

No: C075668

IN THE COURT OF APPEAL OF THE STATE OF CALIFORNIA  
THIRD APPELLATE DISTRICT

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California High-Speed Rail Authority, et al.  
*Petitioners,*

v.

The Superior Court of Sacramento County  
*Respondent.*

John Tos, et al.  
*Real Parties in Interest.*

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Petition of Extraordinary Writ of Mandate From Orders of the  
Superior Court in and for the County of Sacramento  
The Hon. Michael P. Kinney Case Nos.  
34201100113919CUMCGDS, 34201300140689CUMCGDS

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Application of Various Bay Area Transportation Agencies to File  
*Amicus Curiae Brief* on the Merits In Support of Petitioners

[Proposed] *Amicus Curiae Brief*

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**APPLICATION FOR LEAVE TO FILE**  
**AMICUS CURIAE BRIEF ON THE MERITS**

**INTRODUCTION**

The Peninsula Corridor Joint Powers Board, San Mateo County Transit District, Santa Clara Valley Transportation Authority, City and County of San Francisco, and Metropolitan Transportation Commission respectfully request leave to file the attached brief on the merits as an *amicus* in support of Petitioners California High-Speed Rail Authority, High-Speed Passenger Train Finance Committee, Governor Edmund G. Brown, Jr., Treasurer Bill Lockyer, Director of Department of Finance Michael Cohen, and Secretary of the State Transportation Agency Brian Kelly's (Petitioners) Petition for Extraordinary Writ of Mandate and Application for Temporary Stay (Petition), pursuant to California Rule of Court, rule 8.200(c).

The Court previously granted the undersigned agencies' leave to file an *amicus curiae* brief in support of Petitioners' request that the Court entertain their extraordinary writ petition. The undersigned now request leave to file an *amicus curiae* brief on the merits to support Petitioners' request for a writ of mandate to vacate the trial court's: (1) rulings denying Petitioners' request to validate the bonds for the High-Speed Rail Project and, (2) order issuing a writ directing the Authority to rescind its first funding plan, which the Legislature already has accepted and acted upon.

**INTEREST OF PROPOSED *AMICUS CURIAE***

The undersigned San Francisco Bay Area transportation agencies are part of or support Caltrain, which provides commuter rail service between San Francisco and San Jose. The Caltrain Modernization Program, a major part of which is to electrify the system for both Caltrain and High-Speed

Rail service, is essential to Caltrain's performance and sustainability as well as to that of the Bay Area's transportation system as a whole. Because the Caltrain Modernization Program is financially dependent on the High-Speed Rail appropriated bond funding, Caltrain's member agencies and supporters have a significant interest in the outcome of this matter.

Applicant Peninsula Corridor Joint Powers Board (JPB) runs Caltrain. The JPB is comprised of three member agencies, the undersigned applicants San Mateo County Transit District, City and County of San Francisco, and Santa Clara Valley Transportation Authority. In addition, applicant Metropolitan Transportation Commission (MTC) is the regional transportation planning agency, which, among other things, oversees transit funding and planning in the nine-county San Francisco Bay Area. The above five public agencies plus four additional public agencies are signatories to a 2012 Memorandum of Understanding that provides funding for early investment in the Caltrain Modernization Program and commits the parties to working jointly to identify and fund fully other improvements necessary to complete a blended rail system between San Francisco and San Jose. The High-Speed Rail Authority (Authority) also signed the 2012 MOU.

It is in the interest of the undersigned that this Court issue a writ of mandate directing the trial court to vacate its January 3, 2014 order and writ in *High-Speed Rail Authority et al. v. All Persons Interested*, Sacramento Superior Court Case No. 34-2013-00140689, as well as that court's August 16 and November 25, 2013 rulings in *Tos et al. v. High-Speed Rail Authority et al.*, Sacramento Superior Court Case No. 34-2011-00113919 (*Tos*). Allowing the trial court's decisions to stand will delay High-Speed Rail to such an extent as to imperil the entire project, along with other vitally important projects dependent upon its appropriated bond funds, like the Caltrain Modernization Program.

The public benefits of the Caltrain Modernization Program are many as it will upgrade and electrify the performance, operating efficiency, capacity, safety and reliability of Caltrain's commuter rail service. An advanced signal system will improve the safety of the corridor as mandated by the Federal Transit Administration for Positive Train Control, as well as increase the corridor capacity to operate more trains. Electrification will allow for the provision of quieter, cleaner, more frequent and/or faster train service to more riders. It also will improve the financial sustainability of the system by increasing ridership and revenue and replacing diesel fuel costs with cheaper electricity.

In reliance on the Legislature's appropriation, the JPB already has expended millions of dollars to clear the electrification project environmentally under the National Environmental Policy Act and is about to finalize an Environmental Impact Report consistent with the requirements of the California Environmental Quality Act. The preliminary design is complete and design build procurement documents will be ready for issuance by early 2015. The JPB has engaged in extensive public outreach and education regarding the current blended system approach, which has generated considerable public support. All steps taken to date, including the environmental work and the engagement of personnel to assist with the final implementation of the project, are on target to deliver the project by its scheduled 2019 revenue service date. In short, if High-Speed Rail bond funding is jeopardized, Caltrain Modernization too is in jeopardy.

This vital program is important to the undersigned not only because of their direct interest in Caltrain, but also because the success of any one agency to improve or expand its service and thereby increase public transit participation contributes to the public transportation system in the region as a whole. Moreover, it furthers the core mission of the undersigned

transportation agencies by reducing congestion, improving air quality, and increasing connectivity so that Bay Area residents can get to where they need to go for work, for services, and for recreation. Furtherance of this mission also helps the region achieve the Green House Gas reduction targets mandated by the Sustainable Communities and Climate Protection Act of 2008 ("SB 375"). (See, e.g., Gov. Code, § 65080 *et seq.*) All of these considerations are particularly relevant given that the Bay Area is expected to be home to some nine million residents by the year 2035.

In addition, the undersigned transit-providing agencies have an interest in preserving the sanctity of the bond issuance process in California, as each agency has had or will have projects whose funding is dependent on the issuance of general obligation bonds.

The trial court's refusal to validate \$8.6 billion in bonds based on the Committee's lack of an evidentiary basis for concluding that issuing the bonds was "necessary and desirable" will have a devastating effect on the undersigned transit-providing agencies and myriad public agencies across the State that rely on bond sales to fund public works projects, including transit systems and improvements.

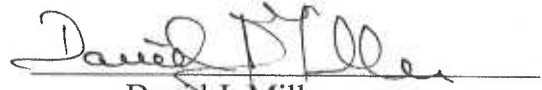
Specifically, its rulings will add a new obstacle to any public agency's ability to deem a bond creditworthy, whether those bonds are the subject of a validation action or whether bond counsel seeks to show creditworthiness by issuing an unqualified opinion, because it will create an unjustified basis to challenge a project through litigation. This will inject unwarranted uncertainty and potentially crippling delay to the process. The undersigned transit-providing agencies have a great interest in being able to sell bonds without unnecessary encumbrances to fulfill their missions.

For these reasons, the undersigned San Francisco Bay Area public transportation agencies respectfully ask the Court for permission to file the attached *amicus curiae* brief to support the Petition on the merits.

Dated: April 7, 2014

Respectfully submitted,

HANSON BRIDGETT LLP  
Counsel on behalf of *Amici*

  
David J. Miller



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## ***BRIEF OF AMICUS CURIAE***

### **I. INTRODUCTION**

The trial court's rulings in the *Tos* case and Petitioners' validation action are legally and logically flawed. If left undisturbed, they will delay High-Speed Rail indefinitely, imperiling this transformative project. But the effects of these rulings will go far beyond High-Speed Rail. In particular, they will jeopardize the funding for other projects dependent on High-Speed Rail bond funds, like the Caltrain Modernization Program—a key transit improvement program that will bring economic and environmental benefits to the San Francisco Bay Area.

Further, letting these rulings stand also will create harmful legal precedent for all public agencies. First, the trial court's rulings in the validation action will transform the legislative “necessary or desirable” determination in the bond validation process into a quasi-judicial evidentiary question. Second, the *Tos* order signals that it is appropriate for a court to issue a writ of mandate that interferes with the Legislature's exclusive appropriation authority. These rulings create new and unwarranted bases to challenge and delay California projects.

For these reasons, and in support of the arguments in the Petition and Reply, this Court should issue the relief that Petitioners request.

### **II. ARGUMENT**

#### **A. The Trial Court's Erroneous Rulings Will Have Grave Ramifications for Public Infrastructure Projects.**

##### **1. Creating a Substantial Evidence Requirement for a “Necessary or Desirable” Determination Will Inject Harmful Uncertainty Into the Bond Process**

Under the Safe, Reliable High-Speed Passenger Train Bond Act, codified at Streets and Highways Code section 2704 *et seq.* (“Bond Act”),

the High-Speed Passenger Train Finance Committee (“Finance Committee”) “determine[s] whether or not it is necessary or desirable to issue bonds...in order to carry out the actions specified in Section 2704.06 and 2704.95 and, if so, the amount of bonds to be issued and sold.” (Sts. & Hy. Code, § 2704.13.) The undersigned join Petitioners’ arguments that it was error for the trial court to review the Finance Committee’s “necessary or desirable” determination under a substantial evidence standard.

The Court should issue the relief requested in the Petition because the trial court’s ruling invents a rule out of whole cloth that will have serious ramifications for High-Speed Rail, and other projects like the Caltrain Modernization Program.

As members of the JPB, and as Bay Area public transportation agencies, the undersigned have a great interest in the validation of the High-Speed Rail bonds. Not only are they essential to High-Speed Rail, but they also represent the main funding source for the Caltrain Modernization Program.<sup>1</sup> The \$600 million in bond funds appropriated for that vital project represents nearly half of the money needed to fund it.<sup>2</sup> If the trial court is permitted to delay issuance of the High-Speed Rail bond funds through its erroneous legal rulings, it also will deprive Caltrain of its appropriated funding to modernize by, among other things, electrifying the system. In this era of government budgetary constraints and belt tightening, there is no alternative funding source readily available to replace

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<sup>1</sup> Memorandum of Understanding, High Speed Rail Early Investment Strategy For A Blended System In The San Francisco To San Jose Segment Known As The Peninsula Corridor Of The Statewide High-Speed Rail System (2012) (“2012 MOU”), available at <http://www.caltrain.com/Assets/Caltrain+Modernization+Program/Documents/Executed+9+Party+MOU.pdf>.

<sup>2</sup> *Id.* at p. 5.

the appropriated funds. Moreover, with Caltrain's new electrified service set to commence by 2019, delay of this main funding source will cause overall costs to rise which, in turn, will jeopardize the vitality of the overall funding program.

Furthermore, the trial court's ruling requiring a showing of substantial evidence to validate bonds will have an adverse impact on the undersigned transit-providing agencies as well as other California public agencies that rely on general obligation bond sales to fund public works projects. Such projects include the construction of school classrooms, libraries, transit and water systems, to name a few examples.

The trial court has injected uncertainty that will create unnecessary encumbrances for other public infrastructure projects, which are governed by bond statutes requiring similar "necessary or desirable" determinations. Allowing this court to set aside an authorized committee's determination will make it unclear what type of evidentiary basis, if any, is required to validate such a determination. It also will obstruct an agency's ability to validate a bond by providing a new and unjustified ground for project opponents to challenge the "necessary and desirable" finding after other hurdles have been cleared.

Just as it threatens High-Speed Rail here, the trial court's ruling will threaten any city, county, school, or other special district project to be funded through general obligation bonds. Given the scarcity of public funds and the overwhelming need to maintain and improve the state's infrastructure, California cannot afford these unjustified obstacles.

**2. The Trial Court's Error in Issuing a Writ to Rescind the Authority's First Funding Plan Threatens High-Speed Rail and Other Projects**

In addition, for the reasons stated in the Petition and Reply, which the undersigned join, the trial court's issuance of a writ directing the

Authority to rescind its first funding plan in the *Tos* case is logically and legally flawed, and must be vacated.

In particular, the trial court's writ improperly interferes with the Legislature's exercise of its appropriation authority, inventing judicial remedies where none are provided for in the Bond Act or in any other law. Doing so offends the separation of powers doctrine, wrongly injecting the judiciary into legislative issues. If left undisturbed, the trial court's ruling will create a new vehicle for petitioners to challenge actions underlying legislative appropriations across the state.

**B. The Trial Court's Errors Will Derail The Caltrain Modernization Program, a Vitally Important Project to the San Francisco Bay Area**

The trial court's erroneous rulings will not only delay High-Speed Rail indefinitely, but also will derail the Caltrain Modernization Program and other projects dependent on appropriated Bond Act funds.

The Caltrain Modernization Program is critically important to the region. It will electrify and upgrade the performance, operating efficiency, capacity, safety and reliability of Caltrain's commuter rail service. Electrification will result in quieter, cleaner, more frequent and/or faster train service for more riders. In addition, it will improve the financial sustainability of the system by increasing ridership and revenue. Furthermore, replacing diesel fuel with electricity will help the region meet Green House Gas reduction targets mandated by SB 375 and will improve air quality. (See, e.g., Gov. Code, § 65080 *et seq.*)

Efforts to complete environmental work are nearing completion and over a third of the design work is finished, making the goal of delivering the project by 2019 a reality if Caltrain timely receives its Bond Act funding.

**1. Caltrain Electrification is Dependent on Appropriated High-Speed Rail Bond Funds**

Electrification has been part of Caltrain's strategic thinking since its creation in 1992. The vision first was captured in Caltrain's 1999 Strategic Plan. It was not until the inception of the blended service plan between the JPB and the Authority, however, and commitment of Bond Act funds accompanying the latter project, that electrification could move from a dream to reality.<sup>3</sup>

**a. The 2012 Memorandum of Understanding Ties High-Speed Rail Use and Funding to the Caltrain Modernization Program**

Recognizing the importance of High-Speed Rail and the opportunity to share resources to modernize and electrify Caltrain, as well as to enjoy efficiencies of scale, nine public agencies signed the 2012 Memorandum of Understanding regarding the High-Speed Rail Early Investment Strategy for a Blended System ("2012 MOU"). The 2012 MOU represents the commitment of these agencies to improve Caltrain and deliver the High-Speed Rail project through the use of a blended system.<sup>4</sup> Signatories include the undersigned JPB, the City and County of San Francisco, Santa Clara Valley Transportation Authority, and the Metropolitan Transportation Commission, along with the Authority.<sup>5</sup>

The parties to the 2012 MOU committed to the blended system, which entails shared use of the corridor between San Jose and San

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<sup>3</sup> Memorandum Of Understanding Between the California High Speed Rail Authority and Peninsula Corridor Joint Powers Board (2004), available at [http://www.caltrain.com/Assets/Peninsula+Rail+Program/2004\\_MOU\\_Between\\_CHSRA\\_and\\_PCJPB.PDF](http://www.caltrain.com/Assets/Peninsula+Rail+Program/2004_MOU_Between_CHSRA_and_PCJPB.PDF).

<sup>4</sup> 2012 MOU.

<sup>5</sup> *Id.*, pg. 6.



Francisco by the Caltrain commuter rail and High-Speed Rail intercity trains.<sup>6</sup> The blended system service plan benefits both systems by reducing the need to significantly alter the current Peninsula rail corridor.<sup>7</sup> Moreover, it requires that both systems use the same type of power, thereby reducing costs for both projects and making the blended system more efficient.<sup>8</sup> While electrification has independent utility for Caltrain, it also will provide a benefit to High-Speed Rail when the blended system is certified environmentally by the Authority and is ready for construction.

Under the 2012 MOU, the signatory agencies made operational support and funding commitments toward the initial investment of approximately \$1.5 billion in the corridor for the purchase and installation of an advanced signal system, electrifying the rail line, and purchasing electrified rolling stock for Caltrain.<sup>9</sup> Approximately \$1.2 billion of this amount is for electrification and electrified rolling stock.

According to Senate Bill 1029 and the accompanying Senate Bill 577, the Legislature appropriated \$600 million in High-Speed Rail bond funds for corridor electrification. (Stats. 2012, ch. 152, § 9, p. 77, West's Ann. Sts. & Hy. Code—Appen. (2014 ed.); Sts. & Hy. Code, § 2704.76.) This appropriation affirms the blended system principles and ensures that the \$600 million is allocated to support early high-speed rail investments in the Caltrain corridor. The JPB has commitments from state, regional, and

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<sup>6</sup> *Id.*, pgs. 3-4.

<sup>7</sup> *Id.*, pg. 2.

<sup>8</sup> Peninsula Corridor Joint Powers Board, Peninsula Corridor Electrification Project Draft Environmental Impact Report (Feb. 2013) Executive Summary, pg. 6, (“PCEP Draft EIR”) available at [http://www.caltrain.com/projectsplans/CaltrainModernization/Modernization/PeninsulaCorridorElectrificationProject/PCEP\\_DEIR\\_2014.html](http://www.caltrain.com/projectsplans/CaltrainModernization/Modernization/PeninsulaCorridorElectrificationProject/PCEP_DEIR_2014.html).

<sup>9</sup> 2012 MOU, pg. 5.

local funding sources for the other half of the approximately \$1.2 billion in funding. However, there are no readily available funding alternatives to close the funding gap that would exist should the High-Speed Rail bond funds become unavailable.

**b. Caltrain Already Has Expended Funds  
Toward Modernization**

In addition, the JPB already has made significant expenditures in planning and pre-construction efforts necessary to deliver its Modernization Program by 2019.

First, the JPB has expended nearly \$3 million in funds for environmental review under the National Environmental Policy Act and is about to finalize an Environmental Impact Report consistent with the California Environmental Quality Act. Caltrain's Draft Environmental Impact Report has been released to the public and is open for public comment until April 29, 2014.<sup>10</sup> Initial environmental findings indicate that the Peninsula Corridor Electrification Project will have some localized impact on the environment that largely will be off-set by electrification's long-term benefits.<sup>11</sup> Nearly every measurable aspect of the project's environmental impact qualifies as "less than significant" after mitigation.<sup>12</sup>

Second, the JPB has expended significant funds on the design of the project—taxpayer funds that may go to waste if the appropriated Bond Act funds are not released as planned. The preliminary design is 35% complete and design build procurement documents will be released promptly following the conclusion of the environmental process. The JPB has

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<sup>10</sup> PCEP Draft EIR.

<sup>11</sup> *Id.*, Exec. Summary, pgs. 13-19.

<sup>12</sup> *Ibid.*

authorized approximately \$84 million to be spent on contractors to meet these objectives. Moreover, it has engaged in extensive public outreach and education regarding the current blended system approach, which has generated considerable public support.

At a minimum, the delay in funding caused by the trial court's erroneous legal rulings presents a grave threat to Caltrain's Modernization Program. Progress on electrification will come to a halt, and costs likely are to increase while Caltrain awaits further proceedings. And if the trial court's rulings remain in place, there will be no means to move forward with this important improvement project.

## **2. Caltrain Modernization Will Reap Enormous Public Benefits to the Region**

The benefits and importance of electrifying Caltrain cannot be understated. Electrification will benefit the environment, improve regional and local transportation, and sustain and promote economic growth for generations to come.

### **a. Electrification Will Provide Traffic and Congestion Relief**

As the population of the Bay Area grows, so does traffic congestion.<sup>13</sup> Commuter traffic on the San Francisco Peninsula and into the South Bay has increased substantially over the last decade, and will continue to do so for the foreseeable future.<sup>14</sup> The increases in population, along with recent economic growth cycle in the Bay Area, create a need for transportation services far exceeding the capacity of the current roadway and public transit system.<sup>15</sup> Due to a variety of factors, however, expansion

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<sup>13</sup> *Id.*, Exec. Summary, pg. 4.

<sup>14</sup> *Ibid.*

<sup>15</sup> *Ibid.*

of the roadway system is both impractical and insufficient to meet the needs of Bay Area residents.<sup>16</sup> Indeed, in many cases, it is physically impossible to add capacity to Bay Area freeway corridors.

The rise in commuter traffic, along with long-term increases in gas prices, has led to an increased demand for alternatives to personal vehicles—the very demand Caltrain’s mission is intended to meet.<sup>17</sup> Moreover, emissions from vehicular traffic substantially contribute to the production and release of pollutants.<sup>18</sup> Removing people from cars on the road and putting them on Caltrain passenger cars is yet another important benefit of electrification.

**b. Electrification Greatly Will Reduce  
Environmental Impacts**

As part of the Caltrain Electrification Project, the current diesel powered trains will be replaced by Electric Multiple Unit (EMU) trains. EMU trains will reduce noise pollution, lead to improved air quality, cut Green House Gas (GHG) emissions, and dramatically reduce energy consumption.<sup>19</sup>

Electrification modifications will lead to significant reductions in air pollution emissions compared to diesel, even when indirect emissions from electrical power generation are included.<sup>20</sup> First, increased capacity provided by electrification and the corresponding increase in ridership will lead to significant reductions in Vehicle Miles Traveled (VMT), a major

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<sup>16</sup> *Ibid.*

<sup>17</sup> *Ibid.*

<sup>18</sup> *Ibid.*

<sup>19</sup> *Id.*, Exec. Summary, pg. 10.

<sup>20</sup> *Id.*, Exec. Summary, pg. 6.

contributor to GHG emissions.<sup>21</sup> Current estimates have electrification reducing VMTs by as much as 235,000 per day by 2020.<sup>22</sup> Second, Caltrain's overall energy consumption will drop from 4.5 million gallons of diesel fuel burned per year to just 1.1 million gallons per year.<sup>23</sup> The combination of reduced VMTs and the decreased need for diesel fuel is expected to decrease daily air pollution significantly in the region, and reduce GHG emissions by 68,000 metric tons of CO<sub>2</sub> equivalent annually by 2020.<sup>24</sup> By 2040, it is estimated that electrification will reduce VMTs by 619,000, with regional transportation-related air pollution dropping by 77% to 96%, and GHG emissions declining by the equivalent of 177,000 metric tons of CO<sub>2</sub>.<sup>25</sup>

**c. Electrification Will Enable Caltrain to Meet the Increased Demand for Service**

The expansion of service that electrification will provide will enable Caltrain to meet the on-going and unprecedented ridership demand that already exists today, and which has been increasing annually for the past several years. Currently, Caltrain operates 46 northbound and 46 southbound trains per weekday between San Francisco and San Jose for a total of 92 trains per day.<sup>26</sup> Present service levels provide five trains per

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<sup>21</sup> Caltrain, Peninsula Corridor Electrification Project, Draft Environmental Impact Report, Public PowerPoint Presentation, slide 14 ("PCEP DEIR Public Meeting PowerPoint") available at <http://www.caltrain.com/Assets/Caltrain+Modernization+Program/Electrification+Documents/Public+Meeting+PPT.pdf>.

<sup>22</sup> PCEP DEIR Public Meeting PowerPoint, slide 14.

<sup>23</sup> PCEP Draft EIR, Exec. Summary, pg. 10.

<sup>24</sup> PCEP DEIR Public Meeting PowerPoint, slide 14.

<sup>25</sup> *Ibid.*

<sup>26</sup> PCEP Draft EIR, Exec. Summary, pg. 1.

peak hour per direction, serving 47,000 passengers daily.<sup>27</sup> In recent months, ridership has exceeded 50,000 passengers per day. Even without electrification, Caltrain expects the number of daily passengers to rise to 57,000 by 2020, further straining an already overburdened system.<sup>28</sup>

With electrification, Caltrain would be capable of operating six trains per direction per peak hour, allowing for a total daily service of 114 trains—57 trains in each direction. Capacity is expected to increase to be able to serve 69,000 passengers per day by 2020.<sup>29</sup>

Caltrain's existing diesel trains spend a substantial amount of travel time accelerating and decelerating. These physical restraints are the primary limiting factor in current Caltrain service. Comparatively, EMU trains are capable of safely accelerating and decelerating at much faster rates, even when running longer trains with more passenger cars. Essentially, EMU trains can run longer train sets without slowing down, thereby creating a more efficient system with more trains on the same tracks. In the alternative, the increased efficiency of the EMU trains will allow for additional stops to be added along San Francisco-to-San Jose corridor without any increase in total transit time.<sup>30</sup>

**d. Electrification Will Enhance the Sustainability of the Caltrain System**

Electrification will contribute to the long-term stability and sustainability of Caltrain and the vital service it provides to Bay Area residents. In addition to being more environmentally sustainable,

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<sup>27</sup> *Id.*, Exec. Summary, pg. 6.

<sup>28</sup> *Id.*, Exec. Summary, pg. 10.

<sup>29</sup> *Id.*, Exec. Summary, pg. 3.

<sup>30</sup> *Ibid.*

electrification will improve Caltrain's financial stability significantly. First, the decreases in fuel consumption by EMU trains relative to Caltrain's existing diesel stock will save Caltrain millions of dollars a year.<sup>31</sup> Further, replacing Caltrain's existing aging fleet of vehicles with EMUs will eliminate expensive and extensive overhauls.

Second, increased revenue from additional ridership will serve to further enhance Caltrain's sustainability.<sup>32</sup> This increase will allow Caltrain to reduce its dependence on taxpayer subsidies considerably.

Electrification's long-term financial benefits, both for Caltrain and California taxpayers, far outweigh its short-term costs. In all, the Caltrain Modernization Program is critically important to the region and will lay the foundation for future high-speed rail service between San Jose and San Francisco.

### III. CONCLUSION

For these reasons, the undersigned Bay Area public transportation agencies join in the arguments presented in the Petition and Reply and request that this Court issue the requested writ of mandate to ensure that High-Speed Rail, and dependent projects, move forward as the Legislature and voters intended.

Dated: April 7, 2014

HANSON BRIDGETT LLP  
Counsel on behalf of *Amici*

  
David J. Miller

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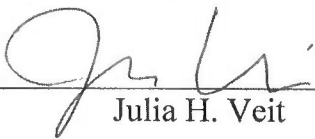
<sup>31</sup> *Ibid.*

<sup>32</sup> *Ibid.*

### WORD COUNT CERTIFICATION

I, Julia H. Veit, counsel for Proposed *Amicus Curiae* the Peninsula Corridor Joint Powers Board, hereby certify that according to Microsoft Word, the computer program used to prepare this Application for Leave to File Amicus Curiae Brief and Proposed Brief, the number of words in the document, including footnotes is 2,743 exclusive of caption, tables, signature block, and this certification.

Dated: April 8, 2014

  
\_\_\_\_\_  
Julia H. Veit



**PROOF OF SERVICE**

*California High-Speed Rail Authority et al., Petitioners, v. The Superior Court of  
Sacramento County, Respondent; John Tos, et al., Real Parties In Interest*  
Court of Appeal, Third Appellate Dist., Case No. C075668

At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of San Francisco, State of California. My business address is 425 Market Street, 26th Floor, San Francisco, CA 94105.

On April 8, 2014, I served true copies of the following document(s) described as:

**Application of Various Bay Area Transit Agencies to File  
*Amicus Curiae* Brief on the Merits In Support of Petitioners**

**[Proposed] *Amicus Curiae* Brief**


on the interested parties in this action as follows:

**SEE ATTACHED SERVICE LIST**

**BY MAIL:** I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed in the Service List and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with Hanson Bridgett LLP's practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on April 8, 2014, at San Francisco, California.

  
\_\_\_\_\_  
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