

Agenda Item No. 6



PLEASE NOTE:

In an effort to conserve paper, copies of the agenda items and staff reports for the December 2, 2009, SMART Real Estate and Project Development Committee Meeting and the December 9, 2009 SMART Operations Committee Meeting Agenda are not included in this packet, but are available in the Office of the District Secretary.



AGENDA

SMART REAL ESTATE AND PROJECT DEVELOPMENT COMMITTEE

December 2, 2009
10:00 A.M. to 12:00 P.M.
Santa Rosa City Council Chambers
100 Santa Rosa Avenue
Santa Rosa, CA

- I. **Call to Order**
- II. **Approval of November 4, 2009, Minutes****
- III. **Comments from the Public on Non-Agenda Items**
- IV. **Update on On-Going Real Estate Issues – Rob Krantz (DISCUSSION/ACTION)**
- V. **Right of Way Preservation – John Nemeth (DISCUSSION/ACTION)***
- VI. **North Santa Rosa Station Location – John Nemeth (DISCUSSION/ACTION)***
- VII. **Closed Session**
 - a. Closed Session: Conference with Real Property Negotiator (Gov't Code. Section 54956.8)
Property: Proposed Maintenance Facility Site, Windsor, CA (MP 5-61.0)
District Negotiator: Lillian Hames, General Manager
Negotiating Parties: Shiloh Group, LLC
Owner: Shiloh Group, LLC
 - b. Closed Session: Conference with Real Property Negotiator (Gov't Code. Section 54956.8)
Property: Potential Maintenance Facility Site, Santa Rosa, CA (MP 5-50.7)
District Negotiator: Lillian Hames, General Manager
Negotiating Parties: Todd Associates, LLC
Owner: Todd Associates, LLC
- VIII. **Next Meeting Date: January 6, 2010, 10:00 am, San Rafael City Council Chambers**
- IX. **Adjourn**

DISABLED ACCOMMODATION: if you have a disability that requires the agenda materials to be in an alternate format or that requires an interpreter or other person to assist you while attending this meeting, please contact SMART at least 72 hours prior to the meeting to ensure arrangements for accommodation.

DOCUMENTS: Documents distributed by SMART for its monthly Board meeting or committee meetings, and which are not otherwise privileged, may be inspected at SMART's office located at 750 Lindaro Street, Suite 200, San Rafael, CA 94901 during regular business hours.

COMMITTEE OF THE WHOLE: This Committee may be attended by Board Members who do not serve on this Committee. In the event that a quorum of the entire Board is present, this Committee shall act as a Committee of the Whole. In either case, any item acted upon by the Committee or the Committee of the Whole will require consideration and action by the full Board of Directors as a prerequisite to its legal enactment.

* Information will be provided at the meeting, ** Information attached.



MINUTES
SMART REAL ESTATE AND PROJECT DEVELOPMENT COMMITTEE

November 4, 2009

10:00 A.M.

San Rafael City Council Chambers

City Hall, 1400 Fifth Avenue

San Rafael, CA

I. Call to Order: Chair Fudge called the meeting to order. Directors present were: Al Boro, Mike Kerns, Debora Fudge, Madeline Kellner, James Eddie and Charles McGlashan.

II. Approval of September 2, 2009 Minutes:

It was moved by Director Kellner and seconded by Director Kerns to approve the September 2, 2009, Minutes. The motion passed unanimously.

III. Comments from the Public on Non-Agenda Items: There were no public comments.

IV. Update on On-Going Real Estate Issues:

Real Estate Manager Rob Krantz reviewed the following items:

- Denno Brothers, Inc. has completed corridor weed abatement from San Rafael to Healdsburg and NCRA has completed brush clearing from Healdsburg to Cloverdale. Additional debris cleanups from homeless encampments have also been completed in Santa Rosa from Railroad Square to Steele Lane.
- The Santa Rosa office lease negotiations are nearing completion.
- SMART is obtaining bids for a more permanent roof on the Novato depot building.

V. Status of State Highway US101 Gap Closure Project in Central San Rafael:

Bill Gamlen provided a status report of the Gap Closure Project and identified several concerns related to the track construction. The last segment of this project will construct the north/south bound High Occupancy Vehicle (HOV) lanes on Highway 101. Caltrans is relocating approximately 3/4 of a mile of SMART track in order to construct HOV lanes and construct a multi-use pathway. SMART's predecessor, the Golden Gate Bridge Highway and Transportation District (District), entered into an Agreement with Caltrans for the relocation of the District track and overall project coordination. Construction of the Project is nearing completion and Caltrans is preparing to construct the track.

SMART staff has three key concerns that have been brought to the attention of Caltrans: 1) proper drainage; 2) slope stability; and 3) retaining walls/erosion control of the hillside pertaining to the northern end of the project. In addition, maintenance walkways required by the CPUC must be constructed on both sides of the track. Mr. Gamlen also explained that drainage ditches are necessary on both sides of the track to properly channel drainage and to prevent the new track from becoming contaminated from soil and run-off. Finally, Mr. Gamlen noted that staff is concerned about the configuration of the newly constructed retaining walls being above the track which might cause problems if SMART needs to alter the hillside at all in the future. This condition is different from what is shown in the contract documents and the Agreement.

Committee Discussion:

- There was clarification that the track being laid due to the relocation is indeed replacement track and the CPUC walkways are required maintenance walkways (minimum of 2') throughout the 70 mile corridor on both sides of the track.
- Director Boro asked for clarification on the Linden Lane area. There was further discussion about the challenging area, engineered by Caltrans.
- Director McGlashan asked about the legal responsibility to conform to cross-section drawings. Mr. Gamlen said a 95% design package was included in the Agreement that Golden Gate Transit drafted with the same cross sections included in the contract document. SMART feels that Caltrans needs to abide by the original agreement and provide all the basic elements, specifically track ditches for drainage and CPUC walkways wherever Caltrans is rebuilding, replacing or reconstructing SMART's track. There is a concern that the ditches and walkways may not fit when Caltrans reconstructs SMART's track way.

Public Comment:

- Don Wilhelm, Novato, asked if there are pilings as well as footings under the retaining wall being discussed. Bill Gamlen responded that it is a Caltrans Type 1 retaining wall design which does not have pilings.
- Karen Nygren asked how SMART will deal with containing erosion on hillsides near residential areas and asked if sound wall material could be found to absorb sound and mitigate noise in the fenced areas.

There was no formal action taken by the Committee; however, the Committee requested SMART staff to keep them apprised on these issues.

VI. Central Marin Ferry Connection: Mr. Gamlen presented an update on the Central Marin Ferry Connection (CMFC) Project. The CMFC will provide a multi-use path connection from the Cal Park multi-use path to the Larkspur Ferry Terminal via a new bridge over Sir Francis Drake Boulevard. The project is located almost entirely in SMART's right of way. TAM staff has asked for technical input on their design. In addition, TAM has asked SMART to consider taking over the oversight and construction of this project in coordination with SMART's planned improvements. Related to this project, SMART has received copies of recent correspondence between TAM and the US Coast Guard (USCG) regarding concerns about SMART's trestle over the Corte Madera creek.

TAM is currently developing an Environmental Impact Report (EIR) for the Project and plans to begin design of Phase 1 in the second quarter of 2010. Phase 1 is fully funded with RM2 and Non-motorized Transportation Pilot Program (NTPP) funding. TAM has asked for input from SMART on three technical items: 1) location of CMFC structure; 2) trestle considerations (how the path will go through the existing trestle); and 3) how SMART would like the pathway to connect to the station.

- (1) Regarding the location of the CMFC structure, SMART would like to maintain spacing for a double track alignment with 15' track center-line spacing and maintain the current general track alignment. TAM requested moving the trestle farther west, looking at reducing track center lines from the specified 15 feet, and possibly moving the actual CMFC structure toward the trestle itself.

All three considerations above would require sacrificing at least one or more parameters. SMART staff did not recommend accepting any of the spacing requests that TAM has requested.

Committee Discussion:

- TAM requested moving the track farther west. SMART would like to keep the existing alignment and the 15' track center line spacing.
- Director Kellner asked what the implications for TAM's cost and ability to complete their project were; if it could cause delays and additional cost and what is best for both agencies. Bill Whitney, TAM's Project

Manager, stated that TAM has \$11 million to fund design, construction, and administration. Any changes would necessitate reducing the scope of the project or seeking other funds. Considerations now would have implications. The planned foundations are six foot diameter piles that have influence on interaction with the building and potential double track structure that SMART would build. More clearance would be better for the project.

- Director Boro asked, regarding TAM's request to move the CMFC structure toward the trestle, about SMART's planning for the future at the site and the timing of TAM's long term plan. Mr. Gamlen responded that TAM's project is fully funded and moving forward with construction of Phase I sometime in the 2012 timeframe. SMART is not planning any new construction south of Sir Francis Drake at this time.

- Director McGlashan summarized that space is tight because SMART is trying to preserve a possible future double track alignment. The conundrum is that the CMFC project benefits the Larkspur station for user access. The constraints are to preserve SMART's best future options for a double track bridge over Corte Madera Creek. The question is, how far south of Sir Francis Drake is SMART going and how critical are two tracks?

- Director Boro asked about design needs for SMART 10 years from now. Misters Gamlen & Lackey responded that SMART is trying to preserve the space for the rail corridor for the long-term because double track will to improve service in the future. They noted that the existing bridge is already a double track structure.

(2) Trestle considerations: TAM has asked for input on how the CMFC structure would interface with SMART's trestle. There are two options: go through the trestle, cutting out a window, minimizing the amount of structure removed, or remove 120 ft of trestle. Both options were reviewed. Staff recommended that the removal of a portion of the trestle be limited to only what is needed to construct the CMFC Project.

(3) Additionally, TAM has asked for input on the connection between the CMFC and the SMART Larkspur Station platform. The CMFC multi-use pathway will connect to the Cal Park multi-use pathway for a continuation of Marin's north-south greenway. In addition, preliminary plans for the CMFC include connecting to the south end of the Larkspur station platform. The purpose of this connection is to provide a secondary connection to the platform for patrons arriving from the south. TAM has asked for a preference of either a stairway or ramp connection. Staff recommends incorporating a ramp connection as it is the most practical and provides full accessibility.

TAM has asked SMART to consider assuming construction management of the project through integration with the rail project. TAM would complete environmental review, develop the design, and then provide the final design documents to SMART who would integrate it into SMART's construction packages and build as one project. SMART staff recommended combining the CMFC Project into the SMART system construction work only if TAM provides full funding for the work and SMART's management costs. In addition, staff recommends directing staff to work with TAM to develop an agreement between agencies that provides SMART with a full funding commitment and addresses responsibilities to incorporate the Phase 1 CMFC engineering design into SMART system improvements.

- Director McGlashan asked about a cost analysis to determine if it is more expensive for SMART to fully fund the management of the construction versus leaving it with TAM. Mr. Whitney responded that the oversight in construction would be a wash. However, no money has been identified for the design phase. Mr. Lackey responded that there are costs involved in adding this additional capital project into SMART's program and SMART wants make sure the costs are covered to adequately staff the effort.

- Chairman McGlashan asked if there is an internal synergy if SMART is fully paid to fold in the Larkspur station construction effort. Mr. Lackey said yes, it fits with providing better access to the station and fits well in the overall program as long as it is appropriately funded. From the public perspective it will look like one big public construction project.

- In response to Director Boro's question on the southern station, there is no proposal to build a new station. TAM is designing this project around SMART's location. TAM is asking for consideration of construction acceleration for the Larkspur Station to align with the CMFC desired schedule.

- Director Kerns asked if TAM's request for acceleration of the station is realistic. Mr. Gamlen responded that SMART has not discussed details of how much acceleration of the project would be required. That would be addressed in the Memorandum of Understanding (MOU) between the agencies. Staff will be engaging in discussions with the U.S. Coast Guard on a number of issues and a number of water ways throughout SMART's project to learn more of their concerns.

Bill Gamlen thanked Bill Whitney and TAM for doing a great job with the project and all of their cooperation.

- Director Kellner asked about the importance of preservation of the trestle, and comments by the Coast Guard. Rob Krantz stated the importance of maintaining continuity and keeping a full presence across the creek in terms of legal requirements by the Coast Guard and other permitting agencies. To remove a portion of the trestle and try to reinstall it in the future may be very difficult. Director Kellner also asked about safety concerns in wrapping the pathway underneath the trestle. Bill Gamlen stated that TAM recommended a larger removal section of the trestle separating the user of the path from the trestle. Director Kellner urged both agencies to identify their mutual interests and to work together to best serve the public working through the MOU to obtain funding for the best possible public outcome.
- Director McGlashan asked about the detail of changes TAM is requesting, whether the agencies could work through the differences and if SMART needs to preserve this large envelope. Mr. Lackey stated that SMART has not done the engineering analysis for the future track alignment or studied the cost implications. The Chair requested that SMART staff estimate support costs and take a look at some of these ideas and propose back to TAM. TAM could consider adequate compensation to SMART or the impact on current design efforts. He requested taking a careful look at these different "nudges" and movements. He indicated that SMART needs to know what the actual operating cost will be while tuning up the "nudge" analyses. Understanding the operating costs of the bridge is important. He also requested that removing a smaller amount of trestle (2 to 3 sections) be considered if possible.
- Director Kerns said staff should remain flexible, work with TAM, see what SMART can do, but SMART's priority should be to maintain SMART's future opportunities and work on the "nudges" and not make decisions that would adversely impact those future opportunities.
- Director Fudge agreed that SMART should preserve the rail corridor for the double track and any possible future expansion but also agreed with Director Kellner to see if there is any wiggle room or "nudges" for TAM. Director Fudge stated her appreciation for the detailed discussion and agreed with the possibility of taking out 2 or 3 piers rather than creating a new overhead structure. In terms of the ramp connection, Director Fudge agreed that it is important to have the ramp connections for bike riders using the pathway and rail system.

Public Comment:

- Karen Nygren requested clarity on the planned trestle, future double track trestle, and where bike path goes across as well as future historic preservation of trestles. Bill Gamlen said there would be two separate bridges, one for the bicyclists across Sir Francis Drake and a separate double track trestle for SMART.
- Don Wilhelm, inquired about the status of the EIR studies for these projects.
- David Hoffman, Marin County Bicycle Coalition, stated they are looking for best possible facility to get into this multimodal area and encouraged SMART and TAM to work together and move this project forward.

There was no action taken by the Committee.

VII. Jennings Station Update: Chris Coursey presented John Nemeth's staff report (Mr. Nemeth was absent due to illness). SMART is reviewing a proposal for an alternate location for the Jennings Station, one-half mile to the north of the currently proposed location, on the south side of Guerneville Road. This concept is being proposed and refined by a coalition of interested stakeholders. Staff will present the concept at the December 2, 2009, Real Estate Committee meeting and seek Committee direction on how to proceed. SMART has participated in a couple of meetings with the stakeholders in which they have indicated that money may be identified to make up the difference between SMART's proposed site and the cost of establishing parking at this proposed station site.

SMART has determined that the proposal should be budget neutral as there are no additional funds for moving the station site.

Committee Discussion:

- Director Boro requested information on the potential impacts on ridership if the station location is changed.

Public Comment: Jason Nutt, Deputy Director of Public Works for the City of Santa Rosa, introduced himself as being appointed to SMART’s Technical Advisory Committee and requested information as soon as possible prior to the December meeting regarding the Jennings station area plans.

VIII. Property Acquisitions—Task order progress at Corona Road and in Cotati: Rob Krantz notified the Committee that SMART is prepared to proceed with the acquisition of two properties that have been identified for station sites for the SMART Project. The first property is located at 982 E. Cotati Avenue, Cotati, and the second property is located at 890 N. McDowell Blvd., Petaluma, on the south side of Corona Road at North McDowell Boulevard. At such time as SMART has appraised each property and negotiated an agreement, it will be brought back to the Committee and for approval to execute the purchase contracts.

Committee Discussion:

- The asking price of the properties was discussed. The Cotati Avenue property is somewhat less than \$300,000 (+/- \$15/per sq ft). The McDowell Boulevard property is not on the open market for sale, however, the property owner is motivated to sell. For clarification, the property at 890 N. McDowell Blvd. is the preferred site. The site that is not preferred is on the north side of Corona Road on the east side of the tracks.

It was moved by Director Boro and seconded by Director Kellner to move forward with the purchase of the properties. The motion passed unanimously. [Please note: The staff memorandum contained an error concerning the address for the Corona Station property. The correct address is 890 N. McDowell Blvd., Petaluma, CA, not 427 Corona Road, Petaluma, CA as stated in the staff memorandum. All other information in the staff memorandum concerning this particular property is unchanged.]

IX. Next Meeting Date: December 2, Santa Rosa City Council Chambers.

The meeting adjourned at 12:04 p.m.



SMART OPERATIONS COMMITTEE AGENDA

December 9, 2009

7:00 p.m.

**Chop's Teen Center, 509 Adams St.,
Santa Rosa, CA**

- I. Call to Order
- II. Approval of November 12, 2009 Minutes - **DISCUSSION/ACTION****
- III. Comments from the Public on Non-Agenda Items
- IV. Public Workshop on Vehicles (Chris Coursey/LTK Engineering) – **DISCUSSION/ACTION***
- V. Next Meeting Date: January 13, 2010, TBD – **DISCUSSION/ACTION**
- VI. Adjourn – **ACTION**

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* Information will be provided at the meeting, ** Information attached.



MINUTES OF SMART OPERATIONS COMMITTEE MEETING
November 12, 2009
750 Lindero Street, First Floor – TAM Conference Room
San Rafael, CA

I. Call to Order

Director Breen called the meeting order. This was a meeting of the Committee of the Whole and the following were present:

Peter Breen
Jim Eddie
Jake Mackenzie
Carol Russell
Charles McGlashan

II. Approval of May 13, 2009 Minutes

Director Breen asked for approval of the minutes. Director Mackenzie moved and Director Russell seconded. It passed unanimously.

III. Comments from the Public on Non-Agenda Items

There were no comments.

IV. LTK Work Scope and Schedule

Lillian Hames introduced the topic to the committee. The LTK work scope would be primarily be on vehicle design. John Lackey, Capital Projects Director, gave the background summary of LTK scope that included Buy America vehicles, ADA level boarding, including on-board restrooms and other items needed or requested by the Board. Dominic DiBrito, Project Manager for LTK, stated he would be the point of contact for LTK. He reviewed the history of the Board's decision to pursue FRA-compliant vehicles.

Mr. DiBrito discussed the latest developments in the DMU market since July 2009, including a task force that has been put together, the Railway Safety Advisory Committee(RSAC). RSAC essentially makes recommendations to the FRA about regulations. From time to time RSAC implements groups or task forces to look at specific issues. Due to the requests of many agencies and the number of waiver petitions the FRA received over the recent years, FRA has decided it may need to streamline the waiver process and with the advent of crash energy management, these new systems have given the FRA a little more comfort in accepting this type of vehicle. A "cookbook" is being proposed to outline the requirements for achieving a waiver for CEM vehicles that, with positive train control, would eliminate a requirement for temporal separation.

The process only would address the crashworthiness of the vehicle but not all other items that still would not be compliant with FRA requirements. The cookbook may be released as soon as March 2010. Mr. DiBrito is one of two LTK employees on the task force and will keep the Committee informed. Meanwhile, he recommends SMART proceed as planned.

Mr. DiBrito presented the timeline portion of the presentation and stated these would be fast-track specifications in order to meet SMART's scheduled start-up in 2014. The draft specifications would go out in January, followed by public and industry review and comment. The car builders would have about three months to propose. Around the beginning of 2011, he would expect able to give the winning car builder notification.

Chair McGlashan asked if legal expertise would be needed for the review process. Ms. Hames stated yes. Greg Dion stated Hanson Bridgett would have the expertise. Mr. DiBrito stated by March 15, 2010, he would hope to have all stake-holders feedback. Director Russell asked about the contractor and subcontractor - what would be the process to judge their financial capacity? Mr. DiBrito stated SMART could request their financial statements and capacity to bond and capacity for production. Director Mackenzie stated SMART should set the bar high. Director McGlashan asked that there be a matrix.

Chris Coursey, Community Outreach Manager, stated the public would be invited to be a part of this process. SMART had discussed having a rail vehicle advisory committee but very few applications were received and the timing of the specifications process indicates the need for a different approach. The Staff's recommendation would be that the Operations Committee convenes some workshops to involve the public in this process. The first workshop could be held on December 9, 2009. The next date would be in January and/or February Operations Committee meeting.

Steve Birdlebough asked about the design/build. Mr. Lackey stated the vehicle would be a design/build contract but SMART has not yet decided on design/build on other portions of the project.

Lionel Gambill felt that SMART ridership will grow rapidly and we need to be prepared for that. He also asked about the length of the train the seating capacity.

V. Status of NCRA Operating Agreement Negotiations

Ms. Hames stated there has been ongoing discussion and there was a draft operations agreement NCRA was reviewing. A conference call has been scheduled for tomorrow that would include SMART's attorneys. Mr. Dion stated Staff would be brief the Board at the December Board meeting. Mr. Coursey stated NCRA had re-issued the DEIR for review.

VI. Adjournment

Before adjournment, Chair McGlashan stated he was sorry to say that this would be Director Peter Breen's last Operations Committee Meeting and he would be missed.

The meeting adjourned at 3:15 p.m.