

BOARD OF DIRECTORS MEETING

Thursday, December 6, 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 5:34 p.m. in the Board of Supervisors' Chambers, County Government Center, 70 West Hedding Street, San José, 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	Present
Lan Diep	Board Member	Absent
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
Howard Miller	Alternate Board Member	Present
Bob Nuñez	Board Member	Present
Teresa O'Neill	Vice Chairperson	Present
Raul Peralez	Board Member	Present
Rob Rennie	Board Member	Present
Ken Yeager	Board Member	Present

* 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. Elect Board Chairperson and Vice Chairperson for 2019

Chairperson Liccardo indicated a letter of interest was received from Vice Chairperson Teresa O'Neill to serve as Chairperson for 2019.

M/S (Chavez/Peralez) to nominate Teresa O'Neill to serve as Chairperson for 2019.

M/S/C (Chavez/McAlister) to close nominations for Chairperson for 2019.

M/S/C (Chavez/Peralez) to elect Teresa O'Neill as Chairperson for 2019.

RESULT:	ELECTED 2019 CHAIRPERSON [UNANIMOUS] – Agenda Item #1.3
MOVER:	Cindy Chavez, Board Member
SECONDER:	Raul Peralez, Board Member
AYES:	Carr, Chavez, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	Diep, Jones

Board Member Jones and Alternate Board Member Davis arrived at the meeting and took their seats at 5:38 p.m.

Chairperson Liccardo indicated a letter of interest was received from Board Member Cindy Chavez to serve as Vice Chairperson for 2019.

M/S (O'Neill/Peralez) to nominate Cindy Chavez to serve as Vice Chairperson for 2019.

M/S/C (McAlister/Carr) to close nominations and elect Cindy Chavez as Vice Chairperson for 2019.

RESULT:	ELECTED 2019 VICE CHAIRPERSON [UNANIMOUS] – Agenda Item #1.3
MOVER:	John McAlister, Board Member
SECONDER:	Larry Carr, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

NOTE: M/S/ MEANS MOTION SECONDED

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

1.4. Orders of the Day

Chairperson Liccardo noted the Addendum to the Agenda, **Item #5.5.X.**, Ad Hoc Financial Stability Committee Recommendations.

Chairperson Liccardo noted Staff's request to: 1) Hear the Policy-related items together, **Items #7.1** through **#7.3.**; and 2) Defer Closed Session Agenda Items **#9.1.B.**, Conference with Legal Counsel – Existing Litigation; and **#9.1.C.**, Conference with Real Property Negotiators.

Chairperson Liccardo requested deferring **Agenda Item #7.2.**, VTA Land Use and Development Review Policy, to the January 10, 2019, Board meeting.

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

RESULT:	ACCEPTED [UNANIMOUS] – Agenda Item #1.4
MOVER:	Raul Peralez, Board Member
SECONDER:	Dev Davis, Alternate Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

2. AWARDS AND COMMENDATION

2.1. Retiree's Recognition December 2018

The Board recognized the following retirees for their distinguished public service with VTA: Russell Anderson, Supervising Maintenance Instructor; and Carmelo Gallo, Coach Operator.

The following retirees were unable to attend, but were acknowledged for their distinguished service: Pamela Pope, Bus Dispatcher; and Mansoorali Hudda, Deputy Director of Accounting.

2.2. Above and Beyond Award

The Board recognized the Customer Service Department and Cerone Bus Yard for their exceptional generosity in collecting donations for the Holiday Food Drive. Jennifer Stanislaus, Transportation Superintendent, and Mimi Nguyen, Office & Timekeeping Tech, received the commendation on behalf of the Cerone Bus Yard. Lucas Perez, Customer Service Supervisor received the award on behalf of the Customer Service Department.

2.3. 2018 Outgoing Board Member Resolution

The Board recognized outgoing Board Member Ken Yeager for his leadership and outstanding service to VTA.

M/S/C (Carr/Nunez) to adopt **Resolution No. 2018.12.26** of Appreciation for outgoing VTA Board Member Ken Yeager.

RESULT:	ADOPTED [UNANIMOUS] – Agenda Item #2.3
MOVER:	Larry Carr, Board Member
SECONDER:	Bob Nunez, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

3. PUBLIC COMMENT

Adina Levin, Friends of Caltrain, expressed appreciation for the outstanding work Board Member Yeager accomplished as a Caltrain Board Member.

Roland Lebrun, Interested Citizen, noted safety issues on light rail platforms. He also suggested discontinuing service for Bus Line 180, and transfer its resources to improve service of Line 181.

John Courtney, Amalgamated Transit Union (ATU) Local 265, expressed concern about the slow rate of the ongoing union negotiations and demanded fair wage for VTA employees.

Terry Russell, ATU Local 265, enumerated the great work done by ATU Local 265 members, and demanded to get properly compensated.

Haniet Bourshrockn, Service Employees International Union (SEIU) Local 521, expressed concern about the slow pace of the negotiations.

Tammy Dhanota, SEIU Local 521, expressed concern about the unequal treatment of employees regarding compensation and demanded fair wage for VTA employees.

Blair Beekman, Interested Citizen, commented that the City of Los Angeles is receiving a lot of transit funding.

4. PUBLIC HEARINGS

There were no Public Hearings.

5. COMMITTEE REPORTS

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

Chairperson Liccardo noted the CAC Chairperson's Report was included in the Board Members' reading folders and placed on the public table.

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

Howard Miller, PAC Chairperson, provided a report on the items discussed at the November 8, 2018, PAC meeting.,

5.3. Standing Committee Chairpersons' Report

Congestion Management Program and Planning (CMPP) Committee Chairperson Khamis provided a report on the items discussed at the November 15, 2018, CMPP Committee meeting.

Safety, Security, and Transit Planning & Operations (SSTPO) Committee Chairperson Chavez provided a report on the items discussed at the November 16, 2018, SSTPO Committee meeting.

Capital Program Committee (CPC) Committee Chairperson Carr provided a report on the items discussed at the November 30, 2018, CPC meeting.

5.4. Policy Advisory Board (PAB) Chairpersons' Report

Chairperson Liccardo noted the Eastridge to Bay Area Rapid Transit (BART) Regional Connector PAB Chairperson's Report was included in the Board Members' reading folders and placed on the public table.

5.5. Ad Hoc Financial Stability Committee Chairperson's Report

Ad Hoc Financial Stability Committee Chairperson Bruins provided a report on the items discussed at the November 16, 2018, Ad Hoc Financial Stability (AHFS) Committee meeting.

5.5.X Ad Hoc Financial Stability Committee Recommendations

AHFS Chair and Ex-Officio Board Member Bruins provided a presentation entitled "Ad Hoc Financial Stability Committee Recommendations," highlighting the following: 1) VTA's structural deficit; 2) Ad Hoc Financial Stability Committee process; 3) Committee recommendations; and 4) Deficit reduction measures.

Public Comments

Eugene Bradley, Silicon Valley Transit Users, expressed concern about the AHFS Committee recommendation, noting that the plan will eliminate a lot of bus service. He also suggested adding lanes along Lawrence Expressway.

Asn Ndiaye, Working Partnerships USA, suggested ways to generate additional funding for VTA.

Ms. Levin suggested resolving the structural issues, and revisit capital projects to improve transit service.

Mr. Beekman expressed concern about the disruption in transportation.

Mr. Lebrun expressed support for the recommendations of the AHFS Committee. He provided suggestions to address station parking issues, increase in ridership and joint development opportunities.

Members of the Board provided the following suggestions: 1) to come back to the Board with a work plan and a process to address funding issues; 2) create partnerships with private companies; 3) explore capital funds to improve transit service; and 4) look at the transportation needs of the public.

M/S/C (Khamis/Chavez) to a) approve the proposed mitigation measures; b) initiate various policy discussions to address VTA's structural deficit and promote long-term financial stability; and c) direct staff to further examine opportunities to increase or diversify VTA's funding base, reduce costs, and improve operating efficiencies. Further, directed staff to come back to the Board with a work plan and a process, and to dissolve the AHFS Committee.

RESULT:	APPROVED – Agenda Item #5.5.X
MOVER:	Cindy Chavez, Board Member
SECONDER:	Johnny Khamis, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

6. CONSENT AGENDA

Chairperson Liccardo requested removing the following agenda items from consent and place on the regular agenda:

- **Agenda Item #6.9.**, Bay Area Rapid Transit (BART) Silicon Valley Phase II Final Relocation Plan;
- **Agenda Item #6.10.**, State Route (SR) 87 Technology Corridor Study Report;
- **Agenda Item #6.11.**, North San Jose Deficiency Plan Update, be removed from the Consent Agenda and placed on the Regular Agenda for discussion.

Chairperson Liccardo noted his recusal on **Agenda Item #6.4.**, Amendment of Existing Contract for Economic Analysis and Planning Services with BAE Urban Economics.

Board Member McAlister requested removing the following agenda items from consent and place on the regular agenda:

- **Agenda Item #6.5.**, Construction of the Overhead Catenary System (OCS) Rehabilitation Phase 2 Contract (C18148F);
- **Agenda Item #6.6.**, Mathilda Avenue Improvements at SR 237 and US 101 – Construction Contract Award; and
- **Agenda Item #6.7.**, Silicon Valley Express Lanes Phase 3 – Construction Contract Award (C18081), be removed from the Consent Agenda and placed on the Regular Agenda for discussion.

6.1. Board of Directors Regular Meeting Minutes of November 1, 2018

M/S/C (Chavez/Khamis) to approve the Board of Directors Regular Meeting Minutes of November 1, 2018.

6.2. Comprehensive Annual Financial Report (CAFR) for Santa Clara Valley Transportation Authority (VTA), and the Financial Reports for Amalgamated Transit Union (ATU) Pension Plan and Retirees' Other Post Employee Benefits (OPEB) Trust (both referred to as Trusts) for Fiscal Year 2018

M/S/C (Chavez/Khamis) to review and receive the audited Comprehensive Annual Financial Report (CAFR) for Santa Clara Valley Transportation Authority (VTA), and the Financial Reports for Amalgamated Transit Union (ATU) Pension Plan and Retirees' Other Post Employee Benefits (OPEB) Trust (both referred to as Trusts) for Fiscal Year 2018.

6.3. U.S Bank Contract for Purchase Card Services Program

M/S/C (Chavez/Khamis) to authorize the General Manager to extend the term of the existing Contract No. VTA14-070-P03 with U.S Bank for Purchase Card Services Program an additional two years.

6.4. Amendment to Existing Contract for Economic Analysis and Planning Services with BAE Urban Economics

M/S/C (Chavez/Khamis) on a vote of 11 ayes to 0 noes to 1 recusal to authorize the General Manager to execute a contract amendment with BAE Urban Economics, Inc. ("BAE") in an amount up to \$400,000 for a total contract amount of up to \$830,000 for economic and development advisory services related to the Joint Development program. Chairperson Liccardo recused.

RESULT: APPROVED – Consent Agenda Item #6.4
MOVER: Cindy Chavez, Board Member
SECONDER: Johnny Khamis, Board Member
AYES: Carr, Chavez, Davis, Jones, Khamis, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES: None
ABSENT: None
RECUSED: Liccardo

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

Authorize the General Manager to execute a contract with Balfour Beatty Infrastructure, Inc., the only responsive and responsible bidder, in the amount of \$4,539,883 for the construction of the Overhead Catenary System (OCS) Rehabilitation Phase 2 Contract (C18148F); and increase the available contract change authority to 25% or \$1,134,971 over the contract amount for a total contract not to exceed \$5,674,854.

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

Authorize the General Manager to execute a contract with Ghilotti Construction Company, Inc., the lowest responsive and responsible bidder, in an amount of \$26,625,815.50 for the construction of the Mathilda Avenue Improvements at US 101 and SR 237 Project (Project).

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

Authorize the General Manager to execute a contract with FBD Vanguard Construction, Inc., the lowest responsive and responsible bidder, in an amount of \$23,472,991.30 for the construction of the Silicon Valley Express Lanes Phase 3 Project (Phase 3 Project).

6.8. Vehicle Emissions Reductions Based at Schools (VERBS) Cycle 3-Supplement Program of Projects

M/S/C (Chavez/Khamis) to 1) Approve a program of projects for the Vehicle Emissions Reductions Based at Schools (VERBS) Cycle 3 Program; and 2) Reprogram \$1,000,000 from the City of Los Altos *Miramonte Avenue Bicycle and Pedestrian Access Improvements* project if, by January 31, 2019, the City of Los Altos is unable to proceed with the Miramonte Avenue original project scope approved by the VTA Board of Directors.

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

Adopt a Resolution approving and adopting the Final Relocation Plan for the BART Silicon Valley Phase II Extension Project.

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

Receive State Route 87 Technology Corridor Study Report.

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

Receive North San Jose Deficiency Plan Update.

RESULT:	APPROVED – Consent Agenda Items #6.1-6.3, and 6.8
MOVER:	Cindy Chavez, Board Member
SECONDER:	Johnny Khamis, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

7. REGULAR AGENDA

Administration and Finance Committee

Agenda Items #7.1 and 7.3 were heard together.

7.1. Station Access Policy for VTA

7.3. VTA Transit-Oriented Development (TOD) Parking Policy

Chris Augenstein, Director of Planning and Programming, provided a presentation entitled “VTA Station Access, Land Use & Development Review, and Transit-Oriented Development (TOD) Parking Policy,” highlighting the following: 1) Policy consistency; 2) Station access policy; 3) Land use and development review policy; 4) TOD parking policy; and 5) Staff recommendations.

Members of the Board provided the following comments: 1) application of the policy on rural areas; 2) customize each station depending on the need of its location; and 3) work with staff to improve mobility.

Public Comment

Mr. Lebrun noted that the Cottle station light rail parking is always full, but is not being utilized for transit. He suggested entering into an agreement with Kaiser Permanente in that area.

7.1. M/S/C (Khamis/Nunez) to adopt a Station Access Policy for VTA.

RESULT:	ADOPTED [UNANIMOUS] – Agenda Item #7.1
MOVER:	Johnny Khamis, Board Member
SECONDER:	Bob Nunez, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

7.3. M/S/C (Khamis/Nunez) to approve the addition of a new section to the Santa Clara Valley Transportation Authority (VTA) Joint Development (JD) Policy Guidance Documents, for a Transit-Oriented Development (TOD) Parking Policy as described in Attachment A, that sets forth guiding principles and implementation strategies for how VTA should address parking for TOD projects at VTA transit stations and facilities, as well as privately developed TOD on adjacent sites.

RESULT:	APPROVED [UNANIMOUS] – Agenda Item #7.3
MOVER:	Johnny Khamis, Board Member
SECONDER:	Bob Nunez, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

7.2. (Deferred to the January 10, 2019 Board Meeting.)

Approve the VTA Land Use and Development Review Policy.

7.4. Silicon Valley Express Lanes Program Toll Ordinance – Adoption

A Member of the Board expressed concern about the use of collected revenue, noting that it should be made flexible for other expenditures.

M/S/C (Khamis/Nunez) on a vote of 11 ayes to 1 no to consider and adopt Ordinance No. 2018.01, “Ordinance for Administration of Tolls and Enforcement of Toll Violations for Silicon Valley Express Lanes.”

RESULT:	ADOPTED – Agenda Item #7.4
MOVER:	Johnny Khamis, Board Member
SECONDER:	Bob Nunez, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES:	McAlister
ABSENT:	None

7.5. Fiscal Year 2019 Statement of Revenues and Expenses for the Period Ending September 30, 2018

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

M/S/C (Khamis/Nunez) to review and accept the Fiscal Year 2019 Statement of Revenues and Expenses for the period ending September 30, 2018.

RESULT:	ACCEPTED [UNANIMOUS] – Agenda Item #7.5
MOVER:	Johnny Khamis, Board Member
SECONDER:	Bob Nunez, Board Member
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

7.6. VTA’s Funding Sources and Reserves

Ms. Lawson provided a presentation entitled “Funding Sources and Reserves,” highlighting the following: 1) VTA budgeted funds; 2) VTA transit fund; 3) VTA transit operating revenues – FY19 budget (\$467M); 4) 2000 Measure A transit improvement program fund; 5) BART operating sales tax program fund; 6) 2016 Measure B program fund; 7) Congestion Management Program fund; 8) VTP Highway Improvement Program fund; 9) Joint Development Program fund; 10) Silicon Valley Express Lanes Program fund; 11) Terminology – Finance 101; 12) Net position chart; 13) Reserves; 14) Operating reserves; 15) Sales tax stabilization fund; 16) Debt reduction fund; and 17) Historical reserve balances.

On Order of Chairperson Liccardo and there being no objection, the Board of Directors received a presentation on VTA's Funding Sources and Reserves.

6.5. Construction of the OCS Rehabilitation Phase 2 Contract (C18148F)

A Member of the Board and staff briefly discussed cost management and system improvements.

Board Member Khamis left his seat at 8:31 p.m.

M/S/C (McAlister/Davis) on a vote of 10 ayes to 0 noes to 1 recusal to authorize the General Manager to execute a contract with Balfour Beatty Infrastructure, Inc., the only responsive and responsible bidder, in the amount of \$4,539,883 for the construction of the Overhead Catenary System (OCS) Rehabilitation Phase 2 Contract (C18148F); and increase the available contract change authority to 25% or \$1,134,971 over the contract amount for a total contract not to exceed \$5,674,854. Chairperson Liccardo recused.

RESULT: APPROVED – Agenda Item #6.5
MOVER: McAlister, Board Member
SECONDER: Dev Davis, Alternate Board Member
AYES: Carr, Chavez, Davis, Jones, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES: None
ABSENT: Khamis
RECUSED: Liccardo

6.6. Mathilda Avenue Improvements at SR 237 and US 101 – Construction Contract Award

Vice Chairperson O’Neill left her seat at 8:35 p.m.

A Member of the Board and staff briefly discussed improvements on Exit 3A, off of California State Route (SR) 237 to Highway 101, heading north. Staff noted that they will look at mobility regarding Exit 3A and would reach out to Caltrans.

M/S/C (McAlister/Davis) on a vote of 9 ayes to 0 noes to 1 recusal to authorize the General Manager to execute a contract with Ghilotti Construction Company, Inc., the lowest responsive and responsible bidder, in an amount of \$26,625,815.50 for the construction of the Mathilda Avenue Improvements at US 101 and SR 237 Project (Project). Chairperson Liccardo recused.

RESULT: APPROVED – Agenda Item #6.6
MOVER: McAlister, Board Member
SECONDER: Dev Davis, Alternate Board Member
AYES: Carr, Chavez, Davis, Jones, McAlister, Nunez, Peralez, Rennie, Yeager
NOES: None
ABSENT: Khamis, O’Neill
RECUSED: Liccardo

6.7. Silicon Valley Express Lanes Phase 3 – Construction Contract Award (C18081)

M/S/C (McAlister/Davis) on a vote of 9 ayes to 0 noes to 1 recusal to authorize the General Manager to execute a contract with FBD Vanguard Construction, Inc., the lowest responsive and responsible bidder, in an amount of \$23,472,991.30 for the construction of the Silicon Valley Express Lanes Phase 3 Project (Phase 3 Project). Chairperson Liccardo recused.

RESULT: APPROVED – Agenda Item #6.7
MOVER: McAlister, Board Member
SECONDER: Dev Davis, Alternate Board Member
AYES: Carr, Chavez, Davis, Jones, McAlister, Nunez, Peralez, Rennie, Yeager
NOES: None
ABSENT: Khamis, O’Neill
RECUSED: Liccardo

6.9. BART Silicon Valley Phase II Final Relocation Plan

Board Member Khamis and Vice Chairperson O’Neill returned to their seats at 8:38 p.m.

Members of the Board provided the following recommendations: 1) inform affected businesses early in the process; 2) staff to be creative in providing options for small businesses; and 3) use lessons learned from the Bus Rapid Transit project.

Public Comment

Mr. Lebrun provided suggestions for the BART Silicon Valley and light rail along Fourth Street in downtown San Jose.

M/S/C (Khamis/Peralez) to adopt **Resolution No. 2018.12.27** approving and adopting the Final Relocation Plan for the BART Silicon Valley Phase II Extension Project.

RESULT: ADOPTED [UNANIMOUS] – Agenda Item #6.9
MOVER: Johnny Khamis, Board Member
SECONDER: Raul Peralez, Board Member
AYES: Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Peralez, Rennie, Yeager
NOES: None
ABSENT: None

6.10. SR 87 Technology Corridor Study Report

On Order of Chairperson Liccardo and there being no objection, the Board of Directors received State Route 87 Technology Corridor Study Report.

6.11. North San Jose Deficiency Plan Update

Public Comment

Mr. Lebrun suggested including Google property in the study which is located on the other side of SR 237.

Mr. Beekman expressed concern about the traffic congestion in North San Jose.

Robin Roemer, Interested Citizen, expressed concern about the plan and suggested developing a plan that focuses on moving people and not cars.

On Order of Chairperson Liccardo and there being no objection, the Board of Directors received the North San Jose Deficiency Plan Update.

8. OTHER ITEMS

8.1. General Manager Report

Nuria I. Fernandez, General Manager/CEO, provided a 2018 year-in-review, highlighting the following: 1) Stabilizing our financial condition; 2) Defeat of Proposition 6; 3) Safety and security; 4) Ridership moving in a positive direction; 5) Transitioning to electric buses; 6) Highway improvements; 7) BART to Silicon Valley; 8) Congestion management; 9) Lessons learned; and 10) Plans for the future.

A Member of the Board requested information about Eco Pass/SmartPass, and a list of employers who are utilizing the program.

Public Comments

Mr. Beekman expressed the importance of having a balance between private and public transportation.

8.1.A. Government Affairs Update

Steve Palmer, Van Scoyoc Associates, provided a presentation entitled “Federal Update,” that highlighted mid-term election summary and outlook for 2019.

Ms. Fernandez noted the Government Affairs Report was included in the Board Members’ reading folders and placed on the public table.

On Order of Chairperson Liccardo and there being no objection, the Board of Directors received a report from Van Scoyoc Associates and the Government Affairs Update.

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

Dennis Ratcliffe, Deputy Director, SVRT/BART Capital Program, provided a presentation entitled “BART Silicon Valley Program Update,” highlighting: 1) Berryessa project update; 2) Berryessa extension project schedule; 3) VTA/BART Operations and Maintenance (O&M) Agreement status; and 4) Federal Transit Administration (FTA) new starts funding.

Public Comment

Sean Mulligan, Interested Citizen, expressed appreciation for resurrecting the VTA/BART Joint meeting in 2019.

Mr. Lebrun suggested partnering with Google.

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

8.2. Chairperson's Report

Chairperson Liccardo announced that VTA will offer free transit service during the last evening of 2018.

8.2.A. VTA Board of Directors Meeting Schedule for Calendar Year 2019

M/S/C (Chavez/O'Neill) to approve the VTA Board of Directors Meeting Schedule for calendar year 2019.

RESULT:	APPROVED [UNANIMOUS] – Agenda Item #8.2.A
MOVER:	Cindy Chavez, Board Member
SECONDER:	Teresa O'Neill, Vice Chairperson
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O'Neill, Peralez, Rennie, Yeager
NOES:	None
ABSENT:	None

8.3. ITEMS OF CONCERN AND REFERRAL TO ADMINISTRATION

Board Member Khamis referenced memorandum entitled “Referral to Administration – Pertaining to Agenda Item #6.10 – SR 87 Technology Corridor Study,” requesting staff to: 1) Research funding options for implementation of part-time lanes along State Route 87 and for key interchanges of State Route 87, where feasible, which are found on the high priority list presented in the State Route 87 Corridor Study; and 2) Return to the full Board of Directors with a report on funding sources identified and for guidance and actions related to implementation.

Board Member McAlister requested staff to look at improvements for SR 85.

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

8.4.A. VTA Standing Committees

- Governance and Audit (G&A) Committee - The November 1, 2018, Minutes were accepted as contained in the Agenda Packet.

- Congestion Management Program & Planning (CMPP) Committee - The November 15, 2018, Minutes were accepted as contained in the Agenda Packet.
- Administration & Finance (A&F) Committee – The November 15, 2018, Cancellation Notice was accepted as contained in the Agenda Packet.
- Safety, Security, and Transit Planning & Operations (SSTP&O) Committee – The November 16, 2018, Minutes were accepted as contained in the Agenda Packet.
- Governance and Audit (G&A) Committee - The November 29, 2018, Reschedule Meeting Notice was accepted as contained in the Agenda Packet.

8.4.B. VTA Advisory Committees

- Technical Advisory Committee (TAC) – The November 7, 2018, Minutes were accepted as contained in the Agenda Packet.
- Citizens Advisory Committee (CAC) and 2000 Measure A Citizens Watchdog Committee (CWC) – The November 7, 2018, Minutes were accepted as contained in the Agenda Packet.
- Bicycle and Pedestrian Advisory Committee (BPAC) - The November 7, 2018, Minutes were accepted as contained in the Agenda Packet.
- Committee for Transportation Mobility and Accessibility (CTMA) – The November 8, 2018, Minutes were accepted as contained in the Agenda Packet.
- Policy Advisory Committee (PAC) – The November 8, 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 November 8, 2018, Minutes were 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.

- Ad Hoc Financial Stability PAB - The December 7, 2018, Cancellation Notice was accepted as contained in the Agenda Packet.

8.4.D. Joint Powers Boards and Regional Commissions

- Caltrain Peninsula Corridor Joint Powers Board – The December 6, 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.

Public Comment

Omar Chatty, Interested Citizen, expressed concern about Caltrain fatalities, noting he supports having BART service go around the Bay Area, and advocated for High Speed Rail.

Mr. Lebrun expressed concern about the selling of right-of-way, train capacity, and agreement with Caltrain.

Mr. Beekman expressed concern about the traffic congestion in San Jose and promotes use of other modes of transportation.

8.5. Announcements

Board Member McAlister shared his experience attending the American Public Transportation Association (APTA) Conference for Transit Board Members.

9. CLOSED SESSION

Board Member Yeager left the meeting at 10:00 p.m.

9.1. Recessed to Closed Session at 10:00 p.m.

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

Name of Case: Michael Chavez v. Santa Clara Valley Transportation Authority (Santa Clara County Superior Court Case No.: 16CV299915)

- B. (Deferred to the January 10, 2019 Board Meeting.)**

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

Name of Case: Santa Clara Valley Transportation Authority v. Montague Parkway Associates, LP (Santa Clara County Superior Court Case No.: 112CV220334)

- C. (Deferred to the January 10, 2019 Board Meeting.)**

Conference with Real Property Negotiators
[Government Code Section 54956.8]

Property: 2510 Alum Rock Avenue, San Jose, CA 95116
(APN:484-42-011)

Agency Negotiator: Evelyn Tran, General Counsel

Negotiating Parties: Michael Whitton from Troutman Sanders, counsel for Nakash Enterprises, LLC

Under Negotiation: Price and terms of purchase and sale

- D.** Conference with Real Property Negotiators
[Government Code Section 54956.8]

Property: Former Union Pacific Railroad Right of Way between Whitton Avenue and East William Street, San Jose, California, also referred to as Assessor Parcel Number 467-35-108, 467-35-109, 467-36-094, 467-36-095, and 472-05-069.

Agency Negotiator: Ron Golem, Deputy Director, Real Estate & Joint Development

Negotiating Parties: Terry Medina for City of San Jose, on behalf of a consortium of the City of San Jose, County of Santa Clara, and Santa Clara Open Space Authority

Under Negotiation: Price and terms of sale of property

E. Conference with Real Property Negotiators
[Government Code Section 54956.8]

Property: VTA Block Downtown parking lot, San Jose, California, located on a portion of the block bounded by W. Santa Clara St., N. Market St., W. St. John St., and N. 1st St., also referred to as Assessor Parcel Numbers 259-34-007, -008, -009, -011, -012, -013, -014, -017, -020, -021, -022, -023, -024, -025, -026, -027, -030, and -031.

Agency Negotiator: Ron Golem, Deputy Director, Real Estate & Joint Development

Negotiating Parties: Ryan Dresibach, Director of Operations, Northern California, LAZ Parking CA, LLC

Under Negotiation: Terms and conditions of lease extension

F. Conference with Labor Negotiators
[Government Code Section 54957.6]

VTA Designated Representatives

Alberto Lara, Director of Business Services
Bob Escobar, Negotiator
Raj Srinath, Chief Financial Officer
Inez Evans, Chief Operating Officer

Employee Organizations

Amalgamated Transit Union, Local 265
Service Employees International Union, Local 521

G. Public Employee Performance Evaluation
[Government Code Section 54957]

Title: General Manager

Board Member Peralez left the meeting at 10:56 p.m.

9.2. Reconvened to Open Session at 12:00 a.m.

9.3. Closed Session Report

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

Name of Case: Michael Chavez v. Santa Clara Valley Transportation Authority (Santa Clara County Superior Court Case No.: 16CV299915)

Evelynn Tran, General Counsel, noted no reportable action was taken during closed session.

D. Conference with Real Property Negotiators
[Government Code Section 54956.8]

Property: Former Union Pacific Railroad Right of Way between Whitton Avenue and East William Street, San Jose, California, also referred to as Assessor Parcel Number 467-35-108, 467-35-109, 467-36-094, 467-36-095, and 472-05-069.

Agency Negotiator: Ron Golem, Deputy Director, Real Estate & Joint Development

Negotiating Parties: Terry Medina for City of San Jose, on behalf of a consortium of the City of San Jose, County of Santa Clara, and Santa Clara Open Space Authority

Under Negotiation: Price and terms of sale of property

Ms. Tran noted no reportable action was taken during closed session.

E. Conference with Real Property Negotiators
[Government Code Section 54956.8]

Property: VTA Block Downtown parking lot, San Jose, California, located on a portion of the block bounded by W. Santa Clara St., N. Market St., W. St. John St., and N. 1st St., also referred to as Assessor Parcel Numbers 259-34-007, -008, -009, -011, -012, -013, -014, -017, -020, -021, -022, -023, -024, -025, -026, -027, -030, and -031.

Agency Negotiator: Ron Golem, Deputy Director, Real Estate & Joint Development

Negotiating Parties: Ryan Dresibach, Director of Operations, Northern California, LAZ Parking CA, LLC

Under Negotiation: Terms and conditions of lease extension

Ms. Tran noted no reportable action was taken during closed session.

F. Conference with Labor Negotiators
[Government Code Section 54957.6]

VTA Designated Representatives

Alberto Lara, Director of Business Services

Bob Escobar, Negotiator

Raj Srinath, Chief Financial Officer

Inez Evans, Chief Operating Officer

Employee Organizations

Amalgamated Transit Union, Local 265

Service Employees International Union, Local 521

Ms. Tran noted no reportable action was taken during closed session.

G. Public Employee Performance Evaluation
[Government Code Section 54957]

Title: General Manager

Ms. Tran noted no reportable action was taken during closed session.

9.4. Seventh Amendment to Employment Contract for General Manager – Nuria I. Fernandez

M/S/C (Khamis/O’Neill) to adopt the Seventh Amendment to the employment contract between Santa Clara Valley Transportation Authority (VTA) and General Manager/CEO Nuria I. Fernandez. The amendment increases Ms. Fernandez’s base salary by 3% effective January 1, 2019.

RESULT:	ADOPTED [UNANIMOUS] – Agenda Item #9.4
MOVER:	Johnny Khamis, Board Member
SECONDER:	Teresa O’Neill, Vice Chairperson
AYES:	Carr, Chavez, Davis, Jones, Khamis, Liccardo, McAlister, Nunez, O’Neill, Rennie
NOES:	None
ABSENT:	Peralez, Yeager

10. ADJOURNMENT

On order of Chairperson Liccardo and there being no objection, the meeting was adjourned at 12:02 a.m. on Friday, December 7, 2018.

Respectfully submitted,

Michael Diaresco, Board Assistant
VTA Office of the Board Secretary