

Central Florida Commuter Rail Commission
Technical Advisory Committee

Meeting Minutes

Date: Wednesday, January 6, 2010

Time: 1:30 p.m.

Location: Florida Department of Transportation

Orlando Urban Office

133 South Semoran Blvd.

Orlando, Florida 32807

- Call to Order – TAC Chairman Roger Neiswender called the meeting to order at 1: 40 p.m.
- Pledge of Allegiance
- Confirmation of Quorum
 - Members in attendance were:
 - George Lovett, FDOT
 - Tawny Olore, Florida Department of Transportation
 - Roger Neiswender, City of Orlando
 - Jim Harrison, Orange County
 - Jerry McCollum, Seminole County
 - John Omana, City of Lake Mary
 - Dale Arrington for Michael Pleus, City of DeLand
 - Kristi Aday, City of Sanford
 - John Sember for Frank Martz, City of Altamonte Springs
 - Charlie Wallace, City of Maitland
 - Don Marcotte, City of Winter Park
 - Tiffany Homler, Osceola County
 - Jim Arsenault, City of Kissimmee
 - Lisa Darnall, Lynx
 - Ken Fischer, VoTran
 - David Grovdahl, Metroplan Orlando
 - City of DeBary – Kassandra Blissett, interim City Manager was in attendance pending formal TAC representative designation
 - Members not in attendance were:
 - Carole M. Hinckley, non-designated member, representing Karl Welzenbach, Volusia County MPO
 - Tura Schnebly for James Dinneen, Volusia County
 - Katrina Powell, City of Longwood
- Agenda Review – SunRail Project Manager Tawny Olore, P.E.

ACTION ITEMS

1. Adoption of minutes from November 18, 2009
 - a. Mr. Marcotte proposed that the minutes be amended to correct that the Florida East Coast Railroad line links Jacksonville to Miami. The minutes were unanimously adopted as amended on a motion by Mr. Harrison, seconded by Mr. McCollum.

DISCUSSION ITEMS

1. Chairman's Report – Mr. Neiswender
 - a. Central Florida Commuter Rail Commission Dec. 18, 2009 meeting recap
 - i. Tallahassee Update
 1. Mr. Neiswender noted that when the TAC last met in November, there were a couple of items that needed to be addressed. The first item involved a recent visit from U.S. Department of Transportation Secretary Ray LaHood and FTA Administrator Peter Rogoff, who met with numerous representatives from local governments, state and federal lawmakers and other advisors. Mr. Neiswender said the real purpose of Mr. LaHood's message was it was essential for the whole state of Florida, at all levels, to get behind a transit friendly environment that encompasses not only the high speed rail and freight systems, but all of the interconnections and connectivity necessary to make any investment in high speed rail successful. Most of us came away very much convinced that the federal government, at least from the administration standpoint, felt strongly that we would all rise and fall together and they would not look favorably on a variety of individual efforts. So the Central Florida Commuter Rail Commission met and considered the need to extend the deadline for acquisition of the corridor, which was approved. The Commission also discussed at length strategy for the potential upcoming session of the Legislature. The Technical Advisory Committee convened a week before the Commission and considered the amendment and the extension of the acquisition deadline. Shortly thereafter, the Legislature convened on Dec. 3, and considered not just the liability provisions required to advance SunRail, but a very comprehensive transportation vision for the state of Florida. It dealt with the creation within the Florida Department of Transportation of a rail enterprise group; the creation of an advisory commission and doing away with the former High Speed Rail Commission. It set out a variety of potential funding options and redirection of portions of the state trust

fund. The legislation also addressed the indemnification issues that allowed us to move forward with SunRail and acquisition of the corridor. In short, it was a major change in the lay of the land and the direction of the State of Florida for transit. Mr. Neiswender said that local officials anticipated there would be a lengthy debate in the Senate. But ultimately, he said, the measure passed the Legislature very favorably and very strongly, and we do have a bill that now that meets our requirements. The bill was signed by the governor in a series of signing ceremonies around the state on December 16th, and the Central Florida Commuter Rail Commission met on December 18th to discuss the bill and its implication. The Commission also passed the extension language that extended the deadline for acquisition of the corridor to December 31, 2010, which gives us the window to accomplish the closing. Under the terms of the bill passed by the State Legislature, the corridor will be closed in escrow with CSX, and once that's done, the escrow will be triggered by the actual award of a Full Funding Grant Agreement for SunRail by the Federal Transit Administration. When that happens, the closing happens, and the Florida Department of Transportation becomes the actual owner of a 61.5 mile corridor. At that point, Mr. Neiswender said, we are moving full steam ahead with our transportation efforts. At the conclusion of the Commission meeting, members thanked participants – Congresswoman Brown and Congressman Mica, particularly, and all of our legislative leaders. Many of the local government officials who spent considerable time advancing SunRail also were recognized and thanked for their efforts.

2. Mr. Neiswender said that the TAC is now back to work and will be reporting today on a series of efforts to reactivate the effort that had been put on hold before the last legislative session. The Florida Department of Transportation wisely and appropriately shut down most of the activity following the spring legislative session. But, he said, you just don't start where you left off. In many cases, there have been changes in officials appointed and elected, changes in property owners – a lot of changes took place and we now have to pump energy back into the project.

2. Project Update – Ms. Tawny Olore, P.E.
3. Ms. Olore wished everyone a Happy New Year. Since the Legislature's approval in December, she said, FDOT's SunRail project staff have been reenergized and are working hard to start everything back up.

4. 100 percent Station Plans
 - a. Ms. Olore said that many local government officials have called since the legislative passage and requested 100 percent plans for stations included in the Initial Operating Segment of SunRail. She said that packets include a disc of 100 percent plans for the stations and a User's Manual on how to access individual station plans. She said that TAC members could call Sandra Gutierrez, P.E., Assistant SunRail Project Manager, with questions. She noted that local government officials reviewed the plans at 60 percent design and comments were incorporated based on those reviews. 90 percent plans were submitted to FDOT for review, and the 100 percent plans incorporate FDOT comments. FDOT will review the plans again to make sure they are construction ready. Ms. Olore stressed that the 100 percent plans are not construction plans. Once those plans are ready, they will be re-issued to local governments.
 - b. Ms. Olore introduced Amy Scales, FDOT's construction manager for the SunRail project. She said she looks forward to the day that Ms. Scales is actually out there turning dirt and can answer questions.
5. Federal Transit Administration
 - a. Ms. Olore said that project staff also is working on the Supplemental Environmental Assessment, due to the fact that we had a change in vehicle technology from Diesel Multiple Units (or DMUs) to "push pull", as well as some station modifications primarily in Phase II. The draft SEA has been submitted to the FTA for review. FDOT hopes to have public hearings on the document in February, and will provide TAC members with an update on the public hearing schedule at the next meeting.
6. CSX coordination
 - a. Since the legislative session concluded, FDOT is also working to prepare contract documents in anticipation of closing in escrow on the corridor with CSXT. Ms. Olore said that FDOT expected the closing in escrow would occur within the next couple of months, once exhibits for the contract of sale documents are complete. FDOT attorneys are currently leading that effort.
 - b. Mr. McCollum asked whether FDOT is still looking at utilizing Fixed Guideway Bonds to pay for the corridor, or some other financing mechanism such as Federal Railroad Administration bonds. He asked whether the amount of money required from the local governments will remain the same. Ms. Olore said that the local requirement is still a good number and has not changed.
 - c. Ms. Joanne Counelis, of Lake Mary, a member of the audience, asked whether Lake Mary was still in first place. Ms. Olore said that Lake Mary is within Phase 1.
 - d. Federal Railroad Administration
 - i. Ms. Olore said that a number of documents also are required by the Federal Railroad Administration to take over the corridor. A lot of those documents were developed prior to the hiatus, but Project staff is reviewing those documents, reassessing the dates, getting

ready for another submittal to the FRA. Those documents are required prior to FDOT taking over maintenance of the corridor.

- e. Procurement update
 - i. Ms. Olore said that a number of procurements were put on hold when the Project went into hiatus, and they are now under review. The first of the contracts was the DBM contract with Archer Western, which is being reviewed by attorneys. FDOT also met with LYNX to talk about the ticket vending machines, as well as bus plan, and plans to consult with Votran, as well, in anticipation of advertising that procurement. Prior to the hiatus, FDOT also selected a construction oversight or CEI contractor, HNTB, and will start negotiations to get them on board about 90 days or 3-4 months prior to construction. FDOT also developed the final specifications for the locomotives, coaches and cab cars procurements, and will be executing a contract in the next couple of months. She said she expected that the Public Involvement and Marketing contract will be advertised within the next few months.
 - ii. Other outstanding agreements include joint use agreements for station maintenance, including pond maintenance, garbage collection, security and so forth. Those agreements are currently in draft form and FDOT will be coordinating with our local partners to finalize those documents. FDOT also plans to advertise an operations and maintenance contract later this year. In addition, FDOT is developing a fare policy agreement with LYNX and Votran detailing shared fare arrangements.
- f. Mr. McCollum asked about the warranties on the locomotives, because it likely will fall to the Central Florida Commuter Rail Commission to refurbish the equipment. He also asked about a quick schedule to get a better idea of the Project time-line.
- g. Ms. Olore said that the vehicles contract was an invitation to negotiate, or ITN, so FDOT is now actually negotiating design specifications. She said that nothing is signed yet, but that FDOT does have industry experts working to ensure the contracts include the same standard manufacturer's warranty that other properties have.
- h. Mr. McCollum said he would like to look at the warranty specifications to get an idea of how long the parts are under warranty.
- i. Ms. Scales said that FDOT has been working with the vehicle manufacturer to ensure that warranties meet the industry standard, and in a couple of cases, exceed it slightly.
- j. Mr. McCollum noted that the Commission will take over responsibilities for the vehicles, and it's just another item that we need to talk about and get serious about. He said it was more of a timing issue for budgeting purposes.
- k. Mr. Neiswender said that vehicle maintenance issues may be clarified once a vehicle manufacturer is selected.

1. Ms. Olore said that FDOT has selected Bombardier to manufacture the coaches and cab cars. Three bidders responded to the locomotive contract, and FDOT is still negotiating with all three of the manufacturers.
7. Right-of-Way acquisition update
 - a. Debbie Lynch, Right-of-Way Manager for FDOT, said that FDOT has contacted a few property owners since the legislative session, and attorneys are gearing up to schedule court dates for orders of taking, as three lawsuits need to be filed. FDOT is getting appraisals updated, and is developing a property management plan to deal with encroachments that interfere with double tracking. Property acquisition is fully complete for one station, in Altamonte Springs.
 - b. Mr. McCollum asked whether outstanding parcels will be addressed in court all at once.
 - c. Ms. Lynch said that FDOT attorneys told her that the lawsuits are already filed on most outstanding parcels, due to a stipulation with opposing counsel that they wouldn't have to refile. Only one attorney wouldn't consent to the stipulation, so there's one lawsuit that must be refiled. In addition, there are three other lawsuits that need to be filed, so we're looking at 3-6 months before we get before a judge.
 - d. Mr. Lovett said that FDOT continues to negotiate aggressively with property owners in the interim.
 - e. Mr. McCollum said he believed that FDOT was negotiating in good faith. He said it sounds like everything is geared to that court date.
 - f. Mr. Marcotte asked whether the takings will affect the closing date for the corridor. Ms. Olore said they would not, as they are station oriented.
 - g. Mr. Marcotte asked about the closing date. Ms. Olore said it likely will be within the next couple of months. There were a number of exhibits that need to be done for the contract of sale, so we are doing all of that now.
 - h. Mr. McCollum asked whether FDOT will have full ownership and control of the CSXT line at the time of closing.
 - i. Mr. Lovett said that FDOT will close in escrow until the Full Funding Grant Agreement and some other outstanding issues are finalized. So FDOT will not immediately take over operation of the corridor. He said there were some contingencies in the legislation that protect local partners, so FDOT will not take over possession until after the FFGA.
 - j. Mr. McCollum said he was wondering when local governments can start negotiating corridor access and improvements with FDOT instead of CSX.
 - k. Mr. Lovett said that FDOT is working with CSX, and the question of how to handle ongoing activities between the locals and others should be put on the agenda.
 - l. Mr. Arsenault said that similar access issues have arisen in Kissimmee, as well.
 - m. Mr. Hyman said that question will come up in transition, and FDOT will seek to negotiate a resolution.
 - n. Mr. McCollum remarked that the outcome could be significant in terms of advancing other projects as we move forward.

8. Ms. Olore said that FDOT also was checking all our boxes for the Full Funding Grant Agreement and hopes to have everything submitted to the Federal Transit Administration by the March time frame, which starts the five-month review clock. FDOT hopes to obtain a Full Funding Grant Agreement this summer, to start construction and then operations about two months later. Project managers met with the FTA in December, and are resuming monthly conversations and bi-weekly teleconferences. FDOT also received \$40 million more in the appropriations bill for the project, so we have a significant amount of funding that goes towards our Full Funding Grant Agreement – upwards of \$70-\$80 million. She said that shows the confidence of the federal government in the project to keep us moving forward.
9. Mr. Neiswender said that key dates include closing on the CSXT corridor, probably sometime in March, and then obtaining a Full Funding Grant Agreement. After required federal review periods, he said, we're looking at some time late in the summer to have the actual Full Funding Grant Agreement executed, so at that point we close and become the actual owner of the corridor.
10. Mr. McCollum asked about an updated Primavera schedule. Ms. Olore said she hopes to have a more detailed schedule next month, similar to what was provided to TAC members in the past.

COMMITTEE MEMBER COMMENTS

1. Mr. Neiswender noted that TAC members had previously discussed the election of new officers, and how and when that would happen. At the time, there was uncertainty about whether we would even have a project. But it was decided that we'd wait for the election of officers at the Commission level, and once we knew that, we would have our election of officers from the TAC. A point I made is in some ways it is easier if the Chairman of the TAC mirrors the Chairman of the full Commission, because there's a lot of coordination to get the meetings synched up, briefings, and so forth. So as we move towards what I think will be more formal action of the Commission, I did want to remind everybody that I am eagerly looking forward to the new election of officers. But I think we've decided that we'll wait until the Commission acts on the election of their officers before electing new officers to the TAC.
2. Mr. McCollum said he recalled the discussion, and it makes a lot of sense to have the chair of both the TAC and the Commission from the same organization, if possible.
3. Mr. Marcotte asked whether TAC members should expect any adjustments in the O&M projections any time soon? Ms. Olore said that as part of the Full Funding Grant Agreement, we have to actually do another financial plan and that's one of our checks in the box for an FFGA. We actually had a conversation with our financial analyst and we're looking at all of that now. She said she understood that the FTA process is very confusing to those unfamiliar with all the rules and regulations set forth. For example, she said, our new starts submission that we have to do every year is for our full build, which is our 2030 plan and includes the 15 minute service. So all our financial and operations and maintenance

- projections are for 15-minute service for the New Starts submission. The Full Funding Grant Agreement, and what our interlocal agreements are based upon, is for 30 minute service. So we didn't do operations and maintenance projections for the New Starts submission based on 30 minutes service. It is a requirement, however, for the FFGA, and is in the process of being updated.
4. Mr. Neiswender asked whether it was possible for FDOT to provide local partners with an updated spreadsheet for both capital and current operations and maintenance assumptions.
 5. Mr. McCollum noted that FDOT has provided a detailed spreadsheet in the past.
 6. Ms. Olore said it was possible, but we would have to pick a year when we think the 15 minute service will go into effect. The good news is that the majority of the infrastructure improvements are built for the 15 minute service. So that's good news. But there's still a capital expense of having to pay for the additional vehicles for 15 minute service. So that will be a capital expense, as well as the operations and maintenance cost for new vehicles.
 7. Mr. McCollum noted that prior spreadsheets got into the refurbishing of the vehicles, when that was expected. That's not really part of the operations and maintenance costs, but still it's something we as local governments have to figure out how to escrow that money. If you could give us that, and give us the typical O&M spreadsheets, and include when the vehicles may have to be refurbished, that would be helpful, to make sure we're not missing something.
 8. Mr. Neiswender said that often times staff focuses on protecting ourselves against a worst case scenario. But some of these systems have proven to be so successful, there was a near immediate demand to add stations and expand service. I think we also need to spend some time talking and understanding about what are we going to do about the upside. We need to be prepared for both ends of the spectrum, and hopefully come to a moderate position. But we need to prepare for both opportunities.
 9. Mr. Lovett said that FDOT will work on the request, but could not commit today to do anything that will interfere with getting the FFGA application complete. We will try to do that concurrently, but FDOT is in full motion with the FFGA.
 10. Mr. Harrison noted that he believed everyone wants the FFGA to be the top priority.
 11. Mr. McCollum said I think we're all just trying to get a handle on all of the costs so when we start doing budgets in September we have a handle on everything.
 12. Mr. Marcotte asked whether the bill passed by the Legislature altered any of the authority of the Commuter Rail Commission. Do they still have the same power they always had? Ms. Olore said yes.
 13. Mr. Neiswender said he didn't see anything in the bill that he had any concern with, but said he would cycle back through to be certain. It drags us (SunRail) up into the state system in terms of coordination and connectivity into the state system, he said. There may even be some good news for us down the line in terms of operating revenue. If anything, the bill probably helped us considerably more than just resolving the insurance and indemnification issues.

PUBLIC COMMENTS

1. Ms. Counellis of Lake Mary said that FDOT needed to get SunRail operating earlier. The earlier the better. OK? She said that LYNX also needed to provide additional bus service sooner. Thank you.
2. Beth Dillaha, a Winter Park City Commissioner, said she had a full sheet of questions that I'd like to get answers to. Am I to understand that FDOT will purchase the corridor, and still intends to issue debt for a 30-year bond for which the local governments have a 23-year obligation to respond to.
3. Mr. Lovett said that the financing plan is still being determined. FDOT also has an application for federal funding for the project. He said FDOT is committed to fund the acquisition of the corridor. But, he said, I don't think we have a final decision on how that's going to happen.
4. Ms. Dillaha said FDOT should know that this month.
5. Mr. Lovett said he had heard a decision may be made toward the end of January.
6. Ms. Dillaha asked if local governments would still have to pay off the debt service if the federal money was not approved.
7. Mr. Lovett said that FDOT is looking at all options, and that's certainly one still on the table.
8. Ms. Dillaha said she understood that the Interlocal agreement would be adjusted and changed and local governments have to go back and approve.
9. Ms. Olore said that the Central Florida Commuter Rail Commission recently approved a change to the Interlocal agreements. Mr. Neiswender said that the Commission extended the acquisition of the corridor from Dec. 31, 2009 to Dec. 31, 2010. He said that was the only change we were required to do, to allow for the legislative action and the Full Funding Grant Agreement.
10. Mr. Harrison said that change was between FDOT and the Commission, and there have been no changes to the governance agreement.
11. Ms. Dillaha said no change? I'm thinking of the changes from DMUs to locomotives and the operations and maintenance costs.
12. Mr. Lovett said he did not know of any current plans to further amend the Interlocal agreements.
13. Ms. Dillaha asked if the state purchases the corridor, and the FTA doesn't award the \$178 million for Phase I, who makes up the difference in the capital funding. Would local governments be responsible?
14. Mr. Neiswender said that Ms. Dillaha raised two watershed issues: one is do we wish to make up any shortfall, or do we not. If we do not, the closing unwinds and there is no sale of the corridor. We don't have an obligation to close unless there's a fully funded Full Funding Grant Agreement.
15. Ms. Dillaha said that the FTA said the corridor has to be purchased prior to awarding a FFGA.
16. Mr. Lovett said the FTA was satisfied with the purchase agreement in escrow.
17. Ms. Dillaha reiterated her concern. She then asked about the oversight of the authority that's going to be formed, and whether they would have any additional powers that would impact local governments.

18. Mr. Neiswender said he believed the new authority would be strictly advisory to both the Department and the Enterprise, which is a section within the FDOT. I didn't read anything that gave them more powers.
19. Mr. Lovett said that FDOT is very hopeful they will facilitate passenger rail service in Florida. I don't think they will make it more difficult or interfere with the operations at all. I don't think you can pass legislation that would interfere with the contractual rights that we've already established with this group.
20. Ms. Dillaha asked about the annual sustained funding source for Tri-Rail and SunRail going forward, after year 7 specifically for SunRail?
21. Mr. Lovett said he did not believe that was addressed in the legislation.
22. Ms. Dillaha said that there's still no long-term funding source for Tri-Rail or nothing anticipated for SunRail.
23. Mr. McCollum said that sustaining SunRail after year 7 of operations is going to be a local government responsibility as detailed in the Interlocal agreements. In Seminole County, we're still evaluating several options. We are going to do it. It's just a question of how we're going to do it. And I think each individual government is going to be different.
24. Mr. Harrison said that is a lot of effort underway to evaluate different funding sources, and we have 7 years to sort that out. I'm not sure that I would discount the possibility of a dedicated funding source. There's a lot of evaluation that's already underway on that topic.
25. Ms. Dillaha said that issue has been at the forefront of my mind. Tri-Rail still doesn't have a funding source that they need, and it doesn't give me comfort that we're going to find something for Central Florida.
26. Mr. McCollum said that lawmakers did pass a charter county transit surtax that can fund operations and maintenance for transportation systems. That has always been considered a potential source for the region because it does generate a substantial amount of funds that can be used for capital and operating. But again, he stressed, all options are being evaluated.
27. Chris Kintner, the city planner from Longwood, asked when FDOT will require the city to turn over the Public Works building required to build parking lots at the Longwood station.
28. Mr. Lovett said FDOT would be happy to sit down and talk to city officials and work out a schedule that works for both the project and the city.

NEXT MEETING

1. The next meeting was set for 1:30 p.m. Feb. 3, 2010, at the FDOT Orlando Urban Offices, 133 S. Semoran Blvd., Orlando, FL

ADJOURNMENT

The meeting was adjourned at 2:34 p.m.