

Central Florida Commuter Rail Commission
Technical Advisory Committee
MEETING MINUTES

Date: Wednesday, February 11, 2009

Time: 1:30 p.m.

Location: Florida Department of Transportation Urban Office
133 South Semoran Boulevard
Orlando, Florida 32807

- i. Call to Order – TAC Chairman Roger Neiswender called the meeting to order at 1:39 p.m.
- ii. Pledge of Allegiance
- iii. Confirmation of Quorum
 - o Introductions
 - o Members in attendance were:
 - George Lovett, FDOT
 - Tawny Olore, FDOT
 - Roger Neiswender, City of Orlando
 - Jim Harrison, Orange County
 - Jerry McCollum, Seminole County
 - Bill Wharton for Frank Martz, City of Altamonte Springs
 - Karl Welzenbach, Volusia County MPO
 - Ken Fischer for Lois Bollenback, VoTran
 - Anthony Gonzalez for Maryann Courson, City of DeBary
 - John Omana, City of Lake Mary
 - Ryan Spinella, City of Longwood
 - Charlie Wallace, City of Maitland
 - Don Marcotte, City of Winter Park
 - Tiffany Homler, Osceola County
 - Jim Arsenault, City of Kissimmee
 - Dave Grovdahl, Metroplan Orlando
 - Lisa Darnall, Lynx
 - Tura Schnebly for James Dinneen, Volusia County
 - Dale Arrington, City of DeLand
 - o Members not in attendance were:
 - Sherman Yehl, City of Sanford
- Ms. Olore opened the meeting by introducing Joe Antonucci as the new Safety and Security Manager for the project. He has extensive experience having worked for the Long Island Railroad, involving some of their construction projects. He joined the team in December 2008.
- iv. Agenda Review – SunRail Project Manager Tawny Olore presented the agenda review.

ACTION ITEMS

1. Adoption of minutes from December 3, 2008 meeting
 - a. Bill Wharton asked that the minutes be revised to reflect that he was in attendance for Frank Martz at the December meeting. Minutes unanimously approved as amended.

DISCUSSION ITEMS

1. Monthly Project Update – Ms. Olore
 - a. Procurement Activities
 - i. DBM – Mr. Lovett provided an update on what happened in the last few weeks regarding the procurement for the Design Build Maintain Contract. We've been running a very disciplined, tight ship as far as money goes. And one of the strategies that we've used at the DOT successfully to keep projects in budget is a max bid price proposal for construction projects where we have a very disciplined approach and ask the contractors to make sure their bid falls below that price proposal. We used that strategy and we did hear from some of the contractors in advance. They thought our project was too big for the money that we had in the budget. And during the bid opening, none of the contractors felt they could meet the price that we had identified. Earlier this week, it was decided by DOT's executive selection committee that we would be issuing an addendum to that price proposal that is out on the streets. FDOT will remove the max bid price and some of the things that were in our scope of work to be bid on, are going to be options. We have 4 items that we think are things that do not compromise the operation or safety of the system that could be added back very easily afterwards with either separate procurements or as an option under these contracts. They include items such as contamination clean up, and again we're going to be starting with a private firm, and we've asked a design-build firm to be responsible and give us a price renewal on some of that. We feel very confident that we can do that work with outside contractors. There was some 3rd party flagging activities that are really not essential for construction of our activities, they're more for 3rd parties, and there are other ways to procure those items separately. Also, there are a few interlockings that are switches that are necessary for the ultimate build-out of the project, to ensure that the 15 minute headways that we're going to ultimately have on the project. Those are very expensive items that can be deferred until later and are not essential for the initial operation. And then we also have some crossing upgrades for some of the less critical crossings. In the initial procurement, all of these items were included as mandatory bid items. This time we're going to include them as options. We'll ask the proposing firms to bid on the core items that

are left and then give us prices for each of those four items. So we'll have the flexibility, if the budget allows, to add back those four items later. We prioritize those to help us analyze the bids. We think this is an effective way to enjoy the kind of very tight-fisted cost control that we need to have on a project like this, and at the same time give us some pricing information that is going to allow us the flexibility to move forward in the short-term and receive a successful procurement. We're very optimistic about that. That addendum has been drafted and will either be released this afternoon or sometime tomorrow. The firms will be given another two weeks to submit price proposals. We feel like in a couple of weeks we'll be in a much better position and still have very disciplined control of the costs in this project, which of course is very critical for a job that has multiple local funding partners.

Mr. Welzenbach asked that if removing these items and adding them as options, the upgrades to the grade crossings, would that impact the safety of the system at all?

Mr. Lovett responded in saying that we have categorized the grade crossings, based on priority, so we're still making the priority ones, the ones that are essential for safety, as a part of the mandatory bid. It's the other ones that we've looked at that aren't as urgent a need to upgrade that again, can be stand-alone projects that we add back in at a later date separately. It's our evaluation that this will not compromise safety and operations on the corridor.

Mr. Welzenbach asked how many there were and the locations, the crossings that are being considered as optional.

Mr. Lovett responded that he did not have that information readily available at the moment. "We'll have to get back with you on that and be glad to share that information; I do not have that level of detail with me."

Mr. McCollum asked that if the existing crossings that are out there now would remain like they are. In other words, "FDOT is not proposing to take anything where you've got arms, signals, etc. or leave anything that is less safe than it is now."

Mr. Lovett responded, "Absolutely not."

Mr. Harrison expressed the same concern as Mr. McCollum.

Mr. Neiswender stated that we were moving ahead with this particular contract, that it was a big item, and that we were not

actually going to be able to start construction until we get federal money in place. “We couldn’t start construction until this is resolved, correct? This hasn’t cost us any time on timeline. It will be a few weeks later before we get the actual costs.”

Mr. Lovett indicated that was correct. “We had a design element, and a build element. It was always the strategy to have the design start first and then get started on the build items once the FFGA was in hand. “

- ii. Vehicle Contracts – Ms. Olore reported previously that we did cancel the procurement activities with Colorado Rail Car about a month prior to them shutting their doors on December 23rd. Since then we have put two Invitations to Negotiate out on the street -- one for locomotives and one for coaches and cab cars. For the locomotives, we received six qualification letters, and short-listed four manufacturers (Motive Power, Brookville Equipment Corp., Vossloh, and Mid America Car) So what we’re doing now is going through the procurement activities and they are preparing technical proposals as well as price proposals and those are due on February 26, 2009. On the coaches and cab cars, we actually received one letter of qualification that came in on the date & time that was stated in the Invitation to Negotiate. We also got a couple after the date. We did get Bombardier, which is a big manufacturer, so what DOT has decided to do is put that procurement back out on the street, to allow further competition, so that we don’t end with just a one-bidder situation. That’s going back out on the street in the next day or so as well, with the coaches and cab cars. We expect at this point to get hopefully at least 2 to 3 bidders on that one.
- iii. CEI Schedule – This is one that has been receiving a lot of interest. We put that scope up on the website and out to the eligible engineering firms, for them to look at for industry review. Their comments are due on February 13th. And we expect to actually advertise that during the first couple of weeks of March. That is for the construction, engineer, and oversight for all of our contracts. That includes the DBM contract and the station contract, so that will all be one contract. So that is moving along as well.
- iv. Long Lead Items – We’ve been doing a lot of due diligence on the ticket vending machines and we are writing the invitation to negotiate now. That was one item that we originally put in our station contract, but in talking to other systems around the country, that’s really an item that requires a long lead time of about 18-24 month timeframe. So we’re writing that invitation to negotiate as well. And the 2 other items that we actually called out are some seed materials, specifically rails and ties for the DBM Contractor, so that will be a regular commodities purchase contract within the DOT.

- v. Public Involvement Scope – The other procurement that we are working on right now is our Public Involvement Scope and we’ve actually put that together to advertise in March as well, and what that would entail is this would be our public involvement and marketing consultant during construction. If anyone from the public has any questions about what’s going on with the construction they would contact this firm as well as once we own the railroad we will have to do Operation Lifesaver and will also have to market the system and so that Public Involvement Scope will include all that. We look to get them under contract, as well as the CEI contract, 2 months prior to construction which is slated to begin in September. Mr. Neiswender asked what the term “Operation Lifesaver.” meant. Ms. Olore responded that Operation Lifesaver is a program that we will implement for safety education associated with the railroad. It is something that CSX does as well as an FDOT person up in Tallahassee. They go to the different schools and businesses and educate people about how to be safe around railroads. Because FDOT will actually be the owner of that 61 miles we have to sort of transition and take that over from CSX. They really target a lot of the schools and do a lot of public outreach. It’s a national program.
- vi. O&M Contract – The other procurement that we’re starting to work on is the Operations and Maintenance Contract. That is actually the contract that will physically run the train and maintain the infrastructure and they will take over the maintenance from the DBM Contractor. We want to have this contract in place 1 year prior to operation. Due to the fact that we will be manufacturing the vehicles and these folks will go out and look at the vehicles as well as help with the control center that’s being built with the DBM. We’ll put that together by the end of the year for advertisement early next year.

Mr. McCollum asked what the length of the DBM contract was. Ms. Olore replied “I believe we have 930 days. It would be under contract from April 2009 through September 2011.”

- b. CSX Transportation
 - i. Mr. Turrell discussed that there are a number of items we’re working on. The safety integration plan is basically in place and being used by surveying crews out on the corridor. We’re working on a maintenance transition plan. Basically when the DBM gets awarded, we will incorporate them into the transition plan. It talks about how we will transition from maintaining the infrastructure, when we take over the corridor from CSX to the DBM on the date of sale. We are also working with CSX on utility providers at each of the grade crossings. We’ll send notification of transfer of ownership, grade crossings, and other utilities and facilities we’re buying as part of

this transaction. We are continuing to work with CSX on these issues monthly.

c. Amtrak

- i. We sent in a draft of the operating agreement this week, due to the fact that when we take over corridor, the State will own the facility. Amtrak will be operating over a State-owned facility. We will have an agreement for that. They have a similar agreement down in south Florida.
- ii. We also put together a scope of work for contractual services with Amtrak. They will actually be doing our heavy maintenance from their AutoTrain facility up in Sanford. We are working on the contractual services with Amtrak right now in regards to that as well.

d. Federal Transit Administration

- i. Ms. Olore stated that we are working very, very hard with them in terms of the federal stimulus bill. I know a lot of people have questions about how this project would fall, or wouldn't fall, in this stimulus bill. FTA told us as recently as Feb 5th –unlike potentially the highway fund, what they're going to do is put stimulus money into their existing program now. So they don't say this money will go to this project, and this amount of money will go to this project. They put it into the Federal Transit pot and will use it for projects that are at the top of the pipeline. So what that means is the federal money for the projects that are ahead of us will get that money and we'll move up quicker because money will become available in a quicker timeframe for this project. Unlike the federal highway side where they say X amount of money is designated for SR 50. That is not how it is handled on the FTA side. Mr. Welzenbach asked if he could get clarification. "On the highway side they're not earmarking for specific projects, they're doing it by formulaic distribution, but the qualification in the house bill, and from my understanding what's in the Senate bill is the same - there's no supplanting. In other words, if we have a project already moving forward and paid for, we can not put this money on there to pay for something else." Ms. Olore indicated, "That's correct." Mr. Welzenbach asked then, "So, how is this project being handled? Commuter rail is paid for, we've got contributions from local governments, we've got the State contribution and the federal contribution. How is this getting money and not being considered supplanting?" Ms. Olore indicated that the federal money is through receipt of an FFGA, which is slated for September. Mr. Welzenbach indicated, "Right, but you don't have that yet." Ms. Olore stated "Right." Mr. Welzenbach replied, "So, even if you get stimulus funds, it still has to go through the FFGA process." Ms. Olore stated "yes." So, the stimulus money is going to ones that already have the FFGA, which hopefully will free up the some funds. Ms. Olore indicated, "Yes, that's right. That's how they explained it to me. They put the projects that are ahead of us, they

get the federal stimulus money, but it frees up the money that they had slated for those projects that were ahead of us.” Mr. Welzenbach replied, “Which is supplanting. Which still raises the question.” Mr. Lovett stated that the whole issue with supplanting is, what they’re looking for is that federal money pays for something we’ve already programmed, that we make a commitment that those dollars that were programmed are used for a transportation project, not necessarily the same project. We have a little bit of flexibility, with money that was freed up on the highway side. And we’re just looking for a commitment to satisfy the federal requirements that the money’s going back into transportation. It could go then from a highway project to a safety project. Mr. Welzenbach asked, “if the anticipation is that it is this year, or are we thinking that next fiscal year, some funds will become available, additional funds, for this project. The reason I ask is that my county is putting in for stimulus funds for transit, for the stations, and if there’s no federal funding granted, there’s no agreement between the government, the federal government and the state government.therefore it’s basically eligible. . . .is that correct?” Mr. Lovett again stated, “that the understanding is, again pipeline the money to projects that already have an FFGA. There is a “use it or lose it” provision that spans into next year. So I guess, I hadn’t thought about it, but it’s possible that we’ll get our FFGA in time to get the second funds that are not used by other states. But we do expect that there will be some money from the federal economic stimulus plan that will be turned back by the states and Federal Highway and be re-distributed to the states that have good projects ready to go, so maybe that second wave of money, that we will have had our FFGA in hand at that point and we may benefit that way. But it’s hard to calculate how much money will be through that whole decision process. We may benefit on the second.” Ms. Olore also indicated that the other thing that they’re talking about is about doing when turning in your FFGA checklist, which we’re slated to do towards the end of April, there is a 5 month FTA review period. Which includes FTA review, Office of Budget review, and Congress review. What they’re talking about is taking 5 month review and looking at it to see how they may be able to get time off that review, to move those projects through the review time quicker. There have been no decisions made on that. That’s one of the areas that we’ll be looking at as well. Mr. Welzenbach: If I’m not mistaken, originally, last summer we were talking about having FFGA this March or April, going out for bids based on this. not having one until September does that impact the process or timeline of the project? Ms. Olore: I don’t – maybe there’s some confusion here. Because after the legislation, being passed last year there were some restrictions placed on us by FTA, so since that time, we’ve always said we would turn in the FFGA checklist/application in

April – so that’s probably what it is. And then that starts that clock for the 5 month review.

- e. Federal Railroad Administration
 - i. Mr. Turrell indicated that the name of the 61-mile railroad corridor that the State is purchasing is called the Central Florida Rail Corridor. That’s the name that we asked for and has been designated by the Federal Railroad Administration (FRA) as of January 4th. SunRail is going to be the name of the commuter operation that runs the trains.
 - ii. We are also working on a series of documents. Basically rail safety related documents, roadway worker protection, locomotive engineer training program, a drug and alcohol random testing program, back safety standards. A multitude of documents, plans, and programs that we have to have in place. This morning we submitted some of these documents to the FRA in Atlanta for their review. We have a three-part review process. We have an internal review process ourselves, we have an FDOT review group that is looking at these documents for us, we incorporate their comments into the document and then we submit them to FRA Region 3 office in Atlanta for comment and acceptance. We need to have all of these documents into FRA April 1st with a 90 day review period. That allows time for them to be modified prior to taking over this corridor on July 1st of this year. Ms. Olore: Any questions with that? That’s a pretty big effort to make sure those documents are in place.
- f. Right-of-Way Acquisition
 - i. Ms. Olore reviewed the right of way tracking report that is included in the packet. Our right of way representative, Debbie Lynch couldn’t be here today. Sanford – we closed on 1 parcel; we’ve got 1 parcel – the Wayne Densch parcel that we met on yesterday, we’re hopefully moving on that; Lake Mary is close to being done. Longwood – we’re having open dialogue with the city on their parcels; Altamonte Springs is in second place – We actually just met with them this morning and saw that most of the buildings are gone. Silt fences are up. Church Street – we’re talking with property owners that are going into bankruptcy; Sand Lake – we’ve got a couple of open parcels there; in Kissimmee we’ve got a verbal agreement with CSX on that property.
- g. Station design and location
 - i. Ms. Gutierrez indicated that in the beginning of January, we coordinated with State Historic Preservation Office with regards to the 2 downtown Orlando stations – Orlando Health and Church Street. We’ve pretty much got their concurrence on our design plans. So, we’re moving forward with that. Last time we talked about some of the station plans actually being staggered. We had some drainage issues that kind of delayed us a little bit; with Longwood and Sand Lake. At the same time, we’re also advancing all of our other plans.

We're getting close to the finish line, so all of the comments that we've gotten from everybody, from all of the local jurisdictions, we're going through and incorporating those now and working them into our final plans and hopefully we'll have signed and sealed drawings in April. Mr. Arsenault asked about the Kissimmee (CSX) property that you're negotiating on. "I noticed the agreement was in October and now it's February is there a reason why it's been delayed?" Ms. Olore indicated that we've been going back and forth with CSX in regards to the set back off of their property. They wanted 50 foot from the centerline track. The actual boundary survey showed 32 feet. So, we've been going back and forth with that. Mr. Arsenault indicated that "he was curious because I know Lynx was proposing to do something with the property and I didn't know how far along it was before that got negotiated." Ms. Olore responded that we were close and expected to close this out within the next month or so.

h. Public Involvement

- i. Ms. Olore stated that the Commission met on December 19th and they chose the SunRail name and logo, so we are now officially called Sun Rail. We also had a roll-out ceremony on January 14th with the folks from Myregion.org; We made a lot of changes, I think you'll notice we have sort of a new look with the SunRail logo. We've redesigned our brochure and as well as we've redesigned our website. Everything is re-designed around the SunRail logo and color scheme. We got a good complement from the Governor – "what's not to like about it?" Kudos to Myregion.org and our designer, Jim Boxstall, who designed the logo. We did that over a three-month period, so that was sort of fast-tracked.

2. Economic Development studies – Ms. Olore

- i. The other major development that was rolled out by the Governor – I believe it was last week on Wednesday – was the economic development study. FDOT had Aecom and PB Americas (PBA) do an economic development analysis. A summary of the results are included in the packets. Aecom actually looked at the amount of jobs as well as earnings that this project created with the construction and the ongoing operations and that report is on www.sunrail.com. You can still get to us by www.cfrail.com, which will automatically redirect you to our new website, sunrail.com. Aecom actually put together sort of the number of jobs that would be yielded as a result of the construction and operation of the corridor; this resulted in approximately 13,000 new jobs with just the construction of the \$615 million project, as well as the impact of the operations over the next 30 years. Then, what we also did was have PBA look at each of the 17 station locations to see what would happen with transit oriented development around each of those stations, and we have a separate

report up on our website as well for each station. We then took those results and summarized it by county. So there is a summary of Volusia County, Seminole County, as well as the City of Orlando, Orange County and Osceola County. I encourage you to go to our website, sunrail.com, and download those reports. The summary of that, I won't go into all of the numbers, it truly is a lot of jobs. I don't think that these transit-oriented development jobs are pie-in-the-sky jobs. When we went to Charlotte just last month, on a 9 mile light rail system that's been in operation just 2 years, there is \$1.8 billion dollars in new development surrounding this 9 mile line. Incredible to see the amount of buildings that was spurred on by the location of these transit systems. It's really interesting to see what could happen at each station. Mr. Neiswender indicated that that was an outstanding report in terms of potential for jobs and even two separate economists reviewed it and thought it was very good information. Mr. Fisher asked whether, "it assumed that the study that Volusia County went through, and I think FDOT paid for, some public hearings and group meetings to develop a suggestion for TOD around each station. Is that what the economic analysis was based on?" Ms. Olore replied, "No, it was based on, and you can look at the methodology in there, because not every jurisdiction did what Volusia County did and FDOT did not pay for that other study, Volusia County paid for those. They looked at pattern of what's out there today and the growth pattern using RIMS system, and they took into account the last few years was huge growth, so they scaled it back a little bit. That's all sort of explained in these individual reports that you can take a look at. Roger's point is a good one – 2 independent economists looked at it and thought that we were conservative on our numbers. We didn't want to put huge numbers out there to be criticized further. I encourage you to take a look at those reports. It is for each individual, so there's 18 reports up on that website. Mr. Arsenaault indicated that he agreed. "When I was in Charlotte, seeing all of the growth that was being spurred on and the future potential in a bad economy, I can only imagine if the economy was doing extremely well, what kind of growth that would be in Central Florida, that would be at least that much growth."

3. Central Florida Commuter Rail Commission

- i. Governing Board – Mr. Neiswender stated that the commission had a meeting on December 19th. There were two amendments to the interlocal agreements that were considered by the governing board. The first extended the date in the agreement for the closing of the system. The original date had preceded the execution date of the agreement between FDOT and CSX. The amendment took into account moving our date to the end of the year, December 31, 2009, so it wouldn't trigger a default. The second one was to alter the membership structure of the commission – Central Florida Commuter Rail Commission, and the Technical Advisory Committee formally so

we can have voting alternates for board members and for the members here. Those were the two real action items. The item that was the most fun and took the most attention was the actual naming and development of the SunRail logo.

- ii. There was a pretty thorough discussion by Mayor Dyer about the efforts for ongoing, both the FDOT efforts, the local commission and other regional and statewide outreaches that have been made to have more people understand that this isn't just about 61 miles of rail in Central Florida. A lot of these legislative issues will set the pattern and the mold for other transit oriented organizations who will need insurance provisions and labor issues resolved. So, to the extent that those issues were resolved, in a straightforward way, and a go-by so to speak was created, it paves the way for other organizations statewide to move forward with their own initiatives. I think.....has done an excellent job of working through the MPOs, and everyone, Karl, have been there through the lifting through the MPO circles and have everyone else understand a coalition of urban areas of transportation was created and one of the top 2 priorities that they have is the advancement of the Central Florida commuter rail. That's important because it begins to be the community speaking to the value of the issue and of our project and then that in turn, is picked up and weighed heavily by the legislature. And as you know, for us to get something passed, we have to have a majority of the House and the Senate legislatures from around the State. So, it's really been a big effort. We have a partnership with the regional chamber of commerce, and you've seen them involved in some of the activities we've had previously. They've done a great job of coordinating jobs, particularly Tampa Bay regional partnership and their new transportation authority, so that they have actively endorsed and in fact, went with Mayor Dyer and some of the folks here, when we went to the Tampa Tribune board and other editorial opportunities, St. Pete Times.....we still have a very positive relationship with the City of Lakeland and our mayor and Mayor Fletcher are working very closely together to try to work on finding actual solutions to Lakeland's issues. And then we continue to have some people who are detractors for a variety of reasons – either political or they would like to have the money that's been committed to this project. Our job is not over. Our job of continuing to have all of our delegations and all of the other people we know in other delegations protect the funding, approve the insurance provision, and proceed as we move into the March and April time period. When we're in session, we're going to have to be very vigilant, and we need all of our people able to react, and we need to get community leaders in Tallahassee to support it at the House level.
- iii. Other Committee issues

- a. Their next meeting of course, for the 1st quarter in 2009 – will give us the time to elect officers. That will be an important time. According to our local governments agreement, this committee elects officers at the first meeting in this year, which would be this meeting. We've had some discussions in the past that, and I will tell you, it has worked well having chair of the tech committee match up to the chair of the commission. Since we're not electing members of our commissioner leadership team until their March meeting, one of the suggestions was whether we should continue the existing slate of officers until our April meeting. At which time we would then know the slate of officers from the commission and could perhaps match up officers of the TAC so that at least we have the chairman of the TAC with the chairman of the Commission. Mr. Harrison indicated he agreed that that was a good proposal. Mr. McCollum made a motion to have the committees coincide. Mr. Harrison seconded the motion. Mr. Neiswender agreed to defer election until the April meeting.

COMMITTEE MEMBER COMMENTS

1. Committee comments
 - a. There were no committee member comments

PUBLIC COMMENTS

1. Public comments
 - a. Question regarding weekends/holidays. Roger – don't know details of weekends/holidays and those kinds of things yet. We're focused on the very basic service and getting that up. As soon as we get that committed, then we'll go into the operating hours, more headways, additional days and times of operation. I think our issues is it's going to be hard enough to....with the federal government and the state government
 - b. Comment – Chinese people with their transportation has put us to shame. It's time for us to catch up to them.
 - c. Roger – I understand that, but we're trying at this point to get a very basic system committed, in the door and operational. As soon as we have that, I think most people here would love tobut, if we go too fast, and bring too many things into play, we could misstep, and not get this first step done. Stay very simple and focused on what we're doing until we get it locked up.

NEXT MEETING

1. Review of meeting dates, times and location
 - a. The next meeting of the Technical Advisory Committee was set for March 4, 2009 at 1:30 p.m. at the FDOT Orlando Urban Office, 133 S. Semoran Blvd., Orlando, Florida.

ADJOURNMENT

Mr. Neiswender adjourned the meeting at 2:29 p.m.