



SAN FRANCISCO PENINSULA RAIL PROGRAM EXECUTIVE STEERING COMMITTEE MEETING

MINUTES

Friday, January 21, 2022

11:00 a.m. to 12:00 p.m.

WATCH LIVE:

<https://transbaycenter.webex.com/transbaycenter/onstage/g.php?MTID=e2540795744523cf74ac1f29682bd54f6>

PUBLIC COMMENT CALL-IN: 1-855-282-6330 — Access Code: 2559 174 9611

Due to the COVID-19 health emergency, the Executive Steering Committee (ESC) will meet via teleconference. Members of the public are encouraged to participate remotely. Please see additional information on the next page for remote meeting access.

In compliance with the Assembly Bill (“AB”) 361 (Rivas, Chapter 165, Statutes of 2021) and its amendments to California Public Resources Code Section 54953(e), this meeting will be held exclusively via teleconference participation of a quorum of ESC members in locations not open to the public. This meeting is being held during a proclaimed state of emergency, and state and local officials have imposed or recommended measures to promote social distancing, while allowing the public to observe and address the ESC.

EXECUTIVE STEERING COMMITTEE

Peninsula Corridor Joint Powers Board/Caltrain, Michelle Bouchard (Chair)
San Francisco County Transportation Authority, Tilly Chang (Vice Chair)
California High Speed Rail Authority, Boris Lipkin
City and County of San Francisco, Alex Sweet
Metropolitan Transportation Commission, Andrew Fremier
Transbay Joint Powers Authority, Adam Van de Water

REMOTE MEETING ACCESS
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Providing Public Comment

Ensure you are in a quiet location – Speak Clearly – Turn off any TVs or radios around you

1. When prompted, “raise hand” to speak by pressing *3 (star, 3) to be added to the queue.
2. Callers will hear silence when waiting for their turn to speak.
3. When prompted, callers will have two minutes to provide comment.

AGENDA

1. Call to Order

Chair Bouchard called the meeting to order at 11:02 a.m.

2. Roll Call

Secretary Pollitt noted that Lisa Klein and Simon Whitehorn were sitting in as alternates for Andrew Fremier and Boris Lipkin, respectively.

Members Present: Lisa Klein, Alex Sweet, Simon Whitehorn, Adam Van de Water, Tilly Chang and Michelle Bouchard.

Members Absent: Andrew Fremier and Boris Lipkin

3. Communications

Secretary Pollitt provided instructions on the Public Call-in/Comment process.

- Chair’s Report

Chair Bouchard welcomed TJPA Executive Director Adam Van de Water to his first official ESC meeting. She reported that she provided a detailed but compressed overview of the project delivery study to the TJPA Board of Directors on January 13, noting that Jesse Koehler, San Francisco County Transportation Authority (SFCTA) Rail Program Manager, presented the ongoing study to the ESC in December 2021. Chair Bouchard explained that her presentation to the TJPA Board summarized the study structure and contracting strategies, the study screening process, and the short-listed options which were progressive design-build (PDB), construction manager/general contractor (CM/GC), and design-build-finance-maintain (DBFM). She stated that the path forward over the next several months is to further examine those options, including the ESC’s direction to include the operators and to consider the relationship of the delivery approach, cash flow needs, system maintainability, lifecycle costs, and governance. She noted that the ESC would discuss the initial findings of the Project Delivery Approach and DBFM models at their February meeting and make a final

recommendation on a delivery strategy at their June meeting. She reported that TJPA Board members directed staff to consider the TJPA's policies for inclusiveness, job creation, small business engagement, and equity in the ESC's comparison of delivery options and final recommendation. She stated that the TJPA Board also asked how the project's governance work tracks with regional governance discussions that are occurring and noted that the Integrated Program Management Team (IPMT) would be discussing the governance task followed by a briefing to the ESC in February. The ESC's recommendation to the TJPA Board on governance is scheduled for August. Chair Bouchard reported that the TJPA Board approved a new policy for unsolicited proposals, which was presented by TJPA DTX Project Director Alfonso Rodriguez and noted that the policy signals to the industry that the TJPA is open to creative proposals for DTX. Additionally, she reported that the TJPA released four requests for proposals for Real Estate Appraisal Services; Right-of-Way Acquisition, Relocation Advisory and Specialty Appraisal Services; Site Survey and Environmental Services; and, Title and Escrow Services, noting that depending on funding and discussion with the Federal Transit Administration (FTA), some property acquisitions could begin late this calendar year and into 2023. Regarding funding, Chair Bouchard reported that TJPA staff is preparing a grant application for the state's Transit and Intercity Rail Capital Program (TIRCP), which is due on March 3 and noted that the significant request over several fiscal years will be critical to meeting the matching requirement for the August 2023 Federal New Starts application. The TJPA is asking the Mayor's Office, key stakeholders, and the operators, among others, for letters of support by mid-February. She reported that the FTA initiated a DTX kick-off meeting with Mr. Rodriguez and other staff members on January 20 that included FTA Region 9 and headquarters staff; at this kickoff meeting, Mr. Rodriguez presented an overview of DTX, the New Starts Project Development work plan and schedule, and FTA staff introduced the leaders for various groups, such as oversight and environmental. Chair Bouchard concluded her remarks by welcoming Anna Harvey, the TJPA's new Deputy Project Director – Engineering. Ms. Harvey comes to the TJPA from the San Francisco Planning Department and is a civil engineer with significant experience in planning and delivering transportation infrastructure projects. Chair Bouchard acknowledged that Ms. Harvey's hiring is yet another step forward in building a strong team to deliver DTX.

Public Comment:

Roland Lebrun welcomed Anna Harvey to the ESC, noting that her background will be critical for DTX moving forward. He reiterated his standing request that a recording of the meeting be made available and suggested that closed captioning, including a transcript, is a federal requirement.

4. Action Item:

Approval of Meeting Minutes: December 17, 2021

There was no member of the public wishing to comment.

A motion to approve the minutes was made by Member Sweet and seconded by Vice Chair Chang. A unanimous voice vote approved the motion.

5. Action Item:
Motion to Approve the Continued Use of Teleconferencing Technologies for Meetings of the ESC pursuant to Assembly Bill 361

There was no member of the public wishing to comment.

A motion to approve the item was made by Member Whitehorn and seconded by Member Van de Water. A unanimous voice vote approved the motion.

6. Informational Item:

Downtown Rail Extension Ridership Forecasting and Benefits Analysis Update

Jesse Koehler, SFCTA Rail Program Manager, presented the item. Mr. Koehler introduced Dan Tischler and Joe Castiglione of SFCTA who undertook much of the technical work supporting the presentation. He thanked the IPMT for their active engagement and input.

Mr. Koehler stated that the ridership forecasting, and benefit assessment work are tasks in both the San Francisco Peninsula Rail Program Memorandum of Understanding and the Comprehensive Work Plan for DTX, noting that the ridership demand forecasting will ultimately feed into the submittals required by the FTA New Starts program. He also stated that the benefits assessment work will support FTA's process as well as technical planning, advocacy, and outreach.

Mr. Koehler summarized progress on the ridership forecasting since his last presentation to the ESC in 2021, highlighting that the task is complex because multiple modeling tools are needed to estimate ridership for the DTX project. He explained that the operators, Caltrain and California High-Speed Rail Authority (CHSRA), considered ridership in their business plans. The current DTX work incorporates two additional forecasting tools: the San Francisco Chained Activity Modeling Process, known as SF-CHAMP, which is used for estimating Caltrain ridership; and the FTA's STOPS (Simplified Trips-on-Project Software) model, which is required for FTA's New Starts evaluation of DTX, which will model, at minimum, Caltrain ridership. He noted that inclusion of high-speed rail ridership in FTA's evaluation would depend on FTA's requirements and guidance as well as consistency with the project's 20-year financial plan. Mr. Koehler said the project team will continue to work with FTA to develop the approach for evaluating high-speed rail ridership.

Mr. Koehler explained that the long-term benefits analysis will be based on SF-CHAMP for Caltrain ridership forecasts, in conjunction with the CHSRA's business plan forecasts. He stated that demand forecasting is focusing on three horizon years: 2019, 2040, and 2050. He summarized the assumptions being used in the analysis, the operators' various service levels, and some of the initial ridership results at both stations (Salesforce Transit Center and Fourth and Townsend). Key next steps for the demand modeling are to develop the specific application of the STOPS model in consultation with FTA, work with the IPMT and specifically the operators on confirming assumptions for the service plans and representation

of high-speed rail, and continue the modeling, including developing a Link21 scenario to look at long-term benefits.

Mr. Koehler acknowledged the consulting team for the benefits analysis framework led by Arup. He stated that the analysis will develop a “benefits case,” which will communicate the most significant benefits of DTX, noting the benefits case will support technical planning, funding advocacy, communications, and rebranding. The benefits case will communicate the benefits of DTX through the following four categories: mobility, economy, community and future forward.

In closing, Mr. Koehler reported that the next steps for the benefits analysis are to incorporate the ESC’s and IPMT’s input to advance both quantitative and qualitative analyses and characterize project benefits, develop a benefits case document/deliverable and supporting materials, and continue coordination with the project communication and rebranding tasks led by the TJPA.

Chair Bouchard thanked Mr. Koehler for the presentation and asked members for questions or comments. Member Klein thanked Mr. Koehler and stated she was glad that Link21 is included in the forecasting and asked whether the team could discuss the challenges of working with the FTA to include high-speed rail ridership in the analysis, as high-speed rail is an important component of the DTX project. Mr. Koehler responded that the team is in the early stages of engaging with FTA staff on this issue and, to date, the focus has been on Caltrain ridership. He elaborated that one of the big considerations with representing high-speed rail in the New Starts process will be the effect it will have on the financial plan required by FTA. The FTA will want to see consistent assumptions in both the ridership analysis and the financial analysis. The financial plan will need to include the operating costs for high-speed service and the associated funding approach for the service being proposed. Mr. Rodriguez added that an operations and maintenance plan is also a deliverable in the New Starts process; high-speed rail ridership will need to be incorporated into the operations and maintenance program, and the plan will need to address the associated funding. Member Sweet asked which of the variables or inputs to the model are the most risky. Mr. Koehler responded that ridership modeling is generally concerned with land use and connecting transit because these are the two biggest drivers of ridership, and noted that long-term ridership in the corridor and commute patterns are considerations, given the unknowns related to workers returning to offices. He stated that the FTA has confirmed the base year of 2019 being used for the analysis, which is favorable, but acknowledged that stakeholders will have questions and be interested in the drivers of long-term ridership on the DTX and in the region.

Regarding assumptions on land use, Member Van de Water stated there are a number of possible development options in the corridor that could drive ridership and asked how this is being addressed. Mr. Koehler responded that the process for the land use assumptions is in coordination with the San Francisco Planning Department. The assumptions reflect both existing land uses, and the allocation of regional land uses within the planning horizon. He noted that the good news is that land use assumptions are strong. Vice Chair Chang asked whether the Federal Railroad Administration (FRA) should be engaged regarding statewide

passengers from beyond our region. Mr. Koehler said that his understanding is that the FTA is open to looking at Bay Area ridership for on high-speed rail for New Starts purposes and acknowledged that also engaging FRA was a good idea. Mr. Rodriguez said that it is an excellent suggestion that the team will consider. Vice Chair Chang followed by suggesting that the CHSRA representatives on the project could help facilitate reaching out to the FRA. Member Whitehorn said that CHSRA would be happy to help.

Chair Bouchard asked Mr. Koehler to speak to the assumptions for the long-term Link21 program, as that project is at an early stage. Mr. Koehler stated that project team will work with the IPMT in next few months as well as consult with BART and Capitol Corridor on a Link21 scenario for a reasonable service plan and a conventional gauge crossing of the bay. He noted that like the operations analysis completed last year, a Link21 scenario would be subject to many assumptions, stating the project team will work with the ESC on those assumptions. Stephen Polechronis, Program Manager for TJPA's Program Management/Program Controls consultant, clarified that in terms of FTA's calculation related to the 20-year financial plan, both cost and revenue to support the service must be specified in the funding plan. Therefore, any projects that are not fundable within that 20-year timeframe cannot be included in the plan. For their evaluation, FTA will be looking at the DTX funding plan for credible funding sources for future service. Chair Bouchard noted her appreciation of this clarification. Vice Chair Chang followed up on Mr. Polechronis's point by noting that, although Link21 would not be considered in the application to the FTA, the demand analysis supports the benefits case, which will be of interest to many, including state agencies evaluating our TIRCP application, legislators, and regional leaders.

Public Comment:

Roland Lebrun recommended severing the crossing from the Link21 project and introducing a policy to facilitate involvement from the private sector, noting that Hong Kong has just completed a similar crossing to Link21 for \$1.3 billion. Regarding high-speed rail, he stated that ridership can be accelerated if the example set by Southern California is followed, which severed the line from Burbank to Los Angeles and Burbank to Palmdale and suggested that CHSRA can do the same with San Jose to Gilroy and San Jose to Merced.

Jim Patrick referenced Recology, Amazon, U.S. Mail, Fed Ex, and others that need freight transportation and suggested TJPA consider adding a container car to the trains. He explained that there is a big demand for transport which would have environmental benefits.

7. Informational Item:

Downtown Rail Extension Project Status Report and Plan for 2022.

Alfonso Rodriguez, TJPA DTX Project Director, and Lily Majus Wu, TJPA Communications and Legislative Affairs Manager, presented the item. Mr. Rodriguez summarized the top line achievements on the project to date, including the Comprehensive Work Plan Accelerated Schedule; completing the phasing study, which resulted in a \$400 million reduction to the project's estimate in 2027 dollars; undertaking operations modeling

that resulted in a reduction of the track needed to support the operators' planned service on the DTX; and the FTA's acceptance of the DTX into the federal New Starts program. He noted the success of agency partnerships on travel demand forecasting, rail operations studies to meet operator business and service plans, the project delivery strategy, and risk management. Last year, TJPA staff reengaged the relationship with FTA and updated FTA staff on the DTX project. A kick-off meeting for the New Starts process was held in January 2022. He also noted the team's continued coordination with the Link21 program and their direct contact with Prologis, the 4th and King Railyards owner, as part of the technical planning. He emphasized the invaluable role of the IPMT in testing ideas and brainstorming solutions.

Regarding funding, he reported that Prop K funding was successfully released and that the TJPA met all conditions for each release. Community Facilities District (CFD) special tax bonds were sold and will fund the New Starts Project Development work. The TJPA submitted a grant application to the FRA's Consolidated Rail Infrastructure and Safety Improvements Program and is currently working on the previously mentioned TIRCP application.

Ms. Wu discussed public engagement. She reported that the TJPA conducted over 45 briefings with legislators and stakeholders and engaged with Bay Area and federal delegations as well as Metropolitan Transportation Commission (MTC) Commissioners on the DTX project. The TJPA held a variety of public events including conducting three listening sessions with the public and participating in legislative tours with U.S. Senator Feinstein's staff and the Chairs from the state transportation committees, among others. She noted that the TJPA's outreach efforts complement the ongoing technical work and serve to keep DTX at the forefront of the conversations.

Mr. Rodriguez, looking ahead to 2022, stated that 30 percent preliminary engineering design of DTX will be completed over the summer along with an updated cost estimate, and preacquisition right-of-way activities will be advanced. Other upcoming work includes value engineering workshops, environmental analysis to update the environmental documentation, an update of the right-of-way acquisition management plan, and completion of other project delivery activities.

Ms. Wu, regarding funding and engagement, said that work on the funding plan will continue with SFCTA staff. She noted the importance of the TIRCP application and with DTX in the New Starts program, all non-federal dollars can be counted toward the local match required by FTA. The TIRCP request would fund preconstruction activities over multiple years. She emphasized that the funding commitment is needed now to be able to demonstrate a full non-federal match to the FTA. She said that the TJPA has asked MTC for an endorsement, which is expected to go before the MTC Commission in February. On the federal level, Ms. Wu stated that staff is tracking the bipartisan infrastructure law as well as related grant opportunities. Locally, the Prop K sales tax reauthorization is set to go before voters in November 2022. She also stated that another sale of CFD special tax bonds is expected.

Ms. Wu reported that the Rebranding Plan has been shared with her ESC agency peers and that a public engagement campaign with public agency partners is being planned for spring 2022.

Chair Bouchard congratulated everyone for the accomplishments and said that it is exciting to see the partners aligned on a singular goal. Member Sweet said she was excited to see the progress. She said it would be helpful for staff to share with the ESC a table of tasks, with percent complete, status, and possibly links to reports and presentations. Member Van de Water said that the TJPA has a Master Schedule and noted that, next month, the funding plan with a few scenarios would be on the ESC's agenda. He also underscored the importance of the TIRCP application, noting the State's budget surplus. He stated that ESC members' agencies would be receiving requests for letters of support.

8. Public Comment

Members of the public may provide comment on matters within the ESC's purview that are not on the agenda.

Roland Lebrun requested that the IPMT meeting be open to members of the public. He commented regarding recent press, stating that he has never threatened anyone with violence or gun violence and suggested that everyone Google "SLAPP" (strategic lawsuit against public participation).

9. Discussion Item:

ESC Agenda items for upcoming meetings

None

10. Adjourn

Chair Bouchard adjourned the meeting at 12:01 p.m.

ACCESSIBLE MEETING POLICY

The Ethics Commission of the City and County of San Francisco has asked us to remind individuals that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance (Campaign and Gov't Conduct Code, Article II, Chapter 1, § 2.100, et seq.) to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the Ethics Commission at 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102, telephone (415) 252-3100, fax (415) 252-3124 and website: www.sfethics.org.