials & Supplies	18,222	19,105	884	4.6%	38,191	38,191
17	Security	7,253	8,705	1,452	16.7%	17,409	14,725
18	Professional & Special Services	1,907	4,230	2,323	54.9%	8,645	8,645
19	Other Services	4,504	5,393	889	16.5%	10,718	10,718
20	Fuel	4,619	5,143	524	10.2%	10,469	9,697
21	Traction Power	2,397	2,725	328	12.0%	5,312	4,861
22	Tires	1,113	1,183	70	5.9%	2,387	2,387
23	Utilities	1,687	1,795	108	6.0%	3,593	3,593
24	Insurance	2,900	3,234	333	10.3%	6,467	5,994
25	Data Processing	2,359	2,398	39	1.6%	5,022	5,022
26	Office Expense	128	219	91	41.4%	425	425
27	Communications	837	810	(27)	-3.3%	1,620	1,620
28	Employee Related Expense	432	633	201	31.8%	1,211	1,211
29	Leases & Rents	230	548	318	58.1%	904	904
30	Miscellaneous	413	442	29	6.6%	878	878
31	Reimbursements	(21,804)	(18,278)	3,526	19.3%	(36,555)	(43,607)
32	Subtotal Operating Expense	189,761	197,411	7,649	3.9%	406,679	393,092
				· ·		•	ŕ
33	Paratransit	10,673	12,336	1,662	13.5%	24,671	21,786
34	Caltrain	4,484	4,484	0	0.0%	8,967	8,967
35	Altamont Corridor Express	2,526	2,589	63	2.4%	5,177	5,177
36	Highway 17 Express	175	185	10	5.4%	370	370
37	Monterey-San Jose Express Service	18	18	0	0.0%	35	35
38	Contribution to Other Agencies	487	552	65	11.8%	1,082	1,082
39	Debt Service	3,327	3,003	(324)	-10.8%	21,581	21,905
40	Subtotal Other Expense	21,689	23,165	1,476	6.4%	61,883	59,323
41	Operating & Other Expenses	211,450	220,575	9,125	4.1%	468,562	452,415
42	Transfer to Capital Reserve	0	0	0	N/A	5,000	5,000
43	Contingency	0	0	0	N/A	1,916	1,916
44	Total Expenses	211,450	220,575	9,125	4.1%	475,478	459,331
45	Operating Balance	6,258	3,414	2,844	•	(20,454)	(1,578)
						. , ,	• / -/

Note: Totals and percentages may not be precise due to independent rounding.

 $^{^1}$ Reflects Adopted Budget approved by the Board on June 1, 2017 2 Reflects current staff projection as of January 23, 2018

SANTA CLARA VALLEY TRANSPORTATION AUTHORITY SOURCES AND USES OF FUNDS SUMMARY

Fiscal Year 2018 through December 31, 2017

(Dollar in Thousands)

<u>Line</u>	<u>Description</u>	<u>FY18</u> <u>Adopted</u> <u>Budget¹</u>	<u>FY18</u> <u>Current</u> <u>Budget</u>	FY18 Projected Actual ²	
Opera	ting Balance				
1	Total Operating Revenues	455,024	455,024	457,753	
2	Total Operating Expenses	(475,478)	(475,478)	(459,331)	
3	Operating Balance	(20,454)	(20,454)	(1,578)	
0	ding Delawas Tuansfaus				
_	ting Balance Transfers	(20,454)	(20,454)	(1,578)	
4	Operating Balance	20,454	20,454	1,578	
5	Transfer From/(To) Operating Reserve	20,434	20,434	1,378	
6	Transfer From/(To) Sales Tax Stabilization Fund	=	=	-	
7	Transfer From/(To) Debt Reduction Fund	-	_	-	
8	Balance to Undesignated Reserves	-	-	-	
Operating Reserve					
9	Beginning Operating Reserve	66,659	66,659	66,659	
10	Transfer From/(To) Operating Balance	(20,454)	(20,454)	(1,578)	
11	Ending Operating Reserves	46,205	46,205	65,081	
12	Operating Reserve %3	9.4%	9.4%	13.2%	

Note: Totals may not be precise due to independent rounding.

¹ Adopted Budget approved by the Board on June 1, 2017

² Staff Projection as of January 23, 2018

³ Line 11 divided by subsequent fiscal year budgeted Operating Expenses



Date: February 23, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Chief Financial Officer, Raj Srinath

SUBJECT: Joint Development Developer RFP's for San Jose Signature Review Sites

Policy-Related Action: No Government Code Section 84308 Applies: No

ACTION ITEM

RECOMMENDATION:

Authorize the General Manager to issue competitive developer Request for Proposals (RFP) for Joint Development (JD) at the Blossom Hill, Ohlone/Chynoweth, and Curtner JD sites, consistent with VTA's Joint Development Policy.

BACKGROUND:

The Blossom Hill, Ohlone/Chynoweth and Curtner JD sites are located in the City of San Jose, within General Plan-designated Urban Villages. The General Plan places them in Horizon 2, which has an undetermined timeframe for implementation. The City of San Jose allows for expedited development of sites within Urban Village Plans through its Signature Review process, and the City's Planning Department has provided VTA with information on requirements for these sites to be eligible for Signature Review. This would involve an increased amount of ground floor commercial uses to meet the minimum square footage identified by the City, in return the City would allow residential units for the creation of a mixed-use project.

Attachment A details the location of Blossom Hill, Ohlone/Chynoweth and Curtner JD sites in the region and the local area. These sites were originally acquired and constructed to serve as Park and Ride lots for the Guadalupe Corridor project. The Ohlone/Chynoweth Station includes VTA's first Joint Development Project, done through a long-term ground lease with Eden Housing, Inc. for 194 affordable housing units.

Both Blossom Hill and Curtner Park and Ride lots are significantly underutilized, while the Ohlone/Chynoweth Park and Ride lot has a moderate level of transit rider usage. VTA Staff (staff) will identify and propose Transportation Demand Management strategies for any future

JD projects.

DISCUSSION:

Staff held a series of community meetings in January 2018 for each location to hear from the neighborhood on its future vision for the site. Overall, public feedback was positive toward the idea of TOD in their neighborhoods. Many attendees desire improvements to station access to address safety concerns. Other general items of concern included parking, way finding, and nearby homeless activity. Staff also contacted the City Council member's office for each of the three sites to discuss the site and potential opportunities and challenges for a JD project.

The developer RFP's will state that VTA seeks to enter into a long-term ground lease, with payments based on the fair market value of the site. Developers will design, finance, build and operate a Transit-Oriented Development (TOD) consistent with the City of San Jose's Envision 2040 General Plan and Signature Review/Urban Village Plan framework. The RFP's will require that any residential use must provide that at least 20 percent of residential units be affordable units, pursuant to VTA's Affordable Housing Policy set forth in the Joint Development Policy.

The RFP's would be issued through the spring and summer of 2018 to facilitate marketing the opportunities to the largest potential pool of market-rate and affordable housing developers.

Staff will evaluate RFP submittals and submit a recommendation to the Board of Directors for an Exclusive Negotiations Agreement (ENA) for each site. Staff will then work with the selected developer for each site, the local community, and the City to refine the proposed project to maximize its benefits. This would include the final size of the JD project, its location and site plan, and how the project would support current transit usage and future ridership growth.

The selected developers would be responsible for taking the lead in working with the local community and obtaining final entitlements from the City of San Jose, subject to VTA approval of the application to the City and the final project. Compared to prior JD projects, staff is not seeking to obtain full entitlements prior to RFP issuance and instead intends to use the developer's expertise in obtaining entitlements. This approach is expected to facilitate more efficient and direct engagement with all parties, and shorten the overall entitlement timeline as well as potentially reduce entitlement costs.

ALTERNATIVES:

The Board could provide additional guidance for RFP's requirements, or identify another timeframe to issuance of the RFP's.

FISCAL IMPACT:

Expenses associated with issuance of an RFP will be paid from the Joint Development Fund. Based on the current fair market value of land in the area, a future JD project pursuant to a ground lease would be expected to generate substantial new annual revenues.

STANDING COMMITTEE DISCUSSION/RECOMMENDATION:

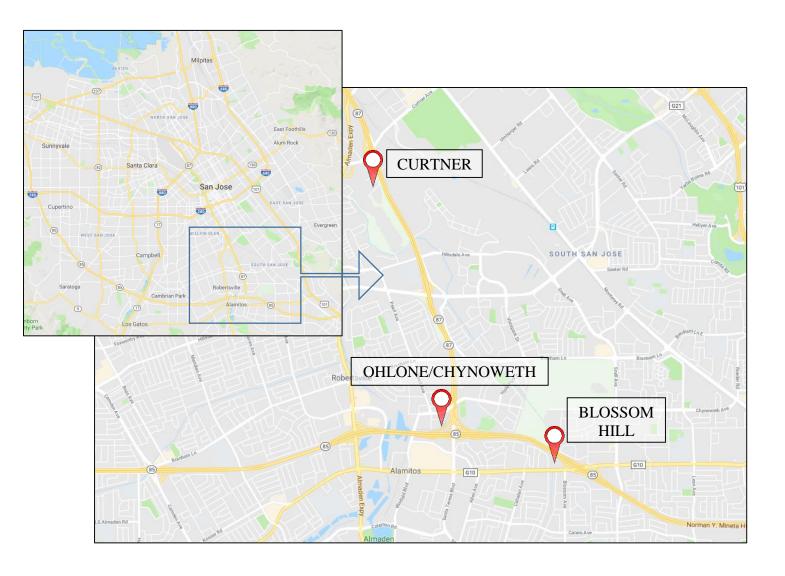
The Administration & Finance Committee considered this item on February 15, 2018. The Committee unanimously recommended Board approval and placed this item on the Board's regular agenda.

Prepared by: Ron Golem Memo No. 6291

ATTACHMENTS:

• Memo 6291 Attachment A (PDF)

Attachment A



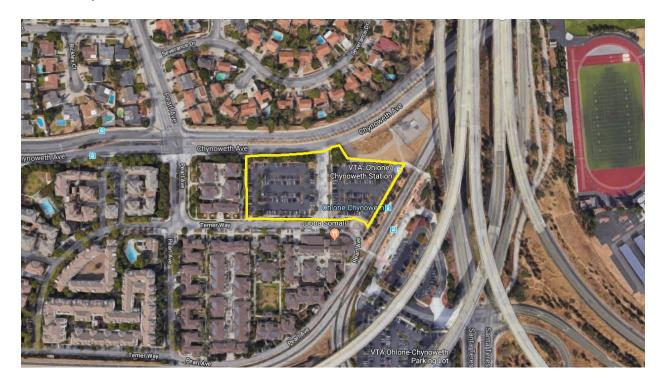
Blossom Hill:



Curtner:



Ohlone/Chynoweth:





Board of Directors March 1, 2018







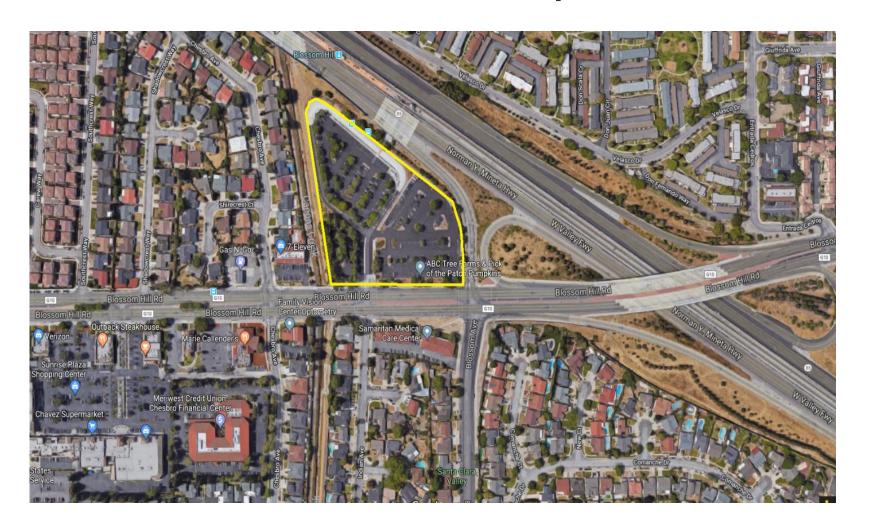
Recommendation



- Authorize the GM to issue Joint Development RFP's
 - Timing now through Fall
 - RFP submittals, staff evaluation to Board
 - Board selects a developer at each site for an ENA



Blossom Hill Joint Development Site



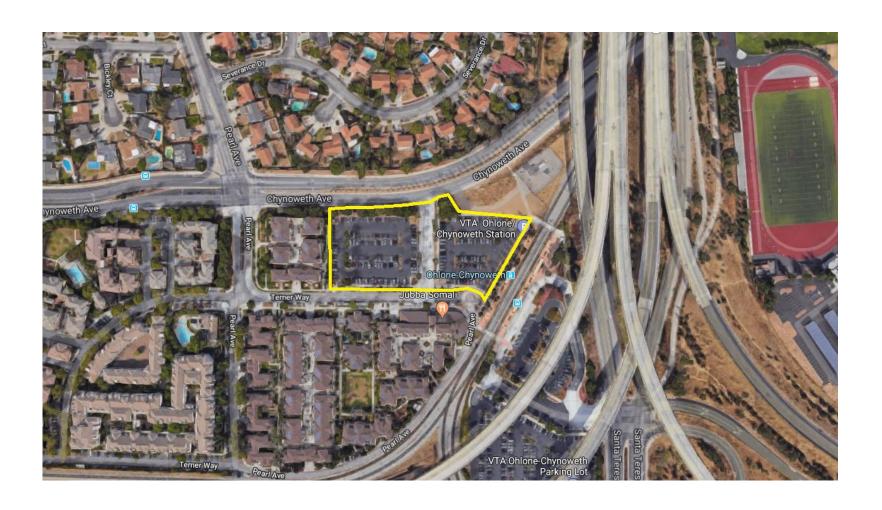


Curtner Joint Development Site





Ohlone/Chynoweth Joint Development Site





Background

Entitlement Path

- Urban Villages: Blossom Hill, Curtner
 - Signature Review process
- Transit Residential: Ohlone/Chynoweth

Community Engagement

- January 2018 meetings
- Council office coordination



Questions?







Board of Directors

Ron Gonzales, Chair Hispanic Foundation of Silicon Valley

Janice Jensen, Vice Chair Habitat for Humanity East Bay/Silicon Valley

Kevin Zwick, Treasurer Housing Trust Silicon Valley

Kathy Thibodeaux, Secretary
KM Thibodeaux Consulting LLC

Shiloh Ballard Silicon Valley Bicycle Coalition

Bob Brownstein Working Partnerships USA

Christine Carr

Katie Ferrick *LinkedIn*

Amie Fishman Non-Profit Housing Association of Northern California

> Javier Gonzalez *Google*

Poncho Guevara Sacred Heart Community Service

Jan Lindenthal

MidPen Housing

Jennifer Loving

Destination: Home

Mary Murtagh *EAH Housing*

Chris Neale
The Core Companies

Andrea Osgood Eden Housing

Kelly Snider Kelly Snider Consulting

Jennifer Van Every The Van Every Group

Staff

Leslye Corsiglia

Executive Director

TRANSMITTED VIA EMAIL

March 3, 2018

VTA Board of Directors
Valley Transportation Authority
Attn: Office of the Board Secretary
board.secretary@vta.org

Re: March 1, 2018 VTA Board Meeting – Agenda Item 7.1 (Joint Development Developer RFPs for San Jose Signature Review Sites)

Dear Chairperson Liccardo, Vice Chairperson O'Neill, and Members of the Valley Transportation Authority Board:

I am writing on behalf of SV@Home and its members regarding Item 7.1 on today's Board Meeting Agenda (Joint Development Developer RFPs for San Jose Signature Review Sites). We thank you for considering this item and encourage you to approve the staff recommendation to authorize the issuance an RFP for Joint Development at the Blossom Hill, Ohlone/Chynoweth, and Curtner JD sites.

We are strongly encouraged by staff's efforts to advance the Agency's Joint Development Program and engage the public in developing a vision for TOD at these sites. The 21 acres of significantly underutilized land across these locations will unlock key opportunities for transit-oriented affordable housing development. The three sites are critical to achieving VTA's target of 35% affordable housing portfolio-wide, and because affordable housing residents are more likely to utilize public transit, joint development will also support the Agency's ridership goals.

Furthermore, housing development on these sites will advance your jurisdictions' individual and collective efforts to create a more affordable region through better connectivity between people's homes and the County's job centers. Leveraging underutilized land near transit is one of the most important strategies for achieving this, making VTA's joint development sites a rare and extremely valuable tool for affordable housing.

SV@Home stands in full support of VTA's efforts to implement its Joint Development Affordable Housing Policy in partnership with local jurisdictions, housing developers, and neighboring communities, and we thank you for your leadership on this work. We hope to serve as your partners in advancing the Agency's affordable housing goals, and we would be glad to assist in your efforts as VTA's joint development work continues.

Thank you for your consideration.

Sincerely,

Pilar Lorenzana Deputy Director

WORKING PARTNERSHIPS USA

TO: Chairperson Liccardo, Vice Chairperson O'Neill, and Members of the Board,

RE: Item 7.1 Joint Development Developer RFPs for San Jose Signature Review Sites

We are writing to express our support for the issuance of the Requests for Proposals (RFPs) for three Joint Development sites at the Blossom Hill, Curtner, and Ohlone/Chynoweth stations. These development sites offer the agency the opportunity to help address both its current need for revenue and decreasing ridership by linking housing and transportation. We are in strong support of VTA's approach to the proposal which will prioritize the need for community engagement and make sure that proposals adhere to the Joint Development Policy we worked in partnership with staff to create.

As an organization focused on empowering working people through public policy and grassroots organizing, we have been a partner in regional efforts to create equitable transit-oriented development. We believe that public lands, especially public lands near high-quality transit, should be used for public good including affordable housing, good-quality jobs, and accessible public spaces. We see joint development on public lands as a means to address several of our region's issues simultaneously. Joint development allows for ongoing revenue streams into public agencies and allows them to retain assets over the long term. These developments are also critical to addressing our overall housing crisis by maximizing the number of housing units overall and the number of affordable housing units on-site through dense, compact, car-light design. Lastly, these developments are needed to provide good, family-supporting jobs for local construction workers, and career pathway opportunities to grow the next generation of construction workers in Silicon Valley. Public land projects can help our young people get into and stay in good-paying, middle-class construction careers that will enable them to support themselves and their families. Investing in a home-grown skilled construction workforce is a critical step to help avoid future workforce shortages that may impact construction costs and timelines.

We hope that the board will approve the staff recommendation to issue these RFPs. We request that the board place a high priority on maximizing the amount of affordable housing on-site without compromising revenue and ridership goals. We also urge that the RFPs and subsequent negotiations include assurances that investment in these projects will create good, career-pathway jobs for local workers, including apprentice utilization ratios and targeted hiring of under-represented workers, in accordance with VTA's Community Workforce policy. Finally, we hope that VTA will focus on creating an inclusive community engagement process that will prioritize cultural competency, including targeted outreach to and engagement with Spanish- or Vietnamese-speaking neighborhoods and organizations where appropriate, and holding meetings at times and locations accessible to working families.

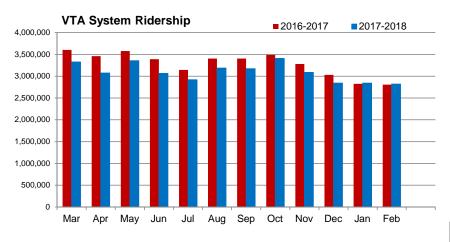
We look forward to working with VTA staff and the board to ensure that these projects can provide affordable homes and good, career-pathway jobs to as many working families as possible.

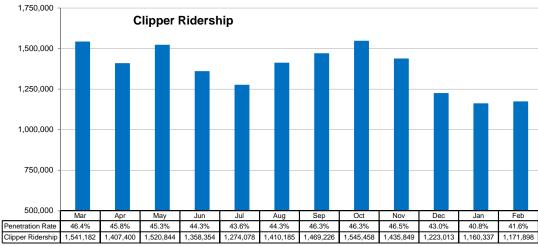
Thank you for your consideration,

Aboubacar Ndiaye Research and Policy Associate Working Partnerships USA

Valley Transportation Authority PRELIMINARY Ridership- February 2018

		Monthly			Year-to-Date (calendar)				Prior month		
Ridership		February 2018	February-2017	Difference	Percent Change	Current (Jan' 18-Feb' 18)	Prior (Jan' 17-Feb' 17)	Difference	Percent Change	Jan-2018	Percent Change
	Bus	2,186,068	2,149,088	36,980	1.7%	4,391,884	4,298,035	93,849	2.2%	2,205,816	-0.9%
	Light Rail	632,352	655,412	-23,060	-3.5%	1,268,522	1,329,851	-61,329	-4.6%	636,170	-0.6%
	System	2,818,420	2,804,500	13,920	0.5%	5,660,406	5,627,886	32,520	0.6%	2,841,986	-0.8%





PRELIMINARY Key Performance Indicators (KPI) - February 2018

	Monthly			Year-to-Date (calendar)					
	February 2018	Feb-2017	Difference	Percent Change	Current (Jan' 18-Feb' 18)	Prior (Jan' 17-Feb' 17)	Difference	Percent Change	2018 Goal
% of Scheduled Service Operated									
Bus	99.80%	99.55%	0.25%	0.3%	99.69%	99.61%	0.08%	0.1%	>= 99.50%
Light Rail	99.99%	99.92%	0.07%	0.1%	99.97%	99.96%	0.01%	0.0%	>= 99.90%
Service Recovery									
Bus Light Rail Miles Between Mechanical Failure	45 mins	49 mins	-4 mins	-8.2%	49 mins	56 mins	-7 mins	-12.5%	<= 50 mins
Light Rail	44 mins	16 mins	28 mins	175.0%	17 mins	16 mins	1 mins	6.3%	<= 29 mins
Miles Between Mechanical Failure									
	12,738	10,418	2,320	22.3%	11,107	10,323	784	7.6%	>= 8,000
Light Rail	14,861	21,396	-6,535	-30.5%	15,095	29,906	-14,811	-49.5%	>= 25,000
Light Rail Chargeable Accidents per 100k miles Bus Light Rail									
Bus	0.40	0.88	-0.48	-54.8%	0.57	0.92	-0.35	-38.0%	<= 1.00
Light Rail	0.00	0.00	0.00	n/a	0.26	0.00	0.26	n/a	<= 0.05
Bus	86.5%	87.3%	-0.8%	-0.9%	87.3%	87.5%	-0.2%	-0.2%	>= 92.5%
Light Rail	84.5%	81.1%	3.4%	4.2%	84.6%	81.7%	2.9%	3.5%	>= 95.0%
Absenteeism									
Transportation	10.0%	7.5%	2.5%	33.3%	10.2%		2.5%	32.5%	<= 10.0%
Maintenance	6.0%	6.2%	-0.2%	-3.2%	6.1%	6.1%	0.0%	0.0%	<= 8.0%

Enforcement – Sheriff Transit Patrol

	January 2018	February 2018	Year-to-Date
Events		2010	
Total Incident Reports	126	122	248
Misdemeanors	57	51	108
Felonies	46	46	92
Other	23	25	48
Serious/Violent Offenses	11	9	20
Mental Health Commitments	12	10	22
Alcohol/Drug-Related	46	46	92
Arrests	80	77	157
Misdemeanor Cite and Release	27	27	54
Light Rail Cases	54	51	105

VTA Fare Inspectors

	January 2018	February 2018		
Total Passengers Checked	24,934	24,582		
Total Citations	86	53		



GOVERNMENT AFFAIRS REPORT

March 1, 2018

FEDERAL

President Trump's Budget Proposal for Fiscal Year 2019: On Monday, February 12, 2018, President Trump released his Fiscal Year (FY) 2019 Budget proposal. President Trump's \$4.4 trillion proposal would include significant cuts to federal capital investment in transit and other transportation infrastructure projects. Overall, the President's proposed budget includes a total of \$76.5 billion for transportation. The budget proposal also recommends the eventual elimination of the Capital Investment Grant Program, the grant program in which the VTA will pursue \$1.5 billion for the BART Extension to Silicon Valley, Phase 2. In FY 2019, President Trump's budget proposal would provide \$100 million for Caltrain electrification, part of only \$1 billion for projects with existing agreements through the program. This proposed \$1 billion funding amount represents a \$1.3 billion reduction from spending levels authorized under the Fixing America's Surface Transportation (FAST) Act. This proposal would end the Transportation Investment Generating Economic Recovery (TIGER) grant program, established in 2009, and would slash Amtrak funding. These proposed cuts stand in stark contrast to both congressional priorities outlined in the budget deal passed days earlier, and to President Trump's own Infrastructure Initiative, also released on February 12. Despite recent statements by the President in support of raising the federal gas tax, the budget does nothing to shore up the Highway Trust Fund, which is projected to be insolvent by FY 2021.

For FY 2019, the President's budget recommends approximately \$46 billion for the Federal Highway Administration (FHWA), including \$11.88 billion for the Surface Transportation Block Grant Program. These grants fund a variety of highway, bridge, transit, bicycle and pedestrian improvements. The Congestion Management and Air Quality Improvement Program would receive \$2.45 billion. The proposal would maintain transit formula grants at FAST Act authorized levels, but would reduce the Federal Railroad Administration budget by almost \$1 billion.

The President's Budget request serves to outline the Administration's spending priorities. Ultimately it is Congress who will make the final determinations on federal spending for the remainder of FY 2018 and for FY 2019, through the appropriations process. The President's Budget proposal begins this process every year, and will influence Congress' decisions as Administration witnesses testify on budget requests and the Appropriations Committees begin their work on the next year's appropriations bills. It is important to note that with the bipartisan budget deal signed into law on February 9, Congress has taken a very different tact, and approved increases to spending on domestic programs in the next year. The approved \$130.7 billion spending increase in domestic programs through FY 2019 would result in an estimated 10 percent increase in appropriations for Transportation, Housing and Urban Development.

<u>National Infrastructure Initiative</u>: On February 12, the Trump Administration published the long-awaited infrastructure plan, titled, "President Trump's Legislative Initiative to Rebuild Infrastructure in America". The plan would repurpose \$200 billion in savings from cuts to other

federal programs to leverage \$1.5 trillion in private, local and state government investment in infrastructure. This 55 page proposal centers around six core principles:

- 1. Stimulating new investment in infrastructure through partnerships with private industry and other levels of government.
- 2. Investing \$50 billion in Federal funds to rebuild and modernize infrastructure in rural America.
- 3. Increase state and local authority to make investment and permitting decisions.
- 4. Eliminating regulatory barriers.
- 5. Shortening the federal permitting process to two years or less.
- 6. Enhancing workforce development programs.

Under the President's proposal, fifty percent of the federal commitment will be dedicated toward an incentives program that would award project sponsors for innovation, with a focus on generating independent revenue, reducing project costs and timelines, and improving performance. However, the Infrastructure plan would not provide new funding directly to surface transportation. Instead, these projects would compete against water, energy, airports, and other infrastructure projects in various grant programs.

The Administration continues to support funding for innovative technologies such as automated vehicles, and narrowing federal investment in infrastructure projects of regional and national significance with funding plans that rely more of state and local support. While statements from the Administration have previously focused on the federal government's primary role in funding infrastructure investments, the President's proposal now acknowledges, "the vast bulk of infrastructure spending and ownership in the United States is non-Federal, and as such, the Administration has developed a long-term solution to our Nation's infrastructure problems that rests on strong Federal, State, and local partnerships." In fact, according to the Congressional Budget Office, three-quarters of the more than \$416 billion spent on transportation, drinking water, and wastewater infrastructure in the United States in 2014 came from state and local governments. With mid-term elections for 33 Senate seats and all 435 House seats in 2018, and with the President's infrastructure plan not yet taking the form of fully developed legislation, prominent Republicans like Senate Majority Whip John Cornyn of Texas have begun to doubt its passage this year.

FY 2018 Appropriations: On Friday, February 9, President Trump signed H.R. 1892, the "Bipartisan Budget Act of 2018," into law. This fiscal year's fifth continuing resolution (CR), the CR funds the government through March 23, and allows Congress more time to pursue an omnibus spending bill for the remainder of FY 2018. More importantly, it raises the spending limits for both defense and nondefense funding imposed by the Budget Control Act (BCA) of 2011 for two years, FY 2018 and FY 2019. In addition to increasing the budget caps, the bill lifts the debt ceiling until March 2019.

Budget caps for FY 2018 and FY 2019 must be raised to fund defense and domestic programs at the levels sought by their supporters in Congress. Under the bipartisan budget agreement, defense spending would be increased by \$80 billion in FY 2018, and \$85 billion the following year. Domestic spending caps would be raised \$63 billion in FY 2018, and \$68 billion in FY

2019. In each of these two fiscal years, surface transportation, along with the wide range of other infrastructure projects would receive an additional \$10 billion. Unlike the President's budget proposal and infrastructure initiative, discretionary programs like the Capital Investment Grant Program, TIGER, Amtrak and air traffic control would receive substantial funding increases in both years. The budget deal leaves in place the threat of sequestration in future years. The budget agreement also extends, for one year, 48 different tax credits that expired at the end of 2016, including excise tax credits for alternative fuels and biodiesel and renewable diesel incentives.

President Trump Nominates FTA Administrator: On February 14, President Trump announced the nomination of Thelma Drake of Virginia, to serve as the Federal Transit Administrator. Ms. Drake is a former member of the U.S. House of Representatives, with a seat on the House Transportation and Infrastructure Committee, and a former director of the Virginia Department of Rail and Public Transportation (DRPT). While Director of DRPT, Ms. Drake focused on streamlining DRPT's operations and accountability. Her work in Virginia included assignments with the Washington Metropolitan Transit Authority and the Virginia Railway Express.

STATE

SB 1 (Beall) Implementation: SB 1 the "Road Repair and Accountability Act of 2017" was designed to make a massive impact on the maintenance and expansion of California's local streets and roads, highways and transit systems. VTA estimates more than \$30 million allocated by formula to the cities and approximately \$20 million to the County in Santa Clara County for the maintenance of local roads. Other increases in funding distributed by formula include almost \$9 million in State Transit Assistance Program funds, \$4.3 million to fund light rail vehicle mid-life overhauls, and \$9 million toward the Eastridge to BART Regional Connector through the Local Partnership Program.

The approximately \$5 billion in annual revenues generated by tax and fee increases pursuant to SB 1 fund a number of competitive grant programs to which VTA has applied for a number of projects across Santa Clara County. The California Transportation Commission (CTC) is expected to adopt grant awards in May 2018.

Of note is the Solutions for Congested Corridors Program, designed to achieve a balanced set of transportation, environmental, and community access improvements to reduce congestion throughout the state. Selected projects are to be included in multi-modal corridor plans, which would address congestion, mobility and safety issues with a comprehensive approach. On February 16, Caltrans released its prioritized list of the agency's statewide projects. Caltrans first priority, a joint application with VTA, San Mateo, and MTC, is the US 101 Managed Lanes Project. This application includes \$33 million for Phase 3, which would construct express lanes on US 101 from the San Mateo County border to SR 237. The project would also design and construct express lanes through San Mateo County to the border with the City and County of San Francisco.

VTA has also applied to the following additional SB 1 competitive grant programs:

- Local Partnership Program Competitive: \$17 million for the construction of the US 101/Mathilda Avenue Interchange Improvements.
- Trade Corridor Enhancement Program: \$4.4 million for planning and environmental work at US 101/SR 25.
- Transit and Intercity Rail Capital Program (TIRCP): \$730 million over seven years for Phase 2 of the BART extension.

On February 28, the American Road and Transportation Builders Association released a study entitled "The Economic Impacts of Senate Bill 1 on California". According to the authors, SB 1 would boost the state's economy by almost \$183 billion over the coming decade, and create approximately 68,000 jobs per year.

Governor's Appointments: On February 20, Governor Edmund G. Brown Jr. announced the appointment of Laurie Berman to serve as the new Director for the Department of Transportation (Caltrans). Berman succeeds Malcolm Dougherty who leaves his post after six years to pursue opportunities in the private sector. Having previously served as Acting Chief Deputy Director since October 2017, Berman brings 34 years of experience with Caltrans to the role.

On February 23, the Governor announced three additional appointments, none of which require confirmation. Christine Inouye, of Sacramento, has been appointed undersecretary at the California State Transportation Agency, having previously served as deputy secretary for project management and implementation since 2017. Inouye was capital contracts procurement manager at the California High-Speed Rail Authority from 2016 to 2017.

Marlon Flournoy, has been appointed deputy secretary for transportation planning at the California State Transportation Agency. Flournoy has served as District 3 (Marysville/Sacramento) deputy director of planning, local assistance and sustainability at the California Department of Transportation since 2014, where he has held several positions since 2008.

Ryan Chamberlain has been appointed chief deputy director at the California Department of Transportation, where he has been District 12 (Orange County) director since 2012 and has served in several positions since 1999, including chief of the Division of Transportation Planning and branch chief of local development and intergovernmental review. Chamberlain is a member of the California Transportation Foundation.

REGIONAL

<u>Regional Measure 3:</u> On Tuesday, February 27, the County of Santa Clara Board of Supervisors voted unanimously to place a measure to authorize a potential bridge toll increase

on the June 5, 2018 ballot. With that vote, Santa Clara joined four other Boards of Supervisors to approve such a measure on the same day and all nine counties have now approved the placement of measures on the June ballot. SB 595 (Beall) authorizes the measure which, with voter approval, would increase bridge tolls by \$3, and be phased in over a number of years beginning in 2019. Revenues generated would fund a defined program of projects designed to reduce congestion or make travel improvements in the toll bridge corridors. In Santa Clara County, the framework includes the following regionally significant projects:

- BART Silicon Valley Extension Project, Phase 2 = \$375 million.
- Expansion of the San Jose Diridon Station Complex = \$100 million.
- Eastridge to BART Regional Connector = \$130 million

Express Lanes projects in Santa Clara County are eligible to compete for a portion of the RM 3 funding, and VTA may conduct, administer and operate express lanes to the border with the City and County of San Francisco, subject to an agreement with the City/County Association of Governments of San Mateo County and the San Mateo County Transportation Authority.

The adopted resolution establishes the election date, and the schedule for phasing in the \$3 increase. Other regionally significant projects in the RM 3 program include travel time savings improvements on the Capitol Corridor between Oakland and San José, Dumbarton Corridor Improvements, and Muni and BART fleet expansions.



Date: February 15, 2018
Current Meeting: March 1, 2018
Board Meeting: March 1, 2018

BOARD MEMORANDUM

TO: Santa Clara Valley Transportation Authority

Board of Directors

THROUGH: General Manager, Nuria I. Fernandez

FROM: Chief Engineering & Program Delivery Officer, Carolyn M. Gonot

SUBJECT: Silicon Valley Rapid Transit (SVRT) Program Update

FOR INFORMATION ONLY

Silicon Valley Berryessa Extension Project

The Berryessa Extension Project is 98.6% complete and maintains an unallocated contingency of \$150 million.

Construction and system testing at the Milpitas and Berryessa stations continued to progress, with substantial completion of installation work forecast for completion by the end of February. Roadway and other infrastructure improvements are currently underway on Montague Expressway and South Milpitas Boulevard and minor restoration work continues at grade crossings along the alignment.

Dynamic train control, the functional testing of train movements along the entire project alignment, continues to progress. Dynamic train testing is composed of two major portions, Pre-Automatic Train Operation (Pre-ATO) and Automatic Train Operation (ATO) testing. Pre-ATO testing remains on track to be completed in February along with safety certification to allow for the commencement of ATO testing.

In addition, Pre-ATO testing to convert BART's Warm Springs/South Fremont Station from an end-of-line station to a pass-through station is forecasted to finish in February. Once the Warm Springs/South Fremont Station is converted, testing to integrate the Berryessa Extension with the existing BART system will begin.

VTA's Marketing Team (Marketing/Creative Services, Customer Service and Community Outreach) has formed a taskforce to evaluate the many ways passengers will navigate the Milpitas and Berryessa transit centers. The taskforce is in the process of developing communications, outreach and marketing strategies and campaigns to educate commuters about how to access and use public transportation and the various transit options and amenities at the

transit centers. The taskforce is working in collaboration with VTA's BART Silicon Valley project staff, BART and VTA's city partners to ensure that commuters' access to and use of the transit centers is clear and seamless. Some initiatives that are currently underway include:

- A redesign of the BART Silicon Valley website
- "How to" videos and collateral
- Logistics planning with City partners for opening day of the extension
- Anticipate March BART Board of Director's public hearing on results Berryessa Extension Title VI equity analysis

Phase II Extension Activities

VTA's request to extend the Project Development Phase of the Federal Transit Administration's (FTA) New Starts Funding Program from March 2018 to June 2018 has been granted. This extension provides the time necessary for VTA to review and address observations made by the Peer Agency Review panel (November 2017) on operations and safety aspects of the single-bore tunneling alternative. Additionally, this extension provides time to further explore strategies to reduce impacts due to the construction of the Downtown San Jose Station in a twin-bore tunneling configuration. The efforts described below have been undertaken since the conclusion of the November Peer Agency Review, and are expected to aid in staff's recommendation on the tunneling alternative methodology.

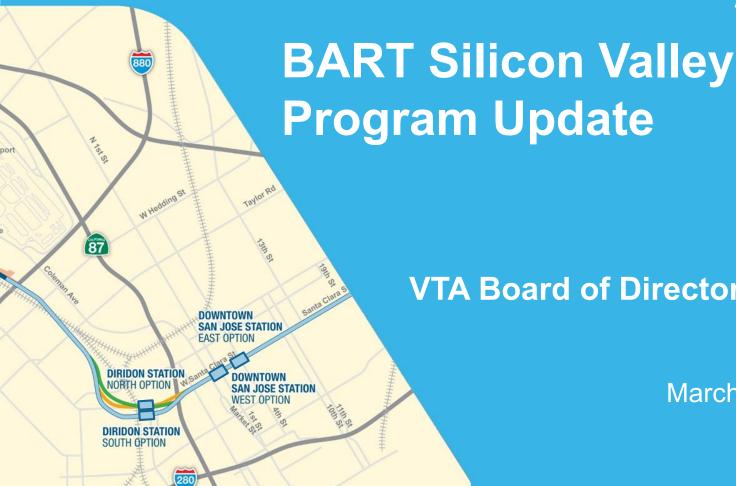
- <u>Single-bore Design Refinements</u> (December 2017 February 2018): VTA identified potential alternatives for passenger emergency egress in tunnel segments of the single-bore design where the trackways would transition between a side-by-side configuration and a stacked configuration.
- <u>Twin-bore Tunneling Overview with BART</u> (January 16, 2018): VTA arranged a daylong meeting with BART staff and management, and VTA's twin-bore design consultants to review the background and engineering history of the project, approaches evaluated to date, construction sequencing for the Downtown San Jose Station and crossover, project design criteria updates since 2008, and overview of the design variations and refinements examined.
- <u>Single-bore Tunneling Overview</u> (January 30, 2018): VTA arranged a day-long meeting with BART staff and management, and VTA's single-bore consultants to review the Single-bore base design, Peer Agency Review comments, design refinements for the tunnel and stations, and potential Single-bore design variations.
- <u>Twin-bore Tunneling Construction Workshop</u> (February 6-7, 2018): VTA arranged for a two-day construction workshop with tunnel construction experts, BART staff and management, and VTA's twin-bore design consultants to review engineering and

- construction plans for VTA's twin-bore concept to further explore construction techniques that might reduce construction impacts and/or construction duration.
- <u>VTA/BART Technical Review</u> (February 13 & 20, 2018): VTA arranged two day-long technical meetings with BART staff and management, subject matter experts, and a few members of the November 2017 Phase II Tunnel Technology Methodology Peer Agency Review to review and interpret operational safety standards and requirements that are considered by BART, peer agencies, and the overall transit industry.

These efforts are also expected to complete project description included in VTA's BART Silicon Valley Phase II Extension Project Final Supplemental Environmental Impact Statement/Subsequent Environmental Impact Report, which is scheduled to be presented to the VTA Board of Directors for approval in April 2018.

Board approval of a project description is necessary to certify the Phase II environmental document under the State environmental process, and receive a Record of Decision under the Federal environmental process. VTA anticipates a Federal Record of Decision to be issued in early June 2018, with submittal of an application to enter FTA's New Starts Engineering Phase by the end of June 2018.

Prepared By: Kevin Kurimoto, Sr. Management Analyst Memo No. 6261



VTA Board of Directors Meeting

March 1, 2018



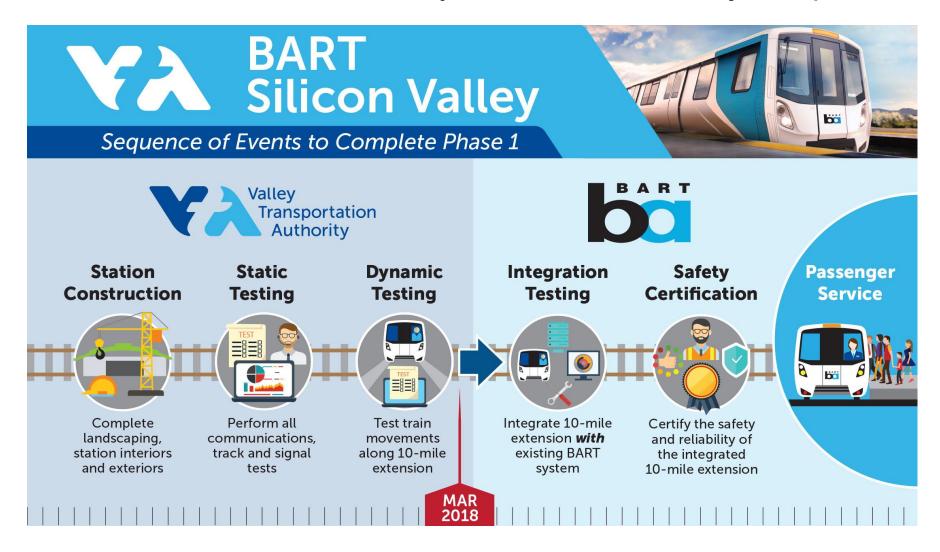
Solutions that move you

Phase I Update



Solutions that move you

Berryessa Extension Project Update





VTA/BART O&M Agreement Update

Negotiation Effort

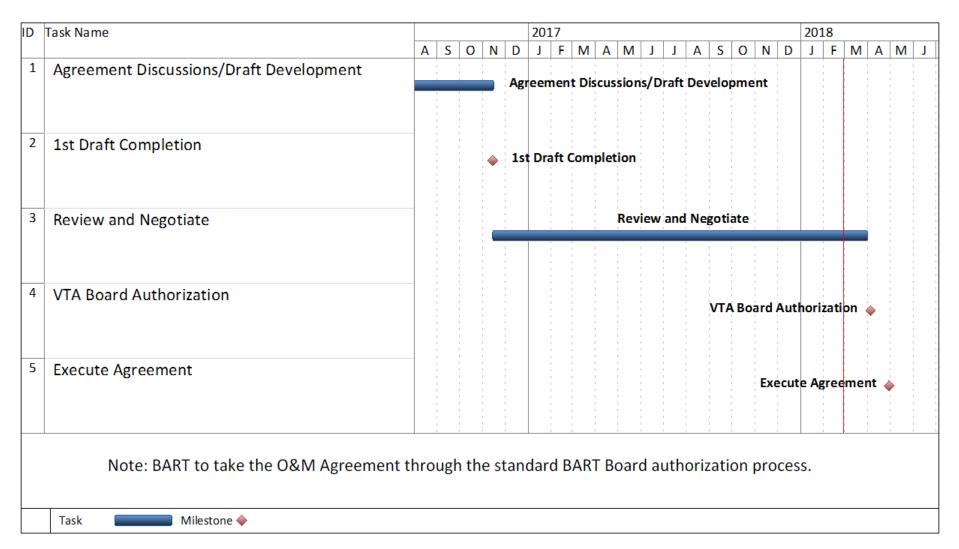
- Daily Communications
- Multiple Negotiation Sessions per Week
- Monthly Executive Meetings or on an As-Needed Basis

VTA's Focus

- Clarity of the Agreement
- SVBX O&M Responsibilities Between VTA and BART
- Ongoing Operating and Capital Funding
- Reporting and Audits
- Liability and Indemnification
- O&M Agreement Schedule



O&M Agreement Schedule





Phase II Update



Solutions that move you

VTA Responsibilities

- Building a safe and reliable BART Extension
- Providing maximum public benefit
- Prudent expenditure of taxpayer dollars
- Constructing with least impact on community



Single-Bore Tunnel

Various studies conducted by VTA indicate that the single-bore configuration can provide substantial advantages over the twin-bore configuration in various aspects of:

- safety
- operational flexibility
- passenger experience
- construction impacts
- flexibility



Twin-Bore Tunnel

- Established construction methodology
- BART's operating preference
- Common tunnel egress throughout most of the system



Tunnel Technology & Methodology Peer Agency Review Workshop

VTA and BART conducted a peer review:

- November 13th-15th 2017
- Panelists from public transit agencies that operate subway systems with deep stations
- Preferred Twin-Bore based on information available, the options as currently designed, and the timing of the project definition decision
- Single-Bore is a safe and viable approach
 - Adjustments to address BART's operational safety concerns
 - Review twin-bore design for technical advances



Efforts since Peer Review

Efforts undertaken since the conclusion of the November Peer Agency Review to aid in staff's recommendation on the tunneling alternative methodology:

- Single-bore Design Refinements (December 2017 February 2018)
- Twin-bore Tunneling Overview with BART (January 16, 2018)
- Single-bore Tunneling Overview (January 30, 2018)
- Twin-bore Tunneling Construction Workshop (February 6-7, 2018)
- VTA/BART Technical Meetings (February 13 & 20, 2018)



Topical Areas of Technical Meetings with BART

- Design Fire Load
- Point of Safety and Performance Based Ventilation Design
- Emergency Evacuation at Crossovers: Application of BART standard procedures
- Tunnel fires: Application of BART safety procedures (tunnel, stations)



Single-Bore Comments Addressed

Refined design related to:

- Emergency evacuation in crossovers
- Reviewed center platform preference
- Design fire load
- Point of safety
- Tunnel fires

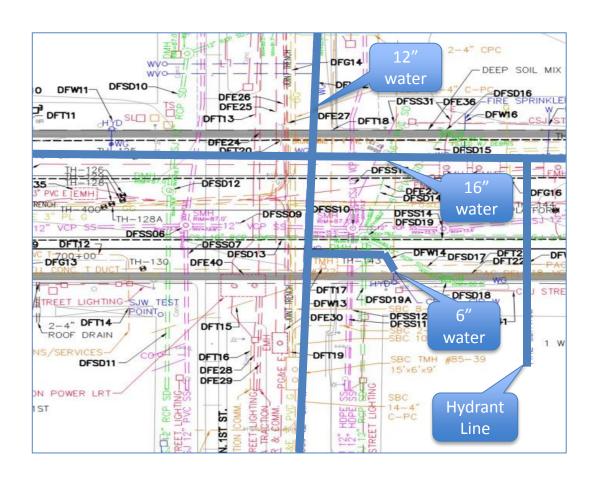


Twin-Bore Comments Addressed

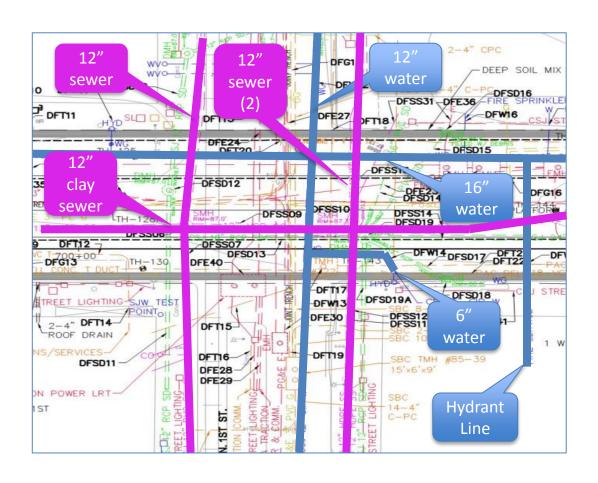
Convened Industry Construction and Safety Experts:

- Confirmed there are no new mining techniques
- Identified high risk of utility relocation
- Discussed preferred construction sequencing
- Evaluated additional construction techniques

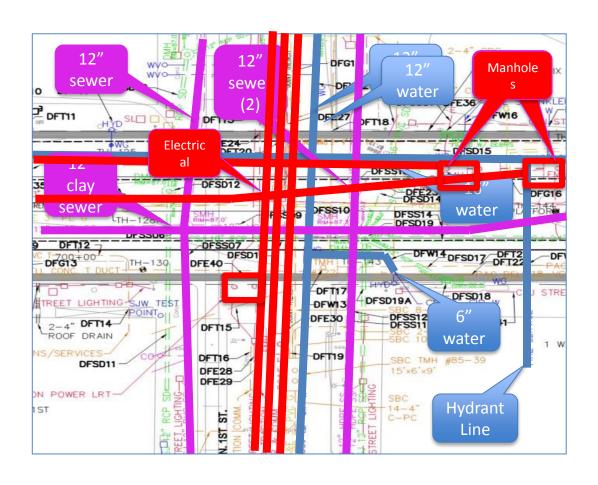




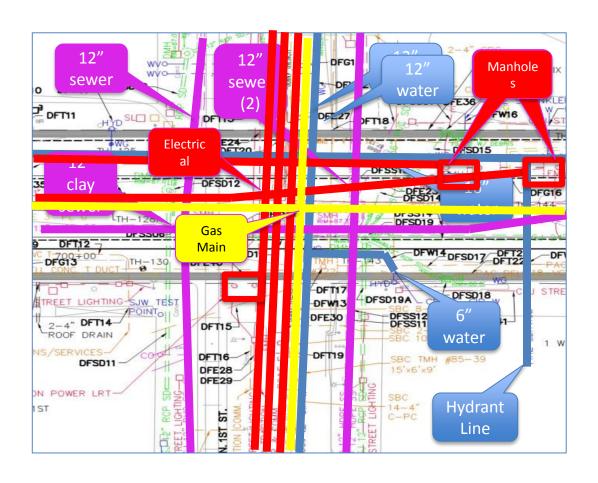




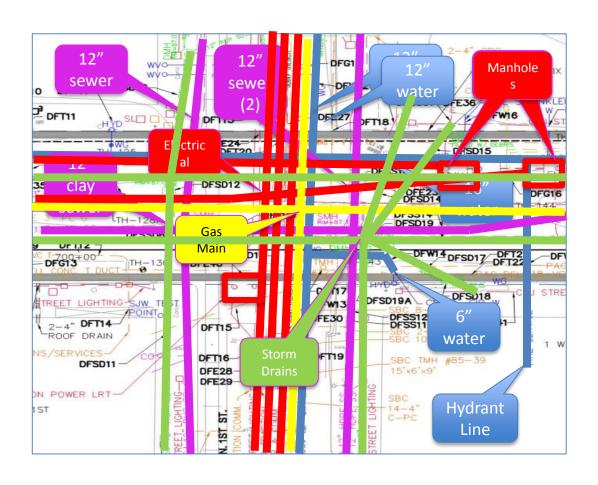




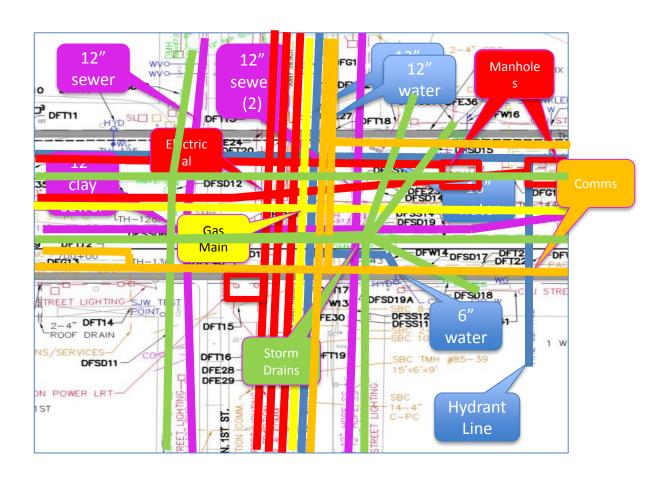




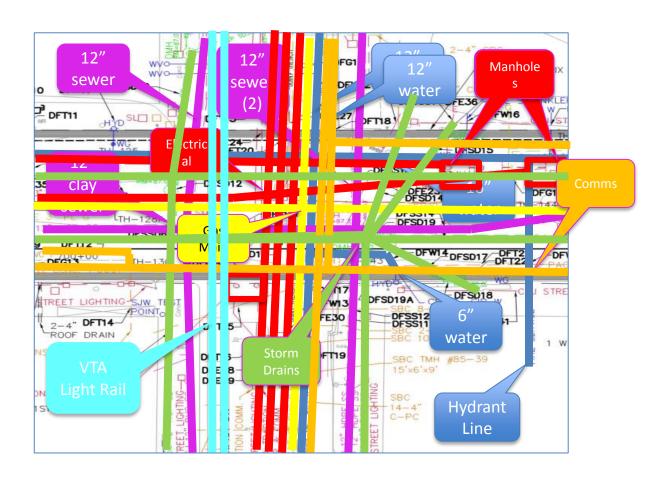














Summary of Recent Efforts

- Single-bore can be operated and constructed safely with less impact on community
- Center platform BART preference evaluated for Single-bore: larger tunnel diameter engages too much risk
- Side platforms are used throughout major US transit systems
- Twin-bore has no new technology to reduce construction impacts and reduce utility relocation risks
- Both methodologies comprehensively handle mobilityimpaired community
- Reasonably consistent with existing BART operations
- VTA and BART continue to review



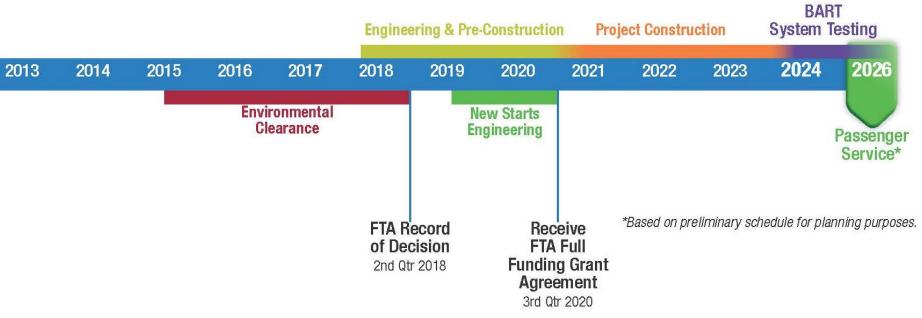
Next Steps



Timeline

- Released Final SEIS/SEIR February 21, 2018
 - Includes all comments and responses received on the draft SEIS/SEIR
 - www.vta.org/bart/environmentaldocumentsphaseII
- VTA Board Approves Project (including tunneling methodology) & Certifies Final SEIS/SEIR – April 2018
- BART Board Action on Project late April 2018
 - Per Comprehensive Agreement, accept Final SEIR and approve Project
- Record of Decision (ROD) anticipated from FTA June
 2018

Phase II Extension Project Schedule





Expedited Project Delivery (EPD) Pilot Program

- FTA pilot within Capital Investment Grant (CIG) Program
- Criteria and procedures not established
- Limited submittal, potentially including:
 - Scope, Schedule, Budget/Cost estimate
 - Project Justification Criteria and Metrics/Response
 - Financial Plan with local commitment
 - P3 Plans (TOD at station locations)
 - Procurement Plan
 - Expedited Technical Capacity Review submittal of PMP and SSMP only



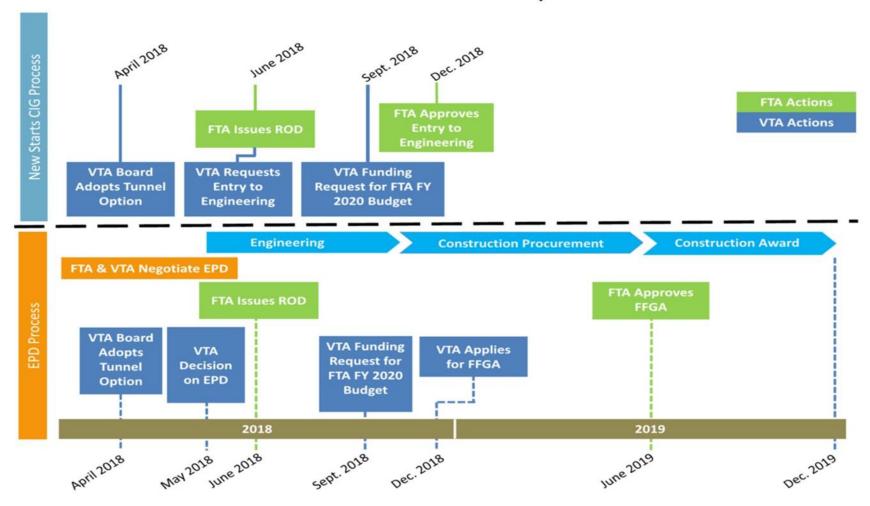
Expedited Project Delivery (EPD) Pilot Program

- A lot of interest in this program by the administration
- Reduces Full Funding Grant Agreement date by approximately 1-year
- Federal share is capped at 25 percent
- If EPD is pursued, VTA's CIG/New Starts process suspended with no prejudice to re-enter CIG later if EPD does not work out



Expedited Project Delivery (EPD) Pilot Program

BSV PH II - Schedule: New Starts/CIG vs EPD





Questions?



Solutions that move you



GOVERNANCE AND AUDIT COMMITTEE

Thursday, February 1, 2018

NOTICE OF CANCELLATION

NOTICE IS HEREBY GIVEN that the Santa Clara Valley Transportation Authority Governance and Audit Committee Meeting scheduled for Thursday, February 1, 2018, at 4:00 p.m. has been cancelled.

The next meeting of the Santa Clara Valley Transportation Authority Governance and Audit Committee is scheduled for Thursday, March 1, 2018, at 4:00 p.m. in Conference Room 157, County Government Center, 70 West Hedding Street, San Jose, CA.

Anita McGraw, Board Assistant VTA Office of the Board Secretary



Administration & Finance Committee

Thursday, February 15, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Administration and Finance Committee (A&F) was called to order at 12:01 p.m. by Chairperson O'Neill in Conference Room B-106, VTA River Oaks Campus, 3331 North First Street, San Jose, California.

1. ROLL CALL

Attendee Name	Title	Status
Larry Carr	Vice Chairperson	Present
David Cortese	Alternate Member	Absent
Dev Davis	Alternate Member	NA
Daniel Harney	Alternate Member	NA
Sam Liccardo	Member	Present
Teresa O'Neill	Chairperson	Present
Ken Yeager	Member	Absent

^{*}A quorum was present.

2. PUBLIC PRESENTATIONS:

Roland Lebrun, Interested Citizen, expressed concern about Caltrain's Transit and Intercity Rail Capital Program (TIRCP) application, noting not all the funds requested in the application are being allocated for the designated project. Mr. Lebrun noted he wanted the VTA Board of Directors to be aware considering VTA has a TIRCP application for Bay Area Rapid Transit (BART).

3. ORDERS OF THE DAY

There were no Orders of the day.

4. Regular Meeting Minutes of January 18, 2018

M/S/C (Carr/Liccardo) to approve the Regular Meeting Minutes of January 18, 2018.

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

RESULT: APPROVED- Consent Agenda #4

MOVER: Larry Carr, Vice Chairperson SECONDER: Sam Liccardo, Member Carr, Liccardo, O'Neill

NOES: None ABSENT: Yeager

REGULAR AGENDA

5. <u>Fiscal Year 2018 Statement of Revenues and Expenses for the Period Ending</u> December 31, 2017

Carol Lawson, Fiscal Resources Manager, provided an overview of the staff report.

Discussion ensued about the following: 1) implementation of Next Network Phase II and the impacts to the budget; 2) programs eligible for Senate Bill 1 funding; 3) sales tax revenues; and 4) projected versus actual earnings.

Public Comment

Mr. Lebrun made the following comments: 1) suggested terminating the Santa Teresa Express light rail train to save costs; 2) expressed concern about the proposed funding allocation for the light rail extension to Eastridge Transit Center; and 3) noted the positive effect grade separations in Mountain View would have on the entire light rail transit system.

M/S/C (Liccardo/Carr) to recommend that the VTA Board of Directors review and accept the Fiscal Year 2018 Statement of Revenues and Expenses for the period ending December 31, 2017.

RESULT: APPROVED- Consent Agenda #5

MOVER: Sam Liccardo, Member SECONDER: Larry Carr, Vice Chairperson AYES: Carr, Liccardo, O'Neill

NOES: None ABSENT: Yeager

6. <u>Light Rail Coupler Parts Contract</u>

Inez Evans, Chief Operating Officer, and David Hill, Deputy Director, Transit Operations-Rail, provided a brief overview of the staff report.

Discussion ensued about the following: 1) long lead times for parts production; 2) specifics about Dellner's responsibility; 3) the importance of safety and compliance; and 4) appropriation for the contract is included in the current biennial budget.

Public Comment

Mr. Lebrun expressed support for replacing the couplers now for safety reasons.

M/S/C (Carr/Liccardo) to recommend that the VTA Board of Directors authorize the General Manager to execute a sole source contract with Dellner Inc., in an amount up to \$1,795,738 to procure the components needed for the overhaul of 173 couplers on VTA's fleet of Light Rail Vehicles.

RESULT: APPROVED- Consent Agenda #6

MOVER: Larry Carr, Vice Chairperson SECONDER: Sam Liccardo, Member Carr, Liccardo, O'Neill

NOES: None ABSENT: Yeager

7. <u>Amend the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F)</u>

Ken Ronsse, Deputy Director of Rail and Facilities, provided an overview of the staff report.

Public Comment

Mr. Lebrun made the following comments: 1) commented wood materials for crossovers and switches require more maintenance than cement 2) suggested VTA enforce automating speed limits at crossovers; and 3) expressed the need to monitor light rail speeds.

M/S/C (Liccardo/Carr) to recommend that the VTA Board of Directors authorize the General Manager to amend the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F) with DMZ Transit (Joint Venture) by an amount of \$1,100,000 for additional signal work, increasing the total contract amount to \$9,713,750.

RESULT: APPROVED- Consent Agenda #7

MOVER: Sam Liccardo, Member SECONDER: Larry Carr, Vice Chairperson AYES: Carr, Liccardo, O'Neill

NOES: None ABSENT: Yeager

8. <u>Joint Development Developer RFP's for San Jose Signature Review Sites</u>

Ron Golem, Deputy Director of Real Estate, provided an overview of the staff report.

Members of the Committee discussed the following: 1) Ohlone/Chynoweth park and ride lot and property ownership around the site; 2) properties near the park and ride lot that could contribute and/or enhance the project; and 3) seeking opportunities for partnerships as it relates to potential Transit Oriented Development (TOD).

Public Comment

Aboubacar Ndiaye, Working Partnerships USA, made the following comments: 1) expressed support for the staff recommendation; 2) urged the Committee to choose paths that would maximize affordable housing and revenue without compromising cost and/or ridership; 3) commented about labor, specifically apprenticeship programs that target workforce development; and 4) noted the need for multi-lingual community engagement.

Mr. Lebrun noted the following: 1) parking at Ohlone/Chynoweth station has reached its maximum capacity and is spilling over to Oakridge Mall; 2) suggested focusing on TOD in the north and 4) urged VTA staff to research and understand how San Francisco Muni worked with private shuttle agencies.

M/S/C (Liccardo/Carr) to recommend that the VTA Board of Directors authorize the General Manager to issue competitive developer Request for Proposals (RFP) for Joint Development (JD) at the Blossom Hill, Ohlone/Chynoweth, and Curtner JD sites, consistent with VTA's Joint Development Policy.

RESULT: APPROVED- Consent Agenda #8

MOVER: Sam Liccardo, Member SECONDER: Larry Carr, Vice Chairperson AYES: Carr, Liccardo, O'Neill

NOES: None ABSENT: Yeager

9. Formulation of a Joint Development Replacement Parking Policy

Mr. Golem and Jessie O'Malley Solis, Senior Real Estate Agent, provided an overview of the staff report.

Mr. Golem provided a presentation entitled "Joint Development Parking Policy," highlighting: 1) Agenda; 2) Park & Ride Utilization; 3) Benefits of Transit-Oriented Development; and 4) Annual Ridership by Joint Development (JD) Prototype, Parking Scenario.

Ms. Solis continued the presentation, highlighting: 1) Study Analysis; 2) Ridership and Revenue Impacts; 3) Estimated Transit Ridership by Parking Scenario; 4) Estimated Net Annual Revenue to VTA, by Parking Scenario; 4) Parking Policy Considerations; 5) Parking Demand Forecast; 6) Best Practice Transportation Demand Management (TDM); and 7) Station-Level Parking Analysis.

Members of the Committee and staff discussed the following: 1) goals for TOD, noting goals may vary per location; 2) vision for parking at TOD areas; 3) how to maximize ridership and generate revenue; 3) future projections for parking demand and ridership; 4) how employment in the TOD area could impact ridership and parking needs; 5) the possibility for adaptable parking structures; and 6) the need for mobility solutions.

Public Comment

Mr. Lebrun noted the following: 1) commented that a Caltrain connection at the Capitol and Blossom Hill light rail stations would reduce the parking demand at Tamien; and 2) reported that the Cottle park and ride lot is being used as overflow parking by Kaiser patrons/employees.

On order of Chairperson O'Neill and there being no objection, the Committee received information on future framework for replacement parking policy.

10. Monthly Investment Report - December 2017

Raj Srinath, Chief Financial Officer, introduced Graham Schmidt, Cheiron and Don Stracke, NEPC.

Mr. Schmidt provided a presentation entitled "Review of VTA-ATU Pension Plan," highlighting: 1) Topics for Discussion; 2) Transit System Comparison; 3) VTA-ATU Plan Funding History; 4) VTA-ATU Plan Assumptions; and 5) Required Disclosures.

Mr. Stracke provided a presentation entitled "SCVTA-ATU Local 265 Pension," highlighting: 1) Asset Allocation vs Target; 2) Total Fund Performance Summary (Gross of Fees); and 3) Total Fund Risk Statistics vs Peer Universe; and 4) Actions taken to Diversify Plan.

Discussion ensued about the following: 1) concerns about the current economy status and it being at its peak; 2) future projections for contribution rates; 3) VTA-ATU Pension Board, noting it is a separate Board that evaluates risks, reviews allocations and assets; 4) how portfolios are managed; and 5) how to lower the assumed rate of return.

Sean Bill, Investment Program Manager, discussed the multiple ways public sectors could handle investment portfolios.

On order of Chairperson O'Neill and there being no objection, the Committee received the Monthly Investment Report December 2017.

11. <u>Update on the Metropolitan Transportation Commission (MTC) Means Based Fare Study</u>

Ali Hudda, Deputy Director, Accounting, provided a brief overview of the staff report.

Nuria I. Fernandez, General Manager/CEO, reported MTC will make available \$8 million per year from SB 1, but \$1.5-2 million will be kept for MTC's administrative purposes. Board Members that sit on the Caltrain Board need to understand that VTA would be responsible for subsidizing a third of the costs.

Upon inquiries of Members of the Committee, Mr. Hudda reported the following: 1) given the fiscal challenges, a MTC-mandated pilot would not work; 2) reported that Caltrain is showing an interest and is considering a fare study on Means Based Fare; 3) noted VTA's ridership demographics is different compared to other agencies such as BART, noting BART's fare is higher and the percentage of low income riders is lower.

Public Comment

Mr. Ndiaye noted the following: 1) agencies are moving in this direction due to the increased transit costs; 2) incorporating a Means Based Fare is becoming a standard; 3) The VTA Board should consider Means Based fare because of VTA's mission to increase ridership and transit use.

A Member of the Committee commented VTA is facing critical fiscal challenges so it is important to understand the financial impacts of the Means Based Fare proposal to VTA and other agencies.

On order of Chairperson O'Neill and there being no objection, the Committee received an update on the Metropolitan Transportation Commission (MTC) Means-Based Fare Study.

OTHER ITEMS

12. <u>Items of Concern and Referral to Administration</u>

There were no Items of Concern and Referral.

13. Committee Work Plan

On order of Chairperson O'Neill and there being no objection, the Committee reviewed the Committee Work Plan.

14. <u>Committee Staff Report</u>

There was no Committee Staff Report.

15. Chairperson's Report

There was no Chairperson's Report.

16. Determine Consent Agenda for the March 1, 2018, Board of Directors Meeting

CONSENT:

Agenda Item # 5. Recommend that the VTA Board of Directors review and accept the Fiscal Year 2018 Statement of Revenues and Expenses for the period ending December 31, 2017.

Agenda Item # 6. Recommend that the VTA Board of Directors authorize the General Manager to execute a sole source contract with Dellner Inc., in an amount up to \$1,795,738 to procure the components needed for the overhaul of 173 couplers on VTA's fleet of Light Rail Vehicles.

Agenda Item #7. Recommend that the VTA Board of Directors authorize the General Manager to amend the Rail Rehabilitation (Phase 6) and Crossovers & Interlockings Contract (C16189F) with DMZ Transit (Joint Venture) by an amount of \$1,100,000 for additional signal work, increasing the total contract amount to \$9,713,750.

REGULAR:

Agenda Item # 8. Recommend that the VTA Board of Directors authorize the General Manager to issue competitive developer Request for Proposals (RFP) for Joint Development (JD) at the Blossom Hill, Ohlone/Chynoweth, and Curtner JD sites, consistent with VTA's Joint Development Policy.

17. Announcements

There were no Announcements.

18. **Adjournment**

On order of Chairperson O'Neill and there being no objection, the meeting adjourned at 1:50 p.m.

Respectfully submitted,

Theadora Abraham, Board Assistant VTA Office of the Board Secretary



Congestion Management Program & Planning Committee

Thursday, February 15, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Congestion Management Program & Planning Committee (CMPP) was called to order at 10:01 a.m. by Chairperson Khamis in Conference Room B-106, 3331 North First Street, San Jose, California.

1. ROLL CALL

Attendee Name	Title	Status
Dev Davis	Alternate Member	N/A
Johnny Khamis	Chairperson	Present
John McAlister	Member	Present
Raul Peralez	Vice Chairperson	Present
Rob Rennie	Alternate Member	N/A
Savita Vaidhyanathan	Member	Present

A quorum was present.

2. PUBLIC PRESENTATIONS

Roland Lebrun, Interested Citizen, commended staff on well-written minutes and requested staff presentations be uploaded on the website before the meetings.

3. ORDERS OF THE DAY

There were no Orders of the Day.

CONSENT AGENDA

4. Regular Meeting Minutes of January 18, 2018

M/S/C (**Peralez/Vaidhyanathan**) to approve the Regular Meeting Minutes of January 18, 2018.

RESULT: APPROVED [UNANIMOUS] – Consent Agenda Item #4

MOVER: Raul Peralez, Member

SECONDER: Savita Vaidhyanathan, Member

AYES: Khamis, McAlister, Peralez, Vaidhyanathan

NOES: None ABSENT: None

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

REGULAR AGENDA

5. <u>City of Saratoga - Prospect Road Complete Streets</u>

Amin Surani, Principal Transportation Planner, provided a brief background and overview of the staff report.

M/S/C (Peralez/McAlister) to recommend that the VTA Board of Directors reprogram \$1,070,000 in One Bay Area Grant Cycle 2 funds to the City of Saratoga's Prospect Road Complete Streets Project.

RESULT: APPROVED [UNANIMOUS] – Agenda Item #5

MOVER: Raul Peralez, Member SECONDER: John McAlister, Member

AYES: Khamis, McAlister, Peralez, Vaidhyanathan

NOES: None ABSENT: None

6. Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Resolution

Mr. Surani provided a brief overview of the staff report.

Public Comment

Mr. Lebrun suggested to cease the light rail Commuter Express Service for potential operational cost savings.

M/S/C (Peralez/McAlister) to recommend that the VTA Board of Directors adopt a resolution authorizing the General Manager or her designee to file and execute grant applications, agreements, and certifications and assurances with the California Department of Transportation (Caltrans) for all current and future funds available through the Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Program (STA/SGR).

RESULT: APPROVED [UNANIMOUS] – Agenda Item #6

MOVER: Raul Peralez, Member **SECONDER:** John McAlister, Member

AYES: Khamis, McAlister, Peralez, Vaidhyanathan

NOES: None ABSENT: None

7. 2016 Measure B Update

Scott Haywood, Transportation Planning Manager, provided an update on 2016 Measure B, highlighting: 1) status of lawsuit; 2) sales tax receipts as of December 2017; 3) status of implementation plan, grant development, or other relevant activities for each program category; and 4) Complete Streets reporting requirements.

Members of the Committee and staff engaged in a discussion regarding: 1) impact of lawsuit to funding distribution, ongoing studies, and implementation plans; and 2) eligible projects under various program categories. Members of the Committee asked about the approved and remaining budget for the State Route (SR) 85 Transit Guideway Study and noted the importance of looking into mobility solutions along the corridor and to major employers at the North Bayshore area in the City of Mountain View.

Public Comment

Mr. Lebrun noted the following: 1) offered settlement suggestion should the legal challenge to the Measure produce an unfavorable outcome; 2) the Transit and Intercity Rail Capital Program (TIRCP) could be a funding opportunity for Caltrain grade separations; 3) a more robust transit service at the Tamien Station could help ease congestion on adjacent highways; and 4) expressed concern on the proposed funding for the Capitol Expressway Light Rail Extension Project.

On order of Chairperson Khamis, and there being no objection, the Committee received an update on 2016 Measure B.

8. Formulation of a Joint Development Replacement Parking Policy

Ron Golem, Deputy Director of Real Estate, introduced Jessie O'Malley Solis, Senior Real Estate Agent, and provided background of the ongoing replacement parking policy development, highlighting: 1) overview of park and ride utilization; 2) benefits of transit-oriented development; 3) projected ridership by joint development type and parking scenario; 4) summary of study analysis; 5) ridership and revenue impacts; 6) estimated transit ridership and net annual revenue to VTA by parking scenario; 7) parking policy considerations; 8) parking demand forecast; 9) best practice transportation demand management (TDM), noting focus on multimodal access; and 10) overview of station-level parking analysis.

Members of the Committee made the following comments: 1) noted mobility needs and challenges in the region and importance of development strategies at key Joint Development sites that promote multimodal access to stations and encourage transit ridership; 2) efforts to increase light rail efficiency could increase demand for parking; 3) asked for further information on parking demand as it pertains to transit oriented developments (TODs); 4) commended staff on community outreach efforts; 5) suggested flexibility on policy to reflect needs at different sites; 6) expressed support for an unbundled parking concept; 7) trends suggest increase in public preference for fast, on demand transportation; and 8) noted role of private commuter shuttles in congestion management.

Public Comment

Mr. Lebrun expressed appreciation for flexibility in the policy and inquired about lessons learned from specific TODs. He suggested staff study the impact of commuter shuttles at the Ohlone/Chynoweth Station and noted parking demand could be influenced by weather and gas prices.

On order of Chairperson Khamis, and there being no objection, the Committee received information on future framework for replacement parking policy.

OTHER ITEMS

9. <u>Items of Concern and Referral to Administration</u>

Member McAlister requested information on efforts to improve light rail efficiency be added to the Committee Work Plan.

10. Committee Work Plan

On order of Chairperson Khamis and there being no objection, the Committee reviewed the Work Plan.

11. Committee Staff Report

Chris Augenstein, Director of Planning & Programming and Committee Staff Liaison, provided a written report to the Committee, highlighting: 1) activities related to SB 1; 2) applications for the Transportation Funds for Clean Air (TFCA) program are due to VTA staff on March 9, 2018; and 3) ongoing efforts related to highways and express lanes

Public Comment

Mr. Lebrun expressed concern on figures noted on Caltrain's TIRCP application for rail car replacement and urged the Committee to look into the matter.

12. Chairperson's Report

There was no Chairperson's Report.

13. Determine Consent Agenda for the March 1, 2018, Board of Directors Meeting

CONSENT:

Agenda Item #5. Recommend that the VTA Board of Directors reprogram \$1,070,000 in One Bay Area Grant Cycle 2 funds to the City of Saratoga's Prospect Road Complete Streets Project.

Agenda Item #6. Recommend that the VTA Board of Directors adopt a resolution authorizing the General Manager or her designee to file and execute grant applications, agreements, and certifications and assurances with the California Department of Transportation (Caltrans) for all current and future funds available through the Senate Bill (SB) 1, State Transit Assistance/State of Good Repair Program (STA/SGR).

REGULAR:

None.

14. <u>ANNOUNCEMENTS</u>

Member Vaidhyanathan announced she attended the Transit Agency Board Member Workshop hosted by *TransitCenter* in January 2018, and noted the organization's willingness to engage the VTA Board on transportation challenges in the region.

Nuria I. Fernandez, General Manager and CEO, expressed appreciation of Member Vaidhyanathan for attending the workshop and noted staff could follow up with appropriate contacts from *TransitCenter* for additional information.

15. ADJOURN

On order of Chairperson Khamis, and there being no objection, the meeting was adjourned at 11:27 a.m.

Respectfully submitted,

Michelle Oblena, Board Assistant VTA Office of the Board Secretary



Safety, Security, and Transit Planning and Operations

Friday, February 16, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Safety, Security, and Transit Planning and Operations (SSTPO) Committee was called to order at 2:01 p.m. by Vice Chairperson Jones in Conference Room B-106, Santa Clara Valley Transportation Authority (VTA), 3331 North First Street, San José, California.

1. ROLL CALL

Attendee Name	Title	Status
Cindy Chavez	Chairperson	Absent
David Cortese	Alternate Member	Absent
Dev Davis	Alternate Member	N/A
Lan Diep	Member	Present
Glenn Hendricks	Alternate Member	N/A
Chappie Jones	Vice Chairperson	Present
Bob Nunez	Member	Present

^{*}Alternates do not serve unless participating as a Member.

A quorum was present.

2. PUBLIC PRESENTATIONS:

Roland Lebrun, Interested Citizen, expressed concern about a lewd behavior of a light rail passenger and would like VTA security to follow up on the incident.

3. ORDERS OF THE DAY

There were no Orders of the Day.

4. <u>Elect the Committee's Vice Chairperson for Calendar Year 2018</u>

M/S (Diep/Nunez) to nominate Chappie Jones to serve as Vice Chairperson for 2018.

M/S/C (Nunez/Diep) to close nominations for Vice Chairperson for 2018.

M/S/C (Diep/Nunez) to elect Chappie Jones as Vice Chairperson for 2018.

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

RESULT: ELECTED 2018 VICE CHAIRPERSON [UNANIMOUS] -

Agenda Item #4

MOVER: Lan Diep, Member

SECONDER: Bob Nunez, Member

AYES: Diep, Jones, Nunez

NOES: None ABSENT: Chavez

CONSENT AGENDA

5. Regular Meeting Minutes of December 15, 2017

M/S/C (Diep/Nunez) to approve the Regular Meeting minutes of December 15, 2017.

6. <u>2018 SSTPO Committee Meeting Schedule</u>

M/S/C (**Diep/Nunez**) to approve the 2018 Safety, Security, and Transit Planning and Operations (SSTPO) Committee Meeting Schedule.

RESULT: APPROVED [UNANIMOUS) – Consent Agenda Items #5-6

MOVER: Lan Diep, Member

SECONDER: Bob Nunez, Member

AYES: Diep, Jones, Nunez

NOES: None ABSENT: Chavez

REGULAR AGENDA

7. Paratransit Service and Technology

Inez Evans, Chief Operating Officer and Staff Liason, introduced Lauren Rosiles, Management Analyst provided a presentation entitled Access Paratransit Technology Overview. A presentation highlighting the following was provided: 1) Pass-Web MyAcess online; 2) EZ-Wallet Cashless Faring Solution; 3) Trip Broker – Communication Gateway; 4) Driver Mate; 5) IVR – Reservations, Cancellations and Callbacks; 6) Certification Management; 7) Suspension Management; 8) View Point; and 9) timeline of technology updates.

On order of Vice Chairperson Jones and there being no objection, the Committee received an update on the Paratransit Service and Technology.

8. Collision Avoidance Technologies (CAT)

Gary Miskell, Chief Information Officer, provided a presentation entitled Collision Avoidance Technologies: 1) Safety is VTA's #1 Priority; 2) Collision Avoidance Technologies; 3) Sound Transit CAT Test Results; 4) VTA's Mobileye Collision Avoidance System; 5) VTA's Pilot Test Results; 6) VTA's Next Steps for CAT.

The committee's discussion ensued about the bus sensors that monitor blind spots and pedestrian activities.

Public Comments

Doug Muirhead, Interested Citizen, expressed appreciation about the presentation and noted that he looks to VTA for new ideas, technologies and best practices to share with the City of Morgan Hill.

Mr. Lebrun expressed his support for passenger facing video monitors and noted it will be a deterrent for bad behavior. He added that this will make the system safer for passengers and can attract more riders.

On order of Vice Chairperson Jones and there being no objection, the Committee received an update on the Collision Avoidance Technologies.

9. <u>FY2018 Second Quarter Transit Operations Performance and January 2018 Monthly Ridership and Fare Revenue Performance Reports</u>

a. FY2018 Second Quarter Transit Operations Performance Report

Ms. Evans provided a summary of the reports in the Second Quarter Transit Operations Performance Report (TOPR) including ridership statistics for VTA bus, VTA light rail, paratransit, and interagency partner (Altamont Commuter Express). She also reviewed the results on select key performance indicators. Vice Chairperson Jones suggested staff explore capturing the market of long haul trips that are dominated by the shuttle buses.

Nuria I. Fernandez, General Manager and CEO, stated that VTA is continuously conducting community outreach to determine transportation needs of the public. She added that a Transit Ridership Improvement working group was established to conduct data and trend analysis. Findings from the community outreach and working group will then be incorporated into the Next Network that will be implemented in conjunction to the opening of the Silicon Valley Rapid Transit (SVRT).

Public Comment

Mr. Lebrun expressed concern about the proposed funding cost of the Capitol Light Rail extension, and recommended using those funds to double track Caltrain to Gilroy instead. He provided information on the service provided by private buses. He also requested to receive information on light rail's boarding per station every month.

On order of Vice Chairperson Jones and there being no objection, the Committee received the FY2018 Second Quarter Transit Operations Performance report.

b. January 2018 Monthly Ridership and Fare Revenue Performance

Ms. Evans provided an overview of the ridership and fare revenue performance for January 2018 noting a decrease in light rail ridership, increases in bus ridership, fare revenue, and average fare boarding compared to the same period last year.

On order of Vice Chairperson Jones and there being no objection, the Committee received a report on the January 2018 Monthly Ridership and Fare Revenue Performance.

OTHER ITEMS

10. VTA's Safety and Security Programs

There was no report on VTA's Safety and Security Programs.

11. Items of Concern and Referral to Administration

There were no Items of Concern and Referral to Administration.

12. Review Committee Work Plan

On order Vice Chairperson Jones and there being no objection, the Committee reviewed the Committee Work Plan.

13. Committee Staff Report

Vice Chairperson Jones noted that the Committee Staff Report was contained on the dais.

14. Chairperson's Report

There was no Chairperson's Report.

15. Determine Consent Agenda for the March 1, 2018 Board of Directors Meeting

CONSENT:

None

REGULAR:

None

16. <u>ANNOUNCEMENTS</u>

Member Diep greeted everyone Happy Lunar New Year!

17. <u>ADJOURNMENT</u>

On order of Vice Chairperson Jones and there being no objection, the meeting was adjourned at 2:50 p.m.

Respectfully submitted,

Michael Diaresco, Board Assistant VTA Office of the Board Secretary



Technical Advisory Committee

Wednesday, February 7, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Technical Advisory Committee (TAC) was called to order at 1:30 p.m. by Chairperson Morley in Conference Room B-106, Santa Clara Valley Transportation Authority (VTA), 3331 North First Street, San José, California.

1. ROLL CALL

Attendee Name	Title	Representing	Status
Todd Capurso	Member	City of Campbell	Present
Amy Olay	Alternate Member	City of Campbell	N/A
Timm Borden	Member	City of Cupertino	Absent
David Stillman	Alternate Member	City of Cupertino	Absent
Girum Awoke	Member	City of Gilroy	Absent
Gary Heap	Alternate Member	City of Gilroy	Present
Susanna Chan	Member	City of Los Altos	Absent
Aruna Bodduna	Alternate Member	City of Los Altos	Present
Steve Erickson	Member	City of Milpitas	Present
Steve Chan	Alternate Member	City of Milpitas	N/A
Jeannie Hamilton	Member	City of Monte Sereno	Absent
VACANT	Alternate Member	City of Monte Sereno	-
Scott Creer	Member	City of Morgan Hill	Present
David Gittleson	Alternate Member	City of Morgan Hill	N/A
Helen Kim	Member	City of Mountain View	Present
Dawn Cameron	Alternate Member	City of Mountain View	N/A
Joshuah Mello	Vice Chairperson	City of Palo Alto	Absent
Philip Kamhi	Alternate Member	City of Palo Alto	Absent
John Ristow	Member	City of San José	Present
Jessica Zenk	Alternate Member	City of San José	N/A
VACANT	Member	City of Santa Clara	-
Dennis Ng	Alternate Member	City of Santa Clara	Present
John Cherbone	Member	City of Saratoga	Present
Macedonio Nunez	Alternate Member	City of Saratoga	N/A
Shahid Abbas	Member	City of Sunnyvale	Present
Lillian Tsang	Alternate Member	City of Sunnyvale	N/A
Harry Freitas	Member	County of Santa Clara	Present
Barry Ng	Alternate Member	County of Santa Clara	N/A
Allen Chen	Member	Town of Los Altos Hills	Present
VACANT	Alternate Member	Town of Los Altos Hills	-
Matt Morley	Chairperson	Town of Los Gatos	Present
Lisa Petersen	Alternate Member	Town of Los Gatos	N/A

Attendee Name	Title	Representing	Status
Nick Saleh	Ex-Officio Member	California Department of Transportation (Caltrans)	Present
Dina El-Tawansy	Ex-Officio Alternate Member	California Department of Transportation (Caltrans)	N/A
Therese Trivedi	Ex-Officio Member	Metropolitan Transportation Commission (MTC)	Absent
VACANT	Ex-Officio Alternate Member	Metropolitan Transportation Commission (MTC)	-
Ngoc Nguyen	Ex-Officio Member	Santa Clara Valley Water District (SCVWD)	Present
Chris Hakes	Ex-Officio Alternate Member	Santa Clara Valley Water District (SCVWD)	N/A

A quorum was present.

2. ORDERS OF THE DAY

There were no Orders of the Day.

3. PUBLIC PRESENTATIONS

There were no Public Presentations.

Member Abbas and Ex-Officio Member Saleh arrived at the meeting and took their seats at 1:31 p.m.

4. <u>Committee Staff Report</u>

Marcella Rensi, Deputy Director of Programming & Congestion Management and Committee Staff Liaison, provided a report, highlighting: 1) summary of actions the VTA Board of Directors (Board) took at their February 1, 2018, meeting, including the approval of the Ad Hoc Financial Stability Committee membership composition; 2) update on Phase I and II of VTA's BART Silicon Valley Extension; 3) VTA light rail ridership in conjunction with the Women's March event held in Downtown San Jose on January 20, 2018; and 4) status of ongoing light rail track rehabilitation work to address slow zones.

On order of Chairperson Morley, and there being no objection, the Committee received the Committee Staff Report.

5. Chairperson's Report

There was no Chairperson's Report.

6. Reports from TAC Working Groups

• Capital Improvement Program (CIP)

Celeste Fiore, Transportation Planner, provided a brief report of the January 23, 2018, CIP Working Group meeting, noting the following discussion topics: 1) request from working group chairperson regarding having a 2018 work plan with select recurring items; 2) worksheets for the Transportation Fund for Clean Air (TFCA) Program; 3) 2019 Transportation Improvement Plan (TIP) development; 4) 2016 Measure B Local Streets & Roads category master agreement and outstanding Complete Streets resolutions; and 5) 2018 Statewide Local Streets & Roads Needs Assessment Survey due at the end of March 2018.

Member Capurso arrived at the meeting and took his seat at 1:37 p.m.

Ms. Fiore noted the next CIP Working Group meeting is scheduled for February 27, 2018.

• Systems Operations & Management (SOM)

David Kobayashi, Senior Transportation Engineer, noted the SOM Working Group discussed the following at its January 24, 2018, meetings: 1) status on rectangular rapid flashing beacons usage; 2) Countywide traffic collision database progress update; 3) Senate Bill (SB) 743 implementation and Level of Service (LOS) to Vehicle-Miles-Traveled (VMT) transition; 4) use of Big Data for the Congestion Management Program (CMP) Monitoring & Conformance Report; and 5) workshops for the Transportation Technology Strategic Plan (formerly Strategic Intelligent Transportation Systems Plan) development.

Mr. Kobayashi noted the next SOM Working Group meeting is scheduled for February 28, 2018.

• Land Use/Transportation Integration (LUTI)

Scott Haywood, Transportation Planning Manager, noted the LUTI Working Group has not met since the last TAC meeting. The next LUTI Working Group meeting is scheduled for February 20, 2018.

On order of Chairperson Morley, and there being no objection, the Committee received the reports from the TAC Working Groups.

CONSENT AGENDA

7. Regular Meeting Minutes of January 10, 2018

M/S/C (Capurso/Ng) to approve the Regular Meeting Minutes of January 10, 2018.

RESULT: APPROVED [UNANIMOUS] – Consent Agenda Item #7

MOVER: Todd Capurso, Member

SECONDER: Dennis Ng, Alternate Member

AYES: Abbas, Bodduna (Alt.), Capurso, Chen, Cherbone, Creer, Erickson, Freitas,

Heap (Alt.), Kim, Morley, Ng (Alt.), Ristow

NOES: None

ABSENT: Awoke, Borden, Susanna Chan, Kamhi (Alt.), Mello, Stillman (Alt.)

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

REGULAR AGENDA

8. City of Saratoga - Prospect Road Complete Streets

Ms. Rensi provided a brief background and overview of staff report.

M/S/C (Freitas/Ristow) to recommend that the VTA Board of Directors approve reprogramming \$1,070,000 in One Bay Area Grant Cycle 2 funds to the City of Saratoga's Prospect Road Complete Streets Project.

RESULT: APPROVED [UNANIMOUS] – Agenda Item #8

MOVER: Harry Freitas, Member **SECONDER:** John Ristow, Member

AYES: Abbas, Bodduna (Alt.), Capurso, Chen, Cherbone, Creer, Erickson, Freitas,

Heap (Alt.), Kim, Morley, Ng (Alt.), Ristow

NOES: None

ABSENT: Awoke, Borden, Susanna Chan, Kamhi (Alt.), Mello, Stillman (Alt.)

9. <u>2016 Measure B Update</u>

Jane Shinn, Senior Management Analyst, provided an update on the 2016 Measure B, highlighting: 1) status of lawsuit; 2) sales tax receipts as of December 2017; 3) status of implementation plan, grant development, or other relevant activities for each program category; and 4) Complete Streets reporting requirements.

Public Comment

Roland Lebrun, Interested Citizen, urged for programming of funds for Caltrain capacity improvements in the South County.

On order of Chairperson Morley and there being no objection, the Committee received an update on 2016 Measure B.

10. Formulation of a Joint Development Replacement Parking Policy

Ron Golem, Deputy Director of Real Estate, introduced Jessie O'Malley Solis, Senior Real Estate Agent, and provided background and overview of ongoing replacement parking policy development, highlighting: 1) park-and-ride lot utilization; 2) benefits of transit-oriented development; 3) overview of study analysis; 4) ridership and revenue impacts; 5) estimated transit ridership and net annual revenue to VTA by replacement parking scenario; 6) policy considerations; 7) parking demand forecast; 8) best practice transportation demand management (TDM) example; and 9) overview of station-level replacement parking analysis.

Public Comment

David Simons, Interested Citizen, suggested the policy consider accommodation of electric and autonomous vehicles in the future, including charging stations. He noted the importance of multimodal access to parking and coordinating with developers in the redevelopment process.

Mr. Lebrun expressed concern that transit travel times are not competitive with driving to certain areas and this correlates with low parking lot usage at select light rail stations. He suggested staff consider Joint Development opportunities in the North County and to monitor parking demand relative to gas prices.

Members of the Committee and staff briefly discussed permit parking cost considerations, parking demand forecast trends, and factors reflected in the estimated net annual revenue to VTA.

On order of Chairperson Morley and there being no objection, the Committee received information on future framework for replacement parking policy.

OTHER

11. <u>Update on Metropolitan Transportation Commission (MTC) Activities and Initiatives</u>

There was no update on MTC Activities and Initiatives.

12. Update on Caltrans Activities and Initiatives

Ex-Officio Member Saleh, provided a brief update, noting: 1) announced State Route 35 (Skyline Boulevard) is now open to traffic; 2) forthcoming training workshop on construction administration; and 3) Draft 2018 State Highway Operations and Protection Program (SHOPP) projected approval in March 2018.

On order of Chairperson Morley, and there being no objection, the Committee received an update on Caltrans Activities and Initiatives.

13. Update on Santa Clara Valley Water District (SCVWD) Activities and Initiatives

Ex-Officio Member Nguyen provided a brief report, highlighting: 1) new SCVWD Board of Directors Chairperson, Richard Santos, and Vice Chairperson, Linda LeZotte, for 2018; 2) forthcoming annual outreach to local cities and County regarding the Water District Capital Improvement Program; and 3) pilot project development on using drone technology for land surveying, mapping, and inspection of water treatment facilities.

Mr. Nguyen expressed interest in hearing from local agencies who may have experience with the implementation of a policy or program involving drones.

On order of Chairperson Morley, and there being no objection, the Committee received an update on SCVWD Activities and Initiatives.

14. <u>Committee Work Plan</u>

On order of Chairperson Morley and there being no objection, the Committee reviewed the TAC Committee Work Plan.

15. <u>ANNOUNCEMENTS</u>

There were no Announcements.

16. ADJOURN

On order of Chairperson Morley, and there being no objection, the meeting was adjourned at 2:32 p.m.

Respectfully submitted,

Michelle Oblena, Board Assistant VTA Office of the Board Secretary



CITIZENS ADVISORY COMMITTEE and 2000 MEASURE A CITIZENS WATCHDOG COMMITTEE

Wednesday, February 7, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Citizens Advisory Committee (CAC)/2000 Measure A Citizens Watchdog Committee (CWC) was called to order at 4:02 p.m. by Vice Chairperson Elias in Conference Room B-106, VTA River Oaks Campus, 3331 North First Street, San Jose, California.

1. ROLL CALL

Attendee Name	Title	Represents	Status
Aboubacar Ndiaye	Member	South Bay AFL-CIO Labor Council	Present
Stephen Blaylock	Member	Mass Transit Users	Absent
Aneliza Del Pinal	Member	Senior Citizens	Present
Chris Elias	Vice Chairperson	Environmentalists	Present
Sharon Fredlund	Chairperson	BOMA Silicon Valley	Absent
William Hadaya	Member	SCC Chambers of Commerce Coalition	Absent
Ray Hashimoto	Member	Homebuilders Assn. of No. CA	Present
Aaron Morrow	Member	Disabled Community	Present
Matthew Quevedo	Member	Silicon Valley Leadership Group	Absent
Connie Rogers	Member	South County Cities	Present
Martin Schulter	Member	Disabled Persons	Absent
Noel Tebo	Member	San Jose	Present
Herman Wadler	Chairperson	Bicyclists & Pedestrians	Present

A quorum was not present and a Committee of the Whole was declared.

2. ORDERS OF THE DAY

There were no Orders of the Day.

3. PUBLIC PRESENTATIONS:

There were no Public Presentations.

4. <u>Committee Staff Report</u>

Aaron Quigley, Senior Policy Analyst and Staff Liaison, provided a report, highlighting: 1) actions the VTA Board of Directors (Board) took at their February 1, 2018 meeting, including the approval of the Ad Hoc Financial Stability Committee membership composition: 2) received an update and engaged in a robust discussion on the Core Connectivity Program (Program); 3) VTA's BART Silicon Valley Project, Phase I and Phase II update; 4) ridership for 2018 Women's March, and; 5) light rail rehabilitation update.

Member Tebo commended VTA for light rail service provided for the 2018 Women's March.

On order of Vice Chairperson Elias and there being no objection, the Committee of the Whole received the Committee Staff Report.

5. <u>Chairperson's Report</u>

Vice Chairperson Elias reported the following: 1) Chairperson Fredlund was unable to attend today's meeting due to a family matter; 2) announced Retiring Member Charlotte Powers would arrive at 4:30 p.m. to receive a Resolution of Appreciation for her service to the committee, and; 3) invited Committee Members to attend VTA's symposium in celebration of Black History Month on February 27, 2018, in the River Oaks Auditorium at 12:00 p.m.

6. <u>Committee for Transportation Mobility and Accessibility</u>

Member Morrow reported the following concerns: 1) Committee for Transportation Mobility and Accessibility (CTMA) work plan; 2) customer service contract with paratransit provider MV Transportation, and; 3) paratransit eligibility process.

On order of Vice Chairperson Elias and there being no objection, the Committee of the Whole received the Transportation Mobility and Accessibility Report.

7. Bicycle and Pedestrian Advisory Committee

There was no Bicycle and Pedestrian Advisory Committee (BPAC) Report.

COMBINED CAC AND 2000 MEASURE A CITIZENS WATCHDOG COMMITTEE CONSENT AGENDAS

8. Regular Meeting Minutes of January 10, 2018

On order of Vice Chairperson Elias, and there being no objection, the Committee of the Whole deferred the Regular Meeting minutes of January 10, 2018.

2000 MEASURE A CITIZENS WATCHDOG COMMITTEE REGULAR AGENDA

There were no items for the 2000 Measure A Citizens Watchdog Committee Regular Agenda.

CITIZENS ADVISORY COMMITTEE REGULAR AGENDA

9. Formulation of a Joint Development Replacement Parking Policy

Ron Golem, Deputy Director of Real Estate, and Jessie O'Malley Solis, Senior Real Estate Agent, provided the staff report and a presentation entitled "Joint Development Replacement Parking," highlighting: 1) Agenda; 2) Park & Ride Utilization, and; 3) Benefits of Transit-Oriented Development.

The Agenda was taken out of order.

4. <u>Committee Staff Report (Continued)</u>

The Committee recognized retiring Member Charlotte Powers for her exemplary service to the CAC/CWC, the VTA Board of Directors, and the community.

Member Powers expressed her appreciation to her colleagues on the Committee and thanked the VTA organization.

9. Formulation of a Joint Development Replacement Parking Policy (Continued)

Mr. Golem and Ms. Solis continued their presentation entitled "Joint Development Replacement Parking," highlighting: 1) Study Analysis; 2) Ridership and Revenue Impacts; 3) Estimated Transit Ridership by Replacement Parking Scenario; 4) Estimated Net Annual Revenue to VTA, by Replacement Parking Scenario; 5) Replacement Parking Policy Considerations; 6) Parking Demand Forecast; 7) Best Practice Transportation Demand Management (TDM); 8) Station-Level Replacement Parking Analysis, and 9) Discussion.

Some Members of the Committee expressed the following concerns: 1) reduction in parking will cause further congestion; 2) reduction of parking around SAP Center; and 3) selling VTA property, noting it would be difficult to acquire additional property for any future light rail expansion.

Staff commented VTA's goal is long term ground leasing of properties to maximize the long term financial benefits.

Members of the Committee and staff discussed the following: 1) type and scale of development; 2) consideration of autonomous vehicles and other modes of transportation (bikes, pedestrian, etc.); 3) fully leveraging density for parking replacement locations; 4) importance of Diridon Station planning efforts to improve transportation connections; 5) importance of community outreach to educate the public and obtain stakeholder input; 6) goal should be to increase VTA revenue and ridership by increasing density at the site; and 7) importance of closely working with the cities, developers, and the community.

On order of Vice Chairperson Elias and there being no objection, the Committee of the Whole received a report on the Formulation of a Joint Development Replacement Parking Policy.

10. 2016 Measure B Update

Jane Shinn, Senior Management Analyst, provided a verbal report and a presentation entitled "2016 Measure B Update," highlighting the following: 1) Status of Lawsuit; 2) Sales Tax Receipts; 3) Local Streets & Roads; 4) BART Phase II; 5) Bicycle/Pedestrian; 6) Caltrain Grade Separation; 7) Caltrain Corridor Capacity Improvements; 8) Highway Interchanges; 9) County Expressways; 10) SR 85 Corridor; 11) Transit Operations, and; 12) Complete Streets Reporting Requirements.

Members of the Committee and staff discussed the following: 1) Next Network implementation; 2) status of the innovative mobility for seniors, and; 3) potential adjustments to service levels due to the delay of 2016 Measure B funding.

On order of Vice Chairperson Elias and there being no objection, the Committee of the Whole received the 2016 Measure B Update.

11. <u>Potential Amendments to the Citizens Advisory Committee (CAC) Bylaws to Modify the Committee Membership Structure Recommended by the CAC Membership Composition Subcommittee</u>

Member Tebo provided an overview of highlights of the last meeting and a handout entitled "VTA Citizens Advisory Committee (CAC) Potential Amendments to Membership Structure Discussion." He stated the CAC Membership Composition Subcommittee was established to review the existing CAC membership structure to determine if it is optimally configured to best represent the Board of Directors and citizens of Santa Clara County.

Members of the Committee discussed the following: 1) suggested outreach efforts and networking to solicit interested applicants; 2) importance of rural area representation for Morgan Hill and Gilroy; 3) noted that term limits would begin in June and elections take place in January; 4) expressed support for two consecutive terms, noting a member could be reappointed after a one year absence from the committee; 5) including a social services representative, and; 6) noted the importance of strengthening bi-lateral communication.

Mr. Quigley expressed thanks to the CAC Membership Composition Subcommittee for their efforts. He stated all Committee input will be considered and staff will be returning with a recommendation soon.

On order of Vice Chairperson Elias and there being no objection, the Committee of the Whole reviewed and discussed potential amendments to the Citizens Advisory Committee (CAC) bylaws to modify the committee membership structure recommended by the CAC Membership Composition Subcommittee.

COMBINED CAC AND CITIZENS WATCHDOG COMMITTEE ITEMS

12. <u>Citizens Advisory Committee and Citizens Watchdog Committee Work Plans</u>

Members of the Committee reached a general consensus that quarterly attendance reports could now be consolidated into one annual attendance report.

Member Tebo requested an update on the completion of tasks for the El Camino Real Rapid Transit (ECRRT) Policy Advisory Board.

Member Tebo queried about grade separation safety improvements in South County.

On order of Vice Chairperson Elias and there being no objection, the Committee of the Whole reviewed the Citizens Advisory Committee and Citizens Watchdog Committee Work Plans.

OTHER

13. ANNOUNCEMENTS

Member Wadler announced the Almaden Cycle Touring Club (ACTC) Academy begins on February 24, 2018.

14. ADJOURNMENT

On order of Vice Chairperson Elias and there being no objection, the meeting was adjourned at 6:05 p.m.

Respectfully submitted,

Anita McGraw, Board Assistant VTA Office of the Board Secretary



BICYCLE & PEDESTRIAN ADVISORY COMMITTEE

Wednesday, February 7, 2018

NOTICE OF CANCELLATION

NOTICE IS HEREBY GIVEN that the Santa Clara Valley Transportation Authority Bicycle & Pedestrian Advisory Committee meeting scheduled for Wednesday, February 7, 2018, at 6:30 p.m. has been cancelled.

The next regular meeting of the Santa Clara Valley Transportation Authority Bicycle & Pedestrian Advisory Committee is scheduled for Wednesday, March 7, 2018, at 6:30 p.m. held at VTA River Oaks Campus, Conference Room B-106, 3331 North First Street, San José, California.

Michael Diaresco, Board Assistant VTA Office of the Board Secretary



Policy Advisory Committee

Thursday, February 8, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Policy Advisory Committee (PAC) was called to order at 4:05 p.m. by Chairperson Miller in Conference Room B-106, Valley Transportation Authority (VTA), 3331 North First Street, San José, California.

1. ROLL CALL

Attendee Name	Title	Status
Susan Landry	City of Campbell	Absent
Rich Waterman (Alternate)	City of Campbell	Absent
Rod Sinks	City of Cupertino	Present
Steven Scharf (Alternate)	City of Cupertino	n/a
Daniel Harney	City of Gilroy	Present
Cat Tucker (Alternate)	City of Gilroy	n/a
Lynette Lee Eng	City of Los Altos	Present
Jeannie Bruins (Alternate)	City of Los Altos	Present
Michelle Wu	Town of Los Altos Hills	Present
Gary Waldeck (Alternate)	Town of Los Altos Hills	n/a
Rob Rennie	Town of Los Gatos	Present
Marico Sayoc (Alternate)	Town of Los Gatos	n/a
Vacant	City of Milpitas	n/a
Vacant (Alternate)	City of Milpitas	n/a
Marshall Anstandig	City of Monte Sereno	Absent
Evert Wolsheimer (Alternate)	City of Monte Sereno	Absent
Rich Constantine	City of Morgan Hill	Present
Rene Spring (Alternate)	City of Morgan Hill	n/a
Lenny Siegel	City of Mountain View	Present
Margaret Abe-Koga (Alternate)	City of Mountain View	n/a
Liz Kniss	City of Palo Alto	Present
Cory Wolbach (Alternate)	City of Palo Alto	n/a
Magdalena Carrasco	City of San Jose	Present
Vacant (Alternate)	City of San Jose	n/a
Kathy Watanabe	City of Santa Clara	Absent
Patrick Kolstad (Alternate)	City of Santa Clara	Absent
Howard Miller	City of Saratoga	Present
Rishi Kumar (Alternate)	City of Saratoga	n/a
Glenn Hendricks	City of Sunnyvale	Present
Nancy Smith (Alternate)	City of Sunnyvale	n/a
Mike Wasserman	SCC Board of Supervisors	Absent

A quorum was not present and a Committee of the Whole was declared.

2. ORDERS OF THE DAY

There were no Orders of the Day.

3. PUBLIC PRESENTATIONS

There were no Public Presentations.

4. <u>Committee Staff Report</u>

Jim Lawson, Director of Government & Public Relations and Staff Liaison, provided a brief report, highlighting the following: 1) a summary of actions taken by the VTA Board of Directors (Board) at the February 1, 2018, meeting; 2) VTA's BART Silicon Valley project update; and 3) VTA Light Rail Rodeo on March 31, 2018.

Member Siegel arrived and took his seat at 4:08 p.m. and a quorum was established.

Member Wu arrived and took her seat 4:09 p.m.

5. Chairperson's Report

Chairperson Miller provided a brief report, highlighting the following: 1) overview of Committee purpose; and 2) Member Hendricks will represent PAC on the Ad Hoc Financial Stability Committee.

Member Carrasco arrived and took her seat at 4:13 pm.

CONSENT AGENDA

6. Regular Meeting Minutes of January 11, 2018

M/S/C (Hendricks/Lee Eng) to approve the Regular Meeting Minutes of January 11, 2018.

RESULT: Approved – Agenda Item #6

MOVER: Member Hendricks **SECONDER:** Member Lee Eng

AYES: Anstandig, Carrasco, Constantine, Harney, Hendricks, Lee Eng, Miller,

Rennie, Siegel, Sinks, Watanabe, Wu

NOES: None

ABSENT: Kniss, Landry, Wasserman

REGULAR AGENDA

7. <u>City of Saratoga - Prospect Road Complete Streets</u>

Marcella Rensi, Deputy Director of Programming and Construction Management, provided a brief report.

M/S/C (Hendricks/Constantine) to recommend that the VTA Board of Directors reprogram \$1,070,000 in One Bay Area Grant 2 funds to the City of Saratoga's Prospect Road Complete Streets Project.

RESULT: Approved – Agenda Item #6

MOVER: Member Hendricks **SECONDER:** Member Constantine

AYES: Anstandig, Carrasco, Constantine, Harney, Hendricks, Lee Eng, Miller,

Rennie, Siegel, Sinks, Watanabe, Wu

NOES: None

ABSENT: Kniss, Landry, Wasserman

8. <u>Update on SB 743 and Level of Service (LOS) to Vehicle-Miles-Traveled (VMT) Transition</u>

Rob Swierk, Principal Transportation Planner, provided a presentation entitled "Update on SB 743 and LOS-to-VMT Transition," highlighting: 1) Background LOS and VMT; 2) Background: VTA Guidance on LOS Analysis; 3) Transportation Analysis of Development Projects; 4) Senate Bill 743 - Overview; 5) SB 743 - CMP and Local Practice; 6) VTA Perspective on SB 743; 7) VTA Activities to Date on SB 743; 8) VTA's Goals and Objective for LOS-to-VMT Transition; and 9) Next Steps - Near-Term.

Member Kniss arrived and took her seat at 4:26 p.m.

Members of the Committee and staff discussed the following: 1) LOS analysis can be used for information but not as an impact indicator; 2) VTA will provide guidance to local agencies; 3) housing and business developments near transit will be incentivized; and 4) lead agencies will set the threshold for acceptable VMT standard.

Public Comment

Roland Lebrun, Interested Citizen, commented the right kind of transit is needed to be effective.

On order of Chairperson Miller and there being no objection, the Committee received presentation on the latest milestones in the implementation of Senate Bill 743 and the transition from Level of Service (LOS) to Vehicle-Miles-Traveled (VMT) in transportation impact analysis.

9. 2016 Measure B Update

Member Carrasco left the meeting at 4:56 p.m.

Jane Shinn, Senior Management Analyst, provided a presentation entitled "2016 Measure B Update," highlighting the following: 1) Status of Lawsuit; 2) Sales Tax Receipts; 3) Local Streets & Roads; 4) BART Phase II; 5) Bicycle/Pedestrian; 6) Caltrain Grade Separation; 7) Caltrain Corridor Capacity Improvements; 8) Highway Interchanges; 9) County Expressways; 10) State Route 85 Corridor; 11) Transit Operations; and 12) Complete Streets Reporting Requirements.

Discussion ensued on the process for distributing money when the lawsuit is settled.

Public Comment

Mr. Lebrun made the following comments: 1) inquired about what happens if the lawsuit does not end in VTA's favor; 2) suggested VTA rescind 2016 Measure B and return to the voters with amended ballot language; and 3) South County Caltrain service.

Member Rennie inquired about a rail project that may potentially connect to the coast.

On order of Chairperson Miller and there being no objection, the Committee received the 2016 Measure B update.

10. Formulation of a Joint Development Replacement Parking Policy

Ron Golem, Deputy Director of Real Estate, provided a presentation entitled "Joint Development Replacement Parking," highlighting the following: 1) Park & Ride Utilization; 2) Benefits of Transit-Oriented Development; 3) Study Analysis; 4) Ridership and Revenue Impacts; 5) Estimated Transit Ridership by Replacement Parking Scenario; 6) Estimated Net Annual Revenue to VTA, by Replacement Park Scenario; 7) Replacement Parking Policy Considerations; 8) Parking Demand Forecast; 9) Best Practice Transportation Demand Management (TDM); and 10) Station-Level Replacement Parking Analysis.

Member Kniss left the meeting at 5:35 p.m.

Members of the Committee and staff discussed the following: 1) the need to find effective ways to encourage ridersharing to reduce parking needs; 2) encouraging developments that require less parking; 3) looking at anticipated parking demands specific for Santa Clara County in the future; 4) building job sites close to transit; 5) making sure parking includes multi-modal access including different vehicles in the future; 6) using value capture approach; and 7) parking for transit users.

Public Comment

Mr. Lebrun commented on the parking situation at some VTA lots.

Vice Chairperson Sinks left the meeting at 5:55 p.m.

On order of Chairperson Miller and there being no objection, the Committee received information on future framework for replacement parking policy.

OTHER

11. PAC Work Plan

On order of Chairperson Miller and there being no objection, the Committee reviewed the PAC Work Plan.

12. ANNOUNCEMENTS

There were no Announcements.

13. ADJOURNMENT

On order of Chairperson Miller and there being no objection, the Committee meeting was adjourned at 5:57 p.m.

Respectfully submitted,

Thalia Young, Board Assistant VTA Office of the Board Secretary



Eastridge to BART Regional Connector Policy Advisory Board

Tuesday, February 20, 2018

MINUTES

CALL TO ORDER

The Regular Meeting of the Eastridge to BART Regional Connector Policy Advisory Board was called to order at 10:08 a.m. by Chairperson Cortese in Isaac Newton Senter Auditorium, County Government Center, San Jose, California.

1. ROLL CALL

Attendee Name	Title	Status
Sylvia Arenas	Member	Absent
Magdalena Carrasco	Vice Chairperson	Present
Cindy Chavez	Member	Present
David Cortese	Chairperson	Present

A quorum was present.

2. PUBLIC PRESENTATIONS

There were no Public Presentations.

3. ORDERS OF THE DAY

There were no Orders of the Day.

CONSENT AGENDA

4. Regular Meeting Minutes of December 7, 2017

M/S/C (Carrasco/Chavez) to approve the Regular Meeting Minutes of December 7, 2017.

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

5. 2018 Eastridge to BART Regional Connector Policy Advisory Board Meeting Schedule

M/S/C (Carrasco/Chavez) to approve the 2018 Eastridge to BART Regional Connector Policy Advisory Board Meeting Schedule.

RESULT: APPROVED [UNANIMOUS] – Agenda Item #4-5

MOVER: Magdalena Carrasco, Vice Chairperson

SECONDER: Cindy Chavez, Member **AYES:** Carrasco, Chavez, Cortese

NOES: None ABSENT: Arenas

REGULAR AGENDA

6. Eastridge to BART Regional Connector, Capitol Expressway LRT Extension Financing Status Update

Jim Lawson, Government Affairs Director & Executive Policy Advisor, provided an overview of highlights of the last meeting.

Ken Ronsee, Deputy Director, Construction, Engineering and Transportation, provided the staff report highlighting the following possible financing alternatives: 1) reduce project contingency; 2) pursue federal funding; 3) increase amount for Regional Measure 3 (RM3) funding; 4) other grant funds; 5) 2000 Measure A, and; 6) recommendation for proposed project funding.

Mr. Lawson added, should the Committee recommend, the VTA Board would be asked to make a budget adjustment in the July/August timeframe by precluding those savings from the BART extension.

Members of the Committee and staff discussed the following: 1) budget cycle timeline, and; 2) request the Board to formally adopt the funding plan for the EBRC – Capitol Expressway Light Rail Project (LRT).

Public Comment

Roland Lebrun, Interested Citizen, provided the following comments: 1) advocated for a future light rail extension along Capitol Expressway eventually connecting to the existing Capitol LRT station; 2) expressed concern on the high project costs and commented it is an irresponsible use of Measure A funds; 3) lack of South County project prioritization, and; 4) suggested prioritizing projects in terms of congestion management relief.

Member Chavez noted the Committee's general direction is to request the following: 1) include in the March 21, 2018 staff report the prior Board's actions, which prioritized

the project, and; 2) bring this item to the Board, including the associated budget amendment, earlier than the normal budget schedule.

On Order of Chairperson Cortese, and there being no objection, the Committee received the Eastridge to BART Regional Connector, Capitol Expressway LRT Extension Financing Status Update.

7. Pedestrian Overcrossing at Story Road

Mr. Ronsee provided a verbal report and a handout entitled "Eastridge to BART Regional Connector Capitol Expressway Light Rail Project," highlighting: 1) Simulated Aerial View of Story Station; 2) Story Station Pedestrian Bridge Elevation/Story Station Simulated Top View, and; 3) Outrigger Bents Typical/Bridge Over Story Road.

Committee Members and staff discussed the following: 1) encouraged adding architectural creativity and nuances for a pedestrian bridge the community can be proud of; 2) integration of community input; 3) would like to see early draft of renderings focused on community input; 4) community outreach may begin in the spring and summer of 2018, and; 5) coordinate community outreach efforts with affected local municipality districts.

On Order of Chairperson Cortese, and there being no objection, the Committee received a report on the Pedestrian Overcrossing at Story Road.

OTHER

8. <u>ANNOUNCEMENTS</u>

There were no Announcements.

9. <u>ADJOURNMENT</u>

On order of Chairperson Cortese and there being no objection, the meeting adjourned at 10:55 a.m.

Respectfully submitted,

Anita McGraw, Board Assistant VTA Office of the Board Secretary

Caltrain JPB Meeting Summary

At its March 1, 2018 meeting, the Caltrain JPB:

- Received the monthly report from the Executive Director on Financial Dashboard as well as the
 Peninsula Corridor Electrification Project Quarterly Report. The monthly progress report on the
 Peninsula Corridor Electrification Project (PCEP) provided an overview of the PCEP and provided
 funding partners, stakeholders, and the public an overall update on the progress of the project. An update
 on the City of Atherton pole heights design was also provided.
- Approved an award to contract WABTEC Railway Electronics for completion of the Positive Train Control (PTC) Project that includes:
 - 1. Approval of a contract with Wabtec Railway Electronics, Inc. (Wabtec), in an amount not to exceed \$45,012,123, to complete the JPB's Positive Train Control (PTC) System.
 - 2. Establishment of a contract contingency of 10% and authorize the Executive Director to approve change orders up to the contingency amount.
 - 3. Authorization of the Executive Director or his designee to execute the contract in a form approved by legal counsel, with full implementation of the agreed upon Funding Partners' Oversight Protocol including monthly reports to the Board.
- Authorized the Executive Director, or his designee, to:
 - 1. File an application for up to \$3,095,100 from the San Mateo County Transportation Authority (TA) and/or the San Mateo City/County Association of Governments (C/CAG) for San Mateo County Shuttle Program funds;
 - 2. Commit up to \$2,242,000 in matching funds, if required, for the Caltrain shuttle program, with the funding sources to be identified through the annual JPB operating budget process; and
 - 3. Execute a two-year funding agreement and take any other actions necessary for the purpose of obtaining grant funding through the TA and/or C/CAG for the operation of Caltrain shuttles in San Mateo County.
- Received an update from staff regarding the planning activities for the San Jose Diridon Station. The San Jose Diridon Station is a major transit hub located within downtown San Jose, the nation's 10th largest city. It is a historic train depot with not only Caltrain transit service but also service provided by Amtrak long distance, Capitol Corridor Joint Powers Authority (CCJPA), Altamont Commuter Express (ACE), and VTA light rail and bus service. The JPB is the owner of the historic station depot, the Caltrain parking lots, the area of the bus loop, and the tracks and platforms. As the landowner, the JPB has a vested stake in the planning process not just for potential shaping of the station itself, but also with the surrounding area development.

The Caltrain JPB will next meet on
April 5, 2018, at 10 a.m.
San Mateo County Transit District Administrative Building
Bacciocco Auditorium, 2nd Floor, 1250 San Carlos Avenue, San Carlos, CA 94070

Capitol Corridor Joint Powers Authority (CCJPA) Board Summary Notes

At its February 14, 2018, meeting, held at the Suisun City Council Chambers (701 Civic Center Drive, Suisun City, CA), (in addition two public conference calls were held at locations listed below):

Santa Clara Valley Transportation Authority
3331 No. First Street, Conf. Room B-106
San Jose, CA
Placer County Transportation Planning Agency
299 Nevada Street
Auburn, CA

- Approved a budget not to exceed \$250,000 for the next (third) phase of enhancements to the CCJPA business intelligence tools, using operations data collected on the Capitol Corridor service.
- Authorized the CCJPA Executive Director or her designee to execute agreements to receive the grant funds for the CCJPA Alviso Wetland Railroad Adaptation Alternatives Study.
- Approved a revised budget of \$192,000 to advance Phase 2 of the development of the California Integrated Travel Program (ITP) and authorizes the CCJPA Executive Director or her designee to enter into the necessary agreements to complete Phase 2 of the California ITP.
- Approved the adoption of the CCJPA FY 2018-19 FY 2019-20 Business Plan Update and submit a copy of the Business Plan Update to the Secretary of CalSTA.
- Authorized the CCJPA Executive Director to submit a letter(s) of support or opposition for actions
 relating to the proposed legislative matters affecting Capitol Corridor Service, including modifications
 as provided by the CCJPA Board.
- Received an update on the CCJPA's Capital Program including infrastructure projects and the delivery of new rail vehicles for the Capitol Corridor service.
- Received an update on CCJPA applications for new SB1 fund sources. Starting in 2018, new transportation funds from enacted Senate Bill 1, known as the Road Repair and Accountability Act, is projected to provide an average of \$5.2 billion annually to support improvements to the state's transportation network. Sources of funding that are directly and indirectly available to the CCJPA and the CCJPA's status as to submittal against the eligible SB1 funds are as follows:
 - *State Rail Assistance:* The CCJPA can directly apply for up to approximately \$13.15 million over the first three years of the SRA allocation program (FY 18 FY 20). SRA applications were submitted on December 15, 2017.
 - Transit and Intercity Rail Capital Program (TICRP): The CCJPA can also directly apply for TICRP funds. The CCJPA submitted an overall project which was consistent with key goals of the fund which are to expand and improve rail service to increase ridership and integrate the rail service of the state's various rail operations, including integration with the high-speed rail system. Funding under the TIRCP for the first time, for a programming period over five (5) years. The TIRCP applications was submitted on the deadline date of January 12, 2018.

Next meeting will take place at 10 a.m., April 18, 2018 at City Council Chambers, Suisun City Hall, 701 Civic Center Blvd, Suisun City, CA.