



SAN FRANCISCO PENINSULA RAIL PROGRAM EXECUTIVE STEERING COMMITTEE MEETING

MINUTES

Friday, March 22, 2024

TJPA Office
425 Mission Street, Suite 250
San Francisco, CA

9:30 a.m. to 10:30 a.m.

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, Alix Bockelman
Transbay Joint Powers Authority, Adam Van de Water

PUBLIC PARTICIPATION

This meeting will be held in person at the location listed above. Members of the public may attend the meeting to observe and provide public comment at the physical location listed above or may watch live online using the link below:

<https://transbaycenter.webex.com/transbaycenter/j.php?MTID=m98b9f80814f28b274cd70c9372bd7b1b>

Members of the public may comment on the meeting during public comment periods in person or remotely. In-person public comment will be taken first; remote public comment will be taken after. The call-in line is provided as a courtesy and its availability may be disrupted due to technical difficulties or otherwise. In-person public comment will be taken first; remote public comment will be taken after.

PUBLIC COMMENT CALL-IN: 1-855-282-6330 Access Code: 2556 119 1804 # #

When the item is called, dial *3 to be added to the speaker line. When prompted, callers will have two minutes to provide comment unless otherwise noted by the Chair. Please speak clearly, ensure you are in a quiet location, and turn off any TVs or computers around you.

AGENDA

1. Call to Order

Chair Bouchard called the meeting to order at 9:32 a.m.

2. Roll Call

Prior to calling the roll Secretary Larrick announced that Member Klein would be sitting in for Member Bockelman.

Members Present: Lisa Klein, Boris Lipkin, Alex Sweet, Adam Van de Water, Tilly Chang, Michelle Bouchard

Members Absent: Alix Bockelman

3. Communications

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

- Chair's Report

Chair Bouchard presented the report.

There was no member of the public wishing to comment.

4. Action Item:

Approval of Meeting Minutes: January 19, 2024

Public Comment:

Roland Lebrun requested that his comment on page 4 of the January 19, 2024, ESC meeting minutes under Item 6 that read "the project is in excess of \$4 billion" be corrected to read, "the project is in excess of \$8 billion."

The motion to approve the minutes, as amended to reflect the correction noted by Mr. Lebrun, was made by Vice Chair Chang and seconded by Member Lipkin. A unanimous voice vote approved the motion.

5. Information Item:

Progress Update on Successor San Francisco Peninsula Rail Program Memorandum of Understanding

Metropolitan Transportation Commission (MTC) Assistant Director Stephen Wolf presented Item 5.

Vice Chair Chang reported that as she recalled, the committee had set a date to bring the successor memorandum of understanding (MOU) to the TJPA Board of Directors (Board) and asked if this was still an open question. Mr. Wolf replied that the goal was to bring the successor MOU to the Board in May to align with the expiration date of the existing MOU and that there is still work to do, especially regarding the roles of the various committees and thresholds for decision-making. Vice Chair Chang asked for clarification on the TJPA's alternative option for change control (noted as "TJPA Alt" on slide 4 of Item 5's presentation). TJPA Project Director Alfonso Rodriguez responded that the Integrated Program Management Team (IPMT) continues to discuss the Change Control Board (CCB) and how configuration changes would be handled during construction. He explained that the Integrated Project Delivery Team (project delivery team) has a change and configuration control function, as configuration changes during construction are typically borne out of construction-related issues and result in change orders. The TJPA envisions having a group other than solely the CCB to handle configuration changes. Having both functions "nested" in the CCB takes the project delivery team out of the process. Vice Chair Chang explained that she was referring to the transition period

prior to construction and noted an inconsistency on slide 4. Mr. Rodriguez suggested striking the TJPA alternative for the change body under Phase 1 Transition and leaving it under Phase 2 Blueprint Fully Implemented. Vice Chair Chang and Mr. Wolf both agreed. Vice Chair Chang suggested that there is time to work out issues related to the CCB and to draft a charter. Mr. Rodriguez and Mr. Wolf concurred.

Chair Bouchard asked which group would be responsible for the policy and which would be responsible for configuration. Mr. Rodriguez explained that policy likely includes configuration, but configuration does not necessarily have to be policy. The point of the alternative is to address the small, regular configuration changes that do not rise to the level of policy. He emphasized that the project delivery team needs to be nimble and have the ability to handle these changes on a day-to-day basis. Changes that rise to a policy level need to be handled in a way that provides transparency. Mr. Wolf stated the governance team's recommendation is to allow the scenario Mr. Rodriguez describes but also to have control over configuration changes. He explained that taking a configuration change to a change order can be a long process, and by the time the recommendation reaches the CCB, it may be too late for a change in the course of action. Mr. Rodriguez stated that during construction the Integrated Management Team (IMT) would provide support for the entire project, including the required transparency and communication, by virtue of the respective agencies that make up the IMT. The IMT would also inform the Executive Working Group (EWG). Mr. Wolf noted that all six partnering agencies would participate at the CCB level and not necessarily the IMT, so there is a need for the transparency and communication to flow through to the CCB. Vice Chair Chang asked whether thresholds would be established in the charter or in the MOU. Mr. Wolf replied that the threshold requiring a change order needs to be established.

Member Van de Water stated that his understanding is that the CCB reviews changes to scope, schedule, and budget at certain thresholds (with delegated authority to keep the project moving). He asked how to reconcile the CCB's role with MTC's desire to not be part of the everyday details of the project and, if that is the case, where MTC would like to be engaged within the new governance structure. Member Klein explained that MTC is fundamentally different from the other partnering agencies as MTC will not own the right-of-way or operate or own any of the infrastructure, however, MTC does play a significant role in funding, regional coordination, and implementation of the long-range planning. She further explained that while MTC does not need to be involved in the day-to-day activities, MTC would want a vote where changes to the project would affect its interests. Member Klein agreed that this discussion is largely a threshold question.

Chair Bouchard suggested taking a series of examples that would represent different types of changes, or thresholds, and working through the IPMT on how those would be addressed. Mr. Rodriguez stated that the project is expected to update the project management plans and subplans, including the change control procedure, and the timing is right for this discussion.

Member Lipkin requested a side-by-side comparison clarifying where there is consensus and disagreement among IPMT members between the two change body proposals, and he added that the change control/configuration process itself needs to be clarified. Mr. Rodriguez pointed to an example on another rail tunnel project where a portal entrance connection to the station box had to be added during construction, which was a configuration change but not a policy issue. Member Lipkin asked, given that scenario, where in the process would a decision be made by the CCB. Mr. Rodriguez replied that in this situation, the need for the configuration change was made at the project level. He explained that these are issues to discuss with the IPMT and noted that trending issues that could develop into serious issues will be disseminated via reporting. He stated the charter should explain when the conversation starts and the project management team should not be left out of the decision; by contrast, the CCB should not first learn of the change at a CCB meeting. He pointed out that there needs to be a balance between these two extremes. Member Klein asked whether the charter needs to be completed before the successor MOU is signed. Mr. Wolf replied that it is not necessarily the recommendation; rather, the question is how much detail should be reflected in the successor MOU.

He clarified that the MOU may need to acknowledge voting rights, CCB membership, thresholds, etc., for agencies to feel comfortable signing the MOU. Vice Chair Chang asked for MTC's input on what would be needed to bring the successor MOU to the Board in May and suggested that the successor MOU could be amended later to include additional details that are important to agency partners and that these can be worked out over the course of the next year.

Member Van de Water stated that he is ready to convene the EWG and to call for continuing the IPMT, but that the challenge for the May 9 Board meeting is completing the agency review process to meet the public posting deadline and the ESC has not yet seen the final language. He proposed two options: (a) extend the existing MOU or (b) roll out the new structure in phases. Member Van de Water asked if details on thresholds and delegation of authority, for the CCB and Configuration Management Working Group, in particular, can be worked out after initial roll-out. He noted that the memo talks about establishing the CCB prior to the issuance of any contracts for either 40-CT (civil and tunnel) or the enabling works and that this could present sequencing challenges relative to projects on the critical path schedule. Member Lipkin stated bringing the successor MOU to the Board on May 9 is not achievable. He favored the option to transition into the new structure in phases because it gives the group more time. He stated that convening the EWG and continuing the IPMT to work through the issues seems to be the best option.

Chair Bouchard asked Member Lipkin his option on whether the charter needed to be developed before the successor MOU. Mr. Lipkin replied that, aside from key components such as voting composition, the charter does not need to be fully developed. He added that he would have confidence if the MOU called for a charter to be executed within six months of execution of the MOU. Member Klein agreed with taking more time to develop the MOU, that the MOU should reflect key aspects of the CCB and set a timeline for the charter.

Member Van de Water summarized his understanding of his request to the Board on May 9: (a) delegate authority to the TJPA Executive Director to establish the EWG and continue the IPMT, (b) establish The Portal Board Committee and its membership, and (c) set parameters and a timeframe related to policy decisions and thresholds for the CCB and EWG.

Mr. Wolf, addressing Chair Bouchard, stated that members should understand the implications of requesting delegated authority to stand up the committees and whether that would cause the EWG to fall under the Brown Act. He suggested that the TJPA Executive Director, under his existing authority, would convene the EWG and direct the continuation of the IPMT. The Portal Board Committee would be the body subject to the Brown Act to provide transparency on recommended decision-making.

Vice Chair Chang stated that the charter and The Portal Committee of the TJPA Board do not need to be created, functioning, or ready for approval within two months. She suggested that the IPMT prepare a work program to satisfy one of the anticipated provisions of the successor MOU. Mr. Wolf agreed that execution of the successor MOU is not on the critical path and there is time to continue discussions. Mr. Rodriguez stated that a schedule corresponding to the successor MOU and work program can be developed. Chair Bouchard asked if members could agree that a schedule can be brought back to the ESC to support subsequent recommendations to the Board. Mr. Wolf agreed that a short schedule supporting the successor MOU development process can be ready in April and a more thorough work program can be ready in May. Member Lipkin stated it would be useful for the ESC at its final meeting in April to review the agenda items that the TJPA Executive Director would bring to the Board in May. Chair Bouchard agreed.

Chair Bouchard brought up the importance of configuration management and its alignment with the configuration of the actual railroad and underscored the importance of the scope of the CCB. She favors the larger scope proposed by the governance team. Mr. Rodriguez stated that Caltrain is part of the project delivery team and will be part of the day-to-day work. Member Sweet emphasized that

concrete examples and case studies would help members understand the issues involved, where authority lies, and who needs to be part of the decision-making.

Vice Chair Chang asked for clarity on resources. She noted that lack of good resourcing could become a risk, and as an example, described the issues being discussed—keeping everyone informed, transparency, sharing meeting agendas and meeting minutes—that all require good staffing. Mr. Wolf agreed that as the project starts moving at a faster pace, more capacity will be required. Vice Chair Chang stated that members should discuss what it will take to invest in dedicated staff and not have the burden fall on the Project Director. Member Klein noted that her work at MTC centers on finding resources for staffing this kind of partnership and agreed that it needs to be discussed.

As a point of information on other agenda topics for the May Board meeting, Member Van de Water stated that staff is planning to deliver a schedule update focused on aligning the matching funds needed to exercise the Full Funding Grant Agreement (FFGA) with the sources and a schedule of those matching funds. He added that he is conscious of and interested in ensuring public transparency. He stated that he would like to have a regular update to the Board, even prior to establishment of The Portal Committee of the TJPA Board, that reflects the discussion at the EWG/IPMT level.

Public Comment:

Roland Lebrun recommended that The Portal should set a cap on the dollar value for changes that the CCB approves and beyond that cap, the change could be escalated to the EWG before becoming a change order. He also recommended making any new advisory body subject to the Brown Act in the interest of transparency. Lastly, he recommended posting the reports from the Federal Transit Administration's Project Management Oversight Contractor and Financial Management Oversight Contractor to the TJPA website as soon as they are available. He commented that the Item 5 presentation was not posted on the TJPA's website.

6. Public Comment

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

Roland Lebrun asked if there is a way to save the Webex meeting transcripts as he finds them invaluable. He reiterated the comments he made at the last Board meeting regarding the similarities between The Portal and the Gateway Project on the Northeast Corridor and stated that the federal contribution for the Gateway Project is 73 percent.

7. Discussion Item

ESC Agenda items for upcoming meetings.

None.

8. Adjourn

Chair Bouchard adjourned the meeting at 10:52 a.m.

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